REGENCY CENTERS CORP

Form 4

February 06, 2007

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB

OMB APPROVAL

Number:

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See Instruction

Check this box

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * DRUCE J DIX

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

REGENCY CENTERS CORP [REG]

(Check all applicable)

(Last)

(First) (Middle) 3. Date of Earliest Transaction

_X__ Director Officer (give title 10% Owner

ONE INDEPENDENT

(Month/Day/Year)

below)

Other (specify

DRIVE, SUITE 2201

(Street)

4. If Amendment, Date Original

02/02/2007

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

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

JACKSONVILLE, FL 32202

(City)	(State)	(Zip) Tabl	le I - Non-I	Derivative	Secu	rities Acqu	ired, Disposed of	, or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactio Code (Instr. 8)	(Instr. 3,	ispose 4 and (A) or	d of (D) 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)
Common Stock	02/02/2007		Code V A	Amount 688 (1)	` ′	Price \$ 0	17,585 (2)	D	
Common Stock	02/05/2007		M	1,250	A	\$ 22.063	18,835	D	
Common Stock	02/05/2007		M	2,500	A	\$ 24.6	21,335	D	
Common Stock	02/05/2007		M	3,750	A	\$ 29.9	25,085	D	
Common Stock	02/05/2007		M	8,226	A	\$ 41.44	33,311	D	

Common Stock	02/05/2007	S	200	D	\$ 88.55 33,111	D
Common Stock	02/05/2007	S	1,900	D	\$ 88.56 31,211	D
Common Stock	02/05/2007	S	100	D	\$ 88.57 31,111	D
Common Stock	02/05/2007	S	100	D	\$ 88.58 31,011	D
Common Stock	02/05/2007	S	200	D	\$ 88.59 30,811	D
Common Stock	02/05/2007	S	200	D	\$ 88.6 30,611	D
Common Stock	02/05/2007	S	300	D	\$ 88.62 30,311	D
Common Stock	02/05/2007	S	1,400	D	\$ 88.63 28,911	D
Common Stock	02/05/2007	S	200	D	\$ 88.64 28,711	D
Common Stock	02/05/2007	S	1,200	D	\$ 88.65 27,511	D
Common Stock	02/05/2007	S	3,700	D	\$ 88.66 23,811	D
Common Stock	02/05/2007	S	500	D	\$ 88.67 23,311	D
Common Stock	02/05/2007	S	200	D	\$ 88.68 23,111	D
Common Stock	02/05/2007	S	100	D	\$ 88.69 23,011	D
Common Stock	02/05/2007	S	100	D	\$ 88.71 22,911	D
Common Stock	02/05/2007	S	100	D	\$ 88.75 22,811	D
Common Stock	02/05/2007	S	400	D	\$ 88.76 22,411	D
Common Stock	02/05/2007	S	600	D	\$ 88.77 21,811	D
Common Stock	02/05/2007	S	200	D	\$ 88.78 21,611	D
Common Stock	02/05/2007	S	1,500	D	\$ 88.79 20,111	D
	02/05/2007	S	300	D	\$ 88.8 19,811	D

Common Stock						
Common Stock	02/05/2007	S	200	D	\$ 88.81 19,611	D
Common Stock	02/05/2007	S	1,000	D	\$ 88.82 18,611	D
Common Stock	02/05/2007	S	126	D	\$ 88.85 18,485	D
Common Stock	02/05/2007	S	100	D	\$ 88.86 18,385	D

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

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SEC 1474 (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. Transactic Code (Instr. 8)	5. Number op 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)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Director Stock Option (right to acquire)	\$ 22.063	02/05/2007		M		1,250	05/03/2004	05/03/2010	Common Stock	1,250
Director Stock Option (right to acquire)	\$ 24.6	02/05/2007		M		2,500	05/01/2005	05/01/2011	Common Stock	2,500
Director Stock Option (right to acquire)	\$ 29.9	02/05/2007		M		3,750	05/07/2006	05/07/2012	Common Stock	3,750

Director Stock Option (right to acquire)	\$ 41.44	02/05/2007	M	668	12/31/1998	12/31/2007	Common Stock	668
Director Stock Option (right to acquire)	\$ 41.44	02/05/2007	M	537	12/31/1999	12/31/2008	Common Stock	537
Director Stock Option (right to acquire)	\$ 41.44	02/05/2007	M	2,639	05/06/2003	05/06/2009	Common Stock	2,639
Director Stock Option (right to acquire)	\$ 41.44	02/05/2007	M	1,996	02/06/2004	05/03/2010	Common Stock	1,996
Director Stock Option (right to acquire)	\$ 41.44	02/05/2007	M	1,484	02/07/2004	05/01/2011	Common Stock	1,484
Director Stock Option (right to acquire)	\$ 41.44	02/05/2007	M	902	02/08/2004	05/07/2012	Common Stock	902

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
DRUCE J DIX ONE INDEPENDENT DRIVE SUITE 2201 JACKSONVILLE, FL 32202	X						

Signatures

/s/ Linda Y. Kelso, Attorney-in-Fact for J. Dix
Druce

**Signature of Reporting Person

Date

Reporting Owners 4

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) Grant of restricted stock which vests 25% per year beginning on the first anniversary of the date of grant. Grant was made in exchange for options granted in exchange for forfeiture of all reload rights associated with existing options held by the reporting person.
- (2) Since the date of the reporting person's last ownership report, he transferred 10,395 shares of Regency common stock to his ex-wife pursuant to a domestic relations order. The reporting person no longer reports as beneficially owned any securities owned by his ex-wife.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.