

PUBLIC DISCLOSURE

October 7, 1996

COMMUNITY REINVESTMENT ACT PERFORMANCE EVALUATION

AmSouth Bank of Florida

Tampa, Florida

Federal Reserve Bank of Atlanta
104 Marietta Street, N.W.
Atlanta, Georgia 30303

NOTE: This evaluation is not, nor should it be construed as, an assessment of the financial condition of this institution. The rating assigned to the institution does not represent an analysis, conclusion or opinion of the federal financial supervisory agency concerning the safety and soundness of this financial institution.

GENERAL INFORMATION

This document is an evaluation of the Community Reinvestment Act (CRA) performance of AmSouth Bank of Florida, Tampa, Florida, by the Federal Reserve Bank of Atlanta, the institution's supervisory agency.

This evaluation represents the agency's current assessment and rating of the institution's CRA performance based on an examination conducted as of October 7, 1996. It does not reflect any CRA-related activities that may have been initiated or discontinued by the institution after the completion of the examination.

The purpose of the Community Reinvestment Act of 1977, (12 U.S.C. 2901), as amended, is to encourage each financial institution to help meet the credit needs of the communities in which it operates. The Act requires that in connection with its examination of a financial institution, each federal financial supervisory agency shall (1) assess the institution's record of helping to meet the credit needs of its entire community, including low- and moderate-income neighborhoods, consistent with safe and sound operations of the institution, and (2) take the record of performance into account when deciding whether to approve an application of the institution for a deposit facility.

The Financial Institutions Reform, Recovery and Enforcement Act of 1989, Pub. L. No. 101-73, amended the CRA to require the agencies to make public certain portions of their CRA performance assessments of financial institutions.

Basis for the Rating

The assessment of the institution's record takes into account its financial capacity and size, legal impediments and local economic conditions and demographics, including the competitive environment in which it operates. Assessing the CRA performance is a process that does not rely on absolute standards. Institutions are not required to adopt specific activities, nor to offer specific types or amounts of credit. Each institution has considerable flexibility in determining how it can best help to meet the credit needs of its entire community. In that light, evaluations are based on a review of 12 assessment factors, which are grouped together under 5 performance categories, as detailed in the following section of this evaluation.

ASSIGNMENT OF RATING

Identification of Ratings

In connection with the assessment of each insured depository institution's CRA performance, a rating is assigned from the following groups:

Outstanding record of meeting community credit needs.

An institution in this group has an outstanding record of, and is a leader in, ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

Satisfactory record of meeting community credit needs.

An institution in this group has a satisfactory record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

Needs to improve record of meeting community credit needs.

An institution in this group needs to improve its overall record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

Substantial noncompliance in meeting community credit needs.

An institution in this group has a substantially deficient record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

Institution's Rating:

This institution is rated Satisfactory, based on the findings presented in the following discussion of the institution's performance.

DISCUSSION OF INSTITUTION'S PERFORMANCE (CONTINUED)

I. ASCERTAINMENT OF COMMUNITY CREDIT NEEDS

Activities conducted by the institution to ascertain the credit needs of its community, including the extent of the institution's efforts to communicate with members of its community regarding the credit services being provided by the institution.

AmSouth Bank of Florida (ABF) is committed to ascertaining the credit needs of its community and communicating the credit services it offers to all segments of the community. The bank has an established officer call program that focuses on business development, promotes banking services in the business community, and provides ongoing outreach to the community. The officer call program includes calls made in low- and moderate-income neighborhoods and to small and minority-owned businesses. Regular contact is made with existing and potential customers, local government officials, community development agencies, small and minority-owned businesses, nonprofit developers, and realtors.

Bank directors, officers, and employees participate as members, directors, and officers of numerous housing, civic, business, credit-related, and community organizations. The organizations include Neighborhood Housing Services of America; State Housing Initiatives Partnership; Affordable Homes of America; Black Business Investment Fund; Center for Affordable Housing; First Housing Development Corporation; Minority Business Development Center; Community Equity Investment, Incorporated; the local chambers of commerce; economic development councils; real estate boards; and numerous other community-related groups.

The bank has designated an Affordable Housing Program loan officer for the Tampa Bay area. The loan officer is responsible for contacting minority realtors and realtors servicing low- and moderate-income areas to solicit mortgage loan applications. The loan officer will also be responsible for meeting with local government housing officials to identify and participate in local government lending initiatives.

The extent of participation by the institution's board of directors in formulating the institution's policies and reviewing its performance with respect to the purposes of the Community Reinvestment Act (CRA).

The board of directors has established a CRA policy for the bank. Additionally, the board has appointed a community affairs officer who reports directly to the ABF president and the corporate community affairs officer. The community affairs officer is responsible for monitoring and coordinating the statewide CRA program. CRA coordinators in each city assist the community affairs officer. City presidents are responsible for developing an annual CRA plan and providing regular activity reports to the community affairs officer. The community affairs officer is responsible for summarizing the reports and providing the

DISCUSSION OF INSTITUTION'S PERFORMANCE (CONTINUED)

I. ASCERTAINMENT OF COMMUNITY CREDIT NEEDS (CONTINUED)

information to senior management and the board of directors. The reports include information about the bank's CRA activities and an analysis of application and lending trends.

The bank's directors have made efforts to ensure compliance with the technical requirements of CRA. The board reviews and adopts CRA Statements annually for each city that describe affirmative efforts to meet local community credit needs. The most recent statements were approved on March 25, 1996. Bank management and the board of directors also ensure that bank personnel receive CRA training regularly.

II. MARKETING AND TYPES OF CREDIT OFFERED AND EXTENDED

The extent of the institution's marketing and special credit-related programs to make members of the community aware of the credit services offered by the institution.

ABF uses a variety of media to advertise its products and services. At the corporate level, ABF ensures that advertising and marketing campaigns reach all segments of the community, including low- and moderate-income areas. Local area marketing departments ensure that the bank's products and services are advertised in targeted minority and general circulation media. Special advertising campaigns have also been developed to promote small business and affordable mortgage products.

The bank places advertisements in several newspapers throughout the state. Affordable housing and small business products have been advertised in the following newspapers:

Capital Outlook

The Tempo

Florida Sentinel Bulletin

Pensacola Voice

Mahogany Revue

Jacksonville Free Press

Community Voice

Pensacola News-Journal

Destin Log

Ocala Star Banner

Sumter County Times

Sarasota Herald Tribune

Weekly Challenger

The Bulletin

New American Press

Orlando Times

Florida Star

The Advocate

Panama City News-Herald

Northwest Florida Daily News

Tallahassee Democrat

Citrus County Chronicle

St. Petersburg Times

DISCUSSION OF INSTITUTION'S PERFORMANCE (CONTINUED)

II. MARKETING AND TYPES OF CREDIT OFFERED AND EXTENDED (CONTINUED)

In addition, the bank places advertisements for its affordable housing product on the following radio stations throughout the state:

WHBX	WRBQ
WRNE	WJHM
WFEZ	WZAZ
WJBT	WHJX

ABF also advertises its mortgage products through direct mail campaigns, statement stuffers, and flyers developed for distribution during sales calls. Business products are also promoted through use of business journals such as the Jacksonville Business Journal, the Orlando Business Journal, and the Tampa Bay Business Journal.

