BARRON THOMAS A

Form 4

February 16, 2010

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB 3235-0287

Check this box if no longer subject to

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

Number: January 31, Expires:

2005

OMB APPROVAL

Section 16. Form 4 or Form 5

SECURITIES

Estimated average burden hours per response... 0.5

5. Relationship of Reporting Person(s) to

(Check all applicable)

Issuer

18,158

12,312

Ι

Ι

obligations may continue. See Instruction

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

30(h) of the Investment Company Act of 1940

2. Issuer Name and Ticker or Trading

CAPITAL CITY BANK GROUP

Symbol

1(b).

Stock

Stock

Common

(Print or Type Responses)

BARRON THOMAS A

1. Name and Address of Reporting Person *

| | | INC [| CCBG] | (Check an applicable) | | | |
|--------------------------------------|---|----------|---|---|---|--|--|
| (Last) PO BOX 90 | | | e of Earliest Transaction n/Day/Year) /2010 | | % Owner her (specify | | |
| TALLAHA | | | mendment, Date Original 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 | | | |
| | .5522,12 52502 | | | Person | | | |
| (City) | (State) | (Zip) Ta | able I - Non-Derivative Securities A | equired, Disposed of, or Beneficia | ally Owned | | |
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | | Code (Instr. 3, 4 and 5) (Instr. 8) (A) or Code V Amount (D) Price | Securities Ownership Beneficially Form: Owned Direct (D) Following or Indirect Reported (I) Transaction(s) (Instr. 4) (Instr. 3 and 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | | |
| Common Stock | 02/10/2010 | | S 3,409 D \$ 11.85 | 182,452 D | | | |
| Common Stock | | | | 12,937 I | Z.P. Barron Trust | | |
| Common Stock | | | | 8,624 I | Trust - Elizabeth | | |
| Common | | | | 19 159 I | Trust - | | |

Anne

Trust -

Rebecca

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| Common Stock | 28,906 | I | Wife - Jane |
|-----------------|----------|---|----------------|
| Common Stock | 8,032.03 | I | 401(k) Plan |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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 control number.

SEC 1474

(9-02)

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

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. Transa Code (Instr. | | 5. biNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | ate | Secur | int of rlying | 8. Price of Derivative Security (Instr. 5) |
|---|---|--------------------------------------|---|---------------------------------|---|---|---------------------|--------------------|-------|--|---|
| | | | | Code | V | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | |
|--------------------------------|---------------|-----------|-----------|-------|--|--|--|
| 1 6 | Director | 10% Owner | Officer | Other | | | |
| BARRON THOMAS A | | | | | | | |
| PO BOX 900 | X | | Treasurer | | | | |
| TALLAHASSEE, FL 32302 | | | | | | | |

Signatures

Thomas A.
Barron

**Signature of Reporting Person

Date

Explanation of Responses:

- * 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.

Reporting Owners 2

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