

FIDELITY SOUTHERN CORP  
Form 4  
December 19, 2006

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

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

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
MILLER JAMES B JR

2. Issuer Name and Ticker or Trading Symbol  
FIDELITY SOUTHERN CORP  
[LION]

5. Relationship of Reporting Person(s) to Issuer  
  
(Check all applicable)

(Last) (First) (Middle)  
3490 PIEDMONT ROAD, SUITE 1550  
  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
12/15/2006

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
Executive Officer / Executive Officer

ATLANTA, GA 30305

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	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 Ownership (Instr. 4)
				(A) or (D)	Price		
Fidelity Southern Corporation - Common Stock	12/15/2006		G	750	D \$ 18.713	2,227,588.2543	D
Fidelity Southern Corporation - Common Stock	12/15/2006		A	750	A \$ 18.713	2,420.2543	I
						93,721.8255 <sup>(1)</sup>	I

By  
Grandchild  
- N.P.  
Miller

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Fidelity Southern Corporation - Common Stock							By 401(k) <u>(1)</u>
Fidelity Southern Corporation - Common Stock				33,009	I		By Child - B.P.Miller
Fidelity Southern Corporation - Common Stock				35,895	I		By Child - E.P. Miller
Fidelity Southern Corporation - Common Stock				31,131	I		By Child - K. Lane Miller
Fidelity Southern Corporation - Common Stock				180,433	I		By Shares Held By Ltd Partnership
Fidelity Southern Corporation - Common Stock				87,883.2543	I		By Spouse
Fidelity Southern Corporation - Common Stock				213,768	I		By Trust - Family

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.**

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(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	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying	8. Price of Derivative Security	9. Number of Derivative Securities
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