

Louisiana **LAND BANK**

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LOUISIANA LAND BANK, ACA 2011 ANNUAL MEETING INFORMATION STATEMENT

TO THE CURRENT OWNERS OF CAPITAL STOCK AND PARTICIPATION CERTIFICATES IN THE LOUISIANA LAND BANK, ACA:

You are cordially invited to attend the 2011 Annual Meeting of Stockholders of the Louisiana Land Bank, ACA. The meeting will be held on Friday, June 17, 2011 at the

**Country Inn & Suites
2727 Monroe Highway 165
Pineville, LA 71360
(318) 641-8332**

MEETING AGENDA	5:30 p.m.	Registration
	6:00 p.m.	Business Meeting
	6:45 p.m.	Dinner Buffet (Reservation required via enclosed postcard by June 13, 2011)
	7:45 p.m.	Presentation of Door Prizes and Adjournment

The agenda for the business meeting of the Louisiana Land Bank, ACA will include the following:

- Approval of the Minutes of the June 18, 2010 Annual Stockholders' Meeting
- Determination of Quorum
- Proof of Due Notice of Meeting
- Board of Directors Report
- Chief Executive Officer's Report
- Chief Financial Officer's Report
- Nominating Committee Report
- Election of four (4) Stockholders to the Board of Directors
- Election of Nominating Committee for 2012
- Other Business
- New Business



As of April 30, 2011, the Louisiana Land Bank, ACA had 2,386 members with voting stock and 179 members with participation certificates. Members owning voting stock at the close of business on May 31, 2011 will be eligible to vote if they have been designated as the voting stockholder. A majority of the stockholders present will determine the outcome of any issues voted on during the meeting.

DIRECTORS CURRENTLY SERVING

NAME	TERM OF OFFICE AGE	PERIOD OF EXPIRES	TYPE OF SERVICE	AGRICULTURE
R. Ernest Girouard, Jr. Chairman	71	2012	1990	Rice, crawfish
Bobby E. Stanley, Vice Chairman	71	2012	1991	Outside director
Henry A. Capdeboscq, Jr.	54	2011	2008	Dairy, beef cattle
John E. Carroll	38	2013	2007	Cotton, corn, soybeans
John F. Earles	59	2013	2010	Rice, corn, soybeans & timber
Gertrude L. Hawkins	47	2011	2002	Cotton, corn, soybeans, wheat & sugar cane
J. Mark Morgan	59	2011	2011	Timber
Edward W. Patrick, Jr.	57	2012	1994	Cotton, rice, corn, & soybeans
David C. Vanderlick	69	2012	1990	Cotton, soybeans
Charles A. Vandersteen	60	2013	2007	Outside director
Daniel L. Webb	56	2011	2002	Cotton, corn, potatoes, soybeans, & timber

All directors attended at least 75% of the board meetings convened during the fiscal year ending December 31, 2010 except David C. Vanderlick, who attended 66.66% of the board meetings. All directors attended at least 75% of the committee meetings convened during the fiscal year ending December 31, 2010. No directors declined to stand for re-election since the last annual meeting because of a policy disagreement with the board.

Financial Reports of the Association for the fiscal year ending December 31, 2010 were included in the 2010 Annual Report which was mailed to all stockholders prior to March 31, 2011. Included in the Annual Report was the "Report of Independent Accountants" discussing their audit and opinion thereof.

The Association's 2010 Annual Report can also be accessed via the Association's website HYPERLINK "<http://www.louisianalandbank.com>" www.louisianalandbank.com. In the future, the Association will publish its Annual Report on its website when the report is electronically sent to the Farm Credit Administration.

Shareholders' investment in the Association may be materially affected by the financial condition and results of operations of the Farm Credit Bank of Texas. The Farm Credit Bank of Texas' financial reports to its shareholders will be made available upon request. Please contact the Farm Credit Bank of Texas, The Ag Agency, P. O. Box 202590, Austin, Texas 78720-2590, call 512-483-9204 or e-mail fcf@farmcreditbank.com.

