

## Federal Financial Institutions Examination Council

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## Consolidated Reports of Condition and Income for A Bank With Domestic and Foreign Offices - FFIEC 031

Institution Name	<b>DISCOVER BANK</b>
City	<b>GREENWOOD</b>
State	<b>DE</b>
Zip Code	<b>19950</b>
Call Report Quarter End Date	<b>6/30/2009</b>
Report Type	<b>031</b>
RSSD-ID	<b>30810</b>
FDIC Certificate Number	<b>5649</b>
OCC Charter Number	<b>0</b>
ABA Routing Number	<b>31100649</b>
Last updated on	<b>7/30/2009</b>

## Bank Demographic Information

Dollar amounts in thousands

1. Reporting date.....	RCON9999	<b>20090630</b>	1.
2. FDIC certificate number.....	RSSD9050	<b>5649</b>	2.
3. Legal title of bank.....	RSSD9017	<b>Discover Bank</b>	3.
4. City.....	RSSD9130	<b>New Castle</b>	4.
5. State abbreviation.....	RSSD9200	<b>DE</b>	5.
6. Zip code.....	RSSD9220	<b>19720</b>	6.

## Contact Information

Dollar amounts in thousands

1. Contact Information for the Reports of Condition and Income			1.
a. Chief Financial Officer (or Equivalent) Signing the Reports			1.a.
1. Name.....	TEXTC490	<b>CONF</b>	1.a.1.
2. Title.....	TEXTC491	<b>CONF</b>	1.a.2.
3. E-mail Address.....	TEXTC492	<b>CONF</b>	1.a.3.
4. Telephone.....	TEXTC493	<b>CONF</b>	1.a.4.
5. FAX.....	TEXTC494	<b>CONF</b>	1.a.5.
b. Other Person to Whom Questions about the Reports Should be Directed			1.b.
1. Name.....	TEXTC495	<b>CONF</b>	1.b.1.
2. Title.....	TEXTC496	<b>CONF</b>	1.b.2.
3. E-mail Address.....	TEXT4086	<b>CONF</b>	1.b.3.
4. Telephone.....	TEXT8902	<b>CONF</b>	1.b.4.
5. FAX.....	TEXT9116	<b>CONF</b>	1.b.5.
2. Person to whom questions about Schedule RC-T - Fiduciary and Related Services should be directed			2.
a. Name and Title.....	TEXTB962	<b>CONF</b>	2.a.
b. E-mail Address.....	TEXTB926	<b>CONF</b>	2.b.
c. Telephone.....	TEXTB963	<b>CONF</b>	2.c.
d. FAX.....	TEXTB964	<b>CONF</b>	2.d.
3. Emergency Contact Information			3.
a. Primary Contact			3.a.
1. Name.....	TEXTC366	<b>CONF</b>	3.a.1.
2. Title.....	TEXTC367	<b>CONF</b>	3.a.2.
3. E-mail Address.....	TEXTC368	<b>CONF</b>	3.a.3.
4. Telephone.....	TEXTC369	<b>CONF</b>	3.a.4.
5. FAX.....	TEXTC370	<b>CONF</b>	3.a.5.
b. Secondary Contact			3.b.
1. Name.....	TEXTC371	<b>CONF</b>	3.b.1.
2. Title.....	TEXTC372	<b>CONF</b>	3.b.2.
3. E-mail Address.....	TEXTC373	<b>CONF</b>	3.b.3.
4. Telephone.....	TEXTC374	<b>CONF</b>	3.b.4.
5. FAX.....	TEXTC375	<b>CONF</b>	3.b.5.
4. USA PATRIOT Act Section 314(a) Anti-Money Laundering Contact Information			4.
a. Primary Contact			4.a.
1. Name.....	TEXTC437	<b>CONF</b>	4.a.1.
2. Title.....	TEXTC438	<b>CONF</b>	4.a.2.
3. E-mail Address.....	TEXTC439	<b>CONF</b>	4.a.3.
4. Telephone.....	TEXTC440	<b>CONF</b>	4.a.4.
b. Secondary Contact			4.b.

