

FNB CORP/FL/
Form 4
August 09, 2007

FORM 4

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

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
MOGLE DAVID B

(Last) (First) (Middle)

3484 PHEASANT CHASE

(Street)

HERMITAGE, PA 16148

(City) (State) (Zip)

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

FNB CORP/FL/ [FNB]

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

08/07/2007

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
__X__ Officer (give title ____ Other (specify
below) below)

Secretary

6. Individual or Joint/Group Filing(Check
Applicable Line)
__X__ Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

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 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				(A) or (D)	5,495.2143	D	
Common Stock					1,332	D	
Common Stock					1,278	D	
Common Stock ⁽¹⁾					4,984.9634	D	
Common Stock ⁽¹⁾					4,774.5216	D	

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Common Stock ⁽¹⁾						2,483.5226	D	
Common Stock ⁽²⁾						1,765	D	
Common Stock ⁽³⁾						1,175	D	
Common Stock						4,224.8095	I	By Trust (401k Plan)
Common Stock	08/07/2007		M	7,972	A	\$ 10.62	7,972	D
Common Stock	08/07/2007		M	8,529	A	\$ 10.21	16,501	D
Common Stock	08/07/2007		S	16,501	D	\$ 16.75	0	D
Common Stock	08/08/2007		M	427	A	\$ 10.21	427	D
Common Stock	08/08/2007		M	9,373	A	\$ 10.44	9,800	D
Common Stock	08/08/2007		S	9,800	D	\$ 16.75	0	D

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

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(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. 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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount of Number of Shares
Stock Options (Granted 01/24/1999)	\$ 10.62	08/07/2007		M		7,972		⁽⁴⁾	01/24/2009	Common Stock	0

Stock Options (Granted 01/23/2000)	\$ 10.21	08/07/2007	M	8,529	<u>(4)</u>	01/23/2010	Common Stock	427
Stock Options (Granted 01/23/2000)	\$ 10.21	08/08/2007	M	427	<u>(4)</u>	01/23/2010	Common Stock	0
Stock Options (Granted 01/22/2001)	\$ 10.44	08/08/2007	M	9,373	<u>(4)</u>	01/22/2011	Common Stock	0
Stock Options (Granted 01/20/2002)	\$ 12.94				<u>(4)</u>	01/20/2012	Common Stock	5,677
Stock Options (Granted 01/20/2003)	\$ 13.75				<u>(4)</u>	01/20/2013	Common Stock	5,726
Common Stock Equivalent <u>(6)</u>	\$ 18.44				<u>(7)</u>	<u>(8)</u>	Common Stock	236.49

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MOGLE DAVID B 3484 PHEASANT CHASE HERMITAGE, PA 16148			Secretary	

Signatures

/s/David B.
Mogle

08/09/2007

 Signature of
Reporting Person

Date

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) Award of stock pursuant to the F.N.B. Corporation 2001 Incentive Plan. Vests 50% on third anniversary of grant date and 50% to vest on the fourth anniversary of the grant date, with the second 50% being subject to the satisfaction of certain performance criteria.
- (2) Award of stock pursuant to the F.N.B. Corporation 2007 Incentive Plan (the "Plan"). Shares will vest during a 4 year performance period which will be subject to the satisfaction of certain performance criteria and continuing service, as stated in the Plan.

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- (3) Award of stock pursuant to the F.N.B. Corporation 2007 Incentive Plan (the "Plan"). Shares will vest, subject to the satisfaction of continuing service, as stated in the Plan.
- (4) Options are fully vested and are available for immediate exercise.
- (5) Not applicable; stock option exercise.
- (6) Represents credit under a supplemental retirement plan for employer matching stock contributions which reporting person receives upon retirement.
- (7) Upon entitlement to amounts under exempt 401(k) Plan.
- (8) Not applicable; represents credit under supplemental retirement plan for employer matching stock contribution which reporting person was prevented from receiving under exempt 401(k) plan.

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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