

CURTIS C WILLIAM JR
Form 4/A
October 29, 2004

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 *
CURTIS C WILLIAM JR

2. Issuer Name and Ticker or Trading Symbol
SEACOAST BANKING CORP OF FLORIDA [SBCF]

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)
 Director 10% Owner
 Officer (give title below) Other (specify below)
Sr EVP & Chief Banking Officer

(Last) (First) (Middle)
3410 BUCKINGHAMMOCK TRAIL
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
08/10/2004

VERO BEACH, FL 32960

4. If Amendment, Date Original Filed(Month/Day/Year)
08/10/2004

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 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 | 08/10/2004 | | M | 9,800 A \$ 7.7273 | 17,800 (1) | D (1) | |
| Common Stock | 08/10/2004 | | M | 24,000 A \$ 8.7879 | 41,800 (1) | D (1) | |
| Common Stock | 08/10/2004 | | G(2) | 33,800 D \$ 0 (2) | 8,000 (1) | D (1) | |
| Common Stock | 08/10/2004 | | G(2) | 33,800 A \$ 0 (2) | 70,944 | I | Held by Spouse |
| Common Stock | | | | | 110 | I | Held jointly by spouse, 4 |

daughters &
daughter-in-law

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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title Amount or Number of Shares |
| Common Stock Right to Buy ⁽³⁾ | \$ 7.7273 ⁽⁴⁾ | 08/10/2004 | | X | 9,800 | 05/20/2001 05/20/2007 | Common Stock 9,800 |
| Common Stock Right to Buy ⁽³⁾ | \$ 8.7879 ⁽⁵⁾ | 08/10/2004 | | X | 24,000 | 07/01/1999 06/30/2008 | Common Stock 24,000 |
| Common Stock Right to Buy ⁽⁶⁾ | \$ 17.08 | | | | | ⁽⁷⁾ 11/17/2013 | Common Stock 15,000 |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

CURTIS C WILLIAM JR
3410 BUCKINGHAMMOCK TRAIL
VERO BEACH, FL 32960

Sr EVP & Chief Banking Officer

Signatures

Sharon Mehl as Power of Attorney for C. William
Curtis, Jr.

10/29/2004

__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).
- 4,000 shares represent a restricted stock award granted under Seacoast's 2000 Long-Term Incentive Plan which shall vest over 5 years at the rate of 20% on each anniversary of the date of grant (11/17/03), subject to continued employment. Another 4,000 shares represent a restricted stock award granted under Seacoast's 2000 Long-Term Incentive Plan which shall vest, subject to continued employment, over a 5-year performance period beginning January 1, 2004 as to the following percentage of shares based on the Company's EPS growth over the performance period compared to fiscal year 2003 EPS: 38% EPS growth=25% vesting; 50% EPS growth=50% vesting; 75% EPS growth=75% vesting; 85% EPS growth=100% vesting. Notwithstanding the above schedule, 100% of the performance based award shall vest on the fifth anniversary of the grant date if the Company achieves an ROE of at least 16.5% for 3 consecutive quarters during the performance period, regardless of whether the EPS targets are met.
- (1) 4,000 shares represent a restricted stock award granted under Seacoast's 2000 Long-Term Incentive Plan which shall vest over 5 years at the rate of 20% on each anniversary of the date of grant (11/17/03), subject to continued employment. Another 4,000 shares represent a restricted stock award granted under Seacoast's 2000 Long-Term Incentive Plan which shall vest, subject to continued employment, over a 5-year performance period beginning January 1, 2004 as to the following percentage of shares based on the Company's EPS growth over the performance period compared to fiscal year 2003 EPS: 38% EPS growth=25% vesting; 50% EPS growth=50% vesting; 75% EPS growth=75% vesting; 85% EPS growth=100% vesting. Notwithstanding the above schedule, 100% of the performance based award shall vest on the fifth anniversary of the grant date if the Company achieves an ROE of at least 16.5% for 3 consecutive quarters during the performance period, regardless of whether the EPS targets are met.
 - (2) Gifted 33,800 shares to spouse
 - (3) Granted pursuant to Seacoast Banking Corporation of Florida's 1996 Long-Term Incentive Plan
 - (4) The Form 4 filing software only allows for numbers to be expressed up to four decimal places. The actual price of Mr. Curtis' stock options is \$7.727273.
 - (5) The Form 4 filing software only allows for numbers to be expressed up to four decimal places. The actual price of Mr. Curtis' stock options is \$8.787879.
 - (6) Granted pursuant to Seacoast Banking Corporation of Florida's 200 Long-Term Incentive Plan
 - (7) Vests over 5 years at the rate of 20% on the first anniversary of the date of the grant and then at the rate of 20% on each of the following four anniversaries thereafter, subject to continued employment

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

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