

Federal Financial Institutions Examination Council

Please refer to page i,

1

Table of Contents, for the required disclosure of estimated burden.

Consolidated Reports of Condition and Income for A Bank With Domestic and Foreign Offices—FFIEC 031

Report at the close of Business June 30, 2004

(20040630)
(RCRI 9999)

This report is required by law: 12 U.S.C. §324 (State member banks); 12 U.S.C. §1817 (State nonmember banks); and 12 U.S.C. §161 (National banks).

This report form is to be filed by banks with branches and consolidated subsidiaries in U.S. territories and possessions, Edge or Agreement subsidiaries, foreign branches, consolidated foreign subsidiaries, or International Banking Facilities.

NOTE: The Reports of Condition and Income must be signed by an authorized officer and the Report of Condition must be attested to by not less than two directors (trustees) for State nonmember banks and three directors for State member and National banks.

The Reports of Condition and Income are to be prepared in accordance with Federal regulatory authority instructions.

We, the undersigned directors (trustees), attest to the correctness of the Report of Condition (including the supporting schedules) for this report date and declare that it has been examined by us and to the best of our knowledge and belief has been prepared in conformance with the instructions issued by the appropriate Federal regulatory authority and is true and correct.

I, Maggie Smiley, Regulatory Reporting Manager

Name and Title of Officer Authorized to Sign Report

of the named bank do hereby declare that the Reports of Condition and Income (including the supporting schedules) for this report date have been prepared in conformance with the instructions issued by the appropriate Federal regulatory authority and are true to the best of my knowledge and belief.

Maggie Smiley

Signature of Officer Authorized to Sign Report

7/30/04

Date of Signature

Director (Trustee)

Director (Trustee)

Director (Trustee)

Submission of Reports

Each bank must prepare its Reports of Condition and Income either:

- (a) in electronic form and then file the computer data file directly with the banking agencies' collection agent, Electronic Data Systems Corporation (EDS), by modem or on computer diskette; or
- (b) in hard-copy (paper) form and arrange for another party to convert the paper report to electronic form. That party (if other than EDS) must transmit the bank's computer data file to EDS.

For electronic filing assistance, contact EDS Call Report Services, 13890 Bishops Drive, Suite 110, WI 53005, telephone (800) 255-1571.

To fulfill the signature and attestation requirement for the Reports of Condition and Income for this report date, attach this signature page (or a photocopy or a computer-generated version of this page) to the hard-copy record of the completed report that the bank places in its files.

FDIC Certificate Number:

06548
(RCRI 9050)

U.S. Bank National Association

Legal Title of Bank (TEXT 9010)

Cincinnati

City (TEXT 9130)

OH

State Abbrev. (TEXT 9200)

45202

Zip Code (TEXT 9220)

Consolidated Reports of Condition and Income for A Bank With Domestic and Foreign Offices

Table of Contents

Signature Page	Cover
Contact Information	ii
Report of Income	
Schedule RI - Income Statement	RI-1, 2, 3
Schedule RI-A - Changes in Equity Capital	RI-4
Schedule RI-B - Charge-offs and Recoveries on Loans and Leases and Changes in Allowance for Loan and Lease Losses	RI-4, 5, 6
Schedule RI-D - Income from International Operations	RI-6
Schedule RI-E - Explanations	RI-7, 8

Disclosure of Estimated Burden

The estimated average burden associated with this information collection is 37.1 hours per respondent and is estimated to vary from 15 to 600 hours per response, depending on individual circumstances. Burden estimates include the time for reviewing instructions, gathering and maintaining data in the required form, and completing the information collection, but exclude the time for compiling and maintaining business records in the normal course of a respondent's activities. A Federal agency 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. Comments concerning the accuracy of this burden estimate and suggestions for reducing this burden should be directed to the Office of Information and Regulatory Affairs, Office of Management and Budget, Washington, D.C. 20503, and to one of the following:

Secretary
Board of Governors of the Federal Reserve System
Washington, D.C. 20551

Legislative and Regulatory Analysis Division
Office of the Comptroller of the Currency
Washington, D.C. 20219

Assistant Executive Secretary
Federal Deposit Insurance Corporation
Washington, D.C. 20429

For information or assistance, National and State nonmember banks should contact the FDIC's Reports Analysis and Quality Control Section, 550 17th Street, NW, Washington, D.C. 20429, toll free on (800) 688-FDIC(3342), Monday through Friday between 8:00 a.m. and 5:00 p.m., Eastern time. State member banks should contact their Federal Reserve District Bank.

Report of Condition

Schedule RC - Balance Sheet	RC-1, 2
Schedule RC-A - Cash and Balances Due From Depository Institutions	RC-3
Schedule RC-B - Securities	RC-3, 4, 5
Schedule RC-C - Loans and Lease Financing Receivables: Part I. Loans and Leases Part II. Loans to Small Businesses and Small Farms (to be completed for the June report only; not included in the forms for the September and December reports)	RC-6, 7 RC-7a, 7b
Schedule RC-D - Trading Assets and Liabilities (to be completed only by selected banks)	RC-8
Schedule RC-E - Deposit Liabilities	RC-9, 10
Schedule RC-F - Other Assets	RC-11
Schedule RC-G - Other Liabilities	RC-11
Schedule RC-H - Selected Balance Sheet Items for Domestic Offices	RC-12
Schedule RC-I - Assets and Liabilities of IBFs	RC-12
Schedule RC-K - Quarterly Averages	RC-13
Schedule RC-L - Derivatives and Off-Balance Sheet Items	RC-14, 15
Schedule RC-M - Memoranda	RC-16
Schedule RC-N - Past Due and Nonaccrual Loans, Leases, and Other Assets	RC-17, 18
Schedule RC-O - Other Data for Deposit Insurance and FICO Assessments	RC-19, 20
Schedule RC-R - Regulatory Capital	RC-21, 22, 23, 24
Schedule RC-S - Servicing, Securitization, and Asset Sales Activities	RC-25, 26, 27
Schedule RC-T - Fiduciary and Related Services	RC-28, 29, 30
Optional Narrative Statement Concerning the Amounts Reported in the Reports of Condition and Income	RC-31
Special Report (to be completed by all banks)	

Legal Title of Bank

Cincinnati

City

OH 45202

State

Zip Code

FDIC Certificate Number: 06548

Consolidated Report of Income for the period January 1, 2004 – June 30, 2004

All Report of Income schedules are to be reported on a calendar year-to-date basis in thousands of dollars.

Schedule RI—Income Statement

	Dollar Amounts in Thousands		
	RIAD	Bil Mil Thou	
1. Interest Income:			
a. Interest and fee income on loans:			
(1) In domestic offices:			
(a) Loans secured by real estate	4011	1,494,102	1.a.1.a
(b) Loans to finance agricultural production and other loans to farmers	4024	28,231	1.a.1.b
(c) Commercial and industrial loans	4012	770,678	1.a.1.c
(d) Loans to individuals for household, family, and other personal expenditures:			
(1) Credit cards	B485	295,585	1.a.1.d.1
(2) Other (includes single payment, installment, all student loans, and revolving credit plans other than credit cards)	B486	431,053	1.a.1.d.2
(e) Loans to foreign governments and official institutions	4056	115	1.a.1.e
(f) All other loans in domestic offices	B487	73,188	1.a.1.f
(2) In foreign offices, Edge and Agreement subsidiaries, and IBFs	4059	671	1.a.2
(3) Total interest and fee income on loans (sum of items 1.a.(1)(a) through 1.a.(2))	4010	3,093,623	1.a.3
b. Income from lease financing receivables	4065	367,176	1.b
c. Interest income on balances due from depository institutions: (1)	4115	217	1.c
d. Interest and dividend income on securities:			
(1) U.S. Treasury securities and U.S. Government agency obligations (excluding mortgage-backed securities)	B488	21,581	1.d.1
(2) Mortgage-backed securities	B489	864,418	1.d.2
(3) All other securities (includes securities issued by states and political subdivisions in the U.S.)	4060	21,116	1.d.3
e. Interest income from trading assets	4069	4,183	1.e
f. Interest income on federal funds sold and securities purchased under agreements to resell	4020	13,855	1.f
g. Other interest income	4518	38,366	1.g
h. Total interest income (sum of items 1.a.(3) through 1.g)	4107	4,424,535	1.h
2. Interest expense:			
a. Interest on deposits:			
(1) Interest on deposits in domestic offices:			
(a) Transaction accounts (NOW accounts, ATS accounts, and telephone and preauthorized transfer accounts)	4508	8,399	2.a.1.a
(b) Nontransaction accounts:			
(1) Savings deposits (includes MMDAs)	0093	157,268	2.a.1.b.1
(2) Time deposits of \$100,000 or more	A517	66,828	2.a.1.b.2
(3) Time deposits of less than \$100,000	A518	174,143	2.a.1.b.3
(2) Interest on deposits in foreign offices, Edge and Agreement subsidiaries, and IBFs	4172	58,487	2.a.2
b. Expense of federal funds purchased and securities sold under agreements to repurchase	4180	69,169	2.b
c. Interest on trading liabilities and other borrowed money	4185	272,271	2.c

(1) Includes interest income on time certificates of deposits not held for trading.

Schedule RI—Continued

	Year-to-date		
	RIAD	Bil Mil Thou	
Dollar Amounts in Thousands			
2. Interest expense (continued):			
d. Interest on subordinated notes and debentures	4200	65,680	2.d
e. Total interest expense (sum of items 2.a through 2.d)	4073	872,245	2.e
3. Net interest income (item 1.h minus 2.e)		4074	3,552,290 3
4. Provision for loan and lease losses		4230	385,773 4
5. Noninterest income:			
a. Income from fiduciary activities (1)	4070	305,771	5.a
b. Service charges on deposit accounts in domestic offices	4080	620,086	5.b
c. Trading revenue (2)	A220	17,981	5.c
d. Investment banking, advisory, brokerage, and underwriting fees and commissions	B490	181,578	5.d
e. Venture capital revenue	B491	0	5.e
f. Net servicing fees	B492	125,327	5.f
g. Net securitization income	B493	12,612	5.g
h. (1) Underwriting income from insurance and reinsurance activities	C386	9,748	5.h.(1)
(2) Income from other insurance activities	C387	1,854	5.h.(2)
i. Net gains (losses) on sales of loans and leases	5416	92,855	5.i
j. Net gains (losses) on sales of other real estate owned	5415	5,004	5.j
k. Net gains (losses) on sales of other assets (excluding securities)	B496	8,739	5.k
l. Other noninterest income*	B497	1,149,048	5.l
m. Total noninterest income (sum of items 5.a through 5.l)		4079	2,530,603 5.m
6. a. Realized gains (losses) on held-to-maturity securities		3521	0 6.a
b. Realized gains (losses) on available-for-sale securities		3196	(171,425) 6.b
7. Noninterest expense:			
a. Salaries and employee benefits	4135	1,211,131	7.a
b. Expenses of premises and fixed assets (net of rental income) (excluding salaries and employee benefits and mortgage interest)	4217	304,201	7.b
c. (1) Goodwill impairment losses	C216	0	7.c.1
(2) Amortization expense and impairment losses for other intangible assets	C232	218,198	7.c.2
d. Other noninterest expense *	4092	910,527	7.d
e. Total noninterest expense (sum of items 7.a through 7.d)		4093	2,644,057 7.e
8. Income (loss) before income taxes and extraordinary items, and other adjustments (item 3 plus or minus items 4, 5.m, 6.a, 6.b, and 7.e)		4301	2,881,638 8
9. Applicable income taxes (on item 8)		4302	898,326 9
10. Income (loss) before extraordinary items and other adjustments (item 8 minus item 9)		4300	1,983,312 10
11. Extraordinary items and other adjustments, net of income taxes *		4320	0 11
12. Net income (loss) (sum of items 10 and 11)		4340	1,983,312 12

* Describe on Schedule RI-E - Explanations.

(1) For banks required to complete Schedule RC-T, items 12 through 19, income from fiduciary activities reported in Schedule RI, item 5.a, must equal the amount reported in Schedule RC-T, item 19.

(2) For banks required to complete Schedule RI, Memorandum item 8, trading revenue reported in Schedule RI, item 5.c must equal the sum of Memorandum items 8.a through 8.d.

Legal Title of Bank

FDIC Certificate Number: 06548

Schedule RI—Continued

Memoranda

	Year-to-Date				
		Bil	Mil		Thou
Dollar Amounts in Thousands					
1. Interest expense incurred to carry tax-exempt securities, loans, and leases acquired after August 7, 1986, that is not deductible for federal income tax purposes	RIAD				
	4513		7,603		M.1
2. Income from the sale and servicing of mutual funds and annuities in domestic offices (included in Schedule RI, item 8)	8431		181,578		M.2
3. Income on tax-exempt loans and leases to states and political subdivisions in the U.S. (included in Schedule RI, items 1.a and 1.b)	4313		24,401		M.3
4. Income on tax-exempt securities issued by states and political subdivisions in the U.S. (included in Schedule RI, item 1.d.(3))	4507		8,754		M.4
5. Number of full-time equivalent employees at end of current period (round to nearest whole number)			Number		
	4150		45,621		M.5
6. Not applicable					
7. If the reporting bank has restated its balance sheet as a result of applying push down accounting this calendar year, report the date of the bank's acquisition (1)			CCYY/MM/DD		
	9106		N/A		M.7
8. Trading revenue (from cash instruments and derivative instruments) (sum of Memorandum items 8.a through 8.d must equal Schedule RI, item 5.c) (To be completed by banks that reported average trading assets (Schedule RC-K, item 7) of \$2 million or more for any quarter of the preceding calendar year.):	RIAD				
a. Interest rate exposures	8757		3,382		M.8.a
b. Foreign exchange exposures	8758		14,599		M.8.b
c. Equity security and index exposures	8759		0		M.8.c
d. Commodity and other exposures	8760		0		M.8.d
9. Impact on income of derivatives held for purposes other than trading:	RIAD				
a. Net increase (decrease) to interest income	8761		215,594		M.9.a
b. Net (increase) decrease to interest expense	8762		80,189		M.9.b
c. Other (noninterest) allocations	8763		3,274		M.9.c
10. Credit losses on derivatives (see instructions)	A251		32		M.10
11. Does the reporting bank have a Subchapter S election in effect for federal income tax purposes for the current tax year?	RIAD		YES / NO		
	A530		NO		M.11

(1) For example, a bank acquired on June 1, 2001, would report 20010601

Schedule RI-A—Changes in Equity Capital

Indicate decreases and losses in parentheses.

