

JUNE 7, 1974

MERGER BOOK VOLUME 2, PAGE 1717

EXHIBIT B

Vol. 1179 Page 955

June , 1974

Tennessee Valley Bancorp, Inc.  
400 Union Street  
Nashville, Tennessee 37219

Dear Sirs:

The undersigned hereby represents that he/she is acquiring shares of Common Stock, \$6.66-2/3 par value per share of Tennessee Valley Bancorp, Inc., for the undersigned's own account, for investment and not with a view to a sale or distribution thereof.

The undersigned further represents that he/she will not sell or transfer the Stock in the absence of an effective Registration Statement for said Stock under the Securities Act of 1933, unless in the opinion of counsel satisfactory to Tennessee Valley Bancorp, Inc., registration is not required under said Act.

The undersigned further agrees that the Stock Certificates representing the Stock will have a legend thereon incorporating language as follows:

"The Shares represented by this certificate have not been registered under the Securities Act of 1933. The Shares have been acquired for investment and may not be sold or transferred in the absence of an effective Registration Statement for the shares under the Securities Act of 1933, unless in the opinion of counsel satisfactory to the Company, registration is not required under said Act."

Yours very truly,

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(Shareholder)

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