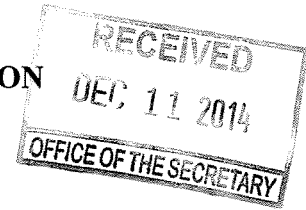


HARD COPY

**UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION**



**ADMINISTRATIVE PROCEEDING
File No. 3-15945**

In the Matter of

THOMAS A. NEELY, JR.,

Respondent.

DIVISION OF ENFORCEMENT'S EXHIBIT LIST

Pursuant to Rule of Practice 221(c)(2), the Division of Enforcement ("Division") hereby submits its list of exhibits which may be introduced as evidence at the hearing in this matter scheduled to commence on January 12, 2015.

Dated: December 10, 2014

Respectfully submitted,

A handwritten signature in black ink, appearing to read "M. Loomis".

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DIV EX NO.	DESCRIPTION	BATES RANGE	F/K/A
DIV EX 1	2009-03-27 Rumore E-mail to Neely, Cash, et al. re: Richland Investments	REG00057938	
DIV EX 2	Regions Financial Corp. 10-Q for quarter ending 03/31/2008 (filed 05/07/2008)	NONE	
DIV EX 3	2008-06-18 Memo re: Reflections on 2Q08 ACL Process (from Rogers to Personal File)	NONE	FED 177
DIV EX 4	2008-06-27 E-mail re: SAD Changes (from Couch to Neely)	RFC703_5167112	
DIV EX 5	2008-08-07 E-mail re: Projected ">90 dpd & accruing" at 7/31 – BBWO Managed (from Kuehr to Phillips) 2008-08-05 (from Phillips to Kuehr, Neely) 2008-08-05 (from Kuehr to Phillips, Jackson, Battersby) 2008-08-01 (from Mackey to Kuehr) 2008-08-01 (from Jackson to Phillips, Mackey, Battersby)	REG00260592 - REG00260595	FED 245 WELLS
DIV EX 6	Regions Financial Corp. 10-Q for quarter ending 06/30/2008 (filed 08/07/2008)	NONE	
DIV EX 7	Composite of Neely E-mails to SAD Regional Managers, Group Senior Credit Officers, et al. re: AQF's and NPL's dated 2008-09-01 (New FL NPL's), 2008-09-02 (FL AQF), 2008-10-26 (Changes to Weekly AQF Meeting), 2008-11-02 (This Week's AQF), 2008-11-10 (This Week's AQF), 2009-01-31 (Central Region's AQF), 2009-01-31 (Midsouth AQF), 2009-01-31 (FL Region's AQF), 2009-01-31 (Midwest AQF), 2009-02-07 (Midsouth AQF), 2009-02-07 (FL Region's AQF), 2009-02-07 (Central Region's AQF), 2009-02-07 (Midwest AQF), 2009-02-14 (Midsouth AQF), 2009-02-14 (FL Region's AQF), 2009-02-14 (Central Region's AQF), 2009-02-14 (Southwest / Midwest AQF), 2009-02-21 (Central Region's AQF), 2009-02-21 (Midsouth AQF), 2009-02-21 (FL Region's AQF), 2009-02-28 (AQF Forecast)	REG00407105 - REG00407106; REG00402821; REG00382752 - REG00382754; REG00382805 - REG00382806; REG00381928 - REG00381929; REG00568667; REG00568649; REG00290307; REG00056350; REG00277448 - REG00277449; REG00277303 - REG00277304; REG00402184 - REG00402186; REG00056012 - REG00056013; REG00568931 - REG00568932; REG00365044 - REG00365045; REG00284361 - REG00284362; REG00364993; REG00365040 - REG00365041; REG00568754; REG00058585; REG00292358	
DIV EX 8	REMOVED		
DIV EX 9	2008-09-15 Regions Financial Corporation Accounting Policy Manual – Loans Held for Sale	Regions_031114SECSUBPOENA_0000722 - Regions_031114SECSUBPOENA_0000750; Regions_031114SECSUBPOENA_0000755; Regions_031114SECSUBPOENA_0000785 - Regions_031114SECSUBPOENA_0000786; Regions_031114SECSUBPOENA_0000789 - Regions_031114SECSUBPOENA_0000791	RFC-37
DIV EX 10	2008-10-02 E-mail re: Fixed Loans (from Kuehr to Tufano, Aderhold, Hoog) 2008-10-01 (from Kuehr to McCarthy, Corrigan, Aderhold, Tate, Teegarden, Barnes, Geer, Tufano, Baker) 2008-10-01 (from Siddens to Willoughby, Neely, Kuehr, Baldwin, Welch, Barrentine, Sheehy, Moore, Florio)	REG00824553 - REG00824554	FED 128

DIV EX NO.	DESCRIPTION	BATES RANGE	F/K/A
DIV EX 11	2008-10-03 Regions Amendment / Exception Form re: Resorts Construction (signed by Markovich, Fox, Korte)	REG00239605 - REG00239606	FED 54
DIV EX 12	2008-10-08 First West Cutler Risk Rating Change Form	REG00740439 - REG00740440	FED 118
DIV EX 13	2008-10-09 re: Weekly Asset Quality Forecast Update Summary (from Baldwin to Wells, Willoughby, Sheehy, Neely, Moore, Mann, Kuehr, Jones, Bridges, Barrentine, Logsdon, Mayoros, Swain, Aderhold, McCarthy, Korte, Paternostro, Chandler, Corrigan)	REG00389979 - REG00389984	FED 55
DIV EX 14	2008-10-10 E-mail- A Brief History of the Reason for Filing the SAR – First West Cutler by Jesus Garcia (from Celaya to Lubian, Helmers) 2008-10-10 (from Celaya to Garcia)	REG00058189 - REG00058190	FED 158
DIV EX 15	2008-10-20 Memo re: Quarterly Review and Allowance for Credit Losses (from Willoughby to Executive Council)	NONE	FED 179
DIV EX 16	Regions Financial Corp. 10-Q for quarter ending 09/30/2008 (filed 10/30/2008)	NONE	
DIV EX 17	2008-11-14 First West Cutler Commercial Workout Strategy	REG008679	FED 119
DIV EX 18	2008-12-01 E-mail re: Projected 90 Days Past Due and Still Accruing at 11/30 – Special Assets (from Kuehr to Wells, Bridges) 2008-12-01 (from Kuehr to Baldwin, Phillips, Battersby, Woods, Neely, Hartley, Blackstone, Newfield, Painter, Smith, Fox, Papke) 2008-11-30 (from Baldwin to Kuehr, Woods)	REG00399064 - REG00399065	FED 117
DIV EX 19	2008-12-15 E-mail exchange between Neely and Cash re: Richland	REG00277421	
DIV EX 20	2008-12-19 E-mail re: Seahaven Finance (from Aderhold to Bell) 2008-12-19 (from Bell to Aderhold)	REG00059647	FED 87
DIV EX 21	2008-12-19 E-mail re: REVS Review (from Baker to SF SAD Team) 2008-12-19 (from Corrigan to Bruni, Baker) 2008-12-18 (from Schofield to Valuation Prep Meeting)	REG00058087 - REG00058089	FED 116
DIV EX 22	2008-12-19 E-mail re: Note Sales (from Baker to SF SAF Team) 2008-12-19 (Corrigan to Bruni, Aderhold) 2008-12-19 (Bruni to Corrigan, Aderhold)	REG00642502 - REG00642503	FED 175

DIV EX NO.	DESCRIPTION	BATES RANGE	F/K/A
DIV EX 23	2008-12-24 E-mail re: "In-Play" Non-Performing Loans as of 12/18 (from Willoughby to Kuehr, Barrentine, Logsdon, McCarthy, Neely) 2008-12-23 (from Kuehr to Barrentine, Willoughby, Logsdon, Neely, McCarthy) 2008-12-23 (from Barrentine to Kuehr, Logsdon, Neely, Willoughby) 2008-12-19 (from Barrentine to Kuehr, Willoughby, Neely, Logsdon, Welch) 2008-12-18 (from Kuehr to Willoughby, Barrentine, Neely)	REG00406314 - REG00406316	FED 246 WELLS
DIV EX 24	March 2009 Regions Financial Corporation Code of Business – Conduct and Ethics	Regions_061314SECRequest_000026 - Regions_061314SECRequest_000051	RFC-47
DIV EX 25	2009-01-07 E-mail re: 1Q2009 Performance Targets (from Kuehr to Willoughby, Barrentine, Mayoros)	REG00399460	FED 83
DIV EX 26	2009-01-08 and 2009-01-07 E-mail string re: NPAs (between Teegarden, Paternostro, Korte, McCarthy, Aderhold)	REG00707500 - REG00707506	FED 102
DIV EX 27	2009-01-08 E-mail re: Advanced Trading (from Neely to Phillips, Loan Evaluation Office) 2009-01-07 (from Phillips to Neely) 2009-01-07 (from Bush to Phillips)	REG00277325 - REG00277326	FED 252 WELLS
DIV EX 28	2009-01-09 E-mail re: Special Assets Q1 Targets (from Kuehr to Willoughby, Neely, Barrentine)	REG00399012 - REG00399014	FED 261
DIV EX 29	2009-01-10 E-mail re: Report Card and Goals (from Kuehr to Kuehr AOL account) 2009-01-10 (from Barrentine to Godin, Neely, Kuehr)	REG00399429	FED 262
DIV EX 30	2009-01-13 E-mail re: 1Q2009 Note Sale Effort (from Pratt to Bruni) 2009-01-13 (from Durham to Pratt) 2009-01-13 (from Behnke to RM Florida) 2009-01-12 (from Behnke to Cash)	REG00056726 - REG00056728	FED 107
DIV EX 31	2009-01-15 Meeting re: Recommended January Non-Performing Loans \$2.5MM or Greater (chair: Kuehr / invitees: Jackson, Chandler, Battersby, Paternostro, Korte, Corrigan, McCarthy, Papke, Sims, Baldwin, Blackstone, Smith, Willoughby, Woods, Newfield, Fox, Swain, Hartley, Phillips, Neely, Mayoros, Farmer)	REG00695208 - REG0069509	FED 56
DIV EX 32	2009-01-20 E-mail re: Asset Quality Forecast (from Florio to Teegarden, Jackson, Korte, Chandler, Baldwin, Paternostro, Corrigan, Wood, McCarthy, Aderhold, Kuehr, Hartley, Tate, Bruni, Barrentine, Welch, Ferino, Mayoros, Swain) 2009-01-20 (from Kuehr to RM, Mayoros, Welch, Florio, Swain) 2009-01-18 (from Neely to Kuehr, Willoughby, Barrentine) 2009-01-18 (from Kuehr to Willoughby, Neely)	REG00443036 - REG00443039	FED 13

DIV EX NO.	DESCRIPTION	BATES RANGE	F/K/A
DIV EX 33	2009-01-20 Memo re: Quarterly Review and Allowance for Credit Losses (from Willoughby to Executive Council)	NONE	FED 180
DIV EX 34	2009-01-20 Regions 4Q2008 Earnings Call Transcript	NONE	
DIV EX 35	2009-01-22 Resorts Construction Risk Rating Change Form (signed Markovich, Fox, Korte)	REG00243055 - REG00243058	FED 57
DIV EX 36	2009-01-22 Ferino E-mail re: AQF for 1/23/09 Meeting (AQF report attached)	REG00280448 - REG00280551	
DIV EX 37	2009-01-23 Credit Review Linesheet	REG00094110 - REG00094115	FED 130
DIV EX 38	2009-01-26 E-mail re: Quick Notes for AQF Updates for Mon (from Neely to Logsdon, Kuehr) 2009-01-26 (from Logsdon to Kuehr, Neely) 2009-01-24 (from Kuehr to Logsdon, Neely) 2009-01-24 (from Logsdon to Kuehr, Neely) 2009-01-24 (from Kuehr to Florio, Teegarden, Jackson, Chandler, Baldwin, Paternostro, Korte, Corrigan, Wood, McCarthy, Aderhold, Baker, Bruni, Tate, Ferino, Welch, Logsdon) 2009-01-23 (from Florio to Teegarden, Jackson, Chandler, Baldwin, Paternostro, Korte, Corrigan, Wood, McCarthy, Aderhold, Baker, Bruni, Tate, Ferino, Kuehr, Welch)	REG00402373 - REG00402375	
DIV EX 39	2009-01-27 E-mail re: Risk Rating Discussion – No. GA Exam (from Kuehr to Teegarden, Smith) (with calendar invite for 2009-01-27 meeting (invitees: Dixon, Martin, Teegarden, Patterson, Johnson, Renou, Jarema, Shields, Burks, Neely) 2009-01-27 (from Teegarden to Kuehr, Smith) 2009-01-26 (from Kuehr to Teegarden, Smith) 2009-01-26 (from Johnson to Kuehr, Baldwin, Yarbrough, Shields)	REG00258547 - REG00258550	
DIV EX 40	2009-01-27 Ferino E-mail re: 1/28/09 AQF Meeting (AQF report attached)	REG00278490- REG00278605	
DIV EX 41	2009-01-27 Kicklighter Custom Homes, Inc. Commercial Workout Strategy	REG00868022	
DIV EX 42	2009-01-28 Ferino E-mail re: Correct AQF Summary	REG00362952 - REG00362961	
DIV EX 43	2009-01-30 E-mail re: 1Q09 Loan Sale – Additional Loans to the Pool (from Carrigan to LEODataRoom, Corrigan, Harrington, Wood, Baker) 2009-01-30 (from Harrington to Carrigan, Corrigan)	REG00055476 - REG00055478	FED 243
DIV EX 44	2009-01-30 Sample Asset Quality Forecast Reports from Florio	NONE	

DIV EX NO.	DESCRIPTION	BATES RANGE	F/K/A
DIV EX 45	2009-02-02 E-mail re: Shelby Homes (from Baker to Corrigan) 2009-02-02 (from Corrigan to Baker) 2009-01-29 (from Baker to Schofield, Corrigan) 2009-01-28 (from Corrigan to Baker, Bruni) 2009-01-26 (from Schofield to Valuation Prep Meeting) 2009-01-22 (from Schofield to Valuation Prep Meeting) (invitees: Sheey, Barberie, Kuehr, Chandler, Teegarden, Baldwin, Paternostro, Korte, Corrigan, Phillips, McCarthy, Aderhold, Beaird, Wood, Mayoros, Little)	REG00150462 - REG00150466	FED 114
DIV EX 46	2009-02-03 E-mail string re: Asset Quality Forecast Meeting (between Bruni and Baker)	REG00550455 - REG00550459	FED 108
DIV EX 47	2009-02-02 - 2009-02-03 E-mail string between Cash, Wood, Papke, Kuehr, Carrigan, Corrigan, et al. re: First West Cutler - \$10.9MM	REG00816415 - REG00816423	FED 120
DIV EX 48	2009-02-04 Ferino E-mail re: AQF for Wed Feb 4th Meeting (AQF report w/ corrected summary attached)	REG00363205 - REG00363327	
DIV EX 49	2009-02-06 E-mail re: NPA Change Request Form (from Bruni to Corrigan)	REG00153736	FED 109
DIV EX 50	2009-02-06 E-mail re: NPL Forecast (from Wells to Neely) 2009-02-04 (from Neely to Wells) 2009-02-04 (from Wells to Neely) 2009-02-04 (from Neely to Wells, Willoughby) 2009-02-05 (from Willoughby to Neely, Wells) 2009-02-04 (from Neely to Wells, Willoughby)	REG00114090; REG00364373	FED 247 WELLS
DIV EX 51	2009-02-06 Credit Division Summary	REG00781255	FED 248 WELLS
DIV EX 52	2009-02-06 McCar Homes, Inc. Commercial Workout Strategy (RM Scott McLay)	REG01332479; REG01330677	
DIV EX 53	2009-02-08 Chandler FAS114 Eligible Loans	NONE	
DIV EX 54	2009-02-10 E-mail re: Updated Asset Quality Forecast and Designers Choice (from Florio to Aderhold, Ferino)	ILLEGIBLE	FED 96
DIV EX 55	2009-02-10 E-mail re: Glove Factory Holdings (from Smith to Kuehr, Neely, Teegarden, Flanagan) 2009-02-10 (from Dixon to Smith)	REG00276758 - REG00276759	
DIV EX 56	2009-02-10 Ferino E-mail re: AQF for Wed Feb 11th Meeting (AQF report attached)	REG00365572 - REG00365699	

