



BOARD OF GOVERNORS  
OF THE  
FEDERAL RESERVE SYSTEM  
WASHINGTON, D. C. 20551

ADDRESS OFFICIAL CORRESPONDENCE  
TO THE BOARD

July 2, 1997

Mr. C. Dan Campbell  
Brooks, Campbell & Grubbs, L.L.P.  
Bank One Tower, Suite 800  
4245 Kemp Blvd.  
Wichita Falls, Texas 76308-0663

Dear Mr. Campbell:

You have requested a determination that the Carmen P. Smith Family Limited Partnership (the "Partnership") is a qualified family partnership under the Bank Holding Company Act, as amended by the Economic Growth and Regulatory Paperwork Reduction Act of 1996 (the "BHC Act").<sup>1/</sup> The Partnership will own 14.6 percent of the outstanding shares of AmeriBancShares, Inc., Wichita, Texas ("AmeriBancShares").<sup>2/</sup>

You have represented that the Partnership meets all of the conditions for eligibility as a qualified family partnership. You indicated that the partners of the Partnership are individuals who are related by blood, marriage, or adoption, or trusts for the primary benefit of those individuals. You also indicated that the Partnership controls a bank only through its control of AmeriBancShares, which is a registered bank holding company, that it does not engage in any other business activities, that it has no investments other than its interest in AmeriBancShares, and that it is not obligated on any debt. The Partnership has committed to continue to comply with the conditions for eligibility, to be subject to examination by the Board, to comply with the Change in Bank Control Act, and to be subject to the enforcement provisions of the Federal Deposit Insurance Act to the same extent as if it were a bank holding company.

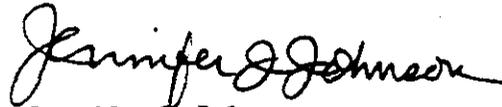
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<sup>1/</sup> Pub. L. 104-208, § 2610, 110 Stat. 3009.

<sup>2/</sup> AmeriBancShares owns 100 percent of AmeriBancShares of Delaware, Inc., Wilmington, Delaware, which in turn owns 100 percent of American National Bank, Wichita Falls, Texas.

Based on all the facts of record, including the representations made to the Board by the Partnership, the Board's General Counsel, acting pursuant to delegated authority, and after consulting with the Director of the Division of Banking Supervision and Regulation, has hereby determined that the Partnership is a qualified family partnership for purposes of the BHC Act. Please be advised that any change in the facts relied on by the Board could result in reconsideration of this determination.

Very truly yours,

A handwritten signature in black ink, appearing to read "Jennifer J. Johnson". The signature is fluid and cursive, with the first name being the most prominent.

Jennifer J. Johnson  
Deputy Secretary of the Board

cc: Mr. Russ Tunnell,  
Federal Reserve Bank of Dallas  
Office of the Comptroller of the Currency  
Federal Deposit Insurance Corporation