

Federal Financial Institutions Examination Council

Please refer to page i,

1Table of Contents, for
the required disclosure
of estimated burden.**Consolidated Reports of Condition and Income for
A Bank With Domestic and Foreign Offices—FFIEC 031****Report at the close of Business December 31, 2004**(20041231)

(RCRI 9999)

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

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

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

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

I, Maggie Smiley, Regulatory Reporting Manager

Name and Title of Officer Authorized to Sign Report

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

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

Maggie Smiley
Signature of Officer Authorized to Sign Report1/28/05
Date of SignatureDavid M. Muffet
Director (Trustee)[Signature]
Director (Trustee)[Signature]
Director (Trustee)**Submission of Reports**

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

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

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

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

FDIC Certificate Number:

06548
(RCRI 9050)**U.S. Bank National Association**

Legal Title of Bank (TEXT 9010)

Cincinnati

City (TEXT 9130)

OH

State Abbrev. (TEXT 9200)

45202

Zip Code (TEXT 9220)

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

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Disclosure of Estimated Burden

The estimated average burden associated with this information collection is 37.1 hours per respondent and is estimated to vary from 15 to 600 hours per response, depending on individual circumstances. Burden estimates include the time for reviewing instructions, gathering and maintaining data in the required form, and completing the information collection, but exclude the time for compiling and maintaining business records in the normal course of a respondent's activities. A Federal agency may not conduct or sponsor, and an organization (or a person) is not required to respond to a collection of information, unless it displays a currently valid OMB control number. Comments concerning the accuracy of this burden estimate and suggestions for reducing this burden should be directed to the Office of Information and Regulatory Affairs, Office of Management and Budget, Washington, D.C. 20503, and to one of the following:

Secretary

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

Legislative and Regulatory Analysis Division

Office of the Comptroller of the Currency
Washington, D.C. 20219

Assistant Executive Secretary

Federal Deposit Insurance Corporation
Washington, D.C. 20429

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

Cincinnati

City

OH 45202

State Zip Code

FDIC Certificate Number: 06548

Consolidated Report of Income for the period January 1, 2004 – December 31, 2004

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

Schedule RI—Income Statement

		Dollar Amounts in Thousands		
		RIAD	Bil Mil Thou	
1. Interest Income:				
a. Interest and fee income on loans:				
(1) In domestic offices:				
(a) Loans secured by real estate		4011	3,096,913	1.a.1.a
(b) Loans to finance agricultural production and other loans to farmers		4024	60,248	1.a.1.b
(c) Commercial and industrial loans		4012	1,569,314	1.a.1.c
(d) Loans to individuals for household, family, and other personal expenditures:				
(1) Credit cards		B485	613,232	1.a.1.d.1
(2) Other (includes single payment, installment, all student loans, and revolving credit plans other than credit cards)		B486	876,252	1.a.1.d.2
(e) Loans to foreign governments and official institutions		4056	218	1.a.1.e
(f) All other loans in domestic offices		B487	157,021	1.a.1.f
(2) In foreign offices, Edge and Agreement subsidiaries, and IBFs		4059	1,653	1.a.2
(3) Total interest and fee income on loans (sum of items 1.a.(1)(a) through 1.a.(2))		4010	6,374,851	1.a.3
b. Income from lease financing receivables		4065	733,026	1.b
c. Interest income on balances due from depository institutions: (1)		4115	327	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	58,540	1.d.1
(2) Mortgage-backed securities		B489	1,715,518	1.d.2
(3) All other securities (includes securities issued by states and political subdivisions in the U.S.)		4060	42,439	1.d.3
e. Interest income from trading assets		4069	8,571	1.e
f. Interest income on federal funds sold and securities purchased under agreements to resell		4020	38,777	1.f
g. Other interest income		4518	81,283	1.g
h. Total interest income (sum of items 1.a.(3) through 1.g)		4107	9,053,332	1.h
2. Interest expense:				
a. Interest on deposits:				
(1) Interest on deposits in domestic offices:				
(a) Transaction accounts (NOW accounts, ATS accounts, and telephone and preauthorized transfer accounts)		4508	18,559	2.a.1.a
(b) Nontransaction accounts:				
(1) Savings deposits (includes MMDAs)		0093	303,101	2.a.1.b.1
(2) Time deposits of \$100,000 or more		A517	174,410	2.a.1.b.2
(3) Time deposits of less than \$100,000		A518	341,271	2.a.1.b.3
(2) Interest on deposits in foreign offices, Edge and Agreement subsidiaries, and IBFs		4172	144,819	2.a.2
b. Expense of federal funds purchased and securities sold under agreements to repurchase		4180	163,436	2.b
c. Interest on trading liabilities and other borrowed money		4185	624,655	2.c

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

Schedule RI—Continued

	Dollar Amounts in Thousands	Year-to-date			
		RIAD	Bil	Mil	
2. Interest expense (continued):					
d. Interest on subordinated notes and debentures		4200	148,823		2.d
e. Total interest expense (sum of items 2.a through 2.d)		4073	1,919,074		2.e
3. Net interest income (item 1.h minus 2.e)				4074	7,134,258 3
4. Provision for loan and lease losses				4230	599,487 4
5. Noninterest income:					
a. Income from fiduciary activities (1)		4070	715,278		5.a
b. Service charges on deposit accounts in domestic offices		4080	1,261,725		5.b
c. Trading revenue (2)		A220	40,797		5.c
d. Investment banking, advisory, brokerage, and underwriting fees and commissions		B490	262,921		5.d
e. Venture capital revenue		B491	0		5.e
f. Net servicing fees		B492	261,945		5.f
g. Net securitization income		B493	21,455		5.g
h. (1) Underwriting income from insurance and reinsurance activities		C386	19,722		5.h.(1)
(2) Income from other insurance activities		C387	3,206		5.h.(2)
i. Net gains (losses) on sales of loans and leases		5416	167,323		5.i
j. Net gains (losses) on sales of other real estate owned		5415	8,738		5.j
k. Net gains (losses) on sales of other assets (excluding securities)		B496	10,942		5.k
l. Other noninterest income*		B497	2,433,175		5.l
m. Total noninterest income (sum of items 5.a through 5.l)				4079	5,207,227 5.m
6. a. Realized gains (losses) on held-to-maturity securities				3521	0 6.a
b. Realized gains (losses) on available-for-sale securities				3196	(110,158) 6.b
7. Noninterest expense:					
a. Salaries and employee benefits		4135	2,462,440		7.a
b. Expenses of premises and fixed assets (net of rental income) (excluding salaries and employee benefits and mortgage interest)		4217	624,515		7.b
c. (1) Goodwill impairment losses		C216	0		7.c.1
(2) Amortization expense and impairment losses for other intangible assets		C232	639,145		7.c.2
d. Other noninterest expense *		4092	1,985,387		7.d
e. Total noninterest expense (sum of items 7.a through 7.d)				4093	5,711,487 7.e
8. Income (loss) before income taxes and extraordinary items, and other adjustments (item 3 plus or minus items 4, 5.m, 6.a, 6.b, and 7.e)				4301	5,920,353 8
9. Applicable income taxes (on item 8)				4302	1,940,716 9
10. Income (loss) before extraordinary items and other adjustments (item 8 minus item 9)				4300	3,979,637 10
11. Extraordinary items and other adjustments, net of income taxes *				4320	0 11
12. Net income (loss) (sum of items 10 and 11)				4340	3,979,637 12

* Describe on Schedule RI-E - Explanations.

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

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

Schedule RI—Continued

Memoranda

	Dollar Amounts in Thousands		Year-to-Date			
			RIAD	Bil	Mil	
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				8,799	M.1
2. Income from the sale and servicing of mutual funds and annuities in domestic offices (included in Schedule RI, item 8) _____	8431				262,921	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				51,561	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				15,995	M.4
5. Number of full-time equivalent employees at end of current period (round to nearest whole number) _____					Number 4150	M.5
6. Not applicable						
7. If the reporting bank has restated its balance sheet as a result of applying push down accounting this calendar year, report the date of the bank's acquisition (1) _____	9106				CCYY/MM/DD 0	M.7
8. Trading revenue (from cash instruments and derivative instruments) (sum of Memorandum items 8.a through 8.d must equal Schedule RI, item 5.c) (To be completed by banks that reported average trading assets (Schedule RC-K, item 7) of \$2 million or more for any quarter of the preceding calendar year.):						
	RIAD	Bil	Mil	Thou		
a. Interest rate exposures _____	8757				11,896	M.8.a
b. Foreign exchange exposures _____	8758				28,901	M.8.b
c. Equity security and index exposures _____	8759				0	M.8.c
d. Commodity and other exposures _____	8760				0	M.8.d
9. Impact on income of derivatives held for purposes other than trading:						
	RIAD	Bil	Mil	Thou		
a. Net increase (decrease) to interest income _____	8761				388,799	M.9.a
b. Net (increase) decrease to interest expense _____	8762				158,779	M.9.b
c. Other (noninterest) allocations _____	8763				3,629	M.9.c
10. Credit losses on derivatives (see instructions) _____	A251				32	M.10
11. Does the reporting bank have a Subchapter S election in effect for federal income tax purposes for the current tax year ? _____	RIAD A530				YES / NO NO	M.11

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

Schedule RI-A—Changes in Equity Capital

Indicate decreases and losses in parentheses.

	Dollar Amounts in Thousands				
	RIAD	Bil	Mil	Thou	
1. Total equity capital most recently reported for the December 31, 2003, Reports of Condition and Income (i.e., after adjustments from amended Reports of Income)	3217		18,095,735		1
2. Restatements due to corrections of material accounting errors and changes in accounting principles*	B507		0		2
3. Balance end of previous calendar year as restated (sum of items 1 and 2)	B508		18,095,735		3
4. Net income (loss) (must equal Schedule RI, item 12)	4340		3,979,637		4
5. Sale, conversion, acquisition, or retirement of capital stock, net (excluding treasury stock transactions)	B509		0		5
6. Treasury stock transactions, net	B510		0		6
7. Changes incident to business combinations, net	4356		114,891		7
8. LESS: Cash dividends declared on preferred stock	4470		0		8
9. LESS: Cash dividends declared on common stock	4460		3,247,500		9
10. Other comprehensive income (1)	B511		(77,450)		10
11. Other transactions with parent holding company * (not included in items 5, 6, 8, or 9 above)	4415		0		11
12. Total equity capital end of current period (sum of items 3 through 11) (must equal Schedule RC, item 28)	3210		18,865,313		12

* Describe on Schedule RI-E - Explanations.

