FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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Section 16. Form 4 or Form 5	
obligations may continue. See	
Instruction 1(h)	Filed nursuant to Continu 10(a) of the Consulting Funkanas Act of 1004

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940 2. Issuer Name and Ticker or Trading Symbol 5. Relationship of Reporting Person(s) to Issuer 1. Name and Address of Reporting Person* (Check all applicable) LAKELAND FINANCIAL CORP [LKFN] PLETCHER RICHARD L X Director 10% Owner Officer (give title Other (specify 3. Date of Earliest Transaction (Month/Day/Year) (Last) (First) (Middle) below) below) 07/14/2004 1102 NORTHWOOD DRIVE 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) (Street) \mathbf{X} Form filed by One Reporting Person NAPPANEE 46550 IN Form filed by More than One Reporting (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) 2. Transaction 2A. Deemed 6. Ownership 1. Title of Security (Instr. 3) 5. Amount of 7. Nature of Execution Date, if any (Month/Day/Year) Transaction Code (Instr. Securities Beneficially Indirect Beneficial Form: Direct (Month/Day/Year) (D) or Indirect 8) Owned Following (I) (Instr. 4) Ownership Reported (Instr. 4) (A) or (D) Transaction(s) Code Price Amount (Instr. 3 and 4) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of Derivative 8. Price of Derivative 3. Transaction 3A. Deemed 5. Number 6. Date Exercisable and 9. Number of 10. Ownership 2. Conversion Execution Date. Transaction Expiration Date of Securities derivative of Indirect Security Security (Instr. 3) if any (Month/Day/Year) Code (Instr. 8) Underlying Derivative Security or Exercise (Month/Day/Year) Derivative (Month/Day/Year) Securities Form: Beneficial Securities (Instr. 5) Direct (D) Beneficially Price of Ownership Acquired (A) or Disposed Derivative (Instr. 3 and 4) Owned or Indirect (Instr. 4) Following (I) (Instr. 4) Reported of (D) (Instr. 3, 4 and 5) Transaction(s) (Instr. 4) Amount Number Expiration Code ν (A) (D) Exercisable Title Shares Stock \$13.5 06/13/2005 06/13/2010 500 500 D (Right to Stock buy) Stock Options \$13.625 01/09/2006 01/09/2011 1,000 1,000 D (Right to Stock buy) Stock Options Common \$15.125 02/08/2005 02/08/2010 600 600 D (Right to Stock buy) Stock Options Common \$19.4375 02/09/2004 02/09/2009 575 575 D (Right to Stock buy) Stock \$28 05/12/2003 05/10/2008 925 D (Right to Stock buy) Stock Options Common \$34.37 12/09/2008 12/09/2013 500 500 D (Right to Stock buy) Phantom \$<mark>0</mark> 01/01/2003 01/01/2003 7,288.7 7,288.7 D Stock Stock Phanton Commor 01/07/2003 01/07/2013 314.3 D \$0 314.3 Stock Phantom D \$0 01/28/2003 01/28/2013 54.9 54.9 Stock Stock Phanton Common \$0 04/28/2003 04/28/2013 54.1 54.1 D Stock Phantom Common \$<mark>0</mark> 07/10/2003 07/10/2013 268 268 D Stock Stock Phantom Commo \$0 07/30/2003 07/30/2013 46 46 D Stock Phantom Commo 10/27/2003 10/27/2013 D \$0 44.5 44.5 Stock Phanton \$0 01/16/2004 01/16/2014 252.5 252.5 D Stock Stock

	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. Numl Derivati Acquire (A) or Dispost of (D) (Instr. 3 and 5)		vative crities cired r osed)	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	Title	Amount or Number of Shares				
Phantom Stock	\$0							01/26/2004	01/26/2014	Common Stock	40		40	D	
Phantom Stock	\$0							04/28/2004	04/28/2014	Common Stock	53		53	D	
Phantom Stock	\$0 ⁽¹⁾	07/14/2004		A		293		07/14/2004 ⁽²⁾	07/14/2014 ⁽³⁾	Common Stock	293	\$32.35	293	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.

<u>Teresa A. Bartman, Attorney-in-Fact</u>

07/15/2004

** 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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