

AVERITT RICHARD G
Form 5
October 07, 2002

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

OMB APPROVAL

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FORM 5

Check this box if no longer subject
to Section 16. Form 4 or Form 5
obligations may continue. See
Instruction 1(b). Form 3 Holdings
Reported Form 4 Transactions
Reported

**STATEMENT OF CHANGES IN
BENEFICIAL OWNERSHIP**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section
17(a) of the Public Utility Holding Company Act of 1934 or Section 30(f) of the
Investment Company Act of 1940

(Print or Type
Responses)

| | | | | | |
|--|-------------------|---|--|--|--|
| 1. Name and Address of Reporting Person* | | 2. Issuer Name and Ticker or Trading Symbol | | 6. Relationship of Reporting Person(s) to Issuer (Check all applicable) | |
| Averitt | Richard G. | Raymond James Financial (RJF) | | <input type="checkbox"/> Director | <input type="checkbox"/> 10% Owner |
| (Last) | (First) | (Middle) | 3. IRS or Social Security Number of Reporting Person (Voluntary) | <input checked="" type="checkbox"/> Officer (give title below) | <input type="checkbox"/> Other (specify below) |
| 880 Carillon Parkway | | | | Chairman & CEO of RJFS. | |
| | (Street) | | 4. Statement for Month/Year | 7. Individual or Joint/Group Filing (Check Applicable Line) | |
| | | | Sept. 2002 | <input checked="" type="checkbox"/> Form filed by One Reporting Person | |
| St. Petersburg | FL | 33716 | 5. If Amendment Date of Original (Month/Year) | <input type="checkbox"/> 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) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned at End of Month (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) | 7. Nature of Indirect Beneficial Ownership |
|-------------------------------------|--------------------------------------|--------------------------------|---|---|---|--|
| Raymond James Financial, Inc. (RJF) | | | Amount (D) Price | | | |
| RJF Common Stock | | | | 82,111 | D | |
| RJF Common Stock | | | | 15,920 | I | ESOP |

NO UNREPORTED ACTIVITY

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* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

(Over)
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| FORM 5 (continued) | | Table II – Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) | | | | | | | | |
|--------------------------------------|--|--|--------------------------------|---|--|---|---------------------------------|--|---|---|
| 1. Title of Derivative Security | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (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. Price of Security (Instr. 5) | 9. Number of derivative securities Beneficially Owned at End of Month (Instr. 4) | 10. Ownership Form of Security: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Ownership (Instr. 4) |
| Employee Stock Option (Right to buy) | | | | (A) | Current | Common stock | 4,800 | 22.1667 | | |
| Employee Stock Option (Right to buy) | | | | (A) | 11/18/2002 | Common stock | 1,200 | 22.1667 | | |
| Employee Stock Option (Right to buy) | | | | (A) | 11/18/2002 | Common stock | 2,400 | 20.6250 | | |
| Employee Stock Option (Right to buy) | | | | (A) | 11/18/2003 | Common stock | 800 | 20.6250 | | |
| Employee Stock Option (Right to buy) | | | | (A) | 11/18/2004 | Common stock | 800 | 20.6250 | | |
| Employee Stock Option (Right to buy) | | | | (A) | 11/28/2004 | Common stock | 2,609 | 32.0000 | | |
| Employee Stock Option (Right to buy) | | | | (A) | 11/28/2005 | Common stock | 2,191 | 32.0000 | | |
| Employee Stock Option | | | | (A) | 11/28/2006 | Common stock | 1,200 | 32.0000 | 16,000 | D |

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(Right to buy)

Explanation of Responses:

**Intentional misstatements or omissions of facts constitute Federal Criminal Violations,
See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

/S/ RICHARD A. AVERITT
**Signature of Reporting Person

October 7, 2002
Date

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient.
see Instructions 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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