

RAYMOND JAMES FINANCIAL INC
Form 4
March 30, 2006

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

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 *
HELCK CHESTER B

(Last) (First) (Middle)
880 CARILLON PARKWAY
(Street)

ST. PETERSBURG, FL 33716

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
RAYMOND JAMES FINANCIAL INC [RJF]

3. Date of Earliest Transaction (Month/Day/Year)
03/22/2006

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)
Chief Operating Officer

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 Ownership (Instr. 4)
Common Stock	03/22/2006		S	V Amount (D) Price \$ 22.5	88,512 ⁽¹⁾	D	
Common Stock					2,029 ⁽²⁾	I	Spouse
Common Stock					6,840 ⁽³⁾	I	ESOP

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

SEC 1474 (9-02)

number.

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 Securities (Instr. 3 and 4)	8. Fair Value of Derivative Security (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 14.2222					11/28/2004	01/28/2007	Common Stock	13,500 <u>(4) (5)</u>
Employee Stock Option (right to buy)	\$ 14.0222					12/10/2005	02/10/2008	Common Stock	99,141 <u>(6) (7)</u>
Employee Stock Option (right to buy)	\$ 14.0222					12/10/2005	02/10/2008	Common Stock	13,358 <u>(8) (9)</u>
Employee Stock Option (right to buy)	\$ 16.8					12/04/2006	02/04/2009	Common Stock	7,200 <u>(10)</u>
Employee Stock Option (right to buy)	\$ 16.8					01/04/2008	02/04/2009	Common Stock	10,800 <u>(11) (12)</u>
Employee Stock Option (right to buy)	\$ 24.9733					12/01/2008	02/01/2011	Common Stock	15,000 <u>(13) (14)</u>

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HELCK CHESTER B 880 CARILLON PARKWAY ST. PETERSBURG, FL 33716	X		Chief Operating Officer	

Signatures

Chet B. Helck 03/29/2006

**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) On March 22, 2006, the common stock of RJF split 3 - for - 2, resulting in the reporting person's acquisition of 29,504 additional shares of common stock.
- (2) On March 22, 2006, the common stock of RJF split 3 - for - 2, resulting in the reporting person's acquisition of 677 additional shares of common stock.
- (3) On March 22, 2006, the common stock of RJF split 3 - for - 2, resulting in the reporting person's acquisition of 2,275 additional shares of common stock. The shares also included shares acquired under ESOP through March 22, 2006.
- (4) Options currently exercisable - 10,800, Options Becoming exercisable - 2,700 on 11/28/2006
- (5) This option was previously reported as covering 9,000 shares at an exercise price of \$21.333, but was adjusted to reflect the stock split on March 22, 2006
- (6) Options currently exercisable - 65,664, Options Becoming exercisable - 18,108 on 12/10/2006 and 15,369 on 12/10/2007
- (7) This option was previously reported as covering 66,094 shares at an exercise price of \$21.0333, but was adjusted to reflect the stock split on March 22, 2006
- (8) Options currently exercisable - 1,836, Options Becoming exercisable - 4,392 on 12/10/2006 and 7,130 on 12/10/2007
- (9) This option was previously reported as covering 8,905 shares at an exercise price of \$21.0333, but was adjusted to reflect the stock split on March 22, 2006
- (10) This option was previously reported as covering 4,800 shares at an exercise price of \$25.20, but was adjusted to reflect the stock split on March 22, 2006
- (11) Options Becoming exercisable - 5,400 on 1/4/2008, and 5,400 on 1/4/2009
- (12) This option was previously reported as covering 7,200 shares at an exercise price of \$25.20, but was adjusted to reflect the stock split on March 22, 2006
- (13) Options Becoming exercisable - 9,000 on 12/01/2008, 3,000 on 12/01/2009 and 3,000 on 12/1/2010
- (14) This option was previously reported as covering 10,000 shares at an exercise price of \$37.46, but was adjusted to reflect the stock split on March 22, 2006

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.