



Thrift ~~Financial Report~~ Proposed September 2010

Office of Thrift Supervision
1700 G Street, N.W.
Washington, DC 20552

**OFFICE OF THRIFT SUPERVISION
THRIFT FINANCIAL REPORT**

PAPERWORK REDUCTION ACT STATEMENT

The Office of Thrift Supervision will use this information to supervise the savings associations and to develop regulatory policy.

Collection of the information is mandatory [12 CFR Part 563.180].

The estimated average burden associated with this collection of information per response is 35.4 hours for quarterly schedules and 2.6 hours for schedules only required annually (total of 144.2 hours annually). If a valid OMB Control Number does not appear on this form, you are not required to complete this form. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden to Information Collection Comments, Chief Counsel's Office, Office of Thrift Supervision, 1700 G Street, NW, Washington, DC 20552, and to the Office of Management and Budget, Paperwork Reduction Project (1550-0023), Washington, DC 20503. All comments should reference OMB Control Number 1550-0023.

Association _____

Docket Number _____

Office of Thrift Supervision
2010 Thrift Financial Report
Officers' and Directors'
Certification

For the Thrift Financial Report as of _____, 2010

The Thrift Financial Report is required by OTS regulation 12 CFR 563.180 to be filed by all savings associations as defined in 12 CFR 561.43. OTS regulation 12 CFR 563.180(b) requires that no false or misleading statements or omission shall knowingly be made in financial reports filed with OTS. This certification is required under 12 U.S.C. 1817(a) (3).

The Statements of Condition and Operations (including all supporting schedules) must be signed by an authorized officer of the reporting savings association. The Statements of Condition and Operations are to be prepared in accordance with Office of Thrift Supervision instructions

This certification form must be retained in the file of the reporting savings association and be available for inspection by OTS.

I, _____, of the
(Name and Title of Officer Authorized to Sign Report)

named savings association do hereby declare that these Statements of Condition and Operations (including the supporting schedules) have been prepared in conformance with the instructions issued by the Office of Thrift Supervision and are true to the best of my knowledge and belief.

Signature of Officer Authorized to Sign Report

Date of Signature

We, the undersigned directors, attest to the correctness of this Statement of Condition (including the supporting schedules) and declare that it has been examined by us and to the best of our knowledge and belief has been prepared in conformance with the instructions issued by the Office of Thrift Supervision and is true and correct.

Director

Director

Director

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Schedule NS – Optional Narrative Statement

OPTIONAL NARRATIVE STATEMENT

The management of the reporting savings association may, if it wishes, submit a brief narrative statement on the amounts reported in the TFR or other pertinent information about your association that affects this report, such as mergers and other structural changes. This optional statement will be made available to the public, along with other public portions of the TFR. If you choose to submit a narrative statement, you should ensure that it does not contain the names or other identification of individual customers, references to confidential (nonpublic) data items of the TFR, or any other information that you are not willing to have made public or that would compromise the privacy of your customers.

This statement should not exceed 750 characters, including punctuation and spacing. Any information in excess of 750 characters will be truncated.

All information in this narrative statement must be accurate and not misleading. You should print a copy of this statement and keep it with the TFR for your records. If subsequent to the original submission, you choose to delete a narrative statement previously submitted, you may check "No" to the question below (NS100) and submit an amended report in accordance with the TFR instructions. Your original statement will be deleted from all future public releases of data. However, you should refer to the General Instructions in the TFR Instruction Manual to assure that your amendment is filed timely.

The optional narrative statement will appear in OTS records and in releases to the public exactly as submitted (or amended) by you. The statement will not be edited or screened in any way by OTS for accuracy or relevance. Disclosure of the statement shall not signify that OTS has verified or confirmed the accuracy of the information contained therein.

Have you included a narrative statement?..... NS100 YE NO

Narrative Statement Made by Savings Association Management NS110

Multiple empty horizontal lines for text entry.

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Schedule SC – Consolidated Statement of Condition

(Report in Thousands of Dollars)

ASSETS

Lines	Bil	Mil	Thou
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Cash, Deposits, and Investment Securities:	Total	SC11			
Cash and Non-Interest-Earning Deposits.....		SC110			
Interest-Earning Deposits in FHLBs.....		SC112			
Other Interest-Earning Deposits.....		SC118			
Federal Funds Sold and Securities Purchased Under Agreements to Resell.....		SC125			
U.S. Government, Agency, and Sponsored Enterprise Securities.....		SC130			
Equity Securities Carried at Fair Value		SC140			
State and Municipal Obligations.....		SC180			
Securities Backed by Nonmortgage Loans.....		SC182			
Other Investment Securities.....		SC185			
Accrued Interest Receivable.....		SC191			
Mortgage-Backed Securities:	Total	SC22			
Pass-Through:					
Insured or Guaranteed by an Agency or Sponsored Enterprise of the U.S.		SC210			
Other Pass-Through.....		SC215			
Other Mortgage-Backed Securities (Excluding Bonds):					
Issued or Guaranteed by FNMA, FHLMC, or GNMA.....		SC217			
Collateralized by Mortgage-Backed Securities Issued or Guaranteed by FNMA, FHLMC, or GNMA.....		SC219			
Other.....		SC222			
Accrued Interest Receivable.....		SC228			
Mortgage Loans:	Total	SC26			
Construction Loans on:					
1-4 Dwelling Units.....		SC230			
Multifamily (5 or More) Dwelling Units.....		SC235			
Nonresidential Property.....		SC240			
Permanent Mortgages on:					
1-4 Dwelling Units:					
Revolving, Open-End Loans.....		SC251			
All Other:					
Secured by First Liens.....		SC254			
Secured by Junior Liens.....		SC255			
Multifamily (5 or More) Dwelling Units.....		SC256			
Nonresidential Property (Except Land).....		SC260			
Land.....		SC265			
Accrued Interest Receivable.....		SC272			
Advances for Taxes and Insurance.....		SC275			
<i>Allowance for Loan and Lease Losses.....</i>		SC283			

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Schedule SC – Consolidated Statement of Condition

(Report in Thousands of Dollars)

		Lines	Bil	Mil	Thou
Nonmortgage Loans:	Total	SC31			
Commercial Loans:	Total	SC32			
Secured.....		SC300			
Unsecured.....		SC303			
Credit Card Loans Outstanding-Business.....		SC304			
Lease Receivables.....		SC306			
Consumer Loans:	Total	SC35			
Loans on Deposits.....		SC310			
Home Improvement Loans (Not secured by real estate).....		SC316			
Education Loans.....		SC320			
Auto Loans.....		SC323			
Mobile Home Loans.....		SC326			
Credit Cards.....		SC328			
Other, Including Lease Receivables.....		SC330			
Accrued Interest Receivable.....		SC348			
<i>Allowance for Loan and Lease Losses.....</i>		SC357			
Repossessed Assets:	Total	SC40			
Real Estate:					
Construction		SC405			
1-4 Dwelling Units.....		SC415			
Multifamily (5 or More) Dwelling Units.....		SC425			
Nonresidential (Except Land).....		SC426			
Land.....		SC428			
U.S. Government-Guaranteed or -Insured Real Estate Owned		SC429			
Other Repossessed Assets.....		SC430			
<i>General Valuation Allowances</i>		SC441			
Real Estate Held for Investment.....		SC45			
Equity Investments Not Carried at Fair Value:	Total	SC51			
Federal Home Loan Bank Stock.....		SC510			
Other.....		SC540			
Office Premises and Equipment.....		SC55			

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Schedule SC – Consolidated Statement of Condition

(Report in Thousands of Dollars)

Lines	Bil	Mil	Thou
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Other Assets:	Total	SC59			
Bank-Owned Life Insurance:					
Key Person Life Insurance.....		SC615			
Other.....		SC625			
Intangible Assets:					
Servicing Assets On:					
Mortgage Loans.....		SC642			
Nonmortgage Loans.....		SC644			
Goodwill and Other Intangible Assets.....		SC660			
Interest-Only Strip Receivables and Certain Other Instruments.....		SC665			
Other Assets.....		SC689			

