#### FR Y-9C OMB Number 7100-0128 Avg. hrs. per response: 40.50 Expires February 28, 2011

#### Board of Governors of the Federal Reserve System

Consolidated Financial Statements for Bank Holding Companies — FR Y-9C

#### Report at the close of business as of the last calendar day of the quarter

This Report is required by law: Section 5(c) of the Bank Holding Company Act (12 U.S.C. 1844) and Section 225.5(b) of Regulation Y [12 CFR 225.5(b)].

This report form is to be filed by bank holding companies with total consolidated assets of \$500 million or more. In addition, bank holding companies meeting certain criteria must file this report (FR Y-9C) regardless of size. See page 1 of the general instructions for further information

However, when such bank holding companies own or control, or are owned or controlled by, other bank holding companies, only the top-tier holding company must file this report for the consolidated holding company organization. The Federal Reserve may not conduct or sponsor, and an organization (or a person) is not required to respond to, a collection of information unless it displays a currently valid OMB control number.

NOTE: Each bank holding company's board of directors and senior management are responsible for establishing and maintaining an effective system of internal control, including controls over the Consolidated Financial Statements for Bank Holding Companies. The Consolidated Financial Statements for Bank Holding Companies are to be prepared in accordance with instructions provided by the Federal Reserve System. The Consolidated Financial Statements for Bank Holding Companies must be signed and attested by the Chief Financial Officer (CFO) of the reporting bank holding company (or by the individual performing this equivalent function).

I, the undersigned CFO (or equivalent) of the named bank holding company, attest that the Consolidated Financial Statements for Bank Holding Companies (including the supporting schedules) for this report date have been prepared in conformance with the instructions issued by the Federal Reserve System and are true and correct to the best of my knowledge and belief.

GUY HOSKINS III EXECUTIVE VP, SEC/TREA, CFO
Printed Name of Chief Financial Officer (or Equivalent) (BHCK C490)

Signature of Chief Financial Officer (or Equivalent)

Date of Signature

Bank holding companies must maintain in their files a manually signed and attested printout of the data submitted.

Person to whom questions about this report should be directed:

GAIL F YARBROUGH/ASST SEC/TREAS

Name / Title (TEXT 8901)

RSSD ID

C.I. S.F. \_\_\_\_\_

704-633-1772 Area Code / Phone Number (TEXT 8902)

Date of Report:

June 30, 2008

Month / Date / Year (BHCK 9999)

704-633-5390 FAX Number (TEXT 9116)

gyarbrou@fmbnc.com

E-mail Address of Contact (TEXT 4086)

Public reporting burden for this information collection is estimated to vary from 5.0 to 1,250 hours per response, with an average of 40.50 hours per response, including time to gather and maintain data in the required form and to review instructions and complete the information collection. Comments regarding this burden estimate or any other aspect of this information collection, including suggestions for reducing the burden, may be sent to Secretary, Board of Governors of the Federal Reserve System, Washington, D.C. 20551, and to the Office of Management and Budget, Paperwork Reduction Project (7100-0128), Washington, D.C. 20503.

# Report of Income for Bank Holding Companies

Report all Schedules of the Report of Income on a calendar year-to-date basis.

# Schedule HI-Consolidated Income Statement

		Dollar Amoun	ts in Thousands	
A construction of the second second	We to the the territorial form of the control of th	BHCKBil	Mil Thou	
	st income			
	erest and fee income on loans:			
	In domestic offices:	4		
	(a) Loans secured by 1-4 family residential properties	4435	the second control of	1.a.(1)(a
	(b) All other loans secured by real estate	4436		1.a.(1)(b
	(c) All other loans	F821	erenden data (eta de la reconstanta de	1.a.(1)(c
	In foreign offices, Edge and Agreement subsidiaries, and IBFs	4059	BORGES STATE OF STATE	1.a.(2)
b. Inc	come from lease financing receivables	4065	0	1.b
c. Int	erest income on balances due from depository institutions (1)	4115	55	1.c
	erest and dividend income on securities:			
(1)	U.S. Treasury securities and U.S. government agency obligations (excluding	,		
	mortgage-backed securities)	B488	612	1.d.(1)
(2)	Mortgage-backed securities	B489	0	1.d.(2)
(3)	All other securities	4060	188	1.d.(3)
e. Int	erest income from trading assets	4069	0	1.e.
f. Int	erest income on federal funds sold and securities purchased under agreements		9832 BELLEVILLE	
to	resell	4020	0	1.f.
g. Ot	her interest income	4518	<b>\$</b> 52	1.g.
h. To	tal interest income (sum of items 1.a through 1.g)	4107	19,687	1.h.
<ol><li>Intere</li></ol>	st expense			
a. Int	erest on deposits:			
(1)	In domestic offices:			
	(a) Time deposits of \$100,000 or more	A517	2,447	2.a.(1)(a
	(b) Time deposits of less than \$100,000	A518	2,656	2.a.(1)(b
	(c) Other deposits	6761	562	2.a.(1)(c
(2)	In foreign offices, Edge and Agreement subsidiaries and IBFs	4172	0	2.a.(2)
b. Ex	pense on federal funds purchased and securities sold under agreements to			
rep	purchase	4180	73	2.b.
c. Int	erest on trading liabilities and other borrowed money (excluding	表		
sul	pordinated notes and debentures)	4185	1,704	2.c.
d. Int	erest on subordinated notes and debentures and on mandatory convertible securities	4397	0	2.d.
e. Ot	ner interest expense	4398	0	2.e.
f. To	tal interest expense (sum of items 2.a through 2.e)	4073	7,442	2.f.
3. Net in	terest income (item 1.h minus item 2.f)	4074	12,245	3.
4. Provis	ion for loan and lease losses (from Schedule HI-B, part II, item 5)	4230	815	4.
	terest income:			
a. Inc	ome from fiduciary activities	4070	0	5.a.
b. Se	rvice charges on deposit accounts in domestic offices	4483	1,315	5.b.
	ding revenue (2)	A220	0	5.c.
	Fees and commissions from securities brokerage	C886	549	5.d.(1)
	Investment banking, advisory, and underwriting fees and commissions	C888	Programme Towns Company	5.d.(2)
	Fees and commissions from annuity sales	C887	presentation sometimes of the contraction of the co	5.d.(3)
	Underwriting income from insurance and reinsurance activities	C386	riski se esta armi ir santraliantiris	5.d.(4)
	Income from other insurance activities	C387	and a company of the second second	5.d.(5)
	nture capital revenue	B491	erante anno esperante anno a anno a anno	5.e.
	t servicing fees	B492	124	5.f.
	t securitization income	B493	0	5.g.
		(0733)	U	J.g.
	t applicable	8560	77	5.i.
	t gains (losses) on sales of loans and leases	MERIEMPIE VILLENIE	4	
	t gains (losses) on sales of other real estate owned	8561	Maria Stranger Stranger Stranger	5.j.
k. Ne	t gains (losses) on sales of other assets (excluding securities)	B496	anteriorista constructions O	5.k.
	ner noninterest income (3)	B497	844	5.l.

<sup>(1)</sup> Includes interest income on time certificates of deposit not held for trading.

<sup>(2)</sup> For bank holding companies required to complete Schedule HI, memoranda item 9, trading revenue reported in Schedule HI, item 5.c must equal the sum of memoranda items 9.a through 9.e.
(3) See Schedule HI, memoranda item 6.

Dollar Amounts in Thousands

# Schedule HI-Continued

ing a service a	CONTROL OF A STATE OF THE STATE	BHCK Bil	Mil Thou	The state of the s
6. a.l	Realized gains (losses) on held-to-maturity securities	3521	0	6.a.
b. i	Realized gains (losses) on available-for-sale securities	3196	101	6.b.
7. No	ninterest expense:			
a. \$	Salaries and employee benefits	4135	5,627	7.a.
b. l	Expense on premises and fixed assets (net of rental income) (excluding salaries and			
•	employee benefits and mortgage interest)	4217	1,446	7.b.
C. (	1) Goodwill impairment losses	C216	0	7.c.(1)
(	2) Amortization expense and impairment for other intangible assets	C232	0	7.c.(2)
	Other noninterest expense (4)	4092	2,650	7.d.
е. Т	Total noninterest expense (sum of items 7.a through 7.d)	4093	9,723	7.e.
	ome (loss) before income taxes and extraordinary items, and other adjustments			
(su	m of items 3, 5.m, 6.a, and 6.b minus items 4 and 7.e)	4301	4,781	8.
	plicable income taxes (foreign and domestic)	4302	1,749	9.
12 15	nority interest	4484	0	10.
	ome (loss) before extraordinary items and other adjustments (item 8		- 44	
	nus items 9 and 10)	4300	3,032	11.
	raordinary items, net of applicable taxes and minority interest (5)	4320	0	12.
	t income (loss) (sum of items 11 and 12)	4340	3,032	
	SeerSchedule HI, memoranda item 7.  Describe on Schedule HI, memoranda item 8.			
Memor	randa	guide submitte delendar (on two years), with constructed del	onac zganosti wa fazikazatiga aktore (2000 n. h. 2000)	ı
***Social ************************************		BHCKBil	Mil Thou	
	interest income (item 3 above) on a fully taxable equivalent basis	4519	12,354	M.1.
2. Net	income before income taxes, extraordinary items, and other adjustments (Item 8			
abo	ve) on a fully taxable equivalent basis	4592	4,890	M.2.
<ol><li>Inco</li></ol>	me on tax-exempt loans and leases to states and political subdivisions in the			
U.S.	(included in Schedule HI, items 1.a and 1.b, above)	4313	23	M.3.
<ol><li>Inco</li></ol>	me on tax-exempt securities issued by states and political subdivisions in the U.S.		44.00	
(incl	uded in Schedule HI, item 1.d(3), above)	4507	188	M.4.
5. Nun	nber of full-time equivalent employees at end of current period	BHCK Num	ber	
	nd to nearest whole number)	4150	140	M.5.
6. Othe	er noninterest income (from schedule HI, 5.1 above) (only report amounts greater \$25,000 that exceed 3% of Schedule HI, item 5.I):	BHCKBil	Mil Thou	
•	lacome and foca from the wrinting and colo of charles	C013	Mil Thou	M.6.a.
a.	Income and fees from the printing and sale of checks	grande Historia de Carteria de Sante de Carteria de Ca	0	M.6.b.
b.	Earnings on/increase in value of cash surrender value of life insurance	C014	ionesia, suceria de la consection	
C.	Income and fees from automated teller machines (ATMs)	C016	119	M.6.c.
d.	Rent and other income from real estate owned	4042	0	M.6.d.
e.	Safe deposit box rent	C015	0	M.6.e.
f.	Net change in the fair values of financial instruments accounted for under a fair value option	F229	0	M.6.f.
g.	Bank card and credit card interchange fees.	F555	408	M.6.g.
h.	TEXT	over particular and the second		
	8562 MORTGAGE FEES/SERVICE RELEASE	8562	40	M.6.h.
ì.	TEXT	The state of the s		
	8563 INCOME T/E OFFICIAL CHECKS	8563	32	M.6.i.
j.	TEXT		A STATE OF THE STA	
	8564 MISC INCOME	8564	78	M.6.j.

#### Schedule HI-Continued

Memoranda (continued)

Dollar Amounts in Thousands BHCK Bil Mil Thou 7. Other noninterest expense (from schedule HI, 7.d above) (only report amounts greater than \$25,000 that exceed 3% of Schedule HI, item 7.d): Data processing expenses..... C017 0 M.7.a. Advertising and marketing expenses..... 234 M.7.b. h 0497 4136 105 M.7.c. C. Directors' fees. Printing, stationery, and supplies..... 118 M.7.d. d. C018 92 M.7.e. Postage.... 8403 128 M.7.f. 4141 f. Legal fees and expenses. 176 M.7.g. FDIC deposit insurance assessments..... 4146 g. Accounting and auditing expenses..... F556 170 M.7.h. h. 0 M.7.i. i. Consulting and advisory expenses..... F557 311 M.7.j. Automated teller machine (ATM) and interchange expenses..... F558 j. Telecommunications expenses..... 142 M.7.k. F559 TEXT 8565 DEPR EXPENSE SOFTWARE 8565 92 M.7.I. TEXT m. 8566 CONTRIBUTIONS 8566 95 M.7.m. TEXT n. 8567 SERVICE CONTRACTS SOFTWARE/GENERAL 335 M.7.n. 8567 8. Extraordinary items and other adjustments (from Schedule HI, item 12) (itemize all extraordinary items and other adjustments): a. (1) TEXT 3571 3571 0 M.8.a.(1) BHCK 3572 0 (2) Applicable income tax effect ...... M.8.a.(2) b. (1) TEXT 3573 3573 M.8.b.(1) (2) Applicable income tax effect ..... BHCK 3574 0 M.8.b.(2) c. (1) TEXT 3575 0 M.8.c.(1) 3575 (2) Applicable income tax effect ..... BHCK 3576 M.8.c.(2) 9. Trading revenue (from cash instruments and derivative instruments) (Sum of items 9.a through 9.e must equal Schedule HI, item 5.c.) (To be completed by bank holding companies that reported average trading assets (Schedule HC-K, item 4.a) of \$2 million or more for any quarter of the preceding calendar year): M.9.a. a Interest rate exposures ..... 8757 0 b. Foreign exchange exposures ..... 8758 0 M.9.b. C Equity security and index exposures 8759 M.9.c. 8760 0 M.9.d. d. Commodity and other exposures ..... Credit exposures ..... F186 0 M.9.e. 10. Net gains (losses) recognized in earnings on credit derivatives that economically hedge credit exposures held outside the trading account: Net gains (losses) on credit derivatives held for trading ..... C889 0 M.10.a. Net gains (losses) on credit derivatives held for purposes other than trading ..... C890 0 M.10.b. b. 0 M.11. 11. Credit losses on derivatives (see instructions) A251 598 M.12.a. Income from the sale and servicing of mutual funds and annuities (in domestic offices) 8431 0 M.12.b.(1) (1) Premiums on insurance related to the extension of credit ...... C242 b. 0 M.12.b.(2) C243 (2) All other insurance premiums ..... 0 M.12.c. Benefits, losses, and expenses from insurance-related activities ..... B983 13. Does the reporting bank holding company have a Subchapter S election in effect for BHCK 0 M.13. federal income tax purposes for the current tax year? (Enter "1" for yes; enter "0" for no)..... A530

#### Schedule HI-Continued

Memoranda (continued)

0000		BHCK Bil	Mil	Thou	
	Memorandum item 14 is to be completed by bank holding companies that have elected to				
	account for assets and liabilities under a fair value option.				
14	Net gains (losses) recognized in earnings on assets and liabilities that are reported at fair value under a fair value option:	11678			
	a. Net gains (losses) on assets	F551		0	M.14.a.
	(1) Estimated net gains (losses) on loans attributable to changes in instrument-specific credit risk	F552		0	M.14.a.(1)
	b. Net gains (losses) on liabilities	F553	SAROCT ETTACOROTTES SCALE	0	M.14.b.
	(1) Estimated net gains (losses) on liabilities attributable to changes in instrument-specific credit risk	F554	73.7-100 <b>7</b> 000/ <b>78</b> 490 <del>9</del> 000803710	0	M.14.b.(1)
15	Stock-based employee compensation expense (net of tax effects) calculated for all awards under				
	the fair value method	C409		50 ີ	M.15.
Me	emorandum item 16 is to be completed by bank holding companies that are required to complete				
Sc	hedule HC-C, Memorandum items 6.b. and 6.c.	внск ві	I Mil	Thou	
16	Noncash income from negative amortization on closed-end loans secured by  1-4 family residential properties (included in Schedule HI, item 1.a.(1)(a))	F228	i juni	0	M.16.
120					

# Schedule HI-A—Changes in Equity Capital

	Dollar	Amou	nts in	Thousar	nds
ACCUPATION OF THE PROPERTY OF	BHCK	Bil	Mil	Thou	an estatularing
1. Equity capital most recently reported for the end of previous calendar year (i.e., after					
adjustments from amended Reports of Income)	3217			53,670	1.
2. Restatements due to corrections of material accounting errors and changes in					
accounting principles (1)	B507	ie ilianies einalies	COLUMN TO THE PARTY OF THE PART	0	2.
3. Balance end of previous calendar year as restated (sum of items 1 and 2)	B508			53,670	3.
	bhct				
4. Net income (loss) (must equal Schedule HI, item 13)	4340			3,032	4.
5. Sale of perpetual preferred stock (excluding treasury stock transactions):	BHCK				
a. Sale of perpetual preferred stock, gross	3577	(CONTRACTOR OF CO.	THE STREET	0	5.a.
b. Conversion or retirement of perpetual preferred stock	3578	ni din dipetanci	*********	0	5.b.
6. Sale of common stock:					
a. Sale of common stock, gross	3579	1236041.124199493-9-900		0	6.a.
b. Conversion or retirement of common stock	3580	100.000.005 EU:1005:140		(39)	6.b.
7. Sale of treasury stock	4782	ing and any and any	COLUMN TWO IS	0	7.
8. LESS: Purchase of treasury stock	4783		122,329,339,3	0	8.
9. Changes incident to business combinations, net	4356			0	9.
10. LESS: Cash dividends declared on preferred stock	4598			0	10.
11. LESS: Cash dividends declared on common stock	4460	***************************************	******************	826	11.
12. Other comprehensive income (2)	B511			(299)	12.
13. Change in the offsetting debit to the liability for Employee Stock Ownership Plan					
(ESOP) debt guaranteed by the bank holding company	4591		************	0	13.
14. Other adjustments to equity capital (not included above)	3581			0	14.
15. Total equity capital end of current period (sum of items 3, 4, 5, 6, 7, 9, 12, 13, and 14,	bhct				
less items, 8, 10, and 11)( must equal item 28 on Schedule HC, Balance Sheet)	3210			55,538	15.

