

Federal Financial Institutions Examination Council

Please refer to page i,

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

Consolidated Reports of Condition and Income for A Bank With Domestic Offices Only—FFIEC 041

Report at the close of Business March 31, 2008

(20080331)

(RCON 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 domestic offices only. Banks with foreign offices (as defined in the instructions) must file FFIEC 031.

NOTE: Each bank's board of directors and senior management are responsible for establishing and maintaining an effective system of internal control, including controls over the Reports of Condition and Income. The Reports of Condition and Income are to be prepared in accordance with Federal regulatory authority instructions. The Reports of Condition and Income must be signed by the Chief Financial Officer (CFO) of the reporting bank (or by the individual performing an equivalent function) and attested to by not less than two directors (trustees) for State nonmember banks and three directors for State member and National banks.

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

I, the undersigned CFO (or equivalent) of the named bank, attest 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 and correct to the best of my knowledge and belief.

Director (Trustee)

Director (Trustee)

Director (Trustee)

Signature of Chief Financial Officer (or Equivalent)

April 30, 2008

Date of Signature

Submission of Reports

Each bank must file its Reports of Condition and Income (Call Report) data by either:

- Using computer software to prepare its Call Report and then submitting the report data directly to the FFIEC's Central Data Repository (CDR), an Internet-based system for data collection (<https://cdr.ffiec.gov/cdr/>), or
- Completing its Call Report in paper form and arranging with a software vendor or another party to convert the data into the electronic format that can be processed by the CDR. The software vendor or other party then must electronically submit the bank's data file to the CDR.

To fulfill the signature and attestation requirement for the Reports of Condition and Income for this report date, attach your bank's completed signature page (or a photocopy or a computer-generated version of this page) to the hard-copy record of the data file submitted to the CDR that your bank must place in its files.

The appearance of your bank's hard-copy record of the submitted data file need not match exactly the appearance of the FFIEC's sample report forms, but should show at least the caption of each Call Report item and the reported amount.

For technical assistance with submissions to the CDR, please contact the CDR Help Desk by telephone at (888) CDR-3111, by fax at (301) 495-7864, or by e-mail at CDR.Help@ffiec.gov.

U.S. Bank National Association ND

Legal Title of Bank (RSSD 9017)

Fargo

City (RSSD 9130)

ND

State Abbrev. (RSSD 9200)

58103

Zip Code (RSSD 9220)

FDIC Certificate Number

34590

(RSSD 9050)

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

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The estimated average burden associated with this information collection is 40.0 hours per respondent and is estimated to vary from 16 to 635 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:		Schedule RC-N - Past Due and Nonaccrual Loans, Leases, and Other Assets _____	RC-22, 23, 24, 25
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Fargo

City

ND **58103**

State Zip Code

FDIC Certificate Number: 34590

Consolidated Report of Income for the period January 1, 2008 – March 31, 2008

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) Loans secured by real estate:			
(a) Loans secured by 1-4 family residential properties	4435	22,812	1.a.1.a
(b) All other loans secured by real estate	4436	23	1.a.1.b
(2) Commercial and industrial loans	4012	16,012	1.a.2
(3) Loans to individuals for household, family, and other personal expenditures:			
(a) Credit cards	B485	14,599	1.a.3.a
(b) Other (includes single payment, installment, all student loans, and revolving credit plans other than credit cards)	B486	12,473	1.a.3.b
(4) Loans to foreign governments and official institutions	4056	0	1.a.4
(5) All other loans (1)	4058	0	1.a.5
(6) Total interest and fee income on loans (sum of items 1.a.(1)(a) through 1.a.(5))	4010	65,919	1.a.6
b. Income from lease financing receivables	4065	0	1.b
c. Interest income on balances due from depository institutions (2)	4115	0	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	0	1.d.1
(2) Mortgage-backed securities	B489	0	1.d.2
(3) All other securities (includes securities issued by states and political subdivisions in the U.S.)	4060	0	1.d.3
e. Interest income from trading assets	4069	0	1.e
f. Interest income on federal funds sold and securities purchased under agreements to resell	4020	0	1.f
g. Other interest income	4518	264	1.g
h. Total interest income (sum of items 1.a.(6) through 1.g)	4107	66,183	1.h
2. Interest expense:			
a. Interest on deposits:			
(1) Transaction accounts (NOW accounts, ATS accounts, and telephone and preauthorized transfer accounts)	4508	0	2.a.1
(2) Nontransaction accounts:			
(a) Savings deposits (includes MMDAs)	0093	0	2.a.2.a
(b) Time deposits of \$100,000 or more	A517	683	2.a.2.b
(c) Time deposits of less than \$100,000	A518	13	2.a.2.c
b. Expense of federal funds purchased and securities sold under agreements to repurchase	4180	28,938	2.b
c. Interest on trading liabilities and other borrowed money	4185	1,038	2.c

(1) Includes interest and fee income on "Loans to depository institutions and acceptances of other banks," "Loans to finance agricultural production and other loans to farmers," "Obligations (other than securities and leases) of states and political subdivisions in the U.S.," and "Other loans."

(2) Includes interest income on time certificates of deposit 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	1,285	2.d	
e. Total interest expense (sum of items 2.a through 2.d)	4073	31,957	2.e	
3. Net interest income (item 1.h minus 2.e)			4074	34,226
4. Provision for loan and lease losses			4230	29,848
5. Noninterest income:				
a. Income from fiduciary activities (1)	4070	0	5.a	
b. Service charges on deposit accounts	4080	0	5.b	
c. Trading revenue (2)	A220	0	5.c	
d. (1) Fees and commissions from securities brokerage	C886	0	5.d.1	
(2) Investment banking, advisory, and underwriting fees and commissions	C888	0	5.d.2	
(3) Fees and commissions from annuity sales	C887	0	5.d.3	
(4) Underwriting income from insurance and reinsurance activities	C386	0	5.d.4	
(5) Income from other insurance activities	C387	0	5.d.5	
e. Venture capital revenue	B491	0	5.e	
f. Net servicing fees	B492	0	5.f	
g. Net securitization income	B493	0	5.g	
h. Not applicable				
i. Net gains (losses) on sales of loans and leases	5416	(260)	5.i	
j. Net gains (losses) on sales of other real estate owned	5415	(5,312)	5.j	
k. Net gains (losses) on sales of other assets (excluding securities)	B496	0	5.k	
l. Other noninterest income*	B497	89,822	5.l	
m. Total noninterest income (sum of items 5.a through 5.l)			4079	84,250
6. a. Realized gains (losses) on held-to-maturity securities			3521	0
b. Realized gains (losses) on available-for-sale securities			3196	0
7. Noninterest expense:				
a. Salaries and employee benefits	4135	10,416	7.a	
b. Expenses of premises and fixed assets (net of rental income) (excluding salaries and employee benefits and mortgage interest)	4217	898	7.b	
c. (1) Goodwill impairment losses	C216	0	7.c.1	
(2) Amortization expense and impairment losses for other intangible assets	C232	532	7.c.2	
d. Other noninterest expense*	4092	25,845	7.d	
e. Total noninterest expense (sum of items 7.a through 7.d)			4093	37,691
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	50,937
9. Applicable income taxes (on item 8)			4302	17,841
10. Income (loss) before extraordinary items and other adjustments (item 8 minus item 9)			4300	33,096
11. Extraordinary items and other adjustments, net of income taxes*			4320	0
12. Net income (loss) (sum of items 10 and 11)			4340	33,096

* 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.e.

Schedule RI—Continued

Memoranda	Year-to-date		
	RIAD	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	4513	0	M.1
2. Income from the sale and servicing of mutual funds and annuities (included in Schedule RI, item 8)	8431	0	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	0	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	0	M.4
5. Number of full-time equivalent employees at end of current period (round to nearest whole number)	4150	1,005	M.5
<i>Memorandum item 6 is to be completed by: (1)</i> <ul style="list-style-type: none"> • banks with \$300 million or more in total assets, and • banks with less than \$300 million in total assets that have loans to finance agricultural production and other loans to farmers (Schedule RC-C, part I, item 3) exceeding five percent of total loans. 			
6. Interest and fee income on loans to finance agricultural production and other loans to farmers (included in Schedule RI, item 1.a.(5))	4024	0	M.6
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 (2)	9106	0	M.7
(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	Bil Mil Thou	
a. Interest rate exposures	8757	N/A	M.8.a
b. Foreign exchange exposures	8758	N/A	M.8.b
c. Equity security and index exposures	8759	N/A	M.8.c
d. Commodity and other exposures	8760	N/A	M.8.d
e. Credit exposures	F186	N/A	M.8.e
9. Net gains (losses) recognized in earnings on credit derivatives that economically hedge credit exposures held outside the trading account:			
a. Net gains (losses) on credit derivatives held for trading	C889	0	M.9.a
b. Net gains (losses) on credit derivatives held for purposes other than trading	C890	0	M.9.b
10. <i>To be completed by banks with \$300 million or more in total assets: (1)</i> Credit losses on derivatives (see instructions)	A251	0	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 A530	YES / NO NO	M.11
<i>Memorandum item 12 is to be completed by banks that are required to complete Schedule RC-C, part I, Memorandum items 8.b and 8.c.</i>			
Year-to-date			
	RIAD	Bil Mil Thou	
12. Noncash income from negative amortization on closed-end loans secured by 1-4 family residential properties (included in Schedule RI, item 1.a.(1)(a))	F228	N/A	M.12
Memorandum item 13 is to be completed by banks that have elected to account for assets and liabilities under a fair value option.			
13. Net gains (losses) recognized in earnings on assets and liabilities that are reported at fair value under a fair value option:			
a. Net gains (losses) on assets			
(1) Estimated net gains (losses) on loans attributable to changes in instrument-specific credit risk			
	F551	N/A	M.13.a
	F552	N/A	M.13.a.1
b. Net gains (losses) on liabilities			
(1) Estimated net gains (losses) on liabilities attributable to changes in instrument-specific credit risk			
	F553	N/A	M.13.b
	F554	N/A	M.13.b.1

(1) The asset size tests and the five percent of total loans test are generally based on the total assets and total loans reported on the June 30, 2007, Report of Condition.

(2) For example, a bank acquired on March 1, 2008, would report 2008/03/01

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, 2007, Reports of Condition and Income (i.e., after adjustments from amended Reports of Income)	3217	607,654	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	607,654	3
4. Net income (loss) (must equal Schedule RI, item 12)	4340	33,096	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	0	7
8. LESS: Cash dividends declared on preferred stock	4470	0	8
9. LESS: Cash dividends declared on common stock	4460	25,000	9
10. Other comprehensive income (1)	B511	0	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	615,750	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, and pension and other postretirement plan-related changes other than net periodic benefit cost.

