

AMSOUTH BANCORPORATION

Form 4/A

February 11, 2005

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
BAGBY CANDICE W

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)

BIRMINGHAM, AL 35203

(City) (State) (Zip)

3. Date of Earliest Transaction
(Month/Day/Year)
11/02/2004

4. If Amendment, Date Original
Filed(Month/Day/Year)
11/04/2004

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ 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)	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)
Common Stock	11/02/2004		M	8,848 A	\$ 8.52 159,142.5246	D	
Common Stock	11/02/2004		M	2,576 A	\$ 11.97 161,718.5246	D	
Common Stock	11/02/2004		S	6,000 D	\$ 26.43 155,718.5246	D	
Common Stock	11/02/2004		S	5,424 D	\$ 26.44 ⁽¹⁾ 150,294.5246	D	
Common Stock					2,441.8682 ⁽²⁾	I	By 401(k)
					3,300 ⁽³⁾	I	

Common
StockBy
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)	\$ 8.52	11/02/2004		M		8,848		02/10/1996	02/10/2005	Common Stock	8,848
Employee Stock Option (Right to Buy)	\$ 11.97	11/02/2004		M		2,576		02/07/1997	02/07/2006	Common Stock	2,576

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
BAGBY CANDICE W 1900 5TH AVENUE NORTH BIRMINGHAM, AL 35203	Sr Executive Vice President

Signatures

By: Michelle Bridges - Attorney
in Fact 02/11/2005

__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) Amendment being filed to correct a typographical error in table 5 to reflect the correct number of shares reported. The amount originally reported was 10 shares more.
- (2) Between February 2004 and October 2004, the reporting person acquired 155.3332 shares of AmSouth Bancorporation's common stock held in the reporting person's account in the AmSouth Stock Fund of the AmSouth Thrift Plan.
- (3) 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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