<sup>(1)</sup> Include the comulative-effect adjustment resulting from the initial adoption of FAS 159, Fair Value Option, and describe separately in the Notes to the Income Statement-Other, item 1.

<sup>(2)</sup> Includes changes in net unrealized holding gains (losses) on available-for-sale securities, changes in accumulated net gains (losses) on cash flow hedges, foreign currency translation adjustments, and pension and other postretirement plan related changes other than net periodic benefit cost.

# Schedule HI-B—Charge-Offs and Recoveries on Loans and Leases and Changes in Allowance for Loan and Lease Losses

# Dollar Amounts in Thousands

(Fully Consolidated)	arge-offs and Recoveries on Loans and Leases Charge-offs 1 Recoveries (Column A) (Column B)		#05 A 000				
Tuny Consolidatedy	BHCKBil	Mil	Thou	BHCKBil	Mil	Thou	
Loans secured by real estate:     a. Construction, land development, and other land loans in domestic offices:		WIII	11100	, B, TOI ( BII	1		
(1) 1-4 family residential construction loans	C891		0	C892		0	1.a.(1
(2) Other construction loans and all land	,0001			,000 <b>2</b> ,		78.5	1.ω.(
development and other land loans	C893	1.02 (1.00)	0	C894		0	1.a.(2
b. Secured by farmland in domestic offices	3584	ene promotente do vese	STREET,	3585	CHICAGON SMILLS CHIANGEN	0	1.b.
c. Secured by 1-4 family residential properties in domestic offices:	3304			3303			1.0.
<ol> <li>Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of</li> </ol>			•	(FAAO)		0	4 - 14
credit	5411		U	5412	VF (1380)(7)	U	1.c.(1
(2) Closed-end loans secured by 1-4 family residential	100			CASE OF			
properties in domestic offices	0004		62	C217		9	1 - 12
(a) Secured by first liens	C234	and the second second	STATE BEICH	Secretary adjusting the second	nicological de la constanta	TO THE STATE OF TH	1.c.(2)
(b) Secured by junior liens	C235		U	C218		0	1.c.(2)
d. Secured by multifamily (5 or more) residential	0500		^	0500	Labor.	0	4 4
properties in domestic offices	3588		U	3589			1 <sub>.</sub> .d.
(1) Loans secured by owner-occupied nonfarm			$\mathcal{F}_{i}$			1	
nonresidential properties	C895	on-emotor categories	130	C896		0	1.e.(1
(2) Loans secured by other nonfarm nonresidential							
properties	C897		0	C898		0	1.e.(2
f. In foreign offices	B512	and the second	0	B513	KINGGE CLANGE SKINGLING	0	1.f.
<ol><li>Loans to depository institutions and acceptances of other banks:</li></ol>							
a. To U.S. banks and other U.S. depository institutions	4653	an marking a land and a standard	0	4663	er traussamminatie bedat	0	2.a.
b. To foreign banks	4654		0	4664		0	2.b.
Loans to finance agricultural production and other loans			2.0		* * * * * * * * * * * * * * * * * * * *		
to farmers	4655		0	4665	- And the state of the parties of the state	0	3.
Commercial and industrial loans:							
a. To U.S. addressees (domicile)	4645	Section distribution and	69	4617	encomo e especial de la como	13	4.a.
b. To non-U.S. addressees (domicile)	4646		0	4618	AZNI, PRO MINARALIA	0	4.b.
<ol><li>Loans to individuals for household, family, and other</li></ol>	46.6						
personal expenditures:				,			
a. Credit cards	B514	e Australia de Optionale	0	B515	COLUMN DESCRIPTION	0	5.a.
b. Other (includes single payment, installment, all student loans, and revolving credit plans other than		72/	470	55.5		20	<b>.</b> .
credit cards)	B516	Edicama briodisi intropi	<b>Maria de la compania del compania del compania de la compania del compania del compania de la compania de la compania del compania del</b>	B517	in all management of countries in	emetican environs	5.b.
b. Loans to foreign governments and official institutions	4643	avandedaarsamdae	MANAGE CONTRACTOR	4627	(ii en europa participa de la constantica de la constantica de la constantica de la constantica de la constanti	sorrorrorrorranie	6.
All other loans	4644		0	4628		0	7.
B. Lease financing receivables:							
a. Leases to individuals for household, family,	E405			C107		0	0 0
and other personal expenditures	F185	A CANTER MANAGEMENT A CANTER OF THE CONTRACT O	CONTRACTOR CONTRACTOR	F187	ncosterations and	remarkanion.	8.a.
b. All other leases	C880		U	F188		0 1	8.b.

<sup>(1)</sup> Include write-downs arising from transfers to a held-for-sale account.

# Schedule HI-B—Continued

M	EMORANDA						
		Charge-offs1	. N. A. SANSKAR VIII. SANSKAR VIII. A. C.	Recoveries			
		(Column A)	rdermanistratisjon kaladis	(Column B)	lagasianiem en Salit	inatatajaa	
		- BHCKBil Mi	I Thou	BHCKBil	Mil	Thou	
1.	Loans to finance commercial real estate, construction, and						
	land development activities (not secured by real estate)	5400		-			M.1.
2	included in Schedule HI-B, part I, items 4 and 7 above	5409		5410			IVI. I .
۷.	Loans secured by real estate to non-U.S. addressees (domicile) (included in Schedule HI-B, part I, item 1, above)	4650	^	4662		0	M.2.
	(domicile) (included in Schedule Hi-B, part i, item 1, above)	4652		§4002 ]			141.2.
				D - II A	: TI		J.,
				Dollar Amou	ınts in 11 Mil	nagement with the	is T
	Mamarandum item 3 is to be completed by (4) book helding companies that			BHCKBil	,iviii	Thou	
	Memorandum item 3 is to be completed by (1) bank holding companies that,			aller der der bleiber bereite der	and the		
	together with affiliated institutions, have outstanding credit card receivables (as defined in the institutions) that exceed \$500 million as of the report date or					arca .	
	(2) bank holding companies (as defined in the instructions).			Actual Control	dirian circums		
3	Uncollectable retail credit card fees and finance charges reversed against incor	me (i.e. not included			Control of Control	reconvers delin	
٥.	in charge-offs against the allowance for loan and lease losses)			C388	* 12	0	M.3.
	in ordinge one against the anomalies for loan and lease leases;			100001	·····		
				Dollar Amou			İS
*****	** ** ** *****************************	erromannen e	2 - C- 1860 - C- 1862 - C- 1860 - C-	BHCKBil	Mil	Thou	
11.	Changes in allowance for loan and lease losses			i modeli ampirili i	ur um en trade	enzaroni ani	8
				i i i i i i i i i i i i i i i i i i i	والبرب		
1.	Balance most recently reported at end of previous year (i.e., after adjustments			providence of the second			4.
	from amended Reports of Income)			B522	Ye mad the County	6,298	1.
				bhct			
	Recoveries (must equal Schedule HI-B, part I, item 9, column B, above)			4605	THE REPORT OF THE PARTY OF THE	and an analysis of the	<b>*</b> 6
3.	LESS: Charge-offs (must equal Schedule HI-B, part I, item 9, column A above			C079		434	3.
	less Schedule HI-B, part II, item 4)			BHCK			
4.	Less: Write-downs arising from transfers of loans to a held-for-sale account			5523	MARKET TAPES OF MESSA.	0	4.
				bhct			
5.	Provision for loan and lease losses (must equal Schedule HI, item 4)			4230		815	5.
6.	Adjustments (see instructions for this schedule)			C233		0	6.
7.	Balance at end of current period (sum of items 1, 2, 5, and 6, less items 3 and 4	4)		bhct			
	(must equal Schedule HC, item 4.c)			3123	THE OWNER OF THE OWNER OF THE	6,740	7.
				The second secon			
N./I	emoranda			Dollar Amou	ınte in Th	oueand	le
IVI		durante continue anticologica de la contractica de la contractica de la contractica de la contractica de la co	no transce transferation control to the POSTA	BHCK Bil	Mil	Thou	]
1	Allocated transfer risk reserve included in Schedule HI-B, part II, item 7			C435	อาเมรียกของสะสะเม	0	M.1.
٠.	Anocated transfer risk reserve included in Schedule Fil-b, part if, item 7			0433	9 ************************************		100.1.
	Memorandum items 2 and 3 are to be completed by (1) bank holding companie.	c					
	that, together with affiliated institutions, have outstanding credit card receivables			1	me and the		
	Defined in the institutions) that exceed \$500 million as of the report date or (2) to	•		Hartin Practical Library	4-6-6	narus irunina Saga	
	holding companies that on a consolidated basis are credit card speciality	Juni					
	holding companies (as defined in the instructions).			e international and the	7.	C + 12/3 - 17	
2	Separate valuation allowance for uncollectable retail credit card fees and finance	e charges		C389	a companyon ng	0	M.2.
	Amount of allowance for uncollectable retail credit card fees and finance charge						7
٠.	and finance charges (included in Schedule HC, item 4.c and Schedule HI-B,						
	part II, item 7)			C390		0	M.3.
	Memorandum item 4 is to be completed by all bank holding companies.			on water of acceptable of the			
4	Amount of allowance for post-acquisition losses on purchased impaired loans						
т.	accounted for in accordance with AICPA Statement of Position 03-3 (included			a service de la Colonia			
	in Schedule HI-B, part II, item 7, above)			C781	arateliana	0	M.4.
	Concess in D, part ii, item 1, aborto/			Commence Street, Section Sections	MARKET ACMER	NO. CO. CO. C.	n2

<sup>(1)</sup> Include write-downs arising from transfers to a held-for-sale account.

**Dollar Amounts in Thousands** 

## Notes to the Income Statement—Predecessor Financial Items

For bank holding companies involved in a business combination(s) during the quarter, provide on the lines below income statement information for any acquired company(ies) with aggregated assets of \$10 billion or more or 5 percent of the reporting bank holding company's total consolidated assets as of the previous quarter-end, whichever is less. Information should be reported year-to-date of acquisition.

		Donas / anoun	as an iniou	Juliuo	
ents, the property actions approximent and approximation of the property and transfer and transfer and the pro-	N. S. C. C. S. C.	BHBC Bil	Mil	Thou	·
1. Total interest income		4107	90170280000000000000000000000000000000000	N/A	
a. Interest income on	loans and leases	4094		N/A	1 a
b. Interest income on	investment securities	4218		N/A	1.b.
2. Total interest expense	e	4073		N/A	2.
a. Interest expense of	n deposits	4421		N/A	2.a.
3. Net interest income		4074		N/A	3.
4. Provision for loan and	d lease losses	4230		N/A	4.
5. Total noninterest inco	ome	4079		N/A	5.
a. Income from fiduci	ary activities	4070		N/A	
b. Trading revenue		A220		N/A	5.b.
c. Investment banking	g, advisory, brokerage, and underwriting fees and commissions	B490		N/A	5.C.
d. Venture capital rev	/enue	B491		N/A	5.d.
e. Net securitization i	ncome	B493)		N/A	5.e.
f. Insurance commiss	sions and fees	B494		N/A	5.f.
6. Realized gains (losse	es) on held-to-maturity and available-for-sale securities	4091		N/A	6.
7. Total noninterest exp	ense	4093		N/A	7.
a. Salaries and emplo	oyee benefits	4135		N/A	7.a.
b. Goodwill impairme	ent losses	C216		N/A	7.b.
8. Income (loss) before	taxes, extraordinary items, and other adjustments	4301		N/A	8.
9. Applicable income tax	xes	4302		N/A	9.
10. Minority interest		4484		N/A	10.
11. Extraordinary items, r	net of applicable income taxes and minority interest	4320		N/A	11.
12. Net income (loss)		4340		N/A	12.
13. Cash dividends decla	ared	4475		N/A	13.
14. Net charge-offs		6061		N/A	14.
15. Net interest income (i	item 3 above) on a fully taxable equivalent basis	4510		N/A	

#### Notes to the Income Statement-Other

Enter in the lines provided below any additional information on specific line items on the income statement or to its schedules that the bank holding company wishes to explain, that has been separately disclosed in the bank holding company's quarterly reports to its shareholders, in its press releases, or on its quarterly reports to the Securities and Exchange Commission (SEC). Exclude any transactions that have been separately disclosed under the reporting requirements specified in memoranda items 6 through 8 to Schedule HI, the Consolidated Income Statement.

Also include any transactions which previously would have appeared as footnotes to Schedules HI through HI-B.

Each additional piece of information disclosed should include the appropriate reference to schedule and item number, as well as a description of the additional information and the dollar amount (in thousands of dollars) associated with that disclosure.

#### Example

A bank holding company has received \$1.35 million of back interest on loans and leases that are currently in nonaccrual status. The holding company's interest income for the quarter shows that increase which has been disclosed in the report to the stockholders and to the SEC. Enter on the line item below the following information:

Security Control of Co	green water contract	<b>NECESAL AND AND AND AND AND AND AND AND AND AND</b>		hormonemment
TEXT	BHCK	Bil	Mil	Thou
0000 Sch. HI, item 1.a(1). Recognition of interest payments on		7.0	N	
0000 Sch. HI, item I.a(1), Recognition of interest payments on	and the last			
nonaccrual loans to XYZ country				
	0000	1	4	1250
	10000		1	350

#### Notes to the Income Statement-Other

			Dollar amou	ınt in thou	sands	
	TEXT		BHCKBil	Mil	Thou	Province
1.		Cumulative-effect adjustment resulting from the initial adoption of FAS 159, Fair Value Option				\$ 128 BELLEVIEW
			F465		0	1.
2.	5352					
			5352		N/A	2.
3.	5353	The state of the s				MANAGO TANA
			5353		N/A	3.
4.	5354					ww. 200.000.000
_			5354		N/A	4.
5.	5355			6.5		ANNERS NEWSTON
			5355		N/A	5.
6.	B042					
_	Dovo		B042		N/A	6.
7.	B043					255.24000000mm
8.	B044		B043		N/A	7.
Ο.	DU44					Natural States of
9.	B045		B044		N/A	8.
٥.	B043		10.2			Mary Control
10	B046		B045		N/A	9.
10.	5040					
			B046	***************************************	N/A	10.

# Notes to the Income Statement—Other, Continued

TEXT			Dollar amou	int in tho	usands	
11. B047  B047  N/A 11  12. B048  B048  N/A 12  B050  B051  N/A 15  B052  N/A 16		TEXT			· · · · · · · · · · · · · · · · · · ·	
12. B048  B048   N/A   12  13. B049   B049   N/A   13  14. B050   B050   N/A   14  15. B051   B052   B052   N/A   15  16. B052   N/A   16	11.					*G0000
12. B048  B048   N/A   12  13. B049   B049   N/A   13  14. B050   B050   N/A   14  15. B051   B052   B052   N/A   15  16. B052   N/A   16						S. Carrier
B048 N/A 12  13. B049 B050 N/A 13  14. B050 B051 N/A 14  15. B051 B052 N/A 15  17. B053 B053 N/A 17			B047	an armana and	N/A	11.
B048 N/A 12  13. B049 B050 B051 N/A 14  15. B051 B052 B053 N/A 16	12.					
13. B049  B049  N/A 13  14. B050  B051  N/A 15  B052  N/A 16  B053  N/A 17						SKIANTA-
13. B049 N/A 13 14. B050 N/A 14 15. B051 N/A 15 16. B052 N/A 16 17. B053 N/A 17			B048	. 2 . 2	N/A	12.
B050 N/A 14  15. B051 B052 N/A 15  16. B053 N/A 16	13.				20.3	- english
B050 N/A 14  15. B051 B052 N/A 15  16. B053 N/A 16						
B050 N/A 14  15. B051 N/A 15  16. B052 N/A 16			B049	2000	N/A	13.
B050 N/A 14  15. B051 B052 B052 N/A 16  17. B053 N/A 17	14.	B050				No.
B051 N/A 15  16. B052 B053 N/A 16  17. B053 B053 N/A 17						9000000
B051 N/A 15  16. B053 N/A 16			B050		N/A	14.
16. B052   B052   N/A   16  17. B053   N/A   17	15.	B051	17.0			100
16. B052   B052   N/A   16  17. B053   N/A   17		The second control of				
B052 N/A 16  17. B053 N/A 17			B051	28.520.000.000.000	N/A	15.
17. B053 B053 B053 N/A 17	16.	B052				
17. B053 B053 B053 N/A 17			f was			-
B053 NIA 17			B052	290.110	N/A	16.
[B053] <b>N/A</b> ] 17	17.	B053		Page.		
[B053] <b>N/A</b> ] 17		The second state of the second of the second				
18. B054			B053		N/A	17.
	18.	B054				Gristians.
				1		
B054 N/A 18			B054		N/A	18.
19. B055	19.					All Lines
				11.1		- Company
B055 N/A 19			B055		N/A	19.
20.   8056	20.	B056				· ca · gallega
						ACTOR IN CO.
B056 N/A 20.		A CONTROL OF THE STATE OF THE S	B056		N/A	20.

