

REGENCY CENTERS CORP
 Form 4
 February 20, 2007

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 *
 SMITH BRIAN M

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)
 915 WILSHIRE BLVD., SUITE 2200
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 02/16/2007

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
 Chief Investment Officer

LOS ANGELES, CA 90017

(City) (State) (Zip)

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

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 Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock	02/16/2007		M	5,677	A \$ 51.36	79,478	D
Common Stock	02/16/2007		S	777	D \$ 87.82	78,701	D
Common Stock	02/16/2007		S	100	D \$ 87.87	78,601	D
Common Stock	02/16/2007		S	200	D \$ 87.88	78,401	D
Common Stock	02/16/2007		S	100	D \$ 87.96	78,301	D

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Common Stock	02/16/2007	S	100	D	\$ 87.98	78,201	D
Common Stock	02/16/2007	S	100	D	\$ 87.99	78,101	D
Common Stock	02/16/2007	S	3,100	D	\$ 88	75,001	D
Common Stock	02/16/2007	S	1,100	D	\$ 88.02	73,901	D
Common Stock	02/16/2007	S	100	D	\$ 88.04	73,801	D

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

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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 (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. Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 51.36	02/16/2007		M	5,677	<u>(1)</u> 01/17/2015	Common Stock	5,677

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SMITH BRIAN M 915 WILSHIRE BLVD. SUITE 2200 LOS ANGELES, CA 90017			Chief Investment Officer	

Signatures

/s/ Foley & Lardner LLP as attorney-in-fact for Brian M. Smith; By: Linda Y.
Kelso

02/19/2007

__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) Vests 25% per year beginning January 17, 2006.

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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