

Federal Financial Institutions Examination Council

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Please refer to page i,
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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 March 31, 2003

20030331

(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, Theresa Bode, External 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.

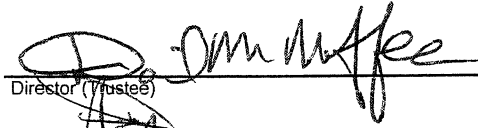
We, the undersigned directors (trustees), attest to the correctness of the Report of Condition (including the supporting schedules) for this report date and declare that it has been examined by us and to the best of our knowledge and belief has been prepared in conformance with the instructions issued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



Signature of Officer Authorized to Sign Report

04/30/2003

Date of Signature



Director (Trustee)

Director (Trustee)

Director (Trustee)

Submission of Reports

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

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

(if other than EDS) must transmit the bank's computer data file to EDS.

For electronic filing assistance, contact EDS Call Report Services, 2150 N. Prospect Ave., Milwaukee, WI 53202, 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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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			

Legal Title of Bank

RI-1

Cincinnati

City

4

OH

45202

State

Zip Code

FDIC Certificate Number - 06548

Consolidated Report of Income for the period January 1, 2003 – March 31, 2003

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	809,593					1.a.1.a
(b) Loans to finance agricultural production and other loans to farmers	4024	15,660					1.a.1.b
(c) Commercial and industrial loans	4012	411,026					1.a.1.c
(d) Loans to individuals for household, family, and other personal expenditures:							
(1) Credit cards	B485	155,439					1.a.1.d.1
(2) Other (includes single payment, installment, all student loans, and revolving credit plans other than credit cards)	B486	228,577					1.a.1.d.2
(e) Loans to foreign governments and official institutions	4056	4					1.a.1.e
(f) All other loans in domestic offices	B487	44,970					1.a.1.f
(2) In foreign offices, Edge and Agreement subsidiaries, and IBFs	4059	959					1.a.2
(3) Total interest and fee income on loans (sum of items 1.a.(1)(a) through 1.a.(2))	4010	1,666,228					1.a.3
b. Income from lease financing receivables	4065	199,857					1.b
c. Interest income on balances due from depository institutions: (1)	4115	856					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	3,395					1.d.1
(2) Mortgage-backed securities	B489	382,986					1.d.2
(3) All other securities (includes securities issued by states and political subdivisions in the U.S.)	4060	16,139					1.d.3
e. Interest income from trading assets	4069	1,362					1.e
f. Interest income on federal funds sold and securities purchased under agreements to resell	4020	4,531					1.f
g. Other interest income	4518	22,862					1.g
h. Total interest income (sum of items 1.a.(3) through 1.g)	4107	2,298,216					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	4,006					2.a.1.a
(b) Nontransaction accounts:							
(1) Savings deposits (includes MMDAs)	0093	99,670					2.a.1.b.1
(2) Time deposits of \$100,000 or more	A517	61,966					2.a.1.b.2
(3) Time deposits of less than \$100,000	A518	133,094					2.a.1.b.3
(2) Interest on deposits in foreign offices, Edge and Agreement subsidiaries, and IBFs	4172	21,008					2.a.2
b. Expense of federal funds purchased and securities sold under agreements to repurchase	4180	28,319					2.b
c. Interest on trading liabilities and other borrowed money	4185	135,325					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 Thou	
2. Interest expense (continued):				
d. Interest on subordinated notes and debentures		4200	28,535	2.d
e. Total interest expense (sum of items 2.a through 2.d)		4073	511,923	2.e
3. Net interest income (item 1.h minus 2.e)			4074 1,786,293	3
4. Provision for loan and lease losses			4230 314,587	4
5. Noninterest income:				
a. Income from fiduciary activities (1)		4070	215,861	5.a
b. Service charges on deposit accounts in domestic offices		4080	277,491	5.b
c. Trading revenue (2)		A220	12,367	5.c
d. Investment banking, advisory, brokerage, and underwriting fees and commissions		B490	8,846	5.d
e. Venture capital revenue		B491	0	5.e
f. Net servicing fees		B492	66,033	5.f
g. Net securitization income		B493	6,234	5.g
h. (1) Insurance and reinsurance underwriting income		C386	4,591	5.h.1
(2) Income from other insurance activities		C387	2,282	5.h.2
i. Net gains (losses) on sales of loans and leases		5416	44,130	5.i
j. Net gains (losses) on sales of other real estate owned		5415	904	5.j
k. Net gains (losses) on sales of other assets (excluding securities)		B496	2,092	5.k
l. Other noninterest income*		B497	488,947	5.l
m. Total noninterest income (sum of items 5.a through 5.l)			4079 1,129,778	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 141,536	6.b
7. Noninterest expense:				
a. Salaries and employee benefits		4135	562,347	7.a
b. Expenses of premises and fixed assets (net of rental income) (excluding salaries and employee benefits and mortgage interest)		4217	168,777	7.b
c. (1) Goodwill impairment losses		C216	0	7.c.1
(2) Amortization expense and impairment losses for other intangible assets		C232	255,179	7.c.2
d. Other noninterest expense *		4092	418,185	7.d
e. Total noninterest expense (sum of items 7.a through 7.d)			4093 1,404,488	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 1,338,532	8
9. Applicable income taxes (on item 8)			4302 462,177	9
10. Income (loss) before extraordinary items and other adjustments (item 8 minus item 9)			4300 876,355	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 876,355	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 Thou	
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	1,999		M.1
2. Income from the sale and servicing of mutual funds and annuities in domestic offices (included in Schedule RI, item 8)	8431	8,846		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	9,332		M.3
4. Income on tax-exempt securities issued by states and political subdivisions in the U.S. (included in Schedule RI, item 1.d.(3))	4507	8,023		M.4
5. Number of full-time equivalent employees at end of current period (round to nearest whole number)	4150	46,150	Number	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	N/A	CCYY / MM / DD	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	7,122		M.8.a
b. Foreign exchange exposures	8758	5,245		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	87,583		M.9.a
b. Net (increase) decrease to interest expense	8762	37,686		M.9.b
c. Other (noninterest) allocations	8763	23,907		M.9.c
10. Credit losses on derivatives (see instructions)	A251	0		M.10
11. Does the reporting bank have a Subchapter S election in effect for federal income tax purposes for the current tax year?	A530	NO	YES / 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			
	RIAD	Bil	Mil	Thou		Bil	Mil	Thou	
1. Total equity capital most recently reported for the December 31, 2002, Reports of Condition and Income (i.e., after adjustments from amended Reports of Income)	3217		18,667,469						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		18,667,469						3
4. Net income (loss) (must equal Schedule RI, item 12)	4340		876,355						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		201,938						7
8. LESS: Cash dividends declared on preferred stock	4470		0						8
9. LESS: Cash dividends declared on common stock	4460		0						9
10. Other comprehensive income (1)	B511		(142,067)						10
11. Other transactions with parent holding company * (not included in items 5, 6, 8, or 9 above)	4415		(484,654)						11
12. Total equity capital end of current period (sum of items 3 through 11) (must equal Schedule RC, item 28)	3210		19,119,041						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 includes charge-offs and recoveries through the allocated transfer risk reserve.

