

MCCRARY CHARLES D  
 Form 4  
 May 12, 2011

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549**

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**MCCRARY CHARLES D**

2. Issuer Name and Ticker or Trading Symbol  
**SOUTHERN CO [SO]**

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
**30 IVAN ALLEN JR BLVD, NW**

3. Date of Earliest Transaction (Month/Day/Year)  
**05/11/2011**

\_\_\_ Director \_\_\_ 10% Owner  
 Officer (give title below) \_\_\_ Other (specify below)  
**President & CEO, APC**

(Street)  
**ATLANTA, GA 30308**

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 \_\_\_ Form filed by More than One Reporting Person

(City) (State) (Zip)

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

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
|                                 |                                      |  | Code                           | V   | Amount  | (A) or (D)   | Price   |
| Southern Company Common Stock   | 05/11/2011                           |  | M                              |   | 159,975   | A  | \$ 31.39  |
| Southern Company Common Stock   | 05/11/2011                           |  | S                              |   | 159,975   | D  | \$ 39.8788  |
| Southern Company Common Stock   | 05/11/2011                           |  | M                              |   | 77,648  | A  | \$ 31.17  |
|                                 |                                      |  |                                |   |   |  | 161,221.2657  |
|                                 |                                      |  |                                |   |   |  | 1,246.2657  |
|                                 |                                      |  |                                |   |   |  | 78,894.2657   |

|  |            |   |        |   |               |            |   |              |
|--|------------|---|--------|---|---------------|------------|---|--------------|
| Southern<br>Company<br>Common<br>Stock | 05/11/2011 | S | 77,648 | D | \$<br>39.8788 | 1,246.2657 | D |              |
| Southern<br>Company<br>Common<br>Stock |            |   |        |   |               | 4,687.423  | I | By<br>401(K) |

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

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(9-02)

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

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3)    | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative<br>Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4, and<br>5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) |
|--|--|---|---|--------------------------------------|---|--|---|
|  |  |   |   | Code                                 | V (A) (D)   | Date<br>Exercisable Expiration<br>Date                         | Title Amount<br>Number<br>Shares                                    |
| Option<br>Right to<br>Buy <sup>(1)</sup><br><u>(2)</u> | \$ 31.39   | 05/11/2011                              |   | M                                    | 159,975   | 02/16/2010 02/16/2019  | Southern<br>Company<br>Common<br>Stock 159,97                       |
| Option<br>Right To<br>Buy <sup>(1)</sup><br><u>(2)</u> | \$ 31.17   | 05/11/2011                              |   | M                                    | 77,648  | 02/15/2011 02/15/2020  | Southern<br>Company<br>Common<br>Stock 77,648                       |

## Reporting Owners

| Reporting Owner Name / Address                                      | Relationships                    |
|---|----------------------------------|
|   | Director 10% Owner Officer Other |
| MCCRARY CHARLES D<br>30 IVAN ALLEN JR BLVD, NW<br>ATLANTA, GA 30308 | President & CEO, APC             |

## Signatures

/s/ Patricia L. Roberts, Attorney-in-Fact for Charles D.  
McCrary

05/12/2011

\_\_Signature of Reporting Person

Date

## 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) Options vest 33% per year on the anniversary of the grant date.

(2) Includes the right to have shares withheld upon exercise to satisfy tax withholding obligations.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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