| SEC F | orm 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) |
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| | 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 Number: | 3235-0287 | | | | | | | | | | |
|----------------------|-----------|--|--|--|--|--|--|--|--|--|--|
| Estimated average bu | urden | | | | | | | | | | |

| | Estimated average burden | |
|---|--------------------------|-----|
| | hours per response: | 0.5 |
| - | | |

| 1. Name and Address of Reporting Person [*] <u>HURLEY JOHN</u> | | | 2. Issuer Name and Ticker or Trading Symbol <u>GEO GROUP INC</u> [GEO] | | tionship of Reporting Perso all applicable) Director | 10% Owner Other (specify below) | |
|---|--|----------|--|------------------------|---|---------------------------------------|--|
| (Last) (First) (Middle) ONE PARK PLACE, SUITE 700 621 NW 53RD STREET (Street) BOCA RATON FL 33487 (City) (State) (Zip) | | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) 12/11/2012 | | Officer (give title below) President - U.S. Con | | |
| | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) 12/13/2012 | 6. Indiv Line) X | idual or Joint/Group Filing (Form filed by One Repor Form filed by More than (Person | ting 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. Transa Code (8) | | 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) | | 5. Amount of Securities Beneficially Owned Following Reported | 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 | Transaction(s) (Instr. 3 and 4) | | (1150. 4) |
| Common Stock | 12/11/2012 | | S | | 24,274 ⁽¹⁾ | D | \$29.0066 | 40,294 ⁽²⁾ | D | |
| Common Stock | 12/12/2012 | | S | | 11,830(3) | D | \$29.0078 | 28,464 | D | |
| Restricted Stock | | | | | | | | 34,834 ⁽⁴⁾ | D | |

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| | (e.g., puis, cails, warains, 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. Transa Code (8) | | of | | 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 | Amount or Number of Shares | | | | |

Explanation of Responses:

1. The amount of shares sold includes 24,274 shares of common stock. The original Form 4 filed on December 13, 2012 by the reporting person (the "Original Form 4") incorrectly indicated that the 24,274 shares sold were vested restricted stock. This amended Form 4 corrects the type of security disclosed in the transactions.

2. This amount has been adjusted to reflect the prior vesting of 29,568 shares of restricted stock.

3. The amount of shares sold includes 10,726 shares of common stock and 1,104 shares of restricted stock that vested. The Original Form 4 incorrectly indicated that the 11,830 shares sold were vested restricted stock. This amended Form 4 corrects the type of security disclosed in the transactions.

4. The amount of shares of restricted stock held by the reporting person has been adjusted to reflect the vesting of 29,568 shares of common stock and subsequent sale of 1,104 of these shares of vested restricted stock. The Original Form 4 incorrectly indicated that the reporting person sold an aggregate of 36,104 vested restricted stock. This amended Form 4 corrects the number of vested restricted stock sold by the reporting person in the transactions.

/s/ John J. Bulfin, As Attorney-12/18/2012

<u>In-Fact for John M. Hurley</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.