Edgar Filing: ST JOE CO - Form 4

ST IOF CO

Form 4	2010										
February 10, FORM	1	D STATES	SECUR	TTIES A	AND EXC	THAN	IGE (COMMISSION	r	PPROVAL	
	UNITZ	DUNIE			, D.C. 205				OMB Number:	3235-0287	
Check thi if no long subject to Section 10 Form 4 or	er STATI 6.	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES							Expires: January 3 200 Estimated average burden hours per response 0		
Form 5 obligations may continue. See Instruction 1(b). Filed pursuant to Section 16(a) of the Securities Exch Section 17(a) of the Public Utility Holding Company Act 30(h) of the Investment Company Act of						Act of	nge Act of 1934, t of 1935 or Section				
(Print or Type R	Responses)										
MCCALMONT WILLIAM S Sy				2. Issuer Name and Ticker or Trading Symbol ST JOE CO [JOE]				5. Relationship of Reporting Person(s) to Issuer			
(Last) (First) (Middle) 245 RIVERSIDE AVENUE, SUITE			3. Date of Earliest Transaction (Month/Day/Year) 02/08/2010					(Check all applicable) Director 10% Owner _X_ Officer (give title Other (specify			
500		L, SUIIL	02/08/20	510				below)	below) nief Financial C		
			mendment, Date Original /lonth/Day/Year)				 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person 				
JACKSONV	VILLE, FL 322	202						Form filed by M Person	Nore than One Re	porting	
(City)	(State)	(Zip)	Table	e I - Non-l	Derivative S	Securit	ties Acq	uired, Disposed of	f, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction I (Month/Day/Ye	ear) Execution any	emed on Date, if 'Day/Year)	3. Transact Code (Instr. 8) Code V	ion(A) or Di (D) (Instr. 3,	sposed	l of	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
Common Stock	02/08/2010			A	34,522 (1)	A	\$ 0	121,709	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.

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

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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. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Amou Unde Secur	le and int of rlying ities . 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships							
1 0	Director	10% Owner	Officer	Other				
MCCALMONT WILLIAM S 245 RIVERSIDE AVENUE SUITE 500 JACKSONVILLE, FL 32202			EVP & Chief Financial Officer					
Signatures								
/s/ Reece B. Alford, by power of attorney	of	02/10/2010						
**Signature of Reporting Person		Da	ite					

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) 18,170 shares are subject to performance-based vesting conditions over a three year performance period, and 16,352 shares are subject to time-based vesting over four years.

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.