GEO GROUP INC Form 4

March 28, 2006 FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

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obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * CALABRESE WAYNE H

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

(First) (Last)

(Middle)

(Zip)

GEO GROUP INC [GGI] 3. Date of Earliest Transaction

10% Owner

(Check all applicable)

ONE PARK PLACE, SUITE

(Street)

(State)

(Month/Day/Year)

03/02/2006

_X__ Director X_ Officer (give title Other (specify below) below)

President and COO

700, 621 NW 53RD STREET

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Applicable Line)

Filed(Month/Day/Year)

X 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

BOCA RATON, FL 33487

1.Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if (Instr. 3)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

5. Amount of 6. Ownership 7. Nature of Securities Form: Direct Indirect Beneficially (D) or Beneficial Indirect (I) Ownership Owned Following (Instr. 4) (Instr. 4)

D

Reported (A) Transaction(s) (Instr. 3 and 4)

Code V Amount (D) Price

or

Common Stock

(City)

20,000

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

(Month/Day/Year)

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

(9-02)

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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. Transacti Code (Instr. 8)	5. Number on f 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)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option	\$ 22.53	03/02/2006		A	4,933		03/02/2006	03/02/2016	Common Stock	4,933
Stock Option	\$ 9.3						02/08/2001	02/08/2011	Common Stock	50,000
Stock Option	\$ 22.625						04/25/1996	04/25/2006	Common Stock	10,000
Stock Option	\$ 21.5						01/23/1997	01/23/2007	Common Stock	10,000
Stock Option	\$ 25.0625						01/23/1998	01/23/2008	Common Stock	20,000
Stock Option	\$ 8.4375						02/16/2000	02/16/2010	Common Stock	50,000
Stock Option	\$ 15.4						02/07/2002	02/07/2012	Common Stock	50,000
Stock Option	\$ 18.625						02/18/1999	02/18/2009	Common Stock	25,000
Stock Option	\$ 9.51						02/12/2003	02/12/2013	Common Stock	14,182
Stock Option	\$ 14						05/01/2003	05/01/2013	Common Stock	36,365
Stock Option	\$ 18.25						08/05/2004	08/05/2014	Common Stock	6,322

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
CALABRESE WAYNE H ONE PARK PLACE, SUITE 700 621 NW 53RD STREET BOCA RATON, FL 33487	X		President and COO				

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Signatures

/s/ Wayne H. Calabrese By: Kenneth J. Mendell as Attorney-in-Fact

03/28/2006

**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. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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