******	For Federal Reserve Bank Use Only	******
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CHANGE !		

## F & M FINANCIAL CORPORATION

Name of Bank Holding Company

# **Consolidated Financial Statements for Bank Holding Companies**

Report at the close of business June 30, 2008

# Schedule HC—Consolidated Balance Sheet

			Dollar Amoun	ts in Thousands	*****
детиция и статура в учение невыменный и предоставления в	Charles and Charles Secretarions as	Control of the State of the Sta	BHCK Bil	Mil Thou	
ASSETS					
<ol> <li>Cash and balances due from depository institutions:</li> </ol>					
a. Noninterest-bearing balances and currency and coin (1)			0081	10,78	1.a.
b. Interest-bearing balances: (2)					
(1) In U.S. offices			0395	24,138	1.b.(1)
(2) In foreign offices, Edge and Agreement subsidiaries, and IBFs			0397		1.b.(2)
2. Securities:					
a. Held-to-maturity securities (from Schedule HC-B, column A)			1754	MINUS COM STRUCTURE OF THE STREET	2.a.
b. Available-for-sale securities (from Schedule HC-B, column D)			1773	32,92	2.b.
<ol><li>Federal funds sold and securities purchased under agreements to resell:</li></ol>				9.30	
a. Federal funds sold in domestic offices		BHDM	B987		3.a.
b. Securities purchased under agreements to resell (3)		. BHCK	B989		3.b.
Loans and lease financing receivables:					
a. Loans and leases held for sale			5369		4.a.
b. Loans and leases, net of unearned income	B528	553,240			4.b.
c. LESS: Allowance for loan and lease losses	3123	6,740		(4.00 B)	4.c.
d. Loans and leases, net of unearned income and allowance for loan and lease					8
losses (item 4.b minus items 4.c)			B529	546,50	4.d.
Trading assets (from Schedule HC-D)			3545	ung dentar di nast di nak 1981 (di hami) 295	5.
Premises and fixed assets (including capitalized leases)			2145	24,368	6.
7. Other real estate owned (from Schedule HC-M)			2150	1,070	7.
8. Investments in unconsolidated subsidiaries and associated companies			2130		8.
9. Not applicable				100	
10. Intangible assets:					
a. Goodwill			3163	33.	
b. Other intangible assets (from Schedule HC-M)			0426	286	
11. Other assets (from Schedule HC-F)			2160	14,02	11.
12. Total assets (sum of items 1 through 11)			2170	654,432	12.

<sup>(1)</sup> Includes cash items in process of collection and unposted debits

<sup>(2)</sup> Includes time certificates of deposit not held for trading

<sup>(3)</sup> Includes all securities resale agreements in domestic and foreign offices, regardless of maturity.

#### Schedule HC-Continued

		ya	unts in Thousands	1
ANNATORISTINA ANNATORISTINA (ANN. ANN. ANT. ANT. ANT. ANT. ANT. ANT.	es. 1. 10. vertus de con contrago no <del>M</del> esso en 11. en 16.	BHDM Bil	Mil Thou	
LIABILITIES				8
13. Deposits:				
a. In domestic offices (from Schedule HC-E):				i i
(1) Noninterest-bearing (1)		6631	72,705	113
(2) Interest-bearing		6636	391,491	13.a.(2
b. In foreign offices, Edge and Agreement subsidiaries, and IBFs:		BHFN		
(1) Noninterest-bearing.		6631	0	13.b.(1
(2) Interest-bearing		6636		13.b.(2
		المالية المالي		3
14. Federal funds purchased and securities sold under agreements to repurchase:		BHCK		
	DUDM	BOOS	40.000	14.5
a. Federal funds purchased in domestic offices (2)	BHDM	granton resolution	10,000	rije.
b. Securities sold under agreements to repurchase (3)	Sandy and an orange and a second	(manazanana) koaza	12,234	
15. Trading liabilities (from Schedule HC-D)		3548	0	15.
16. Other borrowed money (includes mortgage indebtedness and obligations under		0400	407.000	10
capitalized leases) (from Schedule HC-M)		3190	107,000	16.
17. Not applicable		6 - 1		
18. Not applicable				
19 a. Subordinated notes and debentures (4)		4062	0	19.a.
<ul> <li>Subordinated notes payable to unconsolidated trusts issuing trust preferred securities,</li> </ul>				
and trust preferred securities issued by consolidated special purpose entities		C699	0	19.b.
20. Other liabilities (from Schedule HC-G)		2750	5,464	20.
21. Total liabilities (sum of items 13 through 20)		2948	598,894	21.
22. Minority interest in consolidated subsidiaries and similar items		3000	0	22.
EQUITY CAPITAL				
				00
23. Perpetual preferred stock and related surplus.		3283	0	23.
24. Common stock (par value)		3230	7,783	24.
25. Surplus (exclude all surplus related to preferred stock)		3240	87	25.
26 a. Retained earnings		3247	47,011	26.a.
b. Accumulated other comprehensive income (5)		B530	657	26.b.
27. Other equity capital components (6)		A130	O	27.
28. TOTAL EQUITY CAPITAL (sum of items 23 through 27)		3210	55,538	28.
29. Total liabilities, minority interest, and equity capital (sum of items 21, 22 and 28)		3300	654,432	29.
MEMORANDA (to be completed annually by bank holding companies for the December 31 r	eport date)			
Has the bank holding company engaged in a full-scope independent external	- p	внск		
audit at any time during the calendar year? (Enter "1" for yes, enter "0" for no)		C884	N/A	M.1
2. If response to Memoranda item 1 is yes, indicate below the name and address of the bank holdi		Same and the same of the same	AND THE RESERVE AND ADDRESS ASSESSMENT OF THE PROPERTY OF THE PARTY OF	
external auditing firm (see instructions), and the name and e-mail address of the auditing firm's				
a N/A b N/A				
Name of External Auditing Firm (TEXT C703)  Name of Engagemen	t Partner (TEXT C70	4)		
N/A				
City (TEXT C708) E-mail Address (TEX	T C705)			
N/A N/A				
State Abbrev. (TEXT C714) Zip Code (TEXT C715)				

<sup>(1)</sup> Includes total demand deposits and noninterest-bearing time and savings deposits.

<sup>(2)</sup> Report overnight Federal Home Loan Bank advances in Schedule HC, item 16, "Other borrowed money."

<sup>(3)</sup> Includes all securities repurchase agreements in domestic and foreign offices regardless of maturity.

<sup>(4)</sup> Includes limited-life preferred stock and related surplus.

<sup>(5)</sup> Includes net unrealized holding gains (losses) on available-for-sale securities, accumulated net gains (losses) on cash flow hedges, cumulative foreign currency translation adjustments, and minimum pension liability adjustments.

<sup>(6)</sup> Includes treasury stock and unearned Employee Stock Ownership Plan shares.

<sup>(7)</sup> The Federal Reserve regards information submitted in response to Memorandum item 2.b. as confidential.

Schedule HC-B — Securities	Held-to-	Maturity	ay may a same to be	***************************************		Available-	for-Sale	Carringetti ottoarii i			and the second s	of tryings of a sets
	(Column	ι <b>A</b> )	(Columi	(Column B) (			(Column C)			D)	S. S. A. T. S.	9
Dollar Amounts in Thousands	Amortize	ed Cost	Fair Val	ue	langurum angrumman anggalapan	Amortized	Cost	*******	Fair Valu	е	***************************************	-
лу постоя на визменей различения отнетавляем возличения на постоя и постоя постоя и постоя постоя в постоя в постоя постоя постоя в посто	BHCKB	il Mil Thou	BHCKE	il Mil	Thou	BHCKBil	Mil	Thou	BHCKBil	Mil	Thou	***************************************
1. U.S. Treasury securities	0211	0	0213		0	1286		0	1287		0	1.
2. U.S. government agency obligations						100						
(exclude mortgage-backed securities):								4.4		17 8 15		
a. Issued by U.S. government												700
agencies (1)	1289	0	1290		0	1291		0	1293		0	2.a.
b. Issued by U.S. government-										WAY FOR		The Control of the Co
sponsored agencies (2)	1294	0	1295		0	1297		23,489	1298		23,939	2.b.
Securities issued by states and										40.04		
political subdivisions in the U.S	8496	0	8497		0	8498		7,477	8499		7,659	3.
4. Mortgage-backed securities (MBS)												
a. Pass-through securities:	1698		1699		^	4704		0	4700			
(1) Guaranteed by GNMA	presentation of the second	<b>шиширкен</b> ейколтинация розивализия	fas wiconwas fra	And statement of the control of the	CONTROL BOX S VOICE	1701	CONTRACTOR S	SALKE TO AND	1702	CHICAGO EXCURENCES	O The commence of the contract	4.a.
(2) Issued by FNMA and FHLMC	1703	0	1705	estatikenetiistaksiin kehtaikei	0	1706	THE SECTION ASSESSMENT	0	1707	NOVERNO SOMEONO PRO PROPERTO DE LA CONTRACTOR DE LA CONTR	0	4.a.
(3) Other pass-through securities	1709	0	1710		. 0	1711	***	0	1713		0	4.a.
<ul> <li>b. Other mortgage-backed securities (include CMOs, REMICs, and stripped MBS);</li> </ul>			in the second									
(1) Issued or guaranteed by										- <b>-</b>		
FNMA, FHLMC, or GNMA	1714	0	1715		0	1716	***	0	1717		0	4.b.
<ul><li>(2) Collateralized by MBS issued or guaranteed by FNMA,</li></ul>			4						10 F			
FHLMC, or GNMA	1718	0	1719	property chartes a reserve	0	1731	THE PART AND A COURSE OF THE PART OF THE P	0	1732	Special Control of the Control	0	4.b.
(3) All other mortgage-backed							5.					
securities	1733	0	1734		0	1735		0	1736		0	4.b.
5. Asset-backed securities (ABS)	C026	0	C988		0	C989		0	C027		0	5.
6. Other debt securities:		-				<i>}</i>						5 2
<ul> <li>a. Other domestic debt securities</li> </ul>	1737	0	1738		0	1739	mar arrowers sources	0	1741	and the second second	0	6.a.
b. Foreign debt securities	1742	0	1743		0	1744		0	1746			6.b.

<sup>(1)</sup> Includes Small Business Administration "Guaranteed Loan Pool Certificates," U.S. Maritime Administration obligations, and Export-Import Bank Participation certificates.

<sup>(2)</sup> Includes obligations (other than mortgage-backed securities) issued by the Farm Credit System, the Federal Home Loan Bank System, the Federal Home Loan Mortgage Corporation, the Federal National Mortgage Association, the Financing Corporation, Resolution Funding Corporation, the Student Loan Marketing Association, and the Tennessee Valley Authority.

#### Schedule HC-B --- Continued

	Held-to-	d-to-Maturity						Available-for-sale						CRT No. 07 (074) C. COOK CO	Service	
Dollar Amounts in Thousands							(Column C) Amortized Cost			(Column D) Fair Value				Section Sectio		
sings and the second second response and the second	BHCKE	An woman achanders and a	Thou	BHCK	(Bil	Mil	Thou	внс	KBil	Mil	Thou	BHC	Bil	Mil	Thou	Second Second
<ol><li>Investments in mutual funds and other equity securities with readily</li></ol>									¥., ,	2						
determinable fair values								A510	)		864	A511			1,328	7
8. Total (sum of 1 through 7) (total of column A must equal Schedule HC,	bbot				1.0							bhet				
item 2.a) (total of column D must equal Schedule HC, item 2.b)	1754		0	1771		3000 (23)	0	1772	)		31,830	bhct 1773	ĺ		32,926	3

#### Memoranda

	BHCK	Bil Mil Thou	
1. Pledged securities (1)	0416	27,935	M.1.
2. Remaining maturity or next repricing date of debt securities (2)(3)(Schedule HC-B, items 1 through 6.b in			\$
a. 1 year and less	0383	12,170	M.2.a.
b. Over 1 year to 5 years	0384	15,854	M.2.b.
c. Over 5 years	0387	3,574	M.2.c.
3. Amortized cost of held-to-maturity securities sold or transferred to available-for-sale or trading securities during the calendar			
year-to-date (report the amortized cost at date of sale or transfer)	1778	0	M.3.
4. Structured notes (included in the held-to-maturity and available-for-sale accounts in Schedule HC-B, items 2, 3, 5, and 6):			
a. Amortized cost	8782	0	M.4.a.
b. Fair value	8783	0	M.4.b.

Memorandum item 5 is to be completed by bank holding companies with total assets over \$1 billion or with foreign offices.

- Asset-backed securities (ABS) (sum of Memorandum items 5.a through 5.f must equal Schedule HC-B, item 5):
- a. Credit card receivables .....
- ar oroan oara roomanoo m
- b. Home equity lines .....
- c. Automobile loans ......d. Other consumer loans .....
- e. Commercial and industrial loans .
- f. Other .....

Held-to-Ma	iturity			Available-	for-Sale		
(Column A) Amortized	,	(Column I Fair Value	•	(Column ( Amortized		(Column [ Fair Value	,
BHCK Bil	Mil Thou	BHCKBil	Mil Thou	внсквіі	Mil Thou	BHCKBil	Mil Thou
			100	Constitution of			a de la companya de
							a John S
B838	N/A	B839	N/A	B840	N/A	B841	N/A
B842	N/A	B843	N/A	B844	N/A	B845	N/A
B846	N/A	B847	N/A	B848	N/A	B849	N/A
B850	N/A	B851	N/A	B852	N/A	B853	N/A
B854	N/A	B855	N/A	B856	N/A	B857	N/A
B858	N/A	B859	N/A	B860	N/A	B861	N/A

- (1) Includes held-to-maturity securities at amortized cost and available-for-sale securities at fair value.
- (2) Exclude investments in mutual funds and other equity securities with readily determinable fair values.
- (3) Report fixed rate debt securities by remaining maturity and floating debt securities by next repricing date.

# Schedule HC-C — Loans and Lease Financing Receivables

Do not deduct the allowance for loan and lease losses from amounts reported in this schedule. Report (1) loans and leases held for sale at the lower of cost or fair value, (2) loans and leases held for investment, net of unearned income, and (3) loans and leases accounted for at fair value under a fair value option. Exclude assets held for trading and commercial paper.

-V.5.acs		Consc	olidated		Dollar Amo	unts in Thousands	10000000
		(Colur	a the section of the	intimaturiti	(Column B)	hera hJohanna an Garda e primite in a compressión	
		BHCK	Bil Mil Th	ou	BHDM Bil	Mil Thou	
1.	Loans secured by real estate	1410	486	,161			1.
	a. Construction, land development, and other land loans:				BHCK		
	(1) 1-4 family residential construction loans				F158	31,489	1.a.(1)
	(2) Other construction loans and all land					or <b>-</b> 04	4 (0)
	development and other land loans				F159	95,781	1.a.(2)
					BHDM		
	b. Secured by farmland				1420	1,641	1.b.
	c. Secured by 1-4 family residential properties: (1) Revolving, open-end loans secured by 1-4 family						
	residential properties and extended under lines of						
	credit				1797	66,274	1.c.(1)
	(2) All other loans secured by 1-4 family residential						, ,
	properties:						
	(a) Secured by first liens				5367	FOR INCIDENCE AND AND ASSESSMENT OF THE PROPERTY OF THE PROPER	1.c.(2)(a)
	(b) Secured by junior liens				5368	4,334	1.c.(2)(b)
	d. Secured by multifamily (5 or more) residential						
	properties:				1460	3,961	1.d.
	e. Secured by nonfarm nonresidential properties: (1) Loans secured by owner-occupied nonfarm				BHCK		ĺ
	A ST TO THE THEORY OF THE THE THEORY OF THE THE THE THEORY OF THE THEORY OF THE THEORY OF THE THEORY OF THE THE THE THEORY OF THE THEORY OF THE THEORY OF THE THEORY OF THE				Garage supplied the Color	99,483	1 0 /1\
	nonresidential properties(2) Loans secured by other nonfarm nonresidential				F160	99,403	1.e.(1)
	properties				F161	54,347	1 e (2)
2	Loans to depository institutions and acceptances of other				BHDM		1.0.(2)
۷.	banks				1288	0	2.
	a. To U.S. banks and other U.S. depository institutions	1292		0	1200		2.a.
	b. To foreign banks	1296	STATES CONTRACTOR CONTRACTOR CONTRACTOR CONTRACTOR CONTRACTOR CONTRACTOR CONTRACTOR CONTRACTOR CONTRACTOR CONT	0			2.b.
3	Loans to finance agricultural production and other loans to	1290					2.0.
٠.	farmers	1590		3	1590	3	3.
4.	Commercial and industrial loans				1766	54,840	4.
	a. To U.S. addressees (domicile)	1763	54	,840			4.a.
	b. To non-U.S. addressees (domicile)	1764		0			4.b.
5.	Not applicable						
6.	Loans to individuals for household, family, and other						
	personal expenditures (i.e., consumer loans) (includes					40.000	•
	purchased paper)				1975	12,903	6.
	a. Credit cards	B538	continues and the national states which	0			6.a.
	b. Other revolving credit plans	B539	3	,272			6.b.
	c. Other consumer loans (includes single payment,	2011	٠	,631		eran (a	6.c.
7	installment, and all student loans)  Loans to foreign governments and official institutions	2011	3	,001			0.6.
٠.	(including foreign central banks)	2081	and the state of t	0	2081	0	7.
8.	Not applicable					The Control of the	
9.	a. Loans for purchasing and carrying securities						
	(secured and unsecured)	1545		0	1545	0	9.a.
	b. All other loans	1564	and the second	699	1564	699	9.b.
10	Lease financing receivables (net of unearned income)			0.0	2165	0	10.
	a. Leases to individuals for household, family,	2.44					
	and other personal expenditures (i.e., consumer leases)	F162	ung se i Bill starten i Grebika salarise boser S	0			10.a.
	b. All other leases	F163		0			10.b.
11	LESS: Any unearned income on loans reflected in	10400			0400	4 200	4.4
12	items 1-9 above  Total (sum of items 1 through 10 minus item 11)	2123	1.	,366	Z123	1,366	11.
12	(total of column A must equal Schedule HC, sum of						
	items 4.a and 4.b)	2122	553.	,240	2122	553,240	12.
		Sammanan	CONTRACTOR		Marie Marie San Commence of the Commence of th	CONTRACTOR OF THE PROPERTY OF	

