

ELECTION OF DIRECTORS
REPORT OF NOMINATIONS
ELECTION PROCEDURES



NOVEMBER 8, 1995



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To the Member Banks of the Eighth Federal Reserve District:

In accordance with the provisions of Section 4 of the Federal Reserve Act, as amended, and my circular dated September 21, 1995, regarding the election of one Class A and one Class B director of this Bank, there are listed on the following pages the names of the candidates nominated and the banks which made the nominations.

Member banks in Group 1 are electing a Class A director to a three-year term expiring December 31, 1998 to succeed Douglas M. Lester. Two candidates have been nominated for this position.

Member banks in Group 3 are electing a Class B director to a three-year term expiring December 31, 1998 to succeed Richard E. Bell. One candidate has been nominated for this position.

Enclosed with this election circular are a ballot, a ballot envelope, a certificate envelope and a return envelope for use in this election.

The ballot and certificate envelope must be executed by an officer who has been authorized to cast the vote. A listing of the officers so designated is included. In order that the balloting may be secret, the name of the bank and of the voting officer should not be written on the ballot envelope.

Section 4 of the Federal Reserve Act provides for preferential voting for election of Class A and B directors. Where no more than two candidates have been nominated, a member bank will be deemed to have indicated the remaining candidate, if any, as a second choice.

After the ballot has been marked in the manner described above, the ballot should be inserted in the ballot envelope and sealed. The officer casting the ballot must then execute the certificate on the front of the certificate envelope and insert the ballot envelope into the certificate envelope. Return the sealed certificate envelope to me in the self-addressed envelope.

By law, the ballot must be returned so as to reach me within the period that the polls are open. The polls will open on November 10 and close at 2 p.m. on November 27, 1995. At that time, the ballot box will be opened in the Board Room of this Bank, the sealed envelopes containing the ballots will be opened, the votes tallied, and the results of the election announced. The candidates are invited to be present or represented on that occasion.

While the banks in Group 2 will not vote in this election, this circular is sent to them without forms for their information.

Robert H. Quenon
Chairman of the Board

CANDIDATES
FOR
GROUPS 1 & 3

DIRECTORS

GROUP 1: CANDIDATE FOR CLASS A DIRECTOR

JOSEPH A. COOK, II

**Certified Public Accountant
Bowling Green, Kentucky**

Education: Western Kentucky University
B.S., Accounting

Place and Date of Birth:



Other Affiliations:

Chairman of the Board, First American National Bank
of Kentucky

Retired Partner, Baird, Kurtz & Dobson, CPAs

Chairman, Bowling Green Citizens Budget Review Committee

Member, American Institute of Certified Public Accountants

Member, Kentucky Society of Certified Public Accountants

Member, Bowling Green-Warren County Chamber of
Commerce

NOMINATED BY:

First American National Bank of Kentucky, Bowling Green, Kentucky

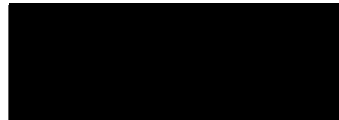
GROUP 1: CANDIDATE FOR CLASS A DIRECTOR

DOUGLAS M. LESTER

**Chairman of the Board and President
Trans Financial Bank, National Association
Bowling Green, Kentucky**

Education: Washburn University, Topeka, Kansas
B.S., Business Administration

Place and Date of Birth:



Other Affiliations:

- Director, Federal Reserve Bank of St. Louis
- Chairman, President, Chief Executive Officer and Director,
Trans Financial, Inc.
- Director, Trans Financial Bank, Appalachia
- Director, Trans Financial Bank of Tennessee, F.S.B.
- Chairman, Kentucky Bankers Association
- Director, The Medical Center of Bowling Green
- Member, Bowling Green-Warren County Industrial Authority
- Chairman of the Board, Leadership Bowling Green
- Member, Kentucky Science and Technology Board
- Co-Chairman, National Corvette Museum Board
- Member, Board Advocates for Higher Education
- Member, U.S. Olympic Committee, Kentucky
- Member, Western Kentucky University Foundation Board

