

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person* <u>FIORAVANTI MARK</u> <hr/> (Last) (First) (Middle) <u>ONE GAYLORD DRIVE</u> <hr/> (Street) <u>NASHVILLE TN 37214</u> <hr/> (City) (State) (Zip)			2. Issuer Name and Ticker or Trading Symbol <u>GAYLORD ENTERTAINMENT CO/DE [GET]</u>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give title below) Other (specify below) X <u>SVP & Chief Financial Officer</u>		
			3. Date of Earliest Transaction (Month/Day/Year) <u>06/22/2010</u>					
			4. If Amendment, Date of Original Filed (Month/Day/Year)					
			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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	06/22/2010		F		728 ⁽¹⁾	D	\$26.56	26,986 ⁽²⁾	D	

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

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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Restricted Stock Units	\$26.56	06/22/2010		M		2,750		06/22/2010	⁽³⁾	Comon Stock	2,750	\$0.00	8,250	D	

Explanation of Responses:

- Represents shares withheld to satisfy Mr. Fioravanti's tax withholding obligation with respect to 2,750 shares issued upon vesting of previously awarded restricted stock units on June 22, 2010. Mr. Fioravanti has retained the remaining 2,022 shares.
- Amount does not include 20,000 shares of common stock issuable upon the vesting of performance-based restricted stock unit awards granted February 14, 2008; 8,250 shares of common stock issuable upon the vesting of time-based restricted stock unit awards granted on June 22, 2009; and 12,000 shares of common stock issuable upon the vesting of time-based restricted stock unit awards granted on February 3, 2010.
- On June 22, 2009 Mr. Fioravanti was awarded 11,000 restricted stock units, which vest in four equal annual installments beginning on June 22, 2010. The 2,750 stock units reported herein were 100% converted to common stock on June 22, 2010 upon the vesting of the restricted stock unit award. Accordingly there is no expiration date associated with this security.

Remarks:

Carter R. Todd, Attorney-in-Fact for Mark Fioravanti 06/24/2010

** Signature of Reporting Person Date

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

* 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).

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.