#2004-89 Terminates #2002-62

TERMINATION OF THE AGREEMENT BY AND BETWEEN

First National Bank of Mexia Mexia, Texas

AND THE COMPTROLLER OF THE CURRENCY

WHEREAS, in an effort to protect the depositors, other customers and shareholders of First

National Bank of Mexia, Mexia, Texas (Bank), and to ensure the Bank's safe and sound

operation, the Bank and the Comptroller of the Currency of the United States of America

(Comptroller), entered into an Agreement, dated July 22, 2002; and

WHEREAS, the Comptroller believes that the protection of the depositors, other customers

and shareholders of the Bank as well as its safe and sound operation do not require the continued

existence of said Agreement;

NOW, THEREFORE, the Comptroller directs that the Agreement between the Bank and

the Comptroller be, and it hereby is, **TERMINATED**.

**IN TESTIMONY WHEREOF**, the undersigned, designated by the Comptroller as his/her

authorized representative, has hereunto set his/her hand.

/s/ Shirley C. Alfred

July 16, 2004

Shirley C. Alfred

Acting Assistant Deputy Comptroller

Dallas South Field Office

Date