(1) Includes changes in net unrealized holding gains (losses) on available-for-sale securities, changes in accumulated net gains (losses) on cash flow hedges, foreign currency translation adjustments, and changes in minimum pension liability adjustments.

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

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

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

	(Column A) Charge-offs (1)				(Column B) Recoveries					
	Calendar year-to-date									
	RIAD	Bil	Mil	Thou	RIAD	Bil	Mil	Thou		
Dollar Amounts in Thousands										
1. Loans secured by real estate:										
a. Construction, land development, and other land loans in domestic offices	3582		12,434		3583		3,438			1.a
b. Secured by farmland in domestic offices	3584		2,030		3585		65			1.b
c. Secured by 1-4 family residential properties in domestic offices:										
(1) Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit	5411		31,339		5412		5,044			1.c.1
(2) Closed-end loans secured by 1-4 family residential properties:										
(a) Secured by first liens	C234		31,124		C217		2,938			1.c.2.a
(b) Secured by junior liens	C235		54,566		C218		8,258			1.c.2.b
d. Secured by multifamily (5 or more) residential properties in domestic offices	3588		5,078		3589		482			1.d
e. Secured by nonfarm nonresidential properties in domestic offices	3590		20,962		3591		10,577			1.e
f. In foreign offices	B512		0		B513		0			1.f
2. Loans to depository institutions and acceptances of other banks:										
a. To U.S. banks and other U.S. depository institutions	4653		718		4663		11			2.a
b. To foreign banks	4654		750		4664		0			2.b
3. Loans to finance agricultural production and other loans to farmers	4655		7,481		4665		4,652			3
4. Commercial and industrial loans:										
a. To U.S. addressees (domicile)	4645		210,738		4617		130,748			4.a
b. To non-U.S. addressees (domicile)	4646		133		4618		11			4.b

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

Schedule RI-B—Continued

Part I. Continued

	(Column A) Charge-offs (1)				(Column B) Recoveries				
	Calendar year-to-date								
	RIAD	Bil	Mil	Thou	RIAD	Bil	Mil	Thou	
Dollar Amounts in Thousands									
5. Loans to individuals for household, family, and other personal expenditures:									
a. Credit cards	B514	268,815		B515	28,654				5.a
b. Other (includes single payment, installment, all student loans and revolving credit plans other than credit cards)	B516	217,094		B517	47,752				5.b
6. Loans to foreign governments and official institutions	4643	0		4627	0				6
7. All other loans	4644	6,505		4628	4,524				7
8. Lease financing receivables:									
a. To U.S. addressees (domicile)	4658	159,606		4668	51,151				8.a
b. To non-U.S. addressees (domicile)	4659	0		4669	0				8.b
9. Total (sum of items 1 through 8)	4635	1,029,373		4605	298,305				9

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	3,193		5410	752				M.1
2. Loans secured by real estate to non-U.S. addresses (domicile) (included in Schedule RI-B, part I, item 1, above):	4652	0		4662	0				M.2
3. Not Applicable									

Memorandum item 4 is to be completed by banks that (1) together with affiliated institutions, have outstanding credit card receivables (as defined in the instructions) that exceed \$500 million as of the report date or (2) are credit card specialty banks as defined for Uniform Bank Performance Report purposes.

	Calendar year-to-date		
	RIAD	Bil Mil Thou	
4. Uncollectible retail credit card fees and finance charges reversed against income (i.e., not in charge-offs against the allowance for loan and lease losses)	C388	71,177	M.4

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

Part II. Changes in Allowance for Loan and Lease Losses

	Dollar Amounts in Thousands		
	RIAD	Bil Mil Thou	
1. Balance most recently reported for the December 31, 2003, Reports of Condition and Income (i.e., after adjustments from amended Reports of Income) _____	B522	2,242,737	1
2. Recoveries (must equal part I, item 9, column B above) _____	4605	298,305	2
3. LESS: Charge-offs (must equal part I, item 9, column A above less Schedule RI-B, part II, item 4) _____	C079	1,020,167	3
4. LESS: Write-downs arising from transfers of loans to a held-for-sale account _____	5523	9,206	4
5. Provision for loan and lease losses (must equal Schedule RI, item 4) _____	4230	599,487	5
6. Adjustments * (see instructions for this schedule) _____	C233	(185,113)	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	1,926,043	7

* Describe on Schedule RI-E—Explanations.

Memoranda

	Dollar Amounts in Thousands		
	RIAD	Bil Mil Thou	
1. Allocated transfer risk reserve included in Schedule RI-B, part II, item 7, above _____	C435	0	M.1
<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>			
2. Separate valuation allowance for uncollectible retail credit card fees and finance charges _____	C389	36,989	M.2
3. Amount of allowance for loan and leases losses attributable to retail credit card fees and finance charges _____	C390	0	M.3

Schedule RI-D—Income from International Operations

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

	Dollar Amounts in Thousands		Year-to-Date	
	RIAD	Bil Mil Thou		
1. Interest income and expense attributable to international operations:				
a. Gross interest income _____	B523	0		1.a
b. Gross interest expense _____	B524	0		1.b
2. Net interest income attributable to international operations (item 1.a minus 1.b) _____	B525	0		2
3. Noninterest income and expense attributable to international operations:				
a. Noninterest income attributable to international operations _____	4097	0		3.a
b. Provision for loan and lease losses attributable to international operations _____	4235	0		3.b
c. Other noninterest expense attributable to international operations _____	4239	0		3.c
d. Net noninterest income (expense) attributable to international operations (item 3.a minus 3.b and 3.c) _____	4843	0		3.d
4. Estimated pretax income attributable to international operations before capital allocation adjustment (sum of items 2 and 3.d) _____	4844	0		4
5. Adjustment to pretax income for internal allocations to international operations to reflect the effects of equity capital on overall bank funding costs _____	4845	0		5
6. Estimated pretax income attributable to international operations after capital allocation adjustment (sum of items 4 and 5) _____	4846	0		6
7. Income taxes attributable to income from international operations as estimated in item 6 _____	4797	0		7
8. Estimated net income attributable to international operations (item 6 minus 7) _____	4341	0		8

Schedule RI-E—Explanations

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

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

		Dollar Amounts in Thousands		Year-to-Date			
		RIAD	Bil	Mil	Thou		
1. Other noninterest income (from Schedule RI, item 5.l) Itemize and describe amounts that exceed 1% of the sum of Schedule RI, items 1.h and 5.m:							
TEXT							
a.	Income and fees from the printing and sale of checks	C013			0		1.a
b.	Earnings on/increase in value of cash surrender value of life insurance	C014			0		1.b
c.	Income and fees from automated teller machines (ATMs)	C016		175,582			1.c
d.	Rent and other income from other real estate owned	4042			0		1.d
e.	Safe deposit box rent	C015			0		1.e
f.	4461 Merchant Fees	4461		574,779			1.f
g.	4462 Interchange Fee Income	4462		663,789			1.g
h.	4463	4463		N/A			1.h
2. Other noninterest expense (from Schedule RI, item 7.d): Itemize and describe amounts that exceed 1% of the sum of of Schedule RI, items 1.h and 5.m:							
TEXT							
a.	Data processing expenses	C017			0		2.a
b.	Advertising and marketing expenses	497			0		2.b
c.	Directors' fees	4136			0		2.c
d.	Printing, stationery, and supplies	C018			0		2.d
e.	Postage	8403			0		2.e
f.	Legal fees and expenses	4141			0		2.f
g.	FDIC deposit insurance assessments	4146			0		2.g
h.	4464 Capitalized Computer Software	4464		143,894			2.h
i.	4467	4467		N/A			2.i
j.	4468	4468		N/A			2.j
3. Extraordinary items and other adjustments and applicable income tax effect (from Schedule RI, item 11) (itemize and describe all extraordinary items and other adjustments):							
TEXT							
a.(1)	4469	4469		N/A			3.a.1
	(2) Applicable income tax effect	4486		0			3.a.2
b.(1)	4487	4487		N/A			3.b.1
	(2) Applicable income tax effect	4488		0			3.b.2
c.(1)	4489	4489		N/A			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 December 31, 2004

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

Schedule RC—Balance Sheet

Dollar Amounts in Thousands			RCFD	Bil	Mil	Thou	
ASSETS							
1. Cash and balances due from depository institutions (from Schedule RC-A):							
a. Noninterest-bearing balances and currency and coin (1)			0081	6,333,885			1.a
b. Interest-bearing balances (2)			0071	6,439			1.b
2. Securities:							
a. Held-to-maturity securities (from Schedule RC-B, column A)			1754	126,913			2.a
b. Available-for-sale securities (from Schedule RC-B, column D)			1773	41,033,604			2.b
3. Federal funds sold and securities purchased under agreements to resell:			RCON				
a. Federal funds sold in domestic offices			B987	2,692,496			3.a
b. Securities purchased under agreements to resell (3)			RCFD				
b. Securities purchased under agreements to resell (3)			B989	35,000			3.b
4. Loans and lease financing receivables (from Schedule RC-C):							
a. Loans and leases held for sale			5369	1,430,807			4.a
b. Loans and leases, net of unearned income	B528	123,250,610					4.b
c. LESS: Allowance for loan and lease losses	3123	1,926,043					4.c
d. Loans and leases, net of unearned income and allowance (item 4.b minus 4.c)	B529	121,324,567					4.d
5. Trading assets (from Schedule RC-D)			3545	196,342			5
6. Premises and fixed assets (including capitalized leases)			2145	1,791,705			6
7. Other real estate owned (from Schedule RC-M)			2150	69,983			7
8. Investments in unconsolidated subsidiaries and associated companies (from Schedule RC-M)			2130	74,409			8
9. Customers' liability to this bank on acceptances outstanding			2155	94,553			9
10. Intangible assets:							
a. Goodwill			3163	6,230,729			10.a
b. Other intangible assets (from Schedule RC-M)			426	3,873,293			10.b
11. Other assets (from Schedule RC-F)			2160	9,121,913			11
12. Total assets (sum of items 1 through 11)			2170	194,436,638			12

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

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

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

Schedule RC—Continued

Dollar Amounts in Thousands

Bil | Mil | Thou

LIABILITIES

13. Deposits:

a. In domestic offices (sum of totals of columns A and C from Schedule RC-E, part I)

(1) Noninterest-bearing	6631	31,387,005
(2) Interest-bearing	6636	84,300,732

b. In foreign offices, Edge and Agreement subsidiaries, and IBFs (from Schedule RC-E, part II)

