STEIN MARTIN E JR

Form 4 May 13, 2010

FORM 4

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

SECURITIES

OMB Number:

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

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if no longer subject to Section 16. Form 4 or Form 5

obligations

may continue.

See Instruction

Check this box

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

1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person * STEIN MARTIN E JR

(First)

(Middle)

2. Issuer Name and Ticker or Trading Symbol

REGENCY CENTERS CORP

[REG]

3. Date of Earliest Transaction

(Month/Day/Year) 05/11/2010

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

ONE INDEPENDENT DRIVE, SUITE 114

> (Street) 4. If Amendment, Date Original

> > Filed(Month/Day/Year)

X Director 10% Owner X_ Officer (give title Other (specify below)

Chairman and CEO

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

JACKSONVILLE, FL 32202

(City)	(State)	(Zip) 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. Transactic Code (Instr. 8)	4. Securi or(A) or D (Instr. 3,	ispose 4 and (A) or	d of (D)	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)
Common Stock	05/11/2010		S	500	D	\$ 41.53	1,973	I	See Note 1 (1)
Common Stock	05/11/2010		S	500	D	\$ 41.536	1,473	I	See Note 1 (1)
Common Stock							232,594	D	
Common Stock							196,528	I	See Note 2 (2)
Common Stock							160,263	I	See Note 3 (3)

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Common Stock	415,382	I	See Note 4 (4)
Common Stock	4,000	I	See Note 5 (5)

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

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9. Nu Deriv Secu Bene Own Follo Repo Trans (Insti

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. 8	ction 8)	5. inNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exerc Expiration Da (Month/Day/	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							
	Director	10% Owner	Officer	Other				
STEIN MARTIN E JR ONE INDEPENDENT DRIVE SUITE 114 JACKSONVILLE, FL 32202	X		Chairman and CEO					

Signatures

/s/ Michael B. Kirwan, Attorney-in-Fact for Martin E. 05/13/2010 Stein. Jr. **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) By a trust for the benefit of the Reporting Person's granddaughter for which he is a trustee.

Reporting Owners 2

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Represents (1) 6,307 remainder shares held in a grantor retained annuity trust of which the Reporting Person is the trustee and the beneficiaries of which are the Reporting Person's children (none of whom shares the same home with him); (2) 41,072 shares and 44,636

- (2) shares held by two additional grantor retained annuity trusts, repsectively, of which the Reporting Person is the trustee and current annuitant and his children are remainder beneficiaries; and (3) 20,585 shares held by a trust of which the Reporting Person is the trustee and his children are the beneficiaries.
- (3) By a corporation which is controlled by the Reporting Person's family.
- (4) By two general partnerships, in which the Reporting Person is a general partner.
- (5) By a trust for the Reporting Person's benefit.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.