

CENTRAL PARKING CORP

Form 4

May 24, 2007

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

OMB APPROVAL

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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 *
Maxey Gregory Dean

(Last) (First) (Middle)

2401 21ST AVENUE
SOUTH, SUITE 200

(Street)

NASHVILLE, TN 37212

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading
Symbol

CENTRAL PARKING CORP [CPC]

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

05/22/2007

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

Senior Vice President

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

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	(D)	Price

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

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information contained in this form are not
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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	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)							
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Options (right to buy)	\$ 14.8125	05/22/2007	D		10,500		02/28/2001 ⁽¹⁾	02/28/2010	Common Stock	10,500	
Stock Options (right to buy)	\$ 19.8125	05/22/2007	D		3,000		10/02/2001 ⁽¹⁾	10/02/2010	Common Stock	3,000	
Stock Options (right to buy)	\$ 20.14	05/22/2007	D		10,000		12/17/2002 ⁽³⁾	12/17/2011	Common Stock	10,000	
Stock Options (right to buy)	\$ 18.8	05/22/2007	D		50,000		02/06/2011	02/06/2012	Common Stock	50,000	
Stock Options (right to buy)	\$ 18.5	05/22/2007	D		10,000		10/01/2003 ⁽³⁾	10/01/2002	Common Stock	10,000	
Stock Options (right to buy)	\$ 12.73	05/22/2007	D		25,000		09/30/2004 ⁽³⁾	09/30/2013	Common Stock	25,000	
Stock Options (right to buy)	\$ 14.11	05/22/2007	D		23,000		09/30/2005	09/30/2014	Common Stock	23,000	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Maxey Gregory Dean 2401 21ST AVENUE SOUTH SUITE 200 NASHVILLE, TN 37212			Senior Vice President	

Signatures

/s/ Benjamin F. Parrish, Attorney-In-Fact for Greg
Maxey

05/24/2007

__Signature of Reporting Person

Date

Explanation of Responses:

- * 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).
- (1) Vests in three equal annual installments beginning on this date.
- (2) Converted into the right to receive a cash payment of \$22.53 less the exercise price per share. If the exercise price of the option was equal to or in excess of \$22.53, the option was canceled without consideration.
- (3) Vests in four equal annual installments beginning on this date.
- (4) A portion of this option representing the right to buy 5,115 shares was converted into an option to purchase shares of common stock of KCPC Holdings, Inc. on the same terms as the original option. The remainder was converted into the right to receive a cash payment of \$22.53 less the exercise price per share.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.
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