FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT	OF	CHAN	(

F CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

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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

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) X Director 10% Owner													
(Last)	(F	irst)	(Middle)			3. Date of Earliest Transaction (Month/Day/Year) 04/26/2005 Officer (give title below)										Other (specify below)				
P O BO	X 587				L									_						
(Street) WARSA	_ 4.	4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Application) X Form filed by One Reporting Person Form filed by More than One Reporting											n							
(City)	(S	state)	(Zip)		_											Person				
		Та	.ble I - Nor	ı-Deri	ivativ	ve S	ecuri	ties /	Acquire	d, D	isp	osed of	f, or Be	nefic	ially	Owned				
1. Title of Security (Instr. 3) 2. Trans: Date (Month/I							Execu if any	eemed Ition D h/Day/	ate, Trai	ransaction Disposed (lnstr.)		ies Acquired (A) or Of (D) (Instr. 3, 4 an			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)	
									Cod	le V	_	Amount	(A) o (D)	r Pri	се	(Instr. 3 a				
Common	Stock			04/2	26/20	005			P	_	_	15	A	\$	36.2	6,51	6.72		D	1014
Common Stock 1,848 I 401(k) plan																				
Common	Stock			04/2	26/20	005			P			10	A	\$	36.2	1,6	528			By Spouse
			Table II - I													wned		•		<u> </u>
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Da if any (Month/Day/)	ate,	4. Transa					ercisa Date					unt 8. Price of Derivative Security				Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)
					Code	v	(A)	(D)	Date Exercisab		Expi Date	ration	Title	Amo or Num of Shar	ber					
Phantom Stock	\$0								01/01/20	03	01/	01/2003	Common Stock	3,03	8.1		3,038	.1	D	
Phantom Stock	\$0								01/07/20	03	01/	07/2013	Common Stock	297	7.4		297.4	4	D	
Phantom Stock	\$0								01/28/20	03	01/	28/2013	Common Stock	24	.1		24.1	<u> </u>	D	
Phantom Stock	\$0								04/28/20	03	04/	28/2013	Common Stock	23	.4		23.4	ı	D	
Phantom Stock	\$0								07/10/20	03	07/	10/2013	Common Stock	23	8		238		D	
Phantom Stock	\$0								07/30/20	03	07/	30/2013	Common Stock	2	0		20		D	
Phantom Stock	\$0			\neg					10/27/20	03	10/	27/2013	Common Stock	2	0		20		D	
Phantom Stock	\$0								01/16/20	04	01/	16/2014	Common Stock	24	1		241		D	
Phantom Stock	\$0								01/26/20	04	01/	26/2014	Common Stock	1	В		18		D	
Phantom Stock	\$0								04/28/20	04	04/	28/2014	Common Stock	2	5		25		D	
Phantom Stock	\$0								07/14/20	04	07/	14/2014	Common Stock	29)4		294		D	
Phantom Stock	\$0								07/26/20	04	07/	26/2014	Common Stock	2	6		26		D	
Phantom Stock	\$0								10/26/20	04	10/	26/2014	Common Stock	2	5_		25		D	
Phantom Stock	\$0								01/11/20	05	01/	11/2015	Common Stock	26	8		268		D	
Phantom Stock	\$0								01/26/20	05	01/	26/2015	Common Stock	2	2		22		D	

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. Transa Code (8)		of Deriv	r osed) r. 3, 4	6. Date Exerci Expiration Dat (Month/Day/Ye	te	7. Title an of Securit Underlyin Derivative (Instr. 3 ar	ies g Security	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	Title	Amount or Number of Shares				
Phantom Stock	(1)	04/26/2005		A		30		04/26/2005 ⁽²⁾	04/26/2015 ⁽³⁾	Common Stock	30	\$36.2	30	D	
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	
Stock Options (Right to buy)	\$34.37							12/09/2008	12/09/2013	Common Stock	500		500	D	

Explanation of Responses:

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

Teresa A. Bartman, Attorney-

04/27/2005

in-Fact

** Signature of Reporting Person

Date

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.

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