

FILE NOW: FILING FEE AFTER MAY 1ST IS \$550.00

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # F97000003160
1. Corporation Name
AMSOUTH BANK

Principal Place of Business Mailing Address

DO NOT WRITE IN THIS SPACE

2. Principal Place of Business 21 AmSouth Sonat Tower Suite, Apt. #, etc. 22 1900 5th Avenue North City & State 23 Birmingham, Alabama Zip Country 24 35203 25 USA		2a. Mailing Address 26 Law Department Suite, Apt. #, etc. Suite 920 27 1901 6th Avenue North City & State 28 Birmingham, Alabama Zip Country 29 35203 30 USA		3. Date Incorporated or Qualified September 29, 1986		4. FEI Number 63-0935103 Applied For <input type="checkbox"/> Not Applicable	
				5. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required		6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> \$5.00 May Be Added to Fees	
				7. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input type="checkbox"/> Yes <input type="checkbox"/> No			

9. Name and Address of Current Registered Agent
CT Corporation System
1200 South Pine Island Road
Plantation, Florida 33324

10. Name and Address of New Registered Agent

81	Name
82	Street Address (P.O. Box Number is Not Acceptable)
83	
84	City
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 _____ (NOTE: Registered Agent signature required when reinstating) DATE _____

12. OFFICERS AND DIRECTORS

TITLE	C/P/D	<input type="checkbox"/> DELETE
NAME	RITTER, C. DOWD	
STREET ADDRESS	1900 5TH AVE NORTH	
CITY-ST-ZIP	BIRMINGHAM, AL 35203	
TITLE	D	<input type="checkbox"/> DELETE
NAME	CHANDLER, J. HAROLD	
STREET ADDRESS	1 FOUNTAIN SQUARE	
CITY-ST-ZIP	CHATTANOOGA, TN 37402	
TITLE	D	<input type="checkbox"/> DELETE
NAME	DALTON, JAMES E.	
STREET ADDRESS	103 CONTINENTAL PLACE	
CITY-ST-ZIP	BRENTWOOD, TN 37027	
TITLE	D	<input type="checkbox"/> DELETE
NAME	GILBERT, RODNEY C.	
STREET ADDRESS	3700 OLD LEEDS ROAD	
CITY-ST-ZIP	BIRMINGHAM, AL 35213	
TITLE	S	<input type="checkbox"/> DELETE
NAME	MASTERS, DIANE	
STREET ADDRESS	1900 5TH AVENUE NORTH	
CITY-ST-ZIP	BIRMINGHAM, AL 35203	
TITLE	AS	<input type="checkbox"/> DELETE
NAME	CAUGHRAN, JR. WILLIAM H.	
STREET ADDRESS	1901 6TH AVENUE NORTH SUITE 920	
CITY-ST-ZIP	BIRMINGHAM, AL 35203	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME	
1.3 STREET ADDRESS	900002586509--9
1.4 CITY-ST-ZIP	-07/13/98--01065--016
2.1 TITLE	*****550.00 <input type="checkbox"/> Change <input type="checkbox"/> Addition
2.2 NAME	
2.3 STREET ADDRESS	900002586509--9
2.4 CITY-ST-ZIP	-07/13/98--01065--017
3.1 TITLE	*****8.75 <input type="checkbox"/> Change <input type="checkbox"/> Addition
3.2 NAME	
3.3 STREET ADDRESS	
3.4 CITY-ST-ZIP	
4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
4.2 NAME	
4.3 STREET ADDRESS	
4.4 CITY-ST-ZIP	
5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
5.2 NAME	
5.3 STREET ADDRESS	
5.4 CITY-ST-ZIP	
6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
6.2 NAME	
6.3 STREET ADDRESS	
6.4 CITY-ST-ZIP	

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(9)(i), 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.

William A. Coughran

CR2E034 (10/97)

2082

Directors [continued]

Elmer B. Harris
600 North 18th Street
Birmingham, AL 35291

Victoria Jackson Gregoricus
922 Main Street
Nashville, TN 37206

Ronald L. Kuehn, Jr.
1900 Fifth Avenue North
Birmingham, AL 35203

James R. Malone
8889 Pelican Bay Boulevard
Naples, FL 34108

Francis A. Newman
8333 Bryan Dairy Road
Largo, FL 33777

Claude B. Nielsen
4600 East Lake Boulevard
Birmingham, AL 35217

Benjamin F. Payton
399 Grey Columns
Tuskegee, AL 36083

Herbert A. Sklenar
Two Metroplex Drive
Birmingham, AL 35209

Officers

Michael C. Baker
1901 6th Avenue North
Birmingham, AL 35203

David B. Edmonds
1901 6th Avenue North
Birmingham, AL 35203

Sloan D. Gibson, IV
1900 Fifth Avenue North
Birmingham, AL 35203

O.B. Grayson Hall, Jr.
1900 Fifth Avenue North
Birmingham, AL 35203

W. Charles Mayer, III
1900 Fifth Avenue North
Birmingham, AL 35203

Candice W. Rogers
1901 6th Avenue North
Birmingham, AL 35203

E.W. Stephenson, Jr.
100 North Tampa Street
Tampa, FL 33602

Alfred W. Swan, Jr.
13535 Feather Sound Drive
Clearwater, FL 34622

Stephen A. Yoder
1901 6th Avenue North, Suite 920
Birmingham, AL 35203

Carl L. Gorday - Asst. Secretary
1901 6th Avenue North, Suite 920
Birmingham, AL 35203