	Dollar Amounts in Thousands		RIAD	Bil Mil Thou	
1. Total equity capital most recently reported for the December 31, 2003, Reports of Condition and Income (i.e., after adjustments from amended Reports of Income)	3217	18,095,735			1
2. Restatements due to corrections of material accounting errors and changes in accounting principles*	B507	0			2
3. Balance end of previous calendar year as restated (sum of items 1 and 2)	B508	18,095,735			3
4. Net income (loss) (must equal Schedule RI, item 12)	4340	1,983,312			4
5. Sale, conversion, acquisition, or retirement of capital stock, net (excluding treasury stock transactions)	B509	0			5
6. Treasury stock transactions, net	B510	0			6
7. Changes incident to business combinations, net	4356	114,891			7
8. LESS: Cash dividends declared on preferred stock	4470	0			8
9. LESS: Cash dividends declared on common stock	4460	792,500			9
10. Other comprehensive income (1)	B511	(593,432)			10
11. Other transactions with parent holding company * (not included in items 5, 6, 8, or 9 above)	4415	0			11
12. Total equity capital end of current period (sum of items 3 through 11) (must equal Schedule RC, item 28)	3210	18,808,006			12

* Describe on Schedule RI-E - Explanations.

(1) 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 changes in minimum pension liability adjustments.

Schedule RI-B—Charge-offs and Recoveries on Loans and Leases and Changes in Allowance for Loan and Lease Losses

Part I. Charge-offs and Recoveries on Loans and Leases

Part I excludes charge-offs and recoveries through the allocated transfer risk reserve.

	(Column A) Charge-offs (1)		(Column B) Recoveries		
	Calendar year-to-date				
	RIAD	Bil Mil Thou	RIAD	Bil Mil Thou	
Dollar Amounts in Thousands					
1. Loans secured by real estate:					
a. Construction, land development, and other land loans in domestic offices	3582	6,284	3583	865	1.a
b. Secured by farmland in domestic offices	3584	443	3585	35	1.b
c. Secured by 1-4 family residential properties in domestic offices:					
(1) Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit	5411	15,403	5412	1,930	1.c.1
(2) Closed-end loans secured by 1-4 family residential properties:					
(a) Secured by first liens	C234	15,859	C217	1,607	1.c.2.a
(b) Secured by junior liens	C235	28,681	C218	4,036	1.c.2.b
d. Secured by multifamily (5 or more) residential properties in domestic offices	3588	3,425	3589	474	1.d
e. Secured by nonfarm nonresidential properties in domestic offices	3590	8,949	3591	7,000	1.e
f. In foreign offices	B512	0	B513	0	1.f
2. Loans to depository institutions and acceptances of other banks:					
a. To U.S. banks and other U.S. depository institutions	4653	0	4663	11	2.a
b. To foreign banks	4654	750	4664	0	2.b
3. Loans to finance agricultural production and other loans to farmers	4655	6,580	4665	772	3
4. Commercial and industrial loans:					
a. To U.S. addressees (domicile)	4645	128,097	4617	54,953	4.a
b. To non-U.S. addressees (domicile)	4646	48	4618	1	4.b

(1) Include write-downs arising from transfers of loans to a held-for-sale account.

Schedule RI-B—Continued

Part I. Continued

	(Column A) Charge-offs (1)				(Column B) Recoveries				
	Calendar year-to-date								
	Dollar Amounts in Thousands								
	RIAD	Bil	Mil	Thou	RIAD	Bil	Mil	Thou	
5. Loans to individuals for household, family, and other personal expenditures:									
a. Credit cards	B514		134,631		B515		14,767		5.a
b. Other (includes single payment, installment, all student loans and revolving credit plans other than credit cards)	B516		117,317		B517		24,993		5.b
6. Loans to foreign governments and official institutions	4643		0		4627		0		6
7. All other loans	4644		4,503		4628		1,009		7
8. Lease financing receivables:									
a. To U.S. addressees (domicile)	4658		85,185		4668		24,203		8.a
b. To non-U.S. addressees (domicile)	4659		0		4669		0		8.b
9. Total (sum of items 1 through 8)	4635		556,155		4605		136,656		9

Memoranda

	(Column A) Charge-offs (1)				(Column B) Recoveries				
	Calendar year-to-date								
	Dollar Amounts in Thousands								
	RIAD	Bil	Mil	Thou	RIAD	Bil	Mil	Thou	
1. Loans to finance commercial real estate, construction, and land development activities (not secured by real estate) included in Schedule RI-B, part I, items 4 and 7, above	5409		1,292		5410		425		M.1
2. Loans secured by real estate to non-U.S. addresses (domicile) (included in Schedule RI-B, part I, item 1, above):	4652		0		4662		0		M.2
3. Not Applicable									

Memorandum item 4 is to be completed by banks that (1) 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) are credit card specialty banks as defined for Uniform Bank Performance Report purposes.

	Calendar year-to-date				
	RIAD	Bil	Mil	Thou	
	4. Uncollectible retail credit card fees and finance charges reversed against income (i.e., not in charge-offs against the allowance for loan and lease losses)	C388		34,263	

(1) Include write-downs arising from transfers of loans to a held-for-sale account.

Part II. Changes in Allowance for Loan and Lease Losses

	Dollar Amounts in Thousands		RIAD	Bil	Mil	Thou	
1. Balance most recently reported for the December 31, 2003, Reports of Condition and Income (i.e., after adjustments from amended Reports of Income)	B522	2,242,737					1
2. Recoveries (must equal part I, item 9, column B above)	4605	136,656					2
3. LESS: Charge-offs (must equal part I, item 9, column A above less Schedule RI-B, part II, item 4)	C079	552,907					3
4. LESS: Write-downs arising from transfers of loans to a held-for-sale account	5523	3,248					4
5. Provision for loan and lease losses (must equal Schedule RI, item 4)	4230	385,773					5
6. Adjustments * (see instructions for this schedule)	C233	(121,550)					6
7. Balance end of current period (sum of items 1, 2, 5, and 6, less items 3 and 4) (must equal Schedule RC, item 4.c)	3123	2,087,461					7

* Describe on Schedule RI-E—Explanations.

Memoranda	Dollar Amounts in Thousands		RIAD	Bil	Mil	Thou	
1. Allocated transfer risk reserve included in Schedule RI-B, part II, item 7, above	C435	0					M.1
Memorandum items 2 and 3 are to be completed by banks that (1) 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) are credit card specialty banks as defined for Uniform Bank Performance Report purposes							
2. Separate valuation allowance for uncollectible retail credit card fees and finance charges	C389	32,704					M.2
3. Amount of allowance for loan and leases losses attributable to retail credit card fees and finance charges	C390	0					M.3

Schedule RI-D—Income from International Operations

For all banks with foreign offices, Edge or Agreement subsidiaries, or IBFs where international operations account for more than 10 percent of total revenues, total assets, or net income.

	Dollar Amounts in Thousands		Year-to-Date			
	RIAD	Bil	Mil	Thou		
1. Interest income and expense attributable to international operations:						
a. Gross interest income	B523			N/A		1.a
b. Gross interest expense	B524			N/A		1.b
2. Net interest income attributable to international operations (item 1.a minus 1.b)	B525			N/A		2
3. Noninterest income and expense attributable to international operations:						
a. Noninterest income attributable to international operations	4097			N/A		3.a
b. Provision for loan and lease losses attributable to international operations	4235			N/A		3.b
c. Other noninterest expense attributable to international operations	4239			N/A		3.c
d. Net noninterest income (expense) attributable to international operations (item 3.a minus 3.b and 3.c)	4843			N/A		3.d
4. Estimated pretax income attributable to international operations before capital allocation adjustment (sum of items 2 and 3.d)	4844			N/A		4
5. Adjustment to pretax income for internal allocations to international operations to reflect the effects of equity capital on overall bank funding costs	4845			N/A		5
6. Estimated pretax income attributable to international operations after capital allocation adjustment (sum of items 4 and 5)	4846			N/A		6
7. Income taxes attributable to income from international operations as estimated in item 6	4797			N/A		7
8. Estimated net income attributable to international operations (item 6 minus 7)	4341			N/A		8

Schedule RI-E—Explanations

Schedule RI-E is to be completed each quarter on a calendar year-to-date basis.

Detail all adjustments in Schedules RI-A and RI-B, all extraordinary items and other adjustments in Schedule RI, and all significant items of other noninterest income and other noninterest expense in Schedule RI. (See instructions for details.)

		Dollar Amounts in Thousands		Year-to-Date		
		RIAD		Bil	Mil	Thou
1. Other noninterest income (from Schedule RI, item 5.l)						
Itemize and describe amounts that exceed 1% of the sum of Schedule RI, items 1.h and 5.m:						
TEXT						
a.	Income and fees from the printing and sale of checks	C013		0		1.a
b.	Earnings on/increase in value of cash surrender value of life insurance	C014		0		1.b
c.	Income and fees from automated teller machines (ATMs)	C016		87,128		1.c
d.	Rent and other income from other real estate owned	4042		0		1.d
e.	Safe deposit box rent	C015		0		1.e
f.	4461 Merchant Fees	4461		306,154		1.f
g.	4462 Interchange Fee income	4462		308,480		1.g
h.	4463 Commercial loan fees	4463		70,819		1.h
2. Other noninterest expense (from Schedule RI, item 7.d):						
Itemize and describe amounts that exceed 1% of the sum of of Schedule RI, items 1.h and 5.m:						
TEXT						
a.	Data processing expenses	C017		0		2.a
b.	Advertising and marketing expenses	497		87,610		2.b
c.	Directors' fees	4136		0		2.c
d.	Printing, stationery, and supplies	C018		0		2.d
e.	Postage	8403		0		2.e
f.	Legal fees and expenses	4141		0		2.f
g.	FDIC deposit insurance assessments	4146		0		2.g
h.	4464	4464		N/A		2.h
i.	4467	4467		N/A		2.i
j.	4468	4468		N/A		2.j
3. Extraordinary items and other adjustments and applicable income tax effect (from Schedule RI, item 11) (itemize and describe all extraordinary items and other adjustments):						
TEXT						
a.(1)	4469			4469		N/A
	(2) Applicable income tax effect	4486		0		3.a.2
b.(1)	4487			4487		N/A
	(2) Applicable income tax effect	4488		0		3.b.2
c.(1)	4489			4489		N/A
	(2) Applicable income tax effect	4491		0		3.c.2

Consolidated Report of Condition for Insured Commercial and State-Chartered Savings Banks for June 30, 2004

All schedules are to be reported in thousands of dollars. Unless otherwise indicated, report the amount outstanding as of the last business day of the quarter.

Schedule RC—Balance Sheet

Dollar Amounts in Thousands			RCFD	Bil	Mil	Thou	
ASSETS							
1. Cash and balances due from depository institutions (from Schedule RC-A):							
a. Noninterest-bearing balances and currency and coin (1)			0081	7,469,082			1.a
b. Interest-bearing balances (2)			0071	6,576			1.b
2. Securities:							
a. Held-to-maturity securities (from Schedule RC-B, column A)			1754	124,765			2.a
b. Available-for-sale securities (from Schedule RC-B, column D)			1773	39,809,857			2.b
3. Federal funds sold and securities purchased under agreements to resell:							
a. Federal funds sold in domestic offices			RCON B987	2,663,649			3.a
b. Securities purchased under agreements to resell (3)			RCFD B989	0			3.b
4. Loans and lease financing receivables (from Schedule RC-C):							
a. Loans and leases held for sale			5369	1,378,123			4.a
b. Loans and leases, net of unearned income	B528	119,722,918					4.b
c. LESS: Allowance for loan and lease losses	3123	2,087,461					4.c
d. Loans and leases, net of unearned income and allowance (item 4.b minus 4.c)			B529	117,635,457			4.d
5. Trading assets (from Schedule RC-D)			3545	162,099			5
6. Premises and fixed assets (including capitalized leases)			2145	1,776,462			6
7. Other real estate owned (from Schedule RC-M)			2150	68,115			7
8. Investments in unconsolidated subsidiaries and associated companies (from Schedule RC-M)			2130	603,732			8
9. Customers' liability to this bank on acceptances outstanding			2155	169,141			9
10. Intangible assets:							
a. Goodwill			3163	6,160,600			10.a
b. Other intangible assets (from Schedule RC-M)			426	3,951,537			10.b
11. Other assets (from Schedule RC-F)			2160	7,757,434			11
12. Total assets (sum of items 1 through 11)			2170	189,736,629			12

(1) Includes cash items in process of collection and unposted debits.

(2) Includes time certificates of deposit not held for trading.

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

Schedule RC—Continued

Dollar Amounts in Thousands

Bil | Mil | Thou

LIABILITIES			Bil	Mil	Thou	
13. Deposits:						
a. In domestic offices (sum of totals of columns A and C from Schedule RC-E, part I)			RCN			
			2200	112,248,492		13.a
(1) Noninterest-bearing (1)	6631	33,465,708				13.a.1
(2) Interest-bearing	6636	78,782,784				13.a.2
b. In foreign offices, Edge and Agreement subsidiaries, and IBFs (from Schedule RC-E, part II)			RCFN			
			2200	14,012,010		13.b
(1) Noninterest-bearing	6631	0				13.b.1
(2) Interest-bearing	6636	14,012,010				13.b.2
14. Federal funds purchased and securities sold under agreements to repurchase:						
a. Federal funds purchased in domestic offices (2)			RCN			
			B993	3,078,856		14.a
b. Securities sold under agreements to repurchase (3)			RCFD			
			B995	4,499,113		14.b
15. Trading liabilities (from Schedule RC-D)						
			3548	123,543		15
16. Other borrowed money (includes mortgage indebtedness and obligations under capitalized leases) (from Schedule RC-M)						
			3190	24,852,349		16
17. Not applicable						
18. Bank's liability on acceptances executed and outstanding						
			2920	169,141		18
19. Subordinated notes and debentures(4)						
			3200	5,469,689		19
20. Other liabilities (from Schedule RC-G)						
			2930	5,465,553		20
21. Total liabilities (sum of items 13 through 20)						
			2948	169,918,746		21
22. Minority interest in consolidated subsidiaries						
			3000	1,009,877		22
EQUITY CAPITAL						
23. Perpetual preferred stock and related surplus						
			3838	0		23
24. Common stock						
			3230	18,200		24
25. Surplus (exclude all surplus related to preferred stock)						
			3839	11,792,288		25
26. a. Retained earnings						
			3632	7,534,831		26.a
b. Accumulated other comprehensive income (5)						
			B530	(537,313)		26.b
27. Other equity capital components (6)						
			A130	0		27
28. Total equity capital (sum of items 23 through 27)						
			3210	18,808,006		28
29. Total liabilities, minority interest, and equity capital (sum of items 21, 22, and 28)						
			3300	189,736,629		29

Memorandum

To be reported only with the March Report of Condition.

