HERE WE GROW AGAIN.

AmeriBancShares, Inc.
2000 Annual Report


American
National Bank

John B. "Bo" Stahler
President and CEO

The central theme of this year's Annual Report, "Here We Grow Again", is quite fitting in discussing AmeriBancShare's performance for the year 2000. I say that for a number of reasons. To begin with, our earnings of $2,537,138 represents an all time high, eclipsing by nearly $320,000 our previous best year. Secondly, our year-end totals for deposits and loans were all time highs as well. And finally, with the completion of the acquisition of the trust assets from Bank of America, we now have in excess of $630MM in trust assets under management, a truly incredible total considering we have only been in the business for approximately five years. As a result of the growth we have experienced in these various areas, along with the increase in the size of our staff, we are again faced with a building expansion, the fourth such expansion since we originally moved into the building in 1980. Among other things, the additional space will allow us to relocate American National Leasing from its remote location into our main office, which we believe will improve efficiency and assist in the growth of this very important operation of the Bank. We are also allocating space for an investment center, which we hope to have operational sometime during the second quarter. This too represents an area of great potential as we continue to expand our product and service offerings. As I have suggested in the past, we simply can no longer remain the stereotype bank of the past, one that simply takes deposits and makes loans. Rather, we must become a provider of a vast array of service offerings if we hope to meet the needs of our expanding customer base.

It seems hard to imagine that in November we will celebrate the 25th Anniversary of American National Bank. Needless to say, we have much to be thankful for. This starts with the stability of the staff who are so dedicated to making our Bank number one in the marketplace. Our industry has seen tremendous change over the past quarter of a century, what with all the mergers and acquisitions, and the name changes and downsizing that has occurred. In our city alone, the three largest financial institutions 25 years ago have had their name changed so many times and have had so much employee turnover that they are hardly recognizable. American National Bank, on the other hand, has maintained the same identity since inception, and our staffing has, for the most part, remained intact for many years. We are proud of the fact that our customers can come into the Bank and see the same familiar faces, month after month, year after year. While many of our competitor's customers must now rely on 1-800 numbers to transact much of their banking business, our customers continue to get the same personalized service they have come to expect. At the same time, though, we have stayed abreast with the many innovations in technology, in order to meet our individual customers needs and preferences. As an example, those who prefer to do their banking from the confines of their home or office, can now do so by accessing their account information using our internet banking service, while those who continue to want a more "hands-on" banking, can be assured of the personnel service they desire. And of course, for after hours banking there is always the convenience of our ATM machines.

From a shareholder's standpoint, the first year of the 21st century was tremendous. Not only was 2000 the most profitable year in our history, the total was an increase of nearly $812M over 1999. We once again had strong loan demand, as our average loans outstanding increased 17.3%. We

1976	1979	1980	1986
American National Bank Opens For Business November, 29	Terrible Tuesday Tornado Rips Through Wichita Falls April 19	American National Bank Moves Into Permanent Location At 2732 Midwestern Parkway	American National Bank Opens First Branch At Eighth & Scott in Downtown Wichita Falls

finished #1 in our market in the origination of 1-4 family mortgages with production of $36MM, and our totals including the Flower Mound branch exceeded $47MM. The Bank's subsidiary, American National Leasing, doubled in size over the past 12 months. And what can I say about the success of our Trust Department, other than we now have the largest such operation in North Texas, and we have every reason to believe the growth will continue? You might be interested to know that approximately 21% of American National Bank's total operating income is now fee based, which we believe is significant as interest margins continue to be squeezed. What all this equates to is the fact that your stock value has continued to increase. For the 13th year in a row we raised our dividends, and the market value of the stock continues to grow as well. Contrary to the stock market, which has fluctuated dramatically of late, AmeriBancShare's stock has remained on a consistent rise. To my knowledge, rarely, if ever, has the stock decreased in value over the past 15 years.

I would be remiss if I did not acknowledge the work of the various Department heads who oversee the success of our operation. Dwight Berry, Executive Vice President, heads an experienced staff of lenders who are responsible for maintaining a loan portfolio that now totals in excess of $135MM. Senior Vice President Roy Olsen and Vice President June Streight manage our back office operations, and Roy is also responsible for keeping us on the leading edge of technology. Senior Vice President Bill Franklin has been in charge of our mortgage loan operation since its inception some seven years ago. The Trust Department is under the capable leadership of Senior Vice President Tim Connolly. The head of our teller operations, Vice President Susan Cast, does a wonderful job. Along with June Streight and myself, Susan has been with the Bank since we opened for business in 1976. Assistant Vice President Don McKinney runs our subsidiary operation, American National Leasing Company. Last but not least, our branch offices are under the guidance of Senior Vice President Johnny Clark who runs our downtown location, Vice President Randy Gibson who oversees our operations in Iowa Park, and Vice President Sam Wilson who manages the Flower Mound branch. All three do an outstanding job. But these people are only part of the story. There are many other Officers and employees who work at our various locations, and each and every one plays an integral part in the success of our bank. And of course, I must acknowledge the leadership and support of the Board of Directors, who do a tremendous job in providing focus and direction to the organization. They are truly ambassadors of the Bank.

American National Bank is indeed a unique place to work. We share in the trials and tribulations of one another, but we never lose sight of the fact that we are primarily here to serve the needs of our customers and to enhance shareholder value. I assure you we take our jobs seriously, and are indeed proud of what we have accomplished to this point. But we are not sitting back on our laurels. I am confident the Bank will continue to grow in size and profitability, as will the value of your investment. Your continued support and encouragement is appreciated. Here We Grow Again!

Bo Stahler

John B. "Bo" Stahler
President and CEO

Mortgage Loan Department
Established
September
1990

Trust Department
Established
January
1995

American National Bank
Celebrates Our
"Twentyversary"
1996

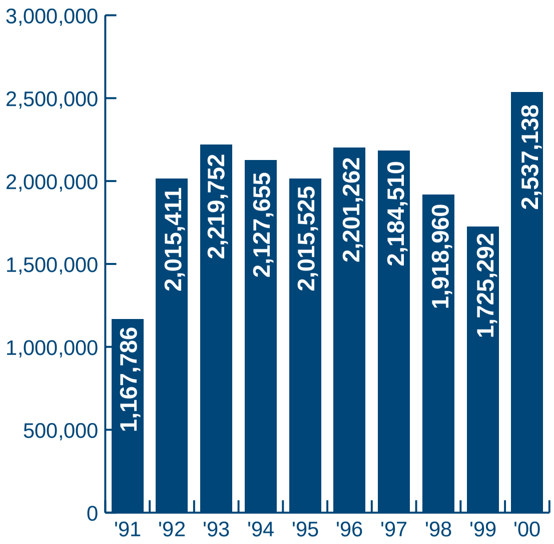
American National
Leasing Company
Opens in October
1998

	Year Ended December 31, 2000	1999	% Change
Earnings			
Net Interest Income	8,132,652	7,242,296	+ 12.3
Provision For Loan Losses	365,000	150,000	+ 143.3
Non-Interest Income	5,327,997	3,198,595	+ 66.6
Non-Interest Expense	9,277,415	7,782,965	+ 19.2
Net Income	2,537,138	1,725,292	+ 47.1
Share Data			
Net Income	1.28	.86	+ 48.8
Dividends Paid	.48	.44	+ 9.1
Book Value	9.88	9.15	+ 7.9
Returns			
Return on Average Assets	1.24	.93	+ 33.3
Return on Average Equity	13.52	9.44	+ 43.2
Financial Position at Year End			
Total Assets	219,183,828	196,343,794	+ 11.6
Loans (Net)	137,964,983	115,328,450	+ 19.6
Reserve for Loan Losses	1,418,538	1,293,987	+ 9.6
Deposits	194,620,236	172,877,253	+ 12.6
Equity	19,436,298	18,442,448	+ 5.4

YEAR END STATISTICS

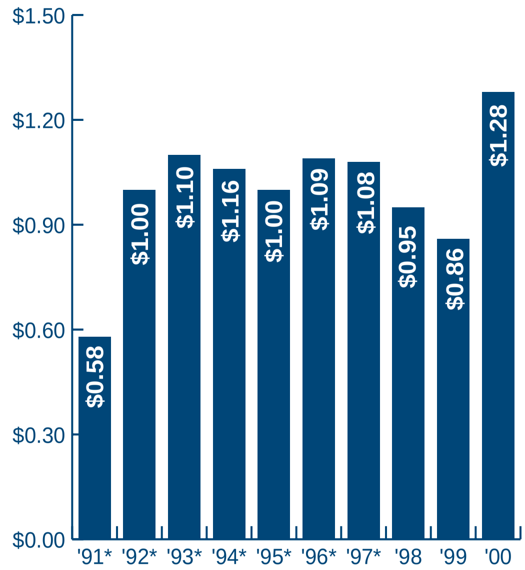
AmeriBancShares, Inc.