	(Column A)				(Column B)				
	Charge-offs (1)				Recoveries				
	Calendar year-to-date								
	RIAD	Bil	Mil	Thou	RIAD	Bil	Mil	Thou	
1. Loans secured by real estate:									
a. Construction, land development, and other land loans in domestic offices	3582		2,113		3583		1,122		1.a
b. Secured by farmland in domestic offices	3584		224		3585		493		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		8,164		5412		682		1.c.1
(2) Closed-end loans secured by 1-4 family residential properties:									
(a) Secured by first liens	C234		6,955		C217		965		1.c.2.a
(b) Secured by junior liens	C235		18,575		C218		1,627		1.c.2.b
d. Secured by multifamily (5 or more) residential properties in domestic offices	3588		93		3589		1,573		1.d
e. Secured by nonfarm nonresidential properties in domestic offices	3590		4,327		3591		145		1.e
f. In foreign offices	B512		0		B513		0		1.f
2. Loans to depository institutions and acceptances of other banks:									
a. To U.S. banks and other U.S. depository institutions	4653		0		4663		2		2.a
b. To foreign banks	4654		0		4664		0		2.b
3. Loans to finance agricultural production and other loans to farmers	4655		2,137		4665		313		3
4. Commercial and industrial loans:									
a. To U.S. addressees (domicile)	4645		131,723		4617		8,963		4.a
b. To non-U.S. addressees (domicile)	4646		13		4618		15		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	71,674		B515	6,056				5.a
b. Other (includes single payment, installment, all student loans and revolving credit plans other than credit cards)	B516	68,596		B517	15,076				5.b
6. Loans to foreign governments and official institutions	4643	0		4627	0				6
7. All other loans	4644	9,240		4628	1,340				7
8. Lease financing receivables:									
a. To U.S. addressees (domicile)	4658	55,769		4668	18,916				8.a
b. To non-U.S. addressees (domicile)	4659	0		4669	0				8.b
9. Total (sum of items 1 through 8)	4635	379,603		4605	57,288				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	4,172		5410	1,084				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.									

4) **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.**

Uncollectible retail credit card fees and finance charges reversed against income (i.e., not included in charge-offs against the allowance for loan and lease losses)

Calendar year-to-date			
RIAD	Bil	Mil	Thou
C388	8,887		

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, 2002, Reports of Condition and Income (i.e., after adjustments from amended Reports of Income)	B522	2,340,328	1
2. Recoveries (must equal part I, item 9, column B above)	4605	57,288	2
3. LESS: Charge-offs (must equal part I, item 9, column A above less Schedule RI-B, part II, item 4)	C079	346,431	3
4. LESS: Write-downs arising from transfers of loans to a held-for-sale account	5523	33,172	4
5. Provision for loan and lease losses (must equal Schedule RI, item 4)	4230	314,587	5
6. Adjustments * (see instructions for this schedule)	C233	(13,722)	6
7. Balance end of current period (sum of items 1, 2, 5, and 6, less items 3 and 4) (must equal Schedule RC, item 4.c)	3123	2,318,878	7

Memoranda

	Dollar Amounts in Thousands		
	RIAD	Bil Mil Thou	
1. Allocated transfer risk reserve included in Schedule RI-B, part II, item 7, above <i>Memorandum items 2 and 3 are to be completed by banks that (1) together with affiliated institutions, have outstanding credit card receivables (as defined in the instructions) that exceed \$500 million as of the report date or (2) are credit card specialty banks as defined for Uniform Bank Performance Report purposes.</i>	C435	4,050	M.1
2. Separate valuation allowance for uncollectible retail credit card fees and finance charges	C389	20,281	M.2
3. Amount of allowance for loan and leases losses attributable to retail credit card fees and finance charges	C390	0	M.3

* Describe on Schedule RI-E—Explanations.

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

Schedule RI-E—Explanations

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

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

		Dollar Amounts in Thousands		Year-to-Date		
		RIAD		Bit	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		36,937		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		127,289		1.f
g.	4462 Interchange Fee income	4462		178,772		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	0497		0		2.b
c.	Director's fees	4136		0		2.c
d.	Printing, stationery, and supplies	C018		0		2.d
e.	Postage	8403		0		2.e
f.	Legal fees and expenses	4141		0		2.f
g.	FDIC deposit insurance assessments	4146		0		2.g
h.	4464	4464		N/A		2.h
i.	4467	4467		N/A		2.i
j.	4468	4468		N/A		2.j
3. Extraordinary items and other adjustments and applicable income tax effect (from Schedule RI, item 11) (itemize and describe all extraordinary items and other adjustments):						
TEXT						
a. (1)	4469	4469		N/A		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

FDIC Certificate Number - 06548

Consolidated Report of Condition for Insured Commercial and State-Chartered Savings Banks for March 31, 2003

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	Mill	Thou	
ASSETS								
1. Cash and balances due from depository institutions (from Schedule RC-A):								
a. Noninterest-bearing balances and currency and coin (1)				0081	8,892,713			1.a
b. Interest-bearing balances (2)				0071	192,126			1.b
2. Securities:								
a. Held-to-maturity securities (from Schedule RC-B, column A)				1754	219,856			2.a
b. Available-for-sale securities (from Schedule RC-B, column D)				1773	29,819,136			2.b
3. Federal funds sold and securities purchased under agreements to resell:								
a. Federal funds sold in domestic offices				RCON B987	833,567			3.a
b. Securities purchased under agreements to resell (3)				RCFD B989	0			3.b
4. Loans and lease financing receivables (from Schedule RC-C):								
a. Loans and leases held for sale				5369	3,102,484			4.a
b. Loans and leases, net of unearned income		B528	115,111,191					4.b
c. LESS: Allowance for loan and lease losses		3123	2,318,878					4.c
d. Loans and leases, net of unearned income and allowance (item 4.b minus 4.c)				B529	112,792,313			4.d
5. Trading assets (from Schedule RC-D)				3545	482,404			5
6. Premises and fixed assets (including capitalized leases)				2145	1,462,006			6
7. Other real estate owned (from Schedule RC-M)				2150	66,177			7
8. Investments in unconsolidated subsidiaries and associated companies (from Schedule RC-M)				2130	578,154			8
9. Customers' liability to this bank on acceptances outstanding				2155	139,821			9
10. Intangible assets:								
a. Goodwill				3163	5,261,929			10.a
b. Other intangible assets (from Schedule RC-M)				0426	3,818,886			10.b
11. Other assets (from Schedule RC-F)				2160	10,317,239			11
12. Total assets (sum of items 1 through 11)				2170	177,978,811			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)			RCON					
			2200			113,538,106		13.a
(1) Noninterest-bearing (1)			6631	34,957,697				13.a.1
(2) Interest-bearing			6636	78,580,409				13.a.2
b. In foreign offices, Edge and Agreement subsidiaries, and IBFs (from Schedule RC-E, part II)			RCFN					
			2200			7,970,772		13.b
(1) Noninterest-bearing			6631	0				13.b.1
(2) Interest-bearing			6636	7,970,772				13.b.2
14. Federal funds purchased and securities sold under agreements to repurchase:								
a. Federal funds purchased in domestic offices (2)			RCON					
			B993			1,087,958		14.a
b. Securities sold under agreements to repurchase (3)			RCFD					
			B995			2,733,023		14.b
15. Trading liabilities (from Schedule RC-D)								
			3548			454,575		15
16. Other borrowed money (includes mortgage indebtedness and obligations under capitalized leases) (from Schedule RC-M)								
			3190			21,082,000		16
17. Not applicable								
18. Bank's liability on acceptances executed and outstanding								
			2920			139,821		18
19. Subordinated notes and debentures(4)								
			3200			5,694,952		19
20. Other liabilities (from Schedule RC-G)								
			2930			5,164,656		20
21. Total liabilities (sum of items 13 through 20)								
			2948			157,865,863		21
22. Minority interest in consolidated subsidiaries								
			3000			993,907		22
EQUITY CAPITAL								
23. Perpetual preferred stock and related surplus								
			3838			0		23
24. Common stock								
			3230			18,200		24
25. Surplus (exclude all surplus related to preferred stock)								
			3839			11,015,123		25
26. a. Retained earnings								
			3632			7,438,448		26.a
b. Accumulated other comprehensive income (5)								
			B530			647,270		26.b
27. Other equity capital components (6)								
			A130			0		27
28. Total equity capital (sum of items 23 through 27)								
			3210			19,119,041		28
29. Total liabilities, minority interest, and equity capital (sum of items 21, 22, and 28)								
			3300			177,978,811		29

Memorandum

To be reported only with the March Report of Condition.

