

AmSouth Bancorporation
Post Office Box 11007
Birmingham, Alabama 35288
(205) 320-7151

0206

AMSOUTH

August 7, 2002

Facsimile 202-942-9651

Via Facsimile and Overnight Delivery

Mr. Jonathan G. Katz
Secretary
Securities and Exchange Commission
450 Fifth Street, N.W.
Washington, DC, 20549

Re: AmSouth Bancorporation

Dear Mr. Katz:

Pursuant to the Order of the Securities and Exchange Commission requiring the filing of sworn statements pursuant to Section 21(a) of the Securities Exchange Act of 1934 (File No. 4-460), enclosed please find the sworn statements of each of the Principal Executive Officer and the Principal Financial Officer of AmSouth Bancorporation.

Please acknowledge receipt of this letter and the enclosed statements by stamping the enclosed extra copies and returning them in the self-addressed stamped envelope provided.

If you have any questions, please contact me at (205) 326-5183.

Very truly yours,

Carl L. Gorday
Carl L. Gorday
Assistant General Counsel

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Statement Under Oath of Principal Financial Officer Regarding Facts and Circumstances Relating to Exchange Act Filings

I, Sloan D. Gibson, state and attest that:

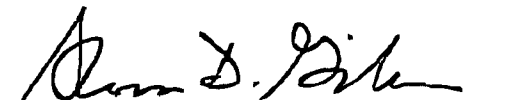
1) To the best of my knowledge, based upon a review of the covered reports of AmSouth Bancorporation, and, except as corrected or supplemented in a subsequent covered report:

- no covered report contained an untrue statement of a material fact as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed); and
- no covered report omitted to state a material fact necessary to make the statements in the covered report, in light of the circumstances under which they were made, not misleading as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed).

2) I have reviewed the contents of this statement with the Company's Audit Committee.

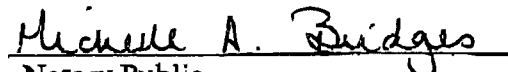
3) In this statement under oath, each of the following, if filed on or before the date of this statement, is a "covered report":

- Annual Report on Form 10-K for the fiscal year ended December 31, 2001 of AmSouth Bancorporation;
- all reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of AmSouth Bancorporation filed with the Commission subsequent to the filing of the Form 10-K identified above; and
- any amendments to any of the foregoing.


Sloan D. Gibson

August 7, 2002

Subscribed and sworn to before me
this 7th day of August, 2002.


Michelle A. Bridges
Notary Public

My Commission Expires:

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MY COMMISSION EXPIRES
AUGUST 4, 2005