

STEIN MARTIN E JR

Form 4

June 29, 2010

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 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

OMB APPROVAL

OMB
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(Print or Type Responses)

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

2. Issuer Name **and** Ticker or Trading
Symbol
REGENCY CENTERS CORP
[REG]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
ONE INDEPENDENT
DRIVE, SUITE 114

3. Date of Earliest Transaction
(Month/Day/Year)
06/24/2010

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify
below) Chairman and CEO

(Street)

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

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. 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)
Common Stock	06/24/2010		G	2,755 D \$ 0	229,839	D	
Common Stock	06/24/2010		G	2,755 A \$ 0	2,755	I	See Footnote 1 (1)
Common Stock					1,473	I	See Footnote 2 (2)
Common Stock					196,528	I	See Footnote 3

				(3)
Common Stock	160,263	I	See Footnote 4	(4)
Common Stock	415,382	I	See Footnote 5	(5)
Common Stock	4,000	I	See Footnote 6	(6)

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)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repor Trans (Instr
				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.
Stein, Jr.

06/29/2010

__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 grandson for which he is a trustee.

(2) By a trust for the benefit of the Reporting Person's granddaughter for which he is a trustee.

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

(3) shares held by two additional grantor retained annuity trusts, respectively, of which the Reporting Person is the trustee and the current annuitant and his children are the 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.

(4) By a corporation which is controlled by the Reporting Person's family.

(5) By two general partnerships, in which the Reporting Person is a general partner.

(6) 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.

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