1. Indicate in the box at the right the number of the statement below that best describes the most comprehensive level of auditing work performed for the bank by independent external auditors as of any date during 2003

RCFD	Number
6724	N/A

M. 1

- 1 = Independent audit of the bank conducted in accordance with generally accepted auditing standards by a certified public accounting firm which submits a report on the bank
- 2 = Independent audit of the bank's parent holding company conducted in accordance with generally accepted auditing standards by a certified public accounting firm which submits a report on the consolidated holding company (but not on the bank separately)
- 3 = Attestation on bank management's assertion on the effectiveness of the bank's internal control over financial reporting by a certified public accounting firm
- 4 = Directors' examination of the bank conducted in accordance with generally accepted auditing standards by a certified public accounting firm (may be required by state chartering authority)
- 5 = Directors' examination of the bank performed by other external auditors (may be required by state chartering authority)
- 6 = Review of the bank's financial statements by external auditors
- 7 = Compilation of the bank's financial statements by external auditors
- 8 = Other audit procedures (excluding tax preparation work)
- 9 = No external audit work

(1) Includes total demand deposits and noninterest-bearing time and savings deposits.
 (2) Report overnight Federal Home Loan Bank advances in Schedule RC, item 16, "other borrowed money."
 (3) Includes all securities repurchase agreements in domestic and foreign offices, regardless of maturity.
 (4) Includes limited-life preferred stock and related surplus.
 (5) 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.
 (6) Includes treasury stock and unearned Employee Stock Ownership Plan shares.

Schedule RC-A—Cash and Balances Due From Depository Institutions

Exclude assets held for trading.

Dollar Amounts in Thousands	(Column A) Consolidated Bank			(Column B) Domestic Offices			
	RCFD	Bil Mil Thou		RCON	Bil Mil Thou		
1. Cash items in process of collection, unposted debits, and currency and coin	0022	7,016,800					1
a. Cash items in process of collection and unposted debits				0020	5,594,988		1.a
b. Currency and coin				0080	1,421,812		1.b
2. Balance due from depository institutions in the U.S.				0082	157,291		2
a. U.S. branches and agencies of foreign banks (including their IBFs)	0083	0					2.a
b. Other commercial banks in the U.S. and other depository institutions in the U.S. (including their IBFs)	0085	158,049					2.b
3. Balances due from banks in foreign countries and foreign central banks				0070	26,216		3
a. Foreign branches of other U.S. banks	0073	0					3.a
b. Other banks in foreign countries and foreign central banks	0074	35,792					3.b
4. Balances due from Federal Reserve Banks	0090	265,017		0090	265,017		4
5. Total (sum of items 1 through 4) (total of column A must equal Schedule RC, sum of items 1.a and 1.b)	0010	7,475,658		0010	7,465,324		5

Schedule RC-B—Securities

Exclude assets held for trading.

Dollar Amounts in Thousands	Held-to-maturity				Available-for-sale				
	(Column A) Amortized Cost		(Column B) Fair Value		(Column C) Amortized Cost		(Column D) Fair Value		
	RCFD	Bil Mil Thou	RCFD	Bil Mil Thou	RCFD	Bil Mil Thou	RCFD	Bil Mil Thou	
1. U.S. Treasury securities	0211	0	0213	0	1286	4,662	1287	4,904	1
2. U.S. Government agency obligations (exclude mortgage-backed securities):									
a. Issued by U.S. Government agencies (1)	1289	0	1290	0	1291	82,157	1293	83,901	2.a
b. Issued by U.S. Government sponsored agencies (2)	1294	0	1295	0	1297	2,960,343	1298	2,886,272	2.b
3. Securities issued by states and political subdivisions in the U.S.	8496	112,544	8497	116,007	8498	259,865	8499	267,598	3

(1) Includes Small Business Administration 'Guaranteed Loan Pool Certificates,' U.S. Maritime Administration obligations, and Export - Import Bank participation certificates.

(2) 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 RC-B—Continued

Dollar Amounts in Thousands	Held-to-maturity						Available-for-sale					
	(Column A) Amortized Cost			(Column B) Fair Value			(Column C) Amortized Cost		(Column D) Fair Value			
	RCFD	Bil	Mil	Thou	RCFD	Bil	Mil	Thou	RCFD	Bil	Mil	Thou
4. Mortgage-backed securities (MBS):												
a. Pass-through securities:												
(1) Guaranteed by GNMA	1698		0	1699		0	1701	1,047,379	1702		1,019,979	
(2) Issued by FNMA and FHLMC	1703		0	1705		0	1706	24,048,005	1707		23,295,255	
(3) Other pass-through securities	1709		12,221	1710		12,221	1711	0	1713		0	
b. Other mortgage-backed securities (include CMOs, REMICs and stripped MBS):												
(1) Issued or guaranteed by FNMA, FHLMC, or GNMA	1714		0	1715		0	1716	10,267,579	1717		10,066,994	
(2) Collateralized by MBS issued or guaranteed by FNMA, FHLMC, or GNMA	1718		0	1719		0	1731	40,074	1732		40,735	
(3) All other mortgage-backed securities	1733		0	1734		0	1735	1,290,833	1736		1,252,612	
5. Asset-backed securities (ABS):												
a. Credit card receivables	B838		0	B839		0	B840	0	B841		0	
b. Home equity lines	B842		0	B843		0	B844	131,289	B845		133,307	
c. Automobile loans	B846		0	B847		0	B848	0	B849		0	
d. Other consumer loans	B850		0	B851		0	B852	0	B853		0	
e. Commercial and industrial loans	B854		0	B855		0	B856	10,322	B857		9,032	
f. Other	B858		0	B859		0	B860	0	B861		0	
6. Other debt securities:												
a. Other domestic debt securities	1737		0	1738		0	1739	598,643	1741		592,514	
b. Foreign debt securities	1742		0	1743		0	1744	22,548	1746		22,552	
7. Investments in mutual funds and other equity securities with readily determinable fair values (1)							A510	134,205	A511		134,202	
8. Total (sum of items 1 through 7) (total of Column A must equal Schedule RC item 2.a) (total of column D must equal Schedule RC, item 2.b)	1754		124,765	1771		128,228	1772	40,897,904	1773		39,809,857	

(1) Report Federal Reserve stock, Federal Home Loan Bank stock, and banker's bank stock in Schedule RC-F, item 4.

Schedule RC-B—Continued

Memoranda

Dollar Amounts in Thousands

RCFD	Bil	Mil	Thou
0416	33,307,691		
A549	3,114,815		
A550	148,263		
A551	308,627		
A552	87,631		
A553	303,979		
A554	149,309		
A555	661,725		
A556	13,521		
A557	56,108		
A558	508,793		
A559	11,944,231		
A560	11,143,077		
A561	1,852,566		
A562	9,507,775		
A248	75,895		
1778	0		
8782	2,650,000		
8783	2,595,475		

1. Pledged securities (1) _____	M.1
2. Maturity and repricing data for debt securities (1, 2) (excluding those in nonaccrual status):	
a. Securities issued by the U.S. Treasury, U.S. Government agencies, and states and political subdivisions in the U.S.; other non-mortgage debt securities; and mortgage pass-through securities other than those backed by closed-end first lien 1-4 family residential mortgages with a remaining maturity or next repricing date of: (3,4)	
(1) Three months or less _____	M.2.a.1
(2) Over three months through 12 months _____	M.2.a.2
(3) Over one year through three years _____	M.2.a.3
(4) Over three years through five years _____	M.2.a.4
(5) Over five years through 15 years _____	M.2.a.5
(6) Over 15 years _____	M.2.a.6
b. Mortgage pass-through securities backed by closed-end first lien 1-4 family residential mortgages with a remaining maturity or next repricing date of: (3,5)	
(1) Three months or less _____	M.2.b.1
(2) Over three months through 12 months _____	M.2.b.2
(3) Over one year through three years _____	M.2.b.3
(4) Over three years through five years _____	M.2.b.4
(5) Over five years through 15 years _____	M.2.b.5
(6) Over 15 years _____	M.2.b.6
c. Other mortgage-backed securities (include CMOs, REMICs, and stripped MBS; exclude mortgage pass-through securities) with an expected average life of: (6)	
(1) Three years or less _____	M.2.c.1
(2) Over three years _____	M.2.c.2
d. Debt securities with a REMAINING MATURITY of one year or less (included in Memorandum items 2.a through 2.c above) _____	M.2.d
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) _____	M.3
4. Structured notes (included in the held-to-maturity and available-for-sale accounts in Schedule RC-B, items 2, 3, 5, and 6):	
a. Amortized cost _____	M.4.a
b. Fair value _____	M.4.b

- (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 rate debt securities by next repricing date.
- (4) Sum of Memorandum items 2.a.(1) through 2.a.(6) plus any nonaccrual debt securities in the categories of debt securities reported in Memorandum item 2.a that are included in Schedule RC-N, item 9, column C, must equal Schedule RC-B, sum of items 1, 2, 3, 5, and 6, columns A and D, plus mortgage pass-through securities other than those backed by closed-end first lien 1-4 family residential mortgages included in Schedule RC-B, item 4.a, columns A and D.
- (5) Sum of Memorandum items 2.b.(1) through 2.b.(6) plus any nonaccrual mortgage pass-through securities backed by closed-end first lien 1-4 family residential mortgages included in Schedule RC-N, item 9, column C, must equal Schedule RC-B, item 4.a, sum of columns A and D, less the amount of mortgage pass-through securities other than those backed by closed-end first lien 1-4 family residential mortgages included in Schedule RC-B, item 4.a, columns A and D.
- (6) Sum of Memorandum items 2.c.(1) and 2.c.(2) plus any nonaccrual "Other mortgage-backed securities" included in Schedule RC-N, item 9, column C, must equal Schedule RC-B, item 4.b, sum of columns A and D.

Schedule RC-C—Loans and Lease Financing Receivables

Part I. Loans and Leases

Do not deduct the allowance for loan and lease losses or the allocated transfer risk reserve from amounts reported in this schedule. Report (1) loans and leases held for sale at the lower of cost or market value and (2) loans and leases held for investment, net of unearned income. Exclude assets held for trading and commercial paper.

	(Column A) Consolidated Bank			(Column B) Domestic Offices			
	RCFD	Bil Mil Thou		RCON	Bil Mil Thou		
Dollar Amounts in Thousands							
1. Loans secured by real estate	1410	55,367,912					1
a. Construction, land development, and other land loans				1415	6,821,833		1.a
b. Secured by farmland (including farm residential and other improvements)				1420	708,291		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	10,094,197		1.c.1
(2) Closed-end loans secured by 1-4 family residential properties:							
(a) Secured by first liens				5367	15,375,068		1.c.2.a
(b) Secured by junior liens				5368	3,405,822		1.c.2.b
d. Secured by multifamily (5 or more) residential properties				1460	2,224,393		1.d
e. Secured by nonfarm nonresidential properties				1480	16,738,308		1.e
2. Loans to depository institutions and acceptances of other banks:							
a. To commercial banks in the U.S.				B531	158,335		2.a
(1) To U.S. branches and agencies of foreign banks	B532	0					2.a.1
(2) To other commercial banks in the U.S.	B533	158,335					2.a.2
b. To other depository institutions in the U.S.	B534	54,436	B534	54,436			2.b
c. To banks in foreign countries			B535	89,659			2.c
(1) To foreign branches of other U.S. banks	B536	6					2.c.1
(2) To other banks in foreign countries	B537	89,653					2.c.2
3. Loans to finance agricultural production and other loans to farmers	1590	1,193,602	1590	1,193,602			3
4. Commercial and industrial loans:							
a. To U.S. addressees (domicile)	1763	27,179,683	1763	27,165,020			4.a
b. To non-U.S. addressees (domicile)	1764	213,596	1764	110,695			4.b
5. Not applicable.							
6. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper):							
a. Credit cards	B538	5,811,277	B538	5,811,277			6.a
b. Other revolving credit plans	B539	2,466,900	B539	2,466,900			6.b
c. Other consumer loans (includes single payment, installment, and all student loans)	2011	11,490,503	2011	11,490,503			6.c
7. Loans to foreign government and official institutions (including foreign central banks)	2081	0	2081	0			7
8. Obligations (other than securities and leases) of states and political subdivisions in the U.S.	2107	1,801,015	2107	1,801,015			8
9. Other loans	1563	3,739,626					9
a. Loans for purchasing or carrying securities (secured and unsecured)				1545	920,838		9.a
b. All other loans (exclude consumer loans)				1564	2,818,787		9.b
10. Lease financing receivables (net of unearned income)				2165	11,534,370		10
a. Of U.S. addressees (domicile)	2182	11,534,333					10.a
b. Of non-U.S. addressees (domicile)	2183	164					10.b
11. LESS: Any unearned income on loans reflected in items 1-9 above	2123	0	2123	0			11
12. Total loans and leases, net of unearned income (sum of items 1 through 10 minus item 11) (total of column A must equal Schedule RC, item 4.a and 4.b)	2122	121,101,041	2122	120,983,349			12