NOMINATED BY:

First Commercial Bank, National Association, Little Rock, Arkansas
Old National Bank in Evansville, Evansville, Indiana
Trans Financial Bank, National Association, Bowling Green, Kentucky

GROUP 3: CANDIDATE FOR CLASS B DIRECTOR

RICHARD E. BELL

President and Chief Executive Officer
Riceland Foods, Inc.
Stuttgart, Arkansas

Education: University of Illinois
B.S., M.S., Agricultural Economics

Place and Date of Birth:



Other Affiliations: Director, Federal Reserve Bank of St. Louis

Director and Chairman,
Riceland Overseas Trading Company, Ltd.

Member, Chicago Board of Trade

Commissioner, Arkansas Commission on
National and Community Service

Chairman, Arkansas State Committee on Cooperatives

Director, Arkansas Soybean Association

Director, Arkansas 4-H Foundation

Director, Stuttgart Regional Medical Center Foundation

NOMINATED BY:

First National Bank of Altheimer, Altheimer, Arkansas
The First National Bank of De Witt, De Witt, Arkansas
First National Bank of Phillips County, Helena, Arkansas
The First National Bank of Huntsville, Huntsville, Arkansas
People's Bank & Loan Co., Lewisville, Arkansas
First National Bank of Russellville, Russellville, Arkansas
First National Bank of Lawrence County at Walnut Ridge, Walnut Ridge, Arkansas
First National Bank of Mt. Vernon, Mount Vernon, Illinois
First National Bank in Pinckneyville, Pinckneyville, Illinois
Boatmen's National Bank of Lebanon, Lebanon, Missouri

LISTING
OF
GROUPS 1 & 3

MEMBER BANKS

GROUP 1

Consisting of member banks having capital and surplus \$20,000,000 and over

ARKANSAS

City	Name of Bank	Voting Officer
Fayetteville.	Boatmen's National Bank of Northwest Arkansas.	President and Chief Executive Officer
Little Rock.	Boatmen's National Bank of Arkansas.	Chairman, Vice Chairman or President
Little Rock.	First Commercial Bank, National Association.	Chairman, Vice Chairman, President, Vice President or Cashier

ILLINOIS

City	Name of Bank	Voting Officer
Hartford.	Mercantile Bank of Illinois National Association.	Chairman, Chairman of Executive Committee, President, Vice President or Cashier

INDIANA

City	Name of Bank	Voting Officer
Evansville.	Old National Bank in Evansville.	Chairman, President, Vice President or Cashier
Evansville.	The Citizens National Bank of Evansville.	Chairman, President, Vice President or Cashier

KENTUCKY

City	Name of Bank	Voting Officer
Bowling Green.	First American National Bank of Kentucky	Chairman, President, Vice President or Cashier
Bowling Green.	Trans Financial Bank, National Association.	Chairman, President, Vice President or Cashier
Louisville.	Fifth Third Bank of Kentucky, Inc.	Chairman, President, Vice President or Cashier
Louisville.	Liberty National Bank and Trust Company of Louisville.	Chairman, President, Vice President or Cashier
Louisville.	Mid-America Bank of Louisville & Trust Co.	Chairman, President, Vice President or Cashier
Louisville.	National City Bank, Kentucky.	Chairman, President, Vice President or Cashier
Louisville.	PNC Bank, Kentucky, Inc.	Chairman, Vice Chairman, President, Vice President or Cashier
Paducah.	The Peoples First National Bank & Trust Company.	President or Vice President

MISSISSIPPI

City	Name of Bank	Voting Officer
Starkville.	National Bank of Commerce of Mississippi.	Chairman, Chairman of Executive Committee, President, Vice President or Cashier

GROUP 1

MISSOURI

City	Name of Bank	Voting Officer
Clayton.	Commerce Bank, National Association.	Chairman, Vice Chairman, President, Vice President or Cashier
Creve Coeur.	First Bank.	Chairman or President
Springfield.	Commerce Bank of Springfield, National Association.	Chairman, President, Vice President or Cashier
St. Louis.	Mercantile Bank of St. Louis National Association.	Chairman, President or Senior Vice Presidents
St. Louis.	Mercantile Trust Company National Association.	Chairman, President, Vice President or Cashier
St. Louis.	The Boatmen's National Bank of St. Louis.	Chairman, President, Vice President or Cashier

