

OMB APPROVAL	
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**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

1. Name and Address of Reporting Person* <u>BULFIN JOHN J</u>  (Last) (First) (Middle) <u>ONE PARK PLACE, SUITE 700</u> <u>621 NW 53RD STREET</u>  (Street) <u>BOCA RATON FL 33487</u>  (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 <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>SVP &amp; General Counsel</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>03/01/2013</u>	
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			
Restricted Stock								24,768 <sup>(1)</sup>	D	
Common Stock	03/01/2013		M		4,000	A	\$5.26	96,263 <sup>(2)</sup>	D	
Common Stock	03/13/2013		S		4,000 <sup>(3)</sup>	D	\$34.2716	92,263 <sup>(2)</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	\$5.26 <sup>(4)</sup>	03/01/2013		M			4,000	08/05/2004	08/05/2014	Common Stock	4,000	\$5.26	12,750 <sup>(4)</sup>	D	
Stock Option	\$14.44 <sup>(4)</sup>							10/30/2008	10/30/2018	Common Stock	5,780		5,780 <sup>(4)</sup>	D	
Stock Option	\$18.23 <sup>(4)</sup>							10/28/2009	10/28/2019	Common Stock	8,670		8,670 <sup>(4)</sup>	D	
Stock Option	\$21.29 <sup>(4)</sup>							03/01/2011	03/01/2021	Common Stock	8,670		8,670 <sup>(4)</sup>	D	

**Explanation of Responses:**

- The amount of shares reflects the prior vesting of 37,692 shares of restricted stock. Additionally, the reporting person received 4,028 shares of GEO restricted stock pursuant to the special dividend paid on December 31, 2012 to shareholders of record as of December 12, 2012.
- The amount of shares reflects the prior vesting of 37,692 shares of restricted stock. Additionally, the reporting person received 18,071 shares of GEO common stock pursuant to the special dividend paid on December 31, 2012 to shareholders of record as of December 12, 2012.
- The proceeds from this sale were used by Mr. Bulfin solely to pay the taxes associated with the March 1, 2013 vesting of 5,760 shares of restricted stock.
- The exercise prices and the amount of shares covered by these stock option grants were adjusted pursuant to the anti-dilutive provisions of GEO's equity incentive plans as a result of the stock portion of the special dividend paid by GEO on December 31, 2012.

**Remarks:**

John J. Bulfin 03/05/2013  
 \*\* 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.