

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of
the Securities Exchange Act of 1934

Date of Report June 23, 2004
(Date of earliest event reported) June 23, 2004

Lakeland Financial Corporation
(Exact name of Registrant as specified in its charter)

Indiana
(State or other jurisdiction of incorporation)

0-11487 35-1559596
(Commission File Number) (I.R.S. Employer Identification Number)

202 East Center Street, P.O. Box 1387, Warsaw, Indiana 46581-1387
(Address of principal executive offices) (Zip Code)

(574) 267-6144
(Registrant's telephone number, including area code)

Item 7. Financial Statements, Pro Forma Financial Information and Exhibits

(a) Financial Statements of Business Acquired.

None.

(b) Pro Forma Financial Information.

None.

(c) Exhibits.

99.1 Form of notice dated June 23, 2004

Item 11. Temporary Suspension of Trading Under Registrant's Employee Benefit Plans

On June 23, 2004, Lakeland Financial Corporation (the "Lakeland") sent a notice to its directors and executive officers informing them that a blackout period will be in effect beginning on July 21, 2004 until August 27, 2004 (unless otherwise extended). The blackout period is a result of a change in administrators for the Lakeland Financial Corporation 401(k) Plan. The blackout period restricts directors and executive officers from, directly or indirectly, purchasing, acquiring, exercising, selling or otherwise transferring certain equity securities of Lakeland. The notice was provided to the Lakeland's directors and executive officers in accordance with Section 306 of the Sarbanes-Oxley Act of 2002 and Rule 104 of Regulation BTR.

A copy of the notice is attached as Exhibit 99.1 to this Current

Report on Form 8-K and is incorporated herein by reference.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

LAKELAND FINANCIAL CORPORATION

Dated: July 23, 2004

By: /s/ David M. Findlay

David M. Findlay
Chief Financial Officer

NOTICE TO DIRECTORS AND EXECUTIVE OFFICERS
OF LAKELAND FINANCIAL CORPORATION
CONCERNING YOUR RIGHTS
REGARDING LAKELAND STOCK

June 23, 2004

As a director or executive officer of Lakeland Financial Corporation ("Lakeland"), you are subject to the restrictions under Section 306(a) of the Sarbanes-Oxley Act of 2002 (the "Act"), which prohibits certain stock trades during employee benefit plan blackout periods.

This notice is to inform you that as a director or executive officer of Lakeland, you will be unable to, either directly or indirectly, purchase, sell or otherwise acquire or transfer any of your Lakeland stock that you acquired in connection with your services or employment as a director or executive officer, due to a blackout period under the Lakeland Financial Corporation 401(k) Plan (the "401(k) Plan").

The 401(k) Plan's blackout period is a result of transitioning the investment, trustee and recordkeeping services to Fidelity Investments and affects all of the 401(k) Plan participants and beneficiaries. Accordingly, a concurrent restriction on trading by Lakeland's directors and executive officers under Section 306(a) of the Act will apply.

The blackout period will specifically apply to Lakeland common stock. During the blackout period, you will be prohibited from, directly or indirectly, purchasing, selling or otherwise acquiring or transferring equity securities of Lakeland (or derivative securities of those equity securities, such as stock options) that you acquired in connection with your services or employment as a director or executive officer. With limited exceptions, this includes all securities acquired while a director or executive officer. Therefore, the prohibition on transactions by you applies to amounts, if any, you may have invested in Lakeland stock under the 401(k) Plan and to Lakeland stock you otherwise hold. This prohibition also applies to any direct or indirect pecuniary interest you may have in such securities, such as Lakeland stock held by immediate family members living with you, or held in trust, or by controlled partnerships or corporations. If you are scheduled or plan to purchase, acquire, exercise, sell or otherwise transfer shares of Lakeland common stock during the blackout period, whether pursuant to the direct purchase component of the Dividend Reinvestment Plan, a 10b5-1 plan or otherwise, you must notify David Findlay to determine whether you are permitted to complete the transaction.

The blackout period for the 401(k) Plan is expected to begin on July 21, 2004 and end August 27, 2004.

If you have any questions regarding the blackout period, you should contact David Findlay at (574) 267-9197.