Dollar amounts in thousands

1. Name.....	TEXTC442	<b>CONF</b>	4.b.1.
2. Title.....	TEXTC443	<b>CONF</b>	4.b.2.
3. E-mail Address.....	TEXTC444	<b>CONF</b>	4.b.3.
4. Telephone.....	TEXTC445	<b>CONF</b>	4.b.4.
c. Third Contact			4.c.
1. Name.....	TEXTC870	<b>CONF</b>	4.c.1.
2. Title.....	TEXTC871	<b>CONF</b>	4.c.2.
3. E-mail Address.....	TEXTC872	<b>CONF</b>	4.c.3.
4. Telephone.....	TEXTC873	<b>CONF</b>	4.c.4.
d. Fourth Contact			4.d.
1. Name.....	TEXTC875	<b>CONF</b>	4.d.1.
2. Title.....	TEXTC876	<b>CONF</b>	4.d.2.
3. E-mail Address.....	TEXTC877	<b>CONF</b>	4.d.3.
4. Telephone.....	TEXTC878	<b>CONF</b>	4.d.4.

### Optional Narrative Statement Concerning the Amounts Reported in the Reports of Condition and Income

Dollar amounts in thousands

1. Comments?.....	RCON6979	<b>No</b>	1.
2. Bank Management Statement.....	TEXT6980		2.

### Schedule RI - Income Statement

Dollar amounts in thousands

1. Interest income:			1.
a. Interest and fee income on loans:			1.a.
1. In domestic offices:			1.a.1.
a. Loans secured by real estate:			1.a.1.a.
1. Loans secured by 1-4 family residential properties.....	RIAD4435	<b>1,822</b>	1.a.1.a.1.
2. All other loans secured by real estate.....	RIAD4436	<b>0</b>	1.a.1.a.2.
b. Loans to finance agricultural production and other loans to farmers.....	RIAD4024	<b>0</b>	1.a.1.b.
c. Commercial and industrial loans.....	RIAD4012	<b>23,481</b>	1.a.1.c.
d. Loans to individuals for household, family, and other personal expenditures:			1.a.1.d.
1. Credit cards.....	RIADB485	<b>1,610,488</b>	1.a.1.d.1.
2. Other (includes single payment, installment, all student loans, and revolving credit plans other than credit cards).....	RIADB486	<b>76,615</b>	1.a.1.d.2.
e. Loans to foreign governments and official institutions.....	RIAD4056	<b>0</b>	1.a.1.e.
f. All other loans in domestic offices.....	RIADB487	<b>1,319</b>	1.a.1.f.
2. In foreign offices, Edge and Agreement subsidiaries, and IBFs.....	RIAD4059	<b>0</b>	1.a.2.
3. Total interest and fee income on loans.....	RIAD4010	<b>1,713,725</b>	1.a.3.
b. Income from lease financing receivables.....	RIAD4065	<b>0</b>	1.b.
c. Interest income on balances due from depository institutions.....	RIAD4115	<b>693</b>	1.c.
d. Interest and dividend income on securities:			1.d.
1. U.S. Treasury securities and U.S. Government agency obligations (excluding mortgage-backed securities).....	RIADB488	<b>2</b>	1.d.1.
2. Mortgage-backed securities.....	RIADB489	<b>421</b>	1.d.2.
3. All other securities (includes securities issued by states and political subdivisions in the U.S.).....	RIAD4060	<b>51,285</b>	1.d.3.
e. Interest income from trading assets.....	RIAD4069	<b>0</b>	1.e.

