

EverBank Financial Corp  
 Form 4  
 December 23, 2014

**FORM 4**

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

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).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**Wilson William Blake**

(Last) (First) (Middle)  
 501 RIVERSIDE AVENUE  
 (Street)

JACKSONVILLE, FL 32202

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**EverBank Financial Corp [EVER]**

3. Date of Earliest Transaction  
 (Month/Day/Year)  
**12/19/2014**

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
**President and COO**

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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	(D)	Price
Common Stock, par value \$0.01 per share	12/19/2014		M <sup>(1)</sup>		2,719	A	\$ 7.2
					353,193	D	
Common Stock, par value \$0.01 per share	12/19/2014		S <sup>(1)</sup>		2,719	D	\$ 19
					350,474	D	
Common Stock, par	12/22/2014		M <sup>(1)</sup>		200	A	\$ 7.2
					350,674	D	

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value \$0.01 per share								
Common Stock, par value \$0.01 per share	12/22/2014	S <sup>(1)</sup>	200	D	\$ 19.02	350,474	D	
Common Stock, par value \$0.01 per share						10,977	I	Wilson Family Irrevocable Trust
Common Stock, par value \$0.01 per share						53,563	I	As Trustee of the W. Blake Wilson 5-Year Grantor Retained Annuity Trust
Common Stock, par value \$0.01 per share						27,811	I	As Trustee of the W. Blake Wilson 2012 2-Year Grantor Retained Annuity Trust

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

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(9-02)

**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 Underlying Securities (Instr. 3 and 4)
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			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 7.2	12/19/2014	M				01/02/2008 <sup>(2)</sup>	01/02/2017	Common Stock, par value \$0.01 per share	72,500
Employee Stock Option (right to buy)	\$ 7.2	12/22/2014	M				01/02/2008 <sup>(2)</sup>	01/02/2017	Common Stock, par value \$0.01 per share	69,780

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Wilson William Blake 501 RIVERSIDE AVENUE JACKSONVILLE, FL 32202	X		President and COO	

## Signatures

By: Jean-Marc Corredor as Attorney-in-fact  
12/23/2014

\_\_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).

- (1) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on August 29, 2014.
- (2) The option, presenting the right to purchase a total of 75,000 shares, became exercisable in three equal annual installments beginning on January 2, 2008.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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