

TROCIN JEFFREY E
Form 4
January 12, 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 *
TROCIN JEFFREY E

2. Issuer Name and Ticker or Trading Symbol
RAYMOND JAMES FINANCIAL INC [RJF]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
880 CARILLON PARKWAY
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
01/12/2006

Director 10% Owner
 Officer (give title below) Other (specify below)
Executive Vice President - RJF

ST. PETERSBURG, FL 33716

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

(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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-----------------------------------|
| | | | | (A) or (D) Code V | Amount or Price | | |
| Common Stock | 01/12/2006 | | M | A | \$ 21.33 | 81,000 | D |
| Common Stock | 01/12/2006 | | F(1) | D | \$ 39.83 | 79,369 | D |
| Common Stock | | | | | | 7,669 | I ESOP |

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

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number.

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 | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|------------------------------------------------------|--|----------------------------------------------------------|-----------------|---------------------------------------------------------------|----------------------------|
| | | | | | Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Employee Stock Option (right to buy) | \$ 21.33 | | | | | | 11/28/2004 | 01/28/2007 | Common Stock | 8,953 |
| Employee Stock Option (right to buy) | \$ 21.33 | 01/12/2006 | | M | 3,046 | | 11/28/2004 | 01/28/2007 | Common Stock | 3,046 |
| Employee Stock Option (right to buy) | \$ 25.2 | | | | | | 12/04/2006 | 02/04/2009 | Common Stock | 12,000 ⁽³⁾ |
| Employee Stock Option (right to buy) | \$ 37.46 | | | | | | 12/01/2008 | 02/01/2011 | Common Stock | 7,105 ⁽⁴⁾ |
| Employee Stock Option (right to buy) | \$ 37.46 | | | | | | 12/01/2005 | 02/01/2011 | Common Stock | 2,895 |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director

10% Owner

Officer

Other

TROCIN JEFFREY E
880 CARILLON PARKWAY
ST. PETERSBURG, FL 33716

X

Executive Vice President - RJF

Signatures

Jeffrey E.
Trocin

01/12/2006

**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).
- (1) Payment of Exercise Price
- (2) Options Becoming Exercisable as follows: 3,000 on 11/28/06
- (3) Options Becoming Exercisable as follows: 1,428 on 12/04/2006, 3,967 on 1/04/2007, 3,968 on 1/04/2007 and 2,637 on 1/04/2009
- (4) Options Becoming Exercisable as follows: 6,000 on 12/01/2008, 1,105 on 12/01/2009

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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