

**REPORT OF RECEIPTS AND DISBURSEMENTS FOR ELECTION CAMPAIGN**

For Other Than An Authorized Committee (Summary Page)

RECEIVED  
FEDERAL ELECTION  
COMMISSION MAIL ROOM

UN  
TYPE OR PRINT

1. NAME OF COMMITTEE (in full)  
 Union Planters Corp Committee on Gov't Affairs

ADDRESS (number and street)  Check if different than previously reported  
 7130 Goodlett Farms Parkway

CITY, STATE and ZIP CODE  
 Cordova, TN 38018

2. FEC IDENTIFICATION NUMBER **0 25 111 98**  
**00004024**

3.  This committee has qualified as a multicandidate committee. (see FEC FORM 1M)

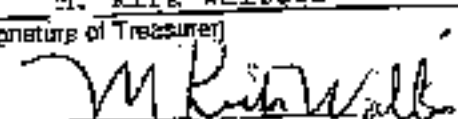
4. TYPE OF REPORT

- (a)  April 15 Quarterly Report
- July 15 Quarterly Report
- October 15 Quarterly Report
- January 31 Year End Report
- July 31 Mid Year Report (Non-election Year Only)
- Termination Report
- Monthly Report Due On:
- |                                      |                                       |                                      |
|--------------------------------------|---------------------------------------|--------------------------------------|
| <input type="checkbox"/> February 20 | <input type="checkbox"/> June 20      | <input type="checkbox"/> October 20  |
| <input type="checkbox"/> March 20    | <input type="checkbox"/> July 20      | <input type="checkbox"/> November 20 |
| <input type="checkbox"/> April 20    | <input type="checkbox"/> August 20    | <input type="checkbox"/> December 20 |
| <input type="checkbox"/> May 20      | <input type="checkbox"/> September 20 | <input type="checkbox"/> January 31  |
- 12-Day Pre-Election Report for the \_\_\_\_\_ (Type of Election)  
 election on \_\_\_\_\_ in the State of \_\_\_\_\_
- 30-Day Post-Election Report following the General Election  
 on \_\_\_\_\_ in the State of \_\_\_\_\_
- (b) Is this Report an Amendment?  YES  NO

SUMMARY	COLUMN A This Period	COLUMN B Calendar Year-to-Date
5. Covering Period <u>07/01/98</u> through <u>09/30/98</u>		\$ 79,289.24
6. (a) Cash on Hand January 1, 19 <u>98</u>		
(b) Cash on Hand at Beginning of Reporting Period	\$ 90,314.06	
(c) Total Receipts (from Line 18)	\$ 16,970.97	\$ 57,145.79
(d) Subtotal (add Lines 6(b) and 6(c) for Column A and Lines 6(a) and 6(c) for Column B)	\$ 109,285.03	\$ 136,435.03
7. Total Disbursements (from Line 30)	\$ 15,850.00	\$ 43,000.00
8. Cash on Hand at Close of Reporting Period (subtract Line 7 from Line 6(d))	\$ 93,435.03	\$ 93,435.03
9. Debts and Obligations Owed TO the Committee (Itemize all on Schedule C and/or Schedule D)	\$	For further information contact: Federal Election Commission 666 E Street, NW Washington, DC 20463 Toll Free 800-424-9530 Local 202-694-1100
10. Debts and Obligations Owed BY the Committee (Itemize all on Schedule C and/or Schedule D)	\$	

I certify that I have examined this Report and to the best of my knowledge and belief it is true, correct and complete.

Type or Print Name of Treasurer:  
**M. Kirk Walters**

Signature of Treasurer:  


Date:  
 12-14-98

NOTE: Submission of false, erroneous, or incomplete information may subject the person signing this Report to the penalties of 2 U.S.C. 5437g.

**FEC FORM 3X**  
 (revised 9/93)

F COMMITTEE on Planters Corp Committee on Gov't Affairs		REPORT COVERING PERIOD	
		FROM 7-01-98	TO: 09-30-98
		COLUMN A Total This Period	COLUMN B Calendar Year
<b>I. Receipts</b>			
11. Contributions (other than loans) From:			
a. Individual/Persons Other Than Political Committees		\$7,590.72	\$17,566.46
i. Itemized (use Schedule A)		11,240.25	33,746.37
ii. Unitemized		18,830.97	51,322.83
iii. Total (add i and ii) >			
b. Political Party Committees			
c. Other Political Committees (such as PACs)			
d. Total Contributions (add a ii, b and c) >		18,830.97	51,322.83
12. Transfers From Affiliated/Other Party Committees			
13. All Loans Received			
14. Loan Repayments Received			
15. Offsets To Operating Expenditures (Refunds, Rebates, etc.)		140.00	140.00
16. Refunds of Contributions Made to Federal Candidates and Other Political Committees			
17. Other Federal Receipts (Dividends, Interest, etc.)			
18. Transfers from Nonfederal Account for Joint Activity			
19. Total Receipts (add 11d, 12, 13, 14, 15, 16, 17, and 18) >		18,970.97	57,145.79
20. Total Federal Receipts (subtract line 16 from line 19) >		18,970.97	57,145.79
<b>II. Disbursements</b>			
21. Operating Expenditures:			
a. Shared Federal/Non-Federal Activity (from Schedule H4)			
i. Federal Share			
ii. Non-Federal Share			
b. Other Federal Operating Expenditures			
c. Total Operating Expenditures (add a i, a ii, and b) >			
22. Transfers to Affiliated/Other Party Committees		1,100.00	6,600.00
23. Contributions to Federal Candidates/Committees and Other Political Committees			
24. Independent Expenditures (use Schedule E)			
25. Coordinated Expenditures Made by Party Committees (2 U.S.C. 441a(d)) (use Schedule F)			
26. Loan Repayments Made			
27. Loans Made			
28. Refunds of Contributions To:			
a. Individual/Persons Other Than Political Committees			
b. Political Party Committees			
c. Other Political Committees (such as PACs)			
d. Total Contribution Refunds (add a, b and c) >		14,750.00	36,400.00
29. Other Disbursements		15,850.00	43,000.00
30. Total Disbursements (add 21c, 22, 23, 24, 25, 26, 27, 28d, and 29) >		15,850.00	43,000.00
31. Total Federal Disbursements (subtract line 21 e ii from line 30) >			
<b>III. Net Contributions/Operating Expenditures</b>			
32. Total Contributions (other than loans) (from line 11d)		18,830.97	51,322.83
33. Total Contribution Refunds (from line 28d)			
34. Net Contributions (other than loans) (subtract line 33 from 32)		18,830.97	51,322.83
35. Total Federal Operating Expenditures (add 21 e i and 21 b) >			
36. Offsets to Operating Expenditures (from line 15)			
37. Net Operating Expenditures (subtract line 36 from 35) >			

SCHEDULE A

ITEMIZED RECEIPTS

Any information copied from such Reports and Statements may not be sold or used by any person for the purpose of soliciting contributions or for campaign purposes, other than using the name and address of any political committee to solicit contributions from such committee.