1. Indicate in the box at the right the number of the statement below that best describes the most comprehensive level of auditing work performed for the bank by independent external auditors as of any date during 2002

RCFD	Number
6724	2

M. 1

- | | |
|--|---|
| <p>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</p> <p>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)</p> <p>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</p> | <p>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)</p> <p>5 = Directors' examination of the bank performed by other external auditors (may be required by state chartering authority)</p> <p>6 = Review of the bank's financial statements by external auditors</p> <p>7 = Compilation of the bank's financial statements by external auditors</p> <p>8 = Other audit procedures (excluding tax preparation work)</p> <p>9 = No external audit work</p> |
|--|---|

(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		8,607,180					
a. Cash items in process of collection and unposted debits _____					0020		7,246,228		1.a
b. Currency and coin _____					0080		1,360,952		1.b
2. Balance due from depository institutions in the U.S. _____					0082		311,546		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		312,469						2.b
3. Balances due from banks in foreign countries and foreign central banks _____					0070		29,816		3
a. Foreign branches of other U.S. banks _____	0073		0						3.a
b. Other banks in foreign countries and foreign central banks _____	0074		41,246						3.b
4. Balances due from Federal Reserve Banks _____	0090		123,944		0090		123,944		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		9,084,839		0010		9,072,486		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	63,346	1287	64,326	1
2. U.S. Government agency obligations (exclude mortgage-backed securities):									
a. Issued by U.S. Government agencies (1) _____	1289	0	1290	0	1291	94,168	1293	97,492	2.a
b. Issued by U.S. Government-sponsored agencies (2) _____	1294	0	1295	0	1297	147,931	1298	154,411	2.b
3. Securities issued by states and political subdivisions in the U.S. _____	8496	201,596	8497	210,966	8498	493,189	8499	512,386	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		858,989		1702		871,813	4.a.1
(2) Issued by FNMA and FHLMC	1703		0		1705		0		1706		14,618,193		1707		14,967,805	4.a.2
(3) Other pass-through securities	1709		18,260		1710		18,260		1711		1		1713		1	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		9,988,452		1717		10,039,335	4.b.1
(2) Collateralized by MBS issued or guaranteed by FNMA, FHLMC, or GNMA	1718		0		1719		0		1731		40,176		1732		42,439	4.b.2
(3) All other mortgage-backed securities	1733		0		1734		0		1735		1,468,169		1736		1,522,895	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		492,808		B845		516,335	5.b
c. Automobile loans	B846		0		B847		0		B848		28,518		B849		30,478	5.c
d. Other consumer loans	B850		0		B851		0		B852		41,097		B853		42,127	5.d
e. Commercial and industrial loans	B854		0		B855		0		B856		28,600		B857		22,880	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		433,521		1741		404,227	6.a
b. Foreign debt securities	1742		0		1743		0		1744		16,485		1746		16,485	6.b
7. Investments in mutual funds and other equity securities with readily determinable fair values (1)									A510		513,711		A511		513,701	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		219,856		1771		229,226		1772		29,327,354		1773		29,819,136	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	Bil	Mil	Thou	
1. Pledged securities (1)	0416	25,754,908					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	352,809					M.2.a.1
(2) Over three months through 12 months	A550	239,791					M.2.a.2
(3) Over one year through three years	A551	419,023					M.2.a.3
(4) Over three years through five years	A552	176,792					M.2.a.4
(5) Over five years through 15 years	A553	268,646					M.2.a.5
(6) Over 15 years	A554	605,682					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	224,077					M.2.b.1
(2) Over three months through 12 months	A556	17,614					M.2.b.2
(3) Over one year through three years	A557	14,073					M.2.b.3
(4) Over three years through five years	A558	21,613					M.2.b.4
(5) Over five years through 15 years	A559	12,077,108					M.2.b.5
(6) Over 15 years	A560	3,503,394					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	363,593					M.2.c.1
(2) Over three years	A562	11,241,076					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	220,169					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	2,329					M.4.a
b. Fair value	8783	2,320					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.

Dollar Amounts in Thousands

	(Column A) Consolidated Bank			(Column B) Domestic Offices			
	RCFD	Bil Mil Thou		RCON	Bil Mil Thou		
1. Loans secured by real estate	1410	52,612,472					1
a. Construction, land development, and other land loans				1415	6,617,634		1.a
b. Secured by farmland (including farm residential and other improvements)				1420	741,864		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	8,280,083		1.c.1
(2) Closed-end loans secured by 1-4 family residential properties:							
(a) Secured by first liens				5367	13,253,940		1.c.2.a
(b) Secured by junior liens				5368	4,659,660		1.c.2.b
d. Secured by multifamily (5 or more) residential properties				1460	2,451,915		1.d
e. Secured by nonfarm nonresidential properties				1480	16,607,376		1.e
2. Loans to depository institutions and acceptances of other banks:							
a. To commercial banks in the U.S.				B531	129,956		2.a
(1) To U.S. branches and agencies of foreign banks	B532	14,368					2.a.1
(2) To other commercial banks in the U.S.	B533	115,588					2.a.2
b. To other depository institutions in the U.S.	B534	120,245		B534	120,245		2.b
c. To banks in foreign countries				B535	81,900		2.c
(1) To foreign branches of other U.S. banks	B536	0					2.c.1
(2) To other banks in foreign countries	B537	81,900					2.c.2
3. Loans to finance agricultural production and other loans to farmers	1590	1,218,383		1590	1,218,383		3
4. Commercial and industrial loans:							
a. To U.S. addressees (domicile)	1763	28,822,749		1763	28,773,767		4.a
b. To non-U.S. addressees (domicile)	1764	171,687		1764	87,751		4.b
5. Not applicable.							
6. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper):							
a. Credit cards	B538	5,270,021		B538	5,270,021		6.a
b. Other revolving credit plans	B539	2,495,674		B539	2,495,674		6.b
c. Other consumer loans (includes single payment, installment, and all student loans)	2011	10,490,262		2011	10,490,262		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	1,508,744		2107	1,508,744		8
9. Other loans	1563	4,340,930					9
a. Loans for purchasing or carrying securities (secured and unsecured)				1545	811,376		9.a
b. All other loans (exclude consumer loans)				1564	3,529,554		9.b
10. Lease financing receivables (net of unearned income)				2165	10,950,365		10
a. Of U.S. addressees (domicile)	2182	10,950,291					10.a
b. Of non-U.S. addressees (domicile)	2183	360					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	118,213,674		2122	118,080,470		12

Schedule RC-C—Continued

Part I. Continued

Memoranda	Dollar Amounts in Thousands	RCFD	Bil	Mill	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		0		M.1
2. Maturity and repricing data for loans and leases (excluding those in nonaccrual status):						
a. Closed-end loans secured by first liens on 1-4 family residential properties in domestic offices (reported in Schedule RC-C, part I, item 1.c.(2)(a), column B) with a remaining maturity or next repricing date of: (1, 2)		RCON				
(1) Three months or less		A564	700,082			M.2.a.1
(2) Over three months through 12 months		A565	613,283			M.2.a.2
(3) Over one year through three years		A566	884,700			M.2.a.3
(4) Over three years through five years		A567	1,131,906			M.2.a.4
(5) Over five years through 15 years		A568	3,546,779			M.2.a.5
(6) Over 15 years		A569	6,320,613			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	45,997,432			M.2.b.1
(2) Over three months through 12 months		A571	6,744,251			M.2.b.2
(3) Over one year through three years		A572	18,000,817			M.2.b.3
(4) Over three years through five years		A573	17,987,867			M.2.b.4
(5) Over five years through 15 years		A574	12,731,587			M.2.b.5
(6) Over 15 years		A575	2,315,594			M.2.b.6
c. Loans and leases (reported in Schedule RC-C, part I, items 1 through 10, column A) with a REMAINING MATURITY of one year or less (excluding those in nonaccrual status)		A247	31,184,802			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	1,870,644			M.3
4. Adjustable rate closed-end loans secured by first liens on 1-4 family residential properties in domestic offices (included in Schedule RC-C, part I, item 1.c.(2)(a), column B)		RCON				
		5370	2,338,942			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
6) 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.						
Outstanding credit card fees and finance charges included in Schedule RC-C, part I, item 6.a., column A		C391	196,375			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.

