

MORRIS TIM T
Form 4
October 19, 2004

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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 *
MORRIS TIM T

2. Issuer Name and Ticker or Trading Symbol
CEC ENTERTAINMENT INC
[CEC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

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

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

633 CHESTNUT STREET, SUITE 1640

10/15/2004

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)

Form filed by One Reporting Person
 Form filed by More than One Reporting Person

CHATTANOOGA, TN 37450

(City) (State) (Zip)

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 Ownership (Instr. 4)
				(A) or (D)	Amount		
			Code	V	Price		
Common Stock, Par Value \$.10					1,500	D	
(6)							

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

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.

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
Non-Emp Stock Option ⁽⁶⁾	\$ 17.3667					<u>(1)</u> 01/07/2007	Common Stock	3,750
Non-Emp Stock Option ⁽⁶⁾	\$ 22.6668					<u>(2)</u> 01/08/2008	Common Stock	3,750
Non-Emp Stock Option ⁽⁶⁾	\$ 29.4267					<u>(3)</u> 01/08/2009	Common Stock	6,000
Non-Emp Stock Option ⁽⁶⁾	\$ 20.6373					<u>(4)</u> 01/08/2010	Common Stock	6,000
Non-Emp Stock Option ⁽⁶⁾	\$ 31.8867					<u>(5)</u> 01/08/2011	Common Stock	6,000
Non-Emp Stock Option	\$ 22.6668	10/15/2004		D	3,750	<u>(2)</u> 01/08/2008	Common Stock	3,750
Non-Emp Stock Option	\$ 29.4267	10/15/2004		D	3,000	<u>(3)</u> 01/08/2009	Common Stock	3,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MORRIS TIM T 633 CHESTNUT STREET, SUITE 1640 CHATTANOOGA, TN 37450		X		

Signatures

Tim T. Morris

10/19/2004

**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) Vesting Schedule: 50% after 01/08/02; and 100% after 01/08/03.
- (2) Vesting Schedule: 50% after 01/08/03; and 100% after 01/08/04.
- (3) Vesting Schedule: 50% after 01/08/04; and 100% after 01/08/05.
- (4) Vesting Schedule: 50% after 01/08/05; and 100% after 01/08/06.
- (5) Vesting Schedule: 50% after 01/08/06; and 100% after 01/08/07.
- (6) Reflects stock split on March 15, 2004.

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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