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Consolidated Financial Statements for Bank Holding Companies — FR Y-9C

Report at the close of business as of the last calendar day of the quarter

Date of Report:

September 30, 2008

Month / Date / Year (BHCK 9999)

This Report is required by law: Section 5(c) of the Bank Holding Company Act (12 U.S.C. 1844) and Section 225.5(b) of Regulation Y [12 CFR 225.5(b)].

This report form is to be filed by bank holding companies with total consolidated assets of \$500 million or more. In addition, bank holding companies meeting certain criteria must file this report (FR Y-9C) regardless of size. See page 1 of the general instructions for further information

However, when such bank holding companies own or control, or are owned or controlled by, other bank holding companies, only the top-tier holding company must file this report for the consolidated holding company organization. The Federal Reserve 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.

NOTE: Each bank holding company's board of directors and senior management are responsible for establishing and maintaining an effective system of internal control, including controls over the Consolidated Financial Statements for Bank Holding Companies. The Consolidated Financial Statements for Bank Holding Companies are to be prepared in accordance with instructions provided by the Federal Reserve System. The Consolidated Financial Statements for Bank Holding Companies must be signed and attested by the Chief Financial Officer (CFO) of the reporting bank holding company (or by the individual performing this equivalent function).

I, the undersigned CFO (or equivalent) of the named bank holding company, attest that the Consolidated Financial Statements for Bank Holding Companies (including the supporting schedules) for this report date have been prepared in conformance with the instructions issued by the Federal Reserve System and are true and correct to the best of my knowledge and belief.

Printed Name of Chief Financial Officer (or Equivalent) (BHCK C490)

Chief Financial Officer (or Equivalent)

T . V Prvivarit con	DODATTON
F & M FINANCIAL COR	
Legal Title of Bank Holding	g Company (TEXT 9010)
221 N MAIN ST	
Street / P.O. Box (TEXT 9	9110)
(Mailing Address of the Ba	ank Holding Company)
, ,	· , ,,
SALISBURY	NC 28144-
City (TEXT 9130)	State (TEXT 9200) Zip Code (TEXT 9220)

10/Vo/08

Date of Signature

Given

Bank holding companies must maintain in their files a manually signed and attested printout of the data submitted.

For Federal Reserve Bank Use Only

RSSD ID

C.I. S.F. _____

GUY HOSKINS III

GAIL F YARBROUGH/ASST. SEC/TREAS
Name / Title (TEXT 8901)

704-633-1772
Area Code / Phone Number (TEXT 8902)

704-633-5390
FAX Number (TEXT 9116)

gyarbrou@fmbnc.com

Person to whom questions about this report should be directed:

E-mail Address of Contact (TEXT 4086)

Public reporting burden for this information collection is estimated to vary from 5.0 to 1,250 hours per response, with an average of 40.50 hours per response, including time to gather and maintain data in the required form and to review instructions and complete the information collection. Comments regarding this burden estimate or any other aspect of this information collection, including suggestions for reducing the burden, may be sent to Secretary, Board of Governors of the Federal Reserve System, Washington, D.C. 20551, and to the Office of Management and Budget, Paperwork Reduction Project (7100-0128), Washington, D.C. 20503.

Report of Income for Bank Holding Companies

Report all Schedules of the Report of Income on a calendar year-to-date basis.

Schedule HI-Consolidated Income Statement

		Dollar Amounts	s in Thousands	
Interest incom	Control of the second of the S	BHCKBil	Mil Thou	
	e d fee income on loans:			
	estic offices:			
The second second		4435	7,804	1.a.(1)(a)
	s secured by 1-4 family residential properties	4435	Econstumpason: Ascentia	157 5050 159
	her loans secured by real estate ner loans	F821	janensenska aktivatiska sensi sistilij	1.a.(1)(b) 1.a.(1)(c)
	no offices, Edge and Agreement subsidiaries, and IBFs	4059	September of the second strategies.	
	n lease financing receivables	4065	Carazaga da Chara (1464 (1767)	1.a.(2) 1.b
		4115	MANAGEM AND THE CHILDREN WAS	1.c
	ome on balances due from depository institutions (1)	4113	/4	1.0
	easury securities and U.S. government agency obligations (excluding	FE		
	ge-backed securities)	B488	912	1.d.(1)
	e-backed securities	B489		1.d.(1) 1.d.(2)
		i i i i i i i i i i i i i i i i i i i	SOCIATION CONCERNA ON SAMPLE SAMPLES AND SAMPLES OF SAMPLES AND SA	1.d.(2) 1.d.(3)
	securities	4060	annovine compressions;	
	ome from trading assetsome on federal funds sold and securities purchased under agreements	[4069]	0	i.e.
		4020	0	1 6
	est income	4020 4518	234	
T		4107	29,347	
2. Interest expen	st income (sum of items 1.a through 1.g)	4107	29,341	1.11.
a. Interest expen				
(1) In dome				
2 2		A517	3 794	2.a.(1)(a)
	e deposits of \$100,000 or more	A517		2.a.(1)(a) 2.a.(1)(b)
	r deposits	A518	200 at 20	
	n offices, Edge and Agreement subsidiaries and IBFs	6761	entance Account of New York Control	2.a.(1)(c)
	rederal funds purchased and securities sold under agreements to	4172	U .	2.a.(2)
	spare and securities sold under agreements to	4180	96	2.b.
	trading liabilities and other borrowed money (excluding			
subordinate	d notes and debentures)	4185	2,380	2.c.
d. Interest on	subordinated notes and debentures and on mandatory convertible securities	4397	0 :	2.d.
e. Other intere	st expense	4398	0 :	2.e.
f. Total intere	st expense (sum of items 2.a through 2.e)	4073	10,635	2.f.
3. Net interest inc	come (item 1.h minus item 2.f)	4074	18,712	3.
4. Provision for lo	an and lease losses (from Schedule HI-B, part II, item 5)	4230	1,625	4.
5. Noninterest ind	come:			
a. Income from	n fiduciary activities	4070	0 (5.a.
b. Service cha	rges on deposit accounts in domestic offices	4483	2,285	5.b.
	enue (2)	A220	0	5.c.
d. (1) Fees an	d commissions from securities brokerage	C886	829	5.d.(1)
	ent banking, advisory, and underwriting fees and commissions	C888	0	5.d.(2)
(3) Fees an	d commissions from annuity sales	C887	0	5.d.(3)
(4) Underwi	iting income from insurance and reinsurance activities	C386	0	5.d.(4)
(5) Income	from other insurance activities	C387	enterer reduction to the transfer and a	5.d.(5)
e. Venture car	oital revenue	B491	0	5.e.
f. Net servicin	g fees	B492	188	5.f.
g. Net securiti	zation income	B493	0 (5.g.
h. Not applica	ple			
i. Net gains (I	osses) on sales of loans and leases	8560		5.i.
	osses) on sales of other real estate owned	8561	4 5	5.j.
	osses) on sales of other assets (excluding securities)	B496	0 (5.k.
	terest income (3)	B497	1,231	5.I.
	erest income (sum of items 5.a through 5.l)	4079	4,706 5	

⁽¹⁾ Includes interest income on time certificates of deposit not held for trading.
(2) For bank holding companies required to complete Schedule HI, memoranda item 9, trading revenue reported in Schedule HI, item 5.c must equal the sum of memoranda items 9.a through 9.e.
(3) See Schedule HI, memoranda item 6.

