

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

SCHEDULE 13D
Under the Securities Exchange Act of 1934
(Amendment No. 16)

REGENCY CENTERS CORPORATION
(FORMERLY REGENCY REALTY CORPORATION)
(Name of Issuer)

COMMON STOCK, PAR VALUE \$0.01 PER SHARE 758849 10 3
(Title of class of securities) (CUSIP number)

NANCY E. BARTON, ESQ.
GENERAL ELECTRIC CAPITAL CORPORATION
260 LONG RIDGE ROAD
STAMFORD, CONNECTICUT 06927
(203) 357-4000
(Name, address and telephone number of person authorized
to receive notices and communications)

WITH A COPY TO:

RAYMOND O. GIETZ, ESQ.
WEIL, GOTSHAL & MANGES LLP
767 FIFTH AVENUE
NEW YORK, NEW YORK 10153

MAY 14, 2002
(Date of event which requires filing of this statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(e), 13d-1(f) or 13d-1(g), check the following box [].

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule 13d-7(b) for other parties to whom copies are to be sent.

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purposes of Section 18 of the Securities Exchange Act of 1934 (the "Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act. (However, see the Notes.)

(Continued on following pages)
(Page 1 of 32 pages)

NY2:\1151546\05_J#05!.DOC\47660.2082

CUSIP number 758849 10 3 13D Page 2 of 32 Pages

1 NAME OF REPORTING PERSON: SECURITY CAPITAL GROUP INCORPORATED
S.S. OR I.R.S. IDENTIFICATION NO. 36-3692698
OF ABOVE PERSON:

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP: (A) []
(B) []

3 SEC USE ONLY

4 SOURCE OF FUNDS: BK, 00

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e): []

6 CITIZENSHIP OR PLACE OF ORGANIZATION: MARYLAND

7 NUMBER OF SHARES: 34,273,236
SOLE VOTING POWER: 34,273,236 SHARES OF COMMON STOCK

8 BENEFICIALLY OWNED BY: SHARED VOTING POWER:

9 EACH REPORTING: 34,273,236
SOLE DISPOSITIVE POWER: 34,273,236 SHARES OF COMMON STOCK

PERSON WITH

10

SHARED DISPOSITIVE POWER:

11

AGGREGATE AMOUNT BENEFICIALLY OWNED BY REPORTING PERSON:

34,273,236 SHARES OF COMMON STOCK

12

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES:

[]

13

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11):

59.0%

14

TYPE OF REPORTING PERSON:

C0

1	NAME OF REPORTING PERSON: S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON:	SC CAPITAL INCORPORATED 74-2985638
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:	(A) [] (B) []
3	SEC USE ONLY	
4	SOURCE OF FUNDS:	BK, 00
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e):	[_]
6	CITIZENSHIP OR PLACE OF ORGANIZATION:	NEVADA
NUMBER OF SHARES	7	SOLE VOTING POWER: 34,273,236 SHARES OF COMMON STOCK
BENEFICIALLY OWNED BY	8	SHARED VOTING POWER:
EACH REPORTING	9	SOLE DISPOSITIVE POWER: 34,273,236 SHARES OF COMMON STOCK
PERSON WITH	10	SHARED DISPOSITIVE POWER:
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY REPORTING PERSON:	34,273,236 SHARES OF COMMON STOCK
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES:	[_]
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11):	59.0%
14	TYPE OF REPORTING PERSON:	C0

1	NAME OF REPORTING PERSON: S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON:	SC REALTY INCORPORATED 88-0330184
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:	(A) [] (B) []
3	SEC USE ONLY	
4	SOURCE OF FUNDS:	BK, 00
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e):	[_]
6	CITIZENSHIP OR PLACE OF ORGANIZATION:	NEVADA
NUMBER OF SHARES	7	SOLE VOTING POWER: 34,273,236 SHARES OF COMMON STOCK
BENEFICIALLY OWNED BY	8	SHARED VOTING POWER:
EACH REPORTING	9	SOLE DISPOSITIVE POWER: 34,273,236 SHARES OF COMMON STOCK
PERSON WITH	10	SHARED DISPOSITIVE POWER:
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY REPORTING PERSON:	34,273,236 SHARES OF COMMON STOCK
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES:	[_]
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11):	59.0%
14	TYPE OF REPORTING PERSON:	C0

1	NAME OF REPORTING PERSON: S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON:	SECURITY CAPITAL OPERATIONS INCORPORATED 52-2146697	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:	(A) [] (B) []	
3	SEC USE ONLY		
4	SOURCE OF FUNDS:	BK, 00	
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e):	[_]	
6	CITIZENSHIP OR PLACE OF ORGANIZATION:	MARYLAND	
NUMBER OF SHARES	7	SOLE VOTING POWER:	34,273,236 SHARES OF COMMON STOCK
BENEFICIALLY OWNED BY	8	SHARED VOTING POWER:	
EACH REPORTING	9	SOLE DISPOSITIVE POWER:	34,273,236 SHARES OF COMMON STOCK
PERSON WITH	10	SHARED DISPOSITIVE POWER:	
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY REPORTING PERSON:	34,273,236 SHARES OF COMMON STOCK	
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES:	[_]	
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11):	59.0%	
14	TYPE OF REPORTING PERSON:	C0	

