

Federal Financial Institutions Examination Council

Please refer to page i,

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

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

Report at the close of Business December 31, 2006

(20061231)

(RCON 9999)

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

This report form is to be filed by banks with domestic offices only. Banks with foreign offices (as defined in the instructions) must file FFIEC 031.

NOTE: Each bank's board of directors and senior management are responsible for establishing and maintaining an effective system of internal control, including controls over the Reports of Condition and Income. The Reports of Condition and Income are to be prepared in accordance with the Federal regulatory authority instructions.

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

The Reports of Condition and Income must be signed by the Chief Financial Officer (CFO) of the reporting bank (or by the individual performing an equivalent function)

and attested to by not less than two directors (trustees) for State nonmember banks and three directors for State member and National banks.

I, the undersigned CFO (or equivalent) of the named bank, attest that the Reports of Condition and Income (including the supporting schedules) for this report date have been prepared in conformance with the instructions issued by the appropriate Federal regulatory authority and are true and correct to the best of my knowledge and belief.

Director (Trustee)

Director (Trustee)

Director (Trustee)

Signature of Chief Financial Officer (or Equivalent)

Date of Signature

Submission of Reports

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

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

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

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

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

Beach Business Bank

Legal Title of Bank (RSSD 9017)

Manhattan Beach

City (RSSD 9130)

CA

State Abbrev. (RSSD 9200)

90266-2436

Zip Code (RSSD 9220)

FDIC Certificate Number

57678

(RSSD 9050)

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

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The estimated average burden associated with this information collection is 39.1 hours per respondent and is estimated to vary from 16 to 625 hours per response, depending on individual circumstances. Burden estimates include the time for reviewing instructions, gathering and maintaining data in the required form, and completing the information collection, but exclude the time for compiling and maintaining business records in the normal course of a respondent's activities. A Federal agency may not conduct or sponsor, and an organization (or a person) is not required to respond to a collection of information, unless it displays a currently valid OMB control number. Comments concerning the accuracy of this burden estimate and suggestions for reducing this burden should be directed to the Office of Information and Regulatory Affairs, Office of Management and Budget, Washington, D.C. 20503, and to one of the following:		Schedule RC-O - Other Data for Deposit Insurance and FICO Assessments _____	RC-18, 19
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Contact Information for the Reports of Condition and Income

To facilitate communication between the Agencies and the bank concerning the Reports of Condition and Income, please provide contact information for (1) the Chief Financial Officer (or equivalent) of the bank signing the reports for this quarter and (2) the person at the bank - other than the Chief Financial Officer (or equivalent) - to whom questions about the reports should be directed. If the Chief Financial Officer (or equivalent) is the primary contact for questions about the reports, please provide contact information for another person at the bank who will serve as a secondary contact for communications between the Agencies and the bank concerning the Reports of Condition and Income. Enter "none" for the contact's e-mail address or fax number if not available. Contact information for the Reports of Condition and Income is for the confidential use of the Agencies and will not be released to the public.

Chief Financial Officer (or Equivalent) Signing the Reports

Melissa Lanfre

 Name (TEXT C490)
 Chief Financial Officer

 Title (TEXT C491)
 mlanfre@beachbusinessbank.com

 E-mail Address (TEXT C492)
 (310) 802-2919

 Telephone: Area code/phone number/extension (TEXT C493)
 (310) 802-2958

 FAX: Area code/phone number (TEXT C494)

Other Person to Whom Questions about the Reports Should be Directed

Susan Covey

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 VP/Controller

 Title (TEXT C496)
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 Telephone: Area code/phone number/extension (TEXT 8902)
 (310) 802-2990

 FAX: Area code/phone number (TEXT 9116)

Emergency Contact Information

This information is being requested so the Agencies can distribute critical, time sensitive information to emergency contacts at banks. Please provide primary contact information for a senior official of the bank who has decision-making authority. Also provide information for a secondary contact if available. Enter "none" for the contact's e-mail address or fax number if not available. Emergency contact information is for the confidential use of the Agencies and will not be released to the public.

Primary Contact

Melissa Lanfre

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 Chief Financial Officer

 Title (TEXT C367)
 mlanfre@beachbusinessbank.com

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 Telephone: Area code/phone number/extension (TEXT C369)
 (310) 802-2958

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Secondary Contact

Robert M. Franko

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 President

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 rfranko@beachbusinessbank.com

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 Telephone: Area code/phone number/extension (TEXT C374)
 (310) 802-2940

 FAX: Area code/phone number (TEXT C375)

USA PATRIOT Act Section 314(a) Anti-Money Laundering Contact Information

This information is being requested to identify points-of-contact who are in charge of your depository institution's Section 314(a) searches and who could be contacted by federal law enforcement officers for additional information related to anti-terrorist financing and anti-money laundering. Please provide information for a secondary contact if available. Information for a third and fourth contact may be provided at the bank's option. Enter "none" for the contacts's e-mail address or fax number if not available. USA PATRIOT Act contact information is for the confidential use of the Agencies and the Financial Crimes Enforcement Network (FinCEN) and will not be released to the public.

Primary Contact

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Secondary Contact

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(310) 802-2958
FAX: Area code/phone number (TEXT C446)

Third Contact

Name (TEXT C870)
Title (TEXT C871)
E-mail Address (TEXT C872)
Telephone: Area code/phone number/extension (TEXT C873)
FAX: Area code/phone number (TEXT C874)

Fourth Contact

Name (TEXT C875)
Title (TEXT C876)
E-mail Address (TEXT C877)
Telephone: Area code/phone number/extension (TEXT C878)
FAX: Area code/phone number (TEXT C879)

Consolidated Report of Income for the period January 1, 2006 – December 31, 2006

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. Items 1.a.(1) through (6) are to be completed by all banks.						
Interest and fee income on loans:						
(1) Loans secured by real estate	4011	5,907				1.a.1
(2) Commercial and industrial loans	4012	1,332				1.a.2
(3) Loans to individuals for household, family, and other personal expenditures:						
(a) Credit cards	B485	0				1.a.3.a
(b) Other (includes single payment, installment, all student loans, and revolving credit plans other than credit cards)	B486	4				1.a.3.b
(4) Loans to foreign governments and official institutions	4056	0				1.a.4
(5) All other loans (1)	4058	0				1.a.5
(6) Total interest and fee income on loans (sum of items 1.a.(1) through 1.a.(5))	4010	7,243				1.a.6
b. Income from lease financing receivables			4065	0		1.b
c. Interest income on balances due from depository institutions (2)			4115	404		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	65				1.d.1
(2) Mortgage-backed securities	B489	0				1.d.2
(3) All other securities (includes securities issued by states and political subdivisions in the U.S.)	4060	38				1.d.3
e. Interest income from trading assets			4069	0		1.e
f. Interest income on federal funds sold and securities purchased under agreements to resell			4020	442		1.f
g. Other interest income			4518	6		1.g
h. Total interest income (sum of items 1.a.(6) through 1.g)	4107	8,198				1.h
2. Interest expense:						
a. Interest on deposits:						
(1) Transaction accounts (NOW accounts, ATS accounts, and telephone and preauthorized transfer accounts)	4508	771				2.a.1
(2) Nontransaction accounts:						
(a) Savings deposits (includes MMDAs)	0093	1,146				2.a.2.a
(b) Time deposits of \$100,000 or more	A517	560				2.a.2.b
(c) Time deposits of less than \$100,000	A518	312				2.a.2.c
b. Expense of federal funds purchased and securities sold under agreements to repurchase	4180	0				2.b
c. Interest on trading liabilities and other borrowed money	4185	0				2.c

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

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

Schedule RI—Continued

	Year-to-date			
	RIAD	Bil Mil Thou		
Dollar Amounts in Thousands				
2. Interest expense (continued):				
d. Interest on subordinated notes and debentures	4200	0	2.d	
e. Total interest expense (sum of items 2.a through 2.d)	4073	2,789	2.e	
3. Net interest income (item 1.h minus 2.e)			4074	5,409
4. Provision for loan and lease losses			4230	749
5. Noninterest income:				
a. Income from fiduciary activities (1)	4070	0	5.a	
b. Service charges on deposit accounts	4080	39	5.b	
c. Trading revenue (2)	A220	0	5.c	
d. Investment banking, advisory, brokerage, and underwriting fees and commissions	B490	0	5.d	
e. Venture capital revenue	B491	0	5.e	
f. Net servicing fees	B492	(55)	5.f	
g. Net securitization income	B493	0	5.g	
h. (1) Underwriting income from insurance and reinsurance activities	C386	0	5.h.1	
(2) Income from other insurance activities	C387	0	5.h.2	
i. Net gains (losses) on sales of loans and leases	5416	1,477	5.i	
j. Net gains (losses) on sales of other real estate owned	5415	0	5.j	
k. Net gains (losses) on sales of other assets (excluding securities)	B496	0	5.k	
l. Other noninterest income*	B497	270	5.l	
m. Total noninterest income (sum of items 5.a through 5.l)			4079	1,731
6. a. Realized gains (losses) on held-to-maturity securities			3521	0
b. Realized gains (losses) on available-for-sale securities			3196	0
7. Noninterest expense:				
a. Salaries and employee benefits	4135	3,219	7.a	
b. Expenses of premises and fixed assets (net of rental income) (excluding salaries and employee benefits and mortgage interest)	4217	817	7.b	
c. (1) Goodwill impairment losses	C216	0	7.c.1	
(2) Amortization expense and impairment losses for other intangible assets	C232	0	7.c.2	
d. Other noninterest expense*	4092	1,308	7.d	
e. Total noninterest expense (sum of items 7.a through 7.d)			4093	5,344
8. Income (loss) before income taxes and extraordinary items and other adjustments (item 3 plus or minus items 4, 5.m, 6.a, 6.b, and 7.e)			4301	1,047
9. Applicable income taxes (on item 8)			4302	1
10. Income (loss) before extraordinary items and other adjustments (item 8 minus item 9)			4300	1,046
11. Extraordinary items and other adjustments, net of income taxes*			4320	0
12. Net income (loss) (sum of items 10 and 11)			4340	1,046

