

Federal Financial Institutions Examination Council

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 December 31, 2003

(20031231)
(RCRI 9999)

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

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

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

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

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

I, Jill Geary, External Reporting Director

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.
Jill Geary
Signature of Officer Authorized to Sign Report
1/29/04
Date of Signature

[Signature]
Director (Trustee)
[Signature]
Director (Trustee)
[Signature]
Director (Trustee)

Submission of Reports

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

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

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

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

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

FDIC Certificate Number: 06548
(RCRI 9050)

U.S. Bank National Association
Legal Title of Bank (TEXT 9010)
Cincinnati
City (TEXT 9130)
OH **45202**
State Abbrev. (TEXT 9200) Zip Code (TEXT 9220)

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

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Disclosure of Estimated Burden

The estimated average burden associated with this information collection is 37.0 hours per respondent and is estimated to vary from 15 to 550 hours per response, depending on individual circumstances. Burden estimates include the time for reviewing instructions, gathering and maintaining data in the required form, and completing the information collection, but exclude the time for compiling and maintaining business records in the normal course of a respondent's activities. A Federal agency may not conduct or sponsor, and an organization (or a person) is not required to respond to a collection of information, unless it displays a currently valid OMB control number. Comments concerning the accuracy of this burden estimate and suggestions for reducing this burden should be directed to the Office of Information and Regulatory Affairs, Office of Management and Budget, Washington, D.C. 20503, and to one of the following:

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

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

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

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Special Report (to be completed by all banks)

FDIC Certificate Number - 06548

Consolidated Report of Income for the period January 1, 2003 – December 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	3,188,697	1.a.1.a
(b) Loans to finance agricultural production and other loans to farmers	4024	60,197	1.a.1.b
(c) Commercial and industrial loans	4012	1,636,858	1.a.1.c
(d) Loans to individuals for household, family, and other personal expenditures:			
(1) Credit cards	B485	598,664	1.a.1.d.1
(2) Other (includes single payment, installment, all student loans, and revolving credit plans other than credit cards)	B486	920,505	1.a.1.d.2
(e) Loans to foreign governments and official institutions	4056	122	1.a.1.e
(f) All other loans in domestic offices	B487	167,595	1.a.1.f
(2) In foreign offices, Edge and Agreement subsidiaries, and IBFs	4059	2,707	1.a.2
(3) Total interest and fee income on loans (sum of items 1.a.(1)(a) through 1.a.(2))	4010	6,575,345	1.a.3
b. Income from lease financing receivables	4065	769,314	1.b
c. Interest income on balances due from depository institutions: (1)	4115	3,143	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	38,072	1.d.1
(2) Mortgage-backed securities	B489	1,581,752	1.d.2
(3) All other securities (includes securities issued by states and political subdivisions in the U.S.)	4060	53,246	1.d.3
e. Interest income from trading assets	4069	6,915	1.e
f. Interest income on federal funds sold and securities purchased under agreements to resell	4020	21,940	1.f
g. Other interest income	4518	77,637	1.g
h. Total interest income (sum of items 1.a.(3) through 1.g)	4107	9,127,364	1.h
2. Interest expense:			
a. Interest on deposits:			
(1) Interest on deposits in domestic offices:			
(a) Transaction accounts (NOW accounts, ATS accounts, and telephone and preauthorized transfer accounts)	4508	18,159	2.a.1.a
(b) Nontransaction accounts:			
(1) Savings deposits (includes MMDAs)	0093	407,083	2.a.1.b.1
(2) Time deposits of \$100,000 or more	A517	217,873	2.a.1.b.2
(3) Time deposits of less than \$100,000	A518	450,782	2.a.1.b.3
(2) Interest on deposits in foreign offices, Edge and Agreement subsidiaries, and IBFs	4172	61,908	2.a.2
b. Expense of federal funds purchased and securities sold under agreements to repurchase	4180	124,063	2.b
c. Interest on trading liabilities and other borrowed money	4185	510,960	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	111,337	2.d
e. Total interest expense (sum of items 2.a through 2.d)		4073	1,902,165	2.e
3. Net interest income (item 1.h minus 2.e)			4074 7,225,199	3
4. Provision for loan and lease losses			4230 1,166,166	4
5. Noninterest income:				
a. Income from fiduciary activities (1)		4070	899,870	5.a
b. Service charges on deposit accounts in domestic offices		4080	1,168,792	5.b
c. Trading revenue (2)		A220	45,177	5.c
d. Investment banking, advisory, brokerage, and underwriting fees and commissions		B490	36,856	5.d
e. Venture capital revenue		B491	0	5.e
f. Net servicing fees		B492	238,684	5.f
g. Net securitization income		B493	22,634	5.g
h. (1) Underwriting income from insurance and reinsurance activities		C386	19,630	5.h.1
(2) Income from other insurance activities		C387	8,197	5.h.2
i. Net gains (losses) on sales of loans and leases		5416	161,917	5.i
j. Net gains (losses) on sales of other real estate owned		5415	10,984	5.j
k. Net gains (losses) on sales of other assets (excluding securities)		B496	1,053	5.k
l. Other noninterest income*		B497	2,079,620	5.l
m. Total noninterest income (sum of items 5.a through 5.l)			4079 4,693,414	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 245,028	6.b
7. Noninterest expense:				
a. Salaries and employee benefits		4135	2,343,420	7.a
b. Expenses of premises and fixed assets (net of rental income) (excluding salaries and employee benefits and mortgage interest)		4217	643,705	7.b
c. (1) Goodwill impairment losses		C216	0	7.c.1
(2) Amortization expense and impairment losses for other intangible assets		C232	813,849	7.c.2
d. Other noninterest expense *		4092	1,752,171	7.d
e. Total noninterest expense (sum of items 7.a through 7.d)			4093 5,553,145	7.e
8. Income (loss) before income taxes and extraordinary items, and other adjustments (item 3 plus or minus items 4, 5.m, 6.a, 6.b, and 7.e)			4301 5,444,330	8
9. Applicable income taxes (on item 8)			4302 1,890,642	9
10. Income (loss) before extraordinary items and other adjustments (item 8 minus item 9)			4300 3,553,688	10
11. Extraordinary items and other adjustments, net of income taxes *			4320 0	11
12. Net income (loss) (sum of items 10 and 11)			4340 3,553,688	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		9,862	M.1	
2. Income from the sale and servicing of mutual funds and annuities in domestic offices (included in Schedule RI, item 8) _____		8431		36,856	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		41,106	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		26,361	M.4	
5. Number of full-time equivalent employees at end of current period (round to nearest whole number) _____			Number			
		4150		45,890	M.5	
6. Not applicable						
7. If the reporting bank has restated its balance sheet as a result of applying push down accounting this calendar year, report the date of the bank's acquisition (1) _____		CCYY / MM / DD				
		9106		N/A	M.7	
8. Trading revenue (from cash instruments and derivative instruments) (sum of Memorandum items 8.a through 8.d must equal Schedule RI, item 5.c) (To be completed by banks that reported average trading assets (Schedule RC-K, item 7) of \$2 million or more for any quarter of the preceding calendar year.):						
		RIAD	Bil	Mil	Thou	
a. Interest rate exposures _____		8757		18,478	M.8.a	
b. Foreign exchange exposures _____		8758		26,699	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		384,306	M.9.a	
b. Net (increase) decrease to interest expense _____		8762		173,778	M.9.b	
c. Other (noninterest) allocations _____		8763		58,602	M.9.c	
10. Credit losses on derivatives (see instructions) _____		A251		226	M.10	
11. Does the reporting bank have a Subchapter S election in effect for federal income tax purposes for the current tax year ? _____		YES / NO				
		A530		NO	M.11	

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

Schedule RI-A—Changes in Equity Capital

Indicate decreases and losses in parentheses.

