

**SCHEDULE F**

**DISCLOSURE SCHEDULES**

List any information required pursuant to Section 2.2(h) of the Securities Purchase Agreement – Standard Terms.

[SEE ATTACHED]

**Board of Governors of the Federal Reserve System**



RSSD ID: 1209716

**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**

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.

Date of Report:

**December 31, 2006**

Month / Date / Year (BHCK 9999)

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

Signature of Chief Financial Officer

Date of Signature

PARK BANCORPORATION, INC.

Legal Title of Bank Holding Company (TEXT 9010)  
1801 GREENWAY CROSS

(Mailing Address of the Bank Holding Company) Street / P.O. Box (TEXT 9110)  
MADISON WI 53713

City (TEXT 9130) State (TEXT 9200) Zip Code (TEXT 9220)

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

Person to whom questions about this report should be directed:

<i>For Federal Reserve Bank Use Only</i>	
RSSD ID _____	
C.I. _____	S.F. _____

Name / Title (TEXT 8901)

Area Code / Phone Number (TEXT 8902)

FAX Number (TEXT 9116)

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 37.95 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**

For Federal Reserve Bank Use Only	
RSSD Number	_____
	S.F. _____

Dollar Amounts in Thousands

	BHCK		
<b>1. Interest income</b>			
<b>a. Interest and fee income on loans:</b>			
(1) In domestic offices .....	4010	36728	1.a.(1)
(2) In foreign offices, Edge and Agreement subsidiaries, and IBFs .....	4059	0	1.a.(2)
<b>b. Income from lease financing receivables .....</b>	4065	0	1.b.
<b>c. Interest income on balances due from depository institutions<sup>1</sup> .....</b>	4115	18	1.c.
<b>d. Interest and dividend income on securities:</b>			
(1) U.S. Treasury securities and U.S. government agency obligations (excluding mortgage-backed securities) .....	B488	876	1.d.(1)
(2) Mortgage-backed securities .....	B489	37	1.d.(2)
(3) All other securities .....	4060	38	1.d.(3)
<b>e. Interest income from trading assets .....</b>	4069	0	1.e.
<b>f. Interest income on federal funds sold and securities purchased under agreements to resell .....</b>	4020	101	1.f.
<b>g. Other interest income .....</b>	4518	76	1.g.
<b>h. Total interest income (sum of items 1.a through 1.g) .....</b>	4107	37874	1.h.
<b>2. Interest expense</b>			
<b>a. Interest on deposits:</b>			
(1) In domestic offices:			
(a) Time deposits of \$100,000 or more .....	A517	5414	2.a.(1)(a)
(b) Time deposits of less than \$100,000 .....	A518	4929	2.a.(1)(b)
(c) Other deposits .....	6761	5847	2.a.(1)(c)
(2) In foreign offices, Edge and Agreement subsidiaries and IBFs .....	4172	0	2.a.(2)
<b>b. Expense on federal funds purchased and securities sold under agreements to repurchase .....</b>	4180	879	2.b.
<b>c. Interest on trading liabilities and other borrowed money (excluding subordinated notes and debentures) .....</b>	4185	2018	2.c.
<b>d. Interest on subordinated notes and debentures and on mandatory convertible securities .....</b>	4397	0	2.d.
<b>e. Other interest expense .....</b>	4398	0	2.e.
<b>f. Total interest expense (sum of items 2.a through 2.e) .....</b>	4073	19087	2.f.
<b>3. Net interest income (item 1.h minus item 2.f) .....</b>	4074	18787	3.
<b>4. Provision for loan and lease losses (from Schedule HI-B, part II, item 5) .....</b>	4230	1200	4.
<b>5. Noninterest income:</b>			
<b>a. Income from fiduciary activities .....</b>	4070	0	5.a.
<b>b. Service charges on deposit accounts in domestic offices .....</b>	4483	1286	5.b.
<b>c. Trading revenue<sup>2</sup> .....</b>	A220	0	5.c.
<b>d. Investment banking, advisory, brokerage, and underwriting fees and commissions .....</b>	B490	21	5.d.
<b>e. Venture capital revenue .....</b>	B491	0	5.e.
<b>f. Net servicing fees .....</b>	B492	417	5.f.
<b>g. Net securitization income .....</b>	B493	0	5.g.
<b>h. (1) Underwriting income from insurance and reinsurance activities .....</b>	C386	0	5.h.(1)
(2) Income from other insurance and reinsurance activities .....	C387	44	5.h.(2)
<b>i. Net gains (losses) on sales of loans and leases .....</b>	8560	641	5.i.
<b>j. Net gains (losses) on sales of other real estate owned .....</b>	8561	0	5.j.
<b>k. Net gains (losses) on sales of other assets (excluding securities) .....</b>	B496	0	5.k.
<b>l. Other noninterest income<sup>3</sup> .....</b>	B497	4178	5.l.
<b>m. Total noninterest income (sum of items 5.a through 5.l) .....</b>	4079	6587	5.m.

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.d.  
3. See Schedule HI, memoranda item 6.

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Schedule HI—Continued

		Dollar Amounts in Thousands		
6. a.	Realized gains (losses) on held-to-maturity securities .....	BHCK		
		3521		0
6. b.	Realized gains (losses) on available-for-sale securities .....	3196		-17
7.	Noninterest expense:			
a.	Salaries and employee benefits .....	4135		8689
b.	Expenses of premises and fixed assets (net of rental income) (excluding salaries and employee benefits and mortgage interest) .....	4217		2760
c. (1)	Goodwill impairment losses .....	C218		0
(2)	Amortization expense and impairment losses for other intangible assets .....	C232		48
d.	Other noninterest expense <sup>4</sup> .....	4092		6503
e.	Total noninterest expense (sum of items 7.a through 7.d) .....	4093		18000
8.	Income (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		6157
9.	Applicable income taxes (foreign and domestic) .....	4302		1669
10.	Minority interest .....	4484		0
11.	Income (loss) before extraordinary items and other adjustments (item 8 minus items 9 and 10) .....	4300		4488
12.	Extraordinary items, net of applicable taxes and minority interest <sup>5</sup> .....	4320		0
13.	Net income (loss) (sum of items 11 and 12) .....	4340		4488

4. See Schedule HI, memoranda item 7.  
5. Describe on Schedule HI, memoranda item 8.

MEMORANDA

1.	Net interest income (item 3 above) on a fully taxable equivalent basis .....	BHCK		18825	M.1.	
2.	Net income before income taxes, extraordinary items, and other adjustments (Item 8 above) on a fully taxable equivalent basis .....	4592		6195	M.2.	
3.	Income 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		36	M.3.	
4.	Income on tax-exempt securities issued by states and political subdivisions in the U.S. (included in Schedule HI, item 1.d.(3), above) .....	4507		38	M.4.	
5.	Number of full-time equivalent employees at end of current period (round to nearest whole number) .....	BHCK	Number	4150	164	M.5.
6.	Other noninterest income (from Schedule HI, item 5.l, above) (only report amounts that exceed 1% of the sum of Schedule HI, items 1.h and 5.m):	BHCK				
a.	Income and fees from the printing and sale of checks .....	C013		0	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) .....	C018		2207	M.6.c.	
d.	Rent and other income from other real estate owned .....	4042		0	M.6.d.	
e.	Safe deposit box rent .....	C015		0	M.6.e.	
f.	TEXT BANKCARD 8562 .....	8562		682	M.6.f.	
g.	TEXT MERCHANT 8563 .....	8563		1033	M.6.g.	
h.	TEXT 8564 .....	8564		0	M.6.h.	

**Schedule HI—Continued**

MEMORANDA (continued)

		Dollar Amounts in Thousands		BHCK			
7. Other noninterest expense (from Schedule HI, item 7.d, above) (only report amounts that exceed 1% of the sum of Schedule HI, items 1.h and 5.m):							
a.	Data processing expenses .....	C017				578	M.7.a.
b.	Advertising and marketing expenses .....	0497				705	M.7.b.
c.	Directors' fees .....	4136				0	M.7.c.
d.	Printing, stationery, and supplies .....	C018				0	M.7.d.
e.	Postage .....	8403				0	M.7.e.
f.	Legal fees and expenses .....	4141				0	M.7.f.
g.	FDIC deposit insurance assessments .....	4146				0	M.7.g.
h.	TEXT 8565 BANKCARD	8565				594	M.7.h.
i.	TEXT 8566 MERCHANT	8566				858	M.7.i.
j.	TEXT 8567	8567				0	M.7.j.
8. Extraordinary items and other adjustments (from Schedule HI, item 12) (itemize all extraordinary items and other adjustments):							
a.	(1) TEXT 3571	3571				0	M.8.a.(1)
	(2) Applicable income tax effect .....	BHCK 3572				0	M.8.a.(2)
b.	(1) TEXT 3573	3573				0	M.8.b.(1)
	(2) Applicable income tax effect .....	BHCK 3574				0	M.8.b.(2)
c.	(1) TEXT 3575	3575				0	M.8.c.(1)
	(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.d 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):							
a.	Interest rate exposures .....	8757					M.9.a.
b.	Foreign exchange exposures .....	8758					M.9.b.
c.	Equity security and index exposures .....	8759					M.9.c.
d.	Commodity and other exposures .....	8760					M.9.d.
10. Not applicable							
11.	Credit losses on derivatives (see instructions) .....	A251				0	M.11.
12.	a. Income from the sale and servicing of mutual funds and annuities (in domestic of ces) .....	8431				17	M.12.a.
	b. (1) Premiums on insurance related to the extension of credit .....	C242				0	M.12.b.(1)
	(2) All other insurance premiums .....	C243				0	M.12.b.(2)
	c. Bene ts, losses, and expenses from insurance-related activities .....	B983					M.12.c.
13.	Does the reporting bank holding company have a Subchapter S election in effect for federal income tax purposes for the current tax year? (Enter "1" for yes; enter "0" for no) .....	BHCK A530				0	M.13.
14. Not applicable							
15.	Stock-based employee compensation expense (net of tax effects) calculated for all awards under the fair value method .....	C409				0	M.15.

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**Schedule HI-A—Changes in Equity Capital**

Dollar Amounts in Thousands		BHCK			
1. Equity capital most recently reported for the end of previous calendar year (i.e., after adjustments from amended Reports of Income).....		3217		26479	1.
2. Restatements due to corrections of material accounting errors and changes in accounting principles .....		B507		1	2.
3. Balance end of previous calendar year as restated (sum of items 1 and 2).....		B508		26480	3.
		bhct			
4. Net income (loss) (must equal Schedule HI, item 13).....		4340		4488	4.
5. Sale of perpetual preferred stock (excluding treasury stock transactions):		BHCK			
a. 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		0	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		0	11.
12. Other comprehensive income <sup>1</sup> .....		B511		141	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.
		bhct			
15. Total equity capital end of current period (sum of items 3, 4, 5, 6, 7, 9, 12, 13, and 14, less items 8, 10, and 11) (must equal item 28 on Schedule HC, Balance Sheet).....		3210		31109	15.

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

**Schedule 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 <sup>1</sup> (Column A)		Recoveries (Column B)		
	BHCK		BHCK		
<b>i. Charge-offs and Recoveries on Loans and Leases (Fully Consolidated)</b>					
<b>1. Loans secured by real estate:</b>					
a. Construction, land development, and other land loans in domestic of ces.....	3582	0	3583	0	1.a.
b. Secured by farmland in domestic of ces .....	3584	0	3585	0	1.b.
<b>c. Secured by 1–4 family residential properties in domestic of ces:</b>					
(1) Revolving, open-end loans secured by 1–4 family residential properties and extended under lines of credit .....	5411	0	5412	0	1.c.(1)
<b>(2) Closed-end loans secured by 1–4 family residential properties in domestic of ces:</b>					
(a) Secured by rst liens .....	C234	0	C217	0	1.c.(2)(a)
(b) Secured by junior liens .....	C235	0	C218	0	1.c.(2)(b)
d. Secured by multifamily (5 or more) residential properties in domestic of ces.....	3588	0	3589	0	1.d.
e. Secured by nonfarm nonresidential properties in domestic of ces .....	3590	0	3591	0	1.e.
f. In foreign of ces .....	B512	0	B513	0	1.f.
<b>2. Loans to depository institutions and acceptances of other banks:</b>					
a. To U.S. banks and other U.S. depository institutions .....	4653	0	4663	0	2.a.
b. To foreign banks.....	4654	0	4664	0	2.b.
3. Loans to nance agricultural production and other loans to farmers .....	4655	0	4665	0	3.
<b>4. Commercial and industrial loans:</b>					
a. To U.S. addressees (domicile) .....	4645	2	4617	0	4.a.
b. To non-U.S. addressees (domicile).....	4646	0	4618	0	4.b.
<b>5. Loans to individuals for household, family, and other personal expenditures:</b>					
a. Credit cards.....	B514	30	B515	2	5.a.
b. Other (includes single payment, installment, all student loans, and revolving credit plans other than credit cards).....	B516	285	B517	25	5.b.
6. Loans to foreign governments and of cial institutions .....	4643	0	4627	0	6.
7. All other loans .....	4644	0	4628	0	7.
<b>8. Lease nancing receivables:</b>					
a. To U.S. addressees (domicile) .....	4658	0	4668	0	8.a.
b. To non-U.S. addressees (domicile).....	4659	0	4669	0	8.b.
9. Total (sum of items 1 through 8) .....	4635	317	4605	27	9.

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

Schedule HI-B—Continued

MEMORANDA

Dollar Amounts in Thousands		BHCK				BHCK			
1. Loans to finance commercial real estate, construction, and land development activities (not secured by real estate) included in Schedule HI-B, part I, items 4 and 7 above .....	5409		0	5410		0			M.1.
2. Loans secured by real estate to non-U.S. addressees (domicile) (included in Schedule HI-B, part I, item 1, above).	4652		0	4662		0			M.2.

**Memorandum item 3 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)**

		BHCK			
3. Uncollectible retail credit card fees and finance charges reversed against income (i.e., not included in charge-offs against the allowance for loan and lease losses) .....	C388		0		M.3.

II. Changes in allowance for loan and lease losses

		BHCK			
1. Balance most recently reported at end of previous year (i.e., after adjustments from amended Reports of Income) .....	B522		4912		1.
	bhct				
2. Recoveries (must equal Schedule HI-B, part I, item 9, column B, above) .....	4605		27		2.
3. LESS: Charge-offs (must equal Schedule HI-B, part I, item 9, column A above less Schedule HI-B, part II, item 4) .....	BHCK				
	C079		317		3.
4. Less: Write-downs arising from transfers of loans to a held-for-sale account .....	5523		0		4.
	bhct				
5. Provision for loan and lease losses (must equal Schedule HI, item 4) .....	4230		1200		5.
	BHCK				
6. Adjustments (see instructions for this schedule) .....	C233		0		6.
	bhct				
7. Balance at end of current period (sum of items 1, 2, 5, and 6, less items 3 and 4) (must equal Schedule HC, item 4.c) .....	3123		5822		7.

MEMORANDA

		BHCK			
1. Allocated transfer risk reserve included in Schedule HI-B, part II, item 7 .....	C435		0		M.1.

**Memoranda items 2 and 3 are 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)**

		BHCK			
2. Separate valuation allowance for uncollectible retail credit card fees and finance charges ..	C389		0		M.2.

		BHCK			
3. Amount of allowance for loan and lease losses attributable to retail credit card fees and finance charges (included in Schedule HC, item 4.c and Schedule HI-B, part II, item 7) .....	C390		0		M.3.

**Memorandum item 4 is to be completed by all bank holding companies.**

		BHCK			
4. Amount of allowance for post-acquisition losses on purchased impaired loans accounted for in accordance with AICPA Statement of Position 03-3 (included in Schedule HI-B, part II, item 7, above) .....	C781		0		M.4.



**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 Amount in Thousands	BHBC			
1. Total interest income .....	4107				1.
a. Interest income on loans and leases .....	4094				1.a.
b. Interest income on investment securities .....	4218				1.b.
2. Total interest expense .....	4073				2.
a. Interest expense on deposits .....	4421				2.a.
3. Net interest income .....	4074				3.
4. Provision for loan and lease losses .....	4230				4.
5. Total noninterest income .....	4079				5.
a. Income from fiduciary activities .....	4070				5.a.
b. Trading revenue .....	A220				5.b.
c. Investment banking, advisory, brokerage and underwriting fees and commissions .....	B490				5.c.
d. Venture capital revenue .....	B491				5.d.
e. Net securitization income .....	B493				5.e.
f. Insurance commissions and fees .....	B494				5.f.
6. Realized gains (losses) on held-to-maturity and available-for-sale securities .....	4091				6.
7. Total noninterest expense .....	4093				7.
a. Salaries and employee benefits .....	4135				7.a.
b. Goodwill impairment losses .....	C216				7.b.
8. Income (loss) before taxes, extraordinary items, and other adjustments .....	4301				8.
9. Applicable income taxes .....	4302				9.
10. Minority interest .....	4484				10.
11. Extraordinary items, net of applicable income taxes and minority interest .....	4320				11.
12. Net income (loss) .....	4340				12.
13. Cash dividends declared .....	4475				13.
14. Net charge-offs .....	6061				14.
15. Net interest income (item 3 above) on a fully taxable equivalent basis .....	4519				15.

### 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:

TEXT	BHCK			
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

TEXT	Dollar Amount in Thousands	BHCK			
1. 5351					
		5351		0	1.
2. 5352					
		5352		0	2.
3. 5353					
		5353		0	3.
4. 5354					
		5354		0	4.
5. 5355					
		5355		0	5.
6. B042					
		B042		0	6.
7. B043					
		B043		0	7.
8. B044					
		B044		0	8.
9. B045					
		B045		0	9.
10. B046					
		B046		0	10.

Notes to the Income Statement—Other, Continued

	TEXT	Dollar Amount in Thousands	BHCK			
11.	B047					
			B047		0	11.
12.	B048					
			B048		0	12.
13.	B049					
			B049		0	13.
14.	B050					
			B050		0	14.
15.	B051					
			B051		0	15.
16.	B052					
			B052		0	16.
17.	B053					
			B053		0	17.
18.	B054					
			B054		0	18.
19.	B055					
			B055		0	19.
20.	B056					
			B056		0	20.

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1209716

PARK BANCORPORATION, INC.

Name of Bank Holding Company

## Consolidated Financial Statements for Bank Holding Companies

Report at the close of business 20061231

### Schedule HC—Consolidated Balance Sheet

		Dollar Amounts in Thousands		BHCK			
<b>ASSETS</b>							
1.	Cash and balances due from depository institutions:						
a.	Noninterest-bearing balances and currency and coin <sup>1</sup> .....	0081				30318	1.a.
b.	Interest-bearing balances: <sup>2</sup>						
(1)	In U.S. of ces .....	0395				1275	1.b.(1)
(2)	In foreign of ces, 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				0	2.a.
b.	Available-for-sale securities (from Schedule HC-B, column D) .....	1773				22715	2.b.
3.	Federal funds sold and securities purchased under agreements to resell:						
a.	Federal funds sold in domestic of ces .....	BHDM	B987			946	3.a.
b.	Securities purchased under agreements to resell <sup>3</sup> .....	BHCK	B989			0	3.b.
4.	Loans and lease financing receivables:						
a.	Loans and leases held for sale .....			5369		7116	4.a.
b.	Loans and leases, net of unearned income .....	B528			559087		4.b.
c.	LESS: Allowance for loan and lease losses .....		3123			5822	4.c.
d.	Loans and leases, net of unearned income and allowance for loan and lease losses (item 4.b minus 4.c) .....	B529				553265	4.d.
5.	Trading assets (from Schedule HC-D) .....			3545		0	5.
6.	Premises and fixed assets (including capitalized leases) .....			2145		14103	6.
7.	Other real estate owned (from Schedule HC-M) .....			2150		0	7.
8.	Investments in unconsolidated subsidiaries and associated companies .....			2130		2509	8.
9.	<b>Not applicable</b>						
10.	Intangible assets:						
a.	Goodwill .....			3163		774	10.a.
b.	Other intangible assets (from Schedule HC-M) .....			0426		364	10.b.
11.	Other assets (from Schedule HC-F) .....			2160		11198	11.
12.	Total assets (sum of items 1 through 11) .....			2170		644583	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 of ces, regardless of maturity.

Schedule HC—Continued

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Dollar Amounts in Thousands		BHDM		
<b>LIABILITIES</b>				
<b>13. Deposits:</b>				
a. In domestic of ces (from Schedule HC-E):				
(1) Noninterest-bearing <sup>1</sup> .....	6631		66959	13.a.(1)
(2) Interest-bearing .....	6636		438621	13.a.(2)
b. In foreign of ces, Edge and Agreement subsidiaries, and IBFs:				
(1) Noninterest-bearing .....	6631		0	13.b.(1)
(2) Interest-bearing .....	6636		0	13.b.(2)
<b>14. Federal funds purchased and securities sold under agreements to repurchase:</b>				
a. Federal funds purchased in domestic of ces <sup>2</sup> .....	BHDM	B993	15000	14.a.
b. Securities sold under agreements to repurchase <sup>3</sup> .....	BHCK	B995	16124	14.b.
15. Trading liabilities (from Schedule HC-D) .....		3548	0	15.
16. Other borrowed money (includes mortgage indebtedness and obligations under capitalized leases) (from Schedule HC-M) .....		3190	52397	16.
17. Not applicable				
18. Not applicable				
19. a. Subordinated notes and debentures <sup>4</sup> .....		4062	0	19.a.
b. Subordinated notes payable to unconsolidated trusts issuing trust preferred securities, and trust preferred securities issued by consolidated special purpose entities .....		C699	20620	19.b.
20. Other liabilities (from Schedule HC-G) .....		2750	3753	20.
21. Total liabilities (sum of items 13 through 20) .....		2948	613474	21.
22. Minority interest in consolidated subsidiaries and similar items .....		3000	0	22.
<b>EQUITY CAPITAL</b>				
23. Perpetual preferred stock and related surplus .....		3283	0	23.
24. Common stock (par value) .....		3230	17	24.
25. Surplus (exclude all surplus related to preferred stock) .....		3240	717	25.
26. a. Retained earnings .....		3247	30434	26.a.
b. Accumulated other comprehensive income <sup>5</sup> .....		B530	-59	26.b.
27. Other equity capital components <sup>6</sup> .....		A130	0	27.
28. Total equity capital (sum of items 23 through 27) .....		3210	31109	28.
29. Total liabilities, minority interest, and equity capital (sum of items 21, 22, and 28) .....		3300	644583	29.

MEMORANDA (to be completed annually by bank holding companies for the December 31 report date)

		BHCK	
1. Has the bank holding company engaged in a full-scope independent external audit at any time during the calendar year? (Enter "1" for yes, enter "0" for no) .....		C884	0
2. If response to Memoranda item 1 is yes, indicate below the name and address of the bank holding company's independent external auditing firm (see instructions), and the name and e-mail address of the auditing firm's engagement partner. <sup>7</sup>			

a. \_\_\_\_\_  
(1) Name of External Auditing Firm (TEXT C703)

b. \_\_\_\_\_  
(1) Name of Engagement Partner (TEXT C704)

\_\_\_\_\_  
(2) City (TEXT C708)

\_\_\_\_\_  
(2) E-mail Address (TEXT C705)

\_\_\_\_\_  
(3) State Abbrev. (TEXT C714)

\_\_\_\_\_  
(4) Zip Code (TEXT C715)

- Includes total demand deposits and noninterest-bearing time and savings deposits.
- Report overnight Federal Home Loan Bank advances in Schedule HC, item 16, "Other borrowed money."
- Includes all securities repurchase agreements in domestic and foreign of ces regardless of maturity.
- Includes limited-life preferred stock and related surplus.
- 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.
- Includes treasury stock and unearned Employee Stock Ownership Plan shares.
- The Federal Reserve regards information submitted in response to Memorandum item 2.b. as confidential.

RSSD ID:

Schedule HC-B—Securities

Dollar Amounts in Thousands	Held-to-Maturity								Available-for-sale								
	(Column A) Amortized Cost				(Column B) Fair Value				(Column C) Amortized Cost				(Column D) Fair Value				
	BHCK				BHCK				BHCK				BHCK				
1. U.S. Treasury securities .....	0211			0	0213			0	1286			0	1287			0	1.
2. U.S. government agency obligations (exclude mortgage-backed securities):																	
a. Issued by U.S. government agencies <sup>1</sup> .....	1289			0	1290			0	1291			0	1293			0	2.a.
b. Issued by U.S. government- sponsored agencies <sup>2</sup> .....	1294			0	1295			0	1297			22019	1298			21937	2.b.
3. Securities issued by states and political subdivisions in the U.S. ....	8496			0	8497			0	8498			0	8499			0	3.
4. Mortgage-backed securities (MBS)																	
a. Pass-through securities:																	
(1) Guaranteed by GNMA .....	1698			0	1699			0	1701			0	1702			0	4.a.(1)
(2) Issued by FNMA and FHLMC .....	1703			0	1705			0	1706			273	1707			265	4.a.(2)
(3) Other pass-through securities .....	1709			0	1710			0	1711			0	1713			0	4.a.(3)
b. Other mortgage-backed securities (include CMOs, REMICs, and stripped MBS):																	
(1) Issued or guaranteed by FNMA, FHLMC, or GNMA .....	1714			0	1715			0	1716			522	1717			513	4.b.(1)
(2) Collateralized by MBS issued or guaranteed by FNMA, FHLMC, or GNMA .....	1718			0	1719			0	1731			0	1732			0	4.b.(2)
(3) All other mortgage-backed securities .....	1733			0	1734			0	1735			0	1736			0	4.b.(3)
5. Asset-backed securities (ABS) .....	C026			0	C988			0	C989			0	C027			0	5.
6. Other debt securities:																	
a. Other domestic debt securities .....	1737			0	1738			0	1739			0	1741			0	6.a.
b. Foreign debt securities .....	1742			0	1743			0	1744			0	1746			0	6.b.

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

RSSD ID:

Dollar Amounts in Thousands	Held-to-Maturity				Available-for-sale			
	(Column A) Amortized Cost		(Column B) Fair Value		(Column C) Amortized Cost		(Column D) Fair Value <sup>1</sup>	
	BHCK		BHCK		BHCK		BHCK	
7. Investments in mutual funds and other equity securities with readily determinable fair values .....					A510	0	A511	0
8. Total (sum of 1 through 7) (total of column A must equal Schedule HC, item 2.a) (total of column D must equal Schedule HC, item 2.b) .....	bhct		bhct			22814		22715
	1754	0	1771	0	1772		1773	

MEMORANDA

	BHCK		
1. Pledged securities <sup>1</sup> .....	0416		22715
2. Remaining maturity or next repricing date of debt securities <sup>2,3</sup> (Schedule HC-B, items 1 through 6.b in columns A and D above):			
a. 1 year and less .....	0383		18985
b. Over 1 year to 5 years .....	0384		3465
c. Over 5 years .....	0387		265
3. Amortized cost of held-to-maturity securities sold or transferred to available-for-sale or trading securities during the calendar year-to-date (report the amortized cost at date of sale or transfer) .....	1778		0
4. Structured notes (included in the held-to-maturity and available-for-sale accounts in Schedule HC-B, items 2, 3, 5, and 6):			
a. Amortized cost .....	8782		0
b. Fair value .....	8783		0

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

	Held-to-Maturity				Available-for-sale			
	(Column A) Amortized Cost		(Column B) Fair Value		(Column C) Amortized Cost		(Column D) Fair Value <sup>1</sup>	
	BHCK		BHCK		BHCK		BHCK	
5. Asset-backed securities (ABS)(sum of Memorandum items 5.a through 5.f must equal Schedule HC-B, item 5):								
a. Credit card receivables .....	B838	0	B839	0	B840	0	B841	0
b. Home equity lines .....	B842	0	B843	0	B844	0	B845	0
c. Automobile loans .....	B846	0	B847	0	B848	0	B849	0
d. Other consumer loans .....	B850	0	B851	0	B852	0	B853	0
e. Commercial and Industrial loans...	B854	0	B855	0	B856	0	B857	0
f. Other .....	B858	0	B859	0	B860	0	B861	0

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 and (2) other loans and leases, net of unearned income. Exclude assets held for trading and commercial paper.

