Mason Mary V
Form 3
February 15, 2011

FORM 3

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

OMB APPROVAL

OMB Number:	3235-0104
Expires:	January 31, 2005
Estimated average burden hours per response...	0.5

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 Mason Mary V
(Last) (First) (Middle)
7700 FORSYTH BOULEVARD
(Street)
ST. LOUIS,Â MOÂ 63105
(City) (State) (Zip)

2. Date of Event Requiring Statement (Month/Day/Year)
02/07/2011

3. Issuer Name **and** Ticker or Trading Symbol
CENTENE CORP [CNC]

4. Relationship of Reporting Person(s) to Issuer
(Check all applicable)
_____ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
SVP & Chief Medical Officer

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

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ 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	21,790 [(1)]	D	Â

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

SEC 1473 (7-02)

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

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	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of			

				Shares		(I) (Instr. 5)	
Phantom Stock	02/07/2011	02/07/2011 (2)	Common Stock	3,899.362	$ 0 (3)	D	Â
Common Stock Option (right to buy)	01/03/2011 (4)	01/03/2016	Common Stock	7,500	$ 26.29	D	Â
Common Stock Option (right to buy)	04/24/2011 (4)	04/24/2016	Common Stock	2,000	$ 28.26	D	Â
Common Stock Option (right to buy)	12/12/2011 (4)	12/12/2016	Common Stock	5,000	$ 25.21	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Mason Mary V 7700 FORSYTH BOULEVARD ST. LOUIS,Â MOÂ 63105	Â	Â	Â SVP & Chief Medical Officer	Â

Signatures

/s/ William N. Scheffel (executed by attorney-in-fact)	02/15/2011
**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) Ownership includes previous awards of 1,625 restricted stock units which vest on December 12, 2011; 1,167 restricted stock units which vest on December 9, 2011; 200 restricted stock units which vest on April 24, 2011; 2,000 restricted stock units which vest in two equal annual installments on the anniversary of the grant date beginning on July 24, 2011; 2,667 restricted stock units which vest in two annual installments on the anniversary of the grant date beginning on December 10, 2011; 6,500 restricted stock units which vest in three annual installments on the anniversary of the grant date beginning on December 14, 2011.

(2) The phantom stock has no formal expiration date. The phantom stock will be settled in cash or other non-Company securities upon Dr. Mason's termination with the Company or on such other date Dr. Mason may elect.

(3) Each share of phantom stock represents the right to receive the fair market value of one share of Centene common stock.

(4) The options vest in five annual installments on the anniversary of the grant date, with the final vesting taking place on the date exercisable.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.
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