#### FOLEY WILLIAM P II

Form 4

December 18, 2008

# FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

**OMB APPROVAL** 

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

Section 16. Form 4 or Form 5 obligations may continue. See Instruction

Check this box

if no longer

subject to

SECURITIES

Washington, D.C. 20549

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

1(b).

(Print or Type Responses)

601 RIVERSIDE AVENUE			(Month/Day/Year) 12/16/2008				Officer (give title		r (specify			
(Street)			4. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check					
JACKSON	NVILLE, FL 3220		ed(Mo	nth/Day/Year		_X_ Fo	able Line) orm filed by One l rm filed by More					
(City)	(State)	(Zip)	Tab	le I - Non-D	erivative Securities Acqu	uired, I	Disposed of, or	Beneficiall	y Owne			
1.Title of	2. Transaction Date				Securities Acquired (A)			6.	7. Nati			

(3)	()	\ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \	oie I - Non	-Derivative	Secur	ities Acquir	ea, Disposea oi, o	or Beneficiali	y Ownea
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr. 8)	onDisposed o (Instr. 3, 4	f (D) and 5) (A) or		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	12/16/2008		Code V S	Amount 300,000	(D)	Price \$ 14.0991 (1)	4,446,193	D	
Common Stock	12/17/2008		S	26,500	D	\$ 16.2513	4,419,693	D	
Common Stock							2,995,122	I	Folco Development Corporation
Common Stock							708,106	I	Foley Family Charitable Foundation

Common Stock

81,915.7844 I

Reporting Person's ESPP/401(k) accounts

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. orNumber of Derivative Securities Acquired (A) or Disposed			7. Titl Amou Under Securi (Instr.	int of lying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo
					Disposed						Trans
					of (D) (Instr. 3, 4, and 5)						(Instr
					, ,	Date Exercisable	Expiration Date	Title	Amount or Number of		
				Code V	(A) (D)				Shares		

## **Reporting Owners**

Relationships Reporting Owner Name / Address

> Director 10% Owner Officer Other

FOLEY WILLIAM P II **601 RIVERSIDE AVENUE** X JACKSONVILLE, FL 32204

#### **Signatures**

William P. 12/18/2008 Foley II

\*\*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).
- (1) This transaction was executed in multiple trades at prices ranging from \$13.56 to \$14.445. The price represents the weighted average sales price of the shares. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer, or a security holder

Reporting Owners 2

#### Edgar Filing: FOLEY WILLIAM P II - Form 4

of the issuer, full information regarding the shares sold at each separate price.

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.