* 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	0	M.1
2. Income from the sale and servicing of mutual funds and annuities (included in Schedule RI, item 8)		8431	0	M.2
3. Income on tax-exempt loans and leases to states and political subdivisions in the U.S. (included in Schedule RI, items 1.a and 1.b)		4313	0	M.3
4. Income on tax-exempt securities issued by states and political subdivisions in the U.S. (included in Schedule RI, item 1.d.(3))		4507	0	M.4
5. Number of full-time equivalent employees at end of current period (round to nearest whole number)		4150	33	M.5
6. Memorandum item 6 is to be completed by: (1) <ul style="list-style-type: none"> • banks with \$300 million or more in total assets, and • banks with less than \$300 million in total assets that have loans to finance agricultural production and other loans to farmers (Schedule RC-C, part I, item 3) exceeding five percent of total loans. Interest and fee income on loans to finance agricultural production and other loans to farmers (included in Schedule RI, item 1.a.(5))		4024	N/A	M.6
7. If the reporting bank has restated its balance sheet as a result of applying push down accounting this calendar year, report the date of the bank's acquisition (2)		9106	0	M.7
8. Trading revenue (from cash instruments and derivative instruments) (sum of 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.):				
a. Interest rate exposures		8757	N/A	M.8.a
b. Foreign exchange exposures		8758	N/A	M.8.b
c. Equity security and index exposures		8759	N/A	M.8.c
d. Commodity and other exposures		8760	N/A	M.8.d
9. Not applicable				
10. To be completed by banks with \$300 million or more in total assets: (1) Credit losses on derivatives (see instructions)		A251	N/A	M.10
11. Does the reporting bank have a Subchapter S election in effect for federal income tax purposes for the current tax year?		A530	NO	M.11

(1) The asset size tests and the five percent of total loans test are generally based on the total assets and total loans reported on the June 30, 2005, Report of Condition.

(2) For example, a bank acquired on March 1, 2005, would report 2005/03/01

Schedule RI-A—Changes in Equity Capital

Indicate decreases and losses in parentheses.

	Dollar Amounts in Thousands		
	RIAD	Bil Mil Thou	
1. Total equity capital most recently reported for the December 31, 2005, Reports of Condition and Income (i.e., after adjustments from amended Reports of Income)	3217	25,800	1
2. Restatements due to corrections of material accounting errors and changes in accounting principles*	B507	0	2
3. Balance end of previous calendar year as restated (sum of items 1 and 2)	B508	25,800	3
4. Net income (loss) (must equal Schedule RI, item 12)	4340	1,046	4
5. Sale, conversion, acquisition, or retirement of capital stock, net (excluding treasury stock transactions)	B509	9,603	5
6. Treasury stock transactions, net	B510	0	6
7. Changes incident to business combinations, net	4356	0	7
8. LESS: Cash dividends declared on preferred stock	4470	0	8
9. LESS: Cash dividends declared on common stock	4460	0	9
10. Other comprehensive income (1)	B511	0	10
11. Other transactions with parent holding company* (not included in items 5, 6, 8, or 9 above)	4415	0	11
12. Total equity capital end of current period (sum of items 3 through 11) (must equal Schedule RC, item 28)	3210	36,449	12

* Describe on Schedule RI-E - Explanations.

(1) Includes changes in net unrealized holding gains (losses) on available-for-sale securities, changes in accumulated net gains (losses) on cash flow hedges, and 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	
Dollar Amounts in Thousands					
1. Loans secured by real estate:					
a. Construction, land development, and other land loans	3582	0	3583	0	1.a
b. Secured by farmland	3584	0	3585	0	1.b
c. Secured by 1-4 family residential properties:					
(1) Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit	5411	0	5412	0	1.c.1
(2) Closed-end loans secured by 1-4 family residential properties:					
(a) Secured by first liens	C234	0	C217	0	1.c.2.a
(b) Secured by junior liens	C235	0	C218	0	1.c.2.b
d. Secured by multifamily (5 or more) residential properties	3588	0	3589	0	1.d
e. Secured by nonfarm nonresidential properties	3590	0	3591	0	1.e
2. Loans to depository institutions and acceptances of other banks	4481	0	4482	0	2
3. Not applicable					
4. Commercial and industrial loans	4638	0	4608	0	4
5. Loans to individuals for household, family, and other personal expenditures:					
a. Credit cards	B514	0	B515	0	5.a
b. Other (includes single payment, installment, all student loans, and revolving credit plans other than credit cards)	B516	0	B517	0	5.b
6. Loans to foreign governments and official institutions	4643	0	4627	0	6
7. All other loans (2)	4644	0	4628	0	7
8. Lease financing receivables	4266	0	4267	0	8
9. Total (sum of items 1 through 8)	4635	0	4605	0	9

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

(2) Includes charge-offs and recoveries on "Loans to finance agricultural production and other loans to farmers," "Obligations (other than securities and leases) of states and political subdivisions in the U.S.," and "Other loans."

Schedule RI-B Continued

Part I. Continued

Memoranda	(Column A) Charge-offs (1)		(Column B) Recoveries		
	Calendar year-to-date				
	RIAD	Bil Mil Thou	RIAD	Bil Mil Thou	
Dollar Amounts in Thousands					
1. Loans to finance commercial real estate, construction, and land development activities (not secured by real estate) included in Schedule RI-B, part I, items 4 and 7, above	5409	0	5410	0	M.1
2. Memorandum items 2.a through 2.d are to be completed by banks with \$300 million or more in total assets: (2)					
a. Loans secured by real estate to non-U.S. addressees (domicile) (included in Schedule RI-B, part I, item 1, above)	4652	N/A	4662	N/A	M.2.a
b. Loans to and acceptances of foreign banks (included in Schedule RI-B, part I, item 2, above)	4654	N/A	4664	N/A	M.2.b
c. Commercial and industrial loans to non-U.S. addressees (domicile) (included in Schedule RI-B, part I, item 4, above)	4646	N/A	4618	N/A	M.2.c
d. Lease financing receivables of non-U.S. addressees (domicile) (included in Schedule RI-B, part I, item 8, above)	4659	N/A	4669	N/A	M.2.d
3. Memorandum item 3 is to be completed by: (2)					
• banks with \$300 million or more in total assets, and					
• banks with less than \$300 million in total assets that have loans to finance agricultural production and other loans to farmers (Schedule RC-C, part I, item 3) exceeding five percent of total loans:					
Loans to finance agricultural production and other loans to farmers (included in Schedule RI-B, part I, item 7, above)	4655	N/A	4665	N/A	M.3
Memorandum item 4 is to be completed by banks that (1) together with affiliated institutions, have outstanding credit card receivables (as defined in the instructions) that exceed \$500 million as of the report date or (2) are credit card specialty banks as defined for Uniform Bank Performance Report purposes.					
Calendar year-to-date					
4. Uncollectible retail credit card fees and finance charges reversed against income (i.e., not included in charge-offs against the allowance for loan and lease losses)	C388		N/A		M.4

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

(2) The \$300 million asset size test and the five percent of total loans test are generally based on the total assets and total loans reported on the June 30, 2005, Report of Condition.

Part II. Changes in Allowance for Loan and Lease Losses

	Dollar Amounts in Thousands		
	RIAD	Bil Mil Thou	
1. Balance most recently reported for the December 31, 2005, Reports of Condition and Income (i.e., after adjustments from amended Reports of Income)	B522	816	1
2. Recoveries (must equal part I, item 9, column B, above)	4605	0	2
3. LESS: Charge-offs (must equal part I, item 9, column A, above less Schedule RI-B, part II, item 4)	C079	0	3
4. LESS: Write-downs arising from transfers of loans to a held-for-sale account	5523	0	4
5. Provision for loan and lease losses (must equal Schedule RI, item 4)	4230	749	5
6. Adjustments* (see instructions for this schedule)	C233	0	6
7. Balance end of current period (sum of items 1, 2, 5, and 6, less items 3 and 4) (must equal Schedule RC, item 4.c)	3123	1,565	7

* Describe on Schedule RI-E—Explanations.

Part II. Continued

Memoranda	Dollar Amounts in Thousands	RIAD	Bil Mil Thou	
1. Allocated transfer risk reserve included in Schedule RI-B, part II, item 7, above <i>Memorandum items 2 and 3 are to be completed by banks that (1) together with affiliated institutions, have outstanding credit card receivables (as defined in the instructions) that exceed \$500 million as of the report date or (2) are credit card specialty banks as defined for Uniform Bank Performance Report purposes.</i>		C435	0	M.1
2. Separate valuation allowance for uncollectible retail credit card fees and finance charges		C389	N/A	M.2
3. Amount of allowance for loan and lease losses attributable to retail credit card fees and finance charges		C390	N/A	M.3
Memorandum item 4 is to be completed by all banks.				
4. Amount of allowance for post-acquisition losses on purchased impaired loans accounted for in accordance with AICPA Statement of Position 03-3 (included in Schedule RI-B, part II, item 7, above)		C781	0	M.4

Schedule RI-E—Explanations

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

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

		Dollar Amounts in Thousands		Year-to-date		
				RIAD	Bil Mil Thou	
1. Other noninterest income (from Schedule RI, item 5.l) Itemize and describe amounts 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	0			1.c
d.	Rent and other income from other real estate owned	4042	0			1.d
e.	Safe deposit box rent	C015	0			1.e
f.	4461 Broker Commission	4461	248			1.f
g.	4462	4462	0			1.g
h.	4463	4463	0			1.h
2. Other noninterest expense (from Schedule RI, item 7.d) Itemize and describe amounts that exceed 1% of the sum of Schedule RI, items 1.h and 5.m:						
TEXT						
a.	Data processing expenses	C017	235			2.a
b.	Advertising and marketing expenses	0497	96			2.b
c.	Directors' fees	4136	125			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 Consulting	4464	95			2.h
i.	4467	4467	0			2.i
j.	4468	4468	0			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	0			3.a.1
	(2) Applicable income tax effect	4486	0			3.a.2
b.(1)	4487	4487	0			3.b.1
	(2) Applicable income tax effect	4488	0			3.b.2
c.(1)	4489	4489	0			3.c.1
	(2) Applicable income tax effect	4491	0			3.c.2