Schedule RC-C—Continued

Part I. Continued

Memoranda	Dollar Amounts in Thousands	RCFD	Bil	Mil	Thou	
1. Loans and Leases restructured and in compliance with modified terms (included in Schedule RC-C, part I, and not reported as past due or nonaccrual in Schedule RC-N, Memorandum item 1) (exclude loans secured by 1-4 family residential properties and loans to individuals for household, family, and other personal expenditures)		1616		4,175		M.1
2. Maturity and repricing data for loans and leases (excluding those in nonaccrual status):						
a. Closed-end loans secured by first liens on 1-4 family residential properties in domestic offices (reported in Schedule RC-C, part I, item 1.c.(2)(a), column B) with a remaining maturity or next repricing date of: (1, 2)		RCON				
(1) Three months or less		A564		678,165		M.2.a.1
(2) Over three months through 12 months		A565		736,579		M.2.a.2
(3) Over one year through three years		A566		1,960,179		M.2.a.3
(4) Over three years through five years		A567		1,705,054		M.2.a.4
(5) Over five years through 15 years		A568		4,312,844		M.2.a.5
(6) Over 15 years		A569		5,941,206		M.2.a.6
b. All loans and leases (reported in Schedule RC-C, part I, items 1 through 10, column A) EXCLUDING closed-end loans secured by first liens on 1-4 family residential properties in domestic offices (reported in Schedule RC-C, part I item 1.c.(2)(a), column B) with a remaining maturity or next repricing date of: (1,3)		RCFD				
(1) Three months or less		A570		48,364,066		M.2.b.1
(2) Over three months through 12 months		A571		6,271,371		M.2.b.2
(3) Over one year through three years		A572		17,779,201		M.2.b.3
(4) Over three years through five years		A573		19,064,171		M.2.b.4
(5) Over five years through 15 years		A574		11,055,488		M.2.b.5
(6) Over 15 years		A575		2,441,670		M.2.b.6
c. Loans and leases (reported in Schedule RC-C, part I, items 1 through 10, column A) with a REMAINING MATURITY of one year or less (excluding those in nonaccrual status)		A247		31,390,473		M.2.c
3. Loans to finance commercial real estate, construction, and land development activities (not secured by real estate) included in Schedule RC-C, part I, items 4 and 9, column A (4)		2746		2,932,094		M.3
4. Adjustable rate closed-end loans secured by first liens on 1-4 family residential properties in domestic offices (included in Schedule RC-C, part I, item 1.c.(2)(a), column B)		RCON				
		5370		4,159,615		M.4
5. Loans secured by real estate to non-U.S. addresses (domicile) (included in Schedule RC-C, part I, item 1, column A)		RCFD				
		B837		0		M.5
Memorandum item 6 is to be completed by banks that (1) 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) are credit card specialty banks as defined for Uniform Bank Performance Report purposes.						
6) Outstanding credit card fees and finance charges included in Schedule RC-C, part I, item 6.a., column A		C391		243,536		M.6

- (1) Report fixed rate loans and leases by remaining maturity and floating rate loans by next repricing date.
- (2) Sum of Memorandum items 2.a.(1) through 2.a.(6) plus total nonaccrual closed-end loans secured by first liens on 1-4 family residential properties in domestic offices included in Schedule RC-N, item 1.c.(2)(a), column C must equal total closed-end loans secured by first liens on 1-4 family residential properties from Schedule RC-C, part I, item 1.c.(2)(a), column B
- (3) Sum of Memorandum items 2.b.(1) through 2.b.(6) plus total nonaccrual loans and leases from Schedule RC-N, sum of items 1 through 8, column C, minus nonaccrual closed-end loans secured by first liens on 1-4 family residential properties in domestic offices included in Schedule RC-N, item 1.c.(2)(a), column C, must equal total loans and leases from Schedule RC-C, Part I, sum of items 1 through 10, column A, minus total closed-end loans secured by first liens on 1-4 family residential properties in domestic offices from Schedule RC-C, part I, item 1.c.(2)(a), column B.
- (4) Exclude loans secured by real estate that are included in Schedule RC-C, part I, item 1, column A.

Schedule RC-C—Continued

Part II. Loans to Small Businesses and Small Farms

Schedule RC-C, Part II is to be reported only with the June Report of Condition.

Report the number and amount currently outstanding as of June 30 of business loans with "original amounts" of \$1,000,000 or less and farm loans with "original amounts" of \$500,000 or less. The following guidelines should be used to determine the "original amount" of a loan: (1) For loans drawn down under lines of credit or loan commitments, the "original amount" of the loan is the size of the line of credit or loan commitment when the line of credit or loan commitment was most recently approved, extended, or renewed prior to the report date. However, if the amount currently outstanding as of the report date exceeds this size, the "original amount" is the amount currently outstanding on the report date. (2) For loan participations and syndications, the "original amount" of the loan participation or syndication is the entire amount of credit originated by the lead lender. (3) For all other loans, the "original amount" is the total amount of the loan at origination or the amount currently outstanding as of the report date, whichever is larger.

Loans to Small Businesses

1. Indicate in the appropriate box at the right whether all or substantially all of the dollar volume of your bank's "Loans secured by nonfarm nonresidential properties" in domestic offices reported in Schedule RC-C, part I, item 1.e, column B, and all or substantially all of the dollar volume of your bank's "Commercial and industrial loans to U.S. addressees" in domestic offices reported in Schedule RC-C, part I, item 4.a, column B, have original amounts of \$100,000 or less (If your bank has no loans outstanding in BOTH of these two loan categories, place an "X" in the box marked "NO.")

RCON	YES / NO
6999	NO

1

If YES, complete items 2.a and 2.b below, skip items 3 and 4, and go to item 5.

If NO, and your bank has loans outstanding in either loan category, skip items 2.a and 2.b, complete items 3 and 4 below, and go to item 5.

If NO and your bank has no loans outstanding in both loan categories, skip items 2 through 4, and go to item 5:

2. Report the total number of loans currently outstanding for each of the following Schedule RC-C, part I, loan categories:

	RCON	Number of Loans	
a. "Loans secured by nonfarm nonresidential properties" in domestic offices reported in Schedule RC-C, part I, item 1.e, column B (Note: Item 1.e, column B, divided by the number of loans should NOT exceed \$100,000.)	5562	N/A	2.a
b. "Commercial and industrial loans to U.S. addressees" in domestic offices reported in Schedule RC-C, part I, item 4.a, column B (Note: Item 4.a, column B, divided by the number of loans should NOT exceed \$100,000.)	5563	N/A	2.b

	Dollar Amounts in Thousands				
	RCON	(Column A) Number of Loans	RCON	(Column B) Amount Currently Outstanding	
3. Number and amount currently outstanding of "Loans secured by nonfarm nonresidential properties" in domestic offices reported in Schedule RC-C, part I, item 1.e, column B (sum of items 3.a through 3.c must be less than or equal to Schedule RC-C, part I, item 1.e, column B):					
a. With original amounts of \$100,000 or less	5564	10,695	5565	340,233	3.a
b. With original amounts of more than \$100,000 through \$250,000	5566	8,938	5567	1,217,651	3.b
c. With original amounts of more than \$250,000 through \$1,000,000	5568	10,600	5569	4,257,085	3.c
4. Number and amount currently outstanding of "Commercial and industrial loans to U.S. addressees" in domestic offices reported in Schedule RC-C, part I, item 4.a, column B (sum of items 4.a through 4.c must be less than or equal to Schedule RC-C, part I, item 4.a, column B):					
a. With original amounts of \$ 100,000 or less	5570	161,409	5571	1,811,368	4.a
b. With original amounts of more than \$100,000 through \$250,000	5572	9,842	5573	1,035,122	4.b
c. With original amounts of more than \$250,000 through \$1,000,000	5574	7,618	5575	2,287,948	4.c

Legal Title of Bank

FDIC Certificate Number: 06548

18b

Schedule RC-C—Continued

Part II. Continued

Agricultural Loans to Small Farms

5. Indicate in the appropriate box at the right whether all or substantially all of the dollar volume of your bank's "Loans secured by farmland (including farm residential and other improvements)" in domestic offices reported in Schedule RC-C, part I, item 1.b, column B, and all or substantially all of the dollar volume of your bank's "Loans to finance agricultural production and other loans to farmers" in domestic offices reported in Schedule RC-C, part I, item 3, column B, have original amounts of \$100,000 or less (If your bank has no loans outstanding in BOTH of these two loan categories, place an "X" in the box marked "NO.")

RCON	YES / NO
6860	NO

5

If YES, complete items 6.a and 6.b below and do not complete items 7 and 8.
If NO and your bank has loans outstanding in either loan category, skip items 6.a and 6.b and complete items 7 and 8 below.
If NO and your bank has no loans outstanding in both loan categories, do not complete items 6 through 8.

6. Report the total number of loans currently outstanding for each of the following Schedule RC-C, part I, loan categories:

	RCON	Number of Loans	
a. "Loans secured by farmland (including farm residential and other improvements)" in domestic offices reported in Schedule RC-C, part I, item 1.b, column B (Note: Item 1.b, column B, divided by the number of loans should NOT exceed \$100,000.)	5576	N/A	6.a
b. "Loans to finance agricultural production and other loans to farmers" in domestic offices reported in Schedule RC-C, part I, item 3, column B (Note: Item 3, column B, divided by the number of loans should NOT exceed \$100,000.)	5577	N/A	6.b

Dollar Amounts in Thousands	(Column A) Number of Loans		(Column B) Amount Currently Outstanding		
	RCON		RCON	Bil Mil Thou	
7. Number and amount currently outstanding of "Loans secured by farmland (including farm residential and other improvements)" in domestic offices reported in Schedule RC-C, part I, item 1.b, column B (sum of items 7.a through 7.c must be less than or equal to Schedule RC-C, part I, item 1.b, column B):					
a. With original amounts of \$100,000 or less	5578	4,058	5579	163,110	7.a
b. With original amounts of more than \$100,000 through \$250,000	5580	1,848	5581	240,745	7.b
c. With original amounts of more than \$250,000 through \$500,000	5582	435	5583	121,299	7.c
8. Number and amount currently outstanding of "Loans to finance agricultural production and other loans to farmers" in domestic offices reported in Schedule RC-C, part I, item 3, column B, (sum of items 8.a through 8.c must be less than or equal to Schedule RC-C, part I, item 3 column B):					
a. With original amounts of \$100,000 or less	5584	10,062	5585	224,815	8.a
b. With original amounts of more than \$100,000 through \$250,000	5586	1,503	5587	168,958	8.b
c. With original amounts of more than \$250,000 through \$500,000	5588	540	5589	133,182	8.c

Schedule RC-D—Trading Assets and Liabilities

Schedule RC-D is to be completed by banks that reported average trading assets (Schedule RC-K, item 7) of \$2 million or more for any quarter of the preceding year.

Dollar Amounts in Thousands	RCON	Bil	Mil	Thou	
ASSETS					
1. U.S. Treasury securities in domestic offices _____	3531		0		1
2. U.S. Government agency obligations in domestic offices (exclude mortgage-backed securities) _____	3532		0		2
3. Securities issued by states and political subdivisions in the U.S. in domestic offices _____	3533		0		3
4. Mortgage-backed securities (MBS) in domestic offices:					
a. Pass-through securities issued or guaranteed by FNMA, FHLMC, or GNMA _____	3534		0		4.a
b. Other mortgage-backed securities issued or guaranteed by FNMA, FHLMC, or GNMA (include CMOs, REMICs, and stripped MBS) _____	3535		0		4.b
c. All other mortgage-backed securities _____	3536		0		4.c
5. Other debt securities in domestic offices _____	3537		0		5
6. - 8. Not applicable					
9. Other trading assets in domestic offices _____	3541		0		9
	RCFN				
10. Trading assets in foreign offices _____	3542		0		10
11. Revaluation gains on interest rate, foreign exchange rate, and other commodity and equity contracts:	RCON				
a. In domestic offices _____	3543		162,099		11.a
	RCFN				
b. In foreign offices _____	3543		0		11.b
	RCFD				
12. Total trading assets (sum of items 1 through 11) (must equal Schedule RC, item 5) _____	3545		162,099		12
LIABILITIES					
13. Liability for short positions _____	3546		0		13
14. Revaluation losses on interest rate, foreign exchange rate, and other commodity and equity contracts _____	3547		123,543		14
15. Total trading liabilities (sum of items 13 and 14) (must equal Schedule RC, item 15) _____	3548		123,543		15

Schedule RC-E—Deposit Liabilities

Part I. Deposits in Domestic Offices

Dollar Amounts in Thousands	Transaction Accounts						Nontransaction Accounts						
	(Column A) Total transaction accounts (including total demand deposits)			(Column B) Memo: Total demand deposits (included in column A)			(Column C) Total nontransaction accounts (including MMDAs)						
	RCON	Bil	Mil	Thou	RCON	Bil	Mil	Thou	RCON	Bil	Mil	Thou	
Deposits of:													
1. Individuals, partnerships and corporations (include all certified and official checks)	B549		15,374,600						B550		84,948,012		1
2. U.S. Government	2202		53,935						2520		207,624		2
3. States and political subdivisions in the U.S.	2203		912,757						2530		7,946,985		3
4. Commercial banks and other depository institutions in the U.S.	B551		2,746,689						B552		19,423		4
5. Banks in foreign countries	2213		38,467						2236		0		5
6. Foreign governments, and official institutions (including foreign central banks)	2216		0						2377		0		6
7. Total (sum of items 1 through 6) (sum of columns A and C must equal Schedule RC, item 13.a)	2215		19,126,448	2210		16,456,087			2385		93,122,044		7

Memoranda	Dollar Amounts in Thousands				RCON	Bil	Mil	Thou	
1. Selected components of total deposits (i.e., sum of item 7, columns A and C):									
a. Total Individual Retirement Accounts (IRAs) and Keogh Plan accounts					6835		3,695,532		M.1.a
b. Total brokered deposits					2365		88,119		M.1.b
c. Fully insured brokered deposits (included in Memorandum item 1.b above):									
(1) Issued in denominations of less than \$100,000					2343		0		M.1.c.1
(2) Issued either in denominations of \$100,000 or in denominations greater than \$100,000 and participated out by the broker in shares of \$100,000 or less					2344		5,793		M.1.c.2
d. Maturity data for brokered deposits:									
(1) Brokered deposits issued in denominations of less than \$100,000 with a remaining maturity of one year or less (included in Memorandum item 1.c.(1) above)					A243		0		M.1.d.1
(2) Brokered deposits issued in denominations of \$100,000 or more with a remaining maturity of one year or less (included in Memorandum item 1.b above)					A244		75,000		M.1.d.2
e. Preferred deposits (uninsured deposits of states and political subdivisions in the U.S. reported in item 3 above which are secured or collateralized as required under state law) (to be completed for the December report only)					5590		N/A		M.1.e
2. Components of total nontransaction accounts (sum of Memorandum items 2.a through 2.c must equal item 7, column C, above):									
a. Savings deposits:									
(1) Money market deposit accounts (MMDAs)					6810		66,950,163		M.2.a.1
(2) Other savings deposits (excludes MMDAs)					0352		6,067,465		M.2.a.2
b. Total time deposits of less than \$100,000					6648		12,644,045		M.2.b
c. Total time deposits of \$100,000 or more					2604		7,460,371		M.2.c

