

CHURCHILL DOWNS INC  
Form 8-K/A  
July 21, 2009

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 8-K/A**

**CURRENT REPORT**

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of report (Date of earliest event reported): May 2, 2007

**CHURCHILL DOWNS INCORPORATED**

(Exact Name of Registrant as Specified in Its Charter)

**Kentucky**  
(State or Other Jurisdiction)

**001-33998**  
(Commission File Number)

**61-0156015**  
(IRS Employer

of Incorporation)

**700 Central Avenue, Louisville, Kentucky 40208**

Identification No.)

(Address of Principal Executive Offices) (Zip Code)

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Registrant's Telephone Number, Including Area Code: (502) 636-4400

**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))

**EXPLANATORY NOTE**

Churchill Downs Incorporated (the Company) is filing this Amendment No. 1 to the Company's Current Report on Form 8-K filed on May 2, 2007 only to re-file Exhibit 10.1 in response to comments the Company received from the Securities and Exchange Commission which requested that we file the exhibits and schedules to Amendment No. 1 to the Amended and Restated Credit Agreement among Churchill Downs Incorporated, the guarantors party thereto, the Lenders party thereto and JPMorgan Chase Bank, N.A., as agent and collateral agent, with PNC Bank, National Association, as Syndication Agent, and National City Bank, as Documentation Agent, dated as of May 2, 2007.

This Amendment No. 1 to the Company's Current Report on Form 8-K filed on May 2, 2007 does not reflect events occurring after the filing of the original Current Report on Form 8-K filed on May 2, 2007 or modify or update those disclosures affected by subsequent events. No other modifications or changes have been made to the Company's Current Report on Form 8-K filed on May 2, 2007 as originally filed or to the exhibits filed therewith.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits

10.1 Amendment No. 1 to the Amended and Restated Credit Agreement among Churchill Downs Incorporated, the guarantors party thereto, the Lenders party thereto and JPMorgan Chase Bank, N.A., as agent and collateral agent, with PNC Bank, National Association, as Syndication Agent, and National City Bank, as Documentation Agent, dated as of May 2, 2007

**SIGNATURE**

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.

**CHURCHILL DOWNS INCORPORATED**

July 21, 2009

By: /s/ William E. Mudd  
William E. Mudd  
Chief Financial Officer

**EXHIBIT INDEX**

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