

**Letter Of Transmittal**  
**To Accompany Certificates Representing Shares of Common Stock of**  
**Benj. Franklin Federal Savings and Loan Association**

*By Mail, or Overnight Delivery to*

Federal Deposit Insurance Corporation  
Receiver of the Benjamin Franklin FS&LA (7166)  
Claims Unit  
Attn: Ben Burke (PAC 14014)  
1910 Pacific Avenue  
Dallas, Texas 75201-4586

In connection with the distribution of a cash surplus of the receivership estate of Benj. Franklin Federal Savings and Loan Association (Benj. Franklin) the undersigned, as lawful holder of the share certificate(s) listed below, hereby surrenders the share certificates representing Benj. Franklin Common Stock (the "Benj. Franklin Shares") for a cash distribution and an Acknowledgment of Receipt of Share Certificates.

The undersigned hereby represents and warrants that the undersigned is, as of the date hereof, the lawful holder of the Benj. Franklin Shares represented by the enclosed certificate(s), has good, marketable and unencumbered title to such Benj. Franklin Shares and full power and authority to sell, assign and transfer the Benj. Franklin Shares represented by the enclosed share certificate(s) free and clear of all liens, claims and encumbrances. The undersigned will, upon request, execute any additional documents necessary or desirable to complete the surrender of the enclosed Benj. Franklin Shares.

**All holders must complete Boxes A and B and enclose their share certificates. Please see "General Information" for additional instructions.**

Box A		
CERTIFICATES ENCLOSED		
Name, Address and Telephone No. of Holder(s) (please print)	Certificate Number(s)	Number of Shares
	<b>Total Shares</b>	

The signature(s) on this Letter of Transmittal must correspond exactly with the name(s) as reflected on the surrendered share certificate(s). If a transmitted certificate is held of record by two or more joint owners, all such owners must sign this Letter of Transmittal. If this Letter of Transmittal is signed by a trustee, executor, administrator, guardian, officer of a corporation, attorney-in-fact or other person acting in a fiduciary capacity, such person should so indicate when signing, and proper evidence of the signer's authority to act must be submitted.

Box B	
SIGN HERE (all registered holders)	
<hr style="border: 0; border-top: 1px solid black; margin-bottom: 5px;"/> Signature(s) of Owner(s)	<hr style="border: 0; border-top: 1px solid black; margin-bottom: 5px;"/> Printed Name of Owner(s)
<hr style="border: 0; border-top: 1px solid black; margin-bottom: 5px;"/> Date	<hr style="border: 0; border-top: 1px solid black; margin-bottom: 5px;"/> Phone Number
<hr style="border: 0; border-top: 1px solid black; margin-bottom: 5px;"/> Signature(s) of Owner(s)	<hr style="border: 0; border-top: 1px solid black; margin-bottom: 5px;"/> Printed Name of Owner(s)
<hr style="border: 0; border-top: 1px solid black; margin-bottom: 5px;"/> Date	<hr style="border: 0; border-top: 1px solid black; margin-bottom: 5px;"/> Phone Number