

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549

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FORM 8-K

CURRENT REPORT  
Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): December 23, 2005  
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CAPITAL CITY BANK GROUP, INC.  
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(Exact name of registrant as specified in its charter)

Florida	0-13358	59-2273542
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(State of Incorporation)	(Commission File Number)	(IRS Employer Identification No.)
217 North Monroe Street, Tallahassee, Florida		32301
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(Address of principal executive office)		(Zip Code)

Registrant's telephone number, including area code: (850) 671-0300  
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(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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Item 5.04. Temporary Suspension of Trading Under Registrant's Employee Benefit Plans.

On December 23, 2005, Capital City Bank Group, Inc. ("CCBG") sent a notice (the "Notice") to its directors and executive officers informing them that CCBG's 401(k) Plan (the "Plan") will be changing their record-keeping service provider to Capital City Trust Company. The Notice states that, as a result of this change, Plan participants will temporarily be unable to direct or diversify investments in their accounts or obtain a distribution from the Plan during a period that will begin at 2:00 p.m. Eastern Time on January 25, 2006 and will end prior to the opening of the NASDAQ National Market on February 9, 2006.

The Notice further states that the limitations on transactions during the blackout will impact CCBG Common Stock and thus, pursuant to Section 306(a) of the Sarbanes-Oxley Act of 2002 and Securities and Exchange Commission Regulation BTR (Blackout Trading Restriction), directors and executive officers are prohibited from directly or indirectly purchasing, selling, or otherwise acquiring or transferring any equity security of CCBG during the entire period that the participant transactions are restricted under the Plan. The Notice is attached hereto as Exhibit 99.1 and incorporated herein by reference.

CCBG received the notice required by Section 101(i)(2)(E) of the

Employment Retirement Income Security Act of 1974, as amended, on December 23, 2005.

Inquiries concerning the blackout should be directed to Robert H. Smith, Vice President of Investor Relations, by telephone at (850) 671-0316 or by mail at Capital City Bank Group, Inc., 217 North Monroe Street, Tallahassee, Florida 32301.

Item 9.01. Financial Statements and Exhibits.

(c) Exhibits.

Item No. -----	Description of Exhibit -----
99.1	Notice to Directors and Executive Officers of Capital City Bank Group, Inc. dated December 23, 2005.

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 hereunto duly authorized.

CAPITAL CITY BANK GROUP, INC.

Date: December 23, 2005  
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By: /s/ J. Kimbrough Davis  
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J. Kimbrough Davis,  
Executive Vice President  
and Chief Financial Officer

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BLACKOUT NOTICE

Important Notice Concerning 401(k) Plan Blackout Period  
and Restrictions on Your Ability to Trade Shares of CCBG Stock

December 23, 2005

To All Executive Officers and Directors:

This notice is to inform you of significant restrictions on your ability to trade any equity securities of Capital City Bank Group, Inc. (the "Company") during an upcoming "blackout period" that will apply to the Company's 401(k) Plan (the "Plan"). This special "blackout period" is imposed on executive officers and directors of the Company by the Sarbanes-Oxley Act of 2002 and Securities and Exchange Commission regulation BTR (Blackout Trading Restriction) and is in addition to the Company's blackout periods related to earnings releases.

Fourth Quarter Blackout

As you know, our regular fourth quarter earnings blackout began at the opening of the NASDAQ National Market on December 9, 2005 and will last until 48 hours after the Company's fourth quarter earnings are announced, which is anticipated to be the closing of the NASDAQ National Market on January 30, 2006.

Sarbanes-Oxley Blackout

As Trustee of the Plan, Capital City Trust Company ("CCTC") received notice from its current partner, Federated Investors, that they will no longer provide web-based record keeping services for retirement plans after February 25, 2006. While Federated Investors did make arrangements with another third party to provide these services, CCTC elected to eliminate the need for a third party record-keeper and invested the resources required to provide these record-keeping services internally. Although the Company expects this change to be positive, there will be a period of time during the conversion process when Participants will be unable to direct or diversify investments in their individual accounts or obtain a distribution from the Plan. All transactions under the Plan will be suspended from 2:00 p.m. Eastern Time on

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January 25, 2006 until the opening of the NASDAQ National Market on February  
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9, 2006 (the "Blackout Period"). These limitations on transactions during  
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the transition to the Company's own record-keeping service will  
impact the ability of Participants to trade the Company's Common Stock.

As a result, under Section 306(a) of the Sarbanes-Oxley Act of 2002,  
directors and executive officers are prohibited by federal law from directly  
or indirectly purchasing, selling, or otherwise acquiring or transferring any  
equity securities of the Company during the Blackout Period. During the  
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Blackout Period, you must not directly or indirectly purchase, sell, or  
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otherwise acquire or transfer any equity security of CCBG. This Blackout  
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Period is in addition to our regular earnings blackout, and will have the  
effect of extending the fourth quarter blackout until February 9, 2006.

As a reminder, the blackout policy and preclearance procedures also apply to  
transactions by your spouse and members of your immediate family sharing your  
household (as well as to transactions by certain of your affiliated trusts  
and other entities).

Should you have any questions, please do not hesitate to contact Robert H.  
Smith of the Company at (850) 671-0316, 217 North Monroe Street, Tallahassee,  
Florida 32301.

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