

AMSOUTH BANCORPORATION
 Form 4
 November 07, 2006

FORM 4

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

OMB APPROVAL

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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 *
GAFFNEY JOHN M

2. Issuer Name and Ticker or Trading Symbol
AMSOUTH BANCORPORATION [ASO]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
1900 5TH AVENUE NORTH
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
11/04/2006

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Sr Executive Vice President

BIRMINGHAM, AL 35203

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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	11/04/2006		D		38,643	D	<u>(1)</u> 0
Common Stock	11/04/2006		D		6,327.4787	D	<u>(1)</u> 0 I By 401(k)
Common Stock	11/04/2006		D		50	D	<u>(1)</u> 0 I By Custodian For Child
Common Stock	11/04/2006		D		40,000	D	<u>(1)</u> 0 I By Spouse

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)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 24.25	11/04/2006		D	2,700	02/06/1999	02/05/2008	Common Stock	2,700
Employee Stock Option (Right to Buy)	\$ 28.75	11/04/2006		D	9,937	01/22/2000	01/21/2009	Common Stock	9,937
Employee Stock Option (Right to Buy)	\$ 32.92	11/04/2006		D	1,500	03/16/2000	03/15/2009	Common Stock	1,500
Employee Stock Option (Right to Buy)	\$ 16.0625	11/04/2006		D	3,113	02/12/2001	02/11/2010	Common Stock	3,113
Employee Stock Option (Right to Buy)	\$ 17.02	11/04/2006		D	55,000	02/02/2002	02/01/2011	Common Stock	55,000
Employee Stock Option (Right to Buy)	\$ 20.26	11/04/2006		D	60,000	01/30/2003	01/29/2012	Common Stock	60,000

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