Schedule HI—Continued

		Dollar Amou	nts in Thousands	
, , ; \$ 345.7.1	an Tarris deliveres en en administrativa de la deliminación de la deliminación de la companya del la companya de la companya del la companya de la companya del la companya de la companya del l	BHCK Bil	Mil Thou	\$ 500-1-3
6. a	Realized gains (losses) on held-to-maturity securities	3521	C	6.a.
t	Realized gains (losses) on available-for-sale securities	3196	161	6.b.
7. 1	Noninterest expense:			
a	Salaries and employee benefits	4135	8,512	7.a.
b	Expense on premises and fixed assets (net of rental income) (excluding salaries and			
	employee benefits and mortgage interest)	4217	2,180	7.b.
c	. (1) Goodwill impairment losses	C216	C	7.c.(1)
	(2) Amortization expense and impairment for other intangible assets	C232	0	7.c.(2)
c	Other noninterest expense (4)	4092	4,334	7.d.
e	Total noninterest expense (sum of items 7.a through 7.d)	4093	15,026	7.e.
8. I	ncome (loss) before income taxes and extraordinary items, and other adjustments			
(sum of items 3, 5.m, 6.a, and 6.b minus items 4 and 7.e)	4301	6,928	8.
9. <i>A</i>	applicable income taxes (foreign and domestic)	4302	2,462	9.
10. N	finority interest	4484	O	10.
11. li	ncome (loss) before extraordinary items and other adjustments (item 8		96.00	
n	ninus items 9 and 10)	4300	4,466	11.
	xtraordinary items, net of applicable taxes and minority interest (5)	4320	0	12.
	let income (loss) (sum of items 11 and 12)	4340	4,466	13.
(5) Mem	Describe on Schedule HI, memoranda item 8. oranda			
~~~~		BHCKBil	Mil Thou	. 100
1. Ne	et interest income (item 3 above) on a fully taxable equivalent basis	4519	18,875	M.1.
2. N	et income before income taxes, extraordinary items, and other adjustments (Item 8		1	
ab	ove) on a fully taxable equivalent basis	4592	7,091	M.2.
3. In	come on tax-exempt loans and leases to states and political subdivisions in the			
U.	S. (included in Schedule HI, items 1.a and 1.b, above)	4313	32	M.3.
4. In	come on tax-exempt securities issued by states and political subdivisions in the U.S.			
(ir	cluded in Schedule HI, item 1.d(3), above)	4507	282	M.4.
5 Ni	umber of full-time equivalent employees at end of current period	BHCKNun	nher	****
	bund to nearest whole number)	4150	entere de la Principal de la Sala de Sala Principal de Sala Principal de Sala Principal de Sala Principal de S	M.5.
(10	to the arest whole flumber j	1100 mm		IVI.O.
6. Ot	her noninterest income (from schedule HI, 5.1 above) (only report amounts greater			
th	an \$25,000 that exceed 3% of Schedule HI, item 5.I):			
		BHCK Bil	Mil Thou	100
a.	Income and fees from the printing and sale of checks	C013	41	M.6.a.
b.	Earnings on/increase in value of cash surrender value of life insurance	C014	0	M.6.b.
c.	Income and fees from automated teller machines (ATMs)	C016	180	M.6.c.
d.	Rent and other income from real estate owned	4042	0	M.6.d.
e.	Safe deposit box rent	C015	0	M.6.e.
f.	Net change in the fair values of financial instruments accounted for under a fair value option	F229	0	M.6.f.
g.	Bank card and credit card interchange fees	F555	623	M.6.g.
h.	TEXT			
	8562 MORT FEES/SER RELEASE	8562	58	M.6.h.
i.	TEXT			
	8563 CUSTOMER MISC INC	8563	47	M.6.i.
j.	TEXT			Ŷ.
	8564 MISC INCOME VISA STOCK REDEMPTION	8564	85	M.6.i.

#### Schedule HI—Continued

Memoranda (continued)

Dollar Amounts in Thousands BHCK Bil Mil Thou 7. Other noninterest expense (from schedule HI, 7.d above) (only report amounts greater than \$25,000 that exceed 3% of Schedule HI, item 7.d): 0 M.7.a. C017 Data processing expenses..... 379 M.7.b. 0497 b. Advertising and marketing expenses..... 155 M.7.c. 4136 C. Directors' fees..... 190 M.7.d. d. C018 Printing, stationery, and supplies..... 143 M.7.e. 8403 ..... e. 177 M.7.f. 4141 f. Legal fees and expenses..... 4146 299 M.7.g. FDIC deposit insurance assessments..... g. 255 M.7.h. Accounting and auditing expenses..... F556 h. 0 M.7.i. Consulting and advisory expenses..... F557 i. 476 M.7.j. F558 Automated teller machine (ATM) and interchange expenses..... 220 M.7.k. F559 Telecommunications expenses.. TEXT 140 M.7.I. 8565 DEPR EXPENSE SOFTWARE 8565 m. TEXT 537 M.7.m. 8566 SERVICE CONTRACTS SOFTWARE AND GENERAL 8566 TEXT n. 319 M.7.n. 8567 MISC EXP WRITEDOWNS ON EQUITY SEC 8567 8. Extraordinary items and other adjustments (from Schedule HI, item 12) (itemize all extraordinary items and other adjustments): a. (1) TEXT 0 M.8.a.(1) 3571 3571 BHCK 3572 0 M.8.a.(2) (2) Applicable income tax effect ..... b. (1) TEXT 0 M.8.b.(1) 3573 3573 0 M.8.b.(2) BHCK 3574 (2) Applicable income tax effect ..... c. (1) TEXT 0 M.8.c.(1) 3575 3575 (2) Applicable income tax effect. BHCK 3576 0 M.8.c.(2) 9. Trading revenue (from cash instruments and derivative instruments) (Sum of items 9.a through 9.e must equal Schedule HI, item 5.c.) (To be completed by bank holding companies that reported average trading assets (Schedule HC-K, item 4.a) of \$2 million or more for any quarter of the preceding calendar year): M.9.a. 8757 Interest rate exposures ..... 0 M.9.b. b. Foreign exchange exposures 8758 0 M.9.c. Equity security and index exposures ..... 8759 C. 0 M.9.d. 8760 Commodity and other exposures F186 0 M.9.e. Credit exposures ..... 10. Net gains (losses) recognized in earnings on credit derivatives that economically hedge credit exposures held outside the trading account: Net gains (losses) on credit derivatives held for trading ..... C889 0 M.10.a. 0 M.10.b. C890 Net gains (losses) on credit derivatives held for purposes other than trading ..... 0 M.11. 11. Credit losses on derivatives (see instructions) ...... A251 8431 896 M.12.a. Income from the sale and servicing of mutual funds and annuities (in domestic offices) C242 0 M.12.b.(1) (1) Premiums on insurance related to the extension of credit ..... 0 M.12.b.(2) C243 (2) All other insurance premiums B983 0 M.12.c. Benefits, losses, and expenses from insurance-related activities ..... BHCK 13. Does the reporting bank holding company have a Subchapter S election in effect for 0 M.13. A530 federal income tax purposes for the current tax year? (Enter "1" for yes; enter "0" for no).....

#### Schedule HI-Continued

Memoranda	(continued)

morning (continued)	BHCK Bil	Mil Thou
Memorandum item 14 is to be completed by bank holding companies that have elected to account for assets and liabilities under a fair value option.  Net gains (losses) recognized in earnings on assets and liabilities that are reported at fair value under a fair value option:		VIII - 3 1100 - 1
a. Net gains (losses) on assets	F551	<b>0</b> M.14.a.
(1) Estimated net gains (losses) on loans attributable to changes in instrument-specific credit risk	. F552	<b>0</b> M.14.a.(1)
b. Net gains (losses) on liabilities	F553	<b>0</b> M.14.b.
(1) Estimated net gains (losses) on liabilities attributable to changes in instrument-specific credit risk	F554	<b>0</b> M.14.b.(1)
15. Stock-based employee compensation expense (net of tax effects) calculated for all awards under		
the fair value method	C409	<b>15</b> M.15.
Memorandum item 16 is to be completed by bank holding companies that are required to complete Schedule HC-C, Memorandum items 6.b. and 6.c.	BHCKBII	Mil Thou

# Schedule HI-A—Changes in Equity Capital

16. Noncash income from negative amortization on closed-end loans secured by

1-4 family residential properties (included in Schedule HI, item 1.a.(1)(a)).....

	Dollar Am	ounts in Thousar	nds
	BHCK Bil	l Mil Thou	
1. Equity capital most recently reported for the end of previous calendar year (i.e., after			
adjustments from amended Reports of Income)	3217	53,670	1.
2. Restatements due to corrections of material accounting errors and changes in			
accounting principles (1)	B507	0	2.
3. Balance end of previous calendar year as restated (sum of items 1 and 2)	B508	53,670	3.
	bhct		
4. Net income (loss) (must equal Schedule HI, item 13)	4340	4,466	4.
<ol><li>Sale of perpetual preferred stock (excluding treasury stock transactions):</li></ol>	BHCK		
Sale of perpetual preferred stock, gross	3577	0	5.a.
b. Conversion or retirement of perpetual preferred stock	3578	0	5.b.
6. Sale of common stock:			
a. Sale of common stock, gross	3579	0	6.a.
b. Conversion or retirement of common stock	3580	(122)	6.b.
7. Sale of treasury stock	4782	0	7.
8. LESS: Purchase of treasury stock	4783	0	8.
9. Changes incident to business combinations, net	4356	0	9.
10. LESS: Cash dividends declared on preferred stock	4598	0	10.
11. LESS: Cash dividends declared on common stock	4460	1,237	11.
12. Other comprehensive income (2)	B511	(414)	12.
13. Change in the offsetting debit to the liability for Employee Stock Ownership Plan			
(ESOP) debt guaranteed by the bank holding company	4591	0	13.
14. Other adjustments to equity capital (not included above)	3581	0	14.
15. Total equity capital end of current period (sum of items 3, 4, 5, 6, 7, 9, 12, 13, and 14,	bhct		
less items, 8, 10, and 11)( must equal item 28 on Schedule HC, Balance Sheet)	3210	56,363	15.

⁽¹⁾ Include the comulative-effect adjustment resulting from the initial adoption of FAS 159, Fair Value Option, and describe separately in the Notes to the Income Statement-Other, item 1.

⁽²⁾ Includes changes in net unrealized holding gains (losses) on available-for-sale securities, changes in accumulated net gains (losses) on cash flow hedges, foreign currency translation adjustments, and pension and other postretirement plan related changes other than net periodic benefit cost.

# Schedule HI-B—Charge-Offs and Recoveries on Loans and Leases and Changes in Allowance for Loan and Lease Losses

#### Dollar Amounts in Thousands

Charge-offs and Recoveries on Loans and Leases (Fully Consolidated)	Charge-offs (Column A)	1	Recoveries (Column B		
	BHCKBil	Mil	Thou BHCK Bil	Mil Thou	
Loans secured by real estate:     a. Construction, land development, and other land loans in domestic offices:					
(1) 1-4 family residential construction loans	C891		0 C892	0	1.a.(1
(2) Other construction loans and all land					
development and other land loans	C893		<b>0</b> C894	0	1.a.(2
b. Secured by farmland in domestic offices	3584	artisketi ettiti on kala saktal	<b>0</b> 3585	0	1.b.
Secured by 1-4 family residential properties in domestic offices:					,,,,,
<ol> <li>Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of</li> </ol>					
credit	5411	****	<b>0</b> 5412	0	1.c.(1
(2) Closed-end loans secured by 1-4 family residential					
properties in domestic offices					
(a) Secured by first liens	C234	CONTRACTOR OF CONCERNATION	<b>62</b> C217	Action accounts to the first of the second s	1.c.(2
(b) Secured by junior liens	C235		<b>0</b> C218	0	1.c.(2
d. Secured by multifamily (5 or more) residential		ALCER			
properties in domestic offices	3588	*************	0 3589	0	1.d.
Secured by nonfarm nonresidential properties in in domestic offices:					
(1) Loans secured by owner-occupied nonfarm	0005		420	•	4 . 74
nonresidential properties	C895		130 C896	0	1.e.(1
(2) Loans secured by other nonfarm nonresidential	C897		<b>0</b> C898	0	1 - /2
properties	รู้หนางสามารถสำนักรายการสามารถสามารถสามารถสามารถสามารถสามารถสามารถสามารถสามารถสามารถสามารถสามารถสามารถสามารถส	rinrilalis siens linatas	ment in the second of the second	and a serious process and and a company	1.e.(2
f. In foreign offices	B512	•	<b>0</b> B513	0	1.f.
<ol><li>Loans to depository institutions and acceptances of other banks:</li></ol>					
a. To U.S. banks and other U.S. depository institutions	4653	2.00.000	0 4663	0	2.a.
b. To foreign banks	4654	52355B8800A866	0 4664	0	2.b.
3. Loans to finance agricultural production and other loans	4004		- 1,4004	-	2.5.
to farmers	4655		0 4665	0	3.
4. Commercial and industrial loans:					•
a. To U.S. addressees (domicile)	4645	.d . 12.20 (23), (24)	<b>190</b> 4617	16	4.a.
b. To non-U.S. addressees (domicile)	4646	Societics: Readert with escape about	<b>0</b> 4618	0	4.b.
5. Loans to individuals for household, family, and other personal expenditures:					
a. Credit cards	B514		<b>0</b> B515	0	5.a.
<ul> <li>Other (includes single payment, installment, all student loans, and revolving credit plans other than</li> </ul>					
credit cards)	B516	enticida emission (Sint	<b>441</b> B517	56	5.b.
S. Loans to foreign governments and official institutions	4643	220 <b>47</b> 5-049-2532-4	<b>0</b> 4627	0	6.
7. All other loans	4644		<b>0</b> 4628	0	7.
3. Lease financing receivables:					
<ul> <li>a. Leases to individuals for household, family,</li> </ul>					100
and other personal expenditures	F185		<b>0</b> F187	0	8.a.
b. All other leases	C880		<b>0</b> F188	0	8.b.
9. Total (sum of items 1 through 8)	4635		<b>823</b> 4605	83	9.

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

# Schedule HI-B-Continued

MEMORANDA			
	Charge-offs ¹	Recoveries	
	(Column A)	(Column B)	Salantage and displayed
<del></del>	BHCKBII MII	Thou BHCK Bil Mil	Thou
Loans to finance commercial real estate, construction, and			
land development activities (not secured by real estate)	5400	<b>0</b> 5410	0 144
included in Schedule HI-B, part I, items 4 and 7 above	5409	<b>U</b> (0410)	<b>0</b> M.1.
Loans secured by real estate to non-U.S. addressees     (domicile) (included in Schedule HI-B, part I, item 1, above)	4652	<b>0</b> 4662	<b>0</b> M.2.
(domicile) (included in Scrieddie Fil-b, part t, item 1, above)	4652]	<b>0</b> 340023	U IVI.2.
		Dellas Assausta is 3	Therese
		Dollar Amounts in 7	Thousands
Memorandum item 3 is to be completed by (1) bank holding companies	that	DITORIDII IVIII	mod
together with affiliated institutions, have outstanding credit card receiva			to the second second second
(as defined in the institutions) that exceed \$500 million as of the report		Compared to the Compared to th	t to
(2) bank holding companies (as defined in the instructions).		e company of the first of the second	
Uncollectable retail credit card fees and finance charges reversed again	nst income (i.e., not included	4 (1 (1 (1 (1 (1 (1 (1 (1 (1 (1 (1 (1 (1	
in charge-offs against the allowance for loan and lease losses)		C388	<b>0</b> M.3.
			***************************************
		Dollar Amounts in 1	name yana da mana mana ya mana mana mana mana mana
		BHCKBil Mil	Thou
II. Changes in allowance for loan and lease losses		and the second second second	office of the same
4 Polesco model and the second	2001 A 1001 A 1001 A 100		
1. Balance most recently reported at end of previous year (i.e., after adj			0.000
from amended Reports of Income)		B522	<b>6,298</b> 1.
		bhct	
2. Recoveries (must equal Schedule HI-B, part I, item 9, column B, above		4605	<b>83</b> 2.
3. LESS: Charge-offs (must equal Schedule HI-B, part I, item 9, column A	above	C079	<b>823</b> 3.
less Schedule HI-B, part II, item 4)		BHCK	
4. Less: Write-downs arising from transfers of loans to a held-for-sale acc	ount	5523	0 4.
		bhct	
5. Provision for loan and lease losses (must equal Schedule HI, item 4)		4230	<b>1,625</b> 5.
6. Adjustments (see instructions for this schedule)		C233	0 6.
7. Balance at end of current period (sum of items 1, 2, 5, and 6, less items	3 and 4)	bhct	
(must equal Schedule HC, item 4.c)	5	3123	<b>7,183</b> 7.
,,		ta da anti da Santa de	american description of all
Mamazanda		Delles Assessate in T	r
Memoranda		Dollar Amounts in T BHCK Bil Mil	Thou
1. Allocated transfer risk records included in Cahadula ULB, nort II, itam 7		C435	0 M.1.
<ol> <li>Allocated transfer risk reserve included in Schedule HI-B, part II, item 7</li> </ol>		C435)	<b>U</b> (IVI.1.
Memorandum items 2 and 3 are to be completed by (1) bank holding co	mpanias	and the second s	
that, together with affiliated institutions, have outstanding credit card red			
Defined in the institutions) that exceed \$500 million as of the report date		and the second second second	-
holding companies that on a consolidated basis are credit card specialit		and the second second second second	
holding companies (as defined in the instructions).	y	2 July 10 July 2 July 10 July	
Separate valuation allowance for uncollectable retail credit card fees an	d finance charges	C389	0 M.2.
Amount of allowance for uncollectable retail credit card fees and finance		0000	J 1V1.Z.
and finance charges (included in Schedule HC, item 4.c and Schedule I			
part II, item 7)		C390	<b>0</b> M.3.
Memorandum item 4 is to be completed by all bank holding compa		(0.30)	J 101.3.
<ol> <li>Amount of allowance for post-acquisition losses on purchased impaired</li> </ol>			
<ol> <li>Amount of allowance for post-acquisition losses on purchased impaired accounted for in accordance with AICPA Statement of Position 03-3 (inc</li> </ol>			4,000
in Schedule HI-B, part II, item 7, above)		C781	0 M.4.
in concounce in b, part ii, Reili I, above)		In water of the commence of th	

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

# Notes to the Income Statement—Predecessor Financial Items

For bank holding companies involved in a business combination(s) during the quarter, provide on the lines below income statement information for any acquired company(ies) with aggregated assets of \$10 billion or more or 5 percent of the reporting bank holding company's total consolidated assets as of the previous quarter-end, whichever is less. Information should be reported year-to-date of acquisition.

	Dollar	Amoun	ts in Thou	sands	
THE STATE OF THE S	BHBC	Bil	Mil	Thou	general
1. Total interest income	4107	**************************************		N/A	
a. Interest income on loans and leases	4094	Modern		N/A	11.
b. Interest income on investment securities	4218	NA PARA		N/A	1.1
2. Total interest expense	4073	******		N/A	2.
a. Interest expense on deposits	4421		30.06.300.36.7.300.30.70.70	N/A	2.8
3. Net interest income	4074	-		N/A	3.
Provision for loan and lease losses	4230	A-CHARACA .		N/A	4.
5. Total noninterest income	4079	www	B1178128015080190	N/A	5.
a. Income from fiduciary activities	4070			N/A	
b. Trading revenue	A220	)		N/A	
c. Investment banking, advisory, brokerage, and underwriting fees and commissions	. B490			N/A	5.0
d. Venture capital revenue	B491		11112222	N/A	
e. Net securitization income	B493			N/A	
f. Insurance commissions and fees	B494			N/A	
6. Realized gains (losses) on held-to-maturity and available-for-sale securities	4091		No. least Million and an investment	N/A	
7. Total noninterest expense	4093			N/A	7.
a. Salaries and employee benefits	4135			N/A	7.
b. Goodwill impairment losses	C216	5	CONTRACTOR TABLES	N/A	7.
8. Income (loss) before taxes, extraordinary items, and other adjustments	4301			N/A	8.
9. Applicable income taxes	4302	WILLIAM		N/A	
10. Minority interest	4484			N/A	10
11. Extraordinary items, net of applicable income taxes and minority interest	4320			N/A	11
12. Net income (loss)	4340			N/A	] 12
13. Cash dividends declared	4475		AND THE PROPERTY OF THE PARTY O	N/A	
14. Net charge-offs	6061	***		N/A	14
15. Net interest income (item 3 above) on a fully taxable equivalent basis	4519		and works which confliction	N/A	

#### Notes to the Income Statement-Other

Enter in the lines provided below any additional information on specific line items on the income statement or to its schedules that the bank holding company wishes to explain, that has been separately disclosed in the bank holding company's quarterly reports to its shareholders, in its press releases, or on its quarterly reports to the Securities and Exchange Commission (SEC). Exclude any transactions that have been separately disclosed under the reporting requirements specified in memoranda items 6 through 8 to Schedule HI, the Consolidated Income Statement.

Also include any transactions which previously would have appeared as footnotes to Schedules HI through HI-B.

Each additional piece of information disclosed should include the appropriate reference to schedule and item number, as well as a description of the additional information and the dollar amount (in thousands of dollars) associated with that disclosure.

#### Example

A bank holding company has received \$1.35 million of back interest on loans and leases that are currently in nonaccrual status. The holding company's interest income for the quarter shows that increase which has been disclosed in the report to the stockholders and to the SEC. Enter on the line item below the following information:

lessons and	Surveyor manuscrime to	and the second	mechanism and an extended	MANUAL COMPANY	
[TEXT]	BHCK	Bil 🏻 🖟	Mil	Thou	
