FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

mington, D.C. 20049	OMB APPROVAL

OMB Number:	3235-0287						
Estimated average burden							
L	0.5						

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

1. Name and Address of Reporting Person* <u>Collins Brian D</u>				<u>C</u>	2. Issuer Name <b>and</b> Ticker or Trading Symbol CORRECTIONS CORP OF AMERICA CXW						(Che	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner  Officer (give title Other (specify				ner
(Last) (First) (Middle) 10 BURTON HILLS BLVD					3. Date of Earliest Transaction (Month/Day/Year) 02/23/2011						below)	P & Chie	ef HR	below)	Scony	
(Street) NASHV (City)		State)	37215 (Zip)		4. If Amendment, Date of Original Filed (Month/Day/Year)					Line	X Form filed by One Reporting Person Form filed by More than One Reporting Person					
1. Title of Security (Instr. 3) 2. Transa Date				Transaction	2A. Deemed Execution Date, if any (Month/Day/Year)		uired, Disposed of, or Benefic  3. Transaction Code (Instr. 8)  4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4)		ed (A) or	5. Amou Securitie Beneficia	nt of es ally Following	Form: (D) or	rm: Direct or Indirect (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
								f, or Bene	or Beneficially		Transaction(s) (Instr. 3 and 4)					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security		3A. Deemed Execution Date, if any (Month/Day/Year	4. Transa Code (	action	5. Number 6. of E		, <b>options, convertil</b> 6. Date Exercisable and Expiration Date (Month/Day/Year)			nd Amount ties ng e Security	8. Price of Derivative Security (Instr. 5)		e Owne s Form dly Direct or Ind g (I) (Ins	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)		Date Exercisable	Expiratio Date	n Title	Amount or Number of Shares					
Employee Stock Option (Right to Buy)	\$24.42	02/23/2011		A		36,194		02/23/2012 <sup>(1)</sup>	02/23/202	CXW Common Stock	36,194	\$0.00	36,194	4	D	

## **Explanation of Responses:**

1. Grant of options to purchase up to the number of shares listed, with vesting to occur in equal increments over a three-year period on the anniversary dates of the grant.

## Remarks:

Scott Craddock, Attorney in

02/25/2011

**Fact** 

\*\* Signature of Reporting Person

Date

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

- $^{\star}$  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.