MOGLE DAVID B Form 4 April 23, 2003

OMB APPROVAL
OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response...0.5

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, DC 20549

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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

	d Address of Report (Last, First, Middle)	_	Issuer Name and Ticker or Trading Symbol	3.	I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)						
Mogle, D	avid B.		F.N.B. Corporation (FBAN)		208-38-2206						
		4.	Statement for (Month/Day/Year)	5.	If Amendment, Date of Original (Month/Day/Year)						
3484 Pheasant Chase (Street) Hermitage, PA 16148			04/22/2003		Individual or Joint/Group Filing (Check Applicable Line)						
		6.	Relationship of Reporting Person(s) to Issuer (Check All Applicable)	7.							
			O Director O 10% Owner		X	Form filed by One Reporting Person					
(City)	City) (State) (Zip)		X Officer (give title below)		0	Form filed by More than One Reporting					
			Other (specify below)			Person					
			Secretary & Treasurer								

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

* If the form is filed by more than one reporting person, *see* instruction 4(b)(v).

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Title of Security (Instr. 3)	Transaction Date (Month/Day/Year)	2a.	Deemed Execution Date, if any. (Month/Day/Year)	3.	Transaction Code (Instr. 8)		osed of (D)		Amount of Securities Beneficially Owned Following Reported Transactions(s) (Instr. 3 and 4)	6.	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	I H	Nature of Indirect Beneficia Ownersh
					Code V	Amount	(A) or (D)	Price					
COMMON									1269.000		D		
COMMON									1218.000		D		
COMMON									4417.092 (1)		D		
COMMON									2398.3679		I	(BY TRU DEFER 401K PL
COMMON	04/22/2003				M	3098	A	9.67	3098		SEE BELOW		
	04/22/2003				S	3098	D	29.25	0		D		

 $\begin{tabular}{ll} \textbf{Table II} & \textbf{Derivative Securities Acquired, Disposed of, or Beneficially Owned} \\ & (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$

1.	Title of Derivative Security (Instr. 3)	 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)	 Securities	(A) or Disposed of
								Code V	(A)	(D)
	STOCK OPTIONS (GRANTED 01/03/1994)	9.67		04/22/2003				M		3098
					Page	e 3				

Table II Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

6. Date Exercis Expiration I (Month/Day/	Date	of	Title and Am f Underlying Instr. 3 and 4	g Securities	Price of 9. Derivative Security (Instr. 5)	Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10.	Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11.	Nature of Indirect Beneficial Ownership (Instr. 4)
Date Exercisable	Expiration Date	Т	'itle	Amount or Number of Shares						
IMMED	01/03/2004		COMMON TOCK	0		0				
IMMED	01/20/2005		COMMON TOCK	4428		4428				
IMMED	01/30/2006		COMMON TOCK	8439		8439				
IMMED	01/26/2007		COMMON TOCK	3397		3397				
IMMED	01/18/2008		COMMON TOCK	3883		3883				
(3)	01/24/2009		COMMON TOCK	4027		4027				
(3)	01/23/2010		COMMON TOCK	4524		4524				
(3)	01/22/2011		COMMON TOCK	4735		4735				
(3)	01/20/2012		COMMON TOCK	2868		2868				

(1) Includes 34.582 shares acquired under the F.N.B. Corporation Dividend Reinvestment Plan.									
(2) No activity since date of last report; included solely to represent current beneficial ownership.									
(3) Options vest over a five year period, 20% each year on anniversary of grant date.									
**Signature of Reporting Date Person									
** Intentional misstatements or omissions 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 is insufficient, see Instruction 6 for procedure.									
Page 4									

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

•	Person* (1	Name and Address of Reporting Person* (Last, First, Middle) Mogle, David B. 3484 Pheasant Chase (Street)				er Name and Ticker or ling Symbol B. Corporation (FBAN)	3.	I.R.S. Identifica Person, if an ent 208-38-2206	tion Number of Reporting tity (Voluntary)			
	3484 Pheas					ement for (Month/Day/Year) 2/2003	5.	If Amendment, Date of Original (Month/Day/Year)				
						tionship of Reporting Person(s) to er (Check All Applicable)	7.	Individual or Jo	oint/Group Filing le Line)			
	Hermitage	tage, PA 16148		_	o	Director _O 10% Owner		x	Form filed by One Reporting Person			
	(City)	(State)	(Zip)		x o	Officer (give title below) Other (specify below)		0	Form filed by More than One Reporting Person			
						Secretary & Treasurer						

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

* If the form is filed by more than one reporting person, *see* instruction 4(b)(v).

