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LAKELAND FINANCIAL CORP
Form 10-Q/A
May 27, 2005

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

FORM 10-Q/A
(Amendment No. 1)

QUARTERLY REPORT UNDER SECTION 13 OR 15(d)
OF THE SECURITIES EXCHANGE ACT OF 1934

For the quarterly period ended March 31, 2005

OR

TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d)
OF THE SECURITIES EXCHANGE ACT OF 1934

For the transition period from _____ to _____

Commission File Number 0-11487

LAKELAND FINANCIAL CORPORATION
(Exact name of registrant as specified in its charter)

INDIANA
(State or other jurisdiction of
incorporation or organization)

35-1559596
(I.R.S. Employer
Identification Number)

202 East Center Street
P.O. Box 1387, Warsaw, Indiana
(Address of principal executive offices)

46581-1387
(Zip Code)

Registrant's telephone number, including area code (574)267-6144

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days.

YES NO

Indicate by check mark whether the registrant is an accelerated filer (as defined in Rule 12b-2 of the Exchange Act).

YES NO

Indicate the number of shares outstanding of each of the issuer's classes of common stock, as of the last practicable date.

| Class | Outstanding at April 30, 2005 |
|----------------------------|-------------------------------|
| Common Stock, No Par Value | 5,913,918 |

EXPLANATORY NOTE

Lakeland Financial Corporation (the "Company") filed its Quarterly Report on Form 10-Q (the "Form 10-Q") with the Securities and Exchange Commission (the

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"SEC") on May 5, 2005. The Company inadvertently omitted certain language regarding the Company's internal control over financial reporting in the Form 10-Q, that was required to be included by SEC Rule 13a-14. The Company is filing this Amendment No. 1 to its Quarterly Report on Form 10-Q/A ("Amendment No. 1") to file new Exhibits 31.1 and 31.2 that include the required language relating to the Company's internal control over financial reporting.

We hereby amend the Form 10-Q to replace Exhibits 31.1 and 31.2 with Exhibits 31.1 and 31.2 attached to this Amendment No. 1. All other information is unchanged and reflects the disclosures made at the time of the original filing. Unless otherwise expressly stated, this Amendment No. 1 does not reflect events occurring after the filing of the Form 10-Q or modify or update in any way disclosures made in the Form 10-Q.

Item 6. Exhibits

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- 31.1 Certification of Chief Executive Officer Pursuant to Rule 13a-14(a)/15d-14(a)
 - 31.2 Certification of Chief Financial Officer Pursuant to Rule 13a-14(a)/15d-14(a)

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

LAKELAND FINANCIAL CORPORATION
(Registrant)

Date: May 27, 2005 /s/Michael L. Kubacki
Michael L. Kubacki - President and Chief
Executive Officer

Date: May 27, 2005 /s/David M. Findlay
David M. Findlay - Executive Vice President
and Chief Financial Officer

Date: May 27, 2005 /s/Teresa A. Bartman
Teresa A. Bartman - Vice President and
Controller