Dollar amounts in thousands

f. Interest income on federal funds sold and securities purchased under agreements to resell.....	RIAD4020	0	1.f.
g. Other interest income.....	RIAD4518	2,342	1.g.
h. Total interest income.....	RIAD4107	1,768,468	1.h.
2. Interest expense:			2.
a. Interest on deposits:			2.a.
1. Interest on deposits in domestic offices:			2.a.1.
a. Transaction accounts (NOW accounts, ATS accounts, and telephone and preauthorized transfer accounts).....	RIAD4508	84	2.a.1.a.
b. Nontransaction accounts:			2.a.1.b.
1. Savings deposits (includes MMDAs).....	RIAD0093	29,226	2.a.1.b.1.
2. Time deposits of \$100,000 or more.....	RIADA517	44,391	2.a.1.b.2.
3. Time deposits of less than \$100,000.....	RIADA518	482,983	2.a.1.b.3.
2. Interest on deposits in foreign offices, Edge and Agreement subsidiaries, and IBFs.....	RIAD4172	0	2.a.2.
b. Expense of federal funds purchased and securities sold under agreements to repurchase.....	RIAD4180	156	2.b.
c. Interest on trading liabilities and other borrowed money.....	RIAD4185	2,714	2.c.
d. Interest on subordinated notes and debentures.....	RIAD4200	80	2.d.
e. Total interest expense .....	RIAD4073	559,634	2.e.
3. Net interest income.....	RIAD4074	1,208,834	3.
4. Provision for loan and lease losses.....	RIAD4230	1,410,461	4.
5. Noninterest income:			5.
a. Income from fiduciary activities.....	RIAD4070	0	5.a.
b. Service charges on deposit accounts in domestic offices.....	RIAD4080	1,363	5.b.
c. Trading revenue.....	RIADA220	0	5.c.
d. Not available			5.d.
1. Fees and commissions from securities brokerage.....	RIADC886	0	5.d.1.
2. Investment banking, advisory, and underwriting fees and commissions.....	RIADC888	0	5.d.2.
3. Fees and commissions from annuity sales.....	RIADC887	0	5.d.3.
4. Underwriting income from insurance and reinsurance activities.....	RIADC386	0	5.d.4.
5. Income from other insurance activities.....	RIADC387	63,022	5.d.5.
e. Venture capital revenue.....	RIADB491	0	5.e.
f. Net servicing fees.....	RIADB492	229,584	5.f.
g. Net securitization income.....	RIADB493	465,193	5.g.
h. Not applicable			5.h.
i. Net gains (losses) on sales of loans and leases.....	RIAD5416	0	5.i.
j. Net gains (losses) on sales of other real estate owned.....	RIAD5415	-11	5.j.
k. Net gains (losses) on sales of other assets (excluding securities).....	RIADB496	0	5.k.
l. Other noninterest income.....	RIADB497	623,763	5.l.
m. Total noninterest income.....	RIAD4079	1,382,914	5.m.
6. Not available			6.
a. Realized gains (losses) on held-to-maturity securities.....	RIAD3521	-4	6.a.
b. Realized gains (losses) on available-for-sale securities.....	RIAD3196	-9,050	6.b.
7. Noninterest expense:			7.
a. Salaries and employee benefits.....	RIAD4135	132,205	7.a.
b. Expenses of premises and fixed assets (net of rental income) (excluding salaries and employee benefits and mortgage interest).....	RIAD4217	12,283	7.b.
c. Not available			7.c.
1. Goodwill impairment losses.....	RIADC216	0	7.c.1.
2. Amortization expense and impairment losses for other intangible assets.....	RIADC232	0	7.c.2.
d. Other noninterest expense.....	RIAD4092	872,057	7.d.

