

REGENCY CENTERS CORP  
Form 4  
February 06, 2007

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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	17,585 <sup>(2)</sup>	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	

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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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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. 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 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

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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