SEC Form 4

 \Box

(City)

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

(State)

(Zip)

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden

Person

 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		hours per response: 0		
1. Name and Address of Reporting Person* Seiter Richard P	2. Issuer Name and Ticker or Trading Symbol <u>CORRECTIONS CORP OF AMERICA</u> [CXW]	(Check all applicable Director X Officer (giv	e title Other (specif	ner	
(Last)(First)(Middle)10 BURTON HILLS BOULEVARD	3. Date of Earliest Transaction (Month/Day/Year) 05/14/2008	below)	below) re Vice President & CCO		
(Street) NASHVILLE TN 37215	4. If Amendment, Date of Original Filed (Month/Day/Year)	Line) X Form filed	/Group Filing (Check Applicab by One Reporting Person by More than One Reporting		

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

2. Transaction	2A Deemed	6							
(Month/Day/Year)	Execution Date, Transaction Disposed Of (D) (Instr. 3, 4 and					5. Amount of Securities Beneficially Owned Following	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	Transaction(s) (Instr. 3 and 4)		(1130. 4)
05/14/2008		М		17,000	A	\$13.06	90,216	D	
05/14/2008		S		9,300	D	\$26.19	80,916	D	
05/14/2008		S		5,300	D	\$26.3	75,616	D	
05/14/2008		S		500	D	\$26.31	75,116	D	
05/14/2008		S		1,600	D	\$26.3101	73,516	D	
05/14/2008		S		300	D	\$26.32	73,216	D	
	05/14/2008 05/14/2008 05/14/2008 05/14/2008 05/14/2008 05/14/2008 05/14/2008 05/14/2008	(Month/Day/Year) if any (Month/Day/Year) 05/14/2008 05/14/2008 05/14/2008 05/14/2008 05/14/2008 05/14/2008	(Month/Day/Year) if any (Month/Day/Year) Code (8) 05/14/2008 M 05/14/2008 S 05/14/2008 S 05/14/2008 S 05/14/2008 S 05/14/2008 S 05/14/2008 S 05/14/2008 S	$ \begin{array}{c c c c c c c } \mbox{(Month/Day/Year)} & \mbox{if any} (Month/Day/Year) & \mbox{Code} (Instr. 8) \\ \hline \mbox{Code} & \mbox{Code} & \mbox{V} \\ \hline \mbox{Code} & \mbox{V} \\ \hline \mbox{Code} & \mbox{V} \\ \hline \mbox{Code} & \mbox{OS} & \mbox{III} \\ \hline \mbox{OS} & \mbox{IIII} & \mbox{OS} & \mbox{IIII} \\ \hline \mbox{OS} & \mbox{IIII} & \mbox{OS} & \mbox{IIII} \\ \hline \mbox{OS} & \mbox{IIII} & \mbox{IIII} & \mbox{IIII} \\ \hline \mbox{OS} & \mbox{IIIII} & \mbox{IIII} & \mbox{IIIII} \\ \hline \mbox{OS} & \mbox{IIIII} & \mbox{IIIII} & \mbox{IIIII} \\ \hline \mbox{OS} & \mbox{IIIII} & \mbox{IIIII} & \mbox{IIIII} & \mbox{IIIII} \\ \hline \mbox{OS} & \mbox{IIIII} & \mbox{IIIII} & \mbox{IIIII} & \mbox{IIIII} \\ \hline \mbox{OS} & \mbox{IIIII} & \mbox{IIIIII} & \mbox{IIIIII} & \mbox{IIIIII} & \mbox{IIIIII} & \mbox{IIIIII} & \mbox{IIIIIII} \\ \hline \mbox{OS} & \mbox{IIIIIII} & \mbox{IIIIIIIIIII} & IIIIIIIIIIIIIIIIIIIIIIIIIIIIIIIIIIII$	(Month/Day/Year) if any (Month/Day/Year) Code (N N Amount 05/14/2008 M M 17,000 05/14/2008 M S 9,300 05/14/2008 S S 5,300 05/14/2008 S S 5,300 05/14/2008 S S 11,000 05/14/2008 S S 10,000 05/14/2008 S S 10,000	(Month/Day/Year) if any (Month/Day/Year) Code (Instr. 8) Instruction 05/14/2008 M V Amount (A) or (D) 05/14/2008 M S 9,300 D 05/14/2008 S S 9,300 D 05/14/2008 S S 5,300 D 05/14/2008 S S 500 D 05/14/2008 S S 1,600 D	(Month/Day/Year) if any (Month/Day/Year) Code (Instr. 8) Instruction (A) or (D) Price 05/14/2008 M V Amount (A) or (D) Price 05/14/2008 M V 17,000 A \$13.06 05/14/2008 S V 9,300 D \$26.19 05/14/2008 S S 5,300 D \$26.31 05/14/2008 S S S 500 D \$26.310 05/14/2008 S S Info00 D \$26.3101	$ \begin{array}{c c c c c c c c c c c c c c c c c c c $	$ \begin{array}{c c c c c c c c c c c c c c c c c c c $

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. Transa Code (8)		n of		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	Amount or Number of Shares				
Employee Stock Option (Right to Buy)	\$13.06	05/14/2008		М			17,000	02/16/2008 ⁽¹⁾	02/16/2015	CXW Common Stock	17,000	\$0.00	46,000	D	

Explanation of Responses:

1. Option vested in 1/3 increments on the anniversary date of the grant and became fully vested on stated date.

Remarks:

Scott L. Craddock, Attorney in <u>Fact</u>

05/15/2008

** 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.

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.