

Stein Andrew W
Form 3
August 15, 2005

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * | | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Stein Andrew W | | | (Month/Day/Year) | REGIONS FINANCIAL CORP [RF] | |
| (Last) | (First) | (Middle) | 08/08/2005 | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| P.O. BOX 10247 | | | | | |
| (Street) | | | | (Check all applicable) | |
| BIRMINGHAM,Â ALÂ 352020247 | | | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| (City) | (State) | (Zip) | | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) | <input type="checkbox"/> Form filed by One Reporting Person |
| | | | | Regional CEO | <input type="checkbox"/> Form filed by More than One Reporting Person |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock | 22,582 | D | Â |

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

SEC 1473 (7-02)

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

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|--|--|---|
| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |

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| | | | | | | (1) (Instr. 5) | |
|----------------------------|------------|------------|--------------|--------|----------|-------------------|---|
| Phantom Stock Units (401k) | Â (1) | Â (1) | Common Stock | 4,265 | \$ (1) | D | Â |
| Stock Option | 04/09/1999 | 04/09/2008 | Common Stock | 1,158 | \$ 33.49 | D | Â |
| Stock Option | 08/30/2000 | 08/30/2009 | Common Stock | 1,158 | \$ 28.88 | D | Â |
| Stock Option | 02/19/2004 | 02/19/2010 | Common Stock | 12,346 | \$ 25.66 | D | Â |
| Stock Option | 02/19/2005 | 02/19/2010 | Common Stock | 6,173 | \$ 25.66 | D | Â |
| Stock Option | 02/19/2006 | 02/19/2010 | Common Stock | 6,173 | \$ 25.66 | D | Â |
| Stock Option | 01/16/2002 | 01/16/2011 | Common Stock | 4,630 | \$ 22.6 | D | Â |
| Stock Option | 01/16/2003 | 01/16/2011 | Common Stock | 2,314 | \$ 22.6 | D | Â |
| Stock Option | 01/16/2004 | 01/16/2011 | Common Stock | 2,315 | \$ 22.6 | D | Â |
| Stock Option | Â (2) | 04/21/2011 | Common Stock | 37,038 | \$ 28.17 | D | Â |
| Stock Option | Â (3) | 10/15/2011 | Common Stock | 14,000 | \$ 33.82 | D | Â |
| Stock Option | 01/22/2003 | 01/22/2012 | Common Stock | 6,173 | \$ 25.02 | D | Â |
| Stock Option | 01/22/2004 | 01/22/2012 | Common Stock | 3,087 | \$ 25.02 | D | Â |
| Stock Option | 01/22/2005 | 01/22/2012 | Common Stock | 3,086 | \$ 25.02 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|----------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Stein Andrew W P.O. BOX 10247 BIRMINGHAM, AL 352020247 | Â | Â | Â Regional CEO | Â |

Signatures

By: Ronald C. Jackson 08/09/2005

__Signature of
Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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 reported phantom stock units were acquired under Regions' benefit plans.
- (2) The option becomes exercisable in three equal installments on April 21, 2005, 2006 and 2007.
- (3) The option becomes exercisable in two equal installments on October 15, 2006 and 2007.

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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