

Notice: Conversion of Preferred Stock

Date

Licensing Manager, District
Comptroller of the Currency
Street Address
City, State, ZIP Code

Re: Conversion of Preferred Stock

Dear Licensing Manager:

The (name of bank and charter number) notifies you according to 12 CFR 5.46 that its capital structure changed by converting preferred stock to common stock.

It is hereby certified that (number) shares of the convertible preferred stock of the (bank) having a par value of \$ (amount) per share have been received in exchange for (number) shares of the common stock of the bank having a par value of \$ (amount) per share and that, upon certification by the Comptroller of the Currency, such change will increase (or decrease) the aggregate amount of outstanding common (or preferred) stock from \$ (amount) to \$ (amount), and (if applicable,) increase (or decrease) the aggregate amount of capital surplus from \$ (amount) to \$ (amount) as detailed in the attached capital schedules (for assistance, see the "Optional Worksheet to Assist in the Risk-Based Capital Ratio Computation" included in the Consolidated Reports of Condition and Income).

I hereby declare that the changes in the (name of bank) capital structure comply fully with all applicable laws and regulations.

President, Vice President, or Cashier

Subscribed and sworn to before me this ____ day of _____, _____.

State of _____

County of _____

(SEAL OF NOTARY)

Notary Public

If you have questions, please contact (name, address, city, state, ZIP Code) at (telephone and FAX number).

Sincerely,

|Signature|

Name and Title

Enclosure

Secretary's Certificate