#### SMITH RANKIN M JR

Form 4 July 24, 2008

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB APPROVAL** 

OMB Number:

3235-0287

Expires:

January 31, 2005

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if no longer subject to Section 16. Form 4 or Form 5

obligations

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

may continue. See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * SMITH RANKIN M JR  (Last) (First) (Middle)  3490 PIEDMONT ROAD, #1550			2. Issuer Name and Ticker or Trading Symbol FIDELITY SOUTHERN CORP [LION]				5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)			
			(Month/Day	3. Date of Earliest Transaction (Month/Day/Year) 07/22/2008				X Director 10% Owner Officer (give title below) Other (specify below)		
	ATLANTA, G	(Street)		4. If Amend Filed(Month/		Date Original  6. Individual or Joint/Group Filing(Clear)  Applicable Line)  _X_ Form filed by One Reporting Person  Form filed by More than One Reporting Person			rson	
	(City)	(State)	(Zip)	Table I	- Non-Der	ivative Se	curities Acq	uired, Disposed of	f, or Beneficial	ly Owned
	1.Title of Security (Instr. 3)	2. Transaction (Month/Day/	Year) Exec	Deemed cution Date, if nth/Day/Year)	Code (Instr. 8)	4. Securi onAcquired Disposed (Instr. 3,	(A) or of (D)	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)
	Fidelity Southern Corporation Common Stock							13,974.6008	D	
	Fidelity Southern Corporation Common Stock							298	I	By Spouse

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 of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisab Expiration Date (Month/Day/Year		7. Title and Ame Underlying Sect (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amou or Numb of Shares
Stock Option Right to Buy	\$ 4.6	07/22/2008		A	1,000	07/22/2009(1)	07/22/2013	Fidelity Southern Corporation Common Stock	1,00

## **Reporting Owners**

Reporting Owner Name / Address

Director 10% Owner Officer Other

SMITH RANKIN M JR

3490 PIEDMONT ROAD, #1550 X

ATLANTA, GA 30305

## **Signatures**

Barbara McNeill, Attorney in Fact, Rankin M. Smith, Jr.

07/24/2008

\*\*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) Exercisable: 1/3 on 7/22/09; 1/3 on 7/22/10; 1/3 on 7/22/11

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.

Reporting Owners 2