

GURGOVITS STEPHEN J  
 Form 4/A  
 January 26, 2005

**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 \*  
**GURGOVITS STEPHEN J**

(Last) (First) (Middle)  
 591 BUHL BOULEVARD  
 (Street)

SHARON, PA 16146

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**FNB CORP/FL/ [FNB]**

3. Date of Earliest Transaction  
 (Month/Day/Year)  
**01/20/2003**

4. If Amendment, Date Original Filed  
 (Month/Day/Year)  
**02/17/2004**

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
**President and CEO**

6. Individual or Joint/Group Filing (Check Applicable Line)  
 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 (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)
			Code	V	Amount	(D)	Price
Common Stock					13,313 <sup>(1)</sup>	D <sup>(2)</sup>	
Common Stock					4,925.087 <sup>(3)</sup>	D	
Common Stock					9,201.967 <sup>(4)</sup>	D	
Common Stock					8,006 <sup>(5)</sup>	I	By Wife
Common Stock					444 <sup>(5)</sup>	I	By Wife

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Common Stock						294 <sup>(5)</sup>	D		
Common Stock						15,886.366 <sup>(6)</sup>	I	By Trust (Deferred Plan)	
Common Stock	01/24/2003 <sup>(7)</sup>		A	627.5649	A	\$ 26.952	2,183.9724	I	By Trust (401K Plan)
Common Stock	01/24/2003 <sup>(7)</sup>		A	530.6479	A	<del>(8)</del>	4,307.3236	I	By Trust (401K Plan)
Common Stock						543 <sup>(5)</sup>	D		
Common Stock	12/31/2003 <sup>(9)</sup>		J V	74.846	D	<del>(9)</del>	0 <sup>(9)</sup>	I	Custodian for Daughter

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 or Number of Shares
Stock Options (Granted 01/20/1995)	\$ 9.51					<sup>(10)</sup>	01/20/2005	Common Stock	10,854
Stock Options (Granted 01/30/1996)	\$ 14.47					<sup>(10)</sup>	01/30/2006	Common Stock	20,680

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Stock Options (Granted 01/26/1997)	\$ 16.88	<u>(10)</u>	01/26/2007	Common Stock	18,126
Stock Options (Granted 01/18/1998)	\$ 25.98	<u>(10)</u>	01/18/2008	Common Stock	16,743
Stock Options (Granted 01/24/1999)	\$ 20.03	<u>(11)</u>	01/24/2009	Common Stock	40,995
Stock Options (Granted 04/29/1999)	\$ 18.85		04/30/2000 04/29/2009	Common Stock	428
Stock Options (Granted 01/23/2000)	\$ 19.26	<u>(11)</u>	01/23/2010	Common Stock	43,880
Stock Options (Granted 01/23/2000)	\$ 19.26		01/24/2001 01/23/2010	Common Stock	1,401
Stock Options (Granted 01/22/2001)	\$ 19.68	<u>(11)</u>	01/22/2011	Common Stock	45,097
Stock Options (Granted 01/22/2001)	\$ 19.68		01/23/2002 01/22/2011	Common Stock	1,546
Stock Options (Granted 01/20/2002)	\$ 24.4	<u>(11)</u>	01/20/2012	Common Stock	27,664
Stock Options (Granted 01/20/2002)	\$ 24.4		01/21/2003 01/20/2012	Common Stock	1,332
Stock Options (Granted 01/20/2003)	\$ 25.92	<u>(11)</u>	01/20/2013	Common Stock	27,079
	\$ 25.92		01/21/2004 01/20/2013		2,299

Stock  
Options  
(Granted  
01/20/2003)

Common  
Stock

Common  
Stock  
Equivalent  
(13)

\$ 35.45

(14)

(15)

Common  
Stock

4,372.843

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GURGOVITS STEPHEN J 591 BUHL BOULEVARD SHARON, PA 16146	X		President and CEO	

## Signatures

/s/ Stephen J.  
Gurgovits

01/26/2005

  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) Includes 633.000 shares acquired due to a 5% stock dividend on 05/30/2003.
- (2) Shares held jointly with spouse.
- (3) Includes 230.158 shares acquired due to a 5% stock dividend on 05/30/2003 and 91.779 shares acquired under the F.N.B. Corporation Dividend Reinvestment Plan.
- (4) Includes 428.742 shares acquired due to a 5% stock dividend on 05/30/2003 and 198.388 shares acquired under the F.N.B. Corporation Dividend Reinvestment Plan.
- (5) Includes shares acquired due to a 5% stock dividend on 05/30/2003.
- (6) Includes 740.184 shares acquired due to a 5% stock dividend on 05/30/2003 and 342.499 shares acquired under the F.N.B. Corporation Dividend Reinvestment Plan.
- (7) Transaction under exempt 401(k) Plan during 2003.
- (8) Represents employer matching contributions pursuant to exempt 401(k) Plan.
- (9) Reporting person previously reported stock owned by child residing in the same household. Child no longer resides in same household; therefore, stock owned by child is no longer reportable.
- (10) Options are fully vested and are available for immediate exercise.
- (11) Options vest over a five year period, 20% each year on anniversary of grant date.
- (12) Reflects change in exercise price and number of shares obtainable upon exercise due to a 5% stock dividend on 05/30/2003.
- (13) Represents credit under supplemental retirement plan for employer matching stock contributions which reporting person was prevented from receiving under exempt 401(k) Plan.
- (14) Upon entitlement to amounts under 401(k) Plan.

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- (15) 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.
- (16) Includes shares acquired as the result of a 5% stock dividend on 05/30/2003 and shares acquired under the F.N.B. Corporation Dividend Reinvestment Plan.

**Remarks:**

Amend Statement of holdings as of 12/31/2003.

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