#### REGAN MICHAEL N

Form 4

September 21, 2005

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|-------------|---|---|---|---|---|---|

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

OMB

Check this box if no longer subject to

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

3235-0287 Number: January 31, Expires:

2005

**OMB APPROVAL** 

Section 16. Form 4 or Form 5

**SECURITIES** 

Estimated average burden hours per

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

response... 0.5

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \*

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

**REGAN MICHAEL N** 

Symbol ST JOE CO [JOE]

(Check all applicable)

(Last)

Common

(First) (Middle) 3. Date of Earliest Transaction

Director 10% Owner

245 RIVERSIDE AVENUE, SUITE

09/19/2005

X\_ Officer (give title Other (specify below)

(Street)

(Month/Day/Year)

below) Senior Vice President

6. Individual or Joint/Group Filing(Check

500

4. If Amendment, Date Original

Applicable Line)

Filed(Month/Day/Year)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

(Instr. 4)

Person

Following

JACKSONVILLE, FL 32202

(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities 5. Amount of 6. Ownership 7. Nature of Security (Month/Day/Year) Execution Date, if TransactionAcquired (A) or Securities Form: Direct Indirect (Instr. 3) Code Disposed of (D) Beneficially (D) or Beneficial (Instr. 3, 4 and 5) Indirect (I) Ownership (Month/Day/Year) (Instr. 8) Owned

> Reported (A) Transaction(s) or

(Instr. 3 and 4) (D) Price

Code V Amount

09/19/2005 A 1,540 Α \$0 20,162 D Stock

Common By 401(k) 1,321 I Stock Plan

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

Persons who respond to the collection of SEC 1474 information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

(9-02)

(Instr. 4)

### Edgar Filing: REGAN MICHAEL N - Form 4

# Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title | e of 2.        | 3. Transaction Date | 3A. Deemed         | 4.         | 5.         | 6. Date Exerc | cisable and | 7. Title a     | and 8  | 3. Price of | 9. Nu  |
|----------|----------------|---------------------|--------------------|------------|------------|---------------|-------------|----------------|--------|-------------|--------|
| Deriva   | tive Conversio | on (Month/Day/Year) | Execution Date, if | Transacti  | orNumber   | Expiration D  | ate         | Amount         | of I   | Derivative  | Deriv  |
| Securit  | ty or Exercis  | e                   | any                | Code       | of         | (Month/Day/   | Year)       | Underlyi       | ing S  | Security    | Secui  |
| (Instr.  | 3) Price of    |                     | (Month/Day/Year)   | (Instr. 8) | Derivative | e             |             | Securitie      | es (   | Instr. 5)   | Bene   |
|          | Derivative     | e                   |                    |            | Securities |               |             | (Instr. 3 a    | and 4) |             | Own    |
|          | Security       |                     |                    |            | Acquired   |               |             |                |        |             | Follo  |
|          | Ť              |                     |                    |            | (A) or     |               |             |                |        |             | Repo   |
|          |                |                     |                    |            | Disposed   |               |             |                |        |             | Trans  |
|          |                |                     |                    |            | of (D)     |               |             |                |        |             | (Instr |
|          |                |                     |                    |            | (Instr. 3, |               |             |                |        |             |        |
|          |                |                     |                    |            | 4, and 5)  |               |             |                |        |             |        |
|          |                |                     |                    |            |            |               |             | Λ.             | mount  |             |        |
|          |                |                     |                    |            |            |               |             |                |        |             |        |
|          |                |                     |                    |            |            | Date          | Expiration  | or<br>Title Ni | umber  |             |        |
|          |                |                     |                    |            |            | Exercisable   | Date        | of             |        |             |        |
|          |                |                     |                    | Code V     | (A) (D)    |               |             |                | nares  |             |        |
|          |                |                     |                    | Code v     | (A) $(D)$  |               |             | 31.            | iaics  |             |        |

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

REGAN MICHAEL N 245 RIVERSIDE AVENUE SUITE 500 JACKSONVILLE, FL 32202

Senior Vice President

## **Signatures**

/s/ Michael N.

Regan 09/21/2005

\*\*Signature of Date
Reporting Person

## **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).

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.

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