HEAD JAMES L
Form 144
December 01, 2003

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 144

NOTICE OF PROPOSED SALE OF SECURITIES
PURSUANT TO RULE 144 UNDER THE SECURITIES ACT OF 1933

ATTENTION: Transmit for filing 3 copies of this form concurrently with either placing an order with a broker to execute sale or executing a sale directly with a market maker.

1(a) NAME OF ISSUER (Please type or print)	(b) IRS IDENT. NO.	(c) SEC FILE NO.
Citizens Financial Corporation	61-1187135	000-20148

1(d) ADDRESS OF ISSUER STREET	CITY	STATE	ZIP CODE	(e) TELEPHONE NUMBER (with area code)
12910 Shelbyville Road Suite 300	Louisville	Kentucky	40243	(502) 244-2420

2(a) NAME OF PERSON FOR WHOSE ACCOUNT THE SECURITIES ARE TO BE SOLD	(b) IRS IDENT. NO.	(c) RELATIONSHIP TO ISSUER	(d) ADDRESS STREET	CITY	STATE	ZIP CODE
James L. Head	400-40-6768	Officer	12910 Shelbyville Road Suite 300	Louisville	Kentucky	40243

INSTRUCTION: The person filing this notice should contact the issuer to obtain the IRS Identification Number and the SEC File Number.

3(a) Title Of The Class Of Securities To Be Sold	(b) Name and Address Of Each Broker Through Whom The Securities Are to Be Offered Or Each Market Maker Who Is Acquiring The Securities	SEC USE ONLY Broker-Dealer File Number	(c) Number Of Shares Or Other Units to be Sold (See Instr. 3(c))	(d) Aggregate Market Value (See Instr. 3(d))	(e) Number of Shares Or Other Units Outstanding (See Instr. 3(e))	(f) Approximate Date of Sale (See Instr. 3(f)) (Mo. Day Yr.)	(g) Name of Each Securities Exchange (See Instr. 3(g))
Class A Common Stock	Scottsdale Securities, Inc. 9300 Shelbyville Road		657	as of 11-28-03 $4,855.23	1,685,228	12-01-03	NASDAQ

3(a)	(b)	SEC USE ONLY	(c)	(d)	(e)	(f)	(g)
	Suite 1001 Louisville, Kentucky 40223						

INSTRUCTIONS:

1. (a) Name of Issuer.
   (b) Issuer's IRS Identification Number.
   (c) Issuer's SEC file number, if any.
   (d) Issuer's address, including zip code.
   (e) Issuer's telephone number, including area code.
2. (a) Name of person for whose account the securities
   (b) are to be sold.
   (c) Such person's IRS identification number, if such person is an entity.
   (d) Such person's relationship to the issuer, (e.g., officer, director, 10% stockholder, or member of immediate family of any of the foregoing.
   Such person's address, including zip code.
3. (a) Title of the class of securities to be sold.
   (b) Name and address of each broker through whom the securities are
   (c) intended to be sold.
   Number of shares or other units to be sold (if
   (d) dept securities, give the aggregate face amount.
   (e) Aggregate Market value of the securities to be sold as of a specified date within 10 days prior to the filing of this
   (f) notice.
   (g) Number of shares or other units of the class outstanding, or if debt securities the face amount thereof outstanding, as shown by the most recent report or statement published bye the issuer.
   Approximate date on which the securities are to be sold.
   Name of each securities exchange, if any, on which the securities are intended to be sold.

TABLE I - SECURITIES TO BE SOLD

Furnish the following information with respect to the acquisition of the securities to be sold and with respect to the payment of all or any part of the purchase price or other consideration therefore:

Title Of The Class	Date You Acquired	Nature Of Acquisition Transaction	Name of Person From Whom Acquired (If Gift, Also Give Date Donor Acquired)	Amount Of Securities Acquired	Date Of Payment	Nature Of Payment
Class A Common Stock	04/30/91	Purchased at Fair Market Value	Mary York	126	04/30/91	Cash
Class A Common Stock	04/22/94	Purchased at Fair Market Value	William Dolen	531	04/22/94	Cash

INSTRUCTIONS: 1. If the securities were purchased and full payment therefor was not made in cash at the time of purchase, explain in the table or in a note thereto the nature of the consideration

2. If within two years after the acquisition of the

securities the person for whose account they

given. If the consideration consisted of any note or other obligation, or if payment was made in installments describe the arrangement and state when the note or other obligation was discharged in full or the last installment paid.

are to be sold had any short positions, put or other option to dispose of securities referred to in paragraph (d) (3) of Rule 144, furnish full information with respect thereto.

TABLE II - SECURITIES SOLD DURING THE PAST THREE MONTHS

Furnish the following information as to all securities of the issuer sold during the past three months by the person for whose account the securities are to be sold.

Name and Address of Seller	Title of Securities Sold	Date of Sale	Amount Of Securities Sold	Gross Proceeds
N/A				

REMARKS:

INSTRUCTIONS:

See the definition of "person" in paragraph (a) of Rule 144. Information is to be given not only as to the person for whose account the securities are to be sold but also as to all other persons included in that definition. In addition, information shall be given as to sales by all persons whose sales are required by paragraph (e) of Rule 144 to be aggregated with sales for the account of the person filing this notice.

ATTENTION:

The person for whose account the securities to which this notice relates are to be sold hereby represents by signing this notice that he does not know any material adverse information in regard to the current and prospective operations of the Issuer of the securities to be sold which has not been publicly disclosed.

December 1, 2003 — (Date of Notice)

/s/ James L. Head — (Signature)

The notice shall be signed by the person for whose account the securities are to be sold. At least one copy of the notice shall be manually signed. Any copies not manually signed shall bear typed or printed signatures.

ATTENTION: International misstatements or omission of facts constitute Federal Criminal Violations (See 18 U.S.C. 1001)