

Edgar Filing: HEWITT HOWARD H - Form 4

HEWITT HOWARD H

Form 4

February 28, 2003

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/          OMB APPROVAL          /
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/ OMB Number:          3235-0287 /
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| FORM 4 |
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U.S. SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

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

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*

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Hewitt                      Howard                      H.
-----
(Last)                      (First)                      (Middle)
-----
                        800 North Boulevard West
-----
                        (Street)
-----
Leesburg                     FL                      34748
-----
(City)                      (State)                      (Zip)
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2. Issuer Name and Ticker or Trading Symbol FFLC Bancorp, Inc. (FFLC)

3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)

4. Statement for Month/Day/Year February 26, 2003

5. If Amendment, Date of Original (Month/Day/Year)

6. Relationship of Reporting Person(s) to Issuer (Check all applicable)

X Director ___ Officer ___ 10% Owner ___ Other

(give title below) (specify below)

7. Individual or Joint/Group Filing

(Check Applicable Line)

X Form filed by One Reporting Person

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 _____ Form filed by More than One Reporting Person

TABLE I--NON-DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFIC

1. Title of Security (Instr. 3)	2. Transaction Date (mm/dd/yy)	2A. Deemed Execution Date, if any (mm/dd/yy)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned (Instr. 3)
			Code	V	Amount	(A) or (D)	Price	
Common Stock	02/26/2003		P		330.0000	A	\$37.90	38,4
Common Stock								2,0
Common Stock								6
Common Stock								9,6

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

*If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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.

(Over)
 SEC 1474 (9-02)

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FORM 4 (continued)

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)	
				Code	V

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TABLE II--DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFICIALLY OWNED
(E.G., PUTS, CALLS, WARRANTS, OPTIONS, CONVERTIBLE SECURITIES)

6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (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 of Derivative Security Direct (D) or Indirect (Instr.)
Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

Explanation of Responses:

/s/ George W. Murphy, Jr. 2/28/03

**Signature of Reporting Person Date

By: George W. Murphy, Jr., Power of Attorney
For: Howard H. Hewitt

** 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 provided is insufficient, see Instruction 6 for procedure.

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