Consolidated Net Income

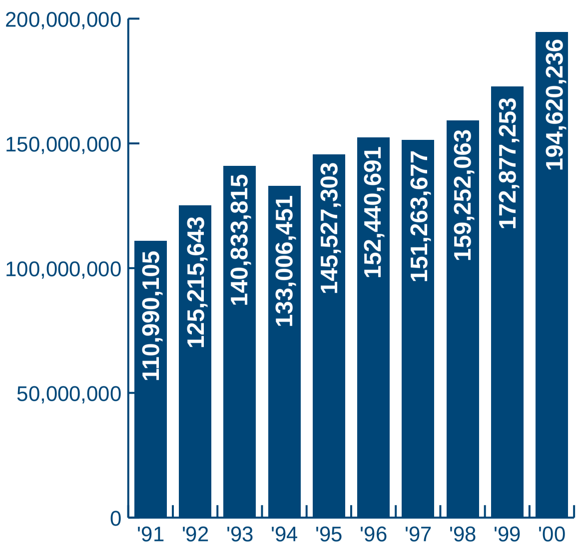


Earnings Per Share

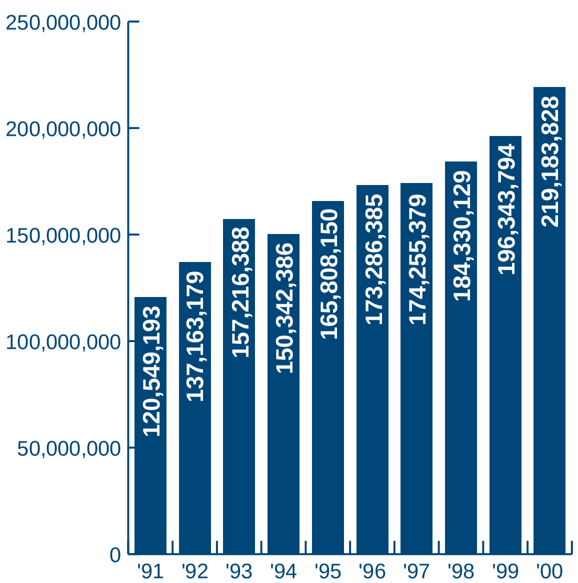
** adjusted to reflect AmeriBancShares, Inc. stock outstanding*



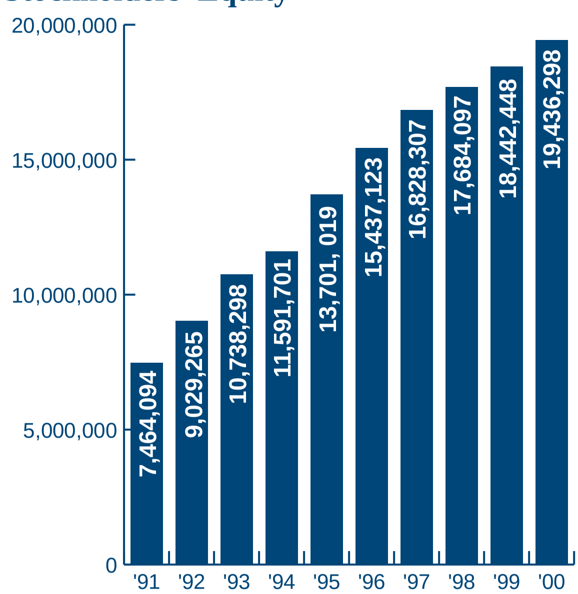
Year End Deposits



Year End Assets



Stockholders' Equity



To the Board of Directors and Stockholders
of AmeriBancShares, Inc. and Subsidiaries

We have audited the accompanying consolidated balance sheets of **AmeriBancShares, Inc. and Subsidiaries** as of December 31, 2000 and 1999, and the related consolidated statements of income, changes in stockholders' equity, and cash flows for each of the years then ended. These consolidated financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these consolidated financial statements based on our audits.

We conducted our audits in accordance with generally accepted auditing standards. Those standards require that we plan and perform the audits to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the financial position of **AmeriBancShares, Inc. and Subsidiaries** as of December 31, 2000 and 1999, and the results of their operations and their cash flows for each of the years then ended, in conformity with generally accepted accounting principles.

Our audits were conducted for the purpose of forming an opinion on the consolidated financial statements taken as a whole. The consolidating schedules presented following the Notes to Consolidated Financial Statements are presented for purposes of additional analysis of the consolidated financial statements rather than to present the financial position, results of operations, and cash flows of the individual companies. Such information has been subjected to the auditing procedures applied in the audits of the consolidated financial statements, and in our opinion, is fairly stated in all material respects in relation to the consolidated financial statements taken as a whole.

Mathis, West, Huffines & Co., P.C.

MATHIS, WEST, HUFFINES & CO., P.C.

Wichita Falls, Texas
February 14, 2001

CONSOLIDATED BALANCE SHEETS

December 31, 2000 and 1999

ASSETS	2000	1999
Cash and due from banks, noninterest bearing	$ 18,961,558	$ 15,022,672
Federal funds sold	5,790,000	12,960,000
Total cash and cash equivalents	24,751,558	27,982,672
Securities available for sale	25,338,358	26,838,486
Securities to be held to maturity (approximate market value of $5,156,886 in 2000 and $8,445,341 in 1999)	5,096,616	8,405,222
Other securities (approximate market value of $858,650 in 2000 and $852,950 in 1999)	858,650	852,950
Total investment securities	31,293,624	36,096,658
Mortgage loans held for sale	817,389	898,637
Loans	140,808,774	117,673,310
Less: Unearned discount	(1,425,253)	(1,050,873)
Allowance for loan losses	(1,418,538)	(1,293,987)
Loans, net	137,964,983	115,328,450
Premises and equipment, net	12,214,671	10,676,236
Accrued interest receivable	1,625,281	1,385,088
Other assets	10,516,322	3,976,053
Total assets	$ 219,183,828	$ 196,343,794
LIABILITIES AND STOCKHOLDERS' EQUITY		
Deposits:		
Demand deposits	$ 37,872,039	$ 32,784,800
Savings deposits	4,683,490	4,744,552
Money market and NOW accounts	58,272,561	51,704,666
Time certificates of deposit	92,792,146	82,643,235
Other time deposits	1,000,000	1,000,000
Total deposits	194,620,236	172,877,253
Federal funds purchased	1,618,000	2,115,000
Federal Home Loan Bank advances	524,764	572,749
Accrued interest payable	492,493	388,014
Other liabilities	2,492,037	1,948,330
Total liabilities	199,747,530	177,901,346
Commitments and contingencies		
Stockholders' equity:		
Common stock (par value $2.50; 5,000,000 shares authorized, 2,016,000 issued and 1,967,000 and 2,016,000 outstanding at 2000 and 1999, respectively)	5,040,000	5,040,000
Surplus	10,878,386	10,878,386
Undivided profits and capital reserves	4,312,213	2,723,995
Treasury stock at cost (49,000 shares at 2000)	(882,000)	
Accumulated other comprehensive income:		
Net unrealized appreciation (depreciation) on securities available for sale, net of tax of $45,178 in 2000 and ($102,996) in 1999	87,699	(199,933)
Total stockholders' equity	19,436,298	18,442,448
Total liabilities and stockholders' equity	$ 219,183,828	$ 196,343,794

The accompanying Notes are an integral part of these financial statements.

