

**Consolidated
Respondent:**
please check one
 Banking
 Nonbanking

FR 2886b
OMB No. 7100-0086
Approval expires June 30, 2007

**CONSOLIDATED REPORT OF
CONDITION AND INCOME FOR
EDGE AND AGREEMENT CORPORATIONS—
FR 2886b**

Name of Reporting Organization

Street Address

of _____
City State Zip Code

At Close of Business on _____, 20 _____

This report is required by law (12 U.S.C. §§602 and 625).

The Federal Reserve may not conduct or sponsor, and an organization is not required to respond to, a collection of information unless it displays a currently valid OMB control number.

The Federal Reserve System regards as confidential the following portions of this report: schedules E and L. If it should be determined subsequently that any other information collected on this form must be released, respondents will be notified.

I, _____
do hereby declare that this Report of Condition is true and correct to the best of my knowledge and belief.

Name and title of officer authorized to sign report

Person to be contacted

Phone

Public reporting burden for this collection of information is estimated to average 14.7 hours and 8.5 hours per response, for banking and nonbanking corporations, respectively, including the time to gather and maintain data in the required form and to review instructions and complete the information collection. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden to: Secretary, Board of Governors of the Federal Reserve System, 20th and C Streets, N.W., Washington, D.C. 20551; and to the Office of Management and Budget, Paperwork Reduction Project (7100-0086), Washington, D.C. 20503.

Emergency Contact Information

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

Primary Contact

Name (TEXT C366)

Title (TEXT C367)

E-mail Address (TEXT C368)

Telephone: Area code/phone number/extension (TEXT C369)

FAX: Area code/phone number (TEXT C370)

Secondary Contact

Name (TEXT C371)

Title (TEXT C372)

E-mail Address (TEXT C373)

Telephone: Area code/phone number/extension (TEXT C374)

FAX: Area code/phone number (TEXT C375)

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

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

Primary Contact

Name (TEXT C437)

Title (TEXT C438)

E-mail Address (TEXT C439)

Telephone: Area code/phone number/extension (TEXT C440)

FAX: Area code/phone number (TEXT C441)

Secondary Contact

Name (TEXT C442)

Title (TEXT C443)

E-mail Address (TEXT C444)

Telephone: Area code/phone number/extension (TEXT C445)

FAX: Area code/phone number (TEXT C446)

Name of Reporting Organization _____

SCHEDULE RC—Balance Sheet

This schedule must be completed by *all* Edge corporations and *all* agreement corporations.

ASSETS

1. Cash and balances due from depository institutions (from Schedule A)....
 - a. Noninterest-bearing balances and currency and coin¹
 - b. Interest-bearing balances²
2. Securities (**Schedule B, sum of item 4, columns A and D**)
3. Federal funds sold and securities purchased under agreements to resell.....
4. Loans and lease financing receivables, net:
 - a. Loans and leases, net of unearned income (from Schedule C)
 - b. Less: Allowance for loan and lease losses (from Schedule H)
 - c. **Not applicable**
 - d. **Loans and leases, net of unearned income, and allowance (item 4.a minus 4.b)**
5. Customers' liability on acceptances outstanding.....
6. Trading assets
7. Premises and fixed assets (including capitalized leases).....
8. Other assets.....
9. Claims on nonrelated organizations (sum of items 1 through 8)
10. Gross claims on related organizations (from Schedule E)
11. **TOTAL ASSETS** (sum of items 9 and 10)

LIABILITIES AND CAPITAL

12. Deposits
- a. Total noninterest-bearing deposits.....
- b. Total interest-bearing deposits.....
13. Federal funds purchased and securities sold under agreements to repurchase
14. Trading liabilities.....
15. Other borrowed money (**including mortgage indebtedness and obligation under capitalized leases**).....
16. Liability on acceptances executed and outstanding
17. Subordinated notes and debentures
18. Other liabilities.....
19. Liabilities to nonrelated organizations (sum of items 12 through 18)
20. Gross liabilities to related organizations (from Schedule E).....
21. Equity capital:
 - a. Stock.....
 - b. Surplus
 - c. Retained earnings
 - d. **Accumulated other comprehensive income**.....
 - e. **Other equity capital components**.....
 - f. Total equity capital (from Schedule H) (sum of items 21.a through 21.e).....
22. **TOTAL LIABILITIES AND EQUITY CAPITAL** (sum of items 19, 20, and 21.f).....