Dollar amounts in thousands

e. Total noninterest expense.....	RIAD4093	<b>1,016,545</b>	7.e.
8. Income (loss) before income taxes and extraordinary items and other adjustments.....	RIAD4301	<b>155,688</b>	8.
9. Applicable income taxes (on item 8).....	RIAD4302	<b>59,551</b>	9.
10. Income (loss) before extraordinary items and other adjustments.....	RIAD4300	<b>96,137</b>	10.
11. Extraordinary items and other adjustments, net of income taxes.....	RIAD4320	<b>0</b>	11.
12. Net income (loss) attributable to bank and noncontrolling (minority) interests (sum of items 10 and 11).....	RIADG104	<b>96,137</b>	12.
13. LESS: Net income (loss) attributable to noncontrolling (minority) interests (if net income, report as a positive value; if net loss, report as a negative value).....	RIADG103	<b>0</b>	13.
14. Net income (loss) attributable to bank (item 12 minus item 13).....	RIAD4340	<b>96,137</b>	14.
1. Interest expense incurred to carry tax-exempt securities, loans, and leases acquired after August 7, 1986, that is not deductible for federal income tax purposes.....	RIAD4513	<b>0</b>	M.1.
2. Income from the sale and servicing of mutual funds and annuities in domestic offices (included in Schedule RI, item 8).....	RIAD8431	<b>0</b>	M.2.
3. Income on tax-exempt loans and leases to states and political subdivisions in the U.S. (included in Schedule RI, items 1.a and 1.b).....	RIAD4313	<b>0</b>	M.3.
4. Income on tax-exempt securities issued by states and political subdivisions in the U.S. (included in Schedule RI, item 1.d.(3)).....	RIAD4507	<b>1,381</b>	M.4.
5. Number of full-time equivalent employees at end of current period.....	RIAD4150	<b>4728</b>	M.5.
6. Not applicable			M.6.
7. If the reporting bank has restated its balance sheet as a result of applying push down accounting this calendar year, report the date of the bank's acquisition.....	RIAD9106	<b>0</b>	M.7.
8. Trading revenue (from cash instruments and derivative instruments):			M.8.
a. Interest rate exposures.....	RIAD8757	<b>NR</b>	M.8.a.
b. Foreign exchange exposures.....	RIAD8758	<b>NR</b>	M.8.b.
c. Equity security and index exposures.....	RIAD8759	<b>NR</b>	M.8.c.
d. Commodity and other exposures.....	RIAD8760	<b>NR</b>	M.8.d.
e. Credit exposures.....	RIADF186	<b>NR</b>	M.8.e.
9. Net gains (losses) recognized in earnings on credit derivatives that economically hedge credit exposures held outside the trading account:			M.9.
a. Net gains (losses) on credit derivatives held for trading.....	RIADC889	<b>0</b>	M.9.a.
b. Net gains (losses) on credit derivatives held for purposes other than trading.....	RIADC890	<b>0</b>	M.9.b.
10. Credit losses on derivatives.....	RIADA251	<b>0</b>	M.10.
11. Does the reporting bank have a Subchapter S election in effect for federal income tax purposes for the current tax year?.....	RIADA530	<b>No</b>	M.11.
12. Noncash income from negative amortization on closed-end loans secured by 1-4 family residential properties (included in Schedule RI, item 1.a.(1)(a)(1)).....	RIADF228	<b>NR</b>	M.12.
13. Net gains (losses) recognized in earnings on assets and liabilities that are reported at fair value under a fair value option:			M.13.
a. Net gains (losses) on assets.....	RIADF551	<b>NR</b>	M.13.a.
1. Estimated net gains (losses) on loans attributable to changes in instrument-specific credit risk.....	RIADF552	<b>NR</b>	M.13.a.1.
b. Net gains (losses) on liabilities.....	RIADF553	<b>NR</b>	M.13.b.
1. Estimated net gains (losses) on liabilities attributable to changes in instrument-specific credit risk.....	RIADF554	<b>NR</b>	M.13.b.1.

## Schedule RI-A - Changes in Bank Equity Capital

Dollar amounts in thousands

1. Total bank equity capital most recently reported for the December 31, 2008, Reports of Condition and Income (i.e., after adjustments from amended Reports of Income).....	RIAD3217	<b>3,845,305</b>	1.
2. Restatements due to corrections of material accounting errors and changes in accounting principles.....	RIADB507	<b>0</b>	2.

Dollar amounts in thousands

3. Balance end of previous calendar year as restated.....	RIADB508	<b>3,845,305</b>	3.
4. Net income (loss) attributable to bank (must equal Schedule RI, item 14).....	RIAD4340	<b>96,137</b>	4.
5. Sale, conversion, acquisition, or retirement of capital stock, net (excluding treasury stock transactions).....	RIADB509	<b>0</b>	5.
6. Treasury stock transactions, net.....	RIADB510	<b>0</b>	6.
7. Changes incident to business combinations, net.....	RIAD4356	<b>0</b>	7.
8. Cash dividends declared on preferred stock.....	RIAD4470	<b>0</b>	8.
9. Cash dividends declared on common stock.....	RIAD4460	<b>0</b>	9.
10. Other comprehensive income.....	RIADB511	<b>15,947</b>	10.
11. Other transactions with parent holding company (not included in items 5, 6, 8, or 9 above).....	RIAD4415	<b>1,542,701</b>	11.
12. Total bank equity capital end of current period (sum of items 3 through 11) (must equal Schedule RC, item 27.a).....	RIAD3210	<b>5,500,090</b>	12.