Dollar Amounts in Thousands	Consolidated (Column A)			In Domestic Offices (Column B)			
	BHCK			BHDM			
1. Loans secured by real estate .....	1410		476748				1.
a. Construction, land development, and other land loans .....				1415		29630	1.a.
b. Secured by farmland .....				1420		460	1.b.
c. Secured by 1-4 family residential properties:							
(1) Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit .....				1797		37640	1.c.(1)
(2) Closed-end loans secured by 1-4 family residential properties:							
(a) Secured by first liens .....				5367		114802	1.c.(2)(a)
(b) Secured by junior liens .....				5368		23915	1.c.(2)(b)
d. Secured by multifamily (5 or more) residential properties .....				1460		36816	1.d.
e. Secured by nonfarm nonresidential properties .....				1480		233485	1.e.
2. Loans to depository institutions and acceptances of other 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 farmers .....	1590		620	1590		620	3.
4. Commercial and industrial loans .....				1786		76492	4.
a. To U.S. addressees (domicile) .....	1763		76492				4.a.
b. To non-U.S. addressees (domicile) .....	1764		0				4.b.
5. Not applicable							
6. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper) .....				1975		10590	6.
a. Credit cards .....	B538		3840				6.a.
b. Other revolving credit plans .....	B539		137				6.b.
c. Other consumer loans (includes single payment, installment, and all student loans) .....	2011		6613				6.c.
7. Loans to foreign governments and of cial institutions (including foreign central banks) .....	2081		0	2081		0	7.
8. Not applicable							
9. a. Loans for purchasing and carrying securities (secured and unsecured) .....	1545		389	1545		389	9.a.
b. All other loans .....	1564		1364	1564		1364	9.b.
10. Lease financing receivables (net of unearned income) .....				2165		0	10.
a. To U.S. addressees (domicile) .....	2182		0				10.a.
b. To non-U.S. addressees (domicile) .....	2183		0				10.b.
11. LESS: Any unearned income on loans reflected in items 1-9 above .....	2123		0	2123		0	11.
12. Total (sum of items 1 through 10 minus item 11) (total of column A must equal Schedule HC, sum of items 4.a and 4.b) .....	2122		566203	2122		566203	12.



**Schedule HC-C—Continued**

MEMORANDA

	Dollar Amounts in Thousands			Consolidated		
	BHCK					
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) (exclude loans secured by 1-4 family residential properties and loans to individuals for household, family, and other personal expenditures) .....	1616		0			M.1.
2. Loans to finance commercial real estate, construction, and land development activities (not secured by real estate) included in Schedule HC-C, items 4 and 9, column A, above .....	2746		0			M.2.
3. Loans secured by real estate to non-U.S. addressees (domicile) (included in Schedule HC-C, item 1, column A) .....	B837		0			M.3.
<i>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)</i>						
4. Outstanding credit card fees and finance charges (included in Schedule HC-C, item 6.a, column A) .....	C391		0			M.4.
<i>Memorandum item 5 is to be completed by all bank holding companies.</i>						
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		0			M.5.a.
b. Carrying amount included in Schedule HC-C, items 1 through 9 .....	C780		0			M.5.b.

**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 for any quarter of the preceding calendar year.

	Dollar Amounts in Thousands			Consolidated		
	BHCK					
<b>ASSETS</b>						
1. U.S. Treasury securities in domestic of ces .....	3531					1.
2. U.S. Government agency obligations in domestic of ces (exclude mortgage-backed securities) .....	3532					2.
3. Securities issued by states and political subdivisions in the U.S. in domestic of ces .....	3533					3.
4. Mortgage-backed securities (MBS) in domestic of ces:						
a. Pass-through securities issued or guaranteed by FNMA, FHLMC, or GNMA .....	3534					4.a.
b. Other MBS issued or guaranteed by FNMA, FHLMC, or GNMA (include CMOs, REMICs, and stripped MBS) .....	3535					4.b.
c. All other mortgage-backed securities .....	3536					4.c.
5. Other debt securities in domestic of ces .....	3537					5.
6.-8. Not applicable						
9. Other trading assets in domestic of ces .....	3541					9.
10. Trading assets in foreign of ces .....	3542					10.
11. Derivatives with a positive fair value:						
a. In domestic of ces .....	3543					11.a.
b. In foreign of ces .....	BHFN					11.b.
b. In foreign of ces .....	3543					11.b.
12. Total trading assets (sum of items 1 through 11) (must equal Schedule HC, item 5) .....	bhct					
	3545					12.
<b>LIABILITIES</b>						
13. Liability for short positions .....	BHCK					
	3546					13.
14. Derivatives with a negative fair value .....	3547		0			14.
	bhct					
15. Total trading liabilities (sum of items 13 and 14) (must equal Schedule HC, item 15) .....	3548		0			15.

**Schedule HC-E—Deposit Liabilities<sup>1</sup>**

		Dollar Amounts in Thousands		
1. Deposits held in domestic offices of commercial bank subsidiaries of the reporting bank holding company:				
	BHCB			
a. Demand deposits .....	2210		66959	1.a.
b. NOW, ATS, and other transaction accounts .....	3187		93328	1.b.
c. Money market deposit accounts and other savings accounts .....	2389		104102	1.c.
d. Time deposits of less than \$100,000 .....	6648		116732	1.d.
e. Time deposits of \$100,000 or more .....	2604		124459	1.e.
2. Deposits held in domestic offices of other depository institutions that are subsidiaries 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**

		Dollar Amounts in Thousands		
	BHDM			
1. Brokered deposits less than \$100,000 with a remaining maturity of one year or less .....	A243		0	M.1.
2. Brokered deposits less than \$100,000 with a remaining maturity of more than one year .....	A164		0	M.2.
3. Time deposits of \$100,000 or more with a remaining maturity of one year or less .....	A242		65864	M.3.
	BHFN			
4. Foreign office time deposits with a remaining maturity of one year or less .....	A245		0	M.4.

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 Amounts in Thousands		
	BHCK			
1. Accrued interest receivable <sup>1</sup> .....	B556		2985	1.
2. Net deferred tax assets <sup>2</sup> .....	2148		1522	2.
3. Interest-only strips receivable (not in the form of a security) <sup>3</sup> on:				
a. Mortgage loans .....	A519		0	3.a.
b. Other financial assets .....	A520		0	3.b.
4. Equity securities that DO NOT have readily determinable fair values <sup>4</sup> .....	1752		2559	4.
5. Life insurance assets .....	C009		2670	5.
6. Other .....	2168		1462	6.
	bhct			
7. Total (sum of items 1 through 6)(must equal Schedule HC, item 11) .....	2160		11198	7.

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

**Schedule HC-G—Other Liabilities**

		Dollar Amounts in Thousands		
1. Not applicable				
	BHCK			
2. Net deferred tax liabilities <sup>1</sup> .....	3049		0	2.
3. Allowance for credit losses on off-balance sheet credit exposures .....	B557		0	3.
4. Other .....	B984		3753	4.
	bhct			
5. Total (sum of items 2 through 4) (must equal Schedule HC, item 20) .....	2750		3753	5.

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

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### Schedule HC-H—Interest Sensitivity<sup>1</sup>

Dollar Amounts in Thousands		BHCK			
1. Earning assets that are repriceable within one year or mature within one year .....		3197		241492	1.
2. Interest-bearing deposit liabilities that reprice within one year or mature within one year included in item 13.a(2) and 13.b(2) on Schedule HC, Balance Sheet.....		3296		347911	2.
3. Long-term debt that reprices within one year included in items 16 and 19.a on Schedule HC, Balance Sheet .....		3298		1800	3.
4. Variable rate preferred stock (includes both limited-life and perpetual preferred stock) .....		3408		0	4.
5. Long-term debt reported in Schedule HC, item 19.a on the Balance Sheet that is scheduled to mature within one year .....		3409		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 bank holding company's assets in foreign countries and 10 percent of the bank holding company's total consolidated assets as of the report date.

### Schedule HC-I—Insurance-Related Underwriting Activities (Including Reinsurance)

#### I. Property and Casualty Underwriting

Schedule HC-I must be completed by all top-tier bank holding companies.  
(See instructions for additional information.)

Dollar Amounts in Thousands		BHCK			
<b>ASSETS</b>					
1. Reinsurance recoverables .....		B988		0	1.
2. Total assets .....		C244		0	2.
<b>LIABILITIES</b>					
3. Claims and claims adjustment expense reserves .....		B990		0	3.
4. Unearned premiums .....		B991		0	4.
5. Total equity .....		C245		0	5.
6. Net income .....		C246		0	6.

#### II. Life and Health Underwriting

Dollar Amounts in Thousands		BHCK			
<b>ASSETS</b>					
1. Reinsurance recoverables .....		C247		0	1.
2. Separate account assets .....		B992		0	2.
3. Total assets .....		C248		0	3.
<b>LIABILITIES</b>					
4. Policyholder benefits and contractholder funds .....		B994		0	4.
5. Separate account liabilities .....		B996		0	5.
6. Total equity .....		C249		0	6.
7. Net income .....		C250		0	7.

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**Schedule HC-K—Quarterly Averages**

Dollar Amounts in Thousands		BHCK			
<b>ASSETS</b>					
1. Securities .....		3515		22056	1.
2. Federal funds sold and securities purchased under agreements to resell.....		3365		4550	2.
3. Loans and leases .....		3516		552250	3.
4. a. Trading assets .....		3401		0	4.a.
b. Other earning assets .....		8985		2530	4.b.
5. Total consolidated assets .....		3368		616681	5.
<b>LIABILITIES</b>					
6. Interest-bearing deposits (domestic).....		3517		412735	6.
7. Interest-bearing deposits (foreign).....		3404		0	7.
8. Federal funds purchased and securities sold under agreements to repurchase .....		3353		17615	8.
9. All other borrowed money .....		2635		53197	9.
10. Not applicable					
<b>EQUITY CAPITAL</b>					
11. Equity capital (excludes limited-life preferred stock).....		3519		30416	11.

For Federal Reserve Bank Use Only  
C.I.

(Report only transactions with nonrelated institutions)

**Schedule HC-L—Derivatives and Off-Balance-Sheet Items**

Dollar Amounts in Thousands		BHCK			
<b>1. Unused commitments (report only the unused portions of commitments that are fee paid or otherwise legally binding):</b>					
a. Revolving, open-end loans secured by 1-4 family residential properties, e.g., home equity lines .....		3814		37004	1.a.
b. Credit card lines .....		3815		13162	1.b.
c. (1) Commitments to fund commercial real estate, construction, and land development loans secured by real estate .....		3816		21853	1.c.(1)
(2) Commitments to fund commercial real estate, construction, and land development loans NOT secured by real estate .....		6550		0	1.c.(2)
d. Securities underwriting .....		3817		0	1.d.
e. Other unused commitments .....		3818		60125	1.e.
<b>2. Financial standby letters of credit and foreign of ce guarantees .....</b>		6566		2484	2.
a. Amount of nancial standby letters of credit conveyed to others .....		3820		0	2.a.
<b>3. Performance standby letters of credit and foreign of ce guarantees .....</b>		6570		3157	3.
a. Amount of performance standby letters of credit conveyed to others .....		3822		0	3.a.
<b>4. Commercial and similar letters of credit .....</b>		3411		0	4.
<b>5. Not applicable</b>					
<b>6. Securities lent .....</b>		3433		0	6.
<b>7. Credit derivatives:</b>					
<b>a. Notional amounts:</b>					
(1) Credit default swaps .....	BHCK			BHCK	7.a.
(1) Credit default swaps .....	C968		0	C969	7.a.(1)
(2) Total return swaps .....	C970		0	C971	7.a.(2)
(3) Credit options.....	C972		0	C973	7.a.(3)
(4) Other credit derivatives.....	C974		0	C975	7.a.(4)
<b>b. Gross fair values:</b>					
(1) Gross positive fair value .....	C219		0	C221	7.b.
(2) Gross negative fair value .....	C220		0	C222	7.b.(1)
					7.b.(2)

Schedule HC-L—Continued

		Dollar Amounts in Thousands		BHCK				
8.	Spot foreign exchange contracts .....			8765			0	8.
9.	All other off-balance-sheet items (exclude derivatives) (include in item 9 the aggregate amount all other off-balance sheet items that individually exceed 10% of Schedule HC, item 28, "Total equity capital") (itemize and describe in items 9.a through 9.g only amounts that exceed 25% of Schedule HC, item 28) .....							
				3430			0	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 6561 .....			6561			0	9.d.
e.	TEXT 6562 .....			6562			0	9.e.
f.	TEXT 6568 .....			6568			0	9.f.
g.	TEXT 6586 .....			6586			0	9.g.
10.	Not applicable							

Derivatives Position Indicators	(Column A)	(Column B)	(Column C)	(Column D)	
	Interest Rate Contracts	Foreign Exchange Contracts	Equity Derivative Contracts	Commodity and Other Contracts	
11. Gross amounts (e.g., notional amounts) (for each column, sum of items 11.a through 11.e must equal sum of items 12 and 13):					
a. Futures contracts .....	BHCK 8693	BHCK 8694	BHCK 8695	BHCK 8696	11.a.
	0	0	0	0	
b. Forward contracts .....	BHCK 8697	BHCK 8698	BHCK 8699	BHCK 8700	11.b.
	0	0	0	0	
c. Exchange-traded option contracts:					
(1) Written options .....	BHCK 8701	BHCK 8702	BHCK 8703	BHCK 8704	11.c.(1)
	0	0	0	0	
(2) Purchased options .....	BHCK 8705	BHCK 8706	BHCK 8707	BHCK 8708	11.c.(2)
	0	0	0	0	
d. Over-the-counter option contracts:					
(1) Written options .....	BHCK 8709	BHCK 8710	BHCK 8711	BHCK 8712	11.d.(1)
	3606	0	0	0	
(2) Purchased options .....	BHCK 8713	BHCK 8714	BHCK 8715	BHCK 8716	11.d.(2)
	0	0	0	0	
e. Swaps .....	BHCK 3450	BHCK 3826	BHCK 8719	BHCK 8720	11.e.
	0	0	0	0	
12. Total gross notional amount of derivative contracts held for trading .....	BHCK A126	BHCK A127	BHCK 8723	BHCK 8724	12.
	0	0	0	0	
13. Total gross notional amount of derivative contracts held for purposes other than trading .....	BHCK 8725	BHCK 8726	BHCK 8727	BHCK 8728	13.
	3606	0	0	0	

Schedule HC-L—Continued

Dollar Amounts in Thousands	(Column A) Interest Rate Contracts	(Column B) Foreign Exchange Contracts	(Column C) Equity Derivative Contracts	(Column D) Commodity and Other Contracts	
Derivatives Position Indicators					
14. Gross fair values of derivative contracts:					
a. Contracts held for trading:	BHCK 8733	BHCK 8734	BHCK 8735	BHCK 8738	
(1) Gross positive fair value .....	0	0	0	0	14.a.(1)
(2) Gross negative fair value .....	0	0	0	0	14.a.(2)
b. Contracts held for purposes other than trading:	BHCK 8741	BHCK 8742	BHCK 8743	BHCK 8744	
(1) Gross positive fair value .....	0	0	0	0	14.b.(1)
(2) Gross negative fair value .....	0	0	0	0	14.b.(2)

**Schedule HC-M—Memoranda**

		Dollar Amounts in Thousands		BHCK			
		NUMBER (UNROUNDED)					
1.	Total number of bank holding company common shares outstanding .....	3459	16020				
2.	Debt maturing in one year or less (included in Schedule HC, items 16 and 19.a) that is issued to unrelated third parties by bank subsidiaries.....	6555	0				
3.	Debt maturing in more than one year (included in Schedule HC, items 16 and 19.a) that is issued to unrelated third parties by bank subsidiaries.....	6556	0				
4.	Other assets acquired in satisfaction of debts previously contracted .....	6557	0				
5.	Securities purchased under agreements to resell offset against securities sold under agreements to repurchase on Schedule HC.....	A288	0				
6.	Investments in real estate (to be reported only by bank holding companies authorized by the Federal Reserve to have real estate investments).....	3656	0				
7.	<b>Not applicable</b>						
8.	Has the bank holding company entered into a business combination during the calendar year that was accounted for by the purchase method of accounting? (Enter "1" for yes; enter "0" for no).....	BHCK	C251	0			
9.	Has the bank holding company restated its financial statements during the last quarter as a result of new or revised Statements of Financial Accounting Standards? (Enter "1" for yes; enter "0" for no) .....	BHCK	6689	0			
10.	<b>Not Applicable</b>						
11.	Have all changes in investments and activities been reported to the Federal Reserve 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 holding company must enter "1" for yes or for no changes to report; or enter "0" for no. If the answer to this questions is no, complete the FR Y-10. ....	BHCK	6416	1			

TEXT  
6428

Name of bank holding company of which verifying FR Y-10 reporting (Please type or print)

Area Code and Phone Number (TEXT 9009)

12.	Intangible assets other than goodwill:	BHCK					
a.	Mortgage servicing assets .....	3164	164				
	(1) Estimated fair value of mortgage servicing assets .....	6438	164				
b.	Purchased credit card relationships and nonmortgage servicing assets .....	B026	0				
c.	All other identifiable intangible assets .....	5507	200				
		bhct					
d.	Total (sum of items 12.a, 12.b, and 12.c) (must equal Schedule HC, item 10.b) .....	0426	364				
13.	Other real estate owned:	BHCK					
a.	Real estate acquired in satisfaction of debts previously contracted.....	2744	0				
b.	Other real estate owned.....	2745	0				
		bhct					
c.	Total (sum of items 13.a and 13.b) (must equal Schedule HC, item 7).....	2150	0				
14.	Other borrowed money:	BHCK					
a.	Commercial paper.....	2309	0				
b.	Other borrowed money with a remaining maturity of one year or less.....	2332	7000				
c.	Other borrowed money with a remaining maturity of more than one year .....	2333	45397				
		bhct					
d.	Total (sum of items 14.a, 14.b, and 14.c) (must equal Schedule HC, item 16).....	3190	52397				
15.	Does the holding company sell private label or third party mutual funds and annuities? (Enter "1" for yes; enter "0" for no) .....	BHCK	B569	1			
16.	Assets under management in proprietary mutual funds and annuities .....	BHCK	B570	0			

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). 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 non-financial 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 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 non-financial 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		
C159		

18.

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 non-financial equity investment since the previous reporting period? (Enter "1" for yes; enter "0" for no).....

BHCK		
C700		0

19.a.

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

C701		0
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19.b.

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

	BHCK			
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 .....	C252		0	20.a.
b. Balances due from related institutions:				
(1) Due from the bank holding company (parent company only), gross .....	4832		0	20.b.(1)
(2) Due from subsidiary banks of the bank holding company, gross .....	4833		0	20.b.(2)
(3) Due from nonbank subsidiaries of the bank holding company, gross .....	4834		0	20.b.(3)
c. Balances due to related institutions:				
(1) Due to bank holding company (parent company only), gross .....	5041		0	20.c.(1)
(2) Due to subsidiary banks of the bank holding company, gross .....	5043		0	20.c.(2)
(3) Due to nonbank subsidiaries of the bank holding company, gross .....	5045		0	20.c.(3)
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 .....	5047		0	20.d.
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-Bliley Act .....	C253		0	21.



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**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			
<b>23. Secured liabilities:</b>					
a.	Amount of "Federal funds purchased in domestic offices" that are secured (included in Schedule HC, item 14.a) .....	F064	0		23.a.
b.	Amount of "Other borrowings" that are secured (included in Schedule HC-M, item 14.d).....	F065	50597		23.b.

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

Dollar Amounts in Thousands	(Column A) Past due 30 through 89 days and still accruing			(Column B) Past due 90 days or more and still accruing			(Column C) Nonaccrual		
	BHCK			BHCK			BHCK		
<b>1. Loans secured by real estate:</b>									
<b>a. Construction, land development, and other land loans in domestic of ces.....</b>	2759	148		2769	0		3492	0	1.a.
<b>b. Secured by farmland in domestic of ces.....</b>	3493	0		3494	0		3495	0	1.b.
<b>c. Secured by 1-4 family residential properties in domestic of ces:</b>									
<b>(1) Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit.....</b>	5398	90		5399	0		5400	0	1.c.(1)
<b>(2) Closed-end loans secured by 1-4 family residential properties:</b>									
<b>(a) Secured by first liens.....</b>	C236	1418		C237	0		C229	282	1.c.(2)(a)
<b>(b) Secured by junior liens.....</b>	C238	196		C239	0		C230	8	1.c.(2)(b)
<b>d. Secured by multifamily (5 or more) residential properties in domestic of ces.....</b>	3499	101		3500	0		3501	0	1.d.
<b>e. Secured by nonfarm nonresidential properties in domestic of ces.....</b>	3502	1000		3503	0		3504	0	1.e.
<b>f. In foreign of ces.....</b>	B572	0		B573	0		B574	0	1.f.

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Schedule HC-N—Continued

Dollar Amounts in Thousands	(Column A) Past due 30 through 89 days and still accruing			(Column B) Past due 90 days or more and still accruing			(Column C) Nonaccrual		
	BHCK			BHCK			BHCK		
2. Loans to depository institutions and acceptances of other banks:									
a. U.S. banks and other U.S. depository institutions .....	5377		0	5378		0	5379		0
b. Foreign banks .....	5380		0	5381		0	5382		0
3. Loans to finance agricultural production and other loans to farmers .....	1594		0	1597		0	1583		0
4. Commercial and industrial loans .....	1606		135	1607		0	1608		128
5. Loans to individuals for household, family, and other personal expenditures:									
a. Credit cards .....	B575		5	B576		0	B577		0
b. Other (includes single payment, installment, all student loans, and revolving credit plans other than credit cards) .....	B578		38	B579		0	B580		19
6. Loans to foreign governments and of cial institutions .....	5389		0	5390		0	5391		0
7. All other loans .....	5459		0	5460		0	5461		0
8. Lease financing receivables .....	1226		0	1227		0	1228		0
9. Debt securities and other assets (exclude other real estate owned and other repossessed assets) .....	3505		0	3506		0	3507		0
10. TOTAL (sum of items 1 through 9) .....	5524		3131	5525		0	5526		437

**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.

Dollar Amounts in Thousands	(Column A) Past due 30 through 89 days and still accruing				(Column B) Past due 90 days or more and still accruing				(Column C) Nonaccrual				
	BHCK				BHCK				BHCK				
11. Loans and leases reported in items 1 through 8 above which are wholly or partially guaranteed by the U.S. Government .....	5612		0		5613		0		5614		0		11.
a. Guaranteed portion of loans and leases (exclude rebooked "GNMA loans") included in item 11 above..	5615		0		5616		0		5617		0		11.a.
b. Rebooked "GNMA loans" that have been repurchased or are eligible for repurchase included in item 11 above .....	C866		0		C867		0		C868		0		11.b.

Schedule HC-N—Continued

MEMORANDA

Dollar Amounts in Thousands	(Column A) Past due 30 through 89 days and still accruing				(Column B) Past due 90 days or more and still accruing				(Column C) Nonaccrual				
	BHCK				BHCK				BHCK				
1. Restructured loans and leases included in items 1 through 8 above (and not reported in Schedule HC-C, memoranda item 1).....	1658		0		1659		0		1661		0		M.1.
2. Loans to finance commercial real estate, construction, and land development activities (not secured by real estate) included in Schedule HC-N, items 4 and 7 above.....	6558		0		6559		0		6560		0		M.2.
3. Loans and leases included in Schedule HC-N, items 1, 2, 4, 5, 6, 7, and 8 extended to non-U.S. addressees.....	3508		0		1912		0		1913		0		M.3.
4. Not applicable													
5. Loans and leases held-for-sale (included in Schedule HC-N, items 1 through 8 above).....	C240		0		C241		0		C226		0		M.5.

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).

	BHCK				BHCK				
6. Interest rate, foreign exchange rate, and commodity and equity contracts: Fair value of amounts carried as assets.....	3529		0		3530		0		M.6.

7. Additions to nonaccrual assets during the quarter.....	C410				0	M.7.
8. Nonaccrual assets sold during the quarter.....	C411				0	M.8.

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### Schedule HC-P—Closed-End 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 assets<sup>1</sup> and (2) bank holding companies with less than \$1 billion in total assets at which either closed-end (first and junior lien) 1–4 family residential mortgage loan originations and purchases for resale<sup>2</sup> from all sources, loan sales, or quarter-end loans held for sale in domestic offices exceed \$10 million for two consecutive quarters.

Dollar Amounts in Thousands		BHCK			
<b>1. Retail originations during the quarter of closed-end 1–4 family residential mortgage loans for sale<sup>2</sup>:</b>					
a. First liens .....	F066		16217		1.a.
b. Junior liens .....	F067		0		1.b.
<b>2. Wholesale originations and purchases during the quarter of closed-end 1–4 family residential mortgage loans for sale<sup>2</sup>:</b>					
a. First liens .....	F068		0		2.a.
b. Junior liens .....	F069		0		2.b.
<b>3. Closed-end 1–4 family residential mortgages sold during the quarter:</b>					
a. First liens .....	F070		16200		3.a.
b. Junior liens .....	F071		0		3.b.
<b>4. Closed-end 1–4 family residential mortgages held for sale at quarter-end (included in Schedule HC, item 4.a):</b>					
a. First liens .....	F072		7116		4.a.
b. Junior liens .....	F073		0		4.b.

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

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

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### Schedule HC-R—Regulatory Capital

This schedule is to be submitted on a consolidated basis.

Dollar Amounts in Thousands		bhcx			
<b>Tier 1 capital</b>					
1. Total equity capital (from Schedule HC, item 28).....		3210		31109	1.
2. LESS: Net unrealized gains (losses) on available-for-sale securities <sup>1</sup> (if a gain, report as a positive value; if a loss, report as a negative value).....		BHCK			
		8434		-59	2.
3. LESS: Net unrealized loss on available-for-sale equity securities <sup>1</sup> (report loss as a positive value).....		A221		0	3.
4. LESS: Accumulated net gains (losses) on cash flow hedges <sup>1</sup> (if a gain, report as a positive value; if a loss, report as a negative value).....		4336		0	4.
5. LESS: Nonqualifying perpetual preferred stock.....		B588		0	5.
6. a. Qualifying minority interests in consolidated subsidiaries and similar items.....		B589		0	6.a.
b. Qualifying trust preferred securities <sup>2</sup> .....		C502		10059	6.b.
7. LESS: Disallowed goodwill and other disallowed intangible assets.....		B590		974	7.
8. Subtotal (sum of items 1, 6.a. and 6.b, less items 2, 3, 4, 5 and 7).....		C227		40253	8.
9. a. LESS: Disallowed servicing assets and purchased credit card relationships.....		B591		16	9.a.
b. LESS: Disallowed deferred tax assets.....		5610		0	9.b.
10. Other additions to (deductions from) Tier 1 capital.....		B592		0	10.
11. Tier 1 capital (sum of items 8 and 10, less items 9.a and 9.b).....		8274		40237	11.
<b>Tier 2 capital</b>					
12. Qualifying subordinated debt and redeemable preferred stock.....		5306		10561	12.
13. Cumulative perpetual preferred stock includible in Tier 2 capital.....		B593		0	13.
14. Allowance for loan and lease losses includible in Tier 2 capital.....		5310		5822	14.
15. Unrealized gains on available-for-sale equity securities includible in Tier 2 capital.....		2221		0	15.
16. Other Tier 2 capital components.....		B594		0	16.
17. Tier 2 capital (sum of items 12 through 16).....		5311		16383	17.
18. Allowable Tier 2 capital (lesser of item 11 or 17).....		8275		16383	18.
19. Tier 3 capital allocated for market risk.....		1395		0	19.
20. LESS: Deductions for total risk-based capital.....		B595		0	20.
21. Total risk-based capital (sum of items 11, 18, and 19, less item 20).....		3792		56620	21.
<b>Total assets for leverage ratio</b>					
22. Average total assets (from Schedule HC-K, item 5).....		bhct			
		3368		616681	22.
23. LESS: Disallowed goodwill and other disallowed intangible assets (from item 7 above).....		B590		974	23.
24. LESS: Disallowed servicing assets and purchased credit card relationships (from item 9.a above).....		B591		16	24.
25. LESS: Disallowed deferred tax assets (from item 9.b above).....		5610		0	25.
		BHCK			
26. LESS: Other deductions from assets for leverage capital purposes.....		B596		0	26.
27. Average total assets for leverage capital purposes (item 22 less items 23 through 26).....		A224		615691	27.
28.-30. Not applicable					
<b>Capital ratios</b>					
31. Tier 1 leverage ratio (item 11 divided by item 27).....		BHCK	Percentage		31.
		7204		6.54	
32. Tier 1 risk-based capital ratio (item 11 divided by item 62).....		7206		7.02	32.
33. Total risk-based capital ratio (item 21 divided by item 62).....		7205		9.88	33.

