



FR Y-8
OMB Number 7100-0297
Approval expires December 31, 2010
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Board of Governors of the Federal Reserve System



Annual Report of Holding Companies—FR

Report at the close of business as of the end of fiscal year

This Report is required by law: Section 5(c)(1)(A) of the Bank Holding Company Act (12 U.S.C. § 1844 (c)(1)(A)); Section 8(a) of the International Banking Act (12 U.S.C. § 3106(a)); Sections 11(a)(1), 25 and 25A of the Federal Reserve Act (12 U.S.C. §§ 248(a)(1), 25, and 611a); Section 211.13(c) of Regulation K (12 C.F.R. § 211.13(c)); and Section 225.5(b) of Regulation Y (12 C.F.R. § 225.5(b)) and section 10(c)(2)(H) of the Home Owners' Loan Act. Report to the appropriate Federal Reserve Bank the original and the number of copies specified.

This report form is to be filed by all top-tier bank holding companies and top-tier savings and loan holding companies organized under U.S. law, and by any foreign banking organization that does not meet the requirements of and is not treated as a qualifying foreign banking organization under Section 211.23 of Regulation K (12 C.F.R. § 211.23). (See page one of the general instructions for more detail of who must file.) The Federal Reserve may not conduct or sponsor, and an organization (or a person) is not required to respond to, an information collection unless it displays a currently valid OMB

NOTE: The report must be signed by one director of the top-tier holding company. The individual should also be a senior official of the top-tier holding company. In the event that the top-tier holding company does not have an individual who is a senior official and is also a director, the chairman of the board must sign the report.

Date of Report (top-tier holding company's fiscal year-end):
2013-12-31
Month / Day / Year

I, Beth Vaughn
Name of the Holding Company Director and Official
President
Title of the Holding Company Director and Official

Reporter's Name, Street, and Mailing Address
Hogan Investments I, Inc.
Legal Title of Holding Company
236 Vaughn Road
(Mailing Address of the Holding Company) Street / P.O. Box
Forsyth GA 31029
City State Zip Code

I attest that the report (including the supporting attachments) for this report date has been prepared in conformance with the instructions issued by the Federal Reserve System and are true and correct to the best of my knowledge and belief.

Physical location (if different from mailing address)

With respect to information regarding individuals contained in this report, the Reporter certifies that it has the authority to provide this information to the Federal Reserve. The Reporter also certifies that it has the authority, on behalf of each individual, to consent or object to public release of information regarding that individual. The Federal Reserve may assume, in the absence of a request for confidential treatment submitted in accordance with the Board's "Policies Regarding Availability of Information," 12 C.F.R. Part 261, that the Reporter/individual consent to public release of all data in the report concerning that individual.

Person to whom questions about this report should be directed:
Ryan Brinson
Name Title
478-272-2030
Area Code / Phone Number / Extension
478-272-3318
Area Code / FAX Number
ryan.brinson@tjsdd.com
E-mail Address

Beth M. Vaughn
Signature of Holding Company Director and Official
01/31/14
Date of Signature

Address (URL) for the Holding Company's web page

For holding companies registered with the SEC—
Indicate status of Annual Report to Shareholders:
 Is included in the FR Y-6 report
 Will be sent on separate cover
 Is not prepared

Does the reporter request confidential treatment for any portion of this submission?
 Yes Please identify the report items to which this request applies:
 In accordance with the instructions on pages GEN-2 and 3, a letter justifying the request is being provided.
 The information for which confidential treatment is sought is being submitted separately labeled "Confidential."
 No

For Federal Reserve Bank Use Only
RSSD ID 2631435
C.I.

For Use By Tiered Holding Companies

Top-tiered holding companies must list the names, mailing address, and physical locations of each of their subsidiary holding companies below.

Hogan Investments, LP
Legal Title of Subsidiary Holding Company

236 Vaughn Road
(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box

Forsyth GA 31029
City State Zip Code

Physical location (if different from mailing address)

Laurens Bancshares, Inc.
Legal Title of Subsidiary Holding Company

200 W Jackson Street / P.O. Box 4098
(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box

Dublin GA 31021
City State Zip Code

Physical location (if different from mailing address)

Legal Title of Subsidiary Holding Company

(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box

City State Zip Code

Physical location (if different from mailing address)

Legal Title of Subsidiary Holding Company

(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box

City State Zip Code

Physical location (if different from mailing address)

Legal Title of Subsidiary Holding Company

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City State Zip Code

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City State Zip Code

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(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box

City State Zip Code

Physical location (if different from mailing address)