Consolidated Report of Condition for Insured Commercial and State-Chartered Savings Banks for December 31, 2006

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

Schedule RC—Balance Sheet

Dollar Amounts in Thousands		RCON	Bil Mil Thou	
ASSETS				
1. Cash and balances due from depository institutions (from Schedule RC-A):				
a. Noninterest-bearing balances and currency and coin (1)		0081	1,929	1.a
b. Interest-bearing balances (2)		0071	4,750	1.b
2. Securities:				
a. Held-to-maturity securities (from Schedule RC-B, column A)		1754	0	2.a
b. Available-for-sale securities (from Schedule RC-B, column D)		1773	1,278	2.b
3. Federal funds sold and securities purchased under agreements to resell:				
a. Federal funds sold		B987	14,115	3.a
b. Securities purchased under agreements to resell (3)		B989	0	3.b
4. Loans and lease financing receivables (from Schedule RC-C):				
a. Loans and leases held for sale		5369	11,311	4.a
b. Loans and leases, net of unearned income	B528	102,144		4.b
c. LESS: Allowance for loan and lease losses	3123	1,565		4.c
d. Loans and leases, net of unearned income and allowance (item 4.b minus 4.c)	B529	100,579		4.d
5. Trading assets (from Schedule RC-D)				
		3545	0	5
6. Premises and fixed assets (including capitalized leases)				
		2145	702	6
7. Other real estate owned (from Schedule RC-M)				
		2150	0	7
8. Investments in unconsolidated subsidiaries and associated companies (from Schedule RC-M)				
		2130	0	8
9. Not Applicable				
10. Intangible assets:				
a. Goodwill		3163	0	10.a
b. Other intangible assets (from Schedule RC-M)		0426	363	10.b
11. Other assets (from Schedule RC-F)				
		2160	1,667	11
12. Total assets (sum of items 1 through 11)				
		2170	136,694	12

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

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

(3) Includes all securities resale agreements, regardless of maturity.

Schedule RC - Continued

		Dollar Amounts in Thousands		RCON	Bil Mil Thou	
LIABILITIES						
13. Deposits:						
a. In domestic offices (sum of totals of columns A and C from Schedule RC-E)				2200	98,576	13.a
(1) Noninterest-bearing (1)		6631	8,233			13.a.1
(2) Interest-bearing		6636	90,343			13.a.2
b. Not applicable						
14. Federal funds purchased and securities sold under agreements to repurchase:						
a. Federal funds purchased (2)				B993	0	14.a
b. Securities sold under agreements to repurchase (3)				B995	0	14.b
15. Trading liabilities (from Schedule RC-D)				3548	0	15
16. Other borrowed money (includes mortgage indebtedness and obligations under capitalized leases) (from Schedule RC-M)				3190	0	16
17. and 18. Not applicable						
19. Subordinated notes and debentures (4)				3200	0	19
20. Other liabilities (from Schedule RC-G)				2930	1,669	20
21. Total liabilities (sum of items 13 through 20)				2948	100,245	21
22. Minority interest in consolidated subsidiaries				3000	0	22
EQUITY CAPITAL						
23. Perpetual preferred stock and related surplus				3838	0	23
24. Common stock				3230	37,151	24
25. Surplus (exclude all surplus related to preferred stock)				3839	0	25
26. a. Retained earnings				3632	(662)	26.a
b. Accumulated other comprehensive income (5)				B530	(40)	26.b
27. Other equity capital components (6)				A130	0	27
28. Total equity capital (sum of items 23 through 27)				3210	36,449	28
29. Total liabilities, minority interest, and equity capital (sum of items 21, 22, and 28)				3300	136,694	29

Memorandum

To be reported with the March Report of Condition.

1. Indicate in the box at the right the number of the statement below that best describes the most comprehensive level of auditing work performed for the bank by independent external auditors as of any date during 2005

RCON	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, regardless of maturity.
 (4) Includes limited-life preferred stock and related surplus.
 (5) Includes net unrealized holding gains (losses) on available-for-sale securities, accumulated net gains (losses) on cash flow hedges, and minimum pension liability adjustments.
 (6) Includes treasury stock and unearned Employee Stock Ownership Plan shares.

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

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

Exclude assets held for trading.

	Dollar Amounts in Thousands		RCON	Bil Mil Thou	
1. Cash items in process of collection, unposted debits, and currency and coin:					
a. Cash items in process of collection and unposted debits	0020			N/A	1.a
b. Currency and coin	0080			N/A	1.b
2. Balances due from depository institutions in the U.S.:					
a. U.S. branches and agencies of foreign banks	0083			N/A	2.a
b. Other commercial banks in the U.S. and other depository institutions in the U.S.	0085			N/A	2.b
3. Balances due from banks in foreign countries and foreign central banks:					
a. Foreign branches of other U.S. banks	0073			N/A	3.a
b. Other banks in foreign countries and foreign central banks	0074			N/A	3.b
4. Balances due from Federal Reserve Banks	0090			N/A	4
5. Total (sum of items 1 through 4) (must equal Schedule RC, sum of items 1.a and 1.b)	0010			N/A	5

Schedule RC-B—Securities

Exclude assets held for trading.

Dollar Amounts in Thousands	Held-to-maturity				Available-for-sale				
	(Column A) Amortized Cost		(Column B) Fair Value		(Column C) Amortized Cost		(Column D) Fair Value		
	RCON	Bil Mil Thou	RCON	Bil Mil Thou	RCON	Bil Mil Thou	RCON	Bil Mil Thou	
1. U.S. Treasury securities	0211	0	0213	0	1286	0	1287	0	1
2. U.S. Government agency obligations (exclude mortgage-backed securities):									
a. Issued by U.S. Government-agencies (1)	1289	0	1290	0	1291	0	1293	0	2.a
b. Issued by U.S. Government-sponsored agencies (2)	1294	0	1295	0	1297	1,318	1298	1,278	2.b
3. Securities issued by states and political subdivisions in the U.S.	8496	0	8497	0	8498	0	8499	0	3

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

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

Schedule RC-B—Continued

Dollar Amounts in Thousands	Held-to-maturity				Available-for-sale				
	(Column A) Amortized Cost		(Column B) Fair Value		(Column C) Amortized Cost		(Column D) Fair Value		
	RCON	Bil Mil Thou	RCON	Bil Mil Thou	RCON	Bil Mil Thou	RCON	Bil Mil Thou	
4. Mortgage-backed securities (MBS):									
a. Pass-through securities:									
(1) Guaranteed by GNMA	1698	0	1699	0	1701	0	1702	0	4.a.1
(2) Issued by FNMA and FHLMC	1703	0	1705	0	1706	0	1707	0	4.a.2
(3) Other pass-through securities	1709	0	1710	0	1711	0	1713	0	4.a.3
b. Other mortgage-backed securities (include CMOs, REMICs, and stripped MBS):									
(1) Issued or guaranteed by FNMA, FHLMC, or GNMA	1714	0	1715	0	1716	0	1717	0	4.b.1
(2) Collateralized by MBS issued or guaranteed by FNMA, FHLMC, or GNMA	1718	0	1719	0	1731	0	1732	0	4.b.2
(3) All other mortgage-backed securities	1733	0	1734	0	1735	0	1736	0	4.b.3
5. Asset-backed securities (ABS)	C026	0	C988	0	C989	0	C027	0	5
6. Other debt securities:									
a. Other domestic debt securities	1737	0	1738	0	1739	0	1741	0	6.a
b. Foreign debt securities	1742	0	1743	0	1744	0	1746	0	6.b
7. Investments in mutual funds and other equity securities with readily determinable fair values (1)					A510	0	A511	0	7
8. Total (sum of items 1 through 7) (total of column A must equal Schedule RC, item 2.a) (total of column D must equal Schedule RC, item 2.b)	1754	0	1771	0	1772	1,318	1773	1,278	8

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

Schedule RC-B—Continued

Memoranda

	Dollar Amounts in Thousands		
	RCON	Bil Mil Thou	
1. Pledged securities (1)	0416	1,181	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	600	M.2.a.1
(2) Over three months through 12 months	A550	0	M.2.a.2
(3) Over one year through three years	A551	0	M.2.a.3
(4) Over three years through five years	A552	0	M.2.a.4
(5) Over five years through 15 years	A553	678	M.2.a.5
(6) Over 15 years	A554	0	M.2.a.6
b. Mortgage pass-through securities backed by closed-end first lien 1-4 family residential mortgages with a remaining maturity or next repricing date of: (3,5)			
(1) Three months or less	A555	0	M.2.b.1
(2) Over three months through 12 months	A556	0	M.2.b.2
(3) Over one year through three years	A557	0	M.2.b.3
(4) Over three years through five years	A558	0	M.2.b.4
(5) Over five years through 15 years	A559	0	M.2.b.5
(6) Over 15 years	A560	0	M.2.b.6
c. Other mortgage-backed securities (include CMOs, REMICs, and stripped MBS; exclude mortgage pass-through securities) with an expected average life of: (6)			
(1) Three years or less	A561	0	M.2.c.1
(2) Over three years	A562	0	M.2.c.2
d. Debt securities with a REMAINING MATURITY of one year or less (included in Memorandum items 2.a through 2.c above)	A248	500	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	100	M.4.a
b. Fair value	8783	99	M.4.b

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

Schedule RC-B—Continued

Memoranda (continued)

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

(1) The \$1 billion asset size test is generally based on the total assets reported on the June 30, 2005, Report of Condition.

