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
P. O. Box 1448
Montgomery, Alabama 36104-1448

OFFICE USE ONLY

Pmc 2/02
10-G
2/15

0202344

2. Date of Primary February 2, 2002/Gen. March 2, 2002

This report covers from 1-01-2002 through 2-10-2002

3. Type of Report:

_____ 180th day prior to primary
_____ 90th day prior to primary
_____ 30th day prior to primary
X 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

b. Daytime Telephone 334-230-6298

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 14 day of February 2002.

Signature of Committee Chairperson — (205) 326-7860 Daytime Telephone

Signature of Committee Treasurer, if any — (334) 230-6296 Daytime Telephone

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SUMMARY PAGE

RECEIPTS	This Period
1. Contributions Received (Schedule A-1)	$ 1,600.00
2. In-kind Contributions Received (Schedule A-2)	-
3. Campaign paraphernalia sales of $25 *or less*	-
4. **TOTAL CONTRIBUTIONS** (Lines 1 + 2 +3)	$ 1,600.00
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)	-

DISBURSEMENTS	This Period
9. General Expenditures (Schedule E-1)	-
10. In-Kind Expenditures (Schedule E-2)	-
11. Contributions made to Candidates (Schedule E-3)	$ 1,500.00
12. **TOTAL EXPENDITURES** (Lines 9 + 10 + 11)	$ 1,500.00
13. Other Disbursements (Schedule E-4)	$ 100.00
14. Loan Repayments Made (Schedule B)	-
15. Funds Loaned (Schedule D)	-
16. **TOTAL DISBURSEMENTS** (Lines 12 + 13 + 14 + 15)	$ 1,600.00

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)	$ 1,600.00
19. *Less* total disbursements this period (*less* in-kind expenditures) (Line 16 above minus line 10 above)	$ 1,600.00
20. Funds on hand at close of reporting period	$ 0.00

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SUMMARY PAGE (continued)

INVESTMENTS	Amount
21. Of funds on hand at beginning of reporting period (Line 17, above), amount held in investments (*i.e.*, savings accounts, CD's, money market funds, stocks, bonds, etc.)	-
22. Of funds on hand at close of reporting period (Line 20, above), amount held in investments	-

SPECIAL TRANSACTIONS	This Period
23. Contributions received from political committees (From Schedules A-1 and A-2)	-
24. All proceeds from the sale of tickets to fundraising events (Receipts from the sale of tickets are contributions and must also be reported on Schedule A-1)	-
25. Proceeds from the sale of campaign paraphernalia (Receipts from the sale of campaign paraphernalia are contributions and must also be reported on Schedule A-1 or Line 3 above)	-
26. Expenditures from petty cash fund (Must also be reported on Schedule E-1)	-

NOTICE

A political committee must register in each calendar year in which it will have over $500 of financial activity. The registration is accomplished by filing a Statement of Organization form and paying the $100 filing fee. Statements of Organization are filed annually by January 31. Any committee which realizes that it will have over $500 of financial activity after January 31 must register within ten days of its realization of that fact. However, if this occurs during the ten day period prior to an election the Statement of Organization must be filed within three days.

Political committees must file reports of receipts and disbursements on an annual basis. Annual reports are due by February 15 and should cover the preceding calendar year. Also, committees must file reports of receipts and disbursements on the same schedule as the candidates it supports or opposes. Reports are also due in connection with propositions (ballot issues) the committee supports or opposes. Schedules of reporting and filing dates for all elections are available from the Campaign Finance Office.

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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 P. O. Box 1448 Montgomery, AL. 36104-1448 POLITICAL COMMITTEE? ____ YES ____ NO	01/02/2002	$ 100.00	$ 100.00
Regions Financial Corporation FED PAC P. O. Box 1448 Montgomery, AL. 36104-1448 POLITICAL COMMITTEE? ____ YES ____ NO	01/24/2002	$ 500.00	$ 600.00
Regions Financial Corporation FED PAC P. O. Box 1448 Montgomery, AL. 36104-1448 POLITICAL COMMITTEE? ____ YES ____ NO	02/06/2002	$ 1,000.00	$ 1,600.00
POLITICAL COMMITTEE? ____ YES ____ NO			
POLITICAL COMMITTEE? ____ YES ____ NO			
POLITICAL COMMITTEE? ____ YES ____ NO			
POLITICAL COMMITTEE? ____ YES ____ NO			
4. SUBTOTAL (this page)		$ 1,600.00	N/A
5. TOTAL (complete only on last page of this schedule)		$ 1,600.00	N/A

6. CONTRIBUTIONS FROM POLITICAL COMMITTEES ONLY:

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

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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)
Aaron Broussard Campaign Fund One Galleria Blvd., Suite 1100 Metairie, LA. 70001	01/24/2002	$ 500.00
Ray Nagin Campaign Fund 2900 Energy Center New Orleans, LA. 70163	02/06/2002	$ 1,000.00
3. SUBTOTAL (optional)		$ 1,500.00
4. TOTAL (optional - complete only on last page of this schedule)		$ 1,500.00

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SCHEDULE E-4: OTHER DISBURSEMENTS

This schedule is used to report those disbursements that are not "expenditures"; that is, monies paid by the committee that are not paid for the purpose of supporting, opposing or otherwise influencing the nomination or election of a candidate to public office or supporting or opposing a proposition or question submitted to the voters. Examples include the payment of taxes or the refund of contributions. Disbursements should be reported on this schedule only if they have not been reported elsewhere in this report. The explanation of the disbursement should state the reason the payment was made by the committee.

1. Name and Address of Recipient	2. Date	3. Explanation	4. Amount
Campaign Finance 8401 United Plaza Blvd., Suite 200 Baton Rouge, LA. 70809-7017	01/02/2002	Filing Fee	$ 100.00
5. Total OTHER DISBURSEMENTS during this reporting period			$ 100.00

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