CONSOLIDATED STATEMENTS OF INCOME

For the Years Ended December 31, 2000 and 1999

	2000	1999
Interest income:		
Interest and fees on loans	$ 12,539,885	$ 10,198,637
Interest on investment securities	2,354,165	2,122,437
Interest on federal funds sold	291,849	637,496
Total interest income	15,185,899	12,958,570
Interest expense:		
Interest on deposits:		
Savings	106,991	102,310
Money market and NOW accounts	1,689,861	1,197,069
Time	4,895,190	4,209,640
Total interest on deposits	6,692,042	5,509,019
Interest on federal funds purchased	319,887	139,040
Interest on Federal Home Loan Bank advances	41,318	51,259
Interest on notes payable		16,956
Total interest expense	7,053,247	5,716,274
Net interest income	8,132,652	7,242,296
Provision for loan losses	365,000	150,000
Net interest income after provision for loan losses	7,767,652	7,092,296
Other operating income:		
Service charges on deposit accounts	583,857	581,809
Trust fee income	2,474,064	852,991
Gain on sale of mortgage loans	377,414	413,548
Rent income	1,445,386	1,004,079
Other, net	447,276	346,168
Total other operating income	5,327,997	3,198,595
Other operating expenses:		
Salaries and bonuses	3,353,141	2,982,554
Employee benefits	1,337,893	1,006,943
Premises and equipment	2,213,305	1,751,071
Advertising	220,871	273,224
Data processing expense	278,127	219,865
Printing, stationery and supplies	155,008	170,621
Professional fees	115,087	178,605
Other operating expenses	1,603,983	1,200,082
Total other operating expenses	9,277,415	7,782,965
Income before income taxes	3,818,234	2,507,926
Provision for income taxes	1,281,096	782,634
Net income	$ 2,537,138	$ 1,725,292
Net income per share of common stock	$ 1.28	$ .86

The accompanying Notes are an integral part of these financial statements.

CONSOLIDATED STATEMENTS OF CHANGES IN STOCKHOLDERS' EQUITY

For the Years Ended December 31, 2000 and 1999

	Common Stock Number of Shares	Amount	Surplus	Undivided Profits and Capital Reserves	Unearned Compensation Under KSOP	Treasury Stock	Accumulated Other Comprehensive Income	Total Stockholders' Equity
Balance, January 1, 1999	2,016,000	$ 5,040,000	$10,878,386	$ 1,885,743	($ 240,000)	$ 0	$ 119,968	$ 17,684,097
Comprehensive income:								
Net income				1,725,292				1,725,292
Other comprehensive income:								
Net change in unrealized appreciation (depreciation) on securities available for sale, net of taxes of ($164,797)							(319,901)	(319,901)
Total comprehensive income								1,405,391
Contribution of stock for KSOP					240,000			240,000
Cash dividends, $.44 per common share				(887,040)				(887,040)
Balance, December 31, 1999	2,016,000	5,040,000	10,878,386	2,723,995	0	0	(199,933)	18,442,448
Comprehensive income:								
Net income				2,537,138				2,537,138
Other comprehensive income:								
Net change in unrealized appreciation (depreciation) on securities available for sale, net of taxes of $148,174							287,632	287,632
Total comprehensive income								2,824,770
Purchase of treasury stock						(882,000)		(882,000)
Cash dividends, $.48 per common share				(948 ,920)				(948,920)
Balance, December 31, 2000	2,016,000	$ 5,040,000	$10,878,386	$ 4,312,213	$ 0	($ 882,000)	$ 87,699	$ 19,436,298

The accompanying Notes are an integral part of these financial statements.

CONSOLIDATED STATEMENTS OF CASH FLOWS

For the Years Ended December 31, 2000 and 1999

	2000	1999
Cash flows from operating activities:		
Net income	$ 2,537,138	$ 1,725,292
Adjustments to reconcile net income to net cash provided by operations:		
Depreciation	1,576,068	1,171,587
Amortization of intangibles	178,845	
Provision for loan losses	365,000	150,000
Provision for losses on other real estate owned		30,000
Provision for deferred taxes	143,569	125,494
Gain on call of securities available for sale		(528)
Gain on sale of mortgage loans	(377,414)	(413,548)
Gain on sale of other real estate owned		(8,972)
(Gain) loss on disposal of premises and equipment	(17,118)	3,610
Amortization of premium on investment securities	77,252	144,697
Accretion of discount on investment securities	(7,827)	(8,868)
Proceeds from sales of mortgage loans	25,367,517	31,040,039
Mortgage loans funded	(24,912,903)	(29,312,057)
(Increase) decrease in:		
Prepaid expenses	(149,573)	78,237
Accrued interest receivable	(240,193)	(29,938)
Income taxes receivable	88,375	(68,861)
Miscellaneous other assets	(543,765)	1,153,502
Increase (decrease) in:		
Accrued interest payable	104,478	40,851
Income taxes payable	59,190	24,326
Other taxes payable	34,140	1,709
Other accrued expenses	387,259	22,223
Net cash provided by operating activities	4,670,038	5,868,795
Cash flows from investing activities:		
Proceeds from maturities of securities available for sale	3,547,454	2,710,284
Proceeds from maturities of securities held to maturity	3,296,782	10,293,378
Purchase of securities available for sale	(1,621,120)	(12,686,551)
Purchase of securities to be held to maturity		(119,167)
Purchase of other securities	(53,700)	(35,500)
Purchase of cash value life insurance	(1,500,000)	
Net increase in loans	(22,997,485)	(8,124,694)
Purchase of trust business	(4,604,320)	
Purchase of premises and equipment	(4,323,731)	(3,472,504)
Proceeds from sale of premises and equipment	987,890	752,747
Proceeds from sale of other real estate owned		115,376
Net cash used in investing activities	(27,268,230)	(10,566,631)
Cash flows from financing activities:		
Net increase in deposits	21,742,982	13,653,852
Net decrease in federal funds purchased	(497,000)	(2,150,500)
Net decrease in Federal Home Loan Bank advances	(47,984)	(45,241)
Payments on notes payable		(200,000)
Purchase of treasury stock	(882,000)	
Dividends paid	(948,920)	(887,040)
Net cash provided by financing activities	19,367,078	10,371,071
Net increase (decrease) in cash and cash equivalents	(3,231,114)	5,673,235
Cash and cash equivalents at beginning of period	27,982,672	22,309,437
Cash and cash equivalents at end of period	$ 24,751,558	$ 27,982,672
Supplemental disclosures of cash flow information:		
Cash paid during the year for:		
Interest	$ 6,948,769	$ 5,675,423
Income taxes	989,962	860,555

The accompanying Notes are an integral part of these financial statements.

Note 1 - SUMMARY OF SIGNIFICANT ACCOUNTING AND REPORTING POLICIES

The accounting and reporting policies of **AmeriBancShares, Inc. and Subsidiaries** ("the Company") conform to generally accepted accounting principles and prevailing practices within the banking industry. The Company carries its assets and liabilities principally on the historical cost basis and follows the accrual method of accounting.

Nature of Operations

The Company provides a variety of financial services to individual and business customers through its locations in Wichita Falls, Iowa Park and Flower Mound, Texas. The Company's primary deposit products are demand deposits, savings deposits, and certificates of deposit, and the primary lending products are commercial, real estate mortgages, and installment loans. The Company also provides trust services and vehicle and equipment leasing services to individual and business customers through its locations in Wichita Falls, Texas.

Basis of Presentation

The accompanying consolidated financial statements include the accounts of AmeriBancShares, Inc. and its wholly-owned subsidiaries, ANB Realty Corp. and AmeriBancShares of Delaware, Inc. The financial statements also include American National Bank, which is a wholly-owned subsidiary of AmeriBancShares of Delaware, Inc. and American National Leasing Company, which is a wholly owned subsidiary of American National Bank. All significant intercompany transactions have been eliminated. The consolidated statements of income, changes in stockholders' equity, and cash flows include operations for the years ended December 31, 2000 and 1999.

Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

The determination of the adequacy of the allowance for loan losses is based on estimates that are particularly susceptible to significant changes in the economic environment and market conditions. In connection with the determination of the estimated losses on loans, management obtains independent appraisals for significant collateral.

The Company's loans are generally secured by specific items of collateral including real property, consumer assets and business assets. Although the Company has a diversified loan portfolio, a substantial portion of its debtors' ability to honor their contracts is dependent on local economic conditions in the real estate industry.

While management uses available information to recognize losses on loans, further reductions in the carrying amounts of loans may be necessary based on changes in local economic conditions. In addition, regulatory agencies, as an integral part of their examination process, periodically review the estimated losses on loans. Such agencies may require the Company to recognize additional losses based on their judgments about information available to them at the time of their examination.

