

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 WASHINGTON, DC 20549
 FORM 4
 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

() Check this box if no longer subject to Section 16.

1. Name and Address of Reporting Person
 McHenry, Betty L.
 3984 W. 1050N
 Milford, IN 46542
2. Issuer Name and Ticker or Trading Symbol
 Lakeland Financial Corporation (LKFN)
3. IRS or Social Security Number of Reporting Person (Voluntary)
4. Statement for Month/Year
 1/2001
5. If Amendment, Date of Original (Month/Day/Year)
6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
 Director 10% Owner
 Officer (give title below) Other (specify below)
 Senior Vice President
7. Individual or Joint/Group Filing (Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

TABLE I -- Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security | 2. Trans- action Date (Month/ Day/ Year) | 3. Trans- action Code | | 4. Securities Acquired (A) or Disposed of (D) | | | 5. Amount of Securities Beneficially Owned at End of Month | 6. Owner- ship Form: Direct (D) or Indirect (I) | 7. Nature of In- direct Bene- ficial Owner- ship |
|----------------------|---|-----------------------------|---|--|-----|-------|---|---|--|
| | | Code | V | Amount | A/D | Price | | | |

TABLE II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. | 2. | 3. | 4. | 5. | 6. | 7. | 8. | 9. | 10. | 11. | |
|------------------------------------|---|---|-----------------------|---|---|---|--|------------------------------------|---|--|--|
| Title of Derivative Security | Conver- sion or Exercise Price of Deriv- ative Security | Transac- tion Date (Month/ Day/Year) | Transac- tion Code | Number of Derivative Securities Acquired(A) Disposed(D) | Date Exercisable and Expiration Date (Month/Day/Year) | Title and Amount of Underlying Securities | Amount or Number of Shares | Price of Derivative Security | Number of Deriv- ative Secur- ities Benefi- cially Owned at End Month | Owner- ship Form of Deriv- ative Secur- ity: Direct (D) or In- direct (I) | Nature of In- direct Bene- ficial Owner- ship |
| Stock Options (Right to buy) | \$13.625 | 01/09/2001 | A | V 2000 | 01/09/2006 01/09/2011 | Common Stock | 2000 | \$0.0000 | 2000 | D | |

Explanation of Responses:

SIGNATURE OF REPORTING PERSON
 /s/ Betty L. McHenry

DATE
 02/26/2001