FDIC Certificate Number - 06548

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 derivative contracts:				
a. In domestic offices _____	3543	482,404		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	482,404		12
LIABILITIES				
	RCFD	Bil	Mil	Thou
13. Liability for short positions _____	3546	0		13
14. Revaluation losses on derivative contracts _____	3547	454,575		14
15. Total trading liabilities (sum of items 13 and 14) (must equal Schedule RC, item 15) _____	3548	454,575		15

Schedule RC-E—Deposit Liabilities

Part I. Deposits in Domestic Offices

	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)					
	Dollar Amounts in Thousands				Dollar Amounts in Thousands				Dollar Amounts in Thousands					
	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		14,975,089						B550		87,152,884			1
2. U.S. Government	2202		71,803						2520		1,566,176			2
3. States and political subdivisions in the U.S.	2203		852,816						2530		6,087,429			3
4. Commercial banks and other depository institutions in the U.S.	B551		2,774,106						B552		25,876			4
5. Banks in foreign countries	2213		31,927						2236		0			5
6. Foreign governments, and official institutions (including foreign central banks)	2216		0						2377		0			6
7. Total (sum of items 1 through 6) (sum of columns A and C must equal Schedule RC, item 13.a)	2215		18,705,741		2210		17,130,957		2385		94,832,365			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		4,246,647		M.1.a
b. Total brokered deposits	2365		3,179,963		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		6,683		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		3,163,672		M.1.d.2
e. Preferred deposits (uninsured deposits of states and political subdivisions in the U.S. reported in item 3 above which are secured or collateralized as required under state law) (to be completed for the December report only)	5590		N/A		M.1.e
2. Components of total nontransaction accounts (sum of Memorandum items 2.a through 2.c must equal item 7, column C, above):					
a. Savings deposits:					
(1) Money market deposit accounts (MMDAs)	6810		63,792,726		M.2.a.1
(2) Other savings deposits (excludes MMDAs)	0352		5,494,723		M.2.a.2
b. Total time deposits of less than \$100,000	6648		16,123,632		M.2.b
c. Total time deposits of \$100,000 or more	2604		9,421,285		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		3,314,851		M.3.a.1
(2) Over three months through 12 months _____		A580		5,850,129		M.3.a.2
(3) Over one year through three years _____		A581		4,423,687		M.3.a.3
(4) Over three years _____		A582		2,534,965		M.3.a.4
b. Time deposits of less than \$100,000 with a REMAINING MATURITY of one year or less (included in Memorandum items 3.a.(1) and 3.a.(2) above) (3) _____						
		A241		9,164,980		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		4,656,675		M.4.a.1
(2) Over three months through 12 months _____		A585		3,031,322		M.4.a.2
(3) Over one year through three years _____		A586		1,061,551		M.4.a.3
(4) Over three years _____		A587		671,737		M.4.a.4
b. Time deposits of \$100,000 or more with a REMAINING MATURITY of one year or less (included in Memorandum items 4.a.(1) and 4.a.(2) above) (3) _____						
		A242		7,687,997		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		1,846,902		1
2. U.S. banks (including IBFs and foreign branches of U.S. banks) and other U.S. depository institutions _____		B554		6,113,670		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		10,200		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		7,970,772		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		6,188,196		M.1

Schedule RC-F—Other Assets

				Dollar Amounts in Thousands		RCFD	Bil Mil Thou	
1.	Accrued interest receivable (1)					B556	744,451	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	151,892	3.b
4.	Equity securities that DO NOT have readily determinable fair values (4)					1752	847,667	4
5.	All other assets (itemize and describe amounts greater than \$25,000 that exceed 25% of this item)					2168	8,573,229	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	1,079,075					5.d
	Retained interests in accrued interest receivable related to securitized credit cards							
	e.	C436	0					5.e
	f. 3549 Accounts Receivable	3549	3,130,937					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	10,317,239	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	212,850	1.a
	b. Other expenses accrued and unpaid (includes accrued income taxes payable)					RCFD		
						3646	1,930,472	1.b
2.	Net deferred tax liabilities (2)					3049	1,827,478	2
3.	Allowance for credit losses on off-balance sheet credit exposures					B557	2,526	3
4.	All other liabilities (itemize and describe amounts greater than \$25,000 that exceed 25% of this item)					2938	1,191,330	4
	TEXT							
	a. Accounts payable	3066	0					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	115,220					4.d
	e. 3552	3552	N/A					4.e
	f. 3553	3553	N/A					4.f
	g. 3554	3554	N/A					4.g
5.	Total (sum of items 1 through 4) (must equal Schedule RC, item 20)					2930	5,164,656	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

	Domestic Offices			
	RCON	Bil	Mil Thou	
Dollar Amounts in Thousands				
1. Customers' liability to this bank on acceptances outstanding _____	2155		139,821	1
2. Bank's liability on acceptances executed and outstanding _____	2920		139,821	2
3. Securities purchased under agreements to resell _____	B989		0	3
4. Securities sold under agreements to repurchase _____	B995		2,733,023	4
5. Other borrowed money _____	3190		21,082,000	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		7,970,772	7
8. Total assets (excludes net due from foreign offices, Edge and Agreement subsidiaries, and IBFs) _____	2192		177,978,421	8
9. Total liabilities (excludes net due to foreign offices, Edge and Agreement subsidiaries, and IBFs) _____	3129		149,894,701	9

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

	RCON	Bil	Mil Thou	
10. U.S. Treasury securities _____	1039		63,346	10
11. U.S. Government agency obligations (exclude mortgage-backed securities) _____	1041		242,099	11
12. Securities issued by states and political subdivisions in the U.S. _____	1042		694,785	12
13. Mortgage-backed securities (MBS):				
a. Pass-through securities:				
(1) Issued or guaranteed by FNMA, FHLMC, or GNMA _____	1043		15,477,182	13.a.1
(2) Other pass-through securities _____	1044		18,261	13.a.2
b. Other mortgage-backed securities (include CMOs, REMICs, and stripped MBS):				
(1) Issued or guaranteed by FNMA, FHLMC, or GNMA _____	1209		9,988,452	13.b.1
(2) All other mortgage-backed securities _____	1280		1,508,345	13.b.2
14. Other domestic debt securities (include domestic asset-backed securities) _____	1281		1,024,544	14
15. Foreign debt securities (include foreign asset-backed securities) _____	1282		16,485	15
16. Investments in mutual funds and other equity securities with readily determinable fair values _____	A510		513,711	16
17. Total amortized (historical) cost of both held-to-maturity and available-for-sale securities (sum of items 10 through 16) _____	1374		29,547,210	17
18. Equity securities that do not have readily determinable fair values _____	1752		847,667	18

