FORM 4

### UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

	OMB APPROVAL											
	OMB Number:		3235-028									
- 1	1											

37 Estimated average burden hours per response: 0.5

## 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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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1. Name and Address of Reporting Person* <u>GARFINKLE DAVID</u>						2. Issuer Name <b>and</b> Ticker or Trading Symbol CORRECTIONS CORP OF AMERICA CXW										all app		g Perso	10% C	wner		
(Last) (First) (Middle)							Date of Earliest Transaction (Month/Day/Year)										Officer (give title below)  Vice Presiden		Other (spec below)			
10 BURTON HILLS BOULEVARD						03/07/2006											nance					
(Street)						4. If Amendment, Date of Original Filed (Month/Day/Year)										6. Individual or Joint/Group Filing (Check Applicable Line)						
NASHVILLE TN 37215															X	, ,						
(City)	(S	tate) (	Zip)													Form filed by More than One Reporting Person				orung		
		Tabl	e I - Nor	n-Deriv	ative	Sec	curitie	s Ac	quired,	Dis	posed o	f, or	Bene	eficia	lly	Owne	ed .					
1. Title of Security (Instr. 3)  2. Transac Date (Month/Date)						ar)   E	2A. Deemed Execution Date, if any (Month/Day/Year)		Transaction Disp Code (Instr. 5)		Disposed	urities Acquired (A sed Of (D) (Instr. 3,			4 and Se Be Ov		5. Amount of Securities Beneficially Dwned Following Reported		ership Direct ndirect r. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
						Code	v	Amount	(A) or (D) Pr		Price		Transaction(s) (Instr. 3 and 4)				(111511.4)					
CXW Co	nmon Stoc	k		03/07	/2006	5			F		252(1)	)	D	\$42.2 4,933 D								
		Та	ıble II - C					•	•		sed of, onvertib				/ O\	vned						
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Da if any (Month/Day/\)	Date, Ti	4. Transa Code ( 8)				6. Date E Expiratio (Month/D	n Date	e ar)	7. Title and Amount of Securities Underlying Derivative Security (Instrand 4)		ount	Deri Secu	rice of ivative surity ttr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	nership m: ect (D) ndirect	11. Nature of Indirect Beneficial Ownership (Instr. 4)		
				- 1	Code	l v	(A)	(D)	Date Exercisable		Expiration Date	Title	of Sha	ares								

### **Explanation of Responses:**

1. Securities withheld to pay tax liability incident to vesting (upon satisfaction of certain performance-based vesting conditions) of a portion of restricted stock issued to the reporting person in 2005.

#### Remarks:

**David Garfinkle** 

03/08/2006

\*\* 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.