

MORGAN ALLEN B JR
Form 4
January 27, 2006

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
MORGAN ALLEN B JR

2. Issuer Name and Ticker or Trading Symbol
REGIONS FINANCIAL CORP [RF]

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

(Last) (First) (Middle)
50 N. FRONT ST., 21ST FLOOR

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
01/25/2006

Director 10% Owner
 Officer (give title below) Other (specify below)
Chm, Mrgn Kgn; VChm, Regions

MEMPHIS, TN 38103

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction(A) or Disposed of (D) Code (Instr. 8)				5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
			Code	V	Amount	(A) or (D) Price			
Common Stock	01/26/2006		G	V	16,210	A \$ 0	169,069	I	By Children
Common Stock	01/26/2006		G	V	14,900	A \$ 0	129,298.036	I	Children's Trust
Common Stock	01/25/2006		S		6,400	D \$ 33.49	3,680,248.548	D	
Common Stock	01/26/2006		G	V	31,765	D \$ 0	3,648,483.548	D	
Common Stock							99,729	I	By Spouse

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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price or Amount of Underlying Securities (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option	\$ 25.66					02/19/2004	02/19/2010	Common Stock	25,926
Stock Option	\$ 25.66					02/19/2005	02/19/2010	Common Stock	12,963
Stock Option	\$ 25.66					12/20/2005	02/19/2010	Common Stock	9,067
Stock Option	\$ 25.66					02/19/2006	02/19/2010	Common Stock	3,897
Stock Option	\$ 23.34					03/30/2002	03/30/2011	Common Stock	51,441
Stock Option	\$ 23.34					03/30/2003	03/30/2011	Common Stock	51,441
Stock Option	\$ 23.34					03/30/2004	03/30/2011	Common Stock	51,443
Stock Option	\$ 28.17					04/21/2005	04/21/2011	Common Stock	11,112
Stock Option	\$ 28.17					12/20/2005	04/21/2011	Common Stock	18,673
Stock Option	\$ 28.17					04/21/2007	04/21/2011	Common Stock	3,549
Stock Option	\$ 33.82					12/20/2005	10/15/2011	Common Stock	31,000
	\$ 32.6					12/20/2005	03/01/2012		2,469

Stock
Option

Common
Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MORGAN ALLEN B JR 50 N. FRONT ST., 21ST FLOOR MEMPHIS, TN 38103	X		Chm, Mrgn Kgn; VChm, Regions	

Signatures

By: Ronald C. Jackson 01/26/2006

__Signature of Date
Reporting Person

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
 - ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.
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