

PROOF OF SERVICE

RECEIVED BY SERVER	DATE 11/25/2014	PLACE 2025 3 rd Ave. No., Suite 500 Birmingham, AL 35203
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SERVED	DATE 11/25/2014	PLACE 1901 6 th Ave No 31200 B/HAM/AL
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SERVED ON (PRINT NAME) SHARON YARBROUGH	FEES AND MILEAGE TENDERED TO WITNESS <input type="checkbox"/> Yes <input type="checkbox"/> No AMOUNT \$ _____
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SERVED BY (PRINT NAME) MIKE CURRY	TITLE PROCESS SERVER
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DECLARATION OF SERVER

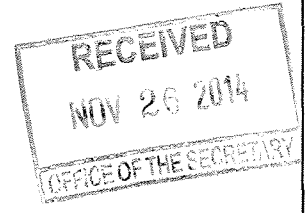
I declare under penalty of perjury under the laws of the United States of America that the foregoing information contained in the Proof of Service is true and correct.

Executed on 11/25/14 (date)
Mike Curry
Signature of Server

Process Server
White Arnold & Dowd P.C.
ATTORNEYS AT LAW
2025 Third Avenue North
Suite 500
Birmingham, AL 35203
205.323.1888

ADDITIONAL INFORMATION:

Subpoena issued to: ERNST & YOUNG LLP
1901 6th Ave. No.
1200 Regions Harbert Plaza
Birmingham, AL 35203



**RE: In The Matter of Thomas A. Neely, Jr.
Administrative Proceeding No. 3-15945**

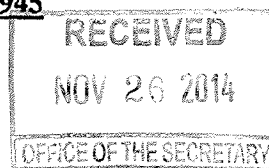


SUBPOENA

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

**In the Matter of Thomas A. Neely, Jr.,
Administrative Proceeding No. 3-15945**

To: Ernst & Young LLP
Regions/Harbert Plaza
Suite 1200
1901 Sixth Avenue North
Birmingham, AL 35203



YOU MUST PRODUCE the documents or other tangible evidence specified in the Attachment to this subpoena to officers of the U.S. Securities and Exchange Commission, at the following place, date and time:

Fifteen (15) days following service of the Subpoena
at 9:00 a.m. at the offices of:

White Arnold & Dowd P.C.
2025 Third Avenue North, Suite 500
Birmingham, AL 35203

YOU MUST ATTEND AND TESTIFY before an Administrative Law Judge of the U.S. Securities and Exchange Commission, at a hearing in this matter, at the following place, date and time (and from day to day, as may be required, until completion of the hearing):

N/A

FEDERAL LAW REQUIRES YOU TO COMPLY WITH THIS SUBPOENA.

Failure to comply may subject you to a fine and/or imprisonment.

Signed, sealed and issued pursuant to Rule 232 of the Commission's Rules of Practice by:

Carol Fox Toelak on *Nov. 25*, 2014
ADMINISTRATIVE LAW JUDGE

This subpoena was issued at the request of counsel for Rebecca G. DePalma, White Arnold & Dowd P.C., 2025 Third Avenue North, Suite 500, Birmingham, Alabama 35203, rdepalma@whitearnolddowd.com; Phone: 205-323-1888, Fax 205-323-8907.

NOTICE TO WITNESS: If you claim a witness fee or mileage, submit this subpoena with the claim voucher.

**ATTACHMENT TO SUBPOENA
TO REGIONS FINANCIAL CORPORATION**

DEFINITIONS AND INSTRUCTIONS

For purposes of this Subpoena, the following words shall have, and be construed with reference to, the following meanings and definitions:

1. "Communication" means any correspondence, contact, discussion, or written or oral exchange between any two or more Persons, as that term is defined herein. Without limiting the foregoing, the term "Communication" includes all letters, memoranda, telephone conversations, face-to-face conversations, meetings, visits, conferences, facsimiles and e-mails, and electronic data transmissions that were intra-office, inter-office, or otherwise transmitted. Reference to Communications with business entities shall be deemed to include all officers, directors, owners, employees, agents, attorneys or other representatives of such entities.

2. "Document" and "documents" shall mean all documents and electronically-stored information subject to discovery under the applicable rules, and shall include, without limitation, every original and non-identical copy of each and every drawing, graph, chart, photograph, recording, data stored in electronic form, and other data compilation from which information can be obtained, or translated, if necessary, by the parties through detection devices into reasonably usable form, as well as written material of all kinds as set out in 12 C.F.R. § 263.24(a). These terms further include, without limitation, every original and non-identical copy of each and every paper, writing (including blind copies), letter, telegram, teletype, telex, telecopy, facsimile transmission, e-mail messages, e-mail attachments, digitally transmitted images, and computer scanned images and/or text, and data downloaded or otherwise obtained from the Internet, metadata or any other type of electronically-transmitted material, calendars, appointment books,

bank statements, balance sheets, electronic data transmission, picture, negative, slide, movie, film, visual or audio transcription or record, memorandum, sketch, charter, report, note (including, but not limited to, notes used to prepare any letter, memorandum, report, or other document as herein defined), contract, agreement, change order, form, accountant's and other worksheets, check, check ledger, memorandum or tape recording of telephone conversation, sound recording, sound recording transcription, engineering or other study, cross section, plan, expert analysis, computer printout, diary, journal, ledger, work memorandum, report of investigation and/or inspection, file memorandum, brochure, advertising circular, advisories, book, microfilm, tape, videotape, magnetic storage medium, exhibit, attachment, draft, certificate, table, poster, testimony, transcript of testimony, affidavit, projection, pro forma, forecast, summary, printed or readable material, and any other means of storage and/or transmission of human intelligence.