Schedule RC-E—Continued

Part I. Continued

Memoranda (continued)	Dollar Amounts in Thousands			RCFN	Bil	Mil	Thou	
3. Maturity and repricing data for time deposits of less than \$100,000 :								
a. Time deposits of less than \$100,000 with a remaining maturity or next repricing date of (1,2)								
(1) Three months or less _____	A579	1,960,568						M.3.a.1
(2) Over three months through 12 months _____	A580	4,892,520						M.3.a.2
(3) Over one year through three years _____	A581	4,463,667						M.3.a.3
(4) Over three years _____	A582	1,327,290						M.3.a.4
b. Time deposits of less than \$100,000 with a REMAINING MATURITY of one year or less (included in Memorandum items 3.a.(1) through 3.a.(4) above)(3) _____								
	A241	6,853,088						M.3.b
4. Maturity and repricing data for time deposits of \$100,000 or more:								
a. Time deposits of \$100,000 or more with a remaining maturity or next repricing date of (1,4)								
(1) Three months or less _____	A584	3,785,972						M.4.a.1
(2) Over three months through 12 months _____	A585	2,043,593						M.4.a.2
(3) Over one year through three years _____	A586	1,185,575						M.4.a.3
(4) Over three years _____	A587	445,231						M.4.a.4
b. Time deposits of \$100,000 or more with a REMAINING MATURITY of one year or less (included in Memorandum items 4.a.(1) through 4.a.(4) above)(3) _____								
	A242	5,829,564						M.4.b

- (1) Report fixed rate time deposits by remaining maturity and floating rate time deposits by next repricing date.
- (2) Sum of Memorandum items 3.a.(1) through 3.a.(4) must equal Schedule RC-E Memorandum item 2.b.
- (3) Report both fixed and floating rate time deposits by remaining maturity. Exclude floating rate time deposits with a next repricing date of one year or less that have a remaining maturity of over one year.
- (4) Sum of Memorandum items 4.a.(1) through 4.a.(4) must equal Schedule RC-E, Memorandum item 2.c.

Part II. Deposits in Foreign Offices (including Edge and Agreement subsidiaries and IBFs)

Deposits of:	Dollar Amounts in Thousands			RCFN	Bil	Mil	Thou	
1. Individuals, partnerships, and corporations (include all certified and official checks) _____	B553	8,366,650						1
2. U.S. banks (including IBFs and foreign branches of U.S. banks) and other U.S. depository institutions _____	B554	5,645,360						2
3. Foreign banks (including U.S. branches and agencies of foreign banks, including their IBFs) _____	2625	0						3
4. Foreign governments and official institutions (including foreign central banks) _____	2650	0						4
5. U.S. Government and states and political subdivisions in the U.S. _____	B555	0						5
6. Total (sum of items 1 through 5) (must equal Schedule RC, item 13.b) _____	2200	14,012,010						6

Memorandum	Dollar Amounts in Thousands			RCFN	Bil	Mil	Thou	
1. Time deposits with a remaining maturity of one year or less (included in Part II, item 6 above) _____	A245	14,012,010						M.1

Schedule RC-F—Other Assets

Dollar Amounts in Thousands				RCFD	Bil Mil Thou	
1. Accrued interest receivable (1)				B556	686,486	1
2. Net deferred tax assets (2)				2148	0	2
3. Interest-only strips receivable (not in the form of a security) (3) on:						
a. Mortgage loans				A519	0	3.a
b. Other financial assets				A520	112,966	3.b
4. Equity securities that DO NOT have readily determinable fair values (4)				1752	831,777	4
5. Other (itemize and describe amounts greater than \$25,000 that exceed 25% of this item)				2168	6,126,205	5
TEXT						
a. Prepaid Expenses				2166	0	5.a
b. Cash surrender value of life insurance				C009	1,771,809	5.b
c. Repossessed personal property (including vehicles)				1578	0	5.c
d. Derivatives with a positive fair value held for purposes other than trading				C010	0	5.d
e. Retained interests in accrued interest receivable related to securitized credit cards				C436	0	5.e
f. 3549				3549	N/A	5.f
g. 3550				3550	N/A	5.g
h. 3551				3551	N/A	5.h
6. Total (sum of items 1 through 5) (must equal Schedule RC, item 11)				2160	7,757,434	6

Schedule RC-G—Other Liabilities

Dollar Amounts in Thousands				RCFN	Bil Mil Thou	
1. a. Interest accrued and unpaid on deposits in domestic offices(5)				3645	127,162	1.a
b. Other expenses accrued and unpaid (includes accrued income taxes payable)				RCFD		
				3646	1,756,573	1.b
2. Net deferred tax liabilities (2)				3049	1,834,099	2
3. Allowance for credit losses on off-balance sheet credit exposures				B557	121,550	3
4. Other (itemize and describe amounts greater than \$25,000 that exceed 25% of this item)				2938	1,626,169	4
TEXT						
a. Accounts Payable				3066	508,829	4.a
b. Deferred compensation liabilities				C011	0	4.b
c. Dividends declared but not yet payable				2932	0	4.c
d. Derivatives with a negative fair value held for purposes other than trading				C012	0	4.d
e. 3552				3552	N/A	4.e
f. 3553				3553	N/A	4.f
g. 3554				3554	N/A	4.g
5. Total (sum of items 1 through 4) (must equal Schedule RC, item 20)				2930	5,465,553	5

- (1) Include accrued interest receivable on loans, leases, debt securities, and other interest-bearing assets.
- (2) See discussion of deferred income taxes in Glossary entry on "income taxes."
- (3) Report interest-only strips receivable in the form of a security as available-for sale securities in Schedule RC, item 2.b, or as trading assets in Schedule RC, item 5, as appropriate.
- (4) Include Federal Reserve stock, Federal Home Loan Bank stock, and bankers' bank stock
- (5) For savings banks, includes "dividends" accrued and unpaid on deposits.

Schedule RC-H—Selected Balance Sheet Items for Domestic Offices

	Dollar Amounts in Thousands			Domestic Offices		
	RCON	Bil	Mil	Thou		
1. Customers' liability to this bank on acceptances outstanding _____	2155	152,658				1
2. Bank's liability on acceptances executed and outstanding _____	2920	152,658				2
3. Securities purchased under agreements to resell _____	B989	0				3
4. Securities sold under agreements to repurchase _____	B995	4,499,113				4
5. Other borrowed money _____	3190	24,852,349				5
<i>EITHER</i>						
6. Net due from own foreign offices, Edge and Agreement subsidiaries, and IBFs _____	2163	N/A				6
<i>OR</i>						
7. Net due to own foreign offices, Edge and Agreement subsidiaries, and IBFs _____	2941	13,915,700				7
8. Total assets (excludes net due from foreign offices, Edge and Agreement subsidiaries, and IBFs) _____	2192	189,073,386				8
9. Total liabilities (excludes net due to foreign offices, Edge and Agreement subsidiaries, and IBFs) _____	3129	155,339,803				9

In items 10-17 report the amortized (historical) cost of both held-to-maturity and available-for-sale securities in domestic offices.

	RCON	Bil	Mil	Thou	
10. U.S. Treasury securities _____	1039	4,662			10
11. U.S. Government agency obligations (exclude mortgage-backed securities) _____	1041	3,042,500			11
12. Securities issued by states and political subdivisions in the U.S. _____	1042	372,409			12
13. Mortgage-backed securities (MBS):					
a. Pass-through securities:					
(1) Issued or guaranteed by FNMA, FHLMC, or GNMA _____	1043	25,095,384			13.a.1
(2) Other pass-through securities _____	1044	12,221			13.a.2
b. Other mortgage-backed securities (include CMOs, REMICs, and stripped MBS):					
(1) Issued or guaranteed by FNMA, FHLMC, or GNMA _____	1209	10,267,579			13.b.1
(2) All other mortgage-backed securities _____	1280	1,330,907			13.b.2
14. Other domestic debt securities (include domestic asset-backed securities) _____	1281	740,254			14
15. Foreign debt securities (include foreign asset-backed securities) _____	1282	22,548			15
16. Investments in mutual funds and other equity securities with readily determinable fair values _____	A510	134,055			16
17. Total amortized (historical) cost of both held-to-maturity and available-for-sale securities (sum of items 10 through 16) _____	1374	41,022,519			17
18. Equity securities that do not have readily determinable fair values _____	1752	831,777			18

Schedule RC-I—Selected Assets and Liabilities of IBFs

To be completed only by banks with IBFs and other "foreign" offices.

	Dollar Amounts in Thousands			
	RCFN	Bil	Mil	Thou
1. Total IBF assets of the consolidated bank (component of Schedule RC, item 12) _____	2133	N/A		1
2. Total IBF liabilities (component of Schedule RC, item 21) _____	2898	N/A		2

Schedule RC-K—Quarterly Averages (1)

Dollar Amounts in Thousands

	RCFD	Bil Mil Thou	
ASSETS			
1. Interest-bearing balances due from depository institutions _____	3381	16,178	1
2. U.S. Treasury securities and U.S. Government agency obligations (2) (excluding mortgage-backed securities) _____	B558	1,564,013	2
3. Mortgage-backed securities (2) _____	B559	39,429,831	3
4. All other securities (2, 3)(includes securities issued by states and political subdivisions in the U.S.) _____	B560	1,144,380	4
5. Federal funds sold and securities purchased under agreements to resell _____	3365	2,648,516	5
6. Loans:			
a. Loans in domestic offices:	RCON		
(1) Total loans _____	3360	108,523,994	6.a.1
(2) Loans secured by real estate _____	3385	55,330,046	6.a.2
(3) Loans to finance agricultural production and other loans to farmers _____	3386	1,199,949	6.a.3
(4) Commercial and industrial loans _____	3387	28,287,932	6.a.4
(5) Loans to individuals for household, family, and other personal expenditures:			
(a) Credit cards _____	B561	5,648,508	6.a.5.a
(b) Other (includes single payment, installment, all student loans, and revolving credit plans other than credit cards) _____	B562	14,099,612	6.a.5.b
b. Total loans in foreign offices, Edge and Agreement subsidiaries, and IBFs _____	RCFN		
	3360	129,678	6.b
	RCFD		
7. Trading assets _____	3401	200,349	7
8. Lease financing receivables (net of unearned income) _____	3484	11,330,219	8
9. Total assets(4) _____	3368	174,922,414	9
LIABILITIES			
10. Interest-bearing transaction accounts in domestic offices (NOW accounts, ATS accounts, and telephone and preauthorized transfer accounts) (exclude demand deposits) _____	RCON		
	3485	2,385,817	10
11. Nontransaction accounts in domestic offices:			
a. Savings deposits (includes MMDAs) _____	B563	76,485,558	11.a
b. Time deposits of \$100,000 or more _____	A514	7,225,272	11.b
c. Time deposits of less than \$100,000 _____	A529	13,020,510	11.c
	RCFN		
12. Interest-bearing deposits in foreign offices, Edge and Agreement subsidiaries, and IBFs _____	3404	11,153,167	12
	RCFD		
13. Federal funds purchased and securities sold under agreements to repurchase _____	3353	11,267,941	13
14. Other borrowed money (includes mortgage indebtedness and obligations under capitalized leases) _____	3355	23,414,228	14

- (1) For all items, banks have the option of reporting either (1) an average of DAILY figures for the quarter, or (2) an average of WEEKLY figures (i.e., the Wednesday of each week of the quarter).
- (2) Quarterly averages for all debt securities should be based on amortized cost.
- (3) Quarterly averages for all equity securities should be based on historical cost.
- (4) The quarterly averages for total assets should reflect all debt securities (not held for trading) at amortized cost, equity securities with readily determinable fair values at the lower of cost or fair value, and equity securities without readily determinable fair values at historical cost.

Schedule RC-L—Derivatives and Off-Balance Sheet Items

Please read carefully the instructions for the preparation of Schedule RC-L. Some of the amounts reported in Schedule RC-L are regarded as volume indicators and not necessarily as measures of risk.

Dollar Amounts in Thousands				RCFD	Bil	Mil	Thou	
1. Unused commitments:								
a. Revolving, open-end lines secured by 1-4 family residential properties, e.g., home equity lines _____				3814		10,232,855		1.a
b. Credit card lines _____				3815		29,400,269		1.b
c. (1) Commitments to fund commercial real estate, construction, and land development loans secured by real estate _____				3816		5,198,992		1.c.1
(2) Commitments to fund commercial real estate, construction, and land development loans NOT secured by real estate _____				6550		1,831,989		1.c.2
d. Securities underwriting _____				3817		0		1.d
e. Other unused commitments _____				3818		43,900,949		1.e
2. Financial standby letters of credit and foreign office guarantees _____				3819		10,991,398		2
a. Amount of financial standby letters of credit conveyed to others _____				3820	1,313,230			2.a
3. Performance standby letters of credit and foreign office guarantees _____				3821		361,332		3.
a. Amount of performance standby letters of credit conveyed to others _____				3822	39,405			3.a
4. Commercial and similar letters of credit _____				3411		469,160		4
5. Participations in acceptances (as described in the instructions) conveyed to others by the reporting bank _____				3428		867		5
6. Securities lent (including customers' securities lent where the customer is indemnified against loss by the reporting bank) _____				3433		12,876,266		6
7. Credit derivatives :								
a. Notional amount of credit derivatives on which the reporting bank is the guarantor _____				A534		68,626		7.a
(1) Gross positive fair value _____				C219		0		7.a.1
(2) Gross negative fair value _____				C220		8		7.a.2
b. Notional amount of credit derivatives on which the reporting bank is the beneficiary _____				A535		125,200		7.b
(1) Gross positive fair value _____				C221		7		7.b.1
(2) Gross negative fair value _____				C222		0		7.b.2
8. Spot foreign exchange contracts _____				8765		151,855		8
9. All other off-balance sheet liabilities (exclude derivatives) (itemize and describe each component of this item over 25% of Schedule RC, item 28, "Total equity capital") _____				3430		0		9
TEXT								
a. Securities borrowed _____				3432		0		9.a
b. Commitments to purchase when-issued securities _____				3434		0		9.b
c. 3555 _____				3555		N/A		9.c
d. 3556 _____				3556		N/A		9.d
e. 3557 _____				3557		N/A		9.e
10. All other off-balance sheet assets (exclude derivatives)(itemize and describe each component of this item over 25% Schedule RC item 28., "Total equity capital") _____				5591		0		10
TEXT								
a. Commitments to sell when-issued securities _____				3435		0		10.a
b. 5592 _____				5592		N/A		10.b
c. 5593 _____				5593		N/A		10.c
d. 5594 _____				5594		N/A		10.d
e. 5595 _____				5595		N/A		10.e
11. Year-to-date merchant credit card sales volume:								
a. Sales for which the reporting bank is the acquiring bank _____				C223		44,691,043		11.a
b. Sales for which the reporting bank is the agent bank with risk _____				C224		13,903,021		11.b

