NIEMIER CHARLES E

Form 4

January 27, 2005

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

5. Relationship of Reporting Person(s) to

January 31, 2005

0.5

Estimated average burden hours per

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response...

if no longer subject to Section 16. Form 4 or Form 5

Check this box

obligations may continue. See Instruction

1. Name and Address of Reporting Person *

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(b).

2. Issuer Name and Ticker or Trading NIEMIER CHARLES E Issuer Symbol LAKELAND FINANCIAL CORP (Check all applicable) [LKFN] 3. Date of Earliest Transaction (Last) (First) (Middle) X_ Director 10% Owner Other (specify Officer (give title (Month/Day/Year) below) 1600 S. MEADOW DR. 01/26/2005 (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting **WARSAW, IN 46580** Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 4. Securities 5. Amount of 6. Ownership 7. Nature of 3. Security (Month/Day/Year) Execution Date, if TransactionAcquired (A) or Securities Form: Direct Indirect (Instr. 3) Code Beneficially Beneficial Disposed of (D) (D) or (Month/Day/Year) (Instr. 3, 4 and 5) Owned Indirect (I) Ownership (Instr. 8) Following (Instr. 4) (Instr. 4) Reported (A) Transaction(s) or (Instr. 3 and 4) Code Amount (D) Price Common 01/26/2005 P 12 \$40 4,657.73 D Α Stock Common 01/26/2005 P 8 \$ 40 1,618 Ι By Spouse Α Stock Common 401(k) 1.848 I Stock plan

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

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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. Transactic Code (Instr. 8)	5. orNumber 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)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options (Right to buy)	\$ 13.5					06/13/2005	06/13/2010	Common Stock	500
Stock Options (Right to buy)	\$ 13.625					01/09/2006	01/09/2011	Common Stock	1,000
Stock Options (Right to buy)	\$ 15.125					02/08/2005	02/08/2010	Common Stock	600
Stock Options (Right to buy)	\$ 19.4375					02/09/2004	02/09/2009	Common Stock	575
Stock Options (Right to buy)	\$ 34.37					12/09/2008	12/09/2013	Common Stock	500
Phantom Stock	\$ 0					01/01/2003	01/01/2003	Common Stock	3,038.1
Phantom Stock	\$ 0					01/07/2003	01/07/2013	Common Stock	297.4
Phantom Stock	\$ 0					01/28/2003	01/28/2013	Common Stock	24.1
Phantom Stock	\$ 0					04/28/2003	04/28/2013	Common Stock	23.4

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Phantom Stock	\$ 0				07/10/2003	07/10/2013	Common Stock	238
Phantom Stock	\$ 0				07/30/2003	07/30/2013	Common Stock	20
Phantom Stock	\$ 0				10/27/2003	10/27/2013	Common Stock	20
Phantom Stock	\$ 0				01/16/2004	01/16/2014	Common Stock	241
Phantom Stock	\$ 0				01/26/2004	01/26/2014	Common Stock	18
Phantom Stock	\$ 0				04/28/2004	04/28/2014	Common Stock	25
Phantom Stock	\$ 0				07/14/2004	07/14/2014	Common Stock	294
Phantom Stock	\$ 0				07/26/2004	07/26/2014	Common Stock	26
Phantom Stock	\$ 0				10/26/2004	10/26/2014	Common Stock	25
Phantom Stock	\$ 0				01/11/2005	01/11/2015	Common Stock	268
Phantom Stock	\$ 0 (1)	01/26/2005	A	22	01/26/2005(2)	01/26/2015(3)	Common Stock	22

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
NIEMIER CHARLES E 1600 S. MEADOW DR. WARSAW, IN 46580	X					

Signatures

Teresa A. Bartman, Attorney-in-Fact 01/27/2005

**Signature of Reporting Person Da

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) Each phantom stock unit exersises into 1 share of Common Stock.
- (2) Phantom stock is exercisable after the directors' retirement as a Board member.
- (3) Phantom shares expire after the directors' retirement as a Board member.

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

Reporting Owners 3

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