FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB	APPROVAL

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## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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* FULMER L CRAIG						2. Issuer Name <b>and</b> Ticker or Trading Symbol  LAKELAND FINANCIAL CORP [ LKFN ]  5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  X Director 10% Owner													
(Last) 120 W. I	irst) N, SUITE 310		Date (7/14/2		iest Tr	ansaction (Mor	nth/Day/Year)		Officer below)	(give title		ther (s elow)	pecify						
							4. If Amendment, Date of Original Filed (Month/Day/Year)							Individual or Joint/Group Filing (Check Applicable Line)					
(Street) ELKHA	RT IN	N	46516								I 1	X Form filed by One Reporting Person Form filed by More than One Reporting							
(City)	(S	state)	(Zip)										Person		triari Orie	Кероп	ung		
(=-9)				n-Deriv	/ativ	re Se	ecuri	ties	Acquired. I	Disposed o	f. or Ber	eficially	Owned						
1. Title of Security (Instr. 3)  2. Transa Date (Month/D				actio	action 2A. Do			3. ate, Transac Code (Ir	r, Transaction Disposed Code (Instr.			5. Amoun	s li liy (	6. Ownersh Form: Dire (D) or Indir (I) (Instr. 4)	ct   I ect   I	7. Nature of Indirect Beneficial Ownership			
							•		· <del>  ·</del>	V Amount	(A) or Price		Reported Transaction(s) (Instr. 3 and 4)		,	(Inst			
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned																			
(e.g., puts, calls, warrants, options, convertible securities)														11. Nature					
Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security	Date (Month/Day/Year)	Execution Date, Tra		ansaction ode (Instr.				6. Date Exercisable and Expiration Date (Month/Day/Year)		of Securities Underlying Derivative Security (Instr. 3 and 4)		Derivative Security (Instr. 5)	derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	Own Forn Dire or In (I) (II	ership 1: ct (D) direct 1str. 4)	of Indirect Beneficial Ownership (Instr. 4)		
				Co	ode	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares							
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)	\$28								05/12/2003	05/10/2008	Common Stock	925		925		D			
Stock Options (Right to buy)	\$34.37								12/09/2008	12/09/2013	Common Stock	500		500		D			
Phantom Stock	\$0								01/01/2003	01/01/2003	Common Stock	4,775.6		4,775.6		D			
Phantom Stock	\$0								01/07/2003	01/07/2013	Common Stock	398.6		398.6		D			
Phantom Stock	\$0			$\top$					01/28/2003	01/28/2013	Common Stock	37.4		37.4		D			
Phantom Stock	\$0								04/28/2003	04/28/2013	Common Stock	37.4		37.4		D			
Phantom Stock	\$0			$\top$					07/10/2003	07/10/2013	Common Stock	261.5		261.5		D			
Phantom Stock	\$0								07/30/2003	07/30/2013	Common	31.5		31.5		D			
Phantom Stock	\$0								10/27/2003	10/27/2013	Common	30		30		D			
Phantom Stock	\$0								01/16/2004	01/16/2014	Common	299		299		D			
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	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)	Code (Instr.		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	Title	Amount or Number of Shares				
Phantom Stock	\$0							01/26/2004	01/26/2014	Common Stock	28		28	D	
Phantom Stock	\$0							04/28/2004	04/28/2014	Common Stock	37		37	D	
Phantom Stock	\$0 <sup>(1)</sup>	07/14/2004		A		291		07/14/2004 <sup>(2)</sup>	07/14/2014 <sup>(3)</sup>	Common Stock	291	\$32.35	291	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.

- $^{\star}$  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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