<u>DIV EX NO.</u>	<u>DESCRIPTION</u>	<u>BATES RANGE</u>	<u>F/K/A</u>
DIV EX 57	2009-02-11 SAD Asset Quality Forecast Meeting Notice (from Neely / invitees: Teegarden, Jackson, Kasper, Barrentine, Chandler, Papke, Coheley, Battersby, Helmers, Sims, Kuehr, Mustian, Baldwin, Blackstone, Smith, Paternostro, Willoughby, Tate, Bruni, Baker, Newfield, Korte, Fox, Corrigan, Welch, Logsdon, Harrington, Wood, Barberie, Hartley, Phillips, McCarthy, Neely, Aderhold, Sheehy, Beaird, Blake, Thornton, Givner, Mann, Helm, Woods, Swain, Ferino, Moore, Mayoros)	REG00403264 - REG00403265	FED 110
DIV EX 58	2009-02-12 E-mail re: Seahaven Finance (from Aderhold to Bell) 2009-02-12 (from Bell to Aderhold) 2009-02-11 (from Aderhold to Bell, Harrell) 2009-02-11 (from Bell to Aderhold, Harrell) 2009-02-10 (from Aderhold to Bell) 2009-02-10 (from Bell to Aderhold)	REG00060111 - REG00060112	FED 88
DIV EX 59	2009-02-12 E-mail re: Non-Performing Loan Forecast (from Neely to Wells, Willoughby) 2009-02-12 (from Wells to Neely) 2009-02-11 (from Neely to Wells, Willoughby)	REG00275769 - REG00275771	FED 188
DIV EX 60	2009-02-13 River Glen Commercial Workout Strategy	REG00868020 - REG00868021	
DIV EX 61	2009-02-16 and 2009-02-15 E-mail string re: E&Y Audit Problems (between Willoughby, Kuehr, Neely)	REG00364686 - REG00364687	FED 113
DIV EX 62	2009-02-16 Regions Non-Accrual Policies and Procedures – Required Approvals for Non-Accruals and Charge-Offs	REG00094600 - REG00094603	FED 234
DIV EX 63	2009-02-16 E-mail exchange between Neely and Cash re: Shelby/Opus	REG00276430	
DIV EX 64	2009-02-18 E-mail re: Designers Choice (from Reimer to Aderhold, Harrell)	REG00056173	FED 97
DIV EX 65	2009-02-18 Cash E-mail to Neely, et al. re: AQF Meeting (Richland/Opus)	REG00280816	
DIV EX 66	2009-02-18 Ferino E-mail re: AQF for Thurs Feb 19th Meeting (AQF report attached)	REG00284173 - REG00284337	
DIV EX 67	2009-02-19 E-mail re: Credit Forecast (from Willoughby to Godin, Neely, Barrentine) 2009-02-18 (from Godin to Wells, Willoughby) 2009-02-18 (from Wells to DeNicola, Willoughby) 2009-02-18 (from DeNicola to Wells)	REG00407929 - REG00407930	FED 218
DIV EX 68	2009-02-20 Credit Division Weekly Summary	REG00998256 - REG00998257; REG00781260; NONE; REG00998260	FED 260
DIV EX 69	2009-02-21 E-mail re: Richland Investments (from Kuehr to Kuehr (AOL account)) 2009-02-20 (from Cash to Wood, Papke, Kuehr, Corrigan, Aderhold, Kern, Neely) 2009-02-20 (from Wood to Cash, Corrigan, Aderhold, Papke, Kuehr)	REG00060242 - REG00060243	FED 252

DIV EX NO.	DESCRIPTION	BATES RANGE	F/K/A
DIV EX 70	2009-02-23 Executive Council Minutes with Update on Credit Quality	REG01387971 - REG01387972; REG01388311 - REG01388312	FED 189
DIV EX 71	2009-02-23 Update Memo (from Wachovia Bank, NA, as Administrative Agent to McCar Homes Lender Group)	REG01332452 - REG01332453	
DIV EX 72	2009-02-24 E-mail re: Appraisal Updates on First West Cutler (from Carrigan to Baker)	REG00647848	FED 159
DIV EX 73	2009-02-24 E-mail re: Florida Region AQF – 2/19/09: River Glen, LLC \$3.828MM A&D Loan (from Harrell to Neely, Wood, Aderhold)	REG00283595 - REG00283596	
DIV EX 74	2009-02-24 Kern E-mail to Wood, Aderhold, Cash, and Papke re: Richland Investments (Nat'l City objection)	REG00058262 - REG00058266	
DIV EX 75	2009-02-24 E-mail re: Florida Region AQF – 2/19/09: River Glen, LLC \$3.828MM A&D Loan (from Harrell to Neely, Wood, Aderhold)	REG00293292 - REG00293293	
DIV EX 76	Regions Financial Corp. 10-K for 2008 (filed 02/25/2009)	NONE	
DIV EX 77	2009-02-26 E-mail re: Problem Loans in the East (from Smith to Neely, Moore)	REG00059759 - REG00059760	RFC-39
DIV EX 78	2009-02-26 E-mail re: AQF for Friday, Feb 27th Meeting (from Florio to SAD AQF Team)	REG00284005 - REG00284161	
DIV EX 79	2009-02-26 E-mail re: Problem Loans in East (from Smith to Neely, Moore)	REG00059759 - REG00059760	
DIV EX 80	2009-02-27 Designers Choice Risk Rating Change Form	REG01382408 - REG01382409	FED 98
DIV EX 81	Credit Division – Summary for the Week Ended 2009-02-27	REG00998257	FED 273
DIV EX 82	2009-02-28 Processing List for Non-Performing Loans	REG00018398 - REG00018407	FED 69
DIV EX 83	2009-02-28 FAS114 Eligible Loans with RIMS Number	NONE	
DIV EX 84	2009-02-28 FAS114 Eligible Loans – 1	NONE	
DIV EX 85	2009-02-28 FAS114 Eligible Loans – 2	NONE	
DIV EX 86	2009-02-28 Korte FAS114 Eligible Loans	NONE	
DIV EX 87	2009-02-28 McCarthy FAS114 Eligible Loans	NONE	
DIV EX 88	2009-02-28 Paternostro FAS114 Eligible Loans	NONE	
DIV EX 89	2009-02-28 Teegarden FAS114 Eligible Loans	NONE	
DIV EX 90	2009-03-02 Seahaven Finance Commercial Workout Strategy	REG00868018 - REG00868019	FED 89
DIV EX 91	2009-03-02 Richland Commercial Workout Strategy	REG00259147	FED 94
DIV EX 92	2009-03-02 E-mail re: Nonaccruals, Charge Offs, and "Rules Based" Actions (from Corrigan to Mravic, Grattan, Kearley, Miropol, Carrigan, Pratt, Erwin, Bruni, Baker, Wood) 2009-03-02 (from Wood to Aderhold, Corrigan, Kuehr)	REG00149570 - REG00149572	FED 155
DIV EX 93	2009-03-02 E-mail re: Bill's Weekly Update – Business Services (from Wells to Bridges) 2009-03-01 (from Barrentine to Wells) 2009-03-01 (from Neely to Barrentine, Willoughby)	REG00630098 - REG00630099	FED 249 WELLS

DIV EX NO.	DESCRIPTION	BATES RANGE	F/K/A
DIV EX 94	2009-03-02 Commercial Workout Strategy for Richland Investments	REG00259147	FED 254
DIV EX 95	2009-03-02 E-mail re: March "In-Play" NPL's as of 2/27/09 AQF Meeting (from Kuehr to RM, Willoughby, Neely, Barrentine, Blackstone, Newfield, Papke, Sims, Fox, Smith, Phillips, Mann)	REG00255914 - REG00255915	
DIV EX 96	2009-03-02 Regions Non-Accrual Policy and Procedures	REG00356665 - REG00356670	
DIV EX 97	2009-03-03 Designers Choice Commercial Workout Strategy	REG00868024 - REG00868025	FED 99
DIV EX 98	2009-03-03 E-mail re: Non-Accruals, Charge-Offs, and "Rules Based" Actions (from Neely to Kuehr, Mann, Willoughby) 2009-03-03 (from Kuehr to DR, Willoughby, Neely, Mann) 2009-03-03 (from Wood to Kuehr) 2009-03-02 (from Corrigan to Mravic, Grattan, Kearley, Miropol, Carrigan, Pratt, Erwin, Bruni, Baker, Wood) 2009-03-02 (from Wood to Aderhold, Corrigan, Kuehr)	REG00289408 - REG00289412	
DIV EX 99	2009-03-03 Amendment Request from Wachovia to McCar Homes Lender Group	REG01332460 - REG01332461	
DIV EX 100	2009-03-03 E-mail re: Nonaccruals, Charge Offs, and "Rules Based" Actions (from Neely to Kuehr, Mann, Willoughby) 2009-03-03 (from Kuehr to DR, Willoughby, Neely, Mann) 2009-03-03 (from Wood to Kuehr) 2009-03-02 (from Corrigan to Mravic, Grattan, Kearley, Miropol, Carrigan, Pratt, Erwin, Bruni, Baker, Wood) 2009-03-02 E-mail re: Non-Accrual (from Wood to Aderhold, Corrigan, Kuehr)	REG00289408 - REG00289412	
DIV EX 101	2009-03-03 Amendment Request (from Wachovia Bank, NA, as Administrative Agent to McCar Homes Lender Group)	REG01332460 - REG01332461	
DIV EX 102	2009-03-04 E-mail re: Resorts Construction (from Fox to Korte, Carroll, Kuehr, Neely) 2009-03-04 (from Carroll, Fox, Kuehr) 2009-02-26 E-mail re: Regions Bank / Tierral del Sol (from Deery, Markovich, Johnson, Rubio, Vanhook, Hartman, Korte, Rex)	REG00288248 - REG00288251	FED 58
DIV EX 103	2009-03-05 E-mail re: Jorge Perez (from Wood to Corrigan) 2009-03-05 (from Cash to Neely, Couch, Wood, Carrigan)	REG00154048 - REG00154049	FED 156
DIV EX 104	2009-03-05 E-mail re: \$5MM NPAs Scheduled for March 2009 (from Wood to Corrigan, Kuehr)	REG00057918 - REG00057921	FED 160

DIV EX NO.	DESCRIPTION	BATES RANGE	F/K/A
DIV EX 105	2009-03-05 E-mail re: AQF for Fri, Mar 6th Meeting (from Florio to Ferino) 2009-03-05 (from Ferino to Florio) 2009-03-05 (from Kuehr to Hutchison, Ferino, Woods) 2009-03-04 (from Ferino to SAD AQF Team)	REG00693564 - REG00693565	
DIV EX 106	2009-03-06 First West Cutler Risk Rating Change Form	REG00868964 - REG00868965	FED 121
DIV EX 107	2009-03-06 Commercial Workout Strategy for Waters Edge One LLC	REG00048001	FED 247
DIV EX 108	2009-03-06 E-mail re: March NPAs (from Kuehr to Woods) (with Commercial Workout Strategies for Venture Homes / Lithia Development, Glove Factory, and Tidwell Carruth / Greenbrooke Senior Community) 2009-03-05 (from Teegarden to Kuehr)	REG00258944 - REG00258948	
DIV EX 109	2009-03-06 E-mail re: Updated AQF Reports and Instructions (from Ferino to SAD Regional Managers, Neely, Barrentine, Kuehr, Welch, Florio, Phillips)	REG00286623 - REG00286777	
DIV EX 110	2009-03-06 McCar Commercial Workout Strategy	REG01330677	
DIV EX 111	2009-03-06 E-mail from Moore to Kuehr re: Workout Strategy on Richland Investments	REG00259218 - REG00259222	
DIV EX 112	2009-03-06 E-mail re: Steve Wood (from Willoughby to Wells, Neely, Kuehr)	REG00408109	
DIV EX 113	2009-03-07 E-mail re: Additional Change to Asset Quality Forecast Recon (from Kuehr to Willoughby, Neely, Barrentine)	REG00055598	FED 59
DIV EX 114	2009-03-07 Cash E-mail to Kern and Neely re: Richland	REG00290248	
DIV EX 115	2009-03-09 E-mail re: Seahaven Finance (from Carroll to Hall, Bell, Newfield, Bains) 2009-03-09 (from Bell to Carroll) 2009-03-09 (from Bell to Cash, Reid, Hall, Lanahan, Neely) 2009-03-07 (from Cash to Hall, Reid, Lanahan, Bell, Neely) 2009-03-04 (from Hall to Cash, Lanahan, Bell, Reid)	REG00816364 - REG00816367	FED 90
DIV EX 116	2009-03-09 Richland Risk Rating Change Form	REG01381992 - REG01381993	FED 95
DIV EX 117	2009-03-09 E-mail re: "In-Play" Schedule as of 3/6/09 AQF (from Kuehr to RM, Willoughby, Neely, Barrentine)	REG00261142 - REG00261143	
DIV EX 118	2009-03-10 E-mail re: Recon of Business Services Non-Performing Loans as of Today's Asset Quality Forecast (from Kuehr to Florio) 2009-03-09 (from Kuehr to Willoughby, Neely, Barrentine, RM) 2009-03-06 (from Kuehr to Willoughby, Neely, Barrentine, Florio) 2009-03-06 (from Special Assets to Kuehr)	REG00055666 - REG00055667, REG00257230 - REG00257234	FED 17