As of March 15, 2011, the Association moved from being subject to a Supervisory Agreement to being subject to a Written Agreement with its regulator, the Farm Credit Administration. Details and requirements of the Written Agreement can be found in the Association's most recent Annual and Quarterly Reports.

There have been no transactions of the type required to be disclosed in FCA Regulation Section 620.5(j) outside the normal course of business between the Association and its senior officers or directors or their immediate family members, or any organization with which such senior officers or directors are affiliated. There has been no involvement in any legal proceedings as described in FCA Regulation Section 620.5(k) during the past five years for any directors or senior officers.

2011 NOMINATING COMMITTEE ACTIONS

For the purposes of director representation, the territory of the Association is divided into two geographical regions with each region consisting of the following parishes within the state of Louisiana: Region 1 – Bienville, Bossier, Caddo, Caldwell, Catahoula, Claiborne, Concordia, DeSoto, East Carroll, Franklin, Grant, Jackson, La Salle, Lincoln, Madison, Morehouse, Natchitoches, Ouachita, Rapides, Red River, Richland, Sabine, Tensas, Union, Vernon, Webster, West Carroll, and Winn; and Region 2- Acadia, Allen, Ascension, Assumption, Avoyelles, Beauregard, Calcasieu, Cameron, East Baton Rouge, East Feliciana, Evangeline, Iberia, Iberville, Jefferson, Jefferson Davis, Lafayette, Lafourche, Livingston, Orleans, Plaquemines, Pointe Coupee, St. Bernard, St. Charles, St. Helena, St. James, St. John Baptist, St. Landry, St. Martin, St. Mary, St. Tammany, Tangipahoa, Terrebonne, Vermillion, Washington, West Baton Rouge, and West Feliciana.

As of April 30, 2011, there were 1,388 voting stockholders in Region 1 and 998 voting stockholders in Region 2. The regional designations constitute an eligibility requirement only. Voting for all stockholder-elected directors is at large, with each voting stockholder of the Association having a right to vote for each stockholder-elected director position. Five (5) stockholder-elected directors are designated for Region 1, and four (4) stockholder-elected directors are designated for Region 2.

The Nominating Committee submits for election a slate of eligible candidates which shall

include at least two nominees from the general area serviced by each of the Association's nine (9) branch offices, with each of these nine (9) general areas being represented by one stockholder-elected position. Terms for director positions representing the Hammond, Monroe, Port Allen, and Shreveport branches are expiring in 2011. The Nominating Committee is also charged to endeavor to assure representation of all types of agricultural practices within the Association territory.

Nominations for directors and Nominating Committee members will be accepted from the floor in accordance with Association Bylaws. Floor nominees for director positions must provide all required disclosures **in writing** at the meeting. Disclosures must include the nominee's name, city and state of residence, age, other directorships held by the nominee, business experience during the last five (5) years, including principal occupation and employment. No stockholder may be nominated for director who does not make the disclosures required by Farm Credit Administration Regulations.

According to Association policy, the candidate receiving the largest number of votes for each position shall be declared elected. If the election results in a tie vote, a runoff election shall be conducted between those candidates receiving the same number of votes. The procedure for this election shall be the same as in the original election. If the runoff election results in a tie, the winner will be determined by the flip of a coin.

The Association Nominating Committee consisting of Mrs. Linda Bordelon, Mr. Grady E. Coburn, Mr. Ted H. Glaser, Mr. Henry M. Matthews, Mr. Bennie M. Roberson, and Mr. David C. Young, III met on April 20, 2011 to consider nominees to fill the expiring director positions. The names of the following stockholders were placed in nomination:

HAMMOND BRANCH OFFICE TERRITORY THREE YEAR TERM

Henry A. Capdeboscq, Jr., age 54, is a resident of Husser, Louisiana. Mr. Capdeboscq is a dairy farmer and beef cattle farmer, which has been his primary occupation for the past five years. His farm operation includes a 250 head dairy herd and a 300 head beef cattle herd on 750 acres. He currently serves on the boards of Louisiana Milk Producers (milk production), Louisiana Family Farms (milk processor), and Tangipahoa Cattlemen's Association (beef cattle promotion). Mr. Capdeboscq attended Southeastern Louisiana University.

