#### **HUDSON DENNIS S III**

Form 4/A March 09, 2007

# FORM 4

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

OMB APPROVAL

Check this box
if no longer
STATEMENT OF CHANGES IN BEN

Number: 3235-0287 Expires: January 31,

if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires. 2005
Estimated average burden hours per response... 0.5

5 Relationship of Reporting Person(s) to

Form 5 obligations may continue.

See Instruction

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

2 Jaguar Nama and Tiakar or Tradina

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \*

HUDSON DENNIS S III		2. Issuer Name <b>and</b> Ticker or Trading Symbol					Issuer				
				OAST B IDA [SB		G C	OR	RP OF	(Check all applicable)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)				_X_ Director 10% Owner _X_ Officer (give title Other (specify				
SEACOAST BANKING CORP. OF FLORIDA, P.O. BOX 9012			02/12/2007						below) below) Chairman & CEO		
			4. If An	4. If Amendment, Date Original					6. Individual or Joint/Group Filing(Check		
				onth/Day/Yo	ear)				Applicable Line) _X_ Form filed by One Reporting Person		
STUART, FL 34995				02/13/2007					Form filed by More than One Reporting Person		
(City)	(State)	(Zip)	Tal	ble I - Non	-Derivat	ve Se	ecui	rities Acqu	ired, Disposed o	of, or Benefici	ally Owned
1.Title of Security (Instr. 3)	rity (Month/Day/Year) Execution Date, if		Code (Instr. 3, 4 and 5)					Securities C Beneficially F Owned D Following or Reported (I	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code V	Amoui		or D)	Price	(Instr. 3 and 4)	(msu. 1)	
Common Stock	02/12/2007			M	19,800	) A	١	7.7273 (1)	68,553	D (2)	
Common Stock									1,353	D (3)	
Common Stock									2,685	D (4)	
Common Stock									24,000	D (5)	
									1,121,778	I	

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Common Stock			Held by Sherwood Pertners, Ltd., a family partnership
Common Stock	24,200	I	Held by spouse
Common Stock	10,900	D (6)	
Common Stock	62,301	D (7)	

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

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 control number.

SEC 1474

(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. Transactic Code (Instr. 8)	5. Number of ctionDerivative Securities 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Expiration Date (Month/Day/Year) A)		7. Title and An Underlying Sec (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	o N o
Common Stock Right to Buy (8)	\$ 7.7273 (1)	02/12/2007		X		19,800	05/20/2001	05/20/2007	Common Stock	1
Stock-settled Stock Appreciation Rights (9)	\$ 26.72						05/16/2008(10)	05/16/2016	Common Stock	2
Common Stock Right to Buy (8)	\$ 8.7879 (11)						07/01/1999	06/30/2008	Common Stock	
Common Stock Right to Buy (9)	\$ 17.08						11/17/2004(12)	11/17/2013	Common Stock	
	\$ 22.4						12/21/2005(12)	12/21/2014		

Common Stock Right to Buy (9)

Common Stock

### **Reporting Owners**

Reporting Owner Name / Address	Relationships						
1 8	Director	10% Owner	Officer	Other			
HUDSON DENNIS S III SEACOAST BANKING CORP. OF FLORIDA P.O. BOX 9012	X		Chairman & CEO				
STUART, FL 34995							

### **Signatures**

Sharon Mehl as power of attorney for Dennis S. **Hudson III** 

03/09/2007

\*\*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).
- 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 **(1)** \$7.72727.
- Shares held in Trust **(2)**
- Represents a time-based restricted stock award granted on 2/2/2007 under Seacoast?s 2000 Long-Term Incentive Plan which shall vest **(3)** in 25% increments beginning on the second anniversary of the date of grant, and each anniversary thereafter, subject to continued employment.
- Represents Restricted Stock Awards purchased under the Company's 2000 Long-Term Incentive Plan at fair market value. The restricted **(4)** stock is subject to a one year holding period.
  - 17,500 shares represent a performance based 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. 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 achievement of **(5)** EPS targets compared to the prior fiscal year. 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 awards 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.
  - 7,000 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 shares increments on each anniversary of the data of grant (11/17/03), subject to continued employment.
- **(6)** Another 3,900 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 shares increments on each anniversary of the date of grant (12/21/04).
- **(7)** Shares held jointly with spouse
- **(8)** Granted pursuant to Seacoast Banking Corporation of Florida's 1996 Long-Term Incentive Plan
- **(9)** Granted pursuant to Seacoast Banking Corporation of Florida's 2000 Long-Term Incentive Plan
- Represents stock-settled stock appreciation rights granted on 5/16/2006 which will vest over five years in 25% increments beginning on the second anniversary of the date of grant and each of the following three anniversaries thereafter, subject to continued employment

(11)

Reporting Owners 3

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Vests over 5 years at the rate of 20% on the first anniversary of the date of grant (date specified above) 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. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.