CENTEX CORP Form SC 13G/A April 10, 2006

Securities and Exchange Commission Washington, D. C. 20549

Schedule 13G/A
Under the Securities Exchange Act of 1934
(amendment No. 1)

Centex Corporation Common Stock CUSIP Number 152312104

Date of Event Which Requires Filing of this Statement: March 31, 2006

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

[X] Rule 13d-1(b) [] Rule 13d-1(c) [] Rule 13d-1(d)

CUSIP No. 152312104

1) Name of reporting person:
 Legg Mason Capital Management, Inc.
Tax Identification No.:
 52-1268629

- 2) Check the appropriate box if a member of a group:
 - a) x
 - b) n/a
- 3) SEC use only

Number of shares beneficially owned by each reporting person with:

5) Sole voting power: - 0 -

6) Shared voting power: 12,082,310

7) Sole dispositive power: - 0 -

- 8) Shared dispositive power: 12,082,310
- 9) Aggregate amount beneficially owned by each reporting person: 12,082,310
- 10) Check if the aggregate amount in row (9) excludes certain shares: n/a
- 11) Percent of class represented by amount in row (9): 9.84%
- 12) Type of reporting person: IA, CO

CUSIP No. 152312104

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Name of reporting person:
         1)
                 Legg Mason Funds Management, Inc.
               Tax Identification No.:
                   52-2268681
              Check the appropriate box if a member of a group:
                  b)
                       n/a
         3)
              SEC use only
               Place of organization:
         4)
                  Maryland
Number of shares beneficially owned by each reporting person with:
               Sole voting power: - 0 - Shared voting power: 444,29
         5)
         6)
                Sole dispositive power: - 0 -
         7)
                Shared dispositive power: 444,293
         9)
               Aggregate amount beneficially owned by each reporting person:
                  444,293
         10)
               Check if the aggregate amount in row (9) excludes certain shares:
         11)
               Percent of class represented by amount in row (9):
                  0.36%
               Type of reporting person:
         12)
                  IA, CO
CUSIP No. 152312104
              Name of reporting person:
         1)
                 LMM LLC
               Tax Identification No.:
                   52-2204753
              Check the appropriate box if a member of a group:
                  a)
                        Х
                  b)
                        n/a
         3)
              SEC use only
               Place of organization:
         4)
                  Delaware
Number of shares beneficially owned by each reporting person with:
                                     - 0 -
         5)
                Sole voting power:
                Shared voting power:
                                          1,500,000
                Sole dispositive power:
         7)
                                           - 0 -
         8)
                Shared dispositive power: 1,500,000
         9)
               Aggregate amount beneficially owned by each reporting person:
                1,500,000
         10)
               Check if the aggregate amount in row (9) excludes certain shares:
                 n/a
         11)
               Percent of class represented by amount in row (9):
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1.22%

12) T	Type of repo	orting per	rson:			
 Item 1a)	Name (of issuer: Centex Cor				
Item 1b)	:	ss of issu 2728 N Har Dallas TX		ipal execut	cive office	s:
Item 2a)	:		filing: Capital Ma Funds Mana			
Item 2b)		100 Light	cipal busir Street MD 21202	ness office	: :	
Item 2c)	:	Legg Mason M Legg Mason M LMM LLC	n Capital Ma Maryland con n Funds Mana Maryland con	rporation agement, In rporation	nc.	ny
Item 2d)		of class o Common Sto	of securitie ock	es:		
Item 2e)	CUSIP	number:	152312104	1		
(a) [] (b) [] (c) [] (d) [] (e) [] (f) []	13d-2(b), Broker or Bank as de Insurance Investment Investment Investment Employee to of 1974 of Parent ho	check whe dealer un efined in Company at Company t Adviser t Advisers Benefit Plr Endowmen lding comp	registered Act of 194 an, Pension at Funds; se	erson filing 15 of the a) (6) of the a) (6) of the an Section under Section under Section for Fund which we 240.13d-cordance with the section of the section	ng is a: e Act. ne Act. 3(a)(6) of cion 8 of the cion 203 of ch is subjected -1(b)(ii)(F ith 240.13d	the Act. he the ct to ERISA
Item 4)	Ownersh	ip:				
(a)	Amount ben	eficially	owned:	14	1,026,603	
(b)	Percent of	Class: 1	1.42%			
(c)	(i) so.	le power t -	to which su to vote or t	to direct t	the vote:	
		14	to vote or ,026,603			
	(iii) so		o dispose d 0 -	or to dired	ct the disp	osition of:

- (iv) shared power to dispose or to direct the disposition of: 14,026,603
- Item 5) Ownership of Five Percent or less of a class: n/a
- Item 6) Ownership of more than Five Percent on behalf of another
 person:

Various accounts managed by the investment advisers identified in Item 8 have the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of shares of the issuer. No such account owns more than 5% of the total outstanding shares.

- Item 8) Identification and classification of members of the group:
 Legg Mason Capital Management, Inc.-investment adviser
 Legg Mason Funds Management, Inc.-investment adviser
 LMM LLC investment adviser
- Item 9) Notice of dissolution of group: n/a
- Item 10) Certification:

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

Signature

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date - April 10, 2006

Legg Mason Capital Management, Inc.

By______Andrew J. Bowden, Senior Vice President

Legg Mason Funds Management, Inc.

By______Andrew J. Bowden, Senior Vice President

Andrew J. Bowden, Senior vice President

LMM LLC

B	У
	Jennifer Murphy, Chief Operations Officer
	Exhibit A Joint Filing Agreement
undersigne	his Joint Filing Agreement confirms the agreement by and among the d that the Schedule 13G is filed on behalf of each member of the tified in Item 8.
Le	egg Mason Capital Management, Inc.
В	Y Andrew J. Bowden, Senior Vice President
Le	egg Mason Funds Management, Inc.
В	YAndrew J. Bowden, Senior Vice President
Lī	MM LLC
	y