

MILLER JAMES B JR
 Form 4
 July 28, 2008

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

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 *
 MILLER JAMES B JR

2. Issuer Name and Ticker or Trading Symbol
 FIDELITY SOUTHERN CORP
 [LION]

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

(Last) (First) (Middle)
 3490 PIEDMONT ROAD, SUITE 1550
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 07/25/2008

Director 10% Owner
 Officer (give title below) Other (specify below)
 Executive Officer / Executive Officer

ATLANTA, GA 30305

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

(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 Ownership (Instr. 4)			
			Code	V	Amount	(A) or (D)	Price			
Fidelity Southern Corporation - Common Stock	07/25/2008		P		2,248.4744	A	\$ 4.4475	2,248.4744	I	By Berlin American Co LLC
Fidelity Southern Corporation - Common Stock					2,234,057.2954				D	
					98,805.252				I	

Edgar Filing: MILLER JAMES B JR - Form 4

Fidelity Southern Corporation - Common Stock				By 401(k) <u>(1)</u>
Fidelity Southern Corporation - Common Stock	33,009	I		By Child - B.P.Miller
Fidelity Southern Corporation - Common Stock	35,895	I		By Child - E.P. Miller
Fidelity Southern Corporation - Common Stock	31,131	I		By Child - K. Lane Miller
Fidelity Southern Corporation - Common Stock	2,999.8479	I		By Grandchild - N.P. Miller
Fidelity Southern Corporation - Common Stock	1,190	I		By IRA
Fidelity Southern Corporation - Common Stock	180,433	I		By Shares Held By Ltd Partnership
Fidelity Southern Corporation - Common Stock	89,216.996	I		By Spouse
Fidelity Southern Corporation - Common Stock	213,768	I		By Trust - Family

Edgar Filing: MILLER JAMES B JR - Form 4

(3) Exercisable: 1/3 on 7/22/09; 1/3 on 7/22/10; 1/3 on 7/22/11

(4) Grant expires 7/22/2013

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.