

**FIRST FARMERS
COMMUNITY, INC.
Des Moines, Texas**

**VALUE RANGE
December 31, 2005**

March 20, 2006

Board of Directors
First Farmers Community, Inc.
1245 34th Street
Des Moines, TX 77509

Directors:

This sample report illustrates the analysis prepared by Informed Decisions, LLC if it were engaged to determine a range of values for a financial institution named First Farmers Community, Inc. (Company). It includes a cover letter and exhibits that sets forth the analysis to determine the value of the Company's common stock in a potential acquisition and as a going-concern. These values were set as of December 31, 2005. Additional reference points were calculated based on the stock's lack of marketability.

Based on its analysis, as discussed below and presented in the attached exhibits, Informed Decisions determined that the potential acquisition value for the common stock outstanding for First Farmers Community, Inc. could approximate \$24.6 million, \$492 per share. The going-concern value, designated as the publicly-traded value below and in EXHIBIT ONE, would approximate \$19.7 million, \$395 per share. The shareholder election to have the Company taxed as an S-corporation increases the value to \$412 per share.

A range of values was developed for the Company's stock given the expected cash flows available based on the level of control:

	Aggregate Value (millions)	Value Per Share	Premium/ (Discount) to Publicly- traded
Acquisition	\$24.6	\$492	24.6%
S - Corp		\$412	4.3%
Publicly-traded	\$19.7	\$395	
Dividends with publicly-traded		\$331	-16.2%
Dividends, no sale		\$197	-50.1%

These values are also presented in **EXHIBIT ONE** following the Table of Exhibits. Comments to highlight observations, conclusions, and assumptions based on the data and analysis presented in the exhibits are presented below.

SUPPORTING FINANCIAL DATA: EXHIBITS TWO - THREE

These present market and historical financial data used in analyzing the Company as a potential acquisition and as a going-concern. The market data in EXHIBIT TWO provides an indication of the Company's coverage of the markets served. Five years of historical data for the Company are recapped in EXHIBIT THREE. When readily available, six years of data are provided so that growth rates can be calculated for five years. A third exhibit could be added to update the financial data from year-end to the most recent quarter.

As reflected in EXHIBIT TWO, the Company serves Greencastle County with three locations. This section would include an overview of the markets served, including the relevant economic factors specific to these markets.

From EXHIBIT THREE, the critical issue identified is the Company's credit quality. First Farmers apparently experienced significant credit problems dating back to 2001. The provision for loan losses reached .88% of average total assets in 2002. The credit issues are readily apparent on page six where non-performing assets are shown to average 4.14% of the loan portfolio for the five years. The allowance for loan losses never provided adequate coverage. Significant write-offs were recorded every year.

Total assets have not grown over the past five years. This is attributable, primarily, to the decline in loans. Deposits increased at an annual rate of 2.8% driven by the money market balances.

The assumption is that the lending practices that gave rise to the problem credits have been addressed and corrected; and that these issues can be managed while building the core loan portfolio and expanding the Company's deposit base.

POTENTIAL ACQUISITION VALUE: EXHIBITS FOUR - TEN

The financial data from EXHIBIT THREE flow into EXHIBIT FOUR which shows a series of possible adjustments that a potential acquirer could consider. The balance sheet data is as of December 31, 2005. The earnings are based on the 2005 earnings, the base to which the adjustments are applied.

These are intended to reflect the Company's financial position and sustainable earnings that an acquirer could expect if the acquisition were to close on December 31, 2006. The assumption is that the acquisition process, from preliminary discussions through due diligence to negotiating the definitive

agreement and obtaining regulatory approvals, moves forward at a reasonable pace so that the transaction is closed by year-end.

The seller is given credit for retained earnings. The allowance for loan losses is increased to provide 100% coverage of non-accruals and OREO, as shown in EXHIBIT FIVE. This adjustment reduces common equity and the related capital payout by \$1.1 million. The base run rate is reduced from .64% on average assets to .44% as a provision of income taxes is established and the provision for loan losses is set at a sustainable level.

Assumptions relating to these adjustments are presented on page five of EXHIBIT FOUR. EXHIBIT FIVE presents the assumptions and calculations underlying the adjustments presented for the allowance for loan losses and the provision for loan losses.

EXHIBIT SIX presents potential revenue enhancements and expense saves to be considered by an acquirer to develop an estimate for the sustainable ROA. Two primary assumptions are reflected here: First, non-interest income can be increased to 1.20% of average assets, a significant increase from the historical average but First Farmers does provide trust services that could contribute more to non-interest income. Second, the number of FTEs can be reduced, as shown on page two, and other non-interest expenses can be reduced. Overall, the resulting percentage saves, performance ratios, and ROA are reasonable.

A summary balance sheet and the net income from the base year are presented in EXHIBIT SEVEN. From these, summary financial statements are developed for the next five years. Loans and deposits are projected to increase 4.3%, annually; but borrowings are projected to remain constant. Thus, the annual growth rate for total assets approximates 4.0%. The ROA developed in EXHIBIT SIX is shown as being achieved in year two.

EXHIBIT EIGHT shows the level of dividends that a potential acquirer could realize over the next five years while maintaining common equity at 7.0% of total assets. The projected income and dividends reflected in EXHIBIT EIGHT are carried through to the discounted cash flow model presented in EXHIBIT NINE.

The acquirer's required rate of return is set at 14.0%, as discussed below in more detail, for purposes of calculating the present value of the dividends expected over the next five years and the present value of the terminal value. The terminal value is based on a capitalization of earnings at the end of year five assuming a long-term growth rate of 4.0%. The capital payout developed in the Base Year analysis, EXHIBIT FOUR, is also included in the total present value. Based on the assumptions and analysis to this point, the aggregate value of First Farmers to the acquirer is calculated to approximate \$24.6 million.

The aggregate value of \$24.6 million is carried forward to page one of EXHIBIT TEN. Financial data as of December 31, 2005 are presented for calculating price multiples to be compared to a publicly-traded group and a group of acquisitions. The calculated price/earnings multiple is relatively high because First Farmers' ROA is low, as shown on page one of EXHIBIT TEN. Its price/book and price/7% book multiples reflect the acquisition premium in comparison to the medians presented for the publicly-traded group but is slightly lower than the acquisition multiples because the projected growth and projected ROA are low. At the derived value of \$24.6 million, the pricing multiples are reasonable.

The \$24.6 million value is presented as the central point in the range presented on page two of EXHIBIT TEN. This is a range of values that an acquirer might reasonably consider in developing its initial offer price and its overall negotiating strategy. The set of pricing parameters is presented for evaluating the derived present value relative to other factors that the acquirer could consider and pricing multiples observed from other acquisitions. This also illustrates the potential impact to the acquirer's tangible equity and to its net income assuming no additional equity is issued. Whether the negotiated price moves above or below the midpoint would be determined by the acquirer's interest, the seller's motivation, and the interest of other potential acquirers.

GOING-CONCERN VALUE: EXHIBITS ELEVEN - NINETEEN

EXHIBIT ELEVEN presents a set of summary financial statements for the Company over the next five years assuming that no acquisition occurs: that it continues to operate under its existing ownership structure in a manner consistent with its operations over the past five years. These are taken from EXHIBIT THREE without the potential adjustments to be considered by a potential acquirer. For valuation purposes, the net income projections are on a C-corporation equivalent basis as derived at the bottom of the page.

EXHIBIT TWELVE develops a reconciliation of common equity assuming a 65% payout ratio for S-corp earnings. C-corp equivalent net income projections are developed in the lower portion of EXHIBIT ELEVEN; C-corp equivalent dividend projections are developed in the lower portion of EXHIBIT TWELVE. The value is first derived on a C-corp basis to allow for comparison to the values observed for publicly-traded companies. The incremental value attributable to the S-corp election is calculated as discussed below in another section.

The assumption is that the Company can pay additional dividends up to the level of projected earnings while maintaining common equity at 7.0%. Such an adjustment is often required to better reflect a bank's dividend paying capacity attributable to its beginning level of common equity. This is reflected in EXHIBIT THIRTEEN. The resulting cash flows based on these adjusted dividends flow through to the present value calculation presented in EXHIBIT FOURTEEN.

The following is a summary of the basis for the required rate of return used to calculate the discount factors applied in EXHIBITS NINE and FOURTEEN. As of December 31, 2005 the yield for 10 year Treasury constant maturities was reported as 4.39%. This is used as the risk-free rate of return. To this is added the equity risk premium multiplied by the beta for publicly-traded stocks in the financial services industry. An equity risk premium of 7.20% was used to reflect the historic average annual difference between returns on the intermediate U.S. Treasury Notes and the total returns on stocks of large companies as calculated by Ibbotson Associates in its Stocks, Bonds, Bills and Inflation Valuation Edition 2005 Yearbook. A beta of .30 was derived based on a five year average for all financial institutions.

Based on the Capital Assets Pricing Model (CAPM) theory and the values set forth above, the initial discount rate can be calculated as follows:

- Risk free rate of return +(Equity Risk Premium x Beta)
- 4.39% + (7.2% x .30)
- 6.55%

Additional adjustments to the equity risk premium are considered due to the Company's size and other characteristics specific to the Company and to the cash flow projections.

In general, a size premium is often required by investors in companies with smaller market capitalizations. In its 2005 Yearbook, Ibbotson Associates calculates the size effect for the small company group of depository institutions to be 4.36% as of year-end 2004. Investment in a single company is riskier than an investment in a diversified portfolio. The additional premium for this difference is commonly set at between 1.00% and 3.00% for established community banks. This adjustment is set at 3.00% for the Company's projections to derive the discount rate as follows:

Risk-free rate of return	4.39%
Equity risk premium, adjusted	2.16%
Size premium	4.36%
Firm specific premium	<u>3.00%</u>
TOTAL	<u>13.91%</u>
ROUNDED TO:	<u>14.00%</u>

The firm specific premium and the resulting discount rate are at the high end of the range for community banks. The average projected growth rate is rather conservative relative to the overall industry, but is aggressive given the Company's historical growth over the past five years. Also, the projected ROAs, both in an acquisition and on a stand-alone basis, reflect significant improvements over the Company's historical performance. Whereas this growth and level of profitability are considered to be achievable, a market investor would

associate greater risk with these projections than with more moderate projections. The required rate of return reflects this higher level of risk.

The terminal value is calculated in the same manner as discussed above for the acquisition scenario. Based on these calculations, the aggregate value of the Company on a stand-alone basis would be \$19.7 million.

A comparable required rate of return and discount rates are used for the cash flows projected for a possible acquisition. With the potential cost savings identified on a preliminary basis in EXHIBIT SIX, the risk of achieving the revenue enhancements and cost savings is not significantly different than the risk inherent to the going-concern projections.

EXHIBIT FIFTEEN shows the pricing multiples resulting from the \$19.7 million value calculated above. These are presented with the median multiples from a group of publicly-traded financial institutions presented in EXHIBIT SIXTEEN for comparison purposes, as shown below.