DIV EX NO.	DESCRIPTION	BATES RANGE	F/K/A
DIV EX 119	2009-03-10 E-mail re: Questions on Recently Received Workout Strategy Forms (from Bius to Teegarden, Kuehr) 2009-03-09 (from Teegarden to Bius) 2009-03-09 (from Kuehr to Corrigan, Teegarden, Aderhold, Cash, McCarthy)	REG00060109 - REG00060110	FED 133
DIV EX 120	2009-03-10 E-mail re: AQF for Wed, March 11th Meeting (from Ferino to SAD AQF Team)	REG00367007 - REG00367181	
DIV EX 121	2009-03-10 Kern E-mail to Neely, Cash, Papke, et al. re: Richland Investments (proposed restructure)	REG00056302 - REG00056304	
DIV EX 122	2009-03-11 Business Services Asset Quality Forecast	REG00098555 - REG00098559	FED 14
DIV EX 123	2009-03-11 E-mail re: Selling First West Cutler Units (from Cash to Carrigan)	REG00648218	FED 163
DIV EX 124	2009-03-11 River Glen Problem Asset Report	REG01381702 - REG01381703	
DIV EX 125	2009-03-11 E-mail from Smith to Flanagan, et al. re: Miscellaneous (In play loans)	REG00716785 - REG00716786	
DIV EX 126	2009-03-11 Flanagan E-mail to Smith, et al. re: Miscellaneous (response to Smith E-mail)	REG00717168 - REG00717171	
DIV EX 127	2009-03-12 "In-Play" Non-Performing Loan Reductions as of 3/11/09	REG00182738	FED 18
DIV EX 128	2009-03-12 Resorts Construction Amendment / Exception Form (signed by Markovich, Fox, Korte)	REG00243096 - REG00243101	FED 61
DIV EX 129	2009-03-12 Resorts Construction Commercial Workout Strategy (SAD RM Sam Johnson)	REG00150969 - REG00150970	FED 62
DIV EX 130	2009-03-12 E-mail re: First West Cutler (from Govindaraju to Cash, Carrigan) 2009-03-12 (from Cash to Govindaraju, Carrigan)	REG00648290 - REG00648291	FED 164
DIV EX 131	2009-03-12 Meeting Invite re: SAD AQF Weekly Update Meeting (from Florio) (invitees: Teegarden, Jackson, Kasper, Barrentine, Chandler, Papke, Coheley, Battersby, Helmers, Sims, Kuehr, Mustian, Baldwin, Blackstone, Smith, Paternostro, Willoughby, Tate, Bruni, Baker, Newfield, Korte, Fox, Corrigan, Welch, Logsdon, Harrington, Wood, Barerie, Hartley, Phillips, McCarthy, Neely, Aderhold, Sheehy, Beard, Blake, Thornton, Givner, Mann, Helm, Woods, Swain, Ferino, Moore, Mayoros)	REG00259748 - REG00259749; REG00152193	
DIV EX 132	2009-03-12 Florio E-mail to Willoughby, Neely, et al. re: Updated AQF Summary (summary attached)	REG00366688 - REG00366691	
DIV EX 133	2009-03-12 Kuehr E-mail to, inter alia, Willoughby and Neely re: "Updated AQF Summary - Mar 12"	REG00259326 - REG00259331	
DIV EX 134	"In-Play" Lists as of 2009-02-27, 2009-03-06, 2009-03-11 AQFs	REG00255915; REG00261143; REG00018008	
DIV EX 135	2009-03-13 Credit Division Summary	NONE	FED 19

DIV EX NO.	DESCRIPTION	BATES RANGE	F/K/A
DIV EX 136	2009-03-13 E-mail re: Updated Asset Quality Forecast (\$200MM understatement re: Non-Performing Loans) (from Willoughby to Kuehr, Florio, Barrentine, Ferino, Welch, Neely) 2009-03-12 (from Kuehr to Florio, Barrentine, Willoughby, Welch, Neely) 2009-03-12 (from Florio to Willoughby, Neely, Barrentine, Kuehr, Welch, Ferino)	REG00409803 - REG00409804	FED 72
DIV EX 137	2009-03-13 and 2009-03-12 E-mail string re: First West Cutler (between Govindaraju, Carrigan, Cash)	REG00648272 - REG00648275	FED 165
DIV EX 138	2009-03-13 E-mail from Barrentine to Willoughby re: Call with Bill re: AQF Error	REG00567324	FED 236
DIV EX 139	2009-03-13 E-mail re: Reminder: Need Resorts Construction Workout Strategy Form (from Kuehr to Korte) 2009-03-13 (from Korte to Kuehr) 2009-03-12 (from Kuehr to Korte)	Regions_111813SECS subpoena_0000181 - Regions_111813SECS subpoena_0000184	
DIV EX 140	2009-03-13 Cash E-mail to Neely re: Opus South Interest	REG00292946	
DIV EX 141	2009-03-13 E-mail re: Kicklighter Custom Homes (from Aderhold to Papke) 2009-03-13 (from Papke to Aderhold) 2009-03-13 (from Lee to Green, Papke, Aderhold, Moore, Loberger)	PRODUCED IN NATIVE	
DIV EX 142	2009-03-14 1Q2009 Projections: Charge-offs and Non-Performing Loans	REG00182745	FED 20
DIV EX 143	2009-03-14 1Q2009 Business Services Asset Quality Forecast	REG00182743	FED 21
DIV EX 144	2009-03-14 E-mail re: Lunch Meeting with Dale Reid re: Special Assets (from Kuehr to Neely)	Regions_111813SECS subpoena_0000215	
DIV EX 145	A Florio email to C Barrentine re new AQF Summary (attach summary)	Regions_031114SECS subpoena_0000507 - Regions_031114SECS subpoena_0000510	
DIV EX 146	2009-03-15 E-mail re: "updated for \$78m incr in East losses on processing list"	REG00285355 - REG00285361	
DIV EX 147	2009-03-16 E-mail Asking for Meeting re: First West Cutler (from Cash to Carrigan)	REG00648287	FED 167
DIV EX 148	2009-03-16 E-mail re: Waters Edge Non-Accrual (from Cash to Neely) 2009-03-16 (from Branch to Cash) 2009-03-16 (from Gipson to Branch) 2009-03-16 (from Branch to Gipson)	REG00055473 - REG00055474	FED 248
DIV EX 149	2009-03-16 E-mail re: Two Saves (from Willoughby to Wells) 2009-03-16 (from Kuehr to Willoughby) 2009-03-16 (from Aderhold to Kuehr, Papke, Baldwin, Farmer, Willoughby)	REG00367005 - REG00367006	FED 250 WELLS

DIV EX NO.	DESCRIPTION	BATES RANGE	F/K/A
DIV EX 150	2009-03-16 E-mail re: Two Saves (Richland and Kicklighter) (from Aderhold to Papke) 2009-03-16 (from Papke to Aderhold, Kuehr, Baldwin, Farmer) 2009-03-16 (from Aderhold to Kuehr, Papke, Baldwin, Farmer, Willoughby)	REG00059140 - REG00059141	FED 256
DIV EX 151	2009-03-16 E-mail re: Charge-Off / Non-Performing Loan Discussion for Loans In-Play as of 3/11/09 AQF (from Kuehr to RM, Willoughby, Neely, Mendola, Docauer, Mann, Moore)	REG00018007 - REG00018013	FED 263
DIV EX 152	2009-03-16 - 2009-04-06 E-mails from Neely to Jordy Henson re: Glove Factory Condo in Knoxville	REG00293200 - REG00293201; REG00289437; REG00291660; REG00290350; REG00298901 - REG00298902	RFC-40
DIV EX 153	2009-03-16 E-mail re: Robert Nelson Designer Homes (from Kuehr to Farmer) 2009-03-16 (from Farmer to Kuehr) 2009-03-16 (from Pinckard to Farmer)	Regions_111813SECSubpoena_0000232	
DIV EX 154	2009-03-16 E-mail re: AQF Weekly Reports (from Corrigan to Florio, Ferino, Welch) 2009-03-16 (from Florio to SAD Regional Managers, Tate, Bruni, Baker, Barrentine, Kuehr, Ferino)	REG00451042 - REG00451057	
DIV EX 155	2009-03-16 E-mail re: Rules Based and Miscellaneous CO's and NPA's March 2009 (from Kuehr to Mackey) 2009-03-16 (from Hartley to Kuehr, Neely)	Regions_111813SECSubpoena_0000238 - Regions_111813SECSubpoena_0000239	
DIV EX 156	2009-03-16 Papke E-mail to Aderhold re: Kicklighter	REG00057730 - REG00057731	
DIV EX 157	2009-03-16 Cash E-mail to Neely, et al. re: First West Cutler	REG00290204	
DIV EX 158	2009-03-16 E-mail re: Part Two Meeting (from Aderhold to Harrell, Hoog)	REG00058449	
DIV EX 159	2009-03-16 E-mails re: Two SAVES [Richland and Kicklighter] (from Aderhold to Papke) 2009-03-16 (from Papke to Aderhold, Kuehr, Baldwin, Farmer, Willoughby) 2009-03-16 (from Aderhold to Kuehr, Papke, Baldwin, Farmer, Willoughby)	REG00059140 - REG00059141	FED 127
DIV EX 160	2009-03-17 E-mail re: Resorts Construction (from Fox to Neely) 2003-03-17 (from Neely to Fox)	REG00060117	FED 64
DIV EX 161	2009-03-17 E-mail re: Non-Performing Loans (from Neely to Papke, Cash)	REG00290798	FED 84
DIV EX 162	2009-03-17 E-mail re: Seahaven Finance (from Willoughby to Neely, Florio, Barrentine, Kuehr) 2009-03-17 (from Neely to Willoughby, Kuehr, Barrentine, Florio) 2009-03-17 (from Papke to Neely) 2009-03-17 (from Neely to Papke)	REG00056073 - REG00056074	FED 91

DIV EX NO.	DESCRIPTION	BATES RANGE	F/K/A
DIV EX 163	2009-03-17 E-mail re: Glove Factory (from Smith to Neely) 2009-03-17 (from Neely to Smith)	REG00292947 - REG00292948	FED 134
DIV EX 164	2009-03-17 E-mail re: McCar (from Smith to Neely)	REG00055251	FED 148
DIV EX 165	2009-03-17 E-mail re: First West Cutler Referring Carrigan (from Cash to Carrigan, Howes) 2009-03-17 (from Gonzalez to Howes, Cash)	REG00645428	FED 166
DIV EX 166	2009-03-17 E-mail re: Quarter End (from Godin to Willoughby, Barrentine, Florio) 2009-03-17 (from Willoughby to Godin, Barrentine, Florio)	REG00111690 - REG00111691	FED 219
DIV EX 167	2009-03-17 E-mail re: 1Q2009 Update (from Wells to Willoughby) 2009-03-17 (from Willoughby to Wells)	REG00405646	FED 251 WELLS
DIV EX 168	2009-03-17 E-mail re: 90dpd Re-Up (from Kuehr to Barrentine, Godin, Willoughby, Neely) 2009-03-17 (from Barrentine to Willoughby, Neely, Godin, Kuehr)	Regions_111813SECS subpoena_0000291	RFC-43
DIV EX 169	2009-03-17 E-mail re: AQF Weekly Reports (from Ferino to Busby) 2009-03-17 (from Korte to Florio, Ferino) 2009-03-16 (from Florio to SAD Regional Managers, Tate, Bruni, Baker, Barrentine, Kuehr, Ferino)	REG00692617 - REG00692618	
DIV EX 170	2009-03-17 E-mail re: Quarter End NPL Roll Forward (from Godin to Willoughby, Barrentine, Florio) 2009-03-17 (from Willoughby, Godin, Barrentine, Florio)	REG00111690 - REG00111691	
DIV EX 171	2009-03-17 E-mail re: Revised AQF (from Florio to Barrentine, Farmer, Ferino) 2009-03-17 (from Aderhold to Florio, Ferino)	REG00559540 - REG00559553	
DIV EX 172	2009-03-17 E-mail re: Re-Up of Anticipated 90 DPD and Still Accruing for 3/31/09 (from Kuehr to Barrentine) 2009-03-17 (from Barrentine to Willoughby, Neely, Godin, Kuehr) 2009-03-16 (from Godin to Kuehr, Barrentine, Willoughby, Neely, Phillips, Baldwin) 2009-03-16 (from Kuehr to Barrentine, Willoughby, Neely, Godin, Phillips, Baldwin)	Regions_111813SECS subpoena_0000281 - Regions_111813SECS subpoena_0000282; NONE (2 pages)	
DIV EX 173	2009-03-17 E-mail re: Loan Discussions for Next Week (from Kuehr to Shields, Woods)	Regions_111813SECS subpoena_0000338	
DIV EX 174	2009-03-17 E-mail re: My Schedule for the Rest of the Week (from Kuehr to Baldwin)	Regions_111813SECS subpoena_0000520	
DIV EX 175	2009-03-17 E-mail from Florio to Barrentine Forwarding Updated In Play List	REG00567223 - REG00567225	
DIV EX 176	2009-03-18 E-mail re: AQ Forecast Update (from Florio to Barrentine, Ferino, Farmer) 2009-03-18 (from Tate to Florio, Ferino, Teegarden, Smith, Hutchison)	REG00573211 - REG00573242	

DIV EX NO.	DESCRIPTION	BATES RANGE	F/K/A
DIV EX 177	2009-03-18 E-mail re: Telecommunications for Special Assets/Tom Neely and Assistant Moving to Our Floor/Second Offices for Both Tom and Stephanie (from Kuehr to Woods) 2009-03-18 (from Woods to Support Center, Evans, Neely, Swain, Bartlett, Kuehr, Chandler, Mayoros, Moore)	Regions_111813SECS subpoena_0000345	
DIV EX 178	2009-03-18 E-mail re: A&E – Glove Factory Land Holdings (from Smith to Bius, Flanagan, Teegarden, Hutchison) 2009-03-17 (from Woods to Smith) 2009-03-17 (from Leonard to Woods)	REG00724977 - REG00724979	
DIV EX 179	2009-03-19 E-mail re: Waters Edge – Opus (from Florio to Barrentine, Welch)	REG00059312	FED 100
DIV EX 180	2009-03-19 E-mail re: Wood Treaters (from Kuehr to Willoughby, Mackey, Neely) 2009-03-19 (from Willoughby to Kuehr, Mackey, Neely) 2009-03-19 (from Kuehr to Mackey, Willoughby, Neely) 2009-03-19 (from Mackey to Willoughby, Neely, Kuehr)	Regions_111813SECS subpoena_0000593 - Regions_111813SECS subpoena_0000595	
DIV EX 181	2009-03-20 Cash E-mail to Neely re: Richland Investments Appraisals	REG00059576	
DIV EX 182	2009-03-23 McCar Relationship Summary	REG01330969	FED 149
DIV EX 183	2009-03-23 Update of Credit Quality – Executive Council (by Willoughby, Neely, Godin)	REG01383248 - REG01383258	FED 241
DIV EX 184	2009-03-24 Memo re: Credit Review Discussions for 3/25/09 (from Teegarden to Kuehr)	REG00094166 - REG00094167	FED 136
DIV EX 185	2009-03-24 and 2009-03-22 E-mail string re: FAS 114's that Need Adjustments – First West Cutler and Indian Creek (between Baker, Carrigan, Corrigan)	REG00646367 - REG00646368	FED 169
DIV EX 186	2009-03-25 Meeting Cancellation re: SAD AQF Weekly Update Meeting (from Florio) (invitees: Jackson, Kasper, Barrentine, Chandler, Papke, Coheley, Battersby, Hutchison, Helmers, Sims, Kuehr, Mustian, Baldwin, Little, Blackstone, Smith, Paternostro, Willoughby, Tate, Baker, Newfield, Korte, Fox, Corrigan, Welch, Logsdon, Barberie, Hartley, Neely, Sheehy, Beaird, Blake, Thornton, Givner, Mann, Helm, Woods, Swain, Ferino, Moore, Mayoros)	REG00580116 - REG00580117	
DIV EX 187	2009-03-25 Minutes (draft) of Board of Directors Conference Call	Regions_051512SECS subpoena_0000743 - Regions_051512SECS subpoena_0000746	
DIV EX 188	2009-03-25 Smith E-mail to Kuehr re: A&E on Glove Factory	REG00717765 - REG00717766	
DIV EX 189	March 2009 Regions Non-Performing Loan Process List	NONE	
DIV EX 190	2009-03-26 E-mail string re: Coconut Palms (between Corrigan, Baker, Bruni, Baldwin, Papke)	REG00055294 - REG00055296	FED 111

