

RUBRITZ TIMOTHY G  
Form 4  
January 04, 2012

**FORM 4**

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**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 \*  
RUBRITZ TIMOTHY G

(Last) (First) (Middle)  
104 GREENBRIAR DRIVE  
(Street)

WEXFORD, PA 15090-7324

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
FNB CORP/FL/ [FNB]

3. Date of Earliest Transaction  
(Month/Day/Year)  
01/01/2012

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_ Director \_\_\_ 10% Owner  
\_\_X\_\_ Officer (give title below) \_\_\_ Other (specify below)  
Corporate Controller

6. Individual or Joint/Group Filing(Check Applicable Line)  
\_\_X\_\_ 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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Stock                    | 01/01/2012                           |  | A                              | V Amount<br>119,920<br><u>(1)</u>                                 | (A) or (D) Price<br>A \$ 11.31  | 125,525.2907   | D   |
| Common Stock                    |                                      |  |                                |   | 14,363 <u>(1)</u>   | I  | By Executive Deferred Compensation Plan               |
| Common Stock                    |                                      |  |                                |   | 1,552 <u>(1)</u>  | I  | By Supplemental Executive Benefit Plan                |
|                                 |                                      |  |                                |   | 115,205 <u>(1)</u>  | I  | By ESOP   |

Common  
Stock

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

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(9-02)

**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) | 8. Price or Value of Underlying Securities (Instr. 3 and 4) |
|---|--|--------------------------------------|--|--------------------------------|---|--|---|---|
| Stock Options (Right to Buy) <sup>(1)</sup> | \$ 10.56   |                                      |  |                                |   | 01/03/2003 12/19/2012                                    | Common Stock  | 21,780  |
| Stock Options (Right to Buy) <sup>(1)</sup> | \$ 12.15   |                                      |  |                                |   | <sup>(2)</sup> 12/20/2017                                | Common Stock  | 13,068  |
| Stock Options (Right to Buy) <sup>(1)</sup> | \$ 5.96  |                                      |  |                                |   | 12/18/2009 12/18/2018                                    | Common Stock  | 14,231  |

## Reporting Owners

| Reporting Owner Name / Address                                      | Relationships |           |                      |       |
|---|---------------|-----------|----------------------|-------|
|   | Director      | 10% Owner | Officer              | Other |
| RUBRITZ TIMOTHY G<br>104 GREENBRIAR DRIVE<br>WEXFORD, PA 15090-7324 |               |           | Corporate Controller |       |

## Signatures

/s/Timothy G.  
Rubritz

01/04/2012

\_\_Signature of  
Reporting Person

Date

## Explanation of Responses:

- \* 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).
- (1) Reflects the conversion of shares due to the merger of Parkvale Financial Corp. (PVSA) with F.N.B. Corporation.
  - (2) Options are fully vested and are available for immediate exercise.

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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