	First Farmers	Median Publicly- Traded Group
Price/earnings multiple, 12/31/05	17.7	16.0
Price/tangible book multiple	1.33	1.55
Price/7% book	1.37	1.60
Premium/Assets	2.6%	4.2%

Based on total assets, the Company would fall below the size range for the group of publicly-traded companies. Also, these financial institutions serve markets that are more urban and are growing faster than the market served by the Company.

The Company's ROA is more than 20% lower than the median for the publicly-traded group whereas the tangible book/tangible asset ratio is slightly higher. The lower ROA could be expected to decrease the Company's value but its inclusion as the related net income in the denominator in the Price/earnings ratio increases this multiple. The Company's slightly higher book balances would increase the overall value but decrease the resulting book multiples. These observations are reflected in the Price/tangible book and Price/7% book multiples calculated for the Company, which are slightly lower than the medians presented for the publicly-traded group. Conversely, the Company's Price/earnings multiple is higher because its ROA is significantly below the median for the publicly-traded group.

The \$19.7 million value derived in EXHIBIT FOURTEEN is considered to be representative of First Farmers' market capitalization if its common stock were publicly traded. This value is presented in EXHIBIT SEVENTEEN to calculate a per share value. The number of common shares outstanding as of December

31, 2005 is set at 50,000. On a pro rata basis, the Company's market capitalization would approximate \$394.54 per share.

The shareholders for First Farmers elected to have the Company taxed as an S-corporation. The incremental value attributable to this tax treatment is calculated to be \$17.51 per share, as shown in EXHIBIT EIGHTEEN, pages one and two.

The net income and dividend projections for the Company were initially converted from an S-corp to a C-Corp in EXHIBITS ELEVEN and TWELVE, respectively. These calculations are recapped on page one of EXHIBIT EIGHTEEN. The taxes on the Company's earnings are shifted to its shareholders through the election to be taxed as an S-corporation, as shown at the bottom of page one.

The benefit is that the dividends received by the shareholders are not taxed. The shareholders, as a conduit for the tax payment originally made by the Company, use a portion of the S-corp dividends to pay the Company's taxes. The balance of the dividends, which would have been received as C-corp dividends, are tax-free to the shareholders. In addition, the retained earnings held by the Company increases the shareholders' tax basis for calculating the capital gains tax if the stock were to be sold.

The present value of these tax benefits accruing to the shareholders is calculated in page two of EXHIBIT EIGHTEEN. In 2003, the tax rate applied to dividends was reduced to 15%. This effectively reduced the benefits of the C-corp equivalent dividends being tax free to shareholders. Thus, the value attributable to the S-corp election was reduced from prior years. The \$17.51 incremental value per share is shown here and carried forward to EXHIBIT SEVENTEEN. As a result, the per share value as an S-corp is calculated to be \$412.05, rounded to \$412.

Discounts for lack of marketability are commonly applied for a minority interest in a closely-held company. Research has been conducted into the effective discounts observed on restricted shares of publicly-traded companies and on closely-held company shares prior to an initial public offering (IPO). These empirical studies are discussed and summarized in Valuing a Business (4th ed., 2000) by Shannon Pratt, Robert Reilly, and Robert Schweis (pages 391 - 423). Marketability discounts observed in the restricted stock studies ranged from 23% to 45%. The book goes on to discuss IPO studies based on observations as to the price set for stock before and after it became marketable. These studies reflected discounts ranging from 42% to 73%. As with pricing ratios, these observed discounts provide an indication of reasonableness.

Values were derived in EXHIBIT NINETEEN based on the unadjusted, C-Corp dividends to be received given the 65% S-corp payout ratio. Two scenarios are presented for calculating the terminal value: 1) realization of the full value (\$26.3

million) at the end of year five as calculated in EXHIBIT FOURTEEN; and 2) assuming that the minority shareholder will only receive dividends beyond year five. Present value calculations were developed given these two scenarios under the headings Dividends with Publicly-traded Terminal Value and On-going Dividends in EXHIBIT NINETEEN.

The publicly-traded terminal value of \$331.24 per share and the on-going dividend value of \$197.30 per share are carried forward to EXHIBIT EIGHTEEN. The minority shareholders would benefit from the S-corp tax election. The values adjusted for the S-corp tax treatment are \$348.75 and \$214.81, respectively. The implicit lack of marketability discounts reflected in these calculations are not unreasonable given the range noted in the studies. The discount given the publicly-traded terminal value is limited because the Company's current equity position, 7.80%, is not significantly greater than the 7% target used in EXHIBIT THIRTEEN and the terminal value is the same as used in EXHIBIT FOURTEEN. The effective discount is much higher given the assumption that the dividends continue beyond year five, which significantly reduces the terminal value.

SUMMARY

EXHIBIT ONE presents a range of values derived First Farmers Community, Inc. assuming different levels of control. Given the aggregate value of \$19.7 million established for the Company on a publicly-traded basis, the per share value is calculated to be \$395. With the election to have the Company taxed as an S-corp, the per share value is increased to \$412. The potential value of the Company in an acquisition could approximate \$24.6 million, \$492 per share.

This letter and analysis is provided solely for consideration by the Company's Board of Directors. The letter and analysis should not be used for any other purpose and should not be provided to any other party. It does not constitute either a recommendation to sale the stock or to buy the stock.

Respectfully submitted,

Richard A. Place
Informed Decisions, LLC

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EXHIBIT ONE

FIRST FARMERS COMMUNITY, INC.

PRICING SUMMARY

	<u>Aggregate Value (millions)</u>	<u>Value Per Share</u>	<u>Premium/ (Discount) to Publicly- traded</u>
Acquisition	\$24.6	\$492	24.6%
S - Corp		\$412	4.3%
Publicly-traded	\$19.7	\$395	
Dividends with publicly-traded, C-corp		\$331	-16.2%
On-going dividends, C-corp		\$197	-50.1%

SUPPORTING FINANCIAL DATA

EXHIBIT TWO
FIRST FARMERS COMMUNITY, INC.
BRANCH LISTING
JUNE 30, 2005
(000s)

	<u>Address</u>	<u>City</u>	<u>County</u>	<u>June 30, 2005</u>		<u>June 30, 2004</u>		<u>June 30,</u>
				<u>Deposits</u>	<u>Increase</u>	<u>Deposits</u>	<u>Increase</u>	<u>2003</u>
								<u>Deposits</u>
1	1245 34th Street	Des Moines	Greencastle	\$94,995	-4.7%	\$99,697	0.4%	\$99,264
2	1303 S. 23rd Street	Bethany	Greencastle	41,369	4.5%	39,585	14.9%	34,467
3	5272 Avon Road	Elk Grove	Greencastle	16,854	129.9%	7,331	77.2%	4,136
	TOTAL INSTITUTION			<u>\$153,217</u>	<u>4.5%</u>	<u>\$146,613</u>	<u>6.3%</u>	<u>\$137,867</u>

EXHIBIT TWO
FIRST FARMERS COMMUNITY, INC.
MARKET SHARE
JUNE 30, 2005
(000s)

	<u>Institution</u>	<u>State</u>	<u>Type</u>	<u>Branch Count</u>	<u>Deposits</u>	<u>% of Market</u>
GREENCASTLE COUNTY:						
1	PROSPERITY NATIONAL, INC.	TX	Bank	2	\$231,291	30.1%
2	FIRST FARMERS COMMUNITY, INC.	TX	Bank	3	153,217	20.0%
3	EAGLE AMERICA CORP.	TX	Bank	4	120,382	15.7%
4	THIRD NATIONAL OF ALBANY, INC.	OK	Bank	1	115,348	15.0%
5	FIRST FEDERAL S&L	TX	Thrift	2	58,286	7.6%
6	COMMUNITY NATIONAL BANK	TX	Bank	1	38,163	5.0%
7	ENERGY FINANCIAL CORP.	LA	Bank	1	20,655	2.7%
8	FNB CORPORATION	NM	Bank	1	19,450	2.5%
9	GREENCASTLE BANCSHARES, INC.	TX	Bank	1	6,285	0.8%
10	LITTLE ROCK HOLDING COMPANY	AR	Bank	1	4,235	0.6%
	TOTAL			17	\$767,312	100.0%

EXHIBIT THREE

FIRST FARMERS COMMUNITY, INC.

BALANCE SHEETS

	2001	2002	2003	2004	2005	Increase 2004 - 05		Average
						\$s	%	Growth Rate
EARNING ASSETS								
Bank, interest-bearing deposits	\$0.200	\$0.292	\$0.203	\$0.002	\$0.002	\$0.000	0.0%	NM
Fed funds sold	0.130	2.100	2.740	4.343	7.528	3.185	73.3%	NM
Securities	50.679	49.332	70.238	79.713	72.467	(7.246)	-9.1%	8.1%
Loans	130.408	116.382	94.156	94.816	98.908	4.092	4.3%	-3.4%
EARNING ASSETS	\$181.417	\$168.106	\$167.337	\$178.874	\$178.905	\$0.031	0.0%	1.4%
OTHER ASSETS								
Allowance for loan losses	(2.767)	(3.085)	(2.644)	(2.520)	(2.096)	0.424	-16.8%	1.1%
Cash	5.107	6.119	4.636	4.269	4.017	(0.252)	-5.9%	-7.1%
Fixed assets	4.820	4.821	4.659	4.401	4.262	(0.139)	-3.2%	0.1%
Other real estate owned (OREO)	1.286	1.676	2.439	1.125	1.379	0.254	22.6%	16.2%
Goodwill	0.781	0.781	0.781	0.781	0.781	-	0.0%	54.8%
Intangibles	0.199	0.260	0.253	0.251	0.226	(0.025)	-10.0%	0.1%
Other assets	3.204	3.436	2.980	3.287	3.568	0.281	8.5%	11.1%
TOTAL ASSETS	\$194.047	\$182.114	\$180.441	\$190.468	\$191.042	\$0.574	0.3%	1.5%
DEPOSITS								
Demand deposits (DDA)	\$18.801	\$17.721	\$18.748	\$20.965	\$18.072	(\$2.893)	-13.8%	1.6%
NOW accounts	11.906	12.752	14.790	16.624	16.397	(0.227)	-1.4%	13.3%
Money market, savings	31.603	35.621	38.428	43.833	54.576	10.743	24.5%	21.8%
Certificates of deposit (CDs) < \$100k	70.222	61.166	54.917	51.915	48.971	(2.944)	-5.7%	-5.9%
Certificates of deposit (CDs) > \$100k	24.442	21.503	19.784	22.634	24.981	2.347	10.4%	-3.5%
TOTAL DEPOSITS	\$156.974	\$148.763	\$146.667	\$155.971	\$162.997	\$7.026	4.5%	2.8%
OTHER LIABILITIES								
Fed funds purchased	0.730	0.138	0.095	0.130	0.604	0.474	364.6%	25.5%
Borrowings	21.053	17.593	17.434	17.274	11.115	(6.159)	-35.7%	-12.2%
Other liabilities	0.800	0.632	0.536	0.503	0.490	(0.013)	-2.6%	-11.7%
TOTAL LIABILITIES	\$179.557	\$167.126	\$164.732	\$173.878	\$175.206	\$1.328	0.8%	1.2%
EQUITY								
Common stock	13.711	14.291	15.478	16.163	16.853	0.690	4.3%	5.3%
Accumulated adjustment	0.779	1.190	0.675	0.822	(0.672)	(1.494)	-181.8%	-240.9%
ESOP debt	-	(0.493)	(0.444)	(0.395)	(0.345)	0.050	-12.7%	36.4%
TOTAL COMMON EQUITY	\$14.490	\$14.988	\$15.709	\$16.590	\$15.836	(\$0.754)	-4.5%	3.9%
TOTAL LIAB. & EQUITY	\$194.047	\$182.114	\$180.441	\$190.468	\$191.042	\$0.574	0.3%	1.5%

EXHIBIT THREE

FIRST FARMERS COMMUNITY, INC.

