FEDERAL DEPOSIT INSURANCE CORPORATION

WASHINGTON, D.C.

In the Matter of ELIZABETH J. GRAY, individually, and as an institution-affiliated party of BANK OF EASTMAN EASTMAN, GEORGIA (insured State Nonmember Bank)	ORDER OF PROHIBITION FROM FURTHER PARTICIPATION FDIC-13-0243e

ELIZABETH J. GRAY ("Respondent") has been advised of the right to receive a NOTICE OF INTENTION TO PROHIBIT FROM FURTHER PARTICIPATION ("NOTICE") issued by the Federal Deposit Insurance Corporation ("FDIC") detailing the unsafe or unsound banking practices and breaches of fiduciary duty for which an ORDER OF PROHIBITION FROM FURTHER PARTICIPATION ("ORDER") may issue, and has been further advised of the right to a hearing on the alleged charges under 12 U.S.C. § 1818(e) and FDIC's Rules of Practice and Procedure, 12 C.F.R. Part 308. Having waived those rights, Respondent entered into a STIPULATION AND CONSENT TO THE ISSUANCE OF AN ORDER OF PROHIBITION FROM FURTHER PARTICIPATION ("CONSENT AGREEMENT") with a representative of the Legal Division of the FDIC, whereby solely for the purpose of this proceeding and without admitting or denying any unsafe or unsound banking practices or breaches of fiduciary duty, Respondent consented to the issuance of the ORDER by the FDIC.

The FDIC considered the matter and determined it has reason to believe that:

(a) The Respondent has engaged or participated in unsafe or unsound banking practices and breaches of fiduciary duty while an institution-affiliated party of Bank Of Eastman, Eastman, Georgia ("Bank");

(b) By reason of such unsafe or unsound banking practices and breaches of fiduciary duty, the Bank has suffered financial loss; and

(c) Such unsafe or unsound banking practices and breaches of fiduciary duty involved personal dishonesty on the part of Respondent and demonstrated Respondent's willful or continuing disregard for the safety or soundness of the Bank.

The FDIC further determined that such unsafe or unsound banking practices and breaches of fiduciary duty demonstrate Respondent's unfitness to serve as a director, officer, person participating in the conduct of the affairs or as an institution-affiliated party of the Bank, any other insured depository institution, or any other agency or organization enumerated in 12 U.S.C. § 1818(e)(7)(A). The FDIC, therefore, accepts the CONSENT AGREEMENT and issues the following:

ORDER OF PROHIBITION FROM FURTHER PARTICIPATION

1. ELIZABETH J. GRAY is hereby, without the prior written approval of the FDIC and the appropriate Federal financial institution's regulatory agency, as

that term is defined in 12 U.S.C. § 1818(e)(7)(D), prohibited from:

(a) participating in any manner in the conduct of the affairs of any financial institution or organization enumerated in 12 U.S.C. § 1818(e)(7)(A);

(b) soliciting, procuring, transferring, attempting to transfer, voting, or attempting to vote any proxy, consent or authorization with respect to any voting rights in any financial institution enumerated in 12 U.S.C. § 1818(e)(7)(A);

(c) violating any voting agreement previously approved by the appropriate Federal banking agency; or

(d) voting for a director, or serving or acting as an institution-affiliated party with respect to any financial institution enumerated in 12 U.S.C. § 1818(e)(7)(A).

2. This ORDER will become effective upon its issuance by the FDIC. The provisions of this ORDER will remain effective and enforceable except to the extent that, and until such time as, any provision of this ORDER shall have been modified, terminated, suspended, or set aside by the FDIC.

Pursuant to delegated authority.

Dated this 29TH day of December, 2014.

/s/
Christopher J. Newbury
Associate Director
Division of Risk Management Supervision