		Dollar Amounts in Thousands				
		RIAD	Bil	Mil	Thou	
1.	Total equity capital most recently reported for the December 31, 2002, Reports of Condition and Income (i.e., after adjustments from amended Reports of Income)					1
		3217		18,667	469	
2.	Restatements due to corrections of material accounting errors and changes in accounting principles*					2
		B507		(471)	762	
3.	Balance end of previous calendar year as restated (sum of items 1 and 2)					3
		B508		18,195	707	
4.	Net income (loss) (must equal Schedule RI, item 12)					4
		4340		3,553	688	
5.	Sale, conversion, acquisition, or retirement of capital stock, net (excluding treasury stock transactions)					5
		B509		0		
6.	Treasury stock transactions, net					6
		B510		0		
7.	Changes incident to business combinations, net					7
		4356		201	938	
8.	LESS: Cash dividends declared on preferred stock					8
		4470		0		
9.	LESS: Cash dividends declared on common stock					9
		4460		3,300	000	
10.	Other comprehensive income (1)					10
		B511		(733)	218	
11.	Other transactions with parent holding company * (not included in items 5, 6, 8, or 9 above)					11
		4415		177	620	
12.	Total equity capital end of current period (sum of items 3 through 11) (must equal Schedule RC, item 28)					12
		3210		18,095	735	

* 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) Charge-offs (1)				(Column B) 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		13,037		3583		1,990		1.a
b.	Secured by farmland in domestic offices									1.b
		3584		1,183		3585		3,603		
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									1.c.1
		5411		30,412		5412		3,806		
(2)	Closed-end loans secured by 1-4 family residential properties:									
(a)	Secured by first liens									1.c.2.a
		C234		29,261		C217		2,803		
(b)	Secured by junior liens									1.c.2.b
		C235		70,426		C218		7,900		
d.	Secured by multifamily (5 or more) residential properties in domestic offices									1.d
		3588		1,744		3589		1,615		
e.	Secured by nonfarm nonresidential properties in domestic offices									1.e
		3590		37,387		3591		7,439		
f.	In foreign offices									1.f
		B512		0		B513		0		
2.	Loans to depository institutions and acceptances of other banks:									
a.	To U.S. banks and other U.S. depository institutions									2.a
		4653		324		4663		4		
b.	To foreign banks									2.b
		4654		0		4664		0		
3.	Loans to finance agricultural production and other loans to farmers									3
		4655		11,599		4665		1,241		
4.	Commercial and industrial loans:									
a.	To U.S. addressees (domicile)									4.a
		4645		492,103		4617		62,602		
b.	To non-U.S. addressees (domicile)									4.b
		4646		0		4618		30		

(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		269,941		B515		26,262	5.a
b. Other (includes single payment, installment, all student loans and revolving credit plans other than credit cards)	B516		259,688		B517		47,949	5.b
6. Loans to foreign governments and official institutions	4643		0		4627		0	6
7. All other loans	4644		31,334		4628		5,599	7
8. Lease financing receivables:								
a. To U.S. addressees (domicile)	4658		196,253		4668		62,235	8.a
b. To non-U.S. addressees (domicile)	4659		0		4669		0	8.b
9. Total (sum of items 1 through 8)	4635		1,444,692		4605		235,078	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		12,634		5410		0	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)								
	C388						55,115	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	Year-to-Date			
	Bil	Mil	Thou		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		2,344,378		1
2. Recoveries (must equal part I, item 9, column B above)				4605		235,078		2
3. LESS: Charge-offs (must equal part I, item 9, column A above less Schedule RI-B, part II, item 4)				C079		1,339,633		3
4. LESS: Write-downs arising from transfers of loans to a held-for-sale account				5523		105,059		4
5. Provision for loan and lease losses (must equal Schedule RI, item 4)				4230		1,166,166		5
6. Adjustments * (see instructions for this schedule)				C233		(58,193)		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		2,242,737		7

Memoranda

	Dollar Amounts in Thousands			RIAD	Year-to-Date			
	Bil	Mil	Thou		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		32,704		M.2
3. Amount of allowance for loan and leases losses attributable to retail credit card fees and finance charges				C390		0		M.3

* 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			RIAD	Year-to-Date			
	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.i)						
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		165,864		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		561,404		1.f
g.	4462 Interchange fee income	4462		555,604		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 Capitalized Computer software	4464		138,796		2.h
i.	4467 Telephone expense	4467		153,253		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

U.S. Bank National Association

Legal Title of Bank

Cincinnati

City

OH

State

45202

Zip Code

FDIC Certificate Number - 06548

Consolidated Report of Condition for Insured Commercial and State-Chartered Savings Banks for December 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	Mil	Thou	
ASSETS								
1. Cash and balances due from depository institutions (from Schedule RC-A):								
a. Noninterest-bearing balances and currency and coin (1)				0081		8,626,770		1.a
b. Interest-bearing balances (2)				0071		4,591		1.b
2. Securities:								
a. Held-to-maturity securities (from Schedule RC-B, column A)				1754		152,005		2.a
b. Available-for-sale securities (from Schedule RC-B, column D)				1773		42,811,391		2.b
3. Federal funds sold and securities purchased under agreements to resell:				RCON				
a. Federal funds sold in domestic offices				B987		2,551,376		3.a
				RCFD				
b. Securities purchased under agreements to resell (3)				B989		33,977		3.b
4. Loans and lease financing receivables (from Schedule RC-C):								
a. Loans and leases held for sale				5369		1,430,514		4.a
b. Loans and leases, net of unearned income	B528		115,539,879					4.b
c. LESS: Allowance for loan and lease losses	3123		2,242,737					4.c
d. Loans and leases, net of unearned income and allowance (item 4.b minus 4.c)		B529				113,297,142		4.d
5. Trading assets (from Schedule RC-D)				3545		246,093		5
6. Premises and fixed assets (including capitalized leases)				2145		1,840,487		6
7. Other real estate owned (from Schedule RC-M)				2150		71,175		7
8. Investments in unconsolidated subsidiaries and associated companies (from Schedule RC-M)				2130		585,582		8
9. Customers' liability to this bank on acceptances outstanding				2155		123,996		9
10. Intangible assets:								
a. Goodwill				3163		5,905,064		10.a
b. Other intangible assets (from Schedule RC-M)				0426		3,640,094		10.b
11. Other assets (from Schedule RC-F)				2160		7,838,793		11
12. Total assets (sum of items 1 through 11)				2170		189,159,050		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	114,281,202		13.a
(1) Noninterest-bearing (1)		6631	33,622,055				13.a.1
(2) Interest-bearing		6636	80,659,147				13.a.2
b. In foreign offices, Edge and Agreement subsidiaries, and IBFs (from Schedule RC-E, part II)				RCFN			
				2200	13,967,981		13.b
(1) Noninterest-bearing		6631	0				13.b.1
(2) Interest-bearing		6636	13,967,981				13.b.2
14. Federal funds purchased and securities sold under agreements to repurchase:							
a. Federal funds purchased in domestic offices (2)				RCON			
				B993	5,098,404		14.a
b. Securities sold under agreements to repurchase (3)				RCFD			
				B995	3,585,132		14.b
15. Trading liabilities (from Schedule RC-D)							
				3548	213,447		15
16. Other borrowed money (includes mortgage indebtedness and obligations under capitalized leases) (from Schedule RC-M)							
				3190	21,664,023		16
17. Not applicable							
18. Bank's liability on acceptances executed and outstanding							
				2920	123,996		18
19. Subordinated notes and debentures(4)							
				3200	5,953,524		19
20. Other liabilities (from Schedule RC-G)							
				2930	5,173,011		20
21. Total liabilities (sum of items 13 through 20)							
				2948	170,060,720		21
22. Minority interest in consolidated subsidiaries							
				3000	1,002,595		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	11,677,397		25
26. a. Retained earnings							
				3632	6,344,019		26.a
b. Accumulated other comprehensive income (5)				B530	56,119		26.b
27. Other equity capital components (6)							
				A130	0		27
28. Total equity capital (sum of items 23 through 27)							
				3210	18,095,735		28
29. Total liabilities, minority interest, and equity capital (sum of items 21, 22, and 28)							
				3300	189,159,050		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	N/A