Schedule RC-L—Continued

Dollar Amounts in Thousands	(Column A) Interest Rate Contracts				(Column B) Foreign Exchange Contracts				(Column C) Equity Derivative Contracts				(Column D) Commodity and Other Contracts				
	Tril	Bil	Mill	Thou	Tril	Bil	Mill	Thou	Tril	Bil	Mill	Thou	Tril	Bil	Mill	Thou	
Derivatives Position Indicators																	
12. Gross amounts (e.g., notional amounts) (for each column, sum of items 12.a through 12.e must equal sum of items 13 and 14):	RCFD 8693				RCFD 8694				RCFD 8695				RCFD 8696				
a. Futures contracts	0				0				0				0				12.a
	RCFD 8697				RCFD 8698				RCFD 8699				RCFD 8700				
b. Forward contracts	2,322,000				4,323,380				0				0				12.b
c. Exchange-traded option contracts:	RCFD 8701				RCFD 8702				RCFD 8703				RCFD 8704				
(1) Written options	0				0				0				0				12.c.1
	RCFD 8705				RCFD 8706				RCFD 8707				RCFD 8708				
(2) Purchased options	0				0				0				0				12.c.2
d. Over-the-counter option contracts:	RCFD 8709				RCFD 8710				RCFD 8711				RCFD 8712				
(1) Written options	2,045,457				5,119				0				0				12.d.1
	RCFD 8713				RCFD 8714				RCFD 8715				RCFD 8716				
(2) Purchased options	846,326				5,119				0				0				12.d.2
	RCFD 3450				RCFD 3826				RCFD 8719				RCFD 8720				
e. Swaps	35,643,376				0				35,648				0				12.e
13. Total gross notional amount of derivative contracts held for trading	RCFD A126				RCFD A127				RCFD 8723				RCFD 8724				
	14,211,026				3,955,715				0				0				13
14. Total gross notional amount of derivative contracts held for purposes other than trading	RCFD 8725				RCFD 8726				RCFD 8727				RCFD 8728				
	26,646,133				377,903				35,648				0				14
a. Interest rate swaps where the bank has agreed to pay a fixed rate	RCFD A589																
	5,750,000																14.a
15. Gross fair values of derivative contracts:	RCFD 8733				RCFD 8734				RCFD 8735				RCFD 8736				
a. Contracts held for trading:	RCFD 8737				RCFD 8738				RCFD 8739				RCFD 8740				
(1) Gross positive fair value	163,981				48,876				0				0				15.a.1
	RCFD 8737				RCFD 8738				RCFD 8739				RCFD 8740				
(2) Gross negative fair value	131,370				41,864				0				0				15.a.2
b. Contracts held for purposes other than trading:	RCFD 8741				RCFD 8742				RCFD 8743				RCFD 8744				
(1) Gross positive fair value	372,021				6,006				956				0				15.b.1
	RCFD 8745				RCFD 8746				RCFD 8747				RCFD 8748				
(2) Gross negative fair value	162,236				532				0				0				15.b.2

Schedule RC-M—Memoranda

Dollar Amounts in Thousands		RCFD	Bil	Mil	Thou	
1. Extensions of credit by the reporting bank to its executive officers, directors, principal shareholders, and their related interests as of the report date:						
a.	Aggregate amount of all extensions of credit to all executive officers, directors, principal shareholders, and their related interests	6164			623	1.a
b.	Number of executive officers, directors, and principal shareholders to whom the amount of all extensions of credit by the reporting bank (including extensions of credit to related interests) equals or exceeds the lesser of \$500,000 or 5 percent of total capital as defined for this purpose in agency regulations	6165		0		1.b
2. Intangible assets other than goodwill:						
a.	Mortgage servicing Assets	3164			862,763	2.a
	(1) Estimated fair value of mortgage servicing assets	A590			862,763	2.a.1
b.	Purchased credit card relationships and nonmortgage servicing assets	B026			54,428	2.b
c.	All other identifiable intangible assets	5507			3,034,346	2.c
d.	Total (sum of items 2.a, 2.b, and 2.c) (must equal Schedule RC, item 10.b)	0426			3,951,537	2.d
3. Other real estate owned:						
a.	Direct and indirect investments in real estate ventures	5372			0	3.a
b.	All other real estate owned:	RCFN				
	(1) Construction, land development, and other land in domestic offices	5508			3,646	3.b.1
	(2) Farmland in domestic offices	5509			548	3.b.2
	(3) 1-4 family residential properties in domestic offices	5510			62,179	3.b.3
	(4) Multifamily (5 or more) residential properties in domestic offices	5511			30	3.b.4
	(5) Nonfarm nonresidential properties in domestic offices	5512			1,712	3.b.5
	(6) In foreign offices	5513			0	3.b.6
c.	Total (sum of items 3.a and 3.b) (must equal Schedule RC, item 7)	2150			68,115	3.c
4. Investments in unconsolidated subsidiaries and associated companies:						
a.	Direct and indirect investments in real estate ventures	5374			0	4.a
b.	All other investments in unconsolidated subsidiaries and associated companies	5375			603,732	4.b
c.	Total (sum of items 4.a and 4.b) (must equal Schedule RC, item 8)	2130			603,732	4.c
5. Other borrowed money:						
a.	Federal Home Loan Bank advances:					
	(1) With a remaining maturity of one year or less (1)	2651			3,451,049	5.a.1
	(2) With a remaining maturity of more than one year through three years	B565			1,815	5.a.2
	(3) With a remaining maturity of more than three years	B566			2,726,461	5.a.3
b.	Other borrowings:					
	(1) With a remaining maturity of one year or less	B571			3,819,093	5.b.1
	(2) With a remaining maturity of more than one year through three years	B567			14,654,044	5.b.2
	(3) With a remaining maturity of more than three years	B568			199,887	5.b.3
c.	Total (sum of items 5.a.(1) through 5.b.(3)) (must equal Schedule RC, item 16)	3190			24,852,349	5.c
6. Does the reporting bank sell private label or third party mutual funds and annuities?						
		B569			YES	6
7. Assets under the reporting bank's management in proprietary mutual funds and annuities						
		B570			55,318,035	7
8. Primary Internet Web site address of the bank (home page), if any (example: www.examplebank.com) (TEXT 4087) http://www.usbank.com						
						8
9. Do any of the bank's Internet Web sites have transactional capability, i.e., allow the bank's customers to execute transactions on their accounts through the Web site?						
		4088			YES	9

(1) Includes overnight Federal Home Loan Bank advances.

Schedule RC-N—Past Due and Nonaccrual Loans, Leases, and Other Assets

Dollar Amounts in Thousands	(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		
	RCON	Bil Mil Thou	RCON	Bil Mil Thou	RCON	Bil Mil Thou			
1. Loans secured by real estate:									
a. Construction, land development, and other land loans in domestic offices	2759	62,361	2769	673	3492	41,295	1.a		
b. Secured by farmland in domestic offices	3493	3,636	3494	101	3495	18,620	1.b		
c. Secured by 1-4 family residential properties in domestic offices:									
(1) Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit	5398	43,138	5399	17,421	5400	5,400	1.c.1		
(2) Closed-end loans secured by 1-4 family residential properties:									
(a) Secured by first liens	C236	94,670	C237	71,920	C229	41,040	1.c.2.a		
(b) Secured by junior liens	C238	61,707	C239	25,925	C230	6,122	1.c.2.b		
d. Secured by multifamily (5 or more) residential properties in domestic offices	3499	1,774	3500	65	3501	6,794	1.d		
e. Secured by nonfarm nonresidential properties in domestic offices	3502	48,070	3503	1,740	3504	138,345	1.e		
	RCFN		RCFN		RCFN				
f. In foreign offices	B572	0	B573	0	B574	0	1.f		
2. Loans to depository institutions and acceptances of other banks:									
a. To U.S. banks and other U.S. depository institutions	RCFD		RCFD		RCFD				
	5377	21,230	5378	633	5379	0	2.a		
b. To foreign banks	5380	0	5381	0	5382	0	2.b		
3. Loans to finance agricultural production and other loans to farmers	1594	35,122	1597	341	1583	8,284	3		
4. Commercial and industrial loans:									
a. To U.S. addressees (domicile)	1251	147,960	1252	13,643	1253	393,921	4.a		
b. To non-U.S. addressees (domicile)	1254	562	1255	72	1256	0	4.b		
5. Loans to individuals for household, family, and other personal expenditures:									
a. Credit cards	B575	127,206	B576	103,386	B577	0	5.a		
b. Other (includes single payment, installment, all student loans, and revolving credit plans other than credit cards)	B578	137,149	B579	35,983	B580	6,618	5.b		
6. Loans to foreign governments and official institutions	5389	0	5390	0	5391	0	6		
7. All other loans	5459	24,215	5460	0	5461	13,484	7		
8. Lease financing receivables:									
a. Of U.S. addressees (domicile)	1257	163,436	1258	7,284	1259	111,123	8.a		
b. Of non-U.S. addressees (domicile)	1271	5	1272	68	1791	0	8.b		
9. Debt securities and other assets (exclude other real estate owned and other repossessed assets)	3505	1,554	3506	0	3507	23,524	9		

Schedule RC-N—Continued

Amounts reported in Schedule RC-N, items 1 through 8, above include guaranteed and unguaranteed portions of past due and nonaccrual loans and leases. Report in item 10 below certain guaranteed loans and leases that have already been included in the amounts reported in items 1 through 8.

Dollar Amounts in Thousands	(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		
	RCFD	Bil Mil Thou	RCFD	Bil Mil Thou	RCFD	Bil Mil Thou			
10. Loans and leases reported in items 1 through 8 above which are wholly or partially guaranteed by the U.S. Government	5612	3,042	5613	32	5614	26,204	10		
a. Guaranteed portion of loans and leases included in item 10 above	5615	2,161	5616	28	5617	19,510	10.a		

Memoranda

Dollar Amounts in Thousands	(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		
	RCFD	Bil Mil Thou	RCFD	Bil Mil Thou	RCFD	Bil Mil Thou			
1. Restructured loans and leases included in Schedule RC-N, items 1 through 8, above (and not reported in Schedule RC-C, Part I, Memorandum item 1)	1658	0	1659	0	1661	67,281	M.1		
2. Loans to finance commercial real estate, construction, and land development activities (not secured by real estate) included in Schedule RC-N, items 4 and 7, above	6558	5,917	6559	294	6560	7,810	M.2		
3. Loans secured by real estate to non-U.S. addresses (domicile) (included in Schedule RC-N, item 1, above)	1248	0	1249	0	1250	0	M.3		
4. Not applicable									
5. Loans and leases held for sale (included in Schedule RC-N, items 1 through 8, above)	C240	456	C241	44	C226	0	M.5		

6. Interest rate, foreign exchange rate, and other commodity and equity contracts: Fair value of amounts carried as assets	(Column A) Past due 30 through 89 days			(Column B) Past due 90 days or more		
	RCFD	Bil Mil Thou	RCFD	Bil Mil Thou		
	3529	0	3530	0	M.6	

Schedule RC-O—Other Data for Deposit Insurance and FICO Assessments

		Dollar Amounts in Thousands		RCON	Bil Mil Thou	
1. Unposted debits (see instructions):						
a. Actual amount of all unposted debits _____		0030	0			1.a
<i>OR</i>						
b. Separate amount of unposted debits:						
(1) Actual amount of unposted debits to demand deposits _____		0031	N/A			1.b.1
(2) Actual amount of unposted debits to time and savings deposits (1) _____		0032	N/A			1.b.2
2. Unposted credits (see instructions):						
a. Actual amount of all unposted credits _____		3510	0			2.a
<i>OR</i>						
b. Separate amount of unposted credits:						
(1) Actual amount of unposted credits to demand deposits _____		3512	N/A			2.b.1
(2) Actual amount of unposted credits to time and savings deposits (1) _____		3514	N/A			2.b.2
3. Uninvested trust funds (cash) held in bank's own trust department (not included in total deposits in domestic offices) _____						
		3520	0			3
4. Deposits of consolidated subsidiaries in domestic offices and in insured branches in Puerto Rico and U.S. territories and possessions (not included in total deposits) :						
a. Demand deposits of consolidated subsidiaries _____		2211	630,177			4.a
b. Time and savings deposits (1) of consolidated subsidiaries _____		2351	0			4.b
c. Interest accrued and unpaid on deposits of consolidated subsidiaries _____		5514	0			4.c
5. Deposits in insured branches in Puerto Rico and U.S. territories and possessions:						
a. Demand deposits in insured branches (included in Schedule RC-E, Part II) _____		2229	0			5.a
b. Time and saving deposits (1) in insured branches (included in Schedule RC-E, Part II) _____		2383	0			5.b
c. Interest accrued and unpaid on deposits in insured branches (included in Schedule RC-G, item 1.b) _____		5515	0			5.c
6. Reserve balances actually passed through to the Federal Reserve by the reporting bank on behalf of its respondent depository institutions that are also reflected as deposit liabilities of the reporting bank:						
a. Amount reflected in demand deposits (included in Schedule RC-E, Part I, Item 7 column B) _____		2314	0			6.a
b. Amount reflected in time and savings deposits (1) (included in Schedule RC-E, Part I, Item 7, column A or C, but not column B) _____		2315	0			6.b
7. Unamortized premiums and discounts on time and savings deposits: (1,2)						
a. Unamortized premiums _____		5516	8,740			7.a
b. Unamortized discounts _____		5517	0			7.b
8. To be completed by banks with " Oakar deposits " .						
a. Deposits purchased or acquired from other FDIC-insured institutions during the quarter (exclude deposits purchased or acquired from foreign offices other than insured branches in Puerto Rico and U.S. territories and possessions):						
(1) Total deposits purchased or acquired from other FDIC-insured institutions during the quarter _____		A531	0			8.a.1
(2) Amount of purchased or acquired deposits reported in item 8.a.(1) above attributable to a secondary fund (i.e., BIF members report deposits attributable to SAIF; SAIF members report deposits attributable to BIF) _____		A532	0			8.a.2
b. Total deposits sold or transferred to other FDIC-insured institutions during the quarter (exclude sales or transfers by the reporting bank of deposits in foreign offices other than insured branches in Puerto Rico and U.S. territories and possessions) _____		A533	0			8.b

(1) For FDIC and FICO insurance assessment purposes, "time and savings deposits" consists of nontransaction accounts and all transaction accounts other than demand deposits.