Memo: Detail of Other Assets	Code	Amount
SC69	SC69	
SC69	SC69	
SC69	SC69	

<i>General Valuation Allowances.....</i>		SC699			
Total Assets.....		SC60			

LIABILITIES

Deposits and Escrows:	Total	SC71			
Deposits.....		SC710			
Escrows.....		SC712			
Unamortized Yield Adjustments on Deposits and Escrows		SC715			
Borrowings:	Total	SC72			
Advances from Federal Home Loan Bank.....		SC720			
Federal Funds Purchased and Securities Sold Under Agreements to Repurchase ..		SC730			
Subordinated Debentures (Including Mandatory Convertible Securities and Limited-Life Preferred Stock).....		SC736			
Mortgage Collateralized Securities Issued:					
CMOs (including REMICs).....		SC740			
Other Borrowings.....		SC760			

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Schedule SC – Consolidated Statement of Condition

(Report in Thousands of Dollars)

Lines	Bil	Mil	Thou
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Other Liabilities:	Total	SC75			
Accrued Interest Payable – Deposits.....		SC763			
Accrued Interest Payable -- Other.....		SC766			
Accrued Taxes.....		SC776			
Accounts Payable.....		SC780			
Deferred Income Taxes.....		SC790			
Other Liabilities and Deferred Income.....		SC796			

Memo: Detail of Other Liabilities	Code	Amount
SC79	SC79	
SC79	SC79	
SC79	SC79	

Total Liabilities.....	SC70			
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EQUITY CAPITAL

Perpetual Preferred Stock:				
Cumulative.....	SC812			
Noncumulative.....	SC814			

Common Stock:				
Par Value.....	SC820			
Paid in Excess of Par.....	SC830			

Accumulated Other Comprehensive Income:	Total	SC86			
Accumulated Gains (Losses) on Certain Securities.....		SC860			
Accumulated Gains (Losses) on Cash Flow Hedges		SC865			
Other.....		SC870			

Retained Earnings.....	SC880			
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Other Components of Equity Capital.....	SC891			
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Total Savings Association Equity Capital.....	SC80			
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Noncontrolling Interests in Consolidated Subsidiaries.....	SC800			
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Total Equity Capital.....	SC84			
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Total Liabilities and Equity Capital	SC90			
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Schedule SO – Consolidated Statement of Operations

(Report in Thousands of Dollars)

		Lines	For the Quarter		
			Bil	Mil	Thou
Interest Income:	Total	S011			
Deposits and Investment Securities.....		S0115			
Mortgage-Backed Securities.....		S0125			
Mortgage Loans.....		S0141			
Prepayment Fees, Late Fees, and Assumption Fees for Mortgage Loans.....		S0142			
Nonmortgage Loans:					
Commercial Loans and Leases.....		S0160			
Prepayment Fees, Late Fees, and Assumption Fees for Commercial Loans.....		S0162			
Consumer Loans and Leases.....		S0171			
Prepayment Fees, Late Fees, and Assumption Fees for Consumer Loans.....		S0172			
Dividend Income on Equity Investments Not Carried at Fair Value:	Total	S018			
Federal Home Loan Bank Stock.....		S0181			
Other.....		S0185			
Interest Expense:	Total.....	S021			
Deposits.....		S0215			
Escrows.....		S0225			
Advances from Federal Home Loan Bank.....		S0230			
Subordinated Debentures (Including Mandatory Convertible Securities).....		S0240			
Mortgage Collateralized Securities Issued.....		S0250			
Other Borrowed Money.....		S0260			
Capitalized Interest.....		S0271			
Net Interest Income (Expense) Before Provision for Losses on Interest-Bearing Assets.....		S0312			
<i>Net Provision for Losses on Interest-Bearing Assets.....</i>		<i>S0321</i>			
Net Interest Income (Expense) After Provision for Losses on Interest-Bearing Assets.....		S0332			
Noninterest Income:	Total.....	S042			
Mortgage Loan Servicing Fees.....		S0410			
Amortization of and Fair Value Adjustments to Loan Servicing Assets And Loan Servicing Liabilities.....		S0411			
Other Fees and Charges.....		S0420			
Net Income (Loss) from:					
Sale of Available-for-Sale Securities.....		S0430			
Sale of Loans and Leases Held for Sale.....		S0431			
Sale of Other Assets Held for Sale.....		S0432			
Other-than-Temporary Impairment Charges on Debt and Equity Securities.....		S0441			
Operations and Sale of Repossessed Assets.....		S0461			
LOCOM Adjustments Made to Assets Held for Sale.....		S0465			
Sale of Securities Held-to-Maturity.....		S0467			
Sale of Loans Held for Investment.....		S0475			

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Schedule SO – Consolidated Statement of Operations

(Report in Thousands of Dollars)

Sale of Other Assets Held for Investment.....
Gains and Losses on Financial Assets and Liabilities Carried at Fair Value.....
Other Noninterest Income.....

Lines
SO477
SO485
SO488

For the Quarter		
Bil	Mil	Thou

Memo: Detail of Other Noninterest Income											
				Code				Amount			
				SO48				SO49			
				SO49				SO49			
				SO49				SO49			

(Report in Thousands of Dollars)

Noninterest Expense: **Total**

All Personnel Compensation and Expense.....
Legal Expense.....
Office Occupancy and Equipment Expense.....
Marketing and Other Professional Services.....
Loan Servicing Fees.....
Goodwill and Other Intangibles Expense.....
Net Provision for Losses on Non-Interest-Bearing Assets.....
Other Noninterest Expense.....

Lines
SO51
SO510
SO520
SO530
SO540
SO550
SO560
SO570
SO580

For the Quarter		
Bil	Mil	Thou

Memo: Detail of Other Noninterest Expense											
				Code				Amount			
				SO58				SO58			
				SO58				SO58			
				SO58				SO58			

Income (Loss) Before Income Taxes:.....

SO60

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Income Taxes: **Total**.....

SO71

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Federal.....

SO710

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State, Local, and Other.....

SO720

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Income (Loss) Before Extraordinary Items.....

SO81

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Extraordinary Items, Net of Tax Effect.....

SO811

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Net Income (Loss) Attributable to Savings Association and Noncontrolling Interests.....

SO88

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Net Income (Loss) Attributable to Noncontrolling Interests

SO880

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Net Income (Loss) Attributable to Savings Association

SO91

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Schedule VA – Consolidated Valuation Allowances and Related Data

Reconciliation

(Report in Thousands of Dollars for the Quarter)

	Valuation Allowances											
	General				Specific				Total			
	Lines	Bil	Mil	Th	Line	Bil	Mil	Th	Line	Bil	Mil	Th
Beginning Balance.....	VA105				VA1				VA11			
<i>Add or Deduct:</i>												
Net Provision for Loss.....	VA115				VA1				VA12			
Transfers.....	VA125				VA1							
<i>Add:</i>												
Recoveries.....	VA135								VA14			
Adjustments.....	VA145				VA1				VA15			
<i>Deduct:</i>												
Charge-offs.....	VA155				VA1				VA16			
Ending Balance.....	VA165				VA1				VA17			

Charge-offs, Recoveries, and Specific Valuation Allowance Activity

	General Valuation Allowances								Specific Valuation Allowance Provisions & Transfers from General Allowances (VA110 - VA120)				Adjusted Net Charge-offs			
	Charge-offs (VA 155)				Recoveries (VA135)											
	Lines	Bil	Mil	Th	Li	Bil	Mil	Th	Lin	Bil	Mil	Th	Li	Bil	Mil	Th
Mortgage Loans: Total.....	VA46				VA				VA				VA			
Construction:																
1-4 Dwelling Units.....	VA420				VA				VA				VA			
Multifamily (5 or More)																
Dwelling Units.....	VA430				VA				VA				VA			
Nonresidential Property.....	VA440				VA				VA				VA			
Permanent:																
1-4 Dwelling Units:																
Revolving, Open-End Loans	VA446				VA				VA				VA			
All Other:																
Secured by First Liens.....	VA456				VA				VA				VA			
Secured by Junior Liens.....	VA466				VA				VA				VA			
Multifamily (5 or More)																
Dwelling Units.....	VA470				VA				VA				VA			
Nonresidential Property																
(Except Land).....	VA480				VA				VA				VA			
Land.....	VA490				VA				VA				VA			