BALANCE SHEETS - COMMON SIZED

	<u>2001</u>	<u>2002</u>	<u>2003</u>	<u>2004</u>	<u>2005</u>	<u>Average</u>
EARNING ASSETS						
Bank, interest-bearing deposits	0.1%	0.2%	0.1%	0.0%	0.0%	0.1%
Fed funds sold	0.1%	1.2%	1.5%	2.3%	3.9%	1.8%
Securities	26.1%	27.1%	38.9%	41.9%	37.9%	34.4%
Loans	67.2%	63.9%	52.2%	49.8%	51.8%	57.0%
EARNING ASSETS	<u>93.5%</u>	<u>92.3%</u>	<u>92.7%</u>	<u>93.9%</u>	<u>93.6%</u>	<u>93.2%</u>
OTHER ASSETS						
Allowance for loan losses	-1.4%	-1.7%	-1.5%	-1.3%	-1.1%	-1.4%
Cash	2.6%	3.4%	2.6%	2.2%	2.1%	2.6%
Fixed assets	2.5%	2.6%	2.6%	2.3%	2.2%	2.5%
Other real estate owned (OREO)	0.7%	0.9%	1.4%	0.6%	0.7%	0.8%
Goodwill	0.4%	0.4%	0.4%	0.4%	0.4%	0.4%
Intangibles	0.1%	0.1%	0.1%	0.1%	0.1%	0.1%
Other assets	1.7%	1.9%	1.7%	1.7%	1.9%	1.8%
TOTAL ASSETS	<u>100.0%</u>	<u>100.0%</u>	<u>100.0%</u>	<u>100.0%</u>	<u>100.0%</u>	<u>100.0%</u>
DEPOSITS						
Demand deposits (DDA)	9.7%	9.7%	10.4%	11.0%	9.5%	10.1%
NOW accounts	6.1%	7.0%	8.2%	8.7%	8.6%	7.7%
Money market, savings	16.3%	19.6%	21.3%	23.0%	28.6%	21.7%
Certificates of deposit (CDs) < \$100k	36.2%	33.6%	30.4%	27.3%	25.6%	30.6%
Certificates of deposit (CDs) > \$100k	12.6%	11.8%	11.0%	11.9%	13.1%	12.1%
TOTAL DEPOSITS	<u>80.9%</u>	<u>81.7%</u>	<u>81.3%</u>	<u>81.9%</u>	<u>85.3%</u>	<u>82.2%</u>
OTHER LIABILITIES						
Fed funds purchased	0.4%	0.1%	0.1%	0.1%	0.3%	0.2%
Borrowings	10.8%	9.7%	9.7%	9.1%	5.8%	9.0%
Other liabilities	0.4%	0.3%	0.3%	0.3%	0.3%	0.3%
TOTAL LIABILITIES	<u>92.5%</u>	<u>91.8%</u>	<u>91.3%</u>	<u>91.3%</u>	<u>91.7%</u>	<u>91.7%</u>
EQUITY						
Common stock	7.1%	7.8%	8.6%	8.5%	8.8%	8.2%
Accumulated adjustment	0.4%	0.7%	0.4%	0.4%	-0.4%	0.3%
ESOP debt	-	-0.3%	-0.2%	-0.2%	-0.2%	-0.2%
TOTAL COMMON EQUITY	<u>7.5%</u>	<u>8.2%</u>	<u>8.7%</u>	<u>8.7%</u>	<u>8.3%</u>	<u>8.3%</u>
TOTAL LIABS. & EQUITY	<u>100.0%</u>	<u>100.0%</u>	<u>100.0%</u>	<u>100.0%</u>	<u>100.0%</u>	<u>100.0%</u>

EXHIBIT THREE
FIRST FARMERS COMMUNITY, INC.
INCOME STATEMENTS
(millions)

	2001	2002	2003	2004	2005	Increase 2004 - 05		Annual Growth
						\$s	%	
INTEREST INCOME								
Interest revenue (TE) *	\$15.326	\$13.668	\$11.233	\$10.907	\$11.011	\$0.104	1.0%	-5.3%
Interest expense	8.150	6.136	4.628	4.233	4.789	0.556	13.1%	-9.0%
NET INTEREST INCOME (TE) *	\$7.176	\$7.532	\$6.605	\$6.674	\$6.222	(\$0.452)	-6.8%	-1.7%
Provision for loan losses	1.110	1.625	0.500	0.350	0.075	(0.275)	-78.6%	-42.3%
NON-INTEREST INCOME								
Trust services	0.040	0.014	0.015	0.025	0.013	(0.012)	-48.0%	1.6%
Service charges	0.719	0.767	0.737	0.729	0.647	(0.082)	-11.2%	-1.1%
Miscellaneous fees, commissions	0.183	(0.035)	(0.025)	0.033	0.052	0.019	57.6%	-33.7%
Other gains / (losses)	(0.009)	0.396	0.420	0.215	0.093	(0.122)	-56.7%	NM
Other non-interest income	0.414	0.476	0.453	0.374	0.408	0.034	9.1%	33.3%
NON-INTEREST INCOME	\$1.347	\$1.618	\$1.600	\$1.376	\$1.213	(\$0.163)	-11.8%	0.2%
Security gains / (losses)	0.181	0.334	0.538	(0.056)	0.010	0.066	-117.9%	-24.2%
NON-INTEREST EXPENSE								
Salaries and benefits	2.669	2.998	3.316	3.424	3.452	0.028	0.8%	8.8%
Occupancy	0.667	0.739	0.797	0.707	0.704	(0.003)	-0.4%	-1.5%
Other expenses	1.385	1.620	1.652	1.618	1.503	(0.115)	-7.1%	3.9%
NON-INTEREST EXPENSE	\$4.721	\$5.357	\$5.765	\$5.749	\$5.659	(\$0.090)	-1.6%	5.8%
NET BEFORE TAXES (TE)*	\$2.873	\$2.502	\$2.478	\$1.895	\$1.711	(\$0.184)	-9.7%	-7.9%
Provision for income taxes (TE) *	0.244	0.518	0.510	0.508	0.505	(0.003)	-0.5%	-12.3%
NET INCOME	\$2.629	\$1.984	\$1.968	\$1.387	\$1.206	(\$0.181)	-13.0%	-5.7%
Effective tax rate	8.5%	20.7%	20.6%	26.8%	29.5%			
Sub-chapter S election?	Yes	Yes	Yes	Yes	Yes			
NET INCOME - C-Corp equivalent	\$1.867	\$1.627	\$1.611	\$1.232	\$1.112	35.0%	Assumed tax rate	
Common dividends	\$1.939	\$1.405	\$0.781	\$0.703	\$0.515			
Common payout ratio	73.8%	70.8%	39.7%	50.7%	42.7%			

* adjusted to tax equivalent basis for tax exempt securities.

EXHIBIT THREE
FIRST FARMERS COMMUNITY, INC.
INCOME STATEMENTS - COMMON SIZED

% of Average Assets

	<u>2001</u>	<u>2002</u>	<u>2003</u>	<u>2004</u>	<u>2005</u>	<u>Average</u>
INTEREST INCOME						
Interest revenue (TE) *	7.90%	7.39%	6.06%	5.70%	5.86%	6.58%
Interest expense	<u>4.20%</u>	<u>3.32%</u>	<u>2.50%</u>	<u>2.21%</u>	<u>2.55%</u>	<u>2.96%</u>
NET INTEREST INCOME (TE) *	3.70%	4.07%	3.56%	3.49%	3.31%	3.63%
Provision for loan losses	0.57%	0.88%	0.27%	0.18%	0.04%	0.39%
NON-INTEREST INCOME						
Trust services	0.02%	0.01%	0.01%	0.01%	0.01%	0.01%
Service charges	0.37%	0.41%	0.40%	0.38%	0.34%	0.38%
Miscellaneous fees, commissions	0.09%	-0.02%	-0.01%	0.02%	0.03%	0.02%
Other gains / (losses)	0.00%	0.21%	0.23%	0.11%	0.05%	0.12%
Other non-interest income	<u>0.21%</u>	<u>0.26%</u>	<u>0.24%</u>	<u>0.20%</u>	<u>0.22%</u>	<u>0.23%</u>
NON-INTEREST INCOME	0.69%	0.87%	0.86%	0.72%	0.65%	0.76%
Security gains / (losses)	0.09%	0.18%	0.29%	-0.03%	0.01%	0.11%
NON-INTEREST EXPENSE						
Salaries and benefits	1.38%	1.62%	1.79%	1.79%	1.84%	1.68%
Occupancy	0.34%	0.40%	0.43%	0.37%	0.37%	0.38%
Other expenses	<u>0.71%</u>	<u>0.88%</u>	<u>0.89%</u>	<u>0.85%</u>	<u>0.80%</u>	<u>0.83%</u>
NON-INTEREST EXPENSE	2.43%	2.90%	3.11%	3.01%	3.01%	2.89%
NET BEFORE TAXES (TE)*	1.48%	1.35%	1.34%	0.99%	0.91%	1.21%
Provision for income taxes (TE) *	<u>0.13%</u>	<u>0.28%</u>	<u>0.28%</u>	<u>0.27%</u>	<u>0.27%</u>	<u>0.24%</u>
NET INCOME	<u>1.36%</u>	<u>1.07%</u>	<u>1.06%</u>	<u>0.73%</u>	<u>0.64%</u>	<u>0.97%</u>
NET INCOME - C-Corp equivalent	<u>0.96%</u>	<u>0.88%</u>	<u>0.87%</u>	<u>0.64%</u>	<u>0.59%</u>	<u>0.79%</u>
Average total assets	<u>\$193.939</u>	<u>\$184.977</u>	<u>\$185.331</u>	<u>\$191.192</u>	<u>\$187.896</u>	

* adjusted to tax equivalent basis for tax exempt securities.