### Schedule RI-B Part I - Charge-offs and Recoveries on Loans and Leases

Dollar amounts in thousands	(Column A) Charge-offs Calendar year-to-date	(Column B) Recoveries Calendar year-to-date			
1. Loans secured by real estate:			1.		
a. Construction, land development, and other land loans in domestic offices:			1.a.		
1. 1-4 family residential construction loans.....	RIADC891	<b>0</b>	RIADC892	<b>0</b>	1.a.1.
2. Other construction loans and all land development and other land loans.....	RIADC893	<b>0</b>	RIADC894	<b>0</b>	1.a.2.
b. Secured by farmland in domestic offices.....	RIAD3584	<b>0</b>	RIAD3585	<b>0</b>	1.b.
c. Secured by 1-4 family residential properties in domestic offices:				1.c.	
1. Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit.....	RIAD5411	<b>0</b>	RIAD5412	<b>0</b>	1.c.1.
2. Closed-end loans secured by 1-4 family residential properties:				1.c.2.	
a. Secured by first liens.....	RIADC234	<b>0</b>	RIADC217	<b>0</b>	1.c.2.a.
b. Secured by junior liens.....	RIADC235	<b>0</b>	RIADC218	<b>0</b>	1.c.2.b.
d. Secured by multifamily (5 or more) residential properties in domestic offices.....	RIAD3588	<b>0</b>	RIAD3589	<b>0</b>	1.d.
e. Secured by nonfarm nonresidential properties in domestic offices:				1.e.	
1. Loans secured by owner-occupied nonfarm nonresidential properties.....	RIADC895	<b>0</b>	RIADC896	<b>0</b>	1.e.1.
2. Loans secured by other nonfarm nonresidential properties.....	RIADC897	<b>0</b>	RIADC898	<b>0</b>	1.e.2.
f. In foreign offices.....	RIADB512	<b>0</b>	RIADB513	<b>0</b>	1.f.
2. Loans to depository institutions and acceptances of other banks:				2.	
a. To U.S. banks and other U.S. depository institutions.....	RIAD4653	<b>0</b>	RIAD4663	<b>0</b>	2.a.
b. To foreign banks.....	RIAD4654	<b>0</b>	RIAD4664	<b>0</b>	2.b.
3. Loans to finance agricultural production and other loans to farmers.....	RIAD4655	<b>0</b>	RIAD4665	<b>0</b>	3.
4. Commercial and industrial loans:				4.	
a. To U.S. addressees (domicile).....	RIAD4645	<b>27,589</b>	RIAD4617	<b>380</b>	4.a.
b. To non-U.S. addressees (domicile).....	RIAD4646	<b>0</b>	RIAD4618	<b>0</b>	4.b.
5. Loans to individuals for household, family, and other personal expenditures:				5.	
a. Credit cards.....	RIADB514	<b>1,080,609</b>	RIADB515	<b>102,131</b>	5.a.
b. Other (includes single payment, installment, all student loans, and revolving credit plans other than credit cards).....	RIADB516	<b>30,644</b>	RIADB517	<b>459</b>	5.b.
6. Loans to foreign governments and official institutions.....	RIAD4643	<b>0</b>	RIAD4627	<b>0</b>	6.
7. All other loans.....	RIAD4644	<b>0</b>	RIAD4628	<b>0</b>	7.

Dollar amounts in thousands		(Column A) Charge-offs Calendar year-to-date		(Column B) Recoveries Calendar year-to-date		
8. Lease financing receivables:						8.
a. Leases to individuals for household, family, and other personal expenditures.....		RIADF185	0	RIADF187	0	8.a.
b. All other leases.....		RIADC880	0	RIADF188	0	8.b.
9. Total.....		RIAD4635	<b>1,138,842</b>	RIAD4605	<b>102,970</b>	9.
1. Loans to finance commercial real estate, construction, and land development activities (not secured by real estate) included in Schedule RI-B, part I, items 4 and 7, above.....		RIAD5409	0	RIAD5410	0	M.1.
2. Loans secured by real estate to non-U.S. addressees (domicile) (included in Schedule RI-B, part I, item 1, above).....		RIAD4652	0	RIAD4662	0	M.2.
3. Not applicable						M.3.

