

# Federal Financial Institutions Examination Council

Please refer to page i,

1

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 September 30, 2007

(20070930)

(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. The Reports of Condition and Income must be signed by the Chief Financial Officer (CFO) of the reporting bank (or by the individual performing an equivalent function) and attested to by not less than two directors (trustees) for State nonmember banks and three directors for State member and National banks.

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

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

\_\_\_\_\_  
Director (Trustee)

\_\_\_\_\_  
Director (Trustee)

\_\_\_\_\_  
Director (Trustee)

\_\_\_\_\_  
Signature of Chief Financial Officer (or Equivalent)

\_\_\_\_\_  
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](mailto: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

## Table of Contents

<b>Signature Page</b>	Cover	Schedule RC-B - Securities _____	RC-3, 4, 5, 5a
<b>Contact Information</b> _____	ii, iii	Schedule RC-C - Loans and Lease Financing Receivables:	
		Part I. Loans and Leases _____	RC-6, 7, 7a
<b>Report of Income</b>		Part II. Loans to Small Businesses and Small Farms (to be completed for the June report only) _____	RC-7b, 7c
Schedule RI - Income Statement _____	RI-1, 2, 3		
Schedule RI-A - Changes in Equity Capital _____	RI-4	Schedule RC-D - Trading Assets and Liabilities (to be completed only by selected banks) _____	RC-8
Schedule RI-B - Charge-offs and Recoveries on Loans and Leases and Changes in Allowance for Loan and Lease Losses _____	RI-4, 5, 5a	Schedule RC-E - Deposit Liabilities _____	RC-9, 10
Schedule RI-E - Explanations _____	RI-6, 7	Schedule RC-F - Other Assets _____	RC-11
<b>Report of Condition</b>		Schedule RC-G - Other Liabilities _____	RC-11
Schedule RC - Balance Sheet _____	RC-1, 2	Schedule RC-K - Quarterly Averages _____	RC-12
Schedule RC-A - Cash and Balances Due From Depository Institutions (to be completed only by selected banks) _____	RC-3	Schedule RC-L - Derivatives and Off-Balance Sheet Items _____	RC-13, 14
<b>Disclosure of Estimated Burden</b>		Schedule RC-M - Memoranda _____	RC-15, 15a
The estimated average burden associated with this information collection is 39.2 hours per respondent and is estimated to vary from 16 to 630 hours per response, depending on individual circumstances. Burden estimates include the time for reviewing instructions, gathering and maintaining data in the required form, and completing the information collection, but exclude the time for compiling and maintaining business records in the normal course of a respondent's activities. A Federal agency may not conduct or sponsor, and an organization (or a person) is not required to respond to a collection of information, unless it displays a currently valid OMB control number. Comments concerning the accuracy of this burden estimate and suggestions for reducing this burden should be directed to the Office of Information and Regulatory Affairs, Office of Management and Budget, Washington, D.C. 20503, and to one of the following:		Schedule RC-N - Past Due and Nonaccrual Loans, Leases, and Other Assets _____	RC-16, 17, 17a
Secretary Board of Governors of the Federal Reserve System Washington, D.C. 20551		Schedule RC-O - Other Data for Deposit Insurance and FICO Assessments _____	RC-18, 19
Legislative and Regulatory Analysis Division Office of the Comptroller of the Currency Washington, D.C. 20219		Schedule RC-P—Closed-End 1-4 Family Residential Mortgage Banking Activities (to be completed only by selected banks) _____	RC-19a
Assistant Executive Secretary Federal Deposit Insurance Corporation Washington, D.C. 20429		<b>Schedule RC-Q—Financial Assets and Liabilities Measured at Fair Value (to be completed only by selected banks)</b> _____	RC-20b
		Schedule RC-R - Regulatory Capital _____	RC-20, 21, 22, 23
		Schedule RC-S - Servicing, Securitization, and Asset Sale Activities _____	RC-24, 25, 26
		Schedule RC-T - Fiduciary and Related Services _____	RC-27, 28, 29
		Optional Narrative Statement Concerning the Amounts Reported in the Reports of Condition and Income _____	RC-30

**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  
 \_\_\_\_\_  
 Name (TEXT C495)  
 VP/Controller  
 \_\_\_\_\_  
 Title (TEXT C496)  
 scovey@beachbusinessbank.com  
 \_\_\_\_\_  
 E-mail Address (TEXT 4086)  
 (310) 802-2986  
 \_\_\_\_\_  
 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  
 \_\_\_\_\_  
 Name (TEXT C366)  
 Chief Financial Officer  
 \_\_\_\_\_  
 Title (TEXT C367)  
 mlanfre@beachbusinessbank.com  
 \_\_\_\_\_  
 E-mail Address (TEXT C368)  
 (310) 802-2919  
 \_\_\_\_\_  
 Telephone: Area code/phone number/extension (TEXT C369)  
 (310) 802-2958  
 \_\_\_\_\_  
 FAX: Area code/phone number (TEXT C370)

**Secondary Contact**

Robert M. Franko  
 \_\_\_\_\_  
 Name (TEXT C371)  
 President  
 \_\_\_\_\_  
 Title (TEXT C372)  
 rfranko@beachbusinessbank.com  
 \_\_\_\_\_  
 E-mail Address (TEXT C373)  
 (310) 802-2910  
 \_\_\_\_\_  
 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**

Melissa Rickabaugh  
Name (TEXT C437)  
Senior Operations Officer  
Title (TEXT C438)  
mrickabaugh@beachbusinessbank.com  
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(310) 802-2922  
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(310) 802-2962  
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**Secondary Contact**

Melissa Lanfre  
Name (TEXT C442)  
Chief Financial Officer  
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mlanfre@beachbusinessbank.com  
E-mail Address (TEXT C444)  
(310) 802-2919  
Telephone: Area code/phone number/extension (TEXT C445)  
(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, 2007 – September 30, 2007