M. 1

- 1 = Independent audit of the bank conducted in accordance with generally accepted auditing standards by a certified public accounting firm which submits a report on the bank
- 2 = Independent audit of the bank's parent holding company conducted in accordance with generally accepted auditing standards by a certified public accounting firm which submits a report on the consolidated holding company (but not on the bank separately)
- 3 = Attestation on bank management's assertion on the effectiveness of the bank's internal control over financial reporting by a certified public accounting firm

- 4 = Directors' examination of the bank conducted in accordance with generally accepted auditing standards by a certified public accounting firm (may be required by state chartering authority)
- 5 = Directors' examination of the bank performed by other external auditors (may be required by state chartering authority)
- 6 = Review of the bank's financial statements by external auditors
- 7 = Compilation of the bank's financial statements by external auditors
- 8 = Other audit procedures (excluding tax preparation work)
- 9 = No external audit work

(1) Includes total demand deposits and noninterest-bearing time and savings deposits.
 (2) Report overnight Federal Home Loan Bank advances in Schedule RC, item 16, "other borrowed money."
 (3) Includes all securities repurchase agreements in domestic and foreign offices, regardless of maturity.
 (4) Includes limited-life preferred stock and related surplus.
 (5) Includes net unrealized holding gains (losses) on available-for-sale securities, accumulated net gains (losses) on cash flow hedges, cumulative foreign currency translation adjustments, and minimum pension liability adjustments.
 (6) Includes treasury stock and unearned Employee Stock Ownership Plan shares.

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

Exclude assets held for trading.

Dollar Amounts in Thousands	(Column A) Consolidated Bank				(Column B) Domestic Offices				
	RCFD		Bil Mil Thou		RCON		Bil Mil Thou		
	0022	8,141,143							
1. Cash items in process of collection, unposted debits, and currency and coin _____									1
a. Cash items in process of collection and unposted debits _____					0020	6,542,435			1.a
b. Currency and coin _____					0080	1,598,708			1.b
2. Balance due from depository institutions in the U.S. _____					0082	193,817			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	193,817							2.b
3. Balances due from banks in foreign countries and foreign central banks _____					0070	28,196			3
a. Foreign branches of other U.S. banks _____	0073	0							3.a
b. Other banks in foreign countries and foreign central banks _____	0074	53,115							3.b
4. Balances due from Federal Reserve Banks _____	0090	243,286			0090	243,286			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	8,631,361			0010	8,606,442			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	11,976	1287	12,436	1
2. U.S. Government agency obligations (exclude mortgage-backed securities):									
a. Issued by U.S. Government agencies (1) _____	1289	0	1290	0	1291	85,145	1293	88,202	2.a
b. Issued by U.S. Government-sponsored agencies (2) _____	1294	0	1295	0	1297	1,461,299	1298	1,396,925	2.b
3. Securities issued by states and political subdivisions in the U.S. _____	8496	138,232	8497	147,425	8498	334,556	8499	347,813	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		1,175,289		1702		1,170,905	4.a.1
(2) Issued by FNMA and FHLMC	1703		0		1705		0		1706		25,749,760		1707		25,623,678	4.a.2
(3) Other pass-through securities	1709		13,773		1710		13,773		1711		0		1713		0	4.a.3
b. Other mortgage-backed securities (include CMOs, REMICs and stripped MBS):																
(1) Issued or guaranteed by FNMA, FHLMC, or GNMA	1714		0		1715		0		1716		11,554,074		1717		11,475,129	4.b.1
(2) Collateralized by MBS issued or guaranteed by FNMA, FHLMC, or GNMA	1718		0		1719		0		1731		40,097		1732		41,883	4.b.2
(3) All other mortgage-backed securities	1733		0		1734		0		1735		1,597,595		1736		1,596,090	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		227,029		B845		232,144	5.b
c. Automobile loans	B846		0		B847		0		B848		0		B849		0	5.c
d. Other consumer loans	B850		0		B851		0		B852		0		B853		0	5.d
e. Commercial and industrial loans	B854		0		B855		0		B856		23,120		B857		19,652	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		374,077		1741		360,094	6.a
b. Foreign debt securities	1742		0		1743		0		1744		22,784		1746		22,797	6.b
7. Investments in mutual funds and other equity securities with readily determinable fair values (1)									A510		423,646		A511		423,643	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		152,005		1771		161,198		1772		43,080,447		1773		42,811,391	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		30,978,350	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	1,404,897				M.2.a.1
(2) Over three months through 12 months	A550	153,065				M.2.a.2
(3) Over one year through three years	A551	347,794				M.2.a.3
(4) Over three years through five years	A552	119,884				M.2.a.4
(5) Over five years through 15 years	A553	340,155				M.2.a.5
(6) Over 15 years	A554	252,500				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	754,569				M.2.b.1
(2) Over three months through 12 months	A556	17,094				M.2.b.2
(3) Over one year through three years	A557	5,234				M.2.b.3
(4) Over three years through five years	A558	17,695				M.2.b.4
(5) Over five years through 15 years	A559	13,569,570				M.2.b.5
(6) Over 15 years	A560	12,444,194				M.2.b.6
c. Other mortgage-backed securities (include CMOs, REMICs, and stripped MBS; exclude mortgage pass-through securities) with an expected average life of: (6)						
(1) Three years or less	A561	1,679,881				M.2.c.1
(2) Over three years	A562	11,433,221				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	95,178				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		1,150,000	M.4.a
b. Fair value			8783		1,094,255	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	53,854,780							1
a. Construction, land development, and other land loans					1415	6,617,819			1.a
b. Secured by farmland (including farm residential and other improvements)					1420	746,367			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	8,978,161			1.c.1
(2) Closed-end loans secured by 1-4 family residential properties:									
(a) Secured by first liens					5367	14,543,579			1.c.2.a
(b) Secured by junior liens					5368	3,769,754			1.c.2.b
d. Secured by multifamily (5 or more) residential properties					1460	2,348,338			1.d
e. Secured by nonfarm nonresidential properties					1480	16,850,762			1.e
2. Loans to depository institutions and acceptances of other banks:									
a. To commercial banks in the U.S.					B531	178,943			2.a
(1) To U.S. branches and agencies of foreign banks	B532	0							2.a.1
(2) To other commercial banks in the U.S.	B533	178,943							2.a.2
b. To other depository institutions in the U.S.	B534	62,641			B534	62,641			2.b
c. To banks in foreign countries					B535	73,898			2.c
(1) To foreign branches of other U.S. banks	B536	0							2.c.1
(2) To other banks in foreign countries	B537	73,898							2.c.2
3. Loans to finance agricultural production and other loans to farmers	1590	1,278,149			1590	1,278,149			3
4. Commercial and industrial loans:									
a. To U.S. addressees (domicile)	1763	26,289,903			1763	26,266,090			4.a
b. To non-U.S. addressees (domicile)	1764	145,743			1764	61,502			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	5,680,050			B538	5,680,050			6.a
b. Other revolving credit plans	B539	2,461,233			B539	2,461,233			6.b
c. Other consumer loans (includes single payment, installment, and all student loans)	2011	10,951,927			2011	10,951,927			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	1,672,717			2107	1,672,717			8
9. Other loans	1563	3,300,984							9
a. Loans for purchasing or carrying securities (secured and unsecured)					1545	551,247			9.a
b. All other loans (exclude consumer loans)					1564	2,749,737			9.b
10. Lease financing receivables (net of unearned income)					2165	11,019,229			10
a. Of U.S. addressees (domicile)	2182	11,019,232							10.a
b. Of non-U.S. addressees (domicile)	2183	193							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	116,970,393			2122	116,862,143			12