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 includes 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:					
(1) 1-4 family residential construction loans	C891	0	C892	0	1.a.1
(2) Other construction loans and all land development and other land loans	C893	0	C894	0	1.a.2
b. Secured by farmland	3584	0	3585	0	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	5411	647	5412	27	1.c.1
(2) Closed-end loans secured by 1-4 family residential properties:					
(a) Secured by first liens	C234	1,096	C217	7	1.c.2.a
(b) Secured by junior liens	C235	860	C218	32	1.c.2.b
d. Secured by multifamily (5 or more) residential properties	3588	0	3589	0	1.d
e. Secured by nonfarm nonresidential properties:					
(1) Loans secured by owner-occupied nonfarm nonresidential properties	C895	0	C896	0	1.e.1
(2) Loans secured by other nonfarm nonresidential properties	C897	0	C898	0	1.e.2
2. Loans to depository institutions and acceptances of other banks	4481	0	4482	0	2
3. Not applicable					
4. Commercial and industrial loans	4638	6,399	4608	1,024	4
5. Loans to individuals for household, family, and other personal expenditures:					
a. Credit cards	B514	6,382	B515	1,118	5.a
b. Other (includes single payment, installment, all student loans, and revolving credit plans other than credit cards)	B516	2,407	B517	865	5.b
6. Loans to foreign governments and official institutions	4643	0	4627	0	6
7. All other loans (2)	4644	24	4628	0	7
8. Lease financing receivables	4266	0	4267	0	8
9. Total (sum of items 1 through 8)	4635	17,815	4605	3,073	9

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

(2) Includes charge-offs and recoveries on all loans to finance agricultural production and other loans to farmers. Obligations

Schedule RI-B Continued

Part I. Continued

Memoranda

	(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 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	0	5410	0	M.1						
2. Memorandum items 2.a through 2.d are to be completed by banks with \$300 million or more in total assets: (2)											
a. Loans secured by real estate to non-U.S. addressees (domicile) (included in Schedule RI-B, part I, item 1, above)	4652	0	4662	0	M.2.a						
b. Loans to and acceptances of foreign banks (included in Schedule RI-B, part I, item 2, above)	4654	0	4664	0	M.2.b						
c. Commercial and industrial loans to non-U.S. addressees (domicile) (included in Schedule RI-B, part I, item 4, above)	4646	0	4618	0	M.2.c						
d. Leases to individuals for household, family, and other personal expenditures (included in Schedule RI-B, part I, item 8, above)	F185	0	F187	0	M.2.d						
3. Memorandum item 3 is to be completed by: (2)											
<ul style="list-style-type: none"> • banks with \$300 million or more in total assets, and • banks with less than \$300 million in total assets that have loans to finance agricultural production and other loans to farmers (Schedule RC-C, part I, item 3) exceeding five percent of total loans: 											
Loans to finance agricultural production and other loans to farmers (included in Schedule RI-B, part I, item 7, above)	4655	0	4665	0	M.3						
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.											
4. Uncollectible retail credit card fees and finance charges reversed against income (i.e., not included in charge-offs against the allowance for loan and lease losses)			<table border="1" style="margin-left: auto; margin-right: auto;"> <thead> <tr> <th colspan="2">Calendar year-to-date</th> </tr> <tr> <th>RIAD</th> <th>Bil Mil Thou</th> </tr> </thead> <tbody> <tr> <td>C388</td> <td>1,755</td> </tr> </tbody> </table>		Calendar year-to-date		RIAD	Bil Mil Thou	C388	1,755	M.4
Calendar year-to-date											
RIAD	Bil Mil Thou										
C388	1,755										

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

(2) The \$300 million asset size test and the five percent of total loans test are generally based on the total assets and total loans reported on the June 30, 2007, Report of Condition.

Schedule RI-B Continued

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, 2007, Reports of Condition and Income (i.e., after adjustments from amended Reports of Income)	B522	122,010	1
2. Recoveries (must equal part I, item 9, column B, above)	4605	3,073	2
3. LESS: Charge-offs (must equal part I, item 9, column A, above less Schedule RI-B, part II, item 4)	C079	17,815	3
4. LESS: Write-downs arising from transfers of loans to a held-for-sale account	5523	0	4
5. Provision for loan and lease losses (must equal Schedule RI, item 4)	4230	29,848	5
6. Adjustments* (see instructions for this schedule)	C233	0	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	137,116	7

Dollar Amounts in Thousands	RIAD	Bil Mil Thou	
1. Allocated transfer risk reserve included in Schedule RI-B, part II, item 7, above <i>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.</i>	C435	0	M.1
2. Separate valuation allowance for uncollectible retail credit card fees and finance charges	C389	3,286	M.2
3. Amount of allowance for loan and lease losses attributable to retail credit card fees and finance charges	C390	0	M.3
Memorandum item 4 is to be completed by all banks.			
4. Amount of allowance for post-acquisition losses on purchased impaired loans accounted for in accordance with AICPA Statement of Position 03-3 (included in Schedule RI-B, part II, item 7, above)	C781	0	M.4

* Describe on Schedule RI-E—Explanations.

Schedule RI-E—Explanations

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

Detail all adjustments in Schedule 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 greater than \$25,000 that exceed 3% of Schedule RI, item 5.l:								
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	0			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.		Net change in the fair values of financial instruments accounted for under a fair value option		F229	0			1.f
g.		Bank card and credit card interchange fees		F555	14,446			1.g
h.	4461	Corporate payment products revenue		4461	66,992			1.h
i.	4462	Other miscellaneous income		4462	7,720			1.i
j.	4463			4463	0			1.j
2. Other noninterest expense (from Schedule RI, item 7.d)								
Itemize and describe amounts greater than \$25,000 that exceed 3% of Schedule RI, item 7.d:								
TEXT								
a.		Data processing expenses		C017	7,859			2.a
b.		Advertising and marketing expenses		0497	2,121			2.b
c.		Directors' fees		4136	0			2.c
d.		Printing, stationery, and supplies		C018	1,322			2.d
e.		Postage		8403	970			2.e
f.		Legal fees and expenses		4141	0			2.f
g.		FDIC deposit insurance assessments		4146	0			2.g
h.		Accounting and auditing expenses		F556	0			2.h
i.		Consulting and advisory expenses		F557	0			2.i
j.		Automated teller machine (ATM) and interchange expenses		F558	0			2.j
k.		Telecommunications expenses		F559	2,723			2.k
l.	4464	Intercompany operations expense		4464	1,622			2.l
m.	4467	Other real estate expense		4467	3,949			2.m
n.	4468	Collection agency expense		4468	2,332			2.n
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	0			3.a.1
(2)		Applicable income tax effect	4486	0				3.a.2
b.(1)	4487			4487	0			3.b.1
(2)		Applicable income tax effect	4488	0				3.b.2
c.(1)	4489			4489	0			3.c.1
(2)		Applicable income tax effect	4491	0				3.c.2

Consolidated Report of Condition for Insured Commercial and State-Chartered Savings Banks for March 31, 2008

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		RCON	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	394,295	1.a
b. Interest-bearing balances (2)				0071	0	1.b
2. Securities:						
a. Held-to-maturity securities (from Schedule RC-B, column A)				1754	0	2.a
b. Available-for-sale securities (from Schedule RC-B, column D)				1773	0	2.b
3. Federal funds sold and securities purchased under agreements to resell:						
a. Federal funds sold				B987	0	3.a
b. Securities purchased under agreements to resell (3)				B989	0	3.b
4. Loans and lease financing receivables (from Schedule RC-C):						
a. Loans and leases held for sale				5369	13,120	4.a
b. Loans and leases, net of unearned income		B528	4,561,251			4.b
c. LESS: Allowance for loan and lease losses		3123	137,116			4.c
d. Loans and leases, net of unearned income and allowance (item 4.b minus 4.c)		B529	4,424,135			4.d
5. Trading assets (from Schedule RC-D)				3545	0	5
6. Premises and fixed assets (including capitalized leases)				2145	9,963	6
7. Other real estate owned (from Schedule RC-M)				2150	4,942	7
8. Investments in unconsolidated subsidiaries and associated companies (from Schedule RC-M)				2130	0	8
9. Not Applicable						
10. Intangible assets:						
a. Goodwill				3163	24,649	10.a
b. Other intangible assets (from Schedule RC-M)				0426	9,179	10.b
11. Other assets (from Schedule RC-F)				2160	425,745	11
12. Total assets (sum of items 1 through 11)				2170	5,306,028	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, regardless of maturity.

Schedule RC - Continued

Dollar Amounts in Thousands

	RCON		Bil	Mil	Thou	
LIABILITIES						
13. Deposits:						
a. In domestic offices (sum of totals of columns A and C from Schedule RC-E)	2200				28,949	13.a
(1) Noninterest-bearing (1)	6631			24,925		13.a.1
(2) Interest-bearing	6636			4,024		13.a.2
b. Not applicable						
14. Federal funds purchased and securities sold under agreements to repurchase:						
a. Federal funds purchased (2)	B993			4,147,070		14.a
b. Securities sold under agreements to repurchase (3)	B995			0		14.b
15. Trading liabilities (from Schedule RC-D)	3548			0		15
16. Other borrowed money (includes mortgage indebtedness and obligations under capitalized leases) (from Schedule RC-M)	3190			107,832		16
17. and 18. Not applicable						
19. Subordinated notes and debentures (4)	3200			100,000		19
20. Other liabilities (from Schedule RC-G)	2930			306,427		20
21. Total liabilities (sum of items 13 through 20)	2948			4,690,278		21
22. Minority interest in consolidated subsidiaries	3000			0		22
EQUITY CAPITAL						
23. Perpetual preferred stock and related surplus	3838			0		23
24. Common stock	3230			2,000		24
25. Surplus (exclude all surplus related to preferred stock)	3839			80,841		25
26. a. Retained earnings	3632			532,909		26.a
b. Accumulated other comprehensive income (5)	B530			0		26.b
27. Other equity capital components (6)	A130			0		27
28. Total equity capital (sum of items 23 through 27)	3210			615,750		28
29. Total liabilities, minority interest, and equity capital (sum of items 21, 22, and 28)	3300			5,306,028		29

Memorandum

To be reported 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 2007

RCON	Number
6724	2

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, 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, 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

Schedule RC-A is to be completed only by banks with \$300 million or more in total assets.

Exclude assets held for trading.

