Fuller Stephen V.

Form 3

February 04, 2011					
FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549					
					OMB 3235-0104 Number:
INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES					Expires: January 31, 2005 Estimated average burden hours per
Section 17(a) of	t to Section 16(a) of the the Public Utility Holdi 0(h) of the Investment C	ng Company	y Act of 193		
(Print or Type Responses)					
1. Name and Address of Reporting Person <u>*</u> Fuller Stephen V.	<ol> <li>Date of Event Requiring Statement (Month/Day/Year)</li> </ol>		ne <b>and</b> Ticker of UP INC [GI		ymbol
(Last) (First) (Middle)	02/03/2011	4. Relationshi Person(s) to I	ip of Reporting ssuer		f Amendment, Date Original ed(Month/Day/Year)
ONE PARK PLACE, SUITE 700, 621 NW 53RD STREET		(Check	all applicable)		-()
(Street) BOCA RATON, FL 33487				r Fili ow) _X_ es Pers	ndividual or Joint/Group ng(Check Applicable Line) Form filed by One Reporting on Form filed by More than One orting Person
(City) (State) (Zip)	Table I - N	Non-Derivat	tive Securiti	ies Benefi	cially Owned
1.Title of Security (Instr. 4)	2. Amount o Beneficially (Instr. 4)		3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature o Ownership (Instr. 5)	of Indirect Beneficial
Restricted Stock	4,000 (1)		D	Â	
Reminder: Report on a separate line for early owned directly or indirectly.	ach class of securities benefic	<sup>ially</sup> S	EC 1473 (7-02	2)	
information cont required to respo	pond to the collection of ained in this form are not ond unless the form disp MB control number.	t			

## Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative	5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
		Title	Derivative Security	Security: Direct (D)	

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		Date Exercisable	Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
S	tock Options	07/31/2006	07/31/2016	Common Stock (2)	3,000	\$ 13.74	D	Â
S	tock Options	02/05/2007	02/05/2017	Common Stock (2)	6,000	\$ 21.555	D	Â
S	tock Options	10/30/2008	10/30/2018	Common Stock (2)	500	\$ 16.69	D	Â
S	tock Options	10/28/2009	10/28/2019	Common Stock (2)	5,000	\$ 21.07	D	Â

## **Reporting Owners**

Reporting Owner Name / Address	Relationships					
1	Director	10% Owner	Officer	Other		
Fuller Stephen V. ONE PARK PLACE, SUITE 700 621 NW 53RD STREET BOCA RATON, FL 33487	Â	Â	SVP - Human Resources	Â		
Signatures						
John J. Bulfin, as attorney in fact for Stephen V. Fuller		02/03/2011				
<u>**</u> Signature of Reporting Person		Date				
Evaluation of Decauses						

## **Explanation of Responses:**

\* If the form is filed by more than one reporting person, see Instruction 5(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).

Represents shares of restricted common stock of The GEO Group, Inc. 2,000 shares were granted on May 9, 2007 and vest in four equal annual increments beginning on May 9, 2008 and each of the three anniversary dates thereafter. 2,000 shares granted on June 26, 2009 and vest in four equal annual increments beginning September 1, 2010 and each of the three anniversary dates thereafter.

(2) Stock options vest 20% on the date of grant and 20% thereafter on each annual anniversary of the date of grant until fully vested.

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.