## Edgar Filing: ST JOE CO - Form 4

| ST JOE CO  |                                      |                 |                                 |  |                                       |        |                      |   |  |                             |  |
|--|--------------------------------------|-----------------|---------------------------------|--|---------------------------------------|--------|----------------------|---|--|-----------------------------|--|
| Form 4   |                                      |                 |                                 |  |                                       |        |                      |   |  |                             |  |
| February 27  | , 2008                               |                 |                                 |  |                                       |        |                      |   |  |                             |  |
| FORM   | 14                                   | ~               |                                 |  |                                       |        |                      |   | OMB AF   | PROVAL                      |  |
|  | UNITED                               | <b>STATES</b>   |                                 | RITIES A<br>shington,                          |                                       |        | NGE C                | COMMISSION  | OMB<br>Number:   | 3235-0287                   |  |
| Check th   |                                      |                 |                                 | 0.   |                                       |        |                      |   | Expires:   | January 31                  |  |
| if no longer<br>subject to<br>Section 16.<br>Form 4 or   |                                      |                 |                                 | ANGES IN BENEFICIAL OWNERSHIP OF<br>SECURITIES |                                       |        |                      |   | Extimated average<br>burden hours per<br>response 0.                 |                             |  |
| Form 5<br>obligations<br>may continue.<br>See Instruction<br>1(b).<br>Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,<br>Section 17(a) of the Public Utility Holding Company Act of 1935 or Section<br>30(h) of the Investment Company Act of 1940 |                                      |                 |                                 |  |                                       |        |                      |   |  |                             |  |
| (Print or Type)  | Responses)                           |                 |                                 |  |                                       |        |                      |   |  |                             |  |
| CONNOLLY JANNA L Sy  |                                      |                 |                                 | Name and CO [JOE                               |                                       | Tradi  | ng                   | 5. Relationship of Reporting Person(s) to<br>Issuer<br>(Check all applicable)   |  |                             |  |
| (Last)   | (First)                              | (Middle)        | 3. Date of                      | Earliest Ti                                    | ransaction                            |        |                      | (Check  | к ан аррисабіе   | ;)                          |  |
| 245 RIVER<br>500   | SIDE AVENUE                          | E, SUITE        | (Month/D<br>02/25/20            | -  |                                       |        |                      | Director<br>X Officer (give<br>below)<br>Chief A  |  | Owner<br>er (specify<br>cer |  |
|  |                                      |                 |                                 | endment, Date Original<br>nth/Day/Year)        |                                       |        |                      | <ul> <li>6. Individual or Joint/Group Filing(Check</li> <li>Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> </ul> |  |                             |  |
| JACKSON  | VILLE, FL 3220                       | 2               |                                 |  |                                       |        |                      | Form filed by M<br>Person   |  |                             |  |
| (City)   | (State)                              | (Zip)           | Tabl                            | e I - Non-E                                    | Derivative                            | Secur  | ities Acq            | uired, Disposed of  | , or Beneficial  | ly Owned                    |  |
| 1.Title of<br>Security<br>(Instr. 3)   | 2. Transaction Da<br>(Month/Day/Year | ) Execution any | med<br>on Date, if<br>Day/Year) | 3.<br>Transactio<br>Code<br>(Instr. 8)         | 4. Securi<br>on(A) or D<br>(Instr. 3, | ispose | d of (D)             | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)  | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) |                             |  |
| Common<br>Stock  | 02/25/2008                           |                 |                                 | Code V<br>F                                    | Amount<br>84                          |        | Price<br>\$<br>38.91 | (Instr. 3 and 4)<br>20,990  | D  |                             |  |
| Common<br>Stock  |                                      |                 |                                 |  |                                       |        | 50.71                | 3,198.3983  | D  |                             |  |

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

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 control number.

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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<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transacti<br>Code<br>(Instr. 8) | 5.<br>orNumber<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | ;                   | Date               | 7. Title<br>Amour<br>Underl<br>Securit<br>(Instr. | nt of<br>lying                         | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Nu<br>Deriv<br>Secur<br>Bene<br>Owne<br>Follo<br>Repo<br>Trans<br>(Instr |
|---|---|---|---|---------------------------------------|---|---------------------|--------------------|---|--|---|---|
|   |   |   |   | Code V                                | (A) (D)   | Date<br>Exercisable | Expiration<br>Date | Title   | Amount<br>or<br>Number<br>of<br>Shares |   |   |

## **Reporting Owners**

| Reporting Owner Name / Address  | Relationships |           |                          |       |  |  |  |
|---|---------------|-----------|--------------------------|-------|--|--|--|
|   | Director      | 10% Owner | Officer                  | Other |  |  |  |
| CONNOLLY JANNA L<br>245 RIVERSIDE AVENUE<br>SUITE 500<br>JACKSONVILLE, FL 32202 |               |           | Chief Accounting Officer |       |  |  |  |
| Signatures  |               |           |                          |       |  |  |  |
| /s/ Janna L   |               |           |                          |       |  |  |  |

02/27/2008 Connolly

\*\*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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.