Schedule RC-C—Loans and Lease Financing Receivables

Part I. Loans and Leases

Do not deduct the allowance for loan and lease losses or the allocated transfer risk 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) To Be Completed by Banks with \$300 Million or More in Total Assets (1)		(Column B) To Be Completed by All Banks		
	RCON	Bil Mil Thou	RCON	Bil Mil Thou	
1. Loans secured by real estate:					
a. Construction, land development, and other land loans			1415	6,847	1.a
b. Secured by farmland (including farm residential and other improvements)			1420	2,425	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	0	1.c.1
(2) Closed-end loans secured by 1-4 family residential properties:					
(a) Secured by first liens			5367	429	1.c.2.a
(b) Secured by junior liens			5368	250	1.c.2.b
d. Secured by multifamily (5 or more) residential properties			1460	227	1.d
e. Secured by nonfarm nonresidential properties			1480	69,529	1.e
2. Loans to depository institutions and acceptances of other banks			1288	0	2
a. To commercial banks in the U.S.:					
(1) To U.S. branches and agencies of foreign banks	B532	N/A			2.a.1
(2) To other commercial banks in the U.S.	B533	N/A			2.a.2
b. To other depository institutions in the U.S.	B534	N/A			2.b
c. To banks in foreign countries:					
(1) To foreign branches of other U.S. banks	B536	N/A			2.c.1
(2) To other banks in foreign countries	B537	N/A			2.c.2
3. Loans to finance agricultural production and other loans to farmers			1590	0	3
4. Commercial and industrial loans			1766	33,637	4
a. To U.S. addressees (domicile)	1763	N/A			4.a
b. To non-U.S. addressees (domicile)	1764	N/A			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	0	6.a
b. Other revolving credit plans			B539	0	6.b
c. Other consumer loans (includes single payment, installment, and all student loans)			2011	112	6.c
7. Loans to foreign governments and official institutions (including foreign central banks)			2081	0	7
8. Obligations (other than securities and leases) of states and political subdivisions in the U.S.			2107	0	8
9. Other Loans			1563	0	9
a. Loans for purchasing or carrying securities (secured and unsecured)	1545	N/A			9.a
b. All other loans (exclude consumer loans)	1564	N/A			9.b
10. Lease financing receivables (net of unearned income)			2165	0	10
a. Of U.S. addressees (domicile)	2182	N/A			10.a
b. Of non-U.S. addressees (domicile)	2183	N/A			10.b
11. LESS: Any unearned income on loans reflected in items 1-9 above			2123	0	11.
12. Total loans and leases, net of unearned income (sum of items 1 through 10 minus item 11) (must equal Schedule RC, sum of items 4.a and 4.b)			2122	113,456	12

(1) The \$300 million asset size test is generally based on the total assets reported on the June 30, 2005, Report of Condition.

Schedule RC-C—Continued

Part I. Continued

Memoranda	Dollar Amounts in Thousands		RCON	Bil Mil Thou	
1. Loans and leases restructured and in compliance with modified terms (included in Schedule RC-C, part I, and not reported as past due or nonaccrual in Schedule RC-N, Memorandum item 1) (exclude loans secured by 1-4 family residential properties and loans to individuals for household, family, and other personal expenditures)					
	1616	0			M.1
2. Maturity and repricing data for loans and leases (excluding those in nonaccrual status):					
a. Closed-end loans secured by first liens on 1-4 family residential properties (reported in Schedule RC-C, part I, item 1.c.(2)(a), column B, above) with a remaining maturity or next repricing date of: (1,2)					
(1) Three months or less	A564	429			M.2.a.1
(2) Over three months through 12 months	A565	0			M.2.a.2
(3) Over one year through three years	A566	0			M.2.a.3
(4) Over three years through five years	A567	0			M.2.a.4
(5) Over five years through 15 years	A568	0			M.2.a.5
(6) Over 15 years	A569	0			M.2.a.6
b. All loans and leases (reported in Schedule RC-C, part I, items 1 through 10, column B, above) EXCLUDING closed-end loans secured by first liens on 1-4 family residential properties (reported in Schedule RC-C, part I, item 1.c.(2)(a), column B, above) with a remaining maturity or next repricing date of: (1,3)					
(1) Three months or less	A570	63,931			M.2.b.1
(2) Over three months through 12 months	A571	5,564			M.2.b.2
(3) Over one year through three years	A572	2,962			M.2.b.3
(4) Over three years through five years	A573	30,867			M.2.b.4
(5) Over five years through 15 years	A574	8,038			M.2.b.5
(6) Over 15 years	A575	1,664			M.2.b.6
c. Loans and leases (reported in Schedule RC-C, part I, items 1 through 10, column B, above) with a REMAINING MATURITY of one year or less (excluding those in nonaccrual status)	A247	32,261			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 B (4)	2746	0			M.3
4. Adjustable rate closed-end loans secured by first liens on 1-4 family residential properties (included in Schedule RC-C, part I, item 1.c.(2)(a), column B)	5370	0			M.4
5. To be completed by banks with \$300 million or more in total assets: (5) Loans secured by real estate to non-U.S. addressees (domicile) (included in Schedule RC-C, part I, items 1.a through 1.e, column B)	B837	N/A			M.5
<i>Memorandum item 6 is to be completed by banks that (1) together with affiliated institutions, have outstanding credit card receivables (as defined in the instructions) that exceed \$500 million as of the report date or (2) are credit card specialty banks as defined for Uniform Bank Performance Report purposes.</i>					
6. Outstanding credit card fees and finance charges included in Schedule RC-C, part I, item 6.a.	C391	N/A			M.6
Memorandum item 7 is to be completed by all banks.					
7. Purchased impaired loans held for investment accounted for in accordance with AICPA Statement of Position 03-3 (exclude loans held for sale):					
a. Outstanding balance	C779	0			M.7.a
b. Carrying amount included in Schedule RC-C, part I, items 1 through 9	C780	0			M.7.b

(1) Report fixed rate loans and leases by remaining maturity and floating rate loans by next repricing date.

(2) Sum of Memorandum items 2.a.(1) through 2.a.(6) plus total nonaccrual closed-end loans secured by first liens on 1-4 family residential properties included in Schedule RC-N, item 1.c.(2)(a), column C, must equal total closed-end loans secured by first liens on 1-4 family residential properties from Schedule RC-C, part I, item 1.c.(2)(a), column B.

(3) Sum of Memorandum items 2.b.(1) through 2.b.(6) plus total nonaccrual loans and leases from Schedule RC-N, sum of items 1 through 8, column C, minus nonaccrual closed-end loans secured by first liens on 1-4 family residential properties included in Schedule RC-N, item 1.c.(2)(a), column C, must equal total loans and leases from Schedule RC-C, part I, sum of items 1 through 10, column B, minus total closed-end loans secured by first liens on 1-4 family residential properties from Schedule RC-C, part I, item 1.c.(2)(a), column B.

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

(5) The \$300 million asset size test is generally based on the total assets reported on the June 30, 2005, Report of Condition.

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 calendar year.

Dollar Amounts in Thousands		RCON	Bil Mil Thou	
ASSETS				
1. U.S. Treasury securities		3531	N/A	1
2. U.S. Government agency obligations (exclude mortgage-backed securities)		3532	N/A	2
3. Securities issued by states and political subdivisions in the U.S.		3533	N/A	3
4. Mortgage-backed securities (MBS):				
a. Pass-through securities issued or guaranteed by FNMA, FHLMC, or GNMA		3534	N/A	4.a
b. Other mortgage-backed securities issued or guaranteed by FNMA, FHLMC, or GNMA (include CMOs, REMICs, and stripped MBS)		3535	N/A	4.b
c. All other mortgage-backed securities		3536	N/A	4.c
5. Other debt securities		3537	N/A	5
6. - 8. Not applicable				
9. Other trading assets		3541	N/A	9
10. Not applicable				
11. Derivatives with a positive fair value		3543	N/A	11
12. Total trading assets (sum of items 1 through 11) (must equal Schedule RC, item 5)		3545	N/A	12
LIABILITIES				
13. Liability for short positions		3546	N/A	13
14. Derivatives with a negative fair value		3547	N/A	14
15. Total trading liabilities (sum of items 13 and 14) (must equal Schedule RC, item 15)		3548	N/A	15

Schedule RC-E—Deposit Liabilities

Dollar Amounts in Thousands	Transaction Accounts				Nontransaction Accounts				
	(Column A) Total transaction accounts (including total demand deposits)		(Column B) Memo: Total demand deposits (included in column A)		(Column C) Total nontransaction accounts (including MMDAs)				
	RCON	Bil Mil Thou	RCON	Bil Mil Thou	RCON	Bil Mil Thou	RCON	Bil Mil Thou	
Deposits of:									
1. Individuals, partnerships, and corporations (include all certified and official checks)	B549	27,729			B550	31,826			1
2. U.S. Government	2202	0			2520	0			2
3. States and political subdivisions in the U.S.	2203	532			2530	100			3
4. Commercial banks and other depository institutions in the U.S.	B551	0			B552	38,389			4
5. Banks in foreign countries	2213	0			2236	0			5
6. Foreign governments and official institutions (including foreign central banks)	2216	0			2377	0			6
7. Total (sum of items 1 through 6) (sum of columns A and C must equal Schedule RC, item 13.a)	2215	28,261	2210	8,233	2385	70,315			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	231	M.1.a
b. Total brokered deposits	2365	33,822	M.1.b
c. Fully insured brokered deposits (included in Memorandum item 1.b above): (1)			
(1) Issued in denominations of less than \$100,000	2343	99	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	33,723	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	28,661	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	0	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	25,689	M.2.a.1
(2) Other savings deposits (excludes MMDAs)	0352	814	M.2.a.2
b. Total time deposits of less than \$100,000	6648	5,927	M.2.b
c. Total time deposits of \$100,000 or more	2604	37,885	M.2.c

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

Schedule RC-E—Continued

Memoranda (continued)

Dollar Amounts in Thousands	RCON	Bil Mil Thou	
3. Maturity and repricing data for time deposits of less than \$100,000:			
a. Time deposits of less than \$100,000 with a remaining maturity or next repricing date of: (1, 2)			
(1) Three months or less	A579	1,386	M.3.a.1
(2) Over three months through 12 months	A580	501	M.3.a.2
(3) Over one year through three years	A581	1,787	M.3.a.3
(4) Over three years	A582	2,253	M.3.a.4
b. Time deposits of less than \$100,000 with a REMAINING MATURITY of one year or less (included in Memorandum items 3.a.(1) and 3.a.(2) above) (3)			
	A241	1,887	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	24,799	M.4.a.1
(2) Over three months through 12 months	A585	7,514	M.4.a.2
(3) Over one year through three years	A586	5,062	M.4.a.3
(4) Over three years	A587	510	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	15,523	M.4.b

