WILLIAMS KAREN HASTIE

Form 4 February 12, 2003

FORM 4

_ Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

OMB APPROVAL

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 Name and Ad Williams, Kare 			me and Tic anks, Inc.		P	6. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
(Last)	of Reporting Person,					tatement for nth/Day/Year oruary 11, 2003	10	X Director			
Washington, D	(Street) C 20004						Date	f Amendment, e of Original onth/Day/Year)	(() <u>X</u> P	Check Applica Form filed by erson	One Reporting More than One
(City) (State) ((Zip)	T	able	I Non-E)erivat	ive Sec	urities Acquired, D	ispose	ed of, or Benef	icially Owned
1. Title of Security (Instr. 3)	2. Trans- action Date	2A. Deemed Execution Date,	(Instr. 8	Code)	4. Securition (A) or Disposition (Instr. 3, 4	posed o	f (D)	5. Amount of Securities Beneficially		6. Owner- ship Form: Direct (D)	7. Nature of Indirect Beneficial
	(Month/ Day/ Year)	if any (Month/Day/ Year)	Code	V	Amount	(A) or (D)	Price	Owned Following Reported Transactions(s) (Instr. 3 & 4)		or Indirect (I) (Instr. 4)	Ownership (Instr. 4)
Common Stock									700	D	

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

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FORM 4 (continued) Table II - Derivative Securities Acquired, Disposed of, or Beneficially **Owned**

(e.g. nuts calls warrants ontions convertible securities)

(c.g., puts, cans, warrants, options, convertible securities)												
1. Title of	2. Conver-	3.	3A.	4.	5.	6. Date Exercisable	7. Title and	8. Price of	9. Number of	10.	11. Nature	
Derivative	sion or	Trans-	Deemed	Trans-	Number	and Expiration	Amount of	Derivative	Derivative	Owner-	of Indirect	
Security	Exercise	action	Execution	action	of	Date	Underlying	Security	Securities	ship	Beneficial	
	Price of	Date	Date,	Code	Derivative	(Month/Day/	Securities	(Instr. 5)	Beneficially	Form	Ownership	
(Instr. 3)	Derivative		if any		Securities	Year)	(Instr. 3 & 4)		Owned	of Deriv-	(Instr. 4)	
	Security	(Month/	(Month/	(Instr.	Acquired				Following	ative		
		-	-	8)	(A) or				Reported	Security:		
		Year)	Year)		Disposed				Transaction(s)	Direct		
					F				(-)			

^{*} If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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				of (D) (Instr 4 & 5	. 3,						(D) or Indirect (I)	
			Code V	(A)		Exer-cisable	Expira- tion Date		Amount or Number of Shares		(Instr. 4)	
Option(1)	54.28	2/11/03	A	2,000		2/11/03		Common Stock	2,000	2,000	D	

Explanation of Responses:

(1) Granted pursuant to the SunTrust Banks, Inc. 2000 Stock Plan.

By: /s/ Margaret Hodgson, Attorney-in-Fact for Karen
Hastie Williams
Ebruary 12, 2003
Date

**Signature of Reporting Person

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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^{**}Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).