#### CEC ENTERTAINMENT INC

Form 4

November 01, 2005

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue  Check this box STATEMENT  STATEMENT  Section 17(a) of the	CS SECURITIES AND EXCHANGE OF Washington, D.C. 20549  OF CHANGES IN BENEFICIAL OWN SECURITIES  O Section 16(a) of the Securities Exchange Public Utility Holding Company Act of 194	NERSHIP OF  NERSHIP OF  Expires:  Standard 3235-0287  January 31, 2005  Estimated average burden hours per response  e Act of 1934, 5 1935 or Section					
(Print or Type Responses)							
1. Name and Address of Reporting Person ** FRANK RICHARD M	2. Issuer Name <b>and</b> Ticker or Trading Symbol CEC ENTERTAINMENT INC [CEC]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
(Last) (First) (Middle) 4441 W. AIRPORT FREEWAY	3. Date of Earliest Transaction (Month/Day/Year) 10/28/2005	_X_ Director 10% Owner _X_ Officer (give title Other (specify below) Chairman and CEO					
(Street) IRVING, TX 75062	4. 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					
(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned							
(Instr. 3) any	emed 3. 4. Securities Acquired from Date, if Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5)  //Day/Year) (Instr. 8)  (A) or Code V Amount (D) Price	5. Amount of Securities Ownership Indirect Beneficially Form: Direct Beneficial Owned (D) or Ownership Following Indirect (I) (Instr. 4) Reported (Instr. 4) Transaction(s) (Instr. 3 and 4)					
Common Stock, Par Value \$.10		82,628 I By Richard M. Frank Rev. Trust					
Common Stock, Par Value \$.10		50,900 I By Frank Family Trust A2					
Common Stock, Par 10/28/2005 Value \$.10	S 11,100 A \$ 32.64	11,100 D					

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

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SEC 1474 (9-02)

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. Transacti Code (Instr. 8)	Secur Secur Acqu or Dis (D)	rities ired (A) sposed of . 3, 4,	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount of Number of Shares
Employee Stock Option	\$ 11.6673						<u>(1)</u>	01/08/2006	Common Stock	11,100
Employee Stock Option	\$ 15.5						(2)	03/07/2007	Common Stock	375,000
Employee Stock Option	\$ 22.6667						(3)	01/05/2008	Common Stock	225,000
Employee Stock Option	\$ 29						<u>(4)</u>	01/03/2009	Common Stock	375,000
Employee Stock Option	\$ 19.9933						<u>(5)</u>	01/13/2010	Common Stock	375,000
Employee Stock Option	\$ 36.66						<u>(6)</u>	03/04/2010	Common Stock	150,000
Employee Stock Option	\$ 11.6673	10/28/2005		S		11,100	<u>(1)</u>	01/08/2006	Common Stock	11,100

# **Reporting Owners**

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
	X		Chairman and CEO			

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FRANK RICHARD M 4441 W. AIRPORT FREEWAY IRVING, TX 75062

## **Signatures**

Richard M. 11/01/2005 Frank

\*\*Signature of Date
Reporting Person

## **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: 33% after 01/08/01; 66% after 01/08/02; and 100% after 01/08/03.
- (2) Vesting Schedule: 20% after 03/07/01; 40% after 03/07/02; 60% after 03/07/03; 80% after 03/07/04; and 100% after 03/07/05.
- (3) Vesting Schedule: 33% after 01/05/02; 66% after 01/05/03; and 100% after 01/05/04.
- (4) Vesting Schedule: 25% after 01/03/03; 50% after 01/03/04; 75% after 01/03/05; and 100% after 12/05/05.
- (5) Vesting Schedule: 33% after 01/13/04; 66% after 01/13/05; and 100% after 01/13/06.
- (6) Vesting Schedule: 25% after 03/04/06; 50% after 03/04/07; 75% after 03/04/08; and 100% after 03/04/09.
- (7) Includes 1,275,000 securities owned directly and 225,000 securities owned indirectly.

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.

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