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:						
<b>a. Items 1.a.(1) through (6) are to be completed by all banks.</b>						
Interest and fee income on loans:						
(1) Loans secured by real estate	4011	5,789				1.a.1
(2) Commercial and industrial loans	4012	2,694				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	5				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	<b>8,488</b>				1.a.6
b. Income from lease financing receivables			4065	0		1.b
c. Interest income on balances due from depository institutions (2)			4115	266		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	34				1.d.1
(2) Mortgage-backed securities	B489	0				1.d.2
(3) All other securities (includes securities issued by states and political subdivisions in the U.S.)	4060	0				1.d.3
e. Interest income from trading assets			4069	0		1.e
f. Interest income on federal funds sold and securities purchased under agreements to resell			4020	584		1.f
g. Other interest income			4518	14		1.g
h. Total interest income (sum of items 1.a.(6) through 1.g)	4107	<b>9,386</b>				1.h
2. Interest expense:						
a. Interest on deposits:						
(1) Transaction accounts (NOW accounts, ATS accounts, and telephone and preauthorized transfer accounts)	4508	720				2.a.1
(2) Nontransaction accounts:						
(a) Savings deposits (includes MMDAs)	0093	1,466				2.a.2.a
(b) Time deposits of \$100,000 or more	A517	243				2.a.2.b
(c) Time deposits of less than \$100,000	A518	1,485				2.a.2.c
b. Expense of federal funds purchased and securities sold under agreements to repurchase	4180	27				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	3,941	2.e	
3. Net interest income (item 1.h minus 2.e)			4074	5,445
4. Provision for loan and lease losses			4230	739
5. Noninterest income:				
a. Income from fiduciary activities (1)	4070	0	5.a	
b. Service charges on deposit accounts	4080	129	5.b	
c. Trading revenue (2)	A220	0	5.c	
<b>d. (1) Fees and commissions from securities brokerage</b>	C886	0	5.d.1	
<b>(2) Investment banking, advisory, and underwriting fees and commissions</b>	C888	0	5.d.2	
<b>(3) Fees and commissions from annuity sales</b>	C887	0	5.d.3	
<b>(4) Underwriting income from insurance and reinsurance activities</b>	C386	0	5.d.4	
<b>(5) Income from other insurance activities</b>	C387	0	5.d.5	
e. Venture capital revenue	B491	0	5.e	
f. Net servicing fees	B492	64	5.f	
g. Net securitization income	B493	0	5.g	
<b>h. Not applicable</b>				
i. Net gains (losses) on sales of loans and leases	5416	740	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	122	5.l	
m. Total noninterest income (sum of items 5.a through 5.l)			4079	1,055
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	3,444	7.a	
b. Expenses of premises and fixed assets (net of rental income) (excluding salaries and employee benefits and mortgage interest)	4217	663	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	1,361	7.d	
e. Total noninterest expense (sum of items 7.a through 7.d)			4093	5,468
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	293
9. Applicable income taxes (on item 8)			4302	0
10. Income (loss) before extraordinary items and other adjustments (item 8 minus item 9)			4300	293
11. Extraordinary items and other adjustments, net of income taxes*			4320	0
12. Net income (loss) (sum of items 10 and 11)			4340	293

\* Describe on Schedule RI-E—Explanations

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

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

### Schedule RI—Continued

Memoranda	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	39	Number	M.5
6. Memorandum item 6 is to be completed by: (1) <ul style="list-style-type: none"> <li>• banks with \$300 million or more in total assets, and</li> <li>• 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.</li> </ul> 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	CCYY/MM/DD	M.7
8. Trading revenue (from cash instruments and derivative instruments) (sum of of Memorandum items 8.a through 8.e must equal Schedule RI, item 5.c) <b>(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.):</b>	RIAD	Bil   Mil   Thou		
a. Interest rate exposures	8757	N/A		M.8.a
b. Foreign exchange exposures	8758	N/A		M.8.b
c. Equity security and index exposures	8759	N/A		M.8.c
d. Commodity and other exposures	8760	N/A		M.8.d
e. Credit exposures	F186	N/A		M.8.e
9. Net gains (losses) recognized in earnings on credit derivatives that economically hedge credit exposures held outside the trading account:				
a. Net gains (losses) on credit derivatives held for trading	C889	0		M.9.a
b. Net gains (losses) on credit derivatives held for purposes other than trading	C890	0		M.9.b
10. 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?	RIAD A530	YES / NO NO		M.11
12. Noncash income from negative amortization on closed-end loans secured by 1-4 family residential properties (included in Schedule RI, item 1.a.(1))	F228	N/A		M.12

(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, 2006, 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, 2006, Reports of Condition and Income (i.e., after adjustments from amended Reports of Income)	3217	36,449	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	36,449	3
4. Net income (loss) (must equal Schedule RI, item 12)	4340	293	4
5. Sale, conversion, acquisition, or retirement of capital stock, net (excluding treasury stock transactions)	B509	226	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	19	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	36,987	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 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, 2006, Reports of Condition and Income (i.e., after adjustments from amended Reports of Income)	B522	1,565	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	739	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	2,304	7

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

\* Describe on Schedule RI-E—Explanations.