1	NAME OF REPORTING PERSON: S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON:	SECURITY CAPITAL SHOPPING MALL BUSINESS TRUST 74-2869169
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:	(A) [] (B) []
3	SEC USE ONLY	
4	SOURCE OF FUNDS:	BK, 00
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e):	[_]
6	CITIZENSHIP OR PLACE OF ORGANIZATION:	MARYLAND
	NUMBER OF SHARES	7 SOLE VOTING POWER: 34,273,236 SHARES OF COMMON STOCK
	BENEFICIALLY OWNED BY	8 SHARED VOTING POWER:
	EACH REPORTING PERSON WITH	9 SOLE DISPOSITIVE POWER: 34,273,236 SHARES OF COMMON STOCK
		10 SHARED DISPOSITIVE POWER:
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY REPORTING PERSON:	34,273,236 SHARES OF COMMON STOCK
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES:	[_]
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11):	59.0%
14	TYPE OF REPORTING PERSON:	C0

1	NAME OF REPORTING PERSON: S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON:	GE CAPITAL INTERNATIONAL HOLDINGS CORPORATION
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:	(A) [] (B) []
3	SEC USE ONLY	
4	SOURCE OF FUNDS:	BK, 00
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e):	[_]
6	CITIZENSHIP OR PLACE OF ORGANIZATION:	DELAWARE
NUMBER OF SHARES	7	SOLE VOTING POWER: 34,273,236 SHARES OF COMMON STOCK (SEE ITEMS 2 AND 5)
BENEFICIALLY OWNED BY	8	SHARED VOTING POWER:
EACH REPORTING	9	SOLE DISPOSITIVE POWER: 34,273,236 SHARES OF COMMON STOCK (SEE ITEMS 2 AND 5)
PERSON WITH	10	SHARED DISPOSITIVE POWER:
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY REPORTING PERSON:	34,273,236 SHARES OF COMMON STOCK (SEE ITEMS 2 AND 5)
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES:	[_]
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11):	59.0% (SEE ITEMS 2 AND 5)
14	TYPE OF REPORTING PERSON:	C0

1	NAMES OF REPORTING PERSONS: I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS:	GENERAL ELECTRIC CAPITAL CORPORATION
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:	(A) [] (B) []
3	SEC USE ONLY	
4	SOURCE OF FUNDS:	BK, 00
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e):	[_]
6	CITIZENSHIP OR PLACE OF ORGANIZATION:	DELAWARE
NUMBER OF SHARES	7	SOLE VOTING POWER: 34,273,236 SHARES OF COMMON STOCK (SEE ITEMS 2 AND 5)
BENEFICIALLY OWNED BY	8	SHARED VOTING POWER:
EACH REPORTING	9	SOLE DISPOSITIVE POWER: 34,273,236 SHARES OF COMMON STOCK (SEE ITEMS 2 AND 5)
PERSON WITH	10	SHARED DISPOSITIVE POWER:
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY REPORTING PERSON:	34,273,236 SHARES OF COMMON STOCK (SEE ITEMS 2 AND 5)
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES:	[]
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11):	59.0% (SEE ITEMS 2 AND 5)
14	TYPE OF REPORTING PERSON:	CO

1	NAMES OF REPORTING PERSONS: I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS:	GENERAL ELECTRIC CAPITAL SERVICES, INC.
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:	(A) [] (B) []
3	SEC USE ONLY	
4	SOURCE OF FUNDS:	NOT APPLICABLE
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e):	[]
6	CITIZENSHIP OR PLACE OF ORGANIZATION:	DELAWARE
	NUMBER OF SHARES	7 SOLE VOTING POWER: 0
	BENEFICIALLY OWNED BY	8 SHARED VOTING POWER: DISCLAIMED (SEE 11 BELOW)
	EACH REPORTING	9 SOLE DISPOSITIVE POWER: 0
	PERSON WITH	10 SHARED DISPOSITIVE POWER: DISCLAIMED (SEE 11 BELOW)
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY REPORTING PERSON:	BENEFICIAL OWNERSHIP OF ALL SHARES DISCLAIMED BY GENERAL ELECTRIC CAPITAL SERVICES, INC.
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES:	[]
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11):	NOT APPLICABLE (SEE 11 ABOVE)
14	TYPE OF REPORTING PERSON:	CO

1	NAMES OF REPORTING PERSONS: I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS:	GENERAL ELECTRIC COMPANY
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:	(A) [] (B) []
3	SEC USE ONLY	
4	SOURCE OF FUNDS:	NOT APPLICABLE
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e):	[_]
6	CITIZENSHIP OR PLACE OF ORGANIZATION:	NEW YORK
	NUMBER OF SHARES	7 SOLE VOTING POWER: 0
	BENEFICIALLY OWNED BY	8 SHARED VOTING POWER: DISCLAIMED (SEE 11 BELOW)
	EACH REPORTING	9 SOLE DISPOSITIVE POWER: 0
	PERSON WITH	10 SHARED DISPOSITIVE POWER: DISCLAIMED (SEE 11 BELOW)
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY REPORTING PERSON:	BENEFICIAL OWNERSHIP OF ALL SHARES DISCLAIMED BY GENERAL ELECTRIC COMPANY
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES:	[]
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11):	NOT APPLICABLE (SEE 11 ABOVE)
14	TYPE OF REPORTING PERSON:	CO