Legal Title of Subsidiary Holding Company

(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box

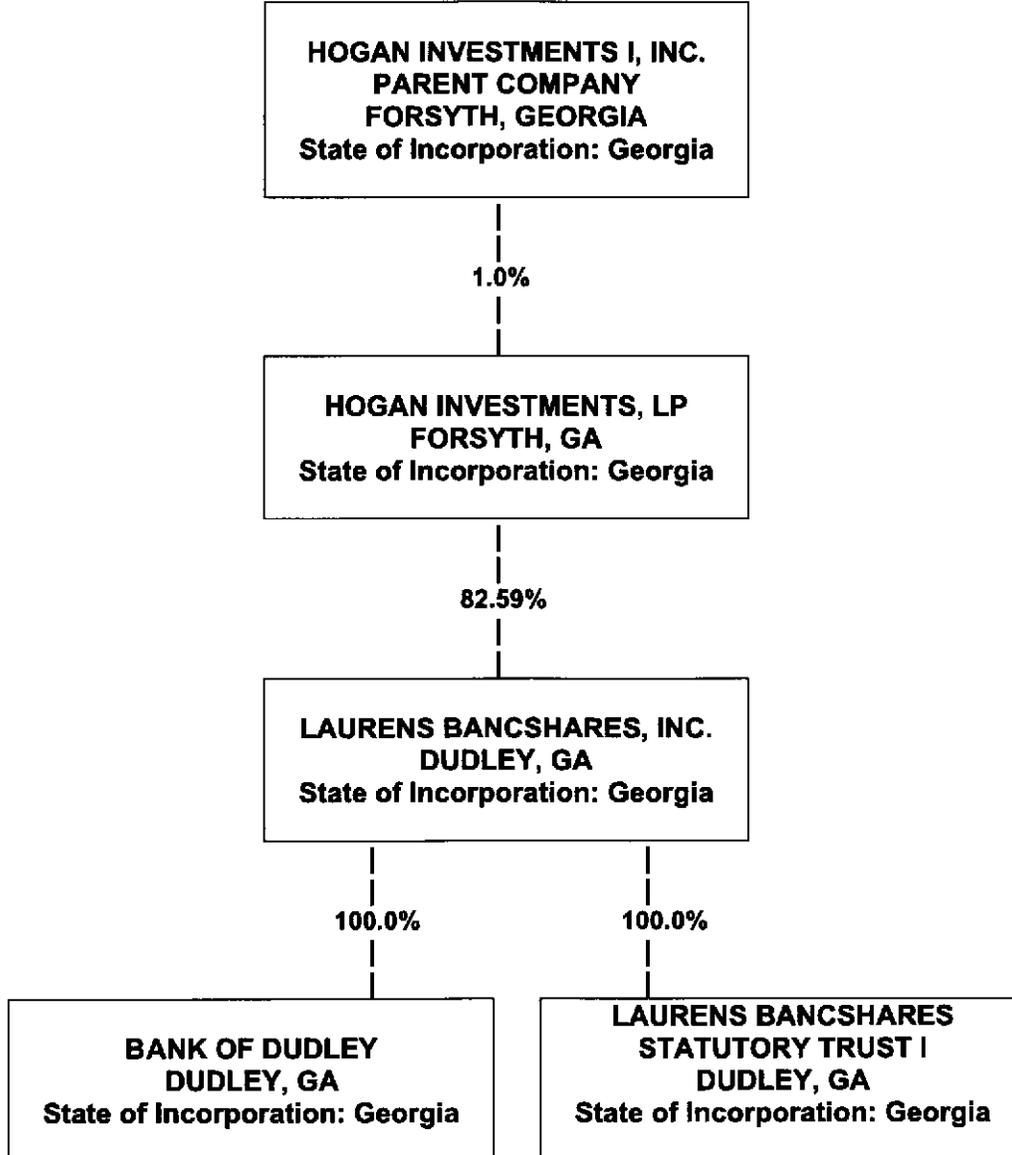
City State Zip Code

Physical location (if different from mailing address)

ITEM 2a

**HOGAN INVESTMENTS I, INC.
FORSYTH, GEORGIA**

ORGANIZATION CHART



NOTE: ITEM 2a SUPPLEMENTAL QUESTIONS ARE "N/A".

