

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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	
OMB Number:	3235-0287
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1. Name and Address of Reporting Person* <u>JACOBI C MICHAEL</u>  (Last) (First) (Middle) <u>10 BURTON HILLS BLVD.</u>  (Street) <u>NASHVILLE TN 37215</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>CORRECTIONS CORP OF AMERICA [ CXW ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner  Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>04/01/2013</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**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 of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
CXW Common Stock	04/01/2013		M		12,000	A	\$7.13	35,812 <sup>(1)</sup>	D	
CXW Common Stock	04/01/2013		M		12,000	A	\$11.89	47,812 <sup>(1)</sup>	D	
CXW Common Stock	04/01/2013		M		12,000	A	\$12.32	59,812 <sup>(1)</sup>	D	
CXW Common Stock	04/01/2013		M		12,000	A	\$16.56	71,812 <sup>(1)</sup>	D	
CXW Common Stock	04/01/2013		M		13,459	A	\$15.46	85,271 <sup>(1)</sup>	D	
CXW Common Stock	04/01/2013		M		12,151	A	\$20.76	97,422 <sup>(1)</sup>	D	

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Stock Option (Right to Buy)	\$7.13	04/01/2013		M			12,000	05/15/2003	05/15/2013	CXW Common Stock	12,000	\$0.00	0	D	
Stock Option (right to buy)	\$11.89	04/01/2013		M			12,000	05/13/2004	05/13/2014	CXW Common Stock	12,000	\$0.00	0	D	
Stock Option (right to buy)	\$12.32	04/01/2013		M			12,000	05/10/2005	05/10/2015	CXW Common Stock	12,000	\$0.00	0	D	
Stock Option (right to buy)	\$16.56	04/01/2013		M			12,000	05/11/2006	05/11/2016	CXW Common Stock	12,000	\$0.00	0	D	
Stock Option (Right to Buy)	\$15.46	04/01/2013		M			13,459	05/14/2009	05/14/2019	CXW Common Stock	13,459	\$0.00	0	D	
Stock Option (right to buy)	\$20.76	04/01/2013		M			12,151	05/13/2010	05/13/2020	CXW Common Stock	12,151	\$0.00	0	D	

**Explanation of Responses:**

1. Includes 2706 restricted stock units, each representing a contingent right to receive one share of issuer common stock.

**Remarks:**

Scott L. Craddock, Attorney in Fact 04/03/2013

\*\* Signature of Reporting Person Date

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).

\*\* 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.

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