

FNB CORP/FL/
Form 4
September 23, 2008

FORM 4

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

OMB APPROVAL

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

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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 *
GUERRIERI GARY L

(Last) (First) (Middle)

163 DODD DRIVE

(Street)

WASHINGTON, PA 15301-9528

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
FNB CORP/FL/ [FNB]

3. Date of Earliest Transaction (Month/Day/Year)
09/19/2008

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

Executive Vice President

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

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 Beneficial Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock	09/19/2008		M	V	3,031	\$ 13.06	26,669.0758 D
Common Stock	09/19/2008		S		800	\$ 16.73	25,869.0758 D
Common Stock	09/19/2008		S		100	\$ 16.69	25,769.0758 D
Common Stock	09/19/2008		S		100	\$ 16.67	25,669.0758 D
Common Stock	09/19/2008		S		100	\$ 16.62	25,569.0758 D

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Common Stock	09/19/2008	S	500	D	\$ 16.6	25,069.0758	D
Common Stock	09/19/2008	S	300	D	\$ 16.58	24,769.0758	D
Common Stock	09/19/2008	S	100	D	\$ 16.57	24,669.0758	D
Common Stock	09/19/2008	S	200	D	\$ 16.53	24,469.0758	D
Common Stock	09/19/2008	S	100	D	\$ 16.51	24,369.0758	D
Common Stock	09/19/2008	S	400	D	\$ 16.5	23,969.0758	D
Common Stock	09/19/2008	S	100	D	\$ 16.49	23,869.0758	D
Common Stock	09/19/2008	S	500	D	\$ 16.47	23,369.0758	D
Common Stock	09/19/2008	S	300	D	\$ 16.46	23,069.0758	D
Common Stock	09/19/2008	S	1,700	D	\$ 16.42	21,369.0758	D
Common Stock	09/19/2008	S	400	D	\$ 16.41	20,969.0758	D
Common Stock	09/19/2008	S	100	D	\$ 16.4	20,869.0758	D
Common Stock	09/19/2008	S	100	D	\$ 16.39	20,769.0758	D
Common Stock	09/19/2008	S	100	D	\$ 16.38	20,669.0758	D
Common Stock	09/19/2008	S	200	D	\$ 16.75	20,469.0758	D
Common Stock	09/19/2008	S	800	D	\$ 16.74	19,669.0758	D
Common Stock	09/19/2008	S	1,900	D	\$ 16.73	17,769.0758	D
Common Stock	09/19/2008	S	131	D	\$ 16.66	17,638.0758	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 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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Security (Instr. 3 and 4)
Stock Options (Granted 01/04/1999)	\$ 13.06	09/19/2008		M	3,031.997	<u>(1)</u> 01/04/2009	Common Stock 3,0

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GUERRIERI GARY L 163 DODD DRIVE WASHINGTON, PA 15301-9528			Executive Vice President	

Signatures

/s/Gary L. Guerrieri 09/23/2008

**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) Options are fully vested and are available for immediate exercise.

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