

MONARCH CASINO & RESORT INC
Form 8-K
October 19, 2006

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 OR 15(d) of The Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): October 16, 2006

Monarch Casino & Resort, Inc.
(Exact name of registrant as specified in its charter)

Nevada

0-22088

88-0300760

(State or other jurisdiction
of incorporation)

(Commission
File Number)

(IRS Employer
Identification No.)

3800 South Virginia Street, Reno, Nevada
(Address of principal executive offices)

89502
(Zip Code)

Registrant's telephone number, including area code: (775) 335-4600

Not applicable.
(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 8.01 Other Events.

On July 26, 2006, Monarch Casino & Resort, Inc. (the “Company”) made a formal offer to purchase the 18.95 acre shopping center (the “Shopping Center”) located adjacent to its Atlantis Casino Resort Spa. The Shopping Center is owned by Biggest Little Investments L.P. (“BLI”). The Company’s offer was formulated and delivered by the Company’s Committee of the Independent Directors. This event was previously disclosed in the Company’s Current Report on Form 8-K filed with the SEC on July 27, 2006.

On October 16, 2006, the Committee of the Independent Directors received a letter from counsel to BLI advising the Company that BLI, through its general partner, Maxum, L.L.C., had “decided that such offer is not in the best interest of the Partnership’s limited partners and, therefore, will not be entering into negotiations with Monarch.”

The Committee of the Independent Directors will consider this response and determine what action, if any should be taken.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Monarch Casino and Resort, Inc.
(Registrant)

Date: October 18, 2006

/s/ John Farahi
John Farahi
Co-Chairman of the Board, Chief
Executive Officer and Chief Operating
Officer