

MORRIS TIM T
Form 4
May 06, 2008

FORM 4

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

OMB APPROVAL

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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 *
MORRIS TIM T

2. Issuer Name and Ticker or Trading Symbol
CEC ENTERTAINMENT INC
[CEC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
633 CHESTNUT STREET, SUITE 1640

3. Date of Earliest Transaction (Month/Day/Year)
05/02/2008

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

(Street)
CHATTANOOGA, TN 37450

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

(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 Ownership (Instr. 4)
				Code V	Amount	(A) or (D)	Price
Common Stock, Par Value \$.10	05/02/2008		S		3,750	D	\$ 37.6816 (1)
Common Stock, Par Value \$.10	05/02/2008		M		3,000	A	\$ 29.4267
Common Stock, Par Value \$.10	05/02/2008		S		3,000	D	\$ 37.6816 (1)
Common Stock	05/02/2008		M		6,000	A	\$ 16,968

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Stock, Par Value \$.10					20.6373		
Common Stock, Par Value \$.10	05/02/2008	S	6,000	D	\$ 37.6816 <u>(1)</u>	10,968	D
Common Stock, Par Value \$.10	05/02/2008	M	6,000	A	\$ 31.8867	16,968	D
Common Stock, Par Value \$.10	05/02/2008	S	6,000	D	\$ 37.6816 <u>(1)</u>	10,968	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.

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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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title
Non-Employee Director Stock Option	\$ 29.4267	05/02/2008		M	3,000	<u>(2)</u> 01/08/2009	Common Stock, Par Value \$.10 3,000
Non-Employee Director Stock Option	\$ 20.6373	05/02/2008		M	6,000	<u>(3)</u> 01/08/2010	Common Stock, Par Value \$.10 6,000
Non-Employee Director Stock Option	\$ 31.8867	05/02/2008		M	6,000	<u>(4)</u> 01/08/2011	Common Stock, Par Value \$.10 6,000