	Dollar Amounts in Thousands		RCON	Bil Mil Thou	
1. Cash items in process of collection, unposted debits, and currency and coin:					
a. Cash items in process of collection and unposted debits	0020	0			1.a
b. Currency and coin	0080	0			1.b
2. Balances due from depository institutions in the U.S.:					
a. U.S. branches and agencies of foreign banks	0083	0			2.a
b. Other commercial banks in the U.S. and other depository institutions in the U.S.	0085	394,275			2.b
3. Balances due from banks in foreign countries and foreign central banks:					
a. Foreign branches of other U.S. banks	0073	0			3.a
b. Other banks in foreign countries and foreign central banks	0074	0			3.b
4. Balances due from Federal Reserve Banks	0090	20			4
5. Total (sum of items 1 through 4) (must equal Schedule RC, sum of items 1.a and 1.b)	0010	394,295			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		
	RCON	Bil Mil Thou	RCON	Bil Mil Thou	RCON	Bil Mil Thou	RCON	Bil Mil Thou	
1. U.S. Treasury securities	0211	0	0213	0	1286	0	1287	0	1
2. U.S. Government agency obligations (exclude mortgage-backed securities):									
a. Issued by U.S. Government-agencies (1)	1289	0	1290	0	1291	0	1293	0	2.a
b. Issued by U.S. Government-sponsored agencies (2)	1294	0	1295	0	1297	0	1298	0	2.b
3. Securities issued by states and political subdivisions in the U.S.	8496	0	8497	0	8498	0	8499	0	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		
	RCON	Bil Mil Thou	RCON	Bil Mil Thou	RCON	Bil Mil Thou	RCON	Bil Mil Thou	
4. Mortgage-backed securities (MBS):									
a. Pass-through securities:									
(1) Guaranteed by GNMA	1698	0	1699	0	1701	0	1702	0	4.a.1
(2) Issued by FNMA and FHLMC	1703	0	1705	0	1706	0	1707	0	4.a.2
(3) Other pass-through securities	1709	0	1710	0	1711	0	1713	0	4.a.3
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	0	1717	0	4.b.1
(2) Collateralized by MBS issued or guaranteed by FNMA, FHLMC, or GNMA	1718	0	1719	0	1731	0	1732	0	4.b.2
(3) All other mortgage-backed securities	1733	0	1734	0	1735	0	1736	0	4.b.3
5. Asset-backed securities (ABS)	C026	0	C988	0	C989	0	C027	0	5
6. Other debt securities:									
a. Other domestic debt securities	1737	0	1738	0	1739	0	1741	0	6.a
b. Foreign debt securities	1742	0	1743	0	1744	0	1746	0	6.b
7. Investments in mutual funds and other equity securities with readily determinable fair values (1)					A510	0	A511	0	7
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	0	1771	0	1772	0	1773	0	8

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

Schedule RC-B—Continued

Memoranda

	Dollar Amounts in Thousands	RCON	Bil Mil Thou	
1. Pledged securities (1)		0416	0	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		A549	0	M.2.a.1
(2) Over three months through 12 months		A550	0	M.2.a.2
(3) Over one year through three years		A551	0	M.2.a.3
(4) Over three years through five years		A552	0	M.2.a.4
(5) Over five years through 15 years		A553	0	M.2.a.5
(6) Over 15 years		A554	0	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		A555	0	M.2.b.1
(2) Over three months through 12 months		A556	0	M.2.b.2
(3) Over one year through three years		A557	0	M.2.b.3
(4) Over three years through five years		A558	0	M.2.b.4
(5) Over five years through 15 years		A559	0	M.2.b.5
(6) Over 15 years		A560	0	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		A561	0	M.2.c.1
(2) Over three years		A562	0	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)		A248	0	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)		1778	0	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		8782	0	M.4.a
b. Fair value		8783	0	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-B—Continued

Memoranda (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			
	RCON	Bil Mil Thou	RCON	Bil Mil Thou	RCON	Bil Mil Thou	RCON	Bil Mil Thou		
<p><i>Memorandum items 5.a through 5.f are to be completed by banks with \$1 billion or more in total assets. (1)</i></p> <p>5. Asset-backed securities (ABS)(for each column, sum of Memorandum items 5.a through 5.f must equal Schedule RC-B, item 5):</p> <p>a. Credit card receivables</p> <p>b. Home equity lines</p> <p>c. Automobile loans</p> <p>d. Other consumer loans</p> <p>e. Commercial and industrial loans</p> <p>f. Other</p>										
	B838	0	B839	0	B840	0	B841	0		M.5.a
	B842	0	B843	0	B844	0	B845	0		M.5.b
	B846	0	B847	0	B848	0	B849	0		M.5.c
	B850	0	B851	0	B852	0	B853	0		M.5.d
	B854	0	B855	0	B856	0	B857	0		M.5.e
	B858	0	B859	0	B860	0	B861	0		M.5.f

(1) The \$1 billion asset size test is generally based on the total assets reported on the June 30, 2007, Report of Condition.

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 risk reserve from amounts reported in this schedule. Report

- (1) loans and leases held for sale at the lower of cost or fair value,
 - (2) loans and leases held for investment, net of unearned income, and
 - (3) loans and leases accounted for at fair value under a fair value option.
- Exclude assets held for trading and commercial paper.

Dollar Amounts in Thousands

	(Column A) To Be Completed by Banks with \$300 Million or More in Total Assets (1)		(Column B) To Be Completed by All Banks		
	RCON	Bil Mil Thou	RCON	Bil Mil Thou	
1. Loans secured by real estate:					
a. Construction, land development, and other land loans:					
(1) 1-4 family residential construction loans			F158	1,190	1.a.1
(2) Other construction loans and all land development and other land loans			F159	0	1.a.2
b. Secured by farmland (including farm residential and other improvements)			1420	0	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	534,875	1.c.1
(2) Closed-end loans secured by 1-4 family residential properties:					
(a) Secured by first liens			5367	700,390	1.c.2.a
(b) Secured by junior liens			5368	174,698	1.c.2.b
d. Secured by multifamily (5 or more) residential properties			1460	0	1.d
e. Secured by nonfarm nonresidential properties:					
(1) Loans secured by owner-occupied nonfarm nonresidential properties			F160	0	1.e.1
(2) Loans secured by other nonfarm nonresidential properties			F161	0	1.e.2
2. Loans to depository institutions and acceptances of other banks			1288	0	2
a. To commercial banks in the U.S.:					
(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	0			2.a.2
b. To other depository institutions in the U.S.	B534	0			2.b
c. To banks in foreign countries:					
(1) To foreign branches of other U.S. banks	B536	0			2.c.1
(2) To other banks in foreign countries	B537	0			2.c.2
3. Loans to finance agricultural production and other loans to farmers			1590	0	3
4. Commercial and industrial loans			1766	1,978,732	4
a. To U.S. addressees (domicile)	1763	1,978,732			4.a
b. To non-U.S. addressees (domicile)	1764	0			4.b
5. Not applicable					
6. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper):					
a. Credit cards			B538	555,512	6.a
b. Other revolving credit plans			B539	73,737	6.b
c. Other consumer loans (includes single payment, installment, and all student loans)			2011	537,018	6.c
7. Loans to foreign governments and official institutions (including foreign central banks)			2081	0	7
8. Obligations (other than securities and leases) of states and political subdivisions in the U.S.			2107	18,219	8
9. Other Loans			1563	0	9
a. Loans for purchasing or carrying securities (secured and unsecured)	1545	0			9.a
b. All other loans (exclude consumer loans)	1564	0			9.b

(1) The \$300 million asset size test is generally based on the total assets reported on the June 30, 2007, Report of Condition.

Schedule RC-C—Continued

Part I. Continued

	(Column A) To Be Completed by Banks with \$300 Million or More in Total Assets (1)		(Column B) To Be Completed by All Banks		
	RCON	Bil Mil Thou	RCON	Bil Mil Thou	
10. Lease financing receivables (net of unearned income)			2165	0	10
a. Leases to individuals for household, family, and other personal expenditures (i.e., consumer leases)	F162	0			10.a
b. All other leases	F163	0			10.b
11. LESS: Any unearned income on loans reflected in items 1-9 above			2123	0	11.
12. Total loans and leases, net of unearned income (sum of items 1 through 10 minus item 11) (must equal Schedule RC, sum of items 4.a and 4.b)			2122	4,574,371	12

Memoranda

Dollar Amounts in Thousands

	RCON	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):			
a. Loans secured by 1-4 family residential properties	F576	6,127	M.1.a
b. Other loans and all leases (exclude loans to individuals for household, family, and other personal expenditures)	1616	1,433	M.1.b
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 (reported in Schedule RC-C, part I, item 1.c.(2)(a), column B, above) with a remaining maturity or next repricing date of: (1, 2)			
(1) Three months or less	A564	33,809	M.2.a.1
(2) Over three months through 12 months	A565	43,156	M.2.a.2
(3) Over one year through three years	A566	102,118	M.2.a.3
(4) Over three years through five years	A567	48,612	M.2.a.4
(5) Over five years through 15 years	A568	208,928	M.2.a.5
(6) Over 15 years	A569	263,431	M.2.a.6
b. All loans and leases (reported in Schedule RC-C, part I, items 1 through 10, column B, above) EXCLUDING closed-end loans secured by first liens on 1-4 family residential properties (reported in Schedule RC-C, part I, item 1.c.(2)(a), column B, above) with a remaining maturity or next repricing date of: (1, 3)			
(1) Three months or less	A570	3,029,679	M.2.b.1
(2) Over three months through 12 months	A571	2,151	M.2.b.2
(3) Over one year through three years	A572	518,021	M.2.b.3
(4) Over three years through five years	A573	44,092	M.2.b.4
(5) Over five years through 15 years	A574	114,411	M.2.b.5
(6) Over 15 years	A575	163,462	M.2.b.6
c. Loans and leases (reported in Schedule RC-C, part I, items 1 through 10, column B, above) with a REMAINING MATURITY of one year or less (excluding those in nonaccrual status)	A247	505,150	M.2.c

(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 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 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 B, minus 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.