NAME OF COMMITTEE (In Full)  
 Union Planters Corp Committee on Govnt Affairs

Full Name, Mailing Address and Zip Code Herbert Alexander UNION PLANTERS BANK 7130 GOODLETT FARMS PARKWAY MEMPHIS, TN -	Name of Employer UNION PLANTERS BANK  Occupation REGIONAL PRESIDENT	Date (month, day, year)  Payroll Deduction: (\$3.64/pay period)	Amount of Each Receipt this Period \$160.92
Receipt For: <input type="checkbox"/> Primary <input checked="" type="checkbox"/> General <input type="checkbox"/> Other (specify)	Aggregate Year-to-Date -> \$455.94		
Full Name, Mailing Address and Zip Code William Andrews UNION PLANTERS BANK 7130 GOODLETT FARMS PARKWAY MEMPHIS, TN -	Name of Employer UNION PLANTERS BANK  Occupation DIRECTOR-CORP MARKETING	Date (month, day, year)  Payroll Deduction: (40.00/pay period)	Amount of Each Receipt this Period \$120.00
Receipt For: <input type="checkbox"/> Primary <input checked="" type="checkbox"/> General <input type="checkbox"/> Other (specify)	Aggregate Year-to-Date -> \$360.00		
Full Name, Mailing Address and Zip Code Robert Booth Jr UNION PLANTERS BANK 7130 GOODLETT FARMS PARKWAY MEMPHIS, TN -	Name of Employer UNION PLANTERS BANK  Occupation EXECUTIVE VICE PRESIDENT	Date (month, day, year)  Payroll Deduction: (100.00/pay period)	Amount of Each Receipt this Period \$300.00
Receipt For: <input type="checkbox"/> Primary <input checked="" type="checkbox"/> General <input type="checkbox"/> Other (specify)	Aggregate Year-to-Date -> \$900.00		
Full Name, Mailing Address and Zip Code H Bruser UNION PLANTERS BANK 7130 GOODLETT FARMS PARKWAY MEMPHIS, TN -	Name of Employer UNION PLANTERS BANK  Occupation EXECUTIVE VICE PRESIDENT	Date (month, day, year)  Payroll Deduction: (20.00/pay period)	Amount of Each Receipt this Period \$60.00
Receipt For: <input type="checkbox"/> Primary <input checked="" type="checkbox"/> General <input type="checkbox"/> Other (specify)	Aggregate Year-to-Date -> \$380.00		
Full Name, Mailing Address and Zip Code ELLEN R. COLE UNION PLANTERS BANK 7130 GOODLETT FARMS PARKWAY MEMPHIS, TN 38018-	Name of Employer UNION PLANTERS BANK  Occupation PRESIDENT	Date (month, day, year) 07/29/98	Amount of Each Receipt this Period \$400.00
Receipt For: <input type="checkbox"/> Primary <input checked="" type="checkbox"/> General <input type="checkbox"/> Other (specify)	Aggregate Year-to-Date -> \$400.00		
Full Name, Mailing Address and Zip Code Brad Champlin UNION PLANTERS BANK 7130 GOODLETT FARMS PARKWAY MEMPHIS, TN -	Name of Employer UNION PLANTERS BANK  Occupation EXECUTIVE VICE PRESIDENT	Date (month, day, year)  Payroll Deduction: (200.00/pay period)	Amount of Each Receipt this Period \$600.00
Receipt For: <input type="checkbox"/> Primary <input checked="" type="checkbox"/> General <input type="checkbox"/> Other (specify)	Aggregate Year-to-Date -> \$1700.00		
Full Name, Mailing Address and Zip Code William Collins UNION PLANTERS BANK 7130 GOODLETT FARMS PARKWAY MEMPHIS, TN -	Name of Employer UNION PLANTERS BANK  Occupation VICE CHAIRMAN & COO	Date (month, day, year)  Payroll Deduction: (60.00/pay period)	Amount of Each Receipt this Period \$180.00
Receipt For: <input type="checkbox"/> Primary <input checked="" type="checkbox"/> General <input type="checkbox"/> Other (specify)	Aggregate Year-to-Date -> \$540.00		

SUBTOTAL of Receipts This Page (optional) \$1820.92

TOTAL This Period (last page this line number only)

SCHEDULE A

ITEMIZED RECEIPTS

Use separate schedule(s) for each category of the Detailed Summary Page

Any information copied from such Reports and Statements may not be sold or used by any person for the purpose of soliciting contributions or for commercial purposes, other than using the name and address of any political committee to solicit contributions from such committee.

