

2601 North Lamar - Suite 201
Austin, Texas 78705
Telephone: (512) 475-1350



**APPLICATION
FOR A BRANCH OFFICE
OF A TEXAS SAVINGS BANK**

INTRODUCTION

This application shall be prepared by an officer acting on behalf of a state savings bank. The application must demonstrate that the applicant complies with the provisions of the *Texas Finance Code*, Subtitle C. Texas Savings Banks (the "Act") and the Rules and Regulations Applicable to Texas Savings Banks (the "Rules") and shall include all information required in the Act, §92.063 and the Rules, §§75.31 and 75.33. One complete originally signed copy with all exhibits, accompanied by the application fee as provided in §79.92 of the Rules, shall be filed with the Commissioner, Texas Department of Savings and Mortgage Lending, 2601 North Lamar, Suite 201, Austin, Texas 78705.

The required application format is set forth beginning on page 3 and the submission should clearly identify the item to which each response applies. The application and all required supporting information shall be executed by the officer submitting the application.

Confidential Treatment

All materials filed as part of this application are available for public inspection, except the personal financial data supplied and identified as "CONFIDENTIAL" and that which the Commissioner determines to hold from public availability because of its confidential nature. If the applicant submits information it deems to be confidential, such information must be separately bound and labeled "CONFIDENTIAL" and a statement shall be submitted briefly setting forth the grounds on which such information should be treated as confidential.

BRANCH OFFICE APPLICATION PROCEDURE

The application of a Texas Savings Bank for a branch office is initiated by the adoption of a resolution by the board of directors authorizing the submission of an application for a branch office. Upon receipt of the application, the Commissioner and the Department will review the application and determine whether any additional information will be required. After review of the filed material, the applicant may be requested to furnish additional information as an amendment to the application. Further, the applicant may amend the application at its discretion up until 10 days prior to the hearing date. All amendments shall be clearly identified as such, numbered consecutively and shall comply with all pertinent requirements of the application, including signature. Upon receipt of all necessary information, the application will be deemed complete and the applicant so advised in writing.

The application will be set for hearing and the applicant will publish notice in the county where the proposed branch office will be located and in the county of the savings bank's home office, if different. The Commissioner will also notify the savings bank industry and other interested parties that such an application has been filed pursuant to §75.3 of the Rules. The Commissioner may waive the hearing if no protest to the application has been received 10 days before the hearing date. If a protest is received the hearing may be rescheduled at a date agreeable to all parties.

If the Commissioner receives no protest to the application and is satisfied that the applicants have complied with all statutes and rules governing branch offices, he may waive the hearing and issue an order approving the application stating the findings required by §75.33(b) of the Rules. A protested application will be heard at the Finance Commission of Texas Building, 2601 North Lamar, 3rd Floor, Austin, Texas 78705.

The Commissioner may for good cause, after notice and hearing, impose direct administrative costs incurred by the Department related to hearings on applications filed pursuant to the Act, in addition to other sanctions and cost recoveries provided by law or these rules. Direct administrative costs include, but are not limited to, charges by the Finance Commission of Texas for the Administrative Law Judge, reasonable attorney's fees and deposition expenses, witnesses' travel expenses, reasonable fees for professional services of expert witnesses, the reasonable cost of a study, analysis, audit or other project the Commissioner finds necessary in preparation of the State's cause.

The Commissioner's approval will be subject to the branch office commencing operation within 12 months after the date of approval unless an extension is granted, in writing, by the Commissioner.

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TEXAS DEPARTMENT OF SAVINGS AND MORTGAGE LENDING

2601 North Lamar Suite 201

Austin, Texas 78705

**APPLICATION FOR A BRANCH OFFICE
FOR A TEXAS SAVINGS BANK**

(Exact Name of Applicant)

(Street Address of Applicant)

(City, State and Zip Code)

(Date of Application)

Additional Information Concerning This Application May Be Obtained From:

(Name and Title)

(Address)

(Telephone Number)

The undersigned hereby makes this application to the Savings and Mortgage Lending Commissioner for approval for a branch office on behalf of (name and address of savings bank)

pursuant to the Texas Savings Bank Act, (the "Act") and §§75.31 and 75.33 of the Rules and Regulations Applicable to Texas Savings Banks, 7 TAC §75.1, et seq. (the "Rules"), and submits this application and other information and exhibits required by the Commissioner.

Item 1. The proposed branch office will be located at _____
_____, _____ County, Texas.

Item 2. LOCAL SERVICE AREA DESIGNATION. A description of the applicant's local service area shall be provided consistent with §94.201 of the Act and §77.74(b) of the Rules. The applicant may submit such statements, maps, exhibits or other information necessary to effectively describe its local service area. The applicant may seek approval from the Commissioner of the definition of its local service area and once agreed to by the applicant and the Commissioner such definition may be relied on for the duration of the institution's corporate existence.

Item 3. COMMUNITY TO BE SERVED. A map with the following information indicated graphically shall be provided: 1) the proposed site, and 2) the community to be served from the proposed branch office site. Applicant shall provide the total dollar amount of savings accounts in the community to be served as well as the number of first mortgage loans and the total principal balance and the number of installment loans and the total principal balance.

Item 4. OTHER OFFICES IN THE COMMUNITY. A list giving the location of other offices of the applicant within the community shall be provided. A list of the names and location of each savings bank and/or savings and loan association having a facility within the community to be served which provides total assets of each such savings bank or association, the type facility, and its distance from the proposed branch location must also be provided.

Item 5. BUDGET REQUIREMENTS. A proposed annual budget for the savings bank together with a budget detailing the projected volume of business and the estimated income and expenses of the proposed branch office for each of the first three years of its operation will be provided.

Item 6. NEED FOR THE PROPOSED BRANCH. Detailed supportive information and data will be included regarding the need for the proposed branch office and its potential impact on other savings banks and savings and loan associations. If the branch office is being purchased from another institution, give the name of that entity, a brief summary of the purchase, and attach proof of that entity's intent to sell the branch office location.

Item 7. SEPARATE ENCLOSED OFFICE AREA. Information must be included that indicates a separate enclosed office area will be provided.

COUNTY OF _____)

_____, being duly sworn, on his oath deposes and says: "I am the _____ of _____ and acting pursuant to resolution of the board of directors of said association I am filing this application; and I have reviewed all statements, facts and graphic representations contained in this application, and they are true and correct. I further state that the application is made in good faith with the purpose and intent that the affairs and business of the proposed branch office shall be honestly conducted upon good and sound business principles."

Sworn to and subscribed before me, the undersigned authority by _____ on this the _____ day of _____, 20 _____, to certify which, witness my hand and seal of office.

Notary Public in and for the State of Texas

(Print name and commission expiration date)