# WAGNER CLARON D

Form 4			
February	28,	2003	
	1		

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			/ OMB APPRO	
			/ OMB Number: / Expires: Janua / Estimated average / hours per respons	3235-0287 / ary 31, 2005 / e burden / se 0.5 /
	++		/	/
	FORM 4   ++		S AND EXCHANGE COMM GTON, D.C. 20549	ISSION
[_]	Check this box if no longer subject to Section 16.	STATEMENT OF CHA	ANGES IN BENEFICIAL	OWNERSHIP
	Form 4 or Form 5 obligations may	Filed pursuant to S Exchange Act of	Section 16(a) of the 1934, Section 17(a	
	continue. See Instruction 1(b).	Public Utility Ho	olding Company Act	of 1935 or
(Pr	int or Type Responses	;)		
1.	Name and Address of	Reporting Person*		
	Wagner	Claron		D
	(Last)	(First)		(Middle)
		800 North Boulevard	West	
		(Street)		
	Leesburg	FL		34748
	(City)	(State)		(Zip)
2.	Issuer Name and Tick	er or Trading Symbol F	FLC Bancorp, Inc.	(FFLC)
3.	I.R.S. Identification	on Number of Reporting Pe	erson, if an entity	(Voluntary)
4.	Statement for Month/	Day/Year February 26, 2	2003	
5.	If Amendment, Date o	of Original (Month/Day/Ye	ear)	
6.	Relationship of Repo	orting Person(s) to Issue	er (Check all applic	cable)
	X Director X Of	10	% Owner Oth	er
	Vice Chairman of the		(:	specify below)
7.	Individual or Joint/ (Check Applicable Li	Group Filing		

	_		porting Pe								
Form	filed by	/ More	than One F	Repo	rting Pe	rson					
						IVE S	ECURITIE	S ACÇ	QUIRED, DISP	OSED OF,	
1. Title of Security (Instr. 3)	ac Da (r	ction	Deemed Execution Date, if any	n 	action Code (Instr.	8)	or D (Ins	ispos tr. 3	es Acquired sed of (D) 3, 4 and 5)		Secur Bene: Owned Follo
			(mm/dd/yy						(A) or (D)		(Inst
Common Stock	02/26	2003			G	V	900.0	00	D		4,450
Common Stock											17,000
Common Stock											2,685
Common Stock											20,708
Common Stock											2,500
Reminder: Repo									eneficially		
*If the form i	s filed	by mor	e than one	re	porting	perso	on, see I	nstrı	action 4(b)(	v).	
Persons who re not required to	_									е	
								S	(Ove SEC 1474(9-0	*	
2											
FORM 4 (contin	ued)										
				UTS	IVE SECU	RITIE WARR	S ACQUIR	ED, I	DISPOSED OF,	OR BENE	FICIALLY OV
1. Title of Don's Security (		<i>r</i> e	2. Conv sior Exer Pric Deri	ver- n or ccis ce o	e	3.		3A.	Deemed Execution Date, if any (Month/	tion	

			ative Security		Year)	Day/ Year)		
							Code	V
Stock Opti		 to buy)	\$6.000					
6. Date Excisable and Expiration Date	 er- d	(E.G.,	PUTS, CALLS, Amount of g Securities	WARRANT		DISPOSED OF, OR ISS, CONVERTIBLE SINCE OF DERIVER Ative Secur-	ECURITIES	
(Month/Day Year)	/				Secur- ity (Instr. 5)	secur- ities Bene- ficially Owned		rivative Security Direct (D) or
Date Exer- cisable	Expira- tion Date		Amount Number Shares	of	3)	Following Reported Transaction (Instr. 4	on(s)	Indirect
1/04/1994	01/04/20 	14 Common	Stock 13,1	 L38 		13,138		D

#### Explanation of Responses:

/s/ George W. Murphy, Jr. 2/28/2003

\*\*Signature of Reporting Person Date

By: George W. Murphy, Jr., Power of Attorney For: Claron D. Wagner

\*\* Intentional misstatements or ommissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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  $\ensuremath{\mathsf{OMB}}$  Number.

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