EXHIBIT THREE
FIRST FARMERS COMMUNITY, INC.
LOAN PORTFOLIO
(millions)

	<u>2001</u>	<u>2002</u>	<u>2003</u>	<u>2004</u>	<u>2005</u>	<u>Average</u>
<u>LOAN PORTFOLIO</u>						
Land, construction	\$35.966	\$21.932	\$17.029	\$17.347	\$20.563	\$22.567
Commercial real estate	22.101	33.389	26.247	27.885	29.854	27.895
Commercial, industrial	26.929	15.778	15.007	16.441	15.217	17.874
Agricultural	0.514	1.115	1.368	0.857	0.990	0.969
Residential mortgages	29.205	30.251	23.059	20.212	19.116	24.369
Consumer	14.850	13.693	10.905	11.196	12.095	12.548
Other	0.843	0.224	0.541	0.878	1.073	0.712
TOTAL LOANS	<u>\$130.408</u>	<u>\$116.382</u>	<u>\$94.156</u>	<u>\$94.816</u>	<u>\$98.908</u>	<u>\$106.934</u>
	-	-	-	-	-	
<u>COMPOSITION OF LOAN PORTFOLIO</u>						
Land, construction	27.6%	18.8%	18.1%	18.3%	20.8%	20.7%
Commercial real estate	16.9%	28.7%	27.9%	29.4%	30.2%	26.6%
Commercial, industrial	20.6%	13.6%	15.9%	17.3%	15.4%	16.6%
Agricultural	0.4%	1.0%	1.5%	0.9%	1.0%	0.9%
Residential mortgages	22.4%	26.0%	24.5%	21.3%	19.3%	22.7%
Consumer	11.4%	11.8%	11.6%	11.8%	12.2%	11.8%
Other	0.6%	0.2%	0.6%	0.9%	1.1%	0.7%
TOTAL LOANS	<u>100.0%</u>	<u>100.0%</u>	<u>100.0%</u>	<u>100.0%</u>	<u>100.0%</u>	<u>100.0%</u>

EXHIBIT THREE
FIRST FARMERS COMMUNITY, INC.
CREDIT QUALITY
(millions)

	<u>2001</u>	<u>2002</u>	<u>2003</u>	<u>2004</u>	<u>2005</u>	<u>Average</u>
PAST DUE, NON-PERFORMING ASSETS						
Loans 90 days past due	\$0.002	\$0.002	\$0.017	\$0.001	\$0.000	\$0.004
Non-accrual loans	\$0.994	\$5.137	\$2.187	\$3.392	\$2.353	\$2.813
Other Real Estate Owned (OREO)	1.286	1.676	2.439	1.125	1.379	1.581
NON-PERFORMING ASSETS	<u>\$2.280</u>	<u>\$6.813</u>	<u>\$4.626</u>	<u>\$4.517</u>	<u>\$3.732</u>	<u>\$4.394</u>
PAST DUE, NON-PERFORMING RATIOS						
Loans 90 days past due/Loans	0.00%	0.00%	0.02%	0.00%	0.00%	0.00%
Non-accrual loans /Loans	0.76%	4.41%	2.32%	3.58%	2.38%	2.69%
Non-performing assets/(Loans plus OREO)	1.73%	5.77%	4.79%	4.71%	3.72%	4.14%
ALLOWANCE COVERAGE, NON-PERFORMING ASSETS						
Allowance for loan losses	\$2.767	\$3.085	\$2.644	\$2.520	\$2.096	\$2.622
Allowance/Loans	2.12%	2.65%	2.81%	2.66%	2.12%	2.47%
Allowance/Non-accruals	278%	60%	121%	74%	89%	125%
Allowance/Non-performing assets	121%	45%	57%	56%	56%	67%
<u>PROVISION, NET CHARGE-OFFS:</u>						
Provision for loan losses	\$1.110	\$1.625	\$0.500	\$0.350	\$0.075	
Loans charged-off	\$0.386	\$1.381	\$0.964	\$0.544	\$0.682	
Recoveries	(0.061)	(0.074)	(0.024)	(0.070)	(0.183)	
NET CHARGE-OFFS	<u>\$0.325</u>	<u>\$1.307</u>	<u>\$0.940</u>	<u>\$0.474</u>	<u>\$0.499</u>	
CHANGE TO ALLOWANCE	<u>\$0.785</u>	<u>\$0.318</u>	<u>(\$0.440)</u>	<u>(\$0.124)</u>	<u>(\$0.424)</u>	
Net charge-offs/Loans	<u>0.25%</u>	<u>1.12%</u>	<u>1.00%</u>	<u>0.50%</u>	<u>0.50%</u>	<u>0.68%</u>

EXHIBIT THREE

FIRST FARMERS COMMUNITY, INC.

MISCELLANEOUS RATIOS

	<u>2001</u>	<u>2002</u>	<u>2003</u>	<u>2004</u>	<u>2005</u>	
GROWTH RATES						
Loans	10.9%	-10.8%	-19.1%	0.7%	4.3%	
Deposits	10.4%	-5.2%	-1.4%	6.3%	4.5%	
Assets	9.2%	-6.1%	-0.9%	5.6%	0.3%	
Income	62.7%	-24.5%	-0.8%	-29.5%	-13.0%	
	<u>2001</u>	<u>2002</u>	<u>2003</u>	<u>2004</u>	<u>2005</u>	<u>Average</u>
BALANCE SHEET RATIOS						
Tangible Common Equity/Tang. Assets	7.4%	8.1%	8.6%	8.6%	8.2%	8.2%
Tier I Capital Ratio	6.7%	7.2%	7.9%	7.9%	8.2%	7.6%
Tier I risk based capital	8.8%	9.5%	11.6%	12.0%	12.2%	10.8%
Loans / Deposits	83.1%	78.2%	64.2%	60.8%	60.7%	69.4%
INCOME STATEMENT PERFORMANCE RATIOS						
Full-time equivalent employees (FTEs)	84	86	86	89	91	87
Assets / FTE	\$2.310	\$2.118	\$2.098	\$2.140	\$2.099	\$2.153 MM
Efficiency ratio	55.4%	58.5%	70.3%	71.4%	76.1%	66.3%
INTEREST - YIELD, COST, SPREAD, MARGIN						
Yield on earning assets (TE)*	8.48%	7.96%	6.56%	6.09%	6.28%	7.08%
Cost of interest-bearing liabilities	5.12%	4.08%	3.09%	2.76%	3.18%	3.65%
YIELD / COST SPREAD (TE) *	<u>3.35%</u>	<u>3.88%</u>	<u>3.47%</u>	<u>3.33%</u>	<u>3.10%</u>	<u>3.43%</u>
Net interest margin (TE) *	<u>3.97%</u>	<u>4.39%</u>	<u>3.86%</u>	<u>3.73%</u>	<u>3.55%</u>	<u>3.90%</u>
RETURN ON COMMON EQUITY						
(C-corp equivalent)	<u>12.2%</u>	<u>10.5%</u>	<u>10.3%</u>	<u>7.4%</u>	<u>6.8%</u>	<u>9.4%</u>

* Adjusted to tax equivalent basis for tax exempt securities.

POTENTIAL ACQUISITION VALUE

EXHIBIT FOUR

FIRST FARMERS COMMUNITY, INC.

BASE YEAR ADJUSTMENTS

(millions)	12/31/05	To	12/31/06	Adjustments		Total	Capital	Adjusted
	<u>Reported</u>	<u>Close</u>	<u>Base</u>	<u>Credit</u>	<u>Other</u>	<u>Available</u>	<u>Payout</u>	<u>Base</u>
EARNING ASSETS								
Bank, interest-bearing deposits	\$0.002		\$0.002			\$0.002		\$0.002
Fed funds sold	7.528	0.663 (a)	8.191			8.191	(1.658) (i)	6.533
Securities	72.467		72.467			72.467		72.467
Loans	98.908		98.908			98.908		98.908
EARNING ASSETS	<u>\$178.905</u>	<u>\$0.663</u>	<u>\$179.568</u>	<u>\$0.000</u>	<u>\$0.000</u>	<u>\$179.568</u>	<u>(\$1.658)</u>	<u>\$177.910</u>
OTHER ASSETS								
Allowance for loan losses	(2.096)		(2.096)	(1.636) (b)		(3.732)		(3.732)
Cash	4.017		4.017			4.017		4.017
Fixed assets	4.262		4.262		(0.150) (e)	4.112		4.112
Other real estate owned	1.379		1.379			1.379		1.379
Goodwill	0.781		0.781		(0.781) (f)	-		-
Intangibles	0.226		0.226			0.226		0.226
Other assets	3.568		3.568	0.573 (b)	0.293 (e)	4.433		4.433
TOTAL ASSETS	<u>\$191.042</u>	<u>\$0.663</u>	<u>\$191.705</u>	<u>(\$1.063)</u>	<u>(\$0.639)</u>	<u>\$190.003</u>	<u>(\$1.658)</u>	<u>\$188.345</u>
DEPOSITS								
Demand deposits (DDA)	\$18.072		\$18.072			\$18.072		\$18.072
NOW accounts	16.397		16.397			16.397		16.397
Money market, savings	54.576		54.576			54.576		54.576
Certificates of deposit (CDs) < \$100k	48.971		48.971			48.971		48.971
Certificates of deposit (CDs) > \$100k	24.981		24.981			24.981		24.981
TOTAL DEPOSITS	<u>\$162.997</u>	<u>\$0.000</u>	<u>\$162.997</u>	<u>\$0.000</u>	<u>\$0.000</u>	<u>\$162.997</u>	<u>\$0.000</u>	<u>\$162.997</u>
OTHER LIABILITIES								
Fed funds purchased	0.604		0.604			0.604		0.604
Borrowings	11.115		11.115		(0.345) (g)	10.770		10.770
Other liabilities	0.490		0.490		0.300 (e)	0.790		0.790
TOTAL LIABILITIES	<u>\$175.206</u>	<u>\$0.000</u>	<u>\$175.206</u>	<u>\$0.000</u>	<u>(\$0.045)</u>	<u>\$175.161</u>	<u>\$0.000</u>	<u>\$175.161</u>
EQUITY								
Common stock	16.853	0.663 (a)	17.516	(1.063) (b)	(1.611) (g)	14.842	(1.658) (i)	13.184
Accumulated adjustment	(0.672)		(0.672)		0.672 (g)	-		-
ESOP debt	(0.345)		(0.345)		0.345 (g)	-		-
TOTAL COMMON EQUITY	<u>\$15.836</u>	<u>\$0.663</u>	<u>\$16.499</u>	<u>(\$1.063)</u>	<u>(\$0.594)</u>	<u>\$14.842</u>	<u>(\$1.658)</u>	<u>\$13.184</u>
TOTAL LIAB. & EQUITY	<u>\$191.042</u>	<u>\$0.663</u>	<u>\$191.705</u>	<u>(\$1.063)</u>	<u>(\$0.639)</u>	<u>\$190.003</u>	<u>(\$1.658)</u>	<u>\$188.345</u>
Common equity	8.29%		8.61%			7.81%		7.00%
Tangible common equity	7.91%		8.23%			7.81%		7.00%

