FNB CORP/FL/
Form 4
January 13, 2003

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UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

o Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b)

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1. Name and Address of Reporting Person* *(Last, First, Middle)*

Reichert, Robert T.

1075 Camelot Circle

(Street)

Naples, FL 34119-1363

(City) *(State)* *(Zip)*

2. Issuer Name and Ticker or Trading Symbol

F.N.B. Corporation (FBAN)

3. I.R.S. Identification Number of Reporting Person, if an entity *(Voluntary)*

199-36-8484

4. Statement for *(Month/Day/Year)*

12/31/2002

5. If Amendment, Date of Original *(Month/Day/Year)*

6. Relationship of Reporting Person(s) to Issuer *(Check All Applicable)*

o Director o 10% Owner

x Officer *(give title below)*

o Other *(specify below)*

Executive Vice President

7. Individual or Joint/Group Filing *(Check Applicable Line)*

x Form filed by One Reporting Person

o Form filed by More than One Reporting Person

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, *see* instruction 4(b)(v).

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 Transactions(s) *(Instr. 3 and 4)*	6. Ownership Form: Direct (D) or Indirect (I) *(Instr. 4)*	7. Nature Indirect Benefici Owners *(Instr. 4*
			Code V	Amount	(A) or (D)	Price			
COMMON							724.390 (1)	D	
COMMON	(2)		A	519.8630	A	(3)	1312.8491	I	BY TRU (401K PLAN)
COMMON	(2)		A	58.5752	A	28.8208	283.2465	I	BY TRU (401K PLAN)

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)*	
				Code	V	(A)	(D)
STOCK OPTIONS (GRANTED 01/26/1997)	17.72						

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

6. Date Exercisable and Expiration Date *(Month/Day/Year)*		7. Title and Amount of Underlying Securities *(Instr. 3 and 4)*		8. Price of Derivative Security *(Instr. 5)*	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) *(Instr. 4)*	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) *(Instr. 4)*	11. Nature of Indirect Beneficial Ownership *(Instr. 4)*
Date Exercisable	**Expiration Date**	**Title**	**Amount or Number of Shares**				
(4)	01/26/2007	COMMON STOCK	846		846	D	
(4)	01/18/2008	COMMON STOCK	2946		2946	D	
(4)	01/24/2009	COMMON STOCK	4491		4491	D	
(4)	01/23/2010	COMMON STOCK	4821		4821	D	
(4)	01/22/2011	COMMON STOCK	5807		5807	D	
(4)	01/22/2012	COMMON STOCK	6318		6318	D	
(6)		COMMON STOCK	46		46	I	INTEREST IN PLAN

Explanation of Responses:

(1) The number of shares beneficially owned was overstated on the last Form-4 filed by 29.371 shares and is corrected in the total shown. Includes 5.663 shares acquired under the F.N.B. Corporation Dividend Reinvestment Plan.

(2) Transactions under exempt 401(k) Plan during 2002.

(3) Represents employer matching contributions pursuant to exempt 401(k) Plan.

(4) Options vest over a five year period, 20% each year on anniversary of grant date.

(5) Represents credit under supplemental retirement plan for employer matching stock contributions which reporting person was prevented from receiving under exempt 401(k) Plan.

(6) Upon entitlement to amounts under 401(k) Plan.

/s/ Robert T. Reichert	12/31/2002
**Signature of Reporting Person	Date

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.