
SECURITIES AND EXCHANGE COMMISSION WASHINGTON, D.C. 20549

SCHEDULE 13D

Under the Securities Exchange Act of 1934 (Amendment No. 22)

REGENCY CENTERS CORPORATION (FORMERLY REGENCY REALTY CORPORATION) (Name of Issuer)

COMMON STOCK, PAR VALUE \$0.01 PER SHARE (Title of class of securities)

758849 10 3 (CUSIP number)

BRIAN T. MCANANEY, ESQ.
GENERAL ELECTRIC CAPITAL CORPORATION
260 LONG RIDGE ROAD
STAMFORD, CONNECTICUT 06927
(203) 357-4000

(Name, address and telephone number of person authorized to receive notices and communications)

DECEMBER 15, 2003

(Date of event which requires filing of this statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(e), 13d-1(f) or 13d-1(g), check the following box [].

NOTE: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. SEE Rule 13d-7(b) for other parties to whom copies are to be sent.

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purposes of Section 18 of the Securities Exchange Act of 1934 (the "Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act. (However, see the Notes.)

(Continued on following pages)
 (Page 1 of 15 pages)

1

CUSIP	number	758849	10 3	13D	Page 2	2 of 15	Page	es
1		NAME OF	REPORTING PER	SON:	SECURITY (GRO	JP
			I.R.S. IDENTI E PERSON:	FICATION NO.	36-3692698	8		
2				BOX IF A MEMBER OF		(b)	[=
3		SEC USE	ONLY					
4		SOURCE (OF FUNDS:	BK, 00				
5			OX IF DISCLOSU F TO ITEM 2(d)	RE OF LEGAL PROCEEDI OR 2(e):	NGS IS REQ	UIRED	[]
		CITIZENS	SHIP OR PLACE	OF ORGANIZATION:	MARYLAND			

NUMBER OF SHARES	7	SOLE VOTING POWER:	0
BENEFICIALLY OWNED BY	8	SHARED VOTING POWER:	0
EACH REPORTING	9	SOLE DISPOSITIVE POWER:	0
PERSON WITH	10	SHARED DISPOSITIVE POWER	: 0
	AGGREGATE AMOUNT REPORTING PERSON:	BENEFICIALLY OWNED BY	0
	CHECK BOX IF THE CERTAIN SHARES:	AGGREGATE AMOUNT IN ROW	(11) EXCLUDES []
13 F	PERCENT OF CLASS	REPRESENTED BY AMOUNT IN	, ,
	TYPE OF REPORTING	G PERSON:	CO

CUSIP	number	758849 16				Page 3 of	15 Pages
1		NAME OF RE				SC CAPITAL INC	
		OF ABOVE F	PERSON:	DENTIFICATION		74-29856	
2	!	CHECK THE	APPR0PF	RIATE BOX IF A	MEMBER OF		(a) [] (b) []
3		SEC USE ON	ILY				
4		SOURCE OF	FUNDS:		BK, 00		
5		CHECK BOX PURSUANT T	IF DISC O ITEM	CLOSURE OF LEG 2(d) OR 2(e):	AL PROCEEDI	NGS IS REQUIRE	
6			P OR PL	ACE OF		NEVADA	
	NUMBER OF SHARES			SOLE VOTING	POWER:	0	
В	OWNED BY	Y	-	SHARED VOTIN	G POWER:	0	
	EACH REPORTING			SOLE DISPOSI			
	PERSON WITH	1	10	SHARED DISPO	SITIVE POWE	R: 0	
1	1	AGGREGATE REPORTING		BENEFICIALLY	OWNED BY	0	
1	2	CHECK BOX CERTAIN SH		AGGREGATE AMO	UNT IN ROW	(11) EXCLUDES	
					Y AMOUNT IN	ROW (11):	
	.4	TYPE OF RE			CO		