NAME OF COMMITTEE (In Full)  
Union Planters Corp Committee on Govnt Affairs

Full Name, Mailing Address and Zip Code	Name of Employer	Date (month, day, year)	Amount of Each Receipt this Period
Charles Cook Jr UNION PLANTERS BANK 7130 GOODLETT FARMS PARKWAY MEMPHIS, TN	UNION PLANTERS BANK		\$240.00
Receipt For: <input type="checkbox"/> Primary <input checked="" type="checkbox"/> General <input type="checkbox"/> Other (specify)	Occupation PRESIDENT & C.O.O.	Payroll Deduction: (80.00/pay period)	
	Aggregate Year-to-Date ->	\$680.00	
Darrell Darling UNION PLANTERS BANK 7130 GOODLETT FARMS PARKWAY MEMPHIS, TN	UNION PLANTERS BANK		\$150.00
Receipt For: <input type="checkbox"/> Primary <input checked="" type="checkbox"/> General <input type="checkbox"/> Other (specify)	Occupation PRESIDENT	Payroll Deduction: (50.00/pay period)	
	Aggregate Year-to-Date ->	\$450.00	
Paul Dawson Jr UNION PLANTERS BANK 7130 GOODLETT FARMS PARKWAY MEMPHIS, TN	UNION PLANTERS BANK		\$50.80
Receipt For: <input type="checkbox"/> Primary <input checked="" type="checkbox"/> General <input type="checkbox"/> Other (specify)	Occupation PRESIDENT/CEO	Payroll Deduction: (25.40/pay period)	
	Aggregate Year-to-Date ->	\$203.20	
Paul Dawson Jr UNION PLANTERS BANK 7130 GOODLETT FARMS PARKWAY MEMPHIS, TN	UNION PLANTERS BANK		\$25.40
Receipt For: <input type="checkbox"/> Primary <input checked="" type="checkbox"/> General <input type="checkbox"/> Other (specify)	Occupation PRESIDENT/CEO	Payroll Deduction: (12.70/pay period)	
	Aggregate Year-to-Date ->	\$228.60	
Lloyd Devaux UNION PLANTERS BANK 7130 GOODLETT FARMS PARKWAY MEMPHIS, TN	UNION PLANTERS BANK		\$210.00
Receipt For: <input type="checkbox"/> Primary <input checked="" type="checkbox"/> General <input type="checkbox"/> Other (specify)	Occupation EXECUTIVE VICE PRESIDENT	Payroll Deduction: (70.00/pay period)	
	Aggregate Year-to-Date ->	\$630.00	
Tom Flednik UNION PLANTERS BANK 7130 GOODLETT FARMS PARKWAY MEMPHIS, TN	UNION PLANTERS BANK		\$120.00
Receipt For: <input type="checkbox"/> Primary <input checked="" type="checkbox"/> General <input type="checkbox"/> Other (specify)	Occupation PRESIDENT/CEO	Payroll Deduction: (40.00/pay period)	
	Aggregate Year-to-Date ->	\$360.00	
John Freeman UNION PLANTERS BANK 7130 GOODLETT FARMS PARKWAY MEMPHIS, TN	UNION PLANTERS BANK		\$126.00
Receipt For: <input type="checkbox"/> Primary <input checked="" type="checkbox"/> General <input type="checkbox"/> Other (specify)	Occupation PRESIDENT/CEO	Payroll Deduction: (42.00/pay period)	
	Aggregate Year-to-Date ->	\$378.00	

SUBTOTAL of Receipts This Page (optional)

\$922.20

TOTAL This Period (last page this line number only)

SCHEDULE A

ITEMIZED RECEIPTS

Any information copied from such Reports and Statements may not be sold or used by any person for the purpose of soliciting contributions or for commercial purposes, other than using the name and address of any political committee to solicit contributions from such committee.

NAME OF COMMITTEE (In Full)  
 Union Planters Corp Committee on Govnt Affairs

Full Name, Mailing Address and Zip Code	Name of Employer	Date (month, day, year)	Amount of Each Receipt this Period
Michael Gillis UNION PLANTERS BANK 7130 GOODLETT FARMS PARKWAY MEMPHIS, TN - Receipt For: <input type="checkbox"/> Primary <input checked="" type="checkbox"/> General <input type="checkbox"/> Other (specify)	UNION PLANTERS BANK Occupation: REGIONAL PRESIDENT	Payroll Deduction: (24.00/pay period) Aggregate Year-to-Date -> \$216.00	\$72.00
Joe Gooch UNION PLANTERS BANK 7130 GOODLETT FARMS PARKWAY MEMPHIS, TN - Receipt For: <input type="checkbox"/> Primary <input checked="" type="checkbox"/> General <input type="checkbox"/> Other (specify)	UNION PLANTERS BANK Occupation: EXECUTIVE VICE PRESIDENT	Payroll Deduction: (30.00/pay period) Aggregate Year-to-Date -> \$270.00	\$90.00
Sydney Guest UNION PLANTERS BANK 7130 GOODLETT FARMS PARKWAY MEMPHIS, TN - Receipt For: <input type="checkbox"/> Primary <input checked="" type="checkbox"/> General <input type="checkbox"/> Other (specify)	UNION PLANTERS BANK Occupation: PRESIDENT	Payroll Deduction: (40.00/pay period) Aggregate Year-to-Date -> \$320.00	\$120.00
James Gurley UNION PLANTERS BANK 7130 GOODLETT FARMS PARKWAY MEMPHIS, TN - Receipt For: <input type="checkbox"/> Primary <input checked="" type="checkbox"/> General <input type="checkbox"/> Other (specify)	UNION PLANTERS BANK Occupation: EXECUTIVE VICE PRESIDENT	Payroll Deduction: (56.32/pay period) Aggregate Year-to-Date -> \$506.88	\$168.96
Bruce Hammond UNION PLANTERS BANK 7130 GOODLETT FARMS PARKWAY MEMPHIS, TN - Receipt For: <input type="checkbox"/> Primary <input checked="" type="checkbox"/> General <input type="checkbox"/> Other (specify)	UNION PLANTERS BANK Occupation: DIV MGR/RETAIL BANK	Payroll Deduction: (50.00/pay period) Aggregate Year-to-Date -> \$450.00	\$150.00
Thomas Hargrove UNION PLANTERS BANK 7130 GOODLETT FARMS PARKWAY MEMPHIS, TN - Receipt For: <input type="checkbox"/> Primary <input checked="" type="checkbox"/> General <input type="checkbox"/> Other (specify)	UNION PLANTERS BANK Occupation: MGR BRANCH SALES	Payroll Deduction: (30.00/pay period) Aggregate Year-to-Date -> \$270.00	\$90.00
Jasper Howard UNION PLANTERS BANK 7130 GOODLETT FARMS PARKWAY MEMPHIS, TN - Receipt For: <input type="checkbox"/> Primary <input checked="" type="checkbox"/> General <input type="checkbox"/> Other (specify)	UNION PLANTERS BANK Occupation: VICE PRESIDENT	Payroll Deduction: (40.00/pay period) Aggregate Year-to-Date -> \$360.00	\$120.00

SUBTOTAL of Receipts This Page (optional)	\$810.96
TOTAL This Period (last page this line number only)	

SCHEDULE A

ITEMIZED RECEIPTS

Any information copied from such reports and statements may not be sold or used by any person for the purpose of soliciting contributions or for commercial purposes, other than using the name and address of any political committee to solicit contributions from such committee.