Cash and Due From Banks

Included in cash and due from banks are legal reserve requirements which must be maintained on an average basis in the form of cash and balances due from the Federal Reserve and other banks.

Securities

In accordance with Statement of Financial Accounting Standards No. 115, "Accounting for Certain Debt and Equity Securities" (SFAS 115), securities are classified into three categories: held-to-maturity (HTM), available-for-sale (AFS) and trading.

Securities classified as held-to-maturity, which are those the Company has the positive intent and ability to hold to maturity, are reported at amortized cost. Securities classified as available-for-sale may be sold in response to changes in interest rates, liquidity needs, and for other purposes. Available-for-sale securities are reported at fair value and include securities not classified as held-to-maturity or trading. Trading securities are those held principally for the purpose of selling in the near future and are carried at fair value. The Company currently has no trading securities.

Purchase premiums and discounts are recognized in interest income using the interest method over the terms of the securities. Unrealized holding gains and losses for available-for-sale securities are excluded from earnings and reported, net of any income tax effect, as a separate component of stockholders' equity. Realized gains and losses are reported in earnings based on the adjusted cost of the specific security sold.

Mortgage Loans Held for Sale

The mortgage loans held for sale are stated at the lower of cost or market. Such mortgage loans are aggregated by type for the purpose of valuation. Allowances which are necessary to reflect a reduction of the portfolio to the lower of cost or market are charged against income in the current period.

Loans and Allowance for Loan Losses

Loans are stated at the amount of unpaid principal, reduced by unearned discount and an allowance for loan losses. Unearned discount on installment loans is recognized as income over the terms of the loans by using the sum-of-the-months' digits method. Interest on other loans is calculated by using the simple interest method on daily balances of the principal amount outstanding. The allowance for loan losses is established through a provision for loan losses charged to expenses. Loans are charged against the allowance for loan losses when management believes that the collectibility of the principal is unlikely. The allowance for loan losses is an amount that management believes will be adequate to absorb possible losses on existing loans that may become uncollectible, based on evaluations of the collectibility of loans and prior loan loss experience. The evaluations take into consideration such factors as changes in the nature and volume of the loan portfolio, overall portfolio quality, review of specific problem loans, and current economic conditions that may affect the borrowers' ability to pay.

Impaired loans are generally placed on nonaccrual when a loan is specifically determined to be impaired or when principal or interest is delinquent for 90 days or more. Any unpaid interest previously accrued on those loans is reversed from income. Interest income

Note 1 - SUMMARY OF SIGNIFICANT ACCOUNTING AND REPORTING POLICIES (CONT'D)

generally is not recognized on specific impaired loans unless the likelihood of further loss is remote. Interest payments received on such loans are applied as a reduction of the loan principal balance. Interest income on other impaired loans is recognized only to the extent of interest payments received.

Other Real Estate Owned

Other real estate owned consists of real property acquired through foreclosure or deed in lieu of foreclosure. The Company has adopted Statement of Position 92-3 entitled "Accounting for Foreclosed Assets." There is no other real estate owned as of December 31, 2000 or 1999. When property is acquired, the asset is recorded at its fair value and an allowance for estimated selling costs is provided. The allowance for other real estate owned is adjusted for increases or declines in the fair value of the assets; however, the allowance may not be reduced below zero.

Premises and Equipment, and Depreciation

Premises and equipment are recorded at cost. Expenditures for maintenance and repairs are expensed, while expenditures for significant renewals and betterments are capitalized. When property is disposed of, the cost of the property and the related accumulated depreciation are removed from the accounts. The Company has elected to provide for depreciation on the straight-line method for financial reporting purposes and accelerated method for tax purposes.

Income Taxes

Income taxes are provided for the tax effects of transactions reported in the financial statements and consist of taxes currently due plus deferred taxes related primarily to differences between the basis of accumulated depreciation and the allowance for loan losses for financial and income tax reporting. The deferred tax assets and liabilities represent the future tax return consequences of those differences, which will either be taxable or deductible when the assets and liabilities are recovered or settled.

Intangible Assets

The excess cost over fair value of net assets of businesses acquired (goodwill) is amortized on a straight-line basis over periods generally not exceeding fifteen years. Intangible assets are included in other assets. All such intangible assets are periodically evaluated as to the recoverability of their carrying values.

Net Income Per Common Share

Net income per common share is based on the weighted average number of common shares outstanding during the period.

Reclassification

For comparability, certain amounts in the 1999 financial statements have been reclassified, where appropriate, to conform with the financial presentation used in 2000.

Cash and Cash Equivalents

For purposes of recording cash flows, cash and cash equivalents include cash on hand, amounts due from banks, interest-bearing deposits in banks and federal funds sold. Generally, federal funds are purchased and sold for one-day periods.

Note 2 - INVESTMENT SECURITIES

The amortized cost and estimated market values of investments in debt securities are as follows:

	December 31, 2000			
	Amortized Cost	Gross Unrealized Gains	Gross Unrealized Losses	Estimated Market Value
Securities Available For Sale				
United States Agency securities	$15,013,184	$ 49,169	($ 9,851)	$15,052,502
Obligations of states and political subdivisions	1,275,000	20,690		1,295,690
Mortgage-backed securities	8,917,296	82,720	(9,850)	8,990,166
Totals	25,205,480	152,579	(19,701)	25,338,358
Securities to be Held to Maturity				
United States Agency securities	900,000	500		900,500
Obligations of states and political subdivisions	860,069	9,795		869,864
Mortgage-backed securities	3,336,547	51,102	(1,127)	3,386,522
Totals	5,096,616	61,397	(1,127)	5,156,886
Other securities	858,650			858,650
Total investment securities	$31,160,746	$213,976	($ 20,828)	$31,353,894

	December 31, 1999			
	Amortized Cost	Gross Unrealized Gains	Gross Unrealized Losses	Estimated Market Value
Securities Available For Sale				
United States Agency securities	$16,073,090	$	($ 281,410)	$15,791,680
Obligations of states and political subdivisions	635,000		(14,555)	620,445
Mortgage-backed securities	10,433,325	42,936	(49,900)	10,426,361
Totals	27,141,415	42,936	(345,865)	26,838,486
Securities to be Held to Maturity				
United States Agency securities	2,004,049		(33,349)	1,970,700
Obligations of states and political subdivisions	2,151,720	21,297	(1,469)	2,171,548
Mortgage-backed securities	4,249,453	59,859	(6,219)	4,303,093
Totals	8,405,222	81,156	(41,037)	8,445,341
Other securities	852,950			852,950
Total investment securities	$36,399,587	$124,092	($ 386,902)	$36,136,777

Note 2 - INVESTMENT SECURITIES (CONT'D)

Other securities consist of common stock in the Federal Reserve Bank, Federal Home Loan Bank and Independent Bankers Financial Corporation and are carried at fair value.

The amortized cost and estimated market value of debt securities at December 31, 2000, by contractual maturity, are shown below. Expected maturities will differ from contractual maturities because borrowers may have the right to call or prepay obligations with or without call or prepayment penalties.

	Securities Available for Sale		Securities to be Held to Maturity	
	Amortized Cost	Estimated Market Value	Amortized Cost	Estimated Market Value
Due in one year or less	$ 60,000	$ 60,000	$ 530,478	$ 533,857
Due after one year through five years	13,241,200	13,280,002	1,110,312	1,115,137
Due after five years through ten years	2,986,984	3,008,190	119,279	121,370
	16,288,184	16,348,192	1,760,069	1,770,364
Mortgage-backed securities	8,917,296	8,990,166	3,336,547	3,386,522
Totals	$ 25,205,480	$ 25,338,358	$ 5,096,616	$ 5,156,886

There were no sales of securities during 2000 or 1999.

Investment securities with a book value of approximately $22,545,051 and $16,624,541 at December 31, 2000 and 1999, respectively, were pledged to secure deposits and for other purposes as required by law.

Note 3 - LOANS AND ALLOWANCE FOR LOAN LOSSES

A summary of loan categories is as follows:

	December 31, 2000	1999
Commercial and industrial	$ 24,701,177	$ 27,535,969
Real estate - other	84,392,154	62,869,653
Real estate - construction	15,742,817	15,162,498
Consumer - installment	15,919,766	12,029,811
Overdrafts	52,860	75,379
Total loans	$140,808,774	$117,673,310

The Company had no loans to borrowers engaged in similar activities which exceeded 5% of total assets at December 31, 2000 other than as disclosed above.