This Amendment No. 16 ("Amendment No. 16") is filed by Security Capital Group Incorporated, a Maryland corporation (f/k/a Security Capital Realty Incorporated) ("Security Capital Group"), SC Capital Incorporated, a Nevada corporation ("SC Capital") and a wholly owned subsidiary of Security Capital Group, SC Realty Incorporated, a Nevada corporation ("SC-Realty") and a wholly owned subsidiary of SC Capital, Security Capital Operations Incorporated, a Maryland corporation ("Operations") and a wholly owned subsidiary of SC-Realty, Security Capital Shopping Mall Business Trust, a Maryland real estate investment trust and a subsidiary of Operations (f/k/a Midwest Mixed-Use Realty Investors Trust) ("Midwest" and, together with Security Capital Group, SC Capital, SC-Realty and Operations, the "Original Reporting Persons"), General Electric Company, a New York corporation ("GE"), General Electric Capital Services, Inc., a Delaware corporation ("GECS") and a wholly owned subsidiary of GE, General Electric Capital Corporation, a Delaware corporation ("GECC") and a wholly owned subsidiary of GECS, and GE Capital International Holdings Corporation, a Delaware corporation and a wholly owned subsidiary of GECC ("GE Holdings" and, together with GE, GECS and GECC, the "Additional Reporting Persons"). The Additional Reporting Persons and the Original Reporting Persons are hereinafter referred to collectively as the "Reporting Persons".

This Amendment No. 16 amends the Schedule 13D originally filed by Security Capital U.S. Realty and Security Capital Holdings S.A. on June 21, 1996 (as previously amended, the "Schedule 13D"). This Amendment No. 16 relates to shares of common stock, par value \$0.01 per share ("Common Stock"), of Regency Centers Corporation, a Florida corporation (f/k/a Regency Realty Corporation) ("Regency"). Capitalized terms used herein without definition shall have the meanings ascribed thereto in the Schedule 13D, as amended.

ITEM 2. IDENTITY AND BACKGROUND.

Item 2 of the Schedule 13D hereby is amended as follows:

Upon the completion of the Merger of Merger Sub with and into Security Capital Group on May 14, 2002, Security Capital Group survived the Merger and became a wholly owned subsidiary of GE Holdings. As a result of the Merger, the Additional Reporting Persons have been added to the Schedule 13D as Reporting Persons.

GE Holdings is a Delaware corporation with its principal executive offices located at 1600 Summer Street, Stamford, Connecticut 06905. GE Holdings is a holding company which owns all the common stock of Security Capital Group and other subsidiaries.

GECC, together with its affiliates, operates primarily in the financing industry and, to a lesser degree, in the life insurance and property/casualty insurance industries and maintains its principal executive offices at 260 Long Ridge Road, Stamford, Connecticut 06927.

GECS is a Delaware corporation with its principal executive offices located at 260 Long Ridge Road, Stamford, Connecticut 06927. GECS is a holding company which owns all the common stock of GECC and other subsidiaries.

GE is a New York corporation with its principal executive office located at 3135 Easton Turnpike, Fairfield, Connecticut 06431. GE engages in providing a wide variety of industrial, commercial and consumer products and services.

For information with respect to the identity and background of each executive officer and director of each of the Additional Reporting Persons, see Schedules 1 through 4 (the "Additional Reporting Person Schedules") which are attached hereto as Exhibit 16 and are hereby incorporated herein by reference.

At the Effective Time of the Merger, the Board of Directors of Security Capital Group became comprised of the individual listed on Schedule 5 to Exhibit 16.

During the last five years, none of the Additional Reporting Persons, nor, to the best of their knowledge, any person identified in the Additional Reporting Person Schedules has been (i) convicted of any criminal proceeding (excluding traffic violations or similar misdemeanors) or (ii) a party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result of such proceeding was or is subject to a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to federal or state securities laws or finding any violation with respect to such laws.

ITEM 4. PURPOSE OF TRANSACTION.

Item 4 of the Schedule 13D hereby is amended to add the following:

On May 14, 2002, at the Group Stockholder Meeting, the stockholders of Security Capital Group, by a majority of all votes entitled to be cast, approved and adopted the Merger Agreement and the Merger. On May 14, 2002, Articles of Merger (the "Articles of Merger") between Security Capital Group and Merger Sub were filed with the State Department of Assessments and Taxation of Maryland. The Merger became effective as of the date and time of the filing of the Articles of Merger.

Security Capital Group continues to be the beneficial owner of Regency Common Stock, and any action or discussions taken in such connection will be subject to and conducted in accordance with all applicable legal rules and contractual agreements to which Security Capital Group is subject or which otherwise apply to the purchase or sale of Regency Common Stock. Subject to these requirements and limitations, however, Security Capital Group reserves all of its rights with respect to its investment intent as previously described in this Schedule 13D.

ITEM 5. INTEREST IN SECURITIES OF THE ISSUER.