EXHIBIT FOUR
FIRST FARMERS COMMUNITY, INC.
BASE YEAR ADJUSTMENTS
BALANCE SHEETS - COMMON SIZED

	<u>12/31/05</u> <u>Reported</u>	<u>12/31/06</u> <u>Base</u>	<u>Total</u> <u>Available</u>	<u>Adjusted</u> <u>Base</u>
EARNING ASSETS				
Bank, interest-bearing deposits	0.0%	0.0%	0.0%	0.0%
Fed funds sold	3.9%	4.3%	4.3%	3.5%
Securities	37.9%	37.8%	38.1%	38.5%
Loans	<u>51.8%</u>	<u>51.6%</u>	<u>52.1%</u>	<u>52.5%</u>
EARNING ASSETS	93.6%	93.7%	94.5%	94.5%
OTHER ASSETS				
Allowance for loan losses	-1.1%	-1.1%	-2.0%	-2.0%
Cash	2.1%	2.1%	2.1%	2.1%
Fixed assets	2.2%	2.2%	2.2%	2.2%
Other real estate owned	0.7%	0.7%	0.7%	0.7%
Goodwill	0.4%	0.4%	-	-
Intangibles	0.1%	0.1%	0.1%	0.1%
Other assets	<u>1.9%</u>	<u>1.9%</u>	<u>2.3%</u>	<u>2.4%</u>
TOTAL ASSETS	<u>100.0%</u>	<u>100.0%</u>	<u>100.0%</u>	<u>100.0%</u>
DEPOSITS				
Demand deposits (DDA)	9.5%	9.4%	9.5%	9.6%
NOW accounts	8.6%	8.6%	8.6%	8.7%
Money market, savings	28.6%	28.5%	28.7%	29.0%
Certificates of deposit (CDs) < \$100k	25.6%	25.5%	25.8%	26.0%
Certificates of deposit (CDs) > \$100k	<u>13.1%</u>	<u>13.0%</u>	<u>13.1%</u>	<u>13.3%</u>
TOTAL DEPOSITS	85.3%	85.0%	85.8%	86.5%
OTHER LIABILITIES				
Fed funds purchased	0.3%	0.3%	0.3%	0.3%
Borrowings	5.8%	5.8%	5.7%	5.7%
Other liabilities	<u>0.3%</u>	<u>0.3%</u>	<u>0.4%</u>	<u>0.4%</u>
TOTAL LIABILITIES	91.7%	91.4%	92.2%	93.0%
EQUITY				
Common stock	8.8%	9.1%	7.8%	7.0%
Accumulated adjustment	-0.4%	-0.4%	-	-
ESOP debt	<u>-0.2%</u>	<u>-0.2%</u>	<u>-</u>	<u>-</u>
TOTAL COMMON EQUITY	<u>8.3%</u>	<u>8.6%</u>	<u>7.8%</u>	<u>7.0%</u>
TOTAL LIABS. & EQUITY	<u>100.0%</u>	<u>100.0%</u>	<u>100.0%</u>	<u>100.0%</u>

EXHIBIT FOUR
FIRST FARMERS COMMUNITY, INC.
BASE YEAR ADJUSTMENTS
INCOME STATEMENTS
(millions)

	12/31/05	To	12/31/06	Adjustments		Total	Capital	Adjusted
	Reported	Close	Base	Credit	Other	Available	Payout	Base
INTEREST INCOME								
Interest revenue (TE) *	\$11.011	\$0.027 (a)	\$11.038			\$11.038	(\$0.066) (i)	\$10.971
Interest expense	4.789		4.789			4.789		4.789
NET INTEREST INCOME (TE) *	\$6.222	\$0.027	\$6.249	\$0.000	\$0.000	\$6.249	(\$0.066)	\$6.182
Provision for loan losses	0.075		0.075	0.342 (b)		0.417		0.417
NON-INTEREST INCOME								
Trust services	0.013		0.013			0.013		0.013
Service charges	0.647		0.647			0.647		0.647
Miscellaneous fees, commissions	0.052		0.052			0.052		0.052
Other gains / (losses)	0.093		0.093	(0.093) (c)		-		-
Other non-interest income	0.408		0.408			0.408		0.408
NON-INTEREST INCOME	\$1.213	\$0.000	\$1.213	(\$0.093)	\$0.000	\$1.120	\$0.000	\$1.120
Security gains / (losses)	0.010		0.010	(0.010) (c)		-		-
NON-INTEREST EXPENSE								
Salaries and benefits	3.452		3.452			3.452		3.452
Occupancy	0.704		0.704			0.704		0.704
Other expenses	1.503		1.503		(0.030) (e)	1.473		1.473
NON-INTEREST EXPENSE	\$5.659	\$0.000	\$5.659	\$0.000	(\$0.030)	\$5.629	\$0.000	\$5.629
NET BEFORE TAXES (TE)*	\$1.711	\$0.027	\$1.738	(\$0.445)	\$0.030	\$1.323	(\$0.066)	\$1.257
Provision for income taxes (TE)*	0.505	0.009 (a)	0.514	(0.132) (d)	0.080 (h)	0.463	(0.023) (i)	0.440
NET INCOME	\$1.206	\$0.017	\$1.223	(\$0.313)	(\$0.050)	\$0.860	(\$0.043)	\$0.817
Effective tax rate	29.5%		29.6%			35.0%		35.0%

* Adjusted to tax equivalent basis for tax exempt securities.

EXHIBIT FOUR
FIRST FARMERS COMMUNITY, INC.
BASE YEAR ADJUSTMENTS
INCOME STATEMENTS - COMMON SIZED

% of Average Assets

	<u>12/31/05</u> <u>Reported</u>	<u>12/31/06</u> <u>Base</u>	<u>Total</u> <u>Available</u>	<u>Adjusted</u> <u>Base</u>
INTEREST INCOME				
Interest revenue (TE) *	5.86%	5.85%	5.91%	5.92%
Interest expense	2.55%	2.54%	2.56%	2.59%
NET INTEREST INCOME (TE) *	<u>3.31%</u>	<u>3.31%</u>	<u>3.34%</u>	<u>3.34%</u>
Provision for loan losses	0.04%	0.04%	0.22%	0.22%
NON-INTEREST INCOME				
Trust services	0.01%	0.01%	0.01%	0.01%
Service charges	0.34%	0.34%	0.35%	0.35%
Miscellaneous fees, commissions	0.03%	0.03%	0.03%	0.03%
Other gains / (losses)	0.05%	0.05%	0.00%	0.00%
Other non-interest income	0.22%	0.22%	0.22%	0.22%
NON-INTEREST INCOME	<u>0.65%</u>	<u>0.64%</u>	<u>0.60%</u>	<u>0.60%</u>
Security gains / (losses)	0.01%	0.01%	0.00%	0.00%
NON-INTEREST EXPENSE				
Salaries and benefits	1.84%	1.83%	1.85%	1.86%
Occupancy	0.37%	0.37%	0.38%	0.38%
Other expenses	0.80%	0.80%	0.79%	0.80%
NON-INTEREST EXPENSE	<u>3.01%</u>	<u>3.00%</u>	<u>3.01%</u>	<u>3.04%</u>
NET BEFORE TAXES (TE)*	<u>0.91%</u>	<u>0.92%</u>	<u>0.71%</u>	<u>0.68%</u>
Provision for income taxes (TE)*	0.27%	0.27%	0.25%	0.24%
NET INCOME	<u>0.64%</u>	<u>0.65%</u>	<u>0.46%</u>	<u>0.44%</u>
Average total assets	<u>\$187.896</u>	<u>\$188.559</u>	<u>\$186.857</u>	<u>\$185.199</u>

* Adjusted to tax equivalent basis for tax exempt securities.

EXHIBIT FOUR

FIRST FARMERS COMMUNITY, INC.

BASE YEAR ADJUSTMENTS

- (a) Retained earnings to close with related interest revenues and taxes.

Net income	\$1.206
Dividends	<u>(0.543)</u>
RETAINED	<u><u>\$0.663</u></u>

Interest revenue on these funds is calculated at 4.0% with the tax rate maintained at that observed for 2005.

- (b) Increase in allowance for loan losses and provision for loan losses with related impact to taxes and equity per adjustment page.
- (c) Eliminate security gains, not sustainable.
- (d) Adjust the provision for income taxes related to the provision for loan losses and the elimination of security gains.
- (e) Potential adjustments arising from accounting differences, write-offs, asset adjustments, generally identified after discussions with seller or based on due diligence.
- (f) Eliminate recorded goodwill for purposes of analysis.
- (g) Consolidate the balance for accumulated adjustment into the common stock balance for purposes of analysis; reclassify ESOP debt as liability.
- (h) Set the provision for income taxes at 35.0% of net before taxes.
- (i) Set equity capital at 7% of tangible assets with related impact to interest revenues and provision for income taxes.

EXHIBIT FIVE
FIRST FARMERS COMMUNITY, INC.
CREDIT ADJUSTMENTS

		Allowance		Provision	
		Loan Portfolio	Target Rates	Allowance	Target Rates
Land, construction		\$20.563			
Commercial real estate		29.854			
Commercial, industrial		15.217			
Agricultural		0.990			
Other		1.073			
TOTAL COMMERCIAL		\$67.697			
Classified loans	15%	10.155	7.50%	\$0.762	0.50%
NET COMMERCIAL		\$57.542	0.40%	0.230	\$0.338
Residential mortgages		\$19.116	0.25%	0.048	0.25%
Consumer		12.095	0.25%	0.030	0.25%
TOTAL CONSUMER		\$31.211		\$0.078	0.048
TOTAL LOANS		\$98.908		\$1.070	\$0.078
		-			
		Required for portfolio		\$1.070	
		Increase to non-accruals		1.283	
		Increase for OREO		1.379	
		TOTAL REQUIRED		\$3.732	\$0.417
		Current balance		2.096	0.075
		NET INCREASE		\$1.636	\$0.342

EXHIBIT SIX
FIRST FARMERS COMMUNITY, INC.
TARGET ROA, RUN RATE
(millions)

	<u>Base Year</u>	<u>Adjusts</u>	<u>Year 3 Target</u>
<u>SUMMARY INCOME STATEMENT</u>			
Net interest income	\$6.182		\$6.182
Provision for loan losses	0.417		0.417
Trust services	0.013	0.172	0.185
Service charges	0.647		0.647
Miscellaneous fees, commissions	0.052		0.052
Other non-interest income	0.408	0.930	1.338
NON-INTEREST INCOME	<u>\$1.120</u>	<u>\$1.102</u>	<u>\$2.222</u>
Salaries and benefits	3.452	(1.252)	2.200
Occupancy	0.704		0.704
Other expenses	1.473	(0.118)	1.355
NON-INTEREST EXPENSE	<u>\$5.629</u>	<u>(\$1.369)</u>	<u>\$4.260</u>
NET BEFORE TAXES	<u>\$1.257</u>	<u>\$2.472</u>	<u>\$3.729</u>
Provision for income taxes	0.440	0.865	1.305
NET INCOME	<u><u>\$0.817</u></u>	<u><u>\$1.607</u></u>	<u><u>\$2.424</u></u>
% non-interest expense saves		<u><u>24.3%</u></u>	
<u>COMMON SIZED INCOME STATEMENT</u>			
Net interest income	3.34%		3.34%
Provision for loan losses	0.22%		0.22%
Non-interest income	0.60%		1.20%
Non-interest expense	3.04%		2.30%
NET BEFORE TAXES	<u>0.68%</u>		<u>2.01%</u>
Provision for income taxes	0.24%		0.70%
NET INCOME	<u><u>0.44%</u></u>		<u><u>1.31%</u></u>
AVERAGE ASSETS	<u><u>\$185.199</u></u>		<u><u>\$185.199</u></u>