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

Schedule RC-F—Other Assets

		Dollar Amounts in Thousands		RCON	Bil Mil Thou	
1.	Accrued interest receivable (1)			B556	609	1
2.	Net deferred tax assets (2)			2148	135	2
3.	Interest-only strips receivable (not in the form of a security) (3) on:					
	a. Mortgage loans			A519	0	3.a
	b. Other financial assets			A520	0	3.b
4.	Equity securities that DO NOT have readily determinable fair values (4)			1752	310	4
	5. Life insurance assets			C009	0	5
6.	All other assets (itemize and describe amounts greater than \$25,000 that exceed 25% of this item)			2168	613	6
	TEXT					
	a. Prepaid Expenses	2166	409			6.a
	b. Repossessed personal property (including vehicles)	1578	0			6.b
	c. Derivatives with a positive fair value held for purposes other than trading	C010	0			6.c
	d. Retained interests in accrued interest receivable related to securitized credit cards	C436	0			6.d
e.	3549	3549	0			6.e
f.	3550	3550	0			6.f
g.	3551	3551	0			6.g
7.	Total (sum of items 1 through 6) (must equal Schedule RC, item 11)			2160	1,667	7

Schedule RC-G—Other Liabilities

		Dollar Amounts in Thousands		RCON	Bil Mil Thou	
1.	a. Interest accrued and unpaid on deposits (5)			3645	179	1.a
	b. Other expenses accrued and unpaid (includes accrued income taxes payable)			3646	912	1.b
2.	Net deferred tax liabilities (2)			3049	0	2
3.	Allowance for credit losses on off-balance sheet credit exposures			B557	40	3
4.	All other liabilities (itemize and describe amounts greater than \$25,000 that exceed 25% of this item)			2938	538	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	0			4.d
e.	3552 Loan Expense Payable	3552	193			4.e
f.	3553 SBA Remittance Payable	3553	341			4.f
g.	3554	3554	0			4.g
5.	Total (sum of items 1 through 4) (must equal Schedule RC, item 20)			2930	1,669	5

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

Schedule RC-K—Quarterly Averages (1)

		Dollar Amounts in Thousands		
		RCON	Bil Mil Thou	
ASSETS				
1.	Interest-bearing balances due from depository institutions	3381	3,997	1
2.	U.S. Treasury securities and U.S. Government agency obligations (2) (excluding mortgage-backed securities)	B558	1,297	2
3.	Mortgage-backed securities (2)	B559	0	3
4.	All other securities (2, 3) (includes securities issued by states and political subdivisions in the U.S.)	B560	0	4
5.	Federal funds sold and securities purchased under agreements to resell	3365	9,254	5
6. Items 6.a through 6.d.(2) are to be completed by all banks.				
Loans:				
a.	Total loans	3360	106,387	6.a
b.	Loans secured by real estate	3385	79,020	6.b
c.	Commercial and industrial loans	3387	27,172	6.c
d.	Loans to individuals for household, family, and other personal expenditures:			
	(1) Credit cards	B561	0	6.d.1
	(2) Other (includes single payment, installment, all student loans, and revolving credit plans other than credit cards)	B562	107	6.d.2
7.	<i>To be completed by banks with \$100 million or more in total assets: (4)</i> Trading assets	3401	N/A	7
8.	Lease financing receivables (net of unearned income)	3484	0	8
9.	Total assets (5)	3368	123,020	9
LIABILITIES				
10.	Interest-bearing transaction accounts (NOW accounts, ATS accounts, and telephone and preauthorized transfer accounts) (exclude demand deposits)	3485	18,367	10
11.	Nontransaction accounts:			
	a. Savings deposits (includes MMDAs)	B563	32,226	11.a
	b. Time deposits of \$100,000 or more	A514	21,157	11.b
	c. Time deposits of less than \$100,000	A529	6,519	11.c
12.	Federal funds purchased and securities sold under agreements to repurchase	3353	0	12
13.	<i>To be completed by banks with \$100 million or more in total assets: (4)</i> Other borrowed money (includes mortgage indebtedness and obligations under capitalized leases)	3355	N/A	13

Memorandum

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

- (1) For all items, banks have the option of reporting either (1) an average of DAILY figures for the quarter, or (2) an average of WEEKLY figures (i.e., the Wednesday of each week of the quarter).
- (2) Quarterly averages for all debt securities should be based on amortized cost.
- (3) Quarterly averages for all equity securities should be based on historical cost.
- (4) The asset size tests and the five percent of total loans test are generally based on the total assets and total loans reported on the June 30, 2005, Report of Condition.
- (5) The quarterly average for total assets should reflect all debt securities (not held for trading) at amortized cost, equity securities with readily determinable fair values at the lower of cost or fair value, and equity securities without readily determinable fair values at historical cost.

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

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

		Dollar Amounts in Thousands		RCON	Bil Mil Thou	
1. Unused commitments:						
a.	Revolving, open-end lines secured by 1-4 family residential properties, e.g., home equity lines			3814	0	1.a
b.	Credit card lines			3815	0	1.b
c.	(1) Commitments to fund commercial real estate, construction, and land development loans secured by real estate			3816	2,545	1.c.1
	(2) Commitments to fund commercial real estate, construction, and land development loans NOT secured by real estate			6550	0	1.c.2
d.	Securities underwriting			3817	0	1.d
e.	Other unused commitments			3818	13,190	1.e
2. Financial standby letters of credit						
a.	Amount of financial standby letters of credit conveyed to others	3820	0			2.a
3. Performance standby letters of credit						
a.	Amount of performance standby letters of credit conveyed to others	3822	0			3.a
4. Commercial and similar letters of credit						
5. Not applicable						
6. Securities lent (including customers' securities lent where the customer is indemnified against loss by the reporting bank)						
7. Credit derivatives:						
		(Column A) Guarantor		(Column B) Beneficiary		
		RCON	Bil Mil Thou	RCON	Bil Mil Thou	
a. Notional amounts:						
(1) Credit default swaps		C968	0	C969	0	7.a.(1)
(2) Total return swaps		C970	0	C971	0	7.a.(2)
(3) Credit options		C972	0	C973	0	7.a.(3)
(4) Other credit derivatives		C974	0	C975	0	7.a.(4)
b. Gross fair values:						
(1) Gross positive fair value		C219	0	C221	0	7.b.(1)
(2) Gross negative fair value		C220	0	C222	0	7.b.(2)
8. Spot foreign exchange contracts						
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")						
TEXT						
a.	Securities borrowed			3432	0	9.a
b.	Commitments to purchase when-issued securities			3434	0	9.b
c.	Standby letters of credit issued by a Federal Home Loan Bank on the bank's behalf			C978	0	9.c
d.	3555			3555	0	9.d
e.	3556			3556	0	9.e
f.	3557			3557	0	9.f
10. All other off-balance sheet assets (exclude derivatives) (itemize and describe each component of this item over 25% of Schedule RC, item 28, "Total equity capital")						
TEXT						
a.	Commitments to sell when-issued securities			3435	0	10.a
b.	5592			5592	0	10.b
c.	5593			5593	0	10.c
d.	5594			5594	0	10.d
e.	5595			5595	0	10.e

Schedule RC-L—Continued

Dollar Amounts in Thousands

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

Schedule RC-M—Memoranda

		Dollar Amounts in Thousands		RCON	Bil Mil Thou	
1. Extensions of credit by the reporting bank to its executive officers, directors, principal shareholders, and their related interests as of the report date:						
a. Aggregate amount of all extensions of credit to all executive officers, directors, principal shareholders, and their related interests		6164			0	1.a
b. Number of executive officers, directors, and principal shareholders to whom the amount of all extensions of credit by the reporting bank (including extensions of credit to related interests) equals or exceeds the lesser of \$500,000 or 5 percent of total capital as defined for this purpose in agency regulations		RCON	Number	6165	0	1.b
2. Intangible assets other than goodwill:						
a. Mortgage servicing assets		3164			0	2.a
(1) Estimated fair value of mortgage servicing assets		A590			0	2.a.1
b. Purchased credit card relationships and nonmortgage servicing assets		B026			363	2.b
c. All other identifiable intangible assets		5507			0	2.c
d. Total (sum of items 2.a, 2.b, and 2.c) (must equal Schedule RC, item 10.b)		0426			363	2.d
3. Other real estate owned:						
a. Direct and indirect investments in real estate ventures		5372			0	3.a
b. All other real estate owned:						
(1) Construction, land development, and other land		5508			0	3.b.1
(2) Farmland		5509			0	3.b.2
(3) 1-4 family residential properties		5510			0	3.b.3
(4) Multifamily (5 or more) residential properties		5511			0	3.b.4
(5) Nonfarm nonresidential properties		5512			0	3.b.5
(6) Foreclosed properties from "GNMA loans"		C979			0	3.b.6
c. Total (sum of items 3.a and 3.b) (must equal Schedule RC, item 7)		2150			0	3.c
4. Investments in unconsolidated subsidiaries and associated companies:						
a. Direct and indirect investments in real estate ventures		5374			0	4.a
b. All other investments in unconsolidated subsidiaries and associated companies		5375			0	4.b
c. Total (sum of items 4.a and 4.b) (must equal Schedule RC, item 8)		2130			0	4.c
5. Other borrowed money:						
a. Federal Home Loan Bank advances:						
(1) Advances with a remaining maturity or next repricing date of: (1)						
(a) One year or less		F055			0	5.a.1.a
(b) Over one year through three years		F056			0	5.a.1.b
(c) Over three years through five years		F057			0	5.a.1.c
(d) Over five years		F058			0	5.a.1.d
(2) Advances with a REMAINING MATURITY of one year or less (included in item 5.a.(1)(a) above) (2)		2651			0	5.a.2
(3) Structured advances (included in items 5.a.(1)(a) - (d) above)		F059			0	5.a.3
b. Other borrowings:						
(1) Other borrowings with a remaining maturity or next repricing date of: (3)						
(a) One year or less		F060			0	5.b.1.a
(b) Over one year through three years		F061			0	5.b.1.b
(c) Over three years through five years		F062			0	5.b.1.c
(d) Over five years		F063			0	5.b.1.d
(2) Other borrowings with a REMAINING MATURITY of one year or less (included in item 5.b.(1)(a) above) (4)		B571			0	5.b.2
c. Total (sum of items 5.a.(1)(a)-(d) and items 5.b.(1)(a)-(d)) (must equal Schedule RC, item 16)		3190			0	5.c

