

REGENCY CENTERS CORP  
 Form 4  
 November 02, 2004

**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 \*  
**JOHNSON BRUCE M**

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)  
**121 W FORSYTH ST, STE 200**  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
**10/29/2004**

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
**Chief Financial Officer**

**JACKSONVILLE, FL 32202**

(City) (State) (Zip)

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

**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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	10/29/2004		M		37,477	A	\$ 40.3
Common Stock	10/29/2004		F		33,309	D	\$ 48.85
					284,002	D	
					250,693	D	

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

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 (9-02)

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**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 Security (Instr. 3 and 4)	Amount or Number of Shares		
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 40.3	10/29/2004		M		15,335		06/01/2004	01/23/2008	Common Stock	15,335
Employee Stock Option (right to buy)	\$ 40.3	10/29/2004		M		10,475		06/01/2004	01/01/2011	Common Stock	10,475
Employee Stock Option (right to buy)	\$ 40.3	10/29/2004		M		4,203		06/01/2004	12/14/2011	Common Stock	4,203
Employee Stock Option (right to buy)	\$ 40.3	10/29/2004		M		2,605		06/01/2004	12/14/2009	Common Stock	2,605
Employee Stock Option (right to buy)	\$ 48.85	10/29/2004		A		13,629		10/29/2004	01/23/2008	Common Stock	13,629
Employee Stock Option (right to buy)	\$ 48.85	10/29/2004		A		9,310		10/29/2004	01/01/2011	Common Stock	9,310
Employee Stock Option (right to buy)	\$ 48.85	10/29/2004		A		3,736		10/29/2004	12/14/2011	Common Stock	3,736

Employee  
Stock  
Option  
(right to  
buy)

\$ 48.85

10/29/2004

A

2,315

10/29/2004

12/14/2009

Common  
Stock

2

Employee  
Stock  
Option  
(right to  
buy)

\$ 48.85

10/29/2004

A

4,319

10/29/2004

07/29/2009

Common  
Stock

4

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
JOHNSON BRUCE M 121 W FORSYTH ST STE 200 JACKSONVILLE, FL 32202	X		Chief Financial Officer	

## Signatures

/s/ Linda Y. Kelso, Attorney-in-Fact for Bruce M.  
Johnson

11/02/2004

\_\_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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