

FILE NOW: FILING FEE AFTER MAY 1 IS \$225.00

PROFIT
CORPORATION
ANNUAL REPORT
1996



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # F95000001450

1. Corporation Name

First Alabama Bank

Principal Place of Business

Mailing Address

417 N. 20th Street/Suite 400
Birmingham, AL 35203

P. O. Box 1448
Montgomery, AL 36102

3. Date Incorporated or Qualified

3a. Date of Last Report

3/22/85

2. Principal Place of Business

2a. Mailing Address

21 Birmingham, AL 35203

26 Montgomery, AL 36102

4. FEI Number
63-0371391

Applied For

Not Applicable

Suite Apt #, etc

Suite Apt #, etc

22 Suite 400

27 City & State

23 Birmingham, AL

28 Birmingham, AL

24 35203

Country

Zip

Country

25 Jefferson

29 35203

Zip

30 Jefferson

5. Certificate of Status Desired

\$8.75 Additional
Fee Required

6. Election Campaign Financing
Trust Fund Contribution

\$5.00 May Be
Added to Fees

8. This corporation has liability for intangible tax under s. 199.032,
Florida Statutes

Yes No

9. Name and Address of Current Registered Agent

10. Name and Address of New Registered Agent

CT Corporation System
c/o CT Corporation System
1200 South Pine Island Rd.
Plantation, FL 33324

81 Name

82 Street Address (P.O. Box Number is Not Acceptable)

83

84 City

FL

85 Zip Code

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE

Signature of registered agent, and title if applicable

(NOTE: Registered Agent's signature required when terminating)

DATE

12. OFFICERS AND DIRECTORS

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

TITLE
NAME
STREET ADDRESS
CITY - ST - ZIP
SEE ATTACHED OFFICERS AND
DIRECTORS LIST

TITLE
NAME
STREET ADDRESS
CITY - ST - ZIP

TITLE
NAME
STREET ADDRESS
CITY - ST - ZIP

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CITY - ST - ZIP

TITLE
NAME
STREET ADDRESS
CITY - ST - ZIP

1.1 TITLE
1.2 NAME
1.3 STREET ADDRESS
1.4 CITY - ST - ZIP

2.1 TITLE
2.2 NAME
2.3 STREET ADDRESS
2.4 CITY - ST - ZIP

3.1 TITLE
3.2 NAME
3.3 STREET ADDRESS
3.4 CITY - ST - ZIP

4.1 TITLE
4.2 NAME
4.3 STREET ADDRESS
4.4 CITY - ST - ZIP

5.1 TITLE
5.2 NAME
5.3 STREET ADDRESS
5.4 CITY - ST - ZIP

6.1 TITLE
6.2 NAME
6.3 STREET ADDRESS
6.4 CITY - ST - ZIP

9000001742309
-03/13/96--01121--023
***200.00

14. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes, and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE:

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

3/7/96

Date

(334) 832-8099

Daytime Phone #

CR2E034 (12/95)

REGIONS FINANCIAL CORPORATION/FIRST ALABAMA BANK

FEIN: 63-0589368 / 63-0371391

Incorporated: 5-29-70 / 3-22-85

Mailing Address:

Post Office Box 1448
Montgomery, AL 36102-1448

Post Office Box 10247
Birmingham, AL 35202

Business Address:

44 First Alabama Plaza
Montgomery, AL 36104
(334) 832-8490

417 N. 20th Street/Suite 400
Birmingham, AL 35203
(205) 326-7100

Directors

Name/Address/
Phone Number/SS#

J. Stanley Mackin, Chairman & CEO
Regions Financial Corporation
417 N. 20th Street/18 Floor
Birmingham, AL 35203
(205) 326-7167
SS# 421-38-3591

Catesby as E. Jones, Proprietor
Mabry Securities Co.
1003 Broad Street
Selma, AL 36701
(334) 872-2303 (Morris Agency)
SS# 416-28-3888

Richard D. Horsley
Vice Chairman & EFO
Regions Financial Corp.
417 N. 20th St./18th Floor
Birmingham, AL 35203
(205) 326-7540 SS# 419-56-0175

Olin B. King, Chairman & CEO
SCI Systems, Inc.
2101 Clinton Avenue West
Huntsville, AL 35807
(205) 882-4800
SS# 280-46-1688

Sheila Blair, Exec. Dir.
Greater Birmingham Foundation
2027 1st Avenue North/Suite 501
Birmingham, AL 35203
(205) 328-8641
SS# 073-28-0356

H. Manning McPhillips, Jr.
Chairman & CEO
McPhillips Mfg. Co., Inc.
301 Yeend Street
(334) 438-1681
SS# 422-18-8098

James B. Boone, Jr.
Chairman of the Board
Boone Newspapers, Inc.
1800 McFarland Blvd./Suite 200
Tuscaloosa, AL 35406
(205) 752-3381 SS# 416-44-6752

Henry E. Simpson, Attorney
Lange, Simpson, Robinson & Somerville
1700 First Alabama Bank Bldg.
417 N. 20th Street
Birmingham, AL 35203
(205) 250-5000 SS# 423-38-5219

Albert P. Brewer
Professor of Law & Government Samford University
800 Lakeshore Drive
Birmingham, AL 35229
(205) 870-2482
SS# 418-30-2766

Robert E. Steiner, III, Attorney
Steiner, Crum & Baker
8 Commerce Street / 8th Floor
Montgomery, AL 36104
(334) 832-8800
SS# 424-38-3303

James S. M. French, President
Dunn Investment Company
3900 Airport Hwy
Birmingham, AL 35222
(205) 592-8908
SS# 416-58-2897

Lee J. Styslinger, Jr.
Chairman of the Board, ALTEC Industries
210 Inverness Center Drive
Birmingham, AL 35242
(205) 991-7733
SS# 324-38-3781

REGIONS FINANCIAL CORPORATION/FIRST ALABAMA BANK (Continued)**Executive Officers****Name/Address/
Phone Number****Title****SS#**

Joe M. Hinds, Jr.
216 Westside Square
Huntsville, AL 35801
(205) 535-0231

Regional Pres.

428-86-6195

Sam P. Faucet
2222 9th Street
Tuscaloosa, AL 35401
(205) 750-2606

Regional Pres.

422-38-6950

Wilber Hufham
8 Commerce Street
Montgomery, AL 36102
(334) 832-8011

Regional Pres.

419-50-6596

Carl E. Jones, Jr.
106 St. Francis
Mobile, AL 36602
(334) 690-1212

Regional Pres.

423-56-0291

William E. Jordan
417 N. 20th Street/2nd Floor
Birmingham, AL 35203
(205) 326-7272

Regional Pres.

420-40-4414

Samuel E. Upchurch, Jr.
417 N. 20th Street
Birmingham, AL 35203
(205) 326-7860

Corporate Secretary/
General Counsel

423-60-5812