0000 Sch. HI, item 1.a(1), Recognition of interest payments on					
nonaccrual loans to XYZ country					
	0000		1	350	

#### Notes to the Income Statement-Other

		Dollar amou	int in thousands	
	TEXT	BHCK Bil	Mil Thou	
1.	Cumulative-effect adjustment resulting from the initial adoption of FAS 159, Fair Value Option		Alle (Grant)	
		F465	0	1.
2.	5352			Š
		5352	N/A	2.
3.	5353			å
		1		
		5353	N/A	3.
4.	5354			
				ä
	Section Colored Debil Section in the control of the colored co	5354	N/A	4.
5.	5355	essa.		Â
				Š
		5355	N/A	5.
6.	Вода 2			Š
		B042	N/A	6.
7.	B043			8
		B043	N/A	7.
8.	B044 \$ The state of the state o	1272		
			A1//A	
•		B044	N/A	8.
9.	B045	eser .		į
		DOAE	N/A	9.
40		B045	N/A	9.
10.	B046	-		
		B046	N/A	10.
		§ BU40 ]	14/A	₃ 10.

# Notes to the Income Statement—Other, Continued

		Dollar amount in thousands			
	TEXT	BHCK Bil	Mil	Thou	er veneral
11.	B047				á á
		B047		N/A	11.
12.	B048				a OX
					2 55 6 4
		B048		N/A	12.
13.	B049	D040			12.
10.	2004 2 S				
		D040		N/A	13.
		B049		N/A	13.
14.	B050	*			
		B050	2002000	N/A	14.
15.	B051			Alexander	
			Maria in		
		B051		N/A	15.
16.	B052			300	
	The second secon				
		B052		N/A	16.
17.	B053				
		B053		N/A	17.
18.	B054				
		B054		N/A	18.
19.	B055	D00 (			10.
					*
		DOSE		N/A	19.
20	IDAGE	B055		NA	19.
20.	B056 {				
		B056	Kanadadaina dai 17,644	N/A	20.

For Federa	Il Reserve Bank Use Only
C.I.	
C.I.	

#### F & M FINANCIAL CORPORATION

Name of Bank Holding Company

# **Consolidated Financial Statements for Bank Holding Companies**

Report at the close of business September 30, 2008

# Schedule HC—Consolidated Balance Sheet

				Dollar Amour	*		
$thm:control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_control_c$	and the control of the second	CONTRACTOR WINGSOM	LI - V JAN WY STYSWOOD STAN	BHCKBil	Mil	Thou	
ASSETS							
Cash and balances due from depository institutions:							
a. Noninterest-bearing balances and currency and coin (1)				0081	10.14 to 10.400, 30 May 20.0	14,049	1.a.
b. Interest-bearing balances: (2)							
(1) In U.S. offices				0395		32,306	1.b.(1)
(2) In foreign offices, Edge and Agreement subsidiaries, and IBFs				0397		0	1.b.(2)
2. Securities:							
a. Held-to-maturity securities (from Schedule HC-B, column A)				1754	anches 200 mon	0	2.a.
b. Available-for-sale securities (from Schedule HC-B, column D)				1773		33,391	2.b.
3. Federal funds sold and securities purchased under agreements to resell:					received.		
a. Federal funds sold in domestic offices			BHDM	B987		0	3.a.
b. Securities purchased under agreements to resell (3)			BHCK	B989	·····	0	3.b.
4. Loans and lease financing receivables:							
a. Loans and leases held for sale				5369		0	4.a.
b. Loans and leases, net of unearned income	B528		576,912				4.b.
c. LESS: Allowance for loan and lease losses	3123		7,183	Living			4.c.
d. Loans and leases, net of unearned income and allowance for loan and lease							
losses (item 4.b minus items 4.c)				B529	/ memoral de la competit	569,729	4.d.
5. Trading assets (from Schedule HC-D)				3545	aethaldas, exceptió	0	5.
6. Premises and fixed assets (including capitalized leases)				2145	Control of the Control	24,126	6.
7. Other real estate owned (from Schedule HC-M)				2150		423	7.
8. Investments in unconsolidated subsidiaries and associated companies				2130		0	8.
9. Not applicable							
10. Intangible assets:							
a. Goodwill				3163		331	10.a.
b. Other intangible assets (from Schedule HC-M)				0426	the specific desired to the second	262	10.b.
11. Other assets (from Schedule HC-F)				2160		13,637	11.
12. Total assets (sum of items 1 through 11)				2170		688,254	12.

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

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

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

#### Schedule HC-Continued

		Dollar Amount	s in Thou	sands	vc.
TO STATE OF THE STATE AND A STATE OF THE STA	THE VIEW CONTRACTOR	BHDM Bil	Mil	Thou	1
LIABILITIES					14.
13. Deposits:					200
a. In domestic offices (from Schedule HC-E):					AT NOTE OF
(1) Noninterest-bearing (1)		6631	ma akan renovara	70,625	13.
(2) Interest-bearing		6636		431,972	13.
b. In foreign offices, Edge and Agreement subsidiaries, and IBFs:		BHFN			Scale Ton.
(1) Noninterest-bearing		6631	emunical probability	0	13.1
(2) Interest-bearing		6636	*******************	0	13.1
		внск			
14. Federal funds purchased and securities sold under agreements to repurchase:	3 ex				Service of the servic
a. Federal funds purchased in domestic offices (2)	BHDM	janiment (mener	et amende som beter til	10,000	d .
b. Securities sold under agreements to repurchase (3)	BHCK	B995	**************	14,880	14.
15. Trading liabilities (from Schedule HC-D)		3548	************	0	15.
16. Other borrowed money (includes mortgage indebtedness and obligations under			بلادينان	المستعدد ا	400000
capitalized leases) (from Schedule HC-M)		3190		98,000	16.
17. Not applicable					100
18. Not applicable					1
9 a. Subordinated notes and debentures (4)		4062		0	19.
b. Subordinated notes payable to unconsolidated trusts issuing trust preferred securities,					
and trust preferred securities issued by consolidated special purpose entities	•••••	C699		0	19.
20. Other liabilities (from Schedule HC-G)		2750		6,414	20.
21. Total liabilities (sum of items 13 through 20)		2948	THE DESCRIPTION OF THE PARTY OF	631,891	21.
22. Minority interest in consolidated subsidiaries and similar items		3000	NO CONSTRUCTOR SERVICE	0	22.
					Section 2
EQUITY CAPITAL					7420
23. Perpetual preferred stock and related surplus		3283		0	23.
24. Common stock (par value)		3230	eminan herald	7,761	24.
25. Surplus (exclude all surplus related to preferred stock)		3240	in thintel icessifying	26	25.
6 a. Retained earnings		3247	etalek aseben	48,033	26.
b. Accumulated other comprehensive income (5)		B530	endannes es anno	543	į.
27. Other equity capital components (6)		A130	1.0000000000000000000000000000000000000	0	27.
28. TOTAL EQUITY CAPITAL (sum of items 23 through 27)		3210	g pilotode totologic	56,363	4
		increaseasina in concentration of the concentration	ennkaran kalendaria F	NOTE THE REAL PROPERTY.	4
29. Total liabilities, minority interest, and equity capital (sum of items 21, 22 and 28)  MEMORANDA (to be completed annually by bank holding companies for the December 31 report		3300		688,254	2
. Has the bank holding company engaged in a full-scope independent external		внск			
audit at any time during the calendar year? (Enter "1" for yes, enter "0" for no)		C884	Marian & Amino	N/A	М.
If response to Memoranda item 1 is yes, indicate below the name and address of the bank holding corexternal auditing firm (see instructions), and the name and e-mail address of the auditing firm's engage	npany's ind	ependent	literatura et i i in a territorio a come el ricere	eines que circus commissõe.	
a.N/A b.N/A					
Name of External Auditing Firm (TEXT C703)  Name of Engagement Partner	er (TEXT C70	14)			_
N/A					
City (TEXT C708) E-mail Address (TEXT C705	)				
N/A N/A State Abbrev. (TEXT C714) Zip Code (TEXT C715)					

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

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

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

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

⁽⁵⁾ Includes net unrealized holding gains (losses) on available-for-sale securities, accumulated net gains (losses) on cash flow hedges, cumulative foreign currency translation adjustments, and minimum pension liability adjustments.

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

⁽⁷⁾ The Federal Reserve regards information submitted in response to Memorandum item 2.b. as confidential.

Schedule HC-B Securities	Held-to-Ma	aturity			Availab	Available-for-Sale					
Dollar Amounts in Thousands	(Column A		(Column Fair Valu	£'.		(Column C) Amortized Cost			D)	100 may 11 mag 20 1 G	
Dollar Amounts in mousands	BHCKBil	mmale and	u BHCKBi	en e	สหรัฐสมสภาพยนายาการสมเร็ก	enterente en martigat de la companya	Thou	Fair Value BHCK Bil	Mil	Thou	
1. U.S. Treasury securities	0211		<b>0</b> 0213	Server and the server of the s	1286		347,960 M (986)	1287	misconsineramistantes	0	1
U.S. government agency obligations	02111		V OLIO		1200			1201			''
(exclude mortgage-backed securities):				1100							
a. Issued by U.S. government											
agencies (1)	1289		0 1290	0	1291	9776,770.770.870.00	0	1293		0	2.a.
b. Issued by U.S. government-											
sponsored agencies (2)	1294	~~****************************	0 1295	0	1297	2	4,486	1298	2	4,860	2.b.
<ol><li>Securities issued by states and</li></ol>				7.000							
political subdivisions in the U.S	8496		<b>0</b> 8497	0	8498		7,477	8499	·····	7,639	3.
<ol><li>Mortgage-backed securities (MBS)</li></ol>											
a. Pass-through securities:	85-22V-928	2,									
(1) Guaranteed by GNMA	1698	riktere kilika militaka tri ji milat sepikir	0 1699	TECHNICAL SAME CONTROL OF THE CONTRO	1701	PERMITTING THE CONTROL	0	1702	nammer or resembles	CARRELL CONTROL	4.a.(1)
(2) Issued by FNMA and FHLMC	1703	STOCKER THE STATE OF THE STATE	<b>0</b> 1705	0	หญิงเกาะเลเพลาเพลร์ก	Accesses the contract of the c	0	1707	artematertzensk <del>y</del> nskast <mark>k</mark>	0	4.a.(2)
(3) Other pass-through securities	1709		<b>0</b> 1710		1711		0	1713		0	4.a.(3)
b. Other mortgage-backed securities											
(include CMOs, REMICs, and stripped MBS):			172	4.5							
(1) Issued or guaranteed by			Hotel Co.				A-10-				
FNMA, FHLMC, or GNMA	1714	and the state of the second second	<b>0</b> 1715	0	1716		0	1717	2.000.000.000.000.000	0	4.b.(1)
(2) Collateralized by MBS issued										V 2.	
or guaranteed by FNMA,											
FHLMC, or GNMA	1718		<b>0</b> 1719	0	1731		0	1732		0	4.b.(2)
(3) All other mortgage-backed											
securities	1733	at the service of the	0 1734	0	1735	CO. Management Landson	0	1736	***********	0	4.b.(3)
<ol><li>Asset-backed securities (ABS)</li></ol>	C026	***************************************	0 C988	0	C989	**************************************	0	C027	***************************************	0	5.
<ol><li>Other debt securities:</li></ol>									taul.		
a. Other domestic debt securities	1737	THE STREET STATE OF THE STREET STATE OF THE STREET	<b>0</b> 1738	0	1739	*****	0	1741	MOUTHUR DESCRIPTIONS COMMENT	0	6.a.
b. Foreign debt securities	1742		0 1743	0	1744		0	1746			6.b.

⁽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 HC-B --- Continued

	Held-to	eld-to-Maturity						Available-for-sale								Spanners A
	(Colum	n A)	(Colu	(Column B)			(Column C)				(Column D)				- Sandana	
Dollar Amounts in Thousands	Amortiz	mortized Cost Fa				mananan kananan		Amor	Amortized Cost			Fair Value			rank Saveren rawen	Some
$g_{ab}(x) = g_{ab}(x) + g_{a$	BHCK	Bil Mi	I Thou	BHCK	(Bil	Mil	Thou	BHC	Bil	Mil	Thou	BHCK	Bil	Mil	Thou	and the second
7. Investments in mutual funds and																ě
other equity securities with readily					100											200
determinable fair values					4			A510			523	A511	<u></u>		892	7
8. Total (sum of 1 through 7) (total of		Y	2.8		10.0			e e							Syre I	ě
column A must equal Schedule HC,	200						4.		- 13			18,50				ě
item 2.a) (total of column D must equal	bhct								7			bhct				
Schedule HC, item 2.b)	1754		0	1771			0	1772			32,486	1773	***************************************	3	3,391	8

#### Memoranda

	PHCKI	Mail Thou	
- 10-0000-0-0000-0-0000-0-0000-0-0000-0-0000	BUCKBII	Will Inou	
1. Pledged securities (1)	0416	29,935	M.1.
2. Remaining maturity or next repricing date of debt securities (2)(3)(Schedule HC-B, items 1 through 6.b in			
a. 1 year and less	0383	13,674	M.2.a.
b. Over 1 year to 5 years	0384	15,269	M.2.b.
c. Over 5 years	0387	3,556	M.2.c.
3. Amortized cost of held-to-maturity securities sold or transferred to available-for-sale or trading securities during the calendar	- 20		
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 HC-B, items 2, 3, 5, and 6):		901	
a. Amortized cost	8782	0	M.4.a.
b. Fair value	8783	0	M.4.b.

Memorandum item 5 is to be completed by bank holding companies with total assets over \$1 billion or with foreign offices.

- Asset-backed securities (ABS) (sum of Memorandum items 5.a through 5.f must equal Schedule HC-B, item 5):
  - a. Credit card receivables .....
  - b. Home equity lines .....
  - c. Automobile loans .....
  - d. Other consumer loans .....
  - e. Commercial and industrial loans.
  - f. Other .....

Held-to-N	//aturity		ale 4 : Language regional			Available-for-Sale							
(Column	A)		(Colur	nn B)	00000000000000000000000000000000000000	(Columi	n C)		(Column	D)	~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~		
Amortize	d Cost	sueres emprosaccipi	Fair V	alue		Amortiz	ed Cost	and the second second	Fair Value'				
внскві	Mil	Thou	BHCK	Bil N	1il Thou	BHCKE	Bil Mil	Thou	BHCKBil	Mil	Γhou		
							Sec.						
	744												
	340			. 12.3			344						
						-7.4							
0.00					#44.A		A v						
B838		N/A	B839		N/A	B840		N/A	B841		N/A		
B842		N/A	B843		N/A	B844		N/A	B845	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	N/A		
B846		N/A	B847		N/A	B848	manus merumumanan	N/A	B849	10.110.110.100.000.000.000.000.000.000.	N/A		
B850		N/A	B851		N/A	B852	nicensimienten en e	N/A	B853	animananan	N/A		
B854		N/A	B855		N/A	B856		N/A	B857	en de la company de la comp	N/A		
B858		N/A	B859		N/A	B860		N/A	B861		N/A		

- (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 debt securities by next repricing date.

# Schedule HC-C — Loans and Lease Financing Receivables

Do not deduct the allowance for loan and lease losses 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.

		Consolidate (Column A)	ed	Dollar Amoun  Domestic Offi (Column B)	ts in Thousands ces	
		BHCKBil	Mil Thou	(คริสตร์สารเสรียนกฤษ กรรมเพิ่มประการ	Mil Thou	
,	I are a second by and adula	kanan kanan katu kanan ka	511,149	DI IDIVIDII	IVIII TITIOG	1.
	Loans secured by real estate	1410	311,149	BHCK		1.
	a. Construction, land development, and other land loans:			Parressa upida likiirdibi A	22 025	4 - (4)
	(1) 1-4 family residential construction loans			F158	32,825	1.a.(1)
	(2) Other construction loans and all land	1		=1-0	400 FE0	4 - (0)
	development and other land loans	10.0		F159	100,559	1.a.(2)
				BHDM	and the second second second second	
	b. Secured by farmland			1420	1,634	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			1707	69,652	1 0 /1\
	credit			1797	09,032	1.6.(1)
	(2) All other loans secured by 1-4 family residential					
	properties:(a) Secured by first liens			5367	139 112	1.c.(2)(a)
				5368	4,423	1.c.(2)(b)
	(b) Secured by junior liens			3300	1,120	1.0.(2)(0)
	properties:			1460	4,282	1.d.
	e. Secured by nonfarm nonresidential properties:			7400	1,202	1.4.
	(1) Loans secured by owner-occupied nonfarm			BHCK		
				F160	102,181	1.e.(1)
	nonresidential properties			F100	102,101	1.6.(1)
	(2) Loans secured by other nonfarm nonresidential			F161	56,481	1.e.(2)
•	properties			ne mesambaa,p., o o ya ya	00,401	1.6.(2)
۷.	Loans to depository institutions and acceptances of other			BHDM	0	
	banks		_	1288	0	2.
	a. To U.S. banks and other U.S. depository institutions	1292	0			2.a.
	b. To foreign banks	1296	0			2.b.
3.	Loans to finance agricultural production and other loans to			i l	^	
	farmers	1590	U	1590	0	3.
4.	Commercial and industrial loans			1766	54,587	4.
	a. To U.S. addressees (domicile)	1763	54,587			4.a.
	b. To non-U.S. addressees (domicile)	1764	0			4.b.
	Not applicable					
6.	Loans to individuals for household, family, and other					
	personal expenditures (i.e., consumer loans) (includes			1975	11,948	6.
	purchased paper)			1975	11,340	
	a. Credit cards	B538	0			6.a.
	b. Other revolving credit plans	B539	3,182			6.b.
	c. Other consumer loans (includes single payment,					
	installment, and all student loans)	2011	8,766			6.c.
7.	Loans to foreign governments and official institutions	1				7
	(including foreign central banks)	2081	U	2081	0	7.
	Not applicable					
9.	a. Loans for purchasing and carrying securities	1545	Λ.	1545	0	9.a.
	(secured and unsecured)	1545	egranical activation of the contraction of the cont	รอง จากสารเลขาสดา ผู้การพระการและ สมาเทรา	anneuronorano successiva	to the second
	b. All other loans.	1564	3/4	1564	SC 30900114018889688000888181800000114	9.b.
10	Lease financing receivables (net of unearned income)			2165	0	10.
	a. Leases to individuals for household, family,	=100	•			10 0
	and other personal expenditures (i.e., consumer leases)	F162	0			10.a.
200	b. All other leases	F163	0			10.b.
11	LESS: Any unearned income on loans reflected in				4 242	11
15 104	items 1-9 above	2123	1,346	2123	1,346	11.
12	. Total (sum of items 1 through 10 minus item 11)					
	(total of column A must equal Schedule HC, sum of	2122	576,912	2122	576,912	12.
	items 4.a and 4.b)	2122	J10,312	E 144		

# Schedule HC-C—Continued

#### MEMORANDA

141	LINOTANDA	Dollar Amounts in 1	Thousands	
		BHDMBil M	lil Thou	
1.	Loans and leases restructured and in compliance with modified terms (included in Schedule HC-C, above and not reported as past due or nonaccrual in Schedule HC-N, memorandum item 1):  a. Loans secured by 1-4 family residential properties in domestic offices	F576	0	M.1.a.
	b. Other loans and all other leases (exclude loans to individuals for household,	BHCK		Š.
	family, and other personal expenditures)	1616	0	M.1.b.
2	A DAMAGE CONTROL OF THE CONTROL WITH CONTROL WAS ACCOUNTED TO THE TAXABLE OF TAXABLE O	BHCK		
۷.	Loans to finance commercial real estate, construction, and land development activities	2746	۸	M.2.
2	(not secured by real estate) included in Schedule HC-C, items 4 and 9, column A, above	2740	U	ivi.Z.
3.	Loans secured by real estate to non-U.S. addressees (domicile) (included in	B837	n	M.3.
	Schedule HC-C, item 1, column A)	D03/		Į IVI.J.
	Memorandum item 4 is to be completed by (1) bank holding companies that, 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) bank holding companies			
	that on a consolidated basis are credit card specialty holding companies (as defined in			
	the instructions).			
4	. Outstanding credit card fees and finance charges (included in Schedule HC-C, item 6.a., column A)	C391	0	M.4.
	nem c.a., column Aj	(039)	•	ş IVI.T.
	Memorandum item 5 is to be completed by all bank holding companies.			
5	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		M.5.a.
	b. Carrying amount included in Schedule HC-C, items 1 through 9	C780	0	M.5.b.
6	Closed-end loans with negative amortizaion features secured by 1-4 family residential properties in domestic offices:			
	a. Total carrying ammount of closed-end loans with negative amortization features secured by	F020		M.6.a.
	1-4 family residential properties (included in Schedule HC-C, items 1.c.(2)(a) and (b))	F230		м.б.а.
	Memorandum items 6.b and 6.c are to be completed by bank holding companies that had closed-end			
	loans with negative amortization features secured by 1-4 family residential properties (as reported			
	in Schedule HC-C, Memorandum item 6.a) as of December 31, 2007, that exceeded the lesser of \$100		2	
	million or 5 percent of total loans and leases, net of unearned income in domestic offices (as			
	reported in Schedule HC-C, item 12, column B).			
	b. Total maximum remaining amount of negative amortization contractually permitted	F004	0	M.6.b.
	on closed-end loans secured by 1-4 family residential properties	F231	, , , ,	IVI.O.D.
	<ul> <li>Total amount of negative amortization on closed-end loans secured by 1-4 family residential properties included in the carrying amount reported in Memorandum</li> </ul>		April 1800	
	item 6.a above	F232	0	M.6.c.
7	. Not applicable			
	. Not applicable			
	Loans secured by 1-4 family residential properties in domestic offices in	BHDM		
	process of foreclosure (included in Schedule HC-C, items 1.c.(1), 1.c.(2)(a), and 1.c.(2)(b))	F577	855	M.9.

# Schedule HC-C—Continued

MEMORANDA (continued)

Memorandum items 10 and 11 are to be completed by bank holding companies that have elected to measure loans included in Schedule HC-C, items 1 through 9, at fair value under a fair value option.

Consolidated   Column 8   Consolidated   Column 8   C			Dollar Amounts in Thousands		
