

EverBank Financial Corp
 Form 4
 August 10, 2015

FORM 4 UNITED STATES 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 OF
 SECURITIES**

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(h) of the Investment Company Act of 1940

OMB APPROVAL
 OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Surface John S

 (Last) (First) (Middle)

501 RIVERSIDE AVENUE

 (Street)

JACKSONVILLE, FL 32202

 (City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
 Symbol
EverBank Financial Corp [EVER]

 3. Date of Earliest Transaction
 (Month/Day/Year)
08/06/2015

 4. If Amendment, Date Original
 Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
 Issuer

 (Check all applicable)
 _____ Director _____ 10% Owner
 Officer (give title _____ Other (specify
 below) below)
 Executive Vice President

 6. Individual or Joint/Group Filing(Check
 Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting
 Person

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

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 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) |
|--|---|---|--------------------------------------|---|--|---|---|
| | | | Code | V | Amount | (D) | Price |
| Common Stock, par value \$0.01 per share | 08/06/2015 | | M | | 15,000 | A | \$ 6.09 |
| Common Stock, par value \$0.01 per share | 08/06/2015 | | S | | 15,000 | D | \$ 20.2796 <u>(1)</u> |
| Common Stock, par | 08/06/2015 | | S | | 40,000 | D | \$ 221,900 20.2796 |

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| | | | | |
|--|------------------------|--------|---|--|
| value \$0.01 per share Common Stock, par value \$0.01 per share | (1) <u> </u> | 19,257 | I | Held through the reporting person's relationship with Surface Investment Partnership, Ltd. |
|--|------------------------|--------|---|--|

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

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(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. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------|----------------------------|
| | | | | | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| | | | | | | Code | V | (A) | (D) |
| Employee Stock Option (right to buy) | \$ 6.09 | 08/06/2015 | | M | 15,000 | 02/01/2011 02/01/2016 | Common Stock, par value \$0.01 per share | 15,000 | |

Reporting Owners

| Reporting Owner Name / Address | Relationships |
|--|--|
| Surface John S 501 RIVERSIDE AVENUE JACKSONVILLE, FL 32202 | Director 10% Owner Officer Executive Vice President |

Signatures

By: Jean-Marc Corredor as Attorney
in Fact

08/10/2015

__Signature of Reporting Person

Date

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) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$20.22 to \$20.40, inclusive. The reporting person undertakes to provide to EverBank Financial Corp, any security holder of EverBank Financial Corp, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this Form 4.

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

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