### Schedule RI-E—Explanations

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

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

				Year-to-date		
				RIAD	Bil   Mil   Thou	
Dollar Amounts in Thousands						
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:						
<b>TEXT</b>						
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			4461	0	1.f
g.	4462			4462	0	1.g
h.	4463			4463	0	1.h
i.	<b>Net change in the fair values of financial instruments accounted for under a fair value option</b>			F229	0	1.i
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:						
<b>TEXT</b>						
a.	Data processing expenses			C017	305	2.a
b.	Advertising and marketing expenses			0497	0	2.b
c.	Directors' fees			4136	0	2.c
d.	Printing, stationery, and supplies			C018	0	2.d
e.	Postage			8403	0	2.e
f.	Legal fees and expenses			4141	0	2.f
g.	FDIC deposit insurance assessments			4146	0	2.g
h.	4464			4464	0	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):						
<b>TEXT</b>						
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 September 30, 2007

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	
<b>ASSETS</b>				
1. Cash and balances due from depository institutions (from Schedule RC-A):				
a. Noninterest-bearing balances and currency and coin (1)		0081	15,015	1.a
b. Interest-bearing balances (2)		0071	5,777	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	1,794	2.b
3. Federal funds sold and securities purchased under agreements to resell:				
a. Federal funds sold		B987	5,215	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	0	4.a
b. Loans and leases, net of unearned income	B528	165,251		4.b
c. LESS: Allowance for loan and lease losses	3123	2,304		4.c
d. Loans and leases, net of unearned income and allowance (item 4.b minus 4.c)		B529	<b>162,947</b>	4.d
5. Trading assets (from Schedule RC-D)				
		3545	0	5
6. Premises and fixed assets (including capitalized leases)				
		2145	578	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	412	10.b
11. Other assets (from Schedule RC-F)				
		2160	2,848	11
12. Total assets (sum of items 1 through 11)				
		2170	<b>194,586</b>	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	
<b>LIABILITIES</b>						
13. Deposits:						
a. In domestic offices (sum of totals of columns A and C from Schedule RC-E)	2200			155,560		13.a
(1) Noninterest-bearing (1)	6631		15,046			13.a.1
(2) Interest-bearing	6636		140,514			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			2,038		20
21. Total liabilities (sum of items 13 through 20)	2948			<b>157,598</b>		21
22. Minority interest in consolidated subsidiaries	3000			0		22
<b>EQUITY CAPITAL</b>						
23. Perpetual preferred stock and related surplus	3838			0		23
24. Common stock	3230			37,377		24
25. Surplus (exclude all surplus related to preferred stock)	3839			0		25
26. a. Retained earnings	3632			(368)		26.a
b. Accumulated other comprehensive income (5)	B530			(21)		26.b
27. Other equity capital components (6)	A130			0		27
28. Total equity capital (sum of items 23 through 27)	3210			<b>36,988</b>		28
29. Total liabilities, minority interest, and equity capital (sum of items 21, 22, and 28)	3300			<b>194,586</b>		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 2006

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	1,816	1298	1,794	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	1,816	1773	1,794	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	691	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	100	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	1,005	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	690	M.2.a.5
(6) Over 15 years	A554	0	M.2.a.6
b. Mortgage pass-through securities backed by closed-end first lien 1-4 family residential mortgages with a remaining maturity or next repricing date of: (3,5)			
(1) Three months or less	A555	0	M.2.b.1
(2) Over three months through 12 months	A556	0	M.2.b.2
(3) Over one year through three years	A557	0	M.2.b.3
(4) Over three years through five years	A558	0	M.2.b.4
(5) Over five years through 15 years	A559	0	M.2.b.5
(6) Over 15 years	A560	0	M.2.b.6
c. Other mortgage-backed securities (include CMOs, REMICs, and stripped MBS; exclude mortgage pass-through securities) with an expected average life of: (6)			
(1) Three years or less	A561	0	M.2.c.1
(2) Over three years	A562	0	M.2.c.2
d. Debt securities with a REMAINING MATURITY of one year or less (included in Memorandum items 2.a through 2.c above)	A248	0	M.2.d
3. Amortized cost of held-to-maturity securities sold or transferred to available-for-sale or trading securities during the calendar year-to-date (report the amortized cost at date of sale or transfer)	1778	0	M.3
4. Structured notes (included in the held-to-maturity and available-for-sale accounts in Schedule RC-B, items 2, 3, 5, and 6):			
a. Amortized cost	8782	100	M.4.a
b. Fair value	8783	100	M.4.b

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

**Schedule RC-B—Continued**

Memoranda (continued)

Dollar Amounts in Thousands	Held-to-maturity				Available-for-sale				
	(Column A) Amortized Cost		(Column B) Fair Value		(Column C) Amortized Cost		(Column D) Fair Value		
	RCON	Bil   Mil   Thou	RCON	Bil   Mil   Thou	RCON	Bil   Mil   Thou	RCON	Bil   Mil   Thou	
<p><i>Memorandum items 5.a through 5.f are to be completed by banks with \$1 billion or more in total assets. (1)</i></p> <p>5. Asset-backed securities (ABS)(for each column, sum of Memorandum items 5.a through 5.f must equal Schedule RC-B, item 5):</p> <p>a. Credit card receivables</p> <p>b. Home equity lines</p> <p>c. Automobile loans</p> <p>d. Other consumer loans</p> <p>e. Commercial and industrial loans</p> <p>f. Other</p>									
	B838	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, 2006, Report of Condition.

## Schedule RC-C—Loans and Lease Financing Receivables

### Part I. Loans and Leases

Do not deduct the allowance for loan and lease losses or the allocated transfer risk risk reserve from amounts reported in this schedule. Report

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

Dollar Amounts in Thousands

	(Column A) To Be Completed by Banks with \$300 Million or More in Total Assets (1)		(Column B) To Be Completed by All Banks		
	RCON	Bil   Mil   Thou	RCON	Bil   Mil   Thou	
1. Loans secured by real estate:					
a. Construction, land development, and other land loans			1415	7,437	1.a
b. Secured by farmland (including farm residential and other improvements)			1420	3,255	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	426	1.c.2.a
(b) Secured by junior liens			5368	781	1.c.2.b
d. Secured by multifamily (5 or more) residential properties			1460	53	1.d
e. Secured by nonfarm nonresidential properties			1480	97,409	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	55,603	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	181	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	106	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
<b>a. Leases to individuals for household, family, and other personal expenditures (i.e., consumer leases)</b>	F162	N/A			10.a
<b>b. All other leases</b>	F163	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	165,251	12

(1) The \$300 million asset size test is generally based on the total assets reported on the June 30, 2006, 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	426			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	78,862			M.2.b.1
(2) Over three months through 12 months	A571	6,192			M.2.b.2
(3) Over one year through three years	A572	3,397			M.2.b.3
(4) Over three years through five years	A573	59,513			M.2.b.4
(5) Over five years through 15 years	A574	12,522			M.2.b.5
(6) Over 15 years	A575	3,020			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	43,192			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	426			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
<b>Memorandum item 7 is to be completed by all banks.</b>					
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, 2006, Report of Condition.