ITEM 2b

**HOGAN INVESTMENTS I, INC.
FORSYTH, GEORGIA**

DOMESTIC BRANCH LISTING

BANK OF DUDLEY – Full Service

1448 SECOND STREET
DUDLEY, GEORGIA 31022
BRANCH ID_RSSD 546535
(HEAD OFFICE)
Date Opened – October, 1905

DUBLIN BRANCH – Full Service

200 W JACKSON STREET
DUBLIN, GEORGIA 31021
BRANCH ID_RSSD 1168372
Date Opened – December, 1988

VETERANS BOULEVARD OFFICE – Full Service

1650 VETERANS BOULEVARD
DUBLIN, GEORGIA 31021
BRANCH ID_RSSD 2268813
Date Opened – February, 1994

SAVANNAH AVENUE OFFICE – Full Service

101 SAVANNAH AVENUE
EAST DUBLIN, GEORGIA 31027
BRANCH ID_RSSD 2636720
Date Opened – June, 1997

ITEM 3**HOGAN INVESTMENTS I, INC.
FORSYTH, GEORGIA****SECURITIES HOLDERS**

5% or more Shareholders - December 31, 2013

<u>Name</u>	<u>Address</u>	<u>Citizenship</u>	<u>Shares Owned</u>	<u>Percentage Owned</u>
<u>Hogan Investments I, Inc.</u>				
Estate of Barbara H. McLees	Dublin, Georgia	U.S.A.	4,732	47.32%
Betty H. Metts	Macon, Georgia	U.S.A.	168	1.68%
Beth M. Vaughn	Forsyth, Georgia	U.S.A.	5,100	51.00%
			<u>10,000</u>	<u>100.00%</u>
<u>Hogan Investments, LP</u>				
<u>Voting Interest:</u>				
Hogan Investments I, Inc.	Forsyth, Georgia	U.S.A.	G.P. Interest	1.00%
<u>Non-voting Interest:</u>				
Betty H. Metts	Macon, Georgia	U.S.A.	L.P. Interest	48.68%
William McLees, Sr.	Dublin, Georgia	U.S.A.	L.P. Interest	27.14%
Estate of Barbara H. McLees	Dublin, Georgia	U.S.A.	L.P. Interest	<u>21.74%</u>
				<u>98.56%</u>
<u>Laurens Bancshares, Inc.</u>				
Hogan Investments, LP	Forsyth, Georgia	U.S.A.	48,460	82.59%

Note – Item 3 Part (2) is “N/A”

ITEM 4

**HOGAN INVESTMENTS I, INC.
FORSYTH, GEORGIA**

INSIDERS

Hogan Investments I, Inc.

William G. McLees, Jr.	Officer/Director
Beth M. Vaughn	Officer/Director
Rubert H. McLees	Director

Hogan Investments, LP

Hogan Investments I, Inc.	General Partner
Betty H. Metts	Limited Partner
William G. McLees, Sr.	Limited Partner

Laurens Bancshares

William G. McLees, Jr.	Director/ Secretary & Treasurer
Beth M. Vaughn	Director/President
Samuel W. Beall	Director/ Assistant Secretary & Assistant Treasurer
Rubert H. McLees	Director

ITEM 4

**HOGAN INVESTMENTS I, INC.
FORSYTH, GEORGIA**

INSIDERS

NAME AND ADDRESS:

William G. McLees, Jr. – Macon, Georgia U.S.A

PRINCIPAL OCCUPATION, IF OTHER THAN WITH HOLDING COMPANY:

Architect

TITLE OR POSITION WITH:

(A) BANK HOLDING COMPANY – Officer/Director

(B) DIRECT SUBSIDIARY – Hogan Investments, LP – Limited Partner
Laurens Bancshares – Vice Chairman, Director,
Secretary & Treasurer
Bank of Dudley - Director

(C) TITLE OR POSITION WITH ANY OTHER COMPANY IN WHICH THE PERSON IS A
DIRECTOR, TRUSTEE, PARTNER, OR PRINCIPAL OFFICER:

Hogan Timberlands I, Inc. – Director, Secretary & Treasurer
Hogan Timberlands, LP - Partner

**NUMBER OF SHARES AND PERCENTAGE OF EACH CLASS OF VOTING SECURITIES OWNED,
CONTROLLED, OR HELD WITH POWER TO VOTE IN:**

(A) THE BANK HOLDING COMPANY: None

(B) DIRECT AND INDIRECT SUBSIDIARIES OF THE BANK HOLDING COMPANY:

Hogan Investments, LP - 0.206%

(C) ANY OTHER COMPANY, IF 25 PERCENT OR MORE OF ITS OUTSTANDING VOTING
SECURITIES ARE HELD:

