

GARROTT THOMAS M
Form 3
October 08, 2004

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL
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INITIAL STATEMENT OF 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 *
GARROTT THOMAS M
(Last) (First) (Middle)

2. Date of Event Requiring Statement
(Month/Day/Year)
10/01/2004

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

4. Relationship of Reporting Person(s) to Issuer

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

ONE COMMERCE
SQUARE, FOURTH FLOOR

(Check all applicable)

(Street)

Director 10% Owner
 Officer Other
(give title below) (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

MEMPHIS, TN 38150

(City) (State) (Zip)

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock ⁽¹⁾	902,682	D	^
Common Stock	51,548	I	NCF 401(k) Plan ⁽²⁾
Common Stock	21,291	I	Investment I, LP
Common Stock	134,582	I	Investment II, LP
Common Stock	99,007	I	Children ⁽³⁾

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Option ⁽⁴⁾	10/01/2004	01/14/2013	Common Stock	2,069	\$ 48.33	D	Â
Option ⁽⁴⁾	10/01/2004	01/15/2012	Common Stock	1,919	\$ 52.09	D	Â
Option ⁽⁴⁾	01/14/2004	01/14/2013	Common Stock	120,418	\$ 48.33	D	Â
Option ⁽⁴⁾	01/15/2003	01/15/2012	Common Stock	120,568	\$ 52.09	D	Â
Option ⁽⁵⁾	01/16/2002	01/16/2011	Common Stock	59,089	\$ 49.97	D	Â
Option ⁽⁶⁾	10/01/2004	01/21/2014	Common Stock	122,488	\$ 56.17	D	Â
Phantom Stock Units ⁽⁷⁾	Â ⁽⁷⁾	Â ⁽⁷⁾	Common Stock	28,467	\$ ⁽⁷⁾	D	Â
Phantom Stock Units ⁽⁸⁾	Â ⁽⁸⁾	Â ⁽⁸⁾	Common Stock	21,306	\$ ⁽⁸⁾	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GARROTT THOMAS M ONE COMMERCE SQUARE FOURTH FLOOR MEMPHIS, TN 38150	Â X	Â	Â	Â

Signatures

Thomas M.
Garrott, III

10/08/2004

^(*)Signature of
Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 5(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) Exhibit List - Exhibit 24 - Power of Attorney

(2) Acquired under the National Commerce Financial Corporation Investment Plan, which will be frozen on 12/31/04.

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- (3) Held in trust for children.
- (4) Granted pursuant to the National Commerce Financial Corporation Amended and Restated Long-Term Incentive Plan.
- (5) Granted pursuant to the National Commerce Financial Corporation 1994 Stock Plan Amended and Restated.
- (6) Granted pursuant to the National Commerce Financial Corporation 2003 Stock and Incentive Plan.
- (7) Acquired under the National Commerce Financial Corporation Equity Investment Plan, which will be frozen on 12/31/04. These securities convert to common stock on a one-for-one basis.
- (8) Acquired under the National Commerce Financial Corporation Balsaer Plan, which is a frozen plan. These securities convert to common stock on a one-for-one basis. Payouts occur annually in January, ending in 2006.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.