

FERGUSON JOHN D
Form 4
March 26, 2008

FORM 4

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

OMB APPROVAL

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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 *
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)
03/24/2008

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 Ownership (Instr. 4)
				(A) or (D)	Price		
CWX Common Stock	03/24/2008		S	100	D \$ 27.37	168,895	D
CWX Common Stock	03/24/2008		S	300	D \$ 27.41	168,595	D
CWX Common Stock	03/24/2008		S	300	D \$ 27.43	168,295	D
CWX Common	03/24/2008		S	900	D \$ 27.45	167,395	D

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Stock							
CWX Common Stock	03/24/2008	S	200	D	\$ 27.46	167,195	D
CWX Common Stock	03/24/2008	S	600	D	\$ 27.47	166,595	D
CWX Common Stock	03/24/2008	S	300	D	\$ 27.48	166,295	D
CWX Common Stock	03/24/2008	S	200	D	\$ 27.49	166,095	D
CWX Common Stock	03/24/2008	S	500	D	\$ 27.52	165,595	D
CWX Common Stock	03/24/2008	S	400	D	\$ 27.53	165,195	D
CWX Common Stock	03/24/2008	S	300	D	\$ 27.55	164,895	D
CWX Common Stock	03/24/2008	S	200	D	\$ 27.56	164,695	D
CWX Common Stock	03/24/2008	S	300	D	\$ 27.57	164,395	D
CWX Common Stock	03/24/2008	S	700	D	\$ 27.58	163,695	D
CWX Common Stock	03/24/2008	S	200	D	\$ 27.59	163,495	D
CWX Common Stock	03/24/2008	S	100	D	\$ 27.6	163,395	D
CWX Common Stock	03/24/2008	S	500	D	\$ 27.61	162,895	D
CWX Common Stock	03/24/2008	S	200	D	\$ 27.62	162,695	D

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CWX Common Stock	03/24/2008	S	400	D	\$ 27.65	162,295	D
CWX Common Stock	03/24/2008	S	600	D	\$ 27.66	161,695	D
CWX Common Stock	03/24/2008	S	500	D	\$ 27.67	161,195	D
CWX Common Stock	03/24/2008	S	500	D	\$ 27.68	160,695	D

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

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(9-02)

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. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

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

03/26/2008

__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).

Remarks:

Form 2 of 2 reporting partial exercise of employee stock option and shares acquired through exercise pursuant to a Rule 10b5-

Figures in Column 5 Table I include 3,390 shares beneficially owned through the company's 401(k) plan, as updated to reflect

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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