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

Schedule RC-M—Continued

6. Does the reporting bank sell private label or third party mutual funds and annuities? _____

RCON	YES / NO
B569	NO

6

7. Assets under the reporting bank's management in proprietary mutual funds and annuities _____

RCON	Bil Mil Thou
B570	0

7

8. Primary Internet Web site address of the bank (home page), if any
(Example: www.examplebank.com)
(TEXT 4087) http://www.beachbusinessbank.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? _____

RCON	YES / NO
4088	YES

9

10. Secured liabilities:

a. Amount of "Federal funds purchased" that are secured (included in Schedule RC, item 14.a) _____

RCON	Bil Mil Thou
F064	0

10.a

b. Amount of "Other borrowings" that are secured (included in Schedule RC-M, items 5.b.(1)(a)-(d)) _____

RCON	Bil Mil Thou
F065	0

10.b

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

Dollar Amounts in Thousands	(Column A) Past due 30 through 89 days and still accruing		(Column B) Past due 90 days or more and still accruing		(Column C) Nonaccrual		
	RCON	Bil Mil Thou	RCON	Bil Mil Thou	RCON	Bil Mil Thou	
	1. Loans secured by real estate:						
a. Construction, land development, and other land loans	2759	0	2769	0	3492	0	1.a
b. Secured by farmland	3493	0	3494	0	3495	0	1.b
c. Secured by 1-4 family residential properties:							
(1) Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit	5398	0	5399	0	5400	0	1.c.1
(2) Closed-end loans secured by 1-4 family residential properties:							
(a) Secured by first liens	C236	0	C237	0	C229	0	1.c.2.a
(b) Secured by junior liens	C238	0	C239	0	C230	0	1.c.2.b
d. Secured by multifamily (5 or more) residential properties	3499	0	3500	0	3501	0	1.d
e. Secured by nonfarm nonresidential properties	3502	0	3503	0	3504	0	1.e
2. Loans to depository institutions and acceptances of other banks	B834	0	B835	0	B836	0	2
3. Not applicable							
4. Commercial and industrial loans	1606	0	1607	0	1608	0	4
5. Loans to individuals for household, family, and other personal expenditures:							
a. Credit cards	B575	0	B576	0	B577	0	5.a
b. Other (includes single payment, installment, all student loans, and revolving credit plans other than credit cards)	B578	0	B579	0	B580	0	5.b
6. Loans to foreign governments and official institutions	5389	0	5390	0	5391	0	6
7. All other loans (1)	5459	0	5460	0	5461	0	7
8. Lease financing receivables	1226	0	1227	0	1228	0	8
9. Debt securities and other assets (exclude other real estate owned and other repossessed assets)	3505	0	3506	0	3507	0	9

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.

	RCON	Bil Mil Thou	RCON	Bil Mil Thou	RCON	Bil Mil Thou	
10. Loans and leases reported in items 1 through 8 above which are wholly or partially guaranteed by the U.S. Government	5612	0	5613	0	5614	0	10
a. Guaranteed portion of loans and leases included in item 10 above (exclude rebooked "GNMA loans")	5615	0	5616	0	5617	0	10.a
b. Rebooked "GNMA loans" that have been repurchased or are eligible for repurchase included in item 10 above	C866	0	C867	0	C868	0	10.b

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

Schedule RC-N—Continued

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		
	RCON	Bil Mil Thou	RCON	Bil Mil Thou	RCON	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	0	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	0	6559	0	6560	0	M.2
3. Memorandum items 3.a through 3.d are to be completed by banks with \$300 million or more in total assets: (1)							
a. Loans secured by real estate to non-U.S. addressees (domicile) (included in Schedule RC-N, item 1, above)	1248	N/A	1249	N/A	1250	N/A	M.3.a
b. Loans to and acceptances of foreign banks (included in Schedule RC-N, item 2, above)	5380	N/A	5381	N/A	5382	N/A	M.3.b
c. Commercial and industrial loans to non-U.S. addressees (domicile) (included in Schedule RC-N, item 4, above)	1254	N/A	1255	N/A	1256	N/A	M.3.c
d. Lease financing receivables of non-U.S. addressees (domicile) (included in Schedule RC-N, item 8, above)	1271	N/A	1272	N/A	1791	N/A	M.3.d
4. Memorandum item 4 is to be completed by: (1)							
• banks with \$300 million or more in total assets							
• banks with less than \$300 million or more in total assets that have loans to finance agricultural production and other loans to farmers (Schedule RC-C, part I, item 3) exceeding five percent of total loans:							
Loans to finance agricultural production and other loans to farmers (included in Schedule RC-N, item 7, above)	1594	N/A	1597	N/A	1583	N/A	M.4
5. Loans and leases held for sale (included in Schedule RC-N, items 1 through 8, above)	C240	0	C241	0	C226	0	M.5

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

Memoranda	RCON	Bil Mil Thou	
7. Additions to nonaccrual assets during the quarter	C410	0	M.7
8. Nonaccrual assets sold during the quarter	C411	0	M.8

(1) The \$300 million asset size test and the five percent of total loans test are generally based on the total assets and total loans reported on the June 30, 2005, Report of Condition.

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

		Dollar Amounts in Thousands		
		RCON	Bil Mil Thou	
1. Unposted debits (see instructions):				
a.	Actual amount of all unposted debits <i>OR</i>	0030	0	1.a
b.	Separate amount of unposted debits:			
(1)	Actual amount of unposted debits to demand deposits	0031	0	1.b.1
(2)	Actual amount of unposted debits to time and savings deposits (1)	0032	0	1.b.2
2. Unposted credits (see instructions):				
a.	Actual amount of all unposted credits <i>OR</i>	3510	0	2.a
b.	Separate amount of unposted credits:			
(1)	Actual amount of unposted credits to demand deposits	3512	0	2.b.1
(2)	Actual amount of unposted credits to time and savings deposits (1)	3514	0	2.b.2
3. Uninvested trust funds (cash) held in bank's own trust department (not included in total deposits)		3520	0	3
4. Deposits of consolidated subsidiaries (not included in total deposits):				
a.	Demand deposits of consolidated subsidiaries	2211	0	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. Not applicable				
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, item 7, column B)	2314	0	6.a
b.	Amount reflected in time and savings deposits (1) (included in Schedule RC-E, 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	0	7.a
b.	Unamortized discounts	5517	0	7.b
8. Not applicable				
9. Deposits in lifeline accounts		5596		9
10. Benefit-responsive "Depository Institution Investment Contracts" (included in total deposits)		8432	0	10

(1) For FDIC insurance and FICO 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	
11.	Adjustments to demand deposits 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 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 of the bank (sum of Memorandum items 1.a.(1), 1.b.(1), 1.c.(1), and 1.d.(1) must equal Schedule RC, item 13.a):					
a.	Deposit accounts (excluding retirement accounts) of \$100,000 or less: (1)					
	(1) Amount of deposit accounts (excluding retirement accounts) of \$100,000 or less	F049	50,972			M.1.a.1
	(2) Number of deposit accounts (excluding retirement accounts) of \$100,000 or less (to be completed for the June report only)	RCON	Number			
		F050	N/A			M.1.a.2
b.	Deposit accounts (excluding retirement accounts) of more than \$100,000: (1)					
	(1) Amount of deposit accounts (excluding retirement accounts) of more than \$100,000	F051	47,373			M.1.b.1
	(2) Number of deposit accounts (excluding retirement accounts) of more than \$100,000	RCON	Number			
		F052	138			M.1.b.2
c.	Retirement deposit accounts of \$250,000 or less: (1)					
	(1) Amount of retirement deposit accounts of \$250,000 or less	F045	231			M.1.c.1
	(2) Number of retirement deposit accounts of \$250,000 or less (to be completed for the June report only)	RCON	Number			
		F046	N/A			M.1.c.2
d.	Retirement deposit accounts of more than \$250,000: (1)					
	(1) Amount of retirement deposit accounts of more than \$250,000	F047	0			M.1.d.1
	(2) Number of retirement deposit accounts of more than \$250,000	RCON	Number			
		F048	0			M.1.d.2
	Memorandum item 2 is to be completed by banks with \$1 billion or more in total assets. (2)					
2.	Estimated amount of uninsured deposits (see instructions)	5597	N/A			M.2
3.	Has the reporting institution been consolidated with a parent bank or savings association in that parent bank's or parent saving association's Call Report or Thrift Financial Report? If so, report the legal title and FDIC Certificate Number of the parent bank or parent savings association:					
	TEXT	RCON	FDIC Cert No.			
	A545	A545	0			M.3

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

(2) The \$1 billion asset size test is generally based on the total assets reported on the June 30, 2005, Report of Condition.

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

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

Dollar Amounts in Thousands	RCON	Bil Mil Thou	
1. Retail originations during the quarter of closed-end 1-4 family residential mortgage loans for sale²:			
a. First liens	F066	N/A	1.a
b. Junior liens	F067	N/A	1.b
2. Wholesale originations and purchases during the quarter of closed-end 1-4 family residential mortgage loans for sale²:			
a. First liens	F068	N/A	2.a
b. Junior liens	F069	N/A	2.b
3. Closed-end 1-4 family residential mortgage loans sold during the quarter:			
a. First liens	F070	N/A	3.a
b. Junior liens	F071	N/A	3.b
4. Closed-end 1-4 family residential mortgage loans held for sale at quarter-end (included in Schedule RC, item 4.a):			
a. First liens	F072	N/A	4.a
b. Junior liens	F073	N/A	4.b

(1) The \$1 billion asset size test is generally based on the total assets reported on the June 30, 2005, Report of Condition.