# Schedule HC-C—Continued

#### **MEMORANDA**

	Dollar Amount	s in Thous	sands	
	BHDMBil	Mil	Thou	
1. Loans and leases restructured and in compliance with modified terms (included in Schedule HC-C,				
above and not reported as past due or nonaccrual in Schedule HC-N, memorandum item 1):				
Loans secured by 1-4 family residential properties in domestic offices	F576		0	M.1.a
<ul> <li>b. Other loans and all other leases (exclude loans to individuals for household,</li> </ul>	BHCK			
family, and other personal expenditures)	1616		0	M.1.b
2. Loans to finance commercial real estate, construction, and land development activities	BHCK			
(not secured by real estate) included in Schedule HC-C, items 4 and 9, column A, above	2746		0	M.2.
Loans secured by real estate to non-U.S. addressees (domicile) (included in				
Schedule HC-C, item 1, column A)	B837		0	M.3.
			Населения	
Memorandum item 4 is to be completed by (1) bank holding companies that, together				
with affiliated institutions, have outstanding credit card receivables (as defined in the instructions) that exceed \$500 million as of the report date or (2) bank holding companies				
that on a consolidated basis are credit card specialty holding companies (as defined in				
the instructions).				
4. Outstanding credit card fees and finance charges (included in Schedule HC-C,				
item 6.a., column A)	C391		0	M.4.
Memorandum item 5 is to be completed by all bank holding companies.				
<ol><li>Purchased impaired loans held for investment accounted for in accordance with AICPA Statement of Position 03-3 (exclude loans held for sale):</li></ol>				
a. Outstanding balance	C779		0	M.5.a
b. Carrying amount included in Schedule HC-C, items 1 through 9	C780	Market Committee	0	M.5.b
6. Closed-end loans with negative amortizaion features secured by 1-4 family residential	0.00			
properties in domestic offices:				
a. Total carrying ammount of closed-end loans with negative amortization features secured by				Ì
1-4 family residential properties (included in Schedule HC-C, items 1.c.(2)(a) and (b))	F230		0	M.6.a
Memorandum items 6.b and 6.c are to be completed by bank holding companies that had closed-end				
loans with negative amortization features secured by 1-4 family residential properties (as reported in Schedule HC-C, Memorandum item 6.a) as of <b>December 31, 2007</b> , that exceeded the lesser of \$100				
million or 5 percent of total loans and leases, net of unearned income in domestic offices (as		'n	$\mathcal{F}_{i}$	
reported in Schedule HC-C, item 12, column B).		4.7		
b. Total maximum remaining amount of negative amortization contractually permitted				
on closed-end loans secured by 1-4 family residential properties	F231		. 0	M.6.b
c. Total amount of negative amortization on closed-end loans secured by 1-4 family				
residential properties included in the carrying amount reported in Memorandum	F000		^	
item 6.a above	F232		U	M.6.c
7. Not applicable 8. Not applicable				
Not applicable     Loans secured by 1-4 family residential properties in domestic offices in	BHDM	A TO		Ì
process of foreclosure (included in Schedule HC-C, items 1.c.(1), 1.c.(2)(a), and 1.c.(2)(b))	F577	day hours	٥	M.9.
process of forestosure (included in sofiedule 110-0, Reins 1.6.(1), 1.6.(2)(a), and 1.6.(2)(b))	1.011	00-31017 <b>10-6700 a 1000</b> 107		,

# Schedule HC-C-Continued

MEMORANDA (continued)

	garanteen anno anno anno anno anno anno anno a		· je annaminenterioren	unts in Thousands	5 ″i
ON THE STREET AND THE PROPERTY OF THE PROPERTY	Consolidated		Domestic C	Offices	-
	(Column A)	e experience come	(Column B)	tistalijanini estimatera izgolitiska historiitisk	
10.1	BHCK Bil Mil	Thou	BHDMBil	Mil Thou	
10. Loans measured at fair value:					
a. Loans secured by real estate	F608	0	$T^{*}$		M.10.a.
(1) Construction, land development, and other land	157		F-70	•	M 40 ~ (4)
loans(2) Secured by farmland (including farm residential			F578	0	M.10.a.(1)
and other improvements)			F579	0	M.10.a.(2)
(3) Secured by 1-4 family residential properties:			F3/9	U Company	IVI. 10.a.(2)
(a) Revolving, open-end loans secured by		3	448.1		
1-4 family residential properties and		2000 C			
extended under lines of credit			F580	0	M.10.a.(3)(a)
(b) Closed-end loans secured by 1-4 family		S. W.			
residential properties:					
(i) Secured by first liens			F581	0	M.10.a.(3)(b)(i
(ii) Secured by junior liens			F582	0	M.10.a.(3)(b)(ii
(4) Secured by multifamily (5 or more) residential					
properties			F583	0	M.10.a.(4)
(5) Secured by nonfarm nonresidential properties			F584	0	M.10.a.(5)
b. Commercial and industrial loans	F585	0	F585	0	M.10.b.
c. Loans to individuals for household, family, and					
other personal expenditures (i.e., consumer loans)					
(includes purchased paper):					
(1) Credit cards	F586	samo ett komakennis	F586	0	1
(2) Other revolving credit plans	F587	0	F587	0	M.10.c.(2)
(3) Other consumer loans (includes single					
payment, installment, and all student loans)	F588	er bedrach sachten der etwa	F588	0	M.10.c.(3)
d. Other loans	F589	0	F589	0	M.10.d.
11. Unpaid principal balances of loans measured at fair					
value (reported in memorandum item 10):	5000				
a. Loans secured by real estate  (1) Construction, land development, and other land	F609	0			M.11.a.
loans			F590	0	M.11.a.(1)
(2) Secured by farmland (including farm residential			F 390	<b>V</b>	Wi. 11.a.(1)
and other improvements)			F591	0	M.11.a.(2)
(3) Secured by 1-4 family residential properties:			1 391		Wi. 11.a.(2)
(a) Revolving, open-end loans secured by					
1-4 family residential properties and					
extended under lines of credit			F592	0	M.11.a.(3)(a)
(b) Closed-end loans secured by 1-4 family					
residential properties:					
(i) Secured by first liens			F593	0	M.11.a.(3)(b)(i)
(ii) Secured by junior liens			F594	0	M.11.a.(3)(b)(ii
(4) Secured by multifamily (5 or more) residential					
properties			F595	0	M.11.a.(4)
(5) Secured by nonfarm nonresidential properties			F596	0	M.11.a.(5)
b. Commercial and industrial loans	F597	0	F597	0	M.11.b.
c. Loans to individuals for household, family, and					
other personal expenditures (i.e., consumer loans)					
(includes purchased paper):					
(1) Credit cards	F598	Comments of the spiritual of the	F598	The black At accommon and the Manual Acid	M.11.c.(1)
(2) Other revolving credit plans	F599	0	F599	0	M.11.c.(2)
(3) Other consumer loans (includes single				1000	
payment, installment, and all student loans)	F600	0	F600	CONTRACTOR OF THE PROPERTY OF	M.11.c.(3)
d. Other loans	F601	0	F601	0	M.11.d.

# Schedule HC-D—Trading Assets and Liabilities

Schedule HC-D is to be completed by bank holding companies that reported average trading assets (Schedule HC-K, Item 4.a) of \$2 million or more in any of the four preceding quarters.

			Dollar Am	ounts in Thousa	inds
18 Self-self-self-self-self-self-self-self-s	Consolidated	and the second section of the sectio	Domestic		
	(Column A)	ne con interpretations	(Column B)	danah dipinak mendalan dibili bagia disebah	
	BHCM Bil	Mil Thou	BHCKBil	Mil Tho	u
ASSETS					
U.S. Treasury securities	3531	U	3531		0 1.
U.S. government agency obligatios (exclude mortgage-backed securities)	3532	n	3532		0 2.
Securities issued by states and political subdivisions in the U.S	(Commence of the Commence of t	CONFRONT MERCHANIST CONTRACTOR	3533		0 3.
Mortgage-backed securities (MBS);	. 13333 1	Ü	13333		<b>J</b> 3.
a. Pass-through securities issued or guaranteed by					
FNMA, FHLMC, or GNMA	3534	0	3534		0 4.a.
<ul> <li>b. Other mortgage-backed securities issued or guaranteed by FNMA, FHLMC, or GNMA (include</li> </ul>				12.35 扩张	
CMOs, REMICs, and stripped MBS)	3535	0	3535	teritoria provincia pareza de cabaca	<b>0</b> 4.b.
c. All other mortgage-backed securities	3536	0	3536		<b>0</b> 4.c.
Other debt securities	3537	0	3537		<b>0</b> 5.
6. Loans:	BHCK				
a. Loans secured by real estate	F610	0			6.a.
(1) Construction, land development, and other land			BHDM		
loans			F604		<b>0</b> 6.a.(1)
(2) Secured by farmland (including farm residential	3				
and other improvements)			F605	and the state of t	<b>0</b> 6.a.(2)
<ul><li>(3) Secured by 1-4 family residential properties:</li><li>(a) Revolving, open-end loans secured by</li></ul>					
1-4 family residential properties and					
extended under lines of credit			F606		<b>0</b> 6.a.(3)(a)
(b) Closed-end loans secured by 1-4 family					
residential properties:					
(i) Secured by first liens			F607		<b>0</b> 6.a.(3)(b)(i)
(ii) Secured by junior liens			F611	response in the mass course of the paper again again	0 6.a.(3)(b)(ii)
(4) Secured by multifamily (5 or more) residential		7.1			
properties			F612		<b>0</b> 6.a.(4)
(5) Secured by nonfarm nonresidential properties	, <u> </u>		F613	e nach die Statement enskelende de	<b>0</b> 6.a.(5)
b. Commercial and industrial loans	F614	0	F614		<b>0</b> 6.b.
<ul> <li>c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans)</li> </ul>					
(includes purchased paper):					
(1) Credit cards	F615	0	F615		0 6.c.(1)
(2) Other revolving credit plans	F616	0	F616		0 6.c.(2)
(3) Other consumer loans (includes single					
payment, installment, and all student loans)	F617	Commercial and the control of the co	F617		0 6.c.(3)
d. Other loans	F618	0	F618		<b>0</b> 6.d.
7. Not applicable	and the second				
Not applicable	BHCM	and the standard for the standard of the	BHCK!	en an in a kin den da kalada da kerina a k	1.50 (1.64
9. Other trading assets	3541	0	3541		<b>0</b> 9.
10. Not applicable	05.0	•	0540		0 44
11. Derivatives with a positive fair value	3543	0	3543	and the second s	0 11.
12. Total trading assets (sum of items 1 through 11)	bhct		BHDM	And the second second	•
(total of column A must equal Schedule HC, item 5)	3545	0	3545		0 12.
LIABILITIES	BHCK	and the same		Ben Mar. Level	
13. a. Liabilities for short positions	3546	n isiant usetoinisenie Materialiskins	3546		0 13.a.
b. All other trading liabilities	F624	nteracological discountries along \$	F624	n dien 1800 will deutsche Steine der deutsche der deutsche deutsche deutsche deutsche deutsche deutsche deutsch	<b>0</b> 13.b.
14. Derivatives with a negative fair value	3547	0	3547		0 14.
15. Total trading liabilities (sum of items 13.a through 14)	bhct	an a language come.		4	a.
(total of column A must equal Schedule HC, item 15)	3548	0 (	3548	**************************************	0 15.

Dollar Amounts in Thousands

Domestic Offices

#### Schedule HC-D-Continued

MEMORANDA

	(Column A)			(Colum	n B)	Control Section 5	
	BHCKBil	Mil	Thou	BHDM	3il Mil	Thou	
<ol> <li>Unpaid principal balance of loans measured at fair value (reported in Schedule HC-D, items 6.a through 6.d.)</li> </ol>					and the	1.30%	
a. Loans secured by real estate	F790		0				M.1.a.
(1) Construction, land development, and other land loans			2.6	F625		0	M.1.a.(1)
(2) Secured by farmland (including farm residential and other improvements)				F626		0	M.1.a.(2)
<ul><li>(3) Secured by 1-4 family residential properties:</li><li>(a) Revolving, open-end loans secured by</li><li>1-4 family residential properties and</li></ul>			45				
extended under lines of credit				F627		0	M.1.a.(3)(a)
(b) Closed-end loans secured by 1-4 family residential properties:							
(i) Secured by first liens				F628	Sant Control Control	0	M.1.a.(3)(b)(i)
(ii) Secured by junior liens				F629	******	0	M.1.a.(3)(b)(ii)
(4) Secured by multifamily (5 or more) residential				5000			M = (A)
properties			200	F630	\$200 MARK 1100 March 14	and the second s	M.1.a.(4)
(5) Secured by nonfarm nonresidential propertiesb. Commercial and industrial loans	F632			F631 F632		0	M.1.a.(5) M.1.b.
c. Loans to individuals for household, family, and	F032			JI 032			IVI. 1.D.
other personal expenditures (i.e., consumer loans) (includes purchased paper):							
(1) Credit cards	F633	3	0	F633		0	M.1.c.(1)
(2) Other revolving credit plans	F634		actority (name to the	F634		AN ARCHITECTURE AND ARCHITECTURE	M.1.c.(2)
(3) Other consumer loans (includes single			11				·····(=,
payment, installment, and all student loans)	F635		0	F635	Charles and Strain Strain Strain Strain	0	M.1.c.(3)
d. Other loans	F636		0	F636		0	M.1.d.
<ol> <li>Not applicable</li> <li>Loans measured at fair value that are past due 90 days or more:(1)</li> </ol>			ye.				
a. Fair value	F639		0	F639		0	M.3.a.
b. Unpaid principal balance	F640	and the second s	0	F640		0	M.3.b.
	46 60 60 60 60 60 60 60 60 60 60 60 60 60	, para de con desenviron de la periodo d			Dollar Amou	nts in Thousa	nds
Memoranda items 4 through 10 are to be completed by bank hold reported average trading assets (Schedule HC-K, item 4.a.) of \$1 of the four preceding quarters.(1)			Province and Annual State (An America	Managara salah garan yang salah	BHCKBil	Mil	Thou
4. Asset-backed securities:							
a. Residential mortgage-backed securities					F641	namental armin any and the	0 M.4.a.
b. Commercial mortgage-backed securities					F642	nementransmentet tren	<b>0</b> M.4.b.
c. Credit card receivables					F643	ografica e consensa de conse	0 M.4.c.
d Home equity lines					F644		0 M4d

Consolidated

(1) NOTE: Completion of Memorandum items 3.a and 3.b and Memorandum items 4 through 10 of Schedule HC-D is optional for the March 31, 2008, report date only. Memorandum items 3.a and 3.b must be completed by all bank holding companies and Memorandum items 4 through 10 must be completed by all bank holding companies that meet the \$1 billion reporting threshold beginning June 30, 2008.

e. Automobile loans.....

f. Other consumer loans.....

g. Commercial and industrial loans.....

0 M.4.e.

0 M.4.f.

0 M.4.g.

0 M.4.h.

F645

F646

F647

F648

# Schedule HC-D-Continued

MEMORANDA (continued)

MEMORANDA (continued)	Dollar Amounts in Thousands	
<del></del>	BHCKBIL Mil Thou	
5. Collateralized debt obligations:		
a. Synthetic	F649 0	M.5.a.
b. Other	F650 0	M.5.b.
<ol><li>Retained beneficial interests in securitizations (first-loss or equity tranches)</li></ol>	F651 0	M.6.
7. Equity securities:		
Readily determinable fair values		M.7.a.
b. Other	F653 0	M.7.b.
Loans pending securitization	F654 0	M.8.
<ol><li>Other trading assets (itemize and describe amounts included in Schedule HC-D,</li></ol>		
item 9 that are greater than \$25,000 and exceed 25% of the item)	magas nagan, ga mana na mananana ay na ga	
a. BHTX		<u>N</u>
F655	F655 0	M.9.a.
b. BHTX		
F656	F656 0	M.9.b.
c. BHTX	Annual An	
F657	[F657] 0	M.9.c.
10. Other trading liabilities (itemize and describe amounts included in Schedule HC-D,		
item 13 that are greater than \$25,000 and exceed 25% of the item)		K L
a. BHTX		
F658	F658 0	M.10.a
b. BHTX		
F659	F659 <b>0</b>	M.10.b
C. BHTX		, .vi. 10.L
	¥ 5000	
F660  Mail of transferred and dependent of the first and the property of the p	F660 0	M.10.c

# Schedule HC-E—Deposit Liabilities (1)

	Dollar Amoun	ts in Thousands	
With A Appendix All Properties and P	BHCB Bil	Mil Thou	No. of the last of
1. Deposits held in domestic offices of commercial bank subsidiaries of the reporting bank			
holding company:			
a. Demand deposits	2210	25,276	1.a.
b. NOW, ATS, and other transaction accounts	3187	11,123	1.b.
c. Money market deposit accounts and other savings accounts	2389	165,177	1.c.
d. Time deposits of less than \$100,000	6648	119,053	1.d.
e. Time deposits of \$100,000 or more	2604	143,567	1.e.
<ol><li>Deposits held in domestic offices of other depository institutions that are subsidiaries</li></ol>	-		ă
of the reporting bank holding company:	BHOD		September 1
a. Noninterest-bearing balances	3189	0	2.a.
b. NOW, ATS, and other transaction accounts	3187	0	2.b.
c. Money market deposit accounts and other savings accounts	2389	0	2.c.
d. Time deposits of less than \$100,000	6648	0	2.d.
e. Time deposits of \$100,000 or more	2604	0	2.e.
MEMORANDA			
MEMORANDA	BHDMBil	Mil Thou	pane.
Brokered deposits less than \$100,000 with a remaining maturity of one year or less	A243	32.500	M.1.
	nane transmissife exception	32,300	
2. Brokered deposits less than \$100,000 with a remaining maturity of more than one year	A164	U Constituente de la constitue d	M.2.
3. Time deposits of \$100,000 or more with a remaining maturity of one year or less	A242	140,207	M.3.
	BHFN	and a contract of the contract	acoustine and a second
4. Foreign office time deposits with a remaining maturity of one year or less	A245	0	M.4.

