

BARRON THOMAS A
 Form 4
 November 08, 2005

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 *
BARRON THOMAS A

2. Issuer Name and Ticker or Trading Symbol
**CAPITAL CITY BANK GROUP
 INC [CCBG]**

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
PO BOX 900
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
11/04/2005

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

TALLAHASSEE, FL 32302

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

(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)
				(A) or (D)	Price		
Common Stock	11/04/2005		S	2,000	D \$ 37.05	217,586 ⁽¹⁾	D
Common Stock	11/04/2005		P	241	A \$ 0	217,586 ⁽²⁾	D
Common Stock	11/04/2005		S	1,000	D \$ 37.05	9,624 ⁽³⁾	I Trust for Elizabeth
Common Stock	11/04/2005		S	1,000	D \$ 37.05	14,312 ⁽⁴⁾	I Trust for Rebekah
Common Stock						21,158 ⁽⁵⁾	I Trust for Anne

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Common Stock	10,937	I	Trust for Z.P. Barron Trust
Common Stock	28,906	I	Spouse - Jane
Common Stock	5,464.5815 <u>(6)</u>	I	By 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.

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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. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 6)
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Reporting Owners

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

Signatures

Thomas A. Barron 11/08/2005

__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) These shares are adjusted for the 5 for 4 stock split in June 2005.
- (2) These shares of common stock were purchased in 2005 pursuant to the Company's 2005 Associate Stock Purchase Plan and were exempt from the reporting and short-swing liability requirements of Section 16 pursuant to Rule 16b-3(c) promulgated thereunder.
- (3) These shares are adjusted for the 5 for 4 stock split effective June 2005.
- (4) These shares are adjusted for the 5 for 4 stock split effective June 2005.
- (5) These shares are adjusted for the 5 for 4 stock split in June 2005.

These shares are adjusted for the 5 for 4 stock split in June 2005 and 679.10775 shares of common stock purchased under the Company's

- (6) 1997 401(k) Profit Sharing Plan and were exempt from the the reporting and short-swing liability provisions of Section 16 pursuant to Rule 16b-3(c) promulgated thereunder.

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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