

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

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): February 9, 2006

CAPITAL CITY BANK GROUP, INC.

(Exact name of registrant as specified in its charter)

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

Registrant's telephone number, including area code: (850) 671-0300

(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))

CAPITAL CITY BANK GROUP, INC.

FORM 8-K
CURRENT REPORT

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

On February 9, 2006, Capital City Bank Group, Inc. (the "Company") sent a notice (the "Notice") to its directors and executive officers informing them that the previously announced blackout period with respect to individual account transactions in the Company's 401(k) Plan will terminate prior to the opening of the NASDAQ National Market on February 14, 2006 rather than the opening of the NASDAQ National Market on February 9, 2006, which had been initially announced. As a result, the prohibition on the Company's executive officers and directors from effecting transactions in certain equity securities of the Company will be extended to February 14, 2006. A copy of the Notice is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

Other than the extension of the ending date of the blackout period, there were no other material changes.

In accordance with the unforeseeable and beyond the reasonable control circumstance exemptions under Rule 104(b)(2)(ii) of Regulation BTR, the Company determined that it was unable to give advance notice of the blackout period to the directors and executive officers.

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 February 9, 2006.

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: February 9, 2006

By: /s/ J. Kimbrough Davis

J. Kimbrough Davis,
Executive Vice President
and Chief Financial Officer

??

??

??

??

BLACKOUT NOTICE

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

February 9, 2006

To All Executive Officers and Directors:

On December 23, 2005, we sent you a notice to inform you that the Capital City Bank Group, Inc. 401(k) Plan (the "Plan") would be entering a "blackout period" due to a transition in record-keeping and investment management services from Federated Investors to Capital City Trust Company ("CCTC"). 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. The blackout period began at 2:00 p.m. Eastern Time on January 25, 2006 and was originally scheduled to end before the opening of the NASDAQ National Market on February 9, 2006. Due to unforeseen circumstances beyond our control in

transferring the records from Federated Investors to CCTC, the blackout

period must be extended. The blackout period is now expected to end prior to

the opening of the NASDAQ National Market on February 14, 2006.

The additional time is needed for CCTC to complete the record transfer from Federated Investors to CCTC. You will be informed once the blackout period has ended.

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

Blackout Period, you must not directly or indirectly purchase, sell, or

otherwise acquire or transfer any equity security of CCBG.

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.