COMMITTEE'S REPORT

(to be filed by committees that support or oppose more than one candidate and/or proposition)

1. Full Name and Address of Political Committee

Regions Financial Corporation
Political Action Committee
417 20th Street North
Birmingham, Alabama 35203

OFFICE USE ONLY

Pac 3/20
30-P
3/14

0001922

2. Date of Primary March 14, 2000

This report covers from 12/21/99 through 2/3/2000

3. Type of Report

____ 180th day prior to primary
____ 90th day prior to primary
X 30th day prior to primary
____ 10th day prior to primary
____ 10th day prior to general
____ 40th day after general
____ Annual
____ Amendment to prior report

4. All Committee Officers (including Chairperson, Treasurer, if any, and any other committee officers)

a. Name	b. Position	c. Address
Samuel E. Upchurch	Chairperson	417 20th Street North Birmingham, Alabama 35203
John E. Hixon	Treasurer	P. O. Box 1448 Montgomery, Alabama 36104-1448

5. Candidates or Propositions the Committee is Supporting or Opposing (use additional sheets if necessary)

a. Name & Address of Candidate/Description of Proposition	b. Office Sought	c. Political Party	d. Support/Oppose

6. Is the Committee supporting the entire ticket of a political party? ____ Yes X No If "yes", which party?

7. a. Name of Person Preparing Report

Elizabeth Manley (334) 230-6298

b. Daytime Telephone

8. WE HEREBY CERTIFY that the information contained in this report and the attached schedules is true and correct to the best of our knowledge, information and belief, and that no expenditures have been made nor contributions received that have not been reported herein, and that no information required to be reported by the Louisiana Campaign Finance Disclosure Act has been deliberately omitted.

This 13th day of March, 2000

Signature of Committee Chairperson

(205) 326-7860
Daytime Telephone

Signature of Committee Treasurer, if any

(334) 230-6296
Daytime Telephone

SUMMARY PAGE

RECEIPTS	This Period
1. Contributions Received (Schedule A-1)	450.00
2. In-kind Contributions Received (Schedule A-2)	
3. Campaign paraphernalia sales of $25 *or less*	
4. **TOTAL CONTRIBUTIONS** (Lines 1 + 2 + 3)	450.00
5. Other Receipts (Schedule A-3)	
6. Loans Received (Schedule B)	
7. Loan Repayments Received (Schedule D)	
8. **TOTAL RECEIPTS** (Lines 4 + 5 + 6 + 7)	450.00

DISBURSEMENTS	This Period
9. General Expenditures (Schedule E-1)	
10. In-Kind Expenditures (Schedule E-2)	
11. Contributions made to Candidates (Schedule E-3)	450.00
12. **TOTAL EXPENDITURES** (Lines 9 + 10 + 11)	450.00
13. Other Disbursements (Schedule E-4)	
14. Loan Repayments Made (Schedule B)	
15. Funds Loaned (Schedule D)	
16. **TOTAL DISBURSEMENTS** (Lines 12 + 13 + 14 + 15)	450.00

FINANCIAL SUMMARY	Amount
17. Funds on hand at beginning of reporting period (Must equal funds on hand at close from last report or -0- if first report for this committee)	0.00
18. *Plus* total receipts this period (*less* in-kind contributions received) (Line 8 above minus line 2 above)	450.00
19. *Less* total disbursements this period (*less* in-kind expenditures) (Line 16 above minus line 10 above)	450.00
20. Funds on hand at close of reporting period	0.00

Form 202, Rev. 3/96, Page Rev. 3/98.

SCHEDULE A-1: CONTRIBUTIONS RECEIVED (other than In-Kind Contributions)

The following information must be provided for all contributions **received** by the committee during this reporting period, except for in-kind contributions, whether received from a political committee or some other person or entity. Contributions made by the committee are reported on SCHEDULE E-3: CONTRIBUTIONS MADE TO CANDIDATES. Information on in-kind contributions is reported on SCHEDULE A-2: IN-KIND CONTRIBUTIONS. In Column 1, check "yes" if the contributor is a political committee and "no" if not. For anonymous contributions, see SCHEDULE F. Totals and subtotals at bottom of the page are *optional*. Completion of totals and subtotals may assist in calculating totals that must be reported on the Summary Page.

1. Name and Address of Contributor	2. Contributions this Reporting Period a. Date(s)	b. Amount(s)	3. Total this Year
Regions Financial Corporation Fed PAC (an affiliated comm.) 417 20th Street North Birmingham, Alabama 35203 POLITICAL COMMITTEE? X YES ____ NO	1/10/2000	250.00	-
Regions Financial Corporation Fed PAC (an affiliated comm.) 417 20th Street North Birmingham, Alabama 35203 POLITICAL COMMITTEE? X YES ____ NO	1/28/2000	200.00	7,050.00
POLITICAL COMMITTEE? ____ YES ____ NO			
POLITICAL COMMITTEE? ____ YES ____ NO			
POLITICAL COMMITTEE? ____ YES ____ NO			
POLITICAL COMMITTEE? ____ YES ____ NO			
POLITICAL COMMITTEE? ____ YES ____ NO			
4. SUBTOTAL (this page)			N/A
5. TOTAL (complete only on last page of this schedule)			N/A

6. CONTRIBUTIONS FROM POLITICAL COMMITTEES *ONLY*:

SUBTOTAL (this page) 450.00 TOTAL (complete only on last page of this schedule) 450.00

Form 202, Rev. 3/98, Page Rev. 3/98

SCHEDULE E-3: CONTRIBUTIONS MADE TO CANDIDATES

The following information must be provided for direct contributions made to candidates or their campaign committees, during this reporting period, except for in-kind expenditures. All candidates listed on this schedule should also be listed on the Cover Page in Item 5. Report all in-kind expenditures, including those made to candidates, on SCHEDULE E-2: IN-KIND EXPENDITURES. Totals and subtotals at bottom of the page are *optional*. Completion of totals and subtotals may assist in calculating totals that must be reported on the Summary Page.

1. Name and Address of Recipient Candidate	2. Contributions Made this Reporting Period a. Date(s)	b. Amount(s)
Jane Smith Campaign Fund 6000 Financial Plaza, Ste. 701 Shreveport, LA. 71129	1/10/2000	250.00
Jamie Mayo Campaign Fund 1706 South 7th Street Monroe, LA. 71202	1/28/2000	200.00
3. SUBTOTAL (optional)		
4. TOTAL (optional - complete only on last page of this schedule)		450.00

Form 302, Rev. 3/94, Page Rev. 3/94.