TENNESSEE

City	Name of Bank	Voting Officer
Memphis.	EFS National Bank.	Chairman
Memphis.	First Tennessee Bank National Association Memphis.	Chairman, President, Executive Vice President or Cashier
Memphis.	National Bank of Commerce.	Chairman, President, Vice President or Cashier
Memphis.	Union Planters National Bank.	Chairman, President, Vice President or Cashier

GROUP 3

Consisting of member banks having capital and surplus less than \$2,800,000

ARKANSAS

City	Name of Bank	Voting Officer
Altheimer.....	First National Bank of Altheimer.....	Chairman, President, Vice President or Cashier
Ashdown.....	Bank of Ashdown, National Association.....	Chairman, President, Vice President or Cashier
Ashdown.....	The First National Bank in Ashdown.....	Chairman, President, Vice President or Cashier
Batesville.....	TCB The Community Bank of Arkansas in Batesville, N.A.	Chairman, President, Vice President or Cashier
Beebe.....	Charter State Bank.....	Chairman, President, Vice President or Cashier
Berryville.....	The First National Bank of Berryville.....	Chairman, President, Vice President or Cashier
Blytheville.....	The First National Bank in Blytheville.....	Chairman, President, Vice President or Cashier
Calico Rock.....	First National Bank of Izard County.....	Chairman, President, Vice President or Cashier
Clinton.....	Union Planters Bank of Central Arkansas, N.A.....	Chairman, President, Vice President or Cashier
De Queen.....	First State Bank of De Queen.....	Chairman, President, Vice President or Cashier
De Queen.....	The First National Bank of De Queen.....	Chairman, President, Vice President or Cashier
De Witt.....	The First National Bank of De Witt.....	Chairman, President, Vice President or Cashier
Dierks.....	First National Bank of Howard County.....	Chairman, President, Vice President or Cashier
Flippin.....	1st Ozark National Bank.....	Chairman, President, Vice President or Cashier
Forrest City.....	First National Bank of Eastern Arkansas.....	Chairman, President, Vice President or Cashier
Glenwood.....	Caddo First National Bank.....	Chairman, President, Vice President or Cashier
Green Forest.....	The First National Bank in Green Forest.....	President, Vice President or Cashier
Heber Springs.....	First National Bank of Cleburne County.....	Chairman, President or Cashier
Helena.....	First National Bank of Phillips County.....	Chairman, Vice Chairman, President, Vice President or Cashier
Helena.....	Helena National Bank.....	Chairman, President, Vice President or Cashier
Hope.....	The First National Bank of Hope.....	Chairman, President, Vice President or Cashier
Hughes.....	Planters National Bank of Hughes.....	Chairman, President, Vice President or Cashier
Huntsville.....	The First National Bank of Huntsville.....	Chairman, President, Vice President or Cashier
Lewisville.....	People's Bank & Loan Co.....	Cashier
Lewisville.....	The First National Bank of Lewisville.....	Chairman, President, Vice President or Cashier
Little Rock.....	Arkansas Bankers' Bank.....	President and CEO
Malvern.....	The Malvern National Bank.....	Chairman, President, Vice President or Cashier
Marianna.....	First National Bank at Marianna.....	Vice President
McGehee.....	The First National Bank of McGehee.....	Chairman, President, Vice President or Cashier
Morrilton.....	Morrilton Security Bank, National Association.....	Chairman, President, Executive Vice President or Cashier
Morrilton.....	The First National Bank of Conway County.....	President
Nashville.....	Citizens National Bank of Nashville.....	Chairman, President, Vice President or Cashier
Newark.....	Boatmen's National Bank of Newark.....	Chairman, President, Vice President or Cashier
North Little Rock.....	National Bank of Arkansas in North Little Rock.....	Chairman, President, Vice President or Cashier
Osceola.....	First National Bank in Osceola.....	Chairman, President, Vice President or Cashier
Paris.....	The First National Bank at Paris.....	Chairman, President, Vice President or Cashier