NAME OF COMMITTEE (In Full)  
 Union Planters Corp Committee on Govnt Affairs

Full Name, Mailing Address and Zip Code	Name of Employer	Date (month, day, year)	Amount of Each Receipt this Period
David Johnson UNION PLANTERS BANK 7130 GOODLETT FARMS PARKWAY MEMPHIS, TN	UNION PLANTERS BANK Occupation PRESIDENT		\$90.00 Payroll Deduction: (30.00/pay period)
Receipt For: <input type="checkbox"/> Primary <input checked="" type="checkbox"/> General <input type="checkbox"/> Other (specify)	Aggregate Year-to-Date ->	\$270.00	
C Little Jr UNION PLANTERS BANK 7130 GOODLETT FARMS PARKWAY MEMPHIS, TN	UNION PLANTERS BANK Occupation MANAGER/OPERATIONS		\$96.00 Payroll Deduction: (32.00/pay period)
Receipt For: <input type="checkbox"/> Primary <input checked="" type="checkbox"/> General <input type="checkbox"/> Other (specify)	Aggregate Year-to-Date ->	\$288.00	
Jo Mock UNION PLANTERS BANK 7130 GOODLETT FARMS PARKWAY MEMPHIS, TN	UNION PLANTERS BANK Occupation SENIOR VICE PRESIDENT		\$90.00 Payroll Deduction: (30.00/pay period)
Receipt For: <input type="checkbox"/> Primary <input checked="" type="checkbox"/> General <input type="checkbox"/> Other (specify)	Aggregate Year-to-Date ->	\$225.00	
Jackson Moore UNION PLANTERS BANK 7130 GOODLETT FARMS PARKWAY MEMPHIS, TN	UNION PLANTERS BANK Occupation PRESIDENT		\$304.98 Payroll Deduction: (101.66/pay period)
Receipt For: <input type="checkbox"/> Primary <input checked="" type="checkbox"/> General <input type="checkbox"/> Other (specify)	Aggregate Year-to-Date ->	\$914.94	
John Oakes UNION PLANTERS BANK 7130 GOODLETT FARMS PARKWAY MEMPHIS, TN	UNION PLANTERS BANK Occupation SENIOR VICE PRESIDENT		\$150.00 Payroll Deduction: (50.00/pay period)
Receipt For: <input type="checkbox"/> Primary <input checked="" type="checkbox"/> General <input type="checkbox"/> Other (specify)	Aggregate Year-to-Date ->	\$450.00	
WILLIAM POWELL UNION PLANTERS BANK 7130 GOODLETT FARMS PARKWAY MEMPHIS, TN 38018-	UNION PLANTERS BANK Occupation CHAIRMAN & CEO	08/06/98	\$825.00
Receipt For: <input type="checkbox"/> Primary <input checked="" type="checkbox"/> General <input type="checkbox"/> Other (specify)	Aggregate Year-to-Date ->	\$825.00	
William Pace UNION PLANTERS BANK 7130 GOODLETT FARMS PARKWAY MEMPHIS, TN	OF NE ARKANSAS Occupation MGR BRANCH SALES		\$75.00 Payroll Deduction: (25.00/pay period)
Receipt For: <input type="checkbox"/> Primary <input checked="" type="checkbox"/> General <input type="checkbox"/> Other (specify)	Aggregate Year-to-Date ->	\$225.00	

SUBTOTAL of Receipts This Page (optional)	\$1630.98
TOTAL This Period (last page this line number only)	

SCHEDULE A

ITEMIZED RECEIPTS

Use separate schedule(s) for each category of the Detailed Summary Page

Any information copied from such reports and statements may not be sold or used by any person for the purpose of soliciting contributions or for commercial purposes, other than using the name and address of any political committee to solicit contributions from such committee.

NAME OF COMMITTEE (In Full)  
Union Planters Corp Committee on Govnt Affairs

Full Name, Mailing Address and Zip Code	Name of Employer	Date (month, day, year)	Amount of Each Receipt this Period
John Parker UNION PLANTERS BANK 7130 GOODLETT FARMS PARKWAY MEMPHIS, TN	UNION PLANTERS CORPORATION Occupation EXECUTIVE VICE PRESIDENT	Payroll Deduction: (25.00/pay period) Aggregate Year-to-Date -> \$225.00	\$75.00
Receipt For: <input type="checkbox"/> Primary <input checked="" type="checkbox"/> General <input type="checkbox"/> Other (specify)			
Kenneth Plunk UNION PLANTERS BANK 7130 GOODLETT FARMS PARKWAY MEMPHIS, TN	UNION PLANTERS BANK Occupation CHAIRMAN	Payroll Deduction: (100.00/pay period) Aggregate Year-to-Date -> \$800.00	\$300.00
Receipt For: <input type="checkbox"/> Primary <input checked="" type="checkbox"/> General <input type="checkbox"/> Other (specify)			
VIRGINIA L. ROE UNION PLANTERS BANK 7130 GOODLETT FARMS PARKWAY MEMPHIS, TN 38018-	UNION PLANTERS BANK Occupation COMPTROLLER	Date (month, day, year) 07/29/98 Aggregate Year-to-Date -> \$350.00	\$350.00
Receipt For: <input type="checkbox"/> Primary <input checked="" type="checkbox"/> General <input type="checkbox"/> Other (specify)			
Johnny Raines UNION PLANTERS BANK 7130 GOODLETT FARMS PARKWAY MEMPHIS, TN	SIMPSON COUNTY BANK Occupation PRESIDENT/CEO	Payroll Deduction: (25.00/pay period) Aggregate Year-to-Date -> \$225.00	\$75.00
Receipt For: <input type="checkbox"/> Primary <input checked="" type="checkbox"/> General <input type="checkbox"/> Other (specify)			
Benjamin Rawlins Jr UNION PLANTERS BANK 7130 GOODLETT FARMS PARKWAY MEMPHIS, TN	UNION PLANTERS BANK Occupation CHAIRMAN-CORPORATION	Payroll Deduction: (170.82/pay period) Aggregate Year-to-Date -> \$1537.38	\$512.46
Receipt For: <input type="checkbox"/> Primary <input checked="" type="checkbox"/> General <input type="checkbox"/> Other (specify)			
Charles Robinette UNION PLANTERS BANK 7130 GOODLETT FARMS PARKWAY MEMPHIS, TN	UNION PLANTERS BANK EAST TN Occupation PRESIDENT	Payroll Deduction: (38.50/pay period) Aggregate Year-to-Date -> \$346.50	\$115.50
Receipt For: <input type="checkbox"/> Primary <input checked="" type="checkbox"/> General <input type="checkbox"/> Other (specify)			
Michael Russell UNION PLANTERS BANK 7130 GOODLETT FARMS PARKWAY MEMPHIS, TN	UNION PLANTERS CORPORATION Occupation SENIOR VICE PRESIDENT	Payroll Deduction: (40.00/pay period) Aggregate Year-to-Date -> \$360.00	\$120.00
Receipt For: <input type="checkbox"/> Primary <input checked="" type="checkbox"/> General <input type="checkbox"/> Other (specify)			