<u>DIV EX NO.</u>	<u>DESCRIPTION</u>	<u>BATES RANGE</u>	<u>F/K/A</u>
DIV EX 191	2009-03-26 E-mail string re: First West Cutler FAS 114 (between Baldwin, Corrigan, and Papke)	REG00055420 - REG00055423	FED 122
DIV EX 192	2009-03-26 E-mail re: Batch #5 (Managing to a Number) (from Teegarden to Corrigan) 2009-03-26 (from Corrigan to McCarthy, Aderhold, Teegarden) 2009-03-26 (from Baldwin to Corrigan, Papke) 2009-03-26 (from Corrigan to Papke, Baldwin) 2009-03-26 (from Papke to Baldwin, Corrigan)	REG00058989 - REG00058992	FED 129
DIV EX 193	2009-03-26 FAS114 Eligible Loans	NONE	
DIV EX 194	2009-03-26 E-mail re: Batch #5 (from Aderhold to Corrigan, Teegarden, McCarthy) 2009-03-26 (from Corrigan to McCarthy, Aderhold, Teegarden) 2009-03-26 (from Baldwin to Corrigan, Papke) 2009-03-26 (from Corrigan to Papke, Baldwin) 2009-03-26 (from Papke to Baldwin, Corrigan)	REG00058252 - REG00058255	
DIV EX 195	2009-03-27 Non-performing Loan Changes Doc with "Back to Rules Based in April"	NONE	FED 31
DIV EX 196	2009-03-22 - 2009-03-27 E-mails string between Korte, Bruni, Corrigan, et al. re: Resorts Construction	REG00055279 - REG00055282	FED 171
DIV EX 197	2009-03-27 FAS114 Eligible Loans	NONE	
DIV EX 198	2009-03-30 E-mail with Non-Performing Loan Changes Doc (from Mayoros to RM) 2009-03-30 (from Farmer to Mayoros)	REG01383146 - REG01383148	
DIV EX 199	2009-03-30 Loan Evaluation Office – HFS Additions 1Q09	NONE	FED 232
DIV EX 200	2009-03-31 Resorts Construction FAS 114 (by Korte for Johnson)	REG00736089 - REG00736093	FED 65
DIV EX 201	2009-03-31 E-mail re: Glove Factory (from Teegarden to Smith, Bius, Flanagan) 2009-03-31 (from Dixon to Teegarden, Kuehr, Johnson, Yarbrough) 2009-03-26 (from Teegarden to Kuehr, Dixon) 2009-03-26 (from Bius to Teegarden)	REG00724805 - REG00724807	FED 138
DIV EX 202	2009-03-31 Problem Loan Report for Waters Edge One LLC	REG00047996 - REG00048000	FED 249
DIV EX 203	2009-03-31 FAS114 Rvw Mtng Risk Rating Changes	NONE	
DIV EX 204	2009-03-31 Designers Choice Cabinetry, Inc. Problem Loan Report	Regions_041212SECSUBPOENA_0002558 - Regions_041212SECSUBPOENA_0002561	
DIV EX 205	2009-03-31 River Glen, LLC Problem Loan Report	Regions_041212SECSUBPOENA_0002175 - Regions_041212SECSUBPOENA_0002179	
DIV EX 206	2009-03-31 Asset Quality Report	REG00994325 - REG00994364	
DIV EX 207	1Q2009 Call Report – Schedule RC-N – Past Due and Non-Accrual Loans Leases and Other Assets	NONE	
DIV EX 208	2009-03-31 McCar Development Corp. Problem Loan Report	Regions_041212SECSUBPOENA_0004548 - Regions_041212SECSUBPOENA_0004553	
DIV EX 209	2009-03-31 River Glen, LLC FAS 114	Regions_041212SECSUBPOENA_0002240 - Regions_041212SECSUBPOENA_0002245	

DIV EX NO.	DESCRIPTION	BATES RANGE	F/K/A
DIV EX 210	2009-04-01 1Q2009 Earnings Call Notes Draft	REG00758755 - REG00758782	FED 81
DIV EX 211	2009-04-01 E-mail re: Proposed Risk Rating Downgrade Resolution Document (from Shields, to Jarema) 2009-04-01 (from Kuehr to Shields, Willoughby, Jarema, Johnson, Yarbrough, Averett, Baldwin, Neely) 2009-04-01 (from Special Assets to Kuehr)	REG00118382 - REG00118383	FED 115
DIV EX 212	2009-04-01 Meeting Cancellation re: SAD AQF Weekly Update Meeting (from Florio) (invitees: Jackson, Kasper, Barrentine, Chandler, Papke, Coheley, Battersby, Hutchison, Helmers, Sims, Kuehr, Mustian, Baldwin, Little, Blackstone, Smith, Paternostro, Willoughby, Tate, Baker, Bewfield, Korte, Fox, Corrigan, Welch, Logsdon, Barberie, Hartley, Phillips, McCarthy, Neely, Sheehy, Beard, Blake, Mann, Helm, Woods, Swain, Ferino, Moore, Mayoros)	REG00580120 - REG00580121	
DIV EX 213	2009-04-02 E-mail re: Risk Rating Change Request (from Martin to Brandy Wells) 2009-04-02 (from Brandy Wells to Risk Rating Change) 2009-03-30 (from Brandy Wells to Risk Rating Change)	REG01383401 - REG01383402	FED 242
DIV EX 214	2009-04-03 Schornack E-mail to Kern and Aderhold re: Richland Investments (Nat'l City)	REG00055688 - REG00055689	
DIV EX 215	2009-04-06 Seahaven Finance Risk Rating Change Form	REG01381672 - REG01381673	FED 92
DIV EX 216	2009-04-06 E-mail re: CLP 800-6 Problem Assets, Non-Accrual Policy and Procedures CLP 800-7 Problem Assets, Charge-off Procedures (from Ladnier to Bradford, Commercial Loan Policy Drafts Distribution, Clark, Mayoros) 2009-04-06 (from Bradford to Commercial Loan Policy Drafts Distribution, Clark, Mayoros)	REG00356663 - REG00356670	
DIV EX 217	2009-03-30 - 2009-04-07 E-mail string between Kuehr, Hutchison, Smith, Teegarden, et al. re: Glove Factory with A and E Form	REG00055272 - REG00055274; REG00018376 - REG00018380	FED 139
DIV EX 218	2009-04-09 Regions Financial Corporation Allowance for Credit Losses 1Q2009 (draft)	Regions_051512SECSUBPOENA_0006534 - Regions_051512SECSUBPOENA_0006537	RFC-13
DIV EX 219	2009-04-09 Memo re: Specific Reserve Methods and Materiality Considerations (from John Baldwin to Specific Reserve Package Recipients and Readers)	Regions_051512SECSUBPOENA_0005031 - Regions_051512SECSUBPOENA_0005040	
DIV EX 220	2009-04-10 HFS Disposition Analysis – Business and Consumer Services – Summary Recap 1Q2009	NONE	FED 231
DIV EX 221	2009-04-13 E-mail re: 1Q2009 Earnings Call Excerpts (from Vinson to Willoughby, Welch, Neely, Godin, Barrentine, Underwood)	REG00397497 - REG00397499; REG00397506 - REG00397507; REG00397512; REG00397514; REG00397525; REG00397530; REG00397534 - REG00397535; REG00397543	FED 73

DIV EX NO.	DESCRIPTION	BATES RANGE	F/K/A
DIV EX 222	2009-04-13 Executive Council Meeting Minutes	Regions_070813SECS subpoena_0000467 - Regions_070813SECS subpoena_0000495	
DIV EX 223	2009-04-15 Memo re: 1Q2009 Allowance for Credit Losses (from Willoughby to Executive Council)	NONE	FED 68
DIV EX 224	2009-04-15 E-mail re: Glove Factory (from Kuehr to Bius, Wells, Teegarden, Hutchison, Smith, Willoughby, Neely, Mann, Bridges) 2009-04-15 (from Bius to Kuehr, Teegarden, Smith, Hutchison) 2009-04-15 (from Kuehr to Teegarden, Bius, Hutchison) 2009-04-15 (from Teegarden to Kuehr, Bius, Hutchison) 2009-04-15 (from Kuehr to Bius, Teegarden, Hutchison)	REG00265787 - REG00265790	FED 140
DIV EX 225	2009-04-15 Memo re: Quarterly Review and Allowance for Credit Losses (from Willoughby to Executive Council)	NONE	FED 181
DIV EX 226	2009-04-15 E-mail re: Pending Q4 Directed NPL's from Credit Review (from Kuehr to Wells, Willoughby, Neely)	REG00055267	
DIV EX 227	2009-04-17 E-mail re: Second Quarter NPL Goals (from Neely to Fox) 2009-04-17 (from Fox to Neely) 2009-04-17 (from Neely to Papke, Sims, Fox, Smith, Mustian, Blackstone, Newfield, Willoughby, Barrentine, Kuehr, Moore)	REG00300901 - REG00300902	FED 183
DIV EX 228	2009-04-18 E-mail re: Confidential Information to be Passed to Fed (from Corrigan to Wheeler)	NONE	FED 154
DIV EX 229	2009-04-20 E-mail re: Asset Quality Forecast (from Aderhold to Ferino)	REG00690599	FED 86
DIV EX 230	2009-04-20 E-mail re: Glove Factory with Memo from Teegarden to Kuehr and Smith (from Kuehr to Teegarden, Hutchison, Smith) 2009-04-20 (from Teegarden to Kuehr, Smith, Hutchison)	REG00057600 - REG00057604	FED 141
DIV EX 231	2009-04-21 Press Release – Regions Reports Profit of 4 Cents per Share for First Quarter 2009	NONE	RFC-45
DIV EX 232	2009-04-21 Earnings Call Information (First Quarter 2009 Conference Call Comments)	REG00807982 - REG00808021	
DIV EX 233	2009-04-21 Neely SOX Sub-Certification re: 1Q2009 10-Q	Regions_103013SECS subpoena_0000022 - Regions_103013SECS subpoena_0000023; Regions_103013SECS subpoena_0000011	
DIV EX 234	2009-04-21 Regions 1Q2009 Earnings Call Transcript	NONE	
DIV EX 235	2009-04-21 Supplement to First Quarter 2009 Earnings Release	REG00420822 - REG00420843	
DIV EX 236	Regions Financial Corp. 8-K filed 04/21/2009	NONE	

DIV EX NO.	DESCRIPTION	BATES RANGE	F/K/A
DIV EX 237	2009-04-21 E-mail re: Glove Factory Strategy and Action Plan (from Kuehr to Hutchison, Teegarden, Smith) 2009-04-21 (from Hutchison to Kuehr, Teegarden, Smith) 2009-04-21 (from Teegarden to Bius, Hutchison, Smith)	REG00055578 - REG00055582	
DIV EX 238	2009-04-22 E-mail re: SNC Exam – Status Memos – Need Addition (from Carrigan to Corrigan) 2009-04-21 (from Corrigan to Carrigan, Kearley, Baker, Bruni) 2009-04-21 (from Mackey to SAD Group, RM, Kuehr, Hartley, Baldwin, Grogan Sheehy) 2009-04-16 (from Mackey to SAD Group, RM, Kuehr, Hartley, Baldwin, Grogan, Sheehy)	REG00149921 - REG00149924	FED 244
DIV EX 239	2009-04-23 E-mail re: 2Q2009 Goals (from Hutchison to Chandler, Teegarden, Tate, Smith) 2009-04-17 (from Kuehr to RM) 2009-04-17 (from Willoughby to Kuehr) 2009-04-17 (from Neely to Papke, Sims, Fox, Smith, Mustian, Blackstone, Newfield, Willoughby, Barrentine, Kuehr, Moore)	REG00717200 - REG00717202	FED 82
DIV EX 240	2009-04-23 E-mail Fw: Rules-based C/O's and NPA's (from Kuehr to RM) 2009-04-23 (from Corrigan to Bruni, Baker, Grattan, Mravic, Miropol, Kearley, Carrigan, Pratt, Kuehr, Farmer, Florio, Mackey)	REG00268732 - REG00268734	FED 157
DIV EX 241	2009-04-23 SOX Sub-Certifications re: SEC 1Q2009 10-Q	Regions_103013SECSUBPOENA_0000001 - Regions_103013SECSUBPOENA_0000025	
DIV EX 242	2009-04-22 - 2009-04-23 E-mail string re: AQF for April 23rd Meeting (from Ferino to SAD AQF Team and Mackey to Baldwin)	REG00423540 - REG00423543	
DIV EX 243	2009-04-24 E-mail re: 4/22 SAD Loan Discussion Recap (from Kuehr to Willoughby, Neely) 2009-04-24 (from Kuehr to Shields, Jarema, Willoughby, Neely) 2009-04-24 (from Shields to Kuehr, Neely, Willoughby, Jarema)	REG00059633 - REG00059635	
DIV EX 244	2009-04-27 E-mail re: Open Items on Credit Review Loan Discussions (from Baker to Corrigan, Miropol) 2009-04-27 (from Corrigan to Baker, Miropol) 2009-04-27 (from Kuehr to Hutchison, Teegarden, Chandler, Korte, McCarthy, Paternostro, Corrigan, Aderhold) 2009-04-27 (from Willoughby to Kuehr, Neely) 2009-04-27 (from Kuehr to Willoughby, Neely)	REG00549437 - REG00549441	FED 103
DIV EX 245	2009-04-27 Memo re: First Quarter 2009 Non-Accrual Reporting Discussion with Mark Jarema (from Wheeler to Files)	FRBATL015905 - FRBATL015907	

