## 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).

(Print or Type Responses)

#### 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

Name and Address of Reporting Person—     DAVIS J KIMBROUGH					2. Issuer Name and Ticker or Trading Symbol CAPITAL CITY BANK GROUP INC [ccbg]							S. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner				
(Last) (First) (Middle) 217 NORTH MONREE STREET					3. Date of Earliest Transaction (Month/Day/Year) 12/31/2003						X_ Offic	X Officer (give title below) Other (specify below)  ExVP and CFO				
TALLAI	HAUSSES	(Street)	1	4. I	f Amendment	, Date Orig	inal	Filed(Mont	h/Day/Y	ear)	_X_ Form fil	ual or Joint/Gled by One Repo	orting Person		cable Line)	
(City) (State) (Zip)				Table I - Non-Derivative Securities Acquired, I							osed of, or I	Beneficiall	y Owned			
(Instr. 3) Date (Month/Day/Year)		Execu (ear) any	ecution Date, if Code		tion 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)			6. Ownership Form: Direct (D) or Indirect	Beneficial Ownership				
						Code	V	Amount	or (D)	Price				(I) (Instr. 4)		
Common	Stcok		12/31/2003			A		47 <u>(1)</u>	A	\$ 32.47	2 21,302			D		
Common	Stock										15,633			D		
Common	Stock										5.96 <sup>(2)</sup>			I	Spouse	
Common	Stock										295			I	Custodian - Daugter	
Common	1 Stock										295			I	Custodian - Daughter	
Common	Stock										295			I	Custodian - Son	
Common	Stock										295			I	Custodian - Son	
Common	Stock										3,630			I	By IRA	
Common	Stock										4,076			I	By Spouse - IRA	
Common	Stock										1,050.7	798 (3)		I	By 401(k) Plan	
Reminder:	Report on a s	separate line	for each class of	f securities	beneficially (	owned direc	Pe co	rsons wi ntained i	no res	form a	o the colle are not requ rently valid	uired to res	spond un	less	CC 1474 (9-02	
			Tab		vative Securi puts, calls, w											
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security		Execut y/Year) any	emed	4. Transaction Code	5.	6. an (N	Date Exer d Expirati Month/Day	cisable on Dat	e 7. te A U	Title and mount of nderlying ecurities nstr. 3 and	8. Price of Derivative Security (Instr. 5)		e Owne Form Illy Deriv Secur Director Inc	of Beneficia Ownershi ity: (Instr. 4)	

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

	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
DAVIS J KIMBROUGH							
217 NORTH MONREE STREET			ExVP and CFO				
TALLAHAUSSES, FL 32301							

#### **Signatures**

J. Kimbrough Davis	01/06/2004
**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).
- These shares of common stock were purchased in 2003 pursuant of the Company's Associate Stock Purchase Plan and were exempt from the reporting and short-swing profit liability requirements of Section 16 pursuant to Rule 16b-3(c) promulgated thereunder.
- (2) Includes .09875 shares of common stock that were purchased in 2003 under the Company's 1996 Dividend Reinvestment Plan and were exempt from the reporting and short-swing profit liability provisions of Section 16 pursuant to Rule 16a-11 promulgated thereunder. Mr. Davis disclaims beneficial ownership.
- (3) Includes 13.2477 shares of common stock that were purchased under the Company's 1997 401(k) Profit Sharing Plan and were exempt from the reporting and short-swing provisions of Section 16 pursuant to Rule 16b-3(c) promulgated thereunder.

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.