

LAKELAND FINANCIAL CORP  
 Form 4  
 October 26, 2004

**FORM 4**

UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549

OMB APPROVAL

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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
 NIEMIER CHARLES E

2. Issuer Name and Ticker or Trading Symbol  
 LAKELAND FINANCIAL CORP  
 [LKFN]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
 1600 S. MEADOW DR.  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 10/26/2004

Director  10% Owner  
 Officer (give title below)  Other (specify below)

WARSAW, IN 46580  
 (City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**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 Ownership (Instr. 4)			
			Code	V	Amount	(A) or (D)	Price			
Common Stock	10/26/2004		P		12	A	\$ 35.3	4,245.73	D	
Common Stock	10/26/2004		P		8	A	\$ 35.3	1,460	I	By Spouse
Common Stock								1,848	I	401(k) plan

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (9-02)

number.

**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 Underlying Securities (Instr. 3 and 4)
				Code	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
Stock Options (Right to buy)	\$ 13.625					01/09/2006    01/09/2011	Common Stock    1,000
Stock Options (Right to buy)	\$ 15.125					02/08/2005    02/08/2010	Common Stock    600
Stock Options (Right to buy)	\$ 19.4375					02/09/2004    02/09/2009	Common Stock    575
Stock Options (Right to buy)	\$ 34.37					12/09/2008    12/09/2013	Common Stock    500
Phantom Stock	\$ 0					01/01/2003    01/01/2003	Common Stock    3,038.1
Phantom Stock	\$ 0					01/07/2003    01/07/2013	Common Stock    297.4
Phantom Stock	\$ 0					01/28/2003    01/28/2013	Common Stock    24.1
Phantom Stock	\$ 0					04/28/2003    04/28/2013	Common Stock    23.4