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Schedule VA – Consolidated Valuation Allowances and Related Data

(Report in Thousands of Dollars for the Quarter)

	General Valuation Allowances				Recoveries				Specific Valuation Allowance Provisions & Transfers from General Allowances				Adjusted Net Charge-offs			
	Charge-offs (VA 155)				(VA135)				(VA118 + VA128)							
	Lines	Bil	Mil	Th	Li	Bil	Mil	Th	Lin	Bil	Mil	Th	Li	Bil	Mil	Th
Nonmortgage Loans: Total...	VA56				VA				VA				VA			
Commercial Loans.....	VA520				VA				VA				VA			
Consumer Loans:																
Loans on Deposits.....	VA510				VA				VA				VA			
Home Improvement Loans.....	VA516				VA				VA				VA			
Education Loans.....	VA530				VA				VA				VA			
Auto Loans.....	VA540				VA				VA				VA			
Mobile Home Loans.....	VA550				VA				VA				VA			
Credit Cards.....	VA556				VA				VA				VA			
Other.....	VA560				VA				VA				VA			
Repossessed Assets: Total...	VA60								VA				VA			
Real Estate:																
Construction.....	VA605								VA				VA			
1-4 Dwelling Units.....	VA613								VA				VA			
Multifamily (5 or More)																
Dwelling Units.....	VA616								VA				VA			
Nonresidential (Except Land).	VA625								VA				VA			
Land.....	VA628								VA				VA			
Other Repossessed Assets.....	VA630								VA				VA			
Real Estate Held for Investment.....									VA				VA			
Equity Investments Not Carried at Fair Value.....									VA				VA			
Other Assets.....	VA930				VA				VA				VA			

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Schedule VA – Consolidated Valuation Allowances and Related Data

OTHER ITEMS

(Report in Thousands of Dollars)

Troubled Debt Restructured:

Lines	Bil	Mil	Thou
Amount this Quarter.....	VA940		
Amount Included in Schedule SC in Compliance with Modified Terms.....	VA942		

Mortgage Loans Foreclosed During the Quarter:

Total.....

VA95			
Construction.....	VA951		
Permanent Loans Secured By:			
1-4 Dwelling Units.....	VA952		
Multifamily (5 or More) Dwelling Units.....	VA953		
Nonresidential (Except Land).....	VA954		
Land.....	VA955		

Classification of Assets:

End of Quarter Balances:

Special Mention.....	VA960		
Substandard.....	VA965		
Doubtful.....	VA970		
Loss.....	VA975		

Credit Card Charge-Offs Related to Accrued Interest.....

VA979			
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Purchased Credit-Impaired Loans:

Outstanding Balance (Contractual).....	VA980		
Recorded Investment (Carrying Amount Before Deducting Any Loan Loss Allowances).....	VA981		
Allowance Amount Included in Allowance for Loan and Lease Losses (SC283, SC357).....	VA985		

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Schedule PD – Consolidated Past Due and Nonaccrual

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	PAST DUE AND STILL ACCRUING								NONACCRUAL			
	30 – 89 DAYS				90 DAYS OR MORE							
	(Report in Thousands of Dollars)				(Report in Thousands of Dollars)				(Report in Thousands of Dollars)			
	Lines	Bil	Mil	Tho	Lines	Bil	Mil	Th	Lines	Bil	Mil	Tho
Mortgage Loans:												
Construction.....	PD115				PD21				PD315			
Permanent, Secured by:												
1-4 Dwelling Units:												
Revolving, Open-End Loans.....	PD121				PD22				PD321			
All Other:												
Secured by First Liens.....	PD123				PD22				PD323			
Secured by Junior Liens.....	PD124				PD22				PD324			
Multifamily (5 or More) Dwelling Units.....	PD125				PD22				PD325			
Nonresidential Property (Except Land).....	PD135				PD23				PD335			
Land.....	PD138				PD23				PD338			
Nonmortgage Loans:												
Commercial Loans.....	PD140				PD24				PD340			
Consumer Loans:												
Loans on Deposits.....	PD161				PD26				PD361			
Home Improvement Loans.....	PD163				PD26				PD363			
Education Loans.....	PD165				PD26				PD365			
Auto Loans.....	PD167				PD26				PD367			
Mobile Home Loans.....	PD169				PD26				PD369			
Credit Cards.....	PD171				PD27				PD371			
Other.....	PD180				PD28				PD380			
Total.....	PD10				PD20				PD30			
Memoranda:												
Troubled Debt Restructured Included in PD115-PD380.....	PD190				PD29				PD390			
Loans and Leases Reported in PD115- That Are Held for Sale.....	PD192				PD29				PD392			
Loans and Leases Reported in PD115- That Are Wholly or Partially Guaranteed By the U.S. Government, Agency, or Sponsored Entity.....	PD195				PD29				PD395			
Guaranteed Portion of Other Loans and Leases Included in PD195-PD395 (Exclude Rebooked "GNMA Loans").....	PD196				PD29				PD396			
Rebooked "GNMA Loans" Repurchased or Eligible for Repurchase Included in PD195-PD395.....	PD197				PD29				PD397			

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Schedule PD – Consolidated Past Due and Nonaccrual

(Report in Thousands of Dollars)

Loans in Process of Foreclosure:

Construction Loans.....
 1-4 Dwelling Units Secured by Revolving Open-End Loans.....
 1-4 Dwelling Units Secured by First Liens.....
 1-4 Dwelling Units Secured by Junior Liens.....
 Multifamily (5 or More) Dwelling Units.....
 Nonresidential Property (Except Land).....
 Land Loans.....

Lines	Bil	Mil	Thou
PD415			
PD421			
PD423			
PD424			
PD425			
PD435			
PD438			

Total.....

PD40			
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Schedule LD – Loan Data

**HIGH LOAN-TO-VALUE LOANS SECURED BY 1-4 AND MULTIFAMILY
PROPERTIES, WITHOUT PMI OR GOVERNMENT GUARANTEE**

(Report in Thousands of Dollars)

Balances at Quarter-end:

	Lines	Bil	Mil	Thou
90% up to 100% LTV: 1-4 Family.....	LD110			
90% up to 100% LTV: Multifamily.....	LD111			
100% and greater LTV: 1-4 Family.....	LD120			
100% and greater LTV: Multifamily.....	LD121			

Past Due and Nonaccrual Balances:

Past Due and Still Accruing:

30-89 Days:

90% up to 100% LTV: 1-4 Family.....	LD210			
90% up to 100% LTV: Multifamily.....	LD211			
100% and greater LTV: 1-4 Family.....	LD220			
100% and greater LTV: Multifamily.....	LD221			

90 Days or More:

90% up to 100% LTV: 1-4 Family.....	LD230			
90% up to 100% LTV: Multifamily.....	LD231			
100% and greater LTV: 1-4 Family.....	LD240			
100% and greater LTV: Multifamily.....	LD241			

Nonaccrual:

90% up to 100% LTV: 1-4 Family.....	LD250			
90% up to 100% LTV: Multifamily.....	LD251			
100% and greater LTV: 1-4 Family.....	LD260			
100% and greater LTV: Multifamily.....	LD261			

Charge-offs and Recoveries:

Net Charge-offs (including Specific Valuation Allowance Provisions & Transfers
From General to Specific Allowances)

90% up to 100% LTV: 1-4 Family.....	LD310			
90% up to 100% LTV: Multifamily.....	LD311			
100% and greater LTV: 1-4 Family.....	LD320			
100% and greater LTV: Multifamily.....	LD321			

Purchases:

90% up to 100% LTV: 1-4 Family.....	LD410			
90% up to 100% LTV: Multifamily.....	LD411			
100% and greater LTV: 1-4 Family.....	LD420			
100% and greater LTV: Multifamily.....	LD421			

Originations:

90% up to 100% LTV: 1-4 Family.....	LD430			
90% up to 100% LTV: Multifamily.....	LD431			
100% and greater LTV: 1-4 Family.....	LD440			
100% and greater LTV: Multifamily.....	LD441			

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Schedule LD – Loan Data

(Report in Thousands of Dollars)

Sales:

90% up to 100% LTV:1-4 Family.....
90% up to 100% LTV: Multifamily.....
100% and greater LTV: 1-4 Family.....
100% and greater LTV: Multifamily.....