10. Loans measured at fair value: a. Loans secured by real estate. (1) Contraction, land development, and other land loans. (2) Secured by farmland (including farm residential and other improvements). (3) Secured by 1-4 family residential properties: (4) Flevolving, open-end loans secured by 1-4 family residential properties: (5) Secured by multifamily (5 or more) residential properties: (6) Secured by multifamily (5 or more) residential properties. (7) Secured by multifamily (5 or more) residential properties. (8) Secured by multifamily (5 or more) residential properties. (9) Secured by multifamily (5 or more) residential properties. (1) Condiction and development, and other land loans. (2) Other revolving credit plans. (3) Other consumer loans (includes single payment, installment, and all student loans. (4) Secured by first liens. (5) Secured by first liens. (6) Secured by first liens. (7) Condiction, and development, and other land loans. (8) Secured by Interview (experience) (1) Condiction, and development, and other land loans. (9) Condiction in the velopment, and other land loans. (1) Construction, and development, and other land loans. (1) Construction, and development, and other land loans. (2) Secured by Interview residential properties: (3) Secured by Interview (experience) (1) Condiction, and development, and other land loans. (4) Secured by Interview residential properties: (5) Secured by Interview residential properties: (6) Secured by Interview residential properties: (7) Secured by Interview (experience) (1) Condiction from more sidential properties: (8) Secured by Interview residential properties: (9) Secured by Interview residential properties: (1) Condiction and development, and other land loans. (1) Construction, and development, and other land loans. (2) Secured by Interview residential properties: (3) Secured by Interview residential properties: (4) Secured by Interview residential properties: (5) Secured by Interview residential properties: (6) Secured by Interview residential properties:	TO THE PASS STREET OF THE PASS OF THE ADMINISTRATION OF THE SAME OF THE ADMINISTRATION OF THE PASS OF	Consolidated	Domestic Offices	000	
10. Loans measured at fair value		(Column A)	(Column B)		
a. Loans secured by real estate. (1) Construction, land development, and other land loans. (2) Secured by farmland (including farm residential and other improvements). (3) Secured by farmland (including farm residential and other improvements). (4) Secured by farmland properties: (5) Secured by 1-4 family residential properties: (6) Closed-end loans secured by 1-4 family residential properties: (7) Secured by jurior liens. (8) Secured by jurior liens. (9) Secured by jurior liens. (1) Secured by multianily (5 or more) residential properties. (1) Secured by multianily (5 or more) residential properties. (2) Secured by north land to secure (1) Secured by multianily (5 or more) residential properties. (8) Secured by multianily (5 or more) residential properties. (9) Secured by multianily (5 or more) residential properties. (1) Credit cards. (2) Other revolving credit plans. (3) Other consumer loans (includes single payment, installment, and all student loans). (2) Other boans. (3) Other consumer loans (includes single payment, installment, and all student loans). (4) Secured by farmland (including farm residential and other improvements). (1) Credit cards. (2) Secured by farmland (including farm residential and other improvements). (3) Secured by farmland (including farm residential and other improvements). (4) Secured by farmland (including farm residential and other improvements). (5) Secured by farmland (including farm residential and other improvements). (6) Secured by farmland (including farm residential properties. (7) Secured by furtilens. (8) Secured by furtilens. (9) Secured by furtilens. (10) Secured by furtilens. (11) Construction, land development, and other land loans. (12) Secured by furtilens. (13) Secured by furtilens. (14) Secured by furtilens. (15) Secured by furtilens. (16) Secured by furtilens. (17) Secured by furtilens. (18) Secured by furtilens. (19) Secured by		BHCKBil Mil Thou	BHDMBil Mil Thou	and the same of th	
(2) Secured by farmiland (including farm residential land other improvements). (3) Secured by 1-4 family residential properties: (4) Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit. (b) Closed-end loans secured by 1-4 family residential properties: (1) Secured by first liens. (1) Secured by first liens. (2) Secured by mortal land loans secured by 1-4 family residential properties: (1) Secured by mortal liens. (2) Secured by mortal liens. (3) Secured by mortal liens. (4) Secured by mortal liens. (5) Secured by mortal liens. (6) Secured by mortal liens. (7) Secured by mortal liens. (8) Secured by mortal liens. (9) Secured by mortal liens. (1) Closed-end loadstrail loans. (2) Commercial and industrial loans. (3) Other personal expenditures (1e., consumer loans) (includes purchased paper): (1) Credit cards. (2) Other revolving credit plans. (3) Other consumer loans (includes single payment, installment, and all student loans). (4) Secured by mortal and lied liens and liens and liens are stated to loans. (5) Secured by first liens. (6) Secured by first liens. (7) Construction, land development, and other land loans. (8) Secured by first liens. (9) Secured by first liens. (1) Construction, land development, and other land loans. (1) Construction, land development and other land loans. (2) Secured by first liens. (3) Secured by first liens. (4) Secured by first liens. (5) Secured by first liens. (6) Secured by first liens. (7) Secured by first liens. (8) Secured by first liens. (9) Secured by first liens. (1) Construction, land development, and other land loans accorded by the state of credit. (8) Secured by first liens. (9) Secured by first liens. (1) Construction, land development, and other land loans accorded by the state of credit. (1) Construction, land development, and other land loans accorded by the state of credit. (1) Construction, land development, and other land loans accorded by the state of credit. (1) Construction, land development, and other la	10. Loans measured at fair value:				
loans	a. Loans secured by real estate	F608 0		M.10.a.	
22   Secured by farmland (including farm residential and other improvements).   F579	(1) Construction, land development, and other land				
and other improvements).  (3) Secured by 1-4 family residential properties: (a) Revolving, open-end loans secured by 1-4 family residential properties: (i) Secured by first liens. (i) Closed-end loans secured by 1-4 family residential properties: (i) Secured by first liens. (i) Secured by midstamily (5 or more) residential properties. (i) Secured by midstamily (5 or more) residential properties. (i) Secured by midstamily (5 or more) residential properties. (i) Secured by midstamily (5 or more) residential properties. (i) Secured by midstamily (5 or more) residential properties. (i) Commercial and industrial loans. (i) Commercial and industrial loans. (i) Commercial and industrial loans. (ii) Consumer loans (includes single payment, installment, and all student loans). (iii) Construction, land development, and other lamptovements). (ii) Construction, land development, and other lamptovements). (iii) Construction, land development, and other lamptovements). (iii) Secured by familiand (including farm residential and other improvements). (iii) Secured by familiand (including farm residential and extended under lines of credit. (iv) Closed-end loans secured by 1-4 family residential properties: (i) Secured by familiand properties: (i) Secured by familiand (including farm residential properties: (i) Secured by familiand (including farm familiand fami	loans		F578 <b>0</b>	M.10.a.(1)	
(a) Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit. (b) Closed-end loans secured by 1-4 family residential properties of credit. (b) Closed-end loans secured by 1-4 family residential properties: (i) Secured by first liens. (ii) Secured by Intrio liens. (iii) Secured by Intrio liens. (iv) Secured by Intrio	(2) Secured by farmland (including farm residential				
(a) Revolving, open-end loans secured by 1-14 family residential properties and extended under lines of credit (b) Closed-end loans secured by 1-4 family residential properties:  (i) Secured by first liens. (ii) Secured by print liens. (iii) Secured by print liens. (iv) Secured by multifamily (5 or more) residential properties. (iv) Secured by multifamily (5 or more) residential properties. (iv) Secured by nordam nonresidential properties. (iv) Secured by residential properties. (iv) Secured by familian (including fam residential properties. (iv) Secured by familian (including fam residential and other improvements). (iv) Closed-end loans secured by 1-4 family residential properties: (iv) Secured by familian (including fam residential and other improvements). (iv) Secured by familian (including fam residential properties: (iv) Secured by familian (including fam residential and other improvements). (iv) Secured by familian (including fam residential properties: (iv) Secured by familian (including fam residential properties: (iv) Secured by familian (including fam residential properties: (iv) Secured by familian properties: (iv) Secured by including fam residential properties: (iv) Secured by including fam resident	and other improvements)	A Salara Ca	F579 <b>0</b>	M.10.a.(2)	
### 14 family residential properties and extended under lines of credit.  (b) Closed-end loans secured by 1-4 family residential properties.  (i) Secured by Int's liens.  (ii) Secured by Int's liens.  (iii) Secured by Int's liens.  (iv) Secured b					
extended under lines of credit. (b) Closed-end loans secured by 1-4 family residential properties: (i) Secured by prior liens. (ii) Secured by prior liens. (iii) Secured by prior liens. (iv) Secured by mortifarnity (5 or more) residential properties. (5) Secured by nonfarm nonresidential properties. (5) Secured by nonfarm nonresidential properties. (6) Secured by nonfarm nonresidential properties. (7) Commercial and industrial loans. (8) Commercial and industrial loans. (8) Commercial and industrial loans. (9) Commercial and industrial loans. (1) Credit cards. (1) Credit cards. (2) Other revolving greatilplans. (3) Other consumer loans (includes single payment, installment, and all student loans). (1) Credit cards. (1) Construction, land development, and other land loans. (2) Secured by farmiand (including farm residential and other improvements). (2) Secured by 1-4 family residential properties and extended under lines of credit. (a) Revolving, open-and loans secured by 1-4 family residential properties and extended under lines of credit. (b) Closed-end loans secured by 1-4 family residential properties and extended under lines of credit. (c) Secured by prist liens. (d) Secured by prist liens. (e) Secured by prist liens. (i) Secured by prist liens. (ii) Secured by prist liens. (iii) Secured by prist liens. (iv) Secured by prist	, ,		100000000000000000000000000000000000000	•	
(b) Closed-end loans secured by 1-4 family residential properties: (i) Secured by first liens. (ii) Secured by prist liens. (iii) Secured by multifamily (5 or more) residential properties. (5) Secured by multifamily (5 or more) residential properties. (5) Secured by nontifamily (6 or more) residential properties. (5) Secured by nontifamily (6 or more) residential properties. (6) Secured by nontifamily (6 or more) residential properties. (7) Consmercial and industrial loans. (8) C. Loans to individuals for household, family, and other personal expenditures (1.e., consumer loans (includes single payment, installment, and all student loans). (9) Clother revolving credit plans. (1) Construction, land development, and other land loans. (2) Secured by first liens. (3) Secured by 1-4 family residential properties: (4) Secured by First liens. (5) Secured by Installment, and all student loans. (6) Secured by Installment, and contained and extended under inters of credit. (7) Construction, land developments). (8) Secured by First liens. (9) Secured by First liens. (10) Secured by First liens. (11) Secured by First liens. (12) Secured by Installment, and other land extended under inters of credit. (13) Secured by Installment, and other land extended under inters of credit. (14) Secured by Installment, and other land extended under inters of credit. (15) Secured by First liens. (16) Secured by First liens. (17) Secured by First liens. (18) Secured by First liens. (19) Secured by First liens. (10) Secured by Fir			(F500)	M 10 = (2\/a\	
residential properties: (i) Secured by prior liens			(F580) <b>0</b>	M.10.a.(3)(a)	
(i) Secured by first liens	81.75	Property Commencer			
(ii) Secured by junior liens	The second secon		FE01	M 10 o (2)(b)(i)	
4  Secured by multifamily (5 or more) residential properties   F.583   0   M.10 a. (4)			promise en	4	
F583			F582	M. 10.a.(3)(b)(II)	
(5) Secured by nonfarm nonresidential properties   F585   0   F585   0   M.10.a.(5)			F500	M 10 - (1)	
b. Commercial and industrial loans. c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper): (1) Credit cards. (2) Other revolving credit plans. (3) Other consumer loans (includes single payment, installment, and all student loans). (4) Other loans. (5) Other loans. (6) Other loans. (7) Cardit dards. (8) Cardit dards. (9) Cardit dards. (1) Construction, land development, and other land loans. (1) Construction, land development, and other land loans. (2) Secured by real estate. (1) Construction, land development, and other land loans. (2) Secured by farmiand (including farm residential and other improvements). (3) Secured by 1-4 family residential properties: (a) Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit. (b) Closed-end loans secured by 1-4 family residential properties: (i) Secured by fullifamily (5 or more) residential properties. (ii) Secured by Individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper): (1) Credit cards. (2) Other revolving credit plans. (3) Other consumer loans (includes single payment, installment, and all student loans). (4) Consumer loans (includes single payment, installment, and all student loans). (5) Clorosumer loans (includes single payment, installment, and all student loans). (6) Clorosumer loans (includes single payment, installment, and all student loans). (7) Cardit cards. (8) Consumer loans (includes single payment, installment, and all student loans). (8) Consumer loans (includes single payment, installment, and all student loans). (8) Consumer loans (includes single payment, installment, and all student loans).			Commence of the second contract of the second	4	
c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper):  (1) Credit cards			A Commission of the control of the c	4	
ther personal expenditures (i.e., consumer loans) (includes purchased paper):  (1) Credit cards		F585 0	F585 <b>0</b>	M.10.b.	
(includes purchased paper): (1) Credit cards					
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(3) Other consumer loans (includes single payment, installment, and all student loans). F588 0   F588 0   F588 0   M.10.c.(3) M.11.c.(1) M.10.c.(3) M.11.c.(1) M.10.c.(3) M.11.c.(2) M.11.c.(2) M.11.c.(3) M.11.c.(2) M.11.c.(3) M.11.c.(2) M.11.c.(3) M.11.c	* *	processes (processes to restaurant consideration and consideration)	k Generalise mijster in die der dem die der der der der der der der der der de	*	
Payment, installment, and all student loans    F588   0   F588   0   M.10.c.(3)	· · · · · · · · · · · · · · · · · · ·	F587] U	r587 <b>0</b>	WI. 10.C.(2)	
d. Other loans	.,	E509 0	C500	M 10 c /3\	
11. Unpaid principal balances of loans measured at fair value (reported in memorandum item 10): a. Loans secured by real estate.  (1) Construction, land development, and other land loans.  (2) Secured by farmland (including farm residential and other improvements).  (3) Secured by 1-4 family residential properties: (a) Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit.  (b) Closed-end loans secured by 1-4 family residential properties: (i) Secured by first liens.  (i) Secured by multifamily (5 or more) residential properties.  (5) Secured by monfarm nonresidential properties.  (5) Secured by nonfarm nonresidential properties.  (6) Secured by nonfarm nonresidential properties.  (7) Secured by nonfarm nonresidential properties.  (8) F593  (9) M.11.a.(3)(a)  (1) La.(3)(b)(ii)  M.11.a.(3)(b)(ii)  M.11.a.(3)(b)(iii)  M.11.a.(4)  M.11.a.(4)  M.11.a.(4)  M.11.a.(4)  M.11.a.(5)  M.11.a.(6)  M.11.a.(7)  M.11.a.(7)  M.11.a.(8)  M.11.a.(9)  M.11.a.(1)  M.11.a.(1)  M.11.a.(1)  M.11.a.(1)  M.11.a.(1)  M.11.a.(2)  M.11.a.(3)(b)(ii)  M.11.a.(3)(b)(ii)  M.11.a.(3)(b)(ii)  M.11.a.(3)(b)(ii)  M.11.a.(3)(b)(ii)  M.11.a.(3)(b)(ii)  M.11.a.(3)(b)(ii)  M.11.a.(3)(b)(ii)			n Jandar 18 km² film mil kardim elenik ilikusudur. Dibisu bibbitoki	4	
value (reported in memorandum item 10): a. Loans secured by real estate		L283	F289	IVI. IV.a.	
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Canal   Cana		1 0091	1000	147.11.4.	
(2) Secured by farmland (including farm residential and other improvements).  (3) Secured by 1-4 family residential properties: (a) Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit.  (b) Closed-end loans secured by 1-4 family residential properties: (i) Secured by first liens.  (i) Secured by prints liens.  (ii) Secured by junior liens.  (4) Secured by multifamily (5 or more) residential properties.  (5) Secured by nonfarm nonresidential properties.  (6) Secured by nonfarm nonresidential properties.  (7) Secured by nonfarm nonresidential properties.  (8) Secured by nonfarm nonresidential properties.  (9) Secured by nonfarm nonresidential properties.  (1) Secured by nonfarm nonresidential properties.  (1) Secured by nonfarm nonresidential properties.  (2) Other personal expenditures (i.e., consumer loans) (includes purchased paper):  (1) Credit cards.  (2) Other revolving credit plans.  (3) Other consumer loans (includes single payment, installment, and all student loans).  (6) F600  (6) F600  (7) M.11.a.(2)  (8) M.11.a.(3)(b)(ii)  (9) M.11.a.(3)(b)(iii)			F590 0	M 11 a (1)	
and other improvements)			1000	,,	
(3) Secured by 1-4 family residential properties: (a) Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit. (b) Closed-end loans secured by 1-4 family residential properties: (i) Secured by first liens. (i) Secured by junior liens. (ii) Secured by junior liens. (iii) Secured by multifamily (5 or more) residential properties. (5) Secured by nonfarm nonresidential properties. (5) Secured by nonfarm nonresidential properties. (6) Secured by nonfarm nonresidential properties. (7) Secured by nonfarm nonresidential properties. (8) F595 (9) M.11.a.(3)(b)(ii) (10) M.11.a.(3)(b)(ii) (11) M.11.a.(3)(b)(ii) (12) Secured by nonfarm nonresidential properties. (13) Secured by nonfarm nonresidential properties. (14) Secured by nonfarm nonresidential properties. (15) Secured by nonfarm nonresidential properties. (16) Secured by nonfarm nonresidential properties. (17) Secured by nonfarm nonresidential properties. (18) F595 (19) M.11.a.(3)(b)(ii) (20) M.11.a.(3)(b)(ii) (21) M.11.a.(3)(b)(ii) (22) Other revolving credit plans. (23) Other consumer loans (includes single payment, installment, and all student loans). (24) F598 (15) F598 (16) F598 (17) F598 (18) F598	We shall see the second of the		F591 0	M.11.a.(2)	
(a) Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit	AND THE RESIDENCE OF THE PROPERTY OF THE PROPE				
1-4 family residential properties and extended under lines of credit					
(b) Closed-end loans secured by 1-4 family residential properties:  (i) Secured by first liens	1-4 family residential properties and	5.44	The Adams of the Control		
residential properties: (i) Secured by first liens	extended under lines of credit		F592 <b>0</b>	M.11.a.(3)(a)	