Schedule RC-I—Selected Assets and Liabilities of IBFs

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

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

Schedule RC-K—Quarterly Averages (1)

	Dollar Amounts in Thousands		
	RCFD	Bil Mil Thou	
ASSETS			
1. Interest-bearing balances due from depository institutions	3381	183,293	1
2. U.S. Treasury securities and U.S. Government agency obligations (2) (excluding mortgage-backed securities)	B558	350,015	2
3. Mortgage-backed securities (2)	B559	31,905,124	3
4. All other securities (2, 3)(includes securities issued by states and political subdivisions in the U.S.)	B560	1,581,176	4
5. Federal funds sold and securities purchased under agreements to resell	3365	482,790	5
6. Loans:			
a. Loans in domestic offices:	RCON		
(1) Total loans	3360	107,117,273	6.a.1
(2) Loans secured by real estate	3385	53,354,193	6.a.2
(3) Loans to finance agricultural production and other loans to farmers	3386	1,259,077	6.a.3
(4) Commercial and industrial loans	3387	29,975,958	6.a.4
(5) Loans to individuals for household, family, and other personal expenditures:			
(a) Credit cards	B561	5,099,693	6.a.5.a
(b) Other (includes single payment, installment, all student loans, and revolving credit plans other than credit cards)	B562	12,990,280	6.a.5.b
b. Total loans in foreign offices, Edge and Agreement subsidiaries, and IBFs	3360	123,884	6.b
7. Trading assets	3401	453,508	7
8. Lease financing receivables (net of unearned income)	3484	11,000,907	8
9. Total assets(4)	3368	169,238,281	9
LIABILITIES			
10. Interest-bearing transaction accounts in domestic (NOW accounts, ATS accounts, and telephone and preauthorized transfer accounts) (exclude demand deposits)	RCON		
	3485	2,015,973	10
11. Nontransaction accounts in domestic offices:			
a. Savings deposits (includes MMDAs)	B563	69,202,397	11.a
b. Time deposits of \$100,000 or more	A514	10,383,405	11.b
c. Time deposits of less than \$100,000	A529	17,198,110	11.c
12. Interest-bearing deposits in foreign offices, Edge and Agreement subsidiaries, and IBFs	3404	8,458,396	12
13. Federal funds purchased and securities sold under agreements to repurchase	3353	6,721,152	13
14. Other borrowed money (includes mortgage indebtedness and obligations under capitalized leases)	3355	19,975,506	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.

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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		8,570,385		1.a
b. Credit card lines _____										
						3815		38,295,375		1.b
c. Commercial real estate, construction, and land development:										
(1) Commitments to fund loans secured by real estate _____										
						3816		4,597,251		1.c.1
(2) Commitments to fund loans not secured by real estate _____										
						6550		1,472,944		1.c.2
d. Securities underwriting _____										
						3817		0		1.d
e. Other unused commitments _____										
						3818		43,619,555		1.e
2. Financial standby letters of credit and foreign office guarantees _____										
						3819		10,255,359		2
a. Amount of financial standby letters of credit conveyed to others _____										
			3820		1,129,684					2.a
3. Performance standby letters of credit and foreign office guarantees _____										
						3821		365,063		3.
a. Amount of performance standby letters of credit conveyed to others _____										
			3822		19,571					3.a
4. Commercial and similar letters of credit _____										
						3411		519,390		4
5. Participations in acceptances (as described in the instructions) conveyed to others by the reporting bank _____										
						3428		1,142		5
6. Securities lent (including customers' securities lent where the customer is indemnified against loss by the reporting bank) _____										
						3433		10,740,643		6
7. Credit derivatives :										
a. Notional amount of credit derivatives on which the reporting bank is the guarantor _____										
						A534		0		7.a
(1) Gross positive fair value _____										
						C219		0		7.a.1
(2) Gross negative fair value _____										
						C220		0		7.a.2
b. Notional amount of credit derivatives on which the reporting bank is the beneficiary _____										
						A535		0		7.b
(1) Gross positive fair value _____										
						C221		0		7.b.1
(2) Gross negative fair value _____										
						C222		0		7.b.2
8. Spot foreign exchange contracts _____										
						8765		166,706		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		2,852,731		9
TEXT										
a. Securities borrowed _____										
			3432		0					9.a
b. Commitments to purchase when-issued securities _____										
			3434		0					9.b
	3555	Bank securitization credit enhancement				3555		2,852,731		9.c
	3556					3556		N/A		9.d
	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
	5592					5592		N/A		10.b
	5593					5593		N/A		10.c
	5594					5594		N/A		10.d
	5595					5595		N/A		10.e
11. Year-to-date merchant credit card sales volume:										
a. Sales for which the reporting bank is the acquiring bank _____										
						C223		16,238,641		11.a
b. Sales for which the reporting bank is the agent bank with risk _____										
						C224		7,023,835		11.b

Schedule RC-L—Continued

Dollar Amounts in Thousands				
Derivatives Position Indicators	(Column A)	(Column B)	(Column C)	(Column D)
	Interest Rate Contracts	Foreign Exchange Contracts	Equity Derivative Contracts	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 _____	RCFD 8693 0	RCFD 8694 0	RCFD 8695 0	RCFD 8696 0
b. Forward contracts _____	RCFD 8697 6,341,500	RCFD 8698 3,015,698	RCFD 8699 0	RCFD 8700 0
c. Exchange-traded option contracts:				
(1) Written options _____	RCFD 8701 0	RCFD 8702 0	RCFD 8703 0	RCFD 8704 0
(2) Purchased options _____	RCFD 8705 0	RCFD 8706 0	RCFD 8707 0	RCFD 8708 0
d. Over-the-counter option contracts:				
(1) Written options _____	RCFD 8709 3,993,428	RCFD 8710 153,933	RCFD 8711 0	RCFD 8712 0
(2) Purchased options _____	RCFD 8713 406,337	RCFD 8714 153,933	RCFD 8715 0	RCFD 8716 0
e. Swaps _____	RCFD 3450 31,187,465	RCFD 3826 0	RCFD 8719 0	RCFD 8720 0
13. Total gross notional amount of derivative contracts held for trading _____	RCFD A126 10,095,669	RCFD A127 3,323,563	RCFD 8723 0	RCFD 8724 0
14. Total gross notional amount of derivative contracts held for purposes other than trading _____		RCFD 8726 0	RCFD 8727 0	RCFD 8728 0
a. Interest rate swaps where the bank has agreed to pay a fixed rate _____	RCFD A589 4,990,000			
15. Gross fair values of derivative contracts:				
a. Contracts held for trading:				
(1) Gross positive fair value _____	RCFD 8733 235,978	RCFD 8734 265,388	RCFD 8735 0	RCFD 8736 0
(2) Gross negative fair value _____	RCFD 8737 209,882	RCFD 8738 262,146	RCFD 8739 0	RCFD 8740 0
b. Contracts held for purposes other than trading:				
(1) Gross positive fair value _____	RCFD 8741 1,107,865	RCFD 8742 0	RCFD 8743 0	RCFD 8744 0
(2) Gross negative fair value _____	RCFD 8745 180,802	RCFD 8746 0	RCFD 8747 0	RCFD 8748 0

