

GEO GROUP INC
Form 4
May 08, 2007

FORM 4

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

OMB APPROVAL

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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 *
ZOLEY GEORGE C

(Last) (First) (Middle)

2. Issuer Name and Ticker or Trading Symbol
GEO GROUP INC [GEO]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

**ONE PARK PLACE, SUITE
700, 621 NW 53RD STREET**

3. Date of Earliest Transaction
(Month/Day/Year)
05/04/2007

Director 10% Owner
 Officer (give title below) Other (specify below)
Chairman & CEO

BOCA RATON, FL 33487

(City) (State) (Zip)

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

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)
Restricted Stock	05/04/2007		S	V 19,621	(A) or (D) \$ 52.7346	D	

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

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SEC 1474 (9-02)

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

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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 Derivatives (Instr. 3 and 4)
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						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option	\$ 21.5					01/23/1997	01/23/2007	Common Stock	20,000
Stock Option	\$ 25.0625					01/23/1998	01/23/2008	Common Stock	30,000
Stock Option	\$ 18.625					02/18/1999	02/18/2009	Common Stock	33,000
Stock Option	\$ 8.4375					02/16/2000	02/16/2010	Common Stock	70,000
Stock Option	\$ 9.3					02/08/2001	02/08/2011	Common Stock	70,000
Stock Option	\$ 15.4					02/07/2002	02/07/2012	Common Stock	75,000
Stock Option	\$ 9.51					02/12/2003	02/12/2013	Common Stock	21,273
Stock Option	\$ 14					05/01/2003	05/01/2013	Common Stock	54,545
Stock Option	\$ 18.25					08/05/2004	08/05/2014	Common Stock	9,485
Stock Option	\$ 22.53					03/02/2006	03/02/2016	Common Stock	9,867

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ZOLEY GEORGE C ONE PARK PLACE, SUITE 700 621 NW 53RD STREET BOCA RATON, FL 33487	X		Chairman & CEO	

Signatures

/s/ George C. Zoley By: John J. Bulfin as
Attorney-in-Fact

05/08/2007

__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).

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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