

KUHN GEOFFREY A VON
Form 4
October 25, 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 *
KUHN GEOFFREY A VON

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)
10/23/2006

____ 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	10/23/2006		M		94,069	A	\$ 16.86
Common Stock	10/23/2006		M		125,565	A	\$ 20.26
Common Stock	10/23/2006		M		116,921	A	\$ 20.49
Common Stock	10/23/2006		M		113,900	A	\$ 24.36
Common Stock	10/23/2006		S		14,400	D	\$ 29.75

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Common Stock	10/23/2006	S	2,300	D	\$ 29.76	485,434	D	
Common Stock	10/23/2006	S	2,800	D	\$ 29.77	482,634	D	
Common Stock	10/23/2006	S	15,100	D	\$ 29.78	467,534	D	
Common Stock	10/23/2006	S	30,200	D	\$ 29.79	437,334	D	
Common Stock	10/23/2006	S	128,055	D	\$ 29.8	309,279	D	
Common Stock	10/23/2006	S	18,100	D	\$ 29.81	291,179	D	
Common Stock	10/23/2006	S	12,100	D	\$ 29.82	279,079	D	
Common Stock	10/23/2006	S	15,100	D	\$ 29.83	263,979	D	
Common Stock	10/23/2006	S	8,700	D	\$ 29.84	255,279	D	
Common Stock	10/23/2006	S	6,700	D	\$ 29.85	248,579	D	
Common Stock	10/23/2006	S	9,500	D	\$ 29.86	239,079	D	
Common Stock	10/23/2006	S	16,900	D	\$ 29.87	222,179	D	
Common Stock	10/23/2006	S	22,200	D	\$ 29.88	199,979	D	
Common Stock	10/23/2006	S	21,400	D	\$ 29.89	178,579	D	
Common Stock	10/23/2006	S	59,700	D	\$ 29.9	118,879	D	
Common Stock	10/23/2006	S	6,800	D	\$ 29.91	112,079	D	
Common Stock	10/23/2006	S	18,400	D	\$ 29.92	93,679	D	
Common Stock	10/23/2006	S	16,700	D	\$ 29.93	76,979	D	
Common Stock	10/23/2006	S	8,200	D	\$ 29.94	68,779	D	
Common Stock	10/23/2006	S	17,100	D	\$ 29.95	51,679	D	
						3,127,4798	I	By 401(k)

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Common Stock							
Common Stock				3,056,425	(1)	I	By Spouse
Common Stock				323,907	(1)	I	By Spouse as custodian for daughter
Common Stock				299,915	(1)	I	By Spouse as custodian for son1
Common Stock				485,865	(1)	I	By Spouse as custodian for son2

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

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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)	Amount	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Number Shares
Employee Stock Option (Right to Buy)	\$ 20.26	10/23/2006		M	125,565	01/30/2003 01/29/2012	Common Stock	125,565	
Employee Stock Option (Right to Buy)	\$ 20.49	10/23/2006		M	116,921	02/10/2004 02/09/2013	Common Stock	116,921	
	\$ 24.36	10/23/2006		M	113,900	02/05/2005 02/05/2014		113,900	

Employee
Stock
Option
(Right to
Buy)

Common
Stock

Employee
Stock
Option
Right to
Buy

\$ 16.86

10/23/2006

M

94,069

04/23/2002 04/22/2011

Common
Stock

94,069

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KUHN GEOFFREY A VON 1900 5TH AVENUE NORTH BIRMINGHAM, AL 35203			Sr Executive Vice President	

Signatures

By: Michelle Bridges - Attorney
in Fact

10/24/2006

__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) Reporting person disclaims beneficial ownership of these shares.

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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