

CENTEX CORP
 Form 3
 July 14, 2008

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

Â Richter Scott James
 (Last) (First) (Middle)

2. Date of Event Requiring Statement

(Month/Day/Year)
 07/10/2008

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

4. Relationship of Reporting Person(s) to Issuer

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

C/O CENTEX CORPORATION,Â 2728 N. HARWOOD

(Street)

DALLAS,Â TXÂ 75201

(City) (State) (Zip)

(Check all applicable)

Director 10% Owner
 Officer Other
 (give title below) (specify below)
 EVP-Ops Support, Centex Homes

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

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	8,099	D	Â
Common Stock Units ⁽¹⁾	593	D	Â
CommonStock Units ⁽²⁾	5,216	D	Â

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

SEC 1473 (7-02)

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.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Non-Qualified Stock Option (Right to Buy)	Â (3)	04/01/2010	Common Stock (Par Value \$0.25)	1,000	\$ 10.7156	D	Â
Non-Qualified Stock Option (Right to Buy)	Â (4)	04/14/2010	Common Stock (Par Value \$0.25)	4,022	\$ 31.8364	D	Â
Non-Qualified Stock Option (Right to Buy)	Â (5)	05/14/2011	Common Stock (Par Value \$0.25)	8,905	\$ 45.24	D	Â
Non-Qualified Stock Option (Right to Buy)	Â (6)	05/12/2012	Common Stock (Par Value \$0.25)	12,700	\$ 57.36	D	Â
Non-Qualified Stock Option (Right to Buy)	Â (7)	05/11/2013	Common Stock (Par Value \$0.25)	3,222	\$ 55.16	D	Â
Non-Qualified Stock Option (Right to Buy)	Â (8)	05/10/2014	Common Stock (Par Value \$0.25)	14,298	\$ 45.53	D	Â
Non-Qualified Stock Option (Right to Buy)	Â (8)	05/07/2015	Common Stock (Par Value \$0.25)	37,926	\$ 22.08	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Richter Scott James C/O CENTEX CORPORATION 2728 N. HARWOOD DALLAS, TX 75201	Â	Â	Â EVP-Ops Support, Centex Homes	Â

Signatures

/s/ James R. Peacock III as attorney-in-fact for Scott J.
Richter

07/14/2008

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) This amount represents the right to receive one share of Centex common stock at the time the award is paid. This award will vest on 3/31/09.
 - (2) This amount represents the right to receive one share of Centex common stock at the time the award is paid. This award will vest as follows: 33 1/3% on 3/31/09, 33 1/3% on 3/31/10 and 33 1/3% on 3/31/11.
 - (3) This award vested as follows: 20% on 4/1/00, 20% on 4/1/01, 20% on 4/1/02, 20% on 4/1/03 and 20% on 4/1/04.
 - (4) This award vested as follows: 8.25% per quarter in fiscal 2004, 8.25% per quarter in fiscal 2005 and 8.50% per quarter in fiscal 2006.
 - (5) This award vested as follows: 8.25% per quarter in fiscal 2005, 8.25% per quarter in fiscal 2006 and 8.50% per quarter in fiscal 2007.
 - (6) This award vested as follows: 8.25% per quarter in fiscal 2006, 8.25% per quarter in fiscal 2007 and 8.50% per quarter in fiscal 2008.
 - (7) This award vested as follows: 33 1/3% on 3/31/07 and 33 1/3% on 3/31/08 and the final 33 1/3% will vest on 3/31/09.
 - (8) This award will vest as follows: 33 1/3% on 3/31/09, 33 1/3% on 3/31/10 and 33 1/3% on 3/31/11.

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.