(1) Noninterest-bearing	6631	0
(2) Interest-bearing	6636	12,613,880

14. Federal funds purchased and securities sold under agreements to repurchase:

a. Federal funds purchased in domestic offices (2)

RCON	2200	115,687,737
RCFN	2200	12,613,880

b. Securities sold under agreements to repurchase (3)

B993	3,378,614
B995	4,848,145

15. Trading liabilities (from Schedule RC-D)

3548	156,654
------	---------

16. Other borrowed money (includes mortgage indebtedness and obligations under capitalized leases) (from Schedule RC-M)

3190	25,478,470
------	------------

17. Not applicable

18. Bank's liability on acceptances executed and outstanding

2920	94,553
------	--------

19. Subordinated notes and debentures(4)

3200	6,386,971
------	-----------

20. Other liabilities (from Schedule RC-G)

2930	5,910,141
------	-----------

21. Total liabilities (sum of items 13 through 20)

2948	174,555,165
------	--------------------

22. Minority interest in consolidated subsidiaries

3000	1,016,160
------	-----------

EQUITY CAPITAL

23. Perpetual preferred stock and related surplus

3838	0
------	---

24. Common stock

3230	18,200
------	--------

25. Surplus (exclude all surplus related to preferred stock)

3839	11,792,288
------	------------

26. a. Retained earnings

3632	7,076,156
------	-----------

b. Accumulated other comprehensive income (5)

B530	(21,331)
------	----------

27. Other equity capital components (6)

A130	0
------	---

28. Total equity capital (sum of items 23 through 27)

3210	18,865,313
------	-------------------

29. Total liabilities, minority interest, and equity capital (sum of items 21, 22, and 28)

3300	194,436,638
------	--------------------

Memorandum

To be reported only with the March Report of Condition.

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

RCFD	Number
6724	N/A

M. 1

1 = Independent audit of the bank conducted in accordance with generally accepted auditing standards by a certified public accounting firm which submits a report on the bank

2 = Independent audit of the bank's parent holding company conducted in accordance with generally accepted auditing standards by a certified public accounting firm which submits a report on the consolidated holding company (but not on the bank separately)

3 = Attestation on bank management's assertion on the effectiveness of the bank's internal control over financial reporting by a certified public accounting firm

4 = Directors' examination of the bank conducted in accordance with generally accepted auditing standards by a certified public accounting firm (may be required by state chartering authority)

5 = Directors' examination of the bank performed by other external auditors (may be required by state chartering authority)

6 = Review of the bank's financial statements by external auditors

7 = Compilation of the bank's financial statements by external auditors

8 = Other audit procedures (excluding tax preparation work)

9 = No external audit work

(1) Includes total demand deposits and noninterest-bearing time and savings deposits.

(2) Report overnight Federal Home Loan Bank advances in Schedule RC, item 16, "other borrowed money."

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

(4) Includes limited-life preferred stock and related surplus.

(5) Includes net unrealized holding gains (losses) on available-for-sale securities, accumulated net gains (losses)

on cash flow hedges, cumulative foreign currency translation adjustments, and minimum pension liability adjustments.

(6) Includes treasury stock and unearned Employee Stock Ownership Plan shares.

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

Exclude assets held for trading.

Dollar Amounts in Thousands	(Column A) Consolidated Bank			(Column B) Domestic Offices			
	RCFD	Bil Mil Thou		RCON	Bil Mil Thou		
1. Cash items in process of collection, unposted debits, and currency and coin _____	0022	5,931,576					1
a. Cash items in process of collection and unposted debits _____				0020	4,629,566		1.a
b. Currency and coin _____				0080	1,302,010		1.b
2. Balance due from depository institutions in the U.S. _____				0082	169,857		2
a. U.S. branches and agencies of foreign banks (including their IBFs) _____	0083	0					2.a
b. Other commercial banks in the U.S. and other depository institutions in the U.S. (including their IBFs) _____	0085	169,857					2.b
3. Balances due from banks in foreign countries and foreign central banks _____				0070	32,179		3
a. Foreign branches of other U.S. banks _____	0073	0					3.a
b. Other banks in foreign countries and foreign central banks _____	0074	71,460					3.b
4. Balances due from Federal Reserve Banks _____	0090	167,431		0090	167,431		4
5. Total (sum of items 1 through 4) (total of column A must equal Schedule RC, sum of items 1.a and 1.b) _____	0010	6,340,324		0010	6,301,043		5

Schedule RC-B—Securities

Exclude assets held for trading.

Dollar Amounts in Thousands	Held-to-maturity				Available-for-sale				
	(Column A) Amortized Cost		(Column B) Fair Value		(Column C) Amortized Cost		(Column D) Fair Value		
	RCFD	Bil Mil Thou	RCFD	Bil Mil Thou	RCFD	Bil Mil Thou	RCFD	Bil Mil Thou	
1. U.S. Treasury securities _____	0211	0	0213	0	1286	92,706	1287	92,795	1
2. U.S. Government agency obligations (exclude mortgage-backed securities):									
a. Issued by U.S. Government agencies (1) _____	1289	0	1290	0	1291	75,436	1293	77,695	2.a
b. Issued by U.S. Government sponsored agencies (2) _____	1294	0	1295	0	1297	457,526	1298	448,981	2.b
3. Securities issued by states and political subdivisions in the U.S. _____	8496	97,914	8497	102,963	8498	205,459	8499	211,257	3

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

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

Schedule RC-B—Continued

Dollar Amounts in Thousands	Held-to-maturity								Available-for-sale								
	(Column A) Amortized Cost				(Column B) Fair Value				(Column C) Amortized Cost				(Column D) Fair Value				
	RCFD	Bil	Mil	Thou	RCFD	Bil	Mil	Thou	RCFD	Bil	Mil	Thou	RCFD	Bil	Mil	Thou	
4. Mortgage-backed securities (MBS):																	
a. Pass-through securities:																	
(1) Guaranteed by GNMA	1698			0	1699			0	1701			930,798	1702			929,397	4.a.1
(2) Issued by FNMA and FHLMC	1703			0	1705			0	1706			25,541,539	1707			25,325,607	4.a.2
(3) Other pass-through securities	1709			11,219	1710			11,219	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			9,452,294	1717			9,414,634	4.b.1
(2) Collateralized by MBS issued or guaranteed by FNMA, FHLMC, or GNMA	1718			0	1719			0	1731			23,993	1732			24,152	4.b.2
(3) All other mortgage-backed securities	1733			0	1734			0	1735			3,750,074	1736			3,733,488	4.b.3
5. Asset-backed securities (ABS):																	
a. Credit card receivables	B838			0	B839			0	B840			0	B841			0	5.a
b. Home equity lines	B842			0	B843			0	B844			63,737	B845			64,345	5.b
c. Automobile loans	B846			0	B847			0	B848			0	B849			0	5.c
d. Other consumer loans	B850			0	B851			0	B852			0	B853			0	5.d
e. Commercial and industrial loans	B854			0	B855			0	B856			0	B857			0	5.e
f. Other	B858			0	B859			0	B860			0	B861			0	5.f
6. Other debt securities:																	
a. Other domestic debt securities	1737			0	1738			0	1739			584,406	1741			575,943	6.a
b. Foreign debt securities	1742			17,780	1743			17,780	1744			7,833	1746			7,855	6.b
7. Investments in mutual funds and other equity securities with readily determinable fair values (1)									A510			127,455	A511			127,455	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			126,913	1771			131,962	1772			41,313,256	1773			41,033,604	8

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

Schedule RC-B—Continued

Memoranda

Dollar Amounts in Thousands

	RCFD	Bl Mil Thou	
1. Pledged securities (1) _____	0416	27,961,630	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	982,020	M.2.a.1
(2) Over three months through 12 months _____	A550	193,616	M.2.a.2
(3) Over one year through three years _____	A551	181,484	M.2.a.3
(4) Over three years through five years _____	A552	72,517	M.2.a.4
(5) Over five years through 15 years _____	A553	87,026	M.2.a.5
(6) Over 15 years _____	A554	77,902	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	789,023	M.2.b.1
(2) Over three months through 12 months _____	A556	13,641	M.2.b.2
(3) Over one year through three years _____	A557	338,548	M.2.b.3
(4) Over three years through five years _____	A558	2,334,752	M.2.b.4
(5) Over five years through 15 years _____	A559	11,737,718	M.2.b.5
(6) Over 15 years _____	A560	11,052,541	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	1,681,489	M.2.c.1
(2) Over three years _____	A562	11,490,785	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	157,134	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	450,000	M.4.a
b. Fair value _____	8783	441,440	M.4.b

- (1) Includes held-to-maturity securities at amortized cost and available-for-sale securities at fair value.
- (2) Exclude investments in mutual funds and other equity securities with readily determinable fair values.
- (3) Report fixed rate debt securities by remaining maturity and floating rate debt securities by next repricing date.
- (4) Sum of Memorandum items 2.a.(1) through 2.a.(6) plus any nonaccrual debt securities in the categories of debt securities reported in Memorandum item 2.a that are included in Schedule RC-N, item 9, column C, must equal Schedule RC-B, sum of items 1, 2, 3, 5, and 6, columns A and D, plus mortgage pass-through securities other than those backed by closed-end first lien 1-4 family residential mortgages included in Schedule RC-B, item 4.a, columns A and D.
- (5) Sum of Memorandum items 2.b.(1) through 2.b.(6) plus any nonaccrual mortgage pass-through securities backed by closed-end first lien 1-4 family residential mortgages included in Schedule RC-N, item 9, column C, must equal Schedule RC-B, item 4.a, sum of columns A and D, less the amount of mortgage pass-through securities other than those backed by closed-end first lien 1-4 family residential mortgages included in Schedule RC-B, item 4.a, columns A and D.
- (6) Sum of Memorandum items 2.c.(1) and 2.c.(2) plus any nonaccrual "Other mortgage-backed securities" included in Schedule RC-N, item 9, column C, must equal Schedule RC-B, item 4.b, sum of columns A and D.