Schedule RC-C—Continued

Part I. Continued

Memoranda	Dollar Amounts in Thousands		RCFD	Bil	Mil	Thou	
1. Loans and Leases restructured and in compliance with modified terms (included in Schedule RC-C, part I, and not reported as past due or nonaccrual in Schedule RC-N, Memorandum item 1) (exclude loans secured by 1-4 family residential properties and loans to individuals for household, family, and other personal expenditures)	1616	40,278					M.1
2. Maturity and repricing data for loans and leases (excluding those in nonaccrual status):							
a. Closed-end loans secured by first liens on 1-4 family residential properties in domestic offices (reported in Schedule RC-C, part I, item 1.c.(2)(a), column B) with a remaining maturity or next repricing date of: (1, 2)	RCFN						
(1) Three months or less	A564	611,626					M.2.a.1
(2) Over three months through 12 months	A565	676,781					M.2.a.2
(3) Over one year through three years	A566	1,353,496					M.2.a.3
(4) Over three years through five years	A567	1,419,616					M.2.a.4
(5) Over five years through 15 years	A568	4,535,879					M.2.a.5
(6) Over 15 years	A569	5,906,250					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	45,867,333					M.2.b.1
(2) Over three months through 12 months	A571	6,765,102					M.2.b.2
(3) Over one year through three years	A572	16,973,678					M.2.b.3
(4) Over three years through five years	A573	18,041,046					M.2.b.4
(5) Over five years through 15 years	A574	11,428,528					M.2.b.5
(6) Over 15 years	A575	2,371,875					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	29,647,773					M.2.c
3. Loans to finance commercial real estate, construction, and land development activities (not secured by real estate) included in Schedule RC-C, part I, items 4 and 9, column A (4)	2746	2,095,424					M.3
4. Adjustable rate closed-end loans secured by first liens on 1-4 family residential properties in domestic offices (included in Schedule RC-C, part I, item 1.c.(2)(a), column B)	RCFN						
	5370	3,146,558					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	223,484					M.6

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

Schedule RC-D—Trading Assets and Liabilities

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

	Dollar Amounts in Thousands			
	RCN	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:	RCN			
a. In domestic offices _____	3543		246,093	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		246,093	12
LIABILITIES				
	RCFD	Bil	Mil	Thou
13. Liability for short positions _____	3546		0	13
14. Revaluation losses on derivative contracts _____	3547		213,447	14
15. Total trading liabilities (sum of items 13 and 14) (must equal Schedule RC, item 15) _____	3548		213,447	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	RCON	Bil	Mil	Thou	RCON	Bil	Mil	Thou	RCON	Bil	Mil	Thou
Deposits of:												
1. Individuals, partnerships and corporations (include all certified and official checks)	B549		15,889	157					B550	86,156	109	1
2. U.S. Government	2202		58,794						2520	156,042		2
3. States and political subdivisions in the U.S.	2203		1,043,278						2530	7,916,824		3
4. Commercial banks and other depository institutions in the U.S.	B551		3,006,822						B552	27,458		4
5. Banks in foreign countries	2213		26,718						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		20,024,769		2210		15,994,555		2385		94,256,433	7

Memoranda

	Dollar Amounts in Thousands				
	RCON	Bil	Mil	Thou	
1. Selected components of total deposits (i.e., sum of item 7, columns A and C):					
a. Total Individual Retirement Accounts (IRAs) and Keogh Plan accounts	6835		3,903,708		M.1.a
b. Total brokered deposits	2365		278,459		M.1.b
c. Fully insured brokered deposits (included in Memorandum item 1.b above):					
(1) Issued in denominations of less than \$100,000	2343		0		M.1.c.1
(2) Issued either in denominations of \$100,000 or in denominations greater than \$100,000 and participated out by the broker in shares of \$100,000 or less	2344		5,633		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		265,500		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		4,576,097		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		69,034,895		M.2.a.1
(2) Other savings deposits (excludes MMDAs)	0352		5,630,159		M.2.a.2
b. Total time deposits of less than \$100,000	6648		13,689,544		M.2.b
c. Total time deposits of \$100,000 or more	2604		5,901,835		M.2.c

Schedule RC-E—Continued

Part I. Continued

Memoranda (continued)	Dollar Amounts in Thousands			RCON	Bil	Mil	Thou
3. Maturity and repricing data for time deposits of less than \$100,000 :							
a. Time deposits of less than \$100,000 with a remaining maturity or next repricing date of (1,2)							
(1) Three months or less	A579	2,746,677					M.3.a.1
(2) Over three months through 12 months	A580	5,014,813					M.3.a.2
(3) Over one year through three years	A581	4,179,217					M.3.a.3
(4) Over three years	A582	1,748,837					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	7,761,490					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	2,688,779					M.4.a.1
(2) Over three months through 12 months	A585	1,565,348					M.4.a.2
(3) Over one year through three years	A586	1,127,792					M.4.a.3
(4) Over three years	A587	519,916					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	4,254,126					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	5,931,661					1
2. U.S. banks (including IBFs and foreign branches of U.S. banks) and other U.S. depository institutions	B554	8,036,320					2
3. Foreign banks (including U.S. branches and agencies of foreign banks, including their IBFs)	2625	0					3
4. Foreign governments and official institutions (including foreign central banks)	2650	0					4
5. U.S. Government and states and political subdivisions in the U.S.	B555	0					5
6. Total (sum of items 1 through 5) (must equal Schedule RC, item 13.b)	2200	13,967,981					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	13,967,981					M.1