<sup>(1)</sup> The sum of items 1.a through 1.e and items 2.a through 2.e must equal the sum of Schedule HC, items 13.a.(1) and 13.a.(2).

## Schedule HC-F-Other Assets

	Dollar Amo	ounts in Thousands	
THE OF THE PROPERTY AND THE STATE OF THE STA	BHCKB	I Mil Thou	- Communication of the Communi
Accrued interest receivable(1)	B556	2,947	ຼື 1.
2. Net deferred tax assets (2)	2148	1,913	2.
3. Interest-only strips receivable (not in the form of a security) (3) on:			Š
a. Mortgage loans	A519	0	3.a.
b. Other financial assets	A520	0	3.b.
4. Equity securities that DO NOT have readily determinable fair values (4)	1752	5,962	4.
5. Life insurance assets	C009	1,669	5.
6. Other	2168	1,530	6.
	bhct		
7. Total (sum of items 1 through 6) (must equal Schedule HC, item 11)	2160	14,021	<b>]</b> 7.
(1) Include accrued interest receivable on loans losses, debt securities, and other interest-hearing assets			

<sup>(1)</sup> Include accrued interest receivable on loans, losses, debt securities, and other interest-bearing assets.

#### Schedule HC-G-Other Liabilities

	Dollar A	mounts in The	ousands	
	BHCK	Bil Mil	Thou	Secureta
Not applicable				
Net deferred tax liabilities (1)	3049	1	0	<b>]</b> 2.
Allowance for credit losses on off-balance sheet credit exposures	B557		0	3.
4. Other	B984		5,464	4.
	bhct			Riberto
5. Total (sum of items 2 through 4) (must equal Schedule HC, item 20)	2750		5,464	5.

<sup>(1)</sup> See discussion of deferred income taxes in Glossary entry on "income taxes."

## Schedule HC-H-Interest Sensitivity (1)

	Dollar Amount	ts in Thousands
THE PART OF THE PA	BHCKBil	Mil Thou
Earning assets that are repriceable within one year or mature within one year	3197	328,538 1.
2. Interest-bearing deposit liabilities that reprice within one year or mature within one year		
included in item 13.a.(2) and 13.b.(2) on Schedule HC, Balance Sheet	3296	241,749 2.
3. Long-term debt with a remaining maturity of more than one year but reprices within one year		
included in items 16 and 19.a on Schedule HC, Balance Sheet	3298	0 3.
4. Variable rate preferred stock (includes both limited-life and perpetual preferred stock)	3408	0 4.
5. Long-term debt reported in Schedule HC, item 19.a on the Balance Sheet that is		
scheduled to mature within one year	3409	0 5.

<sup>(1)</sup> Bank holding companies with foreign offices have the option of excluding the smallest of such non-U.S. offices from coverage in this schedule. Such bank holding companies may omit the smallest of their offices in foreign countries when arrayed by total assets provided that the assets of the excluded offices do not exceed 50 percent of the total assets of the holding company's assets in foreign countries and 10 percent of the holding company's total consolidated assets as of the report date.

<sup>(2)</sup> See discussion of deferred income taxes in Glossary entry on "income taxes."

<sup>(3)</sup> Report interest-only strips receivable in the form of a security as available-for-sale securities in Schedule HC, item 2.b, or as trading assets in Schedule HC, item 5, as appropriate.

<sup>(4)</sup> Include Federal Reserve stock, Federal Home Loan Bank stock, and bankers' bank stock.

## Schedule HC-I—Insurance-Related Underwriting Activities (including reinsurance)

b. Other earning assets.....

LIABILITIES

10. Not applicable EQUITY CAPITAL

5. Total consolidated assets.....

7. Interest-bearing deposits (foreign).....

9. All other borrowed money.....

11. Equity capital (excludes limited-life preferred stock).....

8. Federal funds purchased and securities sold under agreements to repurchase......

Part I. Property and Casualty Underwriting

Schedule HC-I must be completed by all top-tier bank holding companies.

TO STATE OF THE TO STATE OF THE	Dollar Amoun	ts in Thousands
ASSETS	BHCKBil	Mil Thou
I. Reinsurance recoverables	B988	0
2. Total assets	C244	0
LIABILITIES		
3. Claims and claims adjustment expense reserves	B990	0
4. Unearned premiums	B991	0
5. Total equity	C245	0
6. Net Income	C246	0
Part II. Life and Health Underwriting		
ASSETS	Dollar Amoun BHCK Bil	ts in Thousands Mil Thou
. Reinsurance recoverables	C247	0
2. Separate account assets.	B992	0
3. Total assets	C248	0
IABILITIES	0210	
Policy holder benefits and contract holder funds	B994	0
5. Separate account liabilities	B996	0
6. Total equity	C249	0
7. Net income	C250	0
Schedule HC-K—Quarterly Averages		
	Zani ndebi marat manganing at 1976.299	s in Thousands
ASSETS	- BHCK Bil	Mil Thou
	3515	32,734
Securities	3365	32,734 0
2. Federal funds sold and securities purchased under agreements to resell	protestation of the Control of the C	entre en
Loans and leases	3516	545,010
	BHDM	405 545
a. Loans secured by 1-4 family residential properties in domestic offices	3465	195,515
b. All other loans secured by real estate in domestic offices	3466	284,589
c. All other loans in domestic offices	F724	66,771
4. a. Trading assets	3401	0

3,788 4.b.

0 7.

624,891 5.

**374,697** 6.

**13,936** 8. **101,890** 9.

54,264 11.

B985

3368

3517

3404

3353

2635

3519

For Fed	deral Rese	erve Bank Use
Only		
C.I.	1	1

Dollar Amounts in Thousands

# (Report only transactions with nonrelated institutions) Schedule HC-L—Derivatives and Off-Balance-Sheet Items

		- BHCKBil	Mil Thou	W.
1.	Unused commitments (report only the unused portions of commitments that are fee paid or otherwise legally binding):			
	Revolving, open-end loans secured by 1-4 family residential properties, e.g., home equity lines	3814	61,308	1.a.
	b. Credit card lines	3815	0	1.b.
	c. (1) Commitments to fund commercial real estate, construction, and land development			
	loans secured by real estate (sum of items 1.c.(1)(a) and (b) must equal item 1.c.(1))	3816	59,271	1.c.(1)
	(a) 1-4 family residential construction loan commitments	F164	15,413	1.c.(1)(a)
	(b) Commercial real estate, other construction loan, and land development loan commitments	F165	43,858	1.c.(1)(b)
	(2) Commitments to fund commercial real estate, construction, and land development			
	loans NOT secured by real estate	6550	0	1.c.(2)
	d. Securities underwriting	3817	0	1.d.
	e. Other unused commitments	3818	52,794	1.e.
2.	Financial standby letters of credit and foreign office guarantees	6566	0	2.
	a. Amount of financial standby letters of credit conveyed to others	3820	0	2.a.
3.	Performance standby letters of credit and foreign office guarantees	6570	1,641	3.
	a. Amount of performance standby letters of credit conveyed to others	3822	0	3.a.
4.	Commercial and similar letters of credit	3411	0	4.
5.	Not applicable			
3.	Securities lent	3433	0	6.

7. Credit derivatives: a. Notional amounts:
(1) Credit default swaps
(2) Total return swaps
(3) Credit options
(4) Other credit derivatives
b. Gross fair values:
(1) Gross positive fair value
(2) Gross negative fair value

	Guara			g.	Senef			
en en en en en en en en	(Colum	amanangnik	STORES CORRES	jenemazandi	(Colur	ment and	akkanamerik	_
BHCK	Bil	Mil	Thou	BHCK	Bil	Mil	Thou	7.a.
C968			0	C969	ACCUPATION AND ACCUPA	*******	0	7.a.(1)
C970			0	C971	M.L.30000011.E000		0	7.a.(2)
C972	CEUMAN DE TRAVERSE A	CONT. NA URILI CAPA	0	C973	*********	CACAGO CANANA	0	7.a.(3)
C974	084400000000000000000000000000000000000		0	C975		NOTICE A COMP	0	7.a.(4
								7.b.
C219		CONSCRIBER	0	C221	ROSESTABLE	POINT TO A CO	0	7.b.(1
C220	Berrancon Box	ereanour saec	0	C222	ing representation	*****************	0	7.b.(2

			Dollar A	Amounts	in Thous	ands	e e
_			BHCK	Bil	Mil	Thou	-
8. \$	Spot foreign exh	nange contracts	8765	CONTRACTORICS	E MEN E: 200: 20 MR 4001:2	0	8.
		ance-sheet items (exclude derivatives)(include in item 9 the aggregate amount of all other et items that individually exceed 10% of Schedule HC, item 28, "Total equity capital")					
(	itemize and des	scribe in items 9.a through 9.g only amounts that exceed 25% of Schedule HC, item 28)	3430	A MANAGEMENT		15,000	9.
á	a. Securities bo	rrowed	3432	CONTRACTOR (SEC.)	ingermet kannen ein	0	9.a.
ŀ	o. Commitments	s to purchase when-issued securities	3434			0	9.b.
(	c. Commitments	s to sell when-issued securities	3435	100000000000000000000000000000000000000	112,000 to 40000 to 62	0	9.c.
(	d. TEXT						
	6561	FHLB LETTER OF CREDIT FOR PUBLIC FUNDS	6561	N. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1.	Tagain The said	15,000	9.d.
6	e. TEXT		1				ġ.
	6562		6562	- AND NOTE OF	Orana cara-tri cinera	0	9.e.
Í	. TEXT						
	6568		6568	<u></u>		0	9.f.
9	j. TEXT					4	
	6586		6586	<u></u>	***************************************	0	9.g.
10.1	Not applicable						AUTHORS.

# Schedule HC-L—Continued

				Dollar Amounts in Tho	usands
	(Column A)	(Column B)	(Column C)	(Column D)	
Derivatives Position Indicators	Interest Rate	Foreign Exchange	Equity Derivative	Commodity and	SECOND SECOND
	Contracts	Contracts	Contracts	Other Contracts	200
	Tril Bil Mil Thou	Tril Bil Mil Thou	Tril Bil Mil Thou	Tril Bil Mil Tho	u
11. Gross amounts (e.g., notional amounts			2.4		
(for each column, sum of items 11.a		er general and			
through 11.e must equal the sum of					
items 12 and 13):					
a. Futures contracts	0	.0	0	0	11.a.
	BHCK 8693	BHCK 8694	BHCK 8695	BHCK 8696	
b. Forward contracts	. 1,001	0	0	0	11.b.
	BHCK 8697	BHCK 8698	BHCK 8699	BHCK 8700	584
c. Exchange-traded option contracts:					
(1) Written options	. 0	0	0	0	11.c.(1)
The state of the s	BHCK 8701	BHCK 8702	BHCK 8703	BHCK 8704	
(2) Purchased options	0	0	0	0	11.c.(2)
(2) i dichased options	· Committee of the comm	Marketine Philosophic and St. American			11.0.(2)
d Over the country entire contracts.	BHCK 8705	BHCK 8706	BHCK 8707	BHCK 8708	i
d. Over-the-counter option contracts:	0	0	0	0	44 -1 (4)
(1) Written options	Transmission of the contract o	SPECIFICATION CONTRACTOR STREET, SPECIFICATION CO.	CONTRACTOR		11.d.(1)
	BHCK 8709	BHCK 8710	BHCK 8711	BHCK 8712	ne d
(2) Purchased options			0	0	11.d.(2)
	BHCK 8713	BHCK 8714	BHCK 8715	BHCK 8716	
e. Swaps	. 0	0	0	0	11.e.
	BHCK 3450	BHCK 3826	BHCK 8719	BHCK 8720	
12. Total gross amount of derivative					
contracts held for trading	. 0	0	Ō	0	12.
	BHCK A126	BHCK A127	BHCK 8723	BHCK 8724	
13. Total gross amount of derivative					
contracts held for purposes other					4
than trading	1,001	0	0	0	13.
	BHCK 8725	BHCK 8726	BHCK 8727	BHCK 8728	
14. Gross fair values of derivative			4.		
contracts:					
<ul> <li>a. Contracts held for trading:</li> </ul>					
(1) Gross positive fair value	0	0	0	0	14.a.(1)
	BHCK 8733	BHCK 8734	BHCK 8735	BHCK 8736	9
(2) Gross negative fair value	0	0	0	0	14.a.(2)
(,,	BHCK 8737	BHCK 8738	BHCK 8739	BHCK 8740	,(_,
	DIION 0131	DHOR 0/30	DI IOV 0139	DITOR 0740	J
b. Contracts held for purposes other					Š.
than trading:					Š.
(1) Gross positive fair value	6	0	0	0	14.b.(1)
( )	BHCK 8741	BHCK 8742	BHCK 8743	BHCK 8744	1
(2) Gross pogative foir value	0	BHCK 8742 0	0	0	14 5 (2)
(2) Gross negative fair value	PARTIES AND AND PARTIES AND ADDRESS.	e tricked with the definition of the color	magrang september 30 to was design at a se	Salada da	14.b.(2)
	BHCK 8745	BHCK 8746	BHCK 8747	BHCK 8748	

# Schedule HC-M-Memoranda

			Dollar Amount	s in Thou	usands	_
Total number of bank holding company common shares	NUMBER (	(UNROUNDED)	BHCK Bil	Mil	Thou	Samuel.
outstanding	3459	1,556,651				1
2. Debt maturing in one year or less (included in Schedule HC, items 16 a	and 19.a)					
that is issued to unrelated third parties by bank subsidiaries			6555	*******	0	2
3. Debt maturing in more than one year (included in Schedule HC, items	16 and 19.a)					
that is issued to unrelated third parties by bank subsidiaries			6556		0	3
4. Other assets acquired in satisfaction of debts previously contracted			6557		0	4
5. Securities purchased under agreements to reselln offset against secur	ities sold					
under agreements to repurchase on Schedule HC			A288	******	0	5
6. Investments in real estate (to be reported only by bank holding compan	ies authorized					
by the Federal Reserve to have real estate investments)			3656		0	6
7. Not applicable						
Has the bank holding company entered into a business combination du	ring the calendar year to	hat was	BHCK			
accounted for by the purchase method of accounting? (Enter "1" for yes			C251	,	0	8.
Has the bank holding company restated its financial statements during			BHCK	***********		
or revised Statemets of Financial Accounting Standards? (Enter "1" for	ACM WASHING A DAY		6689	LE ORIGINA DE SANCEAU	0	9.
10. Not applicable	,55, 5.1.6. 6 101 110)		Language Language	**********		٥.
11. Have all changes in investments and activities been reported to the Fe	ederal Reserve on the B	ank				
Holding Company Report of Changes in Organizational Structure (FR						
Bank holding companies must not leave blank or enter "N/A." The ban		st				
enter "1" for yes or for no changes to report; or enter "0" for no.			BHCK			
If the answer to this question is no, complete the FR Y-10			6416	***************************************	1	11
TEXT			September 1990 and 19			
6428 GUY HOSKINS III			704-633-1	.772		
Name of bank holding company official verifying FR Y-10 reporting			Area Code and	d Phone	Number	
(Please type or print)			(TEXT 9009)		·······	···è
12. Intangible assets other than goodwill:			BHCK Bil	Mil	Thou	- State
a. Mortgage servicing assets			3164		264	1:
(1) Estimated fair value of mortgage servicing assets		264				12
b. Purchased credit card relationships and nonmortgage servicing as	sets		B026	*******	0	1:
c. All other identifiable intangible assets			5507	modeline inciderati	22	<u>]</u> 1:
-			bhct			
d. Total (sum of items 12.a, 12.b, and 12.c) (must equal Schedule HC	; item 10.b)		0426		286	1:
13. Other real estate owned:	,		BHCK			
a. Real estate acquired in satisfaction of debts previously contracted.			2744		883	1:
b. Other real estate owned			2745	and a company	193	1:
			bhct			
c. Total (sum or items 13.a and 13.b) (must equal Schedule HC, item	7)		2150		1,076	11
14. Other borrowed money:	. /		BHCK		.,	Į ''
a. Commercial paper			2309		0	14
2021 - 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1 -			September 1990 and 19	mik courtefalls	101,000	rain and
b. Other borrowed money with a remaining maturity of one year or les			2332	anderskou de de de de de de	anne adeathraíon.	4
c. Other borrowed money with a remaining maturity of more than one	year		2333	(E) (A) (A)	6,000	14
			bhct		407.000	
d. Total (sum of items 14.a, 14.b, and 14.c) (must equal Schedule HC		\$4 months of the contract of t	3190	*************	107,000	14
<ol><li>Does the holding company sell private label or third party mutual fund</li></ol>		BH	9509 250 E <sub>gra</sub> na na antonio a		***************************************	in .
annuities? (Enter "1" for yes; enter "0" for no)		B56	39		1	1
		Zones-com	***************************************	www.comerciaeco		~{
		\$5596_29.555s2	the comment of the control of the co	Mil	Thou	M. com
<ol><li>Assets under management in proprietary mutual funds and annuities.</li></ol>		B5	70	*******	0	1

#### Schedule HC-M—Continued

The following two questions (items 17 and 18) will be used to determine if the reporting bank holding company must complete the Consolidated Bank Holding Company Report of Equity Investments in Nonfinancial Companies (FR Y-12). In most cases, these questions are only applicable to the top-tier BHC. See the line item instructions for further details.