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

Schedule RC-R—Regulatory Capital

Dollar Amounts in Thousands

	RCON	Bil Mil Thou			
Tier 1 capital					
1. Total equity capital (from Schedule RC, item 28)	3210	36,449	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	(40)	2		
3. LESS: Net unrealized loss on available-for-sale EQUITY securities (1) (report loss as a positive value)	A221	0	3		
4. LESS: Accumulated net gains (losses) on cash flow hedges (1) (if a gain, report as a positive value; if a loss, report as a negative value)	4336	0	4		
5. LESS: Nonqualifying perpetual preferred stock	B588	0	5		
6. Qualifying minority interests in consolidated subsidiaries	B589	0	6		
7. LESS: Disallowed goodwill and other disallowed intangible assets	B590	0	7		
8. Subtotal (sum of items 1 and 6, less items 2, 3, 4, 5, and 7)	C227	36,489	8		
9.a. LESS: Disallowed servicing assets and purchased credit card relationships	B591	36	9.a		
b. LESS: Disallowed deferred tax assets	5610	0	9.b		
10. Other additions to (deductions from) Tier 1 capital	B592	0	10		
11. Tier 1 capital (sum of items 8 and 10, less items 9.a and 9.b)	8274	36,453	11		
Tier 2 capital					
12. Qualifying subordinated debt and redeemable preferred stock	5306	0	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	1,539	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	1,539	17		
18. Allowable Tier 2 capital (lesser of item 11 or 17)	8275	1,539	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	37,992	21		
Total assets for leverage ratio					
22. Average total assets (from Schedule RC-K, item 9)	3368	123,020	22		
23. LESS: Disallowed goodwill and other disallowed intangible assets (from item 7 above)	B590	0	23		
24. LESS: Disallowed servicing assets and purchased credit card relationships (from item 9.a above)	B591	36	24		
25. LESS: Disallowed deferred tax assets (from item 9.b above)	5610	0	25		
26. LESS: Other deductions from assets for leverage capital purposes	B596	0	26		
27. Average total assets for leverage capital purposes (item 22 less items 23 through 26)	A224	122,984	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.)					
	RCON	(Column A) Percentage	RCON	(Column B) Percentage	
31. Tier 1 leverage ratio (2)	7273	0.00%	7204	29.64%	31
32. Tier 1 risk-based capital ratio (3)	7274	0.00%	7206	29.63%	32
33. Total risk-based capital ratio (4)	7275	0.00%	7205	30.88%	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 weight. When completing items 34 through 54 of Schedule RC-R, each bank should decide for itself how detailed a risk-weight analysis it wishes to perform. In other words, a bank can choose from among its assets and off-balance sheet items that have a risk weight of less than 100 percent which ones to risk-weight at an appropriate lower risk weight, or it can simply risk-weight some or all of these items at a 100 percent risk weight (50 percent for derivatives).

	(Column A) Totals (from Schedule RC)	(Column B) Items Not Subject to Risk-Weighting	(Column C)	(Column D)	(Column E)	(Column F)	
			Allocation by Risk Weight Category				
			0%	20%	50%	100%	
Dollar Amounts in Thousands							
	Bil Mil Thou	Bil Mil Thou	Bil Mil Thou	Bil Mil Thou	Bil Mil Thou	Bil Mil Thou	
Balance Sheet Asset Categories							
34. Cash and balances due from depository institutions (Column A equals the sum of Schedule RC items 1.a and 1.b)	RCON 0010 6,679	RCON C869 0	RCON B600 437	RCON B601 6,242		RCON B602 0	34
35. Held-to-maturity securities	RCON 1754 0	RCON B603 0	RCON B604 0	RCON B605 0	RCON B606 0	RCON B607 0	35
36. Available-for-sale securities	RCON 1773 1,278	RCON B608 (40)	RCON B609 0	RCON B610 1,318	RCON B611 0	RCON B612 0	36
37. Federal funds sold and securities purchased under agreements to resell	RCON C225 14,115		RCON C063 0	RCON C064 14,115		RCON B520 0	37
38. Loans and leases held for sale	RCON 5369 11,311	RCON B617 0	RCON B618 0	RCON B619 2,623	RCON B620 0	RCON B621 8,688	38
39. Loans and leases, net of unearned income	RCON B528 102,144	RCON B622 0	RCON B623 0	RCON B624 255	RCON B625 656	RCON B626 101,233	39
40. LESS: Allowance for loan and lease losses	RCON 3123 1,565	RCON 3123 1,565					40
41. Trading assets	RCON 3545 0	RCON B627 0	RCON B628 0	RCON B629 0	RCON B630 0	RCON B631 0	41
42. All other assets (1)	RCON B639 2,732	RCON B640 36	RCON B641 0	RCON B642 314	RCON B643 0	RCON 5339 2,382	42
43. Total assets (sum of items 34 through 42)	RCON 2170 136,694	RCON B644 (1,569)	437	24,867	656	112,303	43

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

Schedule RC-R—Continued

	(Column A)	Credit Conversion Factor	(Column B)	(Column C)	(Column D)	(Column E)	(Column F)		
	Face Value or Notional Amount			Credit Equivalent Amount (1)	Allocation by Risk Weight Category				
	Bil Mil Thou			Bil Mil Thou	0%	20%	50%		100%
Dollar Amounts in Thousands									
Derivatives and Off-Balance Sheet Items	RCON B546	See footnote 2	RCON B547	RCON B548	RCON B581	RCON B582	RCON B583		
44. Financial standby letters of credit	0	1.000	0	0	0	0	0	44	
45. Performance standby letters of credit	RCON 3821		RCON B650	RCON B651	RCON B652	RCON B653	RCON B654		
	0	.50	0	0	0	0	0	45	
46. Commercial and similar letters of credit	RCON 3411		RCON B655	RCON B656	RCON B657	RCON B658	RCON B659		
	0	.20	0	0	0	0	0	46	
47. Risk participations in bankers acceptances acquired by the reporting institution	RCON 3429		RCON B660	RCON B661	RCON B662		RCON B663		
	0	1.00	0	0	0		0	47	
	RCON 3433		RCON B664	RCON B665	RCON B666	RCON B667	RCON B668		
48. Securities lent	0	1.00	0	0	0	0	0	48	
49. Retained recourse on small business obligations sold with recourse	RCON A250		RCON B669	RCON B670	RCON B671	RCON B672	RCON B673		
	0	1.00	0	0	0	0	0	49	
50. Recourse and direct credit substitutes (other than financial standby letters of credit) subject to the low-level exposure rule and residual interests subject to a dollar-for-dollar capital requirement	RCON B541	See footnote 3	RCON B542				RCON B543		
	0	12.500	0				0	50	
51. All other financial assets sold with recourse	RCON B675		RCON B676	RCON B677	RCON B678	RCON B679	RCON B680		
	0	1.00	0	0	0	0	0	51	
52. All other off-balance sheet liabilities	RCON B681		RCON B682	RCON B683	RCON B684	RCON B685	RCON B686		
	0	1.00	0	0	0	0	0	52	
53. Unused commitments with an original maturity exceeding one year	RCON 3833		RCON B687	RCON B688	RCON B689	RCON B690	RCON B691		
	10,965	.50	5,483	0	0	0	5,482	53	
			RCON A167	RCON B693	RCON B694	RCON B695			
54. Derivative contracts			0	0	0	0		54	

(1) Column A multiplied by credit conversion factor.

(2) For financial standby letters of credit to which the low-level exposure rule applies, use a credit conversion factor of 12.5 or an institution-specific factor.

For other financial standby letters of credit, use a credit conversion factor of 1.00. See instructions for further information. (Entering an 'M' allows for data entry in Column B.)

(3) Or institution specific factor.

Schedule RC-R—Continued

	(Column C)	(Column D)	(Column E)	(Column F)	
	Allocation by Risk Weight Category				
	0%	20%	50%	100%	
	Dollar Amounts in Thousands				
	Bil Mil Thou	Bil Mil Thou	Bil Mil Thou	Bil Mil Thou	
Totals					
55. Total assets, derivatives, and off-balance sheet items by risk weight category (for each column, sum of items 43 through 54)	RCON B696	RCON B697	RCON B698	RCON B699	
	437	24,867	656	117,785	55
56. Risk weight factor	x 0%	x 20%	x 50%	x 100%	56
57. Risk-weighted assets by risk weight category (for each column, item 55 multiplied by item 56)	RCON B700	RCON B701	RCON B702	RCON B703	
	0	4,973	328	117,785	57
58. Market risk equivalent assets				RCON 1651	
				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)				RCON B704	
				123,086	59
60. LESS: Excess allowance for loan and lease losses				RCON A222	
				66	60
61. LESS: Allocated transfer risk reserve				RCON 3128	
				0	61
62. Total risk-weighted assets (item 59 minus items 60 and 61)				RCON A223	
				123,020	62

Memoranda

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

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

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

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

Dollar Amounts in Thousands

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

Schedule RC-S—Continued

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

Schedule RC-S—Continued

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

Memoranda

	Dollar Amounts in Thousands		
	RCON	Bil Mil Thou	
1. Small business obligations transferred with recourse under Section 208 of the Riegle Community Development and Regulatory Improvement Act of 1994:			
a. Outstanding principal balance	A249	0	M.1.a
b. Amount of retained recourse on these obligations as of the report date	A250	0	M.1.b
2. Outstanding principal balance of assets serviced for others:			
a. 1-4 family residential mortgages serviced with recourse or other servicer-provided credit enhancements	B804	0	M.2.a
b. 1-4 family residential mortgages serviced with no recourse or other servicer-provided credit enhancements	B805	0	M.2.b
c. Other financial assets (includes home equity lines) (1)	A591	36,719	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	0	M.3.a.1
(2) Conduits sponsored by other unrelated institutions	B807	0	M.3.a.2
b. Unused commitments to provide liquidity to conduit structures:			
(1) Conduits sponsored by the bank, a bank affiliate, or the bank's holding company	B808	0	M.3.b.1
(2) Conduits sponsored by other unrelated institutions	B809	0	M.3.b.2
4. Outstanding credit card fees and finance charges included in Schedule RC-S, item 1, column C (2)	C407	N/A	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.