The institution's origination of residential mortgage loans, housing rehabilitation loans, home improvement loans, and small business or small farm loans within its community, or the purchase of such loans originated in its community.

The bank offers a variety of credit products to meet the community's needs. The types of credit products offered, as listed on the bank's CRA Statement for each geographical area, include various consumer, business, and real estate loans. The bank also offers mortgage loans with more flexible underwriting guidelines. The Affordable Housing Program (AHP) is designed to assist low- and moderate-income families with obtaining affordable housing. Features of the AHP include a 30-year fixed-rate term and a 3 percent down payment that can come from gift funds or grants. Applicants must participate in a homebuyer educational program sponsored by ABF to be eligible for an AHP loan.

DISCUSSION OF INSTITUTION'S PERFORMANCE (CONTINUED)

II. MARKETING AND TYPES OF CREDIT OFFERED AND EXTENDED (CONTINUED)

A review of the bank's loan portfolio revealed that the bank offers and extends all of the types of credit listed in its CRA Statement. The September 30, 1996 Consolidated Reports of Condition and Income show the following loan portfolio composition:

LOAN TYPE	PERCENTAGE
Construction and land development	6.9
Secured by one- to four-family dwellings	46.0
Other real estate	19.5
Commercial and industrial	11.0
Loans to individuals	14.8
All other	1.8
TOTAL	100.0

The table above illustrates that ABF's most significant lending activity is residential lending. The bank is primarily a secondary market mortgage lender; however, as previously mentioned, an affordable housing product is offered to those individuals who do not meet the secondary market qualifications. According to the September 30, 1996 Consolidated Reports of Condition and Income, the bank's asset size was \$7.5 billion, and the loan-to-deposit ratio was 87.3 percent. The bank's loan-to-deposit ratio falls within the range of its competitors' loan-to-deposit ratios.

Four areas throughout the state of Florida were selected for review to determine the level of involvement that ABF has within the communities selected. The areas include the Ocala community (Area 1); the Sarasota, Collier, Lee, and Charlotte communities (Area 2); the Escambia, Santa Rosa, Okaloosa, and South Walton communities (Area 3); and the Hernando, Pinellas, Hillsborough, and Pasco communities (Area 4). The following tables depict the bank's market share of applications and originations reportable under the Home Mortgage Disclosure Act (HMDA) for 1995 within the four areas selected and overall market share of ABF.

DISCUSSION OF INSTITUTION'S PERFORMANCE (CONTINUED)

II. MARKETING AND TYPES OF CREDIT OFFERED AND EXTENDED (CONTINUED)

DELINEATION	NUMBER OF APPLICATIONS			NUMBER OF ORIGINATIONS		
	BANK	MARKET	MARKET SHARE	BANK	MARKET	MARKET SHARE
Area 1	361	8,965	4.0%	229	5,233	4.4%
Area 2	185	37,391	.01%	118	25,431	.01%
Area 3	496	18,962	2.6%	333	12,663	2.6%
Area 4	848	74,567	1.1%	526	47,361	1.1%
ABF	2,339	520,053	.04%	1,503	332,324	.04%

The bank's loan origination rate is comparable to the market's loan origination rate in the four areas reviewed and overall market for ABF. The origination rates are as follows:

DELINEATION	PERCENTAGE OF APPLICATIONS ORIGINATED	
	BANK	MARKET
Area 1	63.4	58.4
Area 2	63.8	68.0
Area 3	67.1	66.8
Area 4	62.0	63.5
ABF	64.3	63.9

The following table shows the number and dollar volume of small business loans outstanding as of June 30, 1996.

DISCUSSION OF INSTITUTION'S PERFORMANCE (CONTINUED)

II. MARKETING AND TYPES OF CREDIT OFFERED AND EXTENDED (CONTINUED)

ORIGINAL LOAN AMOUNT	NONFARM NONRESIDENTIAL PROPERTY		COMMERCIAL AND INDUSTRIAL LOANS	
	NUMBER OF LOANS	AMOUNT OUTSTANDING (000s omitted)	NUMBER OF LOANS	AMOUNT OUTSTANDING (000s omitted)
\$100,00 or less	916	\$87,698	3,608	\$88,388
\$100,001 to \$250,000	619	\$82,477	463	\$58,564
\$250,001 to \$1 million	484	\$199,486	260	\$87,461

ABF continues to offer products designed to meet the needs of the small business owner, as previously noted. In the spring of 1995, the bank introduced a new credit product called Business Flexline. The product is unique because it allows small business customers to access loan funds by simply writing a check.

The institution's participation in governmentally insured, guaranteed, or subsidized loan programs for housing, small businesses, or small farms.

The bank offers loans guaranteed by the Small Business Administration (SBA) and the Veterans Administration (VA) and loans insured by the Federal Housing Administration (FHA). In addition, ABF participates in local programs such as the Clearwater Challenge 2000 Program, St. Petersburg W.I.N. Program, and Tampa Mayor's Challenge Fund. National, state, and local programs designed to promote community development are discussed in the Community Development section of the evaluation.

The bank has made 22 SBA loans since January 1995, with an outstanding balance of \$1,511,957 as of November 1996. In 1995, 416 FHA/VA loan applications were received, and 302, or 72.6 percent, were approved totaling \$21.8 million.

DISCUSSION OF INSTITUTION'S PERFORMANCE (CONTINUED)

II. MARKETING AND TYPES OF CREDIT OFFERED AND EXTENDED (CONTINUED)

In 1995 ABF decided to discontinue servicing student loans; however, the bank accepts student loan applications, which are forwarded to a third party for approval and servicing. The bank continues to service student loans booked before the change in 1995. The bank has 15,000 student loans outstanding totaling approximately \$60 million.

III. GEOGRAPHIC DISTRIBUTION AND RECORD OF OPENING AND CLOSING OFFICES

Reasonableness of Delineated Community

ABF currently has sixteen delineated communities. Nine of these communities were analyzed during the examination. For purposes of analysis, several of these communities were combined because of their close proximity. The delineations examined are **Area 1**: Ocala community; **Area 2**: Sarasota, Collier, Lee, and Charlotte communities; **Area 3**: Escambia, Santa Rosa, Okaloosa, and South Walton communities; and **Area 4**: Hernando, Pinellas, Hillsborough, and Pasco communities. Fourteen of the delineated communities are located within metropolitan statistical areas (MSAs). These delineations are Brevard community; Jacksonville (Duval County) community; Escambia/Santa Rosa community; Fort Myers (Lee County) community; Hernando community; Naples (Collier County) community; Ocala community; Okaloosa community; Orlando (Orange, Osceola, and Seminole Counties) community; Panama City (Bay County) community; Pinellas, Hillsborough, and Pasco community; Charlotte County community; Tallahassee (Leon County) community; and Sarasota community. The nonmetropolitan communities are Sumter County, south Walton County, and Citrus County.

