

ALABAMA NATIONAL BANCORPORATION  
Form POS AM  
January 22, 2008

As filed with the Securities and Exchange Commission on January 22, 2008

Registration No. 333-115761

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

**POST-EFFECTIVE AMENDMENT NO. 1**  
**TO**  
**FORM S-3**  
**REGISTRATION STATEMENT**  
*UNDER*  
*THE SECURITIES ACT OF 1933*

**ALABAMA NATIONAL BANCORPORATION**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction)

**63-1114426**  
(I.R.S. Employer)

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of incorporation or organization)

Identification No.)

**1927 First Avenue North**

**Birmingham, Alabama 35203**

**(205) 583-3600**

(Address, including zip code, and telephone number, including area code, of registrant's principal executive office)

**John H. Holcomb, III**

**Chairman and Chief Executive Officer**

**1927 First Avenue North**

**Birmingham, AL 35203**

**(205) 583-3600**

(Name, address, including zip code, and telephone number, including area code, of agent for service)

*With Copies to:*

**Christopher B. Harmon, Esq.**

**Maynard, Cooper & Gale, P.C.**

**1901 Sixth Avenue North**

**Suite 2400**

**Birmingham, Alabama 35203**

**(205) 254-1000**

**DEREGISTRATION OF UNSOLD SECURITIES**

On May 21, 2004, Alabama National BanCorporation, a Delaware corporation (the Company ), filed with the Securities and Exchange Commission a registration statement on Form S-3 (Registration No. 333-115761) (the Registration Statement ), registering the offering and sale of shares of common stock, par value \$1.00 per share (the Common Stock ), of the Company in an initial aggregate offering price of up to \$75,000,000. In July and August 2004, the Company offered and sold \$52,980,500 in aggregate amount of shares of Common Stock pursuant to the Registration Statement.

In accordance with the undertaking made by the Company in the Registration Statement to remove from registration, by means of a post-effective amendment, any of the securities that remain unsold at the termination of the offering, the Company is filing this Post-Effective Amendment No. 1 and hereby removes from registration all shares of Common Stock that remain unsold under the Registration Statement. As a result of this deregistration, no securities remain registered for sale pursuant to the Registration Statement.

**SIGNATURES**

Pursuant to the requirements of the Securities Act of 1933, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Birmingham, State of Alabama, on the 22nd day of January, 2008.

ALABAMA NATIONAL BANCORPORATION

By: /s/ JOHN H. HOLCOMB III  
 John H. Holcomb III  
 Its Chairman and Chief Executive Officer

Pursuant to the requirements of the Securities Act of 1933, this Post-Effective Amendment No. 1 to the Registration Statement has been signed by the following persons in the capacities and on the dates indicated.

<b>Signature</b>	<b>Title</b>	<b>Date</b>
/s/ JOHN H. HOLCOMB III	Chairman and Chief Executive Officer	January 22, 2008
John H. Holcomb, III	(principal executive officer)	
*	Vice Chairman and Director	January 22, 2008
Dan M. David		
*	President, Chief Operating Officer and	January 22, 2008
Richard Murray, IV	Director	
*	Executive Vice President and Chief	January 22, 2008
William E. Matthews, V	Financial Officer	
*	Senior Vice President and Controller	January 22, 2008
Shelly S. Williams		
*	Director	January 22, 2008
W. Ray Barnes		
*	Director	January 22, 2008
Griffin A. Greene		
*	Director	January 22, 2008
John D. Johns		

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*	Director	January 22, 2008
John J. McMahon, Jr.		
*	Director	January 22, 2008
C. Phillip McWane		
*	Director	January 22, 2008
G. Ruffner Page, Jr.		
*	Director	January 22, 2008
John M. Plunk		
*	Director	January 22, 2008
W. Stancil Starnes		
*	Director	January 22, 2008
William D. Montgomery		

\*By: /s/ JOHN H. HOLCOMB, III  
John H. Holcomb, III

**Attorney-in-fact**