

LAKELAND FINANCIAL CORP  
 Form 4  
 May 08, 2008

**FORM 4**

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

OMB APPROVAL

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**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 \*  
 TUCKER TERRY L

2. Issuer Name and Ticker or Trading Symbol  
 LAKELAND FINANCIAL CORP  
 [LKFN]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
 1510 COUNTRY CLUB DR  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 05/07/2008

Director  10% Owner  
 Officer (give title below)  Other (specify below)

WARSAW, IN 46580

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)		
				Code	V	Amount				(A) or (D)	Price
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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(9-02)

**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
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	<u>(2)</u>	<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	1,850	05/12/2005	05/10/2008	Common Stock	1,850