Schedule RC-F—Other Assets

				Dollar Amounts in Thousands			RCFD	Bil	Mil	Thou	
1.	Accrued interest receivable (1)						B556	750,572			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	126,152			3.b
4.	Equity securities that DO NOT have readily determinable fair values (4)						1752	822,737			4
5.	All other assets (itemize and describe amounts greater than \$25,000 that exceed 25% of this item)						2168	6,139,332			5
	TEXT										
a.	Prepaid expenses	2166	0								5.a
b.	Cash surrender value of life insurance	C009	1,737,655								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	569,897								5.d
	Retained interests in accrued interest receivable related to securitized credit cards										
e.		C436	0								5.e
f.	3549	3549	N/A								5.f
g.	3550	3550	N/A								5.g
h.	3551	3551	N/A								5.h
6.	Total (sum of items 1 through 5) (must equal Schedule RC, item 11)						2160	7,838,793			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	162,978			1.a
	b. Other expenses accrued and unpaid (includes accrued income taxes payable)						RCFD				
							3646	2,646,197			1.b
2.	Net deferred tax liabilities (2)						3049	1,120,573			2
3.	Allowance for credit losses on off-balance sheet credit exposures						B557	0			3
4.	All other liabilities (itemize and describe amounts greater than \$25,000 that exceed 25% of this item)						2938	1,243,263			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	83,177								4.d
e.	3552 Low Income housing investment Liability	3552	332,143								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	5,173,011			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	123,996		1
2. Bank's liability on acceptances executed and outstanding _____	2920	123,996		2
3. Securities purchased under agreements to resell _____	B989	33,977		3
4. Securities sold under agreements to repurchase _____	B995	3,585,132		4
5. Other borrowed money _____	3190	21,664,023		5
<i>EITHER</i>				
6. Net due from own foreign offices, Edge and Agreement subsidiaries, and IBFs _____	2163	N/A		6
<i>OR</i>				
7. Net due to own foreign offices, Edge and Agreement subsidiaries, and IBFs _____	2941	13,967,981		7
8. Total assets (excludes net due from foreign offices, Edge and Agreement subsidiaries, and IBFs) _____	2192	189,159,050		8
9. Total liabilities (excludes net due to foreign offices, Edge and Agreement subsidiaries, and IBFs) _____	3129	156,092,739		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	11,976		10
11. U.S. Government agency obligations (exclude mortgage-backed securities) _____	1041	1,546,444		11
12. Securities issued by states and political subdivisions in the U.S. _____	1042	472,788		12
13. Mortgage-backed securities (MBS):				
a. Pass-through securities:				
(1) Issued or guaranteed by FNMA, FHLMC, or GNMA _____	1043	26,925,049		13.a.1
(2) Other pass-through securities _____	1044	13,773		13.a.2
b. Other mortgage-backed securities (include CMOs, REMICs, and stripped MBS):				
(1) Issued or guaranteed by FNMA, FHLMC, or GNMA _____	1209	11,554,074		13.b.1
(2) All other mortgage-backed securities _____	1280	1,637,692		13.b.2
14. Other domestic debt securities (include domestic asset-backed securities) _____	1281	624,226		14
15. Foreign debt securities (include foreign asset-backed securities) _____	1282	22,784		15
16. Investments in mutual funds and other equity securities with readily determinable fair values _____	A510	423,646		16
17. Total amortized (historical) cost of both held-to-maturity and available-for-sale securities (sum of items 10 through 16) _____	1374	43,232,452		17
18. Equity securities that do not have readily determinable fair values _____	1752	822,737		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	12,953					1
2.	U.S. Treasury securities and U.S. Government agency obligations (2) (excluding mortgage-backed securities)	B558	1,571,532					2
3.	Mortgage-backed securities (2)	B559	37,778,369					3
4.	All other securities (2, 3)(includes securities issued by states and political subdivisions in the U.S.)	B560	1,104,087					4
5.	Federal funds sold and securities purchased under agreements to resell	3365	2,530,419					5
6.	Loans:							
	a. Loans in domestic offices:	RCFN						
	(1) Total loans	3360	107,865,730					6.a.1
	(2) Loans secured by real estate	3385	54,537,122					6.a.2
	(3) Loans to finance agricultural production and other loans to farmers	3386	1,245,200					6.a.3
	(4) Commercial and industrial loans	3387	29,021,033					6.a.4
	(5) Loans to individuals for household, family, and other personal expenditures:							
	(a) Credit cards	B561	5,392,096					6.a.5.a
	(b) Other (includes single payment, installment, all student loans, and revolving credit plans other than credit cards)	B562	13,643,217					6.a.5.b
	b. Total loans in foreign offices, Edge and Agreement subsidiaries, and IBFs	3360	115,229					6.b
7.	Trading assets	RCFD						
		3401	242,911					7
8.	Lease financing receivables (net of unearned income)	3484	10,853,862					8
9.	Total assets(4)	3368	172,529,071					9
LIABILITIES								
10.	Interest-bearing transaction accounts in domestic (NOW accounts, ATS accounts, and telephone and preauthorized transfer accounts) (exclude demand deposits)	RCFN						
		3485	3,089,002					10
11.	Nontransaction accounts in domestic offices:							
	a. Savings deposits (includes MMDAs)	B563	76,374,626					11.a
	b. Time deposits of \$100,000 or more	A514	6,959,830					11.b
	c. Time deposits of less than \$100,000	A529	14,182,172					11.c
		RCFN						
12.	Interest-bearing deposits in foreign offices, Edge and Agreement subsidiaries, and IBFs	3404	10,024,643					12
		RCFD						
13.	Federal funds purchased and securities sold under agreements to repurchase	3353	9,493,136					13
14.	Other borrowed money (includes mortgage indebtedness and obligations under capitalized leases)	3355	21,615,692					14

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

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

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

				Dollar Amounts in Thousands		RCFD	Bil	Mil	Thou	
1. Unused commitments:										
a. Revolving, open-end lines secured by 1-4 family residential properties, e.g., home equity lines _____										
						3814		9,384,505		1.a
b. Credit card lines _____										
						3815		28,118,383		1.b
c. (1) Commitments to fund commercial real estate, construction, and land development loans secured by real estate _____										
						3816		4,922,738		1.c.1
(2) Commitments to fund commercial real estate, construction, and land development loans NOT secured by real estate _____										
						6550		1,975,892		1.c.2
d. Securities underwriting _____										
						3817		0		1.d
e. Other unused commitments _____										
						3818		44,448,970		1.e
2. Financial standby letters of credit and foreign office guarantees _____										
						3819		10,655,392		2
a. Amount of financial standby letters of credit conveyed to others _____										
				3820	1,255,041					2.a
3. Performance standby letters of credit and foreign office guarantees _____										
						3821		363,778		3.
a. Amount of performance standby letters of credit conveyed to others _____										
				3822	24,223					3.a
4. Commercial and similar letters of credit _____										
						3411		447,974		4
5. Participations in acceptances (as described in the instructions) conveyed to others by the reporting bank _____										
						3428		715		5
6. Securities lent (including customers' securities lent where the customer is indemnified against loss by the reporting bank) _____										
						3433		17,589,427		6
7. Credit derivatives :										
a. Notional amount of credit derivatives on which the reporting bank is the guarantor _____										
						A534		63,626		7.a
(1) Gross positive fair value _____										
						C219		0		7.a.1
(2) Gross negative fair value _____										
						C220		11		7.a.2
b. Notional amount of credit derivatives on which the reporting bank is the beneficiary _____										
						A535		126,842		7.b
(1) Gross positive fair value _____										
						C221		8		7.b.1
(2) Gross negative fair value _____										
						C222		0		7.b.2
8. Spot foreign exchange contracts _____										
						8765		49,743		8
9. All other off-balance sheet liabilities (exclude derivatives) (itemize and describe each component of this item over 25% of Schedule RC, item 28, "Total equity capital") _____										
						3430		0		9
TEXT										
a. Securities borrowed _____										
				3432	0					9.a
b. Commitments to purchase when-issued securities _____										
				3434	0					9.b
c. 3555 _____										
				3555	N/A					9.c
d. 3556 _____										
				3556	N/A					9.d
e. 3557 _____										
				3557	N/A					9.e
10. All other off-balance sheet assets (exclude derivatives)(itemize and describe each component of this item over 25% Schedule RC item 28., "Total equity capital") _____										
						5591		0		10
TEXT										
a. Commitments to sell when-issued securities _____										
				3435	0					10.a
b. 5592 _____										
				5592	N/A					10.b
c. 5593 _____										
				5593	N/A					10.c
d. 5594 _____										
				5594	N/A					10.d
e. 5595 _____										
				5595	N/A					10.e
11. Year-to-date merchant credit card sales volume:										
a. Sales for which the reporting bank is the acquiring bank _____										
						C223		74,894,402		11.a
b. Sales for which the reporting bank is the agent bank with risk _____										
						C224		26,827,064		11.b

