SEC Form 4

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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).

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

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden hours per response: 0.5

| 1. Name and Address of Reporting Person [*] FERGUSON JOHN D | | | | | ier Name and Ticke <u> RECTIONS</u> 7] | | | | (Cheo | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner | | | | | |
|---|-----|------------|--|----------|---|---|---------|--|---|--|---|---|---|--|--|
| (Last) (First) (Middle) 10 BURTON HILLS BOULEVARD | | | | | e of Earliest Transa 2/2008 | ction (N | 1onth/I | Day/Year) | X | X Officer (give title Other (specify below) President and CEO | | | | | |
| (Street) NASHVILLE | TN | 37215 | | 4. If Ai | mendment, Date of | Origina | l Filed | (Month/Day/ | /ear) | 6. Ind Line) X | , | e Reporting Per | son | | |
| (City) (State) (Zip) | | | | | | | | | Form filed by More than One Reporting Person | | | | | | |
| | Ta | ble I - No | n-Deriva | ative S | Securities Acq | uired | , Dis | posed of, | or Ben | eficially | Owned | | | | |
| 1. Title of Security (Instr. 3) | | | 2. Transaction Date (Month/Day/Yea | | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) Code V | | 4. Securities Acquire Disposed Of (D) (Inst | | 3, 4 and 5) | Beneficially Owned Following Reported Transaction(s) | 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 | (Instr. 3 and 4) | | D | | |
| CWX Common Sto | ock | | | | | | | | | | 561,166 | I | By Ferguson Revocable Living Trust | | |
| CWX Common Sto | ock | | 04/22/2 | 2008 | | М | | 18,000 | Α | \$ <mark>5</mark> .7 | 178,692 | D | | | |
| CWX Common Sto | ock | | 04/22/2 | 2008 | | S | | 300 | D | \$25.99 | 178,392 | D | | | |
| CWX Common Stock | | | 04/22/2008 | | | S | | 100 | D | \$26 | 178,292 | D | | | |
| CWX Common Stock | | | 04/22/2008 | | | S | | 400 | D | \$26.02 | 177,892 | D | | | |
| CWX Common Stock | | | 04/22/2008 | | | S | | 100 | D | \$26.03 | 177,792 | D | | | |
| CWX Common Stock | | | 04/22/2008 | | | S | | 300 | D | \$26.04 | 177,492 | D | | | |
| CWX Common Stock | | 04/22/2008 | | | S | | 500 | D | \$26.05 | 176,992 | D | | | | |
| CWX Common Stock | | | 04/22/2008 | | | S | | 300 | D | \$26.06 | 176,692 | D | | | |
| CWX Common Stock | | | 04/22/2008 | | | S | | 800 | D | \$26.07 | 175,892 | D | | | |
| CWX Common Sto | ock | | 04/22/2 | 2008 | | S | | 1,000 | D | \$26.08 | 174,892 | D | | | |
| CWX Common Sto | ock | | 04/22/2 | 2008 | | S | | 600 | D | \$26.09 | 174,292 | D | | | |
| CWX Common Sto | ock | | 04/22/2 | 2008 | | S | | 600 | D | \$26.1 | 173,692 | D | | | |
| CWX Common Sto | ock | | 04/22/2 | 2008 | | S | | 300 | D | \$26.11 | 173,392 | D | | | |
| CWX Common Sto | ock | | 04/22/2 | 2008 | | S | | 500 | D | \$26.12 | 172,892 | D | | | |
| CWX Common Sto | ock | | 04/22/2 | 2008 | | S | | 200 | D | \$26.13 | 172,692 | D | | | |
| CWX Common Sto | ock | | 04/22/2 | 2008 | | S | | 900 | D | \$26.14 | 171,792 | D | | | |
| CWX Common Sto | ock | | 04/22/2 | 2008 | | S | | 200 | D | \$26.15 | 171,592 | D | | | |
| CWX Common Sto | ock | İ | 04/22/2 | 2008 | | S | | 700 | D | \$26.16 | 170,892 | D | | | |
| CWX Common Sto | ock | | 04/22/2 | 2008 | | S | | 700 | D | \$26.17 | 170,192 | D | | | |
| CWX Common Sto | ock | | 04/22/2 | 2008 | | S | | 700 | D | \$26.18 | 169,492 | D | | | |
| CWX Common Sto | ock | | 04/22/2 | 2008 | | S | | 300 | D | \$26.19 | 169,192 | D | | | |
| CWX Common Sto | ock | | 04/22/2 | 2008 | | S | | 600 | D | \$26.2 | 168,592 | D | | | |
| CWX Common Sto | ock | | 04/22/2 | 2008 | | S | | 600 | D | \$26.22 | 167,992 | D | | | |
| CWX Common Sto | ock | | 04/22/2 | 2008 | | S | | 700 | D | \$26.24 | 167,292 | D | | | |
| CWX Common Sto | ock | | 04/22/2 | 2008 | | S | | 200 | D | \$26.25 | 167,092 | D | | | |
| CWX Common Sto | ock | | 04/22/2 | 2008 | | S | | 500 | D | \$26.26 | 166,592 | D | | | |
| CWX Common Sto | ock | | 04/22/2 | 2008 | | S | | 400 | D | \$26.27 | 166,192 | D | | | |

| Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | | | | | | | | | | | | |
|--|--|------------|--|---|------------|---|---|-------------------|---------------------------------|--------------------|---|--|---|--|-------|---|--|---|
| 1. Title of Security (Instr. 3) | | | | Date (Month/Day/Year) | | | 2A. Deemed Execution Date, if any (Month/Day/Year) | | 3. Transa Code (I) 8) | | 4. Securities Acquired Disposed Of (D) (Inst | | | 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 | | | | | | |
| CWX Common Stock | | | | 04/22/2008 | | 8 | | | S | | 800 | D | \$26.28 | 165,392 | | D | | |
| CWX Common Stock | | | | 04/2 | 04/22/2008 | | | | S | | 400 | D | \$26.29 | 164,992 | | 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) | Derivative Conversion Date Execution Date, or Exercise (Month/Day/Year) if any | | | Transaction of Code (Instr. D 8) S A (P 0 of | | | 5. Number of 2007 of 2007 Control 2007 Contr | | | e of Securities | | ies g Security | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | | 10. Ownershi Form: Direct (D) or Indirec (I) (Instr. 4 | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | |
| | | | | Code | v | | | Date Exercisal | ble | Expiration Date | Title | Amount or Number of Shares | | | | | | |
| Employee Stock Option (Right to Buy) | \$5.7 | 04/22/2008 | | | М | | | 18,000 | 02/14/200 |)5 ⁽¹⁾ | 02/14/2012 | CXW Common Stock | 18,000 | \$0.00 | 235,0 | 182 | D | |

Explanation of Responses:

1. Option vested in 1/3 increments and became fully vested on stated date.

Remarks:

Form 1 of 2 reporting partial exercise of employee stock option and shares acquired through exercise pursuant to a Rule 10b5-1 trading plan. For direct holdings, figures in Column 5 of Table I include 3,387 shares beneficially owned through the company's 401(k) plan, as updated to reflect the most recent plan statement.

Fact

<u>04/23/2008</u>

** 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.