

HOLMES MAX  
Form 3  
November 25, 2008

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

|  |         |          |                                      |   |  |
|--|---------|----------|--------------------------------------|---|--|
| 1. Name and Address of Reporting Person *                |         |          | 2. Date of Event Requiring Statement | 3. Issuer Name <b>and</b> Ticker or Trading Symbol                              |  |
| Â PLAINFIELD SPECIAL SITUATIONS MASTER FUND LTD.         |         |          | (Month/Day/Year)                     | RIVIERA HOLDINGS CORP [RIV]   |  |
| (Last)   | (First) | (Middle) |                                      | 4. Relationship of Reporting Person(s) to Issuer                                | 5. If Amendment, Date Original Filed(Month/Day/Year)                             |
| C/O PLAINFIELD ASSET MANAGEMENT LLC,Â 55 RAILROAD AVENUE |         |          |                                      | (Check all applicable)  |  |
| (Street)   |         |          |                                      | <input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner | 6. Individual or Joint/Group Filing(Check Applicable Line)                       |
| GREENWICH,Â CTÂ 06830                                    |         |          |                                      | <input type="checkbox"/> Officer (give title below)                             | <input type="checkbox"/> Other (specify below)                                   |
| (City)   | (State) | (Zip)    |                                      |   | <input type="checkbox"/> Form filed by One Reporting Person                      |
|  |         |          |                                      |   | <input checked="" type="checkbox"/> Form filed by More than One Reporting Person |

**Table I - Non-Derivative Securities Beneficially Owned**

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock                    | 1,355,013 <sup>(1)</sup>                              | D <sup>(1)</sup>   | Â   |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date | 3. Title and Amount of Securities Underlying | 4. Conversion | 5. Ownership | 6. Nature of Indirect Beneficial Ownership |
|--|---|--|---------------|--------------|--|
|--|---|--|---------------|--------------|--|

## Edgar Filing: HOLMES MAX - Form 3

| (Month/Day/Year)    |                    |       | Derivative Security<br>(Instr. 4) | or Exercise<br>Price of<br>Derivative<br>Security | Form of<br>Derivative<br>Security:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 5) | (Instr. 5) |
|---------------------|--------------------|-------|-----------------------------------|---|--|------------|
| Date<br>Exercisable | Expiration<br>Date | Title | Amount or<br>Number of<br>Shares  |   |  |            |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| PLAINFIELD SPECIAL SITUATIONS MASTER FUND LTD.<br>C/O PLAINFIELD ASSET MANAGEMENT LLC<br>55 RAILROAD AVENUE<br>GREENWICH, CT 06830 | ^             | ^ X       | ^       | ^     |
| PLAINFIELD ASSET MANAGEMENT LLC<br>55 RAILROAD AVENUE<br>GREENWICH, CT 06830   | ^             | ^ X       | ^       | ^     |
| HOLMES MAX<br>C/O PLAINFIELD ASSET MANAGEMENT LLC<br>55 RAILROAD AVENUE<br>GREENWICH, CT 06830                                     | ^             | ^ X       | ^       | ^     |

## Signatures

|   |            |
|---|------------|
| /s/Thomas X. Fritsch, Managing Director and General Counsel, on behalf of Plainfield Asset Management LLC   | 11/25/2008 |
| **Signature of Reporting Person   | Date       |
| /s/Thomas X. Fritsch, Authorized Individual, on behalf of Plainfield Special Situations Master Fund Limited | 11/25/2008 |
| **Signature of Reporting Person   | Date       |
| /s/Thomas X. Fritsch, Attorney in Fact*, on behalf of Max Holmes  | 11/25/2008 |
| **Signature of Reporting Person   | Date       |

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(b)(v).
  - \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) These shares are owned directly by Plainfield Special Situations Master Fund Limited (?Master Fund?) and indirectly by Plainfield Asset Management LLC, a Delaware limited liability company (?Asset Management?), and Max Holmes, an individual. Asset Management is the manager of the Master Fund. Max Holmes is the chief investment officer of Asset Management. Each of Asset Management and Max Holmes disclaims beneficial ownership of all such shares, except to the extent to which each holds a pecuniary interest therein.

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### Remarks:

\*Duly authorized pursuant to Power of Attorney, dated February 1, 2007, by and on behalf of Ma

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.