

OMB APPROVAL	
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**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

1. Name and Address of Reporting Person* <b>STEIN MARTIN E JR</b>			2. Issuer Name and Ticker or Trading Symbol <b>REGENCY CENTERS CORP [ REG ]</b>		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) <b>Chairman and CEO</b>	
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <b>07/17/2003</b>		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	
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)			
(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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	07/17/2003		M		32,062	A	0 <sup>(1)</sup>	303,763	D	
Common Stock	07/17/2003		F		11,687	D	33.96	292,076 <sup>(2)</sup>	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
Dividend Equivalent	0 <sup>(3)</sup>	07/17/2003		M			7,798	12/15/1999	12/15/2008	Common Stock	7,798	\$0	0	D	
Dividend Equivalent	0 <sup>(3)</sup>	07/17/2003		M			6,284	07/29/2000	07/29/2009	Common Stock	6,284	\$0	0	D	
Dividend Equivalent	0 <sup>(3)</sup>	07/17/2003		M			5,972	12/14/2000	12/14/2009	Common Stock	5,972	\$0	0	D	
Dividend Equivalent	0 <sup>(3)</sup>	07/17/2003		M			7,495	01/01/2002	01/01/2011	Common Stock	7,495	\$0	0	D	
Dividend Equivalent	0 <sup>(3)</sup>	07/17/2003		M			2,107	12/14/2002	12/14/2011	Common Stock	2,107	\$0	0	D	
Dividend Equivalent	0 <sup>(3)</sup>	07/17/2003		M			458	09/30/2002	10/01/2008	Common Stock	458	\$0	0	D	
Dividend Equivalent	0 <sup>(3)</sup>	07/17/2003		M			1,603	01/14/1998	01/14/2007	Common Stock	1,603	\$0	0	D	
Dividend Equivalent	0 <sup>(3)</sup>	07/17/2003		M			345	01/23/1999	01/23/2008	Common Stock	345	\$0	0	D	

**Explanation of Responses:**

- Settlement of dividend equivalent units. The dividend equivalent units accrued when dividends were paid on Regency Centers common stock and became exercisable proportionately with the option to which they relate.
- Mr. Stein owns the following shares indirectly: 160,263 shares owned by a limited partnership, the general partner of which is controlled by Mr. Stein's family; 415,382 shares owned by two general partnerships in which Mr. Stein is a general partner; and 4,000 shares held by a trust for Mr. Stein's benefit.
- 1-for-1.

/s/ Linda Y. Kelso, Attorney-in-Fact for Martin E. Stein, Jr. 07/18/2003

\*\* 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.

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.