

CLECO CORP
Form 4
May 08, 2007

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 *
GARRETT J PATRICK

(Last) (First) (Middle)

P.O. BOX 5000

(Street)

PINEVILLE, LA 71361-5000

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
CLECO CORP [CNL]

3. Date of Earliest Transaction (Month/Day/Year)
05/07/2007

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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 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)
Common Stock, \$1.00 par	05/07/2007		M	20,834 A	87,505.757 (2)	D	
Common Stock, \$1.00 par	05/07/2007		S	20,834 D	\$ 28.5931 66,671.757	D	

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

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SEC 1474 (9-02)

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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 Securities (Instr. 3 and 4)	8. Amount or Number of Shares
Outside Director Stock Option <u>(3)</u>	\$ 15.937	05/07/2007		X	3,334	04/27/1998 04/27/2008	Common Stock, \$1.00 par	3,334
Outside Director Stock Option <u>(3)</u>	\$ 17.315	05/07/2007		X	5,000	04/28/2000 04/28/2010	Common Stock, \$1.00 par	5,000
Outside Director Stock Option <u>(3)</u>	\$ 22.25	05/07/2007		X	2,500	07/27/2001 07/27/2011	Common Stock, \$1.00 par	2,500
Outside Director Stock Option <u>(3)</u>	\$ 18.125	05/07/2007		X	2,500	07/19/2002 07/19/2012	Common Stock, \$1.00 par	2,500
Outside Director Stock Option <u>(3)</u>	\$ 14.75	05/07/2007		X	5,000	04/25/2003 04/25/2013	Common Stock, \$1.00 par	5,000
Outside Director Stock Option <u>(3)</u>	\$ 16.25	05/07/2007		X	2,500	07/25/2003 07/25/2013	Common Stock, \$1.00 par	2,500

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GARRETT J PATRICK P.O. BOX 5000 PINEVILLE, LA 71361-5000		X		

Signatures

Judy P. Miller, Atty-in-fact for J. Patrick Garrett	05/08/2007
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__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) 3,334 shares @ \$15.937; 5,000 shares @ \$17.315; 2,500 shares @ \$22.250; 2,500 shares @ \$18.125; 5,000 shares @ \$14.750; and 2,500 shares @ \$16.25.
 - (2) Includes 129.482 shares acquired through the Company's Dividend Reinvestment Plan on 02/15/2007 and dividends (150 shares) reinvested on 02/15/2007 pursuant to the terms of the Company's Deferred Compensation Plan.
 - (3) Right to buy granted under the Company's Long-Term Incentive Compensation Plan.

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.