

Mail Stop 4561

January 9, 2008

Laura Butler
Chief Financial Officer
First Citizens Bancshares, Inc.
P.O. Box 370
One First Citizens Place
Dyersburg, Tennessee 38024

**RE: First Citizens Bancshares, Inc.
Form 10-K for Fiscal Year Ended December 31, 2006
Filed March 28, 2007
File No. 000-11709**

Dear Ms. Butler,

We have completed our review of your Form 10-K and have no further comments at this time.

Sincerely,

Kevin W. Vaughn
Accounting Branch Chief