Schedule RC-C—Continued

Part I. Continued

Memoranda — Continued	Dollar Amounts in Thousands		RCON	Bil Mil Thou	
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 B (4)	2746	0			M.3
4. Adjustable rate closed-end loans secured by first liens on 1-4 family residential properties (included in Schedule RC-C, part I, item 1.c.(2)(a), column B)	5370	230,983			M.4
5. <i>To be completed by banks with \$300 million or more in total assets: (5)</i> Loans secured by real estate to non-U.S. addressees (domicile) (included in Schedule RC-C, part I, items 1.a through 1.e, column B)	8837	159			M.5
<i>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.</i>					
6. Outstanding credit card fees and finance charges included in Schedule RC-C, part I, item 6.a.	C391	21,887			M.6
Memorandum item 7 is to be completed by all banks.					
7. Purchased impaired loans held for investment accounted for in accordance with AICPA Statement of Position 03-3 (exclude loans held for sale):					
a. Outstanding balance	C779	0			M.7.a
b. Carrying amount included in Schedule RC-C, part I, items 1 through 9	C780	0			M.7.b
8. Closed-end loans with negative amortization features secured by 1-4 family residential properties:					
a. Total carrying amount of closed-end loans with negative amortization features secured by 1-4 family residential properties (included in Schedule RC-C, part I, items 1.c.(2)(a) and (b))	F230	0			M.8.a
<i>Memorandum items 8.b and 8.c are to be completed by banks that had closed-end loans with negative amortization features secured by 1-4 family residential properties (as reported in Schedule RC-C, part I, Memorandum item 8.a.) as of December 31, 2007, that exceeded the lesser of \$100 million or 5 percent of total loans and leases, net of unearned income (as reported in Schedule RC-C, part I, item 12, column B).</i>					
b. Total maximum remaining amount of negative amortization contractually permitted on closed-end loans secured by 1-4 family residential properties	F231	N/A			M.8.b
c. Total amount of negative amortization on closed-end loans secured by 1-4 family residential properties included in the carrying amount reported in Memorandum item 8.a above	F232	N/A			M.8.c
9. Loans secured by 1-4 family residential properties in process of foreclosure (included in Schedule RC-C, part I, items 1.c.(1), 1.c.(2)(a), and 1.c.(2)(b))	F577	8,092			M.9
10. Loans measured at fair value (included in Schedule RC-C, part I, items 1 through 9):					
a. Loans secured by real estate:					
(1) Construction, land development, and other land loans	F578	0			M.10.a.1
(2) Secured by farmland (including farm residential and other improvements)	F579	0			M.10.a.2
(3) Secured by 1-4 family residential properties:					
(a) Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit	F580	0			M.10.a.3.a
(b) Closed-end loans secured by 1-4 family residential properties:					
(1) Secured by first liens	F581	0			M.10.a.3.b.1
(2) Secured by junior liens	F582	0			M.10.a.3.b.2
(4) Secured by multifamily (5 or more) residential properties	F583	0			M.10.a.4
(5) Secured by nonfarm nonresidential properties	F584	0			M.10.a.5
b. Commercial and industrial loans	F585	0			M.10.b

(4) Exclude loans secured by real estate that are included in Schedule RC-C, part I, items 1.a through 1.e, column B.

(5) The \$300 million asset size test is generally based on the total assets reported on the June 30, 2007, Report of Condition.

Schedule RC-C—Continued

Part I. Continued

Memoranda — Continued

Dollar Amounts in Thousands

	RCON	Bil Mil Thou	
10. c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper):			
(1) Credit cards	F586	0	M.10.c.1
(2) Other revolving credit plans	F587	0	M.10.c.2
(3) Other consumer loans (includes single payment, installment, and all student loans)	F588	0	M.10.c.3
d. Other loans	F589	0	M.10.d
11. Unpaid principal balance of loans measured at fair value (reported in Schedule RC-C, part I, Memorandum item 10):			
a. Loans secured by real estate:			
(1) Construction, land development, and other land loans	F590	0	M.11.a.1
(2) Secured by farmland (including farm residential and other improvements)	F591	0	M.11.a.2
(3) Secured by 1-4 family residential properties:			
(a) Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit	F592	0	M.11.a.3.a
(b) Closed-end loans secured by 1-4 family residential properties:			
(1) Secured by first liens	F593	0	M.11.a.3.b.1
(2) Secured by junior liens	F594	0	M.11.a.3.b.2
(4) Secured by multifamily (5 or more) residential properties	F595	0	M.11.a.4
(5) Secured by nonfarm nonresidential properties	F596	0	M.11.a.5
b. Commercial and industrial loans	F597	0	M.11.b
c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper):			
(1) Credit cards	F598	0	M.11.c.1
(2) Other revolving credit plans	F599	0	M.11.c.2
(3) Other consumer loans (includes single payment, installment, and all student loans)	F600	0	M.11.c.3
d. Other loans	F601	0	M.11.d

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 in any of the four preceding calendar quarters.

Dollar Amounts in Thousands		RCON	Bil Mil Thou	
ASSETS				
1. U.S. Treasury securities		3531	N/A	1
2. U.S. Government agency obligations (exclude mortgage-backed securities)		3532	N/A	2
3. Securities issued by states and political subdivisions in the U.S.		3533	N/A	3
4. Mortgage-backed securities (MBS):				
a. Pass-through securities issued or guaranteed by FNMA, FHLMC, or GNMA		3534	N/A	4.a
b. Other mortgage-backed securities issued or guaranteed by FNMA, FHLMC, or GNMA (include CMOs, REMICs, and stripped MBS)		3535	N/A	4.b
c. All other mortgage-backed securities		3536	N/A	4.c
5. Other debt securities		3537	N/A	5
6. Loans:				
a. Loans secured by real estate:				
(1) Construction, land development, and other land loans		F604	N/A	6.a.1
(2) Secured by farmland (including farm residential and other improvements)		F605	N/A	6.a.2
(3) Secured by 1-4 family residential properties:				
(a) Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit		F606	N/A	6.a.3.a
(b) Closed-end loans secured by 1-4 family residential properties:				
(1) Secured by first liens		F607	N/A	6.a.3.b.1
(2) Secured by junior liens		F611	N/A	6.a.3.b.2
(4) Secured by multifamily (5 or more) residential properties		F612	N/A	6.a.4
(5) Secured by nonfarm nonresidential properties		F613	N/A	6.a.5
b. Commercial and industrial loans		F614	N/A	6.b
c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper):				
(1) Credit cards		F615	N/A	6.c.1
(2) Other revolving credit plans		F616	N/A	6.c.2
(3) Other consumer loans (includes single payment, installment, and all student loans)		F617	N/A	6.c.3
d. Other loans		F618	N/A	6.d
7. and 8. Not applicable				
9. Other trading assets		3541	N/A	9
10. Not applicable				
11. Derivatives with a positive fair value		3543	N/A	11
12. Total trading assets (sum of items 1 through 11) (must equal Schedule RC, item 5)		3545	N/A	12
LIABILITIES				
13. a. Liability for short positions		3546	N/A	13.a
b. Other trading liabilities		F624	N/A	13.b
14. Derivatives with a negative fair value		3547	N/A	14
15. Total trading liabilities (sum of items 13.a through 14) (must equal Schedule RC, item 15)		3548	N/A	15

Schedule RC-D - Continued

Memoranda

Dollar Amounts in Thousands

	RCON	Bil Mil Thou	
1. Unpaid principal balance of loans measured at fair value (reported in Schedule RC-D, items 6.a.(1) through 6.d):			
a. Loans secured by real estate:			
(1) Construction, land development, and other land loans	F625	N/A	M.1.a.1
(2) Secured by farmland (including farm residential and other improvements)	F626	N/A	M.1.a.2
(3) Secured by 1-4 family residential properties:			
(a) Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit	F627	N/A	M.1.a.3.a
(b) Closed-end loans secured by 1-4 family residential properties:			
(1) Secured by first liens	F628	N/A	M.1.a.3.b.1
(2) Secured by junior liens	F629	N/A	M.1.a.3.b.2
(4) Secured by multifamily (5 or more) residential properties	F630	N/A	M.1.a.4
(5) Secured by nonfarm nonresidential properties	F631	N/A	M.1.a.5
b. Commercial and industrial loans	F632	N/A	M.1.b
c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper):			
(1) Credit cards	F633	N/A	M.1.c.1
(2) Other revolving credit plans	F634	N/A	M.1.c.2
(3) Other consumer loans (includes single payment, installment, and all student loans)	F635	N/A	M.1.c.3
d. Other loans	F636	N/A	M.1.d
2. Not applicable			
3. Loans measured at fair value that are past due 90 days or more:(1)			
(a) Fair value	F639	N/A	M.3.a
(b) Unpaid principal balance	F640	N/A	M.3.b
<i>Memorandum items 4 through 10 are to be completed by banks that reported average trading assets (Schedule RC-K, item 7) of \$1 billion or more in any of the four preceding calendar quarters.(1)</i>			
4. Asset-backed securities:			
a. Residential mortgage-backed securities	F641	N/A	M.4.a
b. Commercial mortgage-backed securities	F642	N/A	M.4.b
c. Credit card receivables	F643	N/A	M.4.c
d. Home equity lines	F644	N/A	M.4.d
e. Automobile loans	F645	N/A	M.4.e
f. Other consumer loans	F646	N/A	M.4.f
g. Commercial and industrial loans	F647	N/A	M.4.g
h. Other	F648	N/A	M.4.h
5. Collateralized debt obligations:			
a. Synthetic	F649	N/A	M.5.a
b. Other	F650	N/A	M.5.b
6. Retained beneficial interests in securitizations (first-loss or equity tranches)	F651	N/A	M.6
7. Equity securities:			
a. Readily determinable fair values	F652	N/A	M.7.a
b. Other	F653	N/A	M.7.b
8. Loans pending securitization	F654	N/A	M.8

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

Schedule RC-D - Continued

Memoranda - Continued

Dollar Amounts in Thousands

		RCON	Bil Mil Thou	
9. Other trading assets (itemize and describe amounts included in Schedule RC-D, item 9, that are greater than \$25,000 and exceed 25% of the item):				
TEXT				
a.	F655	F655	N/A	M.9.a
b.	F656	F656	N/A	M.9.b
c.	F657	F657	N/A	M.9.c
10. Other trading liabilities (itemize and describe amounts included in Schedule RC-D, item 13.b, that are greater than \$25,000 and exceed 25% of the item):				
TEXT				
a.	F658	F658	N/A	M.10.a
b.	F659	F659	N/A	M.10.b
c.	F660	F660	N/A	M.10.c

Schedule RC-E—Deposit Liabilities

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	RCON	Bil Mil Thou	
Deposits of:									
1. Individuals, partnerships, and corporations (include all certified and official checks)	B549	24,925			B550	4,024			1
2. U.S. Government	2202	0			2520	0			2
3. States and political subdivisions in the U.S.	2203	0			2530	0			3
4. Commercial banks and other depository institutions in the U.S.	B551	0			B552	0			4
5. Banks in foreign countries	2213	0			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	24,925	2210	24,925	2385	4,024			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	0	M.1.a
b. Total brokered deposits	2365	0	M.1.b
c. Fully insured brokered deposits (included in Memorandum item 1.b above): (1)			
(1) Brokered deposits issued in denominations of less than \$100,000	2343	0	M.1.c.1
(2) Brokered deposits issued in denominations of \$100,000 and certain brokered retirement deposit accounts	2344	0	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	0	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	0	M.2.a.1
(2) Other savings deposits (excludes MMDAs)	0352	0	M.2.a.2
b. Total time deposits of less than \$100,000	6648	1,259	M.2.b
c. Total time deposits of \$100,000 or more	2604	2,765	M.2.c
(1) Individual Retirement Accounts (IRAs) and Keogh Plan accounts included in Memorandum item 2.c, "Total time deposits of \$100,000 or more," above	F233	0	M.2.c.1

(1) Report brokered retirement deposit accounts eligible for \$250,000 in deposit insurance coverage in Memorandum item 1.c.(1) only if they have been issued in denominations of less than \$100,000 (see instructions). Report brokered retirement deposit accounts in Memorandum item 1.c.(2) if they have been issued either in denominations of exactly \$100,000 through exactly \$250,000 or in denominations greater than \$250,000 and participated out by the broker in shares of exactly \$100,000 through exactly \$250,000 or less.