Schedule RC-C—Loans and Lease Financing Receivables

Part I. Loans and Leases

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

	(Column A) Consolidated Bank			(Column B) Domestic Offices			
	RCFD	Bil Mil Thou		RCON	Bil Mil Thou		
	Dollar Amounts in Thousands						
1. Loans secured by real estate	1410	57,430,391					1
a. Construction, land development, and other land loans				1415	7,268,945		1.a
b. Secured by farmland (including farm residential and other improvements)				1420	723,199		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	11,125,601		1.c.1
(2) Closed-end loans secured by 1-4 family residential properties:							
(a) Secured by first liens				5367	16,399,744		1.c.2.a
(b) Secured by junior liens				5368	3,155,294		1.c.2.b
d. Secured by multifamily (5 or more) residential properties				1460	2,172,446		1.d
e. Secured by nonfarm nonresidential properties				1480	16,585,162		1.e
2. Loans to depository institutions and acceptances of other banks:							
a. To commercial banks in the U.S.				B531	159,899		2.a
(1) To U.S. branches and agencies of foreign banks	B532	0					2.a.1
(2) To other commercial banks in the U.S.	B533	159,899					2.a.2
b. To other depository institutions in the U.S.	B534	151,753		B534	151,753		2.b
c. To banks in foreign countries				B535	68,129		2.c
(1) To foreign branches of other U.S. banks	B536	0					2.c.1
(2) To other banks in foreign countries	B537	68,129					2.c.2
3. Loans to finance agricultural production and other loans to farmers	1590	1,289,560		1590	1,289,560		3
4. Commercial and industrial loans:							
a. To U.S. addressees (domicile)	1763	27,716,099		1763	27,700,043		4.a
b. To non-U.S. addressees (domicile)	1764	243,943		1764	140,770		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	6,309,418		B538	6,309,418		6.a
b. Other revolving credit plans	B539	2,464,009		B539	2,464,009		6.b
c. Other consumer loans (includes single payment, installment, and all student loans)	2011	11,580,753		2011	11,580,753		6.c
7. Loans to foreign government and official institutions (including foreign central banks)	2081	0		2081	0		7
8. Obligations (other than securities and leases) of states and political subdivisions in the U.S.	2107	1,933,266		2107	1,933,266		8
9. Other loans	1563	3,205,164					9
a. Loans for purchasing or carrying securities (secured and unsecured)				1545	513,057		9.a
b. All other loans (exclude consumer loans)				1564	2,692,106		9.b
10. Lease financing receivables (net of unearned income)				2165	12,128,946		10
a. Of U.S. addressees (domicile)	2182	12,128,924					10.a
b. Of non-U.S. addressees (domicile)	2183	109					10.b
11. LESS: Any unearned income on loans reflected in items 1-9 above	2123	0		2123	0		11
12. Total loans and leases, net of unearned income (sum of items 1 through 10 minus item 11) (total of column A must equal Schedule RC, item 4.a and 4.b)	2122	124,681,417		2122	124,562,100		12

Schedule RC-C—Continued

Part I. Continued

Memoranda	Dollar Amounts in Thousands	RCFD	Bil	Mil	Thou	
1. Loans and Leases restructured and in compliance with modified terms (included in Schedule RC-C, part I, and not reported as past due or nonaccrual in Schedule RC-N, Memorandum item 1) (exclude loans secured by 1-4 family residential properties and loans to individuals for household, family, and other personal expenditures)		1616		10,234		M.1
2. Maturity and repricing data for loans and leases (excluding those in nonaccrual status):						
a. Closed-end loans secured by first liens on 1-4 family residential properties in domestic offices (reported in Schedule RC-C, part I, item 1.c.(2)(a), column B) with a remaining maturity or next repricing date of: (1, 2)		RCFN				
(1) Three months or less		A564	756,151			M.2.a.1
(2) Over three months through 12 months		A565	838,001			M.2.a.2
(3) Over one year through three years		A566	2,570,031			M.2.a.3
(4) Over three years through five years		A567	1,976,427			M.2.a.4
(5) Over five years through 15 years		A568	4,132,623			M.2.a.5
(6) Over 15 years		A569	6,083,832			M.2.a.6
b. All loans and leases (reported in Schedule RC-C, part I, items 1 through 10, column A) EXCLUDING closed-end loans secured by first liens on 1-4 family residential properties in domestic offices (reported in Schedule RC-C, part I item 1.c.(2)(a), column B) with a remaining maturity or next repricing date of: (1,3)		RCFD				
(1) Three months or less		A570	52,746,740			M.2.b.1
(2) Over three months through 12 months		A571	6,135,251			M.2.b.2
(3) Over one year through three years		A572	17,367,173			M.2.b.3
(4) Over three years through five years		A573	19,453,638			M.2.b.4
(5) Over five years through 15 years		A574	10,363,579			M.2.b.5
(6) Over 15 years		A575	1,618,270			M.2.b.6
c. Loans and leases (reported in Schedule RC-C, part I, items 1 through 10, column A) with a REMAINING MATURITY of one year or less (excluding those in nonaccrual status)		A247	33,892,089			M.2.c
3. Loans to finance commercial real estate, construction, and land development activities (not secured by real estate) included in Schedule RC-C, part I, items 4 and 9, column A (4)		2746	2,857,035			M.3
4. Adjustable rate closed-end loans secured by first liens on 1-4 family residential properties in domestic offices (included in Schedule RC-C, part I, item 1.c.(2)(a), column B)		RCFN				
		5370	5,766,768			M.4
5. Loans secured by real estate to non-U.S. addresses (domicile) (included in Schedule RC-C, part I, item 1, column A)		RCFD				
		B837	0			M.5
Memorandum item 6 is to be completed by banks that (1) together with affiliated institutions, have outstanding credit card receivables (as defined in the instructions) that exceed \$500 million as of the report date or (2) are credit card specialty banks as defined for Uniform Bank Performance Report purposes.						
6) Outstanding credit card fees and finance charges included in Schedule RC-C, part I, item 6.a., column A		C391	258,401			M.6

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

Schedule RC-D—Trading Assets and Liabilities

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

		Dollar Amounts in Thousands			
		RCON	Bil	Mil	Thou
ASSETS					
1.	U.S. Treasury securities in domestic offices _____	3531		0	1
2.	U.S. Government agency obligations in domestic offices (exclude mortgage-backed securities) _____	3532		0	2
3.	Securities issued by states and political subdivisions in the U.S. in domestic offices _____	3533		0	3
4.	Mortgage-backed securities (MBS) in domestic offices:				
a.	Pass-through securities issued or guaranteed by FNMA, FHLMC, or GNMA _____	3534		0	4.a
b.	Other mortgage-backed securities issued or guaranteed by FNMA, FHLMC, or GNMA (include CMOs, REMICs, and stripped MBS) _____	3535		0	4.b
c.	All other mortgage-backed securities _____	3536		0	4.c
5.	Other debt securities in domestic offices _____	3537		0	5
6. - 8.	Not applicable				
9.	Other trading assets in domestic offices _____	3541		0	9
		RCFN			
10.	Trading assets in foreign offices _____	3542		0	10
11.	Revaluation gains on interest rate, foreign exchange rate, and other commodity and equity contracts:	RCON			
a.	In domestic offices _____	3543		196,342	11.a
		RCFN			
b.	In foreign offices _____	3543		0	11.b
		RCFD			
12.	Total trading assets (sum of items 1 through 11) (must equal Schedule RC, item 5) _____	3545		196,342	12
LIABILITIES					
		RCFD	Bil	Mil	Thou
13.	Liability for short positions _____	3546		0	13
14.	Revaluation losses on interest rate, foreign exchange rate, and other commodity and equity contracts _____	3547		156,654	14
15.	Total trading liabilities (sum of items 13 and 14) (must equal Schedule RC, item 15) _____	3548		156,654	15

Schedule RC-E—Deposit Liabilities

Part I. Deposits in Domestic Offices

Dollar Amounts in Thousands	Transaction Accounts						Nontransaction Accounts						
	(Column A) Total transaction accounts (including total demand deposits)			(Column B) Memo: Total demand deposits (included in column A)			(Column C) Total nontransaction accounts (including MMDAs)						
	RCON	Bil	Mil	Thou	RCON	Bil	Mil	Thou	RCON	Bil	Mil	Thou	
Deposits of:													
1. Individuals, partnerships and corporations (include all certified and official checks)	B549		15,313,412						B550		87,397,965		1
2. U.S. Government	2202		95,495						2520		345,120		2
3. States and political subdivisions in the U.S.	2203		813,130						2530		9,841,607		3
4. Commercial banks and other depository institutions in the U.S.	B551		1,818,981						B552		23,304		4
5. Banks in foreign countries	2213		36,223						2236		2,500		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		18,077,241	2210		14,884,507			2385		97,610,496		7

Memoranda

Dollar Amounts in Thousands	RCON	Bil	Mil	Thou	
1. Selected components of total deposits (i.e., sum of item 7, columns A and C):					
a. Total Individual Retirement Accounts (IRAs) and Keogh Plan accounts	6835		3,486,229		M.1.a
b. Total brokered deposits	2365		63,119		M.1.b
c. Fully insured brokered deposits (included in Memorandum item 1.b above):					
(1) Issued in denominations of less than \$100,000	2343		0		M.1.c.1
(2) Issued either in denominations of \$100,000 or in denominations greater than \$100,000 and participated out by the broker in shares of \$100,000 or less	2344		5,793		M.1.c.2
d. Maturity data for brokered deposits:					
(1) Brokered deposits issued in denominations of less than \$100,000 with a remaining maturity of one year or less (included in Memorandum item 1.c.(1) above)	A243		0		M.1.d.1
(2) Brokered deposits issued in denominations of \$100,000 or more with a remaining maturity of one year or less (included in Memorandum item 1.b above)	A244		50,000		M.1.d.2
e. Preferred deposits (uninsured deposits of states and political subdivisions in the U.S. reported in item 3 above which are secured or collateralized as required under state law) (to be completed for the December report only)	5590		6,067,148		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		67,382,096		M.2.a.1
(2) Other savings deposits (excludes MMDAs)	0352		5,728,314		M.2.a.2
b. Total time deposits of less than \$100,000	6648		12,543,822		M.2.b
c. Total time deposits of \$100,000 or more	2604		11,956,264		M.2.c

Schedule RC-E—Continued

Part I. 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	2,323,679					M.3.a.1
(2) Over three months through 12 months	A580	4,497,807					M.3.a.2
(3) Over one year through three years	A581	4,579,230					M.3.a.3
(4) Over three years	A582	1,143,107					M.3.a.4
b. Time deposits of less than \$100,000 with a REMAINING MATURITY of one year or less (included in Memorandum items 3.a.(1) through 3.a.(4) above)(3)	A241	6,821,486					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	8,004,297					M.4.a.1
(2) Over three months through 12 months	A585	2,265,187					M.4.a.2
(3) Over one year through three years	A586	1,269,940					M.4.a.3
(4) Over three years	A587	416,840					M.4.a.4
b. Time deposits of \$100,000 or more with a REMAINING MATURITY of one year or less (included in Memorandum items 4.a.(1) through 4.a.(4) above)(3)	A242	10,269,484					M.4.b