SIP number	758849 10	3		13D	Page 4 of	15 F	age	es
			· · · · · · · · · · · · · · · · · · ·				 A T I	 - D
1	NAME OF RE	PURITNO	PERSON:		SC REALTY INC	URPUR	AIL	בט
	S.S. OR I. OF ABOVE F		DENTIFICATION	NO.	88-033	0184		
			RIATE BOX IF	A MEMBER OF		(a) (b)	_	_
3	SEC USE ON	ILY						
4		FUNDS:	вк, оо					
	CHECK BOX	IF DISC		GAL PROCEEDI	NGS IS REQUIRE]
6	CITIZENSHI	P OR PL	ACE OF ORGAN	IZATION:	NEVADA			
NUMBER OF SHARES		7	SOLE VOTING	POWER:	0			
BENEFICIALLY OWNED BY	(8	SHARED VOTI	NG POWER:	0			
EACH REPORTING		9	SOLE DISPOS		0			
PERSON WITH	ł	10	SHARED DISP	OSITIVE POWE	R: 0			-
11	AGGREGATE REPORTING		BENEFICIALLY		0			
12	CHECK BOX CERTAIN SH		AGGREGATE AM	OUNT IN ROW	(11) EXCLUDES		[]
13	PERCENT OF	CLASS	REPRESENTED	BY AMOUNT IN	ROW (11):	0.0%		

USIP number	758849 16) 3 		13D		Page 5 o	f 15 Page	es
1	NAME OF RE					CAPITAL		
	S.S. OR I. OF ABOVE F							
			RIATE BOX IF A	A MEMBER	OF A GRO		(a) [(b) [
3	SEC USE ON	ILY						
4	SOURCE OF	FUNDS:		BK, 00)			
5	CHECK BOX	IF DISC	CLOSURE OF LEG 2(d) OR 2(e):	GAL PROC	EEDINGS 1		ED []
6		P OR PL	ACE OF					
NUMBER OF SHARES		7	SOLE VOTING	POWER:		0		
BENEFICIALLY OWNED BY	(8	SHARED VOTIN	NG POWER	? :	0		
EACH REPORTING		9	SOLE DISPOSI	ITIVE PO	WER:	0		
PERSON WITH		10	SHARED DISPO	SITIVE	POWER:	0		
11		AMOUNT	BENEFICIALLY					
12	CHECK BOX		AGGREGATE AMO	OUNT IN	ROW (11)	EXCLUDES	[]
13	PERCENT OF	CLASS	REPRESENTED E	BY AMOUN	IT IN ROW	(11):	 0.0%	
14	TYPE OF RE	PORTING	PERSON:	CC)			

JSIP number	758849 10	3		13	BD	Page 6 o	f 15 I	Pag	es
1	NAME OF RE					CAPITAL SHO	PPING	MA	LL
	S.S. OR I. OF ABOVE P	PERSON:				74-28691			
		APPR0PF	RIATE BOX I	F A MEN	MBER OF A	GROUP:	(a) (b)	[
3	SEC USE ON	ILY							
4	SOURCE OF	FUNDS:		BK,	00				
5	CHECK BOX PURSUANT T	IF DISC	CLOSURE OF 2(d) OR 2(LEGAL Fe):	PROCEEDING	SS IS REQUIR	ED	[]
6	CITIZENSHI ORGANIZATI	P OR PL	ACE OF						
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EACH REPORTING		9	SOLE DISP	OSITIVE	POWER:				
PERSON WITH		10	SHARED DI	SPOSIT	IVE POWER:				
11		AMOUNT	BENEFICIAL			0			
12	CHECK BOX CERTAIN SH			AMOUNT	IN ROW (1	.1) EXCLUDES		[]
13	PERCENT OF	CLASS	REPRESENTE	D BY AN	OUNT IN F	ROW (11):	0.0%		
14	TYPE OF RE	PORTING	PERSON:						