Schedule RC-E—Continued

Memoranda (continued)

Dollar Amounts in Thousands	RCON	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	529	M.3.a.1
(2) Over three months through 12 months	A580	730	M.3.a.2
(3) Over one year through three years	A581	0	M.3.a.3
(4) Over three years	A582	0	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) and 3.a.(2) above) (3)			
	A241	1,259	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	1,273	M.4.a.1
(2) Over three months through 12 months	A585	1,492	M.4.a.2
(3) Over one year through three years	A586	0	M.4.a.3
(4) Over three years	A587	0	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) and 4.a.(2) above) (3)			
	A242	2,765	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.

Schedule RC-F—Other Assets

				Dollar Amounts in Thousands		RCON	Bil Mil Thou	
1. Accrued interest receivable (1)						B556	45,531	1
2. Net deferred tax assets (2)						2148	44,604	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	0	3.b
4. Equity securities that DO NOT have readily determinable fair values (4)						1752	20,902	4
5. Life insurance assets						C009	0	5
6. All other assets (itemize and describe amounts greater than \$25,000 that exceed 25% of this item)						2168	314,708	6
TEXT								
a. Prepaid Expenses				2166	22,374			6.a
b. Repossessed personal property (including vehicles)				1578	0			6.b
c. Derivatives with a positive fair value held for purposes other than trading				C010	0			6.c
d. Retained interests in accrued interest receivable related to securitized credit cards				C436	0			6.d
e. 3549 Accounts receivable pertaining to loan sales from an affiliate				3549	283,608			6.e
f. 3550				3550	0			6.f
g. 3551				3551	0			6.g
7. Total (sum of items 1 through 6) (must equal Schedule RC, item 11)						2160	425,745	7

Schedule RC-G—Other Liabilities

				Dollar Amounts in Thousands		RCON	Bil Mil Thou	
1. a. Interest accrued and unpaid on deposits (5)						3645	54	1.a
b. Other expenses accrued and unpaid (includes accrued income taxes payable)						3646	108,226	1.b
2. Net deferred tax liabilities (2)						3049	0	2
3. Allowance for credit losses on off-balance sheet credit exposures						B557	3,157	3
4. All other liabilities (itemize and describe amounts greater than \$25,000 that exceed 25% of this item)						2938	194,990	4
TEXT								
a. Accounts Payable				3066	192,127			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	0			4.e
f. 3553				3553	0			4.f
g. 3554				3554	0			4.g
5. Total (sum of items 1 through 4) (must equal Schedule RC, item 20)						2930	306,427	5

- (1) Includes 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) Includes Federal Reserve stock, Federal Home Loan Bank stock, and bankers' bank stock.
- (5) For savings banks, include "dividends" accrued and unpaid on deposits.

Schedule RC-K—Quarterly Averages (1)

		Dollar Amounts in Thousands		
		RCON	Bil Mil Thou	
ASSETS				
1.	Interest-bearing balances due from depository institutions	3381	0	1
2.	U.S. Treasury securities and U.S. Government agency obligations (2) (excluding mortgage-backed securities)	B558	0	2
3.	Mortgage-backed securities (2)	B559	0	3
4.	All other securities (2, 3) (includes securities issued by states and political subdivisions in the U.S.)	B560	0	4
5.	Federal funds sold and securities purchased under agreements to resell	3365	0	5
6.	Loans:			
a.	Total loans	3360	4,537,615	6.a
b.	Loans secured by real estate:			
	(1) Loans secured by 1-4 family residential properties	3465	1,405,585	6.b.1
	(2) All other loans secured by real estate	3466	1,225	6.b.2
c.	Commercial and industrial loans	3387	1,902,203	6.c
d.	Loans to individuals for household, family, and other personal expenditures:			
	(1) Credit cards	B561	607,349	6.d.1
	(2) Other (includes single payment, installment, all student loans, and revolving credit plans other than credit cards)	B562	606,954	6.d.2
7.	To be completed by banks with \$100 million or more in total assets: (4) Trading assets	3401	0	7
8.	Lease financing receivables (net of unearned income)	3484	0	8
9.	Total assets (5)	3368	4,893,549	9
LIABILITIES				
10.	Interest-bearing transaction accounts (NOW accounts, ATS accounts, and telephone and preauthorized transfer accounts) (exclude demand deposits)	3485	0	10
11.	Nontransaction accounts:			
	a. Savings deposits (includes MMDAs)	B563	0	11.a
	b. Time deposits of \$100,000 or more	A514	83,797	11.b
	c. Time deposits of less than \$100,000	A529	0	11.c
12.	Federal funds purchased and securities sold under agreements to repurchase	3353	3,734,678	12
13.	To be completed by banks with \$100 million or more in total assets: (4) Other borrowed money (includes mortgage indebtedness and obligations under capitalized leases)	3355	109,087	13

Memorandum

		Dollar Amounts in Thousands		
		RCON	Bil Mil Thou	
1.	Memorandum item 1 is to be completed by: (4) • banks with \$300 million or more in total assets, and • banks with less than \$300 million in total assets that have loans to finance agricultural production and other loans to farmers (Schedule RC-C, part I, item 3) exceeding five percent of total loans. Loans to finance agricultural production and other loans to farmers	3386	0	M.1

- (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 asset size tests and the five percent of total loans test are generally based on the total assets and total loans reported on the June 30, 2007, Report of Condition.
- (5) The quarterly average 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		RCON	Bil Mil Thou	
1. Unused commitments:						
a. Revolving, open-end lines secured by 1-4 family residential properties, e.g., home equity lines _____				3814	645,529	1.a
b. Credit card lines _____				3815	8,869,631	1.b
c. (1) Commitments to fund commercial real estate, construction, and land development loans secured by real estate:						
(a) 1-4 family residential construction loan commitments _____				F164	0	1.c.1.a
(b) Commercial real estate, other construction loan, and land development loan commitments _____				F165	0	1.c.1.b
(2) Commitments to fund commercial real estate, construction, and land development loans NOT secured by real estate _____				6550	0	1.c.2
d. Securities underwriting _____				3817	0	1.d
e. Other unused commitments _____				3818	35,105	1.e
2. Financial standby letters of credit _____				3819	0	2
a. Amount of financial standby letters of credit conveyed to others _____		3820	0			2.a
3. Performance standby letters of credit _____				3821	0	3
a. Amount of performance standby letters of credit conveyed to others _____		3822	0			3.a
4. Commercial and similar letters of credit _____				3411	0	4
5. Not applicable						
6. Securities lent (including customers' securities lent where the customer is indemnified against loss by the reporting bank) _____				3433	0	6
7. Credit derivatives:		(Column A) Guarantor		(Column B) Beneficiary		
a. Notional amounts:		RCON	Bil Mil Thou	RCON	Bil Mil Thou	
(1) Credit default swaps _____		C968	0	C969	0	7.a.(1)
(2) Total return swaps _____		C970	0	C971	0	7.a.(2)
(3) Credit options _____		C972	0	C973	0	7.a.(3)
(4) Other credit derivatives _____		C974	0	C975	0	7.a.(4)
b. Gross fair values:						
(1) Gross positive fair value _____		C219	0	C221	0	7.b.(1)
(2) Gross negative fair value _____		C220	0	C222	0	7.b.(2)
8. Spot foreign exchange contracts _____				8765	0	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. <u>Securities borrowed</u> _____		3432	0			9.a
b. <u>Commitments to purchase when-issued securities</u> _____		3434	0			9.b
c. <u>Standby letters of credit issued by a Federal Home Loan Bank on the bank's behalf</u> _____				C978	0	9.c
d. <u>3555</u> _____				3555	0	9.d
e. <u>3556</u> _____				3556	0	9.e
f. <u>3557</u> _____				3557	0	9.f
10. All other off-balance sheet assets (exclude derivatives) (itemize and describe each component of this item over 25% of Schedule RC, item 28, "Total equity capital") _____				5591	0	10
TEXT						
a. <u>Commitments to sell when-issued securities</u> _____		3435	0			10.a
b. <u>5592</u> _____				5592	0	10.b
c. <u>5593</u> _____				5593	0	10.c
d. <u>5594</u> _____				5594	0	10.d
e. <u>5595</u> _____				5595	0	10.e

Schedule RC-L—Continued

Dollar Amounts in Thousands		RCON	Tril Bil Mil Thou					
11. Year-to-date merchant credit card sales volume:								
a. Sales for which the reporting bank is the acquiring bank		C223	1,899,967			11.a		
b. Sales for which the reporting bank is the agent bank with risk		C224	344,561			11.b		
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	
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):								
	Tril Bil Mil Thou		Tril Bil Mil Thou		Tril Bil Mil Thou		Tril Bil Mil Thou	
	RCON 8693		RCON 8694		RCON 8695		RCON 8696	
a. Futures contracts	0		0		0		0	12.a
	RCON 8697		RCON 8698		RCON 8699		RCON 8700	
b. Forward contracts	0		0		0		0	12.b
c. Exchange-traded option contracts:	RCON 8701		RCON 8702		RCON 8703		RCON 8704	
(1) Written options	0		0		0		0	12.c.1
	RCON 8705		RCON 8706		RCON 8707		RCON 8708	
(2) Purchased options	0		0		0		0	12.c.2
d. Over-the-counter option contracts:	RCON 8709		RCON 8710		RCON 8711		RCON 8712	
(1) Written options	0		0		0		0	12.d.1
	RCON 8713		RCON 8714		RCON 8715		RCON 8716	
(2) Purchased options	0		0		0		0	12.d.2
e. Swaps	RCON 3450		RCON 3826		RCON 8719		RCON 8720	12.e
13. Total gross notional amount of derivative contracts held for trading	RCON A126		RCON A127		RCON 8723		RCON 8724	13
	0		0		0		0	
14. Total gross notional amount of derivative contracts held for purposes other than trading	RCON 8725		RCON 8726		RCON 8727		RCON 8728	14
	0		0		0		0	
a. Interest rate swaps where the bank has agreed to pay a fixed rate	RCON A589							14.a
	0							
15. Gross fair values of derivative contracts:								
a. Contracts held for trading:	RCON 8733		RCON 8734		RCON 8735		RCON 8736	
(1) Gross positive fair value	0		0		0		0	15.a.1
	RCON 8737		RCON 8738		RCON 8739		RCON 8740	
(2) Gross negative fair value	0		0		0		0	15.a.2
b. Contracts held for purposes other than trading:	RCON 8741		RCON 8742		RCON 8743		RCON 8744	
(1) Gross positive fair value	0		0		0		0	15.b.1
	RCON 8745		RCON 8746		RCON 8747		RCON 8748	
(2) Gross negative fair value	0		0		0		0	15.b.2