Consolidated Total (including branches and IBF)				IBF Only			
RCFD	Bil	Mil	Thou	RCFN	Bil	Mil	Thou
				0010			
0081							
0071							
8435				0385			
1350				1350			
2122				2122			
3123							
2125							
2155							
3545				3545			
2145							
2160				2160			
2171							
3002				3002			
2170				2170			
				2200			
6631							
6636							
2800				2800			
3548				3548			
2850							
2920							
3200							
2930				2930			
2927							
3001				3001			
3219							
3240							
3247							
B530							
A130							
3210							
3300				3300			
B570							

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- 21.a.
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- 21.c.
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- 21.f.
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MEMORANDUM TO BALANCE SHEET

1. **Assets under the reporting Edge and agreement corporation's management in proprietary mutual funds and annuities**

1. Includes cash items in process of collection and unposted debits.
2. Includes time certificates of deposit not held in trading accounts.

Name of Reporting Organization _____

SCHEDULE A—Cash and Balances Due From Depository Institutions

This schedule must be completed only by banking Edge corporations and banking agreement corporations.

1. Cash items in process of collection, unposted debits, and currency and coin.....
2. Balances due from depository institutions in the U.S.
3. Balances due from banks in foreign countries and foreign central banks
4. Balances due from Federal Reserve Banks
5. Total (consolidated column equals sum of Assets, items 1.a and 1.b, page 1)

Consolidated Total (including branches and IBF)				IBF Only			
RCFD	Bil	Mil	Thou	RCFN	Bil	Mil	Thou
0022							
0082				0082			
0070				0070			
0090							
0010				0010			

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SCHEDULE B—Securities

This schedule must be completed **only** by banking Edge corporations and banking agreement corporations.

1. Securities of all governments and official institutions
2. Other debt securities
3. Equity interest in nonrelated organizations
4. Total (sum of items 1 through 3) (total of columns A and D must equal Assets, item 2, Consolidated Total)

Held-to-maturity								Available-for-sale							
(Column A) Amortized Cost				(Column B) Fair Value				(Column C) Amortized Cost				(Column D) Fair Value			
RCFD	Bil	Mil	Thou	RCFD	Bil	Mil	Thou	RCFD	Bil	Mil	Thou	RCFD	Bil	Mil	Thou
A200				A201				A202				A203			
1774				1775				1776				1777			
A204				A205				A206				A207			
1754				A208				A209				1773			

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SCHEDULE C—Loans and Lease Financing Receivables

This schedule must be completed only by banking Edge corporations and banking agreement corporations.

(Net of unearned income and before adjustment for allowances for loan and lease losses. **Report loans and leases net of any applicable allocated transfer risk reserve.**)

1. **Loans to and acceptances of commercial banks**
2. Loans to banks in foreign countries
3. Loans to foreign governments and official institutions (including foreign central banks).....
4. Commercial and industrial loans.....
 - a. To U.S. addressees (domicile).....
 - b. To non-U.S. addressees (domicile).....
5. All other loans including lease financing receivables.....
6. Less: unearned income on loans and leases included above
7. Loans and leases, net of unearned income (equals Assets, item 4.a, page 1)

Consolidated Total (including branches and IBF)				IBF Only			
RCFD	Bil	Mil	Thou	RCFN	Bil	Mil	Thou
1505				1505			
1510				1510			
2081				2081			
				1600			
1761							
1762							
2089				2089			
2123				2123			
2122				2122			

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- 4.b.
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Name of Reporting Organization _____

SCHEDULE D—Deposits

This schedule must be completed **only** by banking Edge corporations and banking agreement corporations.