CUSIP	number	758849 10			13D	Page 7 of	15 P	age	es
1		NAME OF REPORT	ING PI	ERSON:		 INTERNATIONAL	HOLD	INC	 3S
		S.S. OR I.R.S. OF ABOVE PERSO	۷:	TIFICATION NO.					
2			OPRIA ⁻	TE BOX IF A MEM	BER OF A GROU	JP:	(a) (b)	[]
3		SEC USE ONLY							
4		SOURCE OF FUNDS		ВК,					
5		CHECK BOX IF DEPURSUANT TO IT				REQUIRED		_	_
6		CITIZENSHIP OR ORGANIZATION:	PLACI		DELAWARE				
	NUMBEF SHARE		7	SOLE VOTING	POWER:	0			
ВІ	ENEFIC:		8	SHARED VOTIN	G POWER:	0			
	EACH REPORT	=		SOLE DISPOSI	TIVE POWER:				
I	PERSON	WITH		SHARED DISPO	SITIVE POWER:	. 0			
1:	1	AGGREGATE AMOUNT REPORTING PERSO		NEFICIALLY OWNE		0			
12	2	CERTAIN SHARES		GREGATE AMOUNT	IN ROW (11) E			_]
13	3			PRESENTED BY AM					
14	4	TYPE OF REPORT	ING PI	ERSON:	CO				

CUSIP number	758849 10	3		13D	Page 8 o	f 15 Pa 	ges
1					GENERAL ELECTR CORPORATION		TAL
	S.S. OR I. OF ABOVE P						
			RIATE BOX IF A	A MEMBER OF		(a) [(b) []
3	SEC USE ON	ILY					
4	SOURCE OF	FUNDS:		BK, 00			
5	CHECK BOX PURSUANT T	IF DISC	CLOSURE OF LEG	GAL PROCEE	DINGS IS REQUIR	ED []
6	CITIZENSHI ORGANIZATI	P OR PL			DELAWARE		
NUMBER OF SHARES		7	SOLE VOTING	POWER:			
BENEFICIALLY OWNED BY	Y	8	SHARED VOTIN	NG POWER:			
EACH REPORTING		9	SOLE DISPOS	ITIVE POWER			
PERSON WITH		10	SHARED DISPO	SITIVE PO			
11		AMOUNT	BENEFICIALLY		0		
12	CHECK BOX	IF THE		OUNT IN RO	N (11) EXCLUDES]]
13	PERCENT OF	CLASS	REPRESENTED E	BY AMOUNT	IN ROW (11):	0.0%	
14	TYPE OF RE	PORTING	PERSON:	CO			

CUSIP	number 758849 10		13D	Page 9 of 15 Pages
1	NAME OF REPORT:		GENRAL ELEC	TRIC CAPITAL SERVICES,
	S.S. OR I.R.S. OF ABOVE PERSO	NS:	N NOS.	
2		OPRIATE BOX IF	A MEMBER OF A GROUP	P: (a) [] (b) []
3	SEC USE ONLY			
4	SOURCE OF FUNDS	6:	NOT APPLICABLE	
5		ISCLOSURE OF L EM 2(d) OR 2(e	EGAL PROCEEDINGS IS):	
6	CITIZENSHIP OR ORGANIZATION:	PLACE OF	DELAWARE	
	NUMBER OF SHARES		VOTING POWER:	0
ВІ	ENEFICIALLY OWNED BY		D VOTING POWER:	Θ
	EACH REPORTING	9 SOLE	DISPOSITIVE POWER:	
i	PERSON WITH		D DISPOSITIVE POWER	
1:	L AGGREGATE AMOU REPORTING PERSO			0
12	CERTAIN SHARES	:	MOUNT IN ROW (11) EX	
13			BY AMOUNT IN ROW (
14	4 TYPE OF REPORT	ING PERSON:	CO	

CUSIP number		3		13D	Page 10 of	15 Pages
1	NAME OF REPO				GENERAL ELECTRI	
	S.S. OR I.R OF ABOVE PER		DENTIFICATION			
2			RIATE BOX IF A	A MEMBER OF		(a) [] (b) []
3	SEC USE ONLY	Y				
4	SOURCE OF FL	JNDS:		NOT APPLI		
5	CHECK BOX I	DISC	CLOSURE OF LEG 2(d) OR 2(e)	GAL PROCEED	INGS IS REQUIRE	ED []
6	CITIZENSHIP ORGANIZATION				NEW YORK	
NUMBER OF SHARES			SOLE VOTING	POWER:	0	
BENEFICIALL OWNED BY	.Y	8	SHARED VOTIN		0	
EACH REPORTING	-· }	9	SOLE DISPOSE	ITIVE POWER		
PERSON WIT			SHARED DISPO	SITIVE POW		
11	AGGREGATE AN REPORTING PE	MOUNT ERSON:	BENEFICIALLY	OWNED BY		
12	CHECK BOX IF	F THE RES:	AGGREGATE AMO	OUNT IN ROW	(11) EXCLUDES	[]
13	PERCENT OF (CLASS		BY AMOUNT I	N ROW (11): 6	0.0%
14	TYPE OF REPO			CO		