SUBTOTAL of Receipts This Page (optional)

\$1547.96

TOTAL This Period (last page this line number only)

SCHEDULE A

ITEMIZED RECEIPTS

Use separate schedule(s) for each category of the Detailed Summary Page

PAGE 6 OF 7  
FOR LINE NUMBER 11(a)(i)

Any information copied from such reports and statements may not be sold or used by any person for the purpose of soliciting contributions or for commercial purposes, other than using the name and address of any political committee to solicit contributions from such committee.

NAME OF COMMITTEE (In Full)  
Union Planters Corp Committee on Govnt Affairs

Full Name, Mailing Address and Zip Code Albert Satterwhite UNION PLANTERS BANK 7130 GOODLETT FARMS PARKWAY MEMPHIS, TN -	Name of Employer UPE SO. MS  Occupation PRESIDENT	Date (month, day, year)	Amount of Each Receipt this Period \$90.00  Payroll Deduction: (30.00/pay period)
Receipt For: <input type="checkbox"/> Primary <input checked="" type="checkbox"/> General <input type="checkbox"/> Other (specify)	Aggregate Year-to-Date -> \$270.00		
Full Name, Mailing Address and Zip Code David Shelman UNION PLANTERS BANK 7130 GOODLETT FARMS PARKWAY MEMPHIS, TN -	Name of Employer UPB SO. MS  Occupation EXECUTIVE VICE PRESIDENT	Date (month, day, year)	Amount of Each Receipt this Period \$96.00  Payroll Deduction: (32.00/pay period)
Receipt For: <input type="checkbox"/> Primary <input checked="" type="checkbox"/> General <input type="checkbox"/> Other (specify)	Aggregate Year-to-Date -> \$288.00		
Full Name, Mailing Address and Zip Code Ronald Sleigh UNION PLANTERS BANK 7130 GOODLETT FARMS PARKWAY MEMPHIS, TN -	Name of Employer UP N CENTRAL TN  Occupation PRESIDENT/CEO	Date (month, day, year)	Amount of Each Receipt this Period \$85.50  Payroll Deduction: (28.50/pay period)
Receipt For: <input type="checkbox"/> Primary <input checked="" type="checkbox"/> General <input type="checkbox"/> Other (specify)	Aggregate Year-to-Date -> \$256.50		
Full Name, Mailing Address and Zip Code Martha Smith UNION PLANTERS BANK 7130 GOODLETT FARMS PARKWAY MEMPHIS, TN -	Name of Employer UNION PLANTERS BANK  Occupation	Date (month, day, year)	Amount of Each Receipt this Period \$75.00  Payroll Deduction: (25.00/pay period)
Receipt For: <input type="checkbox"/> Primary <input checked="" type="checkbox"/> General <input type="checkbox"/> Other (specify)	Aggregate Year-to-Date -> \$225.00		
Full Name, Mailing Address and Zip Code William Smith UNION PLANTERS BANK 7130 GOODLETT FARMS PARKWAY MEMPHIS, TN -	Name of Employer UNION PLANTERS BANK  Occupation	Date (month, day, year)	Amount of Each Receipt this Period \$120.00  Payroll Deduction: (40.00/pay period)
Receipt For: <input type="checkbox"/> Primary <input checked="" type="checkbox"/> General <input type="checkbox"/> Other (specify)	Aggregate Year-to-Date -> \$360.00		
Full Name, Mailing Address and Zip Code Charles Turner UNION PLANTERS BANK 7130 GOODLETT FARMS PARKWAY MEMPHIS, TN -	Name of Employer UNION PLANTERS BANK  Occupation SENIOR VICE PRESIDENT	Date (month, day, year)	Amount of Each Receipt this Period \$93.72  Payroll Deduction: (31.24/pay period)
Receipt For: <input type="checkbox"/> Primary <input checked="" type="checkbox"/> General <input type="checkbox"/> Other (specify)	Aggregate Year-to-Date -> \$281.16		
Full Name, Mailing Address and Zip Code Milt Walters UNION PLANTERS CORPORATION 7130 GOODLETT FARMS PARKWAY MEMPHIS, TN -	Name of Employer UNION PLANTERS CORPORATION  Occupation SENIOR VICE PRESIDENT	Date (month, day, year)	Amount of Each Receipt this Period \$147.48  Payroll Deduction: (49.16/pay period)
Receipt For: <input type="checkbox"/> Primary <input checked="" type="checkbox"/> General <input type="checkbox"/> Other (specify)	Aggregate Year-to-Date -> \$442.44		

SUBTOTAL of Receipts This Page (optional) \$707.70

TOTAL This Period (last page this line number only)



SCHEDULE A

ITEMIZED RECEIPTS

Any information copied from such Reports and Statements may not be sold or used by any person for the purpose of soliciting contributions or for commercial purposes, other than using the name and address of any political committee to solicit contributions from such committee.