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		683		1.a
b. Number of executive officers, directors, and principal shareholders to whom the amount of all extensions of credit by the reporting bank (including extensions of credit to related interests) equals or exceeds the lesser of \$500,000 or 5 percent of total capital as defined for this purpose in agency regulations	6165		0		1.b
2. Intangible assets other than goodwill:					
a. Mortgage servicing Assets	3164		582,289		2.a
(1) Estimated fair value of mortgage servicing assets	A590		582,000		2.a.1
b. Purchased credit card relationships and nonmortgage servicing assets	B026		58,889		2.b
c. All other identifiable intangible assets	5507		3,177,708		2.c
d. Total (sum of items 2.a, 2.b, and 2.c) (must equal Schedule RC, item 10.b)	0426		3,818,886		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		3,463		3.b.1
(2) Farmland in domestic offices	5509		2,450		3.b.2
(3) 1-4 family residential properties in domestic offices	5510		54,047		3.b.3
(4) Multifamily (5 or more) residential properties in domestic offices	5511		362		3.b.4
(5) Nonfarm nonresidential properties in domestic offices	5512		5,855		3.b.5
(6) In foreign offices	5513		0		3.b.6
c. Total (sum of items 3.a and 3.b) (must equal Schedule RC, item 7)	2150		66,177		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		578,154		4.b
c. Total (sum of items 4.a and 4.b) (must equal Schedule RC, item 8)	2130		578,154		4.c
5. Other borrowed money:					
a. Federal Home Loan Bank advances:					
(1) With a remaining maturity of one year or less (1)	2651		5,316		5.a.1
(2) With a remaining maturity of more than one year through three years	B565		8,816,411		5.a.2
(3) With a remaining maturity of more than three years	B566		430,731		5.a.3
b. Other borrowings:					
(1) With a remaining maturity of one year or less	B571		8,273,307		5.b.1
(2) With a remaining maturity of more than one year through three years	B567		2,925,622		5.b.2
(3) With a remaining maturity of more than three years	B568		630,613		5.b.3
c. Total (sum of items 5.a.(1) through 5.b.(3)) (must equal Schedule RC, item 16)	3190		21,082,000		5.c

		YES / NO	
6. Does the reporting bank sell private label or third party mutual funds and annuities?	B569	YES	6

	RCFD	Bil	Mil	Thou	
7. Assets under the reporting bank's management in proprietary mutual funds and annuities	B570		55,604,191		7

8. Primary Internet Web site address of the bank (home page), if any:
(example: <http://www.examplebank.com>)

TEXT <http://www.usbank.com> 8

		YES / NO	
9. Do any of the bank's Internet Web sites have transactional capability, i.e., allow the bank's customers to execute transactions on their accounts through the Web site?	4088	YES	9

(1) Includes overnight Federal Home Loan Bank advances.

FDIC Certificate Number - 06548

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

	(Column A) Past due 30 through 89 days and still accruing			(Column B) Past due 90 days or more and still accruing			(Column C) Nonaccrual			
	RCN	Bil	Mil Thou	RCN	Bil	Mil Thou	RCN	Bil	Mil Thou	
Dollar Amounts in Thousands										
1. Loans secured by real estate:										
a. Construction, land development, and other land loans in domestic offices	2759		149,107	2769		3,327	3492		46,086	1.a
b. Secured by farmland in domestic offices	3493		7,287	3494		1,177	3495		19,212	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		52,619	5399		23,304	5400		4,070	1.c.1
(2) Closed-end loans secured by 1-4 family residential properties:										
(a) Secured by first liens	C236		100,198	C237		84,107	C229		56,577	1.c.2.a
(b) Secured by junior liens	C238		79,824	C239		45,665	C230		9,456	1.c.2.b
d. Secured by multifamily (5 or more) residential properties in domestic offices	3499		20,741	3500		208	3501		2,989	1.d
e. Secured by nonfarm nonresidential properties properties in domestic offices	3502		132,271	3503		2,922	3504		152,450	1.e
f. In foreign offices	RCFN			RCFN			RCFN			1.f
B572			0	B573		0	B574		0	
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			10	5378		0	5379		0	2.a
b. To foreign banks	5380		0	5381		0	5382		7,851	2.b
3. Loans to finance agricultural production and other loans to farmers	1594		30,640	1597		976	1583		20,279	3
4. Commercial and industrial loans:										
a. To U.S. addressees (domicile)	1251		351,155	1252		29,037	1253		751,046	4.a
b. To non-U.S. addressees (domicile)	1254		1,655	1255		183	1256		60	4.b
5. Loans to individuals for household, family, and other personal expenditures:										
a. Credit cards	B575		120,086	B576		116,030	B577		0	5.a
b. Other (includes single payment, installment, all student loans, and revolving credit plans other than credit cards)	B578		209,453	B579		63,095	B580		9,975	5.b
6. Loans to foreign governments and official institutions	5389		0	5390		0	5391		0	6
7. All other loans	5459		57,068	5460		137	5461		29,185	7
8. Lease financing receivables:										
a. Of U.S. addressees (domicile)	1257		264,132	1258		14,386	1259		129,527	8.a
b. Of non-U.S. addressees (domicile)	1271		0	1272		0	1791		0	8.b
9. Debt securities and other assets (exclude other real estate owned and other repossessed assets)	3505		48,875	3506		59	3507		4,700	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.

	(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	
Dollar Amounts in Thousands										
10. Loans and leases reported in items 1 through 8 above which are wholly or partially guaranteed by the U.S. Government	5612		5,439	5613		0	5614		27,022	10
a. Guaranteed portion of loans and leases included in item 10 above	5615		3,887	5616		0	5617		19,753	10.a

Memoranda	(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	
Dollar Amounts in Thousands										
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		38,129	M.1
2. Loans to finance commercial real estate, construction, and land development activities (not secured by real estate) included in Schedule RC-N, items 4 and 7, above	6558		53,942	6559		0	6560		9,453	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		3,485	C241		600	C226		0	M.5

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

Person to whom questions about the Reports of Condition and Income should be directed:

Kenneth J. Maas, ACCOUNTANT III
Name and Title (TEXT 8901)

kenneth.maas@usbank.com
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612-303-3848
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Schedule RC-O—Other Data for Deposit Insurance and FICO Assessments

		Dollar Amounts in Thousands		RCON	Bil	Mil	Thou	
1. Unposted debits (see instructions):								
a.	Actual amount of all unposted debits			0030		0		1.a
OR								
b. Separate amount of unposted debits:								
(1)	Actual amount of unposted debits to demand deposits			0031		N/A		1.b.1
(2)	Actual amount of unposted debits to time and savings deposits (1)			0032		N/A		1.b.2
2. Unposted credits (see instructions):								
a.	Actual amount of all unposted credits			3510		0		2.a
OR								
b. Separate amount of unposted credits:								
(1)	Actual amount of unposted credits to demand deposits			3512		N/A		2.b.1
(2)	Actual amount of unposted credits to time and savings deposits (1)			3514		N/A		2.b.2
3. Uninvested trust funds (cash) held in bank's own trust department (not included in total deposits in domestic offices)								
				3520		0		3
4. Deposits of consolidated subsidiaries in domestic offices and in insured branches in Puerto Rico and U.S. territories and possessions (not included in total deposits) :								
a.	Demand deposits of consolidated subsidiaries			2211		392,539		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		16,266		7.a
b.	Unamortized discounts			5517		1,660		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):								
(1) Amount of deposit accounts of \$100,000 or less				2702		55,415,556		M.1.a 1
(2) Number of deposit accounts of \$100,000 or less (to be completed for the June report only)	3779		N/A					M.1.a 2
b. Deposit accounts of more than \$100,000 (1):								
(1) Amount of deposit accounts of more than \$100,000				2710		58,122,550		M.1.b 1
(2) Number of deposit accounts of more than \$100,000	2722		121,863					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		45,889,679		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				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.

