

Statement of Change of Registered Office, Agent, or Both

Pursuant to the provisions of Chapters 271B or 273 of the Kentucky Revised Statutes, the undersigned hereby applies to change the registered office or registered agent, or both on behalf of

CITIZENS BANK (SHARPSBURG, KY.)

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

1. Name of current registered agent

LESLIE RICHARDSON

2. Registered agent is hereby changed to

Premier Financial Bancorp, Inc.

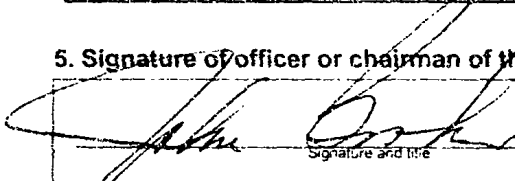
3. Address of current registered office

P.O. BOX 158, MAIN ST.
HIGHWAY 11
SHARPSBURG, KY 40374

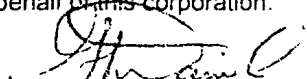
4. Registered office is hereby changed to

115 North Hamilton Street
Georgetown, KY 40324

5. Signature of officer or chairman of the board


Signature and title
John Booher, Interim President
Type or print name and title
Date August 9, 2000

6. Consent of new agent

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

Signature of registered agent
Gardner Daniel, Pres./CEO, PFBI
Type or print name and title if applicable