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

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

Deposits of:	Dollar Amounts in Thousands		RCFN	Bil	Mil	Thou	
1. Individuals, partnerships, and corporations (include all certified and official checks)	B553	6,092,880					1
2. U.S. banks (including IBFs and foreign branches of U.S. banks) and other U.S. depository institutions	B554	6,521,000					2
3. Foreign banks (including U.S. branches and agencies of foreign banks, including their IBFs)	2625	0					3
4. Foreign governments and official institutions (including foreign central banks)	2650	0					4
5. U.S. Government and states and political subdivisions in the U.S.	B555	0					5
6. Total (sum of items 1 through 5) (must equal Schedule RC, item 13.b)	2200	12,613,880					6

Memorandum	Dollar Amounts in Thousands		RCFN	Bil	Mil	Thou	
1. Time deposits with a remaining maturity of one year or less (included in Part II, item 6 above)	A245	12,613,880					M.1

Schedule RC-F—Other Assets

				Dollar Amounts in Thousands		RCFD	Bil Mil Thou	
1.	Accrued interest receivable (1)					B556	754,042	1
2.	Net deferred tax assets (2)					2148	0	2
3.	Interest-only strips receivable (not in the form of a security) (3) on:							
	a. Mortgage loans					A519	0	3.a
	b. Other financial assets					A520	94,631	3.b
4.	Equity securities that DO NOT have readily determinable fair values (4)					1752	860,621	4
5.	Other (itemize and describe amounts greater than \$25,000 that exceed 25% of this item)					2168	7,412,619	5
	TEXT							
	a. Prepaid Expenses	2166	0					5.a
	b. Cash surrender value of life insurance	C009	0					5.b
	c. Repossessed personal property (including vehicles)	1578	0					5.c
	d. Derivatives with a positive fair value held for purposes other than trading	C010	0					5.d
	e. Retained interests in accrued interest receivable related to securitized credit cards	C436	0					5.e
f.	3549	3549	N/A					5.f
g.	3550	3550	N/A					5.g
h.	3551	3551	N/A					5.h
6.	Total (sum of items 1 through 5) (must equal Schedule RC, item 11)					2160	9,121,913	6

Schedule RC-G—Other Liabilities

				Dollar Amounts in Thousands		RCON	Bil Mil Thou	
1.	a. Interest accrued and unpaid on deposits in domestic offices(5)					3645	156,417	1.a
	b. Other expenses accrued and unpaid (includes accrued income taxes payable)					RCFD		
						3646	1,780,492	1.b
2.	Net deferred tax liabilities (2)					3049	2,314,395	2
3.	Allowance for credit losses on off-balance sheet credit exposures					B557	183,299	3
4.	Other (itemize and describe amounts greater than \$25,000 that exceed 25% of this item)					2938	1,475,538	4
	TEXT							
	a. Accounts Payable	3066	420,766					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 Low Income Housing Investment Liability	3552	370,015					4.e
f.	3553	3553	N/A					4.f
g.	3554	3554	N/A					4.g
5.	Total (sum of items 1 through 4) (must equal Schedule RC, item 20)					2930	5,910,141	5

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

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

Dollar Amounts in Thousands	Domestic Offices			
	RCON	Bil	Mil Thou	
1. Customers' liability to this bank on acceptances outstanding _____	2155		87,556	1
2. Bank's liability on acceptances executed and outstanding _____	2920		87,556	2
3. Securities purchased under agreements to resell _____	B989		35,000	3
4. Securities sold under agreements to repurchase _____	B995		4,848,145	4
5. Other borrowed money _____	3190		25,329,379	5
<i>EITHER</i>				
6. Net due from own foreign offices, Edge and Agreement subsidiaries, and IBFs _____	2163		N/A	6
<i>OR</i>				
7. Net due to own foreign offices, Edge and Agreement subsidiaries, and IBFs _____	2941		12,577,125	7
8. Total assets (excludes net due from foreign offices, Edge and Agreement subsidiaries, and IBFs) _____	2192		194,123,138	8
9. Total liabilities (excludes net due to foreign offices, Edge and Agreement subsidiaries, and IBFs) _____	3129		161,664,540	9

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

Dollar Amounts in Thousands	RCON	Bil	Mil Thou	
10. U.S. Treasury securities _____	1039		92,706	10
11. U.S. Government agency obligations (exclude mortgage-backed securities) _____	1041		532,962	11
12. Securities issued by states and political subdivisions in the U.S. _____	1042		303,373	12
13. Mortgage-backed securities (MBS):				
a. Pass-through securities:				
(1) Issued or guaranteed by FNMA, FHLMC, or GNMA _____	1043		26,472,337	13.a.1
(2) Other pass-through securities _____	1044		11,219	13.a.2
b. Other mortgage-backed securities (include CMOs, REMICs, and stripped MBS):				
(1) Issued or guaranteed by FNMA, FHLMC, or GNMA _____	1209		9,452,294	13.b.1
(2) All other mortgage-backed securities _____	1280		3,774,067	13.b.2
14. Other domestic debt securities (include domestic asset-backed securities) _____	1281		648,143	14
15. Foreign debt securities (include foreign asset-backed securities) _____	1282		25,613	15
16. Investments in mutual funds and other equity securities with readily determinable fair values _____	A510		127,455	16
17. Total amortized (historical) cost of both held-to-maturity and available-for-sale securities (sum of items 10 through 16) _____	1374		41,440,169	17
18. Equity securities that do not have readily determinable fair values _____	1752		860,621	18

Schedule RC-I—Selected Assets and Liabilities of IBFs

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

Dollar Amounts in Thousands	RCFN	Bil	Mil Thou	
1. Total IBF assets of the consolidated bank (component of Schedule RC, item 12) _____	2133		0	1
2. Total IBF liabilities (component of Schedule RC, item 21) _____	2898		0	2

Schedule RC-K—Quarterly Averages (1)

Dollar Amounts in Thousands

	RCFD	Bil	Mil	Thou	
ASSETS					
1. Interest-bearing balances due from depository institutions	3381		6,323		1
2. U.S. Treasury securities and U.S. Government agency obligations (2) (excluding mortgage-backed securities)	B558	1,375,482			2
3. Mortgage-backed securities (2)	B559	39,627,344			3
4. All other securities (2, 3)(includes securities issued by states and political subdivisions in the U.S.)	B560	997,180			4
5. Federal funds sold and securities purchased under agreements to resell	3365	2,904,192			5
6. Loans:					
a. Loans in domestic offices:	RCFN				
(1) Total loans	3360	111,866,949			6.a.1
(2) Loans secured by real estate	3385	57,268,970			6.a.2
(3) Loans to finance agricultural production and other loans to farmers	3386	1,247,226			6.a.3
(4) Commercial and industrial loans	3387	28,953,889			6.a.4
(5) Loans to individuals for household, family, and other personal expenditures:					
(a) Credit cards	B561	5,979,162			6.a.5.a
(b) Other (includes single payment, installment, all student loans, and revolving credit plans other than credit cards)	B562	14,231,485			6.a.5.b
b. Total loans in foreign offices, Edge and Agreement subsidiaries, and IBFs	3360	88,962			6.b
7. Trading assets	RCFD				
	3401	199,271			7
8. Lease financing receivables (net of unearned income)	3484	11,942,150			8
9. Total assets(4)	3368	193,127,133			9
LIABILITIES					
10. Interest-bearing transaction accounts in domestic offices (NOW accounts, ATS accounts, and telephone and preauthorized transfer accounts) (exclude demand deposits)	RCFN				
	3485	2,450,711			10
11. Nontransaction accounts in domestic offices:					
a. Savings deposits (includes MMDAs)	B563	73,758,518			11.a
b. Time deposits of \$100,000 or more	A514	10,632,736			11.b
c. Time deposits of less than \$100,000	A529	12,794,362			11.c
12. Interest-bearing deposits in foreign offices, Edge and Agreement subsidiaries, and IBFs	RCFN				
	3404	10,217,646			12
13. Federal funds purchased and securities sold under agreements to repurchase	RCFD				
	3353	9,037,907			13
14. Other borrowed money (includes mortgage indebtedness and obligations under capitalized leases)					
	3355	28,441,648			14

(1) For all items, banks have the option of reporting either (1) an average of DAILY figures for the quarter, or (2) an average of WEEKLY figures (i.e., the Wednesday of each week of the quarter).

(2) Quarterly averages for all debt securities should be based on amortized cost.

(3) Quarterly averages for all equity securities should be based on historical cost.

(4) The quarterly averages for total assets should reflect all debt securities (not held for trading) at amortized cost, equity securities with readily determinable fair values at the lower of cost or fair value, and equity securities without readily determinable fair values at historical cost.

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

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

				Dollar Amounts in Thousands			RCFD	Bil	Mil	Thou	
1. Unused commitments:											
a. Revolving, open-end lines secured by 1-4 family residential properties, e.g., home equity lines				3814				10,963,825			1.a
b. Credit card lines				3815				33,833,166			1.b
c. (1) Commitments to fund commercial real estate, construction, and land development loans secured by real estate				3816				5,615,373			1.c.1
(2) Commitments to fund commercial real estate, construction, and land development loans NOT secured by real estate				6550				2,743,091			1.c.2
d. Securities underwriting				3817				0			1.d
e. Other unused commitments				3818				52,907,209			1.e
2. Financial standby letters of credit and foreign office guarantees				3819				11,292,952			2
a. Amount of financial standby letters of credit conveyed to others				3820			1,061,156				2.a
3. Performance standby letters of credit and foreign office guarantees				3821				388,692			3.
a. Amount of performance standby letters of credit conveyed to others				3822			22,636				3.a
4. Commercial and similar letters of credit				3411				387,333			4
5. Participations in acceptances (as described in the instructions) conveyed to others by the reporting bank											
				3428				890			5
6. Securities lent (including customers' securities lent where the customer is indemnified against loss by the reporting bank)											
				3433				11,392,669			6
7. Credit derivatives :											
a. Notional amount of credit derivatives on which the reporting bank is the guarantor				A534				84,489			7.a
(1) Gross positive fair value				C219				0			7.a.1
(2) Gross negative fair value				C220				34			7.a.2
b. Notional amount of credit derivatives on which the reporting bank is the beneficiary				A535				136,870			7.b
(1) Gross positive fair value				C221				7			7.b.1
(2) Gross negative fair value				C222				0			7.b.2
8. Spot foreign exchange contracts				8765				124,493			8
9. All other off-balance sheet liabilities (exclude derivatives) (itemize and describe each component of this item over 25% of Schedule RC, item 28, "Total equity capital")											
				3430				0			9
TEXT											
a. Securities borrowed				3432				0			9.a
b. Commitments to purchase when-issued securities				3434				0			9.b
c. 3555				3555				N/A			9.c
d. 3556				3556				N/A			9.d
e. 3557				3557				N/A			9.e
10. All other off-balance sheet assets (exclude derivatives)(itemize and describe each component of this item over 25% Schedule RC item 28., "Total equity capital")											
				5591				0			10
TEXT											
a. Commitments to sell when-issued securities				3435				0			10.a
b. 5592				5592				N/A			10.b
c. 5593				5593				N/A			10.c
d. 5594				5594				N/A			10.d
e. 5595				5595				N/A			10.e
11. Year-to-date merchant credit card sales volume:											
				RCFD				Tril	Bil	Mil	Thou
a. Sales for which the reporting bank is the acquiring bank				C223				91,680,071			11.a
b. Sales for which the reporting bank is the agent bank with risk				C224				43,402,785			11.b

