ORIE JAMES Form 4/A January 10, 2007

FORM 4

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

OMB APPROVAL OMB

Number:

3235-0287

Expires:

5. Relationship of Reporting Person(s) to

(Check all applicable)

100/ 0-----

Issuer

January 31, 2005

0.5

Estimated average burden hours per

response...

subject to Section 16. Form 4 or Form 5 obligations may continue.

See Instruction

Check this box

if no longer

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

30(h) of the Investment Company Act of 1940

2. Issuer Name and Ticker or Trading

FNB CORP/FL/ [FNB]

3. Date of Earliest Transaction

Symbol

(M. 41/D) /SZ

1(b).

ORIE JAMES

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person *

(First)

(Middle)

138 COLLEGE AVENUE	(Month/E) 11/07/2	•	DirectorX Officer (give below) Chie		Owner er (specify
Filed(Month/Day/Year) A			6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting		
	(Zip) Tabl	e I - Non-Derivative Securities Acq	Person uired, Disposed o	f, or Beneficial	ly Owned
1.Title of Security (Month/Day/Year) (Instr. 3) Common	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or Code V Amount (D) Price	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	
Stock (1)			2,303.6311	D	
Common Stock (2)			246.8163	D	
Common Stock			862.7999	I	By Trust (401k Plan)
Common Stock (3)			1,895.6998	I	By Trust (401k Plan)
			2,206.3818	D	

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Common Stock (1)							
Common Stock (1)						2,350	D
Common Stock						1,302.4123	D
Common Stock	11/07/2006	M	5,342	A	\$ 13.78	5,342	D
Common Stock	11/07/2006	S	2,700	D	\$ 17.25	2,642	D
Common Stock	11/07/2006	S	1,400	D	\$ 17.26	1,242	D
Common Stock	11/07/2006	S	400	D	\$ 17.27	842	D
Common Stock	11/07/2006	S	842	D	\$ 17.28	0	D

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474 (9-02)

 $\label{thm:convertible} \textbf{Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned} \\ \textit{(e.g., puts, calls, warrants, options, convertible securities)}$

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. Transacti Code (Instr. 8)	Secu Acq (A) Disp (D)	urities uired or posed of tr. 3, 4,	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 01/18/1998)	\$ 13.78	11/07/2006		M		5,342	<u>(4)</u>	01/18/2008	Common Stock	0
Stock Options (Granted 1/24/1999)	\$ 10.62						<u>(4)</u>	01/24/2009	Common Stock	8,183

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Stock Options (Granted 01/23/2000)	\$ 10.21	<u>(4)</u>	01/23/2010	Common Stock	8,807
Stock Options (Granted 01/22/2001)	\$ 10.44	<u>(4)</u>	01/22/2011	Common Stock	9,051
Stock Options (Granted 01/20/2002)	\$ 12.94	<u>(4)</u>	01/20/2012	Common Stock	5,366
Stock Options (Granted 01/20/2003)	\$ 13.75	<u>(4)</u>	01/20/2013	Common Stock	5,270

Reporting Owners

Reporting Owner Name / Address	Relationships						
• 0	Director	10% Owner	Officer	Other			
ORIE JAMES							
138 COLLEGE AVENUE			Chief Legal Officer				
BEAVER PA 15009							

Signatures

/s/ James G.
Orie

11/08/2006

**Signature of Pate 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 Restricted Stock and Incentive Bonus Plan. Vests 20% each year over a five year period.
- (3) Represents employer matching contributions pursuant to exempt 401(k) Plan.
- (4) Options are fully vested and are available for immediate exercise.
- (5) Not applicable; stock option exercise.

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

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