DIV EX NO.	DESCRIPTION	BATES RANGE	F/K/A
DIV EX 246	2009-04-28 Aderhold E-mail to Schnornack re: Richland Investments (Nat'l City objection to Richland Proposal)	REG00056287 - REG00056291	
DIV EX 247	2009-04-28 Aderhold E-mail to Papke re: 2Q Goals / Richland	REG00056747 - REG00056750	
DIV EX 248	2009-04-30 Glove Factory Risk Rating Change Form	REG01382255 - REG01382256	FED 142
DIV EX 249	2009-04-30 Kern E-mail to Schornack re: Richland Settlements	REG00056113 - REG00056114	
DIV EX 250	Regions 1Q2009 Call Report	NONE	
DIV EX 251	Regions Financial Corp. 10-Q for quarter ending 03/31/2009 (filed 05/11/2009)	NONE	
DIV EX 252	2009-05-13 E-mail re: Asset Quality Forecast and First West Cutler (from Corrigan to Papke, Bruni, Baker)	REG00057605	FED 123
DIV EX 253	2009-05-13 E-mail re: First West Cutler (from Cash to Corrigan, Carrigan) 2009-05-13 (from Cash to Carrigan)	REG00057796	FED 173
DIV EX 254	2009-05-13 E-mail re: First West Cutler Gardens LOI (from Corrigan to Carrigan) 2009-05-13 (from Carrigan to Corrigan) 2009-05-13 (from Corrigan to Carrigan) 2009-05-12 (from Carrigan to Corrigan, Cash, Baker) 2009-05-05 (from Corrigan to Cash)	REG00055902 - REG00055904	FED 174
DIV EX 255	2009-05-13 E-mail re: Richland Investments SNC and Non-Accrual Process (from Jackson to Fleming) 2009-05-13 (from Wheeler to Jackson)	REG00028813	FED 228
DIV EX 256	2009-05-13 E-mail re: Accrual Status of Richland Investments (from Aderhold to Kuehr) 2009-02-27 (from Aderhold to Kuehr) 2009-02-27 (from Kuehr to Welch, Florio, Wood, Aderhold) 2009-02-27 (from Florio to Kuehr, Welch, Wood, Aderhold, Ferino) 2009-02-27 (from Kuehr to Welch, Florio, Wood, Aderhold)	REG00017967 - REG00017968	FED 253
DIV EX 257	2009-05-13 Regions Kickoff Meeting Notes (attendees: Willoughby, Neely, Kuehr, Florio, Barrentine, Sheehy, Papke, Aderhold, Cash, Hodges, McManus, Kennedy, Repine)	NONE	
DIV EX 258	2009-05-13 Kern E-mail to Schornack, et al. re: Richland	REG00058902 - REG00058903	
DIV EX 259	Regions Financial Corp. 10-Q/A for quarter ending 03/31/2009 (filed 05/13/2009)	NONE	
DIV EX 260	2009-05-14 E-mail with Modification List from SAD Regional Managers (from Kuehr to Willoughby, Neely, RM) 2009-05-14 (from Florio to Kuehr, Willoughby, Neely, Barrentine)	REG01383149 - REG01383150	FED 29

DIV EX NO.	DESCRIPTION	BATES RANGE	F/K/A
DIV EX 261	2009-05-14 E-mail re: Open Items for Examiner Discussion (from Kuehr to McCrite, Willoughby, Neely, Sheehy, Barrentine)	REG00054432	FED 75
DIV EX 262	2009-05-14 Stages of Non-Performing Loan Process	NONE	FED 211
DIV EX 263	2009-05-14 [FRB Work Papers] – Memo re: Meeting with Andrea Florio re: Non-Accrual Process (attendees: McManus, Kennedy, Barrentine, Florio, Welch, Sheehy, McCrite)	NONE	
DIV EX 264	2009-05-14 May Modifications from SAD Managers (Pull Report)	NONE	
DIV EX 265	2009-05-14 Sample Reports for Bank Examiners (from Andrea Florio)	NONE	
DIV EX 266	2009-05-14 [FRB Work Papers] Stages of Non-Performing Loan Process (from Andrea Florio)	NONE	
DIV EX 267	2009-05-15 E-mail re: Purchase of Glove Factory and Other Loans (from Gray to Henson)	NONE	
DIV EX 268	2009-05-16 E-mail re: Open Items with Examiners (from Kuehr to Willoughby, Barrentine, Neely) 2009-05-16 (from Willoughby to Kuehr, Barrentine) 2009-05-16 (from Kuehr to Barrentine, Willoughby)	REG00266455 - REG00266456	FED 265
DIV EX 269	2009-05-18 E-mail re: Fed Request for Information (from Corrigan to Bruni, Carrigan, Baker) 2009-05-18 (from Kuehr to RM, Blackstone, McCrite, Papke, Smith, Fox, Sims, Newfield, Peterson, Barron) 2009-05-18 E-mail re: Rush File Request for Examiner Review (from Kuehr to McCrite, Blackstone, Leonard, Brown, Woods)	REG00055323 - REG00055325	FED 124
DIV EX 270	2009-05-18 E-mail re: Non-Accrual Process Follow-Up (from Jackson to Wells, Logsdon) 2009-05-18 (from Hodges to Jackson, Repine, Wheeler)	REG00057745 - REG00057747	FED 225
DIV EX 271	2009-05-18 E-mail re: Phone Call with Mike Hodges and Jay (from Jackson to Wells, Logsdon) 2009-05-18 (from Kuehr to Willoughby, Neely, Barrentine, Jackson, McCrite)	REG00056927 - REG00056928	FED 226
DIV EX 272	2009-05-18 E-mail re: Fed Request for Information (from Kuehr to Cash, Blackstone) 2009-05-18 (from Kuehr to RM, Blackstone, McCrite, Papke, Smith, Fox, Sims, Newfield, Peterson, Barron) 2009-05-18 E-mail re: Rush File Request for Examiner Review (from Kuehr to RM, McCrite, Blackstone, Leonard, Brown, Woods)	REG00060185 - REG00060187	FED 250
DIV EX 273	2009-05-18 McManus Write-Up of Risk Analytics Non-Performing Loan Processing Steps	NONE	

DIV EX NO.	DESCRIPTION	BATES RANGE	F/K/A
DIV EX 274	2009-05-19 FRB Write-Up of 2009-05-15 Non-Performing Loan FAS114 Meeting (attendees: Kuehr, Baldwin, Sheehy, McCrite, Hodges, Repine, Florey)	NONE	
DIV EX 275	2009-05-19 Memo re: Waters Edge (from Cash, Papke, and Branch to Credit File)	REG00018288 - REG00018289	FED 101
DIV EX 276	2009-05-19 E-mail re: Glove Factory and McCar re: Fed Request for Information(from Teegarden to Smith, Martin, Hutchison, Renou, Burks) 2009-05-19 (from Smith to Renou, Martin, Teegarden, Burks, Hutchison) 2009-05-18 (from Kuehr to RM, Blackstone, McCrite, Papke, Smith, Fox, Sims, Newfield, Peterson, Barron) 2009-05-18 E-mail re: Rush File Request for Examiner Review (from Kuehr to RM, McCrite, Blackstone, Leonard, Brown, Woods)	REG00718480 - REG00718482	FED 144
DIV EX 277	2009-05-19 E-mail string between Burks, Hutchison, McLay, Smith, Teegarden, et al. re: McCar - Preparation of Talking Points for Examiner Discussions	REG00717114 - REG00717118	FED 150
DIV EX 278	2009-05-19 Non-Accrual E-mail Assistance Project	REG00055227 - REG00055318	FED 217
DIV EX 279	2009-05-19 E-mail re: Review of Q1 Accrual Status Verification Forms (from Kuehr to RM, Peterson, Barron, Willoughby, Neely, Blackstone, Newfield, Sims, Papke, Fox, Smith)	REG00055964 - REG00055965	FED 267
DIV EX 280	2009-05-19 E-mail re: Preparation of Talking Points for Examiner Discussions (from Kuehr to RM, Peterson, Barron, Blackstone, Newfield, Papke, Smith, Sims, Fox)	REG00055814 - REG00055815	FED 268
DIV EX 281	2009-05-19 FRB Memo re: 2009-05-14 Meeting re: Non-Accrual Process (attendees: Kuehr, Barrentine, Sheehy, McCrite, Hodges, Repine, Florey)	FRBATL001047; NONE (2 pages)	
DIV EX 282	2009-05-19 E-mail re: Preparation of Talking Points for Examiner Discussions (from McLay to Hutchison, Smith, Burks) 2009-05-19 (from Hutchison to McLay, Burks, Smith) 2009-05-19 (from Teegarden to Hutchison, Smith, Burks) 2009-05-19 (from McLay to Teegarden) 2009-05-19 (from Teegarden to McLay) 2009-05-19 (from Kuehr to RM, Peterson, Barron, Blackstone, Newfield, Papke, Smith, Sims, Fox)	REG00718954 - REG00718959	
DIV EX 283	2009-05-19 E-mail string from Hutchinson to McLay and Smith re: "Preparation of talking points for Examiner discussions" (McCar)	REG00718232 - REG00718237	
DIV EX 284	2009-05-20 E-mail re: March Changes to NPA (from Aderhold to Kuehr)	REG01383151 - REG01383152	FED 85

DIV EX NO.	DESCRIPTION	BATES RANGE	F/K/A
DIV EX 285	2009-05-20 E-mail from Kuehr to McCrite re: March E-mails	REG00017904 - REG00017923	FED 223
DIV EX 286	2009-05-20 E-mail from Kuehr to McCrite re: April E-mails	REG00267307 - REG00267349	FED 224
DIV EX 287	2009-05-20 Cash E-mail to Papke, Aderhold, et al. re: Discussion Update (Nat'l City agreement to Richland proposal)	REG00056307 - REG00056309	
DIV EX 288	2009-05-20 E-mail re: Contacts for Loan Discussions (from Kuehr to Jackson, McCrite, Fleming) 2009-05-19 (from Kuehr to Jackson, McCrite, Fleming)	REG00269820	
DIV EX 289	Regions Financial Corp. 8-K filed 05/20/2009	NONE	
DIV EX 290	Regions Financial Corp. S-4 filed 05/20/2009	NONE	
DIV EX 291	2009-05-21 E-mail re: First West Cutler (from Corrigan to Kuehr, Carrigan)	REG00646786	FED 125
DIV EX 292	Regions Financial Corp. S-4/A filed 05/22/2009	NONE	
DIV EX 293	2009-05-25 E-mail re: Questions about First West Cutler (from Corrigan to Kuehr, Carrigan) 2009-05-24 (Kuehr to Carrigan, Corrigan)	REG00645121 - REG00645122	FED 172
DIV EX 294	2009-05-26 E-mail re: FED Information Request (from Repine to Jackson, Stanley, Wheeler, Hodges, Kennedy, McManus, Florey)	REG00423300 - REG00423301	FED 229
DIV EX 295	2009-05-26 E-mail re: Recap of Accrual Argument on Resorts / First West / Seahaven / Richland (from Kuehr to Neely) 2009-05-26 (from Special Assets to Kuehr)	REG00268258 - REG0026862	
DIV EX 296	2009-05-26 Kuehr E-mail to Neely re: Recap of Accrual argument on Resorts/FWC/Seahaven/Richland	REG00268258 - REG0026862	
DIV EX 297	2009-05-27 E-mail re: Sample Language for Seahaven and Richland – Non-Accrual Status Narrative (from Kuehr to Papke, Aderhold)	REG00266885 - REG00266888	FED 93
DIV EX 298	2009-05-27 E-mail with Non-Accrual Discussion Notes re: Fed Meeting (from Sheehy to Willoughby, Neely, Kuehr)	REG00018091 - REG00018100	FED 126
DIV EX 299	2009-05-27 E-mail re: SAD NPL Process Exam – Fed Information Request (from Teegarden to Kuehr) 2009-05-27 (from Kuehr to Willoughby, Neely, Barrentine, Sheehy, McCrite, Blackstone, Newfield, Papke, Sims, Fox, Smith, Cash, Reid) 2009-05-26 (from McCrite to Kuehr) 2009-05-26 (from Jackson to McCrite, Fleming) 2006-05-26 (from Repine to Jackson, Stanley, Wheeler, Hodges, Kennedy, McManus, Florey)	REG00208794 - REG00208795; REG00718975	FED 146
DIV EX 300	2009-05-27 E-mail re: Hodges Request for Outstanding Items on Non-Accrual Process (from Barrentine to McCrite, Kuehr, Fleming, Sheehy) 2009-05-27 (from McCrite to Kuehr, Sheehy, Barrentine, Fleming)	REG00581445 - REG00581447	FED 227

<u>DIV EX NO.</u>	<u>DESCRIPTION</u>	<u>BATES RANGE</u>	<u>F/K/A</u>
DIV EX 301	2009-05-27 E-mail re: SAD Non-Performing Loan Process Exam – Fed Information Request (from Sheehy to Kuehr, Willoughby, Neely, Barrentine) 2009-05-27 (from Kuehr to RM, Willoughby, Neely, Barrentine, Sheehy, McCrite, Blackstone, Newfield, Papke, Sims, Fox, Smith, Cash, Reid) 2009-05-26 (from McCrite to Kuehr) 2009-05-26 (from Jackson to McCrite, Fleming) 2009-05-26 (from Repine to Jackson, Stanley, Wheeler, Hodges, Kennedy, McManus, Florey)	REG01383103 - REG01383107	FED 259
DIV EX 302	2009-05-27 E-mail re: SAD NPL Process Exam – FED Information Request (from Kuehr to McCarthy, Smith, Fox) 2009-05-27 (from McCarthy to Kuehr, Fox, Smith) 2009-05-27 (from Kuehr to McCrite, Barrentine, Reid, Papke, Sims, Cash, Blackstone, Smith, Willoughby, Newfield, Fox, Neely, Sheehy) 2009-05-27 (from Kuehr to RM, Willoughby, Neely, Barrentine, Sheehy, McCrite, Blackstone, Papke, Sims, Fox, Smith, Cash, Reid) 2009-05-26 (from McCrite to Kuehr) 2009-05-26 (from Jackson to McCrite, Fleming) 2009-05-26 (from Repine to Jackson, Stanley, Wheeler, Hodges, Kennedy, McManus, Florey)	REG00268010 - REG00268014	
DIV EX 303	2009-05-27 and 2009-05-26 E-mails re: SAD NPL Process Exam – FED Information Request (REDACTED)	REG00268011 - REG00268014	
DIV EX 304	2009-05-27 E-mail with Draft Template for Non-Accrual Status Narratives (from Sheehy to Kuehr, Neely, Barrentine)	REG01387392A - REG0387393A	
DIV EX 305	2009-05-27 Neely E-mail to Wells and Willoughby re: [confidential] NPL Process Review	REG00377903	
DIV EX 306	2009-05-27 E-mail string from Hutchinson to Smith re: SAD NPL Process Exam--FED Information Request	REG00718971 - REG00718974	
DIV EX 307	2009-05-27 Teegarden E-mail to Smith and Hutchison re: SAD NPL Process Exam--FED Information Request with attached narratives for Glove Factory and Oakland Park	REG00724408 - REG00724414	
DIV EX 308	2009-05-27 E-mail re: SAD NPL Process Exam – FED Information Request (from Kuehr to RM, Willoughby, Neely, Barrentine, Sheehy, McCrite, Blackstone, Newfield, Papke, Sims, Fox, Smith, Cash, Reid) 2009-05-26 E-mail re: Information Request (from McCrite to Kuehr) 2009-05-26 (from Jackson to McCrite, Fleming) 2009-05-26 (from Repine to Jackson, Stanley, Wheeler, Hodges, Kennedy, McManus, Florey)	PRODUCED IN NATIVE	

