

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) 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>03/19/2004</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

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	03/19/2004		M		20,163	A	\$34.31	237,004	D	
Common Stock	03/19/2004		M		19,241	A	\$35.9	256,245	D	
Common Stock	03/19/2004		F		33,959	D	\$44.94	222,286	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)	\$34.31	03/19/2004		M		20,163		02/07/2002	01/15/2007	Common Stock	20,163	\$0	0	D	
Employee Stock Option (right to buy)	\$35.9	03/19/2004		M		2,693		09/18/2003	07/29/2009	Common Stock	2,693	\$0	0	D	
Employee Stock Option (right to buy)	\$35.9	03/19/2004		M		16,602		09/18/2003	12/15/2008	Common Stock	16,602	\$0	0	D	
Employee Stock Option (right to buy)	\$44.94	03/19/2004		A		3,031		03/19/2004	01/15/2007	Common Stock	3,031	\$0	3,031	D	
Employee Stock Option (right to buy)	\$44.94	03/19/2004		A		344		03/19/2004	07/29/2009	Common Stock	344	\$0	344	D	
Employee Stock Option (right to buy)	\$44.94	03/19/2004		A		2,122		03/19/2004	12/15/2008	Common Stock	2,122	\$0	2,122	D	

Explanation of Responses:

/s/ Linda Y. Kelso, Attorney-in-Fact for Bruce M. Johnson 03/23/2004

** 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.

