

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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).

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* <u>JOHNSON BRUCE M</u> (Last) (First) (Middle) <u>121 W FORSYTH ST</u> <u>STE 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) <u>Chief Financial Officer</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>09/07/2004</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	09/07/2004		M		88,876	A	\$37.68	323,210	D	
Common Stock	09/07/2004		M		13,572	A	\$38.53	336,782	D	
Common Stock	09/07/2004		F		90,257	D	\$46.5	246,525	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
Employee Stock Option (right to buy)	\$37.68	09/07/2004		M		46,976		01/13/1998	01/13/2007	Common Stock	46,976	\$0	0	D	
Employee Stock Option (right to buy)	\$37.68	09/07/2004		M		16,449		01/14/1998	01/14/2007	Common Stock	16,449	\$0	0	D	
Employee Stock Option (right to buy)	\$37.68	09/07/2004		M		1,490		11/07/2003	07/29/2009	Common Stock	1,490	\$0	0	D	
Employee Stock Option (right to buy)	\$37.68	09/07/2004		M		5,272		11/08/2003	12/14/2009	Common Stock	5,272	\$0	0	D	
Employee Stock Option (right to buy)	\$37.68	09/07/2004		M		18,689		11/09/2003	10/01/2008	Common Stock	18,689	\$0	0	D	
Employee Stock Option (right to buy)	\$38.53	09/07/2004		M		5,322		11/19/2003	12/15/2008	Common Stock	5,322	\$0	0	D	
Employee Stock Option (right to buy)	\$38.53	09/07/2004		M		2,647		11/20/2003	12/14/2009	Common Stock	2,647	\$0	0	D	
Employee Stock Option (right to buy)	\$38.53	09/07/2004		M		5,603		11/21/2003	01/01/2011	Common Stock	5,603	\$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)	\$46.5	09/07/2004		A		41,313		09/07/2004	01/13/2007	Common Stock	41,313	\$0	41,313	D	
Employee Stock Option (right to buy)	\$46.5	09/07/2004		A		14,467		09/07/2004	01/14/2007	Common Stock	14,467	\$0	14,467	D	
Employee Stock Option (right to buy)	\$46.5	09/07/2004		A		1,311		09/07/2004	07/29/2009	Common Stock	1,311	\$0	1,311	D	
Employee Stock Option (right to buy)	\$46.5	09/07/2004		A		4,636		09/07/2004	12/14/2009	Common Stock	4,636	\$0	4,636	D	
Employee Stock Option (right to buy)	\$46.5	09/07/2004		A		16,436		09/07/2004	10/01/2008	Common Stock	16,436	\$0	16,436	D	
Employee Stock Option (right to buy)	\$46.5	09/07/2004		A		4,743		09/07/2004	12/15/2008	Common Stock	4,743	\$0	4,743	D	
Employee Stock Option (right to buy)	\$46.5	09/07/2004		A		2,359		09/07/2004	12/14/2009	Common Stock	2,359	\$0	2,359	D	
Employee Stock Option (right to buy)	\$46.5	09/07/2004		A		4,992		09/07/2004	01/01/2011	Common Stock	4,992	\$0	4,992	D	

Explanation of Responses:

/s/ Linda Y. Kelso, Attorney-in-Fact for Bruce M. Johnson 09/09/2004

** 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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