This Amendment No. 22 ("Amendment No. 22") is filed by Security Capital Group Incorporated, a Maryland corporation ("Security Capital Group"), SC Capital Incorporated, a Nevada corporation ("SC Capital") and a wholly owned subsidiary of Security Capital Group, SC Realty Incorporated, a Nevada corporation ("SC-Realty") and a wholly owned subsidiary of SC Capital, Security Capital Operations Incorporated, a Maryland corporation ("Operations") and a wholly owned subsidiary of SC-Realty, Security Capital Shopping Mall Business Trust, a Maryland real estate investment trust and a subsidiary of Operations (f/k/a Midwest Mixed-Use Realty Investors Trust) ("SC Shopping Mall Business Trust" and, together with Security Capital Group, "Security Capital"), General Electric Company, a New York corporation ("GECS") and a wholly owned subsidiary of GE, General Electric Capital Corporation, a Delaware corporation ("GECS") and a wholly owned subsidiary of GE, General Electric Capital Corporation, a Delaware corporation ("GE Holdings" and, together with GE, GECS, GECC, Security Capital Group, SC Capital, SC-Realty, Operations and SC Shopping Mall Business Trust, the "Reporting Persons") and a wholly owned subsidiary of GECC and the parent corporation of Security Capital Group.

This Amendment No. 22 amends the Schedule 13D originally filed by Security Capital U.S. Realty and Security Capital Holdings S.A. on June 21, 1996 (as previously amended, the "Schedule 13D"). This Amendment No. 22 relates to shares of common stock, par value \$0.01 per share ("Common Stock"), of Regency Centers Corporation, a Florida corporation (f/k/a Regency Realty Corporation) ("Regency"). Capitalized terms used herein without definition shall have the meanings ascribed thereto in the Schedule 13D, as amended.

Item 4. PURPOSE OF TRANSACTION

Item 4 is hereby amended and supplemented as follows:

As previously reported, on June 18, 2003, Security Capital entered into forward sales transactions with respect to 20,000,000 shares of Common Stock, representing all of the shares of Common Stock held of record by SC Shopping Mall Business Trust. Those forward sales contracts became effective on June 24, 2003. As previously reported, on September 25, 2003, Security Capital settled under its forward contract with Merrill Lynch International (the "ML Forward" (1)Contract"). In accordance with the terms of the ML Forward Contract, Security Capital delivered 3,906,667 shares of Common Stock, representing all of the shares of Common Stock subject to the ML Forward Contract, to Merrill Lynch International in exchange for a cash payment of approximately \$30.68 per share (which is equal to \$31.1355 per share of Common Stock, plus interest and minus the amount of dividends paid on the Common Stock with record dates between June 18, 2003 and the settlement date (plus interest on those dividends)). As previously reported, on September 26, 2003, Security Capital settled under its previously reported forward contract with Wachovia Bank, National Association (the "Wachovia Forward Contract"). In accordance with the terms of the Wachovia Forward Contract, Security Capital delivered 3,906,666 shares of Common Stock, representing all of the shares of

Common Stock subject to the Wachovia Forward Contract, to Wachovia Bank, National Association in exchange for a cash payment of approximately \$30.68 per share (which is equal to \$31.1355 per share of Common Stock, plus interest and minus the amount of dividends paid on the Common Stock with record dates between June 18, 2003 and the settlement date (plus interest on those dividends)).

