MCCABE ROBERT A JR

Form 4

January 04, 2011

FORM 4

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

OMB Number: 3235-0287

OMB APPROVAL

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005 Estimated average

Form 4 or Form 5 obligations may continue. See Instruction

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

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1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * MCCABE ROBERT A JR			2. Issuer Name and Ticker or Trading Symbol PINNACLE FINANCIAL PARTNERS INC [PNFP]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) 150 THIRD SOUTH, SU		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 01/03/2011			_X_ Director 10% Owner _X_ Officer (give title Other (specify below) CHAIRMAN			
(Street)			4. If Amendment, Date Original			6. Individual or Joint/Group Filing(Check			
NASHVILLE, TN 37201			Filed(Month/Day/Year)			Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
						Person			
(City)	(State)	(Zip)	Tabl	le I - Non-I	Derivative Securities Acq	quired, Disposed o	of, or Beneficia	lly Owned	
1.Title of Security	2. Transaction D (Month/Day/Yea			3. Transacti	4. Securities Acquired on(A) or Disposed of (D)	5. Amount of Securities	6. Ownership Form: Direct		

(City)	(State)	(Zip) Table	e I - Non-D	erivative S	Securi	ties Acq	uired, Disposed o	f, or Beneficial	lly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)			5. Amount of Securities Beneficially Owned Following	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	Reported Transaction(s) (Instr. 3 and 4)		
PNFP Common Stock	01/03/2011		M	15,000	A	\$ 3.82	318,921	D	
PNFP Common Stock							146,511	I	By IRA
PNFP Common Stock							2,370	I	By Spouse IRA
PNFP							184	I	Ву

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Common Stock			Daughter
PNFP Common Stock	902	I	By Spouse
PNFP Common Stock	159	I	By Daughter
PNFP Common Stock	15,260	I	By 401(k)

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. 5. Number of TransactionDerivative Code Securities (Instr. 8) 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)	\$ 3.82	01/03/2011		M	15,000	<u>(1)</u>	03/01/2011	PNFP Common Stock	15,000

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
MCCABE ROBERT A JR 150 THIRD AVENUE SOUTH SUITE 900 NASHVILLE, TN 37201	X		CHAIRMAN				

Reporting Owners 2

Signatures

/s/ Robert A. 01/04/2011 McCabe, Jr.

**Signature of Reporting 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).
- The options vested in annual 20% increments over a period of 5 years beginning on the first anniversary of the issue date (March 1, 2001). Options were fully vested on March 1, 2006.

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.

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