(i) Secured by first liens.  (ii) Secured by junior liens.  (4) Secured by multifamily (5 or more) residential properties.  (5) Secured by nonfarm nonresidential properties.  (5) Secured by nonfarm nonresidential properties.  (6) Commercial and industrial loans.  (7) Commercial and industrial loans.  (8) Commercial and industrial loans.  (9) M.11.a.(4)  (1) M.11.a.(4)  (2) Other personal expenditures (i.e., consumer loans) (includes purchased paper):  (1) Credit cards.  (2) Other revolving credit plans.  (3) Other consumer loans (includes single payment, installment, and all student loans).  (4) Secured by junior liens.  (5) F595  (6) M.11.a.(3)(b)(i)  (7) M.11.a.(3)(b)(ii)  (8) M.11.a.(3)(b)(ii)  (9) M.11.a.(3)(b)(ii)  (1) M.11.a.(3)(b)(ii)  (2) M.11.a.(3)(b)(ii)  (3) M.11.a.(3)(b)(ii)  (4) Secured by junior liens.  (5) M.11.a.(3)(b)(ii)  (6) M.11.a.(3)(b)(ii)  (7) M.11.a.(4)  (8) M.11.a.(4)  (9) M.11.a.(5)  (9) M.11.a.(5)  (1) M.11.a.(4)  (1) M.11.a.(4)  (1) M.11.a.(4)  (1) M.11.a.(4)  (2) M.11.a.(5)  (3) M.11.a.(5)  (4) M.11.a.(3)(b)(ii)  (5) M.11.a.(5)  (6) M.11.a.(5)  (7) M.11.a.(5)  (8) M.11.a.(4)  (9) M.11.a.(5)  (1) M.11.a.(5)  (2) M.11.a.(5)  (3) M.11.a.(5)  (4) M.11.a.(5)  (5) M.11.a.(5)  (6) M.11.a.(5)  (7) M.11.a.(5)  (8) M.11.a.(1)  (9) M.11.a.(2)  (1) M.11.a.(3)(b)(ii)	(b) Closed-end loans secured by 1-4 family				
(ii) Secured by junior liens.  (4) Secured by multifamily (5 or more) residential properties.  (5) Secured by nonfarm nonresidential properties.  (6) Secured by nonfarm nonresidential properties.  (7) Secured by nonfarm nonresidential properties.  (8) F595  (9) M.11.a.(4)  (1) Commercial and industrial loans.  (1) Count to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper):  (1) Credit cards.  (2) Other revolving credit plans.  (3) Other consumer loans (includes single payment, installment, and all student loans).  (4) Secured by multifamily (5 or more) residential properties.  (5) F595  (6) M.11.a.(3)(b)(ii)  M.11.a.(3)(b)(ii)  M.11.a.(4)  M.11.a.(5)  M.11.a.(5)  M.11.a.(4)  M.11.a.(5)  M.11.a.(5)  M.11.a.(2)  M.11.a.(3)  M.11.a.(3)  M.11.a.(3)  M.11.a.(5)  M.11.a.(5)	residential properties:				
(4) Secured by multifamily (5 or more) residential properties.  (5) Secured by nonfarm nonresidential properties.  (5) Secured by nonfarm nonresidential properties.  (6) Secured by nonfarm nonresidential properties.  (7) Commercial and industrial loans.  (8) E596  (8) M.11.a.(4)  (9) M.11.a.(5)  (1) Credit cards.  (1) Credit cards.  (2) Other revolving credit plans.  (3) Other consumer loans (includes single payment, installment, and all student loans).  (5) Secured by multifamily (5 or more) residential properties.  (6) E595  (7) M.11.a.(4)  (8) M.11.a.(5)  (8) M.11.a.(5)  (9) M.11.a.(1)  (10) F597  (11) Credit cards.  (12) Other revolving credit plans.  (13) Other consumer loans (includes single payment, installment, and all student loans).  (14) F595  (15) Secured by multifamily (5 or more) residential properties.  (8) F596  (9) M.11.a.(4)  (14) M.11.a.(4)  (15) M.11.a.(4)  (16) M.11.a.(5)  (17) M.11.a.(5)  (18) M.11.a.(5)  (19) M.11.a.(5)  (10) M.11.a.(5)  (11) Credit cards.  (12) Other revolving credit plans.  (13) Other consumer loans (includes single payment, installment, and all student loans).  (14) F597  (15) G597  (15) G797  (16) G797  (17) G797  (17) G797  (18) G797  (19) G797  (	(i) Secured by first liens				
properties. F595 0 M.11.a.(4)  (5) Secured by nonfarm nonresidential properties F596 0 M.11.a.(5)  b. Commercial and industrial loans. F597 0 F597 0 M.11.b.  c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper):  (1) Credit cards. F598 0 F598 0 M.11.c.(1)  (2) Other revolving credit plans. F599 0 F599 0 M.11.c.(2)  (3) Other consumer loans (includes single payment, installment, and all student loans). F600 0 F600 0 M.11.c.(3)	(ii) Secured by junior liens		F594 0	M.11.a.(3)(b)(ii)	
(5) Secured by nonfarm nonresidential properties.  b. Commercial and industrial loans.  c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper):  (1) Credit cards.  (2) Other revolving credit plans.  (3) Other consumer loans (includes single payment, installment, and all student loans).  F500  F597  O F597  O M.11.a.(5)  M.11.b.  F598  O F598  O M.11.c.(1)  F599  O F600  O M.11.c.(2)	(4) Secured by multifamily (5 or more) residential				
b. Commercial and industrial loans.  c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper):  (1) Credit cards.  (2) Other revolving credit plans.  (3) Other consumer loans (includes single payment, installment, and all student loans).  F597  0 F597  0 M.11.b.  F598  0 F598  0 M.11.c.(1)  F599  0 F600  0 F600  0 M.11.c.(3)	properties		F595 0	M.11.a.(4)	
c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper):  (1) Credit cards	(5) Secured by nonfarm nonresidential properties	Data da la composición de la composición dela composición de la composición dela composición de la composición de la composición de la com	F596 <b>0</b>	M.11.a.(5)	
other personal expenditures (i.e., consumer loans) (includes purchased paper): (1) Credit cards	b. Commercial and industrial loans	F597 0	F597 0	M.11.b.	
(includes purchased paper):       (1) Credit cards       F598       0 F598       0 M.11.c.(1)         (2) Other revolving credit plans       F599       0 F599       0 M.11.c.(2)         (3) Other consumer loans (includes single payment, installment, and all student loans).       F600       0 F600       0 M.11.c.(3)					
(1) Credit cards.       F598       0 F598       0 M.11.c.(1)         (2) Other revolving credit plans.       F599       0 F599       0 M.11.c.(2)         (3) Other consumer loans (includes single payment, installment, and all student loans).       F600       0 F600       0 M.11.c.(3)	other personal expenditures (i.e., consumer loans)				
(2) Other revolving credit plans					
(3) Other consumer loans (includes single payment, installment, and all student loans)	(1) Credit cards	F598 0	of the week a fixed of the control o		
payment, installment, and all student loans)	(2) Other revolving credit plans	F599 0	F599 0	M.11.c.(2)	
	(3) Other consumer loans (includes single				
d. Other loans	payment, installment, and all student loans)	F600 0	[F600] <b>0</b>	M.11.c.(3)	
THE BOOK OF THE PROPERTY OF TH	d. Other loans	F601 0	F601 0	M.11.d.	

# Schedule HC-D—Trading Assets and Liabilities

Schedule HC-D is to be completed by bank holding companies that reported average trading assets (Schedule HC-K, Item 4.a) of \$2 million or more in any of the four preceding quarters.

	· ·	Dollar Amounts in Thousands	5
AND AND TO STORM AND THE MANAGEMENT OF THE STORM AND A	···· Consolidated	Domestic Offices	
	(Column A)	(Column B)	
2 30 AUG/00/0340	BHCM Bil Mil Thou	BHCKBil Mil Thou	
ASSETS	10.501	Toron 0	1.
1. U.S. Treasury securities	3531 0	3531 0	1.
U.S. government agency obligatios (exclude     mortages hagked acquirities)	2522	3532 0	2.
mortgage-backed securities)		3533 0	3.
<ol> <li>Securities issued by states and political subdivisions in the U.S</li> <li>Mortgage-backed securities (MBS):</li> </ol>	3533 0	[3333]	J. 3.
a. Pass-through securities issued or guaranteed by			
FNMA, FHLMC, or GNMA	3534	3534 0	4.a.
b. Other mortgage-backed securities issued or			
guaranteed by FNMA, FHLMC, or GNMA (include			4
CMOs, REMICs, and stripped MBS)		3535 0	4.b.
c. All other mortgage-backed securities	3536 <b>0</b>	3536 0	4.c.
Other debt securities	3537 0	3537 0	5.
6. Loans:	BHCK	Speciments (Sec.)	
a. Loans secured by real estate	F610 0	1.50	6.a.
(1) Construction, land development, and other land		BHDM	
loans		F604 <b>0</b>	6.a.(1)
(2) Secured by farmland (including farm residential		2.0	
and other improvements)		¥F605 <b>0</b>	6.a.(2)
(3) Secured by 1-4 family residential properties:			
<ul><li>(a) Revolving, open-end loans secured by</li><li>1-4 family residential properties and</li></ul>			
extended under lines of credit		F606 <b>0</b>	6.a.(3)(a)
(b) Closed-end loans secured by 1-4 family		1000	0.a.(0)(a)
residential properties:			
(i) Secured by first liens		F607 0	6.a.(3)(b)(i)
(ii) Secured by junior liens		F611 0	6.a.(3)(b)(ii)
(4) Secured by multifamily (5 or more) residential			
properties		F612 0	6.a.(4)
(5) Secured by nonfarm nonresidential properties		F613 0	6.a.(5)
b. Commercial and industrial loans	F614 0	F614 <b>0</b>	6.b.
<ul> <li>c. Loans to individuals for household, family, and</li> </ul>		CAPCET .	
other personal expenditures (i.e., consumer loans)	100		
(includes purchased paper): (1) Credit cards	F615 <b>0</b>	F615 <b>0</b>	6.c.(1)
	land and the second a	F616 <b>0</b>	6.c.(2)
(2) Other revolving credit plans(3) Other consumer loans (includes single	(FOIO)	[F010]	0.0.(2)
payment, installment, and all student loans)	F617 0	F617 0	6.c.(3)
d. Other loans	Augustament and automorphisms recognised and control of the contro	F618 0	6.d.
7. Not applicable		1.31.5	, O.u.
8. Not applicable	BHCM	BHCK	
9. Other trading assets		3541 0	9.
10. Not applicable			
11. Derivatives with a positive fair value	3543 <b>0</b>	3543 0	11.
12. Total trading assets (sum of items 1 through 11)	bhct	BHDM	
(total of column A must equal Schedule HC, item 5)	3545 <b>0</b>	3545 <b>0</b>	12.
LIABILITIES	BHCK		
13. a. Liabilities for short positions	3546 <b>0</b>	3546 0	13.a.
b. All other trading liabilities	F624 0	F624 0	13.b.
14. Derivatives with a negative fair value	3547 <b>0</b>	Section and the second section is a second section of the second section of the second section is a second section of the s	14.
15. Total trading liabilities (sum of items 13.a through 14)	bhct		
	process of the contract of the	3548 <b>0</b>	15.
(total of column A must equal Schedule HC, item 15)	3548 0	10040	10.

# Schedule HC-D-Continued

# MEMORANDA

	Dollar A				nounts in		
CONTROL OF THE PROPERTY OF THE	Consolida (Column A		on and the second secon	Domestic (Column B	_		
	BHCKBil	Mil	Thou	BHDM Bil	Mil	Thou	
<ol> <li>Unpaid principal balance of loans measured at fair value (reported in Schedule HC-D, items 6.a through 6.d.)</li> </ol>	El TOT GI	14111	11100	<u> Uliumoli</u>		11100	
a. Loans secured by real estate	F790	einc.th.25) or \$400 medicalensis.co	0				M.1.a.
(1) Construction, land development, and other land				F625		· · · · · · · · · · · · · · · · · · ·	M.1.a.(1)
loans(2) Secured by farmland (including farm residential				F023			
and other improvements)				F626	·	0	M.1.a.(2)
<ul><li>(3) Secured by 1-4 family residential properties:</li><li>(a) Revolving, open-end loans secured by</li><li>1-4 family residential properties and</li></ul>							
extended under lines of credit			144	F627		0	M.1.a.(3)(a)
(b) Closed-end loans secured by 1-4 family residential properties:							
(i) Secured by first liens				F628		0	M.1.a.(3)(b)(i)
(ii) Secured by junior liens(4) Secured by multifamily (5 or more) residential				F629		0	M.1.a.(3)(b)(ii)
properties				F630		0	M.1.a.(4)
(5) Secured by nonfarm nonresidential properties	÷.			F631	CONTROL NO. CANADA VILLONDO	0	M.1.a.(5)
b. Commercial and industrial loans	F632		0	F632		0	M.1.b.
<ul> <li>c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper):</li> </ul>							
(1) Credit cards	F633		0	F633	Cografia Wales and Assault	0	M.1.c.(1)
(2) Other revolving credit plans	F634		0	F634		0	M.1.c.(2)
(3) Other consumer loans (includes single							
payment, installment, and all student loans)	F635	anigona, distropanta de	0	F635	Same of the Asset Control	0	M.1.c.(3)
d. Other loans	F636		0	F636		0	M.1.d.
Not applicable     Loans measured at fair value that are past due 90 days or more:     a. Fair value	F639		0	F639		0	M.3.a.
b. Unpaid principal balance	F640	Subsupport tradem (1920)	elinia de la companya de la company	F640	ale horsestes of the	0	
5. Original principal data locality of the second s				<u></u>	ollar Amour BHCK Bil	nts in Thousa	
Memoranda items 4 through 10 are to be completed by bank hole reported average trading assets (Schedule HC-K, item 4.a.) of \$7 of the four preceding quarters.  4. Asset-backed securities:							
a. Residential mortgage-backed securities	0.000			§~	641		0 M.4.a.
b. Commercial mortgage-backed securities				(a	642	Treasurer + to the controls	0 M.4.b.
c. Credit card receivables				344	643	PRINCES ENDING TO SEC	0 M.4.c.
d. Home equity lines				Şun	en an employee en en en e	to the service with the service of	0 M.4.d.
				ຊີເລີ	644	er and saccess of the dead	CONTRACTOR CO.
e. Automobile loans			•••••	§600	645	649889889888888	0 M.4.e.
f. Other consumer loans				f=	646		0 M.4.f.
g. Commercial and industrial loans				F	647		<b>0</b> M.4.g.

h. Other....

**0** M.4.h.

F648

# Schedule HC-D-Continued

MEMORANDA (continued)

	•	,	Dollar Amount	s in Thousands	
			- BHCK Bil	Mil Thou	
	collateralized deb	·			
			F649	0	M.5.a.
	. Other		F650	0	M.5.b.
		al interests in securitizations (first-loss or equity tranches)	F651	0	M.6.
	quity securities:	and the formation	F652	0	M.7.a.
		nable fair values	pod med since interference con-		м. <i>т.</i> а. М.7.b.
-	. Other		F653		M.8.
	oans pending se	curitization ets (itemize and describe amounts included in Schedule HC-D,	F654	U	IVI.O.
		eater than \$25,000 and exceed 25% of the item)			
	. BHTX	The state of the s	_		
	F655		F655	0	M.9.a.
b.	. BHTX				
	F656		F656	0	M.9.b.
C.	. BHTX				
	F657		F657	0	M.9.c.
		ities (itemize and describe amounts included in Schedule HC-D,			
	growth with the control of the second second	eater than \$25,000 and exceed 25% of the item)	_		ž.
a.	. BHTX				
	F658		F658	0	M.10.a.
b.	. BHTX			2.7	Ì
	F659		F659	0	M.10.b.
C.	. BHTX		<u> </u>	***	
	F660	2-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1	F660	0	M.10.c.

# Schedule HC-E—Deposit Liabilities (1)

	Dollar Amounts in Thousands		
	BHCB Bil	Mil Thou	· ·
<ol> <li>Deposits held in domestic offices of commercial bank subsidiaries of the reporting bank</li> </ol>			
holding company:			Ę
a. Demand deposits	2210	22,226	1.a
b. NOW, ATS, and other transaction accounts	3187	10,633	] 1.b
c. Money market deposit accounts and other savings accounts	2389	170,214	] 1.c
d. Time deposits of less than \$100,000	6648	113,840	1.d
e. Time deposits of \$100,000 or more	2604	185,684	] 1.e
2. Deposits held in domestic offices of other depository institutions that are subsidiaries			Ĭ
of the reporting bank holding company:	BHOD		
a. Noninterest-bearing balances	3189	0	2.a
b. NOW, ATS, and other transaction accounts	3187	0	2.b
c. Money market deposit accounts and other savings accounts	2389	0	2.c
d. Time deposits of less than \$100,000	6648	0	2.d
e. Time deposits of \$100,000 or more	2604	0	2.e
MEMORANDA	¥		
	BHDM Bil	Mil Thou	
1. Brokered deposits less than \$100,000 with a remaining maturity of one year or less	A243	65,000	M.
2. Brokered deposits less than \$100,000 with a remaining maturity of more than one year	A164	0	M.2
B. Time deposits of \$100,000 or more with a remaining maturity of one year or less	A242	177,538	M.:
	BHFN		A. C.
4. Foreign office time deposits with a remaining maturity of one year or less	A245	0	M.∠

⁽¹⁾ The sum of items 1.a through 1.e and items 2.a through 2.e must equal the sum of Schedule HC, items 13.a.(1) and 13.a.(2).

#### Schedule HC-F-Other Assets

	Dollar Amou	nts in Thousands	
	BHCK Bil	Mil Thou	1
1. Accrued interest receivable(1)	B556	2,92	ò
2. Net deferred tax assets (2)	2148	2,02	7
B. Interest-only strips receivable (not in the form of a security) (3) on:			
a. Mortgage loans	A519		0
b. Other financial assets	A520		0
4. Equity securities that DO NOT have readily determinable fair values (4)	1752	5,55	7
5. Life insurance assets	C009	1,669	)
6. Other	2168	1,45	3
	bhct		
7. Total (sum of items 1 through 6) (must equal Schedule HC, item 11)	2160	13,63	7
(1) Include accrued interest receivable on loans, losses, 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 HS, item 5, as appropriate.	HC, item 2.b, or a	s trading assets	in
(4) Include Federal Reserve stock, Federal Home Loan Bank stock, and bankers' bank stock.			

	BHCKBil Mil Thou
Not applicable	
Net deferred tax liabilities (1)	3049 <b>0</b> 2.
Allowance for credit losses on off-balance sheet credit exposures	B557 <b>0</b> 3.
4. Other	B984 <b>6,414</b> 4.
	bhct
5. Total (sum of items 2 through 4) (must equal Schedule HC, item 20)	<b>6,414</b> 5.

⁽¹⁾ See discussion of deferred income taxes in Glossary entry on "income taxes."

# Schedule HC-H-Interest Sensitivity (1)

	Dollar A	mounts	in Thous	ands	*1
TOTAL PROPERTY AND THE	BHCK	Bil	Mil	Thou	Supposed Street
Earning assets that are repriceable within one year or mature within one year	3197		3	63,262	1.
2. Interest-bearing deposit liabilities that reprice within one year or mature within one year					agrigation .
included in item 13.a.(2) and 13.b.(2) on Schedule HC, Balance Sheet	3296		2	71,382	2.
3. Long-term debt with a remaining maturity of more than one year but reprices within one year					
included in items 16 and 19.a on Schedule HC, Balance Sheet	3298			0	3.
4. Variable rate preferred stock (includes both limited-life and perpetual preferred stock)	3408	<u></u>	,	0	4.
5. Long-term debt reported in Schedule HC, item 19.a on the Balance Sheet that is					2000
scheduled to mature within one year	3409	<b></b>	**********	0	5.

⁽¹⁾ Bank holding companies with foreign offices have the option of excluding the smallest of such non-U.S. offices from coverage in this schedule. Such bank holding companies may omit the smallest of their offices in foreign countries when arrayed by total assets provided that the assets of the excluded offices do not exceed 50 percent of the total assets of the holding company's assets in foreign countries and 10 percent of the holding company's total consolidated assets as of the report date.

# Schedule HC-I—Insurance-Related Underwriting Activities (including reinsurance) Part I. Property and Casualty Underwriting Schedule HC-I must be completed by all top-tier bank holding companies. (See instructions for additional information.)

See instructions for additional information.)	Dollar Amounts in Thou	3301103
SSETS	BHCKBil Mil	Thou
Reinsurance recoverables	B988	0
Total assets	C244	0
ABILITIES		
Claims and claims adjustment expense reserves	B990	0
Unearned premiums	B991	0
Total equity	C245	0
Net Income	C246	0
Part II. Life and Health Underwriting	Dollar Amounts in Thou	muganamama
SSETS	BHCKBil Mil	Thou
Reinsurance recoverables	C247)	0
Separate account assets	B992	0
Total assets	C248	0
ABILITIES		
Policy holder benefits and contract holder funds	B994)	0
Separate account liabilities	B996	0
	C249	0
. Total equity		
. Total equity	C250 Dollar Amounts in Thou	o usands
Net income	Восом национального до поменення посто поменення в подать поменення в поменення в поменення в поменення в поме	
chedule HC-K—Quarterly Averages  SSETS	Dollar Amounts in Thou	usands Thou
Chedule HC-K—Quarterly Averages  SSETS Securities	Dollar Amounts in Thou	sands Thou 32,591
Chedule HC-K—Quarterly Averages  SSETS Securities	Dollar Amounts in Thou BHCK Bil Mil  3515  3365  33665	sands [Thou 32,591 0
Chedule HC-K—Quarterly Averages  SSETS Securities	Dollar Amounts in Thou BHCK Bil Mil	sands Thou 32,591
Net income	Dollar Amounts in Thou BHCK Bil Mil 3515 3365 3516 BHDM	32,591 0 562,496
Chedule HC-K—Quarterly Averages  SSETS Securities	Dollar Amounts in Thou BHCK Bil Mil 3515 3365 3516 BHDM	sands [Thou 32,591 0
chedule HC-K—Quarterly Averages  SSETS  Securities	Dollar Amounts in Thouast State of the CK Bil Mil Mil 3515 State of the CK Bil State o	32,591 0 562,496
Chedule HC-K—Quarterly Averages  SSETS  Securities	Dollar Amounts in Thouast State of the Company of t	32,591 0 562,496
Chedule HC-K—Quarterly Averages  SSETS Securities Federal funds sold and securities purchased under agreements to resell Loans and leases  a. Loans secured by 1-4 family residential properties in domestic offices b. All other loans secured by real estate in domestic offices	Dollar Amounts in Thouast State of the Company of t	32,591 0 562,496 201,208 295,576
SSETS Securities	Dollar Amounts in Thouast State of the Control of t	32,591 0 562,496 201,208 295,576
SSETS Securities Federal funds sold and securities purchased under agreements to resell Loans and leases  a. Loans secured by 1-4 family residential properties in domestic offices b. All other loans secured by real estate in domestic offices c. All other loans in domestic offices	Dollar Amounts in Thouast State of the Color	32,591 0 562,496 201,208 295,576 66,859
Chedule HC-K—Quarterly Averages  SSETS Securities	Dollar Amounts in Thou BHCK Bil Mil 3515 3365 3516 BHDM 3465 3466 F724 BHCK 3401 B985	32,591 0 562,496 201,208 295,576 66,859
SSETS Securities	Dollar Amounts in Thou BHCK Bil Mil 3515 3365 3516 BHDM 3465 3466 F724 BHCK 3401 B985	32,591 0 562,496 201,208 295,576 66,859 0 4,107
Chedule HC-K—Quarterly Averages  SSETS Securities	Dollar Amounts in Thouast State of the State	32,591 0 562,496 201,208 295,576 66,859 0 4,107
Chedule HC-K—Quarterly Averages  SSETS Securities	Dollar Amounts in Thouast State of the Company of t	32,591 0 562,496 201,208 295,576 66,859 0 4,107 642,350
