

JOHNSON BRUCE M
Form 4
February 08, 2006

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 *
JOHNSON BRUCE M

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)
121 W FORSYTH ST, STE 200
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
02/06/2006

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

JACKSONVILLE, FL 32202

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

(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)	(A) or (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)
			Code	V	Amount	Price		
Common Stock	02/06/2006		M		14,467	A \$ 46.5	241,123	D
Common Stock	02/06/2006		M		13,629	A \$ 48.85	254,752	D
Common Stock	02/06/2006		M		15,297	A \$ 54.05	270,049	D
Common Stock	02/06/2006		M		3,578	A \$ 54.52	273,627	D
Common Stock	02/06/2006		F		39,750	D \$ 63.53	233,877	D

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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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 46.5	02/06/2006		M	14,467	09/08/2004 01/14/2007	Common Stock 14,467
Employee Stock Option (right to buy)	\$ 48.85	02/06/2006		M	13,629	10/29/2004 01/23/2008	Common Stock 13,629
Employee Stock Option (right to buy)	\$ 54.05	02/06/2006		M	15,297	12/27/2004 01/15/2007	Common Stock 15,297
Employee Stock Option (right to buy)	\$ 54.52	02/06/2006		M	3,578	06/28/2004 01/15/2007	Common Stock 3,578

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
JOHNSON BRUCE M 121 W FORSYTH ST	X		Chief Financial Officer	

STE 200
JACKSONVILLE, FL 32202

Signatures

/s/ Linda Y. Kelso, Attorney-in-Fact for Bruce M.
Johnson

02/08/2006

__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).

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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