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-weight 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) Totals (from Schedule HC)	(Column B) Items Not Subject to Risk-Weighting	(Column C)	(Column D)	(Column E)	(Column F)
		Allocation by Risk Weight Category					
				0%	20%	50%	100%
Dollar Amounts in Thousands							
<b>Balance Sheet Asset Categories</b>			BHCE	BHC0	BHC2	BHC5	BHC9
34. Cash and due from depository institutions (column A equals the sum of Schedule HC, items 1.a, 1.b.(1) and 1.b.(2)).....		BHCK 0010					
		31593	0	14475	17118		0
		bhcx 1754					
35. Held-to-maturity securities .....		0	0	0	0	0	0
		bhcx 1773					
36. Available-for-sale securities .....		22715	-99	0	22814	0	0
37. Federal funds sold and securities purchased under agreements to resell .....		BHCK C225					
		946		0	946		0
		bhct 5369					
38. Loans and leases held for sale .....		7116	0	0	0	7116	0
		bhct B528					
39. Loans and leases, net of unearned income .....		559087	0	0	3023	130282	425782
		bhcx 3123					
40. LESS: Allowance for loan and lease losses .....		5822	5822				
		bhcx 3545					
41. Trading assets.....		0	0	0	0	0	0
		BHCK B639					
42. All other assets <sup>1</sup> .....		28948	990	0	2530	0	25428
		bhct 2170					
43. Total assets (sum of items 34 through 42).....		644583	-4931	14475	46431	137398	451210

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) Face Value or Notional Amount	Credit Conversion Factor	(Column B) Credit Equivalent Amount <sup>1</sup>	(Column C)	(Column D)	(Column E)	(Column F)	
				Allocation by Risk Weight Category				
				0%	20%	50%	100%	
Dollar Amounts in Thousands								
	BHCK B546		BHCE	BHC0	BHC2	BHC5	BHC9	
44. Financial standby letters of credit .....	2484	1.00 or 12.5 <sup>2</sup>	2484	0	0	0	2484	44.
45. Performance standby letters of credit .....	bhct 8570							
	3157	.50	1579	0	0	0	1579	45.
46. Commercial and similar letters of credit .....	bhct 3411							
	0	.20	0	0	0	0	0	46.
47. Risk participations in bankers acceptances acquired by the reporting institution .....	BHCK 3429							
	0	1.00	0	0	0		0	47.
	bhct 3433							
48. Securities lent .....	0	1.00	0	0	0	0	0	48.
49. Retained recourse on small business obligations sold with recourse .....	bhct A250							
	0	1.00	0	0	0	0	0	49.
50. Recourse and direct credit substitutes (other than financial standby letters of credit) subject to the low-level exposure rule and residual interests subject to a dollar-for-dollar capital requirement .....	BHCK B541							
	1546	12.5 <sup>3</sup>	19325				19325	50.
51. All other financial assets sold with recourse .....	BHCK B876							
	20797	1.00	20797	0	0	20797	0	51.
52. All other off-balance sheet liabilities .....	BHCK B881							
	0	1.00	0	0	0	0	0	52.
53. Unused commitments with an original maturity exceeding one year .....	BHCK 6572							
	19631	.50	9816	0	0	0	9816	53.
54. Derivative contracts .....			BHCE A167					
			0	0	0	0		54.

<sup>1</sup> Column A multiplied by credit conversion factor.

<sup>2</sup> For financial standby letters of credit to which the low-level exposure rule applies, use a credit conversion factor of 12.5 or an institution specific factor. For other financial standby letters of credit, use a credit conversion factor of 1.00. See instructions for further information.

<sup>3</sup> Or institution-specific factor.

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Schedule HC-R—Continued

		(Column C)	(Column D)	(Column E)	(Column F)	
		Allocation by Risk Weight Category				
		0%	20%	50%	100%	
Dollar Amounts in Thousands						
<b>Totals</b>						
55.	Total assets, derivatives, and off-balance sheet items by risk weight category (for each column, sum of items 43 through 54).....	BHCK B696 14475	BHCK B697 46431	BHCK B698 158195	BHCK B699 484414	55.
56.	Risk weight factor.....	x 0%	x 20%	x 50%	x 100%	56.
57.	Risk-weighted assets by risk weight category (for each column, item 55 multiplied by item 56).....	BHCK B700 0	BHCK B701 9286	BHCK B702 79098	BHCK B703 484414	57.
58.	Market risk equivalent assets.....				BHCK 1651 0	58.
59.	Risk-weighted assets before deductions for excess allowance for loan and lease losses and allocated transfer risk reserve (sum of item 57, columns C through F, and item 58).....				BHCK B704 572798	59.
60.	LESS: Excess allowance for loan and lease losses .....				BHCK A222 0	60.
61.	LESS: Allocated transfer risk reserve .....				BHCK 3128 0	61.
62.	Total risk-weighted assets (item 59 minus items 60 and 61) .....				BHCK A223 572798	62.

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Schedule HC-R—Continued

MEMORANDA

Dollar Amounts in Thousands BHCK

1. Current credit exposure across all derivative contracts covered by the risk-based capital standards ..... 8764 0 M.1.

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

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).....		5479	0								3.a.
b. Cumulative perpetual preferred stock (included and reported in "Total equity capital," on Schedule HC) .....		5990	0								3.b.
c. Other noncumulative preferred stock eligible for inclusion in Tier 1 capital (e.g., REIT preferred securities) (included in Schedule HC, item 22) .....		C498	0								3.c.
d. Other cumulative preferred stock eligible for inclusion in Tier 1 capital (excluding trust preferred securities) (included in Schedule HC, item 20 or 22) .....		A507	0								3.d.
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) .....		2771	0								4.
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 .....		5483	0								5.a.
b. In the form of common stock .....		5484	0								5.b.
6. Market risk equivalent assets attributable to specific risk (included in Schedule HC-R, item 58) .....		F031	0								6.

<sup>1</sup> Exclude foreign exchange contracts with an original maturity of 14 days or less and all futures contracts.

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

		C000							
		(Column A) 1-4 Family Residential Loans	(Column B) Home Equity Lines	(Column C) Credit Card Receivables	(Column D) Auto Loans	(Column E) Other Consumer Loans	(Column F) Commercial and Industrial Loans	(Column G) All Other Loans, All Leases, and All Other Assets	
Dollar Amounts in Thousands									
<b>Securitization Activities</b>									
1. Outstanding principal balance of assets sold and securitized with servicing retained or with recourse or other seller-provided credit enhancements .....		BHCK B705	BHCK B706	BHCK B707	BHCK B708	BHCK B709	BHCK B710	BHCK B711	1.
	61947	0	0	0	0	0	0	0	
2. Maximum amount of credit exposure arising from recourse or other seller-provided credit enhancements provided to structures reported in item 1 in the form of:									
a. Credit enhancing interest-only strips (included in HC-B, HC-D, or HC-F) .....		BHCK B712	BHCK B713	BHCK B714	BHCK B715	BHCK B716	BHCK B717	BHCK B718	2.a.
	0	0	0	0	0	0	0	0	
b. Subordinated securities and other residual interests .....		BHCK C393	BHCK C394	BHCK C395	BHCK C396	BHCK C397	BHCK C398	BHCK C399	2.b.
	0	0	0	0	0	0	0	0	
c. Standby letters of credit and other enhancements .....		BHCK C400	BHCK C401	BHCK C402	BHCK C403	BHCK C404	BHCK C405	BHCK C406	2.c.
	0	0	0	0	0	0	0	0	
3. Reporting institution's unused commitments to provide liquidity to structures reported in item 1 .....		BHCK B726	BHCK B727	BHCK B728	BHCK B729	BHCK B730	BHCK B731	BHCK B732	3.
	0	0	0	0	0	0	0	0	
4. Past due loan amounts included in item 1:									
a. 30-89 days past due .....		BHCK B733	BHCK B734	BHCK B735	BHCK B736	BHCK B737	BHCK B738	BHCK B739	4.a.
	0	0	0	0	0	0	0	0	
b. 90 days or more past due .....		BHCK B740	BHCK B741	BHCK B742	BHCK B743	BHCK B744	BHCK B745	BHCK B746	4.b.
	0	0	0	0	0	0	0	0	
5. Charge-offs and recoveries on assets sold and securitized with servicing retained or with recourse or other seller-provided credit enhancements (calendar year-to-date):									
a. Charge-offs .....		BHCK B747	BHCK B748	BHCK B749	BHCK B750	BHCK B751	BHCK B752	BHCK B753	5.a.
	0	0	0	0	0	0	0	0	
b. Recoveries .....		BHCK B754	BHCK B755	BHCK B756	BHCK B757	BHCK B758	BHCK B759	BHCK B760	5.b.
	0	0	0	0	0	0	0	0	

Schedule HC-S—Continued

	(Column A) 1-4 Family Residential Loans	(Column B) Home Equity Lines	(Column C) Credit Card Receivables	(Column D) Auto Loans	(Column E) Other Consumer Loans	(Column F) Commercial and Industrial Loans	(Column G) All Other Loans, All Leases, and All Other Assets	
Dollar Amounts in Thousands								
6. Amount of ownership (or seller's) interests carried as:								
a. Securities (included in HC-B) .....		BHCK B761 0	BHCK B762 0			BHCK B763 0	6.a.	
b. Loans (included in HC-C) .....		BHCK B500 0	BHCK B501 0			BHCK B502 0	6.b.	
7. Past due loan amounts included in interests reported in item 6.a:								
a. 30-89 days past due .....		BHCK B764 0	BHCK B765 0			BHCK B766 0	7.a.	
b. 90 days or more past due .....		BHCK B767 0	BHCK B768 0			BHCK B769 0	7.b.	
8. Charge-offs and recoveries on loan amounts included in interests reported in item 6.a (calendar year-to-date):								
a. Charge-offs .....		BHCK B770 0	BHCK B771 0			BHCK B772 0	8.a.	
b. Recoveries .....		BHCK B773 0	BHCK B774 0			BHCK B775 0	8.b.	
<b>For Securitization Facilities Sponsored By or Otherwise Established By Other Institutions</b>								
9. Maximum amount of credit exposure arising from credit enhancements provided by the reporting institution to other institutions' securitization structures in the form of standby letters of credit, purchased subordinated securities, and other enhancements .....	BHCK B776 0	BHCK B777 0	BHCK B778 0	BHCK B779 0	BHCK B780 0	BHCK B781 0	BHCK B782 0	9.
10. Reporting institution's unused commitments to provide liquidity to other institutions' securitization structures .....	BHCK B783 0	BHCK B784 0	BHCK B785 0	BHCK B786 0	BHCK B787 0	BHCK B788 0	BHCK B789 0	10.
<b>Asset Sales</b>								
11. Assets sold with recourse or other seller-provided credit enhancements and not securitized .....	BHCK B790 61947	BHCK B791 0	BHCK B792 0	BHCK B793 0	BHCK B794 0	BHCK B795 0	BHCK B796 0	11.
12. Maximum amount of credit exposure arising from recourse or other seller-provided credit enhancements provided to assets reported in item 11 .....	BHCK B797 1546	BHCK B798 0	BHCK B799 0	BHCK B800 0	BHCK B801 0	BHCK B802 0	BHCK B803 0	12. 3/06

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**Schedule HC-S—Continued**

MEMORANDA

		Dollar Amounts in Thousands		BHCK			
1.	Small business obligations transferred with recourse under Section 208 of the Riegle Community Development and Regulatory Improvement Act of 1994:						
	a. Outstanding principal balance .....	A249	0				M.1.a.
	b. Amount of retained recourse on these obligations as of the report date .....	A250	0				M.1.b.
2.	Outstanding principal balance of assets serviced for others:						
	a. 1-4 family residential mortgages serviced with recourse or other servicer-provided credit enhancements .....	B804	61947				M.2.a.
	b. 1-4 family residential mortgages serviced with no recourse or other servicer-provided credit enhancements .....	B805	81928				M.2.b.
	c. Other financial assets <sup>1</sup> .....	A591	31078				M.2.c.
3.	Asset-backed commercial paper conduits:						
	a. Maximum amount of credit exposure arising from credit enhancements provided to conduit structures in the form of standby letters of credit, subordinated securities, and other enhancements:						
	(1) Conduits sponsored by the bank, a bank affiliate, or the bank 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) <sup>2</sup> .....	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).

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### 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 Amount in Thousands	BHBC			
1. Average loans and leases (net of unearned income).....		3516			
2. Average earning assets .....		3402			
3. Average total consolidated assets .....		3368			
4. Average equity capital .....		3519			

### 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:

TEXT	BHCK			
0000 Sch. HC, item 16, New loan to holding company's ESOP guaranteed by bank holding company				
	0000			750

### Notes to the Balance Sheet—Other

	TEXT	Dollar Amount in Thousands	BHCK			
1.	5356					
			5356			1.
2.	5357					
			5357			2.
3.	5358					
			5358			3.
4.	5359					
			5359			4.
5.	5360					
			5360			5.
6.	B027					
			B027			6.

**Notes to the Balance Sheet—Other, Continued**

	TEXT	Dollar Amount in Thousands	BHCK			
7.	B028					
			B028			7.
8.	B029					
			B029			8.
9.	B030					
			B030			9.
10.	B031					
			B031			10.
11.	B032					
			B032			11.
12.	B033					
			B033			12.
13.	B034					
			B034			13.
14.	B035					
			B035			14.
15.	B036					
			B036			15.
16.	B037					
			B037			16.
17.	B038					
			B038			17.
18.	B039					
			B039			18.
19.	B040					
			B040			19.
20.	B041					
			B041			20.



**Board of Governors of the Federal Reserve System**



RSSD ID: 1209716

# 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

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).

Date of Report:

**December 31, 2007**

Month / Date / Year (BHCK 9999)

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)

Signature of Chief Financial Officer (or Equivalent)

Date of Signature

PARK BANCORPORATION, INC.

Legal Title of Bank Holding Company (TEXT 9010)  
1801 GREENWAY CROSS

(Mailing Address of the Bank Holding Company) Street / P.O. Box (TEXT 9110)  
MADISON WI 53713

City (TEXT 9130) State (TEXT 9200) Zip Code (TEXT 9220)

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

Person to whom questions about this report should be directed:

<i>For Federal Reserve Bank Use Only</i>	
RSSD ID _____	
C.I. _____	S.F. _____

Name / Title (TEXT 8901)

Area Code / Phone Number (TEXT 8902)

FAX Number (TEXT 9116)

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 38.35 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.

RSSD ID:  
1209716

**Report of Income for Bank Holding Companies**  
Report all Schedules of the Report of Income on a calendar year-to-date basis.

For Federal Reserve Bank Use Only	
RSSD Number	_____
S.F.	_____

**Schedule HI—Consolidated Income Statement**

Dollar Amounts in Thousands

	BHCK		
<b>1. Interest income</b>			
<b>a. Interest and fee income on loans:</b>			
(1) In domestic offices .....	4010	41778	1.a.(1)
(2) In foreign offices, Edge and Agreement subsidiaries, and IBFs .....	4059	0	1.a.(2)
<b>b. Income from lease financing receivables .....</b>	4065	0	1.b.
<b>c. Interest income on balances due from depository institutions<sup>1</sup> .....</b>	4115	12	1.c.
<b>d. Interest and dividend income on securities:</b>			
(1) U.S. Treasury securities and U.S. government agency obligations (excluding mortgage-backed securities) .....	B488	807	1.d.(1)
(2) Mortgage-backed securities .....	B489	22	1.d.(2)
(3) All other securities .....	4060	0	1.d.(3)
<b>e. Interest income from trading assets .....</b>	4069	0	1.e.
<b>f. Interest income on federal funds sold and securities purchased under agreements to resell .....</b>	4020	39	1.f.
<b>g. Other interest income .....</b>	4518	43	1.g.
<b>h. Total interest income (sum of items 1.a through 1.g) .....</b>	4107	42701	1.h.
<b>2. Interest expense</b>			
<b>a. Interest on deposits:</b>			
(1) In domestic offices:			
(a) Time deposits of \$100,000 or more .....	A517	5894	2.a.(1)(a)
(b) Time deposits of less than \$100,000 .....	A518	7420	2.a.(1)(b)
(c) Other deposits .....	6761	6294	2.a.(1)(c)
(2) In foreign offices, Edge and Agreement subsidiaries, and IBFs .....	4172	0	2.a.(2)
<b>b. Expense on federal funds purchased and securities sold under agreements to repurchase .....</b>	4180	641	2.b.
<b>c. Interest on trading liabilities and other borrowed money (excluding subordinated notes and debentures) .....</b>	4185	2960	2.c.
<b>d. Interest on subordinated notes and debentures and on mandatory convertible securities .....</b>	4397	0	2.d.
<b>e. Other interest expense .....</b>	4398	0	2.e.
<b>f. Total interest expense (sum of items 2.a through 2.e) .....</b>	4073	23209	2.f.
<b>3. Net interest income (item 1.h minus item 2.f) .....</b>	4074	19492	3.
<b>4. Provision for loan and lease losses (from Schedule HI-B, part II, item 5) .....</b>	4230	1500	4.
<b>5. Noninterest income:</b>			
<b>a. Income from fiduciary activities .....</b>	4070	0	5.a.
<b>b. Service charges on deposit accounts in domestic offices .....</b>	4483	1382	5.b.
<b>c. Trading revenue<sup>2</sup> .....</b>	A220	0	5.c.
<b>d. (1) Fees and commissions from securities brokerage .....</b>	C886	20	5.d.(1)
(2) Investment banking, advisory, and underwriting fees and commissions .....	C888	0	5.d.(2)
(3) Fees and commissions from annuity sales .....	C887	0	5.d.(3)
(4) Underwriting income from insurance and reinsurance activities .....	C386	0	5.d.(4)
(5) Income from other insurance activities .....	C387	28	5.d.(5)
<b>e. Venture capital revenue .....</b>	B491	0	5.e.
<b>f. Net servicing fees .....</b>	B492	435	5.f.
<b>g. Net securitization income .....</b>	B493	0	5.g.
<b>h. Not applicable</b>			
<b>i. Net gains (losses) on sales of loans and leases .....</b>	8560	813	5.i.
<b>j. Net gains (losses) on sales of other real estate owned .....</b>	8561	-30	5.j.
<b>k. Net gains (losses) on sales of other assets (excluding securities) .....</b>	B496	367	5.k.
<b>l. Other noninterest income<sup>3</sup> .....</b>	B497	5089	5.l.
<b>m. Total noninterest income (sum of items 5.a through 5.l) .....</b>	4079	8104	5.m.

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.

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Schedule HI—Continued

		Dollar Amounts in Thousands		BHCK				
6. a.	Realized gains (losses) on held-to-maturity securities .....	3521					0	6.a.
b.	Realized gains (losses) on available-for-sale securities .....	3196					12	6.b.
7.	Noninterest expense:							
a.	Salaries and employee benefits .....	4135					10157	7.a.
b.	Expenses of premises and fixed assets (net of rental income) (excluding salaries and employee benefits and mortgage interest) .....	4217					3328	7.b.
c.	(1) Goodwill impairment losses .....	C216					0	7.c.(1)
	(2) Amortization expense and impairment losses for other intangible assets .....	C232					36	7.c.(2)
d.	Other noninterest expense <sup>4</sup> .....	4092					7270	7.d.
e.	Total noninterest expense (sum of items 7.a through 7.d) .....	4093					20791	7.e.
8.	Income (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					5317	8.
9.	Applicable income taxes (foreign and domestic) .....	4302					1452	9.
10.	Minority interest .....	4484					0	10.
11.	Income (loss) before extraordinary items and other adjustments (item 8 minus items 9 and 10) .....	4300					3865	11.
12.	Extraordinary items, net of applicable taxes and minority interest <sup>5</sup> .....	4320					0	12.
13.	Net income (loss) (sum of items 11 and 12) .....	4340					3865	13.

4. See Schedule HI, memoranda item 7.  
5. Describe on Schedule HI, memoranda item 8.

MEMORANDA

1.	Net interest income (item 3 above) on a fully taxable equivalent basis .....	BHCK					19509	M.1.
2.	Net income before income taxes, extraordinary items, and other adjustments (Item 8 above) on a fully taxable equivalent basis .....	4592					5334	M.2.
3.	Income 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					34	M.3.
4.	Income on tax-exempt securities issued by states and political subdivisions in the U.S. (included in Schedule HI, item 1.d.(3), above) .....	4507					0	M.4.
5.	Number of full-time equivalent employees at end of current period (round to nearest whole number) .....	BHCK				Number	171	M.5.
6.	Other noninterest income (from Schedule HI, item 5.l, above) (only report amounts that exceed 1% of the sum of Schedule HI, items 1.h and 5.m):	BHCK						
a.	Income and fees from the printing and sale of checks .....	C013					0	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					2915	M.6.c.
d.	Rent and other income from other real estate owned .....	4042					0	M.6.d.
e.	Safe deposit box rent .....	C015					0	M.6.e.
f.	TEXT BANKCARD INCOME .....	8562					792	M.6.f.
g.	TEXT BANKCARD INCOME .....	8563					1126	M.6.g.
h.	TEXT .....	8564					0	M.6.h.
i.	Net change in the fair values of financial instruments accounted for under a fair value option .....	F229					0	M.6.i.

**Schedule HI—Continued**

MEMORANDA (continued)

		Dollar Amounts in Thousands		BHCK			
7. Other noninterest expense (from Schedule HI, item 7.d, above) (only report amounts that exceed 1% of the sum of Schedule HI, items 1.h and 5.m):							
a.	Data processing expenses .....	C017				609	M.7.a.
b.	Advertising and marketing expenses .....	0497				748	M.7.b.
c.	Directors' fees .....	4136				0	M.7.c.
d.	Printing, stationery, and supplies .....	C018				0	M.7.d.
e.	Postage .....	8403				0	M.7.e.
f.	Legal fees and expenses .....	4141				0	M.7.f.
g.	FDIC deposit insurance assessments .....	4146				0	M.7.g.
h.	TEXT 8565 <b>BANKCARD EXPENSE</b> .....	8565				661	M.7.h.
i.	TEXT 8566 <b>MERCHANT EXPENSE</b> .....	8566				748	M.7.i.
j.	TEXT 8567 .....	8567				0	M.7.j.
8. Extraordinary items and other adjustments (from Schedule HI, item 12) (itemize all extraordinary items and other adjustments):							
a.	(1) TEXT 3571 .....	3571				0	M.8.a.(1)
	(2) Applicable income tax effect .....	BHCK 3572				0	M.8.a.(2)
b.	(1) TEXT 3573 .....	3573				0	M.8.b.(1)
	(2) Applicable income tax effect .....	BHCK 3574				0	M.8.b.(2)
c.	(1) TEXT 3575 .....	3575				0	M.8.c.(1)
	(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):							
a.	Interest rate exposures .....	8757					M.9.a.
b.	Foreign exchange exposures .....	8758					M.9.b.
c.	Equity security and index exposures .....	8759					M.9.c.
d.	Commodity and other exposures .....	8760					M.9.d.
e.	Credit exposures .....	F186				0	M.9.e.
10. Net gains (losses) recognized in earnings on credit derivatives that economically hedge credit exposures held outside the trading account:							
a.	Net gains (losses) on credit derivatives held for trading .....	C889				0	M.10.a.
b.	Net gains (losses) on credit derivatives held for purposes other than trading .....	C890				0	M.10.b.
11.	Credit losses on derivatives (see instructions) .....	A251				0	M.11.
12.	a. Income from the sale and servicing of mutual funds and annuities (in domestic offices) .....	8431				15	M.12.a.
	b. (1) Premiums on insurance related to the extension of credit .....	C242				0	M.12.b.(1)
	(2) All other insurance premiums .....	C243				0	M.12.b.(2)
	c. Benefits, losses, and expenses from insurance-related activities .....	B983				0	M.12.c.
13. Does the reporting bank holding company have a Subchapter S election in effect for federal income tax purposes for the current tax year? (Enter "1" for yes; enter "0" for no) .....							
		BHCK					
		A530				0	M.13.

**Schedule HI—Continued**

MEMORANDA (continued)

14. Not applicable

15. Stock-based employee compensation expense (net of tax effects) calculated for all awards under the fair value method .....

BHCK			
C409			0

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.*

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)) .....

Year-to-date			
BHCK			
F228			0

M.16.

**Schedule HI-A—Changes in Equity Capital**

Dollar Amounts in Thousands

	BHCK			
1. Equity capital <b>most recently reported</b> for the end of previous calendar year (i.e., after adjustments from amended Reports of Income).....	3217		31109	1.
2. Restatements due to corrections of material accounting errors and changes in accounting principles <sup>1</sup> .....	B507		0	2.
3. Balance end of previous calendar year as restated (sum of items 1 and 2) .....	B508		31109	3.
	bhct			
4. Net income (loss) (must equal Schedule HI, item 13).....	4340		3865	4.
5. Sale of perpetual preferred stock (excluding treasury stock transactions):	BHCK			
a. 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		0	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		0	11.
12. Other comprehensive income <sup>2</sup> .....	B511		57	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, less items 8, 10, and 11) (must equal item 28 on Schedule HC, Balance Sheet).....	bhct			
	3210		35031	15.

1. Include the cumulative-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 changes in minimum pension liability adjustments.

**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 <sup>1</sup> (Column A)			Recoveries (Column B)			
	BHCK			BHCK			
<b>I. Charge-offs and Recoveries on Loans and Leases (Fully Consolidated)</b>							
<b>1. Loans secured by real estate:</b>							
a. Construction, land development, and other land loans in domestic offices .....	3582		0	3583		0	1.a.
b. Secured by farmland in domestic offices .....	3584		0	3585		0	1.b.
c. Secured by 1-4 family residential properties in domestic offices:							
(1) Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit .....	5411		443	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		80	C217		0	1.c.(2)(a)
(b) Secured by junior liens .....	C235		0	C218		5	1.c.(2)(b)
d. Secured by multifamily (5 or more) residential properties in domestic offices .....	3588		350	3589		0	1.d.
e. Secured by nonfarm nonresidential properties in domestic offices .....	3590		0	3591		0	1.e.
f. In foreign offices .....	B512		0	B513		0	1.f.
<b>2. Loans to depository institutions and acceptances of other banks:</b>							
a. To U.S. banks and other U.S. depository institutions .....	4653		0	4663		0	2.a.
b. To foreign banks .....	4654		0	4664		0	2.b.
<b>3. Loans to finance agricultural production and other loans to farmers .....</b>	4655		0	4665		0	3.
<b>4. Commercial and industrial loans:</b>							
a. To U.S. addressees (domicile) .....	4645		176	4617		0	4.a.
b. To non-U.S. addressees (domicile) .....	4646		0	4618		0	4.b.
<b>5. Loans to individuals for household, family, and other personal expenditures:</b>							
a. Credit cards .....	B514		63	B515		1	5.a.
b. Other (includes single payment, installment, all student loans, and revolving credit plans other than credit cards) .....	B516		104	B517		3	5.b.
<b>6. Loans to foreign governments and official institutions .....</b>	4643		0	4627		0	6.
<b>7. All other loans .....</b>	4644		59	4628		22	7.
<b>8. Lease financing receivables:</b>							
a. <b>Leases to individuals for household, family, and other personal expenditures</b> .....	F185		0	F187		0	8.a.
b. <b>All other leases</b> .....	C880		0	F188		0	8.b.
<b>9. Total (sum of items 1 through 8) .....</b>	4635		1275	4605		31	9.

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

**Schedule HI-B—Continued**

MEMORANDA

Dollar Amounts in Thousands	(Column A) Charge-offs <sup>1</sup>				(Column B) Recoveries				
	Calendar year-to-date								
	BHCK				BHCK				
1. Loans to finance commercial real estate, construction, and land development activities (not secured by real estate) included in Schedule HI-B, part I, items 4 and 7 above .....	5409			0	5410			0	M.1.
2. Loans secured by real estate to non-U.S. addressees (domicile) (included in Schedule HI-B, part I, item 1, above).	4652			0	4662			0	M.2.

Memorandum item 3 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).

	Calendar year-to-date				
	BHCK				
	C388			0	
3. Uncollectible retail credit card fees and finance charges reversed against income (i.e., not included in charge-offs against the allowance for loan and lease losses) .....				0	M.3.

	(Column A) Charge-offs <sup>1</sup>				(Column B) Recoveries				
	Calendar year-to-date								
	BHCK				BHCK				
4. Construction, land development, and other land loans (sum of Memorandum items 4.a and 4.b must equal Schedule HI-B, part I, item 1.a):									
a. 1-4 family residential construction loans .....	C891			0	C892			0	M.4.a.
b. Other construction loans and all land development and other land loans .....	C893			0	C894			0	M.4.b.
5. Loans secured by nonfarm nonresidential properties (sum of Memorandum items 5.a and 5.b must equal Schedule HI-B, part I, item 1.e):									
a. Loans secured by owner-occupied nonfarm nonresidential properties .....	C895			0	C896			0	M.5.a.
b. Loans secured by other nonfarm nonresidential properties .....	C897			0	C898			0	M.5.b.