Overall, ABF received 2,635 HMDA-reportable applications in 1995. Of these applications, 2,339 (88.7 percent) were within the bank's delineated communities. Of the 1,692 loans originated, 1,503 (88.8 percent) were in the bank's delineations. It seems that the bank's delineated communities in Florida are reasonable. However, the reasonableness of the delineations for the areas reviewed could not be verified because of the inability of the bank's computer system to track loan activity inside and outside of these delineations. Annually, the community affairs officer reviews and verifies the reasonableness of the delineations for ABF. A printout of the bank's loan portfolio was generated, and reports were produced showing the bank's outstanding loans by census tracts. A review of the maps for the four areas examined indicated that no low- or moderate-income communities were arbitrarily excluded.

DISCUSSION OF INSTITUTION'S PERFORMANCE (CONTINUED)

III. GEOGRAPHIC DISTRIBUTION AND RECORD OF OPENING AND CLOSING OFFICES (CONTINUED)

The geographic distribution of the institution's credit extensions, credit applications, and credit denials.

ABF provided reports that showed the bank's non-HMDA loans by census tracts. These reports listed the dollar amount of loans generated by census tract for 1995 through October 1996. However, the reports did not provide the number of loans originated in each census tract. The following information summarizes the geographic distribution of 1995 HMDA loan activity for ABF and the four areas reviewed during the examination. This information was derived from reports generated by the Federal Reserve Bank. In addition, the geographic distribution of non-HMDA lending for the four areas reviewed is also detailed. Non-HMDA loans include consumer installment loans, open-end credit, and commercial loans.

ABF received 2,339 HMDA-reportable applications from within its delineations and originated 1,503 loans (64.3 percent). 1.2 percent of the applications were from low-income census tracts; 14.4 percent were from moderate-income census tracts; 59.0 percent were from middle-income census tracts; and 25.4 percent were from upper-income census tracts. Of the 1,503 loans, 13 (.9 percent) were made in low-income tracts; 199 (13.2 percent) were in moderate-income tracts; 854 (56.8 percent) were in middle-income tracts; and 437 (29.1 percent) were in upper-income tracts. Low- and moderate-income tracts make up 591 (27.0 percent) of the 2,189 census tracts in the bank's delineated communities. There are 1,087 (49.7 percent) middle-income census tracts and 511 (23.3 percent) upper-income census tracts. 41 tracts were not included because of a lack of population or housing.

Area 1 - Ocala Community

The Ocala community contains 46 census tracts; 2 (4.3 percent) are designated as low-income and 4 (8.7 percent) are designated as moderate-income. Because one of the two low-income census tracts has no population or reported income, it was excluded from the analysis. Although low-income tracts constitute 4.3 percent of the census tracts, only 1.4 percent of the community's population resides in these tracts. In addition, 91.3 percent of the owner-occupied units are located in middle- and upper-income tracts. Also, 81.9 percent of low-income families and 88.9 percent moderate-income families reside in middle- and upper-income tracts.

DISCUSSION OF INSTITUTION'S PERFORMANCE (CONTINUED)

III. GEOGRAPHIC DISTRIBUTION AND RECORD OF OPENING AND CLOSING OFFICES (CONTINUED)

ABF had HMDA loan activity in 43 of the 46 census tracts, including three of the six low- or moderate-income tracts. Within the bank's community, 172 market participants received mortgage loan requests. ABF ranked number 6 in the number of mortgage loan applications received. A review of aggregate market data shows that mortgage loans were originated in all census tracts in the bank's community, thereby indicating that all parts of the community are being served by mortgage lenders.

As far as non-HMDA loan activity, ABF originated loans in all census tracts in its delineated community. As stated earlier, the actual number of non-HMDA loans could not be determined from the reports provided by the bank.

Area 2 - Sarasota, Collier, Lee, and Charlotte Communities

This area encompasses 158 census tracts. Three of the census tracts contain no households and were excluded from the analysis. Of the 155 census tracts analyzed, six (3.9 percent) are considered low-income and 19 (12.3 percent) are moderate-income census tracts. Although low-income tracts constitute 3.9 percent of the census tracts, only 1.3 percent of the population resides in these tracts. In addition, 90.7 percent of the owner-occupied units are located in middle- and upper-income census tracts. Also, 76.8 percent of low-income families and 86.7 percent of moderate-income families reside in middle- and upper-income tracts.

ABF had HMDA loan activity in 50 census tracts, including six of the low- or moderate-income census tracts. Within this market, 412 institutions received mortgage loan applications. ABF was ranked number 37 in the number of mortgage loan applications received. A review of aggregate market data shows that mortgage loans were originated in all census tracts in the area, thereby indicating that all parts of the area are being served by mortgage lenders. In addition, ABF originated non-HMDA loans in all census tracts.

DISCUSSION OF INSTITUTION'S PERFORMANCE (CONTINUED)

III. GEOGRAPHIC DISTRIBUTION AND RECORD OF OPENING AND CLOSING OFFICES (CONTINUED)

Area 3 - Escambia, Santa Rosa, Okaloosa, and South Walton Communities

This area encompasses 88 census tracts and one block numbering area (BNA). Four census tracts were excluded from the analysis because of a lack of population or housing stock. Of the 84 census tracts analyzed, seven (8.3 percent) are considered low-income and 15 (17.9 percent) are considered moderate-income. The BNA is considered upper-income. Although low- and moderate-income tracts constitute 26.2 percent of the total tracts in this area, these tracts contain only 15.7 percent of the population. In addition, 89 percent of the owner-occupied units in this area are located in middle- and upper-income census tracts. Also, 70.5 percent of low-income families and 80.4 percent of moderate-income families reside in middle- and upper-income tracts.

ABF had HMDA loan activity in 70 census tracts, including three low-income tracts. Within this area, 238 market participants received mortgage loan applications. ABF ranked number 12 in the number of mortgage loan applications received. A review of aggregate market data shows that mortgage loans were originated in all census tracts in the area, thereby indicating that all parts of the area are being served. In addition, ABF originated non-HMDA loans in all census tracts in the area.

Area 4 - Hernando, Pinellas, Hillsborough, and Pasco Communities

This area encompasses 348 census tracts. Four census tracts were excluded from the analysis because of a lack of households. Of the 344 tracts remaining, 17 (4.9 percent) are designated low-income, and 75 (21.8 percent) are designated moderate-income. Low- and moderate-income tracts constitute 26.7 percent of the total tracts in this area and contain 24.6 percent of the population. 78.2 percent of the owner-occupied units in this area are located in middle- and upper-income census tracts. Also, 58.5 percent of low-income families and 69.5 percent of moderate-income families reside in middle- and upper-income tracts.

DISCUSSION OF INSTITUTION'S PERFORMANCE (CONTINUED)

III. GEOGRAPHIC DISTRIBUTION AND RECORD OF OPENING AND CLOSING OFFICES (CONTINUED)

ABF had HMDA loan activity in 197 (57.3 percent) of the 344 census tracts, including 41 low- or moderate-income tracts. Within this area, 385 market participants received mortgage loan applications. ABF ranked number 22 in the number of mortgage loan applications received. A review of aggregate market data shows that mortgage loans were originated in all census tracts in the area, thereby indicating that all parts of the area are being served by mortgage lenders. In addition, ABF originated non-HMDA loans in all census tracts in the area.