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Schedule RC-L—Continued

Dollar Amounts in Thousands		(Column A)	(Column B)	(Column C)	(Column D)
Derivatives Position Indicators		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	RCFD 8694	RCFD 8695	RCFD 8696
		0	0	0	0
b. Forward contracts _____		RCFD 8697	RCFD 8698	RCFD 8699	RCFD 8700
		2,229,000	1,922,405	0	0
c. Exchange-traded option contracts:					
(1) Written options _____		RCFD 8701	RCFD 8702	RCFD 8703	RCFD 8704
		0	0	0	0
(2) Purchased options _____		RCFD 8705	RCFD 8706	RCFD 8707	RCFD 8708
		0	0	0	0
d. Over-the-counter option contracts:					
(1) Written options _____		RCFD 8709	RCFD 8710	RCFD 8711	RCFD 8712
		1,391,484	19,676	0	0
(2) Purchased options _____		RCFD 8713	RCFD 8714	RCFD 8715	RCFD 8716
		376,704	19,676	0	0
e. Swaps _____		RCFD 3450	RCFD 3826	RCFD 8719	RCFD 8720
		37,541,702	0	0	0
13. Total gross notional amount of derivative contracts held for trading _____					
		RCFD A126	RCFD A127	RCFD 8723	RCFD 8724
		12,405,110	1,961,757	0	0
14. Total gross notional amount of derivative contracts held for purposes other than trading _____					
a. Interest rate swaps where the bank has agreed to pay a fixed rate _____		RCFD 8725	RCFD 8726	RCFD 8727	RCFD 8728
		29,133,780	0	0	0
		RCFD A589			
		5,315,000			
15. Gross fair values of derivative contracts:					
a. Contracts held for trading:					
(1) Gross positive fair value _____		RCFD 8733	RCFD 8734	RCFD 8735	RCFD 8736
		191,196	94,392	0	0
(2) Gross negative fair value _____		RCFD 8737	RCFD 8738	RCFD 8739	RCFD 8740
		160,020	91,229	0	0
b. Contracts held for purposes other than trading:					
(1) Gross positive fair value _____		RCFD 8741	RCFD 8742	RCFD 8743	RCFD 8744
		570,485	0	0	0
(2) Gross negative fair value _____		RCFD 8745	RCFD 8746	RCFD 8747	RCFD 8748
		83,664	0	0	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				626		1.a	
b. Number of executive officers, directors, and principal shareholders to whom the amount of all extensions of credit by the reporting bank (including extensions of credit to related interests) equals or exceeds the lesser of \$500,000 or 5 percent of total capital as defined for this purpose in agency regulations _____		6165	Number			0		1.b	
2. Intangible assets other than goodwill:									
a. Mortgage servicing Assets _____		3164				669,578		2.a	
(1) Estimated fair value of mortgage servicing assets _____		A590				669,578		2.a.1	
b. Purchased credit card relationships and nonmortgage servicing assets _____		B026				55,549		2.b	
c. All other identifiable intangible assets _____		5507				2,914,967		2.c	
d. Total (sum of items 2.a, 2.b, and 2.c) (must equal Schedule RC, item 10.b) _____		0426				3,640,094		2.d	
3. Other real estate owned:									
a. Direct and indirect investments in real estate ventures _____		5372				0		3.a	
b. All other real estate owned:		RCFN							
(1) Construction, land development, and other land in domestic offices _____		5508				4,336		3.b.1	
(2) Farmland in domestic offices _____		5509				541		3.b.2	
(3) 1-4 family residential properties in domestic offices _____		5510				64,257		3.b.3	
(4) Multifamily (5 or more) residential properties in domestic offices _____		5511				481		3.b.4	
(5) Nonfarm nonresidential properties in domestic offices _____		5512				1,560		3.b.5	
(6) In foreign offices _____		RCFN							
		5513				0		3.b.6	
c. Total (sum of items 3.a and 3.b) (must equal Schedule RC, item 7) _____		RCFD							
		2150				71,175		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				585,582		4.b	
c. Total (sum of items 4.a and 4.b) (must equal Schedule RC, item 8) _____		2130				585,582		4.c	
5. Other borrowed money:									
a. Federal Home Loan Bank advances:									
(1) With a remaining maturity of one year or less (1) _____		2651				2,800,082		5.a.1	
(2) With a remaining maturity of more than one year through three years _____		B565				3,066,056		5.a.2	
(3) With a remaining maturity of more than three years _____		B566				2,729,051		5.a.3	
b. Other borrowings:									
(1) With a remaining maturity of one year or less _____		B571				7,317,390		5.b.1	
(2) With a remaining maturity of more than one year through three years _____		B567				5,298,413		5.b.2	
(3) With a remaining maturity of more than three years _____		B568				453,031		5.b.3	
c. Total (sum of items 5.a.(1) through 5.b.(3)) (must equal Schedule RC, item 16) _____		3190				21,664,023		5.c	
6. Does the reporting bank sell private label or third party mutual funds and annuities? _____		B569				YES		6	
7. Assets under the reporting bank's management in proprietary mutual funds and annuities _____		RCFD							
		B570				58,179,672		7	
8. Primary Internet Web site address of the bank (home page), if any: (example: http://www.examplebank.com)		TEXT		4087 http://www.usbank.com					8
9. Do any of the bank's Internet Web sites have transactional capability, i.e., allow the bank's customers to execute transactions on their accounts through the Web site? _____		4088				YES		9	

(1) Includes overnight Federal Home Loan Bank advances.

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

	(Column A) Past due 30 through 89 days and still accruing				(Column B) Past due 90 days or more and still accruing				(Column C) Nonaccrual				
	RCON	Bil	Mil	Thou	RCON	Bil	Mil	Thou	RCON	Bil	Mil	Thou	
Dollar Amounts in Thousands													
1. Loans secured by real estate:													
a. Construction, land development, and other land loans in domestic offices	2759	47,631			2769	2,000			3492	39,965			1.a
b. Secured by farmland in domestic offices	3493	4,539			3494	0			3495	19,874			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	44,625			5399	19,369			5400	6,400			1.c.1
(2) Closed-end loans secured by 1-4 family residential properties:													
(a) Secured by first liens	C236	101,626			C237	81,904			C229	39,931			1.c.2.a
(b) Secured by junior liens	C238	81,757			C239	35,751			C230	6,797			1.c.2.b
d. Secured by multifamily (5 or more) residential properties in domestic offices	3499	3,734			3500	38			3501	9,364			1.d
e. Secured by nonfarm nonresidential properties properties in domestic offices	3502	69,736			3503	3,159			3504	148,337			1.e
f. In foreign offices	RCFN				RCFN				RCFN				1.f
2. Loans to depository institutions and acceptances of other banks:													
a. To U.S. banks and other U.S. depository institutions	RCFD				RCFD				RCFD				
b. To foreign banks	5377	0			5378	320			5379	0			2.a
3. Loans to finance agricultural production and other loans to farmers	5380	0			5381	51			5382	7,039			2.b
4. Commercial and industrial loans:													
a. To U.S. addressees (domicile)	1594	9,955			1597	189			1583	13,966			3
b. To non-U.S. addressees (domicile)	1251	267,853			1252	13,208			1253	572,327			4.a
5. Loans to individuals for household, family, and other personal expenditures:	1254	789			1255	128			1256	0			4.b
a. Credit cards	B575	144,357			B576	95,081			B577	0			5.a
b. Other (includes single payment, installment, all student loans, and revolving credit plans other than credit cards)	B578	178,134			B579	51,314			B580	11,354			5.b
6. Loans to foreign governments and official institutions	5389	0			5390	0			5391	0			6
7. All other loans	5459	8,805			5460	1			5461	30,161			7
8. Lease financing receivables:													
a. Of U.S. addressees (domicile)	1257	224,364			1258	10,215			1259	113,667			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	3,730			3506	0			3507	30,659			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		3,570		5613		0		5614		24,847		10
a. Guaranteed portion of loans and leases included in item 10 above	5615		2,836		5616		0		5617		18,469		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		40,506		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		6,543		6559		0		6560		9,347		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		1,657		C241		1,083		C226		0		M.5

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

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
E-mail Address (TEXT 4086)

612-303-3848
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Schedule RC-O—Other Data for Deposit Insurance and FICO Assessments

		Dollar Amounts in Thousands			
		RCON	Bil	Mill	Thou
1.	Unposted debits (see instructions):				
a.	Actual amount of all unposted debits _____ OR	0030		0	1.a
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 _____ OR	3510		0	2.a
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		637,381	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		10,991	7.a
b.	Unamortized discounts _____	5517		281	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	53,131,952		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	61,149,250		M.1.b 1
(2)	Number of deposit accounts of more than \$100,000	2722	126,755		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	48,428,676		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.