Chedule HC-K—Quarterly Averages  SSETS Securities	Dollar Amounts in Thouast State of the Company of t	32,591 0 562,496 201,208 295,576 66,859 0 4,107 642,350
SSETS Securities	Dollar Amounts in Thouast State of the Company of t	32,591 0 562,496 201,208 295,576 66,859 0 4,107 642,350 400,109 0
SSETS Securities Federal funds sold and securities purchased under agreements to resell. Loans and leases.  a. Loans secured by 1-4 family residential properties in domestic offices. b. All other loans secured by real estate in domestic offices. c. All other loans in domestic offices.  a. Trading assets. b. Other earning assets. Total consolidated assets.  ABILITIES Interest-bearing deposits (domestic). Interest-bearing deposits (foreign). Federal funds purchased and securities sold under agreements to repurchase. All other borrowed money.	Dollar Amounts in Thouast State of the Company of t	32,591 0 562,496 201,208 295,576 66,859 0 4,107 642,350
Schedule HC-K—Quarterly Averages  SSETS Securities Federal funds sold and securities purchased under agreements to resell Loans and leases  a. Loans secured by 1-4 family residential properties in domestic offices b. All other loans secured by real estate in domestic offices c. All other loans in domestic offices  b. Other earning assets b. Other earning assets  Total consolidated assets IABILITIES Interest-bearing deposits (domestic) Interest-bearing deposits (foreign) Federal funds purchased and securities sold under agreements to repurchase All other borrowed money 0. Not applicable	Dollar Amounts in Thouast State of the Company of t	32,591 0 562,496 201,208 295,576 66,859 0 4,107 642,350 400,109 0
SSETS Securities Federal funds sold and securities purchased under agreements to resell. Loans and leases.  a. Loans secured by 1-4 family residential properties in domestic offices. b. All other loans secured by real estate in domestic offices. c. All other loans in domestic offices.  a. Trading assets. b. Other earning assets. Total consolidated assets.  IABILITIES Interest-bearing deposits (domestic). Interest-bearing deposits (foreign). Federal funds purchased and securities sold under agreements to repurchase. All other borrowed money.	Dollar Amounts in Thouast State of the Company of t	32,591 0 562,496 201,208 295,576 66,859 0 4,107 642,350 400,109 0

For Fe	deral Res	erve Bank Use	
Only			
C.I.	1	1	

# (Report only transactions with nonrelated institutions) Schedule HC-L—Derivatives and Off-Balance-Sheet Items

			Dol	lar Amoi	unts in Thousar	nds	
_			BH	ICK Bil	Mil T	hou	
1.	Unused commitments (report only the unused portions of commitments that are fee pa	id					
	or otherwise legally binding):						
	a. Revolving, open-end loans secured by 1-4 family residential properties, e.g., home		1			004	
	equity lines		james .	314	61,9	entre transport	1.a.
	b. Credit card lines		[ 38	315		0 1	1.b.
	c. (1) Commitments to fund commercial real estate, construction, and land development				40	000	
	loans secured by real estate (sum of items 1.c.(1)(a) and (b) must equal item 1.c.(		\$6000 CE	316	46,	anne mareri (	1.c.(1)
	(a) 1-4 family residential construction loan commitments		and the second	164	MANAGEMENT AND THE PARTY OF THE	District of	1.c.(1)(a
	(b) Commercial real estate, other construction loan, and land development loan of		<u>[</u> F	165	35,	748	1.c.(1)(b)
	(2) Commitments to fund commercial real estate, construction, and land development						
	loans NOT secured by real estate		green train	550		mananana j	1.c.(2)
	d. Securities underwriting		38	317			1.d.
	e. Other unused commitments		38	318	51,4		1.e.
2.	Financial standby letters of credit and foreign office guarantees		65	66		0 2	2.
	a. Amount of financial standby letters of credit conveyed to others		38	320		· · · · · · · · · · · · · · · · · · ·	2.a.
3.	Performance standby letters of credit and foreign office guarantees		65	70	1,3	355 3	3.
	a. Amount of performance standby letters of credit conveyed to others		22.00.000	322		0 3	3.a.
4.	Commercial and similar letters of credit		34	11	100 Kanada 11 100 Kanada 12 Tanada 11 11 11 11 11 11 11 11 11 11 11 11 11	0 4	4.
5.	Not applicable						
6.	Securities lent		34	33		0 6	3.
		Guara	antor		Beneficiary	<i>y</i>	2
7. C	redit derivatives:	(Colur	nn A)	į	(Column B)	) 80.980778888870	cas
a.	Notional amounts:	BHCK Bil	Mil Thou	BHC	K Bil Mil	Thou	يا 7.a.
(	1) Credit default swaps	C968	0	C969	en, disconno della con los Sistema	0	
(	2) Total return swaps	C970	0	C971		0	
(	3) Credit options	C972	0	C973	VIEW ROOM RECORDS AND ADDRESS OF THE PERSON NAMED AND ADDRESS OF THE PERSON NAMED AND ADDRESS OF THE PERSON NA	0	7.a.(3
(	4) Other credit derivatives	C974	0	C975		0	7.a.(4
b.	Gross fair values:						7.b.
(	1) Gross positive fair value	C219	0	C221		0	7.b.(1
	2) Gross negative fair value	C220		C222	anthonolisentana tempeta d	0	finis .

	Dollar Amo	ounts in Thousands	
	BHCKBi	il Mil Thou	
Spot foreign exhange contracts	8765	0	8.
<ol> <li>All other off-balance-sheet items (exclude derivatives)(include in item 9 the aggregate amount of all oth off-balance sheet items that individually exceed 10% of Schedule HC, item 28, "Total equity capital")</li> </ol>	ner		\$2000 BBC CORE
(itemize and describe in items 9.a through 9.g only amounts that exceed 25% of Schedule HC, item 28)	) 3430	15,000	9.
a. Securities borrowed	3432	0	9.a.
b. Commitments to purchase when-issued securities	3434	0	9.b.
c. Commitments to sell when-issued securities	3435	0	9.c.
d. TEXT			in the second
6561 FHLB LETTER OF CREDIT FOR PUBLIC FUNDS	6561	15,000	9.d.
e. TEXT			
6562	6562	0	9.e.
f. TEXT			
6568	6568	0	9.f.
g. TEXT			<b>G</b>
6586	6586	0	9.g.
10. Not applicable			e-265 ₁₁

# Schedule HC-L—Continued

				Dollar Amounts in Tho	usands
	(Column A)	(Column B)	(Column C)	(Column D)	
Derivatives Position Indicators	Interest Rate	Foreign Exchange	Equity Derivative	Commodity and	***
•	Contracts	Contracts	Contracts	Other Contracts	esonose es
	Tril Bil Mil Thou	Tril Bil Mil Thou	Tril Bil Mil Thou	Tril Bil Mil Thou	u j
11. Gross amounts (e.g., notional amounts			(1) N		
(for each column, sum of items 11.a					
through 11.e must equal the sum of					
items 12 and 13):					
a. Futures contracts	. 0	0	0	0	11.a.
	BHCK 8693	BHCK 8694	BHCK 8695	BHCK 8696	
b. Forward contracts	. 830	0	0	0	11.b.
	BHCK 8697	BHCK 8698	BHCK 8699	BHCK 8700	- was
<ul><li>c. Exchange-traded option contracts:</li></ul>					Ž
(1) Written options	. 0	0	0	0	11.c.(1)
	BHCK 8701	BHCK 8702	BHCK 8703	BHCK 8704	-
(2) Purchased options	.] 0	0	0	0	11.c.(2)
	BHCK 8705	BHCK 8706	BHCK 8707	BHCK 8708	
d. Over-the-counter option contracts:					
(1) Written options	. 0	0	0	0	11.d.(1)
. ,	BHCK 8709	BHCK 8710	BHCK 8711	BHCK 8712	
(2) Purchased options	0	0	0	0	11.d.(2)
(2) ( 0.010000 001010	BHCK 8713	BHCK 8714	BHCK 8715	BHCK 8716	17.0.(2)
e. Swaps	0	0	0	0	11.e.
c. Gwaps	BHCK 3450	BHCK 3826	BHCK 8719	BHCK 8720	11.6.
12.Total gross amount of derivative	BHCK 3430	8 DHCK 3020	DHCK 0/19	BHCK 0720	
contracts held for trading	0	. 0	Ō	0	12.
contracts field for trading					12.
12 Tatal and a second of desiration	BHCK A126	BHCK A127	BHCK 8723	BHCK 8724	
Total gross amount of derivative contracts held for purposes other			1.00		
than trading	830	0	0	0	13.
train training	BHCK 8725	BHCK 8726	BHCK 8727	enter contrate the contrate the contrate of th	10.
14. Gross fair values of derivative	DHCK 0723	) DHCK 6/20	DUCK 0/2/	BHCK 8728	
contracts:				70 cm	Š.
a. Contracts held for trading:				reserved to	
(1) Gross positive fair value	. 0	0	0	0	14.a.(1)
, and the second	BHCK 8733	BHCK 8734	BHCK 8735	BHCK 8736	The same of the sa
(2) Gross negative fair value	0	0	0	0	14.a.(2)
(=) erose negative ian value	BHCK 8737	BHCK 8738	BHCK 8739	BHCK 8740	1(_)
	Briorcoror	BHOROTO	BHOR 0700	DHORO/40	
b. Contracts held for purposes other					
than trading:		4.0	1		
(1) Gross positive fair value	. 11	0	0	0	14.b.(1)
- 1	BHCK 8741	BHCK 8742	BHCK 8743	BHCK 8744	
(2) Gross negative fair value	0	0	0	0	14.b.(2)
. ,	BHCK 8745	BHCK 8746	BHCK 8747	BHCK 8748	
	Lane was remained processes and the same and	Barrana and and an anni an	Resource of the commence of th	Karramana and Santana and Santana and Santana	å

# Schedule HC-M-Memoranda

					Dollar Amoun	nts in Thousands	_
1. T	otal number of bank holding company common shares		BER (UNROUNDE	ED)	BHCK Bil	Mil Thou	Standard Standard
	outstanding	3459	1,552	2,292		2 - 3 miles	1.
2. [	Debt maturing in one year or less (included in Schedule HC, items 16 and 19.a	1)					
	hat is issued to unrelated third parties by bank subsidiaries				6555	0	2.
	Debt maturing in more than one year (included in Schedule HC, items 16 and 1					- 10	
	hat is issued to unrelated third parties by bank subsidiaries				6556		3.
	Other assets acquired in satisfaction of debts previously contracted				6557	0	4.
5. 8	Securities purchased under agreements to reselln <b>offset</b> against securities solo	d					Ş
	inder agreements to repurchase on Schedule HC				A288	0	5.
	nvestments in real estate (to be reported only by bank holding companies auth						
b	by the Federal Reserve to have real estate investments)				3656	0	<b>1</b> 6.
7. N	Not applicable						Ĭ
8. F	las the bank holding company entered into a business combination during the	calendar y	ear that was		BHCK		
а	ccounted for by the purchase method of accounting? (Enter "1" for yes; enter "	"0" for no)			C251	0	8.
9. F	as the bank holding company restated its financial statements during the last	quarter as	a result of new		внск		
	or revised Statemets of Financial Accounting Standards? (Enter "1" for yes; ent				6689	0	9.
10.	Not applicable				**************************************		
11.	Have all changes in investments and activities been reported to the Federal Re	eserve on	the Bank				
	Holding Company Report of Changes in Organizational Structure (FR Y-10)? Bank holding companies must not leave blank or enter "N/A." The bank holdin	ig company	/ must				
	enter "1" for yes or for no changes to report; or enter "0" for no.				BHCK		
	If the answer to this question is no, complete the FR Y-10.				6416	1	11.
TE	TI NAME OF THE PROPERTY OF THE						
642	28						
	Name of bank holding company official verifying FR Y-10 reporting					nd Phone Number	
12	(Please type or print) Intangible assets other than goodwill:				(TEXT 9009) BHCK Bil	Mil Thou	7
12.					3164	240	12.a.
	a. Mortgage servicing assets	****			3104	240	] 12.a.
	(1) Estimated fair value of mortgage servicing assets	. 64	138	240			12.a.(1)
	b. Purchased credit card relationships and nonmortgage servicing assets	Swanne			B026	0	12.b.
	c. All other identifiable intangible assets				5507	22	12.c.
	·				bhct		
	d. Total (sum of items 12.a, 12.b, and 12.c) (must equal Schedule HC, item 10	0.b)			0426	262	12.d.
13.	Other real estate owned:				внск		
	a. Real estate acquired in satisfaction of debts previously contracted				2744	230	13.a.
	b. Other real estate owned				2745	193	13.b.
					bhct -		
	c. Total (sum or items 13.a and 13.b) (must equal Schedule HC, item 7)				2150	423	13.c.
14.	Other borrowed money:				BHCK		
	a. Commercial paper				2309	0	14.a.
	b. Other borrowed money with a remaining maturity of one year or less				2332	93,000	14.b.
	c. Other borrowed money with a remaining maturity of more than one year				2333	5,000	14.c.
	,				bhct		
	d. Total (sum of items 14.a, 14.b, and 14.c) (must equal Schedule HC, item 16	6)			3190	98,000	14.d.
	Does the holding company sell private label or third party mutual funds and	.792		BHC	K		***
	annuities? (Enter "1" for yes; enter "0" for no)			B569	I I	1	15.
					Constanting of the part of the constant of the		- -
				BHC	K Bil	Mil Thou	<b>X</b>
16.	Assets under management in proprietary mutual funds and annuities			B570	1 ]	0	16.

#### Schedule HC-M-Continued

The following two questions (items 17 and 18) will be used to determine if the reporting bank holding company must complete the
Consolidated Bank Holding Company Report of Equity Investments in Nonfinancial Companies (FR Y-12). In most cases, these
questions are only applicable to the top-tier BHC. See the line item instructions for further details.

17. Does the bank holding company hold, either directly or indirectly through a subsidiary or affiliate, any nonfinancial equity investments (see instructions for definition) within a Small Business Investment Company (SBIC) structure, or under section 4(c)(6) or 4(c)(7) of the Bank Holding Company Act, or pursuant to the the merchant banking authority of section 4(k)4(H) of the Bank Holding Company Act, or pursuant to the investment authority granted by Regulation K? (Enter "1" for yes; enter "0" for no).....

BHCK	
C161	0 17

If the answer to item 17 is no, your organization does not need to complete the FR Y-12. Skip item 18 and proceed to items 19.a and 19.b below. If the answer to item 17 is yes, proceed to item 18.

18. Do your aggregate nonfiancial equity investments (see instructions for definition) equal or exceed the lesser of \$100 million (on an acquisition cost basis) or 10 percent of the bank holding company's consolidated Tier 1 capital as of the report date? (Enter "1" for yes; enter "0" for no).....

BHCK N/A 18. C159

If the answer to both item 17 and item 18 is yes, your organization must complete the FR Y-12. Skip items 19.a and 19.b and proceed to item 20 below.

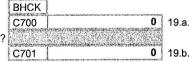
If the answer to either item 17 or item 18 is no, your organization does not need to complete the FR Y-12. Proceed to items 19.a and 19.b below.

Items 19.a and 19.b are to be completed by all bank holding companies that are not required to file the FR Y-12.

19. a. Has the bank holding company sold or otherwise liquidated its holding of any nonfinancial equity investment since the previous reporting period?

(Enter "1" for yes; enter "0" for no).....

b. Does the bank holding company manage any nonfinancial equity investments for the benefit of others? (Enter "1" for yes; enter "0" for no).....



Memoranda items 20 and 21 are to be completed only by top-tier bank holding companies who have made an effective election to become a financial holding company. See the line item instructions for further details.

20. Balances of broker-dealer subsidiaries engaged in underwriting or dealing securities pursuant to Section 4(k)(4)(E) of the Bank Holding Company Act as amended by the Gramm-Leach-Bliley Act:

- a. Net assets..... b. Balances due from related institutions:
- (1) Due from the bank holding company (parent company only), gross......
- (2) Due from the subsidiary banks of the bank holding company, gross...... (3) Due from nonbank subsidiaries of the bank holding company, gross......
- c. Balances due to related institutions:
- (1) Due to bank holding company (parent company only), gross...... (2) Due to subsidiary banks of the bank holding company, gross......
- (3) Due to nonbank subsidiaries of the bank holding company, gross......
- d. Intercompany liabilities reported in items 20.c.(1), 20.c.(2), and 20.c.(3) above that qualify as liabilities subordinated to claims of general creditors..... 21. Net assets of subsidiaries engaged in insurance or reinsurance underwriting
- pursuant to Section 4(k)(4)(B) of the Bank Holding Company Act as amended by the Gramm-Leach-Billey Act.....

			~3
BHCK Bil	Mil	Thou	
C252	and the second s	0	20.a.
			ĺ
4832		0	20.b.(1)
accus months and	TOUR PROTESTICION BE		
4833	nanumaan purumaan	U	20.b.(2)
4834		0	20.b.(3)
5041	Colombia and Cale Colombia (Colombia)	0	20.c.(1)
5043	CONTRACTOR OF THE	^	20.c.(2)
\$64.254.6564.000\$000000	waren in the state	ant comments and	
5045	and the second second second second second	0	20.c.(3)
			ă N
5047		0	20.d.
C253	and a subsect of the first	0	21.

# Schedule HC-M—Continued

Memoranda item 22 is to be completed by bank holding companies with total assets of \$30 billion or more.

22. Address (URL) for the reporting bank holding company's web page that displays risk disclosures, including those about credit and market risk.  (Example: www.examplebhc.com/riskdisclosures)  TEXT  C497  http://	] 22.
Memoranda item 23 is to be completed by all bank holding companies.	Dollar Amounts in Thousands BHCK Bil Mil Thou
23. Secured liabilities:	
a. Amount of "Federal funds purchased in domestic offices" that are secured	
(included in Schedule HC, item 14.a)	F064 <b>0</b> 23.a
b. Amount of "Other borrowings" that are secured (included in Schedule HC-M,	
item 14.d)	F065 <b>98,000</b> 23.5

9/06

# Schedule HC-N-Past Due and Nonaccrual Loans, Leases, and Other Assets

	(Column A) Past due 30 through 89 days and still accruing		6,		(Column C) Nonaccrual		State of the state
	BHCKBil	Mil Thou	BHCK Bil	Mil Thou	BHCKBil	Mil Thou	
Loans secured by real     estate:     a. Construction, land     development, and other     land loans in domestic     offices:			- 19 - 19 - 19 - 19 - 19 - 19 - 19 - 19				
(1) 1-4 family residential	C470	250	F474	0	F176	101	1 0 /1\
construction loans(2) Other construction loans and all land development and	F172	336	F174	U	(F176)		1.a.(1)
other land loans	F173	2,168	F175	512	F177	1,463	1.a.(2)
b. Secured by farmland in     domestic offices	3493	64	3494	0	3495	0	1.b.
c. Secured by 1-4 family residential properties domestic offices: (1) Revolving, open-end loans secured by 1-4 family residential properties and extended under lines	3493		3494		3480		1.U.
of credit	5398	1,107	5399	123	5400	290	1.c.(1)
first liens	C236	3,380	C237	218	C229	4,588	1.c.(2).(a)
(b) Secured by						240	4 (0) (1)
junior liens	C238		C239	e de la companya de La companya de la co	C230	248 87	1.c.(2).(b)
offices  e. Secured by nonfarm non- residential properties in in domestic offices: (1) Loans secured by owner-occupied nonfarm non- residential	3499		3500		3501		1.d.
(2) Loans secured by other nonfarm	F178	3,179	F180	523	F182	4,943	1.e.(1)
nonresidential properties	F179	0	F181	0	F183	0 '	1.e.(2)
	B572	0	n-man-amiljane anam	em mindranuskalistaturiasku 1990a	B574	0	1.f.

# Schedule HC-N—Continued

Loans to depository institutions and acceptances of other banks:     a. U.S. banks and other U.S. depository institutions
b. Foreign banks
Loans to finance agricultural production and other loans to farmers
Commercial and industrial
toans
b. Other (includes single     payment, installment,     all student loans, and     revolving credit plans     other than credit cards)
Loans to foreign     governments and official     institutions
7. All other loans
Lease financing     receivables:     a. Leases to individuals     for household, family,     and other personal     expenditures
b. All other leases
Debt securities and other     assets (exclude other real     estate owned and other     repossessed assets)
10. TOTAL (sum of items 1
through 9)

(Column A Past due 30 through		/s	(Column B Past due 90 days or		Marie Marie Constitution	(Column C Nonaccrua			Service menonical services.
and still ac	cruing	****	and still ac	cruing	01.23 <b>500</b> 1333002		nandukuhtan 193	12 04 05 15 Da14 br	
BHCKBil	Mil	Thou	BHCKBil	Mil	Thou	BHCKBil	Mil	Thou	(Potential
5377		n	5378		Λ	5379		0	2.a.
5380	STANSON NATIONAL		5381	30.000 (20.000 at 22.000 at 22		5382		THE PERSON NAMED IN	2.a. 2.b.
3300			( 3301)			3302			, Z.U.
1594		0	1597		0	1583		0	3.
									j
1606	us que se e	902	1607		22	1608		0	4.
							i, u		
								30	
B575	Carlo Color Sale	0	B576	A Carlotte	0	B577	201127323	0	5.a.
B578		419	B579		9	B580	200	69	5.b.
5389	o kanak arabbakin aga		5390	nieraleagh.co		5391	erana andrews	0	6.
5459		0	5460		0 1	5461		0	7.
F166	SOMOWANE.	municipal property and the contract of the con	F167	dansonerses?	namen anna A	F168	nace and the same	BOARD STREET	8.a.
F169	7 7	U	F170		0	F171		0	8.b.
3505		0	3506		0	3507		0	9.
						1.0	,		
5524	1	1,784	5525		1,407	5526	1	1,789	10.

#### Schedule HC-N-Continued

Amounts reported in Schedule HC-N, items 1 through 8, above include guaranteed and unguaranteed portions of past due and nonaccrual loans and leases. Report in item 11 below certain guaranteed loans and leases that have already been included in the amounts reported in items 1 through 8.

- 11. Loans and leases reported in items 1 through 8 above which are wholly or partially guaranteed by the U.S.

  Government......
  - a. Guaranteed portion of loans and leases (exclude rebooked "GNMA loans") included in item 11 above......