Lines	Bil	Mil	Thou
LD450			
LD451			
LD460			
LD461			

SUPPLEMENTAL LOAN DATA FOR ALL LOANS

1-4 Dwelling Units Construction-to-Permanent Loans.....
Owner-Occupied Multifamily Permanent Loans.....
Owner-Occupied Nonresidential Property (Except Land) Permanent Loans.....

1-4 Dwelling Units Option ARM Loans.....
1-4 Dwelling Units ARM Loans with Negative Amortization.....
Total Capitalized Negative Amortization.....

LD510			
LD520			
LD530			
LD610			
LD620			
LD650			

CONSTRUCTION LOANS WITH CAPITALIZED INTEREST

Construction Loans on 1-4 Dwelling Units with Capitalized Interest.....
Capitalized Interest on Construction Loans on 1-4 Dwelling Units Included in
Current Quarter Income.....
Construction Loans on Multifamily (5 or More) Dwelling Units with Capitalized
Interest.....
Capitalized Interest on Multifamily (5 or More) Dwelling Units Included in
Current Quarter Income.....
Construction Loans on Nonresidential Property (Except Land)
With Capitalized Interest.....
Capitalized Interest on Construction Loans on Nonresidential Property
(Except Land) Included in Current Quarter Income.....

LD710			
LD715			
LD720			
LD725			
LD730			
LD735			

COLLATERALIZED DEBT OBLIGATIONS, COLLATERALIZED LOAN OBLIGATIONS, AND COMMERCIAL MORTGAGE-BACKED SECURITIES

Collateralized Debt Obligations: Carrying Value.....
Collateralized Debt Obligations: Market Value

Collateralized Loan Obligations: Carrying Value.....
Collateralized Loan Obligations: Market Value

Commercial Mortgage-Backed Securities: Carrying Value.....
Commercial Mortgage-Backed Securities: Market Value.....

LD750			
LD755			
LD760			
LD765			
LD770			
LD775			

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Schedule CC – Consolidated Commitments and Contingencies

Commitments Outstanding:

(Report in Thousands of Dollars)

Undisbursed Balance of Loans Closed (Loans-in-Process Excluding Lines of Credit):	Lines	Bil	Mil	Thou
Mortgage Construction Loans.....	CC105			
Other Mortgage Loans.....	CC115			
Nonmortgage Loans.....	CC125			
To Originate Mortgages Secured by:				
1-4 Dwelling Units.....	CC280			
Multifamily (5 or More) Dwelling Units.....	CC290			
All Other Real Estate.....	CC300			
To Originate Nonmortgage Loans.....	CC310			
To Purchase Loans.....	CC320			
To Sell Loans.....	CC330			
To Purchase Mortgage-Backed Securities.....	CC335			
To Sell Mortgage-Backed Securities.....	CC355			
To Purchase Investment Securities.....	CC365			
To Sell Investment Securities.....	CC375			

Lines and Letters of Credit:

Unused Lines of Credit:				
Revolving, Open-End Loans on 1-4 Dwelling Units.....	CC412			
Commercial Lines.....	CC420			
Open-End Lines:				
Credit Cards-Consumer.....	CC423			
Credit Cards-Other.....	CC424			
Other.....	CC425			
Letters of Credit:				
Commercial.....	CC430			
Standby, Not Included on CC465 or CC468.....	CC435			

Recourse Obligations and Direct Credit Substitutes:

Total Principal Amount of Assets Covered by Recourse Obligations or Direct Credit Substitutes.....	CC455			
Amount of Direct Credit Substitutes on Assets in CC455.....	CC465			
Amount of Recourse Obligations on Assets in CC455.....	CC468			
Amount of Recourse Obligations on Loans in CC468 where Recourse is:				
120 Days or Less.....	CC469			
Greater than 120 Days.....	CC471			

Other Contingent Liabilities..... CC480

Contingent Assets..... CC490

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Schedule CF – Consolidated Cash Flow Information

(Report in Thousands of Dollars)

Mortgage-Backed Securities:

	Lines	For the Quarter		
		Bil	Mil	Thou
Pass-Through:				
Purchases.....	CF143			
Sales.....	CF145			
Other Balance Changes.....	CF148			
Other Mortgage-Backed Securities:				
Purchases.....	CF153			
Sales.....	CF155			
Other Balance Changes.....	CF158			

Mortgage Loans:

Mortgage Loans Disbursed:				
Construction Loans on:				
1-4 Dwelling Units.....	CF190			
Multifamily (5 or More) Dwelling Units.....	CF200			
Nonresidential.....	CF210			
Permanent Loans on:				
1-4 Dwelling Units.....	CF225			
Home Equity and Junior Liens.....	CF226			
Multifamily (5 or More) Dwelling Units.....	CF245			
Nonresidential (Except Land).....	CF260			
Land.....	CF270			
Loans and Participations Purchased, Secured By:				
1-4 Dwelling Units.....	CF280			
Purchased from Entities Other than Federally-Insured Depository Institutions or Their Subsidiaries.....	CF281			
Home Equity and Junior Liens.....	CF282			
Multifamily (5 or More) Dwelling Units.....	CF290			
Nonresidential.....	CF300			
Loans and Participations Sold, Secured By:				
1-4 Dwelling Units.....	CF310			
Home Equity and Junior Liens.....	CF311			
Multifamily (5 or More) Dwelling Units.....	CF320			
Nonresidential.....	CF330			
Memo: Refinancing Loans.....	CF361			
Memo: Loans Sold with Recourse of 120 Days or Less.....	CF365			
Memo: Loans Sold with Recourse Greater than 120 Days	CF366			

Nonmortgage Loans:

Commercial:				
Closed or Purchased.....	CF390			
Sales.....	CF395			
Consumer:				
Closed or Purchased.....	CF400			
Sales.....	CF405			
Deposits:				
Interest Credited to Deposits.....	CF430			

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Schedule DI – Consolidated Deposit Information

Deposit Data:

(Report in Thousands of Dollars)

	Lines	Bil	Mil	Thou
Total Broker-Originated Deposits:				
Fully Insured: With Balances Less than \$100,000.....	DI100			
Fully Insured: With Balances of \$100,000 through \$250,000.....	DI102			
Other.....	DI110			
Interest Expense for Fully Insured Brokered Deposits.....	DI114			
Interest Expense for Other Brokered Deposits	DI116			
Deposits (Excluding Retirement Accounts) with Balances:				
\$250,000 or Less.....	DI120			
Greater than \$250,000.....	DI130			
Number of Deposit Accounts (Excluding Retirement Accounts) with Balances:				
\$250,000 or Less..... Actual Number	DI150			
Greater than \$250,000..... Actual Number	DI160			
Retirement Deposits with Balances:				
\$250,000 or Less.....	DI170			
Greater Than \$250,000.....	DI175			
Number of Retirement Deposit Accounts with Balances:				
\$250,000 or Less..... Actual Number	DI180			
Greater Than \$250,000..... Actual Number	DI185			
IRA/Keogh Accounts.....	DI200			
Uninsured Deposits.....	DI210			
Preferred Deposits.....	DI220			
Reciprocal Brokered Deposits	DI230			
Components of Deposits and Escrows:				
Transaction Accounts (Including Demand Deposits).....	DI310			
Money Market Deposit Accounts.....	DI320			
Passbook Accounts (Including Nondemand Escrows).....	DI330			
Time Deposits.....	DI340			
Time Deposits of \$100,000 through \$250,000 (Excluding Brokered Time Deposits Participated Out by the Broker in Shares of Less Than \$100,000 and and Brokered Certificates of Deposit Issued in \$1,000 Amounts Under a Master Certificate of Deposit).....	DI350			
Time Deposits Greater than \$250,000.....	DI352			
IRA/Keogh Accounts of \$100,000 or Greater Included in Time Deposits.....	DI360			
Average Daily Deposits Totals:				
Fully Insured Brokered Time Deposits.....	DI544			
Other Brokered Time Deposits	DI545			
Non-Interest-Bearing Demand Deposits.....	DI610			

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Schedule SI – Consolidated Supplemental Information

(Report in Thousands of Dollars)

Miscellaneous:

