DRUCE J DIX Form 4 September 17, 2002

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	OMB APPROVAL				
E	OMB Number Expires: January Estimated average bur hours per response	den	,	20	0.5
49	COMMISSION 9				
ΞI	AL OWNERSHIP				
ıg	ies Exchange Act of 1 Company Act of 1935 pany Act of 1940		,		
6.	. Form 4 or Form 5 ob	lig	at	io	ns
	Dix				
	(Middle)			
#	#2201				
	32202				
	(Zip)				

U.S. SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

FORM 4

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 1935 or Section 30(f) of the Investment Company Act of 1940

	o longer subject of Sectior See Instruction 1(b).	1 16. Form 4 or	Form 5 obligation:
1. Name and Addres	ss of Reporting Person*		
Druce	J.		Dix
(Last)	(First)		(Middle)
	One Independent Squar	re, #2201	
	(Street)		
Jacksonville	FL		32202
(City)	(State)		(Zip)
2. Issuer Name and	d Ticker or Trading Symbol		
	Regency Centers Corpora	ation (REG)	
3. IRS Identificat	tion Number of Reporting Per	rson, if an Ent	ity (Voluntary)
4. Statement for I	Month/Day/Year		
	September 16, 20	002	
5. If Amendment, I	Date of Original (Month/Day/	Year)	
6. Relationship of (Check all app)	f Reporting Person to Issuer licable)	==================================	
[X] Director [_] Officer (give title below)	[_] 10% Owner [_] Other (sp	ecify below)

- 7. Individual or Joint/Group Filing (Check applicable line)
 - [X] Form filed by one Reporting Person
 - [_] Form filed by more than one Reporting Person

Table I -- Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

	2. Trans-	2A. 3. Disp Deemed Transaction (Ins		Securities Acc Disposed of (D	4. Securities Acquired (A) Disposed of (D) (Instr. 3, 4 and 5)		
1.	action	Date,	(Instr.			(A)	
Title of Security (Instr. 3)		if any (mm/dd/yy)			Amount	or (D)	Price
Common Stock	09/16/02		М		2,000	A	\$18.75
Common Stock	09/16/02		F		1,220	D	\$30.73
Common Stock	09/16/02				1,000		\$16.75
	09/16/02		F		545	D	
Common Stock	09/16/02		М		1,000		
Common Stock	09/16/02		F		561	D	\$30.73
Common Stock	09/16/02		М		1,000	Α	\$22.25

^{*} If the Form is filed by more than one Reporting Person, see Instruction $4\,(b)\,(v)$.

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

(Print or Type Responses)

(Over)

(Form 4-07/98)

OMB	APPROVAL	
OMB Number	32	235-0287
Expires:	January 3	31, 2005

Estimated	average burden	
hours per	response	0.5

U.S. SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

	Section 17(a) of	ection 16(a) of the Securithe Public Utility Holding 30(f) of the Investment Con	g Company Act of 1935 or
[_]	Check box if no lomay continue. See		6. Form 4 or Form 5 obligations
1.	Name and Address o	f Reporting Person*	
	Druce	J.	Dix
	(Last)	(First)	(Middle)
		One Independent Square,	#2201
		(Street)	
J	acksonville	FL	32202
	(City)	(State)	(Zip)
2.	Issuer Name and Ti	cker or Trading Symbol	
		Regency Centers Corporation	on (REG)
3.	IRS Identification	Number of Reporting Person	n, if an Entity (Voluntary)
4.	Statement for Mont	h/Day/Year	
		September 16, 2002	
5.	If Amendment, Date	of Original (Month/Day/Ye	ar)
6.	Relationship of Re (Check all applica	porting Person to Issuer ble)	
	<pre>[X] Director [_] Officer (give</pre>] 10% Owner] Other (specify below)
7.	Individual or Join	t/Group Filing (Check appl	icable line)
	_	one Reporting Person more than one Reporting Pe	erson

Table I -- Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

Securities Acquired (A) or 3. 2A. Disposed of (D) Deemed Transaction (Instr. 3, 4 and 5) Title of Security (Instr. 3) 09/16/02 F 724 D \$30.73 Common Stock 3,750 A \$21.875 09/16/02 Common Stock M ______ _____ 2,669 D \$30.73 Common Stock 09/16/02 F ______ 2,500 A \$22.0625 Common Stock 09/16/02 M Common Stock 09/16/02 1,795 D \$30.73 Common Stock 09/16/02 M 1,250 A \$24.60 1,001 D \$30.73 F 09/16/02 Common Stock

М

* If the Form is filed by more than one Reporting Person, see Instruction $4\,(b)\,(v)$.

