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, AL. 35203

OFFICE USE ONLY

Prc 3/00
40-G
5/24

0002638

2. Date of Primary March 14,2000/ Gen. Election April 15, 2000

This report covers from 3/27/2000 through 5/15/2000

3. Type of Report:

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

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, AL. 35203
John E. Hixon	Treasurer	P. O. Box 1448 Montgomery, AL. 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 19th day of May, 2000.

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

Signature of Committee Treasurer, if any — (334) 230-6298 Daytime Telephone