

TRUMP ENTERTAINMENT RESORTS, INC.  
Form SC 13G  
September 15, 2006

SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

SCHEDULE 13G

UNDER THE SECURITIES EXCHANGE ACT 1934\*

Trump Entertainment Resorts Inc.

-----  
(Name of Issuer)

Common Stock, \$0.01 par value

-----  
(Title of Class of Securities)

89816T103

-----  
(CUSIP Number)

September 8, 2006

-----  
(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

-----  
\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

Edgar Filing: TRUMP ENTERTAINMENT RESORTS, INC. - Form SC 13G

CUSIP No. 89816T103

-----

-----

1 NAME OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS

Mason Capital Management LLC, in its capacity as investment  
manager for certain investment funds and managed accounts

-----

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*  
(a) [ ]  
(b) [X]

-----

3 SEC USE ONLY

-----

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

-----

NUMBER OF SHARES	5	SOLE VOTING POWER
BENEFICIALLY OWNED BY		1,951,466 Common Shares
EACH REPORTING PERSON WITH	6	SHARED VOTING POWER
		-0-

-----

7	SOLE DISPOSITIVE POWER
	1,951,466 Common Shares

8	SHARED DISPOSITIVE POWER
	-0-

-----

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
1,951,466 Common Shares

-----

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES  
CERTAIN SHARES\*

-----

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  
6.3%

-----

12 TYPE OF REPORTING PERSON\*  
PN

-----

\*SEE INSTRUCTIONS BEFORE FILLING OUT

Edgar Filing: TRUMP ENTERTAINMENT RESORTS, INC. - Form SC 13G

SCHEDULE 13G

ITEM 1(a). NAME OF ISSUER:  
-----

Trump Entertainment Resorts Inc.

ITEM 1(b). ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES:  
-----

1000 Boardwalk  
Atlantic City, NJ 08401

ITEM 2.(a), NAME OF PERSON FILING; ADDRESS  
(b) AND (c) OF PRINCIPAL BUSINESS OFFICE; CITIZENSHIP:  
-----

This Schedule is being filed jointly by Mason Capital Management LLC ("Mason Management"), a Delaware limited liability company, with respect to shares of Common Stock directly owned by Mason Capital, LP ("Mason Capital LP"), a Delaware limited partnership; Mason Capital, Ltd. ("Mason Capital Ltd"), a corporation organized under the laws of the Cayman Islands; and certain other funds and accounts (the "Managed Accounts").

Mason Management is the investment manager of each of Mason Capital LP, Mason Capital Ltd and the Managed Accounts, and Mason Management may be deemed to have beneficial ownership over the shares of Common Stock reported in this Schedule by virtue of the authority granted to mason Management by Mason Capital LP, Mason Capital Ltd and the Managed Accounts to vote and dispose of such shares.

ITEM 2(b). ADDRESS OF PRINCIPAL BUSINESS OFFICE:  
-----

The address of each of Mason Management, Mason Capital LP and Mason Capital Ltd, for purposes of this filing, is:

110 East 59th Street  
New York, New York 10022

ITEM 2(d). TITLE OF CLASS OF SECURITIES:  
-----

Common Stock, par value \$0.01 per share.

4

ITEM 2(e). CUSIP NUMBER:  
-----  
89816T103

ITEM 4.(a), (b) AND (c) OWNERSHIP.  
-----

Provide the following information regarding the aggregate number and

Edgar Filing: TRUMP ENTERTAINMENT RESORTS, INC. - Form SC 13G

percentage of the class of securities of the issuer identified in Item 1.

- (a) Amount beneficially owned: 1,951,466 shares.
- (b) Percent of class: 6.3%.
- (c) Number of shares as to which such person has:
  - (i) Sole power to vote or direct the vote  
1,951,466 shares.
  - (ii) Shared power to vote or direct the vote -0-.
  - (iii) Sole power to dispose or direct the disposition of  
1,951,466 shares.
  - (iv) Shared power to dispose or direct the disposition of  
-0-.

The number of shares beneficially owned and the percentage of outstanding shares represented thereby, for each of the Reporting Persons, have been computed in accordance with Rule 13d-3 under the Securities Exchange Act of 1934, as amended. The percentage of ownership described above is based on 30,952,329 Common Shares outstanding as of August 7, 2006.

ITEM 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS.  
-----

ITEM 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON.  
-----

The right to receive dividends from, or the proceeds from the sale of, all shares of Common Stock reported in this statement as beneficially owned by Mason Management is held by Mason Capital LP, Mason Capital Ltd or the Managed Accounts, as the case may

be, all of which are the advisory clients of Mason Management. To the knowledge of Mason Management, none of these advisory clients holds such right with respect to more than five percent of the outstanding Common Stock. Mason Management itself disclaims beneficial ownership of all shares of Common Stock reported in this statement pursuant to Rule 13d-4 under the Securities Exchange Act of 1934, as amended.

ITEM 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH  
-----  
ACQUIRED THE SECURITIES BEING REPORTED ON BY THE PARENT  
-----  
HOLDING COMPANY.  
-----

Not applicable.

ITEM 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP.  
-----

Edgar Filing: TRUMP ENTERTAINMENT RESORTS, INC. - Form SC 13G

Not applicable.

ITEM 9. NOTICE OF DISSOLUTION OF GROUP.  
-----

Not applicable.

ITEM 10. CERTIFICATION.  
-----

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

SIGNATURE  
-----

After reasonable inquiry and to the best of the knowledge and belief of the undersigned Reporting Person, the undersigned Reporting Person certifies that the information set forth in this statement with respect to it, or him, as the case may be, is true, complete and accurate.

Dated: September 15, 2006

MASON CAPITAL MANAGEMENT LLC,

/s/ John Grizzetti  
-----

John Grizzetti  
Chief Financial Officer