JOHNSON BRUCE M

Form 4

December 20, 2004

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB Number:

3235-0287

0.5

if no longer subject to

Check this box

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

January 31, Expires: 2005

OMB APPROVAL

Section 16. Form 4 or Form 5 obligations

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

burden hours per response...

Estimated average

may continue. See Instruction

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * JOHNSON BRUCE M

2. Issuer Name and Ticker or Trading Symbol

Issuer

below)

REGENCY CENTERS CORP

[REG]

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction

_X__ Director 10% Owner X_ Officer (give title Other (specify

5. Relationship of Reporting Person(s) to

121 W FORSYTH ST, STE 200

(Street)

(State)

(Month/Day/Year) 12/16/2004

Chief Financial Officer

6. Individual or Joint/Group Filing(Check

(Zip)

4. If Amendment, Date Original

Applicable Line)

Filed(Month/Day/Year)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

Dominative Committee Assuring Disposed of an Depolicially O

JACKSONVILLE, FL 32202

(City)

(- 3)	()	1 abic	e 1 - Non-D	erivative i	Securi	tties Acq	juirea, Disposea (or, or Beneficial	ly Ownea
1.Title of Security	2. Transaction Date (Month/Day/Year)	3. 4. Securities Acquired Transaction(A) or Disposed of			5. Amount of Securities	7. Nature of Indirect			
(Instr. 3)	(=:====================================	any	Code	(D)			Beneficially	Form: Direct (D) or	Beneficial
, , ,		(Month/Day/Year)	(Instr. 8)	(Instr. 3,	4 and	5)	Owned Following	Indirect (I) (Instr. 4)	Ownership (Instr. 4)
			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		
Common Stock	12/16/2004		M	7,337	A	\$ 23	212,543	D	
Common Stock	12/16/2004		F	4,671	D	\$ 53.7	207,872	D	

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

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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. Transactic Code (Instr. 8)	5. NumborDerivati Securitic Acquire Dispose (Instr. 3,	ve es d (A) or d of (D)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount Underlying Securitie (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amou or Numb of Shares
Employee Stock Option (right to buy)	\$ 23	12/16/2004		M		7,337	12/11/2001	12/11/2010	Common Stock	7,33
Employee Stock Option (right to buy)	\$ 53.7	12/16/2004		A	4,671		12/16/2004	12/11/2010	Common Stock	4,67

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Othe				
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

12/20/2004

**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. 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.

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