The Association has loans to Mr. Capdeboscq's immediate family members that were made in the ordinary course of business on the same terms, including interest rate, amortization schedule and collateral, as those prevailing at the time for comparable transactions with other persons or entities, and involved no more than normal risk of collectibility.

Eric M. Morrow, age 44, is a resident of Ponchatoula, Louisiana. Mr. Morrow is a fruit and vegetable farmer who is also involved with direct sales of fruits and vegetables through the Red Stick Farmers Market, which has been his primary occupation for the past five years. He currently serves on the boards of the Red Stick Farmers Market (farmers market), the Strawberry Marketing Board (strawberry promotion), and the Louisiana Blueberry Advisory Board (blueberry promotion). Mr. Morrow has a degree in Agriculture from Louisiana State University, and he served in the Louisiana Army National Guard for over 20 years.

**MONROE BRANCH OFFICE TERRITORY
THREE YEAR TERM**

Larry G. Tubbs, age 68, is a resident of Bastrop, Louisiana. He is the owner and president of Tubbs Rice Dryers, Inc. (rice drying) which has been his primary occupation for the past five years. His business is located at 501 Orion Drive in Pioneer, Louisiana. He and his wife Berniece also operate an 8,000 acre family farm that produces rice, corn, soybeans, and wheat. He currently serves on the board of Commercial Capital Bank (commercial bank), and previously served as president of the Louisiana Rice Growers Association (rice promotion). Mr. Tubbs attended Harding College.

The Association has loans to affiliated organizations of Mr. Tubbs that were made in the ordinary course of business on the same terms, including interest rates, amortization schedule and collateral, as those prevailing at the time for comparable transactions with other persons or entities, and involved no more than normal risk of collectibility.

Daniel L. Webb, age 56, is a resident of Colfax, Louisiana. He is the owner and operator of Marler Ford Company, Inc., which has been his primary occupation for the past five years. Marler Ford Company, Inc. is a Ford vehicle dealership located at 22077 Highway 167 in Dry Prong, Louisiana. His farming operations total some 2000 acres and consist of farms in Grant Parish and Morehouse Parish that produce row crops, cotton, sweet potatoes, soybeans, and timber. He also owns a farm in Arkansas that produces soybeans, cotton, and corn. Mr. Webb has a degree from LSU-Shreveport in Economics. Mr. Webb currently serves on no other boards.

**PORT ALLEN BRANCH OFFICE TERRITORY
THREE-YEAR TERM**

William D. Dart, age 59, is a resident of Clinton, Louisiana. He is the owner of Dart Insurance Agency, Inc. located at 12230 Woodville Street in Clinton, Louisiana, and he is a licensed insurance agent, which has been his primary occupation for the past five years. During the 1970's through the early 1980's, he was involved in the operation of his family farm that included

approximately 1000 acres of soybeans, corn, and feed crops as well as a 700 cow beef cattle herd and a feedlot. His current farming operation includes 800 acres in various timber varieties. Mr. Dart graduated from Louisiana Tech University with a degree in Business. He previously served as president and a director of the Feliciana Forestry Association, but he currently serves on no other boards.

Gertrude L. Hawkins, age 47, is a resident of New Roads, Louisiana. Mrs. Hawkins is a research associate with the LSU Ag Center Sugar Research Station, which has been her primary occupation for the past five years. She and her brother operate GNG Farm Partnership headquartered in Morganza, Louisiana, a 6,000 acre farm that produces cotton, corn, soybeans, sugar cane, and wheat. She is also the general manager of the Edgar Lacour Land Company that owns farmland and timber land. Mrs. Hawkins has a BS degree in Agricultural Business from Louisiana State University and an AA degree in Office Administration from Southeastern Louisiana University. She currently serves on the boards of the Point Coupee Parish Farm Bureau (farm bureau) and the Lake BeauPre Homeowners Association (subdivision homeowners association). She also serves as the Area Director for the Louisiana Farm Bureau Young Farmers and Ranchers program.

