

EverBank Financial Corp
 Form 4
 May 27, 2014

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, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
 Newton Russell B III

(Last) (First) (Middle)

200 WEST FORSYTH STREET,
 SUITE 1600

(Street)

JACKSONVILLE, FL 32202

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
 EverBank Financial Corp [EVER]

3. Date of Earliest Transaction
 (Month/Day/Year)
 05/22/2014

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)

Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 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 (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|

| | | | | | | | |
|--|------------|--|---|---------|------------|---|--|
| Common Stock, par value \$0.01 per share | 05/23/2014 | | M | 3,146 A | \$ 0 3,146 | D | |
|--|------------|--|---|---------|------------|---|--|

| | | | | | | | |
|--|--|--|--|--|-----------|---|--|
| Common Stock, par value \$0.01 per share | | | | | 2,794,235 | I | By the 1995 Newton Family Limited Partnership, LLLP ⁽¹⁾ |
| | | | | | 186,155 | I | |

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| | | | | | | |
|--|--|--|---------|---|--|-----------------------------------|
| Common Stock, par value \$0.01 per share | | | | | | By DV Properties, Inc. <u>(2)</u> |
| Common Stock, par value \$0.01 per share | | | 641,928 | I | | By Timucuan Fund, L.P. <u>(3)</u> |
| Common Stock, par value \$0.01 per share | | | 387,430 | I | | By R2 Partners <u>(4)</u> |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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(9-02)

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

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title Amount or Number of Shares |
| Restricted Common Stock Unit | \$ 0 | 05/23/2014 | | M | 3,146 | 05/23/2014 05/23/2014 | Common Stock, par value \$0.01 per share 3,146 |
| Restricted Common Stock Unit | \$ 0 | 05/22/2014 | | A | 2,668 | 05/22/2015 05/22/2015 | Common Stock, par value \$0.01 per share 2,668 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Newton Russell B III 200 WEST FORSYTH STREET, SUITE 1600 JACKSONVILLE, FL 32202 | X | | | |

Signatures

By: Jean-Marc Corredor as
Attorney-In-Fact

05/27/2014

__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).
- (1) The reporting person is the sole manager of Newton O5, LLC, the general partner of the 1995 Newton Family Limited Partnership, LLLP
- (2) The reporting person is Director and President of DV Properties, Inc.
- (3) The reporting person is the controlling partner of Timucuan Fund Management, L.P., the general partner of Timucuan Fund, L.P.
- (4) The reporting person is one of two general partners of R2 Partners and owns 50% of the partnership units of R2 Partners.

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.