FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| | OMB APPROVAL |
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OMB Number: 3235-0287 Estimated average burden hours per response: 0.5

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| 1. Name and Address of Reporting Person* | | | | | | | 2. Issuer Name and Ticker or Trading Symbol REGENCY CENTERS CORP [REG] | | | | | | | | | | olicable) | g Person(s) to 10% | Issuer Owner |
|--|---|------------------|-----------------------|----------|--|--------|--|--------|---|---|-----------------------------|--|---|--------------------------------------|---|----------------|---|---|--|
| (Last) 6909 VA | • | (First) (Middle) | | | | | 3. Date of Earliest Transaction (Month/Day/Year) 10/12/2005 | | | | | | | | | Offic belov | er (give title v) | Other (specify below) | |
| (Street) DALLAS (City) | | State) | | 4. If | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | | Forn Forn | ual or Joint/Group Filing (Check Applicable Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | |
| | | | Tabl | e I - No | on-Deriv | vative | Sec | uritie | s Ac | quire | d, Di | sposed o | f, or E | Benefic | cially | Owne | ed | | |
| 1. Title of Security (Instr. 3) 2. Transact Date (Month/Day | | | | | | | Execution Date, | | | 3. Transaction Code (Instr. 8) | | 4. Securities Acquired (A) o Disposed Of (D) (Instr. 3, 4 a | | | and 5) Secur Benef | | icially d Following | 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 | | Trans | action(s) 3 and 4) | | (111511.4) | | | | |
| Common | 2005 | 005 | | | A | | 187(1) | A | \$58 | .7618 | 3 | 6,869 | D | | | | | | |
| Common | | | | | | | | | | 7,500 | | I | By Trust | | | | | | |
| | | | Та | ble II - | | | | | | | | osed of, convertib | | | | vned | | | |
| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | | saction (Day/Year) | if any | med on Date, Day/Year) | | Transaction Code (Instr. | | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | Exerc tion Da l/Day/Y | | 7. Title and Amount of Securities Underlying Derivative Security (Instr. and 4) | | Deriv Secu (Inst | | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4) | Ownership Form: Direct (D) or Indirect (I) (Instr. 4 | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | | | | | Code | v | (A) | (D) | Date Exercis | sable | Expiration Date | Title | Amoun or Numbe of Shares | | | | | |

Explanation of Responses:

1. Represents directors fees paid in shares under Regency's Long Term Omnibus Plan.

/s/ Linda Y. Kelso, Attorneyin-Fact for Terry N. Worrell

10/12/2005

** Signature of Reporting Person Da

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

- * 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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.