Schedule RC-R—Regulatory Capital

	Dollar Amounts in Thousands		RCFD	Bil	Mil	Thou
Tier 1 capital						
1. Total equity capital (from Schedule RC, item 28)			3210	18,095,735		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	(166,814)				2
3. LESS: Net unrealized loss on available-for-sale EQUITY securities (1) (report loss as a positive value)	A221	2				3
4. LESS: Accumulated net gains (losses) on cash flow hedges (1) (if a gain, report as a positive value; if a loss, report as a negative value)	4336	175,525				4
5. LESS: Nonqualifying perpetual preferred stock	B588	0				5
6. Qualifying minority interests in consolidated subsidiaries	B589	1,002,595				6
7. LESS: Disallowed goodwill and other disallowed intangible assets	B590	8,688,211				7
8. Subtotal (sum of items 1 and 6, less items 2, 3, 4, 5, and 7)	C227	10,401,406				8
9.a. LESS: Disallowed servicing assets and purchased credit card relationships	B591	66,957				9.a
b. LESS: Disallowed deferred tax assets	5610	0				9.b
10. Other additions to (deductions from) Tier 1 capital	B592	(2,881)				10
11. Tier 1 capital (sum of items 8 and 10, less items 9.a and 9.b)	8274	10,331,568				11

Tier 2 Capital

12. Qualifying subordinated debt and redeemable preferred stock	5306	4,687,997				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	1,960,765				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	6,648,762				17
18. Allowable Tier 2 capital (lesser of item 11 or 17)	8275	6,648,762				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	16,980,330				21

Total assets for leverage ratio

22. Average total assets (from Schedule RC-K, item 9)	3368	172,529,071				22
23. LESS: Disallowed goodwill and other disallowed intangible assets (from item 7 above)	B590	8,688,211				23
24. LESS: Disallowed servicing assets and purchased credit card relationships (from item 9.a above)	B591	66,957				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	167,831				26
27. Average total assets for leverage capital purposes (item 22 less items 23 through 26)	A224	163,606,072				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)	N/A	7204	6.31%	31
32. Tier 1 risk-based capital ratio (3)	N/A	7206	6.60%	32
33. Total risk-based capital ratio (4)	N/A	7205	10.84%	33

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

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

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

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

Schedule RC-R—Continued

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

	Dollar Amounts in Thousands	(Column A) Totals (from Schedule RC)	(Column B) Items Not Subject to Risk-Weighting	(Column C) Allocation by Risk Weight Category					
				0%	20%	50%	100%		
Balance Sheet Asset Categories		Bill Mil Thou	Bill Mil Thou	Bill Mil Thou	Bill Mil Thou	Bill Mil Thou	Bill Mil Thou		
34. Cash and balances due from depository institutions (Column A equals the sum of Schedule RC, items 1.a and 1.b)		RCFD 0010 8,631,361		RCFD B600 1,841,993	RCFD B601 6,789,368		RCFD B602 0		
35. Held-to-maturity securities		RCFD 1754 152,005	RCFD B603 0	RCFD B604 0	RCFD B605 138,232	RCFD B606 13,773	RCFD B607 0		
36. Available-for-sale securities		RCFD 1773 42,811,391	RCFD B608 (303,652)	RCFD B609 2,303,496	RCFD B610 39,911,411	RCFD B611 45,033	RCFD B612 855,103		
37. Federal funds sold and securities purchased under agreements to resell		RCFD C225 2,585,353		RCFD C063 33,977	RCFD C064 2,551,376		RCFD B520 0		
38. Loans and leases held for sale		RCFD 5369 1,430,514	RCFD B617 0	RCFD B618 0	RCFD B619 0	RCFD B620 1,430,514	RCFD B621 0		
39. Loans and leases, net of unearned income		RCFD B528 115,539,879	RCFD B622 0	RCFD B623 814,500	RCFD B624 4,567,732	RCFD B625 9,976,873	RCFD B626 100,180,774		
40. LESS: Allowance for loan and lease losses		RCFD 3123 2,242,737	RCFD 3123 2,242,737						
41. Trading assets		RCFD 3545 246,093	RCFD B627 246,093	RCFD B628 0	RCFD B629 0	RCFD B630 0	RCFD B631 0		
42. All other assets (1)		RCFD B639 20,005,191	RCFD B640 9,601,730	RCFD B641 431,150	RCFD B642 2,464,011	RCFD B643 18,122	RCFD 5339 7,490,178		
43. Total assets (sum of items 34 through 42)		RCFD 2170 189,159,050	RCFD B644 7,301,434	RCFD 5320 5,425,116	RCFD 5327 56,422,130	RCFD 5334 11,484,315	RCFD 5340 108,526,055		

(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					(Column F) 100%
					0%	20%	50%	100%		
Derivatives and Off-Balance Sheet Items		Bill Mil Thou		Bill Mil Thou	Bill Mil Thou	Bill Mil Thou	Bill Mil Thou	Bill Mil Thou	Bill Mil Thou	
44. Financial standby letters of credit		RCFD B546 10,655,392	See footnote 2 1.000	RCFD B547 10,655,392	RCFD B548 0	RCFD B581 1,255,041	RCFD B582 0	RCFD B583 9,400,351	RCFD B584 169,778	
45. Performance standby letters of credit		RCFD 3821 363,778	.50	RCFD B650 181,889	RCFD B651 0	RCFD B652 12,112	RCFD B653 0	RCFD B654 169,778		
46. Commercial and similar letters of credit		RCFD 3411 447,974	.20	RCFD B655 89,595	RCFD B656 0	RCFD B657 8,024	RCFD B658 0	RCFD B659 81,571		
47. Risk participations in bankers acceptances acquired by the reporting institution		RCFD 3429 10,495	1.00	RCFD B660 10,495	RCFD B661 0	RCFD B662 0	RCFD B667 0	RCFD B668 10,495		
48. Securities lent		RCFD 3433 17,589,427	1.00	RCFD B664 17,589,427	RCFD B665 17,589,427	RCFD B666 0	RCFD B667 0	RCFD B668 0		
49. Retained recourse on small business obligations sold with recourse		RCFD A250 2,251	1.00	RCFD B669 2,251	RCFD B670 0	RCFD B671 0	RCFD B672 0	RCFD B673 2,251		
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 47,308	* Below 12.500	RCFD B542 591,350				RCFD B543 591,350		
51. All other financial assets sold with recourse		RCFD B675 389,135	1.00	RCFD B676 389,135	RCFD B677 0	RCFD B678 0	RCFD B679 16,327	RCFD B680 372,808		
52. All other off-balance sheet liabilities		RCFD B681 14,807	1.00	RCFD B682 14,807	RCFD B683 0	RCFD B684 0	RCFD B685 5,629	RCFD B686 9,178		
53. Unused commitments with an original maturity exceeding one year		RCFD 3833 41,160,667	.50	RCFD B687 20,580,334	RCFD B688 0	RCFD B689 459,042	RCFD B690 29,909	RCFD B691 20,091,383		
54. Derivative contracts				RCFD A167 846,621	RCFD B693 174,138	RCFD B694 432,163	RCFD B695 240,320			

