

Main Street Financial Services Corp.

To our Shareholders:

The following information is provided for our shareholder's use.

Continental Stock Transfer and Trust Company began mailing Proxy and Proxy Statements on or about March 9, 2009 for our upcoming Annual Meeting on April 9, 2009.

Main Street Financial Services Corp does not accept electronic voting, so you must submit your Proxy via mail to Continental Stock in the postage paid return envelope you will receive.

Proxies received by our Company directly will be forwarded to Continental Stock for inclusion in the Annual Meeting voting.

We appreciate your vote and return of the Proxy!!

Should you have any questions regarding the information you have or will receive regarding the Proxy, Proxy Statement, or Annual Meeting, please feel free to contact Continental Stock or our Company.

Sincerely,

A handwritten signature in black ink, appearing to read 'R. A. Lucas', with a long, sweeping horizontal flourish extending to the right.

Richard A Lucas
President & CEO

This information will be available on our website from March 9, 2009 through April 9, 2009.

**NOTICE OF ANNUAL MEETING OF THE
SHAREHOLDERS OF
MAIN STREET FINANCIAL SERVICES CORP.**

Wheeling, West Virginia
March 6, 2009

TO OUR SHAREHOLDERS:

Please take notice that the Annual Meeting of Shareholders of Main Street Financial Services Corp., a West Virginia corporation, will be held at the McClure City Center Hotel, 1200 Market Street, Wheeling, West Virginia, at 4:00 p.m., on April 9, 2009. **PARKING** is available in the hotel parking lot, which can be entered from Chapline Street, for free. Shareholders of record at the close of business on March 6, 2009 will be entitled to vote.

While the Board of Directors sincerely hopes that all of you will attend the meeting, we nevertheless urge you to **COMPLETE, DATE, SIGN AND RETURN THE PROXY FORM, ENCLOSED, AS SOON AS POSSIBLE**. A self-addressed stamped envelope is provided for the purpose. You should return the proxy whether or not you plan to attend the meeting in person. If you do attend the meeting, you may withdraw the proxy and vote in person if you so desire.

The purposes of the Annual Meeting are as follows:

1. To elect directors
2. To transact such other business as may lawfully be brought before the meeting.

By order of the Board of Directors.

A handwritten signature in black ink, appearing to read 'R A Lucas', with a stylized flourish at the end.

Richard A Lucas
President and CEO

MAIN STREET FINANCIAL SERVICES CORP.

ANNUAL SHAREHOLDERS MEETING

**McLURE CITY CENTER HOTEL
1200 MARKET STREET, WHEELING, WV
APRIL 9th, 2009
4:00 P.M.**

**FREE PARKING IN THE PLAZA PARKING GARAGE
ENTRANCE TO GARAGE ON CHAPLINE STREET**

**COPIES OF OUR ANNUAL FINANCIAL REPORTS WILL BE AVAILABLE APRIL 1, 2009
AT www.mymainstreetbank.com OR BY PHONE REQUEST AT NO CHARGE TO SHAREHOLDERS.
SHAREHOLDER INFORMATION IS AVAILABLE AT OUR COOKIE-FREE
WEBSITE www.mymainstreetbank.com.**

▼ FOLD AND DETACH HERE AND READ THE REVERSE SIDE ▼

PROXY

**THIS PROXY IS SOLICITED ON BEHALF OF THE BOARD OF DIRECTORS
MAIN STREET FINANCIAL SERVICES CORP.**

The undersigned appoints John F. DeBlasis and Mark E. Staley, and each of them, as proxies, each with the power to appoint his substitute, and authorizes each of them to represent and to vote, as designated on the reverse hereof, all of the shares of common stock of Main Street Financial Services Corp. held of record by the undersigned at the close of business on March 6, 2009 at the 2009 Annual Meeting of Shareholders of Main Street Financial Services Corp. to be held on April 9, 2009 or at any adjournment thereof.

(Continued, and to be marked, dated and signed, on the other side)

**MAIN STREET FINANCIAL SERVICES CORP.
2001 Main Street, Wheeling, West Virginia 26003**

**PROXY STATEMENT
For Annual Meeting of Shareholders to be Held April 9, 2009**

The proxy statement is furnished to the shareholders of Main Street Financial Services Corp., (the "Company"), in connection with the solicitation of proxies for use at the Annual Meeting of Shareholders to be held April 9, 2009, and at all adjournments thereof, for the purposes set forth in the accompanying Notice of Annual Meeting of Shareholders. This proxy statement and the enclosed form of proxy are first being mailed to shareholders on or about March 6, 2009.

Whether or not you expect to be personally present at the meeting, you are requested to fill in, sign, date and return the enclosed form of proxy. Any person giving such proxy has the right to revoke it at any time before it is voted by giving notice to the Secretary of the Company. All shares represented by duly executed proxies in the accompanying form will be voted unless revoked prior to the voting thereof. A proxy may be revoked at any time before it is voted at the meeting by executing a later dated proxy, or by voting in person at the meeting, or by filing a written revocation with the judges of election. The presence, in person or by proxy, of a majority of the outstanding shares of common stock is required to constitute a quorum. Assuming the presence of a quorum, the election of directors described below will be by a majority vote. Any other business to come before the meeting shall be determined as provided in the Company's Articles of Incorporation.

The close of business on March 6, 2009 has been fixed as the record date for the determination of shareholders entitled to vote at the Annual Meeting of Shareholders. As of the record date, there were outstanding and entitled to be voted at such meeting 1,738,000 shares of common stock. The holders of the common stock will be entitled to one vote for each share of common stock held of record on the record date. In the election for directors votes may not be cumulated as provided by law. Please see **Voting**, below.