### Schedule RI-B Part I - Charge-offs and Recoveries on Loans and Leases

Dollar amounts in thousands

4. Uncollectible retail credit card fees and finance charges reversed against income (i.e., not included in charge-offs against the allowance for loan and lease losses).....	RIADC388	<b>368,805</b>	M.4.
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### Schedule RI-B Part II - Changes in Allowance for Loan and Lease Losses

Dollar amounts in thousands

1. Balance most recently reported for the December 31, 2008, Reports of Condition and Income (i.e., after adjustments from amended Reports of Income).....	RIADB522	<b>1,592,665</b>	1.
2. Recoveries.....	RIAD4605	<b>102,970</b>	2.
3. Charge-offs.....	RIADC079	<b>1,138,842</b>	3.
4. Write-downs arising from transfers of loans to a held-for-sale account.....	RIAD5523	0	4.
5. Provision for loan and lease losses.....	RIAD4230	<b>1,410,461</b>	5.
6. Adjustments.....	RIADC233	0	6.
7. Balance end of current period.....	RIAD3123	<b>1,967,254</b>	7.
1. Allocated transfer risk reserve included in Schedule RI-B, part II, item 7, above.....	RIADC435	0	M.1.
2. Separate valuation allowance for uncollectible retail credit card fees and finance charges.....	RIADC389	0	M.2.
3. Amount of allowance for loan and lease losses attributable to retail credit card fees and finance charges.....	RIADC390	<b>470,989</b>	M.3.
4. Amount of allowance for post-acquisition losses on purchased impaired loans accounted for in accordance with AICPA Statement of Position 03-3 (included in Schedule RI-B, part II, item 7, above).....	RIADC781	0	M.4.

### Schedule RI-D - Income from Foreign Offices

Dollar amounts in thousands

1. Total interest income in foreign offices.....	RIADC899	0	1.
2. Total interest expense in foreign offices.....	RIADC900	0	2.
3. Provision for loan and lease losses in foreign offices.....	RIADC901	0	3.
4. Noninterest income in foreign offices:			4.
a. Trading revenue.....	RIADC902	0	4.a.
b. Investment banking, advisory, brokerage, and underwriting fees and commissions.....	RIADC903	0	4.b.
c. Net securitization income.....	RIADC904	0	4.c.
d. Other noninterest income.....	RIADC905	0	4.d.
5. Realized gains (losses) on held-to-maturity and available-for-sale securities in foreign offices.....	RIADC906	0	5.
6. Total noninterest expense in foreign offices.....	RIADC907	0	6.

Dollar amounts in thousands

7. Adjustments to pretax income in foreign offices for internal allocations to foreign offices to reflect the effects of equity capital on overall bank funding costs.....	RIADC908	0	7.
8. Applicable income taxes (on items 1 through 7).....	RIADC909	0	8.
9. Extraordinary items and other adjustments, net of income taxes, in foreign offices.....	RIADC910	0	9.
10. Net income attributable to foreign offices before internal allocations of income and expense.....	RIADC911	0	10.
11. Internal allocations of income and expense applicable to foreign offices.....	RIADC912	0	11.
12. Eliminations arising from the consolidation of foreign offices with domestic offices.....	RIADC913	0	12.
13. Consolidated net income attributable to foreign offices.....	RIADC914	0	13.

