ALABAMA POWER CO
Form 8-K
March 06, 2009
UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D. C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported) February 26, 2009

Commission File Number	Registrant, State of Incorporation, Address and Telephone Number	I.R.S. Employer Identification No.
1-3164	Alabama Power Company (An Alabama Corporation) 600 North 18th Street Birmingham, Alabama 35291 (205) 257-1000	63-0004250

The address of the registrant has not changed since the last report.

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425) o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 8.01. Other Events.

On February 26, 2009, Alabama Power Company (the Company) entered into an Underwriting Agreement covering the issue and sale by the Company of $500,000,000 aggregate principal amount of its Series 2009A 6.00% Senior Notes due March 1, 2039 (the Senior Notes). The Senior Notes were registered under the Securities Act of 1933, as amended, pursuant to the shelf registration statement (Registration No. 333-148513) of the Company.

Item 9.01. Financial Statements and Exhibits.

(c) Exhibits.

1	Underwriting Agreement, dated February 26, 2009, relating to the Senior Notes among the Company and Banc of America Securities LLC, J.P. Morgan Securities Inc, Morgan Stanley & Co. Incorporated and Scotia Capital (USA) Inc., as representatives of the several Underwriters named in Schedule I to the Underwriting Agreement.
4.2	Forty-Third Supplemental Indenture to Senior Note Indenture dated as of March 6, 2009, providing for the issuance of the Senior Notes.
4.7	Form of Senior Note (included in Exhibit 4.2 above).
5.1	Opinion of Balch & Bingham LLP relating to the Senior Notes.
12.1	Computation of ratio of earnings to fixed charges.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: March 6, 2009

ALABAMA POWER COMPANY

By /s/Wayne Boston

Wayne Boston

Assistant Secretary