ORIE JAMES Form 4

February 10, 2012

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL

Number: 3235-0287

Expires: January 31, 2005

Estimated average burden hours per response... 0.5

if no longer subject to Section 16. Form 4 or Form 5

Check this box

Form 5 obligations may continue.

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1940

See Instruction 30(h) of the Investment Company Act of 1940

1(b).

Common

Stock

01/14/2011

(Print or Type Responses)

S	Symbo	l		iding) to
(First) (GE AVENUE	(Month	/Day/Year)	Transaction		X	Director _ Officer (give title _ b	10% Own Other (specification)	
(Street) A 15009 (State)	Filed(M	Ionth/Day/Ye	ear)	ourities A <i>t</i>	Applic _X_ Fo Fo Person	able Line) orm filed by One Re orm filed by More that	porting Person an One Reportin	ıg
Transaction Date Month/Day/Year)		3.	4. Securities A	cquired (A	_	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) 13,459.9273	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
	(First) GE AVENUE (Street) A 15009 (State) Transaction Date	S Symbo FNB ((First) (Middle) 3. Date (Month) GE AVENUE 01/14. (Street) 4. If Ar Filed(MA 15009 (State) (Zip) Ta Transaction Date 2A. Deemed Month/Day/Year) 2A. Deemed Execution Date, if any	S Symbol FNB CORP/FL (First) (Middle) 3. Date of Earliest (Month/Day/Year) GE AVENUE 01/14/2011 (Street) 4. If Amendment, I Filed(Month/Day/Year) (State) (Zip) Table I - Non Transaction Date Anonth/Day/Year) 2A. Deemed 3. Execution Date, if Transaction any Code (Month/Day/Year) (Instr. 8)	Symbol FNB CORP/FL/ [FNB] (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) O1/14/2011 (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) A 15009 (State) (Zip) Table I - Non-Derivative Sectors Transaction Date 2A. Deemed 3. 4. Securities A Month/Day/Year) Execution Date, if TransactionDisposed of (Iany Code (Instr. 3, 4 and (Month/Day/Year) (Instr. 8)	S Symbol FNB CORP/FL/ [FNB] (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) GE AVENUE 01/14/2011 (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) A 15009 (State) (Zip) Table I - Non-Derivative Securities Act Transaction Date 2A. Deemed 3. 4. Securities Acquired (Amonth/Day/Year) Execution Date, if TransactionDisposed of (D) any Code (Instr. 3, 4 and 5) (Month/Day/Year) (Instr. 8)	S Symbol FNB CORP/FL/ [FNB] (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) GE AVENUE 01/14/2011	Symbol FNB CORP/FL/ [FNB] (Check all a (Chec	Symbol FNB CORP/FL/ [FNB] (Check all applicable) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) — Director — 10% Own Chief Legal Officer (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) — Some filed by One Reporting Person — Form filed by One Reporting Person — Form filed by More than One Reporting Person — Form filed

1,615.5286

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.

SEC 1474

(9-02)

10.4647

6,699.9539

Ι

By Trust

(401k

Plan)

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

De

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. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Title and Underlying 3 (Instr. 3 and	Securities :
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options (Granted 01/20/2002)	\$ 12.94					<u>(4)</u>	01/20/2012	Common Stock	5,366
Stock Options (Granted 01/20/2003)	\$ 13.75					<u>(4)</u>	01/20/2013	Common Stock	5,270

Reporting Owners

Reporting Owner Name / Address	Relationships
Reporting Owner Name / Address	

Director 10% Owner Officer Other

ORIE JAMES

138 COLLEGE AVENUE Chief Legal Officer

BEAVER, PA 15009

Signatures

/s/James G. Orie 02/10/2012

**Signature of 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) Includes 155.382 shares acquired under the F.N.B. Corporation Dividend Reinvestment Plan.
- (2) Represents employee and/or employer contributions pursuant to exempt 401(k) Plan during FYE 2011.
- (3) Includes 138.1714 shares acquired under the F.N.B. Corporation Dividend Reinvestment Plan.
- (4) Options are fully vested and are available for immediate exercise.

Reporting Owners 2

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Remarks:

FINAL filing as of August 2011

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.