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SOUTHERN CO
Form FWP
March 20, 2007

Filed Pursuant to Rule 433
Registration No. 333-138503, 333-138503-01, 333-138503-02
March 20, 2007

PRICING TERM SHEET
(to Preliminary Prospectus Supplement
dated March 20, 2007)

Issuer: The Southern Company

Issue Size: \$400,000,000

Credit Ratings: Long Term A3/A-/A (Moody's/S&P/Fitch)
Short Term NR/A-1/F1 (Moody's/S&P/Fitch)

Format: SEC Registered

Underwriters: Goldman, Sachs & Co.
Morgan Stanley & Co. Incorporated

Trade Date: March 20, 2007

Settlement Date: March 28, 2007 (T+6)

Initial Maturity Date: April 18, 2008

Final Maturity Date: April 19, 2012 (5 years 1 month)

Coupon: 3-month LIBOR plus or minus a spread (as described below) re
(as described below) on an Actual/360 day count basis.

Dates

March 28, 2007 up to but excluding March 20, 2008
Year 2: March 20, 2008 up to but excluding March 20, 2009
Year 3: March 20, 2009 up to but excluding March 20, 2010
Year 4: March 20, 2010 up to but excluding March 20, 2011
Year 5: March 20, 2011 up to but excluding the Final Maturity Date

The final Interest Period for any Series 2007B Senior Notes will be calculated according to one-month LIBOR, if the final Interest Period is a period of one month, two-month LIBOR, if the final Interest Period is a period of two months, or three-month LIBOR, if the final Interest period is a period of three months.

Interest Payment Dates: The 20th calendar day of each March, June, September and December 20, 2007, provided that if any Interest Payment Date is not a Business Day, the Interest Payment Date will be the next succeeding day which is a Business Day (i) that next succeeding Business Day falls in the next succeeding

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(ii) the Interest Payment Date that does not occur on a Business Day immediately preceding the scheduled maturity date for the relevant Series 2007B Senior Notes, or if there is no such Business Day, the relevant Interest Payment Date or maturity date for the relevant Series 2007B Senior Notes, as the case may be, will be the immediately preceding Business Day. Interest will accrue to but excluding that immediately preceding Business Day. Interest Payment Date for the Series 2007B Senior Notes, or any Business Day immediately preceding such maturity date, maturing prior to the Final Maturity Date, will be the relevant Business Day. Interest for the final Interest Period will accrue from and including the Business Day immediately preceding such maturity date to but excluding the Business Day immediately preceding such maturity date.

Extension Option:

A holder of the Series 2007B Senior Notes may elect to extend the maturity of all such Series 2007B Senior Notes having a principal amount of \$1,000 or any integral multiple thereof having a principal amount of \$1,000 or any integral multiple thereof, or any portion thereof, by giving notice of election during the Extension Notice Period (as defined below) relating to each Election Date (as defined below), so that the maturity thereof will be extended to the 366th calendar day from and including the 20th calendar day of the month following such Election Date. However, if that 366th calendar day is not a Business Day, the maturity of those Series 2007B Senior Notes will be extended to the immediately preceding Business Day. If a holder of the Series 2007B Senior Notes elects to extend the maturity of only a portion of such Series 2007B Senior Notes having a principal amount of \$1,000 or any integral multiple thereof, the principal amount of the Series 2007B Senior Notes not so extended will be the principal amount of \$1,000 or any integral multiple thereof.

The Election Dates will be the 20th calendar day of each month from January 20, 2007, through and including March 20, 2011 (each, an "Election Date"), provided that such day is a Business Day. In no event will the maturity date of the Series 2007B Senior Notes be extended beyond the Final Maturity Date.

Extension Notice Period:

From the fifth Business Day prior to each Election Date, until the fifth Business Day prior to each Election Date, at New York City (NYC) time, on the Election Date (the "Extension Notice Period"). If the Election Date is not a Business Day, the Extension Notice Period will be extended to the fifth Business Day following the Election Date. The issuer will receive any notice of election from its participants no later than the fifth Business Day prior to each Election Date, at New York City (NYC) time, on the last Business Day in the Extension Notice Period. Each election will be revocable during each day of the Extension Notice Period until 12:00 noon, NYC time, on the last Business Day of the Extension Notice Period. Notice of election to the applicable Election Date, at which time such notice will be effective.

Issue Price:

100%

Authorized Denominations:

\$1,000 and any integral multiple thereof

Settlement & Form of Note:

Book-entry DTC

CUSIP Number(s):

842587 CC9; if a holder elects not to extend the maturity on a Business Day immediately preceding such maturity date, of the principal amount of the Series 2007B Senior Notes during the Extension Notice Period, a new CUSIP number will be assigned to such notes.

The issuer has filed a registration statement (including a prospectus) with the Securities and Exchange Commission (the "SEC") for the offering to which this communication relates. Before you invest, you should read the prospectus in that registration statement and other documents the issuer has filed with the SEC for more complete information about the issuer and this offering. You may obtain these documents for free by visiting EDGAR on the SEC website at www.sec.gov. Alternatively, the issuer, any underwriter or any dealer participating in the offering will arrange to send you the prospectus if you request it by calling Goldman, Sachs & Co. toll free at 1-866-471-2526 or Morgan Stanley & Co. Incorporated toll-free at 1-866-718-1649.