(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-R—Continued

	Dollar Amounts in Thousands					
	(Column C) Allocation by Risk Weight Category	(Column D) 20%	(Column E) 50%	(Column F) 100%		
Totals						
55. Total assets, derivatives, and off-balance sheet items by risk weight category (for each column, sum of items 43 through 54)	0%	20%	50%	100%		
56. Risk weight factor	RCFD B696 23,188,681	RCFD B697 58,588,512	RCFD B698 11,776,500	RCFD B699 139,255,220		
	* 0%	* 20%	* 50%	* 100%		
57. Risk-weighted assets by risk weight category (for each column, item 55 multiplied by item 56)	RCFD B700 0	RCFD B701 11,717,702	RCFD B702 5,888,250	RCFD B703 139,255,220		
58. Market risk equivalent assets				RCFD 1681 0		58
59. Risk-weighted assets before deductions for excess allowance for loan and lease losses and allocated transfer risk reserve (sum of item 57, columns C through F, and item 58)				RCFD B704 156,861,172		59
60. LESS: Excess allowance for loan and lease losses				RCFD A222 277,921		60
61. LESS: Allocated transfer risk reserve				RCFD 3128 4,051		61
62. Total risk-weighted assets (item 59 minus items 60 and 61)				RCFD A223 156,579,200		62

Memoranda

	Dollar Amounts in Thousands	
1. Current credit exposure across all derivative contracts covered by the risk-based capital standards	RCFD 8764	Bill Mill Thou 686,863
		M.1

	With a remaining maturity of					
	(Column A) One year or less	(Column B) Over one year through five years	(Column C) Over five years			
2. Notional principal amounts of derivative contracts: (1)	RCFD	Tril Bil Mill Thou	RCFD	Tril Bil Mill Thou	RCFD	Tril Bil Mill Thou
a. Interest rate contracts	3809	18,985,004	8766	15,753,787	8767	5,408,615
b. Foreign exchange contracts	3812	1,236,575	8769	104,214	8770	0
c. Gold contracts	8771	0	8772	0	8773	0
d. Other precious metals contracts	8774	0	8775	0	8776	0
e. Other commodity contracts	8777	0	8778	0	8779	0
f. Equity derivative contracts	A000	0	A001	0	A002	0
						M.2.a
						M.2.b
						M.2.c
						M.2.d
						M.2.e
						M.2.f

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

Schedule RC-S—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
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 485,091	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 34,446	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 112,446	RCFD C399 0
c. Standby letters of credit and other enhancements	RCFD C400 0	RCFD C401 0	RCFD C402 0	RCFD C403 0	RCFD C404 0	RCFD C405 0	RCFD C406 0
3. Reporting bank's unused commitments to provide liquidity to structures reported in item 1	RCFD B726 0	RCFD B727 0	RCFD B728 0	RCFD B729 0	RCFD B730 0	RCFD B731 0	RCFD B732 0
4. Past due loan amounts included in item 1:							
a. 30-89 days past due	RCFD B733 0	RCFD B734 0	RCFD B735 0	RCFD B736 0	RCFD B737 0	RCFD B738 11,764	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 6,201	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 50,992	RIAD B753 0
b. Recoveries	RIAD B754 0	RIAD B755 0	RIAD B756 0	RIAD B757 0	RIAD B758 0	RIAD B759 2,178	RIAD B760 0

5.b

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
a. Securities (included in RC-B or RC, item 5)		RCFD B761 0	RCFD B762 0			RCFD B763 0	
b. Loans (included in Schedule RC-C)		RCFD B500 0	RCFD B501 0			RCFD B502 12,438	
7. Past due loan amounts included in interests reported in item 6.a:		RCFD B764 0	RCFD B765 0			RCFD B766 0	
a. 30-89 days past due		RCFD B767 0	RCFD B768 0			RCFD B769 0	
b. 90 days or more past due							
8. Charge-offs and recoveries on loan amounts included in interests reported in item 6.a (calendar year-to-date):		RIAD B770 0	RIAD B771 0			RIAD B772 0	
a. Charge-offs		RIAD B773 0	RIAD B774 0			RIAD B775 0	
b. Recoveries							
9. Maximum amount of credit exposure arising from credit enhancements provided by the reporting bank to other institutions' securitization structures in the form of standby letters of credit, purchased subordinated securities, and other enhancements	RCFD B776 0	RCFD B777 0	RCFD B778 0	RCFD B779 0	RCFD B780 0	RCFD B781 0	RCFD B782 0
10. Reporting bank's unused commitments to provide liquidity to other institutions' securitization structures	RCFD B783 0	RCFD B784 0	RCFD B785 0	RCFD B786 0	RCFD B787 0	RCFD B788 0	RCFD B789 0

For Securitization Facilities Sponsored By or Otherwise Established By Other Institutions

FDIC Certificate Number - 065548

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Schedule RC-S—Continued

		Dollar Amounts in Thousands						
Bank Asset Sales		(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 16,327	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 10,881	RCFD B798 0	RCFD B799 0	RCFD B800 0	RCFD B801 0	RCFD B802 0	RCFD B803 0

Memoranda

		Dollar Amounts in Thousands	
	RCFD	Bill Mill Thou	
1. Small Business obligations transferred with recourse under Section 208 of the Riegle Community Development and Regulatory Improvement Act of 1994:			
a. Outstanding principal balance	A249	407,986	M.1.a
b. Amount of retained recourse on these obligations as of the report date	A250	2,251	M.1.b
2. Outstanding principal balance of assets serviced for others:			
a. 1-4 family residential mortgages serviced with recourse or other servicer-provided credit enhancements	B804	11	M.2.a
b. 1-4 family residential mortgages serviced with no recourse or other servicer-provided credit enhancements	B805	53,989,711	M.2.b
c. Other financial assets (1)	A591	0	M.2.c
3. Asset-backed commercial paper conduits:			
a. Maximum amount of credit exposure arising from credit enhancements provided to conduit structures in the form of standby letters of credit, subordinated securities, and other enhancements:			
(1) Conduits sponsored by the bank, a bank affiliate, or the bank's holding company	B806	42,147	M.3.a.1
(2) Conduits sponsored by other unrelated institutions	B807	0	M.3.a.2
b. Unused commitments to provide liquidity to conduit structures:			
(1) Conduits sponsored by the bank, a bank affiliate, or the bank's holding company	B808	7,355,977	M.3.b.1
(2) Conduits sponsored by other unrelated institutions	B809	0	M.3.b.2
4. Outstanding credit card fees and finance charges included in Schedule RC-S, item 1, column c (2)	C407	0	M.4

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

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

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

at close of business on December 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
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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

1-29-04

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: 4/30/2006 SPECIAL REPORT (Dollar Amounts in Thousands)
CLOSE OF BUSINESS DATE FDIC Certificate Number	
12/31/2003 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	7		a
b. Total dollar amount of above loans (in thousands of dollars) _____	3562	257		b
c. Range of interest charged on above loans (example: 9-3/4% = 9.75) _____	7701	4.00%	7702	13.75%

SIGNATURE AND TITLE OF OFFICER AUTHORIZED TO SIGN REPORT 	DATE (Month, Day, Year) 1/29/04
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