09/16/02

Note 1: Settlement of dividend equivalent units in connection with exercise of option.

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

(Print or Type Responses)

(Over)

1,521

(Form 4-07/98)

Common Stock

FORM 4 (continued)

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

Note 1

1.	of action		Frans- tion a action Date, C		Secur Acqui or Di of(D)	vative rities ired (A) isposed	<pre>Expiration Date (Month/Day/Year)</pre>		7. Title an of Under Securiti (Instr.	elying es 3 and 4) Amount
Title of Derivative Security			if any (Month/ Day/	(Instr. 8)		er. 3, and 5)	Date Exer-	Expira-		or Number of
(Instr. 3)	ity	Year)	Year)	Code V	(A)	(D)	cisable		Title	Shares
Stock option (right to buy)	\$18.75	09/16/0	2	М		2.000	11/05/94	11/05/03	Common S Stock	2,000
Stock option (right to buy)	\$16.75	09/16/02	2	M 		1,000	12/31/95	12/31/04	Common Stock	1,000
Stock option (right to buy)	\$17.25	09/16/02	2	М		1,000	12/31/96	12/31/05	Common Stock	1,000
Stock option (right to buy)	\$22.25	09/16/0	2	М		1,000	12/31/99	12/31/08	Common Stock	1,000
Stock option (right to buy)	\$21.875	09/16/0	2	М		3,750	05/06/00	05/06/09	Common Stock	3 , 750
Stock option (right to buy)	\$22.0625	09/16/0	2	M		2,500	05/03/01	05/03/10	Common Stock	2,500
Stock option (right to buy)	\$24.60	09/16/0	2	М		1,250	05/01/02	05/01/11	Common Stock	1,250
Stock option (right to buy)	\$30.73	09/16/0	2	A	1,22	20	09/16/02	11/05/03	Common 3 Stock	1,220
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FORM 4 (continued)

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

	Conversion or Exercise Price	3. Trans-	3A. Deemed Execu- tion	4. Trans- action	5. Number of Derivative Securities Acquired (A) or Disposed		ble and	of Under Securiti (Instr.	es 3 and 4)
1. Title of Derivative Security (Instr. 3)	of Deriv- ative Secur-	action Date (Month/ Day/	Date, if any (Month/ Day/	Code (Instr. 8)	of(D) (Instr. 3,	(Month/Date	ay/Year) Expira- tion		Amount or Number of Shares
Stock option (right to buy)	\$30.73	09/16/02	2	А	545	09/16/02	12/31/04	Common ! Stock	545
Stock option (right to buy)	\$30.73	09/16/02	2	А	561	09/16/02	12/31/05	Common Stock	561
Stock option (right to buy)	\$30.73	09/16/02	2	А	724	09/16/02	12/31/08	Common Stock	724
Stock option (right to buy)	\$30.73	09/16/02	2	А	2,669	09/16/02	05/06/09	Common Stock	2,669
Stock option (right to buy)	\$30.73	09/16/02	2	А	1 , 795	09/16/02	05/03/10	Common Stock	1,795
Stock option (right to buy)	\$30.73	09/16/02	2	А	1,001	09/16/02	05/01/11	Common Stock	1,001
Divident Equivalent	1 for 1	09/16/02	2	М	1,521	Note 1		Common Stock	1,521

Explanation of Responses:

Note 1: Settlement of dividend equivalent units in connection with exercise of option.

/s/ Linda Y. Kelso September 17, 2002

Linda Y. Kelso, as attorney-in-fact Date
for J. Dix Druce

** 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 provided is insufficient, see Instruction 6 for procedure.

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