The tables that follow depict 1995 HMDA-reportable applications and originations by applicant income for ABF overall and each of the four areas reviewed. Aggregate market information is included for comparison. Separate tables show loan amounts by census tract income level for non-HMDA lending from January 1995 to November 1, 1996, for the four areas reviewed. Although some of the bank's delineated communities contain only portions of counties, management collects information on non-HMDA loans by whole counties. Therefore, the tables showing non-HMDA lending for three of the four areas reviewed do not correspond to the defined delineations.

1995 HMDA ACTIVITY - AMSOUTH BANK OF FLORIDA

<i>APPLICANT'S INCOME</i>	<i>BANK</i>		<i>MARKET</i>		<i>PERCENTAGE OF FAMILIES</i>
	<i>PERCENTAGE OF TOTAL APPLICATIONS</i>	<i>PERCENTAGE OF TOTAL ORIGINATIONS</i>	<i>PERCENTAGE OF TOTAL APPLICATIONS</i>	<i>PERCENTAGE OF TOTAL ORIGINATIONS</i>	
LOW	14.7	11.6	8.8	6.4	19.1
MODERATE	20.0	17.9	20.4	18.7	18.8
MIDDLE	24.8	24.5	25.2	25.1	22.7
UPPER	38.6	43.9	41.7	45.6	39.4
NOT AVAILABLE	1.9	2.1	3.9	4.2	N/A
TOTAL	100.0	100.0	100.0	100.0	100.0

DISCUSSION OF INSTITUTION'S PERFORMANCE (CONTINUED)

III. GEOGRAPHIC DISTRIBUTION AND RECORD OF OPENING AND CLOSING OFFICES (CONTINUED)

Overall, ABF received 34.7 percent of its 1995 HMDA applications from low- and moderate-income applicants. This percentage compares favorably with the total market, which received 29.2 percent of its applications from low- and moderate-income applicants. The percentage of applications that ABF received from low- and moderate-income families is very close to the percentage of total families who have low or moderate incomes (37.9 percent). Considering that 9 percent of the families in Florida are living below the poverty level and are probably not in a position to purchase a home, the bank's receipt of applications from low- and moderate-income applicants is notable. Loan originations to low- and moderate-income applicants are not as favorable because the applicants had high debt levels or derogatory credit and, accordingly, were denied credit.

**AREA 1
1995 HMDA ACTIVITY**

<i>APPLICANT'S INCOME</i>	<i>BANK</i>		<i>MARKET</i>		<i>PERCENTAGE OF FAMILIES</i>
	<i>PERCENTAGE OF TOTAL APPLICATIONS</i>	<i>PERCENTAGE OF TOTAL ORIGINATIONS</i>	<i>PERCENTAGE OF TOTAL APPLICATIONS</i>	<i>PERCENTAGE OF TOTAL ORIGINATIONS</i>	
LOW	13.9	9.6	8.3	5.9	17.9
MODERATE	19.1	17.5	22.8	20.0	19.3
MIDDLE	29.6	27.9	27.9	27.5	24.0
UPPER	36.0	44.1	39.2	44.6	38.8
NOT AVAILABLE	1.4	.9	1.8	2.0	N/A
TOTAL	100.0	100.0	100.0	100.0	100.0

NON-HMDA LENDING

CENSUS TRACT	DOLLAR AMOUNT	PERCENTAGE OF TOTAL DOLLAR AMOUNT	PERCENTAGE OF TOTAL CENSUS TRACTS
LOW	35,210	.04	4.3
MODERATE	2,060,724	2.60	8.7
MIDDLE/UPPER	77,241,375	97.36	87.0
TOTAL	79,337,309	100.00	100.0

DISCUSSION OF INSTITUTION'S PERFORMANCE (CONTINUED)

III. GEOGRAPHIC DISTRIBUTION AND RECORD OF OPENING AND CLOSING OFFICES (CONTINUED)

In Area 1, ABF is performing above market in applications received from and mortgage loans made to low-and moderate-income applicants. Low- and moderate-income families make up 37.2 percent of the area's total families. Low- and moderate-income individuals submitted 33.0 percent of the applications received by the bank and received 27.1 percent of the loans. Although the percentage of loans received by low- and moderate-income applicants seems relatively low, 10.8 percent of the families in this area are below the poverty level. Additionally, many of the applicants were denied credit because of high debt-to-income ratios or derogatory credit history.

A review of non-HMDA lending shows that the bank is not performing well in the origination of non-HMDA loans in low- and moderate-income census tracts. Low- and moderate-income census tracts make up 13.0 percent of total census tracts and contain 10.3 percent of the total population in the Ocala community. However, the bank made only 2.6 percent of the total dollar amount of loans in these tracts.

**AREA 2
1995 HMDA ACTIVITY**

APPLICANT'S INCOME	BANK		MARKET		PERCENTAGE OF FAMILIES
	PERCENTAGE OF TOTAL APPLICATIONS	PERCENTAGE OF TOTAL ORIGINATIONS	PERCENTAGE OF TOTAL APPLICATIONS	PERCENTAGE OF TOTAL ORIGINATIONS	
LOW	15.1	14.4	7.2	5.3	15.2
MODERATE	17.8	13.6	19.4	18.0	19.9
MIDDLE	27.0	27.1	23.9	23.6	24.4
UPPER	36.2	39.8	46.5	50.5	40.5
NOT AVAILABLE	3.9	5.1	3.0	2.6	N/A
TOTAL	100.0	100.0	100.0	100.0	100.0

NON-HMDA LENDING¹

CENSUS TRACT	DOLLAR AMOUNT	PERCENTAGE OF TOTAL DOLLAR AMOUNT	PERCENTAGE OF TOTAL CENSUS TRACTS
LOW	3,916,732	2.7	3.7
MODERATE	2,414,777	1.7	12.2
MIDDLE/UPPER	137,549,197	95.6	84.1
TOTAL	143,880,706	100.0	100.0

DISCUSSION OF INSTITUTION'S PERFORMANCE (CONTINUED)

III. GEOGRAPHIC DISTRIBUTION AND RECORD OF OPENING AND CLOSING OFFICES (CONTINUED)

In Area 2, ABF is outperforming market in applications received from and mortgage loans made to low- and moderate-income applicants. Low- and moderate-income families make up 35.1 percent of the area's total

families. Low- and moderate-income individuals submitted approximately 33 percent of the mortgage applications received by the bank and received 28 percent of the loans. Considering that 5.3 percent of the area's families are below the poverty level, the bank is performing satisfactorily. The percentage of loan originations to this segment of the population is not as large as the demographics would suggest because many of those who applied had high debt levels, derogatory credit, or both. Also, according to community contacts, there is a lack of affordable housing in this market. The median value of a home in this area is \$87,000, and in the Naples (Collier County) market, the median value is \$121,000. Approximately 39 percent of the homes in this market are valued above \$100,000. The median home value in the state of Florida is \$76,400.

As far as non-HMDA lending, the bank made 4.4 percent of the total dollar amount of loans in low- and moderate-income census tracts, which constitute 15.9 percent of the census tracts. Low- and moderate-income census tracts contain approximately 12.3 percent of the population.

