SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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

| <u>Crist Charles Joseph Jr</u> | | | 2. Date of Event Requiring Staten Month/Day/Year 03/03/2011 | nent | 3. Issuer Name and Ticker or Trading Symbol <u>ST JOE CO</u> [JOE] | | | | | | |
|--|--|-------|--|--------------------|--|--|--|-------------------------------|--|---|---|
| (Last) 201 N. FRAI | ast) (First) (Middle))1 N. FRANKLIN STREET | | | | | tionship of Reporting Person(s) to Is all applicable) Director 10% O | | o Issuer % Owner | 5. If Amendment, Date of Original Filed (Month/Day/Year) | | |
| 7TH FLOOR | | | | | Officer (give title below) | | Other (specify below) | | 6. Individual or Joint/Group Filing (Check Applicable Line) | | |
| (Street) TAMPA | FL | 33602 | | | | | | | | | y One Reporting Person y More than One erson |
| (City) | (State) | (Zip) | | | | | | | | | |
| Table I - Non-Derivative Securities Beneficially Owned | | | | | | | | | | | |
| 1. Title of Security (Instr. 4) | | | | | 2. Amount of Securities Beneficially Owned (Instr. 4) | | | | 4. Nature of Indirect Beneficial Ownership (Instr. 5) | | |
| Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) | | | | | | | | | | | |
| 1. Title of Derivative Security (Instr. 4) | | | 2. Date Exercisable and Expiration Date (Month/Day/Year) | | 3. Title and Amount of Secur Underlying Derivative Securi | | ity (Instr. 4) Conv or Ex | | ersion ercise | 5. Ownership Form: Direct (D) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
| | | | Date Exercisable | Expiration Date | Title | | Amount or Number of Shares | Price o Derivat Securit | tive | Direct (D) or Indirect (I) (Instr. 5) | |
| Explanation of Responses: | | | | | | | | | | | |

Remarks:

No securities are beneficially owned.

No securities are beneficially owned.

/s/ Charles J. Crist, Jr.

** Signature of Reporting Person

03/14/2011

Date

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

* If the form is filed by more than one reporting person, see Instruction 5 (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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.