EXHIBIT SIX
FIRST FARMERS COMMUNITY, INC.
FTE CALCULATIONS, SAVES
(millions)

	<u>Base Year</u>	<u>Adjusts</u>	<u>Year 3 Target</u>
Average assets	\$185.199		\$185.199
Full-time equivalent employees (FTEs)	91	(33)	58
ASSETS PER FTE	<u>\$2.035</u>		<u>\$3.200</u>
Salaries & benefits	\$3.452	(\$1.252)	\$2.200
Full-time equivalent employees (FTEs)	91	(33)	58
AVERAGE COMPENSATION	<u><u>\$0.038</u></u>	<u><u>\$0.038</u></u>	<u><u>\$0.038</u></u>

EXHIBIT SEVEN
FIRST FARMERS COMMUNITY, INC.
PROJECTED SUMMARY FINANCIAL STATEMENTS
(millions)

	<u>Pro forma 12/31/06</u>		<u>Projected December 31,</u>				
	<u>Before</u>	<u>After</u>					
	<u>Distribution</u>	<u>Distribution</u>	<u>2007</u>	<u>2008</u>	<u>2009</u>	<u>2010</u>	<u>2011</u>
<u>SUMMARY BALANCE SHEET</u>							
Loans	\$98.9	\$98.9	\$103.2	\$107.6	\$112.2	\$117.0	\$122.0
Other earning assets	80.7	79.0	82.4	85.9	89.6	93.5	97.5
Other intangible assets	0.2	0.2	0.2	0.2	0.2	0.2	0.2
Other assets	10.2	10.2	10.1	10.1	10.0	9.9	9.9
TOTAL ASSETS	\$190.0	\$188.3	\$195.9	\$203.8	\$212.0	\$220.7	\$229.6
Deposits	\$163.0	\$163.0	\$170.000	\$177.3	\$184.9	\$192.9	\$201.2
Borrowings	11.4	11.4	11.4	11.4	11.4	11.4	11.4
Other liabilities	0.8	0.8	0.8	0.9	0.9	0.9	1.0
TOTAL LIABILITIES	\$175.2	\$175.2	\$182.2	\$189.5	\$197.2	\$205.2	\$213.6
Common equity	14.8	13.2	13.7	14.3	14.8	15.4	16.1
TOTAL LIABS. & EQUITY	\$190.0	\$188.3	\$195.9	\$203.8	\$212.0	\$220.7	\$229.6
Average total assets	\$186.9	\$185.2	\$192.1	\$199.9	\$207.9	\$216.3	\$225.1
Projected growth	<u>4.3%</u>						
Calculated growth rate			<u>4.0%</u>	<u>4.0%</u>	<u>4.0%</u>	<u>4.1%</u>	<u>4.1%</u>
RETURN ON ASSETS (ROA)	<u>0.46%</u>	<u>0.44%</u>	<u>0.87%</u>	<u>1.31%</u>	<u>1.31%</u>	<u>1.31%</u>	<u>1.31%</u>
NET INCOME	<u>\$0.860</u>	<u>\$0.817</u>	<u>\$1.681</u>	<u>\$2.615</u>	<u>\$2.721</u>	<u>\$2.831</u>	<u>\$2.946</u>

EXHIBIT EIGHT
FIRST FARMERS COMMUNITY, INC.
EQUITY CAPITAL RECONCILIATION
(millions)

	Projected December 31,				
	2007	2008	2009	2010	2011
<u>COMMON EQUITY</u>					
Beginning balance	\$13.184	\$13.714	\$14.266	\$14.841	\$15.446
Net income	\$1.681	\$2.615	\$2.721	\$2.831	\$2.946
Dividends paid	(1.151)	(2.063)	(2.146)	(2.226)	(2.319)
RETAINED EARNINGS	<u>\$0.529</u>	<u>\$0.552</u>	<u>\$0.575</u>	<u>\$0.605</u>	<u>\$0.628</u>
ENDING BALANCE	<u><u>\$13.714</u></u>	<u><u>\$14.266</u></u>	<u><u>\$14.841</u></u>	<u><u>\$15.446</u></u>	<u><u>\$16.074</u></u>
<u>CAPITAL RATIOS</u>					
Common Equity/Total Assets	7.0%	7.0%	7.0%	7.0%	7.0%

EXHIBIT NINE
FIRST FARMERS COMMUNITY, INC.
PRESENT VALUE CALCULATION
(millions)

Long-term growth rate 4.0%

DISCOUNTED CASH FLOWS

	Projected December 31,					Terminal Value
	2007	2008	2009	2010	2011	
Net income	\$1.681	\$2.615	\$2.721	\$2.831	\$2.946	
Retained earnings	(0.529)	(0.552)	(0.575)	(0.605)	(0.628)	
DIVIDENDS	\$1.151	\$2.063	\$2.146	\$2.226	\$2.319	
Required rate of return	14.0%	0.9366	0.8216	0.7207	0.6322	0.5545
ANNUAL PRESENT VALUES	\$1.078	\$1.695	\$1.546	\$1.407	\$1.286	
TOTAL FIVE YEARS	\$7.012					
Present value of terminal value	15.914					
P.V. CASH FLOWS	\$22.927					
Capital payout at close	1.658					
TOTAL PRESENT VALUE	\$24.585					
				Projected earnings		\$3.064
				Capitalization rate		10.0%
				TERMINAL VALUE		\$30.642
				Discount factor		0.5194
				PRESENT VALUE		\$15.914

EXHIBIT TEN
FIRST FARMERS COMMUNITY, INC.
PRICING ANALYSIS
(millions)

	First Farmers	Median Acquisitions			Regional Market	Median Publicly-traded 2005
		YTD March 31, 2006				
		National	Southwest	Colorado		
REPORTED FINANCIALS, 12/31/05						
Total assets	\$191.0					
Goodwill	0.8					
TANGIBLE ASSETS	<u>\$190.3</u>					
Deposits	<u>\$163.0</u>					
Net income	\$1.206					
Return on assets	<u>0.64%</u>	<u>0.88%</u>	<u>1.04%</u>	<u>0.98%</u>	<u>0.89%</u>	<u>0.76%</u>
Common equity	\$15.836					
Tangible common equity	\$15.055					
7% tangible equity, downsized	\$13.188					
Equity / Assets	8.29%					
Tangible Equity/Tangible Assets	<u>7.91%</u>	<u>9.18%</u>	<u>10.20%</u>	<u>7.32%</u>	<u>5.54%</u>	<u>7.54%</u>
CALCULATED VALUE	<u>\$24.6</u>	MM				

VALUATION MULTIPLES:

	First Farmers	Median Acquisitions			Regional Market	Median Publicly-Traded Group
		YTD March 31, 2006				
		National	Southwest	Colorado		
Price/earnings multiples	20.4	26.5	30.0	22.4	13.8	16.0
Price/tangible book multiple	1.63	2.35	2.44	2.58	1.66	1.55
Price/7% book	1.72	2.76	NA	3.12	1.79	1.60
Premium/assets	5.0%	14.4%	NA	13.5%	NA	4.2%
Premium/deposits	5.8%	19.4%	NA	17.6%	NA	NA

EXHIBIT TEN
FIRST FARMERS COMMUNITY, INC.
PRICING ANALYSIS
(millions)

REPORTED FINANCIALS, 12/31/05

Total assets	\$191.0
Goodwill	0.8
TANGIBLE ASSETS	<u>\$190.3</u>
Deposits	<u>\$163.0</u>
Tangible common equity	\$15.1
7% tangible equity, downsized	13.2
EXCESS EQUITY, BASE	<u>\$1.9</u>
Net income	<u>\$1.206</u>

NET PAYMENT, INTERNAL RATE OF RETURN

	<u>PRICE RANGE</u>					
Purchase price	\$26.6	\$25.6	\$24.6	\$23.6	\$22.6	MM
Capital payout at close	1.7	1.7	1.7	1.7	1.7	
NET PAID	<u>\$24.9</u>	<u>\$23.9</u>	<u>\$22.9</u>	<u>\$21.9</u>	<u>\$20.9</u>	MM
Internal rate of return	<u>13.3%</u>	<u>13.7%</u>	<u>14.0%</u>	<u>14.5%</u>	<u>14.9%</u>	

FINANCING CONSIDERATIONS

Goodwill created	<u>\$11.5</u>	<u>\$10.5</u>	<u>\$9.5</u>	<u>\$8.5</u>	<u>\$7.5</u>	MM
Projected net income, year 3	\$2.721	\$2.721	\$2.721	\$2.721	\$2.721	MM
Interest expense, after-tax	(0.972)	(0.933)	(0.894)	(0.855)	(0.816)	
ADJUSTED NET INCOME	<u>\$1.749</u>	<u>\$1.788</u>	<u>\$1.827</u>	<u>\$1.866</u>	<u>\$1.905</u>	MM

PRICING MULTIPLES

Earnings	22.0	21.2	20.4	19.6	18.7
Tangible book	1.77	1.70	1.63	1.57	1.50
7% tangible book	1.87	1.80	1.72	1.65	1.57

**GOING-CONCERN
VALUE**

EXHIBIT ELEVEN
FIRST FARMERS COMMUNITY, INC.
PROJECTED SUMMARY FINANCIAL STATEMENTS
(millions)

	Base					
	12/31/05	2006	2007	2008	2009	2010
<u>SUMMARY BALANCE SHEET</u>						
Loans	\$98.9	\$102.9	\$107.0	\$111.3	\$115.8	\$120.4
Other earning assets	80.0	83.2	86.5	90.0	93.6	97.3
Goodwill, other intangibles	1.0	1.0	1.0	1.0	1.0	1.0
Other assets	11.1	11.6	12.1	12.6	13.1	13.6
TOTAL ASSETS	\$191.0	\$198.7	\$206.6	\$214.9	\$223.5	\$232.3
Deposits	\$163.0	\$169.5	\$176.3	\$183.4	\$190.7	\$198.3
Borrowings	11.7	12.0	12.0	12.0	12.0	11.8
Other liabilities	0.5	0.5	0.5	0.5	0.5	0.5
TOTAL LIABILITIES	\$175.2	\$182.0	\$188.8	\$195.9	\$203.2	\$210.6
Trust preferred securities	-	-	-	-	-	-
Common equity	15.8	16.7	17.8	19.0	20.3	21.7
TOTAL LIAB. & EQUITY	\$191.0	\$198.7	\$206.6	\$214.9	\$223.5	\$232.3
Average assets	\$187.9	\$194.9	\$202.7	\$210.8	\$219.2	\$227.9
Total assets growth	0.3%	4.0%	4.0%	4.0%	4.0%	3.9%
NET INCOME (C-Corp)	\$1.112	\$1.647	\$1.976	\$2.329	\$2.422	\$2.518
RETURN ON ASSETS (C-Corp)	0.59%	0.85%	0.98%	1.11%	1.11%	1.11%