## Schedule RC-C—Continued

### Part I. Continued

Memoranda	Dollar Amounts in Thousands	RCON	Bil   Mil   Thou	
<b>8. Closed-end loans with negative amortization features secured by 1–4 family residential properties:</b>				
<b>a. Total carrying amount of closed-end loans with negative amortization features secured by 1–4 family residential properties (included in Schedule RC-C, part I, items 1.c.(2)(a) and (b))</b>		F230	0	M.8.a
<i>Memorandum items 8.b and 8.c are to be completed by banks that had closed-end loans with negative amortization features secured by 1–4 family residential properties (included in Schedule RC-C, part I, items 1.c.(2)(a) and (b)) as of December 31, 2006, that exceeded the lesser of \$100 million or 5 percent of total loans and leases, net of unearned income (as reported in Schedule RC-C, part I, item 12, column B).</i>				
<b>b. Total maximum remaining amount of negative amortization contractually permitted on closed-end loans secured by 1–4 family residential properties</b>		F231	N/A	M.8.b
<b>c. Total amount of negative amortization on closed-end loans secured by 1–4 family residential properties included in the carrying amount reported in Memorandum item 8.a above</b>		F232	N/A	M.8.c
<i>Memorandum items 9 and 10 are to be completed by (1) all banks with \$300 million or more in total assets as of December 31, 2005, and (2) banks with less than \$300 million in total assets as of December 31, 2005, whose total construction, multifamily, and nonfarm nonresidential loans secured by real estate as of that date (Schedule RC-C, part I, sum of items 1.a, 1.d, and 1.e) is greater than 150 percent of total equity capital as of that date (Schedule RC, item 28).</i>				
<b>9. Construction, land development, and other land loans (sum of Memorandum items 9.a and 9.b must equal Schedule RC-C, part I, item 1.a):</b>				
<b>a. 1–4 family residential construction loans</b>		F158	N/A	M.9.a
<b>b. Other construction loans and all land development and other land loans</b>		F159	N/A	M.9.b
<b>10. Loans secured by nonfarm nonresidential properties (sum of Memorandum items 10.a and 10.b must equal Schedule RC-C, part I, item 1.e):</b>				
<b>a. Loans secured by owner-occupied nonfarm nonresidential properties</b>		F160	N/A	M.10.a
<b>b. Loans secured by other nonfarm nonresidential properties</b>		F161	N/A	M.10.b

### 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	
<b>ASSETS</b>			
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	<b>N/A</b>	12
<b>LIABILITIES</b>			
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	<b>N/A</b>	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	33,003			B550	75,422			1
2. U.S. Government	2202	0			2520	0			2
3. States and political subdivisions in the U.S.	2203	50			2530	100			3
4. Commercial banks and other depository institutions in the U.S.	B551	0			B552	46,985			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	33,053	2210	15,046	2385	122,507			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	239	M.1.a
b. Total brokered deposits	2365	40,342	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	40,342	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	0	M.1.c.2
d. Maturity data for brokered deposits:			
(1) Brokered deposits issued in denominations of less than \$100,000 with a remaining maturity of one year or less (included in Memorandum item 1.c.(1) above)	A243	28,311	M.1.d.1
(2) Brokered deposits issued in denominations of \$100,000 or more with a remaining maturity of one year or less (included in Memorandum item 1.b above)	A244	0	M.1.d.2
e. Preferred deposits (uninsured deposits of states and political subdivisions in the U.S. reported in item 3 above which are secured or collateralized as required under state law) <b>(to be completed for the December report only)</b>	5590	N/A	M.1.e
2. Components of total nontransaction accounts (sum of Memorandum items 2.a through 2.c must equal item 7, column C above):			
a. Savings deposits:			
(1) Money market deposit accounts (MMDAs)	6810	52,128	M.2.a.1
(2) Other savings deposits (excludes MMDAs)	0352	1,599	M.2.a.2
b. Total time deposits of less than \$100,000	6648	50,708	M.2.b
c. Total time deposits of \$100,000 or more	2604	18,071	M.2.c
<b>(1) Individual Retirement Accounts (IRAs) and Keogh Plan accounts included in Memorandum item 2.c, "Total time deposits of \$100,000 or more," above</b>	F233	218	M.2.c.1

(1) Report brokered retirement deposit accounts eligible for \$250,000 in deposit insurance coverage in Memorandum item 1.c.(1) only if they have been issued in denominations of less than \$100,000. 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	26,500	M.3.a.1
(2) Over three months through 12 months	A580	9,151	M.3.a.2
(3) Over one year through three years	A581	7,696	M.3.a.3
(4) Over three years	A582	7,361	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	35,651	M.3.b
4. Maturity and repricing data for time deposits of \$100,000 or more:			
a. Time deposits of \$100,000 or more with a remaining maturity or next repricing date of: (1, 4)			
(1) Three months or less	A584	4,492	M.4.a.1
(2) Over three months through 12 months	A585	12,649	M.4.a.2
(3) Over one year through three years	A586	630	M.4.a.3
(4) Over three years	A587	300	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	17,141	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	840	1
2.	Net deferred tax assets (2)			2148	715	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	569	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	724	6
	<b>TEXT</b>					
a.	Prepaid Expenses	2166	470			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	2,848	7