3. "Identify" means:

- a. When used with respect to an individual, to state his or her full name (as well as any pseudonyms, aliases, nicknames, prior names, his or her present or last known addresses, (including without limitation, municipal addresses, post office box addresses, universal resource locators (URLs), instant messaging (IM) accounts, and e-mail addresses), and all telephone numbers (including, without limitation, mobile telephone numbers, business telephone numbers, home telephone numbers, facsimile numbers, and pager numbers), his or her Social Security number, his or her present or last known position and business affiliation, and his or her position and business affiliation referenced in the Subpoena;
- b. When used with respect to a corporation, partnership, business trust, limited liability company, or other business entity or commercial enterprise, to state its full

name (as well as any trade names, stock symbols, "d/b/a" names, or other names) and its last known principal business address and registered office address (including without limitation, municipal addresses, post office box addresses, universal resource locators (URLs), instant messaging (IM) accounts, and e-mail addresses), and all telephone numbers (including, without limitation, mobile telephone numbers, business telephone numbers, home telephone numbers, facsimile numbers, and pager numbers), and telephone numbers and to identify its principal officers and registered agent for service of process;

- c. When used with respect to a Document, to state the date of the Document's preparation, the author, the specific type of Document (e.g., letter, memorandum, e-mail, telex, diary, tape recording, etc.), and the Document's present or last known location, and to identify its last known custodian;
- d. When used with respect to any type of Communication, to state the dates thereof, to identify all Persons who participated in such Communications, and the substance of said Communications, and whether the Communications were oral; additionally, to state the place and the approximate time that the Communications took place and to identify all Persons in whose presence the Communications occurred and all Documents Related To the Communication.

4. "Relate to," "related to," or "relating to" means regarding, concerning, involving, in connection with, reflecting, referring to, mentioning, evidencing, constituting, describing, discussing, and/or appertaining to.

5. The term "including" means "including, but not limited to."

6. The unqualified term "Person" is defined as an individual, an individual corporation, limited liability company, partnership, business trust, unincorporated association or business or governmental entity.

7. "This Matter" shall be understood to mean *In the Matter of Thomas A. Neely, Jr., Administrative Proceeding No. 3-15945*, before United States of America Security and Exchange Commission.

8. "You," "Your," "Ernst & Young LLP," "Ernst & Young" and/or "E&Y" shall be understood to mean Ernst & Young LLP located in Birmingham, Alabama and/or and/or Your attorneys, agents, affiliates, or other representatives.

9. "Neely" shall be understood to mean Thomas A. Neely, Jr.

Additionally, for purposes of these Requests:

10. This Subpoena is considered to be continuing in character. Answers should be modified or supplemented as You obtain further or different information prior to the hearing of This Matter.

11. Separate answers should be given to all documents and information enumerated in this Subpoena -- they should not be joined together and accorded a common answer.

12. Where exact information cannot be furnished, estimated information is to be supplied. Where estimated information is used, the response should indicate this fact and an explanation should be given as to the basis of how the estimation was made and the reason exact information was not furnished.

13. If any subpoenaed Documents are not produced on the basis that said Documents are not in Your possession, custody, and/or control, said Documents should be Identified, and the

Person in whose possession, custody, and/or control You believe said Documents can be found should likewise be Identified.

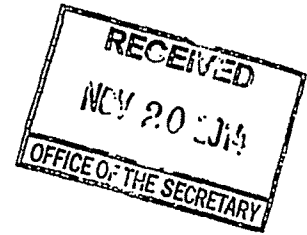
14. If any Document, Communication, or other information of any type whatsoever is withheld on the basis that such information is privileged or confidential, please Identify, with specificity, the Document, Communication or other information as well as the basis for asserting said privilege or confidentiality.

15. Documents and recorded data are preferably received in multi-page PDFs or TIFFs that are OCRed, with load files and data files. In addition, natives and should be produced.

DOCUMENTS AND INFORMATION

1. Any and all documents, communications, or other information related to an investigation conducted by Sullivan & Cromwell LLP concerning Regions Bank and/or its officers and employees during the period between January 1, 2007 through the present.

White Arnold & Dowd P.C.
2025 3rd Avenue North, Suite 500
Birmingham, Alabama 35203
(205) 323-1888 Telephone Number
(205) 323-8907 Facsimile Number



Facsimile Transmission Cover Sheet

Date: November 20, 2014

To: SEC

Facsimile Number: 202-772-9324

From: Rebecca DePalma

Total pages including this page: 12

Original document to be sent via U.S. Mail: Yes

Re: Neely - 3-15945

CONFIDENTIALITY NOTICE

The documents accompanying this cover sheet contain information from the law firm of White Arnold & Dowd P.C. The information is confidential and is intended only for the use of the individual or entity to which it is addressed. The information may be subject to the attorney/client privilege. If you have received this communication in error, please notify us immediately by telephone and return the original message to us at the above address via U.S. Mail. We will reimburse your reasonable costs. Thank you.