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0456880

Commonwealth of Kentucky  
Elaine N. Walker, Secretary of State

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Elaine N. Walker  
Secretary of State  
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Elaine N. Walker  
Secretary of State  
P. O. Box 718  
Frankfort, KY 40602-0718  
(502) 564-3490  
<http://www.sos.ky.gov>

Statement of Change of  
Registered Office, Registered  
Agent, or Both

RAC

Pursuant to the provisions of KRS chapters 271B, 273, 275, or 362, the undersigned hereby applies to change the registered office, registered agent, or both on behalf of

**CITIZENS COMMERCE BANCSHARES, INC.**

which is organized in the state of Kentucky, and for that purpose submits the following statements:

**1. Name of current registered agent**

JOHN E. SOPER, III

**2. Registered agent is hereby changed to:**

DAVID BROWN

**3. Address of current registered office**

534 MARSAILLES ROAD  
VERSAILLES, KY 40383

**4. Registered office is hereby changed to:**

534 MARSAILLES ROAD  
VERSAILLES, KY 40383

**5. Signature of officer or chairman of the board**

WILL PARKS, CHAIRMAN

Signature and Title

Type or print name and title

6/13/2011 2:54 PM

Date

**6. Consent of new agent**

I consent to serve as the new registered agent on behalf of this corporation.

DAVID BROWN

Signature and Title

Type or print name and title