1. Individuals, partnerships, and corporations (including all certified and official checks):
 - a. U.S. addressees (domicile).....
 - b. Non-U.S. addressees (domicile).....
2. Foreign governments and official institutions (including foreign central banks).....
3. Commercial banks in the U.S. (including their IBFs)
4. Banks in foreign countries
5. **Not applicable**
6. Other.....
7. Total deposits (sum of items 1.a through 6, columns A and B, must equal the sum of Schedule RC, Items 12.a and 12.b minus 12.)

Total Deposit Liabilities Excluding IBFs							
A. Transaction Accounts				B. Nontransaction Accounts			
RCON	Bil	Mil	Thou	RCON	Bil	Mil	Thou
C040				C041			
C043				C044			
2216				2377			
2206				2550			
2213				2236			
2255				2259			
2215				2385			

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SCHEDULE E—Claims on and Liabilities to Related Organizations

This schedule must be completed by **all** Edge corporations and **all** agreement corporations.

1. Related organizations domiciled in the United States (including related IBFs):
 - a. U.S. offices of parent bank and other related U.S. banks.....
 - b. U.S. offices of other related organizations.....
2. Related organizations domiciled outside the United States:
 - a. Non-U.S. offices of parent bank and other related U.S. banks
 - b. Non-U.S. offices of other related organizations
3. TOTAL (sum of items 1.a through 2.b).....
4. Total loans participated to related organizations (and not included in item 3 above)

Dollar Amount in Thousands							
A. Gross due from				B. Gross due to			
RCFD	Bil	Mil	Thou	RCFD	Bil	Mil	Thou
A563				A583			
3042				3041			
A576				A588			
3048				3047			
3002				3001			
3050							
3052							

1.a.
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2.b.
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MEMORANDUM

1. Amount of equity investments in related organizations (included in item 3, column A above)

SCHEDULE F—Past Due and Nonaccrual Loans, Leases, and Other Assets

This schedule must be completed by **all** Edge corporations and **all** agreement corporations.

1. Past due 30–89 days and still accruing
2. Past due 90 days or more and still accruing
3. Nonaccrual.....
4. Total (sum of items 1 through 3)

RCFD	Bil	Mil	Thou
1406			
1407			
1403			
1477			
6916			

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MEMORANDUM

1. Restructured loans and leases included in item 4 above

Name of Reporting Organization

SCHEDULE G—Income and Expenses

This schedule must be completed by *all* Edge corporations and *all* agreement corporations.

	Dollar Amount in Thousands				
	RIAD	Bil	Mil	Thou	
1. Interest income:					
a. Interest and fee income from nonrelated organizations:					
(1) Interest and fees on loans and lease financing receivables.....	4094				1.a.(1)
(2) Interest on balances due from depository institutions	4115				1.a.(2)
(3) Interest income from federal funds sold and securities purchased under agreements to resell.....	4020				1.a.(3)
(4) Interest on bonds, notes, and debentures, and dividends on stock	A315				1.a.(4)
(5) Interest income and dividends from assets held in trading accounts	8622				1.a.(5)
b. Interest income from claims on related organizations	4028				1.b.
c. Total interest income (sum of items 1.a.(1) through 1.b.)	4107				1.c.
2. Interest expense:					
a. Interest expense pertaining to nonrelated organizations.....	5466				2.a.
b. Interest expense pertaining to related organizations	4126				2.b.
c. Total interest expense (sum of items 2.a and 2.b.).....	4073				2.c.
3. Net interest income (item 1.c less item 2.c.)	4074				3.
4. Provisions:					
a. Provision for loan and lease losses (must equal Schedule H, item 2.c, column A)	4230				4.a.
b. Provision for allocated transfer risk (must equal Schedule H, item 2.c, column B)	4243				4.b.
5. Noninterest income:					
a. From nonrelated organizations:					
(1) Equity in undistributed earnings of nonrelated organizations.....	4199				5.a.(1)
(2) Net gain (loss) on foreign exchange transactions	4075				5.a.(2)
(3) Income from fiduciary activities	4070				5.a.(3)
(4) Gains (losses) and fees from trading assets and liabilities	4077				5.a.(4)
(5) Other commissions, fees, etc.	4090				5.a.(5)
(6) Other	4101				5.a.(6)
b. From related organizations.....	4619				5.b.
c. Total noninterest income (sum of items 5.a.(1) through 5.b.)	4079				5.c.
6. Realized gains (losses) on securities not held in trading accounts	4091				6.
7. Noninterest expense:					
a. Pertaining to nonrelated organizations:					
(1) Salaries and employee benefits	4135				7.a.(1)
(2) Expenses of premises and fixed assets (net of rental income)	4217				7.a.(2)
(3) Other noninterest expense.....	4092				7.a.(3)
b. Pertaining to related organizations	4127				7.b.
c. Total noninterest expense (sum of items 7.a.(1) through 7.b.)	4093				7.c.
8. Income (loss) before income taxes and extraordinary items (item 3 plus or minus items 4.a and 4.b, 5.c, 6, and 7.c)	4301				8.
9. Applicable income taxes (on item 8)	4302				9.
10. Income (loss) before extraordinary items	4300				10.
11. Extraordinary items, net of tax effect.....	4320				11.
12. Net income (loss) (item 10 plus 11) (must equal Schedule H, item 1.b)	4340				12.