The solicitation of this proxy is made by the Board of Directors of the Company. The solicitation will be by mail and the expense thereof will be paid by the Company. In addition, solicitation of proxies may be made by telephone or other means by directors, officers or regular employees of the Company.

You may also access meeting information at our cookie free website at www.mymainstreetbank.com. The Company does not allow or participate in electronic voting.

I. Election of Directors

Nominees and Continuing Directors

The Board of Directors is elected annually, with the terms of office of the directors ending at the Annual Meeting in 2010. There are twelve directors of the Company to be elected with terms expiring at the Annual Meeting in 2010 or until their respective successors have been elected and have qualified. Certain information with respect to the nominees for election as directors proposed by the Company is set forth below. Should any one or more of the nominees be unable or unwilling to serve (which is not expected), the proxies (except proxies marked to the contrary) will be voted for such other person or persons as the Board of Directors of the Company may recommend.

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Wheeling, West Virginia
March 6, 2009

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By order of the Board of Directors.

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Richard A Lucas
President and CEO

IV. Compliance with Section 16(a) of the Securities Exchange Act of 1934

Section 16(a) of the Securities Exchange Act of 1934 requires the Company's directors, executive officers, and beneficial owners of more than 10 percent of the common stock to file reports of ownership and changes in ownership with the Securities and Exchange Commission (SEC). Reporting persons are required by SEC regulations to furnish the Company with copies of all Section 16(a) forms filed by them. Based on a review of the copies of Section 16(a) forms received by the Company concerning the necessity of filing a Form 5 - Annual Statement of Changes in Beneficial Ownership, the Company believes that, during 2008, all filing requirements, which were none, applicable to reporting persons were met.

V. Transactions with Management and Others

Management personnel of the Company have had and expect to continue to have banking transactions with the bank in the ordinary course of business. Extensions of credit to such persons are made on substantially the same terms, including interest rates and collateral, as those prevailing at the time for comparable transactions with other persons. Management believes that these transactions do not involve more than a normal risk of collectibility or present other unfavorable features.

None of the directors, executive officers, beneficial owners or immediate family members have an interest or are involved in any transactions with the Company in which the amount involved exceeds \$100,000, or was not subject to the usual terms and conditions, or was not determined by competitive bids. Similarly, no director, executive officer or beneficial owner has an equity interest in excess of 10 percent in

Certain Business Relationships

The Board of Directors, individually, through their business interests, and collectively, has no contractual relationships with Main Street Financial Services Corp.

Board of Directors and Committees

There were 12 regular meetings and one special meeting of the Board of Directors of the Company during 2008. All directors attended at least 75 percent of such meetings. Each director is compensated at \$200 per regular meeting. Committee members were compensated for attendance at committee meetings, with one paid meeting per quarter maximum, at \$50 per quarter. The standing committees of the Board are: Audit Committee, Investment Committee, and Loan Committee. The Company has a Compensation Committee who reports directly to the Board of Directors. The Company does not have a nominating committee.

The functions of the Audit Committee are to review the Company's annual audit report with management, independent auditors and internal auditors and to review the effectiveness of the Company's internal controls and related matters. The committee met four times during 2008. The members of the committee consist of directors and presently include E David Mathieu, Chairman, John DeBlasis, Tom Galinski, and Tom Anthony. The Committee meets with representatives of S R Snodgrass, A C, and are responsible for the annual certified audit, as well as with the members of the regulatory authorities upon completion of their examinations of the Bank or the Holding Company. The Audit Committee has Tom Anthony as a member, an individual that is considered to be a financial expert as set forth by Section 407 of the Sarbanes – Oxley Act of 2002. Members of the Board of Directors are successful business owners and have knowledge of the requirements to run a successful business. Although not a member of the Audit Committee, Richard A Lucas does meet the criteria of a financial expert also under the Act and is a member of the Board of Directors.

The functions of the Investment Committee are to review the investment strategies of the bank. The committee met four times during 2008. The members of the committee consist of directors and presently include Carlos C Jimenez, Chairman, Tom Anthony, Tom Galinski, Nick Sparachane, Bruce Wilson, Cheri DeBlasis and Richard Lucas.

The functions of the Loan Committee are to approve loans in excess of loan officer's individual loan authorities and to take loans to the full Board of Directors for ratification. The committee met twenty seven times during 2008. The members of the committee consist of directors and presently include Michael Baker, Chairman, Mark Staley, Dan Aderholt, Richard Lucas, Cheri DeBlasis, Nick Sparachane and Bruce Wilson.

All members of the Board of Directors are invited to attend any other committee meetings as a voting guest at their leisure.

In order for a shareholder to bring other business before a shareholder meeting, timely notice must be received by the Company. Such notice must include a description of the proposed business, the reasons therefore, and other specified matters. These requirements are separate from and in addition to the requirements a shareholder must meet to have a proposal included in the Company's proxy statement.

In each case the notice must be given to the Secretary of the Company, whose address is 2001 Main Street, Wheeling, West Virginia 26003. Any shareholder desiring a copy of the Company's Bylaws will be furnished one without charge upon written request to the Secretary.

X. Legal Proceedings

The Company is unaware of any litigation other than ordinary routine litigation incident to the business of the Company, to which it is a party or of which any of their property is the subject.

XI. Other Matters

The Company knows of no other matters to come before the meeting. If any other matters properly come before the meeting, the proxies solicited hereby will be voted on such matters in accordance with the judgment of the persons voting such proxies.