
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): May 24, 2011

Carriage Services, Inc.

(Exact name of registrant as specified in its charter)

Delaware
*(State or other jurisdiction
of incorporation)*

1-11961
*(Commission
File Number)*

76-0423828
*(IRS Employer
Identification No.)*

3040 Post Oak Boulevard, Suite 300
Houston, Texas 77056
(Address, including zip code, of principal executive offices)

Registrant's telephone number, including area code:
(713) 332-8400

- Written communication 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 8.01. OTHER EVENTS

On May 24, 2011, Melvin C. Payne, President and Chief Executive Officer of Carriage Services, Inc., announced that he entered into a stock trading plan in accordance with Rule 10b5-1 (the "Plan") of the Securities Exchange Act of 1934. Mr. Payne intends to sell \$750,000 worth of Carriage Services, Inc. common stock during the period from May 24, 2011 through December 31, 2011. The transactions may take place from time-to-time, subject to certain Plan criteria, including certain minimum price levels and daily volume activity.

A copy of the press release issued by the Company is attached hereto as Exhibit 99.1 and incorporated by this reference. The information being furnished under Item 9.01 Financial Statements and Exhibits, including the press release attached hereto as Exhibit 99.1, shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to liabilities of that Section.

ITEM 9.01. FINANCIAL STATEMENTS AND EXHIBITS.

(d) Exhibits. The following exhibit is furnished as part of this current report on Form 8-K:

99.1 Press Release dated May 24, 2011.

SIGNATURE

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

CARRIAGE SERVICES, INC.

Dated: May 25, 2011

By: /s/ Terry E. Sanford

Terry E. Sanford
Executive Vice President and
Chief Financial Officer

INDEX TO EXHIBITS

<u>Exhibit</u>	<u>Description</u>
99.1	Press release dated May 24, 2011.

The logo for Carriage Services, featuring the words "CARRIAGE" and "SERVICES" in a bold, sans-serif font, stacked vertically. The text is white and set against a black rectangular background, which is itself enclosed within a thin white border and a thicker brown border.*PRESS RELEASE*

FOR IMMEDIATE RELEASE

Contacts: Terry Sanford, EVP & CFO
Carriage Services, Inc.
713-332-8400

Investors: Alexandra Tramont/Matt Steinberg
FD
(212) 850-5600

CARRIAGE SERVICES CHIEF EXECUTIVE OFFICER ADOPTS RULE 10b5-1 TRADING PLAN

HOUSTON — May 24, 2011 — Carriage Services, Inc. (NYSE: CSV) announced today that Melvin C. Payne, Chief Executive Officer of Carriage Services, Inc., has entered into a stock trading plan in accordance with Rule 10b5-1 (the “Plan”) of the Securities Exchange Act of 1934.

Rule 10b5-1 allows officers and directors of public companies, at a time when they are not aware of material nonpublic information, to adopt predetermined plans for selling shares of company stock. In accordance with 10b5-1 rules, the seller will have no discretion over the sale of shares under the plan.

Mr. Payne’s Plan is intended to permit the orderly disposition of a portion of his holdings as part of his personal long-term financial plan for asset diversification, liquidity, and to repay bank loans that have been outstanding for several years. Under the terms of the Plan, Mr. Payne intends to sell \$750,000 worth of shares of Carriage common stock through December 31, 2011. At today’s market price, that represents approximately 120,000 shares, or approximately 7% of Mr. Payne’s total current position in the Company’s shares and options. Following the completion of the Plan, Mr. Payne will continue to be one of the Company’s largest shareholders, holding approximately 9% of the Company’s common stock (including current options), not including any future grant of stock options or restricted shares pursuant to the company’s long term incentive programs for executive officers. Mr. Payne intends to remain as Chairman and Chief Executive Officer of Carriage and recently entered into a new three year employment contract. The transactions may take place from time-to-time on or after May 24, 2011, subject to certain Plan criteria, including certain minimum price levels and daily volume activity.

No Carriage common stock has been sold to date pursuant the Plan. Any shares of Carriage common stock sold by Mr. Payne will be disclosed publicly through Form 4 filings with the Securities and Exchange Commission.

Carriage Services is a leading provider of deathcare services and merchandise in the United States. Carriage operates 151 funeral homes in 25 states and 33 cemeteries in 12 states.

Certain statements made herein or elsewhere by, or on behalf of, the Company that are not historical facts are intended to be forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended. These statements are based on assumptions that the Company believes are reasonable; however, many important factors, as discussed under "Forward-Looking Statements and Cautionary Statements" in the Company's Annual Report and Form 10-K for the year ended December 31, 2010, could cause the Company's results in the future to differ materially from the forward-looking statements made herein and in any other documents or oral presentations made by, or on behalf of, the Company. The Company assumes no obligation to update or publicly release any revisions to forward-looking statements made herein or any other forward-looking statements made by, or on behalf of, the Company. A copy of the Company's Form 10-K, and other Carriage Services information and news releases, are available at www.carriageservices.com.

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