

**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	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

<b>1. Name and Address of Reporting Person*</b> <u>SMITH BRIAN M</u>  (Last) (First) (Middle) 915 WILSHIRE BLVD. SUITE 2200  (Street) LOS ANGELES CA 90017  (City) (State) (Zip)	<b>2. Issuer Name and Ticker or Trading Symbol</b> <u>REGENCY CENTERS CORP [ REG ]</u>	<b>5. Relationship of Reporting Person(s) to Issuer</b> (Check all applicable)  Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) Chief Investment Officer
	<b>3. Date of Earliest Transaction (Month/Day/Year)</b> 02/05/2007	
<b>4. If Amendment, Date of Original Filed (Month/Day/Year)</b>		

**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	02/05/2007		M		3,196	A	\$26.4	83,195	D	
Common Stock	02/05/2007		M		5,677	A	\$51.36	88,872	D	
Common Stock	02/05/2007		S		100	D	\$88.24	88,772	D	
Common Stock	02/05/2007		S		600	D	\$88.28	88,172	D	
Common Stock	02/05/2007		S		100	D	\$88.29	88,072	D	
Common Stock	02/05/2007		S		100	D	\$88.33	87,972	D	
Common Stock	02/05/2007		S		100	D	\$88.34	87,872	D	
Common Stock	02/05/2007		S		400	D	\$88.36	87,472	D	
Common Stock	02/05/2007		S		700	D	\$88.38	86,772	D	
Common Stock	02/05/2007		S		200	D	\$88.4	86,572	D	
Common Stock	02/05/2007		S		300	D	\$88.41	86,272	D	
Common Stock	02/05/2007		S		300	D	\$88.43	85,972	D	
Common Stock	02/05/2007		S		800	D	\$88.44	85,172	D	
Common Stock	02/05/2007		S		200	D	\$88.45	84,972	D	
Common Stock	02/05/2007		S		400	D	\$88.48	84,572	D	
Common Stock	02/05/2007		S		300	D	\$88.5	84,272	D	
Common Stock	02/05/2007		S		100	D	\$88.51	84,172	D	
Common Stock	02/05/2007		S		2,700	D	\$88.52	81,472	D	
Common Stock	02/05/2007		S		200	D	\$88.56	81,272	D	
Common Stock	02/05/2007		S		200	D	\$88.58	81,072	D	
Common Stock	02/05/2007		S		200	D	\$88.62	80,872	D	
Common Stock	02/05/2007		S		273	D	\$88.63	80,599	D	
Common Stock	02/05/2007		S		600	D	\$88.7	79,999	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. Transaction Code (Instr. 8)	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)
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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		A	D	Date Exercisable (Month/Day/Year)	Expiration Date (Month/Day/Year)	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)	
				V											
				Code	V										
Employee Stock Option (right to acquire)	\$26.4	02/05/2007		M			3,196	12/14/2005	12/14/2011	Common Stock	3,196	\$0	0	D	
Employee Stock Option (right to acquire)	\$51.36	02/05/2007		M			5,677	01/17/2007	01/17/2015	Common Stock	5,677	\$0	0	D	

**Explanation of Responses:**

/s/ Foley & Lardner LLP as attorney-in-fact for Brian M. Smith; By: Linda Y. Kelso      02/06/2007

\*\* 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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