

FIRST FARMERS & MERCHANTS CORP  
Form 8-K  
April 16, 2004

United States

SECURITIES AND EXCHANGE COMMISSION

Washington, D. C. 20549

FORM 8-K

Current Report Pursuant to Section 13 or 15(d) of  
the Securities Exchange Act of 1934

Date of Report: April 16, 2004

(Date of earliest event reported: April 7, 2004)

_____ First Farmers and Merchants Corporation _____	
(Exact name of registrant as specified in its charter)	
_____ Tennessee _____	
(State or other jurisdiction of incorporation or organization)	
_____ 0-10972 _____	_____ 62-1148660 _____
(	(I.R.S. Employer Identification No.)
Commission File Number)	
816 South Garden Street	

38402 - 1148	Columbia, Tennessee
(Address of principal executive offices)	(Zip Code)
(931) 388-3145	
(Registrant's telephone number, including area code)	

Item 5. Other Events

On April 12, 2004 First Farmers and Merchants National Bank, the wholly-owned subsidiary (the "Bank") of First Farmers and Merchants Corporation, received written notice from the Office of the Comptroller of the Currency (the "OCC") that the agreement between the Bank and OCC, dated September 3, 2002, was terminated effective April 7, 2004.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

FIRST FARMERS AND MERCHANTS CORPORATION

(Registrant)

Date	April 16, 2004	/s/ Randy Stevens
		T. Randy Stevens, President and Chief Executive Officer

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Date	<u>April 16, 2004</u>	<u>/s/ Patricia N. McClanahan</u>
		Patricia N. McClanahan, Treasurer/Chief Financial Officer