**Schedule RC-G—Other Liabilities**

		Dollar Amounts in Thousands		RCON	Bil   Mil   Thou	
1.a.	Interest accrued and unpaid on deposits (5)			3645	198	1.a
b.	Other expenses accrued and unpaid (includes accrued income taxes payable)			3646	1,408	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	392	4
	<b>TEXT</b>					
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	279			4.e
f.	3553	3553	0			4.f
g.	3554	3554	0			4.g
5.	Total (sum of items 1 through 4) (must equal Schedule RC, item 20)			2930	2,038	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	
<b>ASSETS</b>				
1.	Interest-bearing balances due from depository institutions	3381	5,532	1
2.	U.S. Treasury securities and U.S. Government agency obligations (2) <b>(excluding mortgage-backed securities)</b>	B558	1,384	2
3.	Mortgage-backed securities (2)	B559	0	3
4.	<b>All other securities (2, 3) (includes securities issued by states and political subdivisions in the U.S.)</b>	B560	0	4
5.	Federal funds sold and securities purchased under agreements to resell	3365	15,665	5
<b>6. Items 6.a through 6.d.(2) are to be completed by all banks.</b>				
Loans:				
a.	Total loans	3360	148,408	6.a
b.	Loans secured by real estate	3385	99,922	6.b
c.	Commercial and industrial loans	3387	48,184	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	159	6.d.2
7.	<i>To be completed by banks with \$100 million or more in total assets: (4)</i> Trading assets	3401	0	7
8.	Lease financing receivables (net of unearned income)	3484	0	8
9.	Total assets (5)	3368	175,249	9
<b>LIABILITIES</b>				
10.	Interest-bearing transaction accounts (NOW accounts, ATS accounts, and telephone and preauthorized transfer accounts) (exclude demand deposits)	3485	21,970	10
11.	Nontransaction accounts:			
	<b>a. Savings deposits (includes MMDAs)</b>	B563	50,034	11.a
	b. Time deposits of \$100,000 or more	A514	10,012	11.b
	c. Time deposits of less than \$100,000	A529	41,930	11.c
12.	Federal funds purchased and securities sold under agreements to repurchase	3353	750	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	0	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, 2006, 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	1,382	1.c.1
<b>Items 1.c.(1)(a) and (b) are to be completed by banks that are required to complete Schedule RC-C, part I, Memorandum items 9 and 10. (Sum of items 1.c.(1)(a) and (b) must equal item 1.c.(1).)</b>								
<b>(a) 1-4 family residential construction loan commitments _____</b>		F164			N/A			1.c.1.a
<b>(b) Commercial real estate, other construction loan, and land development loan commitments _____</b>		F165			N/A			1.c.1.b
(2) Commitments to fund commercial real estate, construction, and land development loans NOT secured by real estate _____						6550	0	1.c.2
d. Securities underwriting _____						3817	0	1.d
e. Other unused commitments _____						3818	18,825	1.e
2. Financial standby letters of credit _____						3819	511	2
a. Amount of financial standby letters of credit conveyed to others _____		3820			511			2.a
3. Performance standby letters of credit _____						3821	0	3
a. Amount of performance standby letters of credit conveyed to others _____		3822			0			3.a
4. Commercial and similar letters of credit _____						3411	0	4
5. Not applicable _____								
6. Securities lent (including customers' securities lent where the customer is indemnified against loss by the reporting bank) _____						3433	0	6
7. Credit derivatives:		(Column A) Guarantor		(Column B) Beneficiary				
a. Notional amounts:		RCON	Bil   Mil   Thou	RCON	Bil   Mil   Thou			
(1) Credit default swaps _____		C968	0	C969	0			7.a.(1)
(2) Total return swaps _____		C970	0	C971	0			7.a.(2)
(3) Credit options _____		C972	0	C973	0			7.a.(3)
(4) Other credit derivatives _____		C974	0	C975	0			7.a.(4)
b. Gross fair values:								
(1) Gross positive fair value _____		C219	0	C221	0			7.b.(1)
(2) Gross negative fair value _____		C220	0	C222	0			7.b.(2)
8. Spot foreign exchange contracts _____						8765	0	8
9. All other off-balance sheet liabilities (exclude derivatives) (itemize and describe each component of this item over 25% of Schedule RC, item 28, "Total equity capital") _____						3430	0	9
<b>TEXT</b>								
a. <u>Securities borrowed</u> _____		3432			0			9.a
b. <u>Commitments to purchase when-issued securities</u> _____		3434			0			9.b
c. <u>Standby letters of credit issued by a Federal Home Loan Bank on the bank's behalf</u> _____		C978			0			9.c
d.	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") _____						5591	0	10
<b>TEXT</b>								
a. <u>Commitments to sell when-issued securities</u> _____		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	412	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	412	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	1,320	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 <b>(not secured by real estate)</b> 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
<b>d. Leases to individuals for household, family, and other personal expenditures</b> (included in Schedule RC-N, item 8, above)	F166	N/A	F167	N/A	F168	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
7. Additions to nonaccrual assets during the quarter	C410	1,320			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, 2006, Report of Condition.