INCOME CONVERSION: S-CORP TO C-CORP

Average assets	\$194.875	\$202.657	\$210.757	\$219.207	\$227.907
Projected S-Corp ROA	1.30%	1.50%	1.70%	1.70%	1.70%
PROJECTED S-CORP NET INCOME	\$2.533	\$3.040	\$3.583	\$3.727	\$3.874
Pro forma tax payments @ 35%	(0.887)	(1.064)	(1.254)	(1.304)	(1.356)
C-CORP EQUIVALENT NET INCOME	\$1.647	\$1.976	\$2.329	\$2.422	\$2.518

EXHIBIT TWELVE
FIRST FARMERS COMMUNITY, INC.
EQUITY CAPITAL RECONCILIATION
(millions)

	2006	2007	2008	2009	2010
<u>DIVIDEND CONVERSION: S-CORP TO C-CORP</u>					
Projected S-Corp net income	\$2.533	\$3.040	\$3.583	\$3.727	\$3.874
S-corp dividend rate	65%	65%	65%	65%	65%
S-CORP DIVIDENDS	\$1.647	\$1.976	\$2.329	\$2.422	\$2.518
Pro forma tax payments	(0.887)	(1.064)	(1.254)	(1.304)	(1.356)
C-CORP EQUIVALENT DIVIDENDS	\$0.760	\$0.912	\$1.075	\$1.118	\$1.162
<u>COMMON EQUITY, TOTAL EQUITY</u>					
Beginning balance	\$15.836	\$16.723	\$17.787	\$19.041	\$20.345
Net income (C-corp)	\$1.647	\$1.976	\$2.329	\$2.422	\$2.518
Projected C-corp dividend payout	(0.760)	(0.912)	(1.075)	(1.118)	(1.162)
RETAINED EARNINGS	\$0.887	\$1.064	\$1.254	\$1.304	\$1.356
ENDING COMMON EQUITY	\$16.723	\$17.787	\$19.041	\$20.345	\$21.701
Other equity components	-	-	-	-	-
TOTAL EQUITY	\$16.723	\$17.787	\$19.041	\$20.345	\$21.701
Effective C-corp dividend payout ratio	46.2%	46.2%	46.2%	46.2%	46.2%
<u>CAPITAL RATIOS</u>					
Common Equity/Total assets	8.42%	8.61%	8.86%	9.10%	9.34%
Tangible common equity/Tang. assets	7.95%	8.16%	8.43%	8.69%	8.95%
Total tangible equity/Tang. assets	7.95%	8.16%	8.43%	8.69%	8.95%

EXHIBIT THIRTEEN
FIRST FARMERS COMMUNITY, INC.
ADJUSTMENTS TO EQUITY AND NET INCOME
(millions)

	<u>2006</u>	<u>2007</u>	<u>2008</u>	<u>2009</u>	<u>2010</u>
<u>ADJUSTMENTS TO EQUITY, INCREASED DIVIDEND PAYOUT</u>					
Beginning equity	\$15.836	\$15.836	\$15.836	\$15.980	\$16.582
Adjusted net income (C-corp)	\$1.647	\$1.947	\$2.266	\$2.326	\$2.402
Adjusted dividends (C-corp)	<u>(1.647)</u>	<u>(1.947)</u>	<u>(2.122)</u>	<u>(1.724)</u>	<u>(1.786)</u>
ADJUSTED RETAINED EARNINGS	\$0.000	\$0.000	\$0.144	\$0.602	\$0.616
ENDING EQUITY	\$15.836	\$15.836	\$15.980	\$16.582	\$17.198
Goodwill, excluded intangibles	<u>(1.007)</u>	<u>(1.007)</u>	<u>(1.007)</u>	<u>(1.007)</u>	<u>(1.007)</u>
ADJUSTED TANGIBLE COMMON	\$14.829	\$14.829	\$14.973	\$15.575	\$16.191
Other equity components	-	-	-	-	-
ADJUSTED TANGIBLE TOTAL	<u>\$14.829</u>	<u>\$14.829</u>	<u>\$14.973</u>	<u>\$15.575</u>	<u>\$16.191</u>
<u>CAPITAL RATIOS</u>					
Common Equity/Total assets	7.97%	7.66%	7.44%	7.42%	7.40%
Tangible common equity/Tang. assets	7.50%	7.21%	7.00%	7.00%	7.00%
Total tangible equity/Tang. assets	7.50%	7.21%	7.00%	7.00%	7.00%
<u>CHANGE IN C-CORP DIVIDENDS</u>					
Projected dividends	\$0.760	\$0.912	\$1.075	\$1.118	\$1.162
Incr/(Decr) in dividends	0.887	1.035	1.048	0.606	0.624
ADJUSTED DIVIDENDS	<u>\$1.647</u>	<u>\$1.947</u>	<u>\$2.122</u>	<u>\$1.724</u>	<u>\$1.786</u>
<u>NET INCOME ADJUSTMENT FOR OPTIMAL DIVIDENDS</u>					
Accumulated change in dividends	<u>\$0.000</u>	<u>\$0.887</u>	<u>\$1.922</u>	<u>\$2.969</u>	<u>\$3.575</u>
Interest, dividend adjustment	5.0%	\$0.000	\$0.044	\$0.096	\$0.179
Tax adjustment	35.0%	-	(0.016)	(0.034)	(0.063)
NET INCOME ADJUSTMENT		<u>\$0.000</u>	<u>\$0.029</u>	<u>\$0.062</u>	<u>\$0.097</u>
Projected net income		\$1.647	\$1.976	\$2.329	\$2.518
Net income adjustment		-	(0.029)	(0.062)	(0.116)
ADJUSTED NET INCOME		<u>\$1.647</u>	<u>\$1.947</u>	<u>\$2.266</u>	<u>\$2.402</u>

EXHIBIT FOURTEEN
FIRST FARMERS COMMUNITY, INC.
PRESENT VALUE CALCULATION
(millions)

DISCOUNTED CASH FLOWS

Long-term growth rate 4.0%

	<u>2006</u>	<u>2007</u>	<u>2008</u>	<u>2009</u>	<u>2010</u>	<u>Terminal Value</u>
Net income	\$1.647	\$1.947	\$2.266	\$2.326	\$2.402	
Retained earnings	-	-	(0.144)	(0.602)	(0.616)	
DIVIDENDS	\$1.647	\$1.947	\$2.122	\$1.724	\$1.786	
Discount factor	14.0% 0.9366	0.8216	0.7207	0.6322	0.5545	
ANNUAL PRESENT VALUES	\$1.542	\$1.600	\$1.530	\$1.090	\$0.990	
TOTAL FIVE YEARS	\$6.752					
P.V. of terminal Value	12.975			Projected earnings, 2012	\$2.402	
TOTAL PRESENT VALUE	<u>\$19.727</u>			Long-term growth rate	<u>4.0%</u>	
				TERMINAL EARNINGS	<u>\$2.498</u>	
				Capitalization rate	<u>10.0%</u>	
				TERMINAL VALUE	<u>\$24.983</u>	
				Discount factor	<u>0.5194</u>	
				PV OF TERMINAL	<u>\$12.975</u>	

EXHIBIT FIFTEEN
FIRST FARMERS COMMUNITY, INC.
VALUATION MULTIPLES
(millions)

SUMMARY FINANCIALS - December 31, 2005

	First Farmers	Median Publicly- Traded Group
Total assets	\$191.042	
Intangible assets	1.007	
Tangible assets	<u>\$190.035</u>	
12/31/05 C- corp equivalent earnings	\$1.112	
C-corp return on assets (ROA)	0.59%	0.76%
Book	\$15.836	
Tangible book	\$14.829	
Tangible book/Tangible assets	7.80%	7.54%
7% Capital	\$13.302	
<u>CALCULATED VALUE</u>	<u>\$19.727</u>	

VALUATION MULTIPLES:

	First Farmers	Median Publicly- Traded Group
Price/earnings, 12/31/05	17.7	16.0
Price/tangible book	1.33	1.55
Price/7% book (a)	1.37	1.60
Premium/Assets (b)	2.6%	4.2%

(a) Calculation of the 7% book multiple

Calculated value	\$19.727
Adjust to 7% capital	(1.527)
VALUE, 7% CAPITAL	<u>\$18.200</u>
7% capital	13.302
PRICE/7% BOOK	<u>1.37</u>

(b) Calculation of the Premium/Assets

Calculated value	\$19.727
Tangible book	14.829
PREMIUM	<u>\$4.898</u>
Tangible assets	190.035
PREMIUM/ASSETS	<u>2.6%</u>

EXHIBIT SIXTEEN
FIRST FARMERS COMMUNITY, INC.
PUBLICLY-TRADED GROUP
(millions)

					<u>9/30/05</u>				
					<u>Total</u>	<u>Common</u>	<u>Tangible</u>	<u>Earnings</u>	<u>Return</u>
<u>Financial Institution/Ticker</u>		<u>City/State</u>		<u>Assets</u>	<u>Equity</u>	<u>Capital</u>	<u>9/30/05</u>	<u>on</u>	<u>Assets</u>
						<u>Ratio</u>		<u>Assets</u>	
1	Commercial Bancshares, Inc.	CMOH.OB	Upper Sandusky	OH	\$294.1	\$22.0	7.5%	\$1.9	0.63%
2	Community Bank Shares of IN	CBIN	New Albany	IN	647.6	43.3	6.7%	3.6	0.59%
3	Community Central Bank Corp.	CCBD	Mount Clemens	MI	448.4	35.4	7.6%	3.1	0.74%
4	Dearborn Bancorp Inc.	DEAR	Dearborn	MI	700.4	81.5	10.9%	6.8	1.00%
5	Guananty Federal Bcshs, Inc.	GFED	Springfield	MO	491.3	41.3	8.4%	5.4	1.16%
6	Landmark Bancorp, In.	LARK	Manhattan	KS	442.1	42.2	7.9%	4.1	0.92%
7	MidwestOne Financial Group	OSKY	Oskaloosa	IA	657.8	58.1	6.9%	5.7	0.87%
8	Monroe Bancorp	MROE	Bloomington	IN	678.6	49.8	7.3%	7.1	1.09%
9	Princeton National Bancorp	PNBC	Princeton	IL	927.5	63.2	4.7%	7.1	0.90%
10	Rurban Financial Corp.	RBNF	Defiance	OH	438.6	50.3	10.2%	1.7	0.41%
11	St. Joeseph Capital Corp.	SJOE	Mishawaka	IN	450.8	28.5	6.3%	3.1	0.74%
12	Tower Financial Corp.	TOFC	Ft. Wayne	IN	542.6	46.5	8.6%	3.4	0.67%
13	United Bancorp, Inc.	UBCP	Martins Ferry	OH	405.7	33.9	8.4%	3.1	0.78%
14	United Bancshares Inc.	UBOH	Coloumbus Grove	OH	541.2	44.0	6.9%	3.7	0.68%
				Max	\$927.5	\$81.5	10.9%	\$7.1	1.16%
				Min	\$294.1	\$22.0	4.7%	\$1.7	0.41%
				Average	NM	NM	7.7%	NM	0.80%
				Median	NM	NM	7.5%	NM	0.76%