## Schedule RI-E - Explanations

Dollar amounts in thousands

1. Other noninterest income (from Schedule RI, item 5.l) Itemize and describe amounts greater than \$25,000 that exceed 3% of Schedule RI, item 5.l:			1.
a. Income and fees from the printing and sale of checks.....	RIADC013	0	1.a.
b. Earnings on/increase in value of cash surrender value of life insurance.....	RIADC014	0	1.b.
c. Income and fees from automated teller machines (ATMs).....	RIADC016	0	1.c.
d. Rent and other income from other real estate owned.....	RIAD4042	0	1.d.
e. Safe deposit box rent.....	RIADC015	0	1.e.
f. Net change in the fair values of financial instruments accounted for under a fair value option.....	RIADF229	0	1.f.
g. Bank card and credit card interchange fees.....	RIADF555	110,048	1.g.
h. Disclose component and the dollar amount of that component:			1.h.
1. Describe component.....	TEXT4461	<b>Legal settlement</b>	1.h.1.
2. Amount of component.....	RIAD4461	<b>369,047</b>	1.h.2.
i. Disclose component and the dollar amount of that component:			1.i.
1. Describe component.....	TEXT4462	<b>Net credit card fee income</b>	1.i.1.
2. Amount of component.....	RIAD4462	<b>125,995</b>	1.i.2.
j. Disclose component and the dollar amount of that component:			1.j.
1. Describe component.....	TEXT4463		1.j.1.
2. Amount of component.....	RIAD4463	0	1.j.2.
2. Other noninterest expense (from Schedule RI, item 7.d) Itemize and describe amounts greater than \$25,000 that exceed 3% of Schedule RI, item 7.d:			2.
a. Data processing expenses.....	RIADC017	0	2.a.
b. Advertising and marketing expenses.....	RIAD0497	0	2.b.
c. Directors' fees.....	RIAD4136	0	2.c.
d. Printing, stationery, and supplies.....	RIADC018	0	2.d.
e. Postage.....	RIAD8403	0	2.e.
f. Legal fees and expenses.....	RIAD4141	0	2.f.
g. FDIC deposit insurance assessments.....	RIAD4146	<b>CONF</b>	2.g.
h. Accounting and auditing expenses.....	RIADF556	0	2.h.
i. Consulting and advisory expenses.....	RIADF557	0	2.i.
j. Automated teller machine (ATM) and interchange expenses.....	RIADF558	0	2.j.
k. Telecommunications expenses.....	RIADF559	0	2.k.
l. Disclose component and the dollar amount of that component:			2.l.
1. Describe component.....	TEXT4464	<b>Click here for value</b>	2.l.1.
2. Amount of component.....	RIAD4464	<b>786,098</b>	2.l.2.
m. Disclose component and the dollar amount of that component:			2.m.
1. Describe component.....	TEXT4467		2.m.1.



Dollar amounts in thousands

2. Amount of component.....	RIAD4467	0	2.m.2.
n. Disclose component and the dollar amount of that component:			2.n.
1. Describe component.....	TEXT4468		2.n.1.
2. Amount of component.....	RIAD4468	0	2.n.2.
3. Extraordinary items and other adjustments and applicable income tax effect (from Schedule RI, item 11):			3.
a. Disclose component, the gross dollar amount of that component, and its related income tax:			3.a.
1. Describe component.....	TEXT4469		3.a.1.
2. Amount of component.....	RIAD4469	0	3.a.2.
3. Applicable income tax effect.....	RIAD4486	0	3.a.3.
b. Disclose component, the gross dollar amount of that component, and its related income tax:			3.b.
1. Describe component.....	TEXT4487		3.b.1.
2. Amount of component.....	RIAD4487	0	3.b.2.
3. Applicable income tax effect.....	RIAD4488	0	3.b.3.
c. Disclose component, the gross dollar amount of that component, and its related income tax:			3.c.
1. Describe component.....	TEXT4489		3.c.1.
2. Amount of component.....	RIAD4489	0	3.c.2.
3. Applicable income tax effect.....	RIAD4491	0	3.c.3.
4. Restatements due to corrections of material accounting errors and changes in accounting principles (from Schedule RI-A, item 2):			4.
a. Cumulative effect of the initial application of FSP FAS 115-2 on other-than-temporary impairment.....	RIADG894	0	4.a.
b. Disclose component and the dollar amount of that component:			4.b.
1. Describe component.....	TEXTB527		4.b.1.
2. Amount of component.....	RIADB527	0	4.b.2.
5. Other transactions with parent holding company (from Schedule RI-A, item 11):			5.
a. Disclose component and the dollar amount of that component:			5.a.
1. Describe component.....	TEXT4498	<a href="#">Click here for value</a>	5.a.1.
2. Amount of component.....	RIAD4498	1,224,558	5.a.2.
b. Disclose component and the dollar amount of that component:			5.b.
1. Describe component.....	TEXT4499	<a href="#">Click here for value</a>	5.b.1.
2. Amount of component.....	RIAD4499	318,143	5.b.2.
6. Adjustments to allowance for loan and lease losses (from Schedule RI-B, part II, item 6):			6.
a. Disclose component and the dollar amount of that component:			6.a.
1. Describe component.....	TEXT4521		6.a.1.
2. Amount of component.....	RIAD4521	0	6.a.2.
b. Disclose component and the dollar amount of that component:			6.b.
1. Describe component.....	TEXT4522		6.b.1.
2. Amount of component.....	RIAD4522	0	6.b.2.
7. Other explanations:			7.
a. Comments?.....	RIAD4769	No	7.a.
b. Other explanations.....	TEXT4769		7.b.

