
 OMB APPROVAL

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U.S. SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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(f) of the Investment Company Act of 1940

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

1. Name and Address of Reporting Person*

Luke Douglas S.

 (Last) (First) (Middle)

 405 Lexington Avenue

 (Street)

 New York NY 10174

 (City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

Regency Centers Corporation (REG)

3. IRS Identification Number of Reporting Person, if an Entity (Voluntary)

4. Statement for Month/Day/Year

September 10, 2002

5. If Amendment, Date of Original (Month/Day/Year)

6. Relationship of Reporting Person to Issuer
 (Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

7. Individual or Joint/Group Filing (Check applicable line)

Form filed by one Reporting Person
 Form filed by more than one Reporting Person

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 Table I -- Non-Derivative Securities Acquired, Disposed of,
 or Beneficially Owned
 =====

1. Title of Security (Instr. 3)	2. Trans- action Date (mm/dd/yy)	2A. Deemed Execution Date, if any (mm/dd/yy)	3. Transaction Code (Instr. 8) ----- Code V	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Trans- action(s) (Instr. 3 & 4)	6. Beneficially Ownership Form: Direct (D) or Indirect (I) (Instr.4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				Amount	(A) or (D)	Price			
Common Stock	09/10/02		M	4,044	A	\$22.9380			
Common Stock	09/10/02		F	2,992	D	\$31.00			
Common Stock	09/10/02		M	1,000	A	\$22.25			
Common Stock	09/10/02		F	718	D	\$31.00			
Common Stock	09/10/02		M	3,750	A	\$21.8750			

Common Stock	09/10/02	F	2,646	D	\$31.00
Common Stock	09/10/02	M	2,500	A	\$22.0625

* If the Form is filed by more than one Reporting Person, see Instruction 4(b)(v).

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

(Print or Type Responses)

(Over)

(Form 4-07/98)

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(Check all applicable)

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 Officer (give title below) Other (specify below)

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Form filed by one Reporting Person
 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. Trans- action Date (mm/dd/yy)	2A. Deemed Execution Date, if any (mm/dd/yy)	3. Transaction Code (Instr. 8) ----- Code V	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) ----- (A) or (D) Price			5. Amount of Securities Beneficially Owned Following Reported Trans- action(s) (Instr. 3 & 4)	6. Owner- ship Form: Direct (D) or Indirect (I) (Instr.4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	09/10/02		F	1,779	D	\$31.00			
Common Stock	09/10/02		M	1,250	A	\$24.60			
Common Stock	09/10/02		F	992	D	\$31.00			
Common Stock	09/10/02		M	1,521	A	Note 1	26,303	D	

* If the Form is filed by more than one Reporting Person, see Instruction 4(b)(v).

Note 1: Settlement of dividend equivalent units in connection with exercise of option.

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

(Print or Type Responses)

(Over)

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. Conver- sion or Exer- cise Price of Deriv- ative Secur- ity	3. Trans- action Date (Month/ Day/ Year)	3A. Deemed Execu- tion Date, if any (Month/ Day/ Year)	4. Trans- action Code (Instr. 8) Code V	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) (D)	6. Date Exercisable and Expiration Date (Month/Day/Year) Date Expira- tion	7. Title and Amount of Underlying Securities (Instr. 3 and 4) ----- Amount or Number of Shares Title	8. Price of Deriv- ative Secur- ity (Instr. 5)	9. Number of Deriv- ative Secur- ities Bene- ficially Owned Following Trans- action(s) (Instr. 4)	10. Owner- ship Form Deriv- ative Secur- ity: Direct (D) or In- direct (I) (Instr. 4)	11. Nature of In- direct Owner- ship (Instr. 4)
Stock option (right to buy)	\$22.9380	09/10/02		M	1,635	11/08/98 11/05/03	Common Stock 1,635		0		
Stock option (right to buy)	\$22.9380	09/10/02		M	730	11/08/98 12/31/04	Common Stock 730		0		
Stock option (right to buy)	\$22.9380	09/10/02		M	752	11/08/98 12/31/05	Common Stock 752		0		
Stock option (right to buy)	\$22.9380	09/10/02		M	927	11/08/98 12/31/06	Common Stock 927		0		
Stock option (right to buy)	\$22.25	09/10/02		M	1,000	12/31/99 12/31/08	Common Stock 1,000				
Stock option (right to buy)	\$21.8750	09/10/02		M	3,750	05/06/00 05/06/09	Common Stock 3,750		1,250	D	
Stock option (right to buy)	\$22.0625	09/10/02		M	2,500	05/03/01 05/03/10	Common Stock 2,500		2,500	D	
Stock option (right to buy)	\$24.60	09/10/02		M	1,250	05/01/02 05/01/11	Common Stock 1,250		3,750	D	

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(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conver- sion or Exer- cise Price of Deriv- ative Secur- ity	3. Trans- action Date (Month/ Day/ Year)	3A. Deemed Execu- tion Date, if any (Month/ Day/ Year)	4. Trans- action Code (Instr. 8) Code V	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) (D)	6. Date Exercisable and Expiration Date (Month/Day/Year) Date Expira- tion	7. Title and Amount of Underlying Securities (Instr. 3 and 4) ----- Amount or Number of Shares Title	8. Price of Deriv- ative Secur- ity (Instr. 5)	9. Number of Deriv- ative Secur- ities Bene- ficially Owned Following Trans- action(s) (Instr. 4)	10. Owner- ship Form Deriv- ative Secur- ity: Direct (D) or In- direct (I) (Instr. 4)	11. Nature of In- direct Bene- ficial Owner- ship (Instr. 4)
Stock option (right to buy)	\$31.00	09/10/02		A	1,210	09/10/02 11/05/03	Common Stock 1,210		1,210	D	
Stock option (right to buy)	\$31.00	09/10/02		A	540	09/10/02 12/31/04	Common Stock 540		540	D	
Stock option (right to buy)	\$31.00	09/10/02		A	556	09/10/02 12/31/05	Common Stock 556		556	D	
Stock option (right to buy)	\$31.00	09/10/02		A	686	09/10/02 12/31/06	Common Stock 686		686	D	
Stock option (right to buy)	\$31.00	09/10/02		A	718	09/10/02 12/31/08	Common Stock 718		718	D	
Stock option (right to buy)	\$31.00	09/10/02		A	2,646	09/10/02 05/06/09	Common Stock 2,646		2,646	D	
Stock option (right to buy)	\$31.00	09/10/02		A	1,779	09/10/02 05/03/10	Common Stock 1,779		1,779	D	
Stock option (right to buy)	\$31.00	09/10/02		A	992	09/10/02 05/01/11	Common Stock 992		992	D	
Divident Equivalent	1 for 1	09/10/02		M	1,521	Note 1	Common Stock 1,521		0		

Explanation of Responses:

Note 1: Settlement of dividend equivalent units in connection with exercise of option.

/s/ Linda Y. Kelso

September 12, 2002

Linda Y. Kelso, as attorney-in-fact
for Douglas S. Luke

Date

** 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 provided is insufficient, see Instruction 6 for procedure.