

Notice for Charter and Bylaw Amendment

General Information and Instructions

Preparation and Use

This notice is used to effect a charter or a bylaw amendment under 12 CFR 5.21(f), 12 CFR 5.21(j), 12 CFR 5.22(f), or 12 CFR 5.22(j) for a federal savings association (FSA) or covered savings association (CSA).

This form is required for an FSA or CSA that adopts the standard form of charter or any of the optional charter amendments without change. The charter or charter amendment(s) shall be effective and deemed approved at the time of adoption if the amendment is filed with the appropriate OCC licensing office within 30 days after adoption, and the FSA or CSA follows the requirements of its charter and applicable law in adopting such charter or amendments.

This form is also required for an FSA or CSA that adopts or amends bylaws to make a corporate governance election under 12 CFR 5.21(j)(3)(ii) (for mutual FSAs) or 12 CFR 5.22(j)(2)(ii) (for stock FSAs). The FSA or CSA must submit this notice with a copy of the bylaws to the OCC within 30 days after adoption.

NOTE: No filing is required if an FSA proposes to adopt or amend a bylaw provision to conform, without change, to the model or optional bylaws. Bylaw amendments that do not require a filing shall be effective at the time of adoption, provided the FSA follows the requirements of its charter and bylaws in adopting such an amendment.

The information required in the notice is not intended to limit the applicant's presentation nor is the information intended to duplicate information supplied on another form or in an exhibit. For such information, a cross-reference to the information is acceptable. Any cross-reference must be made to a specific cite or location in the documents, so the information can be found easily. Supporting information for all relevant factors, setting forth the basis for the applicant's conclusions, should accompany the notice. The regulatory agency may request additional information.

This notice form collects information that the Office of the Comptroller of the Currency (OCC) will need to evaluate a federal savings association charter or bylaw amendment. The OCC must consider the applicable regulatory requirements when acting on this notice. For additional information regarding these regulatory requirements, as well as processing procedures and guidelines and any supplemental information that may be required, refer to the OCC's procedural guidelines in the *Comptroller's Licensing Manual*. The applicant may contact the OCC directly for specific instruction or visit its Web site at www.occ.gov.

Submission

The OCC encourages electronic filing for all filings. The describes the OCC's electronic filing procedures. The OCC's electronic filing system, called the Central Application Tracking System (CATS), allows applicants to complete and submit certain filings online. Some forms can be completely filled out online, while other forms and supporting documents may be completed offline and uploaded individually. *Comptroller's Licensing Manual* For e-mail submissions, contact the OCC for instructions and information about secure transmission of confidential material.

Confidentiality

Any applicant desiring confidential treatment of specific portions of the notice must submit a request in writing with the notice. The request must discuss the justification for the requested treatment. The applicant's reasons for requesting confidentiality should specifically demonstrate the harm (for example, loss of competitive position, invasion of privacy) that would result from public release of information (5 USC 552 or relevant state law). Information for which confidential treatment is requested should be (1) specifically identified in the public portion of the notice (by reference to the confidential section); (2) separately bound; and (3) labeled "Confidential." The applicant should follow the same procedure when requesting confidential treatment for the subsequent filing of supplemental information to the notice. Contact the OCC for any further questions regarding requests for confidential treatment.

Notice for Charter and Bylaw Amendment

Applicant

Name Charter #
Street Address
City County State Zip Code

Parent Company Identifying Information *(if applicable)*:

Name
Street Address
City State Zip Code

Contact Person:

Name Title
Employer
Street Address
City State Zip Code
Phone No. Fax No. E-mail

Overview Please provide the pertinent information and answer all applicable questions.):

1. Date of Notice: _____
Month/Day/Year
2. Type of Amendment Bylaws Charter): check all that apply(
4. Provide a copy of the proposed charter or bylaw amendment with a second copy marked to show how the proposed amendment varies from the current charter or bylaws.
5. Provide a, including the date of adoption.by a majority of the board of directorsadopted statement or certification that the proposed amendment has been
6. Provide a statement on whether the proposed amendment will be or has been approved by the shareholders or members, and, if applicable, the date of the shareholders’ or members’ meeting.
7. Please .attached any additional information required, pursuant to 12 CFR 5.21(f), 12 CFR 5.21(j), 12 CFR 5.22(f), or 12 CFR 5.22(j)

We, the undersigned executive officer and secretary, pursuant to a resolution of a majority of the members of the board of directors, of

Savings institution name

Institution Address

City State Zip Code

(hereinafter the institution), hereby provide notice to the Office of the Comptroller of the Currency (OCC) that the institution intends to adopt the attached charter or bylaw amendment, pursuant to 12 CFR 5.21(f), 12 CFR 5.21(j), 12 CFR 5.22(f), or 12 CFR 5.22(j), and do hereby certify the following:

1. The board of directors of the institution has adopted the proposed amendment;
2. The institution has attached any additional information required, pursuant to 12 CFR 5.21(f), 12 CFR 5.21(j), 12 CFR 5.22(f), or 12 CFR 5.22(j);
3. The proposed amendment would not render more difficult or discourage a merger, a proxy contest, the assumption of control, or the removal of incumbent management, or involve a significant issue of law or policy;
4. The proposed amendment is permissible under all applicable laws, rules, and regulations; and
5. We are aware the OCC may request additional information or may impose conditions for such an amendment or determine that such an amendment does not comply with 12 CFR 5.21(f), 12 CFR 5.21(j), 12 CFR 5.22(f), or 12 CFR 5.22(j).

Executive Officer

Secretary

OCC CERTIFICATION

I certify that the bank's board of directors, shareholders or a designated official has authorized the filing of this notice. I certify that the information contained in this notice has been examined carefully and is true, correct, complete and current as of the date of this submission.

I acknowledge that any misrepresentation or omission of a material fact with respect to this notice, any attachments to it, and any other documents or information provided in connection with this notice may be grounds for the OCC to require cessation of the proposed activity, and may subject the undersigned to legal sanctions, including the criminal sanctions provided for in Title 18 of the United States Code.

I acknowledge that the activities and communications by OCC employees in connection with the filing do not constitute a contract, express or implied, or any other obligation binding upon the OCC, the United States, any agency or entity of the United States, or any officer or employee of the United States, and do not affect the ability of the OCC to exercise its supervisory, regulatory and examination authorities under applicable law and regulations. I further acknowledge that the foregoing may not be waived or modified by any employee or agent of the OCC or the United States.

President or other authorized officer

Typed Name

Title

Employer