

RAYMOND JAMES FINANCIAL INC

Form 4

March 30, 2006

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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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 *
HABERMEYER H WILLIAM JR

2. Issuer Name **and** Ticker or Trading
 Symbol

**RAYMOND JAMES FINANCIAL
 INC [RJF]**

5. Relationship of Reporting Person(s) to
 Issuer

(Check all applicable)

(Last) (First) (Middle)

880 CARILLON PARKWAY

(Street)

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

03/22/2006

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

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

ST. PETERSBURG, FL 33716

(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 Beneficial Ownership (Instr. 4)
Common Stock			Code	V Amount (D) Price	2,550 ⁽¹⁾	D	

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

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 information contained in this form are not
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SEC 1474
 (9-02)

**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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. P Der Sec (Ins
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Employee Stock Option (right to buy)	\$ 13.3555					05/29/2006	05/29/2008	Common Stock	2,531 (2)	
Employee Stock Option (right to buy)	\$ 17.0666					02/12/2007	02/12/2009	Common Stock	3,375 (3)	
Employee Stock Option (right to buy)	\$ 20.3333					02/18/2008	02/18/2010	Common Stock	2,250 (4)	
Employee Stock Option (right to buy)	\$ 30.1333					02/17/2009	02/17/2011	Common Stock	2,250 (5)	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HABERMEYER H WILLIAM JR 880 CARILLON PARKWAY ST. PETERSBURG, FL 33716	X			

Signatures

H. William
Habermeier, Jr.

03/29/2006

Date

__Signature of 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) On March 22, 2006, the common stock of RJF split 3 - for - 2, resulting in the reporting person's acquisition of 850 additional shares of common stock.
- (2) This option was previously reported as covering 1,687 shares at an exercise price of \$20.03, but was adjusted to reflect the stock split on March 22, 2006
- (3) This option was previously reported as covering 2,250 shares at an exercise price of \$25.60, but was adjusted to reflect the stock split on March 22, 2006
- (4) This option was previously reported as covering 1,500 shares at an exercise price of \$30.50, but was adjusted to reflect the stock split on March 22, 2006
- (5) This option was previously reported as covering 1,500 shares at an exercise price of \$45.20, but was adjusted to reflect the stock split on March 22, 2006

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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