Name of Reporting Organization _____

SCHEDULE H—Changes in Capital and Reserve Accounts

This schedule must be completed by *all* Edge corporations and *all* agreement corporations.

	RIAD	Bil	Mil	Thou	
1. Equity capital:					
a. Balance most recently reported for end of previous calendar year.....	3215				1.a.
b. Net income (loss) (equals Schedule G, item 12)	4340				1.b.
c. Sale, conversion, acquisition, or retirement of capital stock, net	4346				1.c.
d. Less: Cash dividends declared	4475				1.d.
e. Other comprehensive income	B511				1.e.
f. Not applicable					1.f.
g. Other adjustments.....	3218				1.g.
h. Balance at end of period (equals Total equity capital , item 21.f, page 2).....	3210				1.h.

	A. Allowance for Loan and Lease Losses				B. Allocated Transfer Risk Reserve				
	RIAD	Bil	Mil	Thou	RIAD	Bil	Mil	Thou	
2. Allowance for loan and lease losses:									
a. Balance most recently reported for end of previous calendar year	3124				3131				2.a.
b. Recoveries credited to reserve	4605				3132				2.b.
c. Provisions (column A equals Schedule G, item 4.a; column B equals Schedule G, item 4.b)									
d. Adjustments, net	4230				4243				2.c.
e. Less: charge-offs	4595				3134				2.d.
f. Balance at end of current period (column A equals Assets item 4.b on page 1)	C079				3133				2.e.
	3123				3128				2.f.

SCHEDULE I—Risk-Based Capital

This schedule must be completed *only* by banking Edge corporations and banking agreement corporations.

	RCFD	Bil	Mil	Thou	
1. Tier 1 capital allowable under the risk-based capital guidelines	8274				1.
2. Tier 2 capital allowable under the risk-based capital guidelines	8275				2.
3. Subordinated debt allowable as Tier 2 (i.e., weighted average maturity of at least 5 years included in item 2 above).....					
	3785				3.
4. Total qualifying capital (i.e., Tier 1 and Tier 2 capital) allowable under the risk-based capital guidelines (sum of 1. and 2. above).....					
	3792				4.
5. Total risk-weighted assets and credit equivalent amounts of off-balance sheet items	8276				5.
6. Credit equivalent amounts of off-balance sheet items included in item 5 above	8277				6.

SCHEDULE J—Quarterly Averages

This schedule must be completed *only* by banking Edge corporations and banking agreement corporations.