GROUP 3

Rogers	Arvest Trust Company, National Association.....	Chairman, President, Vice President or Cashier
Rogers	First National Bank and Trust Company.....	Chairman, President, Vice President or Cashier
Russellville	First National Bank of Russellville.....	Chairman or President
Searcy	First National Bank.....	Chairman, President, Vice President or Cashier
Sheridan	First National Bank of Sheridan.....	Chairman, President, Vice President or Cashier
Siloam Springs ...	First National Bank.....	Chairman, President, Vice President or Cashier
Texarkana	Commercial National Bank of Texarkana.....	Chairman, President, Vice President or Cashier
Van Buren.....	First National Bank of Crawford County.....	Chairman, President, Vice President or Cashier
Walnut Ridge	First National Bank of Lawrence County.....	Chairman, President, Vice President or Cashier
	at Walnut Ridge	
West Memphis ...	Fidelity National Bank of West Memphis.....	Chairman, President, Vice President or Cashier
West Memphis ...	First National Bank in West Memphis.....	Chairman, President, Vice President or Cashier
Wynne	First Bank of Arkansas.....	Chairman, President, Vice President, or Cashier

ILLINOIS

City	Name of Bank	Voting Officer
Albion	Citizens National Bank of Albion.....	Chairman, President, Vice President or Cashier
Allendale	The First National Bank of Allendale.....	Chairman, President, Vice President or Cashier
Anna.....	The Anna National Bank.....	Chairman, President, Vice President or Cashier
Ava.....	The First National Bank of Ava.....	Chairman, President, Vice President or Cashier
Barry.....	The First National Bank of Barry.....	Chairman, President, Vice President or Cashier
Bridgeport.....	The First National Bank of Bridgeport.....	Chairman, President, Vice President or Cashier
Brookport	Downstate National Bank.....	Chairman, President, Vice President or Cashier
Brownstown	The First National Bank of Brownstown.....	Chairman, President, Vice President or Cashier
Carlinville	The Carlinville National Bank.....	Chairman, President, Vice President or Cashier
Carlyle	The First National Bank in Carlyle.....	Chairman, President, Vice President or Cashier
Carmi	The First National Bank of Carmi.....	President or Cashier
Carmi	The National Bank of Carmi.....	Chairman, President, Vice President or Cashier
Carrollton	Greene County National Bank in Carrollton.....	Chairman, President, Executive Vice President, Vice President or Cashier
Chester	Buena Vista National Bank of Chester.....	Chairman, President, Vice President or Cashier
Columbia	Columbia National Bank.....	Chairman, President, Vice President or Cashier
Coulterville	The First National Bank of Coulterville.....	Chairman, President, Vice President or Cashier
Dieterich	The First National Bank of Dieterich.....	Chairman, President, Vice President or Cashier
Dongola	The First State Bank of Dongola.....	Chairman, President, Vice President or Cashier
DuQuoin	DuQuoin National Bank.....	Chairman, President, Vice President or Cashier
Enfield	The First National Bank of Enfield.....	Chairman, President, Vice President or Cashier
Farina	State Bank of Farina.....	President, Vice President or Cashier
Grand Tower	First National Bank.....	Chairman, President, Vice President or Cashier
Grayville	The Peoples National Bank of Grayville.....	Chairman, President, Vice President or Cashier
Greenville	The Bradford National Bank of Greenville.....	Chairman, President, Vice President or Cashier