At the Effective Time of the Merger, Midwest owned 34,273,236 shares of Common Stock, representing approximately 59.0% of the outstanding Common Stock (based upon the reported number of outstanding shares

of Common Stock as of March 20, 2002 as stated in Regency's Annual Report on Form 10-K/A for the year ended December 31, 2001). Operations, SC-Realty, SC Capital, Security Capital Group and, solely for purposes of Section 13(d) of the Exchange Act and Rule 13d-3 promulgated thereunder, GE Holdings and GECC, also may be deemed to beneficially own such Common Stock. However, the filing of this statement shall not be construed as an admission that GECS or GE are, for purposes of Section 13(d) of the Exchange Act, or Rule 13d-3 promulgated thereunder, the beneficial owner of any of the shares of Common Stock covered by this statement.

No transactions in shares of Common Stock were effected by any of the Reporting Persons, or, to the best of their knowledge, any of the persons identified in the Additional Reporting Person Schedules, during the 60 days prior to the date hereof.

ITEM 7. MATERIAL TO BE FILED AS EXHIBITS.

Exhibit 16 Name, Business Address, and Present Principal Occupation of Each Executive Officer and Director of General Electric Company, General Electric Capital Services, Inc., General Electric Capital Corporation, and GE International Holdings Corporation.

Exhibit 17 Joint Filing Agreement, dated as of May 15, 2002, by and among General Electric Company, General Electric Capital Services, Inc., General Electric Capital Corporation, GE International Holdings Corporation, Security Capital Group Incorporated, SC Capital Incorporated, SC Realty Incorporated, Security Capital Operations Incorporated, and Security Capital Shopping Mall Business Trust.

SIGNATURES

After reasonable inquiry and to the best of their knowledge and belief, the undersigned certify that the information set forth in this statement is true, complete and correct.

Dated: May 15, 2002

GENERAL ELECTRIC COMPANY*

By: /s/ Nancy E. Barton

Name: Nancy E. Barton
Title: Attorney-in-Fact

GENERAL ELECTRIC CAPITAL SERVICES, INC.

By: /s/ Nancy E. Barton

Name: Nancy E. Barton
Title: Senior Vice President

GENERAL ELECTRIC CAPITAL CORPORATION

By: /s/ Nancy E. Barton

Name: Nancy E. Barton
Title: Senior Vice President

GE CAPITAL INTERNATIONAL HOLDINGS CORPORATION

By: /s/ Sarah Graber

Name: Sarah Graber
Title: Vice President and Assistant Secretary

SECURITY CAPITAL GROUP INCORPORATED

By: /s/ Jeffrey A. Klopf

Name: Jeffrey A. Klopf
Title: Senior Vice President and Secretary

* Power of attorney, dated as of February 22, 2000, by General Electric Company is hereby incorporated by reference to Schedule 13D for Luxtec Corporation, filed March 12, 2001 by GE Capital Equity Investments, Inc.

SC CAPITAL INCORPORATED

By: /s/ Jeffrey A. Klopf

Name: Jeffrey A. Klopf
Title: Secretary

SC REALTY INCORPORATED

By: /s/ Jeffrey A. Klopf

Name: Jeffrey A. Klopf
Title: Secretary

SECURITY CAPITAL OPERATIONS INCORPORATED

By: /s/ Jeffrey A. Klopf

Name: Jeffrey A. Klopf
Title: Secretary

SECURITY CAPITAL SHOPPING MALL BUSINESS TRUST

By: /s/ Jeffrey A. Klopf

Name: Jeffrey A. Klopf
Title: Secretary

EXHIBIT INDEX

Exhibit No. -----	Description -----
16	Name, Business Address, and Present Principal Occupation of Each Executive Officer and Director of General Electric Company, General Electric Capital Services, Inc., General Electric Capital Corporation, and GE International Holdings Corporation.
17	Joint Filing Agreement, dated as of May 15, 2002, by and among General Electric Company, General Electric Capital Services, Inc., General Electric Capital Corporation, GE International Holdings Corporation, Security Capital Group Incorporated, SC Capital Incorporated, SC Realty Incorporated, Security Capital Operations Incorporated, and Security Capital Shopping Mall Business Trust.

