

Goldstein Robert G
Form 4
February 06, 2006

FORM 4

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

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**STATEMENT OF CHANGES IN 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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Goldstein Robert G

(Last) (First) (Middle)

3355 LAS VEGAS BOULEVARD
SOUTH

(Street)

LAS VEGAS, NV 89109

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

LAS VEGAS SANDS CORP [LVS]

3. Date of Earliest Transaction
(Month/Day/Year)

02/02/2006

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
X Officer (give title below) ____ Other (specify
below)

Senior Vice President

6. Individual or Joint/Group Filing(Check
Applicable Line)
X Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
Common Stock				(A) or (D)	17,609	D	
Common Stock					248,451	I	See footnote (1)
Common Stock	02/02/2006		S	100 D	\$ 49.98 1,488,843	I	See footnote (2)
Common Stock	02/02/2006		S	500 D	\$ 49.94 1,488,343	I	See footnote (2)

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Common Stock	02/02/2006	S	400	D	\$ 49.89	1,487,943	I	See footnote (2)
Common Stock	02/02/2006	S	900	D	\$ 49.35	1,487,043	I	See footnote (2)
Common Stock	02/02/2006	S	1,200	D	\$ 49.34	1,485,843	I	See footnote (2)
Common Stock	02/02/2006	S	600	D	\$ 49.41	1,485,243	I	See footnote (2)
Common Stock	02/02/2006	S	900	D	\$ 49.52	1,484,343	I	See footnote (2)
Common Stock	02/02/2006	S	700	D	\$ 49.58	1,483,643	I	See footnote (2)
Common Stock	02/02/2006	S	400	D	\$ 49.36	1,483,243	I	See footnote (2)
Common Stock	02/02/2006	S	700	D	\$ 49.39	1,482,543	I	See footnote (2)
Common Stock	02/02/2006	S	400	D	\$ 49.47	1,482,143	I	See footnote (2)
Common Stock	02/02/2006	S	500	D	\$ 49.14	1,481,643	I	See footnote (2)
Common Stock	02/02/2006	S	400	D	\$ 49.2	1,481,243	I	See footnote (2)
Common Stock	02/02/2006	S	200	D	\$ 49.29	1,481,043	I	See footnote (2)
Common Stock	02/02/2006	S	1,000	D	\$ 49.38	1,480,043	I	See footnote (2)
Common Stock	02/02/2006	S	400	D	\$ 49.42	1,479,643	I	See footnote (2)
Common Stock	02/02/2006	S	700	D	\$ 49.3	1,478,943	I	See footnote

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								(2)
Common Stock	02/02/2006	S	700	D	\$ 49.5	1,478,243	I	See footnote (2)
Common Stock	02/02/2006	S	800	D	\$ 49.28	1,477,443	I	See footnote (2)
Common Stock	02/02/2006	S	400	D	\$ 49.27	1,477,043	I	See footnote (2)
Common Stock	02/02/2006	S	400	D	\$ 49.32	1,476,643	I	See footnote (2)
Common Stock	02/02/2006	S	200	D	\$ 49.45	1,476,443	I	See footnote (2)
Common Stock	02/02/2006	S	800	D	\$ 49.53	1,475,643	I	See footnote (2)
Common Stock	02/02/2006	S	900	D	\$ 49.56	1,474,743	I	See footnote (2)
Common Stock	02/02/2006	S	200	D	\$ 49.63	1,474,543	I	See footnote (2)
Common Stock	02/02/2006	S	300	D	\$ 49.33	1,474,243	I	See footnote (2)
Common Stock	02/02/2006	S	400	D	\$ 49.19	1,473,843	I	See footnote (2)
Common Stock	02/02/2006	S	400	D	\$ 49.23	1,473,443	I	See footnote (2)

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

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repor Trans (Instr
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Goldstein Robert G
3355 LAS VEGAS BOULEVARD SOUTH
LAS VEGAS, NV 89109

Senior Vice President

Signatures

/s/ Robert G.
Goldstein 02/06/2006

**Signature of Date
Reporting Person

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(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) By The Robert G. Goldstein Grantor Retained Annuity Trust.
- (2) By The Robert and Sheryl Goldstein Trust DTD 2/21/2003.

Remarks:

1 of 3 Forms 4

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.
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