**AREA 3
1995 HMDA ACTIVITY**

<i>APPLICANT'S INCOME</i>	<i>BANK</i>		<i>MARKET</i>		<i>PERCENTAGE OF FAMILIES</i>
	<i>PERCENTAGE OF TOTAL APPLICATIONS</i>	<i>PERCENTAGE OF TOTAL ORIGINATIONS</i>	<i>PERCENTAGE OF TOTAL APPLICATIONS</i>	<i>PERCENTAGE OF TOTAL ORIGINATIONS</i>	
LOW	13.1	9.0	8.8	5.8	18.6
MODERATE	19.0	15.6	18.9	16.0	18.4
MIDDLE	24.2	24.3	25.4	25.5	22.3
UPPER	42.5	49.9	43.9	50.0	40.7
NOT AVAILABLE	1.2	1.2	3.0	2.7	N/A
TOTAL	100.0	100.0	100.0	100.0	100.0

DISCUSSION OF INSTITUTION'S PERFORMANCE (CONTINUED)

III. GEOGRAPHIC DISTRIBUTION AND RECORD OF OPENING AND CLOSING OFFICES (CONTINUED)

AREA 3 (CONTINUED) NON-HMDA LENDING²

CENSUS TRACT	DOLLAR AMOUNT	PERCENTAGE OF TOTAL DOLLAR AMOUNT	PERCENTAGE OF TOTAL CENSUS TRACTS
LOW	2,744,805	1.4	11.0
MODERATE	11,025,703	5.4	20.0
MIDDLE/UPPER	189,458,208	93.2	69.0
TOTAL	203,228,716	100.0	100.0

In Area 3, ABF is outperforming market in applications received from and mortgage loans made to low- and moderate-income applicants. Low- and moderate-income families make up 36.9 percent of the area's total families. Low- and moderate-income individuals submitted 32.1 percent of the mortgage applications received by the bank and received 24.6 percent of the loans. Considering that 11 percent of the area's families are below the poverty level, the bank is performing in a satisfactory manner. The percentage of loan originations to this segment of the population is not as large as the demographics would suggest because many of those who applied had high debt levels, derogatory credit, or both. Also, according to community contacts, there is a lack of affordable housing in this market.

As far as non-HMDA lending, the bank made 6.8 percent of the total dollar amount of loans in low- and moderate-income census tracts, which constitute 31 percent of the census tracts. Low- and moderate-income census tracts contain approximately 17.8 percent of the population.

²Because Escambia, Santa Rosa, and Okaloosa counties were included in their entirety, these figures represent a geographic area that is larger than the bank's delineated community; however, this table does not include Walton County.

DISCUSSION OF INSTITUTION'S PERFORMANCE (CONTINUED)

III. GEOGRAPHIC DISTRIBUTION AND RECORD OF OPENING AND CLOSING OFFICES (CONTINUED)

**AREA 4
1995 HMDA ACTIVITY**

APPLICANT'S INCOME	BANK		MARKET		PERCENTAGE OF FAMILIES
	PERCENTAGE OF TOTAL APPLICATIONS	PERCENTAGE OF TOTAL ORIGINATIONS	PERCENTAGE OF TOTAL APPLICATIONS	PERCENTAGE OF TOTAL ORIGINATIONS	
LOW	16.0	14.3	11.2	8.6	18.1
MODERATE	22.3	21.9	21.9	20.6	19.8
MIDDLE	23.5	23.8	23.7	23.5	23.5
UPPER	37.3	39.0	39.7	43.5	38.6
NOT AVAILABLE	.9	1.0	3.5	3.8	N/A
TOTAL	100.0	100.0	100.0	100.0	100.0

NON-HMDA LENDING³

CENSUS TRACT	DOLLAR AMOUNT	PERCENTAGE OF TOTAL DOLLAR AMOUNT	PERCENTAGE OF TOTAL CENSUS TRACTS
LOW	1,234,300	.1	5.6
MODERATE	34,603,938	22.2	22.5
MIDDLE/UPPER	124,650,266	77.7	71.9
TOTAL	160,488,504	100.0	100.0

In Area 4, ABF is performing above market in applications received from and mortgage loans made to low- and moderate-income applicants. Low- and moderate-income families make up 37.9 percent of the area's total families. Low- and moderate-income individuals submitted 38.3 percent of the bank's mortgage applications and received 36.2 percent of the loans. Considering that 7.8 percent of the area's families are below the poverty level, the bank is performing very well in this market.

As far as non-HMDA lending, the bank's percentage of total loan dollars in low- and moderate-income census tracts is slightly less than the percentage of low- and moderate-income census tracts. Approximately 25 percent of the area's population resides in low- and moderate-income census tracts.

³Because all four counties were included in their entirety, these figures represent a geographic area that is larger than the bank's delineated community.

DISCUSSION OF INSTITUTION'S PERFORMANCE (CONTINUED)

III. GEOGRAPHIC DISTRIBUTION AND RECORD OF OPENING AND CLOSING OFFICES (CONTINUED)

The following table compares the amount of funds in deposit accounts to loans outstanding by census tract type for each of the four areas reviewed.

	AREA 1		AREA 2		AREA 3		AREA 4	
	LOW/ MOD	MIDDLE/ UPPER	LOW/ MOD	MIDDLE/ UPPER	LOW/ MOD	MIDDLE/ UPPER	LOW/ MOD	MIDDLE/ UPPER
PERCENTAGE OF TOTAL DEPOSIT DOLLARS	3.7	96.3	5.1	94.9	11.0	89.0	19.6	80.4
PERCENTAGE OF TOTAL LOAN DOLLARS OUTSTANDING	5.2	94.8	4.3	95.7	13.6	86.4	17.3	82.7

The above table indicates that ABF is originating loans at a percentage above or very close to the level of contributions of deposits by low- and moderate-income areas. In Areas 1 and 3, the bank has a higher percentage of loans outstanding than deposit dollars contributed by the low- and moderate-income areas.

The institution's record of opening and closing offices and providing services at offices.

ABF currently has 116 offices. Senior management has developed and approved a branch closing policy as required by section 42 of the Federal Deposit Insurance Act. This policy requires that before a branch is closed, consideration must be given to such factors as the level of branch services and products provided, demographic profile of the market, and economic influences. Also, the policy requires management to consider information and ideas obtained from consultations with members of the community to minimize any negative impact of an office closing. During 1995, 20 branches, generally located in close proximity to each other, were consolidated or closed.

Senior management periodically reviews services and business hours to ensure accommodation of all segments of the institution's local communities. These services and business hours seem to meet the needs of the community.

DISCUSSION OF INSTITUTION'S PERFORMANCE (CONTINUED)

IV. DISCRIMINATION AND OTHER ILLEGAL CREDIT PRACTICES

Any practices intended to discourage applications for types of credit set forth in the institution's CRA Statement.

ABF solicits applications from all segments of its local communities, including low- and moderate-income areas. The bank's policies and internal control procedures are adequate to ensure that the evaluation of credit applications is based solely on financial and economic considerations. The bank is in compliance with the substantive provisions of antidiscrimination laws and regulations. No practices in place have the intent or the effect of discouraging applications.

