

COOK III DAN W  
Form 4  
December 13, 2005

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
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).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
COOK III DAN W

2. Issuer Name and Ticker or Trading Symbol  
CENTEX CORP [CTX]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
200 CRESCENT COURT, SUITE 1050

3. Date of Earliest Transaction (Month/Day/Year)  
12/09/2005

Director  10% Owner  
 Officer (give title below)  Other (specify below)

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

DALLAS, TX 75201

(City) (State) (Zip)

**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	12/09/2005		M		52,662	A	\$ 7.904
Common Stock	12/09/2005		S		362	D	\$ 70.11
Common Stock	12/09/2005		S		52,300	D	\$ 70
Common Stock	12/09/2005		M		40,250	A	\$ 17.4112
Common Stock	12/09/2005		S		1,950	D	\$ 70.03
							52,662
							52,300
							0
							40,250
							38,300

Edgar Filing: COOK III DAN W - Form 4

Common Stock	12/09/2005	S	1,600	D	\$ 70.06	36,700	D
Common Stock	12/09/2005	S	1,500	D	\$ 70.04	35,200	D
Common Stock	12/09/2005	S	3,700	D	\$ 70	31,500	D
Common Stock	12/09/2005	S	200	D	\$ 70.01	31,300	D
Common Stock	12/09/2005	S	18,500	D	\$ 70.02	12,800	D
Common Stock	12/09/2005	S	2,400	D	\$ 70.05	10,400	D
Common Stock	12/09/2005	S	1,400	D	\$ 70.08	9,000	D
Common Stock	12/09/2005	S	6,500	D	\$ 70.1	2,500	D
Common Stock	12/09/2005	S	1,400	D	\$ 70.07	1,100	D
Common Stock	12/09/2005	S	1,100	D	\$ 70.09	0	D
Common Stock						10,316	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**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 control number.**

SEC 1474  
(9-02)

**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 Underlying Security (Instr. 3 and 4)	Amount or Number of Shares
Non-Qualified Stock Option	\$ 7.904	12/09/2005		M	52,662	<sup>(1)</sup> 04/01/2007	Common Stock	52,662

