

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 OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

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(Print or Type Responses)

1. Name and Address of Reporting Person*			2. Issuer Name and Ticker or Trading Symbol		6. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
Income Opportunity Fund I LLC			Corrections Corporation of America (CXW)		<input type="checkbox"/> Director <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Other (1)		
(Last)	(First)	(Middle)	3. IRS Identification Number of Reporting Person, if an entity (voluntary)		4. Statement for Month/Day/Year		
c/o Millennium Partners					April and May 2002		
1995 Broadway					5. If Amendment, Date of Original (Month/Day/Year)		
(Street)					7. Individual or Joint/Group Filing (Check Applicable Line)		
New York	NY	10023			<input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person		
(City)	(State)	(Zip)	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 or Price	6. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	7. Owner-ship Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock, par value \$.01 per share	4/22/02		S	(D)	5,000	1,261,087(2)	(3)(4)	(3)(4)
Common Stock, par value \$.01 per share	4/23/02		S	(D)	5,000	1,261,087(2)	(3)(4)	(3)(4)
Common Stock, par value \$.01 per share	4/24/02		S	(D)	5,000	1,261,087(2)	(3)(4)	(3)(4)
Common Stock, par value \$.01 per share	4/24/02		S	(D)	4,200	1,261,087(2)	(3)(4)	(3)(4)
Common Stock, par value \$.01 per share	4/24/02		S	(D)	800	1,261,087(2)	(3)(4)	(3)(4)
Common Stock, par value \$.01 per share	4/24/02		S	(D)	5,000	1,261,087(2)	(3)(4)	(3)(4)
Common Stock, par value \$.01 per share	4/30/02		S	(D)	5,000	1,261,087(2)	(3)(4)	(3)(4)
Common Stock, par value \$.01 per share	5/02/02		S	(D)	5,000	1,261,087(2)	(3)(4)	(3)(4)
Common Stock, par value \$.01 per share	5/06/02		S	(D)	5,000	1,261,087(2)	(3)(4)	(3)(4)
Common Stock, par value \$.01 per share	5/06/02		S	(D)	147	1,261,087(2)	(3)(4)	(3)(4)
Common Stock, par value \$.01 per share	5/07/02		S	(D)	6,700	1,261,087(2)	(3)(4)	(3)(4)

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).

Explanation of Responses:

- (1) The reporting persons are members of a Section 13(d) group that owns more than 10% of the issuer's outstanding common stock, par value \$.01 per share.
- (2) Ownership as of the end of May 2002.
- (3) These securities are directly owned by Income Opportunity Fund I LLC ("IOF"). Millennium Development Partners V LLC ("MDP V") has an indirect beneficial interest in these securities in its capacity as managing member of IOF. Christopher M. Jeffries has an indirect beneficial interest in these securities in his capacity as the controlling member of MDP V.
- (4) The reporting persons disclaim beneficial ownership in the securities of the issuer except to the extent of their pecuniary interest, if any, therein.

INCOME OPPORTUNITY FUND I LLC
By: MILLENNIUM DEVELOPMENT PARTNERS V LLC,
its managing member

By: /s/ Steven L. Hoffman

February 20, 2003

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Name: Steven L. Hoffman
Title: Vice President

Date

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CONTINUATION SHEET RELATING TO JOINT FORM 4
FILED BY INCOME OPPORTUNITY FUND I LLC

JOINT FILER INFORMATION

DESIGNATED FILER: Income Opportunity Fund I LLC

ISSUER & TICKER SYMBOL: Corrections Corporation of America (CXW)

STATEMENT FOR MONTH/YEAR: April and May 2002

OTHER REPORTING PERSONS:

1. Millennium Development Partners V LLC
c/o Millennium Partners
1995 Broadway
New York, NY 10023

By: /s/ Steven L. Hoffman

Name: Steven L. Hoffman
Title: Vice President

2. Christopher M. Jeffries
c/o Millennium Partners
1995 Broadway
New York, NY 10023

/s/ Christopher M. Jeffries

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