NAME OF COMMITTEE (In Full)  
 Union Planters Corp Committee on Govnt Affairs

Full Name, Mailing Address and Zip Code Larry Watson UNION PLANTERS BANK 7130 GOODLETT FARMS PARKWAY MEMPHIS, TN Receipt For: <input type="checkbox"/> Primary <input checked="" type="checkbox"/> General <input type="checkbox"/> Other (specify)	Name of Employer UBB NW TN Occupation PRESIDENT/CEO	Date (month, day, year) Payroll Deduction: (50.00/pay period) Aggregate Year-to-Date -> \$450.00	Amount of Each Receipt this Period \$150.00
Full Name, Mailing Address and Zip Code Receipt For: <input type="checkbox"/> Primary <input type="checkbox"/> General <input type="checkbox"/> Other (specify)	Name of Employer Occupation	Date (month, day, year) //	Amount of Each Receipt this Period
Full Name, Mailing Address and Zip Code Receipt For: <input type="checkbox"/> Primary <input type="checkbox"/> General <input type="checkbox"/> Other (specify)	Name of Employer Occupation	Date (month, day, year) //	Amount of Each Receipt this Period
Full Name, Mailing Address and Zip Code Receipt For: <input type="checkbox"/> Primary <input type="checkbox"/> General <input type="checkbox"/> Other (specify)	Name of Employer Occupation	Date (month, day, year) //	Amount of Each Receipt this Period
Full Name, Mailing Address and Zip Code Receipt For: <input type="checkbox"/> Primary <input type="checkbox"/> General <input type="checkbox"/> Other (specify)	Name of Employer Occupation	Date (month, day, year) //	Amount of Each Receipt this Period
Full Name, Mailing Address and Zip Code Receipt For: <input type="checkbox"/> Primary <input type="checkbox"/> General <input type="checkbox"/> Other (specify)	Name of Employer Occupation	Date (month, day, year) //	Amount of Each Receipt this Period
Full Name, Mailing Address and Zip Code Receipt For: <input type="checkbox"/> Primary <input type="checkbox"/> General <input type="checkbox"/> Other (specify)	Name of Employer Occupation	Date (month, day, year) //	Amount of Each Receipt this Period
Full Name, Mailing Address and Zip Code Receipt For: <input type="checkbox"/> Primary <input type="checkbox"/> General <input type="checkbox"/> Other (specify)	Name of Employer Occupation	Date (month, day, year) //	Amount of Each Receipt this Period

SUBTOTAL of Receipts This Page (optional)	\$150.00
TOTAL This Period (last page this line number only)	\$7590.72

SCHEDULE A

ITEMIZED RECEIPTS

Any information copied from such Reports and Statements may not be sold or used by any person for the purpose of soliciting contributions or for commercial purposes, other than using the name and address of any political committee to solicit contributions from such committee.

NAME OF COMMITTEE (In Full)  
 Union Planters Corp Committee on Govnt Affairs

Full Name, Mailing Address and Zip Code	Name of Employer	Date (month, day, year)	Amount of Each Receipt this Period
COMMITTEE TO RETURN JUDGE BOB BENHAM TO COUNTY PROBATE COURT 850 RIDGE LAKE BLVD Memphis, TN 38120-		08/24/98	\$140.00
Receipt For: <input type="checkbox"/> Primary <input checked="" type="checkbox"/> General <input type="checkbox"/> other (specify)	Occupation		
	Aggregate Year-to-Date ->		\$140.00
Full Name, Mailing Address and Zip Code	Name of Employer	Date (month, day, year)	Amount of Each Receipt this Period
		/ /	
Receipt For: <input type="checkbox"/> Primary <input type="checkbox"/> General <input type="checkbox"/> other (specify)	Occupation		
	Aggregate Year-to-Date ->		
Full Name, Mailing Address and Zip Code	Name of Employer	Date (month, day, year)	Amount of Each Receipt this Period
		/ /	
Receipt For: <input type="checkbox"/> Primary <input type="checkbox"/> General <input type="checkbox"/> other (specify)	Occupation		
	Aggregate Year-to-Date ->		
Full Name, Mailing Address and Zip Code	Name of Employer	Date (month, day, year)	Amount of Each Receipt this Period
		/ /	
Receipt For: <input type="checkbox"/> Primary <input type="checkbox"/> General <input type="checkbox"/> other (specify)	Occupation		
	Aggregate Year-to-Date ->		
Full Name, Mailing Address and Zip Code	Name of Employer	Date (month, day, year)	Amount of Each Receipt this Period
		/ /	
Receipt For: <input type="checkbox"/> Primary <input type="checkbox"/> General <input type="checkbox"/> other (specify)	Occupation		
	Aggregate Year-to-Date ->		
Full Name, Mailing Address and Zip Code	Name of Employer	Date (month, day, year)	Amount of Each Receipt this Period
		/ /	
Receipt For: <input type="checkbox"/> Primary <input type="checkbox"/> General <input type="checkbox"/> other (specify)	Occupation		
	Aggregate Year-to-Date ->		
Full Name, Mailing Address and Zip Code	Name of Employer	Date (month, day, year)	Amount of Each Receipt this Period
		/ /	
Receipt For: <input type="checkbox"/> Primary <input type="checkbox"/> General <input type="checkbox"/> other (specify)	Occupation		
	Aggregate Year-to-Date ->		
Full Name, Mailing Address and Zip Code	Name of Employer	Date (month, day, year)	Amount of Each Receipt this Period
		/ /	
Receipt For: <input type="checkbox"/> Primary <input type="checkbox"/> General <input type="checkbox"/> other (specify)	Occupation		
	Aggregate Year-to-Date ->		
SUBTOTAL of Receipts This Page (optional)			\$140.00
TOTAL This Period (last page this line number only)			\$140.00

SCHEDULE B

ITEMIZED DISBURSEMENTS

Any information copied from such reports and statements may not be sold or used by any person for the purpose of soliciting contributions or for commercial purposes, other than using the name and address of any political committee to solicit contributions from such committee.

