

REGENCY CENTERS CORP
 Form 4
 February 06, 2007

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 *
 SMITH BRIAN M

2. Issuer Name and Ticker or Trading Symbol
 REGENCY CENTERS CORP
 [REG]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)
 ___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
 Chief Investment Officer

(Last) (First) (Middle)
 915 WILSHIRE BLVD., SUITE 2200
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 02/05/2007

LOS ANGELES, CA 90017

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 or Price		
Common Stock	02/05/2007		M		3,196 A \$ 26.4	83,195	D
Common Stock	02/05/2007		M		5,677 A \$ 51.36	88,872	D
Common Stock	02/05/2007		S		100 D \$ 88.24	88,772	D
Common Stock	02/05/2007		S		600 D \$ 88.28	88,172	D
Common Stock	02/05/2007		S		100 D \$ 88.29	88,072	D

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Common Stock	02/05/2007	S	100	D	\$ 88.33	87,972	D
Common Stock	02/05/2007	S	100	D	\$ 88.34	87,872	D
Common Stock	02/05/2007	S	400	D	\$ 88.36	87,472	D
Common Stock	02/05/2007	S	700	D	\$ 88.38	86,772	D
Common Stock	02/05/2007	S	200	D	\$ 88.4	86,572	D
Common Stock	02/05/2007	S	300	D	\$ 88.41	86,272	D
Common Stock	02/05/2007	S	300	D	\$ 88.43	85,972	D
Common Stock	02/05/2007	S	800	D	\$ 88.44	85,172	D
Common Stock	02/05/2007	S	200	D	\$ 88.45	84,972	D
Common Stock	02/05/2007	S	400	D	\$ 88.48	84,572	D
Common Stock	02/05/2007	S	300	D	\$ 88.5	84,272	D
Common Stock	02/05/2007	S	100	D	\$ 88.51	84,172	D
Common Stock	02/05/2007	S	2,700	D	\$ 88.52	81,472	D
Common Stock	02/05/2007	S	200	D	\$ 88.56	81,272	D
Common Stock	02/05/2007	S	200	D	\$ 88.58	81,072	D
Common Stock	02/05/2007	S	200	D	\$ 88.62	80,872	D
Common Stock	02/05/2007	S	273	D	\$ 88.63	80,599	D
Common Stock	02/05/2007	S	600	D	\$ 88.7	79,999	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
Employee Stock Option (right to acquire)	\$ 26.4	02/05/2007		M	3,196	12/14/2005 12/14/2011	Common Stock 3,196
Employee Stock Option (right to acquire)	\$ 51.36	02/05/2007		M	5,677	01/17/2007 01/17/2015	Common Stock 5,677

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SMITH BRIAN M 915 WILSHIRE BLVD. SUITE 2200 LOS ANGELES, CA 90017			Chief Investment Officer	

Signatures

/s/ Foley & Lardner LLP as attorney-in-fact for Brian M. Smith; By: Linda Y. Kelso

02/06/2007

**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).

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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