Schedule RC-L—Continued

Dollar Amounts in Thousands Derivatives Position Indicators	(Column A) Interest Rate Contracts				(Column B) Foreign Exchange Contracts				(Column C) Equity Derivative Contracts				(Column D) Commodity and Other Contracts				
	Tril	Bil	Mil	Thou	Tril	Bil	Mil	Thou	Tril	Bil	Mil	Thou	Tril	Bil	Mil	Thou	
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):																	
a. Futures contracts	0				0				0				0				12.a
b. Forward contracts	2,262,000				4,207,557				0				0				12.b
c. Exchange-traded option contracts:																	
(1) Written options	0				0				0				0				12.c.1
(2) Purchased options	0				0				0				0				12.c.2
d. Over-the-counter option contracts:																	
(1) Written options	2,157,781				76,797				0				0				12.d.1
(2) Purchased options	1,098,919				76,797				0				0				12.d.2
e. Swaps	41,865,546				0				38,740				0				12.e
13. Total gross notional amount of derivative contracts held for trading	15,588,385				4,047,513				0				0				13
14. Total gross notional amount of derivative contracts held for purposes other than trading	31,795,861				313,638				38,740				0				14
a. Interest rate swaps where the bank has agreed to pay a fixed rate	10,750,000																14.a
15. Gross fair values of derivative contracts:																	
a. Contracts held for trading:																	
(1) Gross positive fair value	153,903				80,459				0				0				15.a.1
(2) Gross negative fair value	117,852				75,197				0				0				15.a.2
b. Contracts held for purposes other than trading:																	
(1) Gross positive fair value	432,547				0				2,926				0				15.b.1
(2) Gross negative fair value	94,272				11,701				0				0				15.b.2

Schedule RC-M—Memoranda

Dollar Amounts in Thousands	RCFD	Bil	Mil	Thou	
1. Extensions of credit by the reporting bank to its executive officers, directors, principal shareholders, and their related interests as of the report date:					
a. Aggregate amount of all extensions of credit to all executive officers, directors, principal shareholders, and their related interests _____	6164			323	1.a
b. Number of executive officers, directors, and principal shareholders to whom the amount of all extensions of credit by the reporting bank (including extensions of credit to related interests) equals or exceeds the lesser of \$500,000 or 5 percent of total capital as defined for this purpose in agency regulations _____	6165	Number		0	1.b
2. Intangible assets other than goodwill:					
a. Mortgage servicing Assets _____	3164			865,964	2.a
(1) Estimated fair value of mortgage servicing assets _____	A590			871,766	2.a.1
b. Purchased credit card relationships and nonmortgage servicing assets _____	B026			76,394	2.b
c. All other identifiable intangible assets _____	5507			2,930,935	2.c
d. Total (sum of items 2.a, 2.b, and 2.c) (must equal Schedule RC, item 10.b) _____	0426			3,873,293	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:	RCON				
(1) Construction, land development, and other land in domestic offices _____	5508			2,829	3.b.1
(2) Farmland in domestic offices _____	5509			1,103	3.b.2
(3) 1-4 family residential properties in domestic offices _____	5510			61,121	3.b.3
(4) Multifamily (5 or more) residential properties in domestic offices _____	5511			0	3.b.4
(5) Nonfarm nonresidential properties in domestic offices _____	5512			4,930	3.b.5
(6) In foreign offices _____	RCFN				
	5513			0	3.b.6
	RCFD				
c. Total (sum of items 3.a and 3.b) (must equal Schedule RC, item 7) _____	2150			69,983	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			74,409	4.b
c. Total (sum of items 4.a and 4.b) (must equal Schedule RC, item 8) _____	2130			74,409	4.c
5. Other borrowed money:					
a. Federal Home Loan Bank advances:					
(1) With a remaining maturity of one year or less _____	2651			2,701,958	5.a.1
(2) With a remaining maturity of more than one year through three years _____	B565			502,885	5.a.2
(3) With a remaining maturity of more than three years _____	B566			424,087	5.a.3
b. Other borrowings:					
(1) With a remaining maturity of one year or less _____	B571			3,993,534	5.b.1
(2) With a remaining maturity of more than one year through three years _____	B567			17,665,519	5.b.2
(3) With a remaining maturity of more than three years _____	B568			190,487	5.b.3
c. Total (sum of items 5.a.(1) through 5.b.(3)) (must equal Schedule RC, item 16) _____	3190			25,478,470	5.c
6. Does the reporting bank sell private label or third party mutual funds and annuities? _____					
	B569			YES / NO YES	6
7. Assets under the reporting bank's management in proprietary mutual funds and annuities _____					
	RCFD			Bil Mil Thou	
	B570			56,532,570	7
8. Primary Internet Web site address of the bank (home page), if any (example: www.examplebank.com) (TEXT 4087) http://www.usbank.com _____					
					8
9. Do any of the bank's Internet Web sites have transactional capability, i.e., allow the bank's customers to execute transactions on their accounts through the Web site? _____					
	4088			YES / NO YES	9

(1) Includes overnight Federal Home Loan Bank advances.

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

Dollar Amounts in Thousands	(Column A) Past due 30 through 89 days and still accruing			(Column B) Past due 90 days or more and still accruing			(Column C) Nonaccrual		
	RCON	Bil Mil Thou	RCON	Bil Mil Thou	RCON	Bil Mil Thou			
1. Loans secured by real estate:									
a. Construction, land development, and other land loans in domestic offices	2759	73,029	2769	289	3492	25,273			1.a
b. Secured by farmland in domestic offices	3493	731	3494	94	3495	14,661			1.b
c. Secured by 1-4 family residential properties in domestic offices:									
(1) Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit	5398	35,768	5399	16,053	5400	7,067			1.c.1
(2) Closed-end loans secured by 1-4 family residential properties:									
(a) Secured by first liens	C236	107,325	C237	69,637	C229	42,679			1.c.2.a
(b) Secured by junior liens	C238	48,010	C239	23,161	C230	5,758			1.c.2.b
d. Secured by multifamily (5 or more) residential properties in domestic offices	3499	7,298	3500	51	3501	6,024			1.d
e. Secured by nonfarm nonresidential properties in domestic offices	3502	89,980	3503	0	3504	153,959			1.e
RCFN			RCFN		RCFN				
f. In foreign offices	B572	0	B573	0	B574	0			1.f
2. Loans to depository institutions and acceptances of other banks:									
a. To U.S. banks and other U.S. depository institutions	RCFD		RCFD		RCFD				
5377	22,360	5378	0	5379	0				2.a
b. To foreign banks	5380	0	5381	0	5382	0			2.b
3. Loans to finance agricultural production and other loans to farmers	1594	15,772	1597	1	1583	6,016			3
4. Commercial and industrial loans:									
a. To U.S. addressees (domicile)	1251	169,469	1252	11,118	1253	279,403			4.a
b. To non-U.S. addressees (domicile)	1254	955	1255	87	1256	0			4.b
5. Loans to individuals for household, family, and other personal expenditures:									
a. Credit cards	B575	135,933	B576	109,560	B577	0			5.a
b. Other (includes single payment, installment, all student loans, and revolving credit plans other than credit cards)	B578	133,095	B579	41,467	B580	4,138			5.b
6. Loans to foreign governments and official institutions	5389	0	5390	0	5391	0			6
7. All other loans	5459	13,369	5460	0	5461	4,099			7
8. Lease financing receivables:									
a. Of U.S. addressees (domicile)	1257	154,104	1258	6,398	1259	90,624			8.a
b. Of non-U.S. addressees (domicile)	1271	6	1272	53	1791	0			8.b
9. Debt securities and other assets (exclude other real estate owned and other repossessed assets)	3505	2,690	3506	0	3507	20,701			9

Schedule RC-N—Continued

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

Dollar Amounts in Thousands	(Column A) Past due 30 through 89 days and still accruing		(Column B) Past due 90 days or more and still accruing		(Column C) Nonaccrual		
	RCFD	Bil Mil Thou	RCFD	Bil Mil Thou	RCFD	Bil Mil Thou	
	10. Loans and leases reported in items 1 through 8 above which are wholly or partially guaranteed by the U.S. Government	5612	2,649	5613	28	5614	17,028
a. Guaranteed portion of loans and leases included in item 10 above	5615	2,048	5616	25	5617	12,159	10.a

Memoranda

Dollar Amounts in Thousands	(Column A) Past due 30 through 89 days and still accruing		(Column B) Past due 90 days or more and still accruing		(Column C) Nonaccrual		
	RCFD	Bil Mil Thou	RCFD	Bil Mil Thou	RCFD	Bil Mil Thou	
	1. Restructured loans and leases included in Schedule RC-N, items 1 through 8, above (and not reported in Schedule RC-C, Part I, Memorandum item 1)	1658	0	1659	0	1661	57,977
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	13,156	6559	0	6560	4,554	M.2
3. Loans secured by real estate to non-U.S. addresses (domicile) (included in Schedule RC-N, item 1, above)	1248	0	1249	0	1250	0	M.3
4. Not applicable							
5. Loans and leases held for sale (included in Schedule RC-N, items 1 through 8, above)	C240	0	C241	450	C226	0	M.5