Schedule RC-M—Memoranda

Dollar Amounts in Thousands		RCON	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	315	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		RCON 6165	Number 0	1.b
2. Intangible assets other than goodwill:				
a. Mortgage servicing assets		3164	0	2.a
(1) Estimated fair value of mortgage servicing assets		A590	0	2.a.1
b. Purchased credit card relationships and nonmortgage servicing assets		B026	6,801	2.b
c. All other identifiable intangible assets		5507	2,378	2.c
d. Total (sum of items 2.a, 2.b, and 2.c) (must equal Schedule RC, item 10.b)		0426	9,179	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:				
(1) Construction, land development, and other land		5508	0	3.b.1
(2) Farmland		5509	0	3.b.2
(3) 1-4 family residential properties		5510	4,942	3.b.3
(4) Multifamily (5 or more) residential properties		5511	0	3.b.4
(5) Nonfarm nonresidential properties		5512	0	3.b.5
(6) Foreclosed properties from "GNMA loans"		C979	0	3.b.6
c. Total (sum of items 3.a and 3.b) (must equal Schedule RC, item 7)		2150	4,942	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	0	4.b
c. Total (sum of items 4.a and 4.b) (must equal Schedule RC, item 8)		2130	0	4.c
5. Other borrowed money:				
a. Federal Home Loan Bank advances:				
(1) Advances with a remaining maturity or next repricing date of: (1)				
(a) One year or less		F055	0	5.a.1.a
(b) Over one year through three years		F056	0	5.a.1.b
(c) Over three years through five years		F057	0	5.a.1.c
(d) Over five years		F058	0	5.a.1.d
(2) Advances with a REMAINING MATURITY of one year or less (included in item 5.a.(1)(a) above) (2)		2651	0	5.a.2
(3) Structured advances (included in items 5.a.(1)(a) - (d) above)		F059	0	5.a.3
b. Other borrowings:				
(1) Other borrowings with a remaining maturity or next repricing date of: (3)				
(a) One year or less		F060	105,172	5.b.1.a
(b) Over one year through three years		F061	1,295	5.b.1.b
(c) Over three years through five years		F062	1,365	5.b.1.c
(d) Over five years		F063	0	5.b.1.d
(2) Other borrowings with a REMAINING MATURITY of one year or less (included in item 5.b.(1)(a) above) (4)		B571	105,172	5.b.2
c. Total (sum of items 5.a.(1)(a)-(d) and items 5.b.(1)(a)-(d)) (must equal Schedule RC, item 16)		3190	107,832	5.c

(1) Report fixed rate advances by remaining maturity and floating rate advances by next repricing date.
 (2) Report both fixed and floating rate advances by remaining maturity. Exclude floating rate advances with a next repricing date of one year or less that have a remaining maturity of over one year.
 (3) Report fixed rate other borrowings by remaining maturity and floating rate other borrowings by next repricing date.
 (4) Report both fixed and floating rate other borrowings by remaining maturity. Exclude floating rate other borrowings with a next repricing date of one year or less that have a remaining maturity of over one year.

Schedule RC-M—Continued

		Dollar Amounts in Thousands		
		RCON	YES / NO	
6.	Does the reporting bank sell private label or third party mutual funds and annuities? _____	B569	NO	6
7.	Assets under the reporting bank's management in proprietary mutual funds and annuities _____	RCON B570	Bil Mil Thou 0	7
8.	Primary Internet Web site address of the bank (home page), if any (Example: www.examplebank.com) (TEXT 4087) <u>http://www.usbank.com</u>			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? _____	RCON 4088	YES / NO YES	9
10.	Secured liabilities:	RCON	Bil Mil Thou	
a.	Amount of "Federal funds purchased" that are secured (included in Schedule RC, item 14.a) _____	F064	0	10.a
b.	Amount of "Other borrowings" that are secured (included in Schedule RC-M, items 5.b.(1)(a)-(d)) _____	F065	6,558	10.b

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

	(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		
	Dollar Amounts in Thousands		Dollar Amounts in Thousands		Dollar Amounts in Thousands		
	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:							
(1) 1-4 family residential construction loans	F172	1	F174	6	F176	0	1.a.1
(2) Other construction loans and all land development and other land loans	F173	0	F175	0	F177	0	1.a.2
b. Secured by farmland	3493	0	3494	0	3495	0	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	5398	1,949	5399	1,407	5400	251	1.c.1
(2) Closed-end loans secured by 1-4 family residential properties:							
(a) Secured by first liens	C236	1,068	C237	624	C229	336	1.c.2.a
(b) Secured by junior liens	C238	791	C239	427	C230	58	1.c.2.b
d. Secured by multifamily (5 or more) residential properties	3499	0	3500	0	3501	0	1.d
e. Secured by nonfarm nonresidential properties:							
(1) Loans secured by owner-occupied nonfarm nonresidential properties	F178	0	F180	0	F182	0	1.e.1
(2) Loans secured by other nonfarm nonresidential properties	F179	0	F181	0	F183	0	1.e.2
2. Loans to depository institutions and acceptances of other banks	B834	0	B835	0	B836	0	2
3. Not applicable							
4. Commercial and industrial loans	1606	40,273	1607	8,398	1608	559	4
5. Loans to individuals for household, family, and other personal expenditures:							
a. Credit cards	B575	13,292	B576	10,839	B577	1,141	5.a
b. Other (includes single payment, installment, all student loans, and revolving credit plans other than credit cards)	B578	15,461	B579	5,960	B580	156	5.b
6. Loans to foreign governments and official institutions	5389	0	5390	0	5391	0	6
7. All other loans (1)	5459	2	5460	0	5461	0	7
8. Lease financing receivables	1226	0	1227	0	1228	0	8
9. Debt securities and other assets (exclude other real estate owned and other repossessed assets)	3505	0	3506	0	3507	0	9

(1) Includes past due and nonaccrual "Loans to finance agricultural production and other loans to farmers," "Obligations (other than securities and leases) of states and political subdivisions in the U.S.," and "Other loans."

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		
	RCON	Bil Mil Thou	RCON	Bil Mil Thou	RCON	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	0	5613	0	5614	0	10
a. Guaranteed portion of loans and leases included in item 10 above (exclude rebooked "GNMA loans")							
	5615	0	5616	0	5617	0	10.a
b. Rebooked "GNMA loans" that have been repurchased or are eligible for repurchase included in item 10 above							
	C866	0	C867	0	C868	0	10.b

Schedule RC-N—Continued

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				
	RCON	Bil	Mil	Thou	RCON	Bil	Mil	Thou	RCON	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):													
a. Loans secured by 1-4 family residential properties	F661			0	F662			0	F663			0	M.1.a
b. Other loans and all leases (exclude loans to individuals for household, family, and other personal expenditures)	1658			844	1659			1,116	1661			447	M.1.b
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			0	6559			0	6560			0	M.2
3. Memorandum items 3.a through 3.d are to be completed by banks with \$300 million or more in total assets: (1)													
a. Loans secured by real estate to non-U.S. addressees (domicile) (included in Schedule RC-N, item 1, above)	1248			0	1249			0	1250			0	M.3.a
b. Loans to and acceptances of foreign banks (included in Schedule RC-N, item 2, above)	5380			0	5381			0	5382			0	M.3.b
c. Commercial and industrial loans to non-U.S. addressees (domicile) (included in Schedule RC-N, item 4, above)	1254			0	1255			0	1256			0	M.3.c
d. Leases to individuals for household, family, and other personal expenditures (included in Schedule RC-N, item 8, above)	F166			0	F167			0	F168			0	M.3.d
Memorandum item 4 is to be completed by: (1)													
• banks with \$300 million or more in total assets													
• banks with less than \$300 million or more in total assets that have loans to finance agricultural production and other loans to farmers (Schedule RC-C, part I, item 3) exceeding five percent of total loans:													
4. Loans to finance agricultural production and other loans to farmers (included in Schedule RC-N, item 7, above)	1594			0	1597			0	1583			0	M.4
5. Loans and leases held for sale and loans measured at fair value (included Schedule RC-N, items 1 through 8, above):													
a. Loans and leases held for sale	C240			0	C241			0	C226			0	M.5.a
b. Loans measured at fair value:(1)													
(1) Fair value	F664			N/A	F665			N/A	F666			N/A	M.5.b.1
(2) Unpaid principal balance	F667			N/A	F668			N/A	F669			N/A	M.5.b.2

(1) NOTE: Completion of Memorandum items 5.b.(1) and (2) of Schedule RC-N is optional for the March 31, 2008, report date only. These items must be completed by all banks beginning June 30, 2008.

Schedule RC-N—Continued

Memoranda—Continued

Dollar Amounts in Thousands	(Column A) Past due 30 through 89 days			(Column B) Past due 90 days or more		
	RCON	Bil Mil Thou	RCON	Bil Mil Thou	RCON	Bil Mil Thou
<i>Memorandum item 6 is to be completed by banks with \$300 million or more in total assets: (1)</i> 6. Interest rate, foreign exchange rate, and other commodity and equity contracts: Fair value of amounts carried as assets _____	3529	0	3530	0		M.6

	RCON	Bil Mil Thou	
7. Additions to nonaccrual assets during the quarter _____	C410	1,600	M.7
8. Nonaccrual assets sold during the quarter _____	C411	100	M.8

(1) The \$300 million asset size test and the five percent of total loans test are generally based on the total assets and total loans reported on the June 30, 2007, Report of Condition.

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

All banks must complete items 1 and 2, Memorandum item 1, and, if applicable, Memorandum items 2 and 3 each quarter. Each bank that reported \$1 billion or more in total assets in its March 31, 2007, Report of Condition must complete items 4 and 5 each quarter. In addition, each bank that reported \$1 billion or more in total assets in two consecutive Reports of Condition beginning with its June 30, 2007, report must begin to complete items 4 and 5 each quarter starting six months after the second consecutive quarter in which it reports total assets of \$1 billion or more. Each bank that becomes insured by the FDIC on or after April 1, 2007, must complete items 4 and 5 each quarter. Any other bank may choose to complete items 4 and 5, but the bank must then continue to complete items 4 and 5 each quarter thereafter.

