

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

OMB APPROVAL	
OMB Number:	3235-0287
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1. Name and Address of Reporting Person* <u>HURLEY JOHN</u>  (Last) (First) (Middle) ONE PARK PLACE, SUITE 700 621 NW 53RD STREET  (Street) BOCA RATON FL 33487  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>GEO GROUP INC [ GEO ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner Officer (give title below) Other (specify below) President - U.S. Corrections
	3. Date of Earliest Transaction (Month/Day/Year) 12/11/2012	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	12/11/2012		M		8,726	A	\$6.0834	43,726	D	
Common Stock	12/11/2012		S		8,726	D	\$28.9616 <sup>(1)</sup>	35,000	D	
Common Stock	12/11/2012		S		24,274 <sup>(2)</sup>	D	\$29.0066	35,000	D	
Common Stock	12/12/2012		S		11,830 <sup>(3)</sup>	D	\$29.0078	35,000	D	
Restricted Stock								28,298 <sup>(4)</sup>	D	

**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. 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 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
Stock Option	\$6.0834	12/11/2012		M			8,726	08/05/2004	08/05/2014	Common Stock	8,726	\$0	0	D	
Stock Option	\$16.69							10/30/2008	10/30/2018	Common Stock	2,500		2,500	D	
Stock Option	\$21.07							10/28/2009	10/28/2019	Common Stock	10,000		10,000	D	
Stock Option	\$24.61							03/01/2011	03/01/2021	Common Stock	10,000		10,000	D	

**Explanation of Responses:**

- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$28.90 to \$29.06, inclusive. The reporting person undertakes to provide GEO, any security holder of GEO, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
- The amount of shares sold includes 24,274 shares of restricted stock that vested.
- The amount of shares sold includes 11,830 shares of restricted stock that vested.
- The amount of shares of restricted stock held by the reporting person has been adjusted to reflect the vesting and sale of (A) 24,274 shares of common stock and (B) 11,830 shares of common stock.

/s/ John J. Bulfin, As Attorney- 12/13/2012  
In-Fact for John M. Hurley

\*\* 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.