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

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

		Dollar Amounts in Thousands		
		RCON	Bil Mil Thou	
1. Unposted debits (see instructions):				
a.	Actual amount of all unposted debits _____ <i>OR</i>	0030	N/A	1.a
b. Separate amount of unposted debits:				
(1)	Actual amount of unposted debits to demand deposits _____	0031	0	1.b.1
(2)	Actual amount of unposted debits to time and savings deposits (1) _____	0032	0	1.b.2
2. Unposted credits (see instructions):				
a.	Actual amount of all unposted credits _____ <i>OR</i>	3510	N/A	2.a
b. Separate amount of unposted credits:				
(1)	Actual amount of unposted credits to demand deposits _____	3512	0	2.b.1
(2)	Actual amount of unposted credits to time and savings deposits (1) _____	3514	0	2.b.2
3. Uninvested trust funds (cash) held in bank's own trust department (not included in total deposits in domestic offices) _____				
		3520	0	3
4. Deposits of consolidated subsidiaries in domestic offices and in insured branches in Puerto Rico and U.S. territories and possessions (not included in total deposits) :				
a.	Demand deposits of consolidated subsidiaries _____	2211	543,238	4.a
b.	Time and savings deposits (1) of consolidated subsidiaries _____	2351	0	4.b
c.	Interest accrued and unpaid on deposits of consolidated subsidiaries _____	5514	0	4.c
5. Deposits in insured branches in Puerto Rico and U.S. territories and possessions:				
a.	Demand deposits in insured branches (included in Schedule RC-E, Part II) _____	2229	0	5.a
b.	Time and saving deposits (1) in insured branches (included in Schedule RC-E, Part II) _____	2383	0	5.b
c.	Interest accrued and unpaid on deposits in insured branches (included in Schedule RC-G, item 1.b) _____	5515	0	5.c
6. Reserve balances actually passed through to the Federal Reserve by the reporting bank on behalf of its respondent depository institutions that are also reflected as deposit liabilities of the reporting bank:				
a.	Amount reflected in demand deposits (included in Schedule RC-E, Part I, Item 7 column B) _____	2314	0	6.a
b.	Amount reflected in time and savings deposits (1) (included in Schedule RC-E, Part I, Item 7, column A or C, but not column B) _____	2315	0	6.b
7. Unamortized premiums and discounts on time and savings deposits: (1,2)				
a.	Unamortized premiums _____	5516	6,503	7.a
b.	Unamortized discounts _____	5517	0	7.b
8. To be completed by banks with " Oakar deposits " .				
a. Deposits purchased or acquired from other FDIC-insured institutions during the quarter (exclude deposits purchased or acquired from foreign offices other than insured branches in Puerto Rico and U.S. territories and possessions):				
(1)	Total deposits purchased or acquired from other FDIC-insured institutions during the quarter _____	A531	0	8.a.1
(2)	Amount of purchased or acquired deposits reported in item 8.a.(1) above attributable to a secondary fund (i.e., BIF members report deposits attributable to SAIF; SAIF members report deposits attributable to BIF) _____	A532	0	8.a.2
b. Total deposits sold or transferred to other FDIC-insured institutions during the quarter (exclude sales or transfers by the reporting bank of deposits in foreign offices other than insured branches in Puerto Rico and U.S. territories and possessions) _____				
		A533	0	8.b

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

(2) Exclude core deposit intangibles.

Schedule RC-O—Continued

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

Memoranda (to be completed each quarter except as noted)

	Dollar Amounts in Thousands		RCON	Bil Mil Thou	
1. Total deposits in domestic offices of the bank and in insured branches in Puerto Rico and U.S. territories and possessions (sum of Memorandum items 1.a.(1) and 1.b.(1) must equal the sum of Schedule RC, item 13.a, and Schedule RC-O, items 5.a and 5.b):					
a. Deposit accounts of \$100,000 or less:					
(1) Amount of deposit accounts of \$100,000 or less			2702	51,357,793	M.1.a 1
(2) Number of deposit accounts of \$100,000 or less		Number			
(to be completed for the June report only)	3779	N/A			M.1.a 2
b. Deposit accounts of more than \$100,000:					
(1) Amount of deposit accounts of more than \$100,000			2710	64,329,944	M.1.b 1
(2) Number of deposit accounts of more than \$100,000		Number			
	2722	127,843			M.1.b 2
2. Memorandum item 2 is to be completed by all banks.					
Estimated amount of uninsured deposits in domestic offices of the bank and in insured branches in Puerto Rico and U.S. territories and possessions (see instructions)			5597	51,506,008	M.2
3. Has the reporting institution been consolidated with a parent bank or savings association in that parent bank's or parent savings association's Call Report or Thrift Financial Report ?					
If so, report the legal title and FDIC Certificate Number of the parent bank or parent savings association:					
Text			RCON	FDIC Cert No.	
A545 N/A			A545	N/A	M.3

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

Schedule RC-R—Regulatory Capital

	Dollar Amounts in Thousands		
	RCFD	Bl Mil Thou	
Tier 1 capital			
1. Total equity capital (from Schedule RC, item 28)	3210	18,865,313	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	(173,384)	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	113,632	4
5. LESS: Nonqualifying perpetual preferred stock	B588	0	5
6. Qualifying minority interests in consolidated subsidiaries	B589	1,016,160	6
7. LESS: Disallowed goodwill and other disallowed intangible assets	B590	9,027,179	7
8. Subtotal (sum of items 1 and 6, less items 2, 3, 4, 5, and 7)	C227	10,914,046	8
9.a. LESS: Disallowed servicing assets and purchased credit card relationships	B591	81,375	9.a
b. LESS: Disallowed deferred tax assets	5610	0	9.b
10. Other additions to (deductions from) Tier 1 capital	B592	(1,396)	10
11. Tier 1 capital (sum of items 8 and 10, less items 9.a and 9.b)	8274	10,831,275	11
Tier 2 Capital			
12. Qualifying subordinated debt and redeemable preferred stock	5306	5,297,319	12
13. Cumulative perpetual preferred stock includible in Tier 2 capital	B593	0	13
14. Allowance for loan and lease losses includible in Tier 2 capital	5310	2,083,286	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	7,380,605	17
18. Allowable Tier 2 capital (lesser of item 11 or 17)	8275	7,380,605	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	18,211,880	21

Total assets for leverage ratio

22. Average total assets (from Schedule RC-K, item 9)	3368	193,127,133	22
23. LESS: Disallowed goodwill and other disallowed intangible assets (from item 7 above)	B590	9,027,179	23
24. LESS: Disallowed servicing assets and purchased credit card relationships (from item 9.a above)	B591	81,375	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	151,940	26
27. Average total assets for leverage capital purposes (item 22 less items 23 through 26)	A224	183,866,639	27

Adjustments for financial subsidiaries

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

Capital Ratios

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

	RCFD	(Column A) Percentage	RCFD	(Column B) Percentage	
31. Tier 1 leverage ratio (2)	7273	N/A	7204	5.89%	31
32. Tier 1 risk-based capital ratio (3)	7274	N/A	7206	6.50%	32
33. Total risk-based capital ratio (4)	7275	N/A	7205	10.93%	33

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

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

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

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

U.S. Bank National Association

Legal Title of Bank

FDIC Certificate Number: 06548

Schedule RC-R—Continued

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

	(Column A) Totals (from Schedule RC)	(Column B) Items Not Subject to Risk-Weighting	(Column C) Allocation by Risk Weight Category			(Column E) 50%	(Column F) 100%
			0%	20%	50%		
Dollar Amounts in Thousands	Bill Mil Thou	Bill Mil Thou	Bill Mil Thou	Bill Mil Thou	Bill Mil Thou	Bill Mil Thou	
Balance Sheet Asset Categories							
34. Cash and balances due from depository institutions (Column A equals the sum of Schedule RC, items 1.a and 1.b)	RCFD 0010 6,340,324		RCFD B600 1,469,441	RCFD B601 4,870,883		RCFD B602 0	
35. Held-to-maturity securities	RCFD 1754 126,913	RCFD B603 0	RCFD B604 0	RCFD B605 97,914	RCFD B606 11,219	RCFD B607 17,780	
36. Available-for-sale securities	RCFD 1773 41,033,604	RCFD B608 (305,796)	RCFD B609 2,177,129	RCFD B610 38,387,409	RCFD B611 29,024	RCFD B612 745,838	
37. Federal funds sold and securities purchased under agreements to resell	RCFD C25 2,727,496		RCFD C063 35,000	RCFD C064 2,692,496		RCFD B520 0	
38. Loans and leases held for sale	RCFD 5369 1,430,807	RCFD B617 0	RCFD B618 0	RCFD B619 0	RCFD B620 1,430,807	RCFD B621 0	
39. Loans and leases, net of unearned income	RCFD B528 123,250,610	RCFD B622 0	RCFD B623 974,443	RCFD B624 4,961,639	RCFD B625 12,447,481	RCFD B626 104,867,047	
40. LESS: Allowance for loan and lease losses	RCFD 3123 1,926,043	RCFD 3123 1,926,043					
41. Trading assets	RCFD 3545 196,342	RCFD B627 196,342	RCFD B628 0	RCFD B629 0	RCFD B630 0	RCFD B631 0	
42. All other assets (1)	RCFD B639 21,256,585	RCFD B640 9,737,641	RCFD B641 456,950	RCFD B642 2,836,181	RCFD B643 23,540	RCFD 5339 8,202,273	
43. Total assets (sum of items 34 through 42)	RCFD 2170 194,436,638	RCFD B644 7,702,144	RCFD 5320 5,112,963	RCFD 5327 53,846,522	RCFD 5334 13,942,071	RCFD 5340 113,832,938	

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

Schedule RC-R—Continued

	(Column A) Face Value or Notional Amount Bill Mil Thou	Credit Conversion Factor	(Column B) Credit Equivalent Amount (1) Bill Mil Thou	(Column C) Allocation by Risk Weight Category			(Column E) 50% Bill Mil Thou	(Column F) 100% Bill Mil Thou
				0%	20%	50%		
Dollar Amounts in Thousands								
Derivatives and Off-Balance Sheet Items								
44. Financial standby letters of credit	RCFD B546 11,292,952	See footnote 2 1.00	RCFD B547 11,292,952	RCFD B548 0	RCFD B581 1,061,156	RCFD B582 0	RCFD B583 10,231,796	44
45. Performance standby letters of credit	RCFD 3821 388,692	.50	RCFD B650 194,346	RCFD B651 0	RCFD B652 11,318	RCFD B653 0	RCFD B654 183,028	45
46. Commercial and similar letters of credit	RCFD 3411 387,333	.20	RCFD B655 77,467	RCFD B656 0	RCFD B657 4,939	RCFD B658 0	RCFD B659 72,528	46
47. Risk participations in bankers acceptances acquired by the reporting institution	RCFD 3429 8,128	1.00	RCFD B660 8,128	RCFD B661 0	RCFD B662 0		RCFD B663 8,128	47
48. Securities lent	RCFD 3433 11,392,669	1.00	RCFD B664 11,392,669	RCFD B665 11,392,669	RCFD B666 0	RCFD B667 0	RCFD B668 0	48
49. Retained recourse on small business obligations sold with recourse	RCFD A250 1,732	1.00	RCFD B669 1,732	RCFD B670 0	RCFD B671 0	RCFD B672 0	RCFD B673 1,732	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	RCFD B541 57,597	* Below 12.500	RCFD B542 719,963				RCFD B543 719,963	50
51. All other financial assets sold with recourse	RCFD B675 1,679,756	1.00	RCFD B676 1,679,756	RCFD B677 0	RCFD B678 0	RCFD B679 1,679,756	RCFD B680 0	51
52. All other off-balance sheet liabilities	RCFD B681 24,615	1.00	RCFD B682 24,615	RCFD B683 0	RCFD B684 0	RCFD B685 6,798	RCFD B686 17,817	52
53. Unused commitments with an original maturity exceeding one year	RCFD 3833 47,430,153	.50	RCFD B687 23,715,077	RCFD B688 0	RCFD B689 1,359,402	RCFD B690 29,899	RCFD B691 22,325,776	53
54. Derivative contracts			RCFD A167 766,276	RCFD B693 143,051	RCFD B694 427,789	RCFD B695 195,436		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.
 (3) Or institution specific factor. (Entering an "M" allows for data entry in Column B.)