(2) Exclude core deposit intangibles.

Schedule RC-O—Continued

	Dollar Amounts in Thousands	RCON	Bil Mil Thou	
9. Deposits in lifeline accounts		5596		9
10. Benefit-responsive "Depository Institution Investment Contracts" (included in total deposits in domestic offices)		8432	0	10
11. Adjustments to demand deposits in domestic offices and in insured branches in Puerto Rico and U.S. territories and possessions reported in Schedule RC-E for certain reciprocal demand balances :				
a. Amount by which demand deposits would be reduced if the reporting bank's reciprocal demand balances with the domestic offices of U.S. banks and savings associations and insured branches in Puerto Rico and U.S. territories and possessions that were reported on a gross basis in Schedule RC-E had been reported on a net basis		8785	0	11.a
b. Amount by which demand deposits would be increased if the reporting bank's reciprocal demand balances with foreign banks and foreign offices of other U.S. banks (other than insured branches in Puerto Rico and U.S. territories and possessions) that were reported on a net basis in Schedule RC-E had been reported on a gross basis		A181	0	11.b
c. Amount by which demand deposits would be reduced if cash items in process of collection were included in the calculation of the reporting bank's net reciprocal demand balances with the domestic offices of U.S. banks and savings associations and insured branches in Puerto Rico and U.S. territories and possessions in Schedule RC-E		A182	0	11.c
12. Amount of assets netted against deposit liabilities in domestic offices and in insured branches in Puerto Rico and U.S. territories and possessions on the balance sheet (Schedule RC) in accordance with generally accepted accounting principles (exclude amounts related to reciprocal demand balances):				
a. Amount of assets netted against demand deposits		A527	0	12.a
b. Amount of assets netted against time and savings deposits		A528	0	12.b

Memoranda (to be completed each quarter except as noted)

	Dollar Amounts in Thousands	RCON	Bil Mil Thou	
1. Total deposits in domestic offices of the bank and in insured branches in Puerto Rico and U.S. territories and possessions (sum of Memorandum items 1.a.(1) and 1.b.(1) must equal the sum of Schedule RC, item 13.a, and Schedule RC-O, items 5.a and 5.b):				
a. Deposit accounts of \$100,000 or less:				
(1) Amount of deposit accounts of \$100,000 or less		2702	51,858,215	M.1.a 1
(2) Number of deposit accounts of \$100,000 or less	Number			
(to be completed for the June report only)	3779	8,687,944		M.1.a 2
b. Deposit accounts of more than \$100,000:				
(1) Amount of deposit accounts of more than \$100,000		2710	60,390,277	M.1.b 1
(2) Number of deposit accounts of more than \$100,000	Number			
	2722	125,812		M.1.b 2
2. Memorandum item 2 is to be completed by all banks.				
Estimated amount of uninsured deposits in domestic offices of the bank and in insured branches in Puerto Rico and U.S. territories and possessions (see instructions)		5597	47,763,908	M.2
3. Has the reporting institution been consolidated with a parent bank or savings association in that parent bank's or parent savings association's Call Report or Thrift Financial Report ?				
If so, report the legal title and FDIC Certificate Number of the parent bank or parent savings association:				
Text		RCON	FDIC Cert No.	
A545 N/A		A545	N/A	M.3

(1) The dollar amounts used as the basis for reporting in Memoranda items 1.a and 1.b reflect the deposit insurance limits in effect on the report date.

Schedule RC-R—Regulatory Capital

	Dollar Amounts in Thousands		RCFD	Bil Mil Thou	
Tier 1 capital					
1. Total equity capital (from Schedule RC, item 28)			3210	18,808,006	1
2. LESS: Net unrealized gains (losses) on available-for-sale securities (1) (if a gain, report as a positive value; if a loss, report as a negative value)			8434	(674,590)	2
3. LESS: Net unrealized loss on available-for-sale EQUITY securities (1) (report loss as a positive value)			A221	2	3
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	82,182	4
5. LESS: Nonqualifying perpetual preferred stock			B588	0	5
6. Qualifying minority interests in consolidated subsidiaries			B589	1,009,877	6
7. LESS: Disallowed goodwill and other disallowed intangible assets			B590	9,049,592	7
8. Subtotal (sum of items 1 and 6, less items 2, 3, 4, 5, and 7)			C227	11,360,697	8
9.a. LESS: Disallowed servicing assets and purchased credit card relationships			B591	85,370	9.a
b. LESS: Disallowed deferred tax assets			5610	0	9.b
10. Other additions to (deductions from) Tier 1 capital			B592	(1,383)	10
11. Tier 1 capital (sum of items 8 and 10, less items 9.a and 9.b)			8274	11,273,944	11

Tier 2 Capital

12. Qualifying subordinated debt and redeemable preferred stock			5306	4,605,357	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	2,020,113	14
15. Unrealized gains on available-for-sale equity securities includible in Tier 2 capital			2221	0	15
16. Other Tier 2 capital components			B594	0	16
17. Tier 2 capital (sum of items 12 through 16)			5311	6,625,470	17
18. Allowable Tier 2 capital (lesser of item 11 or 17)			8275	6,625,470	18
19. Tier 3 capital allocated for market risk			1395	0	19
20. LESS: Deductions for total risk-based capital			B595	0	20
21. Total risk-based capital (sum of items 11, 18, and 19, less item 20)			3792	17,899,414	21

Total assets for leverage ratio

22. Average total assets (from Schedule RC-K, item 9)			3368	174,922,414	22
23. LESS: Disallowed goodwill and other disallowed intangible assets (from item 7 above)			B590	9,049,592	23
24. LESS: Disallowed servicing assets and purchased credit card relationships (from item 9.a above)			B591	85,370	24
25. LESS: Disallowed deferred tax assets (from item 9.b above)			5610	0	25
26. LESS: Other deductions from assets for leverage capital purposes			B596	162,645	26
27. Average total assets for leverage capital purposes (item 22 less items 23 through 26)			A224	165,624,807	27

Adjustments for financial subsidiaries

28.a. Adjustment to Tier 1 capital reported in item 11			C228	0	28.a
b. Adjustment to total risk-based capital reported in item 21			B503	0	28.b
29. Adjustment to risk-weighted assets reported in item 62			B504	0	29
30. Adjustment to average total assets reported in item 27			B505	0	30

Capital Ratios

(Column B is to be completed by all banks. Column A is to be completed by banks with financial subsidiaries)

	RCFD	(Column A) Percentage	RCFD	(Column B) Percentage	
31. Tier 1 leverage ratio (2)	7273	N/A	7204	6.81%	31
32. Tier 1 risk-based capital ratio (3)	7274	N/A	7206	6.98%	32
33. Total risk-based capital ratio (4)	7275	N/A	7205	11.09%	33

(1) Report amount included in Schedule RC, item 26.b, "Accumulated other comprehensive income."

(2) The ratio for column B is item 11 divided by item 27. The ratio for column A is item 11 minus item 28.a divided by (item 27 minus item 30).

(3) The ratio for column B is item 11 divided by item 62. The ratio for column A is item 11 minus item 28.a divided by (item 62 minus item 29).

(4) The ratio for column B is item 21 divided by item 62. The ratio for column A is item 21 minus item 28.b divided by (item 62 minus item 29).

Schedule RC-R—Continued

Banks 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 rate. When completing items 34 through 54 of Schedule RC-R, each bank should decide for itself how detailed a risk-weight analysis it wishes to perform. In other words, a bank 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, or it can simply risk-weight some or all of these items at a 100 percent risk weight (50 percent for derivatives).

	Dollar Amounts in Thousands					
	(Column A)	(Column B)	(Column C)	(Column D)	(Column E)	(Column F)
	Totals (from Schedule RC)	Items Not Subject to Risk-Weighting	Allocation by Risk Weight Category			
Bill Mil Thou	Bill Mil Thou	0%	20%	50%	100%	
Bill Mil Thou	Bill Mil Thou	Bill Mil Thou	Bill Mil Thou	Bill Mil Thou	Bill Mil Thou	Bill Mil Thou
Balance Sheet Asset Categories						
34. Cash and balances due from depository institutions (Column A equals the sum of Schedule RC, items 1.a and 1.b)	RCFD 0010 7,475,658		RCFD B600 1,686,829	RCFD B601 5,788,829		RCFD B602 0
35. Held-to-maturity securities	RCFD 1754 124,765	RCFD B603 0	RCFD B604 0	RCFD B605 112,544	RCFD B606 12,221	RCFD B607 0
36. Available-for-sale securities	RCFD 1773 39,809,857	RCFD B608 (1,118,644)	RCFD B609 2,395,534	RCFD B610 37,711,913	RCFD B611 35,061	RCFD B612 785,993
37. Federal funds sold and securities purchased under agreements to resell	RCFD C225 2,663,649		RCFD C063 0	RCFD C064 2,663,649		RCFD B520 0
38. Loans and leases held for sale	RCFD 5369 1,378,123	RCFD B617 0	RCFD B618 0	RCFD B619 0	RCFD B620 1,378,123	RCFD B621 0
39. Loans and leases, net of unearned income	RCFD B528 119,722,918	RCFD B622 0	RCFD B623 843,681	RCFD B624 4,708,107	RCFD B625 11,276,470	RCFD B626 102,894,660
40. LESS: Allowance for loan and lease losses	RCFD 3123 2,087,461	RCFD 3123 2,087,461				
41. Trading assets	RCFD 3545 162,099	RCFD B627 162,099	RCFD B628 0	RCFD B629 0	RCFD B630 0	RCFD B631 0
42. All other assets (1)	RCFD B639 20,487,021	RCFD B640 9,722,357	RCFD B641 740,946	RCFD B642 2,020,672	RCFD B643 14,930	RCFD 5339 7,988,116
43. Total assets (sum of items 34 through 42)	RCFD 2170 189,736,629	RCFD B644 6,678,351	RCFD 5320 5,666,990	RCFD 5327 53,005,714	RCFD 5334 12,716,805	RCFD 5340 111,668,769

(1) 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 RC-R--Continued

	(Column A) Face Value or Notional Amount	Credit Conversion Factor	(Column B) Credit Equivalent Amount (1)	(Column C)			(Column D)			(Column E)			(Column F)
				0%	20%	50%	100%	Allocation by Risk Weight Category					
	Bill Mil Thou		Bill Mil Thou	Bill Mil Thou	Bill Mil Thou	Bill Mil Thou	Bill Mil Thou	Bill Mil Thou	Bill Mil Thou	Bill Mil Thou	Bill Mil Thou	RCFD B543	
Dollar Amounts in Thousands													
Derivatives and Off-Balance Sheet Items	RCFD B546		RCFD B547	RCFD B581	RCFD B582	RCFD B583							
44. Financial standby letters of credit	10,991,398	1.000	10,991,398	1,313,230	0	0	0	0	0	0	0	9,678,168	
45. Performance standby letters of credit	RCFD 3821	.50	RCFD B650	RCFD B652	RCFD B653	RCFD B654						RCFD B654	
	361,332		180,666	19,702	0	0	0	0	0	0	0	160,964	
46. Commercial and similar letters of credit	RCFD 3411	.20	RCFD B655	RCFD B657	RCFD B658	RCFD B659						RCFD B659	
	469,160		93,832	5,901	0	0	0	0	0	0	0	87,931	
47. Risk participations in bankers acceptances acquired by the reporting institution	RCFD 3429	1.00	RCFD B660	RCFD B662								RCFD B663	
	1,760		1,760	0	0	0	0	0	0	0	0	1,760	
48. Securities lent	RCFD 3433	1.00	RCFD B664	RCFD B666	RCFD B667	RCFD B668						RCFD B668	
	12,876,266		12,876,266	0	0	0	0	0	0	0	0	0	
49. Retained recourse on small business obligations sold with recourse	RCFD A250	1.00	RCFD B669	RCFD B671	RCFD B672	RCFD B673						RCFD B673	
	1,954		1,954	0	0	0	0	0	0	0	0	1,954	
50. Recourse and direct credit substitutes (other than financial standby letters of credit) subject to the low-level exposure rule and residual interests subject to a dollar-for-dollar capital requirement	RCFD B541	* Below	RCFD B542									RCFD B543	
	38,181	12.500	477,263									477,263	
51. All other financial assets sold with recourse	RCFD B675	1.00	RCFD B676	RCFD B678	RCFD B679	RCFD B680						RCFD B680	
	2,096,800		2,096,800	0	0	0	0	0	0	0	0	320,534	
52. All other off-balance sheet liabilities	RCFD B681	1.00	RCFD B682	RCFD B684	RCFD B685	RCFD B686						RCFD B686	
	20,504		20,504	0	0	0	0	0	0	0	0	14,996	
53. Unused commitments with an original maturity exceeding one year	RCFD 3833	.50	RCFD B687	RCFD B689	RCFD B690	RCFD B691						RCFD B691	
	42,680,559		21,340,280	553,425	28,590	20,758,265						20,758,265	
54. Derivative contracts			RCFD A167	RCFD B694	RCFD B695								
			726,338	80,390	425,818	220,130							

(1) 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 of 1.00. See instructions for further information.
 (3) Or institution specific factor. (Entering an 'M' allows for data entry in Column B.)