McLees, Boggs & Selby, Inc. – 33.3%
JMB Properties – 33.3%

ITEM 4

**HOGAN INVESTMENTS I, INC.
FORSYTH, GEORGIA**

INSIDERS

NAME AND ADDRESS:

Beth M. Vaughn – Forsyth, Georgia U.S.A

PRINCIPAL OCCUPATION, IF OTHER THAN WITH HOLDING COMPANY:

Chairwoman and Investment Officer, Bank of Dudley

TITLE OR POSITION WITH:

- (A) BANK HOLDING COMPANY – President/Director
- (B) DIRECT SUBSIDIARY – Hogan Investments, LP – Limited Partner
Laurens Bancshares – President & Chairwoman
Bank of Dudley – Chairwoman & Investment Officer
- (C) TITLE OR POSITION WITH ANY OTHER COMPANY IN WHICH THE PERSON IS A DIRECTOR, TRUSTEE, PARTNER, OR PRINCIPAL OFFICER:

Hogan Timberlands I, Inc. – President & Chairwoman
Hogan Timberlands, LP – Limited Partner
Vaughn Land & Cattle Co. – Secretary
Country Oaks Farm and Pet Supply, Inc. – CFO & Secretary
41 Feed Mill, Inc. – CFO & Secretary

NUMBER OF SHARES AND PERCENTAGE OF EACH CLASS OF VOTING SECURITIES OWNED, CONTROLLED, OR HELD WITH POWER TO VOTE IN:

- (A) THE BANK HOLDING COMPANY: 5,100 Shares (51%)
- (B) DIRECT AND INDIRECT SUBSIDIARIES OF THE BANK HOLDING COMPANY:
Hogan Investments, LP – 0.206%
- (C) ANY OTHER COMPANY, IF 25 PERCENT OR MORE OF ITS OUTSTANDING VOTING SECURITIES ARE HELD:
Hogan Timberlands I, Inc. (51%)
Country Oaks Farm and Pet Supply, Inc. (50%)
41 Feed Mill, Inc. (50%)

ITEM 4

**HOGANS INVESTMENTS I, INC.
FORSYTH, GEORGIA**

INSIDERS

NAME AND ADDRESS:

Betty H. Metts – Macon, Georgia U.S.A

PRINCIPAL OCCUPATION, IF OTHER THAN WITH HOLDING COMPANY:

Retired

TITLE OR POSITION WITH:

(A) BANK HOLDING COMPANY –None

(B) DIRECT SUBSIDIARY – Hogan Investments, LP – Limited Partner
Laurens Bancshares – None
Bank of Dudley – None

(C) TITLE OR POSITION WITH ANY OTHER COMPANY IN WHICH THE PERSON IS A DIRECTOR, TRUSTEE, PARTNER, OR PRINCIPAL OFFICER:

Hogan Timberlands I, Inc. – Director
Hogan Timberlands, L. P. – Limited Partner

NUMBER OF SHARES AND PERCENTAGE OF EACH CLASS OF VOTING SECURITIES OWNED, CONTROLLED, OR HELD WITH POWER TO VOTE IN:

(A) THE BANK HOLDING COMPANY: 168 Shares (1.68%)

(B) DIRECT AND INDIRECT SUBSIDIARIES OF THE BANK HOLDING COMPANY:

Hogan Investments, LP – 48.68%

(C) ANY OTHER COMPANY, IF 25 PERCENT OR MORE OF ITS OUTSTANDING VOTING SECURITIES ARE HELD:

None

ITEM 4

**HOGAN INVESTMENTS I, INC.
FORSYTH, GEORGIA**

INSIDERS

NAME AND ADDRESS:

William G. McLees, Sr. – Dublin, Georgia U.S.A

PRINCIPAL OCCUPATION, IF OTHER THAN WITH HOLDING COMPANY:

Retired

TITLE OR POSITION WITH:

(A) BANK HOLDING COMPANY – None

(B) DIRECT SUBSIDIARY – Hogan Investments, L. P. – Limited Partner
Laurens Bancshares – None
Bank of Dudley - None

(C) TITLE OR POSITION WITH ANY OTHER COMPANY IN WHICH THE PERSON IS A DIRECTOR, TRUSTEE, PARTNER, OR PRINCIPAL OFFICER:

None

NUMBER OF SHARES AND PERCENTAGE OF EACH CLASS OF VOTING SECURITIES OWNED, CONTROLLED, OR HELD WITH POWER TO VOTE IN:

(A) THE BANK HOLDING COMPANY: None

(B) DIRECT AND INDIRECT SUBSIDIARIES OF THE BANK HOLDING COMPANY:

Hogan Investments, LP – 27.14%

(D) ANY OTHER COMPANY, IF 25 PERCENT OR MORE OF ITS OUTSTANDING VOTING SECURITIES ARE HELD:

None

ITEM 4

**HOGAN INVESTMENTS I, INC.
FORSYTH, GEORGIA**

INSIDERS

NAME AND ADDRESS:

Rubert H. McLees. – Peachtree Corners, Georgia U.S.A

PRINCIPAL OCCUPATION, IF OTHER THAN WITH HOLDING COMPANY:

Program Manager, IBM Corporation

TITLE OR POSITION WITH:

(A) BANK HOLDING COMPANY – Director

(D) DIRECT SUBSIDIARY – Hogan Investments, L. P. – Limited Partner
Laurens Bancshares – Director
Bank of Dudley - None

(E) TITLE OR POSITION WITH ANY OTHER COMPANY IN WHICH THE PERSON IS A DIRECTOR, TRUSTEE, PARTNER, OR PRINCIPAL OFFICER:

Hogan Timberlands I, Inc. – Director
Hogan Timberlands, LP - Partner

NUMBER OF SHARES AND PERCENTAGE OF EACH CLASS OF VOTING SECURITIES OWNED, CONTROLLED, OR HELD WITH POWER TO VOTE IN:

(A) THE BANK HOLDING COMPANY: None

(B) DIRECT AND INDIRECT SUBSIDIARIES OF THE BANK HOLDING COMPANY:

Hogan Investments, LP – 0.206%

(E) ANY OTHER COMPANY, IF 25 PERCENT OR MORE OF ITS OUTSTANDING VOTING SECURITIES ARE HELD:

None

ITEM 4

**HOGAN INVESTMENTS I, INC.
FORSYTH, GEORGIA**

INSIDERS

NAME AND ADDRESS:

Samuel W. Beall. – Dublin, Georgia U.S.A

PRINCIPAL OCCUPATION, IF OTHER THAN WITH HOLDING COMPANY:

President and CEO – Bank of Dudley

TITLE OR POSITION WITH:

(A) BANK HOLDING COMPANY – None

(F) DIRECT SUBSIDIARY – Hogan Investments, L. P. – None
Laurens Bancshares – Director
Bank of Dudley – Director, President/CEO

(G) TITLE OR POSITION WITH ANY OTHER COMPANY IN WHICH THE PERSON IS A DIRECTOR, TRUSTEE, PARTNER, OR PRINCIPAL OFFICER:

Beall's Christmas Tree Farm - Owner
Sam and Katherine Beall Rental Property – Manager/Operator

NUMBER OF SHARES AND PERCENTAGE OF EACH CLASS OF VOTING SECURITIES OWNED, CONTROLLED, OR HELD WITH POWER TO VOTE IN:

(A) THE BANK HOLDING COMPANY: None

(B) DIRECT AND INDIRECT SUBSIDIARIES OF THE BANK HOLDING COMPANY:

Hogan Investments, LP – None
Laurens Bancshares – 0.13%

(F) ANY OTHER COMPANY, IF 25 PERCENT OR MORE OF ITS OUTSTANDING VOTING SECURITIES ARE HELD:

None

ITEM 4

**HOGAN INVESTMENTS I, INC.
FORSYTH, GEORGIA**

INSIDERS

NAME AND ADDRESS:

Hogan Investments LP – Forsyth, Georgia U.S.A

PRINCIPAL OCCUPATION, IF OTHER THAN WITH HOLDING COMPANY:

Not Applicable

TITLE OR POSITION WITH:

(A) BANK HOLDING COMPANY - None

(B) DIRECT SUBSIDIARY – None

(C) TITLE OR POSITION WITH ANY OTHER COMPANY IN WHICH THE PERSON IS A DIRECTOR, TRUSTEE, PARTNER, OR PRINCIPAL OFFICER:

None

NUMBER OF SHARES AND PERCENTAGE OF EACH CLASS OF VOTING SECURITIES OWNED, CONTROLLED, OR HELD WITH POWER TO VOTE IN:

(A) THE BANK HOLDING COMPANY: None

(B) DIRECT AND INDIRECT SUBSIDIARIES OF THE BANK HOLDING COMPANY

Laurens Bancshares, Inc. – 48,460 shares (82.59%)

(C) ANY OTHER COMPANY, IF 25 PERCENT OR MORE OF ITS OUTSTANDING VOTING SECURITIES ARE HELD: None