DIV EX NO.	DESCRIPTION	BATES RANGE	F/K/A
DIV EX 309	2009-05-28 E-mail re: Non-Accrual Status Narrative Docs (from Kuehr to Branch, Reid, Papke, Cash, Sheehy) 2009-05-28 (from Branch to Kuehr, Reid, Papke, Cash, Sheehy) 2009-05-28 (from Kuehr to Branch, Reid, Papke, Cash, Sheehy) 2009-05-28 (from Branch to Reid, Papke, Cash, Kuehr, Sheehy) 2009-05-28 (from Reid to Branch) 2009-05-28 (from Kuehr to RM, Cash, Papke, Reid, Smith, Fox, Sheehy)	REG00266880 - REG00266884	FED 251
DIV EX 310	2009-05-28 5:10pm E-mail with Draft of Cover Letter re: Non-Accrual Status Narratives (from Kuehr to Willoughby, Neely)	REG00267955 - REG00267957	
DIV EX 311	2009-05-28 9:46pm E-mail with Draft of Cover Letter re: Non-Accrual Status Narratives (from Willoughby to Kuehr, Neely) 2009-05-28 6:50pm (from Kuehr to Willoughby, Neely) 2009-05-28 6:45pm (from Willoughby to Kuehr, Neely) 2009-05-28 5:10pm (from Kuehr to Willoughby, Neely)	REG00378090 - REG00378091	
DIV EX 312	2009-05-28 Memorandum of Understanding between Regions Financial Corporation, Regions Bank, Federal Reserve Bank of Atlanta, State of Alabama Banking Department	NONE	
DIV EX 313	2009-05-28 Smith E-mail to Kuehr re: SAD NPL Process Exam- Fed Information Request (McCar narrative)	REG00717776 - REG00717783	
DIV EX 314	2009-05-28 Kuehr E-mail to Smith re: Narrative on McCar	REG00267512 - REG00267513	
DIV EX 315	2009-05-28 E-mails between Branch, Kuehr, Cash, and Papke re: "Non-Accrual Status Narrative Docs" with Waters Edge memo attached	REG00268253 - REG00268257	
DIV EX 316	REMOVED		
DIV EX 317	REMOVED		
DIV EX 318	2009-05-29 Letter to Fed re: Non-Accrual Status Narrative Documents (from Kuehr to Repine and Florey, cc: Willoughby Neely)	NONE	FED 147
DIV EX 319	2009-05-29 E-mail re: Revised FED Cover Letter (from Kuehr to Willoughby, Neely, Mann, Moore)	REG00270365 - REG00270367	
DIV EX 320	2009-05-29 E-mail re: Non-Accrual Status Narratives (from Kuehr to McCrite, Willoughby, Neely, Sheehy) 2009-05-29 (from Special Assets to Kuehr)	REG00270056 - REG00270080	
DIV EX 321	2009-06-01 E-mail re: 114 SAD Addendum of Resorts Construction (from Kuehr to Korte)	REG00018255 - REG00018261	
DIV EX 322	2009-06-02 Observations on 1Q09 and 2Q09	NONE	FED 178

DIV EX NO.	DESCRIPTION	BATES RANGE	F/K/A
DIV EX 323	2009-06-04 E-mail re: May 2009 Non-Accrual Process Exam Issues (from Kuehr to Sheehy) 2009-06-04 (from Sheehy to Florio, Barrentine, Kuehr, Long, Welch, Phillips, Logsdon)	REG00270189 - REG00270191	FED 30
DIV EX 324	Regions Financial Corp. S-4/A filed 06/04/2009	NONE	
DIV EX 325	2009-06-05 E-mail re: Asset Quality Forecast 2Q2009 (from Willoughby to Neely, Barrentine) 2009-06-03 (from Neely to Willoughby, Barrentine) 2009-06-03 (from Barrentine to Neely) 2009-06-03 (from Neely to Barrentine) 2009-06-03 (from Barrentine to Neely)	REG00378092 - REG00378093	FED 235
DIV EX 326	2009-06-05 Anonymous Whistleblower Letter	NONE	
DIV EX 327	Regions Financial Corp. 10-Q/A for quarter ending 03/31/2009 (filed 06/09/2009)	NONE	
DIV EX 328	Regions Financial Corp. S-4/A filed 06/09/2009	NONE	
DIV EX 329	2009-06-16 E-mail re: Neely (from Wheeler to Corrigan)	NONE	
DIV EX 330	2009-06-16 Waters Edge FAS114	Regions_041212SECSubpoena_0006234 - Regions_041212SECSubpoena_0006242	
DIV EX 331	2009-06-18 E-mail re: Follow-up Information Request Requesting Signatures (from Repine to Jackson, Stanley, Wheeler, Hodges, Kennedy) 2009-05-26 (from Repine to Jackson, Stanley, Wheeler, Hodges, Kennedy, McManus, Florey)	FRBATL015705	
DIV EX 332	2009-03-30 HFS Additions 1Q2009 2009-06-23 HFS Additions 2Q2009	NONE	FED 230
DIV EX 333	2009-06-23 Regions Loan Evaluation Office HFS Additions – 2Q09 re: Glove Factory Holdings	Regions_031114SECSubpoena_0000931	RFC-41
DIV EX 334	2009-06-25 E-mail re: Draft of FED Requested Letter – SAD Non-Accrual Process (from Kuehr to Willoughby, Neely, Mann, Moore, Sheehy)	REG00315484	
DIV EX 335	2009-06-25 E-mail re: Draft of FED Requested Letter – SAD Non-Accrual Process with Handwritten Notes (from Kuehr to Willoughby, Neely, Mann, Moore, Sheehy)	REG01387087 - REG01387090	

DIV EX NO.	DESCRIPTION	BATES RANGE	F/K/A
DIV EX 336	2009-06-26 E-mail re: Fed Request with Handwritten Notes (from Kuehr to Willoughby, Neely, Mann) 2009-06-26 (from Willoughby to Jackson, Neely, Kuehr) 2009-06-26 E-mail re: Fed Request (from Kuehr to Willoughby, Neely, Mann) 2009-06-26 (from Willoughby to Jackson, Neely, Kuehr) 2009-06-25 (from Willoughby to Jackson, Fishman, Kuehr, Neely, Sheehy) 2009-06-25 (from Jackson to Willoughby, Neely, Sheehy, Kuehr, Fishman) 2009-06-18 E-mail re: Follow-up Information Request (from Repine to Jackson, Stanley, Wheeler, Hodges, Kennedy, McManus, Florey) 2009-06-25 E-mail re: Fed Request (from Jackson to Willoughby, Neely, Sheehy, Kuehr, Fishman) 2009-06-18 E-mail re: Follow-up Information Request (from Repine to Jackson, Stanley, Wheeler, Hodges, Kennedy, McManus, Florey)	REG01387081 - REG01387086	
DIV EX 337	2009-06-29 E-mail re: FED Request (from Mann to Jackson, Willoughby, Neely) 2009-06-26 (from Kuehr to Willoughby, Neely, Mann) 2009-06-26 (from Willoughby to Jackson, Neely, Kuehr) 2009-06-25 (from Willoughby to Jackson, Fishman, Kuehr, Neely, Sheehy) 2009-06-25 (from Jackson to Willoughby, Neely, Sheehy, Kuehr, Fishman) 2009-06-18 E-mail re: Follow-up Information Request (from Repine to Jackson, Stanley, Wheeler, Hodges, Kennedy, McManus, Florey) 2009-05-26 E-mail re: Information Request (from Repine to Jackson, Stanley, Wheeler, Hodges, Kennedy, McManus, Florey)	REG00111203 - REG00111206	
DIV EX 338	2009-06-30 Business Services Credit Review Standard Examination Report (by Yarbrough, Kuehr, Philips, Hartley)	FRBATL018065 - FRBATL018083	FED 1
DIV EX 339	2009-06-30 Oak Ridge Problem Loan Report	REG00749133 - REG00749141	FED 185
DIV EX 340	2009-06-30 Oak Ridge FAS114	Regions_041212SECSUBPOENA_0005227 - Regions_041212SECSUBPOENA_0005231	
DIV EX 341	2009-06-30 Resorts Construction FAS114	Regions_041212SECSUBPOENA_0001057 - Regions_041212SECSUBPOENA_0001061	
DIV EX 342	2009-06-30 Richland Investments FAS114	Regions_041212SECSUBPOENA_0002961 - Regions_041212SECSUBPOENA_0002975	
DIV EX 343	2009-06-30 Seahaven Finance FAS114	Regions_041212SECSUBPOENA_0005732 - Regions_041212SECSUBPOENA_0005737	
DIV EX 344	2009-06-30 McCar Development FAS114	Regions_041212SECSUBPOENA_0004667 - Regions_041212SECSUBPOENA_0004670	

DIV EX NO.	DESCRIPTION	BATES RANGE	F/K/A
DIV EX 345	2009-06-30 Designers Choice Cabinetry FAS 114	Regions_041212SECS subpoena_0002738 - Regions_041212SECS subpoena_0002741	
DIV EX 346	2009-07-02 Letter from Kuehr to Regulators with Narratives	REG00017805 - REG00017830	FED 60
DIV EX 347	2009-07-16 Bruni Notice of Resignation (from Bruni to Corrigan)	REG00100472	FED 176
DIV EX 348	2009-07-17 Bruni Exit Interview Notes (by Outzen)	REG00100473	FED 32
DIV EX 349	2009-07-29 E-mail re: March and April Non-Performing Modifications (from Mackey to Barrentine, Welch, Neely, Moore, Sheehy)	REG00314789 - REG00314795	FED 76
DIV EX 350	2009-08-05 Regions Presentation re: Strengthening the Non-Accrual Process	NONE	
DIV EX 351	2009-08-06 E-mail re: Teegarden Resignation (from Kuehr to Hutchison) 2009-08-06 (from Teegarden to Kuehr)	REG00402015	FED 151
DIV EX 352	2009-08-12 Thea Chamberlain Special Assets Investigation Write Up	REG00094613 - REG00094615	FED 152
DIV EX 353	2009-08-12 Memo re: 2009-08-12 Meeting with Ritter (from Wheeler to Files)	NONE	
DIV EX 354	2009-08-13 E-mail re: August 2009 Special Assets Investigation (from Chamberlain to Mead)	REG00424851 - REG00424854	FED 33
DIV EX 355	2009-08-17 Meeting Notice re: Directed Downgrades (Neely, Willoughby, Wells)	REG00114599	FED 77
DIV EX 356	2009-08-20 Meeting Notice re: Directed Downgrades (Neely, Willoughby, Wells)	REG00114600	FED 78
DIV EX 357	2009-08-21 Commercial Loan Policies Manual – Non-Accrual Loan Policy	REG00034969 - REG00034972	FED 215
DIV EX 358	2009-08-27 Letter from Johnson to Jarema re: Non-Performing Loans	REG00100645 - REG00100646	FED 6
DIV EX 359	2009-08-27 Letter from Johnson to Jarema with Note re: Neely telling Florida credit officers not to assign 80-doubtful, non-accrual risk ratings to 17 obligors	REG01381493 - REG01381494	FED 45
DIV EX 360	2009-08-27 Regulatory Letter to Ritter (from Wheeler and Florey)	NONE	FED 197
DIV EX 361	2009-08-28 E-mail and Ethics and Compliance Report re: Neely	REG01381488 - REG01381490	FED 34
DIV EX 362	2009-08-28 Mead Notes re: Jarema	REG01387371 - REG01387390	FED 36
DIV EX 363	Regions Financial Corp. S-8 filed 08/28/2009	NONE	
DIV EX 364	2009-09-01 [2010-09-17] E-mail re: Renaming Document (from Mayoros to Mead) 2009-03-30 E-mail re: NPL Changes to AQF (from Mayoros to RM) 2009-03-30 (from Farmer to Mayoros)	REG00114667 - REG00114670	
DIV EX 365	2009-09-11 Memo from Turner re: Whistleblower Investigation	REG00034945 - REG00034946	FED 208
DIV EX 366	2009-09-11 Memo from Turner re: Whistleblower Investigation	REG00034947 - REG00034948	FED 209
DIV EX 367	2009-09-16 E-mail re: Investigation (from Mead to Turner) 2009-09-15 (Mead to Turner)	REG01383154	FED 40

DIV EX NO.	DESCRIPTION	BATES RANGE	F/K/A
DIV EX 368	2009-09-16 E-mail re: Investigation (from Mead to Turner)	REG01383025	FED 41
DIV EX 369	2009-09-18 E-mail re: Statement of Work from KPMG (from Turner to Roberts)	REG00034920	FED 39
DIV EX 370	2009-09-18 Memo re: KPMG Statement of Work (from Turner to Ritter)	REG00034921 - REG00034926	FED 196
DIV EX 371	2009-09-21 Memo re: Regions 10Q for Quarter Ended March 31, 2009 (from Senior Leader SOX/FDICIA Certification to SEC Filing Review Committee)	Regions_103013SECSubpoena_0000022 - Regions_103013SECSubpoena_0000023	RFC-44
DIV EX 372	2009-09-22 E-mail re: Sample Interview Questions (from Lewis to Jarema, Martinen)	REG00119138	FED 198
DIV EX 373	2009-09-25 Letter re: Non-Accrual Process and Transaction Testing Review (from Neely to Wheeler and Florey)	NONE	FED 255 WELLS
DIV EX 374	2009-10-02 E-mail re: Regions Nonaccrual Third Party Loan Review KPMG Statement of Work (from Wheeler to Neely, Wells, Carande, Bray, Hale, Florey, Stanley)	NONE	
DIV EX 375	2009-10-15 Regions Audit Committee Minutes	REG00034909 - REG00034913	FED 8
DIV EX 376	2009-10-19 E-mail re: Risk Ratings and E&Y Meeting (from Neely to Haley, Turner) 2009-10-19 (from Haley to Neely, Turner) 2009-10-19 (from Neely to Haley, Turner) 2009-10-19 (from Haley to Neely, Turner)	REG00271390 - REG00271392	FED 50
DIV EX 377	2009-10-20 Addendum to KPMG Statement of Work	REG00143028 - REG00143030	
DIV EX 378	2009-10-21 KPMG Statement of Work (signed by Hale, Britton)	REG00347643 - REG00347648	FED 51
DIV EX 379	2009-10-26 Commercial Risk Ratings Assessment	REG00143328 - REG00143345	FED 47
DIV EX 380	2009-10-26 E-mail re: Hiring KPMG (from Neely to Herron) 2009-10-26 (from Herron to Neely) 2009-10-26 (from McNamee to Herron)	REG00273057 - REG00273058	FED 246
DIV EX 381	2009-10-27 Ethics and Compliance Report re: Senior Management and Non-Performing Loans	REG01381496 - REG01381497	FED 43
DIV EX 382	2009-11-03 Regions Audit Committee Minutes	REG00034914 - REG00034918	FED 12
DIV EX 383	2009-11-03 Commercial Risk Ratings Accuracy Report (Audit Committee Report, Board of Directors Executive Summary)	REG00143322 - REG00143327	FED 48
DIV EX 384	2009-11-03 Commercial Risk Ratings Accuracy – Audit Committee Report – Board of Directors (Executive Summary)	REG00142791 - REG00142796	FED 204
DIV EX 385	2009-11-05 E-mail re: Interview Notes (from Lewis to Jarema) 2009-11-08 (from Jarema to McCollough)	REG00146295 - REG00146305, REG00118302	FED 9
DIV EX 386	2009-11-06 Commercial Risk Ratings Assessment – Recommendations and Strategic Opportunities Review	REG00034892 - REG00034904	FED 212
DIV EX 387	2009-11-09 Regions Executive Council Minutes	REG00093052 - REG00093053	FED 206
DIV EX 388	2009-11-13 Federal Reserve Credit Review Function Target Review	NONE	FED 5