GROUP 3

Griggsville	Farmers National Bank of Griggsville	Chairman, President, Vice President or Cashier
Hillsboro	Boatmen's National Bank of Central Illinois	Chairman, President, Vice President or Cashier
Jonesboro	The First National Bank of Jonesboro	President, Vice President or Cashier
Kinmundy	The First National Bank of Kinmundy	Chairman, President, Vice President or Cashier
Lawrenceville	The Peoples National Bank in Lawrenceville	Chairman, President, Vice President or Cashier
Lima	The State Bank of Lima.	Chairman, President, Vice President or Cashier
Litchfield	The First National Bank of Litchfield	President or Cashier
Litchfield	The Litchfield National Bank	Chairman, President, Vice President or Cashier
McLeansboro	The Peoples National Bank of McLeansboro	Chairman, President, Vice President or Cashier
Metropolis	The City National Bank of Metropolis	Chairman, President, Vice President or Cashier
Metropolis	The First National Bank of Metropolis	Chairman, President, Vice President or Cashier
Metropolis	The National State Bank of Metropolis	Chairman, President, Vice President or Cashier
Millstadt	First National Bank of Millstadt	Chairman, President, Vice President or Cashier
Mounds	The First State Bank of Mounds	Chairman, President, Vice President or Cashier
Mount Carmel	Old National Trust Company-Illinois	_____
Mount Vernon	First National Bank of Mt. Vernon	Chairman, President, Vice President or Cashier
Mulberry Grove	The First National Bank of Mulberry Grove	President, Vice President or Cashier
Nashville	The Farmers and Merchants National Bank of Nashville	Chairman, President, Vice President or Cashier
Newton	The First National Bank in Newton	Chairman, President, Vice President or Cashier
Nokomis	First National Bank of Nokomis	Chairman, President, Vice President or Cashier
Oblong	The First National Bank of Oblong	Chairman, President, Vice President or Cashier
Okawville	The First National Bank of Okawville	Chairman, President, Vice President or Cashier
Okawville	The Old Exchange National Bank of Okawville	Chairman, President, Vice President or Cashier
Pinckneyville	First National Bank in Pinckneyville	President, Vice President or Cashier
Sandoval	The First National Bank of Sandoval	Chairman, President, Vice President or Cashier
Sparta	The First National Bank of Sparta	President, Vice President or Cashier
St. Elmo	Fayette County Bank	Chairman, President, Vice President or Cashier
St. Peter	First State Bank of St. Peter	Chairman, President, Vice President or Cashier
Staunton	The First National Bank in Staunton	Chairman, President or Cashier
Steeleville	First National Bank of Steeleville	Chairman, President, Vice President or Cashier
Sumner	The First National Bank of Sumner	Chairman, President, Vice President or Cashier
Waterloo	The First National Bank of Waterloo	Chairman, President, Vice President or Cashier
Wayne City	The First National Bank of Wayne City	Cashier
White Hall	The White Hall National Bank	Cashier
Witt	Security National Bank	President, Vice President or Cashier
Xenia	The First National Bank of Xenia	Chairman, President, Vice President or Cashier

INDIANA

City	Name of Bank	Voting Officer
Elberfeld	The Elberfeld State Bank	Chairman, President or Cashier
English	English State Bank	Chairman, President, Vice President or Cashier

GROUP 3

Holland	The Holland National Bank	President or Cashier
Linton	Citizens National Bank of Linton	Chairman, President, Vice President or Cashier
Lynnville	The Lynnville National Bank	President or Vice President
Madison	Citizens National Bank of Madison	Chairman, President, Vice President or Cashier
Mitchell	The First National Bank of Mitchell	President, Executive Vice President, Vice President or Cashier
Odon	The First National Bank of Odon	President, Vice President or Cashier
Washington	The Peoples National Bank and Trust Company of Washington	Chairman, President, Vice President or Cashier

