

KING ELTON R
Form 4
March 08, 2010

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 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 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

(Print or Type Responses)

1. Name and Address of Reporting Person *
KING ELTON R

2. Issuer Name and Ticker or Trading Symbol
CLECO CORP [CNL]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
P.O. BOX 5000

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
03/05/2010

Director 10% Owner
 Officer (give title below) Other (specify below)

PINEVILLE, LA 71361-5000

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 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 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 Ownership (Instr. 4)
Common Stock, \$1.00 par	03/05/2010		M	17,500 A	55,890.757	D	
Common Stock, \$1.00 par	03/05/2010		S	17,500 D	\$ 25.826 38,390.757	D	

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

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SEC 1474 (9-02)

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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 Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
Outside Director Stock Option <u>(2)</u>	\$ 17.315	03/05/2010		X	5,000	04/28/2000 04/28/2010	Common Stock, \$1.00 par	5,000
Outside Director Stock Option <u>(2)</u>	\$ 22.25	03/05/2010		X	2,500	07/27/2001 07/27/2011	Common Stock, \$1.00 par	2,500
Outside Director Stock Option <u>(2)</u>	\$ 18.125	03/05/2010		X	2,500	07/19/2002 07/19/2012	Common Stock, \$1.00 par	2,500
Outside Director Stock Option <u>(2)</u>	\$ 14.75	03/05/2010		X	5,000	04/25/2003 04/25/2013	Common Stock, \$1.00 par	5,000
Outside Director Stock Option <u>(2)</u>	\$ 16.25	03/05/2010		X	2,500	07/25/2003 07/25/2013	Common Stock, \$1.00 par	2,500

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KING ELTON R P.O. BOX 5000	X			

PINEVILLE, LA 71361-5000

Signatures

Judy P. Miller, Atty-in-fact for Elton R.
King

03/08/2010

__Signature of Reporting Person

Date

Explanation of Responses:

* 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).

(1) 5,000 shares @ \$17.315, 2,500 shares @ \$22.250, 2,500 shares @ \$18.125, 5,000 shares @ \$14.750 and 2,500 shares @ \$16.250.

(2) Right to buy granted under the Company's 2000 Long-Term Incentive Compensation Plan.

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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