Schedule RC-R—Continued

Totals

	Dollar Amounts in Thousands					
	(Column C) Bil Mil Thou	(Column D) Bil Mil Thou	(Column E) Bil Mil Thou	(Column F) Bil Mil Thou	(Column G) Allocation by Risk Weight Category	
	0%	20%	50%	100%		
55. Total assets, derivatives, and off-balance sheet items by risk weight category (for each column, sum of items 43 through 54)	RCFD B696 16,648,683	RCFD B697 56,711,126	RCFD B698 15,853,960	RCFD B699 147,393,706		
56. Risk weight factor	* 0%	* 20%	* 50%	* 100%		
57. Risk-weighted assets by risk weight category (for each column, item 55 multiplied by item 56)	RCFD B700 0	RCFD B701 11,342,225	RCFD B702 7,926,980	RCFD B703 147,393,706		
58. Market risk equivalent assets				RCFD 1651 0		
59. Risk-weighted assets before deductions for excess allowance for loan and lease losses and allocated transfer risk reserve (sum of item 57, columns C through F, and item 58)				RCFD B704 166,662,911		
60. LESS: Excess allowance for loan and lease losses				RCFD A222 26,056		
61. LESS: Allocated transfer risk reserve				RCFD 3128 0		
62. Total risk-weighted assets (item 59 minus items 60 and 61)				RCFD A223 166,636,855		

Memoranda

	Dollar Amounts in Thousands	
	RCFD	Bil Mil Thou
1. Current credit exposure across all derivative contracts covered by the risk-based capital standards	8764	533,940

	With a remaining maturity of					
	(Column A) One year or less	(Column B) Over one year through five years	(Column C) Over five years			
	Tril Bil Mil Thou	Tril Bil Mil Thou	Tril Bil Mil Thou	RCFD		
2. Notional principal amounts of derivative contracts: (1)						
a. Interest rate contracts	3809 11,852,817	8766 26,215,814	8767 7,157,834			
b. Foreign exchange contracts	3812 3,917,285	8769 178,983	8770 0			
c. Gold contracts	8771 0	8772 0	8773 0			
d. Other precious metals contracts	8774 0	8775 0	8776 0			
e. Other commodity contracts	8777 0	8778 0	8779 0			
f. Equity derivative contracts	A000 0	A001 38,740	A002 0			

M.2.a
M.2.b
M.2.c
M.2.d
M.2.e
M.2.f

(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

	(Column A) 1-4 Family Residential Loans	(Column B) Home Equity Lines	(Column C) Credit Card Receivables	(Column D) Auto Loans	(Column E) Other Consumer Loans	(Column F) Commercial and Industrial Loans	(Column G) All Other Loans and All Leases
	Bill Mil Thou	Bill Mil Thou	Bill Mil Thou	Bill Mil Thou	Bill Mil Thou	Bill Mil Thou	Bill Mil Thou
Dollar Amounts in Thousands							
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	RCFD B705 0	RCFD B706 0	RCFD B707 0	RCFD B708 0	RCFD B709 0	RCFD B710 365,942	RCFD B711 0
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. Retained interest-only strips (included in Schedules RC-B or RC-F or in Schedule RC, item 5)	RCFD B712 0	RCFD B713 0	RCFD B714 0	RCFD B715 0	RCFD B716 0	RCFD B717 36,073	RCFD B718 0
b. Subordinated securities and other residual interests	RCFD C393 0	RCFD C394 0	RCFD C395 0	RCFD C396 0	RCFD C397 0	RCFD C398 84,969	RCFD C399 0
c. Standby letters of credit and other enhancements	RCFD C400 0	RCFD C401 0	RCFD C402 0	RCFD C403 0	RCFD C404 0	RCFD C405 0	RCFD C406 0
3. Reporting bank's unused commitments to provide liquidity to structures reported in item 1	RCFD B726 0	RCFD B727 0	RCFD B728 0	RCFD B729 0	RCFD B730 0	RCFD B731 0	RCFD B732 0
4. Past due loan amounts included in item 1:	RCFD B733 0	RCFD B734 0	RCFD B735 0	RCFD B736 0	RCFD B737 0	RCFD B738 7,588	RCFD B739 0
a. 30-89 days past due	RCFD B740 0	RCFD B741 0	RCFD B742 0	RCFD B743 0	RCFD B744 0	RCFD B745 3,622	RCFD B746 0
b. 90 days or more past due							
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):	RIAD B747 0	RIAD B748 0	RIAD B749 0	RIAD B750 0	RIAD B751 0	RIAD B752 31,881	RIAD B753 0
a. Charge-offs	RIAD B754 0	RIAD B755 0	RIAD B756 0	RIAD B757 0	RIAD B758 0	RIAD B759 2,994	RIAD B760 0
b. Recoveries							

1

2.a

2.b

2.c

3

4.a

4.b

5.a

5.b

Schedule RC-S—Continued

	(Column A) 1-4 Family Residential Loans Bil Mil Thou	(Column B) Home Equity Lines Bil Mil Thou	(Column C) Credit Card Receivables Bil Mil Thou	(Column D) Auto Loans Bil Mil Thou	(Column E) Other Consumer Loans Bil Mil Thou	(Column F) Commercial and Industrial Loans Bil Mil Thou	(Column G) All Other Loans and All Leases Bil Mil Thou
6. Amount of ownership (or seller's) interest carried as:							
a. Securities (included in RC-B or RC, item 5)			RCFD B762 0			RCFD B763 0	
b. Loans (included in Schedule RC-C)			RCFD B501 0			RCFD B502 9,383	
7. Past due loan amounts included in interests reported in item 6.a:			RCFD B765 0			RCFD B766 0	
a. 30-89 days past due			RCFD B768 0			RCFD B769 0	
b. 90 days or more past due							
8. Charge-offs and recoveries on loan amounts included in interests reported in item 6.a (calendar year-to-date):			RIAD B771 0			RIAD B772 0	
a. Charge-offs			RIAD B774 0			RIAD B775 0	
b. Recoveries							
9. Maximum amount of credit exposure arising from credit enhancements provided by the reporting bank to other institutions' securitization structures in the form of standby letters of credit, purchased subordinated securities, and other enhancements	RCFD B776 0	RCFD B777 0	RCFD B778 0	RCFD B779 0	RCFD B780 0	RCFD B781 0	RCFD B782 0
10. Reporting bank's unused commitments to provide liquidity to other institutions' securitization structures	RCFD B783 0	RCFD B784 0	RCFD B785 0	RCFD B786 0	RCFD B787 0	RCFD B788 0	RCFD B789 0

6.a

6.b

7.a

7.b

8.a

8.b

9

10

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

10. Reporting bank's unused commitments to provide liquidity to other institutions' securitization structures

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 and All Leases
Bill Mil Thou	Bill Mil Thou	Bill Mil Thou	Bill Mil Thou	Bill Mil Thou	Bill Mil Thou	Bill Mil Thou
RCFD B790 1,679,756	RCFD B791 0	RCFD B792 0	RCFD B793 0	RCFD B794 0	RCFD B795 0	RCFD B796 0
RCFD B797 1,679,756	RCFD B798 0	RCFD B799 0	RCFD B800 0	RCFD B801 0	RCFD B802 0	RCFD B803 0

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 11

12. Maximum amount of credit exposure arising from recourse or other seller-provided credit enhancements provided to assets reported in item 11 12

Memoranda

	Dollar Amounts in Thousands	
	RCFD	Bill 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	337,757
b. Amount of retained recourse on these obligations as of the report date	A250	1,732
M.1.a		
M.1.b		
2. Outstanding principal balance of assets serviced for others:		
a. 1-4 family residential mortgages serviced with recourse or other servicer-provided credit enhancements	B804	1,679,756
b. 1-4 family residential mortgages serviced with no recourse or other servicer-provided credit enhancements	B805	61,482,758
c. Other financial assets (1)	A591	1,384,883
M.2.a		
M.2.b		
M.2.c		
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	56,826
(2) Conduits sponsored by other unrelated institutions	B807	0
b. Unused commitments to provide liquidity to conduit structures:		
(1) Conduits sponsored by the bank, a bank affiliate, or the bank's holding company	B808	5,745,722
(2) Conduits sponsored by other unrelated institutions	B809	0
M.3.a.1		
M.3.a.2		
M.3.b.1		
M.3.b.2		
M.4		
4. Outstanding credit card fees and finance charges included in Schedule RC-S, item 1, column C (2)	C407	0

(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.

NAME AND ADDRESS OF BANK

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

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

SPECIAL REPORT
(Dollar Amounts in Thousands)

CLOSE OF BUSINESS DATE

FDIC Certificate Number

12/31/2004

06548

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

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

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

			RCFD		
a. Number of loans made to executive officers since the previous Call Report date			3561		7 a
b. Total dollar amount of above loans (in thousands of dollars)			3562		468 b
c. Range of interest charged on above loans (example: 9-3/4% = 9.75)			RCFD	From	RCFD
			7701	5.25%	7702 19.00% c

SIGNATURE AND TITLE OF OFFICER AUTHORIZED TO SIGN REPORT

DATE (Month, Day, Year)

Maggie Smiley - Regulatory Reporting Manager

1/28/05