FNB CORP/FL/ Form 4/A January 10, 2007

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:

5. Relationship of Reporting Person(s) to

(Check all applicable)

Issuer

January 31, 2005

0.5

Estimated average burden hours per

response...

if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction

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

2. Issuer Name and Ticker or Trading

FNB CORP/FL/ [FNB]

Symbol

1(b).

(Print or Type Responses)

ROBERTS GARY

1. Name and Address of Reporting Person *

(Last)	(First)	(Middle) 3. Da	te of Earliest Transaction		•			
1139 WISHART PLACE			th/Day/Year) 2/2005	Director 10% Owner _X_ Officer (give title Other (specify below) President & CEO FNB of PA				
HERMITA	(Street) AGE, PA 16148	Filed	Amendment, Date Original Month/Day/Year) 0/2005	Applicable Line) _X_ Form filed by One R	X_Form filed by One Reporting Person _ Form filed by More than One Reporting			
(City)	(State)	(Zip)	Cable I - Non-Derivative Securities Acq	uired, Disposed of, or	Beneficially Owned			
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, it any (Month/Day/Year	Code (Instr. 3, 4 and 5) (Instr. 8) (A) or	Securities Beneficially Owned Following	6. 7. Nature Ownership of Indirect Form: Beneficial Direct (D) ownership or Indirect (I) (Instr. 4)			
Common Stock (1)				9,396.6818	D			
Common Stock (1)				7,500	D			
Common Stock	08/26/2005		I V 2,683.1479 A \$ 18	206 8,030.4567	By Trust (401k Plan)			
Common Stock (2)				1,822.6171	By Trust (401k Plan)			

Edgar Filing: FNB CORP/FL/ - Form 4/A

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474 (9-02)

 $\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$

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. Transac Code (Instr. 8		of Dec Sec Ac (A) Dis of (In	rivativ curities quired or sposed	Exp (Mo ve s	Pate Exerc iration Do onth/Day/		7. Title and A Underlying S (Instr. 3 and	Securities
				Code	v	(A)) (D)	Date Exe	e rcisable	Expiration Date	Title	Amount or Number of Shares
Stock Options (Granted 01/18/1998)	\$ 13.78								(3)	01/18/2008	Common Stock	11,242
Stock Options (Granted 01/24/1999)	\$ 10.62								(3)	01/24/2009	Common Stock	19,178
Stock Options (Granted 01/22/2000)	\$ 10.21								(3)	01/23/2010	Common Stock	21,049
Stock Options (Granted 01/20/2001)	\$ 10.44								<u>(4)</u>	01/22/2011	Common Stock	21,556
Stock Options (Granted 01/20/2002)	\$ 12.94								<u>(4)</u>	01/20/2012	Common Stock	12,846
Stock Options (Granted 01/20/2003)	\$ 13.75								<u>(4)</u>	01/20/2013	Common Stock	20,875
Common Stock	\$ 20.48								<u>(6)</u>	<u>(7)</u>	Common Stock	873.8824

Equivelant (5)

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

ROBERTS GARY 1139 WISHART PLACE HERMITAGE, PA 16148

President & CEO FNB of PA

Signatures

/s/Gary J. 01/10/2007 Roberts

**Signature of Date
Reporting Person

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) Award of stock pursuant to the F.N.B. Corporation 2001 Incentive Plan. Vests 50% on third anniversary of grant date and 50% to vest on the fourth anniversary of the grant date, with the second 50% being subject to the satisfaction of certain performance criteria.
- (2) Represents employer matching contributions pursuant to exempt 401(k) Plan.
- (3) Options are fully vested and are available for immediate exercise.
- (4) Options vest over a five year period, 20% each year on the anniversary of grant date.
- (5) Represents credit under a supplemental retirement plan for employer matching stock contributions which reporting person receives upon retirement.
- (6) Upon entitlement to amounts under exempt 401(k) Plan.
- (7) Not applicable; represents credit under supplemental retirement plan for employer matching stock contribution which reporting person was prevented from receiving under exempt 401(k) plan.

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 3