SCHEDULE 1

GENERAL ELECTRIC COMPANY

DIRECTORS AND EXECUTIVE OFFICERS

NAME -----	PRESENT BUSINESS ADDRESS -----	PRESENT PRINCIPAL OCCUPATION -----
Directors -----		
J. I. Cash, Jr.	Harvard Business School Morgan Hall Soldiers Field Road Boston, MA 02163	Professor of Business Administration Graduate School of Business Administration, Harvard University
S. S. Cathcart	222 Wisconsin Avenue Suite 103 Lake Forest, IL 60045	Retired Chairman, Illinois Tool Works
D. D. Dammerman	General Electric Company 3135 Easton Turnpike Fairfield, CT 06431	Vice Chairman of the Board and Executive Officer, General Electric Company; Chairman, General Electric Capital Services, Inc.
P. Fresco	Fiat SpA via Nizza 250 10126 Torino, Italy	Chairman of the Board, Fiat SpA
A. M. Fudge	4 Lowlyn Road Westport, CT 06880	Former President, Kraft's Beverages, Desserts & Post Divisions and former Group Vice President, Kraft Foods, Inc. Current director of Honeywell International Inc., Marriott International, Inc., and the Federal Reserve Bank of New York.
17		
NAME -----	PRESENT BUSINESS ADDRESS -----	PRESENT PRINCIPAL OCCUPATION -----
C. X. Gonzalez	Kimberly-Clark de Mexico, S.A. de C.V. Jose Luis Lagrange 103, Tercero Piso Colonia Los Morales Mexico, D.F. 11510, Mexico	Chairman of the Board and Chief Executive Officer, Kimberly-Clark de Mexico, S.A. de C.V.
J. R. Immelt	General Electric Company 3135 Easton Turnpike Fairfield, CT 06431	Chairman of the Board and Chief Executive Officer, General Electric Company
A. Jung	Avon Products, Inc. 1345 Avenue of the Americas New York, NY 10105	President and Chief Executive Officer, Avon Products, Inc.
K. G. Langone	Invemed Associates, Inc. 375 Park Avenue New York, NY 10152	Chairman, President and Chief Executive Officer, Invemed Associates, Inc.
R. B. Lazarus	Ogilvy & Mather Worldwide 309 West 49th Street New York, New York 10019-7316	Chairman and Chief Executive Officer, Ogilvy & Mather Worldwide
S. G. McNealy	Sun Microsystems, Inc. 901 San Antonio Road Palo Alto, CA 94303-4900	Chairman, President and Chief Executive Officer, Sun Microsystems, Inc.
G. G. Michelson	Federated Department Stores 151 West 34th Street New York, NY 10001	Former Member of the Board of Directors, Federated Department Stores
S. Nunn	King & Spalding 191 Peachtree Street, N.E. Atlanta, GA 30303	Partner, King & Spalding
R. S. Penske	Penske Corporation 13400 Outer Drive West Detroit, MI 48239-4001	Chairman of the Board and President, Penske Corporation
F. H. T. Rhodes	Cornell University 3104 Snee Building Ithaca, NY 14853	President Emeritus, Cornell University
G.L. Rogers	General Electric Company 3135 Easton Turnpike Fairfield, CT 06431	Vice Chairman of the Board and Executive Officer, General Electric Company

NAME - - - - -	PRESENT BUSINESS ADDRESS -----	PRESENT PRINCIPAL OCCUPATION -----
A. C. Sigler	Champion International Corporation 1 Champion Plaza Stamford, CT 06921	Retired Chairman of the Board and CEO and former Director, Champion International Corporation
D. A. Warner, III	J. P. Morgan Chase & Co., Inc. The Chase Manhattan Bank and Morgan Guaranty Trust Co. 270 Park Avenue New York, NY 10017-2070	Chairman of the Board, President, and Chief Executive Officer, J. P. Morgan Chase & Co., Inc.
R. C. Wright	National Broadcasting Company, Inc. 30 Rockefeller Plaza New York, New York 10112 Citizenship ----- P. Fresco - Italy C. X. Gonzalez - Mexico Andrea Jung - Canada All Others - U.S.A.	Vice Chairman of the Board and Executive Officer, General Electric Company; Chairman and Chief Executive Officer, National Broadcasting Company, Inc.
 Executive Officers -----		
P. D. Ameen	General Electric Company 3135 Easton Turnpike Fairfield, CT 06431	Vice President and Comptroller
J. R. Bunt	General Electric Company 3135 Easton Turnpike Fairfield, CT 06431	Vice President and Treasurer
D. C. Calhoun	General Electric Company 1 Neumann Way Cincinnati, OH 05215	Senior Vice President - GE Aircraft Engines
J.P. Campbell	General Electric Company Appliance Park Louisville, KY 40225	Vice President - GE Appliances

NAME - - - - -	PRESENT BUSINESS ADDRESS -----	PRESENT PRINCIPAL OCCUPATION -----
W. J. Conaty	General Electric Company 3135 Easton Turnpike Fairfield, CT 06431	Senior Vice President - Human Resources
D. D. Dammerman	General Electric Company 3135 Easton Turnpike Fairfield, CT 06431	Vice Chairman of the Board and Executive Officer, General Electric Company; Chairman, General Electric Capital Services, Inc.
S.C. Donnelly	General Electric Company One Research Circle Niskayuna, NY 12309	Senior Vice President - Corporate Research and Development
M.J. Espe	General Electric Company Nela Park Cleveland, OH 44112	Senior Vice President - GE Lighting
Y. Fujimori	General Electric Company 1 Plastics Avenue Pittsfield, MA 01201	Senior Vice President - GE Plastics
B. W. Heineman, Jr.	General Electric Company 3135 Easton Turnpike Fairfield, CT 06431	Senior Vice President - General Counsel and Secretary
J. R. Immelt	General Electric Company 3135 Easton Turnpike Fairfield, CT 06431	Chairman of the Board and Chief Executive Officer, General Electric Company
J. M. Hogan	General Electric Company P.O. Box 414 Milwaukee, WI 53201	Senior Vice President - GE Medical Systems
J. Krenicki, Jr.	General Electric Company 2901 East Lake Road Erie, PA 16531	Vice President - GE Transportation Systems
R. W. Nelson	General Electric Company 3135 Easton Turnpike Fairfield, CT 06431	Vice President - Corporate Financial Planning and Analysis
G. M. Reiner	General Electric Company 3135 Easton Turnpike Fairfield, CT 06431	Senior Vice President - Chief Information Officer

