

BELLSOUTH CORP  
Form 4  
August 17, 2006

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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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 \*  
ANDERSON RICHARD A

(Last) (First) (Middle)

1155 PEACHTREE STREET,  
N.E., SUITE 2010

(Street)

ATLANTA, GA 30309

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
BELLSOUTH CORP [BLS]

3. Date of Earliest Transaction  
(Month/Day/Year)  
08/15/2006

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_ Director \_\_\_ 10% Owner  
\_X\_ Officer (give title below) \_\_\_ Other (specify below)  
Vice Chair & Pres-Business Mkt

6. Individual or Joint/Group Filing(Check Applicable Line)  
\_X\_ Form filed by One Reporting Person  
\_\_\_ Form filed by More than One Reporting Person

**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)	(A) or (D)	5. Amount or Price	6. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	7. Nature of Ownership Indirect Beneficial Ownership (Instr. 4)
Common Stock	08/15/2006		M		A	\$ 30.9063	248,499	D
Common Stock	08/15/2006		S	900	D	\$ 39.73	247,599	D
Common Stock	08/15/2006		S	15,700	D	\$ 39.72	231,899	D
Common Stock	08/15/2006		S	17,500	D	\$ 39.71	214,399	D
Common Stock	08/15/2006		S	8,700	D	\$ 39.7	205,699	D

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Common Stock	08/15/2006		S	5,200	D	\$ 39.69	200,499	D	
Common Stock	08/15/2006		S	2,900	D	\$ 39.68	197,599	D	
Common Stock	08/15/2006		S	6,300	D	\$ 39.67	191,299	D	
Common Stock	08/15/2006		S	16,000	D	\$ 39.66	175,299	D	
Common Stock	08/15/2006		S	16,200	D	\$ 39.65	159,099	D	
Common Stock	08/15/2006		S	9,900	D	\$ 39.64	149,199	D	
Common Stock	08/15/2006		S	11,900	D	\$ 39.63	137,299	D	
Common Stock	08/15/2006		S	6,382	D	\$ 39.62	130,917	D	
Common Stock	08/15/2006		S	7,600	D	\$ 39.61	123,317	D	
Common Stock	08/15/2006		S	5,000	D	\$ 39.6	118,317	D	
Common Stock	08/15/2006		S	418	D	\$ 39.59	117,899	D	
Common Stock	08/15/2006		M	1,382	A	\$ 31.5	119,281	D	
Common Stock	08/15/2006		S	1,382	D	\$ 39.59	117,899	D	
Common Stock							16,853.733	I	ESOP

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

SEC 1474  
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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 Security (Instr. 3 and 4)
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