

VAIL RESORTS INC
Form 10-Q/A
March 18, 2005

OMB APPROVAL
OMB Number: 3235-0070
Expires: December 31, 2006
Estimated average burden
hours per response: 144.00

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

**FORM 10-Q/A
Amendment No. 1**

**Quarterly Report Pursuant To Section 13 Or 15(d) Of The Securities Exchange Act Of
1934**

For the quarterly period ended January 31, 2005

**Transition Report Pursuant To Section 13 Or 15(d) Of The Securities Exchange Act Of
1934**

For the transition period from to

Commission File Number: 1-9614

Vail Resorts, Inc.

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction of
incorporation or organization)

51-0291762

(I.R.S. Employer
Identification No.)

Post Office Box 7 Vail,
Colorado

(Address of principal executive
offices)

81658

(Zip Code)

(970) 845-2500

(Registrant's telephone number, including area code)

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports) and (2) has been subject to such filing requirements for the past 90 days.

Yes No

Indicate by check mark whether the registrant is an accelerated filer (as defined in Rule 12b-2 of the Exchange Act).

Yes No

As of March 8, 2005, 35,561,127 shares of Common Stock were issued and outstanding.

Amendment No. 1

Explanatory Note

On March 11, 2005, Vail Resorts, Inc. filed its Quarterly Report on Form 10-Q for the fiscal quarter ended January 31, 2005. This Amendment No. 1 has been filed to correct a typographical error in Exhibits 31 and 32, by changing the dates from March 11, 2004 to March 11, 2005. We have not made any other changes.

The corrected exhibits follow.

**Table of
Contents**

PART IV

Item 6. Exhibits 2

Item 6. Exhibits

The following exhibits are either filed herewith.

<u>Exhibit Number</u>	<u>Description</u>	<u>Sequentially Numbered Page</u>
31	Certifications of Adam M. Aron and Jeffrey W. Jones Pursuant to Section 302 of the Sarbanes-Oxley Act of 2002.	4
32	Certifications of Adam M. Aron and Jeffrey W. Jones Pursuant to Section 906 of the Sarbanes-Oxley Act of 2002.	6

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 thereunto duly authorized on March 18, 2005.

Vail Resorts, Inc.

By: /s/ Jeffrey W. Jones

Jeffrey W. Jones

Senior Vice President and

Chief Financial Officer

Dated: March 18, 2005