

SECURITIES AND EXCHANGE COMMISSION

FORM NT 10-Q

Notice under Rule 12b25 of inability to timely file all or part of a form 10-Q or 10-QSB

Filing Date: **2004-05-18** | Period of Report: **2004-03-31**
SEC Accession No. **0001193125-04-090622**

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FILER

FIRST NATIONAL BANC INC

CIK: **1266099** | IRS No.: **582249282** | State of Incorpor.: **GA** | Fiscal Year End: **1231**
Type: **NT 10-Q** | Act: **34** | File No.: **333-109586** | Film No.: **04815076**
SIC: **6021** National commercial banks

Business Address
*2509 OSBORNE RD
ST MARYS GA 31556
9128823400*

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL
OMB Number: 3235-0058
Expires: January 31, 2005
Estimated average burden
hours per response . . . 2.50
COMMISSION FILE NUMBER
333-109586

(Check One):

- Form 10-K
 Form 20-F
 Form 11-K
 Form 10-QSB
 Form N-SAR

FORM 12b-25

NOTIFICATION OF LATE FILING

For Period Ended: **March 31, 2004**

- Transition Report on Form 10-K
 Transition Report on Form 20-F
 Transition Report on Form 11-K
 Transition Report on Form 10-Q
 Transition Report on Form N-SAR

For the Transition Period Ended: _____

Read Attached Instruction Sheet Before Preparing Form. Please Print or Type.

Nothing in this form shall be construed to imply that the Commission has verified any information contained herein.

If the notification relates to a portion of the filing checked above, identify the Item(s) to which the notification relates:

PART I – REGISTRANT INFORMATION

First National Banc, Inc.

Full Name of Registrant

N/A

Former Name if Applicable

2509 Osborne Road

Address of Principal Executive Office (Street and Number)

St. Marys, Georgia 31558

City, State and Zip Code

PART II – RULES 12b-25(b) AND (c)

If the subject report could not be filed without unreasonable effort or expense and the registrant seeks relief pursuant to Rule 12b-25(b), the following should be completed. (Check box if appropriate)

- (a) The reasons described in reasonable detail in Part III of this form could not be eliminated without unreasonable effort or expense;
- (b) The subject annual report, semi-annual report, transition report on Form 10-K, Form 20-F, 11-K or Form N-SAR, or portion thereof, will be filed on or before the fifteenth calendar day following the prescribed due date; or the subject quarterly report of transition report on Form 10-Q, or portion thereof, will be filed on or before the fifth calendar day following the prescribed due date; and
- (c) The accountant's statement or other exhibit required by Rule 12b-25(c) has been attached if applicable.

PART III – NARRATIVE

State below in reasonable detail the reasons why Forms 10-K, 20-F, 11-K, 10-Q, N-SAR, or the transition report or portion thereof, could not be filed within the prescribed time period.

Management of the Company has been unable to complete the preparation of the Company’s Quarterly Report on Form 10-QSB by the prescribed due date of May 17, 2004 without unreasonable effort or expense because the Company is still in the process of compiling and analyzing financial information relating to its recent acquisition of First National Bank, Orange Park, Florida on March 31, 2004.

PART IV– OTHER INFORMATION

(1) Name and telephone number of person to contact in regard to this notification

David G. Moffat

(912)

882-3400

(Name)

(Area Code)

(Telephone Number)

(2) Have all other periodic reports required under Section 13 or 15(d) of the Securities Exchange Act of 1934 or Section 30 of the Investment Company Act of 1940 during the preceding 12 months or for such shorter period that the registrant was required to file such report(s) been filed? If answer is no, identify report(s). Yes No

(3) Is it anticipated that any significant change in results of operations from the corresponding period for the last year will be reflected by the earnings statements to be included in the subject report or portion thereof? Yes No

If so, attach an explanation of the anticipated change, both narratively and quantitatively, and, if appropriate, state the reasons why a reasonable estimate of the results cannot be made.

First National Banc, Inc.

(Name of Registrant as Specified in Charter)

has caused this notification to be signed on its behalf by the undersigned hereunto duly authorized.

Date May 17, 2004

By

/s/ David G. Moffat

President and Chief Operating Officer

INSTRUCTION: The form may be signed by an executive officer of the registrant or by any other duly authorized representative. The name and title of the person signing the form shall be typed or printed beneath the signature. If the statement is signed on behalf of the registrant by

an authorized representative (other than an executive officer), evidence of the representative' s authority to sign on behalf of the registrant shall be filed with the form.

ATTENTION

Intentional misstatements or omissions of fact constitute Federal Criminal Violations (See 18 U.S.C. 1001).