

LAKELAND FINANCIAL CORP
 Form 5
 February 14, 2005

FORM 5

**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).
 Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

1. Name and Address of Reporting Person *
FULMER L CRAIG

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)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
 12/31/2004

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

120 W. LEXINGTON, SUITE 310

(Street)

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

6. Individual or Joint/Group Reporting

(check applicable line)

ELKHART, IN 46516

Form Filed by One Reporting Person
 Form Filed by More than One Reporting Person

(City) (State) (Zip)

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 at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|------------|------------|--|--|---|
| | | | | Amount | (A) or (D) | Price | | | |
| Common Stock | 08/31/2004 | Â | P | 680 | A | \$ 31.9353 | 7,994.115 (1) | D | Â |
| Common Stock | 12/31/2004 | Â | J(2) | 77.175 | A | \$ 34.174 | 8,071.29 (1) | D | Â |
| Common Stock | Â | Â | Â | Â | Â | Â | 300 (1) | I | By Spouse |

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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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | | (A) (D) | Date Exercisable Expiration Date | Title Amount or Number of Shares |
| Stock Options (Right to buy) | \$ 13.5 | Â | Â | Â | Â Â | 06/13/2005 06/13/2010 | Common Stock 500 |
| Stock Options (Right to buy) | \$ 13.625 | Â | Â | Â | Â Â | 01/09/2006 01/09/2011 | Common Stock 1,000 |
| Stock Options (Right to buy) | \$ 15.125 | Â | Â | Â | Â Â | 02/08/2005 02/08/2010 | Common Stock 600 |
| Stock Options (Right to buy) | \$ 19.4375 | Â | Â | Â | Â Â | 02/09/2004 02/09/2009 | Common Stock 575 |
| Stock Options (Right to buy) | \$ 28 | Â | Â | Â | Â Â | 05/12/2003 05/10/2008 | Common Stock 925 |
| Stock Options (Right to buy) | \$ 34.37 | Â | Â | Â | Â Â | 12/09/2008 12/09/2013 | Common Stock 500 |
| Phantom Stock | \$ 0 | Â | Â | Â | Â Â | 01/01/2003 01/01/2003 | Common Stock 4,775.6 |
| Phantom | \$ 0 | Â | Â | Â | Â Â | 01/07/2003 01/07/2013 | Common 398.6 |

| Stock | | | | | | | | | Stock | |
|---------------|------|---|---|---|---|---|------------|------------|--------------|-------|
| Phantom Stock | \$ 0 | Â | Â | Â | Â | Â | 01/28/2003 | 01/28/2013 | Common Stock | 37.4 |
| Phantom Stock | \$ 0 | Â | Â | Â | Â | Â | 04/28/2003 | 04/28/2013 | Common Stock | 37.4 |
| Phantom Stock | \$ 0 | Â | Â | Â | Â | Â | 07/10/2003 | 07/10/2013 | Common Stock | 261.5 |
| Phantom Stock | \$ 0 | Â | Â | Â | Â | Â | 07/30/2003 | 07/30/2013 | Common Stock | 31.5 |
| Phantom Stock | \$ 0 | Â | Â | Â | Â | Â | 10/27/2003 | 10/27/2013 | Common Stock | 30 |
| Phantom Stock | \$ 0 | Â | Â | Â | Â | Â | 01/16/2004 | 01/16/2014 | Common Stock | 299 |
| Phantom Stock | \$ 0 | Â | Â | Â | Â | Â | 01/26/2004 | 01/26/2014 | Common Stock | 28 |
| Phantom Stock | \$ 0 | Â | Â | Â | Â | Â | 04/28/2004 | 04/28/2014 | Common Stock | 37 |
| Phantom Stock | \$ 0 | Â | Â | Â | Â | Â | 07/14/2004 | 07/14/2014 | Common Stock | 291 |
| Phantom Stock | \$ 0 | Â | Â | Â | Â | Â | 07/26/2004 | 07/26/2014 | Common Stock | 40 |
| Phantom Stock | \$ 0 | Â | Â | Â | Â | Â | 10/26/2004 | 10/26/2014 | Common Stock | 37 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| FULMER L CRAIG 120 W. LEXINGTON, SUITE 310 ELKHART, IN 46516 | Â X | Â | Â | Â |

Signatures

Teresa A. Bartman,
Attorney-in-Fact

02/14/2005

**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) To reflect transfer of shares from indirect ownership to direct ownership.

(2) Dividend reinvestment for 2004.

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, see Instruction 6 for procedure.

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