	Lines	Bil	Mil	Thou
Number of Full-time Equivalent Employees.....	SI370			
Financial Assets Held for Trading Purposes.....	SI375			
Financial Assets Carried at Fair Value through Earnings.....	SI376			
Financial Liabilities Carried at Fair Value through Earnings.....	SI377			
Available-for-Sale Securities.....	SI385			
Assets Held for Sale.....	SI387			
Loans Serviced for Others.....	SI390			
Pledged Loans.....	SI394			
Pledged Trading Assets.....	SI395			

Residual Interests:

Residual Interests in the Form of Interest-Only Strips.....	SI402			
Other Residual Interests.....	SI404			

Qualified Thrift Lender Test:

Actual Thrift Investment Percentage at Month-end:				
First Month of Quarter.....	SI581	_____	_____	_____
Second Month of Quarter.....	SI582	_____	_____	_____
Third Month of Quarter.....	SI583	_____	_____	_____

IRS Domestic Building and Loan Test:

Percent of Assets Test.....	SI585	_____	_____	_____
Do you meet the DBLA business operations test?.....	SI586	YE	<input type="checkbox"/>	NO <input type="checkbox"/>

Aggregate Investment in Service Corporations.....	SI588			
--	-------	--	--	--

Extensions of credit by the reporting association (and its controlled subsidiaries) to its executive officers, principal shareholders, directors, and their related interests as of the report date:

Aggregate amount of all extensions of credit.....	SI590			
Number of executive officers, principal shareholders, and directors to whom the amount of all extensions of credit (including extensions of credit to related interests) equals or exceeds the lesser of \$500,000 or 5 percent of unimpaired capital and unimpaired surplus (CCR30 + CCR35 + CCR530 + CCR105).....	SI595			

Summary of Changes in Savings Association Equity Capital:

Savings Association Equity Capital, Beginning Balance from Prior Qtr (SC80).....	SI600			
Net Income (Loss) Attributable to Savings Association (SO91).....	SI610			
Dividends Declared:				
Preferred Stock.....	SI620			
Common Stock.....	SI630			
Stock Issued.....	SI640			
Stock Retired.....	SI650			

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Schedule SI – Consolidated Supplemental Information

(Report in Thousands of Dollars)

	Lines	Bil	Mil	Tho
Capital Contributions (Where No Stock is Issued).....	SI655			
New Basis Accounting Adjustments.....	SI660			
Other Comprehensive Income.....	SI662			
Prior Period Adjustments.....	SI668			
Other Adjustments.....	SI671			
Savings Association Equity Capital, Ending Balance (SC80) (600 + 610 – 620 – 630 + 640 – 650 + 655 + 660 + 662 + 668 + 671).....	SI680			
Transactions With Affiliates:				
Activity During the Quarter of Covered Transactions with Affiliates Subject to Quantitative Limits.....	SI750			
Activity During the Quarter of Other Covered Transactions with Affiliates Not Subject to Quantitative Limits.....	SI760			
Assets Covered by FDIC Loss-Sharing Agreements:				
Carrying Amount of Covered Loans and Leases.....	SI770			
Real Estate Owned.....	SI772			
Debt Securities	SI774			
Other Assets	SI776			
Mutual Fund and Annuity Sales:				
Total Assets you Manage of Proprietary Mutual Funds and Annuities.....	SI815			
Average Balance Sheet Data (Based on Month-End Data):				
Total Assets.....	SI870			
Deposits and Investments Excluding Non-Interest-Earning Items.....	SI875			
Mortgage Loans and Mortgage-Backed Securities.....	SI880			
Nonmortgage Loans.....	SI885			
Deposits and Escrows.....	SI890			
Total Borrowings.....	SI895			
Brokerage Activities:				
Does your institution, without trust powers, act as trustee or custodian for Individual Retirement Accounts, Health Savings Accounts, and other similar accounts that are invested in non-deposit products?.....	SI901	YE <input type="checkbox"/>	NO <input type="checkbox"/>	
Does your institution provide custody, safekeeping, or other services involving the acceptance of orders for the sale or purchase of securities?.....	SI905	YE <input type="checkbox"/>	NO <input type="checkbox"/>	
Does your institution engage in third party broker arrangements, commonly referred to as “networking”, to sell securities products or services to thrift customers?.....	SI911	YE <input type="checkbox"/>	NO <input type="checkbox"/>	
Does your institution sweep deposit funds into any open-end investment management company registered under the Investment Company Act of 1940 that holds itself out as a money market fund?.....	SI915	YE <input type="checkbox"/>	NO <input type="checkbox"/>	

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Schedule SQ – Consolidated Supplemental Questions

All questions except 310 should be completed for the reporting savings association only.

Lines

Check the
Appropriate Box

Your fiscal year-end.....

Code representing nature of work to be performed by independent public accountants for the current fiscal year.....

Did you change your independent public accountant during the quarter?..... YE NO

Did you and your consolidated subsidiaries have any outstanding futures or options positions at quarter-end?..... YE NO

Do you have a Subchapter S election in effect for federal income tax purposes for the current tax year?..... YE NO

Have you been consolidated with your parent in another TFR? If so, enter the OTS docket number of your parent savings association.....

Have you been consolidated with your parent in a Commercial Bank Call Report? If so, enter the FDIC certificate number of your parent commercial bank.....

Web Site Information:

If you have a web page on the Internet, indicate your main Internet home page address (for transactional or nontransactional web sites). (78 characters maximum)

Do you provide transactional Internet banking to your customers, as defined in 12 CFR 555.300(b)?..... YE NO

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Schedule SB – Consolidated Small Business Loans

Do you have any small business loans to report in this schedule?.....

Lines
SB010

 YE NO

Loans to Small Businesses and Small Farms:

Do you have any loans secured primarily by farms reported on SC260 or any loans to finance agricultural production or other loans to farmers reported on SC300, 303, and 306?.....

SB100

 YE NO

If 100 is yes, complete lines 300 through 650 (Do not complete 110 thru 210).

If no, complete the following item, 110.

Are all or substantially all of your commercial loans (Schedule SC lines 260, 300, 303, and 306) loans with original amounts of \$100,000 or less?....

SB110

 YE NO

If 110 is yes, complete the following lines, 200 and 210, only. If no, complete Lines 300 through 450, only.

Number of loans reported on lines: Actual Number

SC260.....	<table border="1"><tr><td>SB200</td></tr></table>	SB200	
SB200			
SC300, 303, and 306.....	<table border="1"><tr><td>SB210</td></tr></table>	SB210	
SB210			

Number and amount outstanding of permanent mortgage loans secured by nonfarm, nonresidential properties reported on SC260:	Number of Loans		Outstanding Balance				
			(Report in Thousands of)				
	Actual Number		Bil	Mil	Thou		
With original amounts of:							
\$100,000 or less.....	<table border="1"><tr><td>SB300</td></tr></table>	SB300	<table border="1"><tr><td>SB31</td></tr></table>	SB31			
SB300							
SB31							
Greater than \$100,000 thru \$250,000.....	<table border="1"><tr><td>SB320</td></tr></table>	SB320	<table border="1"><tr><td>SB33</td></tr></table>	SB33			
SB320							
SB33							
Greater than \$250,000 thru \$1 million.....	<table border="1"><tr><td>SB340</td></tr></table>	SB340	<table border="1"><tr><td>SB35</td></tr></table>	SB35			
SB340							
SB35							

Number and amount outstanding of nonmortgage, nonagricultural commercial loans reported on SC300, 303, and 306:	Number of Loans		Outstanding Balance				
			(Report in Thousands of)				
	Actual Number		Bil	Mil	Thou		
With original amounts of:							
\$100,000 or less.....	<table border="1"><tr><td>SB400</td></tr></table>	SB400	<table border="1"><tr><td>SB41</td></tr></table>	SB41			
SB400							
SB41							
Greater than \$100,000 thru \$250,000.....	<table border="1"><tr><td>SB420</td></tr></table>	SB420	<table border="1"><tr><td>SB43</td></tr></table>	SB43			
SB420							
SB43							
Greater than \$250,000 thru \$1 million.....	<table border="1"><tr><td>SB440</td></tr></table>	SB440	<table border="1"><tr><td>SB45</td></tr></table>	SB45			
SB440							
SB45							