NAME - - - - -	PRESENT BUSINESS ADDRESS -----	PRESENT PRINCIPAL OCCUPATION -----
J. G. Rice	General Electric Company 1 River Road Schenectady, NY 12345	Senior Vice President - GE Power Systems
G. L. Rogers	General Electric Company 1 Plastics Avenue Pittsfield, MA 01201	Vice Chairman of the Board and Executive Officer
K. S. Sherin	General Electric Company 3135 Easton Turnpike Fairfield, CT 06431	Senior Vice President - Finance and Chief Financial Officer
L. G. Trotter	General Electric Company 41 Woodford Avenue Plainville, CT 06062	Senior Vice President - GE Industrial Systems
W.A. Woodburn	General Electric Company 41 Woodford Avenue Plaineville, CT 06062	Senior Vice President - GE Specialty Materials
R. C. Wright	National Broadcasting Company, Inc. 30 Rockefeller Plaza New York, New York 10112	Vice Chairman of the Board and Executive Officer, General Electric Company; President and Chief Executive Officer, National Broadcasting Company, Inc.

Citizenship
- - - - -

Yoshiaki Fujimori	Japan
All Others	U.S.A.

SCHEDULE 2

GENERAL ELECTRIC CAPITAL SERVICES, INC.

DIRECTORS AND EXECUTIVE OFFICERS

NAME - - - - -	PRESENT BUSINESS ADDRESS -----	PRESENT PRINCIPAL OCCUPATION -----
Directors -----		
Nancy E. Barton	General Electric Capital Corporation 260 Long Ridge Road Stamford, CT 06927 Citizenship: U.S.A.	Senior Vice President, General Counsel and Secretary
Ferdinando Beccalli	General Electric Capital Corporation 260 Long Ridge Road Stamford, CT 06927 Citizenship: Italy	Director and Executive Vice President
James R. Bunt	General Electric Company 3135 Easton Turnpike Fairfield, CT 06431 Citizenship: U.S.A.	Vice President and Treasurer
David C. Calhoun	GE Aircraft Engines 1 Neumann Way Cincinnati, OH 45215 Citizenship: U.S.A.	Chief Executive Officer
Dennis D. Dammerman	General Electric Company 3135 Easton Turnpike Fairfield, CT 06431 Citizenship: U.S.A.	Vice Chairman and Executive Officer
Scott C. Donnelly	General Electric CR&D One Research Circle Niskayuna, NY 12309 Citizenship: U.S.A.	Senior Vice President
Michael D. Fraizer	GE Financial Assurance 6604 W. Broad Street Richmond, VA 23230 Citizenship: U.S.A.	President and Chief Executive Officer
Benjamin W. Heineman, Jr.	General Electric Company 3135 Easton Turnpike Fairfield, CT 06431 Citizenship: U.S.A.	Senior Vice President, General Counsel and Secretary

NAME - - - - -	PRESENT BUSINESS ADDRESS -----	PRESENT PRINCIPAL OCCUPATION -----
Jeffrey R. Immelt	General Electric Company 3135 Easton Turnpike Fairfield, CT 06431 Citizenship: U.S.A.	Chairman of the Board and Chief Executive Officer, General Electric Company
John H. Myers	GE Investment Corporation 3003 Summer Street Stamford, CT 06904 Citizenship: U.S.A.	Chairman and President
Denis J. Nayden	General Electric Capital Corporation 260 Long Ridge Road Stamford, CT 06927 Citizenship: U.S.A.	Chairman and Chief Executive Officer
Michael A. Neal	General Electric Capital Corporation 260 Long Ridge Road Stamford, CT 06927 Citizenship: U.S.A.	President and Chief Operating Officer
James A. Parke	General Electric Capital Corporation 260 Long Ridge Road Stamford, CT 06927 Citizenship: U.S.A.	Vice Chairman and Chief Financial Officer
Ronald R. Pressman	Employers Reinsurance Corporation 5200 Metcalf Overland Park, KS 66204 Citizenship: U.S.A.	Chairman, President and Chief Executive Officer
Gary M. Reiner	General Electric Company 3135 Easton Turnpike Fairfield, CT 06431 Citizenship: U.S.A.	Senior Vice President and Chief Information Officer
John M. Samuels	General Electric Company 3135 Easton Turnpike Fairfield, CT 06431 Citizenship: U.S.A.	Vice President and Senior Counsel, Corporate Taxes
Keith S. Sherin	General Electric Company 3135 Easton Turnpike Fairfield, CT 06431 Citizenship: U.S.A.	Senior Vice President and Chief Financial Officer

