

Hannigan Andrew J
 Form 4
 November 28, 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 *
 Hannigan Andrew J

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)
 2728 N. HARWOOD
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 11/23/2005

____ Director
 ____ Officer (give title below) 10% Owner
 ____ Other (specify below)
 Chairman & CEO/Centex Homes

DALLAS, TX 75201

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 Indirect Beneficial Ownership (Instr. 4)	
				(A) or (D)	Price			
				Code	V	Amount		
Common Stock	11/25/2005		S ⁽¹⁾	3,900	D	\$ 75.3	14,300	D
Common Stock	11/25/2005		S ⁽¹⁾	300	D	\$ 75.31	14,000	D
Common Stock	11/25/2005		S ⁽¹⁾	500	D	\$ 75.32	13,500	D
Common Stock	11/25/2005		S ⁽¹⁾	1,900	D	\$ 75.33	11,600	D
Common Stock	11/25/2005		S ⁽¹⁾	800	D	\$ 75.35	10,800	D

Edgar Filing: Hannigan Andrew J - Form 4

Common Stock	11/25/2005	S ⁽¹⁾	3,400	D	\$ 75.36	7,400	D	
Common Stock	11/25/2005	S ⁽¹⁾	2,200	D	\$ 75.37	5,200	D	
Common Stock	11/25/2005	S ⁽¹⁾	2,100	D	\$ 75.38	3,100	D	
Common Stock	11/25/2005	S ⁽¹⁾	1,100	D	\$ 75.39	2,000	D	
Common Stock	11/25/2005	S ⁽¹⁾	1,500	D	\$ 75.4	500	D	
Common Stock	11/25/2005	S ⁽¹⁾	200	D	\$ 75.41	300	D	
Common Stock	11/25/2005	S ⁽¹⁾	300	D	\$ 75.43	0	D	
Common Stock						740	D	
Common Stock Units ⁽²⁾						270,915	D	
Common Stock						17,895	I	By 401-K
Common Stock						157,840	I	By family partnership

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 Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 6)		
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Hannigan Andrew J 2728 N. HARWOOD DALLAS, TX 75201				Chairman & CEO/Centex Homes

Signatures

/s/ James R. Peacock III as attorney-in-fact for Andrew J. Hannigan	11/28/2005
--	------------

**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) The transactions reported in this Form 4 were effected by a broker pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on October 31, 2005.
- This amount represents an award of units and the right to receive one share of Centex common stock at the time the award is paid. The 4/1/02 award vests 25% each year. The 5/14/03 award vests at the rate of 8.25% per quarter in fiscal 2004, 8.25% per quarter in 2005 and
- (2) 8.50% per quarter in 2006. The 5/14/04 award vests at the rate of 8.25% per quarter in fiscal 2005, 8.25% in fiscal 2006 and 8.50% in fiscal 2007. The 5/12/05 award vests at the rate of 8.25% per quarter in fiscal 2006, 8.25% in fiscal 2007 and 8.50% in fiscal 2008.

Remarks:

Form 2 of 2

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.