Number and amount outstanding of loans secured primarily by farms reported on SC260:	Number of Loans		Outstanding Balance				
			(Report in Thousands of)				
	Actual Number		Bil	Mil	Thou		
With original amounts of:							
\$100,000 or less.....	<table border="1"><tr><td>SB500</td></tr></table>	SB500	<table border="1"><tr><td>SB51</td></tr></table>	SB51			
SB500							
SB51							
Greater than \$100,000 thru \$250,000.....	<table border="1"><tr><td>SB520</td></tr></table>	SB520	<table border="1"><tr><td>SB53</td></tr></table>	SB53			
SB520							
SB53							
Greater than \$250,000 thru \$500,000.....	<table border="1"><tr><td>SB540</td></tr></table>	SB540	<table border="1"><tr><td>SB55</td></tr></table>	SB55			
SB540							
SB55							

Number and amount outstanding of nonmortgage, commercial loans to finance agricultural production and other nonmortgage commercial loans to farmers reported on SC300, 303, and 306:	Number of Loans		Outstanding Balance				
			(Report in Thousands of)				
	Actual Number		Bil	Mil	Thou		
With original amounts of:							
\$100,000 or less.....	<table border="1"><tr><td>SB600</td></tr></table>	SB600	<table border="1"><tr><td>SB61</td></tr></table>	SB61			
SB600							
SB61							
Greater than \$100,000 thru \$250,000.....	<table border="1"><tr><td>SB620</td></tr></table>	SB620	<table border="1"><tr><td>SB63</td></tr></table>	SB63			
SB620							
SB63							
Greater than \$250,000 thru \$500,000.....	<table border="1"><tr><td>SB640</td></tr></table>	SB640	<table border="1"><tr><td>SB65</td></tr></table>	SB65			
SB640							
SB65							

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Schedule FS – Fiduciary and Related Services

Does your institution have fiduciary powers?.....	Lines	YE <input type="checkbox"/>	NO <input type="checkbox"/>
Does your institution exercise the fiduciary powers it has been granted?.....	FS110	YE <input type="checkbox"/>	NO <input type="checkbox"/>
Does your institution have any fiduciary or related activity (in the form of assets or accounts) to report in this schedule?.....	FS120	YE <input type="checkbox"/>	NO <input type="checkbox"/>
	FS130	YE <input type="checkbox"/>	NO <input type="checkbox"/>

If the answer to FS130 is "NO," do not complete the rest of Schedule FS.

If the answer to FS130 is "YES," complete the applicable items of Schedule FS as follows:

- If your total fiduciary assets (FS20 + FS21) are greater than \$250 million for the preceding calendar year or your gross fiduciary and related services income was greater than 10 percent of total revenue (net interest income plus noninterest income), you must complete:
 1. FS210 through FS30 **each quarter**;
 2. FS391 through FS35 **annually**, with the December report; and
 3. All memoranda items, FS410 through FS72, **annually** with the December report.
- If your total fiduciary assets (FS20 + FS21) are greater than \$100 million but less than or equal to \$250 million for the preceding calendar year or your gross fiduciary and related services income was **not** greater than 10 percent of total revenue (net interest income plus noninterest income), you must complete:
 1. FS210 through FS291 **each quarter**; and
 2. FS310 through FS35 and all memorandum items, FS410 through FS72, **annually** with the December report.
- If your total fiduciary assets (FS20 + FS21) are \$100 million or less for the preceding calendar year or your gross fiduciary and related services income was **not** greater than 10 percent of total revenue (net interest income plus noninterest income), you must complete:
 1. FS210 through FS291 **each quarter**; and
 2. Memorandum items, FS410 through FS65, **annually** with the December report.

									(Report in Actual Numbers)			
(Report in Thousands of Dollars)									Number of Managed Accounts		Number of Nonmanaged Accounts	
Managed Assets				Nonmanaged Assets								
Lines	Bil	Mil	Th	Lines	Bil	Mil	Th	Line	Line			
FIDUCIARY AND RELATED ASSETS												
Personal Trust and Agency Accounts. .	FS210				FS211				FS21	FS213		
Retirement-related Trust and Agency Accounts:												
Employee Benefit –												
Defined Contribution.....	FS220				FS221				FS2	FS223		
Employee Benefit –												
Defined Benefit.....	FS230				FS231				FS2	FS233		
Other Retirement Accounts.....	FS240				FS241				FS2	FS243		
Corporate Trust and Agency Accounts.	FS250				FS251				FS2	FS253		
Investment Management and												
Investment Advisory Agency Accounts	FS260				FS261				FS2	FS263		
Foundations and Endowments.....	FS264				FS265				FS2	FS267		
Other Fiduciary Accounts.....	FS270				FS271				FS2	FS273		
Total Fiduciary Accounts.....	FS20				FS21				FS2	FS23		
Custody and Safekeeping Accounts.....					FS280					FS281		
IRAs, HSAs, and Similar Accounts.....	FS234				FS235				FS2	FS237		
Assets Included Above that are Excluded												
For Purposes for the OTS												
Assessment Complexity Component. .	FS290				FS291							

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Schedule FS – Fiduciary and Related Services

(Report Calendar Year-to-Date in
Thousands of Dollars)

FIDUCIARY AND RELATED SERVICES INCOME (CALENDAR YEAR-TO-DATE)

Personal Trust and Agency Accounts.....
Retirement-related Trust and Agency Accounts:
 Employee Benefit – Defined Contribution.....
 Employee Benefit – Defined Benefit.....
 Other Retirement Accounts.....
Corporate Trust and Agency Accounts.....
Investment Management and Investment Advisory Agency Accounts.....
Foundations and Endowments.....
Other Fiduciary Accounts.....
Custody and Safekeeping Accounts.....
Other Fiduciary and Related Services Income

Total Gross Fiduciary and Related Services Income (310 thru 390).....
Less: Expenses.....
Less: Net Losses from Fiduciary and Related Services.....
Plus: Intracompany Income Credits for Fiduciary and Related Services.....
Net Fiduciary and Related Services Income (30 – 391 – 392 + 393).....

Lines	Bil	Mil	Tho
FS310			
FS320			
FS330			
FS340			
FS350			
FS360			
FS365			
FS370			
FS380			
FS390			
FS30			
<i>FS391</i>			
<i>FS392</i>			
FS393			
FS35			

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Schedule FS – Fiduciary and Related Services

Memoranda

1. Managed Assets Held in Fiduciary Accounts:

	Personal Trust and Agency, Investment Management Agency Accounts				Employee Benefit and Retirement Related Accounts				All Other Accounts			
	Lines	Bil	Mil	Th	Lines	Bil	Mil	Th	Lines	Bil	Mil	Th
Non-Interest-Bearing Deposits.....	FS410				FS411				FS412			
Interest Bearing Deposits.....	FS415				FS416				FS417			
U.S. Treasury and U.S. Government Agency Obligations.....	FS420				FS421				FS422			
State, County, and Municipal Obligations.....	FS425				FS426				FS427			
Mutual Funds												
Money Market.....	FS428				FS429				FS430			
Equity.....	FS431				FS432				FS433			
Other.....	FS437				FS438				FS439			
Common Trust Funds and Collective Investment Funds.....	FS463				FS464				FS465			
Other Short-Term Obligations.....	FS434				FS435				FS436			
Other Notes and Bonds.....	FS440				FS441				FS442			
Investments in Unregistered Funds and Private Equity Investments.....	FS466				FS467				FS468			
Other Common and Preferred Stocks.....	FS445				FS446				FS447			
Real Estate Mortgages.....	FS450				FS451				FS452			
Real Estate.....	FS455				FS456				FS457			
Miscellaneous Assets.....	FS460				FS461				FS462			
Total Managed Assets	FS40				FS41				FS42			
Investments of Managed Fiduciary Accounts in Advised or Sponsored Mutual Funds												
Managed Assets.....	FS495											
Number of Managed Accounts.....	FS496											

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Schedule FS – Fiduciary and Related Services

Memoranda – Continued

Corporate Trust and Agency Accounts:

Corporate and Municipal Trusteeships.....
Issues Reported in FS510 and FS515 that are in Default...
Transfer Agent, Registrar, Paying Agent, and Other
Corporate Agency

(Actual Number)	
Number of Issues	
Lines	Number

(Report in Thousands of Dollars)			
Principal Amount Outstanding			
Lines	Bil	Mil	Tho

FS510	
FS516	
FS520	

FS515			
FS517			

(Actual Number)	
Number of Funds	
Lines	Number

(Report in Thousands of Dollars)			
Market Value of Fund Assets			
Lines	Bil	Mil	Tho

3. Collective Investment Funds and Common Trust Funds:

Domestic Equity.....
International/Global Equity.....
Stock/Bond Blend.....
Taxable Bond.....
Municipal Bond.....
Short-Term Investments/Money Market.....
Specialty/Other.....
Total Collective Investment Funds.....