		Dollar Amounts in Thousands		RCON	Bil Mil Thou	
1. Total deposit liabilities before exclusions (gross) as defined in Section 3(I) of the Federal Deposit Insurance Act and FDIC regulations				F236	29,004	1
2. Total allowable exclusions				F237	0	2
3. Not applicable						
4. Total daily average of deposit liabilities before exclusions (gross) as defined in Section 3(I) of the Federal Deposit Insurance Act and FDIC regulations				F238	108,822	4
5. Total daily average of allowable exclusions				F239	0	5

Memoranda

		Dollar Amounts in Thousands		RCON	Bil Mil Thou	
1. Total deposits of the bank (sum of Memorandum items 1.a.(1), 1.b.(1), 1.c.(1), and 1.d.(1) must equal Schedule RC-O, and item 1 less item 2):						
a. Deposit accounts (excluding retirement accounts) of \$100,000 or less: (1)						
(1) Amount of deposit accounts (excluding retirement accounts) of \$100,000 or less				F049	26,206	M.1.a.1
(2) Number of deposit accounts (excluding retirement accounts) of \$100,000 or less (to be completed for the June report only)	RCON	Number		F050	N/A	M.1.a.2
b. Deposit accounts (excluding retirement accounts) of more than \$100,000: (1)						
(1) Amount of deposit accounts (excluding retirement accounts) of more than \$100,000				F051	2,798	M.1.b.1
(2) Number of deposit accounts (excluding retirement accounts) of more than \$100,000	RCON	Number		F052	16	M.1.b.2
c. Retirement deposit accounts of \$250,000 or less: (1)						
(1) Amount of retirement deposit accounts of \$250,000 or less				F045	0	M.1.c.1
(2) Number of retirement deposit accounts of \$250,000 or less (to be completed for the June report only)	RCON	Number		F046	N/A	M.1.c.2
d. Retirement deposit accounts of more than \$250,000: (1)						
(1) Amount of retirement deposit accounts of more than \$250,000				F047	0	M.1.d.1
(2) Number of retirement deposit accounts of more than \$250,000	RCON	Number		F048	0	M.1.d.2
Memorandum item 2 is to be completed by banks with \$1 billion or more in total assets. (2)						
2. Estimated amount of uninsured deposits (see instructions)				5597	1,198	M.2

3. Has the reporting institution been consolidated with a parent bank or savings association in that parent bank's or parent saving 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	A545	0	M.3

(1) The dollar amounts used as the basis for reporting in Memoranda items 1.a through 1.d reflect the deposit insurance limits in effect on the report date.
 (2) The \$1 billion asset size test is generally based on the total assets reported on the June 30, 2007, Report of Condition.

Schedule RC-P—1-4 Family Residential Mortgage Banking Activities

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

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

	Dollar Amounts in Thousands		
	RCON	Bil Mil Thou	
1. Retail originations during the quarter of closed-end 1-4 family residential mortgage loans for sale:(2)			
a. Closed-end first liens	F066	1,004	1.a
b. Closed-end junior liens	F067	0	1.b
c. Open-end loans extended under lines of credit:			
(1) Total commitment under the lines of credit	F670	N/A	1.c.1
(2) Principal amount funded under the lines of credit	F671	N/A	1.c.2
2. Wholesale originations and purchases during the quarter of 1-4 family residential mortgage loans for sale:(2)			
a. Closed-end first liens	F068	401	2.a
b. Closed-end junior liens	F069	228	2.b
c. Open-end loans extended under lines of credit:			
(1) Total commitment under the lines of credit	F672	N/A	2.c.1
(2) Principal amount funded under the lines of credit	F673	N/A	2.c.2
3. 1-4 family residential mortgage loans sold during the quarter:			
a. Closed-end first liens	F070	137	3.a
b. Closed-end junior liens	F071	55	3.b
c. Open-end loans extended under lines of credit:			
(1) Total commitment under the lines of credit	F674	N/A	3.c.1
(2) Principal amount funded under the lines of credit	F675	N/A	3.c.2
4. 1-4 family residential mortgage loans held for sale at quarter-end (included in Schedule RC, item 4.a):			
a. Closed-end first liens	F072	357	4.a
b. Closed-end junior liens	F073	0	4.b
c. Open-end loans extended under lines of credit:			
(1) Total commitment under the lines of credit	F676	N/A	4.c.1
(2) Principal amount funded under the lines of credit	F677	N/A	4.c.2
5. Noninterest income for the quarter from the sale, securitization, and servicing of 1-4 family residential mortgage loans (included in Schedule RI, items 5.f, 5.g, and 5.i):	RIAD		
a. Closed-end 1-4 family residential mortgage loans	F184	(273)	5.a
b. Open-end 1-4 family residential mortgage loans extended under lines of credit	F560	N/A	5.b
6. Repurchases and indemnifications of 1-4 family residential mortgage loans during the quarter:	RCON		
a. Closed-end first liens	F678	48	6.a
b. Closed-end junior liens	F679	6	6.b
c. Open-end loans extended under line of credit:			
(1) Total commitment under the lines of credit	F680	N/A	6.c.1
(2) Principal amount funded under the lines of credit	F681	N/A	6.c.2

(1) The \$1 billion asset size test is generally based on the total assets reported on the June 30, 2007, Report of Condition.

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

Schedule RC-Q—Financial Assets and Liabilities Measured at Fair Value

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

Fair Value Measurements for Assets and Liabilities under a Fair Value Option and Trading Assets and Liabilities (Included in Schedule RC)												
(Column A) Total Fair Value Reported on Schedule RC		(Column B) LESS: Amounts Netted in the Determination of Total Fair Value		(Column C) Level 1 Fair Value Measurements		(Column D) Level 2 Fair Value Measurements		(Column E) Level 3 Fair Value Measurements				
Dollar Amounts in Thousands												
RCON		Bil Mil Thou		RCON		Bil Mil Thou		RCON		Bil Mil Thou		
ASSETS												
1. Loans and leases _____												
F243		N/A	F682		N/A	F690		N/A	F244		N/A	1
2. Trading assets _____												
F246		N/A	F683		N/A	F691		N/A	F247		N/A	2
a. Nontrading securities at fair value with changes in fair value reported in current earnings (included in Schedule RC-Q, item 2, above) _____												
F240		N/A	F684		N/A	F692		N/A	F241		N/A	2.a
3. All other financial assets and servicing assets _____												
F249		N/A	F685		N/A	F693		N/A	F250		N/A	3
LIABILITIES												
4. Deposits _____												
F252		N/A	F686		N/A	F694		N/A	F253		N/A	4
5. Trading liabilities _____												
F255		N/A	F687		N/A	F695		N/A	F256		N/A	5
6. All other financial liabilities and and servicing liabilities _____												
F258		N/A	F688		N/A	F696		N/A	F259		N/A	6
7. Loan commitments (not accounted for as derivatives) _____												
F261		N/A	F689		N/A	F697		N/A	F262		N/A	7

Schedule RC-R—Regulatory Capital

Dollar Amounts in Thousands

	RCON	Bil Mil Thou		
Tier 1 capital				
1. Total equity capital (from Schedule RC, item 28)	3210	615,750	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	0	2	
3. LESS: Net unrealized loss on available-for-sale EQUITY securities (1) (report loss as a positive value)	A221	0	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	0	4	
5. LESS: Nonqualifying perpetual preferred stock	B588	0	5	
6. Qualifying minority interests in consolidated subsidiaries	B589	0	6	
7.a LESS: Disallowed goodwill and other disallowed intangible assets	B590	25,267	7.a	
b. LESS: Cumulative change in fair value of all financial liabilities accounted for under a fair value option that is included in retained earnings and is attributable to changes in the bank's own creditworthiness (if a net gain, report as a positive value; if a net loss, report as a negative value)	F264	0	7.b	
8. Subtotal (sum of items 1 and 6, less items 2, 3, 4, 5, 7.a, and 7.b)	C227	590,483	8	
9.a. LESS: Disallowed servicing assets and purchased credit card relationships	B591	0	9.a	
b. LESS: Disallowed deferred tax assets	5610	0	9.b	
10. Other additions to (deductions from) Tier 1 capital	B592	0	10	
11. Tier 1 capital (sum of items 8 and 10, less items 9.a and 9.b)	8274	590,483	11	
Tier 2 capital				
12. Qualifying subordinated debt and redeemable preferred stock	5306	100,000	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	58,798	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	158,798	17	
18. Allowable Tier 2 capital (lesser of item 11 or 17)	8275	158,798	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	749,281	21	
Total assets for leverage ratio				
22. Average total assets (from Schedule RC-K, item 9)	3368	4,893,549	22	
23. LESS: Disallowed goodwill and other disallowed intangible assets (from item 7.a above)	B590	25,267	23	
24. LESS: Disallowed servicing assets and purchased credit card relationships (from item 9.a above)	B591	0	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	1,760	26	
27. Average total assets for leverage capital purposes (item 22 less items 23 through 26)	A224	4,866,522	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.)				
	(Column A)		(Column B)	
	RCON	Percentage	RCON	Percentage
31. Tier 1 leverage ratio (2)	7273	0.00%	7204	12.13%
32. Tier 1 risk-based capital ratio (3)	7274	0.00%	7206	12.77%
33. Total risk-based capital ratio (4)	7275	0.00%	7205	16.21%

(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 weight. 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 weight, or it can simply risk-weight some or all of these items at a 100 percent risk weight (50 percent for derivatives).

	(Column A)		(Column B)	Allocation by Risk Weight Category				
	Totals		Items Not	(Column C)	(Column D)	(Column E)	(Column F)	
	(from		Subject to	0%	20%	50%	100%	
	<i>Schedule RC)</i>		Risk-Weighting					
Dollar Amounts in Thousands	Bil Mil Thou		Bil Mil Thou	Bil Mil Thou	Bil Mil Thou	Bil Mil Thou	Bil 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)	RCON 0010 394,295		RCON C869 0	RCON B600 20	RCON B601 394,275		RCON B602 0	34
35. Held-to-maturity securities	RCON 1754 0		RCON B603 0	RCON B604 0	RCON B605 0	RCON B606 0	RCON B607 0	35
36. Available-for-sale securities	RCON 1773 0		RCON B608 0	RCON B609 0	RCON B610 0	RCON B611 0	RCON B612 0	36
37. Federal funds sold and securities purchased under agreements to resell	RCON C225 0			RCON C063 0	RCON C064 0		RCON B520 0	37
38. Loans and leases held for sale	RCON 5369 13,120		RCON B617 0	RCON B618 0	RCON B619 0	RCON B620 357	RCON B621 12,763	38
39. Loans and leases, net of unearned income	RCON B528 4,561,251		RCON B622 0	RCON B623 61,086	RCON B624 64,960	RCON B625 680,477	RCON B626 3,754,728	39
40. LESS: Allowance for loan and lease losses	RCON 3123 137,116		RCON 3123 137,116					40
41. Trading assets	RCON 3545 0		RCON B627 0	RCON B628 0	RCON B629 0	RCON B630 0	RCON B631 0	41
42. All other assets (1)	RCON B639 474,478		RCON B640 27,027	RCON B641 2,525	RCON B642 333,592	RCON B643 0	RCON 5339 111,334	42
43. Total assets (sum of items 34 through 42)	RCON 2170 5,306,028		RCON B644 (110,089)	RCON 5320 63,631	RCON 5327 792,827	RCON 5334 680,834	RCON 5340 3,878,825	43

(1) Includes premises and fixed assets, other real estate owned, investments in unconsolidated subsidiaries and associated companies, intangible assets, and other assets.

