

CORRECTIONS CORP OF AMERICA

Form 4

June 25, 2008

**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 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

## OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
FERGUSON JOHN D

2. Issuer Name **and** Ticker or Trading  
Symbol  
CORRECTIONS CORP OF  
AMERICA [CXW]

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)  
10 BURTON HILLS BOULEVARD  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
06/23/2008

☐ Director ☐ 10% Owner  
☒ Officer (give title below) ☐ Other (specify below)  
President and CEO

NASHVILLE, TN 37215

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
CWX Common Stock					561,166	I	By Ferguson Revocable Living Trust
CWX Common Stock	06/23/2008		M		18,000	A	\$ 5.7
CWX Common Stock	06/23/2008		S		200	D	\$ 26.43
					178,692	D	
					178,492	D	

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CWX Common Stock	06/23/2008	S	200	D	\$ 26.4425	178,292	D
CWX Common Stock	06/23/2008	S	200	D	\$ 26.48	178,092	D
CWX Common Stock	06/23/2008	S	600	D	\$ 26.5	177,492	D
CWX Common Stock	06/23/2008	S	300	D	\$ 26.51	177,192	D
CWX Common Stock	06/23/2008	S	500	D	\$ 26.52	176,692	D
CWX Common Stock	06/23/2008	S	600	D	\$ 26.53	176,092	D
CWX Common Stock	06/23/2008	S	400	D	\$ 26.54	175,692	D
CWX Common Stock	06/23/2008	S	800	D	\$ 26.55	174,892	D
CWX Common Stock	06/23/2008	S	1,500	D	\$ 26.56	173,392	D
CWX Common Stock	06/23/2008	S	700	D	\$ 26.57	172,692	D
CWX Common Stock	06/23/2008	S	1,651	D	\$ 26.58	171,041	D
CWX Common Stock	06/23/2008	S	525	D	\$ 26.59	170,516	D
CWX Common Stock	06/23/2008	S	1,324	D	\$ 26.6	169,192	D
CWX Common Stock	06/23/2008	S	1,400	D	\$ 26.61	167,792	D
CWX Common	06/23/2008	S	1,300	D	\$ 26.62	166,492	D

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Stock

CWX

Common	06/23/2008	S	1,800	D	\$ 26.63	164,692	D
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Stock

CWX

Common	06/23/2008	S	1,000	D	\$ 26.64	163,692	D
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Stock

CWX

Common	06/23/2008	S	300	D	\$ 26.65	163,392	D
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Stock

CWX

Common	06/23/2008	S	400	D	\$ 26.66	162,992	D
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Stock

CWX

Common	06/23/2008	S	200	D	\$ 26.67	162,792	D
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Stock

CWX

Common	06/23/2008	S	300	D	\$ 26.68	162,492	D
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Stock

CWX

Common	06/23/2008	S	300	D	\$ 26.7	162,192	D
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Stock

CWX

Common	06/23/2008	S	400	D	\$ 26.75	161,792	D
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Stock

CWX

Common	06/23/2008	S	200	D	\$ 26.76	161,592	D
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Stock

CWX

Common	06/23/2008	S	100	D	\$ 26.77	161,492	D
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Stock

CWX

Common	06/23/2008	S	300	D	\$ 26.8	161,192	D
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Stock

CWX

Common	06/23/2008	S	200	D	\$ 26.83	160,992	D
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Stock

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 Security (Instr. 3 and 4)
Employee Stock Option (Right to Buy)	\$ 5.7	06/23/2008		M	18,000	02/14/2005 <sup>(1)</sup> 02/14/2012	CXW Common Stock 18,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FERGUSON JOHN D 10 BURTON HILLS BOULEVARD NASHVILLE, TN 37215	X		President and CEO	

## Signatures

Scott L. Craddock, Attorney in Fact  
06/25/2008

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) 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-

For direct holdings, figures in Column 5 of Table I include 3,387 shares beneficially owned through the company's 401(k) 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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