(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			erroren en e	
BHCKBil	Mil	Thou	BHCKBil	Mil	Thou	BHCK	Bil Mil	Thou	- Commence
	(D)								
						71.4			ACCOUNT
5612		0	5613	****************	0	5614		0	11.
5615		0	5616		0	5617		0	11.a
0010			1 00 10,			0017			11.0
						14			
C866		0	C867		0	C868		0	11.8

#### **MEMORANDA**

- Restructured loans and leases included in items 1 through 8 above (and not reported in Schedule HC-C, memoranda item 1):

0.0000000000000000000000000000000000000	(Column A)		(Column B	)		(Column C	*		
	Past due		Past due			Nonaccrua	al		
1	30 through 89 da	ays	90 days or	more					
Contract of the	and still accruing	}	and still ac	cruing					
	BHCKBII Mil	Thou	BHCKBil	Mil	Thou	BHCKBil	Mil	Thou	
000000000000000000000000000000000000000									
			40.00			442			
	1.4								
	44.0						for a second		
								91	
-	F661	0	F662	e hillige is known in the c	0	F663	GP-Scale announce	0	M.1.a
		14.54.5							
*****									
-	1658	0	1659		0	1661		0	M.1.b.

#### Schedule HC-N-Continued

MEMORANDA	1
IVIPIVIL JIKANI JA	(COMPINED)

- 3. Loans and leases included in Schedule HC-N, items 1, 2, 4, 5, 6, 7, and 8 extended to non-U.S. addressees above......
- 4. Not Applicable
- Loans and leases held-forsale and loans measured at fair value (included in Schedule (HC-N, items 1 through 8 above):
  - a. Loans and leases held for sale.....
  - b. Loans measured at fair value:
    - (1) Fair value.....
    - (2) Unpaid principal balance.....

 F664	0 F665	0 F666	0 M.5.b.(1)
 F667	0 F668	<b>0</b> F669	<b>0</b> M.5.b.(2)

(Column B)

90 days or more

and still accruing

Mil

Past due

Thou BHCKBil

0 6559

0 1912

0 C241

(Column A) Past due

BHCK Bil

6558

3508

C240

30 through 89 days

Mil

and still accruing

(Column C)

Nonaccrual

Mil

Thou

0 M.2.

0 M.3.

0 M.5.a.

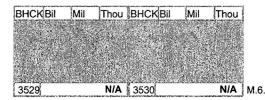
Thou BHCKBil

0 6560

0 1913

0 C226

Item 6 is to be reported only by bank holding companies with total consolidated assets of \$1 billion or more, or with \$2 billion or more in par/notional amounts of off-balance-sheet derivative contracts (as reported in Schedule HC-L, items 11.a through 11.e).



Additions to nonaccrual assets during the quarter....

 Nonaccrual assets sold during the quarter......

BHCK Bil	Mil	Thou	
C410		5,551	M.7.
C411		0	M.8.

Dollar Amounts in Thousands

# Schedule HC-P—1-4 Family Residential Mortgage Banking Activities in Domestic Offices

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

Retail originations during the quarter of 1-4 family residential mortgage loans for sale:(2)   3. Closed-end first liens		,	
a. Closed-end first liens.	5 SEE II SECONDI (IIII) PER ANTONIO REPUBLICA AND AND AND AND AND AND AND AND AND AN	the second control of	fil Thou
b. Closed-end junior liens. c. Open-end loans extended under lines of credit: (1) Total commitment under the lines of credit. (2) Principal amount funded under the lines of credit. (3) Principal smount funded under the lines of credit. (4) Principal smount funded under the lines of credit. (5) BHCK (6) BHCK (7) BHCK (8) BHCK (8) BHCK (9) Copen-end loans extended under lines of credit. (9) Principal amount funded under lines of credit. (1) Total commitment under the lines of credit. (1) Total commitment under the lines of credit. (1) Total commitment under the lines of credit. (1) Total commitment under lines of credit. (1) Total commitment under lines of credit. (1) Total commitment under lines of credit. (2) Principal amount funded under lines of credit. (3) Total commitment under lines of credit. (4) Total commitment under lines of credit. (5) Copen-end loans extended under lines of credit. (1) Total commitment under lines of credit. (1) Total commitment under the lines of credit. (1) Total commitment under the lines of credit. (2) Principal amount funded under lines of credit. (3) Principal amount funded under lines of credit. (4) Principal amount funded under the lines of credit. (5) Copen-end loans extended under lines of credit. (6) Copen-end loans extended under lines of credit. (7) Total commitment under the lines of credit. (8) BHCK (9) Principal amount funded under the lines of credit. (1) Total commitment under the lines of credit. (1	10 10 20 D 10 1 1 1 2 3 MINOR WAY THE THE WAY THE	,	0.4-
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(1) Total commitment under the lines of credit.         F670         0         1.c.(1)           (2) Principal amount funded under the lines of credit.         F671         0         1.c.(2)           2. Wholesale originations and purchases during the quarter of 1-4 family residential mortgage loans for sale:(2)         BHCK         2.a.           a. Closed-end first liens.         F068         0         2.a.           b. Closed-end junior liens.         F068         0         2.b.           c. Open-end loans extended under lines of credit.         F672         0         2.c.(1)           (2) Principal amount funded under the lines of credit.         F673         0         2.c.(2)           3. 1-4 family residential mortgages sold during the quarter:         BHCK         a.         Closed-end first liens.         F070         0         3.a.           b. Closed-end first liens.         F071         0         3.b.         Closed-end junior liens.         F071         0         3.c.(1)         G0         C.(2)         C.(2)         C.(2)         C.(3)         C.(4)         G0         3.c.(1)         G0         C.(2)         C.(3)         C.(4)         G0         3.c.(2)         A.c.(2)         C.(2)         C.(3)         C.(4)         C.(4)         G0         3.c.(2)         A.c.(2)         C.	HEST WITHOUT AND THE PROPERTY OF THE PROPERTY	and the second s	<b>U</b> 1.D.
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Dears for sale:(2)   BHCK   F068   0   2.a.		F671	<b>0</b> 1.c.(2)
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b. Closed-end junior liens		contractive and participated with the contraction	in in the same of
c. Open-end loans extended under lines of credit:  (1) Total commitment under the lines of credit.  (2) Principal amount funded under the lines of credit.  a. Closed-end first liens. b. Closed-end junior liens. c. Open-end loans extended under lines of credit.  (1) Total commitment under the lines of credit.  (2) Principal amount funded under lines of credit.  (1) Total commitment under the lines of credit.  (2) Principal amount funded under lines of credit.  (3) Principal amount funded under the lines of credit.  (4) 1-4 family residential mortgages held for sale at quarter-end (included in Schedule HC, item 4.a): a. Closed-end first liens.  (5) Copen-end loans extended under lines of credit.  (6) Principal amount funded under lines of credit.  (7) Total commitment under lines of credit.  (8) HDM  (9) 4.a.  4. 1-4 family residential mortgages held for sale at quarter-end (included in Schedule HC, item 4.a): a. Closed-end junior liens.  (1) Total commitment under the lines of credit.  (1) Total commitment under the lines of credit.  (2) Principal amount funded under the lines of credit.  (3) Principal amount funded under the lines of credit.  (4) Principal amount funded under the lines of credit.  (5) Noninterest income for the quarter from the sale, securitization, and servicing of 1-4 family residential mortgage loans (included in Schedule HI, items 5.f, 5.g, and 5.i): a. Closed-end 1-4 family residential mortgage loans  EF670  5) Dopen-end 1-4 family residential mortgage loans  extended under lines of credit.  6) Closed-end interest of credit.  6) Closed-end interest of credit.  6) Closed-end interest of credit.  6) Closed-end junior liens.  6) Closed-end junior liens.  7) Copen-end loans extended under lines of credit.  (1) Total commitment under the lines of credit.  (1) Total commitment under the lines of credit.			unerranentics and automatic and
(1) Total commitment under the lines of credit.       F672       0       2.c.(1)         (2) Principal amount funded under the lines of credit.       F673       0       2.c.(2)         3. 1-4 family residential mortgages sold during the quarter:       BHCK       8HCK         a. Closed-end first liens.       F070       0       3.a.         b. Closed-end junior liens.       F071       0       3.b.         c. Open-end loans extended under lines of credit.       BHDM       F674       0       3.c.(1)         (2) Principal amount funded under the lines of credit.       F675       0       3.c.(2)         4. 1-4 family residential mortgages held for sale at quarter-end (included in Schedule HC, item 4.a):       BHCK       F675       0       4.a.         b. Closed-end first liens.       F072       0       4.a.         b. Closed-end junior liens.       F073       0       4.b.         c. Open-end loans extended under lines of credit.       BHDM       F676       0       4.c.(1)         (1) Total commitment under the lines of credit.       F676       0       4.c.(2)         5. Noninterest income for the quarter from the sale, securitization, and servicing of       F677       0       4.c.(2)         1-4 family residential mortgage loans (included in Schedule HI, items 5.f, 5.g, and 5.i): <t< td=""><td></td><td>contraction of the contraction o</td><td><b>0</b> 2.b.</td></t<>		contraction of the contraction o	<b>0</b> 2.b.
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(2) Principal amount funded under the lines of credit.  5. Noninterest income for the quarter from the sale, securitization, and servicing of  1-4 family residential mortgage loans (included in Schedule HI, items 5.f, 5.g, and 5.i):  a. Closed-end 1-4 family residential mortgage loans  b. Open-end 1-4 family residential mortgage loans  extended under lines of credit.  6. Repurchase and indemnifications of 1-4 family residential mortgage loans during the quarter:  a. Closed-end first liens.  b. Closed-end junior liens.  c. Open-end loans extended under lines of credit:  (1) Total commitment under the lines of credit.  F677  0 4.c.(2)  4.c.(2)  4.c.(2)  4.c.(2)  5. Noninterest income for the quarter from the sale, securitization, and servicing of  BHCK  F184  0 5.a.  BHDM  F560  0 5.b.  6.a.  F678  0 6.a.  F679  0 6.b.  C. Open-end loans extended under lines of credit:  (1) Total commitment under the lines of credit.	c. Open-end loans extended under lines of credit:	BHDM	
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b. Open-end 1-4 family residential mortgage loans extended under lines of credit	1-4 family residential mortgage loans (included in Schedule HI, items 5.f, 5.g, and 5.i):	BHCK	
extended under lines of credit.  6. Repurchase and indemnifications of 1-4 family residential mortgage loans during the quarter: a. Closed-end first liens. b. Closed-end junior liens. c. Open-end loans extended under lines of credit: (1) Total commitment under the lines of credit.  F680  0 5.b.  6.a.  F678  0 6.a.  F679  0 6.b.	a. Closed-end 1-4 family residential mortgage loans	F184	<b>0</b> 5.a.
6. Repurchase and indemnifications of 1-4 family residential mortgage loans during the quarter:  a. Closed-end first liens	b. Open-end 1-4 family residential mortgage loans	BHDM	
6. Repurchase and indemnifications of 1-4 family residential mortgage loans during the quarter:  a. Closed-end first liens	extended under lines of credit	F560	<b>0</b> 5.b.
b. Closed-end junior liens			
c. Open-end loans extended under lines of credit:  (1) Total commitment under the lines of credit.  F680  6.c.(1)	a. Closed-end first liens	F678	<b>0</b> 6.a.
(1) Total commitment under the lines of credit.	b. Closed-end junior liens	F679	<b>0</b> 6.b.
grant contraction of grant contraction con	c. Open-end loans extended under lines of credit:		
(2) Principal amount funded under the lines of credit	(1) Total commitment under the lines of credit	F680	<b>0</b> 6.c.(1)
	(2) Principal amount funded under the lines of credit	F681	<b>0</b> 6.c.(2)

⁽¹⁾ The \$1 billion asset size test is generally based on the total assets reported as of June 30, 2007.

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

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

Schedule HC-Q is to be completed by bank holding companies 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 HC-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 HC)													
	T	95			Deterr	nn B) unts Netted mination of ir Value	Le	(Column C) vel 1 Fair Value Measurements	ě	(Column D) evel 2 Fair Value Measurements	Lev	Column E) el 3 Fair Value easurements		
Dollar Amounts in Thousands			_					7					Ĭ	
ASSETS	ВНСК	Bil M	il Thou	BHCK	Bil	Mil Thou	BHC	KBil Mil Thou	BHC	K Bil Mil Thou	BHCK	Bil Mil Thou		
1. Loans and leases	F243		0	F682		0	F690	0	F244	0	F245	0	1 1.	
2. Trading assets	F246	****	0	F683	PER SERVICE SE	**************************************	F691		F247	0	F248	C	2.	
<ul> <li>a. Nontrading securities at fair value with changes in fair value reported in current earnings (included in Schedule HC-Q,</li> </ul>			1,000									No.		
item 2, above)	F240	STORY OF THE STORY	0	F684	the produced in reside.	0	F692	1 0	F241	0	F242	(	2.	
3. All other financial assets and servicing assets	F249		0	F685	ORTHODORNO MA	0	F693	C	F250	0	F251		3.	
LIABILITIES														
4. Deposits	F252		0	F686		0	F694	(	F253	0	F254	(	] 4.	
5. Trading liabilities	F255		0	F687		0	F695		F256	0	F257	(	5.	
All other financial liabilities and servicing		4								_				
liabilities	F258	7	0	F688		0	F696	(	F259	0	F260	(	6.	
7. Loan commitments (not accounted for as	,										7			
derivatives)	F261		0	F689	no medicalization commen	0	F697	<u> </u>	F262	0	F263	name na samena amang man rasana na sa	7.	

FR Y-9C

This scl is to be submitted on a consolidated basis.

	Dollar Amounts in Thousands
Tier 1 capital	bhcx Bil Mil Th
1. Total equity capital (from Schedule HC, item 28)	State and recommendate of the contract of the
2. LESS: Net unrealized gains (losses) on available-for-sale securities (1) (if a gain, report as	BHCK
a positive value; if a loss, report as a negative value)	8434
3. LESS: Net unrealized loss on available-for-sale equity securities (1) (report loss as a positive value)	A221
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
5. LESS: Nonqualifying perpetual preferred stock	B588
6.a. Qualifying minority interests in consolidated subsidiaries and similar items	Selection and Company and American Activities and American Selection (Company Company
b. Qualifying trust preferred securities (2)	Section with contrast and contr
7.a.LESS: Disallowed goodwill and other disallowed intangible assets	The company of the contract of
b.LESS: Cummulative change in fair value of all financial liabilities accounted for under a fair value option that is included in retained earnings and	
to changes in the bank holding company's own credit worthiness (if a net gain, report as a positive value; if a net loss, report as a negative value	And to appropriate the contract of the contrac
8. Subtotal (sum of items 1 and 6.a. and 6.b., less items 2, 3, 4, 5, 7.a and 7.b)	
9.a. LESS: Disallowed servicing assets and purchased credit card relationships	The control of the co
b. LESS: Disallowed deferred tax assets	5610
10. Other additions to (deductions from) Tier 1 capital	B592
11. Tier 1 capital (sum of items 8 and 10, less items 9.a and 9.b)	
Tian 9 against	
Tier 2 capital  12. Qualifying subordinated debt and redeemable preferred stock	5306
13. Cumulative perpetual preferred stock includible in Tier 2 capital	
14. Allowance for loan and lease losses includible in Tier 2 capital	pages contact and the page of
15. Unrealized gains on available-for-sale equity securities includible in Tier 2 capital	Control Action (Control Control Contro
16. Other Tier 2 capital components	production description of the contract of the
17. Tier 2 capital (sum of items 12 through 16)	
18. Allowable Tier 2 capital (lesser of item 11 or 17)	
16. Allowable fiel 2 capital (lessel of item 11 of 17)	OZZO
19. Tier 3 Capital allocated for market risk	1395
20. LESS: Deductions for total risk-based capital	B595
21. Total risk-based capital (sum of items 11, 18, and 19, less item 20)	3792 62,1
Total assets for leverage ratio	bhcti
22. Average total assets (from Schedule HC-K, item 5)	ARE DESCRIPTION OF THE PARTY AND THE PARTY AND THE PARTY OF THE PARTY
23. LESS: Disallowed goodwill and other disallowed intangible assets (from item 7.a above)	B590
24. LESS: Disallowed servicing assets and purchased credit card relationships (from item 9.a above)	
25. LESS: Disallowed deferred tax assets (from item 9.b above)	5610
	BHCK
26. LESS: Other deductions from assets for leverage capital purposes	B596
27. Average total assets for leverage capital purposes (item 22 less items 23 through 26)	
2830. Not applicable	
Capital ratios	BHCKPercentage
31. Tier 1 leverage ratio (item 11 divided by item 27)	A CONTRACTOR OF THE PROPERTY O
32. Tier 1 risk-based capital ratio (item 11 divided by item 62)	Secretary and the secretary of the secretary and

33. Total risk-based capital ratio (item 21 divided by item 62)

10.98 % 33.

7205

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

⁽²⁾ Includes subordinated notes payable to unconsolidated trusts issuing trust preferred securities net of the bank holding company's investment in the trust, and trust preferred securities issued by consolidated special purpose entities, that qualify as Tier 1 capital.

#### Schedule HC-R-Continued

Bank holding companies 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 HC-R, each bank holding company should decide for itself how detailed a risk-weighted analysis it wishes to perform. In other words, a bank holding company 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).

															C000
	(Column A	)	(Column	В)	(Colu	mn C)		(Colur	mn D)		(Colu	mn E)	(Col	umn F)	
	Totals		Items No		Alloca	ation by	Risk V	Veight	Categ	ory	(C) (A) (C) (A) (A) (A) (A) (A) (A) (A) (A) (A) (A	derigen Lyperege (pk. 1821) betyden i'i Friber.	inhous Oscilloria	oliman, yezhoù en a	
	(from Schedule F	1C)	Subject Risk-We		0%	**************************************	·	20%	Commence of the commence of th	k (	50%	(*************************************	1009	V ₀	
Dollar Amounts in Thousands		Thou	Bil M	millione selection participation	Bil	Mil	Thou		Mil	Thou	-	Mil Tho			Thou
Balance Sheet Asset Categories	DII JWII	11100	BHCE		BHC			BHC2			BHC	A CONTRACTOR OF THE CONTRACTOR	BHC	anina kananan	anner mine
34. Cash and due from depository institutions (Column A		3596	BNCE	and it was	BHCC	,	77 <b>6</b> 3 4 5 8 1	DHUZ			DHU		DIT	,9	
equals the sum of Schedule HC, items 1.a, 1.b.(1) and	BHCK 001	0													
1.b.(2))		46,355		0		8	3,274		3	8.081					<b>0</b> 34.
10.(2)	BHCX 175	Section of the Contraction of th					,								5 104.
35. Held-to-maturity securities		0		0			0	- Brasil	2.07.522	0		(	) )		0 35.
oo. Hold to maturity occurrence	BHCX 177	are en article de									1				<b>0</b> 00.
36. Available-for-sale securities	Bernsteinen anner der schriften bei ber	33,391		739	T		0		3	1.572	1	39′	i i		<b>689</b> 36.
37. Federal funds sold and securities purchased under	BHCK C22	erialence operation								.,					30.
agreements to resell		n	10.4				0			0	ent, m				0 37.
agreements to resemment	BHCT 536	a						f							37.
38. Loans and leases held for sale	DITOTOS	n		0			0			0			)		0 .38.
50. Loans and leases field for sale	BHCT B52	CLANCOLO LOLO MATERIA					*.								<b>0</b> , 30.
39. Loans and leases, net of unearned income		76,912		0			0			0	r	139,112	<b>,</b>	/37	<b>.800</b> 39.
55. Edans and leases, net of uncarried mounts	BHCX 312	NEWS TRANSPORT MEASURE										100,112			,000 , 59.
40. LESS: Allowance for loan and lease losses	DITOX 312	7,183		7,183									945		40.
40. ELGO. Allowance for loan and lease losses	BHCX 354	Same Participant		.,,,,,,,,											40.
41. Trading assets	DITOX 334	0		0			0			0			١		0 41.
Ti. Haung assets	BHCK B63	NAME OF THE OWNER, WHEN			1				5						0 141.
42. All other assets (1)		38.779	l e	377			0			5,549				3	2, <b>853</b> 42.
42. All Other 88866 (1)	BHCT 217	September 1982		3//						3,343			,	32	.,000 42.
43. Total assets (sum of items 34 through 42)	Talling the second state of the second state o	88.254		(6,067)	r de la companya de l	ρ	.274		7	5,202		139,50	2	471	1 <b>,342</b> 43.