The sales of the s	
BHCK	
hamman hamman	
C161	0 17.

If the answer to item 17 is no, your organization does not need to complete the FR Y-12. Skip item 18 and proceed to items 19.a and 19.b below. If the answer to item 17 is yes, proceed to item 18.

18. Do your aggregate nonfiancial equity investments (see instructions for definition) equal or exceed the lesser of \$100 million (on an acquisition cost basis) or 10 percent of the bank holding company's consolidated Tier 1 capital as of the report date?

(Enter "1" for yes; enter "0" for no).....

If the answer to **both** item 17 and item 18 is yes, your organization must complete the FR Y-12. Skip items 19.a and 19.b and proceed to item 20 below.

If the answer to either item 17 or item 18 is no, your organization does not need to complete the FR Y-12. Proceed to items 19.a and 19.b below.

Items 19.a and 19.b are to be completed by all bank holding companies that are not required to file the FR Y-12.

19. a. Has the bank holding company sold or otherwise liquidated its holding of any nonfinancial equity investment since the previous reporting period?

(Enter "1" for yes; enter "0" for no).....

b. Does the bank holding company manage any nonfinancial equity investments for the benefit of others (Enter "1" for yes; enter "0" for no)......

	BHCK		
	C700	0	19.a
?	والنار فياد	um em anticologica de la companya d	
	C701	0 ]	19.b

Memoranda items 20 and 21 are to be completed only by top-tier bank holding companies who have made an effective election to become a *financial* holding company. See the line item instructions for further details.

- 20. Balances of broker-dealer subsidiaries engaged in underwriting or dealing securities pursuant to Section 4(k)(4)(E) of the Bank Holding Company Act as amended by the Gramm-Leach-Billey Act:
  - a. Net assets....
  - b. Balances due from related institutions:
  - c. Balances due to related institutions:
  - (1) Due to bank holding company (parent company only), gross.....
  - (2) Due to subsidiary banks of the bank holding company, gross.....
- - pursuant to Section 4(k)(4)(B) of the Bank Holding Company Act as amended by the Gramm-Leach-Billey Act.....

BHCK	Ril	Mil	Thou	-
Discir	DII	10111	THOU	
			1.	
C252			0	20.a.
			•	00 5 (4)
4832	OPPOST FEBRUSE	neropentarios (Co	orani camerani de la	20.b.(1)
4833	en manager en	marana kannyiseta	0	20.b.(2)
4834	arts sweet	emploisement are in the	0	20.b.(3)
	**			¥.
5041	des <del>tributes d</del>	Plant hallow the Plant	0	20.c.(1)
5043	sec mento		0	20.c.(2)
5045	********		0	20.c.(3)
5047			0	20.d.
0050		in the contract of	0	104
C253		processor recovery and the second	U	21.

# Schedule HC-M—Continued

Memoranda item 22 is to be completed by bank holding companies with total assets of \$30 billion or more.

22. Address (URL) for the reporting bank holding company's web page that displays risk disclosures, including those about credit and market risk.  (Example: www.examplebhc.com/riskdisclosures)  TEXT C497 http://	1	22.
Memoranda item 23 is to be completed by all bank holding companies.	Dollar Amounts in Thousands BHCK Bil Mil Thou	rada.
23. Secured liabilities:		
a. Amount of "Federal funds purchased in domestic offices" that are secured		Š.
(included in Schedule HC, item 14.a)	F064 0	23.a.
<ul> <li>b. Amount of "Other borrowings" that are secured (included in Schedule HC-M,</li> </ul>		
item 14.d)	F065 <b>107,000</b>	23.b.

9/06

(Column C)

# Schedule HC-N-Past Due and Nonaccrual Loans, Leases, and Other Assets

(Column A)

(Column B)

	Past due 30 through		rs	Past due 90 days or and still ac			Nonaccrua	tl		ANNA PARA PARA PARA PARA PARA PARA PARA
							DUOVE		1	
Loans secured by real estate:	BHCKBil	Mil	Thou	BHCKBil	Mil	Inou	BHCKBil	Mil	Thou	
a. Construction, land										
development, and other land loans in domestic										Š.
offices:										
(1) 1-4 family residential	APPENDENCE OF THE PROPERTY OF						100			
construction loans	F172	CANADA CARANTO	2,010	F174	un de la Articología	0	F176	•	101	1.a.(1)
(2) Other construction						34				
loans and all land										
development and										
other land loans	F173		2,402	F175		106	F177		1,490	1.a.(2)
b. Secured by farmland in										
domestic offices	3493		65	3494	the contra	0	3495	NY PERSON PAR	0	1.b.
c. Secured by 1-4 family residential properties domestic offices:										
(1) Revolving, open-end										
loans secured by 1-4 family residential										
properties and						94				
extended under lines				9.7	K i					
of credit	5398	×	763	5399	este la Con	0	5400	المالية المالية ا	293	1.c.(1)
(2) Closed-end loans secured by 1-4	0000			0000			, 5400			1.0.(1)
family residential										
properties:										
(a) Secured by										
first liens	C236		3,013	C237		624	C229		3,526	1.c.(2).(a)
(b) Secured by										
junior liens	C238	economical en es cina.	0	C239	nina jan Kanpa 1999	34	C230		214	1.c.(2).(b)
d. Secured by multifamily (5 or more) residential properties in domestic										
offices	3499	10754 Marie	227	3500	- 19 Sec 43 M	0	3501	21.000	0	1.d.
e. Secured by nonfarm non-			1684		<b>4</b> 7.77					
residential properties in										
in domestic offices:										
(1) Loans secured by					dia.	10-11				
owner-occupied										
nonfarm non- residential										
properties	F178	Mazinekouri	3,131	F180	810-244555 810-244555	0	F182		1,116	1.e.(1)
(2) Loans secured by										
other nonfarm nonresidential							<b>1</b>			
	F179		0	F181	2.2	0	F183		0	10(2)
properties	processes and processes of the contraction of the c	ned street desire	nerse an ersono	annessamment personnessamme	ant was known	autorial description	รู้ระบบการเขาสะสมรู้จะการเกาะสาก	anda or English and	CHARLES BOLTON	1.e.(2)
f. In foreign offices	B572	an istorial comme	0	B573	and and another the	0	B574	ende Killedok (n. 1. de)	0	1.f.

# Schedule HC-N—Continued

Loans to depository institutions and acceptances of other banks:     a. U.S. banks and other U.S. depository institutions
b. Foreign banks
Loans to finance agricultural production and other loans to farmers
4. Commercial and industrial
loans
Loans to individuals for     household, family, and other     personal expenditures:     a. Credit Cards
b. Other (includes single payment, installment, all student loans, and revolving credit plans other than credit cards)
6. Loans to foreign
governments and official
institutions
7. All other loans
Lease financing     receivables:     a. Leases to individuals     for household, family,     and other personal     expenditures
b. All other leases
Debt securities and other assets (exclude other real estate owned and other repossessed assets)
10. TOTAL (sum of items 1
through 9)

	(Column A) Past due 30 through 89 days and still accruing		(Column B) Past due 90 days or more and still accruing		(Column C) Nonaccrual			The section of production of the contract of t		
	BHCKBil	Mil Th	nou	BHCKBil	Mil	Thou	BHCKBil	Mil	Thou	Thurston
Loans to depository institutions and acceptances of other banks:     a. U.S. banks and other										20006600000000000000000000000000000000
U.S. depository institutions	5377			5378		0	5379		0	2.a
	promocoranijementana		terminal of	Properties and properties and a second		(9.50% NO.85.40%)	(macro municipal continu	(Section Section 2)	ANCON DESCRIPTION	8
b. Foreign banks	5380	W 10 1	0	5381		0	5382		0	2.t
Loans to finance agricultural production and other loans					. R. J. L 1				4.749.4	Property
to farmers	1594		n	1597	-113	0	1583	2.64.62	0	3.
4. Commercial and industrial	1304			1331			1303			J.
loans	1606	2.5	59	1607		100	1608	e sans	110	4.
5. Loans to individuals for	1000	_,,		1007			1000			
household, family, and other personal expenditures:	12									Water Branch
a. Credit Cards	B575	MD 2020 MAZ 223 23 20 4.	0	B576	M. W. Serrich State Co.	0	B577	and a second	0	5.8
b. Other (includes single payment, installment, all student loans, and revolving credit plans	$\sigma_{i}^{k}$					ui -				GCC AMPLIANT VINESTINE PROFESSION TO THE P
other than credit cards)	B578	3	31	B579	A WORLD KINN CANC	4	B580		78	5.t
Loans to foreign governments and official										A GARTE OF THE WORK A.
institutions	5389	207700000000000000000000000000000000000	0	5390	NAMES OF THE PERSON OF	0	5391	20120120200000000000000000000000000000	0	6.
7. All other loans	5459		0	5460		0	5461	-	0	7.
Lease financing     receivables:     a. Leases to individuals     for household, family,     and other personal	600	(100) (100)								Will different and the research of the con-
expenditures	F166	Market Care Co.	0	F167	الشبيشين	0	F168	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	0	8.a
b. All other leases	F169	el historia de la propriazione della con	A PROPERTY SHAPE	F170	Kiber sekilik su	ENGLISH THE STREET	F171	360 carpaina	0	8.b
9. Debt securities and other	1 103			1170			7.17		J	U.L
assets (exclude other real estate owned and other										Manage and a second
repossessed assets)	3505		0	3506		0	3507		0	9.
10. TOTAL (sum of items 1										
through 9)	5524	14,5	01	5525		868	5526	and the second state of the second	6,928	10

#### Schedule HC-N Continued

Amounts reported in Schedule HC-N, items 1 through 8, above include guaranteed and unguaranteed portions of past due and nonaccrual loans and leases. Report in item 11 below certain guaranteed loans and leases that have already been included in the amounts reported in items 1 through 8.

- - a. Guaranteed portion of loans and leases (exclude rebooked "GNMA loans") included in item 11 above......
  - b. Rebooked "GNMA loans" that have been repurchased or are eligible for repurchase included in item 11 above......

(Column A Past due 30 through and still ac	89 day	/s	(Column E Past due 90 days of and still a	r more	00 VADO C A 40 A 40 C	(Column ( Nonaccru			
BHCKBil	Mil	Thou	BHCKBil	Mil	Thou	BHCKBil	Mil	Thou	
5612		0	5613		0	5614		0	11.
			1	200					
5615	**************************************	0	5616	******************	0	5617		0	11.
					10.1			, T	
C866		0	C867		0	C868		0	11.

#### **MEMORANDA**

- Restructured loans and leases included in items 1 through 8 above (and not reported in Schedule HC-C, memoranda item 1):

  - b. Other loans and all other leases (exclude loans to individuals for household, family, and other personal expenditures)......

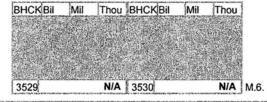
(Column A) Past due 30 through 89 days and still accruing			(Column B Past due 90 days or and still ac	more		(Column ( Nonaccru	The state of the s		
BHCKBil	Mil	Thou	BHCKBil	Mil	Thou	BHCKBil	Mil	Thou	
2.00									
			704	11.4					
F661		0	F662		0	F663	A MANAGEMENT	0 м.	.1.a
1658		0	1659		0	1661		0 M	1 h

## Schedule HC-N-Continued

MEMORANDA (continued)
Loans to finance commercial real estate, construction, and
land development activities (not secured by real estate)
included in Schedule HC-N, items 4 and 7 above
<ol><li>Loans and leases included in Schedule HC-N, items 1, 2,</li></ol>
4, 5, 6, 7, and 8 extended to non-U.S. addressees above
4. Not Applicable
Loans and leases held-for- sale and loans measured at
fair value (included in
Schedule (HC-N, items 1 through 8 above):
a. Loans and leases held
for saleb. Loans measured at fair
value:(1)
(1) Fair value
(2) Unpaid principal balance

(Column A Past due 30 through		S	(Column B Past due 90 days or	•		(Column C Nonaccrua	•		
and still ac			and still ac						
BHCKBil	Mil	Thou	BHCKBil	Mil	Thou	BHCKBil	Mil	Thou	
					1.77				
		100							
6558		<u>.</u>	6559		n	6560		0	M.2.
0000		U	0009		U	0000		777.77	101.2.
							1000		
3508	324442783422	0	1912		0	1913	7.24 X	0	M.3.
				100					
				4					
				4					
	F								
C240		0	C241		O	C226	destable de	0	M.5.a.
						14.5 (A. 15.4)			
F664		0	F665		0	F666	en a d'arreit de la company	0	M.5.b.(1)
ar en				4.5				4	
F667	ABANTANTANTANTANTANTANTANTANTANTANTANTANTA	0	F668	The second of th	0	F669	nene rai SSANA ANNO ANNO ANNO S	0	M.5.b.(2)

Item 6 is to be reported only by bank holding companies with total consolidated assets of \$1 billion or more, or with \$2 billion or more in par/notional amounts of off-balance-sheet derivative contracts (as reported in Schedule HC-L, items 11.a through 11.e).



BHCK Bil	Mil	Thou	4
C410	COMMINE REAL PROPERTY.	4,999	M.7.
C411	rotserrancesterrorr	0	M.8.

<sup>(1)</sup> NOTE: Completion of Memorandum items 5.b.(1) and (2) of Schedule HC-N is optional for the March 31, 2008, report date only. These items must be completed by all bank holding companies beginning June 30, 2008.

Dollar Amounts in Thousands

## Schedule HC-P-1-4 Family Residential Mortgage Banking Activities in Domestic Offices

Schedule HC-P is to be completed by (1) all bank holding companies with \$1 billion or more in total assets¹ and (2) bank holding companies with less than \$1 billion in total assets at which either 1-4 family residential mortgage loan originations and purchases for resale² from all sources, loan sales, or quarter-end loans held for sale in domestic offices exceed \$10 million for two consecutive quarters.

NOTE: Completion of items 1.c.(1) and (2), 2.c.(1) and (2), 3.c.(1) and (2), 4.c.(1) and (2), 5.b., and 6.c.(1) and (2) of Schedule HC-P is optional for the March 31, 2008, report date only. These items must completed by all bank holding companies required to complete Schedule HC-P beginning June 30, 2008.

	Dulai Amounts	Congression of the Conference
September 1 to 1 t	BHCK Bil	Mil Thou
<ol> <li>Retail originations during the quarter of 1-4 family residential mortgage loans for sale:(2)</li> </ol>		
a. Closed-end first liens	F066	<b>0</b> 1.a.
b. Closed-end junior liens	F067	<b>0</b> 1.b.
c. Open-end loans extended under lines of credit:	BHDM	
(1) Total commitment under the lines of credit	F670	0 1.c.(1)
(2) Principal amount funded under the lines of credit	F671	0 1.c.(2)
<ol><li>Wholesale originations and purchases during the quarter of 1-4 family residential mortgage</li></ol>		
loans for sale:(2)	BHCK	and the same section
a. Closed-end first liens	F068	<b>0</b> 2.a.
b. Closed-end junior liens	F069	<b>0</b> 2.b.
c. Open-end loans extended under lines of credit:	BHDM	
(1) Total commitment under the lines of credit	F672	<b>0</b> 2.c.(1)
(2) Principal amount funded under the lines of credit	F673	0 2.c.(2)
1-4 family residential mortgages sold during the quarter:	BHCK	
a. Closed-end first liens	F070	<b>0</b> 3.a.
b. Closed-end junior liens	F071	<b>0</b> 3.b.
c. Open-end loans extended under lines of credit:	BHDM	
(1) Total commitment under the lines of credit	F674	<b>0</b> 3.c.(1)
(2) Principal amount funded under the lines of credit	F675	<b>0</b> 3.c.(2)
4. 1-4 family residential mortgages held for sale at quarter-end (included in Schedule HC, item 4.a):	BHCK	
a. Closed-end first liens	F072	0 4.a.
b. Closed-end junior liens	F073	<b>0</b> 4.b.
c. Open-end loans extended under lines of credit:	BHDM	
(1) Total commitment under the lines of credit	F676	<b>0</b> 4.c.(1)
(2) Principal amount funded under the lines of credit	F677	0 4.c.(2)
5. Noninterest income for the quarter from the sale, securitization, and servicing of		
1-4 family residential mortgage loans (included in Schedule HI, items 5.f, 5.g, and 5.i):	BHCK	
a. Closed-end 1-4 family residential mortgage loans	F184	<b>0</b> 5.a.
b. Open-end 1-4 family residential mortgage loans	BHDM	
extended under lines of credit	F560	<b>0</b> 5.b.
6. Repurchase and indemnifications of 1-4 family residential mortgage loans during the quarter:		
a. Closed-end first liens	F678	<b>0</b> 6.a.
b. Closed-end junior liens	F679	<b>0</b> 6.b.
c. Open-end loans extended under lines of credit:		
(1) Total commitment under the lines of credit	[F680]	<b>0</b> 6.c.(1)
(2) Principal amount funded under the lines of credit	F681	<b>0</b> 6.c.(2)

<sup>(1)</sup> The \$1 billion asset size test is generally based on the total assets reported as of June 30, 2007.

<sup>(2)</sup> Exclude originations and purchases of 1-4 family residential mortgage loans that are held for investment.

## Schedule HC-Q-Financial Assets and Liabilities Measured at Fair Value

Schedule HC-Q is to be completed by bank holding companies that have adopted FASB Statement No. 157, "Fair Value Measurements," and (1) have elected to account for financial instruments or servicing assets and liabilities at fair value under a fair value option or (2) are required to complete Schedule HC-D--Trading Assets and Liabilities.