II. Changes in allowance for loan and lease losses	BHCK				
1. Balance most recently reported at end of previous year (i.e., after adjustments from amended Reports of Income) .....	B522			5822	1.
2. Recoveries (must equal Schedule HI-B, part I, item 9, column B, above) .....	bhct				
3. LESS: Charge-offs (must equal Schedule HI-B, part I, item 9, column A above less Schedule HI-B, part II, item 4) .....	4605			31	2.
4. Less: Write-downs arising from transfers of loans to a held-for-sale account .....	BHCK				
5. Provision for loan and lease losses (must equal Schedule HI, item 4) .....	C079			1275	3.
6. Adjustments (see instructions for this schedule) .....	5523			0	4.
7. Balance at end of current period (sum of items 1, 2, 5, and 6, less items 3 and 4) (must equal Schedule HC, item 4.c) .....	bhct				
	4230			1500	5.
	BHCK				
	C233			0	6.
	bhct				
	3123			6078	7.

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

**Schedule HI-B—Continued**

MEMORANDA

	BHCK			
1. Allocated transfer risk reserve included in Schedule HI-B, part II, item 7 .....	C435		0	M.1.
<i>Memoranda items 2 and 3 are 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).</i>				
2. Separate valuation allowance for uncollectible retail credit card fees and finance charges ..	C389		0	M.2.
3. Amount of allowance for loan and lease losses attributable to retail credit card fees and finance charges (included in Schedule HC, item 4.c and Schedule HI-B, part II, item 7) .....	C390		0	M.3.
<b>Memorandum item 4 is to be completed by all bank holding companies.</b>				
4. Amount of allowance for post-acquisition losses on purchased impaired loans accounted for in accordance with AICPA Statement of Position 03-3 (included in Schedule HI-B, part II, item 7, above) .....	C781		0	M.4.

**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 Amount in Thousands			BHBC			
1. Total interest income .....	4107						1.
a. Interest income on loans and leases .....	4094						1.a.
b. Interest income on investment securities .....	4218						1.b.
2. Total interest expense .....	4073						2.
a. Interest expense on deposits .....	4421						2.a.
b. Interest expense on other debt .....	4074						2.b.
3. Net interest income .....	4230						3.
4. Provision for loan and lease losses .....	4079						4.
5. Total noninterest income .....	4070						5.
a. Income from fiduciary activities .....	A220						5.a.
b. Trading revenue .....	B490						5.b.
c. Investment banking, advisory, brokerage, and underwriting fees and commissions .....	B491						5.c.
d. Venture capital revenue .....	B493						5.d.
e. Net securitization income .....	B494						5.e.
f. Insurance commissions and fees .....	4091						5.f.
6. Realized gains (losses) on held-to-maturity and available-for-sale securities .....	4093						6.
7. Total noninterest expense .....	4135						7.
a. Salaries and employee benefits .....	C216						7.a.
b. Goodwill impairment losses .....	4301						7.b.
8. Income (loss) before taxes, extraordinary items, and other adjustments .....	4302						8.
9. Applicable income taxes .....	4484						9.
10. Minority interest .....	4320						10.
11. Extraordinary items, net of applicable income taxes and minority interest .....	4340						11.
12. Net income (loss) .....	4475						12.
13. Cash dividends declared .....	6061						13.
14. Net charge-offs .....	4519						14.
15. Net interest income (item 3 above) on a fully taxable equivalent basis .....							15.



### 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:

TEXT	BHCK			
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

TEXT	Dollar Amount in Thousands	BHCK			
1. Cumulative-effect adjustment resulting from the initial adoption of FAS 159, Fair Value Option					
		F485		0	1.
2. 5352					
		5352		0	2.
3. 5353					
		5353		0	3.
4. 5354					
		5354		0	4.
5. 5355					
		5355		0	5.
6. B042					
		B042		0	6.
7. B043					
		B043		0	7.
8. B044					
		B044		0	8.
9. B045					
		B045		0	9.
10. B046					
		B046		0	10.

Notes to the Income Statement—Other, Continued

	TEXT	Dollar Amount in Thousands	BHCK			
11.	B047					
			B047			0 11.
12.	B048					
			B048			0 12.
13.	B049					
			B049			0 13.
14.	B050					
			B050			0 14.
15.	B051					
			B051			0 15.
16.	B052					
			B052			0 16.
17.	B053					
			B053			0 17.
18.	B054					
			B054			0 18.
19.	B055					
			B055			0 19.
20.	B056					
			B056			0 20.

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RSSD ID:  
1209716

PARK BANCORPORATION, INC.

Name of Bank Holding Company

## Consolidated Financial Statements for Bank Holding Companies

Report at the close of business 20071231

### Schedule HC—Consolidated Balance Sheet

Dollar Amounts in Thousands		BHCK			
<b>ASSETS</b>					
1. Cash and balances due from depository institutions:					
a. Noninterest-bearing balances and currency and coin <sup>1</sup> .....					
	0081			29117	1.a.
b. Interest-bearing balances: <sup>2</sup>					
(1) in U.S. offices .....					
	0395			1138	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			0	2.a.
b. Available-for-sale securities (from Schedule HC-B, column D).....					
	1773			15554	2.b.
3. Federal funds sold and securities purchased under agreements to resell:					
a. Federal funds sold in domestic offices .....					
	BHDM	B987		0	3.a.
b. Securities purchased under agreements to resell <sup>3</sup> .....					
	BHCK	B989		0	3.b.
4. Loans and lease financing receivables:					
a. Loans and leases held for sale .....					
	5369			8205	4.a.
b. Loans and leases, net of unearned income .....					
	B528		595660		4.b.
c. LESS: Allowance for loan and lease losses .....					
	3123		6078		4.c.
d. Loans and leases, net of unearned income and allowance for loan and lease losses (item 4.b minus 4.c).....					
	B529		589582		4.d.
5. Trading assets (from Schedule HC-D) .....					
	3545			0	5.
6. Premises and fixed assets (including capitalized leases) .....					
	2145			17062	6.
7. Other real estate owned (from Schedule HC-M).....					
	2150			0	7.
8. Investments in unconsolidated subsidiaries and associated companies .....					
	2130			2005	8.
9. Not applicable					
10. Intangible assets:					
a. Goodwill .....					
	3163			0	10.a.
b. Other intangible assets (from Schedule HC-M) .....					
	0426			164	10.b.
11. Other assets (from Schedule HC-F) .....					
	2180			12175	11.
12. Total assets (sum of items 1 through 11) .....					
	2170			675002	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**

**RSSD ID:**  
1209716

		Dollar Amounts in Thousands		BHDM			
<b>LIABILITIES</b>							
<b>13. Deposits:</b>							
a. In domestic offices (from Schedule HC-E):							
	(1) Noninterest-bearing <sup>1</sup> .....	6631	61592				13.a.(1)
	(2) Interest-bearing .....	6636	462572				13.a.(2)
b. In foreign offices, Edge and Agreement subsidiaries, and IBFs:							
	(1) Noninterest-bearing .....	6631	0				13.b.(1)
	(2) Interest-bearing .....	6636	0				13.b.(2)
<b>14. Federal funds purchased and securities sold under agreements to repurchase:</b>							
a. Federal funds purchased in domestic offices <sup>2</sup> .....							
		BHDM	B993	16474			14.a.
b. Securities sold under agreements to repurchase <sup>3</sup> .....							
		BHCK	B995	7617			14.b.
<b>15. Trading liabilities (from Schedule HC-D) .....</b>							
			3548	0			15.
<b>16. Other borrowed money (includes mortgage indebtedness and obligations under capitalized leases) (from Schedule HC-M) .....</b>							
			3190	67147			16.
<b>17. Not applicable</b>							
<b>18. Not applicable</b>							
<b>19. a. Subordinated notes and debentures<sup>4</sup> .....</b>							
			4062	0			19.a.
b. Subordinated notes payable to unconsolidated trusts issuing trust preferred securities, and trust preferred securities issued by consolidated special purpose entities .....							
			C699	20620			19.b.
<b>20. Other liabilities (from Schedule HC-G) .....</b>							
			2750	3949			20.
<b>21. Total liabilities (sum of items 13 through 20) .....</b>							
			2948	639971			21.
<b>22. Minority interest in consolidated subsidiaries and similar items .....</b>							
			3000	0			22.
<b>EQUITY CAPITAL</b>							
<b>23. Perpetual preferred stock and related surplus .....</b>							
			3283	0			23.
<b>24. Common stock (par value) .....</b>							
			3230	17			24.
<b>25. Surplus (exclude all surplus related to preferred stock) .....</b>							
			3240	717			25.
<b>26. a. Retained earnings .....</b>							
			3247	34299			26.a.
b. Accumulated other comprehensive income <sup>5</sup> .....							
			B530	-2			26.b.
<b>27. Other equity capital components<sup>6</sup> .....</b>							
			A130	0			27.
<b>28. Total equity capital (sum of items 23 through 27) .....</b>							
			3210	35031			28.
<b>29. Total liabilities, minority interest, and equity capital (sum of items 21, 22, and 28) .....</b>							
			3300	675002			29.

**MEMORANDA (to be completed annually by bank holding companies for the December 31 report date)**

		BHCK		
1. Has the bank holding company engaged in a full-scope independent external audit at any time during the calendar year? (Enter "1" for yes, enter "0" for no) .....		C884	0	M.1
2. If response to Memoranda item 1 is yes, indicate below the name and address of the bank holding company's independent external auditing firm (see instructions), and the name and e-mail address of the auditing firm's engagement partner. <sup>7</sup>				

a. \_\_\_\_\_  
 (1) Name of External Auditing Firm (TEXT C703)  
 \_\_\_\_\_  
 (2) City (TEXT C708)  
 \_\_\_\_\_  
 (3) State Abbrev. (TEXT C714)      (4) Zip Code (TEXT C715)

b. \_\_\_\_\_  
 (1) Name of Engagement Partner (TEXT C704)  
 \_\_\_\_\_  
 (2) E-mail Address (TEXT C705)

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**

Dollar Amounts in Thousands	Held-to-Maturity						Available-for-Sale						
	(Column A) Amortized Cost			(Column B) Fair Value			(Column C) Amortized Cost			(Column D) Fair Value			
	BHCK			BHCK			BHCK			BHCK			
1. U.S. Treasury securities .....	0211		0	0213		0	1286		0	1287		0	1.
2. U.S. government agency obligations (exclude mortgage-backed securities):													
a. Issued by U.S. government agencies <sup>1</sup> .....	1289		0	1290		0	1291		15122	1293		15123	2.a.
b. Issued by U.S. government- sponsored agencies <sup>2</sup> .....	1294		0	1295		0	1297		0	1298		0	2.b.
3. Securities issued by states and political subdivisions in the U.S. ....	8496		0	8497		0	8498		0	8499		0	3.
4. Mortgage-backed securities (MBS)													
a. Pass-through securities:													
(1) Guaranteed by GNMA .....	1698		0	1699		0	1701		0	1702		0	4.a.(1)
(2) Issued by FNMA and FHLMC .....	1703		0	1705		0	1706		214	1707		211	4.a.(2)
(3) Other pass-through securities .....	1709		0	1710		0	1711		0	1713		0	4.a.(3)
b. Other mortgage-backed securities (include CMOs, REMICs, and stripped MBS):													
(1) Issued or guaranteed by FNMA, FHLMC, or GNMA .....	1714		0	1715		0	1716		222	1717		220	4.b.(1)
(2) Collateralized by MBS issued or guaranteed by FNMA, FHLMC, or GNMA .....	1718		0	1719		0	1731		0	1732		0	4.b.(2)
(3) All other mortgage-backed securities .....	1733		0	1734		0	1735		0	1736		0	4.b.(3)
5. Asset-backed securities (ABS) .....	C026		0	C988		0	C989		0	C027		0	5.
6. Other debt securities:													
a. Other domestic debt securities .....	1737		0	1738		0	1739		0	1741		0	6.a.
b. Foreign debt securities .....	1742		0	1743		0	1744		0	1746		0	6.b.

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

RSSD ID:

Dollar Amounts in Thousands	Held-to-Maturity				Available-for-Sale			
	(Column A) Amortized Cost		(Column B) Fair Value		(Column C) Amortized Cost		(Column D) Fair Value <sup>1</sup>	
	BHCK		BHCK		BHCK		BHCK	
7. Investments in mutual funds and other equity securities with readily determinable fair values .....					A510	0	A511	0
8. Total (sum of 1 through 7) (total of column A must equal Schedule HC, item 2.a) (total of column D must equal Schedule HC, item 2.b)) .....	bhct		bhct			15558		15554
	1754	0	1771	0	1772	15558	1773	15554

MEMORANDA

1. Pledged securities <sup>1</sup> .....	BHCK							
	0416							15554
2. Remaining maturity or next repricing date of debt securities <sup>2,3</sup> (Schedule HC-B, items 1 through 6.b in columns A and D above):								
a. 1 year and less .....	0383							15123
b. Over 1 year to 5 years .....	0384							220
c. Over 5 years .....	0387							211
3. Amortized cost of held-to-maturity securities sold or transferred to available-for-sale or trading securities during the calendar year-to-date (report the amortized cost at date of sale or transfer) .....	1778							0
4. Structured notes (included in the held-to-maturity and available-for-sale accounts in Schedule HC-B, items 2, 3, 5, and 6):								
a. Amortized cost .....	8782							0
b. Fair value .....	8783							0

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

	Held-to-Maturity				Available-for-Sale			
	(Column A) Amortized Cost		(Column B) Fair Value		(Column C) Amortized Cost		(Column D) Fair Value <sup>1</sup>	
	BHCK		BHCK		BHCK		BHCK	
5. Asset-backed securities (ABS) (sum of Memorandum items 5.a through 5.f must equal Schedule HC-B, item 5):								
a. Credit card receivables .....	B838	0	B839	0	B840	0	B841	0
b. Home equity lines .....	B842	0	B843	0	B844	0	B845	0
c. Automobile loans .....	B846	0	B847	0	B848	0	B849	0
d. Other consumer loans .....	B850	0	B851	0	B852	0	B853	0
e. Commercial and industrial loans .....	B854	0	B855	0	B856	0	B857	0
f. Other .....	B858	0	B859	0	B860	0	B861	0

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.

Dollar Amounts in Thousands	(Column A) Consolidated			(Column B) In Domestic Offices			
	BHCK			BHDM			
1. Loans secured by real estate.....	1410		478725				1.
a. Construction, land development, and other land loans .....				1415		25963	1.a.
b. Secured by farmland .....				1420		184	1.b.
c. Secured by 1-4 family residential properties:							
(1) Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit .....				1797		39455	1.c.(1)
(2) Closed-end loans secured by 1-4 family residential properties:							
(a) Secured by first liens .....				5367		116119	1.c.(2)(a)
(b) Secured by junior liens .....				5368		22176	1.c.(2)(b)
d. Secured by multifamily (5 or more) residential properties .....				1460		29912	1.d.
e. Secured by nonfarm nonresidential properties .....				1480		244916	1.e.
2. Loans to depository institutions and acceptances of other 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 farmers .....	1590		9	1590		9	3.
4. Commercial and industrial loans .....				1766		113061	4.
a. To U.S. addressees (domicile) .....	1763		113061				4.a.
b. To non-U.S. addressees (domicile) .....	1764		0				4.b.
5. Not applicable							
6. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper) .....				1975		11201	6.
a. Credit cards .....	B538		4777				6.a.
b. Other revolving credit plans .....	B539		334				6.b.
c. Other consumer loans (includes single payment, installment, and all student loans) .....	2011		6090				6.c.
7. Loans to foreign governments and official institutions (including foreign central banks) .....	2081		0	2081		0	7.
8. Not applicable							
9. a. Loans for purchasing and carrying securities (secured and unsecured) .....	1545		75	1545		75	9.a.
b. All other loans .....	1564		794	1564		794	9.b.
10. Lease financing receivables (net of unearned income) .....				2165		0	10.
a. Leases to individuals for household, family, and other personal expenditures (i.e., consumer leases) .....	F162		0				10.a.
b. All other leases .....	F163		0				10.b.
11. LESS: Any unearned income on loans reflected in items 1-9 above .....	2123		0	2123		0	11.
12. Total (sum of items 1 through 10 minus item 11) (total of column A must equal Schedule HC, sum of items 4.a and 4.b) .....	2122		603865	2122		603865	12.

**Schedule HC-C—Continued**

MEMORANDA

		Consolidated		
		BHCK		
Dollar Amounts in Thousands				
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) (exclude loans secured by 1-4 family residential properties and loans to individuals for household, family, and other personal expenditures) .....	1616	0		M.1.
2. Loans to finance commercial real estate, construction, and land development activities (not secured by real estate) included in Schedule HC-C, items 4 and 9, column A, above .....	2746	0		M.2.
3. Loans secured by real estate to non-U.S. addressees (domicile) (included in Schedule HC-C, item 1, column A) .....	B837	0		M.3.
<b>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)</b>				
4. Outstanding credit card fees and finance charges (included in Schedule HC-C, item 6.a, column A) .....	C391	0		M.4.
<b>Memorandum item 5 is to be completed by all bank holding companies.</b>				
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	0		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 amortization features secured by 1-4 family residential properties in domestic offices:				
a. Total carrying amount of closed-end loans with negative amortization features secured by 1-4 family residential properties (included in Schedule HC-C, items 1.c.(2)(a) and (b)) .....	F230	0		M.6.a.
<b>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 (included in Schedule HC-C, items 1.c.(2)(a) and (b)) as of December 31, 2006, that exceeded the lesser of \$100 million or 5 percent of total loans and leases, net of unearned income, in domestic offices (as reported in Schedule HC-C, item 12, column B).</b>				
b. Total maximum remaining amount of negative amortization contractually permitted on closed-end loans secured by 1-4 family residential properties .....	F231	0		M.6.b.
c. Total amount of negative amortization on closed-end loans secured by 1-4 family residential properties included in the carrying amount reported in Memorandum item 6.a above .....	F232	0		M.6.c.
7. Construction, land development, and other land loans in domestic offices (sum of Memorandum items 7.a and 7.b must equal Schedule HC-C, item 1.a):				
a. 1-4 family residential construction loans .....	F158	7277		M.7.a.
b. Other construction loans and all land development and other land loans .....	F159	18686		M.7.b.
8. Loans secured by nonfarm nonresidential properties in domestic offices (sum of Memorandum items 8.a and 8.b must equal Schedule HC-C, item 1.e):				
a. Loans secured by owner-occupied nonfarm nonresidential properties .....	F160	83863		M.8.a.
b. Loans secured by other nonfarm nonresidential properties .....	F161	161053		M.8.b.



### 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 for any quarter of the preceding calendar year.

Dollar Amounts in Thousands		BHCK			
<b>ASSETS</b>					
1. U.S. Treasury securities in domestic offices .....		3531			1.
2. U.S. Government agency obligations in domestic offices (exclude mortgage-backed securities).....		3532			2.
3. Securities issued by states and political subdivisions in the U.S. in domestic offices .....		3533			3.
4. Mortgage-backed securities (MBS) in domestic offices:					
a. Pass-through securities issued or guaranteed by FNMA, FHLMC, or GNMA.....		3534			4.a.
b. Other MBS issued or guaranteed by FNMA, FHLMC, or GNMA (include CMOs, REMICs, and stripped MBS) .....		3535			4.b.
c. All other mortgage-backed securities .....		3536			4.c.
5. Other debt securities in domestic offices .....		3537			5.
6.–8. Not applicable					
9. Other trading assets in domestic offices .....		3541			9.
10. Trading assets in foreign offices .....		3542			10.
11. Derivatives with a positive fair value:					
a. In domestic offices .....		3543			11.a.
		BHFN			
b. In foreign offices .....		3543			11.b.
12. Total trading assets (sum of items 1 through 11) (must equal Schedule HC, item 5).....		bhct		0	12.
		3545		0	
<b>LIABILITIES</b>					
		BHCK			
13. Liability for short positions .....		3546			13.
14. Derivatives with a negative fair value .....		3547			14.
		bhct			
15. Total trading liabilities (sum of items 13 and 14) (must equal Schedule HC, item 15).....		3548		0	15.

### Schedule HC-E—Deposit Liabilities<sup>1</sup>

Dollar Amounts in Thousands					
<b>1. Deposits held in domestic offices of commercial bank subsidiaries of the reporting bank holding company:</b>					
		BHCB			
a. Demand deposits .....		2210		61564	1.a.
b. NOW, ATS, and other transaction accounts .....		3187		86083	1.b.
c. Money market deposit accounts and other savings accounts .....		2389		111975	1.c.
d. Time deposits of less than \$100,000.....		6648		199587	1.d.
e. Time deposits of \$100,000 or more .....		2604		64955	1.e.
<b>2. Deposits held in domestic offices of other depository institutions that are subsidiaries of the reporting bank holding company:</b>					
		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.

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1. Brokered deposits less than \$100,000 with a remaining maturity of one year or less .....	A243		0	M.1.
2. Brokered deposits less than \$100,000 with a remaining maturity of more than one year .....	A164		0	M.2.
3. Time deposits of \$100,000 or more with a remaining maturity of one year or less .....	A242		44379	M.3.
	BHFN			
4. Foreign office time deposits with a remaining maturity of one year or less .....	A245		0	M.4.

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).

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**Schedule HC-F—Other Assets**

	Dollar Amounts in Thousands		BHCK			
1. Accrued interest receivable <sup>1</sup> .....	B556				3265	1.
2. Net deferred tax assets <sup>2</sup> .....	2148				0	2.
3. Interest-only strips receivable (not in the form of a security) <sup>3</sup> on:						
a. Mortgage loans.....	A519				0	3.a.
b. Other financial assets.....	A520				0	3.b.
4. Equity securities that DO NOT have readily determinable fair values <sup>4</sup> .....	1752				3391	4.
5. Life insurance assets.....	C009				2858	5.
6. Other.....	2168				2661	6.
	bhct					
7. Total (sum of items 1 through 6) (must equal Schedule HC, item 11).....	2160				12175	7.

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

**Schedule HC-G—Other Liabilities**

	Dollar Amounts in Thousands		BHCK			
1. Not applicable						
2. Net deferred tax liabilities <sup>1</sup> .....	3049				0	2.
3. Allowance for credit losses on off-balance sheet credit exposures.....	B557				0	3.
4. Other.....	B984				3949	4.
	bhct					
5. Total (sum of items 2 through 4) (must equal Schedule HC, item 20).....	2750				3949	5.

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

**Schedule HC-H—Interest Sensitivity<sup>1</sup>**

	Dollar Amounts in Thousands		BHCK			
1. Earning assets that are repriceable within one year or mature within one year.....	3197				238223	1.
2. Interest-bearing deposit liabilities that reprice within one year or mature within one year included in item 13.a(2) and 13.b(2) on Schedule HC, Balance Sheet.....	3296				333014	2.
3. Long-term debt that 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				0	4.
5. Long-term debt reported in Schedule HC, item 19.a on the Balance Sheet that is scheduled to mature within one year.....	3409				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 bank holding company's assets in foreign countries and 10 percent of the bank holding company's total consolidated assets as of the report date.

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### Schedule HC-I—Insurance-Related Underwriting Activities (Including Reinsurance)

#### I. Property and Casualty Underwriting

Schedule HC-I must be completed by all top-tier bank holding companies.  
(See Instructions for additional information.)

Dollar Amounts in Thousands		BHCK			
<b>ASSETS</b>					
1. Reinsurance recoverables .....		B988		0	1.
2. Total assets .....		C244		0	2.
<b>LIABILITIES</b>					
3. Claims and claims adjustment expense reserves .....		B990		0	3.
4. Unearned premiums .....		B991		0	4.
5. Total equity .....		C245		0	5.
6. Net income .....		C246		0	6.

#### II. Life and Health Underwriting

Dollar Amounts in Thousands		BHCK			
<b>ASSETS</b>					
1. Reinsurance recoverables .....		C247		0	1.
2. Separate account assets .....		B992		0	2.
3. Total assets .....		C248		0	3.
<b>LIABILITIES</b>					
4. Policyholder benefits and contractholder funds .....		B994		0	4.
5. Separate account liabilities .....		B996		0	5.
6. Total equity .....		C249		0	6.
7. Net income .....		C250		0	7.

### Schedule HC-K—Quarterly Averages

Dollar Amounts in Thousands		BHCK			
<b>ASSETS</b>					
1. Securities .....		3515		16800	1.
2. Federal funds sold and securities purchased under agreements to resell .....		3365		763	2.
3. Loans and leases .....		3516		590313	3.
4. a. Trading assets .....		3401		0	4.a.
b. Other earning assets .....		B985		3302	4.b.
5. Total consolidated assets .....		3368		654504	5.
<b>LIABILITIES</b>					
6. Interest-bearing deposits (domestic) .....		3517		459469	6.
7. Interest-bearing deposits (foreign) .....		3404		0	7.
8. Federal funds purchased and securities sold under agreements to repurchase .....		3353		14011	8.
9. All other borrowed money .....		2635		63841	9.
10. Not applicable					
<b>EQUITY CAPITAL</b>					
11. Equity capital (excludes limited-life preferred stock) .....		3519		34647	11.

For Federal Reserve Bank Use Only

C.I.

(Report only transactions with nonrelated institutions)

**Schedule HC-L—Derivatives and Off-Balance-Sheet Items**

Dollar Amounts in Thousands

	BHCK			
1. Unused commitments (report only the unused portions of commitments that are fee paid or otherwise legally binding):				
a. Revolving, open-end loans secured by 1-4 family residential properties, e.g., home equity lines .....	3814		38358	1.a.
b. Credit card lines .....	3815		15367	1.b.
c. (1) Commitments to fund commercial real estate, construction, and land development loans secured by real estate (sum of items 1.c.(1)(a) and (b) must equal item 1.c.(1)).....	3816		25725	1.c.(1)
(a) 1-4 family residential construction loan commitments .....	F164	2775		1.c.(1)(a)
(b) Commercial real estate, other construction loan, and land development loan commitments .....	F165	22950		1.c.(1)(b)
(2) Commitments to fund commercial real estate, construction, and land development loans NOT secured by real estate .....	6550		0	1.c.(2)
d. Securities underwriting .....	3817		0	1.d.
e. Other unused commitments .....	3818		69067	1.e.
2. Financial standby letters of credit and foreign office guarantees .....	6566		388	2.
a. Amount of financial standby letters of credit conveyed to others .....	3820		0	2.a.
3. Performance standby letters of credit and foreign office guarantees.....	6570		3424	3.
a. Amount of performance standby letters of credit conveyed to others .....	3822		0	3.a.
4. Commercial and similar letters of credit .....	3411		0	4.
5. Not applicable				
6. Securities lent .....	3433		0	6.

7. Credit derivatives:

a. Notional amounts:

	Guarantor (Column A)		Beneficiary (Column B)		
	BHCK		BHCK		
(1) Credit default swaps .....	C968	0	C969	0	7.a.(1)
(2) Total return swaps .....	C970	0	C971	0	7.a.(2)
(3) Credit options .....	C972	0	C973	0	7.a.(3)
(4) Other credit derivatives .....	C974	0	C975	0	7.a.(4)

b. Gross fair values:

(1) Gross positive fair value .....	C219	0	C221	0	7.b.(1)
(2) Gross negative fair value .....	C220	0	C222	0	7.b.(2)

8. Spot foreign exchange contracts .....

BHCK			
8765			0

9. All other off-balance-sheet items (exclude derivatives) (include in item 9 the aggregate amount all other off-balance sheet items that individually exceed 10% of Schedule HC, item 28, "Total equity capital") (itemize and describe in items 9.a through 9.g only amounts that exceed 25% of Schedule HC, item 28) .....

	BHCK			
a. Securities borrowed .....	3430		0	9.
b. Commitments to purchase when-issued securities .....	3432		0	9.a.
c. Commitments to sell when-issued securities .....	3434		0	9.b.
	3435		0	9.c.
d. TEXT 6561 .....	6561		0	9.d.
e. TEXT 6562 .....	6562		0	9.e.
f. TEXT 6568 .....	6568		0	9.f.
g. TEXT 6586 .....	6586		0	9.g.

