SEC Form 4	
------------	--

П

# FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL									
OMB Number: 3235-0287									
Estimated average burden									
hours per response:	0.5								

1. Name and Addres	1 0	n*	2. Issuer Name <b>and</b> Ticker or Trading Symbol LAKELAND FINANCIAL CORP [ LKFN ]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
HIATT THOMAS			L _	X	Director	10% Owner			
(Last) 500 W 62ND	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 02/07/2011		Officer (give title below)	Other (specify below)			
P			4. If Amendment, Date of Original Filed (Month/Day/Year)		idual or Joint/Group Filing (	Check Applicable			
(Street) INDIANAPOLIS	5 IN	46260		Line) X	Form filed by One Report Form filed by More than C	•			
(City)	(State)	(Zip)			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. Transa Code ( 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership	
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)	
Common Stock	02/07/2011		J <sup>(1)</sup>		16.707	A	\$21.6229	3,457.9852	D		
Common Stock	03/14/2011		Р		241.559	A	\$20.6989	3,699.5442	D		
Common Stock								600	I	By Spouse	

#### 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. Transa Code ( 8)		of Deriv Secu Acqu (A) o Dispe of (D	posed D) str. 3, 4		e and 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Phantom Stock	(2)							(4)	(3)	Common Stock	4,823		4,823	D	
Stock Options (Right to Buy)	\$25.6							01/09/2012	01/09/2017	Common Stock	3,000		3,000	D	
Stock Options (Right to Buy)	\$24.05							05/14/2013	05/14/2018	Common Stock	1,000		1,000	D	

Explanation of Responses:

1. Dividend Reinvestment for 2011.

2. Each phantom stock unit exersises into 1 share of Common Stock.

3. Phantom shares expire after the directors' retirement as a Board member.

4. Phantom stock is exercisable after the directors' retirement as a Board member.

#### Teresa A. Bartman, Attorney-

in-Fact

03/15/2011

\*\* Signature of Reporting Person Date

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

\* 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).

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.