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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

OMB APPROVAL

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| | |

| | ress of Reporting Pe | | 2. Issuer Name and Ticker or Trading Symbol <u>REGENCY CENTERS CORP</u> [REG] | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give title Other (specify |
|------------------------------------|------------------------|----------------|--|---|
| (Last) 121 WEST FC SUITE 200 | 21 WEST FORSYTH STREET | | 3. Date of Earliest Transaction (Month/Day/Year) 09/02/2003 | X Senior Vice President |
| (Street) JACKSONVI | LLE FL (State) | 32202 (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. Transa Code (8) | | 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) | | 5. Amount of Securities Beneficially Owned Following Reported | 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 | Transaction(s) (Instr. 3 and 4) | | (1130.4) |
| Common Stock | 08/26/2003 | | G | | 275 | D | \$ <u>0</u> | 46,812 | D | |
| Common Stock | 09/02/2003 | | М | | 1,826 | Α | \$21.0625 | 48,638 | D | |
| Common Stock | 09/02/2003 | | М | | 9,514 | Α | \$28.7 | 58,152 | D | |
| Common Stock | 09/02/2003 | | F | | 9,719 | D | \$35.44 | 48,433 | D | |

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| (e.g., puts, cans, 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. Transa Code (8) | | n Derivative | | 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 | 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 | | Transaction(s) (Instr. 4) | | |
| Employee Stock Option | \$21.0625 | 09/02/2003 | | М | | | 1,826 | 07/29/2000 | 07/29/2009 | Common Stock | 1,826 | \$ <u>0</u> | 0 | D | |
| Employee Stock Option | \$28.7 | 09/02/2003 | | М | | | 9,514 | 02/07/2002 | 12/15/2008 | Common Stock | 9,514 | \$ <u>0</u> | 0 | D | |
| Employee Stock Option | \$35.44 | 09/02/2003 | | Α | | 1,355 | | 09/02/2003 | 07/29/2009 | Common Stock | 1,355 | \$0 | 1,355 | D | |
| Employee Stock Option | \$35.44 | 09/02/2003 | | Α | | 8,364 | | 09/02/2003 | 12/15/2008 | Common Stock | 8,364 | \$ <mark>0</mark> | 8,364 | D | |

Explanation of Responses:

/s/ Foley & Lardner, Attorneyin-Fact for J. Christian Leavitt

09/04/2003

** 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.