**ROBERTS GARY** 

Form 4

January 16, 2008

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB 3235-0287

**OMB APPROVAL** 

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

may continue.

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

See Instruction 1(b).

(Print or Type Responses)

1. Name and Add ROBERTS GA		ting Person *	2. Issuer Name <b>and</b> 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	(Chech an apphicaele)			
			(Month/Day/Year)	Director 10% Owner			
1139 WISHART PLACE			01/14/2008	X Officer (give title Other (spectibelow)  President & CEO FNB of PA			
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check			
			Filed(Month/Day/Year)	Applicable Line)			
HERMITAGE, PA 16148				_X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State)	(Zip)		· ID: I C D C: II O			

	· ·	Person									
(City)	(State)	(Zip) Table I - Non-Derivative Securities Acquired						d, 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)	3. Transa Code (Instr.	8)	4. Securities Administration of Amount	)	d (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)	01/14/2008		D		2,104.0621	D	\$ 13.46	3,428.5747	D		
Common Stock (1)	01/14/2008		J(2)	V	3,428.5747	D	<u>(3)</u>	0	D		
Common Stock	01/14/2008		J(2)	V	3,428.5747	A	<u>(3)</u>	6,891.7727	D		
Common Stock (4)	01/16/2008		A		5,992	A	\$ 13.46	5,992	D		

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	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	isable and	7. Tit	le and	8. Price of	9.
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	TransactionNumber		Expiration Da	ate	Amou	ınt of	Derivative	D
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Unde	rlying	Security	Se
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Secur	ities	(Instr. 5)	В
	Derivative				Securities			(Instr	. 3 and 4)		O
	Security				Acquired						Fo
					(A) or						R
					Disposed						Tı
					of (D)						(I
					(Instr. 3,						
					4, and 5)						
									Amount		
									or		
						Date Exercisable	Expiration Date	Title			
									of		
				Code V	(A) (D)				Shares		
				Couc v	(21) $(D)$				Dilaics		

#### **Reporting Owners**

Relationships Reporting Owner Name / Address

> Director 10% Owner Officer Other

**ROBERTS GARY** 1139 WISHART PLACE HERMITAGE, PA 16148

President & CEO FNB of PA

### **Signatures**

/s/Gary J. 01/16/2008 **Roberts** 

\*\*Signature of Date Reporting Person

#### **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).
- 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) Shares vesting pursuant to the 2001 Corporation Incentive Plan Restricted Stock Bonus LTIP Award.
- (3) Not applicable; vesting of restricted stock.
- Award of stock pursuant to the F.N.B. Corporation 2007 Incentive Plan (the "Plan"). Shares will vest, subject to the satisfaction of continuing service, as stated in the Plan.

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.

Reporting Owners 2

9. Ni Deriv Secu

Bene Own Follo Repo Trans Insti