FDIC Certificate Number - 06548

Schedule RC-R—Regulatory Capital

		Dollar Amounts in Thousands		RCFD	Bil	Mill	Thou
Tier 1 capital							
1.	Total equity capital (from Schedule RC, item 28)			3210	19,119,041		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	304,905				2
3.	LESS: Net unrealized loss on available-for-sale EQUITY securities (1) (report loss as a positive value)	A221	6				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	315,136				4
5.	LESS: Nonqualifying perpetual preferred stock	B588	0				5
6.	Qualifying minority interests in consolidated subsidiaries	B589	993,907				6
7.	LESS: Disallowed goodwill and other disallowed intangible assets	B590	8,292,532				7
8.	Subtotal (sum of items 1 and 6, less items 2, 3, 4, 5, and 7)	C227	11,200,369				8
9.a.	LESS: Disallowed servicing assets and purchased credit card relationships	B591	58,229				9.a
b.	LESS: Disallowed deferred tax assets	5610	0				9.b
10.	Other additions to (deductions from) Tier 1 capital	B592	0				10
11.	Tier 1 capital (sum of items 8 and 10, less items 9.a and 9.b)	8274	11,142,140				11

Tier 2 Capital

12.	Qualifying subordinated debt and redeemable preferred stock	5306	4,422,000				12
13.	Cumulative perpetual preferred stock includible in Tier 2 capital	B593	0				13
14.	Allowance for loan and lease losses includible in Tier 2 capital	5310	1,945,031				14
15.	Unrealized gains on available-for-sale equity securities includible in Tier 2 capital	2221	0				15
16.	Other Tier 2 capital components	B594	0				16
17.	Tier 2 capital (sum of items 12 through 16)	5311	6,367,031				17
18.	Allowable Tier 2 capital (lesser of item 11 or 17)	8275	6,367,031				18
19.	Tier 3 capital allocated for market risk	1395	0				19
20.	LESS: Deductions for total risk-based capital	B595	0				20
21.	Total risk-based capital (sum of items 11, 18, and 19, less item 20)	3792	17,509,171				21

Total assets for leverage ratio

22.	Average total assets (from Schedule RC-K, item 9)	3368	169,238,281				22
23.	LESS: Disallowed goodwill and other disallowed intangible assets (from item 7 above)	B590	8,292,532				23
24.	LESS: Disallowed servicing assets and purchased credit card relationships (from item 9.a above)	B591	58,229				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	0				26
27.	Average total assets for leverage capital purposes (item 22 less items 23 through 26)	A224	160,887,520				27

Adjustments for financial subsidiaries

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

Capital Ratios

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

	(Column A)		(Column B)		
	RCFD	Percentage	RCFD	Percentage	
31. Tier 1 leverage ratio (2)	7273	N/A	7204	6.93%	31
32. Tier 1 risk-based capital ratio (3)	7274	N/A	7206	7.18%	32
33. Total risk-based capital ratio (4)	7275	N/A	7205	11.28%	33

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

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

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

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

Schedule RC-R—Continued

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

Balance Sheet Asset Categories	Dollar Amounts in Thousands					
	(Column A) Totals (from Schedule RC)	(Column B) Items Not Subject to Risk-Weighting	Allocation by Risk Weight Category			
	Bill Mill Thou	Bill Mill Thou	Bill Mill Thou	Bill Mill Thou	Bill Mill Thou	Bill Mill Thou
34. Cash and balances due from depository institutions (Column A equals the sum of Schedule RC, items 1.a and 1.b)	9,084,839		0%	20%	50%	100%
	RCFD 0010	RCFD B600	RCFD B600	RCFD B601	RCFD B602	RCFD B602
	RCFD 1784	RCFD B603	RCFD B604	RCFD B605	RCFD B606	RCFD B607
35. Held-to-maturity securities	219,856	0	0	201,596	18,260	0
	RCFD 1773	RCFD B608	RCFD B609	RCFD B610	RCFD B611	RCFD B612
36. Available-for-sale securities	29,819,136	491,792	1,743,674	27,203,022	22,296	358,351
	RCFD C225		RCFD C063	RCFD C064		RCFD B620
37. Federal funds sold and securities purchased under agreements to resell	833,567		0	833,567		0
	RCFD 5369	RCFD B617	RCFD B618	RCFD B619	RCFD B620	RCFD B621
38. Loans and leases held for sale	3,102,484	0	0	0	3,102,484	0
	RCFD B528	RCFD B622	RCFD B623	RCFD B624	RCFD B625	RCFD B626
39. Loans and leases, net of unearned income	115,111,191	0	1,126,525	4,098,540	8,553,392	101,332,734
	RCFD 3123	RCFD 3123				
40. LESS: Allowance for loan and lease losses	2,318,878	2,318,878				
	RCFD 3545	RCFD B627	RCFD B628	RCFD B629	RCFD B630	RCFD B631
41. Trading assets	482,404	482,404	0	0	0	0
	RCFD B639	RCFD B640	RCFD B641	RCFD B642	RCFD B643	RCFD 5339
42. All other assets (1)	21,644,212	9,676,952	346,082	4,830,428	22,506	6,768,245
	RCFD 2170	RCFD B644	RCFD 5320	RCFD 5327	RCFD 5334	RCFD 5340
43. Total assets (sum of items 34 through 42)	177,978,811	8,332,270	4,701,177	44,767,096	11,718,938	108,459,330

(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

	Dollar Amounts in Thousands	(Column A) Face Value or Notional Amount	Credit Conversion Factor	(Column B) Credit Equivalent Amount (1)	(Column C) Allocation by Risk Weight Category				
					0%	20%	50%	100%	
		Bill Mil Thou		Bill Mil Thou	Bill Mil Thou	Bill Mil Thou	Bill Mil Thou	Bill Mil Thou	Bill Mil Thou
Derivatives and Off-Balance Sheet Items		RCFD B546	See footnote 2	RCFD B547	RCFD B548	RCFD B581	RCFD B582	RCFD B583	RCFD B583
	44. Financial standby letters of credit	10,255,359	1.000	10,255,359	0	1,129,685	0	0	9,125,674
45. Performance standby letters of credit		RCFD 3821		RCFD B650	RCFD B651	RCFD B652	RCFD B653	RCFD B654	RCFD B654
	of credit	365,063	.50	182,532	0	9,786	0	0	172,746
46. Commercial and similar letters of credit		RCFD 3411		RCFD B655	RCFD B656	RCFD B657	RCFD B658	RCFD B659	RCFD B659
	of credit	519,390	.20	103,878	0	6,888	0	0	96,990
47. Risk participations in bankers acceptances acquired by the reporting institution		RCFD 3429		RCFD B660	RCFD B661	RCFD B662		RCFD B663	RCFD B663
		3,665	1.00	3,665	0	0	0	0	3,665
48. Securities lent		RCFD 3433		RCFD B664	RCFD B665	RCFD B666	RCFD B667	RCFD B668	RCFD B668
		10,740,643	1.00	10,740,643	10,740,643	0	0	0	0
49. Retained recourse on small business obligations sold with recourse		RCFD A250		RCFD B669	RCFD B670	RCFD B671	RCFD B672	RCFD B673	RCFD B673
		2,762	1.00	2,762	0	0	0	0	2,762
50. Recourse and direct credit substitutes (other than financial standby letters of credit) subject to the low-level exposure rule and residual interests subject to a dollar-for-dollar capital requirement		RCFD B541	Below	RCFD B542				RCFD B543	RCFD B543
		35,745	M	446,811				446,811	446,811
51. All other financial assets sold with recourse		RCFD B675		RCFD B676	RCFD B677	RCFD B678	RCFD B679	RCFD B680	RCFD B680
		3,315,567	1.00	3,315,567	0	0	16,445	3,299,122	3,299,122
52. All other off-balance sheet liabilities		RCFD B681		RCFD B682	RCFD B683	RCFD B684	RCFD B685	RCFD B686	RCFD B686
		7,358	1.00	7,358	0	0	0	0	7,358
53. Unused commitments with an original maturity exceeding one year		RCFD 3833		RCFD B687	RCFD B688	RCFD B689	RCFD B690	RCFD B691	RCFD B691
		39,627,665	.50	19,813,833	0	1,479,997	48,261	18,285,575	18,285,575
54. Derivative contracts				RCFD A167	RCFD B693	RCFD B694	RCFD B695		
				1,521,629	435,868	703,199	382,562		

(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.