	Fair Va			nts for Ass	ets and	Liabilities ı	under a	a Fair	Value C	option a	nd Tradii	ng Asse	ts and Lial	abilities (Included in						
	T.	otal Fa Repor	mn A) air Value ted on ule HC		evel 1	lumn C) Fair Va suremer	alue	Levi	Columr el 2 Fair easurer	r Value	Lev	(Column rel 3 Fair leasuren	Value	Authority bedichered and enderthings are an account.						
Dollar Amounts in Thousands	внск	Ril	Mil Tho	u BHCK	Bil M	il Thou	BHC	K Bil	Mil	Thou	внск	Bil N	iil Thou	внск	Bil M	lil Thou	- 7. (7.6 (17.))			
ASSETS			, and the	d , Driore	OII IV	11100	, Dire	,,	314111	THOU	Brick	1V	III THOU	BROK		ii miou	Street Commen			
1. Loans and leases	F243			0 F682	Andrew Control of the Control	0	F69	0		0	F244		0	F245		0	1.			
Trading assets	F246		• 100	<b>0</b> F683		0	F69	1		0	F247		0	F248		0	2.			
earnings (included in Schedule HC-Q, item 2, above)	F240			0 F684		0	F69	21		0	F241		0	F242		0	2.			
All other financial assets and servicing assets	F249			<b>0</b> F685		NOT THE RESERVE OF THE PERSON	F69:	perrighten materiales		enements constructions	F250	7 ** 73*	native constitutions	F251		0	3.			
LIABILITIES														1			of Street Party.			
4. Deposits	F252	en en en en en en		<b>0</b> F686	india Angle	0	F69	4	A. A	0	F253	•	0	F254		0	4.			
5. Trading liabilities	F255			<b>0</b> F687		0	F69	5		0	F256	NOCTALIZACION AND AND AND AND AND AND AND AND AND AN	0	F257	NUMBER OF STREET	0	5.			
6. All other financial liabilities and servicing																	Spenier			
liabilities	F258			<b>0</b> F688		0	F69	6		0	F259		0	F260		0	6.			
7. Loan commitments (not accounted for as																	A			
derivatives)	F261	lem marrieros.	contraction de la contraction	<b>0</b> F689	ACCOMPANY OF THE PROPERTY OF T	0	F69	7 [		0	F262		0	F263	an vistori ertari ili ummoda ilmadrin	0	7.			

FI C

Dollar Amounts in Thousands

This schedule is to be submitted o	n a	consolida	ated	basis
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Tier 1 capital	bhcx Bil	Mil Thou	[
Total equity capital (from Schedule HC, item 28)	3210	55,538	1
LESS: Net unrealized gains (losses) on available-for-sale securities (1) (if a gain, report as	BHCK		
a positive value; if a loss, report as a negative value)	8434	379	2
3. LESS: Net unrealized loss on available-for-sale equity securities (1) (report loss as a positive value)	A221	0	
4. LESS: Accumulated net gains (losses) on cash flow hedges (1) (if a gain, report as a positive value; if a loss, report as a negative value)	4336	Z-COLUNIODIO CLIVOZII DICOLUMINO MICHI	4.
5. LESS: Nongualifying perpetual preferred stock	B588	MERCANDERS OF MININGS CHAPTERS OF THE STATE OF	5.
6.a. Qualifying minority interests in consolidated subsidiaries and similar items	B589	околительного полительного принцення в	6.a
b. Qualifying trust preferred securities (2)	C502	KTANTO KON BORDON KANDANIA MARKADANIA	6.b
7.a.LESS: Disallowed goodwill and other disallowed intangible assets	B590	353	2
b.LESS: Cummulative change in fair value of all financial liabilities accounted for under a fair value option that is included in retained earnings and is attributable	, D090		1.a
to changes in the bank holding company's own credit worthiness (if a net gain, report as a positive value; if a net loss, report as a negative value)	F264	0	7.b
8. Subtotal (sum of items 1 and 6.a. and 6.b., less items 2, 3, 4, 5, 7.a and 7.b)	C227	54,806	Š
9.a. LESS: Disallowed servicing assets and purchased credit card relationships	B591	26	4
b. LESS: Disallowed deferred tax assets	5610	t men sekstrutsson der empres groote in Laste paper in transcript	9.b
10. Other additions to (deductions from) Tier 1 capital	B592	en de la companya de	10.
11. Tier 1 capital (sum of items 8 and 10, less items 9.a and 9.b)	8274	54,780	3
The Foundation of Notice of the Topicson Rolls of the Control of t	haman and haman		
Tier 2 capital	***************************************		
12. Qualifying subordinated debt and redeemable preferred stock	5306	0	12.
13. Cumulative perpetual preferred stock includible in Tier 2 capital	B593	0	13.
14. Allowance for loan and lease losses includible in Tier 2 capital	5310	6,740	14.
15. Unrealized gains on available-for-sale equity securities includible in Tier 2 capital	2221	209	15.
16. Other Tier 2 capital components	B594	0	16.
17. Tier 2 capital (sum of items 12 through 16)	5311	6,949	17.
18. Allowable Tier 2 capital (lesser of item 11 or 17)	8275	6,949	18.
	paragraphic de la constitución d		
19. Tier 3 Capital allocated for market risk	1395	rementationere et en	19.
20. LESS: Deductions for total risk-based capital	B595	ra Kilomatan Prancis ang malakan Silang bandan Bandari da	20.
21. Total risk-based capital (sum of items 11, 18, and 19, less item 20)	3792	61,729	21.
			ő
Total assets for leverage ratio	bhct	604 604	00
22. Average total assets (from Schedule HC-K, item 5)	3368	624,891	
23. LESS: Disallowed goodwill and other disallowed intangible assets (from item 7.a above)	B590	353	ž.
24. LESS: Disallowed servicing assets and purchased credit card relationships (from item 9.a above)	B591	26	3
25. LESS: Disallowed deferred tax assets (from item 9.b above)	5610	U	25.
	BHCK	am Carrier Strage	
26. LESS: Other deductions from assets for leverage capital purposes	B596	CONTRACTOR	26.
27. Average total assets for leverage capital purposes (item 22 less items 23 through 26)	A224	624,512	27
2830. Not applicable			
Capital ratios	BHCK Perc	centage	91.0000
31. Tier 1 leverage ratio (item 11 divided by item 27)	7204	8.77 %	31
32. Tier 1 risk-based capital ratio (item 11 divided by item 62)	7206	9.81 %	1
33. Total risk-based capital ratio (item 21 divided by item 62)	7205	11.06 %	
O. Fotal Ton-Based Capital Tatio (Item 21 divided by Item 02)	Frank Promise		00.

<sup>(1)</sup> Report amount included in Schedule HC, item 26.b, "Accumulated other comprehensive income."

<sup>(2)</sup> Includes subordinated notes payable to unconsolidated trusts issuing trust preferred securities net of the bank holding company's investment in the trust, and trust preferred securities issued by consolidated special purpose entities, that qualify as Tier 1 capital.

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#### Schedule HC-R-Continued

Bank holding companies are not required to risk-weight each on-balance sheet asset and the credit equivalent amount of each off-balance sheet item that qualifies for a risk weight of less than 100 percent (50 percent for derivatives) at its lower risk weight. When completing items 34 through 54 of Schedule HC-R, each bank holding company should decide for itself how detailed a risk-weighted analysis it wishes to perform. In other words, a bank holding company can choose from among its assets and off-balance sheet items that have a risk weight of less than 100 percent which ones to risk-weight at an appropriate lower risk weight, or it can simply risk-weight some or all of these items at a 100 percent risk weight (50 percent for derivatives).

	and the second s	oro entrenamento	water and the second	manaran wasan ann	erggotunian dan men	was employed above mag	000000000000000000000000000000000000000	rganaran comos		manner and a	uug dogrammadus <b>s</b> u		U3700h.WW.J.E.W.	K.DBG COMPONENSION	C0	100
	(Column A)	- 6	(Column B)			ımn C)		Column and the second	ımn D)	***************************************	(Colu	umn E)		(Colur	nn F)	
	Totals (from	33	Items Not Subject to		Alloc	ation by	Risk V	Neigh	t Cate	gory						
	(morn Schedule HC)	26	Risk-Weigh	ing	0%			20%			50%		A	100%		-
Dollar Amounts in Thousands	Bil Mil T	hou	Bil Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil Tho	ou
Balance Sheet Asset Categories			BHCE	ALL COMMENTS	внс	0	New York Control of the	внс	2	CHAMIC CONTROL OF MAN	ВНС	5	ega lengadan	BHC9	ALLO CALLO CONTRACTOR ACTUAL A	
34. Cash and due from depository institutions (Column A	10.7		32					148.7								
equals the sum of Schedule HC, items 1.a, 1.b.(1) and	BHCK 0010	on no conserved														
1.b.(2))	34	924		0			4,822			30,102						0
	BHCX 1754									100						
35. Held-to-maturity securities		0		0			0			0			0			0
	BHCX 1773					emper.					100					
36. Available-for-sale securities		926		887			0			30,574			392		1,07	<b>'3</b>
37. Federal funds sold and securities purchased under	BHCK C225												, v			
agreements to resell		0					0			0		Asset 6				0
	BHCT 5369														4 (2 may)	
38. Loans and leases held for sale		0	***************************************	0		***************************************	0			0			0		and the model and the control of the p	0
	BHCT B528								1000							
39. Loans and leases, net of unearned income	553	240		0			0		of the Control of the	0		128	3,851		424,38	19
	BHCX 3123	Ī														
40. LESS: Allowance for loan and lease losses	6	740		6,740			4.5		1			e de la companya de			Districts	
	BHCX 3545															e i
41. Trading assets		0		0	Į.		0			0	I		0		and another section and the section of	0
	BHCK B639							er;								
42. All other assets (1)	40	082		379			0			5,954	The second second		0		33,74	19
	BHCT 2170														14	
43. Total assets (sum of items 34 through 42)	654	432	<u> </u>	5,474)		innananiiniinii. L	4,822	*	· · · · · · · · · · · · · · · · · · ·	66,630	Tana and the same of the same	129	9,243		459,21	11

<sup>(1)</sup> Includes premises and fixed assets, other real estate owned, investments in unconsolidated subsidiaries and associated companies, customers' liability on acceptances outstanding, intangible assets, and other assets.

# Schedule HC-R-Continued

	(Column A)						mn C)	mn D)	ty o de france de la companya de la	(Colu	mn E)	)	(Colu	mn F)				
	Face Value		Credit	Credit		Alloc	ation by I	Risk \	Weigh	Categ	jory							
	or Notional Amount		Conversion	Equivalent Amount (1)		0%			20%	our controller	- Um-Pri () () () () () () () () () () () () ()	50%	en refrese federer	.,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	100%	1	district regging the best con-	1
Dollar Amounts in Thousands		Thou	Factor	Bil Mil	Thou	Portoneron	Mil	Thou	2	Mil	Thou		Mil	Thou	<u> </u>	Mil	Thou	
Derivatives and Off-Balance Sheet Items	BHCK B546			BHCE	MALL PROBLEMS	BHC	)	ESE ALJMENTA	BHC	2	10 2 20 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	BHC	5	Sylvenyskahensteller	BHC	9	Habi og davi seknje (C. a	A100
44. Financial standby letters of credit		0	1.00 or 12.5 <sup>2</sup>		0		DOCUMENTO OF THE SECOND	0		SECTION S	0		ensermen	0			0	44.
45. Performance standby letters of	bhct 6570	COMPANDO BANK																
credit		1,641	.50		821			0	1	2.0000000000	0			0	10000000	CONSTRUCTION CONTRACTOR	821	45.
46. Commercial and similar letters of	bhct 3411																	
credit		0	.20		0		2007000021810000000	0		MARKE ALBERTA	0			0		Miller C. Manuscheller, 25	0	46.
47. Risk participations in bankers	100					u.												Ä
acceptances acquired by the	BHCK 3429											1254						Ĭ.
reporting institution	The state of the s	0	1.00	i .	0		***	0	1	***	0				<u></u>	44.816300000000000	0	47.
	bhct 3433		7					, som					31-31-31					À
48. Securities lent		0	1.00		0		~~~	0	Length	<b>.</b>	0	L	en e	0	J.	mar 1803845 (8-54	0	48.
49. Retained recourse on small business	bhct A250		100											tulius.				å
obligations sold with recourse	THE RESERVE THE PERSON NAMED IN COLUMN TWO IS NOT THE PERSON NAMED IN COLUMN TRANSPORT OF THE PERSON NAMED IN COLUMN TWO IS NAMED IN CO	0	1.00		0			0		race agreement personal agreement	0		e-verse consider	0		was in distribution on it	0	49.
50. Recourse and direct credit substitutes	BHCK B541											27 3						
(other than financial standby letters of				et al. Establish								100						
credit) subject to the low-level exposure rule and residual interests subject to a	4.0					AND S												
dollar-for-dollar capital requirement (3)		0	12.50		0										1	<i>*/////</i>	a de la composição de l	50.
	DUOL DOZE		12.00											het is		2.34		30.
51. All other financial assets sold with	BHCK B675		4.00								0			•				
recourse	DUOK DOO	0	1.00		0			0		-	U	1		0	l		U	51.
52. All other off-balance sheet	BHCK B681	NOSE MESSAGE											14.25					4
liabilities		0	1.00		0		100 May 11	0			0		4.000	0	1		U	52.
53. Unused commitments with an original	BHCK 6572	4 000			00 500	(60)							2.74	400	, X		200	
maturity exceeding one year	4	1,066	.50	Queen an annual annual an sea	20,533			0			0		r v	492			20,041	: 53.
E4 Desirative contracts				BHCE A16	erenamente et						_							
54. Derivative contracts				33 Saumonaannaan	6	- Francousine	************	0		ment betromment	0	X	**************	6	Je and		170	54.

<sup>(1)</sup> Column A multiplied by credit conversion factor.
(2) For financial standby letters of credit to which the low-level exposure rule applies, use a credit conversion factor of 12.5 or an institution specific factor. For other financial standby letters of credit, use a credit conversion factor or 1.00. See instructions for further information.

<sup>(3)</sup> Or institution-specific factor.

# Schedule HC-R-Continued

	(Colun	nn C)		(Colu	mn D)		(Colu	mn E)		(Colum	ın F)	Charles on Brief
	Allocation by Risk			Weight	Categ	jory	eroszbecerberokowok sz	N 2021 W 1000 COOK.	000000000000000000000000000000000000000	ENDORSE TO LINE CO.	······································	to modele to the
	0%			20%			50%			100%		
Dollar Amounts in Thousand	s Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	Bil I	Mil T	hou
ужишть тумнько по опостинати мененовический мененовический по принципаний по неголический по		4.46										
5. Total assets, derivatives, and off-balance sheet items by risk weight category (for each	BHCK	B696		BHC	< B697		BHC	K B698	3	BHCK	B699	and the res
column, sum of items 43 through 54)			4,822			66,630		1:	29,741	SECULIAN SECULIA	480,	073
6. Risk weight factor	x 0%			x 20%	0	***********	x 50%	ó		x 100%	)	A. W. C.
7. Risk-weighted assets by risk weight category (for each column, item 55 multiplied by	внск	B700		BHC	< B701		BHC	( B702	2	BHCK	B703	
item 56)			0			13,326		(	64,871		480,	073
										BHCK	1651	0.000000000000000000000000000000000000
8. Market risk equivalent assets			-1.57									0
9. Risk-weighted assets before deductions for excess allowance for loan and lease losses								9,000	1.70	BHCK	B704	
and allocated transfer risk reserve (sum of item 57, columns C through F, and item 58)					200						558,	270
						den a	- Section			BHCK	A222	Market Market (Market
0. LESS: Excess allowance for loan and lease losses		1										0
									iele.	внск	3128	**************************************
1. LESS: Allocated transfer risk reserve											a servere de montre de la companya d	0
										внск	A223	
62. Total risk-weighted assets (item 59 minus items 60 and 61)						1.00		900			558,	270

3/02

# Schedule HC-R-Continued

MEMORANDA	Amounts in Thousands	BHCK	Bil Mil	Thou	u ]			
1. Current credit exposure across all derivative contracts covered by the risk-based capital	l standards	***************************************		• • • • • • • • • • • • • • • • • • • •	8764		***************************************	6 M.1
							er, eticzer szerzenienie, zo en	••
	With a rema	aining maturity	of				ewennet constitue	
	(Column A)	3	(Colun	,	(Column			
	One year or		8	ne year	Over fiv	e years		
	haman market and			h five years			ensetter record	
2. Notional principal amounts of derivative contracts: (1)	Approximation assertable from the contract of			Tril Bil Mil Tho	ang a mang ang a sa	Trii Bii M	and the second second second	3
a. Interest rate contracts	3809	1,001	SECTION SECTION	processors with an account to the second second	8767		*CTECHTON CATALOGIC	M.2.a
b. Foreign exchange contracts	3812	0 )	8769		8770		NAMES OF THE OWNER, WHEN THE PARTY OF THE OWNER, WHEN THE OWNE	M.2.b
c. Gold contracts	8771	0	8772	0	8773		0	M.2.c.
d. Other precious metals contracts	8774	0	8775	0	8776		0	M.2.d
e. Other commodity contracts	8777	0	8778	0	8779	NATIONAL PROPERTY AND	0	M.2.e
f. Equity derivative contracts	A000	0	A001	0	A002		0	M.2.f.
g. Credit derivative contracts:								Ž.
(1) Investment grade	C980	0	C981	0	C982		0	M.2.g
(2) Subinvestment grade	C983	0	C984	0	C985		0	M.2.g
					~~~~~~~	***************************************	omengaman.	
					BHCK	Bil Mil	Thou	u
3. Preferred stock (including related surplus) eligible for inclusion in Tier 1 capital:						4 (2)		
a. Noncumulative perpetual preferred stock (included and reported in "Total equity capital")					5479		CTANNESS TRANSPORTER TO STANSOOM	0 3.a.
<ul> <li>b. Cumulative perpetual preferred stock (included and reported in "Total equity capital,"</li> </ul>					5990			0 3.b.
c. Other noncumulative preferred stock eligible for inclusion in Tier 1 capital (e.g., REIT					C498		September 1	<b>0</b> 3.c.
d. Other cumulative preferred stock eligible for inclusion in Tier 1 capital (excluding trus	56 E		Schedu	le HC, item	abat A			<b>.</b>
20 or 22)					A507			<b>0</b> 3.d.
4. Offsetting debit to the liability (i.e., the contra account) for Employee Stock Ownership I						.1		
holding company (included in Schedule HC, item 27)					2771			0 4.
5. Treasury stock (including offsetting debit to the liability for ESOP debt) (included in Sch					E400			Λ E -
a. In the form of perpetual preferred stock					5483	The sound from the transfer with	eniterationer	0 5.a.
b. In the form of common stock					5484	THE STATE OF THE ST	The sale of the last	<b>0</b> 5.b.
<ol><li>Market risk equivalent assets attributable to specific risk (included in Schedule HC-R, i</li></ol>	tem 58)				F031			<b>0</b> 6.