Mortgage loans serviced for others are not included in the accompanying consolidated balance sheets. The unpaid principal balances of mortgage loans serviced for others was $9,261,659 and $8,667,105 at December 31, 2000 and 1999, respectively. Custodial escrow balances maintained in connection with the foregoing loan servicing, and included in demand deposits, were approximately $38,386 and $32,619 at December 31, 2000 and 1999, respectively.

Impaired loans having carrying values of $410,815 and $215,910 at December 31, 2000 and 1999, respectively, have been recognized in conformity with SFAS 114 as amended by SFAS 118. The average recorded investment in impaired loans during 2000 and 1999 was $250,012 and $100,468, respectively. The total allowance for loan losses related to those loans was $45,145 and $98,843 on December 31, 2000 and 1999, respectively. No payments on these loans were recorded as interest income when received in 2000 or 1999. There were no material commitments to lend additional funds to debtors whose loans were classified as impaired as of December 31, 2000 or 1999.

Loan maturities and rate sensitivity of the loan portfolio at December 31, 2000 and 1999, including mortgage loans held for resale less loans on nonaccrual, are as follows:

	2000	1999
Fixed rate loans with a remaining maturity of:		
Three months or less	$ 6,698,771	$ 6,465,475
Over three months through twelve months	10,315,606	10,528,677
Over one year through five years	49,271,374	31,644,343
Over five years	15,866,599	14,688,283
Total fixed rate loans	$ 82,152,350	$ 63,326,778
Variable rate loans with a repricing frequency of:		
Quarterly or more frequently	$ 49,081,079	$ 47,079,032
Annually or more frequently, but less frequently than quarterly	5,803,554	5,099,282
Every five years or more frequently, but less frequently than annually	3,743,114	2,850,945
Less frequently than every five years	435,251	
Total variable rate loans	$ 59,062,998	$ 55,029,259

A summary of the changes in allowance for loan losses is as follows:

	2000	1999
Balance at beginning of year	$ 1,293,987	$ 1,152,688
Provision for loan losses	365,000	150,000
Loans charged off	(272,512)	(19,681)
Recoveries of loans previously charged off	32,063	10,980
Balance at end of year	$ 1,418,538	$ 1,293,987

The allowance for financial statement purposes exceeded the federal income tax allowance by $650,547 and $595,997 at December 31, 2000 and 1999, respectively.

Note 4 - PREMISES AND EQUIPMENT

A summary of premises, equipment and land improvements and related accumulated depreciation is as follows:

	Estimated Useful Lives	December 31, 2000	1999
Land		$ 1,272,998	$ 1,272,998
Premises	5-40 years	5,540,942	5,362,979

Note 4 - PREMISES AND EQUIPMENT (CONT'D)

	Estimated Useful Lives	December 31, 2000	1999
Furniture, fixtures and equipment	3-10 years	4,227,773	3,944,140
Land improvements	5-20 years	461,347	458,221
Lease equipment	3 - 5 years	6,135,507	3,882,789
		17,638,567	14,921,127
Less accumulated depreciation		5,423,896	4,244,891
Totals		$12,214,671	$10,676,236

Depreciation expense amounted to $1,576,068 and $1,171,587 in 2000 and 1999, respectively.

Premises of $5,540,942 at December 31, 2000 includes $172,552 in construction costs related to an expansion of the Company's main facility. Estimated additional costs of the expansion to be completed during 2001 total $1,904,795.

Note 5 - DEPOSITS

Included in time deposits are certificates of deposit in amounts of $100,000 or more. The aggregate amount of short-term jumbo certificates of deposit, each with a minimum denomination of $100,000, was $26,886,615 and $39,245,393 at December 31, 2000 and 1999, respectively.

At December 31, 2000 and 1999, the scheduled maturities of certificates of deposit are as follows:

	December 31, 2000	1999
Less than three months	$ 20,625,391	$ 26,131,163
Four to twelve months	34,175,995	43,809,801
One to five years	37,990,760	12,702,271
Totals	$ 92,792,146	$ 82,643,235

Note 6 - OTHER BORROWED FUNDS

Federal funds purchased are generally purchased on a daily basis. Other borrowed funds consist of Federal Home Loan Bank advances, secured by customer loans and mortgage-backed securities collateralized by one-to-four family residences. The Federal Home Loan Bank advance has a fixed interest rate of 5.90% and is to be repaid in ninety-six monthly installments with a balloon payment due March 1, 2002. The advance was used by the Company to fund fixed interest rate residential loans to its customers.

Note 7 - INCOME TAXES

The provision for income taxes consists of the following:

	December 31, 2000	1999
Current income tax expense:		
Federal	$ 1,137,527	$ 657,140
Deferred income tax expense (benefit) arising from:		
Excess of tax over financial accounting depreciation	205,353	176,965
Accounting for bad debt expense	(18,547)	(48,042)
Unearned KSOP shares		37,043
Federal Home Loan Bank stock dividends	18,258	12,070
Deferred compensation benefits	(57,762)	(60,934)
Deferred loan fee income	(3,769)	985
Charitable contributions	(3,685)	3,685
Organization costs	3,721	3,722
	143,569	125,494
Total income tax expense	$ 1,281,096	$ 782,634

As of December 31, 2000 and 1999, there are no unused net operating losses or tax credits available for carryover to future periods for either financial reporting or tax reporting purposes.

Net deferred federal income tax liabilities of $235,538 are included in other liabilities as of December 31, 2000. Net deferred federal income tax assets of $56,205 are included in other assets as of December 31, 1999. The accumulated tax effects of each type of income and expense item that gave rise to deferred taxes are as follows:

	December 31, 2000	1999
Depreciation	($ 783,650)	($ 583,069)
Excess of tax cost over financial cost for fixed assets	1,062	5,986
Allowance for loan losses	221,186	202,639
Federal Home Loan Bank stock dividends	(87,176)	(68,918)
Charitable contributions		(3,685)
Deferred compensation benefits	419,514	361,752
Deferred loan fee income	34,228	30,459
Amortization	(487)	(638)
Organization costs	4,963	8,684
Net unrealized appreciation on securities available for sale	(45,178)	102,995
Total net deferred tax assets (liabilities)	($ 235,538)	$ 56,205

Federal income taxes currently payable of $59,190 at December 31, 2000 are included in other liabilities. Federal income taxes currently receivable of $88,375 at December 31, 1999, are included in other assets.

The Company was not liable for state income taxes in 2000 or 1999.

Note 8 - PENSION PLAN

The Company maintains a leveraged employee stock ownership 401(k) plan ("KSOP"). The KSOP periodically borrows from unrelated lenders to acquire stock for future allocation to KSOP participants. The KSOP provides for voluntary employee salary reduction contributions, voluntary employee after-tax contributions, discretionary employer salary reduction matching contributions, and

Note 8 - PENSION PLAN (CONT'D)

additional discretionary employer contributions which the Company uses to pay interest on KSOP debt and KSOP debt principal reductions as the Company desires to release unallocated KSOP shares to the KSOP participants.

As shares are released from collateral, the Company reports compensation expense equal to the current market price of the shares. KSOP expense for 2000 and 1999 was $300,000 and $240,002, respectively. Employee salary reduction contributions of $192,564 and $143,514 were made in 2000 and 1999, respectively.

Note 9 - DEFERRED COMPENSATION PLANS

The Company maintains individually designed supplemental income plan agreements ("agreements") with certain designated employees and directors. The agreements provide a deferred compensation benefit payable at retirement or death.

The liability under the agreements is recorded based upon the present value of the deferred compensation benefits. At December 31, 2000 and 1999, the Company's accrued liability under the agreements was $1,233,864 and $1,063,977, respectively.

In connection with the funding of the agreements, the Company has purchased life insurance policies that it believes will fund the benefits payable pursuant to the agreements. The Company is owner and beneficiary of the life insurance policies. Other assets at December 31, 2000 and 1999, respectively, include $3,648,350 and $3,197,484 in cash value of these life insurance policies.

