

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 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

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

1. Name and Address of Reporting Person* <u>CARLSON NORMAN A</u> (Last) (First) (Middle) ONE PARK PLACE, SUITE 700 621 NW 53RD STREET (Street) BOCA RATON FL 33487 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>GEO GROUP INC [GEO]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 03/08/2013	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person

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			
Common Stock	03/08/2013		M		6,936	A	\$4.04	31,859 ⁽¹⁾	D	
Common Stock	03/11/2013		S		3,000	D	\$35.662	28,859	D	
Restricted Stock								8,544 ⁽²⁾	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)	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 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
Stock Option	\$4.04 ⁽³⁾	03/08/2013		M			6,936	05/01/2003	05/01/2013	Common Stock	6,936 ⁽³⁾	\$4.04	0	D	
Stock Option	\$6.66 ⁽³⁾							05/06/2004	05/06/2014	Common Stock	12,138		12,138 ⁽³⁾	D	
Stock Option	\$9.28 ⁽³⁾							02/08/2005	02/08/2015	Common Stock	9,363		9,363 ⁽³⁾	D	
Stock Option	\$14.44 ⁽³⁾							10/30/2008	10/30/2018	Common Stock	5,780		5,780 ⁽³⁾	D	
Stock Option	\$18.23 ⁽³⁾							10/28/2009	10/28/2019	Common Stock	5,780		5,780 ⁽³⁾	D	
Stock Option	\$21.29 ⁽³⁾							03/01/2011	03/01/2021	Common Stock	5,780		5,780 ⁽³⁾	D	

Explanation of Responses:

- The amount of shares reflects the prior vesting of 7,388 shares of restricted stock. Additionally, the reporting person received 3,035 shares of GEO common stock pursuant to the special dividend paid on December 31, 2012 to shareholders of record as of December 12, 2012.
- The amount of shares reflects the prior vesting of 7,388 shares of restricted stock. Additionally, the reporting person received 1,380 shares of GEO restricted stock pursuant to the special dividend paid on December 31, 2012 to shareholders of record as of December 12, 2012.
- The exercise prices and the amount of shares covered by these stock option grants were adjusted pursuant to the anti-dilutive provisions of GEO's equity incentive plans as a result of the stock portion of the special dividend paid by GEO on December 31, 2012.

Remarks:

/s/ Norman A. Carlson By:
John J. Bulfin as Attorney-in-Fact 03/12/2013

** 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.