10. Not applicable

**Schedule HC-L—Continued**

Dollar Amounts in Thousands		(Column A) Interest Rate Contracts	(Column B) Foreign Exchange Contracts	(Column C) Equity Derivative Contracts	(Column D) Commodity and Other Contracts	
Derivatives Position Indicators						
11. Gross amounts (e.g., notional amounts) (for each column, sum of items 11.a through 11.e must equal sum of items 12 and 13):						
a. Futures contracts .....	BHCK 8693	BHCK 8694	BHCK 8695	BHCK 8696		11.a.
	0	0	0	0		
b. Forward contracts .....	BHCK 8697	BHCK 8698	BHCK 8699	BHCK 8700		11.b.
	0	0	0	0		
c. Exchange-traded option contracts:						
(1) Written options .....	BHCK 8701	BHCK 8702	BHCK 8703	BHCK 8704		11.c.(1)
	0	0	0	0		
(2) Purchased options .....	BHCK 8705	BHCK 8706	BHCK 8707	BHCK 8708		11.c.(2)
	0	0	0	0		
d. Over-the-counter option contracts:						
(1) Written options .....	BHCK 8709	BHCK 8710	BHCK 8711	BHCK 8712		11.d.(1)
	13723	0	0	0		
(2) Purchased options .....	BHCK 8713	BHCK 8714	BHCK 8715	BHCK 8716		11.d.(2)
	0	0	0	0		
e. Swaps .....	BHCK 3450	BHCK 3826	BHCK 8719	BHCK 8720		11.e.
	0	0	0	0		
12. Total gross notional amount of derivative contracts held for trading .....	BHCK A126	BHCK A127	BHCK 8723	BHCK 8724		12.
	0	0	0	0		
13. Total gross notional amount of derivative contracts held for purposes other than trading .....	BHCK 8725	BHCK 8726	BHCK 8727	BHCK 8728		13.
	13723	0	0	0		
14. Gross fair values of derivative contracts:						
a. Contracts held for trading:						
(1) Gross positive fair value .....	BHCK 8733	BHCK 8734	BHCK 8735	BHCK 8736		14.a.(1)
	0	0	0	0		
(2) Gross negative fair value .....	BHCK 8737	BHCK 8738	BHCK 8739	BHCK 8740		14.a.(2)
	0	0	0	0		
b. Contracts held for purposes other than trading:						
(1) Gross positive fair value .....	BHCK 8741	BHCK 8742	BHCK 8743	BHCK 8744		14.b.(1)
	0	0	0	0		
(2) Gross negative fair value .....	BHCK 8745	BHCK 8746	BHCK 8747	BHCK 8748		14.b.(2)
	0	0	0	0		

**Schedule HC-M—Memoranda**

		Dollar Amounts in Thousands		BHCK			
		NUMBER (UNROUNDED)					
1.	Total number of bank holding company common shares outstanding .....	3459	16020				
2.	Debt maturing in one year or less (included in Schedule HC, items 16 and 19.a) that is issued to unrelated third parties by bank subsidiaries.....	6555				0	
3.	Debt maturing in more than one year (included in Schedule HC, items 16 and 19.a) that is issued to unrelated third parties by bank subsidiaries.....	6556				0	
4.	Other assets acquired in satisfaction of debts previously contracted .....	6557				0	
5.	Securities purchased under agreements to resell <b>offset</b> against securities sold under agreements to repurchase on Schedule HC.....	A288				0	
6.	Investments in real estate (to be reported only by bank holding companies authorized by the Federal Reserve to have real estate investments).....	3658				0	
7.	Not applicable						

8. Has the bank holding company entered into a business combination during the calendar year that was accounted for by the purchase method of accounting? (Enter "1" for yes; enter "0" for no).....

BHCK			
C251			0

9. Has the bank holding company restated its financial statements during the last quarter as a result of new or revised Statements of Financial Accounting Standards? (Enter "1" for yes; enter "0" for no).....

BHCK			
6689			0

10. Not applicable

11. Have all changes in investments and activities been reported to the Federal Reserve 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 holding company must enter "1" for yes or for no changes to report; or enter "0" for no. If the answer to this questions is no, complete the FR Y-10. ....

BHCK			
6416			1

TEXT
6428

Name of bank holding company official verifying FR Y-10 reporting  
(Please type or print)

Area Code and Phone Number (TEXT 9009)

12.	Intangible assets other than goodwill:	BHCK					
a.	Mortgage servicing assets .....	3164				164	12.a.
	(1) Estimated fair value of mortgage servicing assets .....	6438				164	12.a.(1)
b.	Purchased credit card relationships and nonmortgage servicing assets .....	B026				0	12.b.
c.	All other identifiable intangible assets .....	5507				0	12.c.
		bhct					
d.	Total (sum of items 12.a, 12.b, and 12.c) (must equal Schedule HC, item 10.b) .....	0426				164	12.d.
13.	Other real estate owned:	BHCK					
a.	Real estate acquired in satisfaction of debts previously contracted.....	2744				0	13.a.
b.	Other real estate owned .....	2745				0	13.b.
		bhct					
c.	Total (sum of items 13.a and 13.b) (must equal Schedule HC, item 7) .....	2150				0	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				28897	14.b.
c.	Other borrowed money with a remaining maturity of more than one year .....	2333				38250	14.c.
		bhct					
d.	Total (sum of items 14.a, 14.b, and 14.c) (must equal Schedule HC, item 16) .....	3190				67147	14.d.

15. Does the holding company sell private label or third party mutual funds and annuities? (Enter "1" for yes; enter "0" for no).....

BHCK			
B569			1

16. Assets under management in proprietary mutual funds and annuities .....

BHCK			
B570			0

**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). 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 non-financial 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 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 nonfinancial 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	
C159	0

18.

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).....

BHCK	
C700	0

19.a.

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

C701	0
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19.b.

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

	BHCK		
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 .....	C252	0	20.a.
b. Balances due from related institutions:			
(1) Due from the bank holding company (parent company only), gross .....	4832	0	20.b.(1)
(2) Due from subsidiary banks of the bank holding company, gross.....	4833	0	20.b.(2)
(3) Due from nonbank subsidiaries of the bank holding company, gross.....	4834	0	20.b.(3)
c. Balances due to related institutions:			
(1) Due to bank holding company (parent company only), gross.....	5041	0	20.c.(1)
(2) Due to subsidiary banks of the bank holding company, gross .....	5043	0	20.c.(2)
(3) Due to nonbank subsidiaries of the bank holding company, gross.....	5045	0	20.c.(3)
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.....	5047	0	20.d.
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-Bliley Act .....	C253	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](http://www.examplebhc.com/riskdisclosures))

TEXT C467 http:// \_\_\_\_\_

22.

Memoranda item 23 is to be completed by all bank holding companies.

		Dollar Amounts in Thousands			BHCK			
23. Secured liabilities:								
a. Amount of "Federal funds purchased in domestic offices" that are secured (included in Schedule HC, item 14.a) .....								
		F064		0	23.a.			
b. Amount of "Other borrowings" that are secured (included in Schedule HC-M, item 14.d) .....								
		F065		63347	23.b.			



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

Dollar Amounts in Thousands	(Column A) Past due 30 through 89 days and still accruing			(Column B) Past due 90 days or more and still accruing			(Column C) Nonaccrual		
	BHCK			BHCK			BHCK		
1. Loans secured by real estate:									
a. Construction, land development, and other land loans in domestic offices .....	2759	0	2769	0	3492	170			1.a.
b. Secured by farmland in domestic offices .....	3493	0	3494	0	3495	0			1.b.
c. Secured by 1-4 family residential properties in domestic offices:									
(1) Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit .....	5398	502	5399	0	5400	0			1.c.(1)
(2) Closed-end loans secured by 1-4 family residential properties:									
(a) Secured by first liens .....	C236	1876	C237	0	C229	1347			1.c.(2)(a)
(b) Secured by junior liens .....	C238	218	C239	0	C230	31			1.c.(2)(b)
d. Secured by multifamily (5 or more) residential properties in domestic offices .....	3499	0	3500	0	3501	0			1.d.
e. Secured by nonfarm nonresidential properties in domestic offices .....	3502	45	3503	0	3504	8054			1.e.
f. In foreign offices .....	B572	0	B573	0	B574	0			1.f.

Schedule HC-N—Continued

Dollar Amounts in Thousands	(Column A) Past due 30 through 89 days and still accruing			(Column B) Past due 90 days or more and still accruing			(Column C) Nonaccrual		
	BHCK			BHCK			BHCK		
2. Loans to depository institutions and acceptances of other banks:									
a. U.S. banks and other U.S. depository institutions .....	5377	0		5378	0		5379	0	2.a.
b. Foreign banks .....	5380	0		5381	0		5382	0	2.b.
3. Loans to finance agricultural production and other loans to farmers .....	1594	0		1597	0		1583	0	3.
4. Commercial and industrial loans .....	1606	1883		1607	0		1608	405	4.
5. Loans to individuals for household, family, and other personal expenditures:									
a. Credit cards .....	B575	58		B576	0		B577	14	5.a.
b. Other (includes single payment, installment, all student loans, and revolving credit plans other than credit cards) .....	B578	0		B579	0		B580	32	5.b.
6. Loans to foreign governments and official institutions .....	5389	0		5390	0		5391	0	6.
7. All other loans .....	5459	0		5460	0		5461	0	7.
8. Lease financing receivables:									
a. Leases to individuals for household, family, and other personal expenditures .....	F166	0		F167	0		F168	0	8.a.
b. All other leases .....	F169	0		F170	0		F171	0	8.b.
9. Debt securities and other assets (exclude other real estate owned and other repossessed assets) .....	3505	0		3506	0		3507	0	9.
10. TOTAL (sum of items 1 through 9) .....	5524	4582		5525	0		5526	10053	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.

Dollar Amounts in Thousands	(Column A) Past due 30 through 89 days and still accruing			(Column B) Past due 90 days or more and still accruing			(Column C) Nonaccrual			
	BHCK			BHCK			BHCK			
11. Loans and leases reported in items 1 through 8 above which are wholly or partially guaranteed by the U.S. Government .....	5612		0	5613		0	5614		0	11.
a. Guaranteed portion of loans and leases (exclude rebooked "GNMA loans") included in item 11 above..	5615		0	5616		0	5617		0	11.a.
b. Rebooked "GNMA loans" that have been repurchased or are eligible for repurchase included in item 11 above .....	C866		0	C867		0	C868		0	11.b.

**Schedule HC-N—Continued**

MEMORANDA

Dollar Amounts in Thousands	(Column A) Past due 30 through 89 days and still accruing			(Column B) Past due 90 days or more and still accruing			(Column C) Nonaccrual			
	BHCK			BHCK			BHCK			
1. Restructured loans and leases included in items 1 through 8 above (and not reported in Schedule HC-C, memoranda item 1).....	1658		0	1659		0	1661		0	M.1.
2. Loans to finance commercial real estate, construction, and land development activities (not secured by real estate) included in Schedule HC-N, items 4 and 7 above.....	6558		0	6559		0	6560		0	M.2.
3. Loans and leases included in Schedule HC-N, items 1, 2, 4, 5, 6, 7, and 8 extended to non-U.S. addressees .....	3508		0	1912		0	1913		0	M.3.
4. Not applicable										
5. Loans and leases held-for-sale (included in Schedule HC-N, items 1 through 8 above).....	C240		0	C241		0	C226		0	M.5.

*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).*

	BHCK			BHCK			
6. Interest rate, foreign exchange rate, and commodity and equity contracts: Fair value of amounts carried as assets .....	3529		0	3530		0	M.6.

7. Additions to nonaccrual assets during the quarter .....	BHCK			
	C410		2453	M.7.
8. Nonaccrual assets sold during the quarter .....	C411		0	M.8.

**Schedule HC-N—Continued**

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MEMORANDA (continued)

Dollar Amounts in Thousands	(Column A) Past due 30 through 89 days and still accruing			(Column B) Past due 90 days or more and still accruing			(Column C) Nonaccrual		
	BHCK			BHCK			BHCK		
<b>9. Construction, land development, and other land loans in domestic offices (sum of Memorandum items 9.a and 9.b must equal Schedule HC-N, item 1.a):</b>									
<b>a. 1-4 family residential construction loans .....</b>	F172	0		F174	0		F176	170	M.9.a.
<b>b. Other construction loans and all land development and other land loans .....</b>	F173	0		F175	0		F177	0	M.9.b.
<b>10. Loans secured by nonfarm nonresidential properties in domestic offices (sum of Memorandum items 10.a. and 10.b must equal Schedule HC-N, item 1.e):</b>									
<b>a. Loans secured by owner-occupied nonfarm nonresidential properties .....</b>	F178	0		F180	0		F182	185	M.10.a.
<b>b. Loans secured by other nonfarm nonresidential properties .....</b>	F179	45		F181	0		F183	7869	M.10.b.

**Schedule HC-P—Closed-End 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 assets<sup>1</sup> and (2) bank holding companies with less than \$1 billion in total assets at which either closed-end (first and junior lien) 1-4 family residential mortgage loan originations and purchases for resale<sup>2</sup> from all sources, loan sales, or quarter-end loans held for sale in domestic offices exceed \$10 million for two consecutive quarters.

Dollar Amounts in Thousands	BHCK			
<b>1. Retail originations during the quarter of closed-end 1-4 family residential mortgage loans for sale<sup>2</sup>:</b>				
<b>a. First liens .....</b>	F066	35130		1.a.
<b>b. Junior liens .....</b>	F067	0		1.b.
<b>2. Wholesale originations and purchases during the quarter of closed-end 1-4 family residential mortgage loans for sale<sup>2</sup>:</b>				
<b>a. First liens .....</b>	F068	0		2.a.
<b>b. Junior liens .....</b>	F069	0		2.b.
<b>3. Closed-end 1-4 family residential mortgages sold during the quarter:</b>				
<b>a. First liens .....</b>	F070	31723		3.a.
<b>b. Junior liens .....</b>	F071	0		3.b.
<b>4. Closed-end 1-4 family residential mortgages held for sale at quarter-end (included in Schedule HC, item 4.a):</b>				
<b>a. First liens .....</b>	F072	8205		4.a.
<b>b. Junior liens .....</b>	F073	0		4.b.
<b>5. Noninterest income for the quarter from the sale, securitization, and servicing of closed-end 1-4 family residential mortgage loans (included in Schedule HI, items 5.f, 5.g, and 5.i) .....</b>	F184	303		5.

1. The \$1 billion asset size test is generally based on the total assets reported as of June 30, 2006.  
2. Exclude originations and purchases of closed-end 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)								
		(Column A) Total Fair Value Reported on Schedule HC			(Column B) Level 2 Fair Value Measurements			(Column C) Level 3 Fair Value Measurements		
		BHCK			BHCK			BHCK		
Dollar Amounts in Thousands										
<b>ASSETS</b>										
1. Loans and leases .....		F243	0		F244	0		F245	0	1.
2. Trading assets .....		F246	0		F247	0		F248	0	2.
a. Nontrading securities at fair value with changes in fair value reported in current earnings (included in Schedule HC-Q, Item 2, above) .....		F240	0		F241	0		F242	0	2.a.
3. All other financial assets and servicing assets .....		F249	0		F250	0		F251	0	3.
<b>LIABILITIES</b>										
4. Deposits .....		F252	0		F253	0		F254	0	4.
5. Trading liabilities .....		F255	0		F256	0		F257	0	5.
6. All other financial liabilities and servicing liabilities .....		F258	0		F259	0		F260	0	6.
7. Loan commitments (not accounted for as derivatives) .....		F261	0		F262	0		F263	0	7.

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### Schedule HC-R—Regulatory Capital

This schedule is to be submitted on a consolidated basis.

Dollar Amounts in Thousands

	bhcx		
<b>Tier 1 capital</b>			
1. Total equity capital (from Schedule HC, item 28).....	3210	35031	1.
2. LESS: Net unrealized gains (losses) on available-for-sale securities <sup>1</sup> (if a gain, report as a positive value; if a loss, report as a negative value) .....	BHCK 8434	-2	2.
3. LESS: Net unrealized loss on available-for-sale equity securities <sup>1</sup> (report loss as a positive value) .....	A221	0	3.
4. LESS: Accumulated net gains (losses) on cash flow hedges <sup>1</sup> (if a gain, report as a positive value; if a loss, report as a negative value).....	4338	0	4.
5. LESS: Nonqualifying perpetual preferred stock .....	B588	0	5.
6. a. Qualifying minority interests in consolidated subsidiaries and similar items .....	B589	0	6.a.
b. Qualifying trust preferred securities <sup>2</sup> .....	C502	11670	6.b.
7. a. LESS: Disallowed goodwill and other disallowed intangible assets.....	B590	0	7.a.
b. LESS: Cumulative change in fair value of all financial liabilities accounted for under a fair value option that is included in retained earnings and is attributable to changes in the bank holding company's own creditworthiness (if a net gain, report as a positive value; if a net loss, report as a negative value).....	F264	0	7.b.
8. Subtotal (sum of items 1, 6.a. and 6.b, less items 2, 3, 4, 5, 7.a, and 7.b).....	C227	46703	8.
9. a. LESS: Disallowed servicing assets and purchased credit card relationships .....	B591	16	9.a.
b. LESS: Disallowed deferred tax assets .....	5610	0	9.b.
10. Other additions to (deductions from) Tier 1 capital .....	B592	0	10.
11. Tier 1 capital (sum of items 8 and 10, less items 9.a and 9.b).....	8274	46687	11.
<b>Tier 2 capital</b>			
12. Qualifying subordinated debt and redeemable preferred stock .....	5306	8950	12.
13. Cumulative perpetual preferred stock includible in Tier 2 capital.....	B593	0	13.
14. Allowance for loan and lease losses includible in Tier 2 capital.....	5310	6078	14.
15. Unrealized gains on available-for-sale equity securities includible in Tier 2 capital.....	2221	0	15.
16. Other Tier 2 capital components .....	B594	0	16.
17. Tier 2 capital (sum of items 12 through 16).....	5311	15028	17.
18. Allowable Tier 2 capital (lesser of item 11 or 17).....	8275	15028	18.
19. Tier 3 capital allocated for market risk .....	1395	0	19.
20. LESS: Deductions for total risk-based capital.....	B595	0	20.
21. Total risk-based capital (sum of items 11, 18, and 19, less item 20).....	3792	61715	21.
<b>Total assets for leverage ratio</b>			
22. Average total assets (from Schedule HC-K, item 5) .....	bhct 3368	654504	22.
23. LESS: Disallowed goodwill and other disallowed intangible assets (from item 7.a above) ..	B590	0	23.
24. LESS: Disallowed servicing assets and purchased credit card relationships (from item 9.a above).....	B591	16	24.
25. LESS: Disallowed deferred tax assets (from item 9.b above).....	5610	0	25.
26. LESS: Other deductions from assets for leverage capital purposes.....	BHCK B596	0	26.
27. Average total assets for leverage capital purposes (item 22 less items 23 through 26).....	A224	654488	27.
28.-30. Not applicable			
<b>Capital ratios</b>			
31. Tier 1 leverage ratio (item 11 divided by item 27) .....	BHCK 7204	7.13	31.
32. Tier 1 risk-based capital ratio (item 11 divided by item 62) .....	7206	7.44	32.
33. Total risk-based capital ratio (item 21 divided by item 62) .....	7205	9.83	33.

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-weight 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 B)	(Column C)	(Column D)	(Column E)	(Column F)
		Totals (from Schedule HC)	Items Not Subject to Risk-Weighting	Allocation by Risk Weight Category			
				0%	20%	50%	100%
Dollar Amounts in Thousands							
<b>Balance Sheet Asset Categories</b>			BHCE	BHC0	BHC2	BHC5	BHC9
34. Cash and due from depository institutions (column A equals the sum of Schedule HC, items 1.a, 1.b.(1) and 1.b.(2)).....		BHCK 0010					
		30255	0	14566	15689		0
		bhcx 1754					
35. Held-to-maturity securities .....		0	0	0	0	0	0
		bhcx 1773					
36. Available-for-sale securities .....		15554	-4	0	15558	0	0
37. Federal funds sold and securities purchased under agreements to resell .....		BHCK C225					
		0		0	0		0
		bhct 5369					
38. Loans and leases held for sale .....		8205	0	0	0	8205	0
		bhct B528					
39. Loans and leases, net of unearned income .....		595660	0	0	3469	112798	479393
		bhcx 3123					
40. LESS: Allowance for loan and lease losses .....		6078	6078				
		bhcx 3545					
41. Trading assets.....		0	0	0	0	0	0
		BHCK B639					
42. All other assets <sup>1</sup> .....		31406	16	0	3302	0	28088
		bhct 2170					
43. Total assets (sum of items 34 through 42) .....		675002	-6066	14566	38018	121003	507481

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) Face Value or Notional Amount	Credit Conversion Factor	(Column B) Credit Equivalent Amount <sup>1</sup>	(Column C)	(Column D)	(Column E)	(Column F)	
				Allocation by Risk Weight Category				
				0%	20%	50%	100%	
Dollar Amounts in Thousands								
<b>Derivatives and Off-Balance Sheet Items</b>	BHCK B546		BHCE	BHC0	BHC2	BHC5	BHC9	
44. Financial standby letters of credit .....	388	1.00 or 12.5 <sup>2</sup>	388	0	0	0	388	44.
45. Performance standby letters of credit .....	bhcd 8570							
	3424	.50	1712	0	0	0	1712	45.
46. Commercial and similar letters of credit .....	bhcd 3411							
	0	.20	0	0	0	0	0	46.
47. Risk participations in bankers acceptances acquired by the reporting institution .....	BHCK 3429							
	0	1.00	0	0	0		0	47.
	bhcd 3433							
48. Securities lent .....	0	1.00	0	0	0	0	0	48.
49. Retained recourse on small business obligations sold with recourse .....	bhcd A250							
	0	1.00	0	0	0	0	0	49.
50. Recourse and direct credit substitutes (other than financial standby letters of credit) subject to the low-level exposure rule and residual interests subject to a dollar-for-dollar capital requirement .....	BHCK B541							
	1645	12.5 <sup>3</sup>	20563				20563	50.
51. All other financial assets sold with recourse .....	BHCK B676							
	26169	1.00	26169	0	0	26169	0	51.
52. All other off-balance sheet liabilities .....	BHCK B681							
	0	1.00	0	0	0	0	0	52.
53. Unused commitments with an original maturity exceeding one year .....	BHCK 6572							
	37060	.50	18530	0	0	4572	13958	53.
54. Derivative contracts .....			BHCE A187					
			0	0	0	0		54.

<sup>1</sup> Column A multiplied by credit conversion factor.

<sup>2</sup> For financial standby letters of credit to which the low-level exposure rule applies, use a credit conversion factor of 12.5 or an institution specific factor. For other financial standby letters of credit, use a credit conversion factor of 1.00. See instructions for further information.

<sup>3</sup> Or institution-specific factor.

Schedule HC-R—Continued

		(Column C)	(Column D)	(Column E)	(Column F)	
		Allocation by Risk Weight Category				
		0%	20%	50%	100%	
Dollar Amounts in Thousands						
<b>Totals</b>						
55.	Total assets, derivatives, and off-balance sheet items by risk weight category (for each column, sum of items 43 through 54).....	BHCK B696 14566	BHCK B697 38018	BHCK B698 151744	BHCK B699 544102	55.
56.	Risk weight factor.....	* 0%	* 20%	* 50%	* 100%	56.
57.	Risk-weighted assets by risk weight category (for each column, item 55 multiplied by item 56).....	BHCK B700 0	BHCK B701 7604	BHCK B702 75872	BHCK B703 544102	57.
58.	Market risk equivalent assets.....				BHCK 1651 0	58.
59.	Risk-weighted assets before deductions for excess allowance for loan and lease losses and allocated transfer risk reserve (sum of item 57, columns C through F, and item 58).....				BHCK B704 627578	59.
60.	LESS: Excess allowance for loan and lease losses .....				BHCK A222 0	60.
61.	LESS: Allocated transfer risk reserve .....				BHCK 3128 0	61.
62.	Total risk-weighted assets (item 59 minus items 60 and 61) .....				BHCK A223 627578	62.

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Schedule HC-R—Continued

MEMORANDA

	Dollar Amounts in Thousands			BHCK			
1. Current credit exposure across all derivative contracts covered by the risk-based capital standards .....	8764						0

M.1.

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

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) .....	5479		0											3.a.
b. Cumulative perpetual preferred stock (included and reported in "Total equity capital," on Schedule HC) .....	5990		0											3.b.
c. Other noncumulative preferred stock eligible for inclusion in Tier 1 capital (e.g., REIT preferred securities) (included in Schedule HC, item 22) .....	C498		0											3.c.
d. Other cumulative preferred stock eligible for inclusion in Tier 1 capital (excluding trust preferred securities) (included in Schedule HC, item 20 or 22) .....	A507		0											3.d.
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) .....	2771		0											4.
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 .....	5483		0											5.a.
b. In the form of common stock .....	5484		0											5.b.
6. Market risk equivalent assets attributable to specific risk (included in Schedule HC-R, item 58) .....	F031		0											6.

<sup>1</sup> Exclude foreign exchange contracts with an original maturity of 14 days or less and all futures contracts.

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

							C000
	(Column A) 1-4 Family Residential Loans	(Column B) Home Equity Lines	(Column C) Credit Card Receivables	(Column D) Auto Loans	(Column E) Other Consumer Loans	(Column F) Commercial and Industrial Loans	(Column G) All Other Loans, All Leases, and All Other Assets
Dollar Amounts in Thousands							
<b>Securitization Activities</b>							
1. Outstanding principal balance of assets sold and securitized with servicing retained or with recourse or other seller-provided credit enhancements .....	BHCK B705	BHCK B706	BHCK B707	BHCK B708	BHCK B709	BHCK B710	BHCK B711
	0	0	0	0	0	0	0
2. Maximum amount of credit exposure arising from recourse or other seller-provided credit enhancements provided to structures reported in item 1 in the form of:							
a. Credit enhancing interest-only strips (included in HC-B, HC-D, or HC-F) .....	BHCK B712	BHCK B713	BHCK B714	BHCK B715	BHCK B716	BHCK B717	BHCK B718
	0	0	0	0	0	0	0
b. Subordinated securities and other residual interests .....	BHCK C393	BHCK C394	BHCK C395	BHCK C396	BHCK C397	BHCK C398	BHCK C399
	0	0	0	0	0	0	0
c. Standby letters of credit and other enhancements .....	BHCK C400	BHCK C401	BHCK C402	BHCK C403	BHCK C404	BHCK C405	BHCK C406
	0	0	0	0	0	0	0
3. Reporting institution's unused commitments to provide liquidity to structures reported in item 1 .....	BHCK B726	BHCK B727	BHCK B728	BHCK B729	BHCK B730	BHCK B731	BHCK B732
	0	0	0	0	0	0	0
4. Past due loan amounts included in item 1:							
a. 30-89 days past due .....	BHCK B733	BHCK B734	BHCK B735	BHCK B736	BHCK B737	BHCK B738	BHCK B739
	0	0	0	0	0	0	0
b. 90 days or more past due .....	BHCK B740	BHCK B741	BHCK B742	BHCK B743	BHCK B744	BHCK B745	BHCK B746
	0	0	0	0	0	0	0
5. Charge-offs and recoveries on assets sold and securitized with servicing retained or with recourse or other seller-provided credit enhancements (calendar year-to-date):							
a. Charge-offs .....	BHCK B747	BHCK B748	BHCK B749	BHCK B750	BHCK B751	BHCK B752	BHCK B753
	0	0	0	0	0	0	0
b. Recoveries .....	BHCK B754	BHCK B755	BHCK B756	BHCK B757	BHCK B758	BHCK B759	BHCK B760
	0	0	0	0	0	0	0

Schedule HC-S—Continued

	(Column A) 1-4 Family Residential Loans	(Column B) Home Equity Lines	(Column C) Credit Card Receivables	(Column D) Auto Loans	(Column E) Other Consumer Loans	(Column F) Commercial and Industrial Loans	(Column G) All Other Loans, All Leases, and All Other Assets	
Dollar Amounts in Thousands								
6. Amount of ownership (or seller's) interests carried as:								
a. Securities (included in HC-B) .....		BHCK B761 0	BHCK B762 0			BHCK B763 0	6.a.	
b. Loans (included in HC-C) .....		BHCK B500 0	BHCK B501 0			BHCK B502 0	6.b.	
7. Past due loan amounts included in interests reported in item 6.a:								
a. 30-89 days past due .....		BHCK B764 0	BHCK B765 0			BHCK B766 0	7.a.	
b. 90 days or more past due .....		BHCK B767 0	BHCK B768 0			BHCK B769 0	7.b.	
8. Charge-offs and recoveries on loan amounts included in interests reported in item 6.a (calendar year-to-date):								
a. Charge-offs .....		BHCK B770 0	BHCK B771 0			BHCK B772 0	8.a.	
b. Recoveries .....		BHCK B773 0	BHCK B774 0			BHCK B775 0	8.b.	
<b>For Securitization Facilities Sponsored By or Otherwise Established By Other Institutions</b>								
9. Maximum amount of credit exposure arising from credit enhancements provided by the reporting institution to other institutions' securitization structures in the form of standby letters of credit, purchased subordinated securities, and other enhancements .....	BHCK B776 0	BHCK B777 0	BHCK B778 0	BHCK B779 0	BHCK B780 0	BHCK B781 0	BHCK B782 0	9.
10. Reporting institution's unused commitments to provide liquidity to other institutions' securitization structures .....	BHCK B783 0	BHCK B784 0	BHCK B785 0	BHCK B786 0	BHCK B787 0	BHCK B788 0	BHCK B789 0	10.
<b>Asset Sales</b>								
11. Assets sold with recourse or other seller-provided credit enhancements and not securitized .....	BHCK B790 59036	BHCK B791 0	BHCK B792 0	BHCK B793 0	BHCK B794 0	BHCK B795 0	BHCK B796 0	11.
12. Maximum amount of credit exposure arising from recourse or other seller-provided credit enhancements provided to assets reported in item 11 .....	BHCK B797 1645	BHCK B798 0	BHCK B799 0	BHCK B800 0	BHCK B801 0	BHCK B802 0	BHCK B803 0	12. 3/06

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**Schedule HC-S—Continued**

MEMORANDA

		Dollar Amounts in Thousands		BHCK			
1.	Small business obligations transferred with recourse under Section 208 of the Riegle Community Development and Regulatory Improvement Act of 1994:						
	a. Outstanding principal balance .....	A249		0	M.1.a.		
	b. Amount of retained recourse on these obligations as of the report date .....	A250		0	M.1.b.		
2.	Outstanding principal balance of assets serviced for others (includes participations serviced for others):						
	a. 1-4 family residential mortgages serviced with recourse or other servicer-provided credit enhancements .....	B804		59036	M.2.a.		
	b. 1-4 family residential mortgages serviced with no recourse or other servicer-provided credit enhancements .....	B805		71811	M.2.b.		
	c. Other financial assets <sup>1</sup> .....	A591		30291	M.2.c.		
3.	Asset-backed commercial paper conduits:						
	a. Maximum amount of credit exposure arising from credit enhancements provided to conduit structures in the form of standby letters of credit, subordinated securities, and other enhancements:						
	(1) Conduits sponsored by the bank, a bank affiliate, or the bank 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) <sup>2</sup> .....	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).

