

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* <u>STEIN MARTIN E JR</u> (Last) (First) (Middle) <u>121 W FORSYTH ST</u> <u>STE 200</u> (Street) <u>JACKSONVILLE FL</u> <u>32202</u> (City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol <u>REGENCY CENTERS CORP [REG]</u> | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <p style="text-align: center;">Chairman and CEO</p> |
| | 3. Date of Earliest Transaction (Month/Day/Year) <u>03/13/2006</u> | |
| | 4. If Amendment, Date of Original Filed (Month/Day/Year) | |

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 | 03/13/2006 | | s ⁽¹⁾ | | 1,000 | D | \$65.25 | 540,255 | D | |
| Common Stock | 03/13/2006 | | s ⁽¹⁾ | | 1,500 | D | \$65.3 | 538,755 | D | |
| Common Stock | 03/13/2006 | | s ⁽¹⁾ | | 500 | D | \$65.36 | 538,255 | D | |
| Common Stock | 03/13/2006 | | s ⁽¹⁾ | | 500 | D | \$65.4 | 537,755 | D | |
| Common Stock | 03/14/2006 | | s ⁽¹⁾ | | 500 | D | \$65 | 537,255 | D | |
| Common Stock | 03/14/2006 | | s ⁽¹⁾ | | 1,500 | D | \$65.15 | 535,755 | D | |
| Common Stock | 03/14/2006 | | s ⁽¹⁾ | | 500 | D | \$65.2 | 535,255 | D | |
| Common Stock | 03/14/2006 | | s ⁽¹⁾ | | 500 | D | \$65.21 | 534,755 | D | |
| Common Stock | 03/14/2006 | | s ⁽¹⁾ | | 3,000 | D | \$65.25 | 531,755 | D | |
| Common Stock | 03/14/2006 | | s ⁽¹⁾ | | 3,000 | D | \$65.3 | 528,755 | D | |
| Common Stock | 03/14/2006 | | s ⁽¹⁾ | | 1,500 | D | \$65.31 | 527,255 | D | |
| Common Stock | 03/14/2006 | | s ⁽¹⁾ | | 800 | D | \$65.33 | 526,455 | D | |
| Common Stock | 03/14/2006 | | s ⁽¹⁾ | | 200 | D | \$65.34 | 526,255 | D | |
| Common Stock | 03/14/2006 | | s ⁽¹⁾ | | 1,000 | D | \$65.35 | 525,255 | D | |
| Common Stock | 03/14/2006 | | s ⁽¹⁾ | | 1,000 | D | \$65.37 | 524,255 | D | |
| Common Stock | 03/14/2006 | | s ⁽¹⁾ | | 2,000 | D | \$65.4 | 522,255 | D | |
| Common Stock | 03/14/2006 | | s ⁽¹⁾ | | 1,500 | D | \$65.45 | 520,755 | D | |
| Common Stock | | | | | | | | 6,053 | I | Note 2 ⁽²⁾ |
| Common Stock | | | | | | | | 160,263 | I | Note 3 ⁽³⁾ |
| Common Stock | | | | | | | | 415,382 | I | Note 4 ⁽⁴⁾ |
| Common Stock | | | | | | | | 4,000 | I | Note 5 ⁽⁵⁾ |

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) | | 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) | | | | | |

Explanation of Responses:

1. Shares sold pursuant to a 10b5-1 trading plan adopted by Mr. Stein on March 13, 2006.
2. As custodian for minor children.
3. By a limited partnership, the general partner of which is controlled by Mr. Stein's family.
4. By two general partnerships in which Mr. Stein is a general partner.
5. By a trust for Mr. Stein's benefit.

/s/ Linda Y. Kelso, Attorney-
in-Fact for Martin E. Stein, Jr. 03/15/2006

** 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.

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.