

The Legacy Bank Shareholders Approve Merger with F.N.B. Corporation

Harrisburg, PA – April 24, 2006 – At a special shareholders meeting today, shareholders of The Legacy Bank (Legacy) voted overwhelmingly to approve the merger with F.N.B. Corporation (NYSE: FNB) of Hermitage, PA.

"The shareholders of The Legacy Bank have overwhelmingly endorsed this merger because they recognize it is in the best interests of all concerned," said F.N.B. Corporation President and Chief Executive Officer Stephen J. Gurgovits. "As part of F.N.B. Corporation, shareholders, employees, and customers of The Legacy Bank will reap the rewards of access to higher lending limits, an expanded array of financial services, and a shared commitment to customer service."

As part of the agreement, First National Bank of Pennsylvania, F.N.B.'s largest subsidiary, will form a sixth region, the Capital Region. George H. Groves, Chairman and Chief Executive Officer of The Legacy Bank, will join the Board of Directors of First National Bank and serve as Chairman of the new region. Thomas Lennox, President and Chief Operating Officer of Legacy, will be President of the Capital Region, and Joseph Paese, President of Legacy Asset Management and President and Chief Executive Officer of Legacy Trust Company, will be the region's Market Executive for Wealth Management. Legacy will operate as Legacy Bank, a division of First National Bank of Pennsylvania.

"One way First National Bank maintains its responsiveness to local needs is through our regional bank structure," commented Gary Roberts, President and Chief Executive Officer of First National Bank. "Each region is led by a regional president who is empowered to make key decisions about policy as it affects a specific region. We are indeed fortunate to retain the proven leadership of The Legacy Bank."

"We are enthusiastic about becoming a valuable part of First National Bank and spearheading its expansion into central Pennsylvania," added Groves. "This is a first rate institution that shares our commitment to excellence and premier customer service."

The merger will be completed at the close of business May 26, 2006, pending completion of regulatory approvals. The intent to merge was announced in December. F.N.B. will acquire Legacy in a stock and cash transaction valued at \$74.6 million. The terms of the agreement call for 30 percent of Legacy shares to be exchanged for cash at \$18.40 per share. The remaining 70 percent of Legacy shares will be exchanged for F.N.B. common stock on a share-for-share basis. The merger is expected to be accretive to F.N.B. earnings per share after one full year of combined operations.

The Legacy Bank has approximately \$370 million in assets at March 31, 2006 and operates eight offices in Dauphin, Cumberland, Lycoming, Luzerne, and Schuylkill counties throughout central and eastern Pennsylvania, as well as Legacy Asset Management Services, which includes Legacy Trust Company.

About F.N.B. Corporation:

F.N.B. Corporation, headquartered in Hermitage, PA, has total assets of \$5.6 billion. F.N.B. is a leading provider of banking, wealth management, insurance, merchant banking and consumer finance services in Pennsylvania and Ohio, where it owns and operates First National Bank of Pennsylvania, First National Trust Company, First National Investment Services Company, LLC, F.N.B. Investment Advisors, Inc., First National Insurance Agency, LLC, F.N.B. Capital Corporation, LLC, and Regency Finance Company. It also operates consumer finance offices in Tennessee and loan production offices in Florida.

Mergent Inc., a leading provider of business and financial information about publicly traded companies, has recognized F.N.B. Corporation as a Dividend Achiever. This annual recognition is based on the Corporation's outstanding record of increased dividend performance. The Corporation has consistently increased dividend payments for 33 consecutive years.

The common stock of F.N.B. Corporation trades on the New York Stock Exchange under the symbol FNB. Investor information is available on F.N.B.'s website at <http://www.fnbcorporation.com>.

This press release contains "forward-looking" statements as defined in the Private Securities Litigation Reform Act of 1995, which are based on F.N.B.'s and Legacy's current expectations, estimates and projections about future events. Forward looking statements may include statements regarding the timing of the closing of the transaction, the timing and success of integration efforts once the transaction is complete, F.N.B.'s expectations or ability to realize growth and efficiencies through the acquisition of Legacy and the impact of the transaction on F.N.B.'s business. These statements are not historical facts or guarantees of future performance, events or results. Such statements involve potential risks and uncertainties, such as whether the merger will be approved by the shareholders of Legacy or by regulatory authorities, whether each of the other conditions to closing set forth in the merger agreement will be met and the general effects of financial, economic, regulatory and political conditions affecting the banking and financial services industries. Accordingly, actual results may differ materially. F.N.B. undertakes no obligation to publicly update or revise any forward-looking statements, whether as a result of new information, future events or otherwise.

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