

FIALA MARY LOU  
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 \*  
FIALA MARY LOU

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)  
02/06/2006

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
President and COO

121 WEST FORSYTH STREET, SUITE 200

(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 or Price		
Common Stock	02/06/2006		M		956 A \$ 23	173,129	D
Common Stock	02/06/2006		M		5,433 A \$ 26.4	178,562	D
Common Stock	02/06/2006		M		48,198 A \$ 44.94	226,760	D
Common Stock	02/06/2006		M		79,206 A \$ 45.95	305,966	D
Common Stock	02/06/2006		F		104,515 D \$ 63.53	201,451	D

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Common Stock 124,750 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. 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)	\$ 23	02/06/2006		M		956		01/01/2002	01/01/2011	Common Stock	956
Employee Stock Option (right to buy)	\$ 26.4	02/06/2006		M		5,433		12/14/2002	12/14/2011	Common Stock	5,433
Employee Stock Option (right to buy)	\$ 44.94	02/06/2006		M		5,871		03/19/2004	07/29/2009	Common Stock	5,871
Employee Stock Option (right to buy)	\$ 44.94	02/06/2006		M		38,534		03/19/2004	12/15/2008	Common Stock	38,534
Employee Stock Option (right to buy)	\$ 44.94	02/06/2006		M		3,973		03/19/2004	12/14/2011	Common Stock	3,973

Employee Stock Option (right to buy)	\$ 45.95	02/06/2006	M	17,173	09/20/2004	07/29/2009	Common Stock	17,173
Employee Stock Option (right to buy)	\$ 45.95	02/06/2006	M	23,688	09/20/2004	12/14/2009	Common Stock	23,688
Employee Stock Option (right to buy)	\$ 45.95	02/06/2006	M	28,161	09/20/2004	01/01/2011	Common Stock	28,161
Employee Stock Option (right to buy)	\$ 45.95	02/06/2006	M	3,964	09/20/2004	12/14/2011	Common Stock	3,964
Employee Stock Option (right to buy)	\$ 45.95	02/06/2006	M	6,220	09/20/2004	12/15/2008	Common Stock	6,220

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FIALA MARY LOU 121 WEST FORSYTH STREET SUITE 200 JACKSONVILLE, FL 32202	X		President and COO	

## Signatures

/s/ Linda Y. Kelso, Attorney-in-Fact for Mary Lou Fiala  
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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