FS610	
FS620	
FS630	
FS640	
FS650	
FS660	
FS670	
FS60	

FS615			
FS625			
FS635			
FS645			
FS655			
FS665			
FS675			
FS65			

(Report Calendar Year-to-Date in Thousands of Dollars)								
Gross Losses						Recoveries		
Managed Accounts			Nonmanaged Accounts					
Lines	Mil	Tho	Lines	Mil	Thou	Lines	Mil	Thou

4. Fiduciary Settlements, Surcharges, and Other Losses (Calendar Year-to-Date):

Personal Trust and Agency Accounts.....
Retirement-Related Employee Benefit Accounts.....
Investment Management and Investment
Advisory Agency Accounts.....
Other Fiduciary Accounts and Related Services.....
Total Fiduciary Settlements, Surcharges, and Other Losses (70 + 71 – 72 = 392).....

FS710			FS711			FS712		
FS720			FS721			FS722		
FS730			FS731			FS732		
FS740			FS741			FS742		
FS70			FS71			FS72		

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Schedule HC – Thrift Holding Company

Holding Company Number.....
 Fiscal Year End.....
 Stock Exchange Ticker Symbol.....
 SEC File Number.....
 Website Address (78 characters maximum).....

	Parent Only				Consolidated			
	(Report in Thousands of Dollars)				(Report in Thousands of Dollars)			
	Lines	Bil	Mil	Thou	Line	Bil	Mil	Thou
Total Assets.....	HC210				HC60			
Total Liabilities.....	HC220				HC61			
Equity:								
Perpetual Preferred Stock:								
Cumulative	HC221				HC62			
Noncumulative.....	HC222				HC62			
Common Stock:								
Par Value.....	HC223				HC62			
Paid in Excess of Par.....	HC224				HC62			
Accumulated Other Comprehensive Income:								
Accumulated Gains (Losses) on Certain	HC225				HC62			
Gains (Losses) on Cash Flow Hedges.....	HC226				HC62			
Other.....	HC227				HC62			
Retained Earnings.....	HC228				HC62			
Other Components of Equity.....	HC229				HC62			
Total Holding Company Equity.....					HC60			
Noncontrolling Interests in								
Consolidated Subsidiaries.....					HC62			
Total Equity.....	HC240				HC63			
Total Liabilities and Equity.....	HC20				HC70			
Net Income (Loss) Attributable to:								
Holding Company and Noncontrolling Interests.					HC63			
Holding Company.....	HC250				HC64			
Dividends Declared Attributable to:								
Holding Company.....	HC575				HC77			

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Schedule HC – Thrift Holding Company

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	Parent Only				Consolidated			
	(Report in Thousands of Dollars)				(Report in Thousands of Dollars)			
	Lines	Bil	Mil	Thou	Lines	Bil	Mil	Thou
Included in Total Assets:								
Cash, Deposits, and Investment Securities.....	HC301				HC60			
Receivable from Subsidiaries:								
Savings Association.....	HC310							
Other Subsidiaries.....	HC320							
Investment in Subsidiaries:								
Savings Association.....	HC330							
Other Subsidiaries.....	HC340							
Intangible Assets:								
Mortgage Servicing Assets.....	HC350				HC65			
Nonmortgage Servicing Assets and Other.....	HC360				HC65			
Deferred Policy Acquisition Costs.....	HC370				HC66			
Included in Total Liabilities (Excluding Deposits)								
Payable to Subsidiaries:								
Savings Association Subsidiaries:								
Transactional.....	HC410							
Debt.....	HC420							
Other Subsidiaries:								
Transactional.....	HC430							
Debt.....	HC440							
Trust Preferred Instruments.....	HC445				HC67			
Other Debt Maturing In 12 Months or Less.....	HC450				HC68			
Other Debt Maturing In More Than 12 Months....	HC460				HC69			
Reflected in Net Income:								
Interest Income.....	HC505				HC70			
Dividends:								
From Savings Association Subsidiaries.....	HC525							
From Other Subsidiaries.....	HC535							
Total Income.....	HC509				HC70			
Interest Expense:								
Trust Preferred Instruments.....	HC545				HC71			
All Other Debt.....	HC555				HC72			
Total Expenses.....	HC570				HC77			
Total Income Taxes.....	HC571				HC77			
Net Cash Flow from Operations Attributable to Holding Company.....	HC565				HC73			

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Schedule HC – Thrift Holding Company

Supplemental Questions:

Have any significant subsidiaries of the holding company been formed, sold, or dissolved during the quarter?..... **HC810** YE NO

Is the holding company or any of its subsidiaries:
A broker or dealer registered under the Securities Exchange Act of 1934?..... **HC815** YE NO

An investment adviser regulated by the Securities Exchange Commission
or any State?..... **HC820** YE NO

An investment company registered under the Investment Company Act of 1940? **HC825** YE NO

An insurance company subject to supervision by a State insurance regulator?.... **HC830** YE NO

Subject to regulation by the Commodity Futures Trading Commission?..... **HC835** YE NO

Or affiliates conducting operations outside of the U.S. through a
foreign branch or subsidiary?..... **HC840** YE NO

Has the holding company appointed any new senior executive officers or directors
during the quarter?..... **HC845** YE NO

Has the holding company or any of its subsidiaries entered into a new pledge, or
changed the terms and conditions of any existing pledge, of capital stock of any
subsidiary savings association that secures short-term or long-term debt or
other borrowings of the holding company?..... **HC850** YE NO

Has the holding company or any of its subsidiaries implemented changes to any
class of securities that would negatively impact investors?..... **HC855** YE NO

Has there been any default in the payment of principal, interest, a sinking or
purchase fund installment, or any other default of the holding company or any
of its subsidiaries during the quarter?..... **HC860** YE NO

Has there been a change in the holding company's independent auditors during
the quarter?..... **HC865** YE NO

Has there been a change in the holding company's fiscal year end during the
quarter?..... **HC870** YE NO

Does the holding company or any of its GAAP-consolidated subsidiaries (other
than the reporting thrift) control other U.S. depository institutions?..... **HC875** YE NO

If located in the U.S. or its territories, provide the FDIC certificate number: **HC876** _____
HC877 _____
HC878 _____
HC879 _____
HC880 _____

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Schedule CCR – Consolidated Capital Requirement

TIER 1 (CORE) CAPITAL REQUIREMENT:

(Report in Thousands of Dollars)

	Lines	Bil	Mil	Thou
Tier 1 (Core) Capital				
Total Equity Capital (SC84).....	CCR100			
<i>Deduct:</i>				
Investments in, Advances to, and Noncontrolling Interests in Nonincludable Subsidiaries.....	CCR105			
Goodwill and Certain Other Intangible Assets.....	CCR115			
Disallowed Servicing Assets, Disallowed Deferred Tax Assets, Disallowed Residual Interests, and Other Disallowed Assets.....	CCR133			
Other.....	CCR134			
<i>Add:</i>				
Accumulated Losses (Gains) on Certain Securities and Cash Flow Hedges.....	CCR180			
Intangible Assets.....	CCR185			
Other.....	CCR195			
Tier 1 (Core) Capital (100 – 105 – 115 – 133 – 134 + 180 + 185 + 195).....	CCR20			
Adjusted Total Assets				
Total Assets (SC60).....	CCR205			
<i>Deduct:</i>				
Assets of “Nonincludable” Subsidiaries.....	CCR260			
Goodwill and Certain Other Intangible Assets.....	CCR265			
Disallowed Servicing Assets, Disallowed Deferred Tax Assets, Disallowed Residual Interests, and Other Disallowed Assets.....	CCR270			
Other.....	CCR275			
<i>Add:</i>				
Accumulated Losses (Gains) on Certain Securities and Cash Flow Hedges.....	CCR280			
Intangible Assets.....	CCR285			
Other.....	CCR290			
Adjusted Total Assets (205 – 260 – 265 – 270 – 275 + 280 + 285 + 290).....	CCR25			
Tier 1 (Core) Capital Requirement (25 x 4%).....	CCR27			

