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| FORM 4 |  
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U.S. SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

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  
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(f) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person\*

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Burlock, Jr.                Walter                E.
-----
      (Last)                (First)                (Middle)

One Montgomery Street, Suite 3300
-----
                        (Street)

San Francisco                CA                94104
-----
      (City)                (State)                (Zip)

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2. Issuer Name and Ticker or Trading Symbol Centene Corporation (CNTE)

3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)

4. Statement for Month/Year December 2001

5. If Amendment, Date of Original (Month/Year)

6. Relationship of Reporting Person(s) to Issuer (Check all applicable)

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

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

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

Table I--Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

<TABLE>  
<CAPTION>

1. Title 7. Nature of In- Security direct (Instr. 3) Bene-	2. Trans- action Date (Month/ Day/	3. Trans- action Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned at End of	6. Owner- ship Form: Direct (D) or
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Official Owner- ship 4) (Instr. 4)	Year)	Code	V	Amount	(A) or (D)	Price	Month (Instr. 3 and 4)	Indirect (I) (Instr.
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<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
<C>								

</TABLE>

Table II--Derivative Securities Acquired, Disposed of, or Beneficially Owned  
(e.g., puts, calls, warrants, options, convertible securities)

<TABLE>  
<CAPTION>

1. Title of Derivative Security (Instr. 3) Securities (D) and 5)	2. Conver- sion or Exercise Price of Deriv- ative Security	3. Trans- action Date (Month/ Day/ Year)	4. Transac- tion Code (Instr. 8)	5. Number of Deriv- ative Acquired (A) or Disposed of (Instr. 3, 4, (A)
			Code	V
				(A)
<S>	<C>	<C>	<C>	<C>
<C>				
Series A Common Stock Option 20,000	1-for-1	12/18/01	J	
Common Stock Option	1.00	12/18/01	J	10,000
Common Stock Option	1.333	12/18/01	J	10,000

</TABLE>

Table II--Derivative Securities Acquired, Disposed of, or Beneficially Owned  
(e.g., puts, calls, warrants, options, convertible securities)

<TABLE>

<CAPTION>

11. Name of Indirect derivative Securities Owner- at Month(1) (Instr. 4)	Bene- ficial ship (Instr. 4)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned at End of Month (Instr. 4)	10. Ownership Form of Derivative Security Owned at End of Month (Instr. 4)
		Date	Expiration Date	Title	Amount or Number of Shares			

		<C>	<C>	<C>	<C>	<C>	<C>	<C>
		Immed.		Common Stock	20,000		-0-	D
		Immed.	1/1/10	Common Stock	10,000		10,000	D
		Immed.	10/20/10	Common Stock	10,000		10,000	D

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</TABLE>

Explanation of Responses:

J - The options to acquire Series A Common Stock automatically converted into options to acquire Common Stock upon the closing of the Company's initial public offering.

/s/ Walter E. Burlock, Jr.                      1/10/02  
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\*\*Signature of Reporting Person                      Date

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

\* If this 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).

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