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Form 4 June 29, 20										
FORM	Λ4		autor					OMB AF	PROVAL	
	•••• UNITED	STATES SE	CURITIES A Washington				OMMISSION	OMB Number:	3235-0287	
Check this box if no longer subject to Section 16. Form 4 or Form 5 Filed pursuant to Section 16(a) of the Securities Exchange				AL OWN		Expires: Estimated a burden hou response				
obligati may con <i>See</i> Inst 1(b). (Print or Type	ons htinue. ruction	(a) of the Pub	· · ·	lding Co	mpar	ny Act of	1935 or Section	L		
1. Name and Address of Reporting Person <u>*</u> Grody Howard B.			2. Issuer Name and Ticker or Trading Symbol				5. Relationship of Reporting Person(s) to Issuer			
			CBL & ASSOCIATES PROPERTIES INC [CBL]				(Check	all applicable)	
(Month			Date of Earliest Transaction onth/Day/Year)				Director 10% Owner X_ Officer (give title Other (specify below) below)			
2030 HAM SUITE 500	IILTON PLACE])	BLVD., 06	/29/2011				· ·	VP - Leasing		
	(Street)	File	f Amendment, D ed(Month/Day/Yea	-	al		5. Individual or Joi Applicable Line) _X_ Form filed by Oi Form filed by Mo	ne Reporting Pe	rson	
CHAITAN	NOOGA, TN 3742	216000				i	Person		1 0	
(City)	(State)	(Zip)	Table I - Non-	Derivativ	e Secu	rities Acqu	ired, Disposed of,	or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution Date any	Code ear) (Instr. 8)	Transactionor Disposed of (D) Code (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. 7. Nature of Ownership Indirect Form: Beneficial Direct (D) Ownership or Indirect (Instr. 4) (I) (Instr. 4)		
Common Stock	06/29/2011		J V	5.65 (1)	А	\$ 17.6865	15,468.4361	D		
Common Stock							10	I	By Wife as UTMA custodian for son 1	
Common Stock							10	Ι	By Wife as UTMA custodian for son 2	

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exer	cisable and	7. Title	and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration D	ate	Amoun	nt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underly	ying	Security	Secu
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securit	ies	(Instr. 5)	Bene
	Derivative				Securities			(Instr. 3	3 and 4)		Owne
	Security				Acquired						Follo
	-				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									A		
									Amount		
						Date	Expiration		or		
						Exercisable Date		Number			
				a 1 u					of		
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships					
		10% Owner	Officer	Other		
Grody Howard B. 2030 HAMILTON PLACE BLVD., SUITE 500 CHATTANOOGA, TN 374216000			Sr. VP - Leasing			
Signaturos						

Signatures

/s/ Howard B. Grody	06/29/2011			
<u>**</u> 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) The shares were acquired via the Company's Employee Stock Purchase 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.