**Schedule RC-N—Continued**

Memoranda

Dollar Amounts in Thousands

	(Column A) Past due 30 through 89 days and still accruing			(Column B) Past due 90 days or more and still accruing			(Column C) Nonaccrual			
	RCON	Bil   Mil   Thou		RCON	Bil   Mil   Thou		RCON	Bil   Mil   Thou		
<b>Memorandum items 9 and 10 are to be completed by banks that are required to complete Schedule RC-C, part I, Memorandum items 9 and 10.</b>										
<b>9. Construction, land development, and other land loans (sum of Memorandum items 9.a and 9.b must equal Schedule RC-N, item 1.a):</b>										
<b>a. 1–4 family residential construction loans</b>	F172		N/A	F174		N/A	F176		N/A	M.9.a
<b>b. Other construction loans and all land development and other land loans</b>	F173		N/A	F175		N/A	F177		N/A	M.9.b
<b>10. Loans secured by nonfarm nonresidential properties (sum of Memorandum items 10.a and 10.b must equal Schedule RC-N, item 1.e):</b>										
<b>a. Loans secured by owner-occupied nonfarm nonresidential properties</b>	F178		N/A	F180		N/A	F182		N/A	M.10.a
<b>b. Loans secured by other nonfarm nonresidential properties</b>	F179		N/A	F181		N/A	F183		N/A	M.10.b

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

Each bank must complete either (1) items A and B and Memorandum items 1 through 3 or (2) items 1 through 12 and Memorandum items 1 through 3. A bank that chooses to complete items A and B must continue to complete these items each quarter thereafter. A bank that completes items A and B may also choose to complete items D and E, but must continue to complete items D and E each quarter thereafter.

Dollar Amounts in Thousands		RCON	Bil   Mil   Thou	
<b>A. Total deposit liabilities before exclusions (gross) as defined in Section 3(I) of the Federal Deposit Insurance Act and FDIC regulations</b>		F236	155,758	A
<b>B. Total allowable exclusions</b>		F237	0	B
<b>C. Not applicable</b>				
<b>D. Total daily average of deposit liabilities before exclusions (gross) as defined in Section 3(I) of the Federal Deposit Insurance Act and FDIC regulations</b>		F238	N/A	D
<b>E. Total daily average of allowable exclusions</b>		F239	N/A	E

  

Dollar Amounts in Thousands		RCON	Bil   Mil   Thou	
1. Unposted debits (see instructions):				
a. Actual amount of all unposted debits		0030	N/A	1.a
OR				
b. Separate amount of unposted debits:				
(1) Actual amount of unposted debits to demand deposits		0031	N/A	1.b.1
(2) Actual amount of unposted debits to time and savings deposits (1)		0032	N/A	1.b.2
2. Unposted credits (see instructions):				
a. Actual amount of all unposted credits		3510	N/A	2.a
OR				
b. Separate amount of unposted credits:				
(1) Actual amount of unposted credits to demand deposits		3512	N/A	2.b.1
(2) Actual amount of unposted credits to time and savings deposits (1)		3514	N/A	2.b.2
3. Uninvested trust funds (cash) held in bank's own trust department (not included in total deposits)		3520	N/A	3
4. Deposits of consolidated subsidiaries (not included in total deposits):				
a. Demand deposits of consolidated subsidiaries		2211	N/A	4.a
b. Time and savings deposits (1) of consolidated subsidiaries		2351	N/A	4.b
c. Interest accrued and unpaid on deposits of consolidated subsidiaries		5514	N/A	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	N/A	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	N/A	6.b
7. Unamortized premiums and discounts on time and savings deposits: (1, 2)				
a. Unamortized premiums		5516	N/A	7.a
b. Unamortized discounts		5517	N/A	7.b
8. Not applicable				
9. Deposits in lifeline accounts		5596		9
10. Benefit-responsive "Depository Institution Investment Contracts" (included in total deposits)		8432	N/A	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			N/A	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			N/A	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			N/A	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			N/A	12.a
b.	Amount of assets netted against time and savings deposits	A528			N/A	12.b

Memoranda

		Dollar Amounts in Thousands		RCON	Bil   Mil   Thou	
1.	Total deposits of the bank (sum of Memorandum items 1.a.(1), 1.b.(1), 1.c.(1), and 1.d.(1) must equal Schedule RC, item 13.a):					
<b>a.</b>	<b>Deposit accounts (excluding retirement accounts) of \$100,000 or less: (1)</b>					
	<b>(1) Amount of deposit accounts (excluding retirement accounts) of \$100,000 or less</b>	F049			70,340	M.1.a.1
	<b>(2) Number of deposit accounts (excluding retirement accounts) of \$100,000 or less (to be completed for the June report only)</b>	RCON	<b>Number</b>			
		F050			N/A	M.1.a.2
<b>b.</b>	<b>Deposit accounts (excluding retirement accounts) of more than \$100,000: (1)</b>					
	<b>(1) Amount of deposit accounts (excluding retirement accounts) of more than \$100,000</b>	F051			84,980	M.1.b.1
	<b>(2) Number of deposit accounts (excluding retirement accounts) of more than \$100,000</b>	RCON	<b>Number</b>			
		F052			217	M.1.b.2
<b>c.</b>	<b>Retirement deposit accounts of \$250,000 or less: (1)</b>					
	<b>(1) Amount of retirement deposit accounts of \$250,000 or less</b>	F045			239	M.1.c.1
	<b>(2) Number of retirement deposit accounts of \$250,000 or less (to be completed for the June report only)</b>	RCON	<b>Number</b>			
		F046			N/A	M.1.c.2
<b>d.</b>	<b>Retirement deposit accounts of more than \$250,000: (1)</b>					
	<b>(1) Amount of retirement deposit accounts of more than \$250,000</b>	F047			0	M.1.d.1
	<b>(2) Number of retirement deposit accounts of more than \$250,000</b>	RCON	<b>Number</b>			
		F048			0	M.1.d.2
	<b>Memorandum item 2 is to be completed by banks with \$1 billion or more in total assets. (2)</b>					
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:					
	<b>TEXT</b>	RCON	<b>FDIC Cert No.</b>			
	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, 2006, 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 assets<sup>1</sup> 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 resale<sup>2</sup> 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 sale <sup>2</sup> :			
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 sale <sup>2</sup> :			
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
<b>5. Noninterest income for the quarter from the sale, securitization, and servicing of closed-end 1-4 family residential mortgage loans (included in Schedule RI, items 5.f, 5.g, and 5.i)</b> _____	RIAD		
	F184	N/A	5

(1) The \$1 billion asset size test is generally based on the total assets reported on the June 30, 2006, Report of Condition.

