

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>ZOLEY GEORGE C</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> 3. Date of Earliest Transaction (Month/Day/Year) 05/09/2011 4. If Amendment, Date of Original Filed (Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <p style="text-align: center;">Chairman & CEO</p> 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
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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	05/09/2011		S		9,295 ⁽¹⁾	D	\$25.3029	255,919	D	
Common Stock	05/09/2011		M		28,455	A	\$6.0834	496,991	D	
Common Stock	05/09/2011		M		29,601	A	\$7.51	526,592	D	
Common Stock	05/09/2011		S		31,211 ⁽²⁾	D	\$25.3029	495,381	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	05/09/2011		M			28,455	08/05/2004	08/05/2014	Common Stock	28,455	\$6.0834	0	D	
Stock Option	\$7.51	05/09/2011		M			29,601	03/02/2006	03/02/2016	Common Stock	29,601	\$7.51	0	D	
Stock Option	\$16.69							10/30/2008	10/30/2018	Common Stock	50,000		50,000	D	
Stock Option	\$21.07							10/28/2009	10/28/2019	Common Stock	50,000		50,000	D	
Stock Option	\$24.61							03/01/2011	03/01/2021	Common Stock	50,000		50,000	D	

Explanation of Responses:

- The proceeds of this sale were used to pay the taxes associated with the 5/9/2011 vesting of 25,500 shares of restricted stock.
- The proceeds of this sale were used to pay the option price and taxes associated with the 5/9/2011 exercise of 58,056 stock options.

Remarks:

John J. Bulfin, as Attorney-in-Fact for George C. Zoley 05/11/2011

** 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.