

OWNED BY			
EACH	9	SOLE DISPOSITIVE POWER	7,645,334
REPORTING			
PERSON WITH	10	SHARED DISPOSITIVE POWER	0

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

7,645,334

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW

(11) EXCLUDES CERTAIN SHARES* []

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

6.5%

14 TYPE OF REPORTING PERSON*

CO, IN

*SEE INSTRUCTIONS BEFORE FILLING OUT

SCHEDULE 13D

This Schedule 13D (the "Schedule 13D") is being filed on behalf of Fir Tree, Inc., a New York corporation, doing business as Fir Tree Partners ("Fir Tree Partners"), and Mr. Jeffrey Tannenbaum ("Mr. Tannenbaum"), the sole shareholder, executive officer, director, and principal, relating to shares of Common Stock of Prison Realty Trust, Inc. (the "Issuer").

This Schedule 13D relates to shares of Common Stock of the Issuer (the "Common Stock") purchased by Fir Tree Partners for the account of (i) Fir Tree Value Fund, L.P. ("Fir Tree Value Fund"), of which Mr. Tannenbaum is the general partner and (ii) Fir Tree Institutional Value Fund, L.P. ("Fir Tree Institutional"), of which Mr. Tannenbaum is a member of the general partner.

ITEM 1. SECURITY AND ISSUER

Securities acquired: Shares of Common Stock, par value
\$0.01 per share

Issuer: Prison Realty Trust, Inc.
10 Burton Hills Blvd., Suite 100
Nashville, TN 37215
Tel. No. (615) 263-0200

ITEM 2. IDENTITY AND BACKGROUND

Fir Tree, Inc., a New York corporation, doing business as Fir Tree Partners, provides investment management services to private individuals and institutions, and is located at 535 Fifth Avenue, 31st Floor, New York, NY 10017. Mr. Tannenbaum is the sole shareholder, executive officer, director and principal of Fir Tree Partners. Mr. Tannenbaum's principal occupation is investment management and he is a United States citizen. His business address is Fir Tree Partners, 535 Fifth Avenue, 31st Floor, New York, NY 10017. Neither Fir Tree Partners nor Mr. Tannenbaum has been convicted in a criminal proceeding during the last five years. Neither Fir Tree Partners nor Mr. Tannenbaum is and during the past five years was a party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result thereof, subject to any judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws.

ITEM 3. SOURCE AND AMOUNT OF FUNDS

As of December 6, 1999, Fir Tree Partners had invested (i) \$76,626,926 in shares of Common Stock through Fir Tree Value Fund and (ii) \$26,586,585 in shares of Common Stock through Fir Tree Institutional, all as described in Item 5 below. The source of these funds was the working capital of each of Fir Tree Value Fund and Fir Tree Institutional, as the case may be.

ITEM 4. PURPOSE OF THE TRANSACTION

Fir Tree Partners and Mr. Tannenbaum acquired shares of Common Stock for portfolio investment purposes, and do not have any present plans or proposals that relate to or would result in any change in the business,

policies, management, structure or capitalization of the Issuer, but Fir Tree Partners and Mr. Tannenbaum reserve the right to consider or make such plans and/or proposals in the future. Fir Tree Partners and Mr. Tannenbaum reserve the right to acquire, or dispose of, additional securities of the Issuer, in the ordinary course of business, to the extent deemed advisable in light of its general investment and trading policies, market conditions or other factors. Fir Tree Partners may contact the Issuer, other shareholders and/or third parties regarding potential strategies to increase shareholder value. Other than as described above, neither Fir Tree Partners nor Mr. Tannenbaum has present plans or proposals that would result in or relate to any matters listed in subparagraphs (a) - (j) of Item 4 of the Special Instructions for Complying with Schedule 13D.

ITEM 5. INTEREST IN SECURITIES OF THE ISSUER

As of December 6, 1999, Fir Tree Partners and Mr. Tannenbaum are beneficial owners of 7,645,334 shares of Common Stock of the Issuer or 6.5% of the shares outstanding. The 7,645,334 shares described above are beneficially owned by Fir Tree Partners and Mr. Tannenbaum for the account of Fir Tree Value Fund or Fir Tree Institutional, as the case may be.

The number of shares beneficially owned by Fir Tree Partners and Mr. Tannenbaum and the percentage of outstanding shares represented thereby have been computed in accordance with Rule 13d-3 under the Act. The percentage of beneficial ownership of Fir Tree Partners and Mr. Tannenbaum on December 6, 1999, is based on 118,381,951 outstanding shares of Common Stock as of November 8, 1999, as reported in the Issuer's Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on November 10, 1999.

(b) Fir Tree Partners and Mr. Tannenbaum for the account of each of Fir Tree Value Fund and Fir Tree Institutional have the power to vote and dispose of the shares of Common Stock held by each such entity.

(c) The transactions in the Issuer's securities by Fir Tree Partners during the last sixty days are listed as Annex A attached hereto and made apart hereof.

(d) Not Applicable.

(e) Not Applicable.

ITEM 6. CONTRACTS, ARRANGEMENT, UNDERSTANDINGS OR RELATIONSHIPS WITH RESPECT TO SECURITIES OF THE ISSUER

Not Applicable.

Item 7. MATERIAL TO BE FILED AS EXHIBITS

Not Applicable.

ANNEX A

Transaction Date	Buy/Sell	Quantity (shares)	Price per Share (\$)
11/24/99	Buy	3,832,667	8.9375
11/24/99	Sell	20,000	9.0000
		3,812,667	

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, the undersigned certifies that the information set forth in this statement is true, complete and correct.

Dated: December 6, 1999

Fir Tree, Inc. d/b/a/ Fir Tree Partners

By: /S/JEFFREY TANNENBAUM

JEFFREY TANNENBAUM, President

/S/JEFFREY TANNENBAUM

JEFFREY TANNENBAUM, President