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

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

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

Fair Value Measurements for Assets and Liabilities under a Fair Value Option and Trading Assets and Liabilities (Included in Schedule RC)								
	(Column A) Total Fair Value Reported on Schedule RC			(Column B) Level 2 Fair Value Measurements		(Column C) Level 3 Fair Value Measurements		
	RCON	Bil   Mil   Thou		RCON	Bil   Mil   Thou	RCON	Bil   Mil   Thou	
Dollar Amounts in Thousands								
<b>ASSETS</b>								
<b>1. Loans and leases</b> _____	F243	N/A		F244	N/A	F245	N/A	1
<b>2. Trading assets</b> _____	F246	N/A		F247	N/A	F248	N/A	2
<b>a. Nontrading securities at fair value with changes in fair value reported     in current earnings (included in Schedule RC-Q, item 2, above)</b> _____	F240	N/A		F241	N/A	F242	N/A	2.a
<b>3. All other financial assets and servicing assets</b> _____	F249	N/A		F250	N/A	F251	N/A	3
<b>LIABILITIES</b>								
<b>4. Deposits</b> _____	F252	N/A		F253	N/A	F254	N/A	4
<b>5. Trading liabilities</b> _____	F255	N/A		F256	N/A	F257	N/A	5
<b>6. All other financial liabilities and servicing liabilities</b> _____	F258	N/A		F259	N/A	F260	N/A	6
<b>7. Loan commitments (not accounted for as derivatives)</b> _____	F261	N/A		F262	N/A	F263	N/A	7

### Schedule RC-R—Regulatory Capital

Dollar Amounts in Thousands

	RCON	Bil   Mil   Thou	
<b>Tier 1 capital</b>			
1. Total equity capital (from Schedule RC, item 28)	3210	36,988	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	(21)	2
3. LESS: Net unrealized loss on available-for-sale EQUITY securities (1) (report loss as a positive value)	A221	0	3
4. LESS: Accumulated net gains (losses) on cash flow hedges (1) (if a gain, report as a positive value; if a loss, report as a negative value)	4336	0	4
5. LESS: Nonqualifying perpetual preferred stock	B588	0	5
6. Qualifying minority interests in consolidated subsidiaries	B589	0	6
7.a LESS: Disallowed goodwill and other disallowed intangible assets	B590	0	7.a
<b>b. LESS: Cumulative change in fair value of all financial liabilities accounted for under a fair value option that is included in retained earnings and is attributable to changes in the bank's own creditworthiness (if a net gain, report as a positive value; if a net loss, report as a negative value)</b>			
	F264	0	7.b
8. Subtotal (sum of items 1 and 6, less items 2, 3, 4, 5, 7.a, and 7.b)	C227	37,009	8
9.a. LESS: Disallowed servicing assets and purchased credit card relationships	B591	41	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	36,968	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	2,091	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	2,091	17
18. Allowable Tier 2 capital (lesser of item 11 or 17)	8275	2,091	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	39,059	21

### Total assets for leverage ratio

22. Average total assets (from Schedule RC-K, item 9)	3368	175,249	22
23. LESS: Disallowed goodwill and other disallowed intangible assets (from item 7.a above)	B590	0	23
24. LESS: Disallowed servicing assets and purchased credit card relationships (from item 9.a above)	B591	41	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	175,208	27

