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PROSPERITY BANCSHARES INC

Form 8-K

July 12, 2002

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SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT
PURSUANT TO SECTION 13 OR 15(D) OF
THE SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): July 12, 2002

PROSPERITY BANCSHARES, INC.
(Exact name of registrant as specified in its charter)

Texas	0-25051	74-2331986
(State or other jurisdiction of incorporation or organization)	(Commission File Number)	(I.R.S. Employer Identification No.)

4295 San Felipe	77027
Houston, Texas	(Zip Code)
(Address of principal executive offices)	

Registrant's telephone number, including area code: (713) 693-9300

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Item 5. Other Events.

On July 12, 2002, Prosperity Bancshares, Inc. (the "Company") publicly disseminated a press release announcing that it had completed the acquisition of The First State Bank, Needville, Texas. The purpose of this Current Report on Form 8-K is to file as Exhibit 99.1 a copy of the Company's press release dated July 12, 2002 announcing such event. The press release is incorporated by reference into this Item 5 and the foregoing description of the press release is qualified in its entirety by reference to this exhibit.

Item 7. Financial Statements and Exhibit.

Exhibits. The following materials are filed as exhibits to this
Current Report on Form 8-K:

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99.1 - Press Release dated July 12, 2002.

SIGNATURES

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.

PROSPERITY BANCSHARES, INC.

Dated: July 12, 2002

By: /s/ James D. Rollins III

James D. Rollins III
Senior Vice President

EXHIBIT INDEX

Exhibit Number	Description
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99.1	Press Release dated July 12, 2002.