

NIEMIER CHARLES E

Form 4

May 08, 2008

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 *
 NIEMIER CHARLES E

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)
 P O BOX 587

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

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

(Street)

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

WARSAW, IN 46581-0587

(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		P		259 \$ 23.97	53,844.72	D
Common Stock	05/07/2008		P		27 \$ 23.97	4,349	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)

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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)	8. P Der Sec (Ins
				Code	V (A) (D)	Date Exercisable Expiration Date	Title	Amount or Number of Shares
Phantom Stock	<u>(1)</u>					07/12/2005 07/12/2015	Common Stock	504
Phantom Stock	<u>(1)</u>					07/26/2005 07/26/2015	Common Stock	48
Phantom Stock	<u>(1)</u>					04/26/2005 04/26/2015	Common Stock	60
Phantom Stock	<u>(1)</u>					10/25/2005 10/25/2005	Common Stock	56
Phantom Stock	\$ 0					01/07/2003 01/07/2013	Common Stock	594.8
Phantom Stock	\$ 0					04/28/2004 04/28/2014	Common Stock	50
Phantom Stock	\$ 0					07/14/2004 07/14/2014	Common Stock	588
Phantom Stock	\$ 0					07/26/2004 07/26/2014	Common Stock	52
Phantom Stock	\$ 0					01/01/2003 01/01/2003	Common Stock	6,076.2
Phantom Stock	\$ 0					04/28/2003 04/28/2013	Common Stock	46.8
Phantom Stock	\$ 0					01/26/2004 01/26/2014	Common Stock	36
Phantom Stock	\$ 0					07/10/2003 07/10/2013	Common Stock	476
Phantom Stock	\$ 0					07/30/2003 07/30/2013	Common Stock	40
Phantom Stock	\$ 0					10/27/2003 10/27/2013	Common Stock	40

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Phantom Stock	\$ 0					10/26/2004	10/26/2014	Common Stock	50	
Phantom Stock	\$ 0					01/11/2005	01/11/2015	Common Stock	536	
Phantom Stock	\$ 0					01/16/2004	01/16/2014	Common Stock	482	
Phantom Stock	\$ 0					01/28/2003	01/28/2013	Common Stock	48.2	
Phantom Stock	\$ 0					01/26/2005	01/26/2015	Common Stock	44	
Phantom Stock	<u>(1)</u>	05/07/2008		A	87	<u>(2)</u>	<u>(3)</u>	Common Stock	87	\$ 0
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	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
NIEMIER CHARLES E P O BOX 587	X			

WARSAW, IN 46581-0587

Signatures

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 exercises 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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