

AUBURN NATIONAL BANCORPORATION INC  
Form 8-K  
November 19, 2007

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**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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**FORM 8-K**

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**CURRENT REPORT**

**PURSUANT TO SECTION 13 OR 15(d) OF THE**  
**SECURITIES EXCHANGE ACT OF 1934**

**Date of Report (Date of earliest event reported): November 19, 2007 (November 13, 2007)**

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**AUBURN NATIONAL BANCORPORATION, INC.**

(Exact Name of Registrant as Specified in Charter)

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**Delaware**  
(State or Other Jurisdiction

**0-26486**  
(Commission File Number)

**63-0885779**  
(IRS Employer

of Incorporation)

**100 North Gay Street, P.O. Drawer 3110, Auburn, Alabama 36831-3110**

Identification No.)

(Addresses of Principal Executive Offices, including Zip Code)

**(334) 821-9200**

(Registrant's Telephone Number, including Area Code)

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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:

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- .. 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 5.03. Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year**

The Board of Directors of Auburn National Bancorporation, Inc. (the Company ) amended Article VII of the Company s Bylaws (the Bylaws ), on November 13, 2007, to allow for the issuance of uncertificated shares. By being able to issue uncertificated shares, the Company may now participate in the Direct Registration System, as required by Nasdaq and which is currently administered by The Depository Trust Company. The Direct Registration System allows investors to have securities registered in their names without the issuance of physical certificates and allows investors to electronically transfer securities to broker-dealers in order to effect transactions without the risks and delays associated with transferring physical certificates.

The full text of the By-laws, as amended, is filed as Exhibit 3.1 to this Current Report.

**Item 9.01. Financial Statements, Pro Forma Financial Information and Exhibits.**

(c) Exhibits. The following exhibit is furnished herewith:

<b>Exhibit No.</b>	<b>Exhibit Description</b>
3.1	Bylaws of the Company, as amended and restated on November 13, 2007

**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 hereunto duly authorized.

**AUBURN NATIONAL BANCORPORATION, INC.**  
***(Registrant)***

/s/ E.L. Spencer, Jr.  
E.L. Spencer, Jr.  
Chairman, President and Chief Executive Officer

Date: November 19, 2007

**EXHIBIT INDEX**

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