SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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*	2. Issuer Name **and** Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
LEAVITT J CHRISTIAN	**REGENCY CENTERS CORP** [**REG**]	

(Last) (First) (Middle)	3. Date of Earliest Transaction (Month/Day/Year)
121 WEST FORSYTH STREET	06/01/2004
SUITE 200	

Relationship:
- Director
- X Officer (give title below)
- 10% Owner
- Other (specify below)

Chief Accounting Officer

(Street)

JACKSONVILLE FL 32202

(City) (State) (Zip)

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

6. Individual or Joint/Group Filing (Check Applicable Line)
- X 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. 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	06/01/2004		M		6,035	A	$32.24	56,184	D	
Common Stock	06/01/2004		M		940	A	$32.03	57,124	D	
Common Stock	06/01/2004		F		5,963	D	$40.3	51,161[1]	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)	$32.24	06/01/2004		M			5,355	01/23/1999	01/23/2008	Common Stock	5,355	$0	0	D	
Employee Stock Option (right to buy)	$32.03	06/01/2004		M			940	02/09/2003	07/29/2009	Common Stock	940	$0	0	D	
Employee Stock Option (right to buy)	$32.24	06/01/2004		M			680	02/21/2003	12/14/2011	Common Stock	680	$0	0	D	
Employee Stock Option (right to buy)	$40.3	06/01/2004		A		4,580		06/01/2004	01/23/2008	Common Stock	4,580	$0	4,580	D	
Employee Stock Option (right to buy)	$40.3	06/01/2004		A		800		06/01/2004	07/29/2009	Common Stock	800	$0	800	D	
Employee Stock Option (right to buy)	$40.3	06/01/2004		A		583		06/01/2004	12/14/2011	Common Stock	583	$0	583	D	

Explanation of Responses:

1. Includes 18,502 shares deferred under Regency's Deferred Compensation Plan and stock rights for 10,608 shares which were previously reported.

/s/ Foley & Lardner LLP as attorney-in-fact for J. Christian Leavitt   06/02/2004

** 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).