

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
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1. Name and Address of Reporting Person* <u>FERGUSON JOHN D</u>  (Last) (First) (Middle) <u>10 BURTON HILLS BOULEVARD</u>  (Street) <u>NASHVILLE TN 37215</u>  (City) (State) (Zip)	2. Issuer Name <b>and</b> Ticker or Trading Symbol <u>CORRECTIONS CORP OF AMERICA [</u> <u>CXW ]</u>  3. Date of Earliest Transaction (Month/Day/Year) <u>01/22/2008</u>  4. If Amendment, Date of Original Filed (Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  <input checked="" type="checkbox"/> Director 10% Owner  <input checked="" type="checkbox"/> Officer (give title below) Other (specify below)  <u>President and CEO</u>  6. Individual or Joint/Group Filing (Check Applicable Line)  <input checked="" type="checkbox"/> Form filed by One Reporting Person  Form filed by More than One Reporting Person
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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			
CXW Common Stock	05/15/2007		G	V	40,000	D	\$0.00	190,554	D	
CXW Common Stock	11/21/2007		G	V	20,000	D	\$0.00	170,554	D	
CXW Common Stock								540,386	I	By Ferguson Revocable Living Trust
CXW Common Stock	01/22/2008		M		18,000	A	\$5.7	188,554	D	
CXW Common Stock	01/22/2008		S		234	D	\$24.96	188,320	D	
CXW Common Stock	01/22/2008		S		636	D	\$24.98	187,684	D	
CXW Common Stock	01/22/2008		S		2,188	D	\$24.99	185,496	D	
CXW Common Stock	01/22/2008		S		1,370	D	\$25	184,126	D	
CXW Common Stock	01/22/2008		S		602	D	\$25.01	183,524	D	
CXW Common Stock	01/22/2008		S		360	D	\$25.02	186,564	D	
CXW Common Stock	01/22/2008		S		473	D	\$25.04	181,886	D	
CXW Common Stock	01/22/2008		S		702	D	\$25.07	181,184	D	
CXW Common Stock	01/22/2008		S		234	D	\$25.09	180,950	D	
CXW Common Stock	01/22/2008		S		234	D	\$25.1	180,716	D	
CXW Common Stock	01/22/2008		S		234	D	\$25.11	180,482	D	
CXW Common Stock	01/22/2008		S		836	D	\$25.12	179,646	D	
CXW Common Stock	01/22/2008		S		568	D	\$25.13	179,078	D	
CXW Common Stock	01/22/2008		S		408	D	\$25.14	178,610	D	
CXW Common Stock	01/22/2008		P		602	D	\$25.15	178,008	D	
CXW Common Stock	01/22/2008		S		100	D	\$25.16	177,908	D	
CXW Common Stock	01/22/2008		S		234	D	\$25.18	177,674	D	
CXW Common Stock	01/22/2008		S		468	D	\$25.2	177,206	D	
CXW Common Stock	01/22/2008		S		234	D	\$25.21	176,972	D	
CXW Common Stock	01/22/2008		S		702	D	\$25.22	176,270	D	
CXW Common Stock	01/22/2008		S		468	D	\$25.23	175,802	D	
CXW Common Stock	01/22/2008		S		234	D	\$25.24	175,568	D	
CXW Common Stock	01/22/2008		S		402	D	\$25.25	175,166	D	
CXW Common Stock	01/22/2008		S		902	D	\$25.26	174,264	D	

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			
CXW Common Stock	01/22/2008		S		100	D	\$25.28	174,164	D	
CXW Common Stock	01/22/2008		S		234	D	\$25.3	173,930	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	Amount or Number of Shares				
Employee Stock Option (Right to Buy)	\$5.7	01/22/2008		M			18,000	02/14/2005 <sup>(1)</sup>	02/14/2012	CXW Common Stock	18,000	\$0.00	343,082	D	

Explanation of Responses:

1. Option vested in 1/3 increments and became fully vested on stated date.

Remarks:

Form 1 of 2 reporting partial exercise of employee stock option and sale of shares acquired through exercise pursuant to Rule 10b5-1 trading plan. All ownership figures in Column 5 of Table I include 3,390 shares beneficially owned through the company's 401(k) plan, as updated to reflect the most recent plan statement.

Scott L. Craddock, Attorney In
01/24/2008
Fact

\*\* 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.

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