ROBERTS GARY

Form 4

January 17, 2007

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

OMB APPROVAL

3235-0287

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response...

if no longer subject to Section 16. Form 4 or Form 5

obligations

Check this box

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

may continue. See Instruction

1(b).

(Print or Type Responses)

1. Name and Add ROBERTS G		ing Person *	2. Issuer Name and Ticker or Trading Symbol FNB CORP/FL/ [FNB]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	(Chook an approacts)			
1139 WISHART PLACE			(Month/Day/Year) 01/14/2007	Director 10% Owner _X Officer (give title Other (specify below) President & CEO FNB of PA			
(Street)			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check			
HERMITAGI	E, PA 16148		Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			

		T CISON							
(City)	(State)	(Zip) Ta	ble I - Nor	n-Derivative Sec	curities	s Acquire	ed, Disposed of, o	r Beneficially	Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr. 8)	4. Securities A orDisposed of (I (Instr. 3, 4 and	(A) or		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)
Common Stock (1)	01/14/2007		Code V D	Amount 1,951.3156	(D)	Price \$ 18.03	8,482.317	D	
Common Stock (1)							8,327.6543	D	
Common Stock (1)							10,568.1735	D	
Common Stock							9,007.9837	I	By Trust (401k Plan)
Common Stock (2)							2,232.5733	I	By Trust (401k

Plan)

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

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SEC 1474 (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. Transacti Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Title and A Underlying S (Instr. 3 and	Securities
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options (Granted 01/18/1998)	\$ 13.78					(3)	01/18/2008	Common Stock	11,242
Stock Options (Granted 01/24/1999)	\$ 10.62					(3)	01/24/2009	Common Stock	19,178
Stock Options (Granted 01/23/2000)	\$ 10.21					(3)	01/23/2010	Common Stock	21,049
Stock Options (Granted 01/22/2001)	\$ 10.44					<u>(3)</u>	01/22/2011	Common Stock	21,556
Stock Options (Granted 01/20/2002)	\$ 12.94					(3)	01/20/2012	Common Stock	12,846
Stock Options (Granted 01/20/2003)	\$ 13.75					(3)	01/20/2013	Common Stock	20,875

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Common

Stock \$ 18.44

Equivelant

(4)

Common Stock

(5)

970.3187

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

ROBERTS GARY 1139 WISHART PLACE HERMITAGE, PA 16148

President & CEO FNB of PA

Signatures

/s/Gary J. Roberts

01/17/2007

**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) 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) Represents employer matching contributions pursuant to exempt 401(k) Plan.
- (3) Options are fully vested and are available for immediate exercise.
- (4) Upon entitlement to amounts under exempt 401(k) Plan.
- (5) 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.

Remarks:

2004 Restricted Stock award vesting.

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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