Credit policies and procedures are reviewed periodically by management to ensure that they are not discriminatory toward any protected class. In addition, all of the bank's employees receive training on the requirements of Regulation B - Equal Credit Opportunity Act and the other fair housing and fair lending regulations at least annually.

Evidence of prohibited discriminatory or other illegal credit practices.

No evidence of discriminatory or other illegal credit practices was noted during the examination.

V. COMMUNITY DEVELOPMENT

The institution's participation, including investments, in local community development and redevelopment projects or programs.

ABF invests in community development through direct investments and public/private partnerships. The programs in which the bank participates are as follows:

State Apartment Incentive Loan Program (SAIL)

The program provides mortgage loans at low interest rates to private for-profit or nonprofit developers who build or substantially rehabilitate rental projects that allocate at least 20 percent of the units for low-income tenants. Loans are limited to 25 percent of the total development costs. Currently, the bank participates in the SAIL program in the Pensacola and Orlando areas.

DISCUSSION OF INSTITUTION'S PERFORMANCE (CONTINUED)

V. COMMUNITY DEVELOPMENT (CONTINUED)

State Housing Initiatives Partnership (SHIP)

Funds for the SHIP program are generated from a percentage of the documentary stamp tax on deeds and are distributed to qualifying counties and cities. The intent of the SHIP program is the creation of affordable housing through public/private partnerships. Funds provide home ownership or rental opportunities for low- and moderate-income households. 75 percent of the funds must be used to support construction or rehabilitation. Currently, the bank participates in the SHIP program in two cities. The bank has made 14 SHIP loans totaling \$675,293 in 1996 and 15 loans totaling \$723,600 in 1995.

Clearwater Challenge 2000

Participants in the program receive a private mortgage from a participating local lender at preferred rates. The mortgage is initially guaranteed by the city. In addition, the city often provides subordinated financing to reduce the rate and monthly cost to the borrower. The borrower's income may not exceed 80 percent of the median family income. Low-interest-rate home improvement loans and interest-free loans for up to 50 percent of the cost of rehabilitating investor-owned affordable housing units are offered. ABF has committed \$400,000 to the program.

Tampa Mayor's Challenge Fund

Low-income residents are provided with below-market-rate loans primarily for the construction or purchase of affordable housing units. Local lenders provide loans with interest rates that are from one-half of 1 percent to 1 percent lower than market rates. In addition, loan points are waived. The loans are guaranteed for the first five years. The bank has committed \$500,000 to the program.

St. Petersburg Working to Improve our Neighborhoods (W.I.N.) Program

The program involves a group of lenders, nonprofit housing developers, realtors, and city and neighborhood associations working together to improve housing in low- and moderate-income neighborhoods in the St. Petersburg area. Participating lenders agree to make home purchase and home improvement loans at below-market rates to residents of "adopted" neighborhoods. The bank has "adopted" the southwest St. Petersburg Childspark neighborhood. 30-year fixed-rate home purchase loans are offered at 1 percent below market rate. In addition, discount points are waived, and flexible underwriting standards are applied. ABF has committed \$400,000 to the program. The bank has made four loans totaling \$156,200 in 1996 and four loans totaling \$197,760 in 1995.

DISCUSSION OF INSTITUTION'S PERFORMANCE (CONTINUED)

V. COMMUNITY DEVELOPMENT (CONTINUED)

Federal Home Loan Bank (FHLB)

The FHLB, supported by thrifts and commercial banks, sponsors the Affordable Housing Loan Program. Member institutions compete for below-market-rate loans. Eligible projects are for acquisition, construction, or rehabilitation of multifamily owner-occupied or rental property. A minimum of 20 percent of the units must be available at affordable rates for low-income persons, or 40 percent of the units must be available to persons with incomes no higher than 60 percent of the area's median family income. ABF has two multifamily dwelling loans. One is in the Pensacola area, and the other is in the Orlando area.

Florida Housing Finance Agency Mortgage Revenue Bond Program

The program is designed to provide home ownership opportunities to low-income families who are first-time homebuyers and do not qualify for conventional bank financing. The program is available to individuals or families with incomes that do not exceed 80 percent of the area's median family income. The bank has made eight bond program loans in 1996 totaling \$634,647 and 42 loans totaling \$2,448,932 in 1995.

In addition to the programs listed above, ABF also participates in several other programs through monetary contributions or staff representation. Other programs include First Housing Development Corporation; Black Business Investment Corporations (BBICs); Consumer Credit Counseling Corporations; Habitat for Humanity; Marion County Low Income Housing Coalition; Central Florida Community Reinvestment Corporation; Jacksonville Housing Partnership; Springfield Preservation and Restoration; Clearwater Neighborhood Housing Services, Incorporated; Community Service Foundation; Tampa Bay Community Development Corporation (TBCDC); Tampa Bay Community Reinvestment Corporation (TBCRC); Fort Myers Bank Consortium; and Collier County Banking Partnership.

As previously mentioned in the Marketing section of the evaluation, the bank has an in-house affordable housing program, AHP. The bank does not distinguish its AHP loans from other special in-house loan products. 51 AHP and other special in-house loans were made in 1996 totaling \$2,611,410 and in 1995, 30 loans were made totaling \$1,360,266.

The bank has purchased several municipal bonds issued throughout the state for the purpose of public improvements. As of September 30, 1996, ABF had 13 municipal bonds issued for public improvements in its investment portfolio with a market value of \$5.5 million.

DISCUSSION OF INSTITUTION'S PERFORMANCE (CONTINUED)

V. COMMUNITY DEVELOPMENT (CONTINUED)

The institution's ability to meet various community credit needs based on its financial condition and size, legal impediments, local economic conditions, and other factors.

Bank Profile

With total assets of \$7.5 billion on September 30, 1996, ABF is a State banking corporation with the financial and human resources to play a leading role in community development. It is actively involved to some extent in every community initiative considered by management to have a community development purpose. The bank has been challenged by its expansion into the central and west coast areas of Florida. Eight acquired banks and thrifts have been integrated into one unified bank. Several of these acquired institutions were thrifts with very large concentrations of mortgage loans in their portfolios. As a result of these large concentrations of mortgage loans, bank management had to temporarily diminish the level of residential lending to restructure the balance sheet. The restructuring was initiated primarily to better match deposit and loan maturities and manage interest rate risk. The bank has also been hampered in its lending by its limited market share and name recognition in its newer Florida markets.

ABF is a subsidiary of AmSouth Bancorporation, a bank holding company headquartered in Birmingham, Alabama. AmSouth Bancorporation had assets of \$18.6 billion on September 30, 1996. AmSouth Bancorporation operates 271 banking offices in 4 states: 125 offices in Alabama, 116 in Florida, 23 in Tennessee, and 7 in Georgia.

Community Profile

ABF serves the state of Florida. Community profiles are provided for the four areas analyzed during the examination.