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**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 Amount in Thousands	BHBC			
1. Average loans and leases (net of unearned income).....		3516			1.
2. Average earning assets .....		3402			2.
3. Average total consolidated assets .....		3368			3.
4. Average equity capital.....		3519			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:

TEXT		BHCK			
0000	Sch. HC, item 16, New loan to holding company's ESOP guaranteed by bank holding company				
		0000			750

**Notes to the Balance Sheet—Other**

	TEXT	Dollar Amount in Thousands	BHCK			
1.	5356					
			5356			1.
2.	5357					
			5357			2.
3.	5358					
			5358			3.
4.	5359					
			5359			4.
5.	5360					
			5360			5.
6.	B027					
			B027			6.

**Notes to the Balance Sheet—Other, Continued**

	TEXT	Dollar Amount in Thousands	BHCK			
7.	B028					
			B028			7.
8.	B029					
			B029			8.
9.	B030					
			B030			9.
10.	B031					
			B031			10.
11.	B032					
			B032			11.
12.	B033					
			B033			12.
13.	B034					
			B034			13.
14.	B035					
			B035			14.
15.	B036					
			B036			15.
16.	B037					
			B037			16.
17.	B038					
			B038			17.
18.	B039					
			B039			18.
19.	B040					
			B040			19.
20.	B041					
			B041			20.



Board of Governors of the Federal Reserve System

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

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.

Date of Report:  
**December 31, 2008**  
Month / Date / Year (BHCK 9999)

**Robert H. Laux**  
Printed Name of Chief Financial Officer (or Equivalent) (BHCK C490)

**Park Bancorporation**  
Legal Title of Bank Holding Company (TEXT 9010)

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

**1815 Greenway Cross**  
Street / P.O. Box (TEXT 9110)  
(Mailing Address of the Bank Holding Company)

\_\_\_\_\_  
Date of Signature

**Madison** **WI** **53713-**  
City (TEXT 9130) State (TEXT 9200) Zip Code (TEXT 9220)

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

Person to whom questions about this report should be directed:

<b>For Federal Reserve Bank Use Only</b>	
RSSD ID	_____
C.I.	_____ S.F. _____

**Erik Wilhelm**  
Name / Title (TEXT 8901)

**608-278-2802**  
Area Code / Phone Number (TEXT 8902)

**608-278-2853**  
FAX Number (TEXT 9116)

**ewilhelm@parkbank.com**  
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 in Thousands				
		BHCK	Bil	Mil	Thou	
1.	Interest income					
a.	Interest and fee income on loans:					
	(1) In domestic offices:					
	(a) Loans secured by 1-4 family residential properties .....	4435		5,795		1.a.(1)(a)
	(b) All other loans secured by real estate .....	4436		27,839		1.a.(1)(b)
	(c) All other loans .....	F821		7,988		1.a.(1)(c)
	(2) In foreign offices, Edge and Agreement subsidiaries, and IBFs .....	4059		0		1.a.(2)
b.	Income from lease financing receivables .....	4065		0		1.b
c.	Interest income on balances due from depository institutions (1) .....	4115		31		1.c
d.	Interest and dividend income on securities:					
	(1) U.S. Treasury securities and U.S. government agency obligations (excluding mortgage-backed securities) .....	B488		452		1.d.(1)
	(2) Mortgage-backed securities .....	B489		12		1.d.(2)
	(3) All other securities .....	4060		1		1.d.(3)
e.	Interest income from trading assets .....	4069		0		1.e.
f.	Interest income on federal funds sold and securities purchased under agreements to resell .....	4020		12		1.f.
g.	Other interest income .....	4518		18		1.g.
h.	Total interest income (sum of items 1.a through 1.g) .....	4107		42,148		1.h.
2.	Interest expense					
a.	Interest on deposits:					
	(1) In domestic offices:					
	(a) Time deposits of \$100,000 or more .....	A517		3,023		2.a.(1)(a)
	(b) Time deposits of less than \$100,000 .....	A518		9,669		2.a.(1)(b)
	(c) Other deposits .....	6761		3,158		2.a.(1)(c)
	(2) In foreign offices, Edge and Agreement subsidiaries and IBFs .....	4172		0		2.a.(2)
b.	Expense on federal funds purchased and securities sold under agreements to repurchase .....	4180		295		2.b.
c.	Interest on trading liabilities and other borrowed money (excluding subordinated notes and debentures) .....	4185		3,420		2.c.
d.	Interest on subordinated notes and debentures and on mandatory convertible securities .....	4397		0		2.d.
e.	Other interest expense .....	4398		0		2.e.
f.	Total interest expense (sum of items 2.a through 2.e.) .....	4073		19,565		2.f.
3.	Net interest income (item 1.h minus item 2.f) .....	4074		22,583		3.
4.	Provision for loan and lease losses (from Schedule HI-B, part II, item 5) .....	4230		7,465		4.
5.	Noninterest income:					
a.	Income from fiduciary activities .....	4070		0		5.a.
b.	Service charges on deposit accounts in domestic offices .....	4483		1,511		5.b.
c.	Trading revenue (2) .....	A220		0		5.c.
d.	(1) Fees and commissions from securities brokerage .....	C886		15		5.d.(1)
	(2) Investment banking, advisory, and underwriting fees and commissions .....	C888		0		5.d.(2)
	(3) Fees and commissions from annuity sales .....	C887		0		5.d.(3)
	(4) Underwriting income from insurance and reinsurance activities .....	C386		0		5.d.(4)
	(5) Income from other insurance activities .....	C387		13		5.d.(5)
e.	Venture capital revenue .....	B491		0		5.e.
f.	Net servicing fees .....	B492		1,163		5.f.
g.	Net securitization income .....	B493		0		5.g.
h.	Not applicable					
i.	Net gains (losses) on sales of loans and leases .....	8560		1,821		5.i.
j.	Net gains (losses) on sales of other real estate owned .....	8561		0		5.j.
k.	Net gains (losses) on sales of other assets (excluding securities) .....	B496		9		5.k.
l.	Other noninterest income (3) .....	B497		5,603		5.l.
m.	Total noninterest income (sum of items 5.a through 5.l) .....	4079		10,135		5.m.

(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 Amounts in Thousands

	BHCK	Bil	Mil	Thou	
6. a. Realized gains (losses) on held-to-maturity securities .....	3521			0	6. a.
b. Realized gains (losses) on available-for-sale securities .....	3196			171	6. b.
7. Noninterest expense:					
a. Salaries and employee benefits .....	4135			10,735	7. a.
b. Expense on premises and fixed assets (net of rental income) (excluding salaries and employee benefits and mortgage interest) .....	4217			3,805	7. b.
c. (1) Goodwill impairment losses .....	C216			0	7. c.(1)
(2) Amortization expense and impairment for other intangible assets .....	C232			0	7. c.(2)
d. Other noninterest expense (4) .....	4092			8,292	7. d.
e. Total noninterest expense (sum of items 7. a through 7. d) .....	4093			22,832	7. e.
8. Income (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			2,592	8.
9. Applicable income taxes (foreign and domestic) .....	4302			(149)	9.
10. Minority interest .....	4484			0	10.
11. Income (loss) before extraordinary items and other adjustments (item 8 minus items 9 and 10) .....	4300			2,741	11.
12. Extraordinary items, net of applicable taxes and minority interest (5) .....	4320			0	12.
13. Net income (loss) (sum of items 11 and 12) .....	4340			2,741	13.

(4) See Schedule HI, memoranda item 7.

(5) Describe on Schedule HI, memoranda item 8.

**Memoranda**

	BHCK	Bil	Mil	Thou	
1. Net interest income (item 3 above) on a fully taxable equivalent basis .....	4519			22,583	M.1.
2. Net income before income taxes, extraordinary items, and other adjustments (Item 8 above) on a fully taxable equivalent basis .....	4592			2,602	M.2.
3. Income 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			19	M.3.
4. Income on tax-exempt securities issued by states and political subdivisions in the U.S. (included in Schedule HI, item 1. d(3), above) .....	4507			0	M.4.
5. Number of full-time equivalent employees at end of current period (round to nearest whole number) .....	BHCK	Number			
	4150			170	M.5.
6. Other noninterest income (from schedule HI, 5.1 above) (only report amounts greater than \$25,000 that exceed 3% of Schedule HI, item 5.I):					

	BHCK	Bil	Mil	Thou	
a. Income and fees from the printing and sale of checks .....	C013			0	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			3,011	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			987	M.6. g.
h. TEXT .....					
8562 .....	8562			0	M.6. h.
i. TEXT .....					
8563 .....	8563			0	M.6. i.
j. TEXT .....					
8564 .....	8564			0	M.6. j.

**Schedule HI—Continued**

Memoranda (continued)

Dollar Amounts in Thousands

		BHCK	Bil	Mil	Thou	
<b>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):</b>						
a.	Data processing expenses.....	C017		616		M.7.a.
b.	Advertising and marketing expenses.....	0497		850		M.7.b.
c.	Directors' fees.....	4136		0		M.7.c.
d.	Printing, stationery, and supplies.....	C018		0		M.7.d.
e.	Postage.....	8403		0		M.7.e.
f.	Legal fees and expenses.....	4141		0		M.7.f.
g.	FDIC deposit insurance assessments.....	4146		442		M.7.g.
h.	Accounting and auditing expenses.....	F556		0		M.7.h.
i.	Consulting and advisory expenses.....	F557		0		M.7.i.
j.	Automated teller machine (ATM) and interchange expenses.....	F558		521		M.7.j.
k.	Telecommunications expenses.....	F559		289		M.7.k.
l.	TEXT					
	8565	8565		0		M.7.l.
m.	TEXT					
	8566	8566		0		M.7.m.
n.	TEXT					
	8567	8567		0		M.7.n.
<b>8. Extraordinary items and other adjustments (from Schedule HI, item 12) (itemize all extraordinary items and other adjustments):</b>						
a. (1)	TEXT					
	3571	3571		0		M.8.a.(1)
(2)	Applicable income tax effect.....	BHCK	3572		0	M.8.a.(2)
b. (1)	TEXT					
	3573	3573		0		M.8.b.(1)
(2)	Applicable income tax effect.....	BHCK	3574		0	M.8.b.(2)
c. (1)	TEXT					
	3575	3575		0		M.8.c.(1)
(2)	Applicable income tax effect.....	BHCK	3576		0	M.8.c.(2)
<b>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):</b>						
a.	Interest rate exposures.....	8757		0		M.9.a.
b.	Foreign exchange exposures.....	8758		0		M.9.b.
c.	Equity security and index exposures.....	8759		0		M.9.c.
d.	Commodity and other exposures.....	8760		0		M.9.d.
e.	Credit exposures.....	F186		0		M.9.e.
<b>10. Net gains (losses) recognized in earnings on credit derivatives that economically hedge credit exposures held outside the trading account:</b>						
a.	Net gains (losses) on credit derivatives held for trading.....	C889		0		M.10.a.
b.	Net gains (losses) on credit derivatives held for purposes other than trading.....	C890		0		M.10.b.
<b>11. Credit losses on derivatives (see instructions)</b>						
		A251		0		M.11.
<b>12. a. Income from the sale and servicing of mutual funds and annuities (in domestic offices)</b>						
b. (1)	Premiums on insurance related to the extension of credit.....	8431		15		M.12.a.
(2)	All other insurance premiums.....	C242		0		M.12.b.(1)
c.	Benefits, losses, and expenses from insurance-related activities.....	C243		0		M.12.b.(2)
		B983		0		M.12.c.
<b>13. Does the reporting bank holding company have a Subchapter S election in effect for federal income tax purposes for the current tax year? (Enter "1" for yes; enter "0" for no)</b>						
		BHCK				
		A530		0		M.13.

**Schedule HI—Continued**

Memoranda (continued)

**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.**

14. Net gains (losses) recognized in earnings on assets and liabilities that are reported at fair value under a fair value option:
- a. Net gains (losses) on assets.....
    - (1) Estimated net gains (losses) on loans attributable to changes in instrument-specific credit risk.....
  - b. Net gains (losses) on liabilities.....
    - (1) Estimated net gains (losses) on liabilities attributable to changes in instrument-specific credit risk.....
15. Stock-based employee compensation expense (net of tax effects) calculated for all awards under the fair value method.....

BHCK	Bil	Mil	Thou
F551			0
F552			0
F553			0
F554			0
C409			0

M.14. a.  
M.14. a.(1)  
M.14. b.  
M.14. b.(1)  
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.**

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)).....

BHCK	Bil	Mil	Thou
F228			0

M.16.

**Schedule HI-A—Changes in Equity Capital**

1. Equity capital **most recently reported** for the end of previous calendar year (i.e., after adjustments from amended Reports of Income).....
2. Restatements due to corrections of material accounting errors and changes in accounting principles (1).....
3. Balance end of previous calendar year as restated (sum of items 1 and 2).....
4. Net income (loss) (must equal Schedule HI, item 13).....
5. Sale of perpetual preferred stock (excluding treasury stock transactions):
- a. Sale of perpetual preferred stock, gross.....
  - b. Conversion or retirement of perpetual preferred stock.....
6. Sale of common stock:
- a. Sale of common stock, gross.....
  - b. Conversion or retirement of common stock.....
7. Sale of treasury stock.....
8. LESS: Purchase of treasury stock.....
9. Changes incident to business combinations, net.....
10. LESS: Cash dividends declared on preferred stock.....
11. LESS: Cash dividends declared on common stock.....
12. Other comprehensive income (2).....
13. Change in the offsetting debit to the liability for Employee Stock Ownership Plan (ESOP) debt guaranteed by the bank holding company.....
14. Other adjustments to equity capital (not included above).....
15. Total equity capital end of current period (sum of items 3, 4, 5, 6, 7, 9, 12, 13, and 14, less items, 8, 10, and 11)( must equal item 28 on Schedule HC, Balance Sheet).....

Dollar Amounts in Thousands

BHCK	Bil	Mil	Thou
3217			35,031
B507			0
B508			35,031
bhct			
4340			2,741
BHCK			
3577			0
3578			0
3579			0
3580			0
4782			0
4783			0
4356			0
4598			0
4460			0
B511			83
4591			0
3581			0
bhct			
3210			37,855

(1) Include the cumulative-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

I. Charge-offs and Recoveries on Loans and Leases (Fully Consolidated)	Charge-offs <sup>1</sup> (Column A)			Recoveries (Column B)			
	BHCK	Bil	Thou	BHCK	Bil	Thou	
1. Loans secured by real estate:							
a. Construction, land development, and other land loans in domestic offices:							
(1) 1-4 family residential construction loans.....	C891	242		C892	0		1.a.(1)
(2) Other construction loans and all land development and other land loans.....	C893	0		C894	0		1.a.(2)
b. Secured by farmland in domestic offices.....	3584	0		3585	0		1.b.
c. Secured by 1-4 family residential properties in domestic offices:							
(1) Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit.....	5411	442		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	20		C217	0		1.c.(2).(a)
(b) Secured by junior liens.....	C235	159		C218	0		1.c.(2).(b)
d. Secured by multifamily (5 or more) residential properties in domestic offices.....	3588	0		3589	0		1.d.
e. Secured by nonfarm nonresidential properties in in domestic offices:							
(1) Loans secured by owner-occupied nonfarm nonresidential properties.....	C895	0		C896	0		1.e.(1)
(2) Loans secured by other nonfarm nonresidential properties.....	C897	10		C898	0		1.e.(2)
f. In foreign offices.....	B512	0		B513	0		1.f.
2. Loans to depository institutions and acceptances of other banks:							
a. To U.S. banks and other U.S. depository institutions.....	4653	0		4663	0		2.a.
b. To foreign banks.....	4654	0		4664	0		2.b.
3. Loans to finance agricultural production and other loans to farmers.....	4655	0		4665	0		3.
4. Commercial and industrial loans:							
a. To U.S. addressees (domicile).....	4645	4,280		4617	0		4.a.
b. To non-U.S. addressees (domicile).....	4646	0		4618	0		4.b.
5. Loans to individuals for household, family, and other personal expenditures:							
a. Credit cards.....	B514	104		B515	0		5.a.
b. Other (includes single payment, installment, all student loans, and revolving credit plans other than credit cards).....	B516	137		B517	17		5.b.
6. Loans to foreign governments and official institutions.....	4643	0		4627	0		6.
7. All other loans.....	4644	0		4628	0		7.
8. Lease financing receivables:							
a. Leases to individuals for household, family, and other personal expenditures.....	F185	0		F187	0		8.a.
b. All other leases.....	C880	0		F188	0		8.b.
9. Total (sum of items 1 through 8).....	4635	5,394		4605	17		9.

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

**Schedule HI-B—Continued**

MEMORANDA

1. Loans to finance commercial real estate, construction, and land development activities **(not secured by real estate)** included in Schedule HI-B, part I, items 4 and 7 above.....
2. Loans secured by real estate to non-U.S. addressees (domicile) (included in Schedule HI-B, part I, item 1, above).....

Charge-offs <sup>1</sup> (Column A)				Recoveries (Column B)			
BHCK	Bil	Mil	Thou	BHCK	Bil	Mil	Thou
5409			0	5410			0
4652			0	4662			0

M.1.  
M.2.

*Memorandum item 3 is to be completed by (1) bank holding companies that, together with affiliated institutions, have outstanding credit card receivables (as defined in the institutions) that exceed \$500 million as of the report date or (2) bank holding companies (as defined in the instructions).*

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

Dollar Amounts in Thousands

BHCK	Bil	Mil	Thou
C388			0

M.3.

II. Changes in allowance for loan and lease losses

1. Balance **most recently reported** at end of previous year (i.e., after adjustments from amended Reports of Income) .....
2. Recoveries (must equal Schedule HI-B, part I, item 9, column B, above) .....
3. LESS: Charge-offs (must equal Schedule HI-B, part I, item 9, column A above, less Schedule HI-B, part II, item 4).....
4. Less: Write-downs arising from transfers of loans to a held-for-sale account.....
5. Provision for loan and lease losses (must equal Schedule HI, item 4).....
6. Adjustments (see instructions for this schedule).....
7. Balance at end of current period (sum of items 1, 2, 5, and 6, less items 3 and 4) (must equal Schedule HC, item 4.c) .....

Dollar Amounts in Thousands

BHCK	Bil	Mil	Thou
B522			6,078
bhct			
4605			17
C079			5,394
BHCK			
5523			0
bhct			
4230			7,465
C233			0
bhct			
3123			8,166

1.  
2.  
3.  
4.  
5.  
6.  
7.

Memoranda

1. Allocated transfer risk reserve included in Schedule HI-B, part II, item 7 .....

*Memorandum items 2 and 3 are to be completed by (1) bank holding companies that, together with affiliated institutions, have outstanding credit card receivables (as Defined in the institutions) that exceed \$500 million as of the report date or (2) bank holding companies that on a consolidated basis are credit card speciality holding companies (as defined in the instructions).*

2. Separate valuation allowance for uncollectable retail credit card fees and finance charges .....
3. Amount of allowance for uncollectable retail credit card fees and finance charges and finance charges (included in Schedule HC, item 4.c and Schedule HI-B, part II, item 7) .....

**Memorandum item 4 is to be completed by all bank holding companies.**

4. Amount of allowance for post-acquisition losses on purchased impaired loans accounted for in accordance with AICPA Statement of Position 03-3 (included in Schedule HI-B, part II, item 7, above) .....

Dollar Amounts in Thousands

BHCK	Bil	Mil	Thou
C435			0
C389			0
C390			0
C781			0

M.1.  
M.2.  
M.3.  
M.4.

(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 Amounts in Thousands				
		BHBC	Bil	Mil	Thou	
1.	Total interest income.....	4107			N/A	1.
	a. Interest income on loans and leases.....	4094			N/A	1.a.
	b. Interest income on investment securities.....	4218			N/A	1.b.
2.	Total interest expense.....	4073			N/A	2.
	a. Interest expense on deposits.....	4421			N/A	2.a.
3.	Net interest income.....	4074			N/A	3.
4.	Provision for loan and lease losses.....	4230			N/A	4.
5.	Total noninterest income.....	4079			N/A	5.
	a. Income from fiduciary activities.....	4070			N/A	5.a.
	b. Trading revenue.....	A220			N/A	5.b.
	c. Investment banking, advisory, brokerage, and underwriting fees and commissions.....	B490			N/A	5.c.
	d. Venture capital revenue.....	B491			N/A	5.d.
	e. Net securitization income.....	B493			N/A	5.e.
	f. Insurance commissions and fees.....	B494			N/A	5.f.
6.	Realized gains (losses) on held-to-maturity and available-for-sale securities.....	4091			N/A	6.
7.	Total noninterest expense.....	4093			N/A	7.
	a. Salaries and employee benefits.....	4135			N/A	7.a.
	b. Goodwill impairment losses.....	C216			N/A	7.b.
8.	Income (loss) before taxes, extraordinary items, and other adjustments.....	4301			N/A	8.
9.	Applicable income taxes.....	4302			N/A	9.
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			N/A	13.
14.	Net charge-offs.....	6061			N/A	14.
15.	Net interest income (item 3 above) on a fully taxable equivalent basis.....	4519			N/A	15.



**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:

TEXT	BHCK	Bil	Mil	Thou
0000 Sch. HI, item 1 a(1), Recognition of interest payments on nonaccrual loans to XYZ country			1	350

**Notes to the Income Statement—Other**

		Dollar amount in thousands			
TEXT	BHCK	Bil	Mil	Thou	
1. Cumulative-effect adjustment resulting from the initial adoption of FAS 159, Fair Value Option					
	F465			0	1.
2. 5352					
	5352			N/A	2.
3. 5353					
	5353			N/A	3.
4. 5354					
	5354			N/A	4.
5. 5355					
	5355			N/A	5.
6. B042					
	B042			N/A	6.
7. B043					
	B043			N/A	7.
8. B044					
	B044			N/A	8.
9. B045					
	B045			N/A	9.
10. B046					
	B046			N/A	10.

Notes to the Income Statement—Other, Continued

		Dollar amount in thousands			
	TEXT	BHCK	Bil	Mil	Thou
11.	B047				
		B047			N/A
12.	B048				
		B048			N/A
13.	B049				
		B049			N/A
14.	B050				
		B050			N/A
15.	B051				
		B051			N/A
16.	B052				
		B052			N/A
17.	B053				
		B053			N/A
18.	B054				
		B054			N/A
19.	B055				
		B055			N/A
20.	B056				
		B056			N/A

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C.I. \_\_\_\_\_

Park Bancorporation

Name of Bank Holding Company

## Consolidated Financial Statements for Bank Holding Companies

Report at the close of business December 31, 2008

### Schedule HC—Consolidated Balance Sheet

		Dollar Amounts in Thousands				
		BHCK	Bil	Mil	Thou	
<b>ASSETS</b>						
1.	Cash and balances due from depository institutions:					
a.	Noninterest-bearing balances and currency and coin (1).....	0081		38,190		1 a.
b.	Interest-bearing balances: (2)					
(1)	In U.S. offices.....	0395		11		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		0		2 a.
b.	Available-for-sale securities (from Schedule HC-B, column D).....	1773		16,183		2 b.
3.	Federal funds sold and securities purchased under agreements to resell:					
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	15,511	4 a.
b.	Loans and leases, net of unearned income.....	B528		707,022		4 b.
c.	LESS: Allowance for loan and lease losses.....	3123		8,166		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		698,856		4 d.
5.	Trading assets (from Schedule HC-D).....	3545		0		5.
6.	Premises and fixed assets (including capitalized leases).....	2145		16,457		6.
7.	Other real estate owned (from Schedule HC-M).....	2150		552		7.
8.	Investments in unconsolidated subsidiaries and associated companies.....	2130		1,748		8.
9.	Not applicable					
10.	Intangible assets:					
a.	Goodwill.....	3163		0		10 a.
b.	Other intangible assets (from Schedule HC-M).....	0426		834		10 b.
11.	Other assets (from Schedule HC-F).....	2160		27,543		11.
12.	Total assets (sum of items 1 through 11).....	2170		815,885		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 Amounts in Thousands

	BHDM	Bil	Mil	Thou		
<b>LIABILITIES</b>						
<b>13. Deposits:</b>						
a. In domestic offices (from Schedule HC-E):						
(1) Noninterest-bearing (1)	6631		69,543		13.a.(1)	
(2) Interest-bearing	6636		533,026		13.a.(2)	
b. In foreign offices, Edge and Agreement subsidiaries, and IBFs:						
BHFN						
(1) Noninterest-bearing	6631		0		13.b.(1)	
(2) Interest-bearing	6636		0		13.b.(2)	
BHCK						
<b>14. Federal funds purchased and securities sold under agreements to repurchase:</b>						
a. Federal funds purchased in domestic offices (2)	BHDM	B993		8,604	14.a.	
b. Securities sold under agreements to repurchase (3)	BHCK	B995		5,922	14.b.	
15. Trading liabilities (from Schedule HC-D)				3548	0	15.
16. Other borrowed money (includes mortgage indebtedness and obligations under capitalized leases) (from Schedule HC-M)				3190	118,550	16.
17. Not applicable						
18. Not applicable						
19 a. Subordinated notes and debentures (4)				4062	0	19.a.
b. Subordinated notes payable to unconsolidated trusts issuing trust preferred securities, and trust preferred securities issued by consolidated special purpose entities				C699	26,810	19.b.
20. Other liabilities (from Schedule HC-G)				2750	15,575	20.
21. Total liabilities (sum of items 13 through 20)				2948	778,030	21.
22. Minority interest in consolidated subsidiaries and similar items				3000	0	22.
<b>EQUITY CAPITAL</b>						
23. Perpetual preferred stock and related surplus				3283	0	23.
24. Common stock (par value)				3230	17	24.
25. Surplus (exclude all surplus related to preferred stock)				3240	717	25.
26 a. Retained earnings				3247	37,040	26.a.
b. Accumulated other comprehensive income (5)				B530	81	26.b.
27. Other equity capital components (6)				A130	0	27.
28. TOTAL EQUITY CAPITAL (sum of items 23 through 27)				3210	37,855	28.
29. Total liabilities, minority interest, and equity capital (sum of items 21, 22 and 28)				3300	815,885	29.

