

ORIE JAMES  
Form 5  
February 14, 2008

**FORM 5**

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

OMB APPROVAL

OMB Number: 3235-0362  
Expires: January 31, 2005  
Estimated average burden hours per response... 1.0

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).  
Form 3 Holdings Reported Form 4 Transactions Reported

**ANNUAL 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

1. Name and Address of Reporting Person \*  
ORIE JAMES

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
Chief Legal Officer

(Last) (First) (Middle)  
  
138 COLLEGE AVENUE  
  
(Street)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)  
12/31/2007

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

6. Individual or Joint/Group Reporting (check applicable line)

BEAVER, PA 15009

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)	(A) or (D)	Price	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock							11,949.2667 (1)	D	
Common Stock	01/15/2007		A	226.2121	A	\$ 17.1912	1,588.2719 (2)	I	By Trust (401k Plan) Employee
Common Stock	01/15/2007		A	334.7665	A	\$ (3)	713.2609 (4)	I	By Trust (401k Plan) Employer

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

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SEC 2270  
(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)	Amount or Number of Shares
					(A) (D)	Date Exercisable Expiration Date	Title	
Stock Options (Granted 01/20/2002)	\$ 12.94	Â	Â	Â	Â Â	Â (5) 01/20/2012	Common Stock	5,366
Stock Options (Granted 01/20/2003)	\$ 13.75	Â	Â	Â	Â Â	Â (5) 01/20/2013	Common Stock	5,270
Stock Options (Granted 01/22/2001)	\$ 10.44	Â	Â	Â	Â Â	Â (5) 01/22/2011	Common Stock	9,051
Stock Options (Granted 01/23/2000)	\$ 10.21	Â	Â	Â	Â Â	Â (5) 01/23/2010	Common Stock	8,807
Stock Options (Granted 01/24/1999)	\$ 10.62	Â	Â	Â	Â Â	Â (5) 01/24/2009	Common Stock	8,183

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ORIE JAMES	Â	Â	Â Chief Legal Officer	Â

138 COLLEGE AVENUE  
BEAVER, PA 15009

## Signatures

/s/James G. Orië

02/14/2008

\_\_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 602.3069 shares acquired under the F.N.B. Corporation Dividend Reinvestment Plan.
- (2) Includes 74.0286 shares acquired under the F.N.B. Corporation Dividend Reinvestment Plan.
- (3) Represents employer matching contributions pursuant to exempt 401(k) Plan.
- (4) Includes 108.736 shares acquired under the F.N.B. Corporation Dividend Reinvestment Plan.
- (5) Options are fully vested and are available for immediate exercise.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.