CAPITAL CITY BANK GROUP INC

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Common

Stock

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Form 5 May 07, 2007

OMB APPROVAL FORM 5 **OMB** UNITED STATES SECURITIES AND EXCHANGE COMMISSION 3235-0362 Number: Washington, D.C. 20549 Check this box if January 31, Expires: no longer subject 2005 to Section 16. Estimated average ANNUAL STATEMENT OF CHANGES IN BENEFICIAL Form 4 or Form burden hours per 5 obligations OWNERSHIP OF SECURITIES response... 1.0 may continue. See Instruction Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, 1(b). Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Reported 30(h) of the Investment Company Act of 1940 Form 4 Transactions Reported 1. Name and Address of Reporting Person * 2. Issuer Name and Ticker or Trading 5. Relationship of Reporting Person(s) to Issuer Keen Lehman McGrath JR Symbol CAPITAL CITY BANK GROUP (Check all applicable) INC [CCBG] (Middle) 3. Statement for Issuer's Fiscal Year Ended (Last) (First) _X_ Director 10% Owner Officer (give title Other (specify (Month/Day/Year) below) below) 12/31/2006 1620 BELLEVUE ROAD (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Reporting Filed(Month/Day/Year) (check applicable line) DUBLIN, GAÂ 31021 _X_ Form Filed by One Reporting Person Form Filed by More than One Reporting (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities 5. Amount of 6. 7. Nature of Acquired (A) or Indirect (Month/Day/Year) Execution Date, if Security Transaction Securities Ownership (Instr. 3) Code Disposed of (D) Beneficially Form: Beneficial (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) Owned at end Direct (D) Ownership of Issuer's or Indirect (Instr. 4) Fiscal Year (I) (A) (Instr. 3 and (Instr. 4) or (D) Price Amount Common Â Â Â Â Â Â 257,437 (1) D Â Stock Trustee for Common Courtney Â Â Â Â Â Â 43,105 (1) Stock Cynthia Keen

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43,105 (1)

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Trustee for

Lehman McGrath

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									Keen, III
Common Stock	Â	Â	Â	Â	Â	Â	32,280 (1)	I	Trustee for Karen Keen Vaughn
Common Stock	Â	Â	Â	Â	Â	Â	682 (1)	I	L. McGrath Keen, Jr., Trustee for Cynthia T. Keen
Common Stock	Â	Â	Â	Â	Â	Â	201,885 (1)	I	Co-Trustee of the L.M. Keen Marital Trust
Commmon Stock	12/19/2005	Â	G5	2,500	D	\$ 0	199,385	I	Co-Trustee of the L.M. Keen Marital Trust
Common Stock	08/17/2006	Â	G5	1,630	A	\$ 0	197,755	I	Co-Trustee of the L.M. Keen Marital Trust
Reminder: Report on a separate line for each class of			Persons wh	SEC 2270					

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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securities beneficially owned directly or indirectly.

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exer	cisable and	7. Tit	le and	8. Price of	9.
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	Number	Expiration D	ate	Amou	ınt of	Derivative	of
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	rlying	Security	D
(Instr. 3)	Price of		(Month/Day/Year) (Instr. 8) Derivative			Secur	ities	(Instr. 5)	Se		
	Derivative				Securities			(Instr.	. 3 and 4)		В
	Security				Acquired						О
					(A) or						Eı
					Disposed						Is
					of (D)						Fi
		(Instr. 3,							(I		
					4, and 5)						
									Amount		
						Data	Evaluation		or		
						Date Exercisable	Expiration Date	Title	Number		
									of		
					(A) (D)				Shares		

(9-02)

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

Keen Lehman McGrath JR
1620 BELLEVUE ROAD Â X Â Â

DUBLIN, GAÂ 31021

Signatures

L. McGrath
Keen

**Signature of Date

**Signature of Reporting Person

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).
- (1) 5/4 Stock Split dated July 1, 2005

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.

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