MEMORANDA (to be completed annually by bank holding companies for the December 31 report date)

1. Has the bank holding company engaged in a full-scope independent external audit at any time during the calendar year? (Enter "1" for yes, enter "0" for no) BHCK  
C884 0 M.1
2. If response to Memoranda item 1 is yes, indicate below the name and address of the bank holding company's independent external auditing firm (see instructions), and the name and e-mail address of the auditing firm's engagement partner. (7)

a.   
Name of External Auditing Firm (TEXT C703)  
  
City (TEXT C708)  
  
State Abbrev. (TEXT C714)  Zip Code (TEXT C715)

b.   
Name of Engagement Partner (TEXT C704)  
  
E-mail Address (TEXT C705)

- (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**

Dollar Amounts in Thousands

	Held-to-Maturity								Available-for-Sale								
	(Column A) Amortized Cost				(Column B) Fair Value				(Column C) Amortized Cost				(Column D) Fair Value				
	BHCK	Bil	Mil	Thou	BHCK	Bil	Mil	Thou	BHCK	Bil	Mil	Thou	BHCK	Bil	Mil	Thou	
1. U.S. Treasury securities.....	0211			0	0213			0	1286			0	1287			0	1.
2. U.S. government agency obligations (exclude mortgage-backed securities):																	
a. Issued by U.S. government agencies (1).....	1289			0	1290			0	1291			0	1293			0	2.a.
b. Issued by U.S. government-sponsored agencies (2).....	1294			0	1295			0	1297			14,018	1298			14,151	2.b.
3. Securities issued by states and political subdivisions in the U.S.....	8496			0	8497			0	8498			0	8499			0	3.
4. Mortgage-backed securities (MBS):																	
a. Pass-through securities:																	
(1) Guaranteed by GNMA.....	1698			0	1699			0	1701			0	1702			0	4.a.(1)
(2) Issued by FNMA and FHLMC	1703			0	1705			0	1706			159	1707			161	4.a.(2)
(3) Other pass-through securities	1709			0	1710			0	1711			0	1713			0	4.a.(3)
b. Other mortgage-backed securities (include CMOs, REMICs, and stripped MBS):																	
(1) Issued or guaranteed by FNMA, FHLMC, or GNMA.....	1714			0	1715			0	1716			71	1717			71	4.b.(1)
(2) Collateralized by MBS issued or guaranteed by FNMA, FHLMC, or GNMA.....	1718			0	1719			0	1731			0	1732			0	4.b.(2)
(3) All other mortgage-backed securities.....	1733			0	1734			0	1735			0	1736			0	4.b.(3)
5. Asset-backed securities (ABS).....	C026			0	C988			0	C989			0	C027			0	5.
6. Other debt securities:																	
a. Other domestic debt securities....	1737			0	1738			0	1739			400	1741			400	6.a.
b. Foreign debt securities.....	1742			0	1743			0	1744			0	1746			0	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-Maturity						Available-for-sale									
		(Column A) Amortized Cost			(Column B) Fair Value			(Column C) Amortized Cost			(Column D) Fair Value						
Dollar Amounts in Thousands		BHCK	Bil	Mil	Thou	BHCK	Bil	Mil	Thou	BHCK	Bil	Mil	Thou	BHCK	Bil	Mil	Thou
7.	Investments in mutual funds and other equity securities with readily determinable fair values.....									A510		1,400		A511		1,400	7.
8.	Total (sum of 1 through 7) (total of column A must equal Schedule HC, item 2.a) (total of column D must equal Schedule HC, item 2.b) .....	bhct				bhct											8.
		1754		0		1771		0		1772		16,048		1773		16,183	

Memoranda

	BHCK	Bil	Mil	Thou	
1. Pledged securities (1).....	0416			15,783	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			9,021	M.2.a.
b. Over 1 year to 5 years.....	0384			5,762	M.2.b.
c. Over 5 years.....	0387			0	M.2.c.
3. Amortized cost of held-to-maturity securities sold or transferred to available-for-sale or trading securities during the calendar year-to-date (report the amortized cost at date of sale or transfer).....	1778			0	M.3.
4. Structured notes (included in the held-to-maturity and available-for-sale accounts in Schedule HC-B, items 2, 3, 5, and 6):					
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.

		Held-to-Maturity						Available-for-Sale									
		(Column A) Amortized Cost			(Column B) Fair Value			(Column C) Amortized Cost			(Column D) Fair Value						
Dollar Amounts in Thousands		BHCK	Bil	Mil	Thou	BHCK	Bil	Mil	Thou	BHCK	Bil	Mil	Thou	BHCK	Bil	Mil	Thou
5.	Asset-backed securities (ABS) (sum of Memorandum items 5.a through 5.f must equal Schedule HC-B, item 5):																
	a. Credit card receivables .....	B838		N/A		B839		N/A		B840		N/A		B841		N/A	5.a.
	b. Home equity lines .....	B842		N/A		B843		N/A		B844		N/A		B845		N/A	5.b.
	c. Automobile loans .....	B846		N/A		B847		N/A		B848		N/A		B849		N/A	5.c.
	d. Other consumer loans .....	B850		N/A		B851		N/A		B852		N/A		B853		N/A	5.d.
	e. Commercial and industrial loans .....	B854		N/A		B855		N/A		B856		N/A		B857		N/A	5.e.
	f. Other .....	B858		N/A		B859		N/A		B860		N/A		B861		N/A	5.f.

- (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.

		Dollar Amounts in Thousands								
		Consolidated (Column A)				Domestic Offices (Column B)				
		BHCK	Bil	Mil	Thou	BHDM	Bil	Mil	Thou	
1.	Loans secured by real estate.....	1410			592,078					1.
	a. Construction, land development, and other land loans:					BHCK				
	(1) 1-4 family residential construction loans.....	F 158						6,884		1.a.(1)
	(2) Other construction loans and all land development and other land loans.....	F 159						85,671		1.a.(2)
	b. Secured by farmland.....	BHDM				1420			201	1.b.
	c. Secured by 1-4 family residential properties:									
	(1) Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit.....					1797		50,137		1.c.(1)
	(2) All other loans secured by 1-4 family residential properties:									
	(a) Secured by first liens.....	5367						121,433		1.c.(2)(a)
	(b) Secured by junior liens.....	5368						20,586		1.c.(2)(b)
	d. Secured by multifamily (5 or more) residential properties.....					1460		35,938		1.d.
	e. Secured by nonfarm nonresidential properties:									
	(1) Loans secured by owner-occupied nonfarm nonresidential properties.....	BHCK				F 160		60,249		1.e.(1)
	(2) Loans secured by other nonfarm nonresidential properties.....	F 161						210,979		1.e.(2)
2.	Loans to depository institutions and acceptances of other banks.....	BHDM				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 farmers.....	1590			104	1590			104	3.
4.	Commercial and industrial loans.....					1766		117,763		4.
	a. To U.S. addressees (domicile).....	1763			117,763					4.a.
	b. To non-U.S. addressees (domicile).....	1764			0					4.b.
5.	Not applicable									
6.	Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper).....					1975		11,680		6.
	a. Credit cards.....	B538			5,216					6.a.
	b. Other revolving credit plans.....	B539			338					6.b.
	c. Other consumer loans (includes single payment, installment, and all student loans).....	2011			6,126					6.c.
7.	Loans to foreign governments and official institutions (including foreign central banks).....	2081			0	2081			0	7.
8.	Not applicable									
9.	a. Loans for purchasing and carrying securities (secured and unsecured).....	1545			163	1545			163	9.a.
	b. All other loans.....	1564			745	1564			745	9.b.
10.	Lease financing receivables (net of unearned income).....					2165			0	10.
	a. Leases to individuals for household, family, and other personal expenditures (i.e., consumer leases).....	F 162			0					10.a.
	b. All other leases.....	F 163			0					10.b.
11.	LESS: Any unearned income on loans reflected in items 1-9 above.....	2123			0	2123			0	11.
12.	Total (sum of items 1 through 10 minus item 11) (total of column A must equal Schedule HC, sum of items 4.a and 4.b).....	2122			722,533	2122			722,533	12.

**Schedule HC-C—Continued**

MEMORANDA

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.....
  - b. Other loans and all other leases (exclude loans to individuals for household, family, and other personal expenditures).....
2. Loans to finance commercial real estate, construction, and land development activities (not secured by real estate) included in Schedule HC-C, items 4 and 9, column A, above.....
3. Loans secured by real estate to non-U.S. addressees (domicile) (included in Schedule HC-C, item 1, column A).....

*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).....

**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.....
  - b. Carrying amount included in Schedule HC-C, items 1 through 9.....
6. Closed-end loans with negative amortization features secured by 1-4 family residential properties in domestic offices:
  - a. Total carrying amount of closed-end loans with negative amortization features secured by 1-4 family residential properties (included in Schedule HC-C, items 1.c.(2)(a) and (b)).....

*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 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 on closed-end loans secured by 1-4 family residential properties.....
  - c. Total amount of negative amortization on closed-end loans secured by 1-4 family residential properties included in the carrying amount reported in Memorandum item 6.a above.....
7. Not applicable
8. Not applicable
9. Loans secured by 1-4 family residential properties in domestic offices in process of foreclosure (included in Schedule HC-C, items 1.c.(1), 1.c.(2)(a), and 1.c.(2)(b)).....

Dollar Amounts in Thousands

BHDM	Bil	Mil	Thou	
F576		0		M.1.a.
BHCK				
1616		0		M.1.b.
BHCK				
2746		0		M.2.
B837		0		M.3.
C391		0		M.4.
C779		0		M.5.a.
C780		0		M.5.b.
F230		0		M.6.a.
F231		0		M.6.b.
F232		0		M.6.c.
BHDM				
F577		1,735		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.**

		Dollar Amounts in Thousands								
		Consolidated (Column A)				Domestic Offices (Column B)				
		BHCK	Bil	Mil	Thou	BHDM	Bil	Mil	Thou	
10.	Loans measured at fair value:									
a.	Loans secured by real estate.....	F608			0					M. 10. a.
	(1) Construction, land development, and other land loans.....					F578			0	M. 10. a.(1)
	(2) Secured by farmland (including farm residential and other improvements).....					F579			0	M. 10. a.(2)
	(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.....					F580			0	M. 10. a.(3)(a)
	(b) Closed-end loans secured by 1-4 family residential properties:									
	(i) Secured by first liens.....					F581			0	M. 10. a.(3)(b)(i)
	(ii) Secured by junior liens.....					F582			0	M. 10. a.(3)(b)(ii)
	(4) Secured by multifamily (5 or more) residential properties.....					F583			0	M. 10. a.(4)
	(5) Secured by nonfarm nonresidential properties.....					F584			0	M. 10. a.(5)
b.	Commercial and industrial loans.....	F585			0	F585			0	M. 10. b.
c.	Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper):									
	(1) Credit cards.....	F586			0	F586			0	M. 10. c.(1)
	(2) Other revolving credit plans.....	F587			0	F587			0	M. 10. c.(2)
	(3) Other consumer loans (includes single payment, installment, and all student loans).....	F588			0	F588			0	M. 10. c.(3)
d.	Other loans.....	F589			0	F589			0	M. 10. d.
11.	Unpaid principal balances of loans measured at fair value (reported in memorandum item 10):									
a.	Loans secured by real estate.....	F609			0					M. 11. a.
	(1) Construction, land development, and other land loans.....					F590			0	M. 11. a.(1)
	(2) Secured by farmland (including farm residential and other improvements).....					F591			0	M. 11. a.(2)
	(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.....					F592			0	M. 11. a.(3)(a)
	(b) Closed-end loans secured by 1-4 family residential properties:									
	(i) Secured by first liens.....					F593			0	M. 11. a.(3)(b)(i)
	(ii) Secured by junior liens.....					F594			0	M. 11. a.(3)(b)(ii)
	(4) Secured by multifamily (5 or more) residential 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)
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								
		Consolidated (Column A)			Domestic Offices (Column B)					
		BHCM	Bil	Mil	Thou	BHCK	Bil	Mil	Thou	
<b>ASSETS</b>										
1.	U.S. Treasury securities.....	3531		0		3531		0		1.
2.	U.S. government agency obligations (exclude mortgage-backed securities).....	3532		0		3532		0		2.
3.	Securities issued by states and political subdivisions in the U.S.....	3533		0		3533		0		3.
4.	Mortgage-backed securities (MBS):									
	a. Pass-through securities issued or guaranteed by FNMA, FHLMC, or GNMA.....	3534		0		3534		0		4.a.
	b. Other mortgage-backed securities issued or guaranteed by FNMA, FHLMC, or GNMA (include CMOs, REMICs, and stripped MBS).....	3535		0		3535		0		4.b.
	c. All other mortgage-backed securities.....	3536		0		3536		0		4.c.
5.	Other debt securities.....	3537		0		3537		0		5.
6.	Loans:	BHCK								
	a. Loans secured by real estate.....	F610		0						6.a.
	(1) Construction, land development, and other land loans.....					BHDM				
						F604		0		6.a.(1)
	(2) Secured by farmland (including farm residential and other improvements).....					F605		0		6.a.(2)
	(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.....					F606		0		6.a.(3)(a)
	(b) Closed-end loans secured by 1-4 family 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		0		6.b.
	c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper):									
	(1) Credit cards.....	F615		0		F615		0		6.c.(1)
	(2) Other revolving credit plans.....	F616		0		F616		0		6.c.(2)
	(3) Other consumer loans (includes single payment, installment, and all student loans).....	F617		0		F617		0		6.c.(3)
	d. Other loans.....	F618		0		F618		0		6.d.
7.	Not applicable									
8.	Not applicable									
9.	Other trading assets.....	3541		0		3541		0		9.
10.	Not applicable									
11.	Derivatives with a positive fair value.....	3543		0		3543		0		11.
12.	Total trading assets (sum of items 1 through 11) (total of column A must equal Schedule HC, item 5).....	bhct				BHDM				
		3545		0		3545		0		12.
<b>LIABILITIES</b>										
13.	a. Liabilities for short positions.....	3546		0		3546		0		13.a.
	b. All other trading liabilities.....	F624		0		F624		0		13.b.
14.	Derivatives with a negative fair value.....	3547		0		3547		0		14.
15.	Total trading liabilities (sum of items 13 a through 14) (total of column A must equal Schedule HC, item 15).....	bhct								
		3548		0		3548		0		15.

**Schedule HC-D—Continued**

MEMORANDA

Dollar Amounts in Thousands

	Consolidated (Column A)			Domestic Offices (Column B)					
	BHCK	Bil	Mil	Thou	BHDM	Bil		Mil	Thou
1. Unpaid principal balance of loans measured at fair value (reported in Schedule HC-D, items 6.a through 6.d.)									
a. Loans secured by real estate	F790			0					M.1.a.
(1) Construction, land development, and other land loans					F625			0	M.1.a.(1)
(2) Secured by farmland (including farm residential and other improvements)					F626			0	M.1.a.(2)
(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					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					F629			0	M.1.a.(3)(b)(ii)
(4) Secured by multifamily (5 or more) residential properties					F630			0	M.1.a.(4)
(5) Secured by nonfarm nonresidential properties					F631			0	M.1.a.(5)
b. Commercial and industrial loans	F632			0	F632			0	M.1.b.
c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper):									
(1) Credit cards	F633			0	F633			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			0	F635			0	M.1.c.(3)
d. Other loans	F636			0	F636			0	M.1.d.
2. Not applicable									
3. 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			0	F640			0	M.3.b.

Dollar Amounts in Thousands

	BHCK				Domestic Offices				
	Bil	Mil	Thou		BHDM	Bil	Mil		Thou
<b>Memoranda items 4 through 10 are to be completed by bank holding companies that reported average trading assets (Schedule HC-K, item 4.a.) of \$1 billion or more in any of the four preceding quarters.</b>									
4. Asset-backed securities:									
a. Residential mortgage-backed securities	F641			0				0	M.4.a.
b. Commercial mortgage-backed securities	F642			0				0	M.4.b.
c. Credit card receivables	F643			0				0	M.4.c.
d. Home equity lines	F644			0				0	M.4.d.
e. Automobile loans	F645			0				0	M.4.e.
f. Other consumer loans	F646			0				0	M.4.f.
g. Commercial and industrial loans	F647			0				0	M.4.g.
h. Other	F648			0				0	M.4.h.

**Schedule HC-D—Continued**

MEMORANDA (continued)

		Dollar Amounts in Thousands				
		BHCK	Bil	Mil	Thou	
5.	Collateralized debt obligations:					
a.	Synthetic.....	F649		0		M.5.a.
b.	Other.....	F650		0		M.5.b.
6.	Retained beneficial interests in securitizations (first-loss or equity tranches)	F651		0		M.6.
7.	Equity securities:					
a.	Readily determinable fair values.....	F652		0		M.7.a.
b.	Other.....	F653		0		M.7.b.
8.	Loans pending securitization	F654		0		M.8.
9.	Other trading assets (itemize and describe amounts included in Schedule HC-D, item 9 that are greater than \$25,000 and exceed 25% of the item)					
a.	BHTX					
	F655	F655		0		M.9.a.
b.	BHTX					
	F656	F656		0		M.9.b.
c.	BHTX					
	F657	F657		0		M.9.c.
10.	Other trading liabilities (itemize and describe amounts included in Schedule HC-D, item 13 that are greater than \$25,000 and exceed 25% of the item)					
a.	BHTX					
	F658	F658		0		M.10.a.
b.	BHTX					
	F659	F659		0		M.10.b.
c.	BHTX					
	F660	F660		0		M.10.c.

**Schedule HC-E—Deposit Liabilities <sup>(1)</sup>**

		Dollar Amounts in Thousands				
		BHCB	Bil	Mil	Thou	
1.	Deposits held in domestic offices of commercial bank subsidiaries of the reporting bank holding company:					
a.	Demand deposits.....	2210		69,543		1.a.
b.	NOW, ATS, and other transaction accounts.....	3187		80,366		1.b.
c.	Money market deposit accounts and other savings accounts.....	2389		145,052		1.c.
d.	Time deposits of less than \$100,000.....	6648		243,249		1.d.
e.	Time deposits of \$100,000 or more.....	2604		64,359		1.e.
2.	Deposits held in domestic offices of other depository institutions that are subsidiaries of the reporting bank holding company:					
a.	Noninterest-bearing balances.....	BHOD		0		2.a.
b.	NOW, ATS, and other transaction accounts.....	3189		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

		Dollar Amounts in Thousands				
		BHDM	Bil	Mil	Thou	
1.	Brokered deposits less than \$100,000 with a remaining maturity of one year or less.....	A243		6,608		M.1.
2.	Brokered deposits less than \$100,000 with a remaining maturity of more than one year.....	A164		1,065		M.2.
3.	Time deposits of \$100,000 or more with a remaining maturity of one year or less.....	A242		42,075		M.3.
		BHFN				
4.	Foreign office time deposits with a remaining maturity of one year or less.....	A245		0		M.4.

(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 Amounts in Thousands				
		BHCK	Bil	Mil	Thou	
1.	Accrued interest receivable(1).....	B556			2,554	1.
2.	Net deferred tax assets (2).....	2148			1,745	2.
3.	Interest-only strips receivable (not in the form of a security) (3) on:					
a.	Mortgage loans.....	A519			0	3.a.
b.	Other financial assets.....	A520			0	3.b.
4.	Equity securities that DO NOT have readily determinable fair values (4).....	1752			3,889	4.
5.	Life insurance assets.....	C009			3,044	5.
6.	Other.....	2168			16,311	6.
		bhct				
7.	Total (sum of items 1 through 6) (must equal Schedule HC, item 11).....	2160			27,543	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 HC, item 2.b, or as trading assets in Schedule HC, item 5, as appropriate.  
 (4) Include Federal Reserve stock, Federal Home Loan Bank stock, and bankers' bank stock.

**Schedule HC-G—Other Liabilities**

		Dollar Amounts in Thousands				
		BHCK	Bil	Mil	Thou	
1.	Not applicable					
2.	Net deferred tax liabilities (1).....	3049			0	2.
3.	Allowance for credit losses on off-balance sheet credit exposures.....	B557			0	3.
4.	Other.....	B984			15,575	4.
		bhct				
5.	Total (sum of items 2 through 4) (must equal Schedule HC, item 20).....	2750			15,575	5.

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

**Schedule HC-H—Interest Sensitivity <sup>(1)</sup>**

		Dollar Amounts in Thousands				
		BHCK	Bil	Mil	Thou	
1.	Earning assets that are repriceable within one year or mature within one year.....	3197			282,235	1.
2.	Interest-bearing deposit liabilities that reprice within one year or mature within one year included in item 13.a.(2) and 13.b.(2) on Schedule HC, Balance Sheet.....	3296			416,370	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			0	4.
5.	Long-term debt reported in Schedule HC, item 19.a on the Balance Sheet that is scheduled to mature within one year.....	3409			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.)

**ASSETS**

- 1. Reinsurance recoverables.....
- 2. Total assets.....

Dollar Amounts in Thousands

BHCK	Bil	Mil	Thou	
B988			0	1.
C244			0	2.

**LIABILITIES**

- 3. Claims and claims adjustment expense reserves.....
- 4. Unearned premiums.....
- 5. Total equity.....
- 6. Net Income.....

B990			0	3.
B991			0	4.
C245			0	5.
C246			0	6.

**Part II. Life and Health Underwriting**

**ASSETS**

- 1. Reinsurance recoverables.....
- 2. Separate account assets.....
- 3. Total assets.....

Dollar Amounts in Thousands

BHCK	Bil	Mil	Thou	
C247			0	1.
B992			0	2.
C248			0	3.

**LIABILITIES**

- 4. Policy holder benefits and contract holder funds.....
- 5. Separate account liabilities.....
- 6. Total equity.....
- 7. Net income.....

B994			0	4.
B996			0	5.
C249			0	6.
C250			0	7.

**Schedule HC-K—Quarterly Averages**

**ASSETS**

- 1. Securities.....
- 2. Federal funds sold and securities purchased under agreements to resell.....
- 3. 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.....
- 4. a. Trading assets.....
- b. Other earning assets.....
- 5. Total consolidated assets.....

Dollar Amounts in Thousands

BHCK	Bil	Mil	Thou	
3515		13,186		1.
3365		1,450		2.
3516		695,745		3.
BHDM				
3465		112,592		3 a.
3466		438,313		3 b.
F724		144,840		3 c.
BHCK				
3401		0		4 a.
B985		3,889		4 b.
3368		763,542		5.
<b>LIABILITIES</b>				
3517		518,120		6.
3404		0		7.
3353		9,133		8.
2635		85,968		9.
10. Not applicable				
<b>EQUITY CAPITAL</b>				
3519		39,160		11.

**LIABILITIES**

- 6. Interest-bearing deposits (domestic).....
- 7. Interest-bearing deposits (foreign).....
- 8. Federal funds purchased and securities sold under agreements to repurchase.....
- 9. All other borrowed money.....
- 10. Not applicable

**EQUITY CAPITAL**

- 11. Equity capital (excludes limited-life preferred stock).....

For Federal Reserve Bank Use Only			
C.I.			

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

Dollar Amounts in Thousands

	BHCK	Bil	Mil	Thou	
1. Unused commitments (report only the unused portions of commitments that are fee paid or otherwise legally binding):					
a. Revolving, open-end loans secured by 1-4 family residential properties, e.g., home equity lines .....	3814		40,973		1.a.
b. Credit card lines .....	3815		16,499		1.b.
c. (1) Commitments to fund commercial real estate, construction, and land development loans secured by real estate (sum of items 1.c.(1)(a) and (b) must equal item 1.c.(1)).....	3816		54,938		1.c.(1)
(a) 1-4 family residential construction loan commitments.....	F164		2,094		1.c.(1)(a)
(b) Commercial real estate, other construction loan, and land development loan commitments.....	F165		52,844		1.c.(1)(b)
(2) Commitments to fund commercial real estate, construction, and land development loans NOT secured by real estate.....	6550		0		1.c.(2)
d. Securities underwriting .....	3817		0		1.d.
e. Other unused commitments .....	3818		79,841		1.e.
2. Financial standby letters of credit and foreign office guarantees .....	6566		443		2.
a. Amount of financial standby letters of credit conveyed to others .....	3820		25		2.a.
3. Performance standby letters of credit and foreign office guarantees .....	6570		1,855		3.
a. Amount of performance standby letters of credit conveyed to others .....	3822		0		3.a.
4. Commercial and similar letters of credit .....	3411		0		4.
5. Not applicable					
6. Securities lent .....	3433		0		6.

7. Credit derivatives:

a. Notional amounts:

- (1) Credit default swaps .....
- (2) Total return swaps .....
- (3) Credit options.....
- (4) Other credit derivatives.....

b. Gross fair values:

- (1) Gross positive fair value.....
- (2) Gross negative fair value.....

Guarantor (Column A)				Beneficiary (Column B)				
BHCK	Bil	Mil	Thou	BHCK	Bil	Mil	Thou	
C968		0		C969		0		7.a.(1)
C970		0		C971		0		7.a.(2)
C972		0		C973		0		7.a.(3)
C974		0		C975		0		7.a.(4)
								7.b.
C219		0		C221		0		7.b.(1)
C220		0		C222		0		7.b.(2)

Dollar Amounts in Thousands

	BHCK	Bil	Mil	Thou		
8. Spot foreign exchange contracts	8765			0	8.	
9. All other off-balance-sheet items (exclude derivatives)(include in item 9 the aggregate amount of all other off-balance sheet items that individually exceed 10% of Schedule HC, item 28, "Total equity capital") (itemize and describe in items 9.a through 9.g only amounts that exceed 25% of Schedule HC, item 28)						
a. Securities borrowed.....	3430			0	9.	
b. Commitments to purchase when-issued securities.....	3432			0	9.a.	
c. Commitments to sell when-issued securities.....	3434			0	9.b.	
d. TEXT						
6561				6561	0	9.d.
e. TEXT						
6562				6562	0	9.e.
f. TEXT						
6568				6568	0	9.f.
g. TEXT						
6586				6586	0	9.g.
10. Not applicable						

Schedule HC-L—Continued

Dollar Amounts in Thousands

Derivatives Position Indicators	(Column A) Interest Rate Contracts				(Column B) Foreign Exchange Contracts				(Column C) Equity Derivative Contracts				(Column D) Commodity and Other Contracts				
	Tril	Bil	Mil	Thou	Tril	Bil	Mil	Thou	Tril	Bil	Mil	Thou	Tril	Bil	Mil	Thou	
	11. Gross amounts (e.g., notional amounts (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	0				0				0				0				11.b.
	BHCK 8697				BHCK 8698				BHCK 8699				BHCK 8700				
c. Exchange-traded option contracts:																	
(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	116,052				0				0				0				11.d.(1)
	BHCK 8709				BHCK 8710				BHCK 8711				BHCK 8712				
(2) Purchased options	0				0				0				0				11.d.(2)
	BHCK 8713				BHCK 8714				BHCK 8715				BHCK 8716				
e. Swaps	226,283				0				0				0				11.e.
	BHCK 3450				BHCK 3826				BHCK 8719				BHCK 8720				
12. Total gross amount of derivative contracts held for trading	342,335				0				0				0				12.
	BHCK A126				BHCK A127				BHCK 8723				BHCK 8724				
13. Total gross amount of derivative contracts held for purposes other than trading	0				0				0				0				13.
	BHCK 8725				BHCK 8726				BHCK 8727				BHCK 8728				
14. Gross fair values of derivative contracts:																	
a. Contracts held for trading:																	
(1) Gross positive fair value	11,588				0				0				0				14.a.(1)
	BHCK 8733				BHCK 8734				BHCK 8735				BHCK 8736				
(2) Gross negative fair value	11,588				0				0				0				14.a.(2)
	BHCK 8737				BHCK 8738				BHCK 8739				BHCK 8740				
b. Contracts held for purposes other than trading:																	
(1) Gross positive fair value	0				0				0				0				14.b.(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				



Schedule HC-M—Memoranda

Dollar Amounts in Thousands

	NUMBER (UNROUNDED)	BHCK	Bil	Mil	Thou		
1. Total number of bank holding company common shares outstanding	3459	16,020				1.	
2. Debt maturing in one year or less (included in Schedule HC, items 16 and 19.a) that is issued to unrelated third parties by bank subsidiaries	6555				0	2.	
3. Debt maturing in more than one year (included in Schedule HC, items 16 and 19.a) that is issued to unrelated third parties by bank subsidiaries	6556				0	3.	
4. Other assets acquired in satisfaction of debts previously contracted	6557				0	4.	
5. Securities purchased under agreements to resell in offset against securities sold under agreements to repurchase on Schedule HC	A288				0	5.	
6. Investments in real estate (to be reported only by bank holding companies authorized by the Federal Reserve to have real estate investments)	3656				0	6.	
7. Not applicable							
8. Has the bank holding company entered into a business combination during the calendar year that was accounted for by the purchase method of accounting? (Enter "1" for yes; enter "0" for no)	BHCK				0	8.	
9. Has the bank holding company restated its financial statements during the last quarter as a result of new or revised Statements of Financial Accounting Standards? (Enter "1" for yes; enter "0" for no)	BHCK				0	9.	
10. Not applicable							
11. Have all changes in investments and activities been reported to the Federal Reserve 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 holding company must enter "1" for yes or for no changes to report; or enter "0" for no. If the answer to this question is no, complete the FR Y-10.	BHCK				1	11.	
<div style="border: 1px solid black; padding: 2px;">TEXT</div> <div style="border: 1px solid black; padding: 2px;">6428</div>							
Name of bank holding company official verifying FR Y-10 reporting (Please type or print)						Area Code and Phone Number (TEXT 9009)	
12. Intangible assets other than goodwill:							
a. Mortgage servicing assets:							
(1) Estimated fair value of mortgage servicing assets	6438	834				12.a.(1)	
b. Purchased credit card relationships and nonmortgage servicing assets	B026				0	12.b.	
c. All other identifiable intangible assets	5507				0	12.c.	
d. Total (sum of items 12.a, 12.b, and 12.c) (must equal Schedule HC, item 10.b)	bhct				834	12.d.	
13. Other real estate owned:							
a. Real estate acquired in satisfaction of debts previously contracted	BHCK				552	13.a.	
b. Other real estate owned	2745				0	13.b.	
c. Total (sum of items 13.a and 13.b) (must equal Schedule HC, item 7)	bhct				552	13.c.	
14. Other borrowed money:							
a. Commercial paper	BHCK				0	14.a.	
b. Other borrowed money with a remaining maturity of one year or less	2309				55,300	14.b.	
c. Other borrowed money with a remaining maturity of more than one year	2332				63,250	14.c.	
d. Total (sum of items 14.a, 14.b, and 14.c) (must equal Schedule HC, item 16)	2333				118,550	14.d.	
15. Does the holding company sell private label or third party mutual funds and annuities? (Enter "1" for yes; enter "0" for no)	BHCK				1	15.	
16. Assets under management in proprietary mutual funds and annuities	B570				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 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 nonfinancial 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		
C159		N/A

18.

