

RAYMOND JAMES FINANCIAL INC
Form 4
May 31, 2006

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 *
EITEL JOHN TIMOTHY

2. Issuer Name and Ticker or Trading Symbol
RAYMOND JAMES FINANCIAL INC [RJF]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
880 CARILLON PARKWAY
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
12/07/2006

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Executive Officer - RJA

ST. PETERSBURG, FL 33716
(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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V Amount (D) Price | | | |
| Common Stock | 12/07/2005 | | G | 600 D \$ 0 | 44,118 ⁽¹⁾ | D | |
| Common Stock | | | | | 18,103 ⁽²⁾ | I | ESOP |
| Common Stock | | | | | 2,048 ⁽³⁾ | I | Spouse |

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) | 8. Derivative Securities (Instr. 3 and 4) | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|---|-----------------------------------|
| | | | | Code | V | (A) | (D) | Title | Amount or Number of Shares |
| Employee Stock Option (right to buy) | \$ 14.2222 | | | | | 11/28/2004 | 01/28/2007 | Common Stock | 13,500 <u>(4)</u> <u>(5)</u> |
| Employee Stock Option (right to buy) | \$ 14.0222 | | | | | 12/10/2005 | 02/10/2008 | Common Stock | 11,250 <u>(6)</u> <u>(7)</u> |
| Employee Stock Option (right to buy) | \$ 16.8 | | | | | 12/04/2006 | 02/04/2009 | Common Stock | 5,742 <u>(8)</u> |
| Employee Stock Option (right to buy) | \$ 16.8 | | | | | 12/04/2006 | 02/04/2009 | Common Stock | 12,258 <u>(9)</u> <u>(10)</u> |
| Employee Stock Option (right to buy) | \$ 24.9733 | | | | | 12/01/2008 | 02/01/2011 | Common Stock | 15,000 <u>(11)</u> <u>(12)</u> |

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

2

Director 10% Owner Officer Other

EITEL JOHN TIMOTHY
880 CARILLON PARKWAY
ST. PETERSBURG, FL 33716

Executive Officer - RJA

Signatures

John Timothy 03/29/2006
Eitel

**Signature of Date
Reporting Person

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) On March 22, 2006, the common stock of RJF split 3 - for - 2, resulting in the reporting person's acquisition of 15,345 additional shares of common stock.
- (2) On March 22, 2006, the common stock of RJF split 3 - for - 2, resulting in the reporting person's acquisition of 6,045 additional shares of common stock. The shares also included shares acquired under ESOP through March 22, 2006.
- (3) On March 22, 2006, the common stock of RJF split 3 - for - 2, resulting in the reporting person's acquisition of 682 additional shares of common stock.
- (4) Options Currently exercisable 10,800 Options Becoming exercisable - 2,700 on 11/28/2006
- (5) This option was previously reported as covering 9,000 shares at an exercise price of \$21.33, but was adjusted to reflect the stock split on March 22, 2006
- (6) Options Currently exercisable - 1,687 Options Becoming Exercisable 3,938 on 12/10/2006 and 5,625 on 12/10/2007
- (7) This option was previously reported as covering 7,500 shares at an exercise price of \$21.03, but was adjusted to reflect the stock split on March 22, 2006
- (8) This option was previously reported as covering 3,828 shares at an exercise price of \$25.20, but was adjusted to reflect the stock split on March 22, 2006
- (9) Options Becoming Exercisable - 378 on 12/4/2006, 1,080 on 12/04/2007, 5,400 on 01/04/2008 and 5,400 on 01/04/2009
- (10) This option was previously reported as covering 8,172 shares at an exercise price of \$25.20, but was adjusted to reflect the stock split on March 22, 2006
- (11) Options Becoming Exercisable - 9,000 on 12/01/2008, 3,000 on 12/01/2009 and 3,000 on 12/01/2010
- (12) This option was previously reported as covering 10,000 shares at an exercise price of \$37.46, but was adjusted to reflect the stock split on March 22, 2006

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