

REGENCY CENTERS CORP

Form 10-Q/A

November 09, 2011

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, DC 20549

FORM 10-Q/A

Amendment No. 1

☒ QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT
OF 1934

For the quarterly period ended September 30, 2011

or

☐ TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT
OF 1934

For the transition period from _____ to _____

Commission File Number 1-12298 (Regency Centers Corporation)

Commission File Number 0-24763 (Regency Centers, L.P.)

REGENCY CENTERS CORPORATION

REGENCY CENTERS, L.P.

(Exact name of registrant as specified in its charter)

FLORIDA (REGENCY CENTERS CORPORATION)

59-3191743

DELAWARE (REGENCY CENTERS, L.P.)

59-3429602

(State or other jurisdiction of incorporation or
organization)

(I.R.S. Employer Identification No.)

One Independent Drive, Suite 114

Jacksonville, Florida 32202

(904) 598-7000

(Address of principal executive offices) (zip code)

(Registrant's telephone number, including area code)

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months, and (2) has been subject to such filing requirements for the past 90 days.

Regency Centers Corporation YES ☒ NO ☐

Regency Centers, L.P. YES ☒ NO ☐

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files).

Regency Centers Corporation YES ☒ NO ☐

Regency Centers, L.P. YES ☒ NO ☐

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act. (Check one):

Regency Centers Corporation:

Large accelerated filer ☒

Accelerated filer ☐

Non-accelerated filer ☐

Smaller reporting company ☐

Regency Centers, L.P.:

Large accelerated filer ☐

Accelerated filer ☒

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Non-accelerated filer ☐ Smaller reporting company ☐

Indicate by check mark whether the registrant is a shell company.

Regency Centers Corporation YES ☐ NO ☒ Regency Centers, L.P. YES ☐ NO ☒

The number of shares outstanding of the Regency Centers Corporation's voting common stock was 89,914,839 as of November 4, 2011.

EXPLANATORY NOTE

The sole purpose of this Amendment No. 1 to the Registrants' Quarterly Reports on Form 10-Q for the quarterly period ended September 30, 2011 ("Form 10-Q's") is to furnish Exhibit 101 to only the Regency Centers, L.P. Form 10-Q in accordance with Rule 405 of Regulation S-T. Exhibit 101 consists of the following materials from the Regency Centers, L.P. Form 10-Q for the quarterly period ended September 30, 2011, filed with the Securities and Exchange Commission earlier today, November 9, 2011, formatted in XBRL (eXtensible Business Reporting Language):

101.INS	XBRL Instance Document
101.SCH	XBRL Taxonomy Extension Schema Document
101.CAL	XBRL Taxonomy Extension Calculation Linkbase Document
101.DEF	XBRL Taxonomy Definition Linkbase Document
101.LAB	XBRL Taxonomy Extension Label Linkbase Document
101.PRE	XBRL Taxonomy Extension Presentation Linkbase Document

No other changes have been made to the Registrants' Form 10-Q's. This Amendment No. 1 does not reflect any subsequent events occurring after the original filing date of the Form 10-Q's or modify or update in any way disclosures made in the original filings.

Item 6. Exhibits

In reviewing the agreements included as exhibits to this report, please remember they are included to provide you with information regarding their terms and are not intended to provide any other factual or disclosure information about the Company, its subsidiaries or other parties to the agreements. The Agreements contain representations and warranties by each of the parties to the applicable agreement. These representations and warranties have been made solely for the benefit of the other parties to the applicable agreement and:

• should not in all instances be treated as categorical statements of fact, but rather as a way of allocating the risk to one of the parties if those statements prove to be inaccurate;

• have been qualified by disclosures that were made to the other party in connection with the negotiation of the applicable agreement, which disclosures are not necessarily reflected in the agreement;

• may apply standards of materiality in a way that is different from what may be viewed as material to you or other investors; and

• were made only as of the date of the applicable agreement or such other date or dates as may be specified in the agreement and are subject to more recent developments.

Accordingly, these representations and warranties may not describe the actual state of affairs as of the date they were made or at any other time. We acknowledge that, notwithstanding the inclusion of the foregoing cautionary statements, we are responsible for considering whether additional specific disclosures of material information regarding material contractual provisions are required to make the statements in this report not misleading. Additional information about the Company may be found elsewhere in this report and the Company's other public files, which are available without charge through the SEC's website at <http://www.sec.gov>.

Unless otherwise indicated below, the Commission file number to the exhibit is No. 001-12298.

Exhibit No.	Description
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10.	Material Contracts
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10.1*	Third Amended and Restated Credit Agreement dated as of September 7, 2011 by and among Regency Centers, L.P., the Company, each of the financial institutions party thereto, and Wells Fargo Bank, National Association.
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31.	Rule 13a-14(a)/15d-14(a) Certifications.
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31.1*	Rule 13a-14 Certification of Chief Executive Officer for Regency Centers Corporation
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31.2*	Rule 13a-14 Certification of Chief Financial Officer for Regency Centers Corporation
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31.3*	Rule 13a-14 Certification of Chief Executive Officer for Regency Centers, L.P.
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31.4*	Rule 13a-14 Certification of Chief Financial Officer for Regency Centers, L.P.
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32.	Section 1350 Certifications.
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32.1*	18 U.S.C. § 1350 Certification of Chief Executive Officer for Regency Centers Corporation
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32.2* 18 U.S.C. § 1350 Certification of Chief Financial Officer for Regency Centers Corporation

32.3* 18 U.S.C. § 1350 Certification of Chief Executive Officer for Regency Centers, L.P.

32.4* 18 U.S.C. § 1350 Certification of Chief Financial Officer for Regency Centers, L.P.

101. Interactive Data Files

101.INS** XBRL Instance Document

101.SCH** XBRL Taxonomy Extension Schema Document

101.CAL** XBRL Taxonomy Extension Calculation Linkbase Document

101.DEF** XBRL Taxonomy Definition Linkbase Document

101.LAB** XBRL Taxonomy Extension Label Linkbase Document

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* Filed or furnished on November 8, 2011 as an exhibit to the Registrants' Form 10-Q's for the quarterly period ended September 30, 2011.

**Furnished herein.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

November 9, 2011

REGENCY CENTERS CORPORATION and REGENCY CENTERS,
L.P.

By: /s/ Bruce M. Johnson
Bruce M. Johnson, Executive Vice President, Chief
Financial Officer (Principal Financial Officer), and
Director

/s/ J. Christian Leavitt
J. Christian Leavitt, Senior Vice President and Treasurer
(Principal Accounting Officer)