

VISION BANCSHARES INC
Form 8-K
October 20, 2004

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of
The Securities Exchange Act of 1934

Date of Report (Date of earliest event reported)

October 20, 2004

Vision Bancshares, Inc.

(Exact name of registrant as specified in its charter)

Alabama
(State or Other Jurisdiction

of Incorporation)

333-88073
(Commission

File Number)

63-1230752
(IRS Employer

Identification No.)

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2201 West 1st Street

Gulf Shores, Alabama
(Address of principal executive offices)

36542
(Zip Code)

Registrant's telephone number, including area code

(251) 967-4212

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 2.01 Completion of Acquisition or Disposition Other Events and Regulation FD Disclosure.

Effective October 15, 2004, Vision Bancshares, Inc. (Vision) completed its transaction with Banc Trust Financial Group, Inc. (Banc Trust) whereby Vision acquired all of the voting stock of Banc Trust 's wholly owned subsidiary bank, BankTrust of Florida, formerly Wewahitchka State Bank, located in Wewahitchka, Gulf County, Florida and changed the name of BankTrust of Florida to Vision Bank. Vision agreed to pay Banc Trust \$7.5 million in cash for all of the issued and outstanding shares of BankTrust of Florida. Subsequent to the acquisition, Vision merged Vision Bank, FSB, its wholly owned federal savings bank, located in Panama City, Florida with and into Vision Bank.

Item 7.01 Regulation FD Disclosure

On October 15, 2004 Vision Bancshares, Inc. issued a press release announcing the completion of its acquisition of BankTrust of Florida, changing the name of BankTrust of Florida to Vision Bank and the subsequent merger of Vision Bank, FSB with and into Vision Bank.

Item 9.01 Financial Statements and Exhibits

(c) Exhibits

99.1 Press Release by Vision Bancshares, Inc. dated October 15, 2004

SIGNATURE

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, thereto duly authorized.

Dated: October 20, 2004

VISIONBANCSHARES, INC.

By: /s/ WILLIAM E. BLACKMON
William E. Blackmon

Its: Chief Financial Officer

Â Stock Option (Right to Buy)02/28/200802/28/2015 Common Stock 31,428 \$ 53.595 D Â Stock Option (Right to Buy)02/28/200902/28/2016 Common Stock 34,821 \$ 60.5 D Â Stock Option (Right to Buy)02/28/201002/28/2017

Common Stock 38,421 \$ 63.49 D Stock Option (Right to Buy)02/28/201102/28/2018 Common Stock 41,626 \$ 66.18 D

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Fregolle Robert L. JR. ONE PROCTER & GAMBLE PLAZA CINCINNATI, OH 45202			Global Cust. Bus. Dev. Officer	

Signatures

/s/ Jason P. Muncy, Attorney-in-Fact for Robert L. Fregolle, Jr.

02/04/2009

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Shares held by Retirement Plan Trustees. If employee terminates employment and elects distribution of shares, or, if after age 50 elects alternative investment within Plan, Preferred Stock converted/redeemed at specified conversion/exercise price.
- (2) Series A Preferred Stock allocated to officer's Retirement Plan account pursuant to Retirement Plan provisions.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.