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			Tab	le I	Non-Derivative Se	ecu	rities Acquire	ed, Disposed of, or	Ber	neficially Owne	d		
1.	Title of Security (Instr. 3)	2.	Transaction Date (Month/Day/Year)		Deemed Execution Date, if any. (Month/Day/Year)	3.	Transaction4. Code (Instr. 8)	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5.	Amount of 6. Securities Beneficially Owned Following Reported Transactions(s) (Instr. 3 and 4)	Form: Direct (D) or Indirect (I) (Instr. 4)	7.	Nature of Indirect Beneficial Ownership (Instr. 4)
							Code V	(A) or Amount (D) Price					
_													
_													
							Page 2						

$\begin{tabular}{ll} \textbf{Table II} & \textbf{Derivative Securities Acquired, Disposed of, or Beneficially Owned} \\ & (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$

1. Title of Derivative Security (Instr. 3)	2.	Conversion or Exercise Price of Derivative Security	3.	Transaction Date (Month/Day/Year)		Deemed Execution Date, if any (Month/Day/Year)	4.	Transaction 5. Code (Instr. 8)	S	Securities	(A) or Dispo	
								Code V		(A)	(D)	
STOCK OPTIONS (GRANTED 01/20/2003)		27.22		(1)								
					Page	2 3						

Table II Derivative Securities Acquired, Disposed of, or Beneficially Owned Continued (e.g., puts, calls, warrants, options, convertible securities)

e and 7	of Underlyir	g Securities	8. Price of 9. Derivative Security (Instr. 5)	Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	De Di	rivative Security: rect (D) or Indirect (I)	11.	Nature of Indirect Beneficial Ownership (Instr. 4)
xpiration Date	Title	Amount or Number of Shares						
/20/2013	COMMON STOCK	2893		2893	D			
	COMMON STOCK	100.8419		100.8419 (5)	I			INTEREST IN PLAN
	piration Date	of Underlyin (Instr. 3 and piration Date Title COMMON STOCK COMMON	of Underlying Securities (Instr. 3 and 4) piration Date COMMON COMMON COMMON COMMON COMMON	of Underlying Securities (Instr. 3 and 4) Amount or Number of Date COMMON COMMON COMMON COMMON COMMON COMMON	of Underlying Securities (Instr. 3 and 4) Security (Instr. 5) Following Reported Transaction(s) (Instr. 4) Amount or Number of Date COMMON COMMON COMMON COMMON COMMON	of Underlying Securities (Instr. 3 and 4) Security Owned Di (Instr. 5) Following Reported Transaction(s) (Instr. 4) Amount or Number of Date COMMON COMMON COMMON COMMON COMMON COMMON	of Underlying Securities (Instr. 3 and 4) Security Owned Following Reported Transaction(s) (Instr. 4) Amount or Number of Date COMMON COMMON COMMON COMMON Owned Following Reported Transaction(s) (Instr. 4) Derivative Security: Direct (D) or Indirect (I) (Instr. 4) Derivative Security: Direct (D) or Indirect (I) (Instr. 4) Derivative Security: Direct (D) or Indirect (I) (Instr. 4) Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	of Underlying Securities (Instr. 3 and 4) Security Owned Direct (D) or Indirect (I) (Instr. 4) Amount or Number of Date COMMON COMMON

Explanation of Responses:

- (1) No activity since date of last report; included solely to represent current beneficial ownership.
- (2) Options vest over a five year period, 20% each year on anniversary of grant date.

- (3) Represents credit under supplemental retirement plan for employer matching stock contribution which reporting person was prevented from receiving under exempt 401(k) plan.
- (4) Upon entitlement to amount under 401(k) plan.
- (5) Includes 0.795 shares acquired under the F.N.B. Corporation Dividend Reinvestment Plan.

/s/ David B. Mogle	04/22/2003
**Signature of Reporting Person	Date

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

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