### Adjustments for financial subsidiaries

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

### Capital ratios

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

	(Column A)		(Column B)		
	RCON	Percentage	RCON	Percentage	
31. Tier 1 leverage ratio (2)	7273	0.00%	7204	21.10%	31
32. Tier 1 risk-based capital ratio (3)	7274	0.00%	7206	22.13%	32
33. Total risk-based capital ratio (4)	7275	0.00%	7205	23.38%	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)		(Column B)	Allocation by Risk Weight Category				
	Totals		Items Not	(Column C)	(Column D)	(Column E)	(Column F)	
	(from Schedule RC)		Subject to Risk-Weighting	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		
<b>Balance Sheet Asset Categories</b>								
34. Cash and balances due from depository institutions (Column A equals the sum of Schedule RC items 1.a and 1.b)	RCON 0010 <b>20,792</b>		RCON C869 0	RCON B600 13,184	RCON B601 7,608		RCON B602 0	34
35. Held-to-maturity securities	RCON 1754 <b>0</b>		RCON B603 0	RCON B604 0	RCON B605 0	RCON B606 0	RCON B607 0	35
36. Available-for-sale securities	RCON 1773 <b>1,794</b>		RCON B608 (21)	RCON B609 0	RCON B610 1,815	RCON B611 0	RCON B612 0	36
37. Federal funds sold and securities purchased under agreements to resell	RCON C225 <b>5,215</b>			RCON C063 0	RCON C064 5,215		RCON B520 0	37
38. Loans and leases held for sale	RCON 5369 <b>0</b>		RCON B617 0	RCON B618 0	RCON B619 0	RCON B620 0	RCON B621 0	38
39. Loans and leases, net of unearned income	RCON B528 <b>165,251</b>		RCON B622 0	RCON B623 0	RCON B624 12,394	RCON B625 479	RCON B626 152,378	39
40. LESS: Allowance for loan and lease losses	RCON 3123 <b>2,304</b>		RCON 3123 <b>2,304</b>					40
41. Trading assets	RCON 3545 <b>0</b>		RCON B627 0	RCON B628 0	RCON B629 0	RCON B630 0	RCON B631 0	41
42. All other assets (1)	RCON B639 <b>3,838</b>		RCON B640 41	RCON B641 0	RCON B642 572	RCON B643 0	RCON 5339 3,225	42
43. Total assets (sum of items 34 through 42)	RCON 2170 <b>194,586</b>		RCON B644 <b>(2,284)</b>	<b>13,184</b>	<b>27,604</b>	<b>479</b>	<b>155,603</b>	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									
<b>Derivatives and Off-Balance Sheet Items</b>	RCON B546	See footnote 2	RCON B547	RCON B548	RCON B581	RCON B582	RCON B583		
44. Financial standby letters of credit	511	1.000	511	0	102	0	409	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		
	11,018	.50	5,509	0	0	0	5,509	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	
<b>Totals</b>					
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	
	13,184	27,706	479	161,521	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	5,541	240	161,521	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	
				167,302	59
60. LESS: Excess allowance for loan and lease losses				RCON A222	
				253	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	
				167,049	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—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 0	RCON B762 0			RCON B763 0	6.a		
b. Loans (included in Schedule RC-C)		RCON B500 0	RCON B501 0			RCON B502 0	6.b		
7. Past due loan amounts included in interests reported in item 6.a:									
a. 30-89 days past due		RCON B764 0	RCON B765 0			RCON B766 0	7.a		
b. 90 days or more past due		RCON B767 0	RCON B768 0			RCON B769 0	7.b		
8. Charge-offs and recoveries on loan amounts included in interests reported in item 6.a (calendar year-to-date):									
a. Charge-offs		RIAD B770 0	RIAD B771 0			RIAD B772 0	8.a		
b. Recoveries		RIAD B773 0	RIAD B774 0			RIAD B775 0	8.b		
<b>For Securitization Facilities Sponsored By or Otherwise Established By Other Institutions</b>									
9. Maximum amount of credit exposure arising from credit enhancements provided by the reporting bank to other institutions' securitization structures in the form of standby letters of credit, purchased subordinated securities, and other enhancements		RCON B776 0	RCON B777 0	RCON B778 0	RCON B779 0	RCON B780 0	RCON B781 0	RCON B782 0	9
10. Reporting bank's unused commitments to provide liquidity to other institutions' securitization structures		RCON B783 0	RCON B784 0	RCON B785 0	RCON B786 0	RCON B787 0	RCON B788 0	RCON B789 0	10

Schedule RC-S—Continued

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

Memoranda

	Dollar Amounts in Thousands		
	RCON	Bil   Mil   Thou	
1. Small business obligations transferred with recourse under Section 208 of the Riegle Community Development and Regulatory Improvement Act of 1994:			
a. Outstanding principal balance	A249	0	M.1.a
b. Amount of retained recourse on these obligations as of the report date	A250	0	M.1.b
2. Outstanding principal balance of assets serviced for others (includes participations serviced for others):			
a. 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	42,128	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 18, items 20 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					
<b>FIDUCIARY AND RELATED ASSETS</b>	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	
<b>FIDUCIARY AND RELATED SERVICES INCOME</b>			
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	<b>N/A</b>	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	<b>N/A</b>	23

**Memoranda**

	Dollar Amounts in Thousands		Managed Assets		
	RCON	Bil   Mil   Thou	RCON	Bil   Mil   Thou	
<b>1. Managed assets held in personal trust and agency accounts:</b>					
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	<b>N/A</b>			M.1.l

	(Column A) Number of Issues		(Column B) Principal Amount Outstanding		
	RCON	Tril   Bil   Mil   Thou	RCON	Bil   Mil   Thou	
<b>2. Corporate trust and agency accounts:</b>					
a. Corporate and municipal trusteeships	B927	N/A	RCONB928	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 September 30, 2007**

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		15,015
Interest-bearing balances		5,777
Securities:		
Held-to-maturity securities		0
Available-for-sale securities		1,794
Federal funds sold and securities purchased under agreements to resell:		
Federal funds sold		5,215
Securities purchased under agreements to resell		0
Loans and lease financing receivables:		
Loans and leases held for sale		0
Loans and leases, net of unearned income	165,251	
LESS: Allowance for loan and lease losses	2,304	
Loans and leases, net of unearned income and allowance		162,947
Trading Assets		
Premises and fixed assets (including capitalized leases)		578
Other real estate owned		0
Investments in unconsolidated subsidiaries and associated companies		0
Intangible assets:		
Goodwill		0
Other intangible assets		412
Other assets		
Total assets		194,586

# REPORT OF CONDITION (Continued)

## LIABILITIES

Dollar Amounts in Thousands

### Deposits:

In domestic offices		<b>155,560</b>
Noninterest-bearing	<b>15,046</b>	
Interest-bearing	<b>140,514</b>	
Federal funds purchased and securities sold under agreements to repurchase:		
Federal funds purchased		<b>0</b>
Securities sold under agreements to repurchase		<b>0</b>
Trading liabilities		<b>0</b>
Other borrowed money (includes mortgage indebtedness and obligations under capitalized leases)		<b>0</b>
Subordinated notes and debentures		<b>0</b>
Other liabilities		<b>2,038</b>
Total liabilities		<b>157,598</b>
Minority interest in consolidated subsidiaries		<b>0</b>

### EQUITY CAPITAL

Perpetual preferred stock and related surplus		<b>0</b>
Common stock		<b>37,377</b>
Surplus (exclude all surplus related to preferred stock)		<b>0</b>
Retained earnings		<b>(368)</b>
Accumulated other comprehensive income		<b>(21)</b>
Other equity capital components		<b>0</b>
Total equity capital		<b>36,988</b>
Total liabilities, minority interest, and equity capital		<b>194,586</b>

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.

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\_\_\_\_\_