SHANNON W P Form 4	ATRICK									
March 03, 2006										
FORM 4									PPROVAL	
	UNITED	STATES		RITIES A shington			COMMISSIO	N OMB Number:	3235-0287	
Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940						Estimated burden hoi response	Estimated average burden hours per response 0.5			
1(b).										
(Print or Type Respo	nses)									
1. Name and Address of Reporting Person <u>*</u> SHANNON W PATRICK			2. Issuer Name and Ticker or Trading Symbol BELLSOUTH CORP [BLS]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last)	(First) (I	Middle)	le) 3. Date of Earliest Transaction				(Che	eck all applicabl	e)	
1155 PEACHTREE STREET, NE, SUITE 1703			(Month/Day/Year) 03/01/2006			Director 10% Owner X Officer (give title Other (specify below) below) Chief Financial Officer				
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)			 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 				
ATLANTA, GA	30309						Person	More than One R	eporting	
(City) ((State)	(Zip)	Tab	le I - Non-l	Derivative	Securities A	cquired, Disposed	of, or Beneficia	lly Owned	
	ansaction Date hth/Day/Year)	Execution any	Date, if	Code (Instr. 8)		(A) or of (D)	Securities Beneficially	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Reminder: Report on	n a separate line	for each cla	ass of sec	urities bene	ficially owr	ed directly	or indirectly.			
					Person inform require	ns who restation cont ed to resp ys a curre	spond to the colle ained in this form ond unless the fo ntly valid OMB co	n are not rm	SEC 1474 (9-02)	

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr.	8)	Acquired or Dispose (D) (Instr. 3, 4 and 5)	ed of				
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units	<u>(1)</u>	03/01/2006		А		25,400		03/01/2009	03/01/2009	Common Stock	25,400

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
SHANNON W PATRICK 1155 PEACHTREE STREET, NE, SUITE 1703			Chief Financial			
ATLANTA, GA 30309 Signatures			Officer			

Signatures

Marcy A. Bass, Attorney in Fact	03/03/2006
**Signature of Reporting Person	Date

**Signature of Reporting 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).
- Restricted Stock Units convert to common stock on a one-for-one basis. (1)

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. ">By:

/s/ Michael J. Lyftogt

Michael J. Lyftogt

Vice President, Finance,

Chief Accounting Officer and

Interim Chief Financial Officer

Date: January 5, 2010

3

EXHIBIT INDEX

Exhibit Number

Description

14.1

Code of Conduct of Christopher & Banks Corporation.

4