

GURGOVITS STEPHEN J  
 Form 4/A  
 January 10, 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 \*  
**GURGOVITS STEPHEN J**

(Last) (First) (Middle)  
 591 BUHL BOULEVARD  
 (Street)

SHARON, PA 16146  
 (City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**FNB CORP/FL/ [FNB]**

3. Date of Earliest Transaction  
 (Month/Day/Year)  
**12/21/2005**

4. If Amendment, Date Original Filed(Month/Day/Year)  
**12/23/2005**

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
**President and CEO**

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					13,313	D	(1)
Common Stock					5,064.1196	D	
Common Stock					444	I	By Wife
Common Stock					294	D	
Common Stock					2,280.4014	I	By Trust (401K Plan)

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Common Stock					4,694.7847	I		By Trust (401K Plan)
Common Stock					543	D		
Common Stock <sup>(2)</sup>					27,354.7973	D		
Common Stock <sup>(2)</sup>					22,700	D		
Common Stock					1,000	D		
Common Stock					9,506	I		By Wife
Common Stock	12/21/2005		D	17,426.8134 <sup>(3)</sup>	D	<sup>(4)</sup> 0	I	By Trust (Deferred Plan)
Common Stock	12/21/2005		A	17,426.8134	A	<sup>(4)</sup> 17,426.8134	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. 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 Securities (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options (Granted 01/26/1997)	\$ 8.95					<sup>(5)</sup>	01/26/2007	Common Stock	34,179
Stock Options	\$ 13.78					<sup>(5)</sup>	01/18/2008	Common Stock	31,571

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(Granted  
01/18/1998)

Stock  
Options  
(Granted  
01/24/1999)

\$ 10.62

(5)

01/24/2009

Common  
Stock

77,301

Stock  
Options  
(Granted  
04/29/1999)

\$ 10

04/30/2000

04/29/2009

Common  
Stock

403

Stock  
Options  
(Granted  
01/23/2000)

\$ 10.21

(5)

01/23/2010

Common  
Stock

82,741

Stock  
Options  
(Granted  
01/23/2000)

\$ 10.21

01/24/2001

01/23/2010

Common  
Stock

1,319

Stock  
Options  
(Granted  
01/22/2001)

\$ 10.44

(6)

01/22/2011

Common  
Stock

85,036

Stock  
Options  
(Granted  
01/22/2001)

\$ 10.44

01/23/2002

01/22/2011

Common  
Stock

1,457

Stock  
Options  
(Granted  
01/20/2002)

\$ 12.94

(6)

01/20/2012

Common  
Stock

52,164

Stock  
Options  
(Granted  
01/20/2002)

\$ 12.94

01/21/2003

01/20/2012

Common  
Stock

1,255

Stock  
Options  
(Granted  
01/20/2003)

\$ 13.75

(6)

01/20/2013

Common  
Stock

51,061

Stock  
Options  
(Granted  
01/20/2003)

\$ 13.75

01/21/2004

01/20/2013

Common  
Stock

2,166

Common  
Stock  
Equivelant

\$ 20.48

(8)

(9)

Common  
Stock

8,608.317

(7)

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GURGOVITS STEPHEN J 591 BUHL BOULEVARD SHARON, PA 16146	X		President and CEO	

## Signatures

/s/ Stephen J.  
Gurgovits

01/10/2006

\_\_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) Shares held jointly with spouse.
  - (2) Award of stock pursuant to the F.N.B. Corporation 2001 Incentive Plan. Vests 50% on third anniversary of grant date and 50% to vest on the fourth anniversary of the grant date, with the second 50% being subject to the satisfaction of certain performance criteria.
  - (3) Includes 840.2368 shares acquired under the F.N.B. Corporation Dividend Reinvestment Plan.
  - (4) Not applicable; transfer of beneficial ownership from Indirect to Direct.
  - (5) Options are fully vested and are available for immediate exercise.
  - (6) Options vest over a five year period, 20% each year on the anniversary of grant date.
  - (7) Represents credit under a supplemental retirement plan for employer matching stock contributions which reporting person receives upon retirement.
  - (8) Upon entitlement to amounts under exempt 401(k) Plan.
  - (9) Not applicable; represents credit under supplemental retirement plan for employer matching stock contribution which reporting person was prevented from receiving under exempt 401(k) plan.

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