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Item 8.01 Other Events.

On October 28, 2004, the Registrant mailed to shareholders its regular brochure containing a summary of financial results for the third quarter of 2004, filed herewith as Exhibit 99.1.

Section 9 - Financial Statements and Exhibits

Item 9.01 Financial Statements and Exhibits.

(c) Exhibits.

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The following Exhibits are being furnished herewith:

99.1 Registrant's brochure containing financial results  
for the third quarter of 2004, dated October 29, 2004.

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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 hereunto duly authorized.

FIRST NATIONAL LINCOLN CORPORATION

By: /s/ F. STEPHEN WARD

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F. Stephen Ward  
Treasurer and Chief Financial Officer

Dated: October 28, 2004

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Exhibit Index

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Exhibit

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Number  
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Description of Exhibit  
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99.1

Registrant's brochure containing financial results  
for the third quarter of 2004, dated October 29, 2004.