KENTUCKY

City	Name of Bank	Voting Officer
Campbellsville	Campbellsville National Bank	_____
Carrollton	The First National Bank of Carrollton	Chairman, President, Vice President or Cashier
Central City	The First National Bank of Central City	Chairman, President, Vice President or Cashier
Clinton	First National Bank in Clinton	Chairman, President, Vice President or Cashier
Columbia	The First National Bank of Columbia	Chairman, President, Vice President or Cashier
Frankfort	The Bankers' Bank of Kentucky, Inc.	Chairman, President, Vice President or Cashier
Frankfort	The State National Bank of Frankfort	President
Fulton	The City National Bank of Fulton	Chairman, President, Vice President or Cashier
Hartford	Citizens Bank	Chairman, President, Vice President or Cashier
Henderson	Ohio Valley National Bank of Henderson	Chairman, President, Vice President or Cashier
Hodgenville	The Lincoln National Bank of Hodgenville	Chairman, President, Vice President or Cashier
Lawrenceburg	The Anderson National Bank of Lawrenceburg	Chairman, President, Vice President or Cashier
Lawrenceburg	The Lawrenceburg National Bank	Chairman, President, Vice President or Cashier
Lebanon	The Citizens National Bank of Lebanon	President or Cashier
Lebanon	The Farmers National Bank of Lebanon	Chairman, President, Vice President or Cashier
Monticello	First Southern National Bank of Wayne County	Chairman, President, Vice President, Cashier, Comptroller or Chief Financial Officer
Morganfield	Old National Trust Company-Kentucky	_____
Morganfield	The Morganfield National Bank	President, Vice President or Cashier
Radcliff	Fort Knox National Bank	Chairman, President, Vice President or Cashier
Russell Springs	The First National Bank of Russell Springs	Chairman, President, Vice President or Cashier
Russellville	The Citizens National Bank of Russellville	Chairman, President, Vice President or Cashier
Scottsville	The Farmers National Bank of Scottsville	President or Cashier
Shelbyville	Liberty National Bank of Shelbyville	Chairman, President, Vice President or Cashier

GROUP 3

MISSISSIPPI

City	Name of Bank	Voting Officer
Cleveland	First National Bank of Bolivar County	Chairman, President, Vice President or Cashier
Rosedale	First National Bank	Chairman, President, Vice President or Cashier

MISSOURI

City	Name of Bank	Voting Officer
Altenburg	Bank of Altenburg	Chairman, President, Vice President or Cashier
Ava	Douglas County National Bank	Chairman, President, Vice President or Cashier
Belgrade	Belgrade State Bank	Chairman
Camdenton	First National Bank	Chairman, President, Vice President or Cashier
Cassville	Commerce Bank of Barry County, National Association ..	Chairman, President, Vice President or Cashier
Clayton	Truman Bank	Chairman, President, Vice President or Cashier
Crane	Stone County National Bank	Chairman, President, Vice President or Cashier
Cuba	First Community National Bank of Crawford County	Chairman, President, Vice President or Cashier
Dixon	The State Bank of Dixon	Chairman, President, Vice President or Cashier
Gainesville	Bank of Gainesville	Chairman, President, Vice President or Cashier
Hannibal	Commerce Bank of Hannibal, National Association	Chairman, President, Vice President or Cashier
Hannibal	Farmers and Merchants Bank	Chairman, President, Vice President or Cashier
Hillsboro	Bank of Hillsboro	Chairman, President, Vice President or Cashier
Iberia	Bank of Iberia	Chairman, President, Vice President or Cashier
Jefferson City	The Exchange National Bank of Jefferson City	Chairman, President, Vice President or Cashier
Kennett	Kennett National Bank	Chairman, President, Vice President or Cashier
Lebanon	Boatmen's National Bank of Lebanon	Chairman, President, Vice President or Cashier
Lebanon	Commerce Bank of Lebanon, National Association	Chairman, President, Vice President or Cashier
Malden	First National Bank of Malden	Chairman, President, Vice President or Cashier
Maplewood	Citizens National Bank of Greater St. Louis	Chairman, Vice Chairman, President, Vice President or Cashier
Moberly	Bank of Cairo and Moberly	Cashier
Moberly	City Bank and Trust Company of Moberly	Chairman, President, Cashier or Assistant Cashier
Monroe City	UMB Bank, Northeast	Chairman, President, Vice President or Cashier
Mount Vernon	The First National Bank of Mount Vernon	Chairman, President, Vice President or Cashier
New Haven	Citizens Bank of New Haven	Chairman, President, Vice President or Cashier
Paris	The Paris National Bank	Chairman, President, Vice President or Cashier
Salem	The First National Bank of Salem	President or Cashier
Sikeston	The First National Bank of the Mid-South	Chairman, President, Vice President or Cashier
Springfield	Citizens National Bank of Springfield	Chairman, President, Vice President or Cashier
Springfield	First City National Bank	President or Cashier
St. Louis	Gateway National Bank of St. Louis	_____
St. Louis	Southern Commercial Bank	Chairman, President, Vice President or Cashier