DISCUSSION OF INSTITUTION'S PERFORMANCE (CONTINUED)

V. COMMUNITY DEVELOPMENT (CONTINUED)

AREA 1 - OCALA COMMUNITY

TRACT SUMMARY	
TOTAL NUMBER OF TRACTS	46
NUMBER OF LOW-INCOME TRACTS	2
NUMBER OF MODERATE-INCOME TRACTS	4
NUMBER OF MIDDLE-INCOME TRACTS	33
NUMBER OF UPPER-INCOME TRACTS	7
POPULATION SUMMARY	
TOTAL	194,833
BLACK	24,526
WHITE	162,763
HISPANIC	5,705
OTHER	1,839
INCOME SUMMARY	
MEDIAN FAMILY INCOME	\$26,089
TOTAL NUMBER OF FAMILIES	57,770
PERCENTAGE OF LOW-INCOME FAMILIES	17.9
PERCENTAGE OF MODERATE-INCOME FAMILIES	19.3
PERCENTAGE OF MIDDLE-INCOME FAMILIES	24.0
PERCENTAGE OF UPPER-INCOME FAMILIES	38.8
PERCENTAGE OF FAMILIES BELOW POVERTY LEVEL	10.8

The 1993 U. S. Census employment data for county business patterns show a total of 4,670 businesses in the Ocala community. 4,473 (95.8 percent) were businesses with fewer than 50 employees. The local economy is primarily retail and service-oriented. The 1995 unemployment rate for the community was approximately 5.4 percent.

DISCUSSION OF INSTITUTION'S PERFORMANCE (CONTINUED)

V. COMMUNITY DEVELOPMENT (CONTINUED)

According to the 1990 Census data, 59,112 (63 percent) of the 94,567 housing units in the Ocala community were owner-occupied and 19,065 (20 percent) were renter-occupied. 91.3 percent of the owner-occupied units are located in middle- and upper-income tracts. The median housing age was 24 years. The median housing value was \$61,752.

AREA 2 - COLLIER/LEE/CHARLOTTE/SARASOTA COMMUNITIES

TRACT SUMMARY	
TOTAL NUMBER OF TRACTS	158
NUMBER OF LOW-INCOME TRACTS	6
NUMBER OF MODERATE-INCOME TRACTS	19
NUMBER OF MIDDLE-INCOME TRACTS	98
NUMBER OF UPPER-INCOME TRACTS	35
POPULATION SUMMARY	
TOTAL	721,397
BLACK	37,410
WHITE	647,794
HISPANIC	30,426
OTHER	5,767
INCOME SUMMARY	
MEDIAN FAMILY INCOME	\$34,271
TOTAL NUMBER OF FAMILIES	216,229
PERCENTAGE OF LOW-INCOME FAMILIES	15.2
PERCENTAGE OF MODERATE-INCOME FAMILIES	19.9
PERCENTAGE OF MIDDLE-INCOME FAMILIES	24.4
PERCENTAGE OF UPPER-INCOME FAMILIES	40.5
PERCENTAGE OF FAMILIES BELOW POVERTY LEVEL	5.3

The 1993 U. S. Census employment data for county business patterns show a total of 28,845 businesses in the area. 27,777 (96.3 percent) were businesses with fewer than 50 employees. The local economy

DISCUSSION OF INSTITUTION'S PERFORMANCE (CONTINUED)

V. COMMUNITY DEVELOPMENT (CONTINUED)

is primarily retail- and service-oriented. The 1995 unemployment rate for the area was approximately 4.4 percent.

According to the 1990 Census data, 225,000 (54 percent) of the 416,613 housing units in the area were owner-occupied and 83,950 (20 percent) were renter-occupied. 90.7 percent of the owner-occupied units are located in middle- and upper-income tracts. The median housing age was 23 years. The median housing value was \$87,434. Approximately 38.9 percent of the houses are valued above \$100,000.

AREA 3 - ESCAMBIA/SANTA ROSA/OKALOOSA/SOUTH WALTON COMMUNITIES

TRACT SUMMARY	
TOTAL NUMBER OF TRACTS/BNAS	89
NUMBER OF LOW-INCOME TRACTS	11
NUMBER OF MODERATE-INCOME TRACTS	15
NUMBER OF MIDDLE-INCOME TRACTS	47
NUMBER OF UPPER-INCOME TRACTS	16
POPULATION SUMMARY	
TOTAL	445,765
BLACK	63,308
WHITE	360,062
HISPANIC	9,919
OTHER	12,476
INCOME SUMMARY	
MEDIAN FAMILY INCOME	\$30,956
TOTAL NUMBER OF FAMILIES	122,271
PERCENTAGE OF LOW-INCOME FAMILIES	18.6
PERCENTAGE OF MODERATE-INCOME FAMILIES	18.4
PERCENTAGE OF MIDDLE-INCOME FAMILIES	22.3
PERCENTAGE OF UPPER-INCOME FAMILIES	40.7
PERCENTAGE OF FAMILIES BELOW POVERTY LEVEL	11.0

DISCUSSION OF INSTITUTION'S PERFORMANCE (CONTINUED)

V. COMMUNITY DEVELOPMENT (CONTINUED)

The 1993 U. S. Census employment data for county business patterns show a total of 11,966 businesses in the area. 11,453 (95.7 percent) were businesses with fewer than 50 employees. The local economy is primarily retail- and service-oriented. The 1995 unemployment rate for the community was approximately 4.2 percent.

According to the 1990 Census data, 107,645 (55 percent) of the 195,835 housing units in the community were owner-occupied and 59,374 (30 percent) were renter-occupied. 89 percent of the owner-occupied units are located in middle- and upper-income tracts. The median housing age was 20 years. The median housing value was \$64,660.

AREA 4 - HERNANDO/PINELLAS/HILLSBOROUGH/PASCO COMMUNITIES

TRACT SUMMARY	
TOTAL NUMBER OF TRACTS	348
NUMBER OF LOW-INCOME TRACTS	21
NUMBER OF MODERATE-INCOME TRACTS	75
NUMBER OF MIDDLE-INCOME TRACTS	166
NUMBER OF UPPER-INCOME TRACTS	86
POPULATION SUMMARY	
TOTAL	1,719,641
BLACK	157,385
WHITE	1,430,841
HISPANIC	106,004
OTHER	25,411
INCOME SUMMARY	
MEDIAN FAMILY INCOME	\$31,053
TOTAL NUMBER OF FAMILIES	479,481
PERCENTAGE OF LOW-INCOME FAMILIES	18.1
PERCENTAGE OF MODERATE-INCOME FAMILIES	19.8
PERCENTAGE OF MIDDLE-INCOME FAMILIES	23.5
PERCENTAGE OF UPPER-INCOME FAMILIES	38.6
PERCENTAGE OF FAMILIES BELOW POVERTY LEVEL	7.8

DISCUSSION OF INSTITUTION'S PERFORMANCE (CONTINUED)

V. COMMUNITY DEVELOPMENT (CONTINUED)

The 1993 U. S. Census employment data for county business patterns show a total of 55,251 businesses in the community. 52,434 (94.9 percent) were businesses with fewer than 50 employees. The local economy is primarily retail- and service-oriented. The 1995 unemployment rate for the community was approximately 4.4 percent.

According to the 1990 Census data, 502,805 (57 percent) of the 875,371 housing units in the community were owner-occupied and 239,071 (27 percent) were renter-occupied. 78.2 percent of the owner-occupied units are located in middle- and upper-income tracts. The median housing age was 19 years. The median housing value was \$70,037.

