

CBL & ASSOCIATES PROPERTIES INC  
 Form 4  
 February 08, 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 \*  
**LEBOVITZ MICHAEL I**

2. Issuer Name and Ticker or Trading Symbol  
**CBL & ASSOCIATES PROPERTIES INC [CBL]**

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
 2030 HAMILTON PLACE BLVD.,  
 SUITE 500

3. Date of Earliest Transaction  
 (Month/Day/Year)  
 11/09/2007

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
 Sr VP - Chief Develop Officer

(Street)  
 CHATTANOOGA, TN 374216000

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	11/09/2007		M			18,000	A	\$ 12.047	218,897.07	D	
Common Stock	11/09/2007		M			18,000	A	\$ 12.25	236,897.07	D	
Common Stock	11/09/2007		M			18,000	A	\$ 11.8595	254,897.07	D	
Common Stock	11/09/2007		M			18,000	A	\$ 13.8375	272,897.07	D	
Common Stock	11/09/2007		M			18,000	A	\$ 18.2675	290,897.07	D	

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Common Stock	1,716.1	I	By Spouse
Common Stock	8,302.23	I	By Trust

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

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(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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount Number Shares
Employee Stock Option (Right to Buy) <sup>(1)</sup>	\$ 12.047	11/09/2007		M	18,000	04/29/1999 04/29/2008	Common Stock 18,000
Employee Stock Option (Right to Buy) <sup>(1)</sup>	\$ 12.25	11/09/2007		M	18,000	04/29/2000 04/29/2009	Common Stock 18,000
Employee Stock Option (Right to Buy) <sup>(1)</sup>	\$ 11.8595	11/09/2007		M	18,000	05/03/2001 05/03/2010	Common Stock 18,000
Employee Stock Option (Right to Buy) <sup>(1)</sup>	\$ 13.8375	11/09/2007		M	18,000	05/02/2002 05/02/2011	Common Stock 18,000
Employee Stock Option (Right to Buy) <sup>(1)</sup>	\$ 18.2675	11/09/2007		M	18,000	05/07/2003 05/07/2012	Common Stock 18,000