Note 10 - RELATED-PARTY TRANSACTIONS

At December 31, 2000 and 1999, certain officers and directors, and companies in which they have a 10 percent or more beneficial ownership, were indebted to the Company in the aggregate amount of approximately $5,536,632 and $6,730,817, respectively. During 2000, $2,343,043 of new loans were originated and repayments totaled $3,537,228. All such loans were made in the ordinary course of business. All loans included in such transactions were made on substantially the same terms, including interest rates and collateral requirements, as those prevailing at the time for comparable transactions with other persons and did not involve more than the normal risk of loss or present other unfavorable features.

Note 11 - COMMITMENTS AND CONTINGENT LIABILITIES

The Company's financial statements do not reflect various commitments and contingent liabilities which arise in the normal course of business and which involve elements of credit risk, interest rate risk and liquidity risk. These commitments and contingent liabilities are commitments to extend credit and standby letters of credit. A summary of the Company's commitments and contingent liabilities at December 31, 2000 and 1999, are as follows:

	December 31,	
	2000	1999
Commitments to extend credit	$ 22,304,945	$ 21,689,008
Standby letters of credit	969,020	1,333,730
Total	$ 23,273,965	$ 23,022,738

Commitments to extend credit, and standby letters of credit all include exposure to some credit loss in the event of nonperformance of the customer. The Company evaluates each customer's creditworthiness on a case-by-case basis. The amount of collateral obtained if deemed necessary by the Company upon extension of credit is based on management's credit evaluation. Collateral held varies but may include accounts receivable, inventory, property, plant and equipment, and income-producing commercial properties. Because these instruments have fixed maturity dates, and because many of them expire without being drawn upon, they do not generally present any significant liquidity risk to the Company. The Company has not incurred any significant losses on its commitments in either 2000 or 1999.

The Company is a party to litigation and claims arising in the normal course of business. Management, after consultation with legal counsel, believes that the liabilities, if any, arising from such litigation and claims will not be material to the Company's financial position.

Note 12 - CONCENTRATIONS OF CREDIT

Substantially all of the Company's loans, commitments, credit card arrangements and standby letters of credit have been granted to customers in the Company's market area. Most customers are depositors of the Company. Investments in state and municipal securities also involve governmental entities within the Company's market area. The concentrations of credit by type of loan are set forth in Note 3. The distribution of commitments to extend credit approximates the distribution of loans outstanding. Commercial and standby letters of credit were granted primarily to commercial borrowers. As a matter of policy, the Company does not extend credit to any single borrower or group of related borrowers in excess of $2,349,000.

The Company occasionally maintains deposits and federal funds sold in excess of federally insured limits. Statement of Financial Accounting Standards No. 105 identifies these items as a concentration of credit risk requiring disclosure, regardless of the degree of risk. The risk is managed by maintaining all deposits in high quality financial institutions.

Note 13 - FAIR VALUE OF FINANCIAL INSTRUMENTS

The following methods and assumptions were used to estimate the fair value of each class of financial instruments as disclosed herein. The values are for disclosure purposes only and have not affected the carrying values of the assets and liabilities on the balance sheet.

<u>Cash and Short-Term Investments</u>

For those short-term investments, the carrying amount is a reasonable estimate of fair value.

<u>Investment Securities</u>

For debt securities held as investments, fair value equals quoted market price, if available. If a quoted market price is not available, fair value is estimated using quoted market prices for similar securities.

<u>Loan Receivables</u>

For certain homogeneous categories of loans, such as some residential mortgages, credit card receivables, and other consumer loans, fair value is estimated using the quoted market prices for securities backed

Note 13 - FAIR VALUE OF FINANCIAL INSTRUMENTS (CONT'D)

by similar loans, adjusted for differences in loan characteristics. The fair value of other types of loans is estimated by discounting the future cash flows using the current rates at which similar loans would be made to borrowers with similar credit ratings and for the same remaining maturities.

Deposit Liabilities

The fair value of demand deposits, savings accounts, and certain money market deposits is the amount payable on demand at the reporting date. The fair value of fixed maturity certificates of deposit is estimated using the rates currently offered for deposits of similar remaining maturities.

Other Borrowed Funds

The fair value of federal funds purchased is the amount payable upon demand at the reporting date. The fair value of the Federal Home Loan Bank advance is estimated by discounting the future cash flows using the current rates at which similar advances would be made to banks with similar credit ratings for the same remaining maturities.

Commitments to Extend Credit, Standby Letters of Credit and Financial Guarantees Written

The fair value of commitments is estimated using the fees currently charged to enter into similar agreements, taking into account the remaining terms of the agreements and the present creditworthiness of the counterparties. For fixed-rate loan commitments, fair value also considers the difference between the current levels of interest rates and the committed rates. The fair value of guarantees and letters of credit is based on fees currently charged for similar agreements or on the estimated cost to terminate them or otherwise settle the obligations with the counterparties at the reporting date.

The estimated fair values of the Company's financial instruments at December 31, 2000 and 1999, are as follows:

	December 31, 2000		December 31, 1999	
	Carrying Amount	Fair Value	Carrying Amount	Fair Value
Financial assets:				
Cash and short-term investments	$ 18,961,558	$ 18,961,558	$ 15,022,672	$ 15,022,672
Federal funds sold	5,790,000	5,790,000	12,960,000	12,960,000
Investment securities	31,293,624	31,353,894	36,096,658	36,136,777
Mortgage loans held for sale	817,389	817,389	898,637	898,367
Loans, net of unearned discount	139,383,521	136,065,099	116,622,437	115,596,158
Less allowance for loan losses	(1,418,538)	(1,418,538)	(1,293,987)	(1,293,987)
Loans, net of allowance	137,964,983	134,646,561	115,328,450	114,302,171

	December 31, 2000		December 31, 1999	
	Carrying Amount	Fair Value	Carrying Amount	Fair Value
Financial liabilities:				
Deposits	194,620,236	194,833,000	172,877,253	173,068,000
Federal funds purchased	1,618,000	1,618,000	2,115,000	2,115,000
Federal Home Loan Bank advances	524,764	524,764	572,749	572,749
Unrecognized financial instruments:				
Commitments to extend credit	0	0	0	0
Standby letters of credit	0	0	0	0

Note 14 - REGULATORY MATTERS

The Company is subject to the dividend restrictions set forth by the Comptroller of the Currency. Under such restrictions, the Company may not, without the prior approval of the Comptroller of the Currency, declare dividends in excess of the lesser of the current and prior two years' undistributed earnings or the amount by which total capital exceeds the minimum allowable capital. The dividends, as of December 31, 2000 that the Company could declare without the approval of the Comptroller of the Currency amounted to approximately $2,183,080.

The Company is subject to various regulatory capital requirements administered by the federal banking agencies. Failure to meet minimum capital requirements can initiate certain mandatory, and possibly additional discretionary, actions by regulators that, if undertaken, could have a direct material effect on the Company's consolidated financial statements. Under capital adequacy guidelines and the regulatory framework for prompt corrective action, the Company must meet specific capital guidelines that involve quantitative measures of the Company's assets, liabilities, and certain off-balance-sheet items as calculated under regulatory accounting practices. The Company's capital amounts and classification are also subject to qualitative judgments by the regulators about components, risk weightings and other factors.

Quantitative measures established by regulation to ensure capital adequacy require the Company to maintain minimum amounts and ratios (set forth in the table below) of total and Tier I capital (as defined in the regulations) to risk-weighted assets (as defined), and of Tier I capital (as defined) to average assets (as defined). Management believes, as of December 31, 2000 and 1999, that the Company meets all capital adequacy requirements to which it is subject.

As of December 31, 2000, the most recent notification from the Office of the Comptroller of the Currency categorized the Company as well capitalized under the regulatory framework for prompt corrective action. To be categorized as well capitalized, the Company must maintain minimum total risk-based, Tier I risk-based, and Tier I leverage ratios as set forth in the table. There are no conditions or events since that notification that management believes have changed the institution's category.

The Company's actual capital amounts and ratios are also presented in the table.