<sup>(1)</sup> Excluding foreign exchange contracts with an original maturity of 14 days or less and all futures contracts.

or Federal Reserve Bank	*
Ise Only	FR
C.I.	Page 38

# Schedule HC-S—Servicing, Securitization, and Asset Sale Activities

																			Ĺ	C000	-
	(Colun	nn A)		(Colu	mn B)		(Colu	ımn C)		(Colu	mn D)	)	(Colu	mn E)		(Columr	ı F)	(Col	umn G)		0.00
	1-4 Fa			Home	9		Cred	it		Auto			Other			Comme	rcial	23	ther Lo		- Anna
	Reside			Equity			Card			Loan	S		Consi			and Indu	ustrial		eases,		
	Loans	part of the second		Lines	60500000000000000000		Rece	ivables	<b>.</b>		en general de la companya de la comp	ease garment and the gard	Loans	<b>.</b>	3110303A4633US	Loans		All C	ther As	sets	Sharana Sharana
Dollar Amounts in Thousands	}Bil	Mil	Thou	Bil	ĴMil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	Bil M	lil Thou	Bil	Mil	Thou	
Securitization Activities					4.2																
<ol> <li>Outstanding principal balance of</li> </ol>																7 P					SP Acres
assets sold and securitized with																100				100	
servicing retained or with recourse	986												,,								
or other seller-provided credit	BHCK	B705		BHCK	B706	inkomiterkien	BHCK	B707	CONTRACTOR OF THE PARTY OF THE	BHCK	B708		BHCK	B709	-200-2004080	внск вт	10	BHC	⟨B711	PROGRAMMA PROGRAMMA	
enhancements		Stocks warryshiller	0	Carletin mark	en myden carenny	0			0			0		Western Contract	0		0	l.	Magnesson Tour Persons	0	1.
Maximum amount of credit exposure																			14		a de la companya de l
arising from recourse or other												100			y New Year			7.0			9
seller-provided credit enhancements												100	- 45			4					0
provided to structures reported in																	4 10 1				Š
item 1 in the form of: a.Credit enhancing interest-only strips																	100				200
(included in HC-B, HC-D,	BHCK E	B712		внск	B713	recent is a	внск	D714		внск	D715		BHCK	D716		BHCK B7	17	BHC	K B718		o de la composición della comp
or HC-F)	The second					0	DITION		0	Brick	D/13	0	BHOK	B/10	0	BITORDI	0	ed processor	CO TO	^	2 0
	DI IOK	0000		OU OV	0004				CONTRACTOR OF			THE PROPERTY OF THE PARTY OF TH		0007			102011012246000000000	e garante de la composition della composition de	ATTACA MANAGEMENT AND		2.a.
b. Subordinated securities, and other	BHCK	(293 (EXCENSION DE		BHCK	C394	acconsision	BHCK	. 0395	acester married	BHCK	C396	DECEMBER OF THE	BHCK	C397	mentermanen	BHCK C3		niferenant.	K C399	ane no normal no	1.
residual interests	CONTRACT NAME	SELECTIFICATION OF	U COMPONENCE	DER PRODUCTION OF THE PROPERTY	ribicos escendo	0	j Jeonansea	Alamanan da kanan	0	inamannes.	contract entreprise	0		anne a commune	0	eronni romunium en a	0	and the same of th	Timoveres entre aprilo de	O maniproximized	2.b.
<ul> <li>Standby letters of credit and</li> </ul>	BHCK	C400		BHCK	C401	osustaemos.	BHCK	C402		BHCK	C403		BHCK	C404		BHCK C4	05	BHCI	K C406	on construction and con-	Share
other enhancements	l monthematics	MANAGEMENT STATE	0	i I	erest or trades	0			0		****	0		Principal Control of C	0		0	1		0	2.c.
Reporting institution's unused			<u> </u>																		i i
commitments to provide liquidity to	BHCK	B726		BHCK	B727		BHCK	B728	refrancisco de como Marco	BHCK	B729	englateriam terreteria	BHCK	B730		BHCK B7	31	BHC	K B732	Maria di Salah	er and
structures reported in item 1		roomper unemander	0		Jane and Jane and Jane	0	L		0			0	<u> </u>	NA CALLERY BOTH SECOND	0		0		no wanter notoe annuare	0	3.
<ol> <li>Past due loan amounts included in</li> </ol>																	4				
item 1:	BHCK	B733	nincessances	BHCK	B734	e veresconcere autor	BHCK	B735		BHCK	B736		BHCK	B737		BHCK B7	38	BHC	K B739	unanumus aus a	
a. 30-89 days past due		***************************************	0		and a series of the series of the series of	0		and the second of the second	0		wak'r market dan	0		·	0		0			0	4.a
	BHCK	B740		внск	B741		внск	B742		внск	B743	C.Danieri (C.Danieri	внск	B744	suruguomina.	внск в7	45	BHC	K B746		garante de la constante de la
b. 90 days or more past due	John Communication of the Comm	8.08C+0.0000000000	0		72/0/2789 (860/10)	0	Ĭ	971295762222363636	0	PARTITION AND THE	TETRUM PROBLEM	0		in the same and	0		0			0	4.b.
5. Charge-offs and recoveries on assets																			i de Libe		
sold and securitized with servicing						42.00															See See
retained or with recourse or other												4						7			of the
seller-provided credit enhancements											1.14	1								Q-14 ( )	Ĭ.
(calendar year-to-date)	BHCK	B747		BHCK	B748		BHCK	(B749		внск	B750		BHCK	B751		внск вт	'52	BHC	K B753	***************************************	
a. Charge-offs		Consecutives	0	Emergence	Sales disease graves	0		A CONTRACT DATE OF THE PARTY AND ADDRESS OF TH	0		28-12-170-1713-1714	0	5		0		0		Nicolana graza graza	0	5.a.
	BHCK	B754		внск	B755	advanandiani /	ВНСК	(B756	Name of the latest and the latest an	внск	B757		BHCK	B758		внск вт	'59	внс	K B760	and the second section of the section o	Part of the last
b. Recoveries		- Le common No.	0			0		-watermenike.	0	/ 0655	re romman sagrid	0	A STATE OF THE STA	and the second second	0		C	The state of the s		0	5.b

# Schedule HC-S—Continued

		(Column A) 1-4 Family Residential Loans			(Colu Home Equity Lines		3)	(Colur Credit Card Recei		<b></b>	(Colum Auto Loans	n D)	and the second s	Othe	umer	. en	(Colum Comme and Ind Loans	ercial	al	(Colu All Ot All Le All Ot	her Leases,	oans and
	Dollar Amounts in Thousands	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	Bil I	Mil	Thou	Bil	Mil	Thou	Bil I	∕IiI	Thou	Bil	Mil	Thou
6.	Amount of ownership (or seller's)																					
	interests carried as:				BHCK	B761	And the second streets	BHCK	B762	X NO POST OF THE REAL PROPERTY AND THE REAL				Lyc.			BHCK B	763	*****			
	a. Securities (included in HC-B)				внск	B500	0	BHCK	B501	0							внск в	502	0			1,91
	b. Loans (included in HC-C)					surrente se	0			0	100						COLUMN CO	KARANCE TOWNS	0			
	Past due loan amounts included in													4.5								
	interests reported in item 6.a:				BHCK	B764		внск	B765	ectorios antidocido							BHCK B	766	K.A. S.			
	a. 30-89 days past due			12116		#HOODIECT	0	rijnassums I		0		4.3		lep of			gammanian J	NEO BESSELVEO	0			
	**************************************			Green and	внск	B767	PSTEMORI DECEMBER	внск	B768	DOWNERS WAR	70°						внск в	769	Maria monomera			174
	b. 90 days or more past due	4. 4				distribution (Co.	0	e francisco	Marco Carlo	Ô		1.67					Carrier W. Hillson	SACHETER RESIDEN	0			
8.	Charge-offs and recoveries on loan																					
	amounts included in interests reported			1																		
	in item 6.a (calendar year-to-date)				внск	B770		внск	B771								внск в	772				
	a. Charge-offs					arwnie zacz	0	I	CANAMAGE (CA)	0								OSSIT CHESTON	0			
					BHCK	B773		BHCK	B774			<b>A</b>					BHCK B	775			14. l y <b>3</b> .	44.0
	b. Recoveries					NEADHOUNES.	0	Same name of the	memoral secure re	0						ar is such	) emmani	NEXT CONTRACT	0	41.		
By Ins	or Securitization Facilities Sponsored or Otherwise Established By Other stitutions  Maximum amount of credit exposure arising from credit enhancements provided by the reporting institution to other institutions' securitization struc-	4																				
	tures in the form of standby letters of	внск	D776		DUCK	D777		PLICK	0770		DUCKD	770		in ici	, D <b>7</b> 00		DUCKD	704		in lov	D700	
	credit, purchased subordinated securi- ties, and other enhancements		J110	0	BHCK	J111	0	BHCK	D110	0	внск в	i i 9 Anguana	0	BHCK	( D/OU	0	внск в	101 ***********************************	0	внск	B/02	0
10	Reporting institution's unused commit-						7			U			U						U		44.00	ergeray. S
10	ments to provide liquidity to other insti-	внск	B783		внск	B784	in militar	ВНСК	D705	And the	внск в	796		внск	0797		внск в	700		внск	D790	
	tution's securitization structures	DITOR	ANGUMANA P100	0		D/04	0	of the second	D/03	0	BHCK B		0		DIOI	0	BUCK P	100	0	SCHOOL STREET	D/09	0
	totion's securitization structures					1333	U		A 2080 F					4		U					Ver all	
-	sset Sales .Assets sold with recourse or other																					
	seller-provided credit enhancements	BHCK	B790	and the state of the state of	BHCK	B791		внск	B792		внск в	793	DOM: DEBUT	ВНСК	B794	chesidhe eta	внск в	795		BHCK	B796	• 4
	and not securitized	\$ marketon	F. F. L. S.	0		200000000	0		an and the case	0			0		holesum	0		SECTION AND ADDRESS OF THE PARTY OF THE PART	0	***************************************		0
12	Maximum amount of credit exposure																Л.,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,			4		
-	arising from recourse or other seller-			- 23			12.0	SW1			1.				-77							
	provided credit enhancements pro-	внск	B797	MARION STATES	внск	B798	**************************************	BHCK	B799		внск в	800		BHCK	( B801	Mark London	внск в	802	dale.com	BHCK	B803	A. C.
	vided to assets reported in item 11	Photogram		0	San Carrier Control	Z 2004-Villable (M	0	Series de la constant	CONTEXTORING CO.	0			0		CESCA MARINA	0	ii		0	TENNOTHER HIS	Maryen	0

## Schedule HC-S-Continued

MEMORANDA Dollar Amounts in Thousands	внск	Bil Mil Thou	1
Small business obligations transferred with recourse under Section 208 of the Riegle     Community Development and Regulatory Improvement Act of 1994:			
a. Outstanding principal balance	A249		M.1.a.
b. Amount of retained recourse or other seller-provided credit enhancements on these obligations as of the report date	A250	######################################	M.1.b.
2. Outstanding principal balance of assets serviced for others (includes participations serviced for others):			
a. 1-4 family residential mortgages serviced with recourse or other servicer-provided credit enhancements	B804		M.2.a.
b. 1-4 family residential mortgages serviced with no recourse or other servicer-provided credit enhancements	B805	136,789	M.2.b.
c. Other financial assets (1)	A591		M.2.c.
d. 1-4 family residential mortgages serviced for others that are in process			
of foreclosure at quarter-end (include closed-end and open-end loans)	F699	ONESSED BEING TO SECURE OF THE	M.2.d.
3. Asset-backed commercial paper conduits:	60.6		
a. Maximum amount of credit exposure arising from credit enhancements provided to conduit structures in the form of standby letters of credit, subordinated securities, and other enhancements:			
STEPHANT OF A SHADON SERVICE OF THE	B806		M.3.a.(1)
(2) Conduits sponsored by other unrelated institutions.	B807	(	M.3.a.(2)
b. Unused commitments to provide liquidity to conduit structures:			
(1) Conduits sponsored by the bank, a bank affiliate, or the bank holding company	B808		M.3.b.(1)
(2) Conduits sponsored by other unrelated institutions.	B809		M.3.b.(2)
4. Outstanding credit card fees and finance charges (included in Schedule HC-S, item 1, column C)(2)	C407		D M.4.

<sup>(1)</sup> Memorandum item 2.c is to be completed if the principal balance of other financial assets serviced for others is more than \$10 million.

<sup>(2)</sup> Memorandum item 4 is to be completed by (1) bank holding companies that, together with affiliated institutions, have outstanding credit card receivables (as defined in the instructions) that exceed \$500 million as of the report date or (2) bank holding companies that on a consolidated basis are credit card specialty holding companies (as defined in the instructions).

#### Notes to the Balance Sheet—Predecessor Financial Items

For bank holding companies involved in a business combination(s) during the quarter, provide on the lines below quarterly average information for any acquired company(ies) with aggregated assets of \$10 billion or more or 5 percent of the reporting bank holding company's total consolidated assets as of the previous quarter-end, whichever is less.

		Oollar A	mounts in The	ousands	
A THE REST OF THE STREET, A REMARK THE STREET, AND ASSOCIATED IN		BHBC	Bil Mil	Thou	a-en-y-a-e-
<ol> <li>Average loans a</li> </ol>	ind leases (net of unearned income)	3516		N/A	1.
<ol><li>Average earnin</li></ol>		3402		N/A	2.
<ol><li>Average total co</li></ol>	nsolidated assets	3368		N/A	3.
4. Average equity	capital	3519		N/A	4.

#### Notes to the Balance Sheet-Other

Enter in the lines provided below any additional information on specific line items on the balance sheet or its supporting schedules that the bank holding company wishes to explain, that has been separately disclosed in the bank holding company's quarterly reports to its shareholders, in its press releases, or on its quarterly reports to the Securities and Exchange Commission (SEC). Also include any transactions which previously would have appeared as footnotes to Schedules HC through HC-S.

Each additional piece of information disclosed should include the appropriate reference to schedule and item number, as well as a description of the additional information and the dollar amount (in thousands of dollars) associated with that disclosure.

#### Example

A bank holding company has guaranteed a new loan for its leveraged Employee Stock Ownership Plan (ESOP) for \$750 thousand and that amount has increased the bank holding company's long-term unsecured debt by a material amount. The bank holding company has disclosed that change to its stockholders and to the SEC. Enter on the line item below the following information:

TEXT	внскв	il N	1il Th	nou
0000 Sch. HC, item 16, New loan to holding company's ESOP guaranteed				
by bank holding company				
	0000			750

#### Notes to the Balance Sheet-Other

		Dollar	Amou	nt in Th	ousands	
	TEXT	BHCK	Bil	Mil	Thou	a war
1.	5356					on and and and and and and and and and an
			the state of			* Control of the Cont
		5356	The State of the S		N/A	1.
2.	5357		16.4			Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simular Simula Simular Simular Simular Simular Simula Simula Simula Simula Sim
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3.						
						entre de la composition della
		5358			N/A	3.
4.	15359	**-				
					Maria de la compansión de	A. (1)
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5.	5360	3333				-
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		5360			N/A	5.
6.	В027	3300			WA	J.
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		B027			N/A	6.
7	Page 1	BUZI			N/A	0.
7.	B028					9
	The first transfer of the control of				N/A	-
		B028			N/A	7.
8.	B029					
		B029	<u> </u>		N/A	8.
9.						Acres de la constante de la co
		B030			N/A	9.
10.	B031					
						6
		B031			N/A	10.

# Notes to the Balance Sheet—Other, Continued

		Dollar Amounts in Thousands				s
		BHCK	Bil	Mil	Thou	
11.	B032	100				
					100	
		B032			N/A	11.
12.	B033 §					
		La va			5.00	
		B033			N/A	12.
13.	B034					
					ne k	
		B034			N/A	13.
14.	B035				1.00	
						¥
		B035	İ	ALC: OLIV	N/A	14.
15.	B036					
		B036			N/A	15.
16.	B037	D030			107	13.
10.				112111		
		DOST	All .	. A	N/A	10
47	B038	B037			N/A	16.
17.			11.6			
40		B038			N/A	17.
18.	B039					
		B039		******	N/A	18.
19.	B040				100	
		B040			N/A	19.
20.	B041					
	Secretaria de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de la constitución de	B041	barra		N/A	20.

# Remarks

Enter in the lines provided below any additional remarks you may have.

TEXT4769