

SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

**FORM 8-K**

**CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934**

**Date of Report (Date of earliest event reported): July 21, 2004**



(Exact name of registrant as specified in its charter)

Kentucky  
(State or other jurisdiction of  
incorporation or organization)

0-1469  
(Commission File Number)

61-0156015  
(IRS Employer Identification  
No.)

700 Central Avenue, Louisville, Kentucky 40208  
(Address of principal executive offices)  
(Zip Code)

(502)-636-4400  
(Registrant's telephone number, including area code)

Not Applicable  
(Former name or former address, if changed since last report)

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**CHURCHILL DOWNS INCORPORATED**

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**Item 7. Financial Statements and Exhibits**

**(c) Exhibits (furnished pursuant to Item 12)**

Exhibit 99.1 Earnings release conference call transcript, dated July 21, 2004.

**Item 12. Results of Operations and Financial Condition**

Attached and incorporated herein by reference as Exhibit 99.1 is a copy of the earnings press release conference call transcript, dated July 21, 2004, reporting the Registrant's financial results for the second quarter of 2004.

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**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 hereunto duly authorized.

**CHURCHILL DOWNS INCORPORATED**

July 23, 2004

/s/Michael E. Miller  
Michael E. Miller  
Executive Vice President and  
Chief Financial Officer  
(Principal Financial and Accounting Officer)

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