	RCFD	Bil	Mil	Thou	
1. Interest-bearing balances due from depository institutions	3381				1.
2. Federal funds sold and securities purchased under agreements to resell	3365				2.
3. Loans and leases, net of unearned income.....	3360				3.
4. Interest-bearing deposits	3404				4.
5. Federal funds purchased and securities sold under agreements to repurchase	3353				5.
6. Other borrowed money (including mortgage indebtedness and obligations under capitalized leases).....					
	3355				6.
7. Total assets	3368				7.

Name of Reporting Organization _____

SCHEDULE K—Off-Balance-Sheet Items

This schedule must be completed by *all* Edge corporations and *all* agreement corporations.

	RCFD	Bil	Mil	Thou	
1. Commitments to purchase foreign currencies and U.S. dollar exchange (spot, forward, and futures)	3415				1.
2. All other futures and forward contracts (excluding contracts involving foreign exchange)	6836				2.
3. Option contracts:					
a. Written option contracts	6837				3.a.
b. Purchased option contracts	6838				3.b.
4. Financial standby letters of credit and foreign office guarantees	3819				4.
5. Performance standby letters of credit and foreign office guarantees	3821				5.
6. Commercial and similar letters of credit	3411				6.
7. Notional value of interest rate swaps	3450				7.
8. Notional value of foreign exchange swaps (e.g., cross currency swaps)	3826				8.
9. Notional value of other swaps	3829				9.
10. Unused commitments on securities underwriting	3817				10.
11. Unused commitments on loans and all other lines of credit	6462				11.
12. Participations in acceptances (as described in the Instructions) conveyed to others (including related organizations) by this office	3428				12.
13. Not applicable					
14. All other off-balance sheet liabilities	3430				14.

SCHEDULE L—Branch Schedule of Selected Items—Non-Consolidated

This schedule must be completed *only* by banking Edge corporations and banking agreement corporations that have branch offices.

	Head office (including IBF)				
	RCFO (RCON)	Bil	Mil	Thou	
1. Cash and balances due from depository institutions	0010				1.
2. Loans and lease financing receivables, net of unearned income	2122				2.
3. Gross claims on related organizations.....	3002				3.
4. Total assets.....	2170				4.
5. Total deposits.....	2200				5.
6. Gross liabilities to related organizations	3001				6.
7. Commercial and similar letters of credit.....	3411				7.
8. Guarantees and standby letters of credit.....	3375				8.

Head Office: _____
(Street Address, City, State, Zip Code)

Name of Reporting Organization

SCHEDULE L—Branch Schedule of Selected Items—Non-Consolidated—Continued

This schedule must be completed **only** by banking Edge corporations and banking agreement corporations that have branch offices.

1. Cash and balances due from depository institutions
2. Loans and lease financing receivables, net of unearned income
3. Gross claims on related organizations.....
4. Total assets.....
5. Total deposits.....
6. Gross liabilities to related organizations
7. Commercial and similar letters of credit.....
8. Guarantees and standby letters of credit.....

Branch 1 (including IBF)			
RCF1 (RCON)	Bil	Mil	Thou
0010			
2122			
3002			
2170			
2200			
3001			
3411			
3375			

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Branch 1: _____
(Street Address, City, State, Zip Code)

1. Cash and balances due from depository institutions
2. Loans and lease financing receivables, net of unearned income
3. Gross claims on related organizations.....
4. Total assets.....
5. Total deposits.....
6. Gross liabilities to related organizations
7. Commercial and similar letters of credit.....
8. Guarantees and standby letters of credit.....

Branch 2 (including IBF)			
RCF2 (RCON)	Bil	Mil	Thou
0010			
2122			
3002			
2170			
2200			
3001			
3411			
3375			

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- 3.
- 4.
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- 7.
- 8.

Branch 2: _____
(Street Address, City, State, Zip Code)

1. Cash and balances due from depository institutions
2. Loans and lease financing receivables, net of unearned income
3. Gross claims on related organizations.....
4. Total assets.....
5. Total deposits.....
6. Gross liabilities to related organizations
7. Commercial and similar letters of credit.....
8. Guarantees and standby letters of credit.....