Any other factors that, in the regulatory authority's judgment, reasonably bear upon the extent to which an institution is helping to meet the credit needs of its entire community.

None.

TO THE INSTITUTION EXAMINED:

THIS COMMUNITY REINVESTMENT ACT PERFORMANCE EVALUATION WAS PREPARED BY THE FEDERAL RESERVE BANK OF ATLANTA. THE FOLLOWING ACTIONS MUST BE TAKEN TO FULFILL THE CRA'S REQUIREMENTS.

- C AT A MINIMUM, PLACE THE EVALUATION IN YOUR CRA PUBLIC FILE LOCATED AT YOUR HEAD OFFICE (AND A DESIGNATED OFFICE IN EACH OF YOUR LOCAL COMMUNITIES) NO LATER THAN 30 BUSINESS DAYS AFTER RECEIVING THE EVALUATION.
- C PROVIDE A COPY OF THE EVALUATION TO THE PUBLIC UPON REQUEST (YOU ARE PERMITTED TO CHARGE A FEE NOT TO EXCEED THE COST OF REPRODUCTION AND MAILING IF APPLICABLE) NO LATER THAN 30 BUSINESS DAYS AFTER RECEIVING THIS LETTER.
- C ADD THE FOLLOWING LANGUAGE TO YOUR CRA PUBLIC NOTICE THAT IS POSTED IN EACH OF YOUR OFFICES, NO LATER THAN 30 BUSINESS DAYS AFTER RECEIVING THE EVALUATION:

"YOU MAY OBTAIN THE PUBLIC SECTION OF OUR MOST RECENT CRA PERFORMANCE EVALUATION, WHICH WAS PREPARED BY THE FEDERAL RESERVE BANK OF ATLANTA, AT (YOUR MAIN OFFICE ADDRESS)."

FEDERAL RESERVE BANK OF ATLANTA

ASSISTANT VICE PRESIDENT

(Date)

CYNTHIA C. GOODWIN

(Title)

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COMMUNITY REINVESTMENT ACT PERFORMANCE EVALUATION

19

TO THE FEDERAL RESERVE BANK OF ATLANTA

A COPY OF THE COMMUNITY REINVESTMENT ACT PERFORMANCE EVALUATION PREPARED AS OF THE CLOSE OF BUSINESS OCTOBER 7, 1996, BY AN EXAMINER FOR THE FEDERAL RESERVE BANK OF ATLANTA HAS BEEN RECEIVED AND WILL BE MADE AVAILABLE TO THE PUBLIC IN THE MANNER STATED IN THE LETTER WHICH ACCOMPANIED THE EVALUATION.

(Signature of Authorized Officer)

(Title)

AMSOUTH BANK OF FLORIDA
(Name of Bank)

TAMPA, FLORIDA
(Location)

FEDERAL RESERVE BANK OF ATLANTA

Cynthia C. Goodwin
ASSISTANT VICE PRESIDENT

Board of Directors
AmSouth Bank of Florida
100 North Tampa Street
Suite 3400
Tampa, Florida 33602

Dear Board Members:

Enclosed is the bank's Community Reinvestment Act Performance Evaluation prepared by Federal Reserve Examiner Gary L. Clayton using the guidelines established by the Federal Financial Institutions Examination Council. This evaluation was prepared in accordance with the Community Reinvestment Act (CRA), as amended by the Financial Institutions Reform, Recovery, and Enforcement Act of 1989, and must be made available to the public. The following actions must be taken to fulfill the CRA's requirements.

- C At a minimum, place the evaluation in your CRA public file located at your head office (and a designated office in each of your local communities) no later than 30 business days after receiving this letter.
- C Provide a copy of the evaluation to the public upon request (you are permitted to charge a fee not to exceed the cost of reproduction and mailing if applicable) no later than 30 business days after receiving this letter.
- C Add the following language to your CRA public notice that is posted in each of your offices, no later than 30 business days after receiving the evaluation:

"You may obtain the public section of our most recent CRA Performance Evaluation, which was prepared by the Federal Reserve Bank of Atlanta, at (your main office address)."

Please acknowledge receipt of this evaluation by signing and returning the attached blue form. The format and content of the evaluation should not be altered or abridged in any manner. You may wish to comment on this information detailing actions the bank has taken since the examination to meet its obligations under the CRA. Any written comments concerning the evaluation placed in the public file should also be forwarded to this office. If you believe any of the information included in the public evaluation is proprietary, please contact this Reserve Bank so that the appropriate action can be taken.

Board of Directors
AmSouth Bank of Florida
Tampa, Florida

Our Community Affairs staff is available to assist you in determining and responding to community credit needs. Please feel free to contact Mr. Courtney Dufries at (404) 589-7226. If you have any questions concerning this report or any other compliance matter, contact Ms. Gale Williams at (404) 589-7223.

Very truly yours,

Cynthia C. Goodwin

Enclosures

FEDERAL RESERVE BANK OF ATLANTA

Cynthia C. Goodwin
ASSISTANT VICE PRESIDENT

Ms. Patricia Hartje
Regional Compliance Manager
Office of the Comptroller of the Currency
Marquis One Tower, Suite 600
245 Peachtree Center Avenue, N.E.
Atlanta, Georgia 30303-1223

Dear Ms. Hartje:

Enclosed for your information is a copy of the Community Reinvestment Act Performance Evaluation for AmSouth Bank of Florida, Tampa, Florida, as of October 7, 1996.

A copy of our letter of transmittal to the bank's board of directors is also enclosed.

Very truly yours,

Cynthia C. Goodwin

Enclosures

FEDERAL RESERVE BANK OF ATLANTA

Cynthia C. Goodwin
ASSISTANT VICE PRESIDENT

Mr. Joel Palmer
Assistant Director II
Regional Operations - Compliance
Office of Thrift Supervision
1475 Peachtree Street, N.E.
Atlanta, Georgia 30309

Dear Mr. Palmer:

Enclosed for your information is a copy of the Community Reinvestment Act Performance Evaluation for AmSouth Bank of Florida, Tampa, Florida, as of October 7, 1996.

A copy of our letter of transmittal to the bank's board of directors is also enclosed.

Very truly yours,

Cynthia C. Goodwin

Enclosures

FEDERAL RESERVE BANK OF ATLANTA

Cynthia C. Goodwin
ASSISTANT VICE PRESIDENT

Mr. Jimmy Loyless
Regional Director
Federal Deposit Insurance Corporation
One Atlantic Center, Suite 1600
1201 West Peachtree Street, N.E.
Atlanta, Georgia 30309-3449

Dear Mr. Loyless:

Enclosed for your information is a copy of the Community Reinvestment Act Performance Evaluation for AmSouth Bank of Florida, Tampa, Florida, as of October 7, 1996.

A copy of our letter of transmittal to the bank's board of directors is also enclosed.

Very truly yours,

Cynthia C. Goodwin

Enclosures

PUBLIC DISCLOSURE

**COMMUNITY REINVESTMENT ACT
PERFORMANCE EVALUATION**

Name of Bank: AmSouth Bank of Florida

City and State: Tampa, Florida

Date of Examination: October 7, 1996

FEDERAL RESERVE BANK OF ATLANTA