EXHIBIT SIXTEEN
FIRST FARMERS COMMUNITY, INC.
PUBLICLY-TRADED GROUP
(millions)

		12/31/05							
Financial Institution/Ticker		Price	Shares Out	Market Cap	Price-to			Premium to Assets	
					Earns	Book	Tang Book		7% Tang Book
1	Commercial Bancshares, Inc. CMOH.OB	\$26.75	1.2	\$31.3	16.7	1.42	1.42	1.45	3.2%
2	Community Bank Shares of IN CBIN	\$22.80	2.6	59.7	16.5	1.38	1.38	1.36	2.5%
3	Community Central Bank Corp. CCBD	\$13.24	3.3	43.4	14.1	1.23	1.28	1.30	2.1%
4	Dearborn Bancorp Inc. DEAR	\$24.75	5.4	133.7	19.7	1.64	1.76	2.18	8.2%
5	Guananty Federal Bcshs, Inc. GFED	\$27.73	3.0	82.1	15.2	1.99	1.99	2.18	8.3%
6	Landmark Bancorp, In. LARK	\$24.95	2.2	55.6	13.7	1.32	1.61	1.69	4.8%
7	MidwestOne Financial Group OSKY	\$17.77	3.8	67.0	11.8	1.15	1.51	1.50	3.4%
8	Monroe Bancorp MROE	\$16.00	6.6	106.2	14.9	2.13	2.13	2.19	8.3%
9	Princeton National Bancorp PNBC	\$33.25	3.4	111.7	15.7	1.77	2.61	2.09	7.4%
10	Rurban Financial Corp. RBNF	\$11.78	4.6	53.8	31.1	1.07	1.22	1.32	2.2%
11	St. Joeseeph Capital Corp. SJOE	\$31.00	1.8	54.3	17.4	1.90	1.90	1.81	5.7%
12	Tower Financial Corp. TOFC	\$17.20	4.0	69.0	20.2	1.48	1.48	1.59	4.1%
13	United Bancorp, Inc. UBCP	\$12.15	4.2	51.0	16.3	1.51	1.51	1.60	4.2%
14	United Bancshares Inc. UBOH	\$16.20	3.6	58.8	15.7	1.34	1.60	1.59	4.1%
				Max	31.1	2.13	2.61	2.19	8.3%
				Min	11.8	1.07	1.22	1.30	2.1%
				Average	17.1	1.52	1.67	1.71	4.9%
				Median	16.0	1.45	1.55	1.60	4.2%

EXHIBIT SEVENTEEN

FIRST FARMERS COMMUNITY, INC.

VALUATION SUMMARY

VALUE PER SHARE CALCULATION:

Aggregate value	\$19.727 million	
Shares outstanding, 12/31/05	50,000	
PRO RATA VALUE PER SHARE	<u>\$394.54</u>	
Incremental value for S-Corp tax treatment	<u>17.51</u>	4.3% Incremental S-corp adjustment
PER SHARE VALUE, S-CORP SHARES	<u><u>\$412.05</u></u>	

DIVIDENDS WITH PUBLICLY-TRADED TERMINAL VALUE

Dividends only, publicly-traded terminal value	\$331.24	-16.2% Discount from publicly-traded
Incremental value for S-Corp tax treatment	<u>17.51</u>	
NON-MARKETABLE S-CORP SHARES	<u><u>\$348.75</u></u>	

ON-GOING DIVIDENDS

Dividends only for terminal value	\$197.30	-50.1% Discount from publicly-traded
Incremental value for S-Corp tax treatment	<u>17.51</u>	
NON-MARKETABLE S-CORP SHARES	<u><u>\$214.81</u></u>	

EXHIBIT EIGHTEEN
FIRST FARMERS COMMUNITY, INC.
INCREMENTAL VALUE OF S-CORP STATUS
(millions)

TAX ADJUSTMENTS:

TAX ADJUSTMENTS FOR C-CORPORATION:

		June 30,				
		2007	2008	2009	2010	2011
Projected S-Corp net income		\$2.533	\$3.040	\$3.583	\$3.727	\$3.874
Projected C-corp taxes	35%	0.887	1.064	1.254	1.304	1.356
PRO FORMA C-CORP NET INCOME		<u>\$1.647</u>	<u>\$1.976</u>	<u>\$2.329</u>	<u>\$2.422</u>	<u>\$2.518</u>

DIVIDEND ADJUSTMENTS FOR C-CORPORATION:

Projected S-Corp dividends		\$1.647	\$1.976	\$2.329	\$2.422	\$2.518
Projected C-corp taxes		0.887	1.064	1.254	1.304	1.356
PRO FORMA C-CORP DIVIDENDS		<u>\$0.760</u>	<u>\$0.912</u>	<u>\$1.075</u>	<u>\$1.118</u>	<u>\$1.162</u>

SHAREHOLDER TAX ON S-CORP EARNINGS:

S-Corp income		\$2.533	\$3.040	\$3.583	\$3.727	\$3.874
Shareholders marginal tax rate		36%	36%	36%	36%	36%
PERSONAL TAX ON S-CORP EARNINGS		<u>\$0.912</u>	<u>\$1.094</u>	<u>\$1.290</u>	<u>\$1.342</u>	<u>\$1.395</u>

EXHIBIT EIGHTEEN
FIRST FARMERS COMMUNITY, INC.
INCREMENTAL VALUE OF S-CORP STATUS
(millions)

PRESENT VALUE CALCULATIONS:

PRESENT VALUE OF S-CORP DIVIDENDS, AFTER-TAX:

		March 31,					Terminal	
		2005	2006	2007	2008	2009	Value	
Projected S-Corp dividends		\$1.647	\$1.976	\$2.329	\$2.422	\$2.518	\$5.865	Retained earnings
Personal tax liability, S-Corp earnings	36%	(0.912)	(1.094)	(1.290)	(1.342)	(1.395)	15%	Capital gains rate
NET AFTER-TAX TO SHAREHOLDERS		\$0.735	\$0.882	\$1.039	\$1.081	\$1.124	\$0.880	Tax savings
Present value factors	14.0%	0.9366	0.8216	0.7207	0.6322	0.5545	0.5194	
PERIODIC PRESENT VALUES		\$0.688	\$0.724	\$0.749	\$0.683	\$0.623	\$0.457	
TOTAL PRESENT VALUE		<u>\$3.924</u>					-	

PRESENT VALUE OF C-CORP DIVIDENDS, AFTER-TAX:

		September 30,				
		2005	2006	2007	2008	2009
C-Corp dividends to shareholders		\$0.760	\$0.912	\$1.075	\$1.118	\$1.162
Personal tax liability, C-Corp dividends	15%	(0.114)	(0.137)	(0.161)	(0.168)	(0.174)
NET AFTER-TAX TO SHAREHOLDERS		\$0.646	\$0.775	\$0.914	\$0.950	\$0.988
Present value factors	14.0%	0.9366	0.8216	0.7207	0.6322	0.5545
PERIODIC PRESENT VALUES		\$0.605	\$0.637	\$0.658	\$0.601	\$0.548
TOTAL PRESENT VALUE		<u>\$3.049</u>				

INCREMENTAL, AFTER-TAX VALUE OF DIVIDENDS:

S-corp dividends after-tax present value	\$3.924
C-corp dividends after-tax present value	3.049
INCREMENTAL VALUE ATTRIBUTABLE TO S-CORP	<u>\$0.875</u>
Shares outstanding	50,000
PER SHARE INCREMENTAL VALUE	<u>\$17.51</u>

EXHIBIT NINETEEN
FIRST FARMERS COMMUNITY, INC.
PRESENT VALUE, DIVIDENDS ONLY
(millions)

PROJECTED C-CORP DIVIDENDS - PUBLICLY-TRADED TERMINAL VALUE

		<u>2006</u>	<u>2007</u>	<u>2008</u>	<u>2009</u>	<u>2010</u>	<u>-</u>	<u>Terminal Value</u>
Projected C-corp dividends		\$0.760	\$0.912	\$1.075	\$1.118	\$1.162		
Discount factor	14.0%	0.9366	0.8216	0.7207	0.6322	0.5545		
ANNUAL PRESENT VALUES		<u>\$0.712</u>	<u>\$0.749</u>	<u>\$0.775</u>	<u>\$0.707</u>	<u>\$0.645</u>		
TOTAL FIVE YEARS		<u>\$3.587</u>						
P.V. of terminal Value		<u>12.975</u>					Terminal value for aggregate	\$24.983
TOTAL PRESENT VALUE		<u>\$16.562</u>					Discount factor	<u>0.5194</u>
Shares outstanding		<u>50,000</u>					PV OF TERMINAL	<u>\$12.975</u>
PER SHARE VALUE (C-corp)		<u>\$331.24</u>						

PROJECTED ON-GOING C-CORP DIVIDENDS

		<u>2006</u>	<u>2007</u>	<u>2008</u>	<u>2009</u>	<u>2010</u>	<u>-</u>	<u>Terminal Value</u>
Projected C-corp dividends		\$0.760	\$0.912	\$1.075	\$1.118	\$1.162		
Discount factor	14.0%	0.9366	0.8216	0.7207	0.6322	0.5545		
ANNUAL PRESENT VALUES		<u>\$0.712</u>	<u>\$0.749</u>	<u>\$0.775</u>	<u>\$0.707</u>	<u>\$0.645</u>		
TOTAL FIVE YEARS		<u>\$3.587</u>						
P.V. of terminal Value		<u>6.278</u>					Projected dividends, 2011	\$1.162
TOTAL PRESENT VALUE		<u>\$9.865</u>					Long-term growth rate	<u>4.0%</u>
Shares outstanding		<u>50,000</u>					TERMINAL EARNINGS	<u>\$1.209</u>
PER SHARE VALUE (C-corp)		<u>\$197.30</u>					Capitalization rate	<u>10.0%</u>
							TERMINAL VALUE	<u>\$12.088</u>
							Discount factor	<u>0.5194</u>
							PV OF TERMINAL	<u>\$6.278</u>