NAME - - - - -	PRESENT BUSINESS ADDRESS -----	PRESENT PRINCIPAL OCCUPATION -----
Edward D. Stewart	General Electric Capital Corporation 1600 Summer Street Stamford, CT 06927 Citizenship: U.S.A.	Executive Vice President
Robert C. Wright	30 Rockefeller Plaza New York, New York 10112	Director
Executive Officers -----		
Dennis D. Dammerman	General Electric Company 3135 Easton Turnpike Fairfield, CT 06431 Citizenship: U.S.A.	Vice Chairman and Executive Officer
Denis J. Nayden	General Electric Capital Corporation 260 Long Ridge Road Stamford, CT 06927 Citizenship: U.S.A.	Chairman and Chief Executive Officer
Michael D. Fraizer	GE Financial Assurance 6604 W. Broad Street Richmond, VA 23230 Citizenship: U.S.A.	President and Chief Executive Officer
Michael A. Neal	General Electric Capital Corporation 260 Long Ridge Road Stamford, CT 06927 Citizenship: U.S.A.	President and Chief Operating Officer
Ronald R. Pressman	Employers Reinsurance Corporation 5200 Metcalf Overland Park, KS 66204 Citizenship: U.S.A.	Chairman, President and Chief Executive Officer
James A. Parke	General Electric Capital Services, Inc. 260 Long Ridge Road Stamford, CT 06927 Citizenship: U.S.A.	Executive Vice President and Chief Financial Officer
Edward D. Stewart	General Electric Capital Services, Inc. 600 Summer Street Stamford, CT 06927 Citizenship: U.S.A.	Executive Vice President

NAME - - - - -	PRESENT BUSINESS ADDRESS -----	PRESENT PRINCIPAL OCCUPATION -----
Nancy E. Barton	General Electric Capital Services, Inc. 260 Long Ridge Road Stamford, CT 06927 Citizenship: U.S.A.	Senior Vice President, General Counsel and Secretary
James A. Colica	General Electric Capital Services, Inc. 260 Long Ridge Road Stamford, CT 06927 Citizenship: U.S.A.	Senior Vice President, Global Risk Management
Richard D'Avino	General Electric Capital Services, Inc. 777 Long Ridge Road Stamford, CT 06927 Citizenship: U.S.A.	Senior Vice President, Taxes
Marc. J. Saperstein	General Electric Capital Services, Inc. 260 Long Ridge Road Stamford, CT 06927 Citizenship: U.S.A.	Senior Vice President, Human Resources
Kathryn A. Cassidy	General Electric Capital Services, Inc. 201 High Ridge Road Stamford, CT 06927 Citizenship: U.S.A.	Senior Vice President, Corporate Treasury and Global Funding Operation

SCHEDULE 3

GENERAL ELECTRIC CAPITAL CORPORATION

DIRECTORS AND EXECUTIVE OFFICERS

Set forth below are the name and present principal occupation or employment of each director and executive officer of General Electric Capital Corporation. The business address of each director and executive officer is c/o General Electric Capital Corporation, 260 Long Ridge Road, Stamford, Connecticut 06927, except as set forth below. All persons are citizens of the United States, except as set forth below

Name - - - - -	Present Principal Occupation or Employment -----
Joan Amble	Ms. Amble is the Vice President and Controller of General Electric Capital Corporation.
Nancy E. Barton	Ms. Barton is a Director and the Senior Vice President, General Counsel and Secretary of General Electric Capital Corporation.
Ferdinando Beccalli	Mr. Beccalli is a Director and an Executive Vice President of General Electric Capital Corporation. Mr. Beccalli is a citizen of Italy.
James R. Bunt	Mr. Bunt is a Director of General Electric Capital Corporation.
David L. Calhoun	Mr. Calhoun is a Director of General Electric Capital Corporation. His business address is 1 Neumann Way, Cincinnati, Ohio 45215.
James A. Colica	Mr. Colica is the Senior Vice President of Global Risk Management of General Electric Capital Corporation.
Richard D'Avino	Mr. D'Avino is the Senior Vice President, Tax, of General Electric Capital Corporation.
Dennis D. Dammerman	Mr. Dammerman is a Director of General Electric Capital Corporation.
Scott C. Donnelly	Mr. Donnelly is a Director of General Electric Capital Corporation.
Michael D. Fraizer	Mr. Fraizer is a Director of General Electric Capital Corporation.
Benjamin W. Heineman, Jr.	Mr. Heineman is a Director of General Electric Capital Corporation.

Jeffrey R. Immelt Mr. Immelt is a Director of General Electric Capital Corporation.

Robert L. Lewis Mr. Lewis is Senior Vice President of General Electric Capital Corporation.

John H. Myers Mr. Myers is a Director of General Electric Capital Corporation.

Denis J. Nayden Mr. Nayden is the Chairman and Chief Executive Officer of General Electric Capital Corporation.

Michael A. Neal Mr. Neal is a Director and President and Chief Operating Officer of General Electric Capital Corporation.

David R. Nissen Mr. Nissen is a Senior Vice President of General Electric Capital Corporation.

James A. Parke Mr. Parke is a Director, Vice Chairman and the Chief Financial Officer of General Electric Capital Corporation.

Ronald R. Pressman Mr. Pressman is a Director of General Electric Capital Corporation. His business address is 5200 Metcalf, Overland Park, Kansas 66204.

Gary M. Reiner Mr. Reiner is a Director of General Electric Capital Corporation.

John M. Samuels Mr. Samuels is a Director of General Electric Capital Corporation.

Marc J. Saperstein Mr. Saperstein is Senior Vice President of Human Resources of General Electric Capital Corporation.

Keith S. Sherin Mr. Sherin is a Director of General Electric Capital Corporation.

