

REGENCY CENTERS CORP  
Form 4  
February 06, 2007

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

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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

(Print or Type Responses)

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

2. Issuer Name and Ticker or Trading Symbol  
REGENCY CENTERS CORP  
[REG]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
02/02/2007

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

ONE INDEPENDENT DRIVE, SUITE 2201

(Street)

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

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

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

JACKSONVILLE, FL 32202

(City) (State) (Zip)

**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  | (A) or (D)   | Price   |
| Common Stock                    | 02/02/2007                           |  | A                              |   | 688 <sup>(1)</sup>  | A  | \$ 0  |
| Common Stock                    | 02/05/2007                           |  | M                              |   | 1,250   | A  | \$ 22.063   |
| Common Stock                    | 02/05/2007                           |  | M                              |   | 2,500   | A  | \$ 24.6   |
| Common Stock                    | 02/05/2007                           |  | M                              |   | 3,750   | A  | \$ 29.9   |
| Common Stock                    | 02/05/2007                           |  | M                              |   | 8,226   | A  | \$ 41.44  |
|                                 |                                      |  |                                |   |   |  | 17,585 <sup>(2)</sup>                                 |
|                                 |                                      |  |                                |   |   |  | 18,835  |
|                                 |                                      |  |                                |   |   |  | 21,335  |
|                                 |                                      |  |                                |   |   |  | 25,085  |
|                                 |                                      |  |                                |   |   |  | 33,311  |

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|              |            |   |       |   |          |        |   |
|--------------|------------|---|-------|---|----------|--------|---|
| 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 |

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|              |            |  |   |       |   |          |        |   |
|--------------|------------|--|---|-------|---|----------|--------|---|
| 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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(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) | 8. 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                         |

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

## Reporting Owners

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

## Signatures

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

02/06/2007

\_\_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) 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.

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