Note 14 - REGULATORY MATTERS (CONT'D)

	Actual		For Capital Adequacy Purposes		To Be Well Capitalized Under Prompt Corrective Action Provisions	
	Amount	Ratio	Amount	Ratio	Amount	Ratio
As of December 31, 2000:						
Total capital						
(to risk-weighted assets)						
Consolidated	$ 16,300,335	10.5%	≥ $ 12,422,320	≥ 8.0%	≥ $ 15,527,900	≥ 10.0%
American National Bank	$ 15,660,957	10.1%	≥ $ 12,369,600	≥ 8.0%	≥ $ 15,462,000	≥ 10.0%
Tier I capital						
(to risk-weighted assets)						
Consolidated	14,881,798	9.6%	≥ 6,211,160	≥ 4.0%	≥ 9,316,740	≥ 6.0%
American National Bank	14,242,419	9.2%	≥ 6,184,800	≥ 4.0%	≥ 9,277,200	≥ 6.0%
Tier I capital						
(to average assets)						
Consolidated	14,881,798	9.6%	≥ 8,220,880	≥ 4.0%	≥ 10,276,100	≥ 5.0%
American National Bank	14,242,419	7.0%	≥ 8,195,400	≥ 4.0%	≥ 10,244,250	≥ 5.0%
As of December 31,1999:						
Total capital						
(to risk-weighted assets)						
Consolidated	$ 19,895,428	15.0%	≥ $ 10,603,840	≥ 8.0%	≥ $ 13,254,800	≥ 10.0%
American National Bank	$ 19,234,304	14.6%	≥ $ 10,557,920	≥ 8.0%	≥ $ 13,197,400	≥ 10.0%
Tier I capital						
(to risk-weighted assets)						
Consolidated	18,601,441	14.0%	≥ 5,301,920	≥ 4.0%	≥ 7,952,880	≥ 6.0%
American National Bank	17,940,317	13.6%	≥ 5,278,960	≥ 4.0%	≥ 7,918,440	≥ 6.0%
Tier I capital						
(to average assets)						
Consolidated	18,601,441	9.8%	≥ 7,583,840	≥ 4.0%	≥ 9,479,800	≥ 5.0%
American National Bank	17,940,317	9.5%	≥ 7,556,680	≥ 4.0%	≥ 9,445,850	≥ 5.0%

Note 15 - MULTI-TIERED BANK HOLDING COMPANY STRUCTURE

On February 19, 1997, an application was filed with the Federal Reserve Bank to authorize the formation of a multi-tiered bank holding company structure consisting of a Texas based parent company, AmeriBancShares, Inc. and a Delaware based intermediate holding company, AmeriBancShares of Delaware, Inc. Upon receipt of proper authorization of the holding company structure from the Federal Reserve Bank, the stock of American National Bank ("the Bank") was transferred to AmeriBancShares of Delaware, Inc. with the stockholders of the Bank receiving three shares of AmeriBancShares, Inc. common stock in exchange for each share of Bank common stock. The transfer was effective May 1, 1997 and was accomplished by the formation of a new bank subsidiary by AmeriBancShares of Delaware, Inc., with an initial capitalization of $240,000. The new bank subsidiary was merged with the Bank and the surviving entity retained the name of the Bank. On May 1, 1997, AmeriBancShares, Inc. formed an additional subsidiary, ANB Realty Corp., to acquire and develop real estate in Flower Mound, Texas.

Note 16 - TRUST ACQUISITION

In September 1999, the Company entered into an agreement with Bank of America, N.A., to acquire the private banking client account relationships from their Wichita Falls branch. The effective date of the acquisition was March 15, 2000. The transaction involved a merger between American National Bank and Bank of America of Texas, N.A., an entity created to hold the trust assets of the Wichita Falls branch. The transaction was accounted for as a purchase and resulted in the addition of $4,604,705 in goodwill on the Company's balance sheet.

CONSOLIDATING BALANCE SHEET

AmeriBancShares, Inc. and Subsidiaries, December 31, 2000

ASSETS	American National Leasing Co.	American National Bank
Cash and due from banks, noninterest bearing	$ 3,076	$ 18,959,137
Federal funds sold		5,790,000
Total cash and cash equivalents	3,076	24,749,137
Securities available for sale		25,338,358
Securities to be held to maturity		5,096,616
Investment in subsidiaries		(158,515)
Other securities		858,650
Total investment securities		31,135,109
Mortgage loans held for sale		817,389
Loans	904,383	144,754,095
Less: Unearned discount	(192,190)	(1,233,063)
Allowance for loan losses	(70,000)	(1,348,538)
Loans, net	642,193	142,172,494
Premises and equipment, net	4,934,101	6,653,219
Accrued interest receivable		2,266,160
Other assets	413,802	10,102,520
Total assets	$ 5,993,172	$ 217,896,028

LIABILITIES AND STOCKHOLDERS' EQUITY		
Deposits:		
Demand deposits	$	$ 37,918,900
Savings deposits		4,683,490
Money market and NOW accounts		58,272,561
Time certificates of deposit		92,792,146
Other time deposits		1,000,000
Total deposits		194,667,097
Federal funds purchased		1,618,000
Notes Payable	4,849,704	
Federal Home Loan Bank advances		524,764
Accrued interest payable	624,900	492,173
Other liabilities	677,083	1,797,075
Total liabilities	6,151,687	199,099,109
Commitments and contingencies		
Stockholders' equity:		
Common stock	1,000	1,680,000
Surplus		2,090,826
Undivided profits and capital reserves	(159,515)	14,938,394
Treasury stock at cost		
Accumulated other comprehensive income:		
Net unrealized appreciation on securities available for sale, net of tax of $45,178		87,699
Total stockholders' equity	(158,515)	18,796,919
Total liabilities and stockholders' equity	$ 5,993,172	$ 217,896,028

AmeriBancShares of Delaware, Inc.	ANB Realty Corp.	AmeriBancShares, Inc.	Reclassification and Elimination Entries	Consolidated
$ 2,421	$ 6,382	$ 37,403	($ 46,861)	$ 18,961,558
				5,790,000
2,421	6,382	37,403	(46,861)	24,751,558
				25,338,358
				5,096,616
18,796,919		19,416,074	(38,054,478)	
				858,650
18,796,919		19,416,074	(38,212,993)	31,293,624
				817,389
			(4,849,704)	140,808,774
				(1,425,253)
				(1,418,538)
			(4,849,704)	137,964,983
	627,351			12,214,671
			(640,879)	1,625,281
1,586	1,993		(3,579)	10,516,322
$ 18,800,926	$ 635,726	$ 19,453,477	($ 43,595,501)	$ 219,183,828
$	$	$	($ 46,861)	$ 37,872,039
				4,683,490
				58,272,561
				92,792,146
				1,000,000
			(46,861)	194,620,236
				1,618,000
			(4,849,704)	
				524,764
		16,299	(640,879)	492,493
	20,578	880	(3,579)	2,492,037
	20,578	17,179	(5,541,023)	199,747,530
7,500	1,000	5,040,000	(1,689,500)	5,040,000
15,910,885	778,059	10,878,386	(18,779,770)	10,878,386
2,794,842	(163,911)	4,312,213	(17,409,810)	4,312,213
		(882,000)		(882,000)
87,699		87,699	(175,398)	87,699
18,800,926	615,148	19,436,298	(38,054,478)	19,436,298
$ 18,800,926	$ 635,726	$ 19,453,477	($ 43,595,501)	$ 219,183,828

CONSOLIDATING STATEMENT OF INCOME

AmeriBancShares, Inc. and Subsidiaries, December 31, 2000

	American National Leasing Co.	American National Bank
Interest income:		
Interest and fees on loans	$ 13,829	$ 12,913,087
Interest on investment securities		2,354,165
Interest on federal funds sold		291,849
Total interest income	13,829	15,559,101
Interest expense:		
Interest on deposits:		
Savings		106,991
Money market and NOW accounts		1,689,861
Time		4,895,190
Total interest on deposits		6,692,042
Interest on federal funds purchased		319,887
Interest on Federal Home Loan Bank advances		41,318
Interest on notes payable	387,031	
Total interest expense	387,031	7,053,247
Net interest income	(373,202)	8,505,854
Provision for loan losses	70,000	295,000
Net interest income after provision for loan losses	(443,202)	8,210,854
Other operating income:		
Service charges on deposit accounts		583,857
Trust fee income		2,474,064
Gain on sale of mortgage loans		377,414
Rent income	1,445,386	
Earnings from subsidiary		(170,575)
Other, net	96,851	358,378
Total other operating income	1,542,237	3,623,138
Other operating expenses:		
Salaries and bonuses	143,338	3,209,803
Employee benefits	20,322	1,317,571
Premises and equipment	1,008,107	1,184,620
Advertising		220,871
Data processing expense		278,127
Printing, stationery and supplies	3,533	151,475
Professional fees		115,087
Other operating expenses	102,798	1,502,408
Total other operating expenses	1,278,098	7,979,962
Income before income taxes	(179,063)	3,854,030
Provision for income taxes	(8,488)	1,295,147
Net income	($ 170,575)	$ 2,558,883