70. Total assets (Sull of Items 54 tillough 42)	in communication		Sieren annen rass sant	(0,007)	A		,214	I Innumerana	***************************************	J, ZUZ	I	100,00		orene aramaan mana	1,042 3 43.

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

# Schedule HC-R-Continued

	(Column A)		Andrew State (and the first of	32			(Colu	mn C)		(Colu	mn D)		(Column	ι E)	(Column F)			- Construction
	Face Value or Notional		Credit	Credit Equivale	ont	2000	Alloca	ation b	y Risk V	Veight	Categ	ory	January Sandardan Communication Communication	*******************************	******	******	w	
	Amount		Conversion Factor	Amount		0.000	0%	upm.yyaya		20%	w		50%		100%	)		No.
Dollar Amounts in Thousands		Thou		филичения напримерую.	malmentums	Thou	Bil	Mil	Thou	Bil	Mil	Thou	Bil M	il Thou	Bil	Mil	Thou	- Maringing
Derivatives and Off-Balance Sheet Items	BHCK B546	**************************************		BHCE	Activity of Section		BHC	)		BHC2			BHC5		BHC	)	1550 J.	W. W. W.
44. Financial standby letters of credit		0	1.00 or 12.5 ²			0			0			0		0			0	44.
45. Performance standby letters of	bhct 6570																	e de la companya de l
credit		1,355	.50		STATE STATE OF SEC.	678	Account of the	h Shi a shi cerhago i	0		CALCAR COMMENSATION OF	0		0			678	45.
46. Commercial and similar letters of	bhct 3411														4-4			Mary Carlo
credit	100 March 100 Ma	0	.20		i da su canada	0	Alle all ales	Mari (2011/0)	0		20000,7070,021	0		0	1		0	46.
47. Risk participations in bankers																		-
acceptances acquired by the	BHCK 3429	l Seekiseentsiidentsi							\$2.00 \$4.00						( More Y			
reporting institution		0	1.00			0		rozanagardis konski fizi	0	Ĺ		0				-	0	47.
	bhct 3433																	S Selbons
48. Securities lent		0	1.00		er structure state of	0			0		mouseupoupous state	0		0			0	48.
49. Retained recourse on small business	bhct A250												k de					
obligations sold with recourse		0	1.00		***********	0		AN MARKANCIAN SANSARSAN	0		*****************	0		0			0	49.
50. Recourse and direct credit substitutes	BHCK B541																	and the second
(other than financial standby letters of																		-Value
credit) subject to the low-level exposure rule and residual interests subject to a																		8.80
dollar-for-dollar capital requirement (3)		0	12.50			0											0	50.
and the state of t	DUOK DOZ		12.50		47. Y													30.
51. All other financial assets sold with	BHCK B675	PROPERTY OF THE PROPERTY OF TH	4 00				مارتع						e e e e e e e e e e e e e e e e e e e	, 24	Ç.			
recourse	DUOK DOO	CONTRACTOR AND A STATE OF THE S	1.00			0			0	. pro unmoy u	Z-rai	0	li Tarangan	0	1		U	51.
52. All other off-balance sheet	BHCK B68	Martin moderative	4.00										i i		1			
liabilities	DUOK 0570	CONTRACTOR STORY	1.00			0			0	ļ		0	1	0	1		0	52.
53. Unused commitments with an original	BHCK 6572	Michaeler er er filter en er er er	F0		4	7 400								1,222		4	6,247	
maturity exceeding one year		34,938	,50	DUCE	Market Williams	7,469			0		-41	0		1,222	1	11	0,241	53.
54 Deckerther contracts				BHCE	A76/	44				jani.	27.11.	. 0		11				E 4
54. Derivative contracts		2 2 3 3 5 V		L	COMPANIE OF THE PARTY OF THE PA	11	-	****		ž	year war ay r wallow		<u> </u>	77			4.	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 or 1.00. See instructions for further information.

⁽³⁾ Or institution-specific factor.

#### Schedule HC-R-Continued

	Salarana menangan	ACCOUNT TO ACCOUNT AND ACCOUNT	Mary warmer and a street	expension recommendation and recommended	Mile Concession to words your	Seminor Proper Western Section Service	of techniques consequences	net toke a could are disable money party man	A STANBOOK
	Allocat	tion by Risk				***************************************			
	0%	X 2	20%	M. 1000 A. 100 A. 1	50%		100%	***************************************	
Dollar Amounts in Thousan	ds Bil	Mil Thou	Bil	Mil Thou	Bil M	il Thou	Bil	Mil Tho	)U
тотаls									
55. Total assets, derivatives, and off-balance sheet items by risk weight category (for each	BHCK	B696	BHC	K B697	BHCK B	698	BHCK	B699	paramo i
column, sum of items 43 through 54)		8,274		75,202		140,736		488,26	<b>37</b> 55.
56. Risk weight factor	x 0%		x 20%	6	x 50%		x 100%	6	56.
57. Risk-weighted assets by risk weight category (for each column, item 55 multiplied by	BHCK	B700	BHC	K B701	BHCK B	702	BHCK	B703	
item 56)		0		15,040		70,368		488,26	<b>37</b> 57.
							BHCK	1651	emount.
58. Market risk equivalent assets				*				Sagrange Sware company and design	0 58.
59. Risk-weighted assets before deductions for excess allowance for loan and lease losses							BHCK	B704	accessors.
and allocated transfer risk reserve (sum of item 57, columns C through F, and item 58)							Leighgenburg	573,67	<b>75</b> 59.
							BHCK	A222	inoxosus
60. LESS: Excess allowance for loan and lease losses							1		<b>21</b> 60.
				41.23			BHCK	3128	emen)
61. LESS: Allocated transfer risk reserve							Description of the second of	e weconstation of the contraction of the	<b>0</b> 61.
							BHCK	A223	and a second
62. Total risk-weighted assets (item 59 minus items 60 and 61)	A 100 (100)				100000		et .	573,6	<b>54</b> 62.

(Column C)

(Column D)

(Column E)

(Column F)

3/02

# Schedule HC-R—Continued

MEMORANDA Dollar Amounts in Thousands	BHCK Bil	Mil	Thou	
	WALLEST OF THE PROPERTY OF THE PARTY OF THE	COLUMN CO	artinar electric rossess fi erittar - electric rossesses	
1. Current credit exposure across all derivative contracts covered by the risk-based capital standards	8764	attention in terrenal energy	11	M.1.

2. Notional principal amounts of derivative contracts: (1)
a. Interest rate contracts
b. Foreign exchange contracts
c. Gold contracts
d. Other precious metals contracts
e. Other commodity contracts
f. Equity derivative contracts
g. Credit derivative contracts:
(1) Investment grade
(2) Subinvestment grade

(Colum	n A)	(Colum	nn B)		(Colum	n C)		
One yea	ar or less	5	ne year h five year	rs.	Over fi	ve years		
BHCK	Tril Bil Mil Thou	BHCK	Tril Bil	Mil Thou	BHCK	Tril Bil	Mil Thou	
3809	830	8766		0	8767		0	M.2.a.
3812	0	8769		0	8770		0	M.2.b.
8771	0	8772		0	8773		0	M.2.c.
8774	0	8775		0	8776		0	M.2.d.
8777	0	8778		0	8779		0	M.2.e.
A000	0	A001		0	A002		0	M.2.f.
		, 12 Gi						
C980	0	C981		0	C982	WALKERSON PROPERTY OF	0	M.2.g.(
C983	0	C984		0	C985		0	M.2.g.(

3.	Preferred stock (including related surplus) eligible for inclusion in Tier 1 capital:
	a. Noncumulative perpetual preferred stock (included and reported in "Total equity capital," on Schedule HC)
	b. Cumulative perpetual preferred stock (included and reported in "Total equity capital," on Schedule HC)
	c. Other noncumulative preferred stock eligible for inclusion in Tier 1 capital (e.g., REIT preferred securities)(included in Schedule HC, item 22).
	d. Other cumulative preferred stock eligible for inclusion in Tier 1 capital (excluding trust preferred securities) (included in Schedule HC, item
	20 or 22)
4.	Offsetting debit to the liability (i.e., the contra account) for Employee Stock Ownership Plan (ESOP) debt guaranteed by the reporting bank
	holding company (included in Schedule HC, item 27)
5.	Treasury stock (including offsetting debit to the liability for ESOP debt) (included in Schedule HC, item 27):
	a. In the form of perpetual preferred stock
	b. In the form of common stock
6.	Market risk equivalent assets attributable to specific risk (included in Schedule HC-R, item 58)

BHCK Bil 1	Mil Thou
5479	<b>0</b> 3.a
5990	<b>0</b> 3.b
C498	<b>0</b> 3.c
A507	<b>0</b> 3.d
2771	0 4.
5483	<b>0</b> 5.a
5484	<b>0</b> 5.b
F031	0 6.

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

# Schedule HC-S—Servicing, Securitization, and Asset Sale Activities

														C000	)
	(Column	A)	(Column B	)	(Column C)		(Column D)	***************************************	(Column E	)	(Column I	=)	(Colum		9777
	1-4 Fam	ly	Home		Credit		Auto		Other		Commerc	ial	All Othe	er Loans	SWITT OF
	Resident	ial	Equity		Card		Loans		Consumer		and Indus	trial	25	ses, and	Common
	Loans		Lines	eneganosas: m	Receivable	TO SHIP SHIP SHIP		erywaanneen a	Loans	onego asservacion	Loans	www.griensam.eea	rijamen mener	er Assets	5000
Dollar Amounts in Thousands	Bil M	I Thou	Bil Mil	Thou	Bil Mil	Thou	Bil Mil	Thou	Bil Mil	Thou	Bil Mil	Thou	Bil I	Mil Thou	1
Securitization Activities								TO CIVE							
Outstanding principal balance of															
assets sold and securitized with	17.42				August August 20										
servicing retained or with recourse or other seller-provided credit	BHCK B7	). NG	BHCK B706		BHCK B707		BHCK B708		BHCK B709		BHCK B710	<u> </u>	внск в	711	
With the second	BHCKBR	errocepte personal teature	S S S S S S S S S S S S S S S S S S S	0	SONCK B/U/		DHCK B106		SDUCK DIOS	0			officialismanicisma		0
enhancements		0	_	U		0		0		U		0			U
2. Maximum amount of credit exposure				4			100				State				
arising from recourse or other seller-provided credit enhancements					4									trail (see	
provided to structures reported in								- 10							
item 1 in the form of:														State of the	Ø
a.Credit enhancing interest-only strips	- 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1														
(included in HC-B, HC-D,	BHCK B7	12	BHCK B713		BHCK B714		BHCK B715	and many	BHCK B716	· · · · · · · · · · · · · · · · · · ·	BHCK B71	7	внск в	718	Sections
or HC-F)		0		0		0		0		0		0	i i i i i i i i i i i i i i i i i i i	)	0
b. Subordinated securities, and other	BHCK C3	93	BHCK C394		BHCK C395	ne dinambian proba	BHCK C396	to professional designation of the second	BHCK C397	interdienistra	внск сз9	8	внск с	399	,ementê Î
residual interests		0		0		0		0		0		0		)	0
c. Standby letters of credit and	BHCK C4	00	BHCK C401		BHCK C402		BHCK C403		BHCK C404	NATURAL SERVICES ASSESSED.	BHCK C40	5	BHCK C	406	MORE
other enhancements	Service and a service and	0		0	r) iomoratomoekarion	0	The second secon	0	Same and the same a	0	Planetane ma	0			0
3. Reporting institution's unused										***					
commitments to provide liquidity to	BHCK B7	26	BHCK B727		BHCK B728	(accessing to the control of the con	BHCK B729		BHCK B730		BHCK B73	1	внск в	732	10,400
structures reported in item 1		0		0		0		0		0		0			0
4. Past due loan amounts included in															
item 1:	BHCK B7	33	BHCK B734	44/14/2000/00/00	BHCK B735	CONTRACTOR TO STATE OF THE STAT	BHCK B736	Librarda Dereka bir kal	BHCK B737	APPROXIMATION OF THE PROPERTY	BHCK B73	В	ВНСК В	739	
a. 30-89 days past due		0		0		0		0		0		0		A CONTRACTOR OF THE ACTUAL OF	0
	BHCK B7	40	BHCK B741		BHCK B742	ORGEN TO THE PROPERTY	BHCK B743	MITTER CONTROL	BHCK B744	(umrei bigoe <del>re s</del> en	BHCK B74	5	ВНСК В	746	man
b. 90 days or more past due		0		0		0		0	TERMINELEN CONTROL OF THE PERSON CONTROL OF	0		0		ALLO ABOLICANI PO INVOCADA	0
5. Charge-offs and recoveries on assets		and the second s													M
sold and securitized with servicing													L. A. St.		
retained or with recourse or other					4.47			•			100				
seller-provided credit enhancements							1								
(calendar year-to-date)	BHCK B7	47	BHCK B748	ally on the second second	BHCK B749	Maria de la compansión de	BHCK B750		BHCK B751	****	BHCK B75	2	BHCKE	MARKATTA PARAMETER P	000° S
a. Charge-offs		0		0		0		0		0	1	0		Branchic conception and replace	0
	BHCK B7	54	BHCK B755		BHCK B756	SUMMODERAL S	BHCK B757		BHCK B758	NO CONTRACTOR	BHCK B75	9	BHCK E	nii ameninga anii tirea	and variety
b. Recoveries		0		0	1	0		0		0		0			0

# Schedule HC-S—Continued

Dollar Amounts in Thousands			mn A) amily lential		Ho Eq Lin	POSTORIA PARTECIONA		Cred Card Rece	ivables	eegmesserinssees	Àuto Loar	IS	and the second second second	Other Cons Loans	umer	ong cooch sewyskic	Column Commer and Indu Loans	cial strial	All C All C	omn Gother Loe eases, other A	oans and ssets	A Charles and Annual a
_	and the second of the second o	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	Bil M	l ino	u Bil	Mil	Thou	
6.	Amount of ownership (or seller's)					01/ 070/											DUOV DA	•				Š
	interests carried as:				BH	CK B761		BHCK	B/62	CONTRACTOR OF THE PROPERTY OF				1			BHCK B76	CHARLEST AND A CONTROL				
	a. Securities (included in HC-B)				g game	**************************************	0	L		0								Centropel (Marie )	0			6.a.
					BH	CK B500	en de la company	BHCK	B501	WAXWAS AND A STATE OF THE STATE				Arring and			BHCK B50	KISSAGKISI MARATAKI	escrat.		254 - 8-	26
	b. Loans (included in HC-C)				l		0			0			•						0			6.b.
7.	Past due loan amounts included in	osta ta															THE RESERVE		6.5 N F F			
	interests reported in item 6.a:				BH	CK B764		BHCK	B765								BHCK B76	escondenimic dan	amad .			
	a. 30-89 days past due				į		0	il Lancara	eletteren en e	0								STATE OF THE PARTY	0			7.a.
					BH	CK B767	Taran (Constitut	BHCK	B768	10.000				e de la company			BHCK B76	CONTRACTOR NAME AND	anat i	2.71	*	
	b. 90 days or more past due				1		0	j Ženomena	nament and the same	0									0			7.b.
8.	. Charge-offs and recoveries on loan					or and																
	amounts included in interests reported												n 100								Appending	į
	in item 6.a (calendar year-to-date)				BH	CK B770		BHCK	. B771	TO HE HOUSE BOOK							BHCK B77	mmonmation to b	reer .			ä ä _
	a. Charge-offs				James .	achten in manero	0	ļ.	nachaetheleiche	0								encessatata	0			8.a.
					BH	CK B773	CONSCIENCE AND A STREET	BHCK	B774	incontenuosco							BHCK B77	Participation and Company of the Company				
	b. Recoveries				L.		0			0							1		0			8.b.
B Ir	or Securitization Facilities Sponsored by or Otherwise Established By Other astitutions  Maximum amount of credit exposure arising from credit enhancements provided by the reporting institution to other institutions' securitization struc- tures in the form of standby letters of																					
	credit, purchased subordinated securi-	BHCK	B776	and the second of the second o	ВН	CK B777		BHCK	B778	ganganan zon	BHC	₹B779	rgander from the factors	BHCK	B780	rnarys acrostosca	BHCK B78	1 Santanana	BHC	K B782	intractive garageon and see	
	ties, and other enhancements		Carter agreemen	0	L.		0	į	rescuence on the	0	L		0	L		0		ALL CONTROL WALLES	0	contraction and	0	9.
1	0.Reporting institution's unused commit-	, 1															5 100 100	9.01				
		BHCK	B783	appointer construction of	BH	CK B784	Commence	BHCK	B785	CONTRACTOR CONTRACTOR	BHC	≺ B786		BHCK	B787	museum mane	BHCK B78		manifestanian	K B789	gicznockowanisce i	
	tution's securitization structures			0	Į	or so the second	0	L	THE STREET	0	<u> </u>	-	0	į.	10.0 <b>0146</b> 4-00-4	0			0	September 1975	0	10.
_		Dec.								9.77								e da la				S.
	sset Sales				., 19								100							tu ili		
7	1.Assets sold with recourse or other	BUCK	D700		é D. I	CK D704		SOLICE.	. 0700		DUG	/ D <b>7</b> 00		DUO	D 70.4	<u> </u>	DUOK DZ		DUC	K B796		4
		BHCK	B/90	***************************************	olgania.	ICK B791		BHCK	(B/92	***********	BHC	K B793		BHCK	B/94		BHCK B7		of the state of th	K B/90		4
	and not securitized			0			0	ļ.,,,,		0	L		0			0			0		U	11.
1	Maximum amount of credit exposure arising from recourse or other seller-																				(a.e.	
	provided credit enhancements pro-	внск	B797		BH	ICK B798		BHCK	P700		BHC	K B800		внск	B801		BHCK B8	12	BHC	K B803		4
	vided to assets reported in item 11	DITOR		0	ngamen.	01010	n	<b>ស៊ី</b> ទូលសាសល	. 5133	n	Brio	2000	n	Lection of the Contract of the	. 0001	n	e jana and a same and	i Linguista	0	1 D003		12

#### Schedule HC-S-Continued

MEMORANDA Dollar Amounts in Thousands	BHCK Bil	Mil Thou	
<ol> <li>Small business obligations transferred with recourse under Section 208 of the Riegle Community Development and Regulatory Improvement Act of 1994:</li> </ol>			,
a. Outstanding principal balance	A249	0	M.1.a.
b. Amount of retained recourse or other seller-provided credit enhancements on these obligations as of the report date	A250	0	M.1.b.
<ol><li>Outstanding principal balance of assets serviced for others (includes participations serviced for others):</li></ol>			
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	134,813	M.2.b.
c. Other financial assets (1)	A591	0	M.2.c.
d. 1-4 family residential mortgages serviced for others that are in process			
of foreclosure at quarter-end (include closed-end and open-end loans)	F699	0	M.2.d.
Asset-backed commercial paper conduits:		Account to the second s	
<ul> <li>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:</li> </ul>			
(1) Conduits sponsored by the bank, a bank affiliate, or the bank 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 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 HC-S, item 1, column C)(2)	C407	0	M.4.

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

⁽²⁾ Memorandum item 4 is to be completed by (1) bank holding companies that, 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) bank holding companies that on a consolidated basis are credit card specialty holding companies (as defined in the instructions).

#### Notes to the Balance Sheet-Predecessor Financial Items

For bank holding companies involved in a business combination(s) during the quarter, provide on the lines below quarterly average information for any acquired company(ies) with aggregated assets of \$10 billion or more or 5 percent of the reporting bank holding company's total consolidated assets as of the previous quarter-end, whichever is less.

	Dollar Amounts in Thousands	
TO SEE SEED OF THE PROPERTY OF THE SEED OF	BHBCBil Mil Thou	
Average loans and leases (net of unearned income)	3516 <b>N/A</b> 1.	
2. Average earning assets	3402 <b>N/A</b> 2.	
Average total consolidated assets	3368 N/A 3.	
4. Average equity capital	3519 <b>N/A</b> 4.	

#### Notes to the Balance Sheet-Other

Enter in the lines provided below any additional information on specific line items on the balance sheet or its supporting schedules that the bank holding company wishes to explain, that has been separately disclosed in the bank holding company's quarterly reports to its shareholders, in its press releases, or on its quarterly reports to the Securities and Exchange Commission (SEC). Also include any transactions which previously would have appeared as footnotes to Schedules HC through HC-S.

Each additional piece of information disclosed should include the appropriate reference to schedule and item number, as well as a description of the additional information and the dollar amount (in thousands of dollars) associated with that disclosure.

#### Example

A bank holding company has guaranteed a new loan for its leveraged Employee Stock Ownership Plan (ESOP) for \$750 thousand and that amount has increased the bank holding company's long-term unsecured debt by a material amount. The bank holding company has disclosed that change to its stockholders and to the SEC. Enter on the line item below the following information:

Secretaria (Contraction)	gradustrania and and a second gen	ne announcement angle we	construction and action	or recommend
TEXT	BHCK	3il M	lil Th	nou
0000 Sch. HC, item 16, New loan to holding company's ESOP guaranteed				
by bank holding company				
	0000	and the same of th	7	750

#### Notes to the Balance Sheet-Other

<ul> <li>5356</li> <li>5357</li> <li>5357</li> </ul>	N/A N/A	1.
1. 5356   5356   5357   5358	N/A	
5356   2.   5357   3.   5358	N/A	
5.356   5.357   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358   5.358	N/A	
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5357 3. 5358		2.
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A STATE OF THE THE BASE OF THE CASE OF THE	NI/A	^
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B028	N/A	7.
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B029	N/A	8.
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B030	N/A	9.
A STATE OF THE PROPERTY OF THE		٥.
10. B031		
B031	N/A	10.

# Notes to the Balance Sheet—Other, Continued

	Dollar Amounts in Thousands			s	
	TEXT	BHCK Bil	Mil	Thou	· ·
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			100		
		B032	a , may see of Charles Salarine	N/A	11.
12.	B033				į
		B033		N/A	12.
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14.	B035				
		B035		N/A	14.
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16.	B037				
		B037		N/A	16.
17.	B038				
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18.	B039				
			100		
		B039		N/A	18.
19.	B040				
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20.	B041				
	1900 - State of the control of the c	B041	6365860000000000000000000000000000000000	N/A	20.

# Remarks

Enter in the lines provided below any additional remarks you may have.

TEXT4769