DIV EX NO.	DESCRIPTION	BATES RANGE	F/K/A
DIV EX 389	2009-12-15 KPMG Report on Regions Credit File Review	REG00640958 - REG00640970	FED 53
DIV EX 390	2009 Kuehr Management Incentive Plan	Regions_012913FEDSubpoena_0000248 - Regions_012913FEDSubpoena_0000252	
DIV EX 391	2009 MIP Regions Management Incentive Plan for Neely	Regions_012913FEDSubpoena_0000629 - Regions_012913FEDSubpoena_0000632	FED 277
DIV EX 392	2009 Willoughby Management Incentive Plan	Regions_012913FEDSubpoena_0000432 - Regions_012913FEDSubpoena_0000435	
DIV EX 393	REMOVED		
DIV EX 394	2010-03-31 E-mails re: Executive Problem Loan Review Committee (Willoughby to Turner, Wells, Jarema) 2010-03-30 (from Willoughby to EPLRC, Dixon)	REG00137916 - REG00137918	FED 10
DIV EX 395	2009-10-19 Memo re: Papke Notes (from Willoughby to Laney, Wells, Ritter, Hall, Couch, Papke, Jarema, Masters) 2009-10-07 E-mail re: Summary of my notes from the Credit Review exit meeting last Friday (from Wells to Willoughby) 2009-10-06 (from Laney to Ritter, Hall, Wells, Couch, Papke, Masters) 2009-10-06 (from Papke to Laney, Mullins, Mapes)	REG00100188 - REG00100189	FED 11
DIV EX 396	2010-11-24 Neely Severance Agreement	Regions_012913FEDSubpoena_0000560 - Regions_012913FEDSubpoena_0000563	
DIV EX 397	2010-11-30 Neely Severance and Release Agreement	Regions_031114SECSUBPOENA_0000145 - Regions_031114SECSUBPOENA_0000148	RFC-34
DIV EX 398	2010-12-01 Neely Termination / Retirement Form	Regions_031114SECSUBPOENA_0000102	RFC-35
DIV EX 399	2012-06-07 SEC Subpoena to Neely	NONE	RFC-7
DIV EX 400	2012-08-23 Godin List re: Major Changes in Special Assets	NONE	FED 221
DIV EX 401	2014-05-12 Regions Impairment Analysis on Loans (from SEC)	Regions_031114SECSUBPOENA_0001033; NONE	
DIV EX 402	2014-05-13 SEC Subpoena to Neely	NONE	RFC-31
DIV EX 403	2014-05-29 Willoughby Settlement Offer	NONE	
DIV EX 404	2014-06-03 Kuehr Settlement Offer	NONE	
DIV EX 405	2014-06-05 Letter re: Kuehr's Cooperation (from Tamarra Johnson (AUSA) to Clark)	NONE	
DIV EX 406	2014-06-06 Willoughby Settlement Offer	NONE	
DIV EX 407	2014-06-10 Regions Deferred Prosecution Agreement	NONE	
DIV EX 408	2014-06-19 Regions Impairment Analysis for Glove Factory	Regions_031114SECSUBPOENA_0001033	
DIV EX 409	2014-06-19 Regions Impairment Analysis on Loans (from SEC)	NONE	
DIV EX 410	2009-01-20 Credit Report Card	REG00402298 - REG00402299	FED 15
DIV EX 411	Undated "In-Play" List	REG00182712	FED 23
DIV EX 412	Undated "In-Play" List	REG00182726	FED 24
DIV EX 413	Undated "In-Play" List	REG00054963 - REG00054964	FED 25
DIV EX 414	Undated NPA Roll Forward List	REG00182717 - REG00182719	FED 26
DIV EX 415	Undated List of Pulled Loans	REG00054370 - REG00054371	FED 27
DIV EX 416	Undated Memo re: Report-It Preliminary Report re: Neely (from Mead and Haley to Turner)	REG01381495	FED 35

DIV EX NO.	DESCRIPTION	BATES RANGE	F/K/A
DIV EX 417	Undated Chronology re: Former SAD Employees	REG00100426 - REG00100430	FED 37
DIV EX 418	Undated List of at Risk Employees	REG00100429	FED 38
DIV EX 419	Undated Handwritten Notes (Unknown Author)	REG00099885 - REG00099890	FED 46
DIV EX 420	Undated Glove Factory Write Up	REG00094116 - REG00094117	FED 132
DIV EX 421	Undated Scott Corrigan Notes – Exhibit A & B	NONE	FED 153
DIV EX 422	Undated Accrual Status Verification Meeting	REG00000170	FED 182
DIV EX 423	Undated Non-Accrual E-mail Assistance Project DVD Screen Print Out	NONE	FED 222
DIV EX 424	Undated Willoughby Notes re: “In-Play” Loans and Non-Performing Loans	REG00111686 - REG00111689	FED 237
DIV EX 425	Undated Fed List of Pulled Loans	NONE	FED 274
DIV EX 426	Undated Modifications from SAD Regional Managers	NONE	RFC-10
DIV EX 427	Regions Financial Corporation Report of Allowance for Loan and Lease Losses Methodology (by LECG)	Regions_061312SECSubpoena_0015023 - Regions_061312SECSubpoena_0015040	RFC-14
DIV EX 428	Undated List of Loans Pulled From Monthly Nomination in March and April 2009	REG00054370 - REG00054371	RFC-28
DIV EX 429	Undated Neely Resume	Regions_031114SECSubpoena_0000063; Regions_031114SECSubpoena_0000065	RFC-32
DIV EX 430	Jarema Notes re: September 2009 Non-Performing Loan Review	REG00099910 - REG00099916	FED 7
DIV EX 431	May 2009 Nonaccrual Process Exam Summary of Issues	REG00806697 - REG00806698	FED 104
DIV EX 432	2009 Special Assets Exam Risk Ratings Downgrade Resolutions	REG00369612 - REG00369613	FED 192
DIV EX 433	Neely 2009 W-2	Regions_031114SECSubpoena_0000138	RFC-33
DIV EX 434	Neely 2010 W-2	Regions_031114SECSubpoena_0000141	RFC-36
DIV EX 435	Schedule A – Disclosure Controls and Procedures and Internal Control over Financial Reporting	Regions_103013SECSubpoena_0000026	RFC-44A
DIV EX 436	2008 MIP (Regions Management Incentive Plan) for Neely	Regions_012913FEDSubpoena_0000624 - Regions_012913FEDSubpoena_0000628	
DIV EX 437	2008 MIP (Regions Management Incentive Plan) for Willoughby	Regions_012913FEDSubpoena_0000436 - Regions_012913FEDSubpoena_0000440	
DIV EX 438	2009 March Calendar (blank)	NONE	
DIV EX 439	2008 MIP (Regions Management Incentive Plan) for Kuehr	Regions_012913FEDSubpoena_0000253 - Regions_012913FEDSubpoena_0000256	
DIV EX 440	2009 Neely W-2 and Pay Record	Regions_012913FEDSubpoena_0000553 - Regions_012913FEDSubpoena_0000555	
DIV EX 441	2010 Neely W-2 and Pay Record	Regions_012913FEDSubpoena_0000556 - Regions_012913FEDSubpoena_0000558	
DIV EX 442	2009-03 FAS114 Checklist Papke Revisions	NONE	
DIV EX 443	FRB Write-Up – First West Cutler	FRBATL000068 - FRBATL000069	
DIV EX 444	FRB Write-Up – Glove Factory	FRBATL000072 - FRBATL000073	
DIV EX 445	FRB Write-Up – Kicklighter	FRBATL000032	
DIV EX 446	FRB Write-Up – McCar	FRBATL000034	
DIV EX 447	REMOVED		
DIV EX 448	REMOVED		
DIV EX 449	FRB Write-Up – Resorts Construction	FRBATL000078 - FRBATL000079	
DIV EX 450	FRB Write-Up – River Glen	FRBATL000030 - FRBATL000030	
DIV EX 451	FRB Write-Up – Seahaven	NONE	
DIV EX 452	FRB Write-Up – Waters Edge	FRBATL000035	
DIV EX 453	FRB Write-Up – WilVal	FRBATL000033	

DIV EX NO.	DESCRIPTION	BATES RANGE	F/K/A
DIV EX 454	Neely Stock Option Schedule	Regions_012913FEDSubpoena_0000528 - Regions_012913FEDSubpoena_0000544	
DIV EX 455	Regions Report re: Professional Fees Related to Loan Loss Accrual and Goodwill Issues (LTC through May 2014)	NONE	
DIV EX 456	2008 Schedule RC-N Instructions – Past Due and Non-Accrual Loans, Leases, and Other Assets	NONE	
DIV EX 457	Designers Choice Cabinetry Loan Binder	Regions_041212SECSubpoena_0002266 - Regions_041212SECSubpoena_0002782	
DIV EX 458	REMOVED		
DIV EX 459	First West Cutler Gardens, LLC Loan Binder	Regions_041212SECSubpoena_0001088 - Regions_041212SECSubpoena_0001375	
DIV EX 460	Glove Factory Holdings, LLC Loan Binder	Regions_041212SECSubpoena_0003596 - Regions_041212SECSubpoena_0003973	
DIV EX 461	REMOVED		
DIV EX 462	Kicklighter Custom Homes, Inc. Loan Binder	Regions_041212SECSubpoena_0003974 - Regions_041212SECSubpoena_0004332	
DIV EX 463	McCar Development Corp. Loan Binder	Regions_041212SECSubpoena_0004333 - Regions_041212SECSubpoena_0004728	
DIV EX 464	REMOVED		
DIV EX 465	REMOVED		
DIV EX 466	Resorts Construction, LLC Loan Binder	Regions_041212SECSubpoena_0000452 - Regions_041212SECSubpoena_0001087	
DIV EX 467	Richland Investments, LLC Loan Binder	Regions_041212SECSubpoena_0002783 - Regions_041212SECSubpoena_0003082	
DIV EX 468	Richland Investments, LLC Loan Binder Appx A	Regions_041212SECSubpoena_0003083 - Regions_041212SECSubpoena_0003595	
DIV EX 469	River Glen, LLC Loan Binder	Regions_041212SECSubpoena_0001995 - Regions_041212SECSubpoena_0002265	
DIV EX 470	Seahaven Finance, LLC Loan Binder	Regions_041212SECSubpoena_0005446 - Regions_041212SECSubpoena_0005774	
DIV EX 471	Waters Edge One, LLC Loan Binder	Regions_041212SECSubpoena_0005775 - Regions_041212SECSubpoena_0006252	
DIV EX 472	Wilval, LLC Loan Binder	Regions_041212SECSubpoena_0001376 - Regions_041212SECSubpoena_0001722	
DIV EX 473	2009 October Interview Summaries	REG00146296 - REG00146304	FED 200
DIV EX 474	Neely 2008 and 2009 Ethics Policy Acknowledgements	Regions_061314SECRequest_000079 - Regions_061314SECRequest_000081	RFC-48
DIV EX 475	2009-04-09 E-mail from Henson to Neely re: Glove Factory with LOI Attached	REG00359712 - REG00359723	
DIV EX 476	2009-03-12 E-mail string from Loberger to Papke, et al. re: Kicklighter Homes	REG00058887 - REG00058888	
DIV EX 477	Expert Report of Dale Kitchens and Appendices (TO BE PROVIDED)	NONE	
DIV EX 478	Business Records Certification Relating to Regions Documents (TO BE PROVIDED)	NONE	
DIV EX 479	Summary Exhibit - AQF History of Loans Pulled from NPL	NONE	
DIV EX 480	Summary Exhibit - In-Play and NPL Status of Pulled Loans in Relation to Discovery of NPL Forecasting Error	NONE	
DIV EX 481	Summary Exhibit - NPL Forecast vs. Target	NONE	

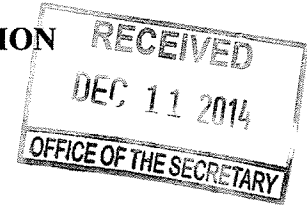
DIV EX NO.	DESCRIPTION	BATES RANGE	F/K/A
DIV EX 482	2009-08-06 E-mail string between Harrell, Papke, et al. attaching Credit Review Write Up of River Glen Accrual Status as of 03/31/09	REG00035734 - REG00035738	
DIV EX 483	May 2009 Regulatory Exam Summary Memo re: River Glen, LLC	REG00035580 - REG00035581	

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UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION

ADMINISTRATIVE PROCEEDING
File No. 3-15945



In the Matter of

THOMAS A. NEELY, JR.,

Respondent.