Schedule RC-R—Continued

	Dollar Amounts in Thousands			Allocation by Risk Weight Category		
	(Column C) Bill Mil Thou	(Column D) Bill Mil Thou	(Column E) Bill Mil Thou	(Column F) Bill Mil Thou	(Column G) Bill Mil Thou	(Column H) Bill Mil Thou
Totals						
55. Total assets, derivatives, and off-balance sheet items by risk weight category (for each column, sum of items 43 through 54)	18,623,646	55,323,790	14,747,299	143,170,604		
56. Risk weight factor	* 0%	* 20%	* 50%	* 100%		
57. Risk-weighted assets by risk weight category (for each column, item 55 multiplied by item 56)	0	11,064,758	7,373,650	143,170,604		
58. Market risk equivalent assets						0
59. Risk-weighted assets before deductions for excess allowance for loan and lease losses and allocated transfer risk reserve (sum of item 57, columns C through F, and item 58)						161,609,012
60. LESS: Excess allowance for loan and lease losses						188,898
61. LESS: Allocated transfer risk reserve						0
62. Total risk-weighted assets (item 59 minus items 60 and 61)						161,420,114

Memoranda

1. Current credit exposure across all derivative contracts covered by the risk-based capital standards	RCFD	Bill Mil Thou
	8764	403,001

	With a remaining maturity of					
	(Column A) One year or less	(Column B) Over one year through five years	(Column C) Over five years			
	RCFD	Tril Bill Mil Thou	RCFD	Tril Bill Mil Thou	RCFD	Tril Bill Mil Thou
2. Notional principal amounts of derivative contracts: (1)						
a. Interest rate contracts	3809	8,635,060	8766	23,911,223	8767	6,265,250
b. Foreign exchange contracts	3812	1,803,216	8769	2,278,206	8770	0
c. Gold contracts	8771	0	8772	0	8773	0
d. Other precious metals contracts	8774	0	8775	0	8776	0
e. Other commodity contracts	8777	0	8778	0	8779	0
f. Equity derivative contracts	A000	0	A001	0	A002	35,648

(1) Exclude foreign exchange contracts with an original maturity of 14 days or less and all futures contracts.

Schedule RC-S—Servicing, Securitization and Asset Sale Activities

Dollar Amounts in Thousands		(Column A) 1-4 Family Residential Loans	(Column B) Home Equity Lines	(Column C) Credit Card Receivables	(Column D) Auto Loans	(Column E) Other Consumer Loans	(Column F) Commercial and Industrial Loans	(Column G) All Other Loans and All Leases
		Bill Mil Thou	Bill Mil Thou	Bill Mil Thou	Bill Mil Thou	Bill Mil Thou	Bill Mil Thou	Bill Mil Thou
1	Outstanding principal balance of assets sold and securitized by the reporting bank with servicing retained or with recourse or other seller-provided credit enhancements	RCFD B705	RCFD B706	RCFD B707	RCFD B708	RCFD B709	RCFD B710	RCFD B711
		0	0	0	0	0	428,007	0
2.a	Maximum amount of credit exposure arising from recourse or other seller-provided credit enhancements provided to structurers reported in item 1 in the form of:	RCFD B712	RCFD B713	RCFD B714	RCFD B715	RCFD B716	RCFD B717	RCFD B718
		0	0	0	0	0	38,618	0
		RCFD C393	RCFD C394	RCFD C395	RCFD C396	RCFD C397	RCFD C398	RCFD C399
		0	0	0	0	0	99,446	0
2.b	Subordinated securities and other residual interests	RCFD C400	RCFD C401	RCFD C402	RCFD C403	RCFD C404	RCFD C405	RCFD C406
		0	0	0	0	0	0	0
2.c	Standby letters of credit and other enhancements	RCFD B726	RCFD B727	RCFD B728	RCFD B729	RCFD B730	RCFD B731	RCFD B732
		0	0	0	0	0	0	0
3	Reporting bank's unused commitments to provide liquidity to structures reported in item 1	RCFD B733	RCFD B734	RCFD B735	RCFD B736	RCFD B737	RCFD B738	RCFD B739
		0	0	0	0	0	9,234	0
4.a	Past due loan amounts included in item 1:	RCFD B740	RCFD B741	RCFD B742	RCFD B743	RCFD B744	RCFD B745	RCFD B746
		0	0	0	0	0	4,562	0
4.b	30-89 days past due	RCFD B740	RCFD B741	RCFD B742	RCFD B743	RCFD B744	RCFD B745	RCFD B746
		0	0	0	0	0	4,562	0
5.a	90 days or more past due	RIAD B747	RIAD B748	RIAD B749	RIAD B750	RIAD B751	RIAD B752	RIAD B753
		0	0	0	0	0	18,088	0
5.b	Charge-offs and recoveries on assets sold and securitized with servicing retained or with recourse or other seller-provided credit enhancements (calendar year-to-date):	RIAD B754	RIAD B755	RIAD B756	RIAD B757	RIAD B758	RIAD B759	RIAD B760
		0	0	0	0	0	1,727	0
	Recoveries	RIAD B754	RIAD B755	RIAD B756	RIAD B757	RIAD B758	RIAD B759	RIAD B760
		0	0	0	0	0	1,727	0

Schedule RC-S—Continued

	Dollar Amounts in Thousands						
	(Column A) 1-4 Family Residential Loans	(Column B) Home Equity Lines	(Column C) Credit Card Receivables	(Column D) Auto Loans	(Column E) Other Consumer Loans	(Column F) Commercial and Industrial Loans	(Column G) All Other Loans and All Leases
	Bill Mil Thou	Bill Mil Thou	Bill Mil Thou	Bill Mil Thou	Bill Mil Thou	Bill Mil Thou	Bill Mil Thou
6. Amount of ownership (or seller's) interest carried as:							
a. Securities (included in RC-B or RC, item 5)		RCFD B761 0	RCFD B762 0			RCFD B763 0	
b. Loans (included in Schedule RC-C)		RCFD B500 0	RCFD B501 0			RCFD B502 10,975	
7. Past due loan amounts included in interests reported in item 6.a:		RCFD B764 0	RCFD B765 0			RCFD B766 0	
a. 30-89 days past due		RCFD B767 0	RCFD B768 0			RCFD B769 0	
b. 90 days or more past due							
8. Charge-offs and recoveries on loan amounts included in interests reported in item 6.a (calendar year-to-date):							
a. Charge-offs		RIAD B770 0	RIAD B771 0			RIAD B772 0	
b. Recoveries		RIAD B773 0	RIAD B774 0			RIAD B775 0	
9. Maximum amount of credit exposure arising from credit enhancements provided by the reporting bank to other institutions' securitization structures in the form of standby letters of credit, purchased subordinated securities, and other enhancements	RCFD B776 0	RCFD B777 0	RCFD B778 0	RCFD B779 0	RCFD B780 0	RCFD B781 0	RCFD B782 0
10. Reporting bank's unused commitments to provide liquidity to other institutions' securitization structures	RCFD B783 0	RCFD B784 0	RCFD B785 0	RCFD B786 0	RCFD B787 0	RCFD B788 0	RCFD B789 0

6.a

6.b

7.a

7.b

8.a

8.b

9

10

Schedule RC-S—Continued

Dollar Amounts in Thousands		(Column A) 1-4 Family Residential Loans Bil Mil Thou	(Column B) Home Equity Lines Bil Mil Thou	(Column C) Credit Card Receivables Bil Mil Thou	(Column D) Auto Loans Bil Mil Thou	(Column E) Other Consumer Loans Bil Mil Thou	(Column F) Commercial and Industrial Loans Bil Mil Thou	(Column G) All Other Loans and All Leases Bil Mil Thou
Bank Asset Sales	11. Assets sold with recourse or other seller-provided credit enhancements and not securitized by the reporting bank	RCFD B790	RCFD B791	RCFD B792	RCFD B793	RCFD B794	RCFD B795	RCFD B796
		1,776,266	0	0	0	0	0	0
12. Maximum amount of credit exposure arising from recourse or other seller-provided credit enhancements provided to assets reported in item 11		RCFD B797	RCFD B798	RCFD B799	RCFD B800	RCFD B801	RCFD B802	RCFD B803
		1,776,266	0	0	0	0	0	0

11

12

Memoranda

	Dollar Amounts in Thousands	
	RCFD	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	366,125
b. Amount of retained recourse on these obligations as of the report date	A250	1,954
2. Outstanding principal balance of assets serviced for others:		
a. 1-4 family residential mortgages serviced with recourse or other servicer-provided credit enhancements	B804	1,776,266
b. 1-4 family residential mortgages serviced with no recourse or other servicer-provided credit enhancements	B805	56,898,842
c. Other financial assets (1)	A591	0
3. Asset-backed commercial paper conduits:		
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:		
(1) Conduits sponsored by the bank, a bank affiliate, or the bank's holding company	B806	34,212
(2) Conduits sponsored by other unrelated institutions	B807	0
b. Unused commitments to provide liquidity to conduit structures:		
(1) Conduits sponsored by the bank, a bank affiliate, or the bank's holding company	B808	6,527,786
(2) Conduits sponsored by other unrelated institutions	B809	0
4. Outstanding credit card fees and finance charges included in Schedule RC-S, item 1, column C (2)	C407	0

M.1.a
M.1.b
M.2.a
M.2.b
M.2.c

M.3.a.1
M.3.a.2

M.3.b.1
M.3.b.2
M.4

(1) Memorandum item 2.c is to be completed if the principal balance of other financial assets serviced for others is more than \$10 million.
(2) Memorandum item 4 is to be completed by banks that (1) 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) are credit card specialty banks as defined for Uniform Bank Performance Report purposes.

Optional Narrative Statement Concerning the Amounts Reported in the Reports of Condition and Income

The management of the reporting bank may, if it wishes, submit a brief narrative statement on the amounts reported in the Reports of Condition and Income. This optional statement will be made available to the public, along with the publicly available data in the Reports of Condition and Income, in response to any request for individual bank report data. However, the information reported in Schedule RC-T, items 12 through 23 and Memorandum item 4, is regarded as confidential and will not be released to the public. **BANKS CHOOSING TO SUBMIT THE NARRATIVE STATEMENT SHOULD ENSURE THAT THE STATEMENT DOES NOT CONTAIN THE NAMES OR OTHER IDENTIFICATIONS OF INDIVIDUAL BANK CUSTOMERS, REFERENCES TO THE AMOUNTS REPORTED IN THE CONFIDENTIAL ITEMS IN SCHEDULE RC-T, OR ANY OTHER INFORMATION THAT THEY ARE NOT WILLING TO HAVE MADE PUBLIC OR THAT WOULD COMPROMISE THE PRIVACY OF THEIR CUSTOMERS.** Banks choosing not to make a statement may check the "No comment" box below and should make no entries of any kind in the space provided for the narrative statement; I.e., DO NOT enter in this space such phrases as "No statement," "Not applicable," "N/A," "No comment," and "None."

The optional statement must be entered on this sheet. The statement should not exceed 100 words. Further, regardless of the number of words, the statement must not exceed 750 characters, including punctuation, indentation, and standard spacing between words and sentences. If any submission should exceed 750 characters, as defined, it will be truncated at 750 characters with no notice to the submitting bank and the truncated statement will

appear as the bank's statement both on agency computerized records and in computer-file releases to the public.

All information furnished by the bank in the narrative statement must be accurate and not misleading. Appropriate efforts shall be taken by the submitting bank to ensure the statement's accuracy. The statement must be signed, in the space provided below, by a senior officer of the bank who thereby attests to its accuracy.

If, subsequent to the original submission, material changes are submitted for the data reported in the Reports of Condition and Income, the existing narrative statement will be deleted from the files, and from disclosure; the bank, at its option, may replace it with a statement, under signature, appropriate to the amended data.

The optional narrative statement will appear in agency records and in release to the public exactly as submitted (or amended as described in the preceding paragraph) by the management of the bank (except for the truncation of the statements exceeding the 750-character limit described above.) **THE STATEMENT WILL NOT BE EDITED OR SCREENED IN ANY WAY BY THE SUPERVISORY AGENCIES FOR ACCURACY OR RELEVANCE. DISCLOSURE OF THE STATEMENT SHALL NOT SIGNIFY THAT ANY FEDERAL SUPERVISORY AGENCY HAS VERIFIED OR CONFIRMED THE ACCURACY OF THE INFORMATION CONTAINED THEREIN. A STATEMENT TO THIS EFFECT WILL APPEAR ON ANY PUBLIC RELEASE OF THE OPTIONAL STATEMENT SUBMITTED BY THE MANAGEMENT OF THE REPORTING BANK.**

X = NO COMMENT Y = COMMENT Y (RCN 6979)

BANK MANAGEMENT STATEMENT (please type or print clearly):

TEXT

6980	In accordance with a ruling by the Office of the Comptroller of the
	Currency, the bank is not required to deduct its investment in:
	U.S.Bank Trust N.A. South Dakota, and U.S.Bank Trust N.A. Delaware
	Consolidated Trust Subsidiaries, from Total Capital.
	Total Capital as disclosed on schedule RC-R is in conformance with
	this treatment.

NAME AND ADDRESS OF BANK

**U.S. Bank National Association
125 Walnut Street
Cincinnati, OH 45202**

OMB No. For OCC: 1557-0081
OMB No. For FDIC: 3064-0052
OMB No. For Federal Reserve: 7100-0036
Expiration Date: 3/31/2007

SPECIAL REPORT
(Dollar Amounts in Thousands)

CLOSE OF BUSINESS DATE

06/30/2004

FDIC Certificate Number

06548

LOANS TO EXECUTIVE OFFICERS (Complete as of each Call Report Date)

The following information is required by Public Laws 90-44 and 102-242, but does not constitute a part of the Report of Condition. With each Report of Condition, these Laws require all banks to furnish a report of all loans or other extensions of credit to their executive officers made since the date of the previous Report of Condition. Data regarding individual loans or other extensions of credit are not required. If no such loans or other extensions of credit were made during the period, insert "none" against subitem (a). (Excluded the first \$15,000 of indebtedness of each executive officer under bank credit card plan.)

See Sections 215.2 and 215.3 of Title 12 of the Code of Federal Regulations (Federal Reserve Board Regulation O) for the definitions of "executive officer" and "extension of credit," respectively. Exclude loans and other extensions of credit to directors and principal shareholders who are not executive officers.

a. Number of loans made to executive officers since the previous Call Report date	RCFD				
	3561			3	a
b. Total dollar amount of above loans (in thousands of dollars)	3562			45	b
c. Range of interest charged on above loans (example: 9-3/4% = 9.75)	RCFD	From	RCFD	To	
	7701	4.00%	7702	19.00%	c

SIGNATURE AND TITLE OF OFFICER AUTHORIZED TO SIGN REPORT

Maggie Smiley, Regulatory Reporting Manager

DATE (Month, Day, Year)

7/30/04

