FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

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1. Name and Address of Reporting Person* <u>PLETCHER RICHARD L</u>						2. Issuer Name and Ticker or Trading Symbol LAKELAND FINANCIAL CORP [LKFN] 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner														
(Last) (First) (Middle) 1102 NORTHWOOD DR						3. Date of Earliest Transaction (Month/Day/Year) 07/07/2008									Officer below)	(give title		Other (s below)	specify	
(Street) NAPPANEE IN 46550					4.	4. If Amendment, Date of Original Filed (Month/Day/Year)									6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person					
					-										Form fi Person		e than	One Repor	ting	
(City)	(S	tate)	(Zip)	2 Dori	vativ	, S	ourit	ioc A	oguirod	Dier	nosod	of or I	Ponof	icially	v Owned					
1. Title of Security (Instr. 3) 2. Tra					Transaction			emed ion Da	3. Transa Code (I 'ear)	4. Secu Dispos nstr. 5)		of, or Benefic urities Acquired (A) sed Of (D) (Instr. 3,		A) or , 4 and	5. Amour Securitie Beneficia Owned F Reported	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)		: Direct I r Indirect I str. 4) (7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common	Stock								Code	V	Amour	nt (C) or)	Price	(Instr. 3 a	nd 4)		D		
Common												\dashv			+ -	9.882		, l	By	
			Table II -	Deriva	ative	Sec	uritio	Αc	quired, D	ieno	ead o	of or Be	nefic	ially	Owned				Spouse	
									ts, option						Owned					
1. Title of Derivative Security (Instr. 3)	ivative Conversion Date Executivity or Exercise (Month/Day/Year) if an		3A. Deemed Execution I if any (Month/Day	Date,	4. Transaction Code (Instr. 8)				6. Date Exercisable and Expiration Date (Month/Day/Year)		e and	7. Title and Amo of Securities Underlying Deriv Security (Instr. 3 4)		vative	8. Price of Derivative Security (Instr. 5)	9. Numbe derivative Securities Beneficia Owned Following Reported Transacti (Instr. 4)	ative rities ficially ed wing rted saction(s)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
					Code	v	(A)	(D)	Date Exercisable	Exp Date	oiration e	Title		unt or ber of es						
Phantom Stock	(1)								10/25/2005	10/2	25/2005	Commor Stock	1	10		110		D		
Phantom Stock	(1)								04/26/2005	04/2	26/2015	Commor Stock	1	16		116		D		
Phantom Stock	(1)								07/12/2005	07/1	12/2015	Commor Stock	5	44		544		D		
Phantom Stock	(1)								07/26/2005	07/2	26/2015	Commor Stock	9	98		98		D		
Phantom Stock	\$0								01/26/2005	01/2	26/2015	Commor Stock	9)4		94		D		
Phantom Stock	\$0								01/28/2003	01/2	28/2013	Commor Stock	10	9.8		109.8	3	D		
Phantom Stock	\$0								04/28/2003	04/2	28/2013	Commor	10	8.2		108.2	2	D		
Phantom Stock	\$0								07/26/2004	07/2	26/2014	Commor Stock	1	14		114		D		
Phantom Stock	\$0								10/26/2004	10/2	26/2014	Commor Stock	1	04		104		D		
Phantom Stock	\$0								01/01/2003	01/0	01/2003	Commor Stock	14,5	577.4		14,577	.4	D		
Phantom Stock	\$0								01/26/2004	01/2	26/2014	Commor Stock	8	30		80		D		
Phantom Stock	\$0			\neg					04/28/2004	04/2	28/2014	Commor Stock	1	06		106		D		
Phantom Stock	\$0								01/07/2003	01/0	07/2013	Commor Stock	62	8.6		628.6	5	D		
Phantom Stock	\$0								10/27/2003	10/2	27/2013	Commor Stock	8	39		89		D		
Phantom Stock	\$0			\neg					07/30/2003	07/3	30/2013	Commor Stock	9)2		92		D		
Phantom Stock	\$0			\neg					01/16/2004	01/1	16/2014	Commor Stock	5	05		505		D		

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)	action (Instr.	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exerc Expiration Day (Month/Day/)	ate	of Securit Underlyin	d Amount ies g Derivative Instr. 3 and	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	\$0							07/14/2004	07/14/2014	Common Stock	586		586	D	
Phantom Stock	\$0							01/11/2005	01/11/2015	Common Stock	534		534	D	
Phantom Stock	\$0							07/10/2003	07/10/2013	Common Stock	536		536	D	
Phantom Stock	(1)	07/07/2008		A		720		(2)	(3)	Common Stock	720	\$20.55	4,897	D	
Stock Options (Right to buy)	\$6.75							06/13/2005	06/13/2010	Common Stock	1,000		1,000	D	
Stock Options (Right to buy)	\$6.8125							01/09/2006	01/09/2011	Common Stock	2,000		2,000	D	
Stock Options (Right to buy)	\$7.5625							02/08/2005	02/08/2010	Common Stock	1,200		1,200	D	
Stock Options (Right to buy)	\$9.7188							02/09/2004	02/09/2009	Common Stock	1,150		1,150	D	
Stock Options (Right to buy)	\$17.185							12/09/2008	12/09/2013	Common Stock	1,000		1,000	D	
Stock Options (Right to buy)	\$24.05							12/07/2010	05/14/2018	Common Stock	1,000		1,000	D	

Explanation of Responses:

- 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.

Teresa A. Bartman, Attorney-

in-Fact

** Signature of Reporting Person

Date

07/07/2008

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.

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