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LAKELAND FINANCIAL CORP

Form 4 May 08, 2008

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

5. Relationship of Reporting Person(s) to

(Check all applicable)

Issuer

3235-0287

Expires: January 31, 2005

OMB APPROVAL

Estimated average burden hours per response... 0.5

if no longer subject to Section 16. Form 4 or Form 5

obligations

may continue.

See Instruction

Check this box

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

2. Issuer Name and Ticker or Trading

LAKELAND FINANCIAL CORP

Symbol

1(b).

(Print or Type Responses)

TUCKER TERRY L

1. Name and Address of Reporting Person *

		[LKFN]							(Спеск ан аррисаоте)				
(Last) (First) (Middle) 1510 COUNTRY CLUB DR				3. Date of Earliest Transaction (Month/Day/Year) 05/07/2008					_X Director Officer (give below)		Owner er (specify		
	WARSAW,	(Street) IN 46580	4. If Amendment, Date Original Filed(Month/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ 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										ly Owned			
	1.Title of Security (Instr. 3)	2. Transaction Da (Month/Day/Year) Execution any	med on Date, if Day/Year)	3. Transaction Code (Instr. 8)	4. Securi on(A) or Do (Instr. 3,	ispose	d of (D)	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 Beneficial Ownership (Instr. 4)		
	Common Stock	05/07/2008			M	1,850	A	\$ 14	12,410	D			
	Common Stock	05/07/2008			S	1,050	D	\$ 24	11,360	D			
	Common Stock	05/07/2008			S	700	D	\$ 24.01	10,660	D			
	Common Stock	05/07/2008			S	100	D	\$ 24.05	10,560	D			
	Common Stock								3,832	I	by Mother		

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

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SEC 1474 (9-02)

 $\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$

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. Transacti Code (Instr. 8)	orDo Se Ao or (E (In	erivat ecuriti cquire Dispe	es ed (A) osed of	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(.	A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Phantom Stock	(1)							07/12/2005	07/12/2015	Common Stock	514
Phantom Stock	(1)							04/26/2005	04/26/2015	Common Stock	76
Phantom Stock	(1)							10/25/2005	10/25/2005	Common Stock	74
Phantom Stock	(1)							07/26/2005	07/26/2015	Common Stock	64
Phantom Stock	\$ 0							01/01/2003	01/01/2003	Common Stock	8,756.4
Phantom Stock	\$ 0							01/26/2004	01/26/2014	Common Stock	52
Phantom Stock	\$ 0							07/30/2003	07/30/2013	Common Stock	56
Phantom Stock	\$ 0							01/16/2004	01/16/2014	Common Stock	553
Phantom Stock	\$ 0							07/10/2003	07/10/2013	Common Stock	529
Phantom Stock	\$ 0							10/27/2003	10/27/2013	Common Stock	56
Phantom Stock	\$ 0							01/07/2003	01/07/2013	Common Stock	594.6
Phantom Stock	\$ 0							01/11/2005	01/11/2015	Common Stock	510
	\$0							01/28/2003	01/28/2013		67.6

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Phantom Stock							Common Stock	
Phantom Stock	\$ 0				10/26/2004	10/26/2014	Common Stock	68
Phantom Stock	\$ 0				07/26/2004	07/26/2014	Common Stock	72
Phantom Stock	\$ 0				04/28/2003	04/28/2013	Common Stock	67.4
Phantom Stock	\$ 0				07/14/2004	07/14/2014	Common Stock	524
Phantom Stock	\$ 0				04/28/2004	04/28/2014	Common Stock	68
Phantom Stock	\$ 0				01/26/2005	01/26/2015	Common Stock	60
Phantom Stock	<u>(1)</u>	05/07/2008	A	101	(2)	<u>(3)</u>	Common Stock	101
Stock Options (Right to buy)	\$ 6.75				06/13/2005	06/13/2010	Common Stock	1,000
Stock Options (Right to buy)	\$ 6.8125				01/09/2006	01/09/2011	Common Stock	2,000
Stock Options (Right to buy)	\$ 7.5625				02/08/2005	02/08/2010	Common Stock	1,200
Stock Options (Right to buy)	\$ 9.7188				02/09/2004	02/09/2009	Common Stock	1,150
Stock Options (Right to buy)	\$ 17.185				12/09/2008	12/09/2013	Common Stock	1,000
Stock Options (Right to buy)	\$ 19.96				12/11/2012	12/11/2017	Common Stock	1,000
Stock Options (Right to buy)	\$ 14	05/07/2008	M	1,85	50 05/12/2005	05/10/2008	Common Stock	1,850

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

TUCKER TERRY L

1510 COUNTRY CLUB DR X

Signatures

WARSAW, IN 46580

Teresa A. Bartman, Attorney-in-Fact 05/08/2008

**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).
- (3) Phantom shares expire after the directors' retirement as a Board member.
- (2) Phantom stock is exercisable after the directors' retirement as a Board member.
- (1) Each phantom stock unit exersises into 1 share of Common Stock.

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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