Schedule RC-R—Continued

	(Column A)	Credit Conversion Factor	(Column B)	Allocation by Risk Weight Category				
	Face Value or Notional Amount			Credit Equivalent Amount (1)	(Column C)	(Column D)	(Column E)	(Column F)
	Bil Mil Thou			Bil Mil Thou	0%	20%	50%	100%
Dollar Amounts in Thousands								
Derivatives and Off-Balance Sheet Items	RCON B546	See footnote 2	RCON B547	RCON B548	RCON B581	RCON B582	RCON B583	
44. Financial standby letters of credit	0	1.000	0	0	0	0	0	44
45. Performance standby letters of credit	RCON 3821		RCON B650	RCON B651	RCON B652	RCON B653	RCON B654	
	0	.50	0	0	0	0	0	45
46. Commercial and similar letters of credit	RCON 3411		RCON B655	RCON B656	RCON B657	RCON B658	RCON B659	
	0	.20	0	0	0	0	0	46
47. Risk participations in bankers acceptances acquired by the reporting institution	RCON 3429		RCON B660	RCON B661	RCON B662		RCON B663	
	0	1.00	0	0	0		0	47
	RCON 3433		RCON B664	RCON B665	RCON B666	RCON B667	RCON B668	
48. Securities lent	0	1.00	0	0	0	0	0	48
49. Retained recourse on small business obligations sold with recourse	RCON A250		RCON B669	RCON B670	RCON B671	RCON B672	RCON B673	
	0	1.00	0	0	0	0	0	49
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	RCON B541	See footnote 3	RCON B542				RCON B543	
	0	12.500	0				0	50
51. All other financial assets sold with recourse	RCON B675		RCON B676	RCON B677	RCON B678	RCON B679	RCON B680	
	0	1.00	0	0	0	0	0	51
52. All other off-balance sheet liabilities	RCON B681		RCON B682	RCON B683	RCON B684	RCON B685	RCON B686	
	0	1.00	0	0	0	0	0	52
53. Unused commitments with an original maturity exceeding one year	RCON 3833		RCON B687	RCON B688	RCON B689	RCON B690	RCON B691	
	652,073	.50	326,037	0	0	0	326,037	53
			RCON A167	RCON B693	RCON B694	RCON B695		
54. Derivative contracts			0	0	0	0		54

(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. (Entering an 'M' allows for data entry in Column B.)

(3) Or institution specific factor.

Schedule RC-R—Continued

	(Column C)	(Column D)	(Column E)	(Column F)	
	Allocation by Risk Weight Category				
	0%	20%	50%	100%	
Dollar Amounts in Thousands	Bil Mil Thou	Bil Mil Thou	Bil Mil Thou	Bil 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)	63,631	792,827	680,834	4,204,862	55
56. Risk weight factor	x 0%	x 20%	x 50%	x 100%	56
57. Risk-weighted assets by risk weight category (for each column, item 55 multiplied by item 56)	0	158,565	340,417	4,204,862	57
58. Market risk equivalent assets				0	58
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)				4,703,844	59
60. LESS: Excess allowance for loan and lease losses				81,475	60
61. LESS: Allocated transfer risk reserve				0	61
62. Total risk-weighted assets (item 59 minus items 60 and 61)				4,622,369	62

Memoranda

	Dollar Amounts in Thousands	RCON	Bil Mil Thou	
1. Current credit exposure across all derivative contracts covered by the risk-based capital standards	8764		0	M.1

	With a remaining maturity of						
	(Column A) One year or less		(Column B) Over one year through five years		(Column C) Over five years		
	RCON	Tril Bil Mil Thou	RCON	Tril Bil Mil Thou	RCON	Tril Bil Mil Thou	
2. Notional principal amounts of derivative contracts: (1)							
a. Interest rate contracts	3809	0	8766	0	8767	0	M.2.a
b. Foreign exchange contracts	3812	0	8769	0	8770	0	M.2.b
c. Gold contracts	8771	0	8772	0	8773	0	M.2.c
d. Other precious metals contracts	8774	0	8775	0	8776	0	M.2.d
e. Other commodity contracts	8777	0	8778	0	8779	0	M.2.e
f. Equity derivative contracts	A000	0	A001	0	A002	0	M.2.f
g. Credit derivative contracts:							
(1) Investment grade	C980	0	C981	0	C982	0	M.2.g.1
(2) Subinvestment grade	C983	0	C984	0	C985	0	M.2.g.2

(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, All Leases, and All Other Assets	
	Bil Mil Thou	Bil Mil Thou	Bil Mil Thou	Bil Mil Thou	Bil Mil Thou	Bil Mil Thou	Bil Mil Thou	
Bank Securitization Activities								
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	RCON B705 0	RCON B706 0	RCON B707 0	RCON B708 0	RCON B709 0	RCON B710 0	RCON B711 0	1
2. Maximum amount of credit exposure arising from recourse or other seller-provided credit enhancements provided to structures reported in item 1 in the form of:								
a. Credit-enhancing interest-only strips (included in Schedules RC-B or RC-F or in Schedule RC, item 5)	RCON B712 0	RCON B713 0	RCON B714 0	RCON B715 0	RCON B716 0	RCON B717 0	RCON B718 0	2.a
b. Subordinated securities and other residual interests	RCON C393 0	RCON C394 0	RCON C395 0	RCON C396 0	RCON C397 0	RCON C398 0	RCON C399 0	2.b
c. Standby letters of credit and other enhancements	RCON C400 0	RCON C401 0	RCON C402 0	RCON C403 0	RCON C404 0	RCON C405 0	RCON C406 0	2.c
3. Reporting bank's unused commitments to provide liquidity to structures reported in item 1	RCON B726 0	RCON B727 0	RCON B728 0	RCON B729 0	RCON B730 0	RCON B731 0	RCON B732 0	3
4. Past due loan amounts included in item 1:	RCON B733	RCON B734	RCON B735	RCON B736	RCON B737	RCON B738	RCON B739	
a. 30-89 days past due	0	0	0	0	0	0	0	4.a
b. 90 days or more past due	RCON B740 0	RCON B741 0	RCON B742 0	RCON B743 0	RCON B744 0	RCON B745 0	RCON B746 0	4.b
5. 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):								
a. Charge-offs	RIAD B747 0	RIAD B748 0	RIAD B749 0	RIAD B750 0	RIAD B751 0	RIAD B752 0	RIAD B753 0	5.a
b. Recoveries	RIAD B754 0	RIAD B755 0	RIAD B756 0	RIAD B757 0	RIAD B758 0	RIAD B759 0	RIAD B760 0	5.b

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, All Leases, and All Other Assets	
	Bil Mil Thou	Bil Mil Thou	Bil Mil Thou	Bil Mil Thou	Bil Mil Thou	Bil Mil Thou	Bil Mil Thou	
6. Amount of ownership (or seller's) interests carried as:								
a. Securities (included in Schedule RC-B or in Schedule RC, item 5)		RCON B761 0	RCON B762 0			RCON B763 0	6.a	
b. Loans (included in Schedule RC-C)		RCON B500 0	RCON B501 0			RCON B502 0	6.b	
7. Past due loan amounts included in interests reported in item 6.a:								
a. 30-89 days past due		RCON B764 0	RCON B765 0			RCON B766 0	7.a	
b. 90 days or more past due		RCON B767 0	RCON B768 0			RCON B769 0	7.b	
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	8.a	
b. Recoveries		RIAD B773 0	RIAD B774 0			RIAD B775 0	8.b	
For Securitization Facilities Sponsored By or Otherwise Established By Other Institutions								
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	RCON B776 0	RCON B777 0	RCON B778 0	RCON B779 0	RCON B780 0	RCON B781 0	RCON B782 0	9
10. Reporting bank's unused commitments to provide liquidity to other institutions' securitization structures	RCON B783 0	RCON B784 0	RCON B785 0	RCON B786 0	RCON B787 0	RCON B788 0	RCON B789 0	10

Schedule RC-S—Continued

	(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, All Leases, and All Other Assets
	Bil Mil Thou	Bil Mil Thou	Bil Mil Thou	Bil Mil Thou	Bil Mil Thou	Bil Mil Thou	Bil Mil Thou
Dollar Amounts in Thousands							
Bank Asset Sales							
11. Assets sold with recourse or other seller-provided credit enhancements and not securitized by the reporting bank	RCON B790	RCON B791	RCON B792	RCON B793	RCON B794	RCON B795	RCON B796
	0	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	RCON B797	RCON B798	RCON B799	RCON B800	RCON B801	RCON B802	RCON B803
	0	0	0	0	0	0	0

Memoranda

	Dollar Amounts in Thousands		
	RCON	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	0	M.1.a
b. Amount of retained recourse on these obligations as of the report date	A250	0	M.1.b
2. Outstanding principal balance of assets serviced for others (includes participations serviced for others):			
a. Closed-end 1-4 family residential mortgages serviced with recourse or other servicer-provided credit enhancements	B804	0	M.2.a
b. Closed-end 1-4 family residential mortgages serviced with no recourse or other servicer-provided credit enhancements	B805	0	M.2.b
c. Other financial assets (includes home equity lines) (1)	A591	0	M.2.c
d. 1-4 family residential mortgages serviced for others that are in process of foreclosure at quarter-end (includes closed-end and open-end loans)			
	F699	0	M.2.d
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	0	M.3.a.1
(2) Conduits sponsored by other unrelated institutions	B807	0	M.3.a.2
b. Unused commitments to provide liquidity to conduit structures:			
(1) Conduits sponsored by the bank, a bank affiliate, or the bank's holding company	B808	0	M.3.b.1
(2) Conduits sponsored by other unrelated institutions	B809	0	M.3.b.2
4. Outstanding credit card fees and finance charges included in Schedule RC-S, item 1, column C (2)	C407	0	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.

