FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL											
OMB Number:	3235-028										
Estimated average h	nurden										

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Date			2. Transaction Date (Month/Day/Ye	Execution Date,				4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4 5) Amount (A) or (D) Prid			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 Indirect Beneficial Ownership (Instr. 4)
		Table I - No		ve Securities	.		, Dis					1	I
(City)													
(Street) HOUSTON	TX	77056	4	. If Amendment, D	ate of	Origina	al Filed	d (Month/Day/`	Year)	6. Inc Line)	,	up Filing (Check one Reporting Pe lore than One Re	rson
3040 POST OA SUITE 300	AK BLVD			9/17/2013		0	. =::					CEO	
(Last) (First) (Middle)				3. Date of Earliest Transaction (Month/Day/Year)							Officer (give titl below)	e Othe belov	r (specify v)
1. Name and Add	1 0	Person*		. Issuer Name and CARRIAGE]		lationship of Repor ck all applicable) Director	. ,	lssuer Owner
Instruction 1(b		rsuant to Section or Section 30(h) of						934	not	rs per response:	0.5		

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)	Day/Year) Execution Date, if any (Month/Day/Year) Sec Acc (A) Dis of (Instr. 2) Dis (Instr. 2) D		5. Nu of Deriv Secu Acqu (A) or Dispo of (D) (Instr and 5	ative rities ired osed	6. Date Exerc Expiration Da (Month/Day/\)	ate	7. Title Amou Securi Under Deriva Securi and 4)	nt of ties lying tive ty (Instr. 3	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

Remarks:

Common Stock

Common Stock

Common Stock

<u>/s/ Melvin C. Payne</u> <u>09/18/2013</u>

\$18.79

85

1,384,794

3,518

70,000

D

Ι

Ι

Spouse daughter

in same household

** Signature of Reporting Person Date

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

- * 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).

09/17/2013

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.