

WACHOVIA CORP NEW
Form 8-A12B
May 31, 2006

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, DC 20549

FORM 8-A

FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES

PURSUANT TO SECTION 12(b) OR 12(g) OF THE

SECURITIES EXCHANGE ACT OF 1934

Wachovia Corporation

(Exact Name of Registrant as Specified in Its Charter)

North Carolina
(State of Incorporation or Organization)

56-0898180
(I.R.S. Employer

Identification no.)

One Wachovia Center

Charlotte, North Carolina
(Address of Principal Executive Offices)

28288-0013
(Zip Code)

If this form relates to the registration of a class of securities pursuant to Section 12(b) of the Exchange Act and is effective pursuant to General Instruction A.(c), please check the following box:

If this form relates to the registration of a class of securities pursuant to Section 12(g) of the Exchange Act and is effective pursuant to General Instruction A.(d), please check the following box:

Securities Act registration statement file number to which this form relates:

333-123311
(If applicable)

Securities to be registered pursuant to Section 12(b) of the Act:

Title of Each Class

Name of Each Exchange on Which

to be so Registered

Each Class is to be Registered
American Stock Exchange

90% Principal Protected Notes due June 6, 2007 Linked to the Performance of the 4.5% U.S. Treasuries due February 15, 2036
Securities to be registered pursuant to Section 12(g) of the Act:

None

INFORMATION REQUIRED IN REGISTRATION STATEMENT

Item 1. Description of Registrant's Securities to be Registered

Wachovia Corporation (the Company) hereby incorporates by reference the description of its securities to be registered hereunder contained in the Prospectus dated May 13, 2005 under Description of the Notes We May Offer and in the Preliminary Prospectus Supplement dated May 2, 2006, filed with the Commission on May 2, 2006 under Rule 424(b)(5), pursuant to an effective Registration Statement on Form S-3 (File No. 333-123311) filed with the Commission on March 14, 2005 under the Securities Act of 1933, as amended (the Registration Statement).

Item 2. Exhibits.

1. Senior Indenture, dated as of April 1, 1983, between the Company and Chemical Bank, as Trustee, including form of senior debt securities (included as Exhibit 4(a) to the Registration Statement)
2. Supplemental Indenture, dated as of May 17, 1986, between the Company and Chemical Bank, as Trustee (included as Exhibit 4(b) to the Registration Statement)
3. Supplemental Indenture, dated as of July 1, 1988, between the Company and Chemical Bank, as Trustee (included as Exhibit 4(c) to the Registration Statement)
4. Supplemental Indenture, dated as of August 1, 1990, between the Company and Chemical Bank, as Trustee (included as Exhibit 4(d) to the Registration Statement)
5. Form of 90% Principal Protected Notes due June 6, 2007 Linked to the Performance of the 4.5% U.S. Treasuries due February 15, 2036

SIGNATURE

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the registrant has duly caused this amendment to the registration statement to be signed on its behalf by the undersigned, thereto duly authorized.

Wachovia Corporation
(Registrant)

Date: May 30, 2006

By: /s/ Ross E. Jeffries, Jr.
Ross E. Jeffries, Jr.
Senior Vice President