

NIEMIER CHARLES E
Form 4
December 13, 2007

FORM 4

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

OMB APPROVAL

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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 *
NIEMIER CHARLES E

2. Issuer Name and Ticker or Trading Symbol
LAKELAND FINANCIAL CORP
[LKFN]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
12/11/2007

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

P O BOX 587

(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

WARSAW, IN 46581-0587

(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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) | Price | | |
| | | | | Code | V | Amount | |
| Common Stock | | | | (A) | 53,201.281 | D | |
| Common Stock | | | | (A) | 4,294 | I | By Spouse |

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

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SEC 1474
(9-02)

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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 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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title Amount or Number of Shares |
| Phantom Stock | (1) | | | | | 07/12/2005 07/12/2015 | Common Stock 504 |
| Phantom Stock | (1) | | | | | 07/26/2005 07/26/2015 | Common Stock 48 |
| Phantom Stock | (1) | | | | | (2) (3) | Common Stock 2,776 |
| Phantom Stock | (1) | | | | | 04/26/2005 04/26/2015 | Common Stock 60 |
| Phantom Stock | (1) | | | | | 10/25/2005 10/25/2005 | Common Stock 56 |
| Phantom Stock | \$ 0 | | | | | 01/07/2003 01/07/2013 | Common Stock 594.8 |
| Phantom Stock | \$ 0 | | | | | 04/28/2004 04/28/2014 | Common Stock 50 |
| Phantom Stock | \$ 0 | | | | | 07/14/2004 07/14/2014 | Common Stock 588 |
| Phantom Stock | \$ 0 | | | | | 07/26/2004 07/26/2014 | Common Stock 52 |
| Phantom Stock | \$ 0 | | | | | 01/01/2003 01/01/2003 | Common Stock 6,076.2 |
| Phantom Stock | \$ 0 | | | | | 04/28/2003 04/28/2013 | Common Stock 46.8 |
| Phantom Stock | \$ 0 | | | | | 01/26/2004 01/26/2014 | Common Stock 36 |
| Phantom Stock | \$ 0 | | | | | 07/10/2003 07/10/2013 | Common Stock 476 |
| Phantom Stock | \$ 0 | | | | | 07/30/2003 07/30/2013 | Common Stock 40 |
| Phantom Stock | \$ 0 | | | | | 10/27/2003 10/27/2013 | Common Stock 40 |

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| | | | | | | | | | |
|------------------------------|-----------|------------|--|---|------------|------------|--------------|--------------|-------|
| Phantom Stock | \$ 0 | | | | 10/26/2004 | 10/26/2014 | Common Stock | 50 | |
| Phantom Stock | \$ 0 | | | | 01/11/2005 | 01/11/2015 | Common Stock | 536 | |
| Phantom Stock | \$ 0 | | | | 01/16/2004 | 01/16/2014 | Common Stock | 482 | |
| Phantom Stock | \$ 0 | | | | 01/28/2003 | 01/28/2013 | Common Stock | 48.2 | |
| Phantom Stock | \$ 0 | | | | 01/26/2005 | 01/26/2015 | Common Stock | 44 | |
| Stock Options (Right to buy) | \$ 6.75 | | | | 06/13/2005 | 06/13/2010 | Common Stock | 1,000 | |
| Stock Options (Right to buy) | \$ 6.8125 | | | | 01/09/2006 | 01/09/2011 | Common Stock | 2,000 | |
| Stock Options (Right to buy) | \$ 7.5625 | | | | 02/08/2005 | 02/08/2010 | Common Stock | 1,200 | |
| Stock Options (Right to buy) | \$ 9.7188 | | | | 02/09/2004 | 02/09/2009 | Common Stock | 1,150 | |
| Stock Options (Right to buy) | \$ 17.185 | | | | 12/09/2008 | 12/09/2013 | Common Stock | 1,000 | |
| Stock Options (Right to buy) | \$ 19.96 | 12/11/2007 | | A | 1,000 | 12/11/2012 | 12/11/2017 | Common Stock | 1,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| NIEMIER CHARLES E P O BOX 587 WARSAW, IN 46581-0587 | X | | | |

Signatures

Teresa A. Bartman,
Attorney-in-Fact

12/13/2007

__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).
- (3) Phantom shares expire after the directors' retirement as a Board member.
- (2) Phantom stock is exercisable after the directors' retirement as a Board member.
- (1) Each phantom stock unit exercises into 1 share of Common Stock.

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.