The Association has loans to Mrs. Hawkins' immediate family members that were made in the ordinary course of business on the same terms, including interest rate, amortization schedule and collateral, as those prevailing at the time for comparable transactions with other persons or entities, and involved no more than normal risk of collectibility.

SHREVEPORT BRANCH OFFICE TERRITORY THREE-YEAR TERM

William H. Baker, III, age 65, is a resident of Bossier City, Louisiana. Mr. Baker is a partner and broker with Service Plus Realty, LLC (real estate agency) located at 1902 Castlewood Circle in Bossier City, which has been his primary occupation for the past five years. He is also an independent distributor with the Shaklee Corporation. His farming operation consists of 80 acres of pine plantation timberland. He has a History degree from Norfolk State University and a Masters of Business Administration degree from Central Missouri State University. Mr. Baker also has over 30 years experience in banking and management. He currently serves on no other boards.

The Association has loans to Mr. Baker's immediate family members that were made in the ordinary course of business on the same terms, including interest rate, amortization schedule and collateral, as those prevailing at the time for comparable transactions with other persons or entities, and involved no more than normal risk of collectibility.

J. Mark Morgan, age 59, is a resident of Benton, Louisiana. Mr. Morgan is the general manager of Atco Investment Company, a diversified investment company located in Shreveport, Louisiana, which has been his primary occupation for the past five years. He is also the managing partner of Louisiana Timber Partners, LLC, a timber investment and management company located in Shreveport that currently has over 70,000 acres under management. He is also the managing partner of Morgan Brothers Land Company, a timberland acquisition and management company. Mr. Morgan also individually owns farm and timber lands in Texas and Arkansas. He has managed Bayou Camitte Plantation, a 7000 acre row crop, cattle and timber operation for over 25 years. Mr. Morgan graduated from Stephen F. Austin University with a degree in Business Administration with a major in Accounting.

The Association has loans to Mr. Morgan's immediate family members and affiliated organizations that were made in the ordinary course of business on the same terms, including interest rate, amortization schedule and collateral, as those prevailing at the time for comparable transactions with other persons or entities, and involved no more than normal risk of collectibility.

DISCLOSURE INFORMATION

Management is not aware of any transactions between the above candidates and the Association or its senior officers and staff which are prohibited by FCA regulations. Additionally, loans to the candidates have been made in the ordinary course of business and were made on the same terms, including interest rates, amortization schedule and collateral, as those prevailing at the time for comparable transactions with other persons or entities, and involved no more than the normal risk of collectibility.

The candidates have not disclosed, and management is not aware of, any involvement the candidates may have had during the past five years concerning bankruptcy, state insolvency laws, criminal proceedings or injunctions preventing the candidate from engaging in any type of business practices. The candidates, their immediate family members or organization with which they are affiliated have not entered into transactions other than loans with the Association in the past fiscal year.

NOMINEES FOR 2012 NOMINATING COMMITTEE

Association Bylaws require that the Nominating Committee consist of six (6) members and six (6) alternates with three members and three alternates coming from the North Region (Region 1) and three members and three alternates coming from the South Region (Region 2).

The nominations for the 2012 Nominating Committee are:

Members:


Fred D. Bolding (North)
Jolley C. Nash (North)
David Young, III (North)
Linda Bordelon (South)
Ted H. Glaser, III (South)
David Ray Nolan (South)

Alternates:

Floyd E. Mitchell (North)
Sam C. Pullig (North)
Rayburn L. Smith (North)
Henry M. Matthews (South)
Leslie L. Rodrigue (South)
Robert Thevis (South)

The voting for the Nominating Committee members and the alternates is conducted at the Annual Meeting. Nominations for members and alternates to the 2012 Nominating Committee may be made from the floor at the 2011 Annual Meeting.


Jesse A. Craft
President/Chief Executive Officer


R. Ernest Girouard, Jr.
Board Chairman


Frank J. Connealy
Chief Financial Officer

Date: May 23, 2011