

Fortin Raymond D
Form 4
February 07, 2006

FORM 4

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

OMB APPROVAL

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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 *
Fortin Raymond D

(Last) (First) (Middle)
303 PEACHTREE STREET
(Street)

ATLANTA, GA 30308

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
SUNTRUST BANKS INC [STI]

3. Date of Earliest Transaction
(Month/Day/Year)
02/05/2006

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
X Officer (give title below) ___ Other (specify below)
Corp. EVP & General Counsel

6. Individual or Joint/Group Filing(Check Applicable Line)
X 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 Ownership Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	02/05/2006		M		1,600	A	\$ 70.34
Common Stock	02/05/2006		F		570	D	\$ 70.34
Common Stock							2,048.552
Common Stock							12,310
						I	401(k) ⁽¹⁾
						I	Restricted Stock ⁽²⁾

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

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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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Phantom Stock Units ⁽³⁾	<u>(3)</u>					<u>(3)</u> <u>(3)</u>	Common Stock 611,9314
Phantom Stock Units ⁽⁴⁾	<u>(4)</u>	02/05/2006		M	1,600	<u>(4)</u> <u>(4)</u>	Common Stock 1,600
Option ⁽⁵⁾	\$ 70.8125					11/10/2001 11/10/2008	Common Stock 1,400
Option ⁽⁵⁾	\$ 73.0625					11/09/2002 11/09/2009	Common Stock 5,000
Option ⁽⁶⁾	\$ 51.125					11/14/2003 11/14/2010	Common Stock 10,000
Option ⁽⁶⁾	\$ 64.57					11/13/2004 11/13/2011	Common Stock 12,500
Option ⁽⁶⁾	\$ 54.28					02/11/2006 02/11/2013	Common Stock 15,000
Option ⁽⁶⁾	\$ 73.19					02/10/2007 02/10/2014	Common Stock 15,000
Option ⁽⁷⁾	\$ 73.14					02/08/2008 02/08/2015	Common Stock 18,000

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other
Corp. EVP & General Counsel