Schedule RC-T—Fiduciary and Related Services

Items 12 through 23 and Memorandum item 4 will not be made available to the public on an individual institution basis.

1. Does the institution have fiduciary powers? (If "NO," do not complete Schedule RC-T)	RCON A345	YES / NO NO	1
2. Does the institution exercise the fiduciary powers it has been granted?	RCON A346	YES / NO NO	2
3. Does the institution have any fiduciary or related activity (in the form of assets or accounts) to report in this schedule? (If "NO," do not complete the rest of Schedule RC-T.)	RCON B867	YES / NO NO	3

If the answer to item 3 is "YES," complete the applicable items of Schedule RC-T, as follows:

Institutions with total fiduciary assets (item 9, sum of columns A and B) greater than \$250 million (as of the preceding December 31) or with gross fiduciary and related services income greater than 10% of revenue (net interest income plus noninterest income) for the preceding calendar year must complete:

- Items 4 through 19 quarterly,
- Items 20 through 23 annually with the December report, and
- Memorandum items 1 through 4 annually with the December report.

Institutions with total fiduciary assets (item 9, sum of columns A and B) greater than \$100 million but less than or equal to \$250 million (as of the preceding December 31) that do not meet the fiduciary income test for quarterly reporting must complete:

- Items 4 through 23 annually with the December report, and
- Memorandum items 1 through 4 annually with the December report.

Institutions with total fiduciary assets (item 9, sum of columns A and B) of \$100 million or less (as of the preceding December 31) that do not meet the fiduciary income test for quarterly reporting must complete:

- Items 4 through 10 annually with the December report, and
- Memorandum items 1 through 3 annually with the December report.

	(Column A) Managed Assets	(Column B) Non-Managed Assets	(Column C) Number of Managed Accounts	(Column D) Number of Non-Managed Accounts	
	Tril Bil Mil Thou	Tril Bil Mil Thou			
Dollar Amounts in Thousands					
FIDUCIARY AND RELATED ASSETS	RCONB868	RCONB869	RCONB870	RCONB871	
4. Personal trust and agency accounts	N/A	N/A	N/A	N/A	4
5. Retirement related trust & agency accounts:	RCONB872	RCONB873	RCONB874	RCONB875	
a. Employee benefit-defined contribution	N/A	N/A	N/A	N/A	5.a
b. Employee benefit-defined benefit	RCONB876	RCONB877	RCONB878	RCONB879	5.b
c. Other retirement accounts	N/A	N/A	N/A	N/A	5.c
6. Corporate trust and agency accounts	RCONB884	RCONB885	RCONC001	RCONC002	6
7. Investment management agency accounts	RCONB886		RCONB888		7
8. Other fiduciary accounts	RCONB890	RCONB891	RCONB892	RCONB893	8
9. Total fiduciary accounts (sum of items 4 through 8)	RCONB894	RCONB895	RCONB896	RCONB897	9
	N/A	N/A	N/A	N/A	
10. Custody and safekeeping accounts		RCONB898		RCONB899	10
11. Not applicable		N/A		N/A	

Schedule RC-T—Continued

	Dollar Amounts in Thousands		
	RIAD	Bil Mil Thou	
FIDUCIARY AND RELATED SERVICES INCOME			
12. Personal trust and agency accounts	B904	N/A	12
13. Retirement related trust and agency accounts:			
a. Employee benefit—defined contribution	B905	N/A	13.a
b. Employee benefit—defined benefit	B906	N/A	13.b
c. Other retirement accounts	B907	N/A	13.c
14. Corporate trust and agency accounts	A479	N/A	14
15. Investment management agency accounts	B908	N/A	15
16. Other fiduciary accounts	A480	N/A	16
17. Custody and safekeeping accounts	B909	N/A	17
18. Other fiduciary and related services income	B910	N/A	18
19. Total gross fiduciary and related services income (sum of items 12 through 18) (must equal Schedule RI, item 5.a)	4070	N/A	19
20. Less: Expenses	C058	N/A	20
21. Less: Net losses from fiduciary and related services	A488	N/A	21
22. Plus: Intracompany income credits for fiduciary and related services	B911	N/A	22
23. Net fiduciary and related services income	A491	N/A	23

Memoranda

	Dollar Amounts in Thousands		Managed Assets		
	RCON	Bil Mil Thou	RCON	Bil Mil Thou	
1. Managed assets held in personal trust and agency accounts:					
a. Noninterest-bearing deposits	B913	N/A			M.1.a
b. Interest-bearing deposits	B914	N/A			M.1.b
c. U.S. Treasury and U.S. Government agency obligations	B915	N/A			M.1.c
d. State, county and municipal obligations	B916	N/A			M.1.d
e. Money market mutual funds	B917	N/A			M.1.e
f. Other short-term obligations	B918	N/A			M.1.f
g. Other notes and bonds	B919	N/A			M.1.g
h. Common and preferred stocks	B920	N/A			M.1.h
i. Real estate mortgages	B921	N/A			M.1.i
j. Real estate	B922	N/A			M.1.j
k. Miscellaneous assets	B923	N/A			M.1.k
l. Total managed assets held in personal trust and agency accounts (sum of Memorandum items 1.a through 1.k) (must equal Schedule RC-T, item 4, column A)	B868	N/A			M.1.l

	Dollar Amounts in Thousands		(Column A) Number of Issues	(Column B) Principal Amount Outstanding	
	RCON	Bil Mil Thou	RCON	Bil Mil Thou	
2. Corporate trust and agency accounts:					
a. Corporate and municipal trusteeships	B927	N/A		N/A	M.2.a
b. Transfer agent, registrar, paying agent, and other corporate agency	B929	N/A			M.2.b

Schedule RC-T—Continued

Memoranda—Continued

	(Column A) Number of Funds		(Column B) Market Value of Fund Assets		
	RCON		RCON	Bil Mil Thou	
Dollar Amounts in Thousands					
3. Collective investment funds and common trust funds:					
a. Domestic equity	B931	N/A	B932	N/A	M.3.a
b. International/Global equity	B933	N/A	B934	N/A	M.3.b
c. Stock/Bond blend	B935	N/A	B936	N/A	M.3.c
d. Taxable bond	B937	N/A	B938	N/A	M.3.d
e. Municipal bond	B939	N/A	B940	N/A	M.3.e
f. Short term investments/Money market	B941	N/A	B942	N/A	M.3.f
g. Specialty/Other	B943	N/A	B944	N/A	M.3.g
h. Total collective investment funds (sum of Memorandum items 3.a through 3.g)	B945	N/A	B946	N/A	M.3.h

	(Column A) Gross Losses Managed Accounts		(Column B) Gross Losses Non-Managed Accounts		(Column C) Recoveries		
	RIAD	Mil Thou	RIAD	Mil Thou	RIAD	Mil Thou	
Dollar Amounts in Thousands							
4. Fiduciary settlements, surcharges and other losses:							
a. Personal trust and agency accounts	B947	N/A	B948	N/A	B949	N/A	M.4.a
b. Retirement related trust and agency accounts	B950	N/A	B951	N/A	B952	N/A	M.4.b
c. Investment management agency accounts	B953	N/A	B954	N/A	B955	N/A	M.4.c
d. Other fiduciary accounts and related services	B956	N/A	B957	N/A	B958	N/A	M.4.d
e. Total fiduciary settlements, surcharges, and other losses (sum of Memorandum items 4.a through 4.d) (sum of columns A and B minus column C must equal Schedule RC-T, item 21)	B959	N/A	B960	N/A	B961	N/A	M.4.e

Person to whom questions about Schedule RC-T—Fiduciary and Related Services should be directed:

N/A

Name and Title (TEXT B962)

N/A

E-mail Address (TEXT B926)

N/A

Telephone: Area code/phone number/extension (TEXT B963)

N/A

FAX: Area code/phone number (TEXT B964)

REPORT OF CONDITION

Consolidating domestic subsidiaries of

Beach Business Bank

in the state of CA at close of business on December 31, 2006

published in response to call made by (Enter additional information below)

Statement of Resources and Liabilities

Dollar Amounts in Thousands

ASSETS	
Cash and balances due from depository institutions:	
Noninterest-bearing balances and currency and coin	1,929
Interest-bearing balances	4,750
Securities:	
Held-to-maturity securities	0
Available-for-sale securities	1,278
Federal funds sold and securities purchased under agreements to resell:	
Federal funds sold	14,115
Securities purchased under agreements to resell	0
Loans and lease financing receivables:	
Loans and leases held for sale	11,311
Loans and leases, net of unearned income	102,144
LESS: Allowance for loan and lease losses	1,565
Loans and leases, net of unearned income and allowance	100,579
Trading Assets	0
Premises and fixed assets (including capitalized leases)	702
Other real estate owned	0
Investments in unconsolidated subsidiaries and associated companies	0
Intangible assets:	
Goodwill	0
Other intangible assets	363
Other assets	1,667
Total assets	136,694

REPORT OF CONDITION (Continued)

LIABILITIES

Dollar Amounts in Thousands

Deposits:

In domestic offices		98,576
Noninterest-bearing	8,233	
Interest-bearing	90,343	
Federal funds purchased and securities sold under agreements to repurchase:		
Federal funds purchased		0
Securities sold under agreements to repurchase		0
Trading liabilities		0
Other borrowed money (includes mortgage indebtedness and obligations under capitalized leases)		0
Subordinated notes and debentures		0
Other liabilities		1,669
Total liabilities		100,245
Minority interest in consolidated subsidiaries		0

EQUITY CAPITAL

Perpetual preferred stock and related surplus		0
Common stock		37,151
Surplus (exclude all surplus related to preferred stock)		0
Retained earnings		(662)
Accumulated other comprehensive income		(40)
Other equity capital components		0
Total equity capital		36,449
Total liabilities, minority interest, and equity capital		136,694

We, the undersigned directors, attest to the correctness of this statement of resources and liabilities. We 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 and is true and correct.

Director #1

Director #2

Director #3

I, Melissa Lanfre, Chief Financial Officer
(Name, Title)

of the above named bank do hereby declare that this Report of Condition is true and correct to the best of my knowledge and belief.
