

**STATE OF ILLINOIS
SECRETARY OF STATE
SECURITIES DEPARTMENT**

IN THE MATTER OF: Jeremy M. Stamper;
Federal Savings LLC; First Bancshares, Inc.

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FILE NO. 0700222

ORDER OF PROHIBITION

TO THE RESPONDENT: Jeremy M. Stamper
 120 Lakeside Avenue, Suite 230
 Seattle, Washington 98122

 Federal Savings LLC
 110 Lakeside Avenue, Suite H
 Seattle, Washington 98122

 First Bancshares, Inc.
 110 Lakeside Avenue, Suite H
 Seattle, Washington 98122

WHEREAS, a Temporary Order of Prohibition was issued by the Secretary of State, State of Illinois, on May 31, 2007, temporarily prohibiting the Respondents from offering or selling securities in the State of Illinois until further order from the Secretary of State.

WHEREAS, pursuant to Section 11.F of the Illinois Securities Law of 1953 [815 ILCS 5] (the "Act"), the failure to request a hearing within thirty (30) calendar days of the entry of a Temporary Order shall constitute an admission of any facts alleged therein and constitute a sufficient basis to make the Temporary Order final.

WHEREAS, the Respondents have failed to request a hearing on the matters contained in the Temporary Order within thirty (30) calendar days of the entry of said Temporary Order and the Respondents are hereby deemed to have admitted the facts alleged in the said Temporary Order.

WHEREAS, the Secretary of State, by and through his duly authorized representative, has adopted the Findings of Fact contained in the said Temporary Order as the Secretary of State's Final Findings of Fact as follows:

ORDER OF PROHIBITION

1. That Jeremy M. Stamper (“Stamper” or collectively with JMA, “Respondents”) is an individual whose last known address is 120 Lakeside Avenue., Suite 230, Seattle, WA 98122. Stamper is the principal of Federal Savings and First Bancshares.
2. Federal Savings LLC (“Federal Savings” or collectively with Stamper, JMA, and First Bancshares) is a Delaware and Nevada limited liability company with a last known address of 110 Lakeside Avenue, Suite H, Seattle, WA 98122. Federal Savings is an “*unbank*” and a wholly owned subsidiary of First Bancshares.
3. First Bancshares, Inc. (“First Bancshares” or collectively with Stamper, JMA, and Federal Savings, “Respondents”) is a Delaware corporation with a last known address of 110 Lakeside Avenue, Suite H, Seattle, WA 98122.
4. That at all relevant times herein, Respondents offered interest bearing Term Certificates to the public by means of a general solicitation on the Internet.
5. That on February 6th 2007, Respondents sold to one or more Illinois residents a Term Certificate in “the principal sum of \$5500” (the “\$5500 Term Certificate”)
6. That the \$5500 Term Certificate provides, among other things:
 - (A) “Interest Rate. The entire principal balance of this Note shall bear interest from the date of this Term Certificate until this Term Certificate is fully paid. The rate of interest shall be 8.85% per annum.”
 - (B) “Maturity date. The Term Certificate will automatically mature and be due and payable on the date that is six-months from the date hereof (the “Maturity Date”). Interest shall accrue on this Term Certificate but shall not be due and payable until the maturity date.”
7. That the activities set forth in paragraphs 5 through 7 above constitute the offer and sale of a Note, and therefore a security as those terms are defined at Sec. 2.1, 2.5 and 2.5a of the Illinois Securities Law of 1953 (815 ILCS 5) (the “Act”).
8. That Section 12.A of the Act provides it shall be a violation of the provisions of this Act for any person to offer or sell any security except in accordance with the provisions of this Act.
9. That Section 12.D of the Act provides that it shall be a violation of the provision so of this Act for any person to fail to file with the Secretary of State any application, report or document required to be filed under the provisions of this Act or any rule or regulation made by the Secretary of State pursuant to this Act or to fail to comply with the terms of any order of the Secretary of State issued pursuant to Section 11 hereof.

ORDER OF PROHIBITION

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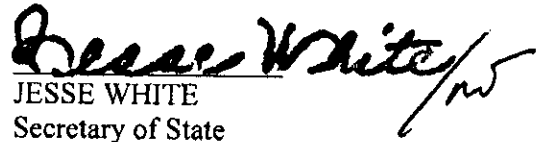
10. That Respondents failed to file with the Secretary of State an application for registration of the securities described above as required by the Act and that as a result the security was not registered pursuant to Section 5 of the Act prior to its offer in the State of Illinois.
11. That by virtue of the foregoing, Respondents Jeremy M. Stamper, Federal Savings LLC, and First Bancshares, Inc., have violated Sections 12.A and 12.D of the Act.

WHEREAS, the Secretary of State, by and through his duly authorized representative, has adopted the Conclusions of Law contained in the said Temporary Order as the Secretary of State's Conclusions of Law as follows:

1. By offering and/or selling unregistered securities as set forth above, Respondent violated Section 12.A of the Act.
2. By offering and/or selling unregistered securities as set forth above, Respondent violated Section 12.D of the Act.

NOW THEREFORE IT IS HEREBY ORDERED: That pursuant to Section 11.F of the Act, the Respondents shall be and are hereby permanently PROHIBITED from offering or selling any securities in or from the State of Illinois.

DATED: ENTERED This 22nd day of October 2007.


JESSE WHITE
Secretary of State
State of Illinois

NOTICE: Failure to comply with the terms of this Order shall be a violation of the Section 12.D of the Act. Any person or entity who fails to comply with the terms of this Order of the Secretary of State, having knowledge of the existence of the Order, shall be guilty of a Class 4 Felony.

This is a final order subject to administrative review pursuant to the Administrative Review Law, {735 ILCS 5/3-101 et seq.} and the Rules and Regulations of the Illinois Securities Act, {14 Ill. Admin. Code Ch. I, Section 130.1123}. Any action for Judicial Review must be commenced within thirty-five (35) days from the date a copy of this Order is served upon the party seeking review.