NAME OF COMMITTEE (In Full)  
 Union Planters Corp Committee on Govnt Affairs

Full Name, Mailing Address and Zip Code	Purpose of Disbursement	Date (month, day, year)	Amount of Each Disbursement This Period
ED BRYANT FOR CONGRESS COMMITTEE  P.O. BOX 1961  Cordova, TN 38088-	POLITICAL CONTRIBUTION  Disbursement for: <input type="checkbox"/> Primary <input checked="" type="checkbox"/> General <input type="checkbox"/> Other (specify)	08/24/98	\$100.00
RE-ELECT HAROLD FORD, JR. US CONGRESS  167 N. MAIN STREET SUITE 359  Memphis, TN 38103-	POLITICAL CONTRIBUTION  Disbursement for: <input type="checkbox"/> Primary <input checked="" type="checkbox"/> General <input type="checkbox"/> Other (specify)	08/17/98	\$1000.00
Full Name, Mailing Address and Zip Code	Purpose of Disbursement  Disbursement for: <input type="checkbox"/> Primary <input type="checkbox"/> General <input type="checkbox"/> Other (specify)	/ /	Amount of Each Disbursement This Period
Full Name, Mailing Address and Zip Code	Purpose of Disbursement  Disbursement for: <input type="checkbox"/> Primary <input type="checkbox"/> General <input type="checkbox"/> Other (specify)	/ /	Amount of Each Disbursement This Period
Full Name, Mailing Address and Zip Code	Purpose of Disbursement  Disbursement for: <input type="checkbox"/> Primary <input type="checkbox"/> General <input type="checkbox"/> Other (specify)	/ /	Amount of Each Disbursement This Period
Full Name, Mailing Address and Zip Code	Purpose of Disbursement  Disbursement for: <input type="checkbox"/> Primary <input type="checkbox"/> General <input type="checkbox"/> Other (specify)	/ /	Amount of Each Disbursement This Period
Full Name, Mailing Address and Zip Code	Purpose of Disbursement  Disbursement for: <input type="checkbox"/> Primary <input type="checkbox"/> General <input type="checkbox"/> Other (specify)	/ /	Amount of Each Disbursement This Period
Full Name, Mailing Address and Zip Code	Purpose of Disbursement  Disbursement for: <input type="checkbox"/> Primary <input type="checkbox"/> General <input type="checkbox"/> Other (specify)	/ /	Amount of Each Disbursement This Period

SUBTOTAL of Disbursements This Page (optional)	\$1100.00
TOTAL This Period (last page this line number only)	\$1100.00

SCHEDULE B

ITEMIZED DISBURSEMENTS

Any information copied from such reports and statements may not be sold or used by any person for the purpose of soliciting contributions or for commercial purposes, other than using the name and address of any political committee to solicit contributions from such committee.

NAME OF COMMITTEE (In Full)  
 Union Planters Corp Committee on Govnt Affairs

Full Name, Mailing Address and Zip Code	Purpose of Disbursement	Date (month, day, year)	Amount of Each Disbursement This Period
FRIENDS OF GUY BATES 2787 COLONIAL TOWER Memphis, TN 38118-	POLITICAL CONTRIBUTION Disbursement for: <input type="checkbox"/> Primary <input checked="" type="checkbox"/> General <input type="checkbox"/> Other (specify)	07/22/98	\$250.00
COMMITTEE TO RE-ELECT G. BATES 160 N. MAIN STREET Memphis, TN 38117-	POLITICAL CONTRIBUTION Disbursement for: <input type="checkbox"/> Primary <input checked="" type="checkbox"/> General <input type="checkbox"/> Other (specify)	09/01/98	\$500.00
LUCY BAXLEY'S CAMPAIGN P.O. BOX 201085 Montgomery, AL 36120-1085	POLITICAL CONTRIBUTION Disbursement for: <input type="checkbox"/> Primary <input checked="" type="checkbox"/> General <input type="checkbox"/> Other (specify)	08/20/98	\$200.00
FRIENDS OF CHRIS BONE P.O. BOX 158 Hendersonville, TN 37075-	POLITICAL CONTRIBUTION Disbursement for: <input type="checkbox"/> Primary <input checked="" type="checkbox"/> General <input type="checkbox"/> Other (specify)	09/15/98	\$500.00
RE-ELECTION OF DAVID COONRAD 940 BOONVILLE STREET Springfield, MO 65802-	POLITICAL CONTRIBUTION Disbursement for: <input type="checkbox"/> Primary <input checked="" type="checkbox"/> General <input type="checkbox"/> Other (specify)	07/08/98	\$100.00
DEMOCRATIC HOUSE OF REPRESENTATIVES CACDUS OF TN 89 STONEHAVEN DRIVE Jackson, TN 38305-	POLITICAL CONTRIBUTION Disbursement for: <input type="checkbox"/> Primary <input checked="" type="checkbox"/> General <input type="checkbox"/> Other (specify)	07/22/98	\$250.00
S. DICKEY ATTY GEN CAMPAIGN FUND #1 WOOD PLACE TEXARKANA, AR 71854-	POLITICAL CONTRIBUTION Disbursement for: <input type="checkbox"/> Primary <input checked="" type="checkbox"/> General <input type="checkbox"/> Other (specify)	09/15/98	\$250.00

SUBTOTAL of Disbursements This Page (optional)	\$2050.00
TOTAL This Period (last page this line number only)	

SCHEDULE B

ITEMIZED DISBURSEMENTS

Use separate schedule(s) for each category of the Detailed Summary Page

Any information copied from such Reports and Statements may not be sold or used by any person for the purpose of soliciting contributions or for commercial purposes, other than using the name and address of any political committee to solicit contributions from such committee.

NAME OF COMMITTEE (in Full)  
Union Planters Corp Committee on Govnt Affairs

Full Name, Mailing Address and Zip Code	Purpose of Disbursement	Date (month, day, year)	Amount of Each Disbursement This Period
COMMITTEE TO ELECT CHIP FORRESTER P.O. BOX 17413 Memphis, TN 38187-0413	POLITICAL CONTRIBUTION Disbursement for: <input type="checkbox"/> Primary <input checked="" type="checkbox"/> General <input type="checkbox"/> Other (specify)	07/22/98	\$100.00
FRIENDS OF TRE HARGETT 6361 BRIERGATE DRIVE Memphis, TN 38134-	POLITICAL CONTRIBUTION Disbursement for: <input type="checkbox"/> Primary <input checked="" type="checkbox"/> General <input type="checkbox"/> Other (specify)	07/08/98	\$200.00
GOVERNOR MIKE HUCKABEE STATE CAPITOL BUILDING Little Rock, AR 72201-	POLITICAL CONTRIBUTION Disbursement for: <input type="checkbox"/> Primary <input checked="" type="checkbox"/> General <input type="checkbox"/> Other (specify)	09/29/98	\$250.00
FRIENDS TO RE-ELECT BC JONES CITY COUNCILMAN C/O FERRIS MATHEWS, BRANNOCK, & HELLER Memphis, TN 38103-	POLITICAL CONTRIBUTION Disbursement for: <input type="checkbox"/> Primary <input checked="" type="checkbox"/> General <input type="checkbox"/> Other (specify)	09/08/98	\$250.00
RE-ELECT BILL KEYS 332 BLACKWOLF DRIVE Collierville, TN 38017-6861	POLITICAL CONTRIBUTION Disbursement for: <input type="checkbox"/> Primary <input checked="" type="checkbox"/> General <input type="checkbox"/> Other (specify)	07/06/98	\$250.00
JOE KIP MCNIGHT STATE REP 18 SUTTON PLACE Jackson, TN 38305-	POLITICAL CONTRIBUTION Disbursement for: <input type="checkbox"/> Primary <input checked="" type="checkbox"/> General <input type="checkbox"/> Other (specify)	09/29/98	\$500.00
FRIENDS OF SANDRA McQUAIN 3930 LAURELHILL LANE Memphis, TN 38135-	POLITICAL CONTRIBUTION Disbursement for: <input type="checkbox"/> Primary <input checked="" type="checkbox"/> General <input type="checkbox"/> Other (specify)	09/15/98	\$500.00

