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|--|-------------------|---------------------------------------|--|
| BANCORP INC 8-K 4, 2004 | | | |
| SECURITIES AND EXCHANGE COM | MTSSTON | | |
| Washington, D.C. 2054 | | | |
| FORM 8-K | | | |
| CURRENT REPORT | | | |
| Pursuant to Section 13 or 15(Securities and Exchange Act | | | |
| May 14, 2004 | | | |
| (Date of earliest event reported) | | | |
| FFLC BANCORP, INC. | | | |
| (Exact name of registrant as specified | d in its charter) | | |
| FLORIDA | | | |
| (State or other jurisdiction of i | | | |
| 000-22608 | 59-320 | | |
| (Commission File Number) | (IRS Employ | (IRS Employer Identification Numbe | |
| 800 North Boulevard West, Post Office Box 490420, | | | |
| (Address of Principal Executive Offices) | | (Zip Co | |
| (252) 707_2211 | | | |

(352) 787-3311

(Registrant's telephone number, including area code)

Item 5. Other Events and Regulation FD Disclosure

FFLC Bancorp, Inc. announced today that at meetings of the Boards of the

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Company and the Bank held on May 13, 2004, James P. Logan was elected Chairman of the Board of the Company and the Bank and that Ted R. Ostrander, Jr., was elected Vice Chairman of the Company and the Bank and Mr. Gregory P. Padgett was elected to the Boards of FFLC Bancorp, Inc. and First Federal Savings Bank for a one-year term.

The full text of the press release is attached as Exhibit 99.1.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: May 14, 2004

FFLC Bancorp Inc.
By: /s/ Stephen T. Kurtz

Name: Stephen T. Kurtz

Title: President and Chief Executive

Officer

By:

/s/ Paul K. Mueller

Name: Paul K. Mueller

Title: Executive Vice President and

Chief Financial Officer