HUDSON DENNIS S III

Form 4/A January 20, 2006

FORM 4

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

OMB 3235-0287 Number:

Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

January 31, Expires: 2005 Estimated average

OMB APPROVAL

Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue.

burden hours per response... 0.5

See Instruction

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

(11111 of Type I	tesponses)								
1. Name and Address of Reporting Person * HUDSON DENNIS S III			Symbol SEACC		Ticker or Trading NKING CORP OF [F]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last)	, ,	(Middle)	3. Date of (Month/D	f Earliest Ti Oay/Year)	ransaction	X Director X Officer (g below)			
	Г BANKING CO P.O. BOX 9012		12/21/2	005		· · · · · · · · · · · · · · · · · · ·	Chairman & CE	О.	
	(Street)		4. If Ame	ndment, Da	ate Original	6. Individual or	Joint/Group F	iling(Check	
			Filed(Mor	nth/Day/Year	r)	Applicable Line)			
STUART, F	L 34995		12/21/2	005		_X_ Form filed b Form filed by Person		•	
(City)	(State)	(Zip)	Tabl	e I - Non-I	Derivative Securities Ac	quired, Disposed	of, or Benefic	ially Owne	
1.Title of Security	2. Transaction Da (Month/Day/Year				4. Securities Acquired on(A) or Disposed of	5. Amount of Securities	6. Ownership	7. Nature Indirect	

(City)	(State)	(Zip) Tabl	le I - Non-I	Derivative	Secur	rities Ac	quired, Disposed	of, or Benefic	ially 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 on(A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Stock	12/21/2005		Code V	Amount 344	or (D) D	Price \$ 24.7	(Instr. 3 and 4) 15,700	D (1)		
Common Stock							25,423	D (2)		
Common Stock							24,000	D (3)		
Common Stock							78,474	D (4)		
Common Stock							1,121,778	I	Shares held by	

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Sherwood Partners, Ltd., a family partnership Common Shares held 24,200 I Stock by spouse Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control 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)	Expiration Dat (Month/Day/Y			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 (5)	\$ 6.5909					06/18/2000	06/17/2006	Common Stock	19,800	
Common Stock Right to Buy (5)	\$ 7.7237 (6)					05/20/2001	05/20/2007	Common Stock	19,800	
Common Stock Right to Buy (5)	\$ 8.7879 (7)					07/01/1999	06/30/2008	Common Stock	72,600	
Common Stock Right to Buy (8)	\$ 17.08					<u>(9)</u>	11/17/2013	Common Stock	75,000	
	\$ 22.4					(10)	12/21/2014		30,000	

8. Properties Secution (Inst

Common Stock Stock Right to

Buy (8)

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

HUDSON DENNIS S III SEACOAST BANKING CORP. OF FLORIDA P.O. BOX 9012 STUART, FL 34995

X Chairman & CEO

Signatures

Dennis S. Hudson, III 01/20/2006

**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).
- 10,500 shares represent unvested shares in a time-based restricted stock award granted under Seacoast's 2000 Long-Term Incentive Plan which shall vest in 3,500 share increments on each aniversary of the date of grant (11/17/03), subject to continued employment. Another 5,200 shares represent unvested shares in a time-based restricted stock award granted under Seacoast's 2000 Long-term Incentive Plan which shall vest, subject to continued employment, in 1,300 share increments on each anniversary of the date of grant (12/21/04).
- (2) Shares held in Trust
 - 17,500 shares represent a performance based restricted stock awards 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. Another 6,500 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, 2005. Both restricted stock awards vest based on achievemnet of EPS targets compared to the prior fiscal year's EPS: 38% EPS growth=25% vesting; 50% EPS growth=50% vesting; 75% EPS growth=75% vesting; 85% EPS growth=100% vesting. Notwillstanding the above schedule, 100% of the award will vest on the fifth anniversary of the grant date if Seacoast achieves an ROE of at least 16.5% for 3 consecutive quarters during the performance period, regardless of whether the EPS targets are me
- (4) Shares held jointly with spouse
- (5) Granted pursuant to Seacoast Banking Corportion of Florida's 1996 Long-Term Incentive Plan
- (6) The Form 4 filing software only allows for numbers to be expressed up to four decimal places. The actual price of the stock options is
- (7) The Form 4 filing software only allows for numbers to be expressed up to four decimal places. The actual price of the stock options is \$8.787879.
- (8) Granted pursuant to Seacoast Banking Corporation of Florida's 2000 Long-Term Incentive Plan
- (9) Vests over 5 years at the rate of 20% on the first anniversary of the date of grant (11/17/03) and then at the rate of 20% on each of the following four anniversaries thereafter, subject to continue employment.
- (10) Vests over 5 years at the rate of 20% on the first anniversary of the date of grant (12/21/2004) and then at the rate of 20% on each of the following four anniversaries thereafter, subject to continue employment.

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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