

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person* <u>CARPENTER ALVIN R</u> (Last) (First) (Middle) <u>500 WATER STREET, 15TH FLOOR</u> (Street) <u>JACKSONVILLE FL 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 Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>04/02/2004</u>	
		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	04/02/2004		M		7,114	A	\$38.1	48,478	D	
Common Stock	04/02/2004		F		5,742	D	\$47.2	42,736	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
Director Stock Option (right to buy)	\$38.1	04/02/2004		M			453	10/10/2003	12/31/2005	Common Stock	453	\$0	0	D	
Director Stock Option (right to buy)	\$38.1	04/02/2004		M			689	10/10/2003	12/31/2006	Common Stock	689	\$0	0	D	
Director Stock Option (right to buy)	\$38.1	04/02/2004		M			584	10/10/2003	12/31/2008	Common Stock	584	\$0	0	D	
Director Stock Option (right to buy)	\$38.1	04/02/2004		M			2,153	10/10/2003	05/06/2009	Common Stock	2,153	\$0	0	D	
Director Stock Option (right to buy)	\$38.1	04/02/2004		M			1,448	10/10/2003	05/03/2010	Common Stock	1,448	\$0	0	D	
Director Stock Option (right to buy)	\$38.1	04/02/2004		M			807	10/10/2003	05/01/2011	Common Stock	807	\$0	0	D	
Director Stock Option (right to buy)	\$38.1	04/02/2004		M			981	10/10/2003	05/07/2012	Common Stock	981	\$0	0	D	
Director Stock Option (right to buy)	\$47.2	04/02/2004		A			365	04/02/2004	12/31/2005	Common Stock	365	\$0	365	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				
Director Stock Option (right to buy)	\$47.2	04/02/2004		A		556		04/02/2004	12/31/2006	Common Stock	556	\$0	556	D	
Director Stock Option (right to buy)	\$47.2	04/02/2004		A		471		04/02/2004	12/31/2008	Common Stock	471	\$0	471	D	
Director Stock Option (right to buy)	\$47.2	04/02/2004		A		1,738		04/02/2004	05/06/2009	Common Stock	1,738	\$0	1,738	D	
Director Stock Option (right to buy)	\$47.2	04/02/2004		A		1,169		04/02/2004	05/03/2010	Common Stock	1,169	\$0	1,169	D	
Director Stock Option (right to buy)	\$47.2	04/02/2004		A		651		04/02/2004	05/01/2011	Common Stock	651	\$0	651	D	
Director Stock Option (right to buy)	\$47.2	04/02/2004		A		792		04/02/2004	05/07/2012	Common Stock	792	\$0	792	D	

Explanation of Responses:

/s/ Linda Y. Kelso, Attorney-in-Fact for A.R. Carpenter 04/02/2004

** 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).

** 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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.