Edward D. Stewart Mr. Stewart is a Director and an Executive Vice President of General Electric Capital Corporation.

Kathryn A. Cassidy Ms. Cassidy is Senior Vice President, Corporate Treasury and Global Funding Operation of General Electric Capital Corporation.

Robert C. Wright Mr. Wright is a Director of General Electric Capital Corporation. His business address is 30 Rockefeller Plaza, New York, New York 10112.

SCHEDULE 4

GE CAPITAL INTERNATIONAL HOLDINGS CORPORATION

DIRECTORS AND EXECUTIVE OFFICERS

Set forth below are the name and present principal occupation or employment of each director and executive officer of GE Capital International Holdings Corporation. The business address of each director and executive officer is c/o GE Capital International Holdings Corporation, 1600 Summer Street, Stamford, Connecticut 06905. All persons are citizens of the United States, except as set forth below.

Name -----	Present Principal Occupation or Employment -----
Kathryn A. Cassidy	Ms. Cassidy is Vice President and Assistant Treasurer of GE Capital International Holdings Corporation.
Charles Crabtree	Mr. Crabtree is a Vice President of GE Capital International Holdings Corporation.
Richard D'Avino	Mr. D'Avino is the sole Director and a Vice President of GE Capital International Holdings Corporation.
Ray Duggins	Mr. Duggins is a Vice President of GE Capital International Holdings Corporation.
Sarah Graber	Ms. Graber is a Vice President and Assistant Secretary of GE Capital International Holdings Corporation.
Leonard Kim	Mr. Kim is a Vice President of GE Capital International Holdings Corporation.
Elizabeth Lee	Ms. Lee is a Vice President of GE Capital International Holdings Corporation. Ms. Lee is a citizen of the United Kingdom.
Jonathan Mothner	Mr. Mothner is a Vice President and Assistant Secretary of GE Capital International Holdings Corporation.
David R. Nissen	Mr. Nissen is the President of GE Capital International Holdings Corporation.
Michael Pyles	Mr. Pyles is a Vice President of GE Capital International Holdings Corporation.

Jim Richmond

Mr. Richmond is a Vice President of GE
Capital International Holdings Corporation.

Maive Scully

Mr. Scully is the Vice President and
Treasurer of GE Capital International
Holdings Corporation.

SCHEDULE 5

SECURITY CAPITAL GROUP INCORPORATED

DIRECTORS AND EXECUTIVE OFFICERS

Set forth below are the name and present principal occupation or employment of each director and executive officer of Security Capital Group Incorporated. The business address of each director and executive officer is c/o General Electric Capital Corporation, 292 Long Ridge Road, Stamford, Connecticut 06927. All persons are citizens of the United States, except as set forth below.

Name -----	Present Principal Occupation or Employment -----
Michael Pralle	Mr. Pralle is the sole director of Security Capital Group Incorporated.

JOINT FILING AGREEMENT

In accordance with Rule 13d-1(k) of Regulation 13D-G of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), this will confirm the agreement by and among all the undersigned that the Schedule 13D filed on or about this date and any amendments thereto with respect to beneficial ownership by the undersigned of shares of the common stock, par value \$0.01 per share, of Regency Centers Corporation is being filed jointly on behalf of each of the undersigned under the Exchange Act, and that this Joint Filing Agreement be included as an exhibit to such joint filings. This agreement may be executed in two or more counterparts, each of which shall be deemed an original, but all of which together shall constitute one and the same instrument.

IN WITNESS WHEREOF, the undersigned have caused this Joint Filing Agreement to be executed as of the 15th day of May, 2002.

GENERAL ELECTRIC COMPANY*

By: /s/ Nancy E. Barton

Name: Nancy E. Barton
Title: Attorney-in-Fact

GENERAL ELECTRIC CAPITAL SERVICES, INC.

By: /s/ Nancy E. Barton

Name: Nancy E. Barton
Title: Senior Vice President

GENERAL ELECTRIC CAPITAL CORPORATION

By: /s/ Nancy E. Barton

Name: Nancy E. Barton
Title: Senior Vice President

* Power of attorney, dated as of February 22, 2000, by General Electric Company is hereby incorporated by reference to Schedule 13D for Luxtec Corporation, filed March 12, 2001 by GE Capital Equity Investments, Inc.

GE CAPITAL INTERNATIONAL HOLDINGS CORPORATION

By: /s/ Sarah Graber

Name: Sarah Graber
Title: Vice President and Assistant Secretary

SECURITY CAPITAL GROUP INCORPORATED

By: /s/ Jeffrey A. Klopf

Name: Jeffrey A. Klopf
Title: Senior Vice President and Secretary

SC CAPITAL INCORPORATED

By: /s/ Jeffrey A. Klopf

Name: Jeffrey A. Klopf
Title: Secretary

SC REALTY INCORPORATED

By: /s/ Jeffrey A. Klopf

Name: Jeffrey A. Klopf
Title: Secretary

SECURITY CAPITAL OPERATIONS INCORPORATED

By: /s/ Jeffrey A. Klopf

Name: Jeffrey A. Klopf
Title: Secretary

SECURITY CAPITAL SHOPPING MALL BUSINESS TRUST

By: /s/ Jeffrey A. Klopf

Name: Jeffrey A. Klopf
Title: Secretary

