FIALA MARY LOU Form 4 February 25, 2003

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				OMB APPROVAL					
			E	MB Number 3235-0287 xpires: January 31, 2005 stimated average burden ours per response 0.5					
	U.S.	. SECURITIES AND I							
		FORM	4						
	STATEME	ENT OF CHANGES IN	BENEFICIA	L OWNERSHIP					
	Section 17(a) of t		y Holding	es Exchange Act of 1934, Company Act of 1935 or any Act of 1940					
[_]	Check box if no long may continue. See Ir		ection 16.	Form 4 or Form 5 obligations					
1.	Name and Address of	Reporting Person	*						
	Fiala	Mary		Lou					
	(Last)	(First		(Middle)					
	12	21 West Forsyth S	treet, Sui	te 200					
		(Stree	 et)						
J	acksonville	FL		32202					
	(City)	(State	∍)	(Zip)					
2.	Issuer Name and Tick	cer or Trading Syn	nbol						
	F	Regency Centers Co	orporation	(REG)					
3.	IRS Identification N	Number of Reporti	ng Person,	if an Entity (Voluntary)					
4.	Statement for Month,	/Day/Year							
		February 2	21, 2003						
5.	If Amendment, Date of	of Original (Mont)	n/Day/Year)					
=== 6.	Relationship of Repo (Check all applicab)	-	ssuer						
	[X] Director [X] Officer (give t	citle below)	[_]	10% Owner Other (specify below)					

President and Chief Operating Officer

7.	Individual or Joint/Group Filing (Check applicable line)
	<pre>[X] Form filed by one Reporting Person [_] Form filed by more than one Reporting Person</pre>
	Table I Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

4

2.	. Deemed Transact			4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		
action Date	Date, if any	(Instr.		(A)		
				Amount		Price
02/21/03		M		5,433	Α	\$26.40
02/21/03		М				Note 1
02/21/03		F				\$32.24
	Trans- action Date	2. Deemed Trans- Execution action Date, Date if any (mm/dd/yy) (mm/dd/yy) 02/21/03	2. Deemed Transact Trans- Execution Code action Date, (Instr. Date if any (mm/dd/yy) (mm/dd/yy) Code 02/21/03 M 02/21/03 M	2. Deemed Transaction Trans- Execution Code action Date, (Instr. 8) Date if any (mm/dd/yy) (mm/dd/yy) Code V 02/21/03 M 02/21/03 M	2A. 3. Disposed of (2. Deemed Transaction (Instr. 3, 4 Trans- Execution Code action Date, (Instr. 8) Date if any (mm/dd/yy) (mm/dd/yy) Code V Amount 02/21/03 M 5,433	Securities Acquired

- * If the Form is filed by more than one Reporting Person, see Instruction $4\,(b)\,(v)$.
- Note 1: Settlement of dividend equivalent units in connection with exercise of option.
- Note 2: Includes an aggregate of 7,532 shares acquired through participation in Regency's Dividend Reinvestment Plan.

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)

FORM 4 (continued)

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

	Conversion or Exercise		3A. Deemed Execu- tion	Trans-	Deriv Secur Acqui	aber of rivative 6. curities Date quired (A) Exercisable and Disposed Expiration Date		ole and		
1. Title of	of	action	Date,	Code	of(D)	•	(Month/D	ay/Year)		Amount
Derivative Security	ative	(Month/	(Month/	8)	4 a	nd 5)		Expira-		Number of
(Instr. 3)		_	_		(A)	(D)	cisable	Date	Title	Shares
Employee stock option (right to buy)	\$26.40	02/21/0	3	M 		5 , 433	12/14/02	12/14/11	Common L Stock	5,433
Employee stock option (right to buy)	\$32.24	02/21/0	3	Α	4,84	3	02/21/03	12/14/11	Common L Stock	4,843

Explanation of Responses:

/s/ Linda Y. Kelso February 24, 2003

Linda Y. Kelso, attorney-in-fact Date
for Mary Lou Fiala

^{**} 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.

Page 2