AmeriBancShares of Delaware, Inc.	ANB Realty Corp.	AmeriBancShares, Inc.	Reclassification and Elimination Entries	Consolidated
$	$	$	($ 387,031)	$ 12,539,885
				2,354,165
				291,849
			(387,031)	15,185,899
				106,991
				1,689,861
				4,895,190
				6,692,042
				319,887
				41,318
			(387,031)	
			(387,031)	7,053,247
				8,132,652
				365,000
				7,767,652
				583,857
				2,474,064
				377,414
				1,445,386
2,558,883		2,540,568	(4,928,876)	
			(7,953)	447,276
2,558,883		2,540,568	(4,936,829)	5,327,997
				3,353,141
				1,337,893
	20,578			2,213,305
				220,871
				278,127
				155,008
				115,087
5,005	1,600	125	(7,953)	1,603,983
5,005	22,178	125	(7,953)	9,277,415
2,553,878	(22,178)	2,540,443	(4,928,876)	3,818,234
(1,362)	(7,506)	3,305		1,281,096
$ 2,555,240	($ 14,672)	$ 2,537,138	($ 4,928,876)	$ 2,537,138

CONSOLIDATING STATEMENT OF CASH FLOWS

AmeriBancShares, Inc. and Subsidiaries, December 31, 2000

	American National Leasing Co.	American National Bank
Cash flows from operating activities:		
Net income	($ 170,575)	$ 2,558,883
Adjustments to reconcile net income to net cash provided by operations:		
Depreciation	981,071	594,997
Amortization of intangibles		178,845
Provision for loan losses	70,000	295,000
Provision for deferred taxes	176,794	(36,947)
Gain on sale of mortgage loans		(377,414)
(Gain) loss on disposal of premises and equipment	3,481	(20,599)
Amortization of premium on investment securities		77,252
Accretion of discount on investment securities		(7,827)
Proceeds from sales of mortgage loans		25,367,517
Mortgage loans funded		(24,912,903)
Unconsolidated earnings from subsidiaries		170,575
(Increase) decrease in:		
Prepaid expenses	(6,327)	(143,246)
Accrued interest receivable		(627,224)
Income taxes receivable	111,228	(30,803)
Miscellaneous other assets	(39,130)	(504,635)
Increase (decrease) in:		
Accrued interest payable	387,031	104,478
Income taxes payable	87,730	(21,946)
Other taxes payable		34,140
Other accrued expenses	98,970	287,932
Net cash provided by (used in) operating activities	1,700,273	2,986,075
Cash flows from investing activities:		
Proceeds from maturities of securities available for sale		3,547,454
Proceeds from maturities of securities held to maturity		3,296,782
Purchase of securities available for sale		(1,621,120)
Purchase of other securities		(53,700)
Purchase of cash value life insurance		(1,500,000)
Dividends received from subsidiaries		
Net increase in loans	(712,193)	(24,145,792)
Purchase of trust business		(4,604,320)
Purchase of premises and equipment	(3,822,636)	(497,968)
Proceeds from sale of premises and equipment	966,861	21,029
Net cash provided by (used in) investing activities	(3,567,968)	(25,557,635)
Cash flows from financing activities:		
Net increase in deposits		21,719,313
Net decrease in federal funds purchased		(497,000)
Net decrease in Federal Home Loan Bank advances		(47,984)
Net increase in other borrowed funds	1,860,500	
Purchase of treasury stock		
Dividends paid		(1,830,920)
Net cash provided by (used in) financing activities	1,860,500	19,343,409
Net increase (decrease) in cash and cash equivalents	(7,195)	(3,228,151)
Cash and cash equivalents at beginning of period	10,271	27,977,288
Cash and cash equivalents at end of period	$ 3,076	$ 24,749,137

AmeriBancShares of Delaware, Inc.	ANB Realty Corp.	AmeriBancShares, Inc.	Reclassification and Elimination Entries	Consolidated
$ 2,555,240	($ 14,672)	$ 2,537,138	($ 4,928,876)	$ 2,537,138
				1,576,068
				178,845
				365,000
340	35	3,347		143,569
				(377,414)
				(17,118)
				77,252
				(7,827)
				25,367,517
				(24,912,903)
(2,558,883)		(2,540,568)	4,928,876	
				(149,573)
			387,031	(240,193)
340	(1,947)		9,557	88,375
				(543,765)
			(387,031)	104,478
		2,963	(9,557)	59,190
				34,140
	357			387,259
(2,963)	(16,227)	2,880		4,670,038
				3,547,454
				3,296,782
				(1,621,120)
				(53,700)
				(1,500,000)
1,830,920		1,830,920	(3,661,840)	
			1,860,500	(22,997,485)
				(4,604,320)
	(3,127)			(4,323,731)
				987,890
1,830,920	(3,127)	1,830,920	(1,801,340)	(27,268,230)
			23,669	21,742,982
				(497,000)
				(47,984)
			(1,860,500)	
		(882,000)		(882,000)
(1,830,920)		(948,920)	3,661,840	(948,920)
(1,830,920)		(1,830,920)	1,825,009	19,367,078
(2,963)	(19,354)	2,880	23,669	(3,231,114)
5,384	25,736	34,523	(70,530)	27,982,672
$ 2,421	$ 6,382	$ 37,403	($ 46,861)	$ 24,751,558

OFFICERS AND DIRECTORS

Of American National Bank

OFFICERS

Administration

John B. "Bo" Stahler
President and CEO

Debbie Toby
Banking Officer

Loan Department

Dwight L. Berry
Executive Vice President

Don Whatley
Senior Vice President

Vicki Nason
Assistant Vice President/Credit and Collateral

Doris McGregor Steinberger
Administrative Officer/Compliance Officer

Linda Musgrave
Banking Officer

Peggy Carr
Banking Officer

Trust and Investment Services

Timothy G. Connolly
Senior Vice President / Senior Trust Officer

Sharon L. Moore
Vice President/Trust Officer

R. Landon Winstead, Jr.
Vice President/Trust Officer

Randy Martin
Vice President/Trust Officer

Linda Wilson
Vice President/Trust Officer

Kevin Goldstein
Assistant Vice President/Employee Benefits Manager

Kelly J. Smith
Trust Officer

Mortgage Loan Department

W.O. Franklin
Senior Vice President

Teresa Littlefield
Vice President

Cathy Patterson
Assistant Vice President

Donna Vaughn
Mortgage Loan Officer

Support Personnel

Roy T. Olsen, Jr.
Senior Vice President/Operations

Blake Andrews
Vice President/Controller

Nancy Vannucci
Vice President/Internal Auditor

Susan Cast
Vice President/Teller Operations

June Streight
Vice President/Cashier

Kenneth L. Haney
Assistant Vice President/Calling Officer

Nancy Davis
Banking Officer

Scott Street Office

Johnny Clark
Senior Vice President/Manager

John W. Kable
Senior Vice President/Loans

Gail Natale
Marketing Director

Marva Pieratt
Banking Officer

William Patty
Assistant Vice President/Loans

Flower Mound Office

Sam Wilson
Vice President/Manager

Kristin Feeback
Loan Officer

Iowa Park Office

Randall R. Gibson
Vice President/Manager

American National Leasing Company

Don McKinney
Assistant Vice President/Manager

James H. Wright
Banking Officer

DIRECTORS

Curtis W. Smith
Chairman of the Board

John B. "Bo" Stahler
President and CEO

Dwight L. Berry

Johnny Clark*

Timothy G. Connolly*

W.O. Franklin*

Frank Gibson

Juliana Hanes

Harold Haynes

Milburn Nutt

Dr. George Ritchie

Bill Rowland

Stanley P. Rugeley

Robert Scott

Don Whatley*

Peggie Woodruff

Ben D. Woody

**Advisory Director*

AmeriBancShares, Inc.

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