On December 15, 2003, Security Capital settled under its previously reported forward contract with Citibank, N.A. (the "Citibank Forward Contract"). In accordance with the terms of the Citibank Forward Contract, Security Capital delivered 4,080,000 shares of Common Stock, representing all of the shares of Common Stock subject to the Citibank Forward Contract, to Citibank, N.A. in exchange for a cash payment of approximately \$30.0404 per share (which is equal to \$30.92 per share of Common Stock, plus interest and minus the amount of dividends paid on the Common Stock with record dates between June 18, 2003 and the settlement date (plus interest on those dividends)). Also on December 15, 2003, Security Capital settled under its previously reported forward contract with UBS AG, London Branch (the "UBS Forward Contract"). In accordance with the terms of the UBS Forward Contract, Security Capital delivered 4,200,000 shares of Common Stock, representing all of the shares of Common Stock subject to the UBS Forward Contract, to UBS AG, London Branch in exchange for a cash payment of approximately \$30.0404 per share (which is equal to \$30.92 per share of Common Stock, plus interest and minus the amount of dividends paid on the Common Stock with record dates between June 18, 2003 and the settlement date (plus interest on those dividends)). Finally, on December 16, 2003, Security Capital settled under its forward contract with JPMorgan Chase Bank, London Branch (the "JPMorgan Forward Contract"). In accordance with the terms of the JPMorgan Forward Contract, Security Capital delivered 3,906,667 shares of Common Stock, representing all of the shares of Common Stock subject to the JPMorgan Forward Contract, to JPMorgan Chase Bank in exchange for a cash payment of approximately \$30.2158 per share (which is equal to \$31.1355 per share of Common Stock, plus interest and minus the amount of dividends paid on the Common Stock with record dates between June 18, 2003 and the settlement date (plus interest on those dividends)).

Upon settlement of these three previously reported forward sales contracts, none of the Reporting Persons owns any shares of Common Stock.

Item 5. INTEREST IN SECURITIES OF THE ISSUER

As described in Item 4 above, on December 15, 2003 and December 16, 2003, Security Capital disposed of 4,080,000, 4,200,000 and 3,906,667 shares of Common Stock, respectively, pursuant to the transactions described in Item 4. Accordingly, none of the Reporting Persons beneficially owns any shares of Common Stock. As previously reported, pursuant to the Agreement Relating to Disposition of Shares, Security Capital had agreed to vote any shares of Common Stock that are subject to forward contracts and over which it had voting power in the same proportion as shares are voted by other shareholders of Regency. Because Security Capital no longer

beneficially owns any shares of Common Stock, its voting obligations under the Agreement Relating to the Disposition of Shares have ceased.

Item 6. CONTRACTS, ARRANGEMENTS, UNDERSTANDINGS OR RELATIONSHIPS WITH RESPECT TO SECURITIES OF THE ISSUER

The descriptions of the contracts, arrangements, understandings and relationships described above in the response to Item 4 are incorporated into this Item.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this Schedule 13D is true, complete and correct.

Date: December 16, 2003

GENERAL ELECTRIC COMPANY

By: /s/ Kevin Korsh

Name: Kevin Korsh Title: Attorney-in-fact

GENERAL ELECTRIC CAPITAL SERVICES, INC.

By: /s/ Kevin Korsh

Name: Kevin Korsh Title: Attorney-in-fact

GENERAL ELECTRIC CAPITAL CORPORATION

By: /s/ Kevin Korsh

Name: Kevin Korsh Title: Attorney-in-fact

GE CAPITAL INTERNATIONAL HOLDINGS CORPORATION

By: /s/ Kevin Korsh

Name: Kevin Korsh Title: Attorney-in-fact

SECURITY CAPITAL GROUP INCORPORATED

By: /s/ Kevin Korsh

Name: Kevin Korsh Title: Attorney-in-fact

SC CAPITAL INCORPORATED

By: /s/ Kevin Korsh

Name: Kevin Korsh Title: Attorney-in-fact

SC REALTY INCORPORATED

By: /s/ Kevin Korsh

Name: Kevin Korsh Title: Attorney-in-fact

SECURITY CAPITAL OPERATIONS INCORPORATED

By: /s/ Kevin Korsh

Name: Kevin Korsh Title: Attorney-in-fact

SECURITY CAPITAL SHOPPING MALL BUSINESS TRUST

By: /s/ Kevin Korsh

Name: Kevin Korsh Title: Attorney-in-fact