#### REGENCY CENTERS CORP

Form 4

February 27, 2006

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB Number:

3235-0287

Expires:

January 31, 2005

0.5

Estimated average

**OMB APPROVAL** 

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obligations may continue. See Instruction

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).

(Print or Type Responses)

1. Name and Address of Reporting Person \* CARPENTER ALVIN R

5. Relationship of Reporting Person(s) to Issuer

Symbol

REGENCY CENTERS CORP

2. Issuer Name and Ticker or Trading

(Check all applicable)

[REG]

(Month/Day/Year)

02/23/2006

(Last)

(First) (Middle)

(Zip)

3. Date of Earliest Transaction

\_X\_\_ Director Officer (give title

10% Owner Other (specify

500 WATER STREET, 15TH

(Street)

(State)

**FLOOR** 

(City)

4. If Amendment, Date Original

Applicable Line)

below)

Filed(Month/Day/Year)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

6. Individual or Joint/Group Filing(Check

JACKSONVILLE, FL 32202

Table I - Non-Derivative	Securities Acc	mired. Dist	osed of, or	Beneficially	Owned
Table 1 - Mull-Delivative	Securines Acc	լաու Ես, թութի	Juseu di, di	Delicitionally	Owncu

. •		Table	: I - Noll-D	erivative	Secur.	mes Acqu	iii eu, Disposeu oi	, or beneficiali	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr. 3, 4 and 5)		d of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)		
Common Stock	02/23/2006		M	463	A	\$ 56.65	52,785	D	
Common Stock	02/23/2006		M	1,627	A	\$ 52.62	54,412	D	
Common Stock	02/23/2006		M	1,282	A	\$ 53.15	55,694	D	
Common Stock	02/23/2006		F	2,377	D	\$ 64.7	53,317	D	
Common Stock	02/24/2006		G	300	D	\$ 0	53,017	D	

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

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SEC 1474 (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. Transacti Code (Instr. 8)	Derivative		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Directors Stock Option (right to buy)	\$ 56.65	02/23/2006		M		463	06/06/2005	12/31/2006	Common Stock	463
Directors Stock Option (right to buy)	\$ 52.62	02/23/2006		M		519	12/02/2004	05/06/2009	Common Stock	519
Directors Stock Option (right to buy)	\$ 52.62	02/23/2006		M		524	12/02/2004	05/03/2010	Common Stock	524
Directors Stock Option (right to buy)	\$ 52.62	02/23/2006		M		584	12/02/2004	05/01/2011	Common Stock	584
Directors Stock Option (right to buy)	\$ 53.15	02/23/2006		M		579	05/09/2005	05/01/2011	Common Stock	579
• *	\$ 53.15	02/23/2006		M		703	05/09/2005	05/07/2012		703

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Directors Stock Option (right to buy)						Common Stock	
Directors Stock Option (right to buy)	\$ 64.7	02/23/2006	A	422	02/23/2006 05/06/200	9 Common Stock	422
Directors Stock Option (right to buy)	\$ 64.7	02/23/2006	A	426	02/23/2006 05/03/201	O Common Stock	426
Directors Stock Option (right to buy)	\$ 64.7	02/23/2006	A	951	02/23/2006 05/01/201	1 Common Stock	951
Directors Stock Option (right to buy)	\$ 64.7	02/23/2006	A	578	02/23/2006 05/07/201	2 Common Stock	578

# **Reporting Owners**

Reporting Owner Name / Address	Relationships						
and the state of t	Director	10% Owner	Officer	Other			
CARPENTER ALVIN R 500 WATER STREET, 15TH FLOOR JACKSONVILLE, FL 32202	X						

## **Signatures**

/s/ Linda Y. Kelso, Attorney-in-Fact for A.R.

Carpenter

\*\*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).

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.

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