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).....

BHCK		
C700		0
C701		0

19.a.  
19.b.

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-Bliley Act.....

BHCK	Bil	Mil	Thou
C252			0
4832			0
4833			0
4834			0
5041			0
5043			0
5045			0
5047			0
C253			0

20.a.  
20.b.(1)  
20.b.(2)  
20.b.(3)  
20.c.(1)  
20.c.(2)  
20.c.(3)  
20.d.  
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](http://www.examplebhc.com/riskdisclosures))

TEXT C497	http://	
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22.

**Memoranda item 23 is to be completed by all bank holding companies.**

23. Secured liabilities:

- a. Amount of "Federal funds purchased in domestic offices" that are secured (included in Schedule HC, item 14 a).....
- b. Amount of "Other borrowings" that are secured (included in Schedule HC-M, item 14.d).....

Dollar Amounts in Thousands

BHCK	Bil	Mil	Thou	
F064	0			23.a.
F065	112,750			23.b.

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

	(Column A) Past due 30 through 89 days and still accruing			(Column B) Past due 90 days or more and still accruing			(Column C) Nonaccrual		
	BHCK	Bil	Thou	BHCK	Bil	Thou	BHCK	Bil	Thou
1. Loans secured by real estate:									
a. Construction, land development, and other land loans in domestic offices:									
(1) 1-4 family residential construction loans.....	F172	0		F174	0		F176	0	1.a.(1)
(2) Other construction loans and all land development and other land loans.....	F173	4,411		F175	0		F177	248	1.a.(2)
b. Secured by farmland in domestic offices.....	3493	0		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 of credit.....	5398	370		5399	0		5400	144	1.c.(1)
(2) Closed-end loans secured by 1-4 family residential properties:									
(a) Secured by first liens.....	C236	3,558		C237	0		C229	2,492	1.c.(2).(a)
(b) Secured by junior liens.....	C238	997		C239	0		C230	201	1.c.(2).(b)
d. Secured by multifamily (5 or more) residential properties in domestic offices.....	3499	0		3500	0		3501	0	1.d.
e. Secured by nonfarm non-residential properties in domestic offices:									
(1) Loans secured by owner-occupied nonfarm non-residential properties.....	F178	0		F180	0		F182	463	1.e.(1)
(2) Loans secured by other nonfarm nonresidential properties.....	F179	202		F181	0		F183	449	1.e.(2)
f. In foreign offices.....	B572	0		B573	0		B574	0	1.f.

Schedule HC-N—Continued

	(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			
	BHCK	Bil	Thou	BHCK	Bil	Thou	BHCK	Bil	Thou	
2. Loans to depository institutions and acceptances of other banks:										
a. U.S. banks and other U.S. depository institutions.....	5377		0	5378		0	5379		0	2 a.
b. Foreign banks.....	5380		0	5381		0	5382		0	2 b.
3. Loans to finance agricultural production and other loans to farmers.....	1594		0	1597		0	1583		0	3.
4. Commercial and industrial loans.....	1606		857	1607		0	1608		355	4.
5. Loans to individuals for household, family, and other personal expenditures:										
a. Credit Cards.....	B575		68	B576		0	B577		69	5 a.
b. Other (includes single payment, installment, all student loans, and revolving credit plans other than credit cards).....	B578		110	B579		0	B580		53	5 b.
6. Loans to foreign governments and official institutions.....	5389		0	5390		0	5391		0	6.
7. All other loans.....	5459		0	5460		0	5461		0	7.
8. Lease financing receivables:										
a. Leases to individuals for household, family, and other personal expenditures.....	F166		0	F167		0	F168		0	8 a.
b. All other leases.....	F169		0	F170		0	F171		0	8 b.
9. Debt securities and other assets (exclude other real estate owned and other repossessed assets).....	3505		0	3506		0	3507		0	9.
10. TOTAL (sum of items 1 through 9).....	5524		10,573	5525		0	5526		4,474	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.

	(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			
	BHCK	Bil	Thou	BHCK	Bil	Thou	BHCK	Bil	Thou	
11. Loans and leases reported in items 1 through 8 above which are wholly or partially guaranteed by the U.S. Government.....	5612		0	5613		0	5614		0	11.
a. Guaranteed portion of loans and leases (exclude rebooked "GNMA loans") included in item 11 above.....	5615		0	5616		0	5617		0	11. a.
b. Rebooked "GNMA loans" that have been repurchased or are eligible for repurchase included in item 11 above.....	C866		0	C867		0	C868		0	11. b.

MEMORANDA

	(Column A) Past due 30 through 89 days and still accruing			(Column B) Past due 90 days or more and still accruing			(Column C) Nonaccrual			
	BHCK	Bil	Thou	BHCK	Bil	Thou	BHCK	Bil	Thou	
1. Restructured loans and leases included in items 1 through 8 above (and not reported in Schedule HC-C, memoranda item 1):										
a. Loans secured by 1-4 family residential properties in domestic offices.....	F661		0	F662		0	F663		0	M.1. a.
b. Other loans and all other leases (exclude loans to individuals for household, family, and other personal expenditures).....	1658		0	1659		0	1661		0	M.1. b.

Schedule HC-N—Continued

MEMORANDA (continued)

	(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				
	BHCK	Bil	Mil	Thou	BHCK	Bil	Mil	Thou	BHCK	Bil	Mil	Thou	
2. Loans to finance commercial real estate, construction, and land development activities (not secured by real estate) included in Schedule HC-N, items 4 and 7 above.....	6558		0		6559		0		6560		0		M.2.
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.....	3508		0		1912		0		1913		0		M.3.
4. Not Applicable													
5. Loans and leases held-for-sale and loans measured at fair value (included in Schedule (HC-N, items 1 through 8 above):													
a. Loans and leases held for sale.....	C240		0		C241		0		C226		0		M.5.a.
b. Loans measured at fair value:													
(1) Fair value.....	F664		0		F665		0		F666		0		M.5.b.(1)
(2) Unpaid principal balance.....	F667		0		F668		0		F669		0		M.5.b.(2)

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).

	BHCK			Thou	BHCK			Thou	
	Bil	Mil	Thou		Bil	Mil	Thou		
6. Interest rate, foreign exchange rate, and commodity and equity contracts: Fair value of amounts carried as assets.....	3529		N/A		3530		N/A		M.6.

	BHCK	Bil	Mil	Thou	
7. Additions to nonaccrual assets during the quarter.....	C410		2,060		M.7.
8. Nonaccrual assets sold during the quarter.....	C411		0		M.8.

**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 assets<sup>1</sup> 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 resale<sup>2</sup> from all sources, loan sales, or quarter-end loans held for sale in domestic offices exceed \$10 million for two consecutive quarters.

		Dollar Amounts in Thousands				
		BHCK	Bil	Mil	Thou	
1.	Retail originations during the quarter of 1-4 family residential mortgage loans for sale:(2)					
a.	Closed-end first liens.....	F066		24,736		1.a.
b.	Closed-end junior liens.....	F067		0		1.b.
c.	Open-end loans extended under lines of credit:	BHDM				
(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)					
a.	Closed-end first liens.....	BHCK				
		F068		0		2.a.
b.	Closed-end junior liens.....	F069		0		2.b.
c.	Open-end loans extended under lines of credit:	BHDM				
(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				
a.	Closed-end first liens.....	F070		10,271		3.a.
b.	Closed-end junior liens.....	F071		0		3.b.
c.	Open-end loans extended under lines of credit:	BHDM				
(1)	Total commitment under the lines of credit.....	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				
a.	Closed-end first liens.....	F072		15,511		4.a.
b.	Closed-end junior liens.....	F073		0		4.b.
c.	Open-end loans extended under lines of credit:	BHDM				
(1)	Total commitment under the lines of credit.....	F676		0		4.c.(1)
(2)	Principal amount funded under the lines of credit.....	F677		0		4.c.(2)
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):	BHCK				
a.	Closed-end 1-4 family residential mortgage loans.....	F184		1,346		5.a.
b.	Open-end 1-4 family residential mortgage loans extended under lines of credit.....	BHDM				
		F560		0		5.b.
6.	Repurchase and indemnifications of 1-4 family residential mortgage loans during the quarter:					
a.	Closed-end first liens.....	F678		0		6.a.
b.	Closed-end junior liens.....	F679		0		6.b.
c.	Open-end loans extended under lines of credit:					
(1)	Total commitment under the lines of credit.....	F680		0		6.c.(1)
(2)	Principal amount funded under the lines of credit.....	F681		0		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)																				
(Column A) Total Fair Value Reported on Schedule HC				(Column B) LESS: Amounts Netted in the Determination of Total Fair Value				(Column C) Level 1 Fair Value Measurements				(Column D) Level 2 Fair Value Measurements				(Column E) Level 3 Fair Value Measurements				
Dollar Amounts in Thousands																				
BHCK	Bil	Mil	Thou	BHCK	Bil	Mil	Thou	BHCK	Bil	Mil	Thou	BHCK	Bil	Mil	Thou	BHCK	Bil	Mil	Thou	
<b>ASSETS</b>																				
1. Loans and leases .....	F243		0	F682		0	F690		0	F244		0	F245		0					1.
2. Trading assets .....	F246		0	F683		0	F691		0	F247		0	F248		0					2.
a. Nontrading securities at fair value with changes in fair value reported in current earnings (included in Schedule HC-Q, item 2, above) .....	F240		0	F684		0	F692		0	F241		0	F242		0					2.a.
3. All other financial assets and servicing assets .....	F249		0	F685		0	F693		0	F250		0	F251		0					3.
<b>LIABILITIES</b>																				
4. Deposits .....	F252		0	F686		0	F694		0	F253		0	F254		0					4.
5. Trading liabilities .....	F255		0	F687		0	F695		0	F256		0	F257		0					5.
6. All other financial liabilities and servicing liabilities.....	F258		0	F688		0	F696		0	F259		0	F260		0					6.
7. Loan commitments (not accounted for as derivatives).....	F261		0	F689		0	F697		0	F262		0	F263		0					7.

**Schedule HC-R—Regulatory Capital**

This schedule is to be submitted on a consolidated basis.

**Tier 1 capital**

- 1. Total equity capital (from Schedule HC, item 28) .....
- 2. LESS: Net unrealized gains (losses) on available-for-sale securities (1) (if a gain, report as a positive value; if a loss, report as a negative value).....
- 3. LESS: Net unrealized loss on available-for-sale equity securities (1) (report loss as a positive value) .....
- 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).....
- 5. LESS: Nonqualifying perpetual preferred stock .....
- 6.a. Qualifying minority interests in consolidated subsidiaries and similar items .....
- b. Qualifying trust preferred securities (2) .....
- 7.a. LESS: Disallowed goodwill and other disallowed intangible assets .....
- b. LESS: Cumulative change in fair value of all financial liabilities accounted for under a fair value option that is included in retained earnings and is attributable to changes in the bank holding company's own credit worthiness (if a net gain, report as a positive value; if a net loss, report as a negative value) .....
- 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 .....
- b. LESS: Disallowed deferred tax assets .....
- 10. Other additions to (deductions from) Tier 1 capital .....
- 11. Tier 1 capital (sum of items 8 and 10, less items 9.a and 9.b) .....

Dollar Amounts in Thousands

bhcx	Bil	Mil	Thou	
3210			37,855	1.
BHCK				
8434			81	2.
A221			0	3.
4336			0	4.
B588			0	5.
B589			0	6.a.
C502		13,325		6.b.
B590			0	7.a.
F264			0	7.b.
C227		51,099		8.
B591			83	9.a.
5610			0	9.b.
B592			0	10.
8274		51,016		11.

**Tier 2 capital**

- 12. Qualifying subordinated debt and redeemable preferred stock .....
- 13. Cumulative perpetual preferred stock includible in Tier 2 capital .....
- 14. Allowance for loan and lease losses includible in Tier 2 capital .....
- 15. Unrealized gains on available-for-sale equity securities includible in Tier 2 capital .....
- 16. Other Tier 2 capital components .....
- 17. Tier 2 capital (sum of items 12 through 16) .....
- 18. Allowable Tier 2 capital (lesser of item 11 or 17) .....
- 19. Tier 3 Capital allocated for market risk .....
- 20. LESS: Deductions for total risk-based capital .....
- 21. Total risk-based capital (sum of items 11, 18, and 19, less item 20) .....

5306	13,485			12.
B593	0			13.
5310	8,166			14.
2221	0			15.
B594	0			16.
5311	21,651			17.
8275	21,651			18.
1395	0			19.
B595	0			20.
3792	72,667			21.

**Total assets for leverage ratio**

- 22. Average total assets (from Schedule HC-K, item 5) .....
- 23. LESS: Disallowed goodwill and other disallowed intangible assets (from item 7.a above) .....
- 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) .....
- 26. LESS: Other deductions from assets for leverage capital purposes .....
- 27. Average total assets for leverage capital purposes (item 22 less items 23 through 26) .....
- 28.-30. Not applicable

bhct				
3368	763,542			22.
B590	0			23.
B591	83			24.
5610	0			25.
BHCK				
B596	0			26.
A224	763,459			27.

**Capital ratios**

- 31. Tier 1 leverage ratio (item 11 divided by item 27) .....
- 32. Tier 1 risk-based capital ratio (item 11 divided by item 21) .....
- 33. Total risk-based capital ratio (item 21 divided by item 27) .....

BHCK	Percentage	
7204	6.68 %	31.
7206	6.59 %	32.
7205	9.39 %	33.

(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 B)			(Column C)			(Column D)			(Column E)			(Column F)				
Totals (from Schedule HC)			Items Not Subject to Risk-Weighting			Allocation by Risk Weight Category													
						0%			20%			50%			100%				
Dollar Amounts in Thousands			Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou		
Balance Sheet Asset Categories			BHCE			BHC0			BHC2			BHC5			BHC9				
34. Cash and due from depository institutions (Column A equals the sum of Schedule HC, items 1.a. 1.b.(1) and 1.b.(2)).....	BHCK 0010																		34.
	38,201		0		15,763		22,438										0		
35. Held-to-maturity securities.....	BHXC 1754																		35.
	0		0		0		0		0		0		0		0		0		
36. Available-for-sale securities.....	BHXC 1773																		36.
	16,183		135		0		15,648		0		0		400						
37. Federal funds sold and securities purchased under agreements to resell.....	BHCK C225																		37.
	0				0		0						0				0		
38. Loans and leases held for sale.....	BHCT 5369																		38.
	15,511		0		0		0		15,511		0		0				0		
39. Loans and leases, net of unearned income.....	BHCT B528																		39.
	707,022		0		0		9,870		117,594		579,558								
40. LESS: Allowance for loan and lease losses.....	BHXC 3123																		40.
	8,166		8,166																
41. Trading assets.....	BHXC 3545																		41.
	0		0		0		0		0		0		0		0		0		
42. All other assets (1).....	BHCK B639																		42.
	47,134		(83)		0		3,800		0		43,417								
43. Total assets (sum of items 34 through 42).....	BHCT 2170																		43.
	815,885		(8,114)		15,763		51,756		133,105		623,375								

(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) Face Value or Notional Amount			Credit Conversion Factor	(Column B) Credit Equivalent Amount (1)			(Column C) Allocation by Risk Weight Category			(Column D)			(Column E)			(Column F)		
	0%				20%			50%			100%								
	Bil	Mil	Thou		Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou
Dollar Amounts in Thousands																			
<b>Derivatives and Off-Balance Sheet Items</b>	BHCK B546				BHCE			BHC0			BHC2			BHC5			BHC9		
44. Financial standby letters of credit....	443			1.00 or 12.5 <sup>2</sup>	443			0			0			0				443	44.
45. Performance standby letters of credit.....	1,855			.50	928			0			0			0				928	45.
46. Commercial and similar letters of credit.....	0			.20	0			0			0			0				0	46.
47. Risk participations in bankers acceptances acquired by the reporting institution.....	0			1.00	0			0			0			0				0	47.
48. Securities lent.....	0			1.00	0			0			0			0				0	48.
49. Retained recourse on small business obligations sold with recourse.....	0			1.00	0			0			0			0				0	49.
50. Recourse and direct credit substitutes (other than financial standby letters of credit) subject to the low-level exposure rule and residual interests subject to a dollar-for-dollar capital requirement (3)	4,119			12.50	42,014													42,014	50.
51. All other financial assets sold with recourse.....	4,045			1.00	4,045			0			0			4,045				0	51.
52. All other off-balance sheet liabilities.....	0			1.00	0			0			0			0				0	52.
53. Unused commitments with an original maturity exceeding one year.....	58,840			.50	29,420			0			0			5,146				24,274	53.
54. Derivative contracts.....								2,546			0			2,546					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

Dollar Amounts in Thousands

Totals

- 55. Total assets, derivatives, and off-balance sheet items by risk weight category (for each column, sum of items 43 through 54).....
- 56. Risk weight factor.....
- 57. Risk-weighted assets by risk weight category (for each column, item 55 multiplied by item 56).....
- 58. Market risk equivalent assets.....
- 59. Risk-weighted assets before deductions for excess allowance for loan and lease losses and allocated transfer risk reserve (sum of item 57, columns C through F, and item 58).....
- 60. LESS: Excess allowance for loan and lease losses.....
- 61. LESS: Allocated transfer risk reserve.....
- 62. Total risk-weighted assets (item 59 minus items 60 and 61).....

(Column C)			(Column D)			(Column E)			(Column F)		
Allocation by Risk Weight Category											
0%			20%			50%			100%		
Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou
BHCK B696			BHCK B697			BHCK B698			BHCK B699		
15,763			51,756			144,842			691,034		
x 0%			x 20%			x 50%			x 100%		
BHCK B700			BHCK B701			BHCK B702			BHCK B703		
0			10,351			72,421			691,034		
									BHCK 1651		
									0		
									BHCK B704		
									773,806		
									BHCK A222		
									0		
									BHCK 3128		
									0		
									BHCK A223		
									773,806		

Schedule HC-R—Continued

MEMORANDA

Dollar Amounts in Thousands

BHCK	Bil	Mil	Thou
8764			0

1. Current credit exposure across all derivative contracts covered by the risk-based capital standards.....

M.1.

2. Notional principal amounts of derivative contracts: (1)

With a remaining maturity of														
(Column A)					(Column B)					(Column C)				
One year or less					Over one year through five years					Over five years				
BHCK	Tril	Bil	Mil	Thou	BHCK	Tril	Bil	Mil	Thou	BHCK	Tril	Bil	Mil	Thou
3809			0		8766			84,837		8767			141,446	
3812			0		8769			0		8770			0	
8771			0		8772			0		8773			0	
8774			0		8775			0		8776			0	
8777			0		8778			0		8779			0	
A000			0		A001			0		A002			0	
C980			0		C981			0		C982			0	
C983			0		C984			0		C985			0	

M.2.a.

M.2.b.

M.2.c.

M.2.d.

M.2.e.

M.2.f.

M.2.g.(1)

M.2.g.(2)

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 .....

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	Mil	Thou
5479			0
5990			0
C498			0
A507			0
2771			0
5483			0
5484			0
F031			0

3.a.

3.b.

3.c.

3.d.

4.

5.a.

5.b.

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**

Dollar Amounts in Thousands

**Securitization Activities**

1. Outstanding principal balance of assets sold and securitized with servicing retained or with recourse or other seller-provided credit enhancements.....

(Column A) 1-4 Family Residential Loans			(Column B) Home Equity Lines			(Column C) Credit Card Receivables			(Column D) Auto Loans			(Column E) Other Consumer Loans			(Column F) Commercial and Industrial Loans			(Column G) All Other Loans All Leases, and All Other Assets		
Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou
BHCK B705			BHCK B706			BHCK B707			BHCK B708			BHCK B709			BHCK B710			BHCK B711		
0			0			0			0			0			0			0		

2. Maximum amount of credit exposure arising from recourse or other seller-provided credit enhancements provided to structures reported in item 1 in the form of:

a. Credit enhancing interest-only strips (included in HC-B, HC-D, or HC-F).....

BHCK B712			BHCK B713			BHCK B714			BHCK B715			BHCK B716			BHCK B717			BHCK B718		
0			0			0			0			0			0			0		

b. Subordinated securities, and other residual interests.....

BHCK C393			BHCK C394			BHCK C395			BHCK C396			BHCK C397			BHCK C398			BHCK C399		
0			0			0			0			0			0			0		

c. Standby letters of credit and other enhancements.....

BHCK C400			BHCK C401			BHCK C402			BHCK C403			BHCK C404			BHCK C405			BHCK C406		
0			0			0			0			0			0			0		

3. Reporting institution's unused commitments to provide liquidity to structures reported in item 1.....

BHCK B726			BHCK B727			BHCK B728			BHCK B729			BHCK B730			BHCK B731			BHCK B732		
0			0			0			0			0			0			0		

4. Past due loan amounts included in item 1:

a. 30-89 days past due.....

BHCK B733			BHCK B734			BHCK B735			BHCK B736			BHCK B737			BHCK B738			BHCK B739		
0			0			0			0			0			0			0		

b. 90 days or more past due.....

BHCK B740			BHCK B741			BHCK B742			BHCK B743			BHCK B744			BHCK B745			BHCK B746		
0			0			0			0			0			0			0		

5. Charge-offs and recoveries on assets sold and securitized with servicing retained or with recourse or other seller-provided credit enhancements (calendar year-to-date)

a. Charge-offs.....

BHCK B747			BHCK B748			BHCK B749			BHCK B750			BHCK B751			BHCK B752			BHCK B753		
0			0			0			0			0			0			0		

b. Recoveries.....

BHCK B754			BHCK B755			BHCK B756			BHCK B757			BHCK B758			BHCK B759			BHCK B760		
0			0			0			0			0			0			0		

Schedule HC-S—Continued

Dollar Amounts in Thousands

	(Column A) 1-4 Family Residential Loans			(Column B) Home Equity Lines			(Column C) Credit Card Receivables			(Column D) Auto Loans			(Column E) Other Consumer Loans			(Column F) Commercial and Industrial Loans			(Column G) All Other Loans All Leases, and All Other Assets			
	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	
6. Amount of ownership (or seller's) interests carried as:																						
a. Securities (included in HC-B).....	BHCK B761			BHCK B762									BHCK B763									6.a.
	0			0									0									
b. Loans (included in HC-C).....	BHCK B500			BHCK B501									BHCK B502									6.b.
	0			0									0									
7. Past due loan amounts included in interests reported in item 6.a:																						
a. 30-89 days past due.....	BHCK B764			BHCK B765									BHCK B766									7.a.
	0			0									0									
b. 90 days or more past due.....	BHCK B767			BHCK B768									BHCK B769									7.b.
	0			0									0									
8. Charge-offs and recoveries on loan amounts included in interests reported in item 6.a (calendar year-to-date)																						
a. Charge-offs.....	BHCK B770			BHCK B771									BHCK B772									8.a.
	0			0									0									
b. Recoveries.....	BHCK B773			BHCK B774									BHCK B775									8.b.
	0			0									0									
<b>For Securitization Facilities Sponsored By or Otherwise Established By Other Institutions</b>																						
9. Maximum amount of credit exposure arising from credit enhancements provided by the reporting institution to other institutions' securitization structures in the form of standby letters of credit, purchased subordinated securities, and other enhancements.....	BHCK B776	BHCK B777	BHCK B778	BHCK B779	BHCK B780	BHCK B781	BHCK B782															9.
	0	0	0	0	0	0	0															
10. Reporting institution's unused commitments to provide liquidity to other institution's securitization structures.....	BHCK B783	BHCK B784	BHCK B785	BHCK B786	BHCK B787	BHCK B788	BHCK B789															10.
	0	0	0	0	0	0	0															
<b>Asset Sales</b>																						
11. Assets sold with recourse or other seller-provided credit enhancements and not securitized.....	BHCK B790	BHCK B791	BHCK B792	BHCK B793	BHCK B794	BHCK B795	BHCK B796															11.
	117,860	0	0	0	0	0	0															
12. Maximum amount of credit exposure arising from recourse or other seller-provided credit enhancements provided to assets reported in item 11...	BHCK B797	BHCK B798	BHCK B799	BHCK B800	BHCK B801	BHCK B802	BHCK B803															12.
	4,119	0	0	0	0	0	0															



**Schedule HC-S—Continued**

MEMORANDA

Dollar Amounts in Thousands

	BHCK	Bil	Mil	Thou	
1. Small business obligations transferred with recourse under Section 208 of the Riegle Community Development and Regulatory Improvement Act of 1994:					
a. Outstanding principal balance.....	A249		0		M.1.a.
b. Amount of retained recourse or other seller-provided credit enhancements on these obligations as of the report date.....	A250		0		M.1.b.
2. Outstanding principal balance of assets serviced for others (includes participations serviced for others):					
a. 1-4 family residential mortgages serviced with recourse or other servicer-provided credit enhancements.....	B804		117,860		M.2.a.
b. 1-4 family residential mortgages serviced with no recourse or other servicer-provided credit enhancements.....	B805		64,175		M.2.b.
c. Other financial assets (1).....	A591		28,691		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.
3. Asset-backed commercial paper conduits:					
a. Maximum amount of credit exposure arising from credit enhancements provided to conduit structures in the form of standby letters of credit, subordinated securities, and other enhancements:					
(1) Conduits sponsored by the bank, a bank affiliate, or the bank 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				
		BHBC	Bil	Mil	Thou	
1.	Average loans and leases (net of unearned income).....	3516			N/A	1.
2.	Average earning assets.....	3402			N/A	2.
3.	Average total consolidated assets.....	3368			N/A	3.
4.	Average equity capital.....	3519			N/A	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:

TEXT	BHCK	Bil	Mil	Thou
0000 Sch. HC, item 16, New loan to holding company's ESOP guaranteed by bank holding company				
	0000			750

**Notes to the Balance Sheet—Other**

		Dollar Amount in Thousands				
		BHCK	Bil	Mil	Thou	
1.	5356					
		5356			N/A	1.
2.	5357					
		5357			N/A	2.
3.	5358					
		5358			N/A	3.
4.	5359					
		5359			N/A	4.
5.	5360					
		5360			N/A	5.
6.	B027					
		B027			N/A	6.
7.	B028					
		B028			N/A	7.
8.	B029					
		B029			N/A	8.
9.	B030					
		B030			N/A	9.
10.	B031					
		B031			N/A	10.

Notes to the Balance Sheet—Other, Continued

		Dollar Amounts in Thousands			
	TEXT	BHCK	Bil	Mil	Thou
11.	B032				
		B032			N/A
12.	B033				
		B033			N/A
13.	B034				
		B034			N/A
14.	B035				
		B035			N/A
15.	B036				
		B036			N/A
16.	B037				
		B037			N/A
17.	B038				
		B038			N/A
18.	B039				
		B039			N/A
19.	B040				
		B040			N/A
20.	B041				
		B041			N/A

