

EDWARDS G DOUGLAS
Form 4
December 21, 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 *
EDWARDS G DOUGLAS

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 FRONT STREET
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
12/20/2006

____ Director
 Officer (give title below) _____ Other (specify below)
CEO & President, Morgan Keegan

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 Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	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 Indirect Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock	12/20/2006		F	652 D \$ 0	210,581.83	D	
Common Stock					364,947	I	Andwards Family Partnership L.P.
Common Stock					10,000	I	Gedwards Family Partnership L.P.
					10,000	I	

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Common
Stock

Nanwards
Family
Partnership
L.P.

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. P Der Sec (Ins	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to buy)	\$ 25.66					02/19/2006	02/19/2010	Common Stock	23,263
Stock Option (Right to buy)	\$ 23.34					03/30/2004	03/30/2011	Common Stock	141,469
Stock Option (Right to buy)	\$ 28.17					12/20/2005	04/21/2011	Common Stock	60,650
Stock Option (Right to buy)	\$ 28.17					04/21/2007	04/21/2011	Common Stock	3,549
Stock Option (Right to buy)	\$ 33.82					12/20/2005	10/15/2011	Common Stock	90,000
	\$ 32.6					12/20/2005	03/01/2012		2,469

Stock Option (Right to buy)				Common Stock	
Stock Option (Right to buy)	\$ 27.62	(1)	03/08/2012	Common Stock	21,072
Stock Option (Right to buy)	\$ 34.66	(2)	12/20/2012	Common Stock	56,434
Stock Option (Right to buy)	\$ 35.38	(3)	04/03/2013	Common Stock	2,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
EDWARDS G DOUGLAS 50 FRONT STREET MEMPHIS, TN 38103			CEO & President, Morgan Keegan	

Signatures

By: D. Bryan
Jordan

12/21/2006

**Signature of
Reporting Person

Date

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).
- (1) The option becomes exercisable in three installments: one-half on March 8, 2003; one-fourth on March 8, 2004; and one-fourth on March 8, 2005.
- (2) The option becomes exercisable in three equal installments on December 20, 2006, 2007 and 2008.
- (3) The option becomes exercisable in three equal installments on April 3, 2007, 2008 and 2009.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.