Schedule RC-S—Securitization and Asset Sale Activities

Dollar Amounts in Thousands

Bank Securitization Activities

	(Column A) 1-4 Family Residential Loans	(Column B) Home Equity Loans	(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 Mill Thou	Bill Mill Thou	Bill Mill Thou	Bill Mill Thou	Bill Mill Thou	Bill Mill Thou	Bill Mill Thou
1. Outstanding principal balance of assets sold and securitized by the reporting bank with servicing retained or with recourse or other seller-provided credit enhancements	RCFD B705 0	RCFD B706 0	RCFD B707 0	RCFD B708 0	RCFD B709 0	RCFD B710 3,428,475	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. Credit-enhancing 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 66,518	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 138,501	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 2,852,731	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:							
a. 30-89 days past due	RCFD B733 0	RCFD B734 0	RCFD B735 0	RCFD B736 0	RCFD B737 0	RCFD B738 16,502	RCFD B739 0
b. 90 days or more past due	RCFD B740 0	RCFD B741 0	RCFD B742 0	RCFD B743 0	RCFD B744 0	RCFD B745 8,412	RCFD B746 0
5. Charge-offs and recoveries on assets sold and securitized with servicing retained or with recourse or other seller-provided credit enhancements (calendar year-to-date):							
a. Charge-offs	RIAD B747 0	RIAD B748 0	RIAD B749 0	RIAD B750 0	RIAD B751 0	RIAD B752 13,768	RIAD B753 0
b. Recoveries	RIAD B754 0	RIAD B755 0	RIAD B756 0	RIAD B757 0	RIAD B758 0	RIAD B759 399	RIAD B760 0

5.b.

5.a.

4.a.

4.b.

2.a.

2.b.

2.c.

3.

Schedule RC-S—Continued

Dollar Amounts in Thousands		(Column A) 1-4 Family Residential Loans	(Column B) Home Equity Loans	(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
6.	Amount of ownership (or seller's) interest carried as:	Bill Mil Thou	Bill Mil Thou	Bill Mil Thou	Bill Mil Thou	Bill Mil Thou	Bill Mil Thou	Bill Mil Thou
6.a	a. Securities (included in RC-B or RC, item 5)	RCFD B761 0	RCFD B762 0	RCFD B765 0	RCFD B766 0	RCFD B769 0	RCFD B783 0	RCFD B782 0
6.b	b. Loans (included in Schedule RC-C)	RCFD B500 0	RCFD B501 0	RCFD B768 0	RCFD B779 0	RCFD B780 0	RCFD B788 0	RCFD B789 0
7.a	7. Past due loan amounts included in interests reported in item 6.a:	RCFD B764 0	RCFD B765 0	RCFD B771 0	RCFD B776 0	RCFD B777 0	RCFD B781 0	RCFD B782 0
7.b	a. 30-89 days past due	RCFD B767 0	RCFD B768 0	RCFD B774 0	RCFD B779 0	RCFD B780 0	RCFD B788 0	RCFD B789 0
8.a	b. 90 days or more past due	RIAD B770 0	RIAD B771 0	RIAD B774 0	RIAD B779 0	RIAD B780 0	RIAD B785 0	RIAD B786 0
8.b	8. Charge-offs and recoveries on loan amounts included in interests reported in item 6.a (calendar year-to-date):	RIAD B773 0	RIAD B774 0	RIAD B779 0	RIAD B780 0	RIAD B781 0	RIAD B788 0	RIAD B789 0
	a. Charge-offs							
	b. Recoveries							
9	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	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

For Securitization Facilities Sponsored
 By or Otherwise Established By Other
 Institutions

FDIC Certificate Number - 06548

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Schedule RC-S—Continued

Bank Asset Sales	Dollar Amounts in Thousands						
	(Column A) 1-4 Family Residential Loans	(Column B) Home Equity Loans	(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
11. Assets sold with recourse or other seller-provided credit enhancements and not securitized by the reporting bank	RCFD B790 16,445	RCFD B791 0	RCFD B792 0	RCFD B793 0	RCFD B794 0	RCFD B795 0	RCFD B796 0
12. Maximum amount of credit exposure arising from recourse or other seller-provided credit enhancements provided to assets reported in item 11	RCFD B797 10,922	RCFD B798 0	RCFD B799 0	RCFD B800 0	RCFD B801 0	RCFD B802 0	RCFD B803 0

Memoranda

Dollar Amounts in Thousands

1. Small Business obligations transferred with recourse under Section 208 of the Riegle Community Development and Regulatory Improvement Act of 1994:	RCFD	Bill Mill Thou
a. Outstanding principal balance	A249	474,440
b. Amount of retained recourse on these obligations as of the report date	A250	2,762
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	34
b. 1-4 family residential mortgages serviced with no recourse or other servicer-provided credit enhancements	B805	47,262,205
c. Other financial assets (1)	A591	0
3. Asset-backed commercial paper conduits:		
a. Maximum amount of credit exposure arising from credit enhancements provided to conduit structures in the form of standby letters of credit, subordinated securities, and other enhancements:		
(1) Conduits sponsored by the bank, a bank affiliate, or the bank's holding company	B806	2,895,049
(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	8,909,700
(2) Conduits sponsored by other unrelated institutions	B809	0
4. Outstanding credit card fees and finance charges included in Schedule RC-S, item 1, column c (2)	C407	0

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

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

**Optional Narrative Statement Concerning the Amounts
Reported in the Reports of Condition and Income**
at close of business on March 31, 2003

FFIEC 031
RC-31

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U.S. Bank National Association
Legal Title of Bank

Cincinnati
City

OH
State

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

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

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

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

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

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

X = NO COMMENT Y = COMMENT

6979 Y

BANK MANAGEMENT STATEMENT (please type or print clearly):

TEXT (70 characters per line)

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



Signature of Executive Officer of Bank

4-30-03

Date of Signature

THIS PAGE IS TO BE COMPLETED BY ALL BANKS


NAME AND ADDRESS OF BANK U.S. Bank National Association 125 Walnut Street Cincinnati, OH 45202	<div style="text-align: right; border: 1px solid black; width: 40px; float: right; margin-bottom: 10px;">43</div> OMB No. For OCC: 1557-0081 OMB No. For FDIC: 3064-0052 OMB No. For Federal Reserve: 7100-0036 Expiration Date: 3/31/2005 SPECIAL REPORT (Dollar Amounts in Thousands)				
<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 60%; text-align: center;">CLOSE OF BUSINESS DATE</td> <td style="width: 40%; text-align: center;">FDIC Certificate Number</td> </tr> <tr> <td style="text-align: center;">3/31/2003</td> <td style="text-align: center;">6548</td> </tr> </table>		CLOSE OF BUSINESS DATE	FDIC Certificate Number	3/31/2003	6548
CLOSE OF BUSINESS DATE	FDIC Certificate Number				
3/31/2003	6548				

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	6		a
b. Total dollar amount of above loans (in thousands of dollars)	3562	108		b
c. Range of interest charged on above loans (example: 9-3/4% = 9.75)	From	To		
	7701	11.15%	7702	19.00% c

SIGNATURE AND TITLE OF OFFICER AUTHORIZED TO SIGN REPORT 	DATE (Month, Day, Year) 4-30-03
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