

SEACOAST BANKING CORP OF FLORIDA  
 Form 4  
 May 30, 2006

**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 \*  
 HUDSON DENNIS S III

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)

(Last) (First) (Middle)

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

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
 Chairman & CEO

SEACOAST BANKING CORP. OF FLORIDA, P.O. BOX 9012

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(Street)

STUART, FL 34995

(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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Stock                    |                                      |  |                                | (A) or (D) Price  | 15,700  | D <sup>(1)</sup>   |   |
| Common Stock                    |                                      |  |                                | (A) or (D) Price  | 24,000  | D <sup>(2)</sup>   |   |
| Common Stock                    |                                      |  |                                | (A) or (D) Price  | 74,474  | D <sup>(3)</sup>   |   |
| Common Stock                    |                                      |  |                                | (A) or (D) Price  | 1,121,778   | I  | Shares held by Sherwood Partners,                     |

|              |                       |   |   |
|--------------|-----------------------|---|---|
| Common Stock | 24,200                | I | Ltd., a family partnership<br>Shares held by spouse |
| Common Stock | 45,223 <sup>(4)</sup> | D |   |

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.**

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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 Security (Instr. 3 and 4) |              |                     |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|---------------------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title        | Amount or Number of |
| Stock-settled Stock Appreciation Rights <sup>(5)</sup> | \$ 26.72   | 05/26/2006                           |  | A                              | 27,600  | 05/16/2008 <sup>(6)</sup>                                | 05/16/2016  | Common Stock | 27,600              |
| Common Stock Right to Buy <sup>(5)</sup>               | \$ 22.4  |                                      |  |                                |   | 12/21/2005 <sup>(7)</sup>                                | 12/21/2014  | Common Stock | 30,000              |
| Common Stock Right to Buy <sup>(8)</sup>               | \$ 7.7273 <sup>(9)</sup>                               |                                      |  |                                |   | 05/20/2001   | 05/20/2007  | Common Stock | 19,000              |
| Common Stock Right to Buy <sup>(8)</sup>               | \$ 8.7879 <sup>(10)</sup>                              |                                      |  |                                |   | 07/01/1999   | 06/30/2008  | Common Stock | 73,000              |
| Common Stock Right to Buy <sup>(5)</sup>               | \$ 17.08   |                                      |  |                                |   | 11/17/2004 <sup>(7)</sup>                                | 11/17/2013  | Common Stock | 73,000              |

## Reporting Owners

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

## Signatures

Dennis S.  
Hudson, III

05/30/2006

\*\*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).
  - (1) Represents unvested shares in time-based restricted stock awards granted under Seacoast's 2000 Long-Term Incentive Plan which shall vest over 5 years at the rate of 20% on the first anniversary of the date of grant and then at the rate of 20% on each of the following four anniversaries, subject to continued employment.
  - (2) Represents unvested shares in 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 the fiscal year after the award was granted as to the following percentage of shares based on Seacoast's EPS growth over the performance period 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. Notwithstanding 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 met.
  - (3) Shares held jointly with spouse
  - (4) Shares held in Trust
  - (5) Granted pursuant to Seacoast Banking Corporation of Florida's 2000 Long-Term Incentive Plan
  - (6) 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.
  - (7) Vests over 5 years at the rate of 20% on the first anniversary of the date of grant and then at the rate of 20% on each of the following four anniversaries thereafter, subject to continued employment.
  - (8) Granted pursuant to Seacoast Banking Corporation of Florida's 1996 Long-Term Incentive Plan
  - (9) 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 \$7.72727.
  - (10) 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.

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.