

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| OMB APPROVAL                                 |           |
|--|-----------|
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|--|--|--|
| 1. Name and Address of Reporting Person*<br><u>NIEMIER CHARLES E</u><br><br>(Last) (First) (Middle)<br><u>1600 S. MEADOW DR.</u><br><br>(Street)<br><u>WARSAW IN 46580</u><br><br>(City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol<br><u>LAKELAND FINANCIAL CORP [ LKFN ]</u> | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br><input checked="" type="checkbox"/> Director 10% Owner<br>Officer (give title below) Other (specify below) |
|  | 3. Date of Earliest Transaction (Month/Day/Year)<br><u>09/03/2003</u>                  |  |
|  |  | 6. Individual or Joint/Group Filing (Check Applicable Line)<br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br>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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|------------|--------|---|--|---|
|                                 |                                      |  | Code                           | V | Amount  | (A) or (D) | Price  |   |  |   |
| Common Stock                    | 09/03/2003                           |  | P                              |   | 300   | A          | \$31.9 | 4,146.708   | D  |   |
| Common Stock                    | 09/03/2003                           |  | P                              |   | 125   | A          | \$31.9 | 1,420   | I  | By Spouse   |
| Common Stock                    |                                      |  |                                |   |   |            |        | 1,848   | I  | 401(k) plan   |

**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 Securities Underlying Derivative Security (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|-----|--|-----------------|---|--|--|---|--|
|  |  |                                      |  | Code                           | V | (A)  | (D) | Date Exercisable   | Expiration Date |   |  |  |   |  |
| Stock Options (Right to buy)               | \$13.5   |                                      |  |                                |   |  |     | 06/13/2005   | 06/13/2010      | Common Stock  | 500  | 500  | D   |  |
| Stock Options (Right to buy)               | \$13.625   |                                      |  |                                |   |  |     | 01/09/2006   | 01/09/2011      | Common Stock  | 1,000                                      | 1,000  | D   |  |
| Stock Options (Right to buy)               | \$15.125   |                                      |  |                                |   |  |     | 02/08/2005   | 02/08/2010      | Common Stock  | 600  | 600  | D   |  |
| Stock Options (Right to buy)               | \$19.4375  |                                      |  |                                |   |  |     | 02/09/2004   | 02/09/2009      | Common Stock  | 575  | 575  | D   |  |
| Phantom Stock                              | \$0  |                                      |  |                                |   |  |     | 01/01/2003   | 01/01/2003      | Common Stock  | 3,038.1                                    | 3,038.1  | D   |  |
| Phantom Stock                              | \$0  |                                      |  |                                |   |  |     | 01/07/2003   | 01/07/2013      | Common Stock  | 297.4                                      | 297.4  | D   |  |
| Phantom Stock                              | \$0  |                                      |  |                                |   |  |     | 01/28/2003   | 01/28/2013      | Common Stock  | 24.1                                       | 24.1   | D   |  |
| Phantom Stock                              | \$0  |                                      |  |                                |   |  |     | 04/28/2003   | 04/28/2013      | Common Stock  | 23.4                                       | 23.4   | D   |  |
| Phantom Stock                              | \$0  |                                      |  |                                |   |  |     | 07/10/2003   | 07/10/2013      | Common Stock  | 238  | 238  | D   |  |
| Phantom Stock                              | \$0  |                                      |  |                                |   |  |     | 07/30/2003   | 07/30/2013      | Common Stock  | 20   | 20   | D   |  |

Explanation of Responses:

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

\* 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.

**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 Number.**