MATTHEWS WILLIAM E V

Form 4

January 05, 2007

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or

obligations

may continue.

See Instruction

Form 5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

P.O. BOX 10686

1. Title of

Security

(Instr. 3)

1. Name and Address of Reporting Person *

MATTHEWS WILLIAM E V

2. Issuer Name and Ticker or Trading Symbol

ALABAMA NATIONAL

3. Date of Earliest Transaction

BANCORPORATION [ALAB]

(Last) (First) (Middle)

01/03/2007

(Street)

4. If Amendment, Date Original

Filed(Month/Day/Year)

(Month/Day/Year)

(Check all applicable)

Director 10% Owner _X__ Officer (give title Other (specify below) below)

5. Relationship of Reporting Person(s) to

OMB APPROVAL

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

Estimated average

burden hours per

Executive Vice President & CFO

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

Issuer

BIRMINGHAM, AL 35202-0686

(City) (State) (Zip)

(Month/Day/Year)

2. Transaction Date 2A. Deemed

3. 4. Securities Execution Date, if

Code (Month/Day/Year) (Instr. 8)

TransactionAcquired (A) or Disposed of (D) (Instr. 3, 4 and 5)

5. Amount of Securities Beneficially Owned Following

Reported

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial Ownership (I) (Instr. 4) (Instr. 4)

(A) Transaction(s) (Instr. 3 and 4) Code V Amount (D) Price

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of SEC 1474 information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of 3. Transaction Date 3A. Deemed 4. 5. Number of 6. Date Exercisable and 7. Title and Amount of 8. P Derivative Conversion (Month/Day/Year) Execution Date, if TransactionDerivative **Expiration Date Underlying Securities** Der Security or Exercise any Code Securities (Month/Day/Year) (Instr. 3 and 4) Seci

(9-02)

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(Instr. 3) Price of (Month/Day/Year) (Instr. 8) Acquired (A) (Ins Derivative or Disposed of Security (D) (Instr. 3, 4, and 5) Code V (A) (D) Date Expiration Title Amount Exercisable Date or Number of Shares Phantom Common

Reporting Owners

<u>(1)</u>

Reporting Owner Name / Address Relationships

01/03/2007

Director 10% Owner Officer Other

V 121.06

(2)

Stock

121.06

MATTHEWS WILLIAM E V Executive
P.O. BOX 10686 Vice President
BIRMINGHAM, AL 35202-0686 & CFO

Signatures

Stock

Units

William E.
Matthews V
01/05/2007

**Signature of Reporting Date
Person

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) The units convert to common stock on a 1-for-1 basis.
- (2) The phantom stock units were accrued under the Alabama National BanCorporation Plan for the Deferral of Compensation By Key Employees and are to be settled in common stock at the end of the deferral period.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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