

CENTEX CORP
Form 8-K
January 25, 2006

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported):
January 25, 2006

Centex Corporation

(Exact name of registrant as specified in its charter)

Nevada
(State or other jurisdiction
of incorporation)

1-6776
(Commission File Number)

75-0778259
(IRS Employer
Identification No.)

2728 N. Harwood Street, Dallas, Texas
(Address of principal executive offices)

75201
(Zip code)

Registrant's telephone number including area code: **(214) 981-5000**

Not Applicable

(Former name or former address if changed from last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 2.02. Results of Operations and Financial Condition.

On January 24, 2006, Centex Corporation, a Nevada corporation (the Corporation), issued a press release (the Press Release) announcing its results of operations for the quarter ended December 31, 2005, which Press Release was furnished in a current report on Form 8-K submitted by the Corporation on the same date. As previously announced, senior management of the Corporation held a conference call on January 25, 2006 at 10 a.m. Eastern time (9 a.m., Central time) to discuss, among other things, the results of operations of the Corporation for such period. A copy of the materials provided to investors in the form of a webcast in connection with this conference call is being furnished as Exhibit 99.1 hereto. The information contained in such exhibit is incorporated by reference in this Item 2.02, but shall not be deemed filed for any purpose under the Securities Exchange Act of 1934.

Item 7.01. Regulation FD Disclosure.

On January 25, 2006, Centex Corporation, a Nevada corporation (the Corporation), held a conference call to discuss the results of operations of the Corporation for the quarter ended December 31, 2005, other information, and earnings per share guidance. A copy of the materials provided to investors in the form of a webcast in connection with this conference call is being furnished as Exhibit 99.1 hereto. Pages 5 through 7 of the information contained in such exhibit are incorporated by reference in this Item 7.01, but shall not be deemed filed for any purpose under the Securities Exchange Act of 1934. A transcript of the conference call will be available on the Corporation s web site on or before January 31, 2006.

Item 9.01. Financial Statements and Exhibits.

(c) Exhibits

**Exhibit
Number**

Description

99.1 Investor materials furnished in connection with the conference call held on January 25, 2006

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

By: /s/ James R. Peacock III

Name: James R. Peacock III

Title: Vice President, Deputy General Counsel
and
Secretary

Date: January 25, 2006