



OWNED BY			
EACH	9	SOLE DISPOSITIVE POWER	0
REPORTING			
PERSON WITH	10	SHARED DISPOSITIVE POWER	0

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

0

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11)  
EXCLUDES CERTAIN SHARES\*

[ ]

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

0

14 TYPE OF REPORTING PERSON\*

CO, IN

\*SEE INSTRUCTIONS BEFORE FILLING OUT

AMENDMENT NO. 1 TO SCHEDULE 13D

This Amendment No. 1 to 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 of Fir Tree Partners, as an amendment to the initial statement on Schedule 13D, relating to shares of common stock, par value \$0.01 per share ("Common Stock"), of Prison Realty Trust, Inc. (the "Issuer"), as filed with the Securities and Exchange Commission (the "Commission") on December 6, 1999 (the "Initial Schedule 13D"). The Initial Schedule 13D is hereby amended and supplemented as follows:

ITEM 3. SOURCE AND AMOUNT OF FUNDS

Item 3 of the Amended Schedule 13D is hereby amended and restated in its entirety to read as follows:

As of December 29, 1999, Fir Tree Partners had invested \$0 in shares of Common Stock.

ITEM 5. INTEREST IN SECURITIES OF THE ISSUER

Item 5 of the Amended Schedule 13D is hereby amended by amending and restating Items 5(a) and (c) as follows:

(a) As of December 29, 1999, Fir Tree Partners and Mr. Tannenbaum are beneficial owners of 0 shares of Common Stock of the Issuer or 0% of the shares outstanding.

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 29, 1999 is based on 118,381,951 outstanding shares of Common Stock as reported in the Issuer's quarterly report on Form 10-Q filed with the Commission on November 10, 1999.

(c) The transactions in the Issuer's securities by Fir Tree Partners during the period of December 6, 1999 to December 29, 1999 are listed as ANNEX A attached hereto and made a part hereof.

ANNEX A

Transaction Date	Buy/Sell	Quantity (shares)	Price per Share (\$)
12/7/99	Sell	50,000	7.7125
12/7/99	Sell	72,000	7.6875
12/8/99	Sell	51,700	7.6323
12/10/99	Sell	50,000	7.5058
12/10/99	Sell	51,700	7.5069
12/13/99	Sell	50,000	7.5625
12/13/99	Sell	40,000	7.6378

12/14/99	Sell	100,000	7.3125
12/15/99	Sell	55,000	7.5000
12/15/99	Sell	20,000	7.5625
12/16/99	Sell	11,200	7.5067
12/16/99	Sell	200	7.4375
12/20/99	Sell	25,000	7.2670
12/27/99	Sell	3,230,000	5.0000
12/27/99	Sell	3,500	5.6250
12/28/99	Sell	2,367	5.3125
12/29/99	Sell	3,832,667	8.9065
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		7,645,334	
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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: January 14, 2000

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

By: /S/JEFFREY TANNENBAUM

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Jeffrey Tannenbaum, President

/S/JEFFREY TANNENBAUM

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Jeffrey Tannenbaum