FORM 4

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

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

(Print or Ty	pe Response	s)														
1. Name and Address of Reporting Person * SMITH WILLIAM G JR			2. Issuer Name and Ticker or Trading Symbol CAPITAL CITY BANK GROUP INC [CCBG]					_X_ Direc	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) _X_ Director _X_ Officer (give title below) Chairman, President & CEO							
PO BOX 11248 (First) (Middle)				3. Date of Earlie 01/13/2014	3. Date of Earliest Transaction (Month/Day/Year) 01/13/2014						Chairn	ian, Pres	ident &	CEO		
(Street)			4. If Amendmen							6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person						
TALLAHASSEE, FL 32302 (City) (State) (Zip)				1	Table I - Non-Derivative Securities Acquire											
1.Title of S	Security		2. Transaction	2A. Deemed 3. Transaction			n 4. Securities Acquired 5			5. Amount of Securities			6.		7. Nature of	
(Instr. 3)		Date (Month/Day/Year)	Execution Date, if any (Month/Day/Year)	(Instr. 8)		(A) or Disposed of (Instr. 3, 4 and 5)			Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)		Ownership Form: Direct (D)	(D) Be	neficial mership			
					Code	V	Amount	(A) or (D)	Price				or Indi (I) (Instr.	ì	(Instr. 4)	
Common	Stock		01/13/2014		A		11,727 (1)	A	\$ 0	2,285,346	5		D			
Common Stock									1,049,361	1,049,361		I	2S Pa	rtnership		
Common Stock									1,768		I		GS ust			
Common	Stock									4,880			I	W IR	GSjr. A	
Common Stock								55,666	I		I	Pa	ouse- ula P. nith			
Common Stock								4,585	I		Sp IR	ouse A				
Common Stock									87,952			I	JV	/S Trust		
Common Stock									87,115			I		GS III - ust		
Common Stock									80,728	80,728		I	-	AS - ust		
Common Stock								80,728			I		HS - ust			
Reminder:	Report on a s	separate line f	or each class of sec	urities beneficially	owned direc	Per	rsons wh ntained ir	o resp	form a	o the colle are not requ rently valid	uired to res	spond u	nless	SEC	474 (9-02)	
			Table II	- Derivative Secur (e.g., puts, calls, v									<u>.</u>			
1. Title of Derivative Security (Instr. 3)	Title of 2. Tivative Conversion Date Conversion Operivative Security Security 3. Transaction Date Execution Date, if Operivation any (Month/Day/Year) (Month/Day/Year) Security 3. Transaction Date, if Transaction Code (Instr. 8) Execution Date, if Transaction Code (Instr. 8) Code Operivative Security Security Acquired (A) or Disposo of (D) (Instr. 8)		5. Number	6. and (M	and Expiration Date (Month/Day/Year) An Un Se			Title and mount of nderlying ecurities nstr. 3 and	ount of derlying urities str. 3 and Derivative Security (Instr. 5) Benefic Owned Followi Reporte		ive es ially ng d tion(s)	10. Ownersh Form of Derivativ Security: Direct (I or Indire (I) (Instr. 4)	Beneficial Ownershi (Instr. 4)			
					,,				-		1					

	Code	V	(A)		Date Exercisable	Expiration Date	Title	Amount or Number of Shares					
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Reporting Owners

B # 0 Y /	Relationships								
Reporting Owner Name / Address	Director	10% Owner	Officer	Other					
SMITH WILLIAM G JR PO BOX 11248 TALLAHASSEE, FL 32302	X	X	Chairman, President & CEO						

Signatures

/s/ William G. Smith, Jr.	01/13/2014
**Signature of Reporting 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).
- $\textbf{(1)} \ \ \textbf{Shares granted to the reporting person under the Registrants Stock-based Incentive Plan}$

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.