Edgar Filing: ST JOE CO - Form 4

ST IOF CO

Form 4	2000										
February 14, FORM			~~~~~							PPROVAL	
	UNIII	ED STATES			AND EXC , D.C. 205		IGE (COMMISSION	OMB Number:	3235-0287	
Check thi if no long subject to Section 1 Form 4 o Form 5	F CHANGES IN BENEFICIAL OWI SECURITIES Section 16(a) of the Securities Exchang						Expires: Estimated a burden hou response	rs per			
obligation may cont <i>See</i> Instru 1(b).	ns Section action	17(a) of the	Public Ut	ility Hol		pany	Act of	f 1935 or Section	n		
(Print or Type F		*									
			2. Issuer Name and Ticker or Trading Symbol ST JOE CO [JOE]				2	5. Relationship of Reporting Person(s) to Issuer			
(Last) 245 RIVER	3. Date of Earliest Transaction (Month/Day/Year) 02/12/2008					(Chec Director X Officer (give below)		e) 6 Owner er (specify			
500								· · · · · · · · · · · · · · · · · · ·	ounsel and Sec	retary	
				endment, Date Original nth/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person			
JACKSONV	/ILLE, FL 32	202						Form filed by M Person	Iore than One Re	eporting	
(City)	(State)	(Zip)	Table	e I - Non-l	Derivative S	ecurit	ies Acq	uired, Disposed of	f, or Beneficial	lly Owned	
1.Title of Security (Instr. 3)		Transaction Date 2A. Deemed onth/Day/Year) Execution Date, if any (Month/Day/Year)		3. 4. Securities Acquired Transaction(A) or Disposed of Code (D) (Instr. 8) (Instr. 3, 4 and 5) (A) or Code V Amount (D) Price			of 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)		
Common Stock	02/12/2008			А	23,804 (1)	А	\$0	51,184	D		

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.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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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. Transactic Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Amou Unde Secur	le and int of rlying ities . 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
MARX CHRISTINE M 245 RIVERSIDE AVENUE SUITE 500 JACKSONVILLE, FL 32202			General Counsel and	d Secretary				
Signatures								
/s/ Reece B. Alford, by power o attorney	• -							
**Signature of Reporting Person		Da	te					
Explanation of Responses:								

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) The shares are subject to performance-based vesting conditions over a three-year performance period.

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.