Branch 3 (including IBF)			
RCF3 (RCON)	Bil	Mil	Thou
0010			
2122			
3002			
2170			
2200			
3001			
3411			
3375			

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Branch 3: _____
(Street Address, City, State, Zip Code)

Name of Reporting Organization

SCHEDULE L—Branch Schedule of Selected Items—Non-Consolidated—Continued

This schedule must be completed **only** by banking Edge corporations and banking agreement corporations that have branch offices.

1. Cash and balances due from depository institutions
2. Loans and lease financing receivables, net of unearned income
3. Gross claims on related organizations.....
4. Total assets.....
5. Total deposits.....
6. Gross liabilities to related organizations
7. Commercial and similar letters of credit.....
8. Guarantees and standby letters of credit.....

Branch 4 (including IBF)			
RCF4 (RCON)	Bil	Mil	Thou
0010			
2122			
3002			
2170			
2200			
3001			
3411			
3375			

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Branch 4: _____
(Street Address, City, State, Zip Code)

1. Cash and balances due from depository institutions
2. Loans and lease financing receivables, net of unearned income
3. Gross claims on related organizations.....
4. Total assets.....
5. Total deposits.....
6. Gross liabilities to related organizations
7. Commercial and similar letters of credit.....
8. Guarantees and standby letters of credit.....

Branch 5 (including IBF)			
RCF5 (RCON)	Bil	Mil	Thou
0010			
2122			
3002			
2170			
2200			
3001			
3411			
3375			

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- 3.
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Branch 5: _____
(Street Address, City, State, Zip Code)

1. Cash and balances due from depository institutions
2. Loans and lease financing receivables, net of unearned income
3. Gross claims on related organizations.....
4. Total assets.....
5. Total deposits.....
6. Gross liabilities to related organizations
7. Commercial and similar letters of credit.....
8. Guarantees and standby letters of credit.....

Branch 6 (including IBF)			
RCF6 (RCON)	Bil	Mil	Thou
0010			
2122			
3002			
2170			
2200			
3001			
3411			
3375			

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Branch 6: _____
(Street Address, City, State, Zip Code)

Name of Reporting Organization

SCHEDULE L—Branch Schedule of Selected Items—Non-Consolidated—Continued

This schedule must be completed **only** by banking Edge corporations and banking agreement corporations that have branch offices.

1. Cash and balances due from depository institutions
2. Loans and lease financing receivables, net of unearned income
3. Gross claims on related organizations.....
4. Total assets.....
5. Total deposits.....
6. Gross liabilities to related organizations
7. Commercial and similar letters of credit.....
8. Guarantees and standby letters of credit.....

Branch 7 (including IBF)			
RCF7 (RCON)	Bil	Mil	Thou
0010			
2122			
3002			
2170			
2200			
3001			
3411			
3375			

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- 8.

Branch 7: _____
(Street Address, City, State, Zip Code)

1. Cash and balances due from depository institutions
2. Loans and lease financing receivables, net of unearned income
3. Gross claims on related organizations.....
4. Total assets.....
5. Total deposits.....
6. Gross liabilities to related organizations
7. Commercial and similar letters of credit.....
8. Guarantees and standby letters of credit.....

Branch 8 (including IBF)			
RCF8 (RCON)	Bil	Mil	Thou
0010			
2122			
3002			
2170			
2200			
3001			
3411			
3375			

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- 8.

Branch 8: _____
(Street Address, City, State, Zip Code)

1. Cash and balances due from depository institutions
2. Loans and lease financing receivables, net of unearned income
3. Gross claims on related organizations.....
4. Total assets.....
5. Total deposits.....
6. Gross liabilities to related organizations
7. Commercial and similar letters of credit.....
8. Guarantees and standby letters of credit.....

Branch 9 (including IBF)			
RCF9 (RCON)	Bil	Mil	Thou
0010			
2122			
3002			
2170			
2200			
3001			
3411			
3375			

- 1.
- 2.
- 3.
- 4.
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- 6.
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- 8.

Branch 9: _____
(Street Address, City, State, Zip Code)