

COMMONWEALTH OF KENTUCKY
TREY GRAYSON
SECRETARY OF STATE



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Trey Grayson
Secretary of State
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APPLICATION FOR CERTIFICATE OF AUTHORITY

Pursuant to the provisions of KRS Chapter 271B, 273 or 274, the undersigned hereby applies for authority to transact business in Kentucky on behalf of the corporation named below and for that purpose submits the following statements:

1. The corporation is a business corporation (KRS 271B). a nonprofit corporation (KRS 273).
 a professional service corporation (KRS 274).

2. The name of the corporation is
AmSouth Bank

3. The name of the corporation to be used in Kentucky is
AmSouth Bank, Inc.
(If "real name" is unavailable for use)

4. Alabama is the state or country under whose law the corporation is incorporated.

5. Sept. 29, 1986 is the date of incorporation and the period of duration is perpetual

6. The street address of the corporation's principal office is
1900 Fifth Avenue North Birmingham AL 35203
Street City State Zip Code

7. The street address of the corporation's registered office in Kentucky is
c/o CT Corporation System, Kentucky Home Life Building, Louisville, KY 40202
Street City State Zip Code

and the name of the registered agent at that office is
C T Corporation System

8. The names and usual business addresses of the corporation's current officers and directors are as follows:
President C. Dowd Ritter 1900 Fifth Avenue North, Birmingham, AL
Vice President A. Lee Hardegree, III same
Secretary John D. Buchanan same
Treasurer John D. Kottmeyer same
Directors C. Dowd Ritter Some
See Continuation Sheet
(Attach a continuation sheet, if necessary)

9. If a professional service corporation, all the individual shareholders, not less than one half of the directors, and all of the officers other than the secretary and treasurer are licensed in one or more states or territories of the United States or District of Columbia to render a professional service described in the statement of purposes of the corporation.

10. A certificate of existence duly authenticated by the Secretary of State accompanies this application.

11. This application will be effective upon filing, unless a delayed effective date and/or time is specified: _____
(Delayed effective date and/or time)

A. Lee Hardegree, III
Signature
A. Lee Hardegree, III, Senior V.P.
Type or Print Name & Title

Date: March 24, 2006

I, C T Corporation System, consent to serve as the registered agent on behalf of the corporation.
Type or print name of registered agent

Reviewed 3/31/2006

Jennifer M. Autumn
Assistant Secretary
Type or Print Name & Title

SSC-101 (7/98) **By** Sally Moray (See attached sheet for instructions)
**Kentucky Office of
Financial Institutions**

Continuation Sheet

Directors of AmSouth Bank

Board of Directors (In order of tenure)

Ronald L. Kuehn, Jr.

Chairman of the Board, El Paso Corporation
Birmingham, AL

Claude B. Nielsen

Chairman of the Board, Chief Executive Officer, Coca-Cola Bottling Company United, Inc.
Birmingham, AL

C. Dowd Ritter

Chairman of the Board, President, and Chief Executive Officer, AmSouth Bancorporation
Birmingham, AL

James R. Malone

Managing Partner, Qorval LLC
Naples, FL

Earnest W. Deavenport, Jr.

Retired Chairman of the Board and Chief Executive Officer, Eastman Chemical Company
Kingsport, TN

Martha R. Ingram

Chairman of the Board, Ingram Industries Inc.
Nashville, TN

Charles D. McCrary

President and Chief Executive Officer, Alabama Power Company
Birmingham, AL

David J. Cooper, Sr.

President, Cooper/T. Smith Corporation
Mobile, AL

Don DeFosset

Former Chairman, President and Chief Executive Officer, Walter Industries, Inc.
Tampa, FL

Nancy L. Worley
Secretary of State

P.O. Box 5616
Montgomery, AL 36103-5616

STATE OF ALABAMA

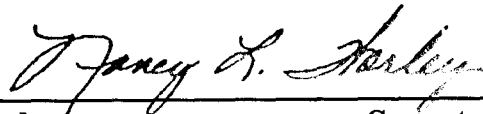
I, Nancy L. Worley, Secretary of State of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that

the domestic corporation records on file in this office disclose that AmSouth Bank incorporated in Walker County, Birmingham, Alabama on September 29, 1986. I further certify that the records do not disclose that said AmSouth Bank has been dissolved.

In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.

March 29, 2006

Date



Nancy L. Worley

Secretary of State

