

FORM 4

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

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

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 1934 or Section 30(f) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person*			2. Issuer Name and Ticker or Trading Symbol		6. Relationship of Reporting Person(s) to Issuer (Check all applicable)	
Helck Chester B (Last) (First) (Middle) 880 Carillon Parkway (Street) St. Petersburg FL 33716 (City) (State) (ZIP)			Raymond James Financial (RJF) 3. IRS or Social Security Number of Reporting Person (Voluntary) 4. Statement for Month/Day/Year December 11, 2002 5. If Amendment Date of Original (Month/Day/Year)		___ Director ___ 10% Owner <u>X</u> Officer (give title below) Other (specify below) COO and President of RJF 7. Individual or Joint/Group Filing (Check Applicable Line) <u>X</u> 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. Trans- action Date (Month/ Day/ Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Trans- action Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned at Following Reported Transactions (Instr. 3 and 4)	6. Owner- ship Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Owner- ship (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Raymond James Financial, Inc. (RJF)								20,957	D	
RJF Common Stock								2,452	I	ESOP

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).

(Over)
SEC 1474 (7-96)

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

FORM 4 (continued)

(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)	3.A Deemed Execution Date if any (Month/Day/Year)	4. Transaction		5. Number or Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and		7. Title and Amount of Underlying Security (Instr. 3 and 4)		8. Price of derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned at End of deriv-Month (Instr. 4)	10.Owner-ship Form of Security Direct (D) or Indirect (I) Instr. 4)	11.Nature of Indirect Benefi- cial Owner-ship (Instr. 4)
				Code (Instr. 8)	Expiration Date (Month/Day/Year)			Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Code	V	(A)	(D)												
Employee Stock Option (Right to buy)								Current	1/18/2003	Common stock	6,000	22.1667			
Employee Stock Option (Right to buy)								Current	1/18/2005	Common stock	3,000	20.6250			
Employee Stock Option (Right to buy)								11/18/2003-11/18/2004	1/18/2005	Common stock	2,000	20.6250			
Employee Stock Option (Right to buy)								11/28/04-01/28/06	1/28/2007	Common stock	6,000	32.0000			
Employee Stock Option (Right to buy)	31.55	12/10/2002		A		44,063		12/10/05-12/10/07	2/10/2008	Common stock	44,063	31.5500			
Employee Stock Option (Right to buy)	31.55	12/10/2002		A		5,937		12/10/05-12/10/07	2/10/2008	Common stock	5,937	31.5500	67,000	D	

Explanation of Responses:

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

/S/ CHESTER B. HELCK
**Signature of Reporting Person

12/11/2002
Date

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient see Instructions 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.