## SEC Form 4

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# 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

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             |     |  |  |  |  |  |  |  |  |
|--------------------------|-----|--|--|--|--|--|--|--|--|
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| hours per response:      | 0.5 |  |  |  |  |  |  |  |  |

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| 1. Name and Address of Reporting Person*<br>LINGO IRVING E JR<br>(Last) (First) (Middle)<br>10 BURTON HILLS BOULEVARD |               |                | 2. Issuer Name and Ticker or Trading Symbol<br><u>CORRECTIONS CORP OF AMERICA</u> [<br>CXW ]<br>3. Date of Earliest Transaction (Month/Day/Year)<br>11/15/2006 | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br>Director 10% Owner<br>X Officer (give title Other (specify<br>below)<br>EVP, Chief Financial Officer |   |             |  |  |
|---|---------------|----------------|--|--|---|-------------|--|--|
| (Street)<br>NASHVILLE<br>(City)   | TN<br>(State) | 37215<br>(Zip) | 4. If Amendment, Date of Original Filed (Month/Day/Year)   | 6. Indiv<br>Line)<br>X   | idual or Joint/Group Filing (<br>Form filed by One Repor<br>Form filed by More than (<br>Person | ting Person |  |  |

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

| 1. Title of Security (Instr. 3) | 2. Transaction<br>Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) |      |   | 4. Securities<br>Disposed Of (<br>5) |               |               | 5. Amount of<br>Securities<br>Beneficially<br>Owned Following<br>Reported | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------|--|---|------|---|--------------------------------------|---------------|---------------|---|---|---|
|                                 |  |   | Code | v | Amount                               | (A) or<br>(D) | Price         | Transaction(s)<br>(Instr. 3 and 4)  |   | (1130. 4)   |
| CXW Common Stock                | 11/15/2006                                 |   | М    |   | 22,500                               | Α             | <b>\$5.83</b> | 45,466  | D   |   |
| CXW Common Stock                | 11/15/2006                                 |   | S    |   | 22,500                               | D             | \$46.62       | 22,966  | D   |   |

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

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 4.<br>Transa<br>Code (<br>8) |   | of  |        | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                    | 7. Title and Amount<br>of Securities<br>Underlying<br>Derivative Security<br>(Instr. 3 and 4) |  | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---|---|--|---|------------------------------|---|-----|--------|--|--------------------|---|--|---|--|--|--|
|   |   |  |   | Code                         | v | (A) | (D)    | Date<br>Exercisable  | Expiration<br>Date | Title   | Amount<br>or<br>Number<br>of<br>Shares |   |  |  |  |
| Employee<br>Stock<br>Option<br>(Right to<br>Buy)    | \$5.83  | 11/15/2006                                 |   | <b>M</b> <sup>(1)</sup>      |   |     | 22,500 | 05/22/2001   | 05/22/2011         | CXW<br>Common<br>Stock  | 22,500                                 | \$0.00  | 38,362   | D  |  |

Explanation of Responses:

1. Partial exercise of employee stock option and sale of shares acquired through exercise pursuant to a Rule 10b5-1 trading plan.

Remarks:

<u>Irving E. Lingo, Jr.</u> <u>11/16/2006</u>

\*\* Signature of Reporting Person

Date

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

 $\ast$  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.