DIVISION OF ENFORCEMENT'S WITNESS LIST

Pursuant to Rule of Practice 222, the Division of Enforcement ("Division") hereby submits the following list of witnesses:

Witness Name and Address	Occupation	Summary of Expected Testimony
Tom Aderhold c/o John A. Anthony, Esq. John A. Anthony & Partners, LLC 201 North Franklin Street, Suite 2800 Tampa, Florida 33602	Regions Special Assets Division ("SAD") Regional Manager, North West Florida Region	Facts surrounding certain of the loans pulled from non-accrual in March 2009 and their appropriate accrual status as of March 31, 2009; Regions' loan risk rating process; organization and operation of SAD and the interplay with the credit division; Neely's control over SAD; the use of goals and targets for non-performing loans (NPLs); saves and fixes for NPLs; and Regions' response to targeted examination by the Federal Reserve Board.
John Baldwin c/o Alfred F. Smith, Esq. Bainbridge Mims Rogers & Smith, LLP 600 Luckie Drive, Suite 415 Birmingham, Alabama 35223	Regions EVP/ SAD	Preparation of FAS 114s; facts surrounding certain of the loans pulled from non-accrual in March 2009 and their appropriate accrual status as of March 31, 2009; organization and operation of the SAD; Neely's control over SAD; and the use of goals and targets for non-

		performing loans (NPLs)
Carey Barrentine c/o Alfred F. Smith, Esq. Bainbridge Mims Rogers & Smith, LLP 600 Luckie Drive, Suite 415 Birmingham, Alabama 35223	Regions' Portfolio Risk Analytics Director	Risk Analytics Department involvement in SAD's processes; SAD's forecasting and risk rating change processes; NPL forecasting error in mid-March 2009; Neely's control over SAD; Regions' response to targeted examination by the Federal Reserve Board; the removal of the pulled loans from the non- accrual processing report.
Patrick Carrigan c/o Alfred F. Smith, Esq. Bainbridge Mims Rogers & Smith, LLP 600 Luckie Drive, Suite 415 Birmingham, Alabama 35223	SAD Relationship Manager/SVP, Florida South Central Region	Facts surrounding certain of the loans pulled from non-accrual in March 2009 and their appropriate accrual status as of March 31, 2009; Regions' loan risk rating process; organization and operation of the SAD and the interplay with the credit division; Neely's control over SAD; the use of goals and targets for non- performing loans (NPLs); saves and fixes for NPLs; and Regions' response to targeted examination by the Federal Reserve Board.
Donald Bius c/o Alfred F. Smith, Esq. Bainbridge Mims Rogers & Smith, LLP 600 Luckie Drive, Suite 415 Birmingham, Alabama 35223	SAD Relationship Manager, East Region	Facts surrounding certain of the loans pulled from non-accrual in March 2009 and their appropriate accrual status as of March 31, 2009; Regions' loan risk rating process; organization and operation of the SAD and the interplay with the credit division; Neely's control over SAD; the use of goals and targets for non- performing loans (NPLs); saves and fixes for NPLs; and Regions' response to targeted examination by the Federal Reserve Board.
W. Russell Carothers, III c/o Michael J. Crane, Esq. Ernst & Young LLP	Partner, Ernst & Young LLP	Facts surrounding Ernst & Young's role with respect to Regions' materiality assessment of the impact

<p>5 Times Square New York, New York 10036</p>		<p>of the "Pulled Loans" on the banks' financial statement for the period ended March 31, 2009</p>
<p>Jeffery Cash c/o Alfred F. Smith, Esq. Bainbridge Mims Rogers & Smith, LLP 600 Luckie Drive, Suite 415 Birmingham, Alabama 35223</p>	<p>Executive Vice President- Florida Real Estate</p>	<p>Facts surrounding certain of the loans pulled from non-accrual in March 2009 and their appropriate accrual status as of March 31, 2009; Regions' loan risk rating process; organization and operation of the SAD; Neely's control over SAD; the use of goals and targets for non-performing loans (NPLs); saves and fixes for NPLs; the sale or attempted sale of certain loans in 2008 and 2009; and Regions' response to targeted examination by the Federal Reserve Board.</p>
<p>Darlene Chandler c/o Alfred F. Smith, Esq. Bainbridge Mims Rogers & Smith, LLP 600 Luckie Drive, Suite 415 Birmingham, Alabama 35223</p>	<p>Regions SAD Regional Manager, Central Region</p>	<p>Facts surrounding certain of the loans pulled from non-accrual in March 2009 and their appropriate accrual status as of March 31, 2009; Regions' loan risk rating process; organization and operation of the SAD and the interplay with the credit division; Neely's control over SAD; the use of goals and targets for non-performing loans (NPLs); saves and fixes for NPLs; and Regions' response to targeted examination by the Federal Reserve Board.</p>
<p>Scott Corrigan c/o Alfred F. Smith, Esq. Bainbridge Mims Rogers & Smith, LLP 600 Luckie Drive, Suite 415 Birmingham, Alabama 35223</p>	<p>Regions SAD Regional Manager South Central Florida Region</p>	<p>Facts surrounding certain of the loans pulled from non-accrual in March 2009 and their appropriate accrual status as of March 31, 2009; Regions' loan risk rating process; organization and operation of the SAD and the interplay with the credit division; Neely's control over SAD; the use of goals and targets for non-performing loans (NPLs); saves and fixes for NPLs; and Regions'</p>

		response to targeted examination by the Federal Reserve Board.
Adam Dixon c/o Alfred F. Smith, Esq. Bainbridge Mims Rogers & Smith, LLP 600 Luckie Drive, Suite 415 Birmingham, Alabama 35223	Regions Credit Review	Regions' loan risk rating process, Credit Review's review of the appropriate risk rating for certain loans that were pulled from nonaccrual in March 2009; the relationship between Credit Review and SAD and Regions' credit department.
Valerie Farmer c/o Alfred F. Smith, Esq. Bainbridge Mims Rogers & Smith, LLP 600 Luckie Drive, Suite 415 Birmingham, Alabama 35223	Regions Credit Risk Reporting	Risk Analytics Department involvement in SAD's processes; SAD's forecasting and risk rating change processes; NPL forecasting error in mid-March 2009; Neely's control over SAD; Regions' response to targeted examination by the Federal Reserve Board; the removal of the pulled loans from the non-accrual processing report.
Scarlett Ferino c/o Alfred F. Smith, Esq. Bainbridge Mims Rogers & Smith, LLP 600 Luckie Drive, Suite 415 Birmingham, Alabama 35223	Regions Credit Risk Reporting	Risk Analytics Department involvement in SAD's processes; SAD's forecasting and risk rating change processes; NPL forecasting error in mid-March 2009; Neely's control over SAD; Regions' response to targeted examination by the Federal Reserve Board; the removal of the pulled loans from the non-accrual processing report.
Andrea Florio c/o Alfred F. Smith, Esq. Bainbridge Mims Rogers & Smith, LLP 600 Luckie Drive, Suite 415 Birmingham, Alabama 35223	VP, Regions Credit Risk Reporting	Risk Analytics Department involvement in SAD's processes; SAD's forecasting and risk rating change processes; NPL forecasting error in mid-March 2009; Neely's control over SAD; Regions' response to targeted examination by the

		Federal Reserve Board; the removal of the pulled loans from the non-accrual processing report.
Roger Fox c/o Alfred F. Smith, Esq. Bainbridge Mims Rogers & Smith, LLP 600 Luckie Drive, Suite 415 Birmingham, Alabama 35223	Regions Group Senior Credit Officer	Facts surrounding certain of the loans pulled from non-accrual in March 2009 and their appropriate accrual status as of March 31, 2009; Regions' loan risk rating process; organization and operation of the SAD and the interplay with the credit division; Neely's control over SAD; the use of goals and targets for non-performing loans (NPLs); saves and fixes for NPLs; and Regions' response to targeted examination by the Federal Reserve Board.
Grant R. Haines c/o Michael J. Crane, Esq. Ernst & Young LLP 5 Times Square New York, New York 10036	Office Managing Partner, Ernst & Young, LLP – Birmingham	Facts surrounding Ernst & Young's role with respect to Regions' materiality assessment of the impact of the "Pulled Loans" on the banks' financial statement for the period ended March 31, 2009
Kent Harrell c/o Alfred F. Smith, Esq. Bainbridge Mims Rogers & Smith, LLP 600 Luckie Drive, Suite 415 Birmingham, Alabama 35223	Regions SAD Relationship Manager, Northwest Florida Regions	Facts surrounding certain of the loans pulled from non-accrual in March 2009 and their appropriate accrual status as of March 31, 2009; Regions' loan risk rating process; organization and operation of the SAD and the interplay with the credit division; Neely's control over SAD; the use of goals and targets for non-performing loans (NPLs); saves and fixes for NPLs; and Regions' response to targeted examination by the Federal Reserve Board.
Jordy Henson c/o Charles A. Dauphin, Esq. Dauphin Paris, LLC 300 Vestavia Parkway, Suite 3400		The negotiations for the sale of the Glove Factory loan, discussion with Neely and/or Blonder regarding Glove Factory.

Vestavia Hills, Alabama 35216		
Mark E. Jarema c/o Alfred F. Smith, Esq. Bainbridge Mims Rogers & Smith, LLP 600 Luckie Drive, Suite 415 Birmingham, Alabama 35223	Regions Credit Review Manager	Regions' loan risk rating process, Credit Review's review of the appropriate risk rating for certain loans that were pulled from nonaccrual in March 2009; the relationship between Credit Review and SAD and Regions' credit department; and Neely's control over SAD.
Lynn R. Johnson c/o Alfred F. Smith, Esq. Bainbridge Mims Rogers & Smith, LLP 600 Luckie Drive, Suite 415 Birmingham, Alabama 35223	Regions Credit Review	Regions' loan risk rating process, Credit Review's review of the appropriate risk rating for certain loans that were pulled from nonaccrual in March 2009; the relationship between Credit Review and SAD and Regions' credit department; Neely's control over SAD
Dale Kitchens Berkely Research Group, LLC c/o Division of Enforcement	Expert Witness Berkeley Research Group, LLC	Applicable principles for determine accrual status, facts surrounding certain of the "Pulled Loans" and their appropriate accrual status as of March 31, 2009, impact of "Pulled loans" on Regions financial statements for the quarter ended March 31, 2009.
Robert Korte c/o Alfred F. Smith, Esq. Bainbridge Mims Rogers & Smith, LLP 600 Luckie Drive, Suite 415 Birmingham, Alabama 35223	Regions SAD Regional Manager	Facts surrounding certain of the loans pulled from non-accrual in March 2009 and their appropriate accrual status as of March 31, 2009; Regions' loan risk rating process; organization and operation of the SAD and the interplay with the credit division; Neely's control over SAD; the use of goals and targets for non-performing loans (NPLs); saves and fixes for NPLs; and Regions' response to targeted examination by the Federal Reserve Board.

<p>Jeffrey Kuehr c/o William N. Clark, Esq. Redden Mills Clark & Shaw, LLP 505 Twentieth Street North, Suite 940 Birmingham, Alabama 35203</p>	<p>Head of SAD</p>	<p>Facts surrounding certain of the loans pulled from non-accrual in March 2009 and their appropriate accrual status as of March 31, 2009; Regions' loan risk rating process; organization and operation of the SAD and the interplay with the credit division; Neely's control over SAD; the use of goals and targets for non-performing loans (NPLs); saves and fixes for NPLs; and Regions' response to targeted examination by the Federal Reserve Board.</p>
<p>Trudy Mayoros c/o Alfred F. Smith, Esq. Bainbridge Mims Rogers & Smith, LLP 600 Luckie Drive, Suite 415 Birmingham, Alabama 35223</p>		<p>Facts surrounding certain of the loans pulled from non-accrual in March 2009; SAD's forecasting and risk rating change processes; NPL forecasting error in mid-March 2009; Neely's control over SAD</p>
<p>Timothy McCarthy c/o Alfred F. Smith, Esq. Bainbridge Mims Rogers & Smith, LLP 600 Luckie Drive, Suite 415 Birmingham, Alabama 35223</p>		<p>Facts surrounding certain of the loans pulled from non-accrual in March 2009 and their appropriate accrual status as of March 31, 2009; Regions' loan risk rating process; organization and operation of the SAD and the interplay with the credit division; Neely's control over SAD; the use of goals and targets for non-performing loans (NPLs); saves and fixes for NPLs; and Regions' response to targeted examination by the Federal Reserve Board.</p>
<p>Scott McLay c/o Alfred F. Smith, Esq. Bainbridge Mims Rogers & Smith, LLP 600 Luckie Drive, Suite 415 Birmingham, Alabama 35223</p>	<p>Vice President- Regions Atlanta Real Estate Division</p>	<p>Facts surrounding the McCar Development loan and its appropriate accrual status as of March 31, 2009; communications with Regions SAD and Credit departments regard McCar</p>
<p>Thomas A. Neely, Jr. c/o Augusta S. Dowd, Esq.</p>	<p>Regions Business Service Credit</p>	<p>Facts surrounding certain of the loans pulled from non-accrual in March</p>

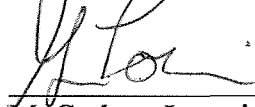
<p>White Arnold & Dowd, PC 2025 Third Avenue North, Suite 500 Birmingham, Alabama 35203</p>	<p>Executive</p>	<p>2009 and their appropriate accrual status as of March 31, 2009; Regions' loan risk rating process; organization and operation of the SAD and the interplay with the credit division; Neely's control over SAD; the use of goals and targets for non-performing loans (NPLs); saves and fixes for NPLs; and Regions' response to targeted examination by the Federal Reserve Board</p>
<p>David Papke c/o Alfred F. Smith, Esq. Bainbridge Mims Rogers & Smith, LLP 600 Luckie Drive, Suite 415 Birmingham, Alabama 35223</p>	<p>Regions Group Senior Credit Officer for Florida Region</p>	<p>Facts surrounding certain of the loans pulled from non-accrual in March 2009 and their appropriate accrual status as of March 31, 2009; Regions' loan risk rating process; organization and operation of the SAD and the interplay with the credit division; Neely's control over SAD; the use of goals and targets for non-performing loans (NPLs); saves and fixes for NPLs; and Regions' response to targeted examination by the Federal Reserve Board.</p>
<p>Walter C. Shields</p>	<p>Regions Credit Review</p>	<p>Regions' loan risk rating process, Credit Review's review of the appropriate risk rating for certain loans that were pulled from nonaccrual in March 2009; the relationship between Credit Review and SAD and Regions' credit department; and Neely's control over SAD.</p>
<p>William Teegarden 430 Winfield Glen Court Atlanta, Georgia 30342</p>	<p>SAD Regional Manager- East Region</p>	<p>Facts surrounding certain of the loans pulled from non-accrual in March 2009 and their appropriate accrual status as of March 31, 2009; Regions' loan risk rating process; organization and operation of the SAD and the interplay with the credit division; Neely's control over SAD; the use of goals and targets for non-</p>

		performing loans (NPLs); saves and fixes for NPLs; and Regions' response to targeted examination by the Federal Reserve Board.
William C. Wells c/o Victor L. Hayslip, Esq. Burr & Forman, LLP 420 North 20th Street, Suite 3400 Birmingham, Alabama 35203	Chief Risk Officer, Regions Financial Corporation	Facts surrounding certain of the loans pulled from non-accrual in March 2009 and their appropriate accrual status as of March 31, 2009; Regions' loan risk rating process; organization and operation of the SAD and the interplay with the credit division; Neely's control over SAD; the use of goals and targets for non-performing loans (NPLs); saves and fixes for NPLs; and Regions' response to targeted examination by the Federal Reserve Board.
Michael Willoughby c/o Jackson R. Sharman, III, Esq. Lightfoot Franklin & White, LLC 400 Twentieth Street North Birmingham, Alabama 35203	Chief Credit Officer	Facts surrounding certain of the loans pulled from non-accrual in March 2009 and their appropriate accrual status as of March 31, 2009; Regions' loan risk rating process; organization and operation of the SAD and the interplay with the credit division; Neely's control over SAD; the use of goals and targets for non-performing loans (NPLs); saves and fixes for NPLs; and Regions' response to targeted examination by the Federal Reserve Board.
Stephen Wood c/o Alfred F. Smith, Esq. Bainbridge Mims Rogers & Smith, LLP 600 Luckie Drive, Suite 415 Birmingham, Alabama 35223	SAD Group Manager – Florida Region	Facts surrounding certain of the "Pulled Loans" and their appropriate accrual status as of March 31, 2009; organization and operation of the Special Assets Division and interplay with credit division
Records Custodian Regions Financial Corporation c/o Maibeth J. Porter, Esq. Maynard Cooper & Gale PC	Records Custodian	Authentication of Regions' business records on the Division of Enforcement's Exhibit List

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Respectfully submitted,



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