SEC Form 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).

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

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			of Section So(ii) of the investment Company Act of 1940						
	Address of Reporting I		2. Issuer Name and Ticker or Trading Symbol <u>GEO GROUP INC</u> [GEO]	(Check	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
		<u></u>		X	Director	10% Owner			
1	(First) C PLACE, SUITE	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 10/30/2008		Officer (give title below)	Other (specify below)			
621 NW 53	21 NW 53RD STREET		4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	vidual or Joint/Group Fili	ng (Check Applicable			
(Street)				X	Form filed by One Re	porting Person			
BOCA RAT	FON FL	33487			Form filed by More th Person	an One Reporting			
(City)	(State)	(Zip)							

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

on									
	2A. Deemed Execution Date, if any (Month/Day/Year)	Transaction Code (Instr.					5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
		Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)
							6,000	D	
y	y/Year)	y/Year) if any	y/Year) if any (Month/Day/Year) 8)	y/Year) if any Code (Instr. (Month/Day/Year) 8)	y/Year) if any (Month/Day/Year) Code (Instr. 5) 8)	y/Year) if any (Month/Day/Year) Code (Instr. 5) 8)	y/Year) if any (Month/Day/Year) Code (Instr. 5) 8)	ylYear) if any (Month/Day/Year) Code (Instr. 5) Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	ylYear) if any (Month/Day/Year) Code (Instr. 5) Beneficially Owned Following Reported Transaction(s) (I) (Instr. 4) Code V Amount (A) or (D) Price (I) (Instr. 3 and 4)

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. Transa Code (8)				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				
Stock Option	\$16.69	10/30/2008		Α		5,000		10/30/2008 ⁽¹⁾	10/30/2018	Common Stock	5,000	\$16.69	5,000	D	
Stock Option	\$7.6967							05/06/2004	05/06/2014	Common Stock	10,500		10,500	D	
Stock Option	\$10.7334							02/08/2005	02/08/2015	Common Stock	8,100		8,100	D	

Explanation of Responses:

1. Stock options vest 20% on the date of grant and 20% thereafter on each annual anniversary of the date of grant until fully vested.

Remarks:

John J. Bulfin, as Attorney-in-Fact for Richard H. Glanton

11/03/2008

Date

** Signature of Reporting Person

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.