

MCCRARY CHARLES D
 Form 4
 May 04, 2010

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

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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

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

ATLANTA, GA 30308

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
 05/03/2010

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 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

| 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
| | | | Code | V | Amount | (A) or (D) | Price |
| Southern Company Common Stock | 05/03/2010 | | M | | 71,424 | A | \$ 29.5 |
| | | | | | 72,609.567 | D | |
| Southern Company Common Stock | 05/03/2010 | | S | | 300 | D | \$ 34.7 |
| | | | | | 72,309.567 | D | |
| Southern Company Common Stock | 05/03/2010 | | S | | 3,424 | D | \$ 34.71 |
| | | | | | 68,885.567 | D | |

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| | | | | | | | |
|--|------------|---|--------|---|--------------|------------|---|
| Southern Company Common Stock | 05/03/2010 | S | 5,900 | D | \$ 34.72 | 62,985.567 | D |
| Southern Company Common Stock | 05/03/2010 | S | 7,100 | D | \$ 34.72 | 55,885.567 | D |
| Southern Company Common Stock | 05/03/2010 | S | 100 | D | \$ 34.745 | 55,785.567 | D |
| Southern Company Common Stock | 05/03/2010 | S | 16,900 | D | \$ 34.74 | 38,885.567 | D |
| Southern Company Common Stock | 05/03/2010 | S | 10,400 | D | \$ 34.75 | 28,485.567 | D |
| Southern Company Common Stock | 05/03/2010 | S | 1,200 | D | \$ 34.76 | 27,285.567 | D |
| Southern Company Common Stock | 05/03/2010 | S | 2,300 | D | \$ 34.77 | 24,985.567 | D |
| Southern Company Common Stock | 05/03/2010 | S | 4,800 | D | \$ 34.78 | 20,185.567 | D |
| Southern Company Common Stock | 05/03/2010 | S | 6,200 | D | \$ 34.79 | 13,985.567 | D |
| Southern Company Common Stock | 05/03/2010 | S | 4,500 | D | \$ 34.8 | 9,485.567 | D |
| Southern Company Common Stock | 05/03/2010 | S | 3,200 | D | \$ 34.81 | 6,285.567 | D |
| | 05/03/2010 | S | 3,100 | D | \$ 34.82 | 3,185.567 | D |

Southern
Company
Common
Stock

Southern
Company
Common
Stock

05/03/2010

S 2,000 D \$ 34.83 1,185.567 D

Southern
Company
Common
Stock

4,459.1226 I By
401(K)

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

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

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 Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | Amount or Number of Shares | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|--|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | |
| Option Right to Buy ⁽¹⁾ | \$ 29.5 | 05/03/2010 | 05/03/2010 | M | 71,424 | 02/13/2005 02/13/2014 | Southern Company Common Stock | 71,424 | |

Reporting Owners

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

Signatures

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

05/04/2010

__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. 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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