SUBTOTAL of Disbursements This Page (optional)

\$2050.00

TOTAL This Period (last page this line number only)

SCHEDULE B

ITEMIZED DISBURSEMENTS

Use separate schedule(s) for each category of the detailed Summary Page

Any information copied from such Reports and Statements may not be sold or used by any person for the purpose of soliciting contributions or for commercial purposes, other than using the name and address of any political committee to solicit contributions from such committee.

NAME OF COMMITTEE (In Full)  
Union Planters Corp Committee on Govnt Affairs

Full Name, Mailing Address and Zip Code	Purpose of Disbursement	Date (month, day, year)	Amount of Each Disbursement This Period
COMMITTEE TO RE-ELECT W.R. NOBLES 210 COUNTY COURTHOUSE Chattanooga, TN 37402-	POLITICAL CONTRIBUTION Disbursement for: <input type="checkbox"/> Primary <input checked="" type="checkbox"/> General <input type="checkbox"/> Other (specify)	07/21/98	\$500.00
FRIENDS TO RE-ELECT REP BUBBA PLEASANT 4189 N. GERMANTOWN PARKWAY Arlington, TN 38002-	POLITICAL CONTRIBUTION Disbursement for: <input type="checkbox"/> Primary <input checked="" type="checkbox"/> General <input type="checkbox"/> Other (specify)	08/06/98	\$250.00
COMMITTEE TO RE-ELECT BOB ROCHELLE 109 CASTLE HEIGHT AVE NORTH Lebanon, TN 37087-	POLITICAL CONTRIBUTION Disbursement for: <input type="checkbox"/> Primary <input checked="" type="checkbox"/> General <input type="checkbox"/> Other (specify)	08/06/98	\$1500.00
COMMITTEE TO RE-ELECT BOB ROCHELLE 109 CASTLE HEIGHT AVE NORTH Lebanon, TN 37087-	POLITICAL CONTRIBUTION Disbursement for: <input type="checkbox"/> Primary <input checked="" type="checkbox"/> General <input type="checkbox"/> Other (specify)	09/08/98	\$500.00
COMMS TO RE-ELECT BRENT TAYLOR 736 N ERICSON MEMPHIS, TN 38018-	POLITICAL CONTRIBUTION Disbursement for: <input type="checkbox"/> Primary <input checked="" type="checkbox"/> General <input type="checkbox"/> Other (specify)	09/15/98	\$250.00
FRIENDS OF CHRIS THOMAS P.O. BOX 2331 Cordova, TN 38088-	POLITICAL CONTRIBUTION Disbursement for: <input type="checkbox"/> Primary <input checked="" type="checkbox"/> General <input type="checkbox"/> Other (specify)	07/08/98	\$150.00
TN BANK PACK 201 VENTURE CIRCLE Nashville, TN 37228-	POLITICAL CONTRIBUTION Disbursement for: <input type="checkbox"/> Primary <input checked="" type="checkbox"/> General <input type="checkbox"/> Other (specify)	08/20/98	\$5000.00

SUBTOTAL of Disbursements This Page (optional)	\$8150.00
TOTAL This Period (last page this line number only)	

**SCHEDULE B**

**ITEMIZED DISBURSEMENTS**

Use separate schedule(s) for each category of the Detailed Summary Page

Any information copied from such Reports and Statements may not be sold or used by any person for the purpose of soliciting contributions or for commercial purposes, other than using the name and address of any political committee to solicit contributions from such committee.

**NAME OF COMMITTEE (In Full)**  
Union Planters Corp Committee on Govnt Affairs

Full Name, Mailing Address and Zip Code	Purpose of Disbursement	Date (month, day, year)	Amount of Each Disbursement This Period
COMMITTEE TO RE-ELECT JUDGE K TURNER  P.O. BOX 241813  Memphis, TN 38124-	POLITICAL CONTRIBUTION  Disbursement for: <input type="checkbox"/> Primary <input checked="" type="checkbox"/> General <input type="checkbox"/> Other (specify)	07/08/98	\$500.00
MIKE WHITTAKER FOR GOVERNOR  118 EAST COURT SQUARE P.O. BOX 1024 Covington, TN 38019-	POLITICAL CONTRIBUTION  Disbursement for: <input type="checkbox"/> Primary <input checked="" type="checkbox"/> General <input type="checkbox"/> Other (specify)	07/16/98	\$2000.00
		/ /	
		/ /	
		/ /	
		/ /	
		/ /	
		/ /	

SUBTOTAL of Disbursements This Page (optional)	\$2500.00
TOTAL This Period (last page this line number only)	\$14750.00

Federal Election Commission

**ENVELOPE REPLACEMENT PAGE  
FOR INCOMING DOCUMENTS**

The Commission has added this page to the end of this filing to indicate how it was received.

<input checked="" type="checkbox"/> Hand Delivered	Date of Receipt <i>12-15-98</i>
<input type="checkbox"/> First Class Mail	POSTMARKED
<input type="checkbox"/> Registered/Certified Mail	POSTMARKED
<input type="checkbox"/> No Postmark	
<input type="checkbox"/> Postmark Illegible	
<input type="checkbox"/> Received from the House office of Records and Registration	Date of Receipt
<input type="checkbox"/> Received from the Senate Office of Public Records	Date of Receipt
<input type="checkbox"/> Other ( Specify):	Postmarked and/or Date of Receipt
<input type="checkbox"/> Electronic Filing	
<i>[Signature]</i> PREPARER	<i>12-15-98</i> DATE PREPARED