

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

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

1. Name and Address of Reporting Person* <u>FIALA MARY LOU</u> (Last) (First) (Middle) <u>121 WEST FORSYTH STREET</u> <u>SUITE 200</u> (Street) <u>JACKSONVILLE FL</u> <u>32202</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>REGENCY CENTERS CORP [REG]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <p style="text-align: center;">President and COO</p>
	3. Date of Earliest Transaction (Month/Day/Year) <u>09/20/2004</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	
6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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	09/20/2004		M		9,621	A	\$19.8125	128,348	D	
Common Stock	09/20/2004		M		13,909	A	\$23	142,257	D	
Common Stock	09/20/2004		M		5,433	A	\$26.4	147,690	D	
Common Stock	09/20/2004		M		10,877	A	\$30.9	158,567	D	
Common Stock	09/20/2004		M		52,435	A	\$32.03	211,002	D	
Common Stock	09/20/2004		M		9,768	A	\$37.68	220,770	D	
Common Stock	09/20/2004		F		79,206	D	\$45.95	141,564	D	
Common Stock								124,750	I	By Spouse

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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Employee Stock Option (right to buy)	\$19.8125	09/20/2004		M			9,621	12/14/2000	12/14/2009	Common Stock	9,621	\$0	0	D	
Employee Stock Option (right to buy)	\$23	09/20/2004		M			13,909	01/01/2002	01/01/2011	Common Stock	13,909	\$0	0	D	
Employee Stock Option (right to buy)	\$26.4	09/20/2004		M			5,433	12/14/2002	12/14/2011	Common Stock	5,433	\$0	0	D	
Employee Stock Option (right to buy)	\$30.9	09/20/2004		M			10,877	08/09/2002	12/14/2009	Common Stock	10,877	\$0	0	D	
Employee Stock Option (right to buy)	\$32.03	09/20/2004		M			7,703	02/07/2003	12/15/2008	Common Stock	7,703	\$0	0	D	
Employee Stock Option (right to buy)	\$32.03	09/20/2004		M			7,421	02/08/2003	12/14/2009	Common Stock	7,421	\$0	0	D	

**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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Stock Option (right to buy)	\$32.03	09/20/2004		M			14,193	02/09/2003	07/29/2009	Common Stock	14,193	\$0	0	D	
Employee Stock Option (right to buy)	\$32.03	09/20/2004		M			23,118	02/10/2003	01/01/2011	Common Stock	23,118	\$0	0	D	
Employee Stock Option (right to buy)	\$37.68	09/20/2004		M			6,449	11/07/2003	07/29/2009	Common Stock	6,449	\$0	0	D	
Employee Stock Option (right to buy)	\$37.68	09/20/2004		M			3,319	11/08/2003	12/14/2009	Common Stock	3,319	\$0	0	D	
Employee Stock Option (right to buy)	\$45.95	09/20/2004		A			23,688	09/20/2004	12/14/2009	Common Stock	23,688	\$0	23,688	D	
Employee Stock Option (right to buy)	\$45.95	09/20/2004		A			28,161	09/20/2004	01/01/2011	Common Stock	28,161	\$0	28,161	D	
Employee Stock Option (right to buy)	\$45.95	09/20/2004		A			3,964	09/20/2004	12/14/2011	Common Stock	3,964	\$0	3,964	D	
Employee Stock Option (right to buy)	\$45.95	09/20/2004		A			6,220	09/20/2004	12/15/2008	Common Stock	6,220	\$0	6,220	D	
Employee Stock Option (right to buy)	\$45.95	09/20/2004		A			17,173	09/20/2004	07/29/2009	Common Stock	17,173	\$0	17,173	D	

Explanation of Responses:

/s/ Linda Y. Kelso, Attorney-in-Fact for Mary Lou Fiala 09/22/2004

** Signature of Reporting Person Date

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

* 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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