LAKELAND FINANCIAL CORP
Form 4
February 04, 2008

FORM 4

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

OMB APPROVAL

OMB Number:	3235-0287
Expires:	January 31, 2005
Estimated average burden hours per response...	0.5

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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 *
STEININGER DONALD B

(Last) (First) (Middle)

6914 WOODCROFT

(Street)

FORT WAYNE, IN 46804

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
02/01/2008

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ 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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	02/01/2008		M		2,000	A	$ 7.125	31,835	D	
Common Stock								1,400	I	By Spouse

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

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SEC 1474 (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)		8 D S (
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock	(1)							07/26/2005	07/26/2015	Common Stock	10	
Phantom Stock	(1)							04/26/2005	04/26/2015	Common Stock	12	
Phantom Stock	(1)							07/12/2005	07/12/2015	Common Stock	464	
Phantom Stock	(1)							(2)	(3)	Common Stock	1,610	
Phantom Stock	(1)							10/25/2005	10/25/2005	Common Stock	16	
Phantom Stock	$ 0							07/14/2004	07/14/2014	Common Stock	562	
Phantom Stock	$ 0							07/26/2004	07/26/2014	Common Stock	8	
Phantom Stock	$ 0							04/28/2004	04/28/2014	Common Stock	6	
Phantom Stock	$ 0							07/10/2003	07/10/2013	Common Stock	505	
Phantom Stock	$ 0							01/11/2005	01/11/2015	Common Stock	434	
Phantom Stock	$ 0							10/27/2003	10/27/2013	Common Stock	2	
Phantom Stock	$ 0							10/26/2004	10/26/2014	Common Stock	10	
Phantom Stock	$ 0							01/26/2004	01/26/2014	Common Stock	2	
Phantom Stock	$ 0							01/16/2004	01/16/2014	Common Stock	505	
	$ 0							01/26/2005	01/26/2015		8	

Phantom Stock							Common Stock	
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)	$ 7.125	02/01/2008	M	2,000	06/12/2006	06/12/2011	Common Stock	2,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
STEININGER DONALD B 6914 WOODCROFT FORT WAYNE, IN 46804	X			

Signatures

Teresa A. Bartman, Attorney-in-Fact	02/04/2008
**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.
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