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Schedule CCR – Consolidated Capital Requirement

(Report in Thousands of Dollars)

TOTAL RISK-BASED CAPITAL REQUIREMENT:	Lines	Bil	Mil	Thou
Tier 1 (Core) Capital (20)	CCR30			
Tier 2 (Supplementary) Capital:				
Unrealized Gains on Available-for-Sale Equity Securities.....	CCR302			
Qualifying Subordinated Debt and Redeemable Preferred Stock.....	CCR310			
Other Equity Instruments.....	CCR340			
Allowances for Loan and Lease Losses.....	CCR350			
Other.....	CCR355			
Tier 2 (Supplementary) Capital (302 + 310 + 340 + 350 + 355)	CCR33			
Allowable Tier 2 (Supplementary) Capital	CCR35			
Equity Investments and Other Assets Required to be Deducted.....	CCR370			
Deduction for Low-Level Recourse and Residual Interests.....	CCR375			
Total Risk-based Capital (30 + 35 – 370 – 375)	CCR39			
Risk-Weight Categories				
0% Risk-Weight:				
Cash.....	CCR400			
Securities Backed by Full Faith and Credit of U.S. Government.....	CCR405			
Notes and Obligations of FDIC, Including Covered Assets.....	CCR409			
Other.....	CCR415			
Total (400 + 405 + 409 + 415).....	CCR420			
0% Risk-Weight Total (420 x 0%)	CCR40			
20% Risk-Weight:				
Mortgage and Asset-Backed Securities Eligible for 20% Risk Weight.....	CCR430			
Claims on FHLBs.....	CCR435			
General Obligations of State and Local Governments.....	CCR440			
Claims on Domestic Depository Institutions.....	CCR445			
Other.....	CCR450			
Total (430 + 435 + 440 + 445 + 450).....	CCR455			
20% Risk-Weight Total (455 x 20%)	CCR45			
50% Risk-Weight:				
Qualifying Single-Family Residential Mortgage Loans.....	CCR460			
Qualifying Multifamily Residential Mortgage Loans.....	CCR465			
Mortgage and Asset-Backed Securities Eligible for 50% Risk Weight.....	CCR470			
State and Local Revenue Bonds.....	CCR475			
Other.....	CCR480			
Total (460 + 465 + 470 + 475 + 480).....	CCR485			
50% Risk-Weight Total (485 x 50%)	CCR50			

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Schedule CCR – Consolidated Capital Requirement

(Report in Thousands of Dollars)

TOTAL RISK-BASED CAPITAL REQUIREMENT: – continued	Lines	Bil	Mil	Thou
100% Risk-Weight:				
Securities Risk Weighted at 100% (or More) Under the Ratings-	CCR501			
All Other Assets.....	CCR506			
Total (501 + 506).....	CCR510			
100% Risk-Weight Total (510 x 100%).....	CCR55			
Amount of Low-Level Recourse and Residual Interests Before	CCR605			
Risk-Weighted Assets for Low-Level Recourse and Residual				
(605 x 12.50).....	CCR62			
Assets to Risk-Weight (420 + 455 + 485 + 510 + 605).....	CCR64			
Subtotal Risk-Weighted Assets (40 + 45 + 50 + 55 + 62).....	CCR75			
Excess Allowances for Loan and Lease Losses.....	CCR530			
Total Risk-Weighted Assets (75 – 530).....	CCR78			
Total Risk-Based Capital Requirement (78 x 8%).....	CCR80			
CAPITAL AND PROMPT CORRECTIVE ACTION RATIOS:				
Tier 1 (Core) Capital Ratio.....	CCR810			
(Tier 1 (Core) Capital ÷ Adjusted Total Assets)				
Total Risk-Based Capital Ratio.....	CCR820			
(Total Risk-Based Capital ÷ Risk-Weighted Assets)				
Tier 1 Risk-Based Capital Ratio.....	CCR830			
((Tier 1 (Core) Capital – Deduction for Low-level Recourse and Interests) ÷ Risk-Weighted Assets)				
Tangible Equity Ratio.....	CCR840			
((Tangible Capital + Cumulative Perpetual Preferred Stock) ÷				

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Schedule FV – Consolidated Assets and Liabilities
Measured at Fair Value on a Recurring Basis

The following data are required from thrifts with total assets greater than \$10 billion.

	Fair Value Measurements															
	Level 1 (Report in Thousands of Dollars)				Level 2 (Report in Thousands of Dollars)				Level 3 (Report in Thousands of Dollars)				Total (Report in Thousands of Dollars)			
	Lines	Bil	Mil	Thou	Lines	Bil	Mil	Thou	Lines	Bil	Mil	Thou	Lines	Bil	Mil	Thou
Assets																
Federal Funds Sold and Securities																
Purchased Under Agreements to Resell..	FV111				FV112				FV113				FV11			
Less: Amounts Netted.....													FV114			
Total, After Netting.....													FV12			
Trading Securities	FV131				FV132				FV133				FV13			
Less: Amounts Netted.....													FV134			
Total, After Netting.....													FV14			
Available-for-Sale Securities	FV151				FV152				FV153				FV15			
Less: Amounts Netted.....													FV154			
Total, After Netting.....													FV16			
Loans and Leases	FV211				FV212				FV213				FV21			
Less: Amounts Netted.....													FV214			
Total, After Netting.....													FV22			
Mortgage Servicing Rights.....	FV241				FV242				FV243				FV24			
Less: Amounts Netted.....													FV244			
Total, After Netting.....													FV25			
Derivative Assets	FV261				FV262				FV263				FV26			
Less: Amounts Netted.....													FV264			
Total, After Netting.....													FV27			
All Other Financial Assets	FV311				FV312				FV313				FV31			
Less: Amounts Netted.....													FV314			
Total, After Netting.....													FV32			
Total Assets Measured at Fair Value																
on a Recurring Basis	FV41				FV42				FV43				FV44			
Less: Amounts Netted.....													FV46			
Total, After Netting.....													FV48			

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Schedule FV – Consolidated Assets and Liabilities Measured at
Fair Value on a Recurring Basis

	Fair Value Measurements													Total (Report in Thousands of Dollars)			
	Level 1 (Report in Thousands of Dollars)				Level 2 (Report in Thousands of Dollars)				Level 3 (Report in Thousands of Dollars)								
	Lines	Bil	Mil	Thou	Lines	Bil	Mil	Thou	Lines	Bil	Mil	Thou	Lines	Bil	Mil	Thou	
Liabilities																	
Federal Funds Purchased and Securities																	
Sold Under Agreements to Repurchase..	FV511				FV512				FV513				FV51				
Less: Amounts Netted.....													FV514				
Total, After Netting.....													FV52				
Deposits																	
.....	FV531				FV532				FV533				FV53				
Less: Amounts Netted.....													FV534				
Total, After Netting.....													FV54				
Subordinated Debentures																	
.....	FV611				FV612				FV613				FV61				
Less: Amounts Netted.....													FV614				
Total, After Netting.....													FV62				
Other Borrowings																	
.....	FV631				FV632				FV633				FV63				
Less: Amounts Netted.....													FV634				
Total, After Netting.....													FV64				
Derivative Liabilities																	
.....	FV651				FV652				FV653				FV65				
Less: Amounts Netted.....													FV654				
Total, After Netting.....													FV66				
All Other Financial Liabilities																	
.....	FV711				FV712				FV713				FV71				
Less: Amounts Netted.....													FV714				
Total, After Netting.....													FV72				
Total Liabilities Measured at Fair Value on a Recurring Basis																	
.....	FV81				FV82				FV83				FV84				
Less: Amounts Netted.....													FV86				
Total, After Netting.....													FV88				