GROUP 3

St. Robert First State Bank of St. Robert Chairman, President, Vice President or Cashier
Ste. Genevieve . . . Bank of Ste. Genevieve Chairman, President, Vice President or Cashier
Vandalia Boatmen's Bank of Vandalia Chairman, President, Vice President or Cashier
Warrenton Commerce-Warren County Bank Chairman, President, Vice President or Cashier
West Plains Boatmen's First National Bank of West Plains Chairman, President, Vice President or Cashier

Chairman of the Board
Federal Reserve Bank of St. Louis
P.O. Box 442
St. Louis, Missouri 63166-0442

Group 1

INSERT IN THIS ENVELOPE A SEALED BALLOT ENVELOPE CONTAINING A PROPERLY EXECUTED BALLOT. THIS ENVELOPE WILL NOT BE OPENED UNTIL POLLS CLOSE.

In accordance with Section 4 of the Federal Reserve Act, I hereby certify that my choice for a Class A director of the Federal Reserve Bank of St. Louis is as indicated by (X) in the column(s) of the ballot sealed herein.

For

(Name of Bank)

(Signature of officer designated to vote)

(Location of Bank)

(Title of voting officer)

Group 1

BALLOT ENVELOPE



BALLOT

Group No. 1

This ballot and the certificate on the envelope must be executed by an officer who has been authorized to cast the vote and whose designation has been certified to me.

The choice must be indicated by cross (X) in the column below.

Ballot must be returned to me within fifteen days.
The polls will open on November 10 and close at 2p.m.
on November 27, 1995.

Failure to observe above instructions will invalidate ballot.

ROBERT H. QUENON
Chairman of the Board

VOTE FOR CLASS A DIRECTOR

Candidates	Choice (mark X)
Joseph A. Cook, II Certified Public Accountant Chairman of the Board First American National Bank of Kentucky Bowling Green, Kentucky	<input type="checkbox"/>
Douglas M. Lester Chairman of the Board and President Trans Financial Bank, National Association Bowling Green, Kentucky	<input type="checkbox"/>

Place ballot in ballot envelope. Insert sealed ballot envelope in certificate envelope. Execute certificate and seal. Return in self-addressed envelope.



Group 3

Chairman of the Board
Federal Reserve Bank of St. Louis
P.O. Box 442
St. Louis, Missouri 63166-0442

INSERT IN THIS ENVELOPE A SEALED BALLOT ENVELOPE CONTAINING A PROPERLY EXECUTED BALLOT. THIS ENVELOPE WILL NOT BE OPENED UNTIL POLLS CLOSE.

In accordance with Section 4 of the Federal Reserve Act, I hereby certify that my choice for Class B director of the Federal Reserve Bank of St. Louis is as indicated by (X) in the column(s) of the ballot sealed herein.

For _____
(Name of Bank) (Signature of officer designated to vote)

(Location of Bank) (Title of voting officer)

Group 3

BALLOT ENVELOPE



BALLOT

Group No. 3

This ballot and the certificate on the envelope must be executed by an officer who has been authorized to cast the vote and whose designation has been certified to me.

The choice must be indicated by cross (X) in the column below.

Ballot must be returned to me within fifteen days.
The polls will open on November 10 and close at 2p.m.
on November 27, 1995.

Failure to observe above instructions will invalidate ballot.

ROBERT H. QUENON
Chairman of the Board

VOTE FOR CLASS B DIRECTOR

Candidate	Choice (mark X)
Richard E. Bell President and Chief Executive Officer Riceland Foods, Inc. Stuttgart, Arkansas	<input type="checkbox"/>

Place ballot in ballot envelope. Insert sealed ballot envelope in certificate envelope. Execute certificate and seal. Return in self-addressed envelope.