(TEXT4464) Servicing fees paid to affiliates

(TEXT4498) Capital contribution

(TEXT4499) Property contribution

## Schedule RC - Balance Sheet

Dollar amounts in thousands

1. Cash and balances due from depository institutions (from Schedule RC-A):			1.
a. Noninterest-bearing balances and currency and coin.....	RCFD0081	<b>345,679</b>	1.a.
b. Interest-bearing balances.....	RCFD0071	<b>3,221,567</b>	1.b.
2. Securities:			2.
a. Held-to-maturity securities (from Schedule RC-B, column A).....	RCFD1754	<b>84,287</b>	2.a.
b. Available-for-sale securities (from Schedule RC-B, column D).....	RCFD1773	<b>4,967,581</b>	2.b.
3. Federal funds sold and securities purchased under agreements to resell:			3.
a. Federal funds sold in domestic offices.....	RCONB987	<b>0</b>	3.a.
b. Securities purchased under agreements to resell.....	RCFDB989	<b>0</b>	3.b.
4. Loans and lease financing receivables (from Schedule RC-C):			4.
a. Loans and leases held for sale.....	RCFD5369	<b>918,421</b>	4.a.
b. Loans and leases, net of unearned income.....	RCFDB528	<b>27,074,408</b>	4.b.
c. LESS: Allowance for loan and lease losses.....	RCFD3123	<b>1,967,254</b>	4.c.
d. Loans and leases, net of unearned income and allowance (item 4.b minus 4.c).....	RCFDB529	<b>25,107,154</b>	4.d.
5. Trading assets (from Schedule RC-D).....	RCFD3545	<b>0</b>	5.
6. Premises and fixed assets (including capitalized leases).....	RCFD2145	<b>323,707</b>	6.
7. Other real estate owned (from Schedule RC-M).....	RCFD2150	<b>0</b>	7.
8. Investments in unconsolidated subsidiaries and associated companies (from Schedule RC-M).....	RCFD2130	<b>0</b>	8.
9. Direct and indirect investments in real estate ventures.....	RCFD3656	<b>0</b>	9.
10. Intangible assets:			10.
a. Goodwill.....	RCFD3163	<b>0</b>	10.a.
b. Other intangible assets (from Schedule RC-M).....	RCFD0426	<b>0</b>	10.b.
11. Other assets (from Schedule RC-F).....	RCFD2160	<b>2,112,619</b>	11.
12. Total assets (sum of items 1 through 11).....	RCFD2170	<b>37,081,015</b>	12.
13. Deposits:			13.
a. In domestic offices (sum of totals of columns A and C from Schedule RC-E, part I).....	RCON2200	<b>29,095,445</b>	13.a.
1. Noninterest-bearing.....	RCON6631	<b>79,359</b>	13.a.1.
2. Interest-bearing.....	RCON6636	<b>29,016,086</b>	13.a.2.
b. In foreign offices, Edge and Agreement subsidiaries, and IBFs (from Schedule RC-E, part II).....	RCFN2200	<b>0</b>	13.b.
1. Noninterest-bearing.....	RCFN6631	<b>0</b>	13.b.1.
2. Interest-bearing.....	RCFN6636	<b>0</b>	13.b.2.
14. Federal funds purchased and securities sold under agreements to repurchase:			14.
a. Federal funds purchased in domestic offices.....	RCONB993	<b>0</b>	14.a.
b. Securities sold under agreements to repurchase.....	RCFDB995	<b>0</b>	14.b.
15. Trading liabilities (from Schedule RC-D).....	RCFD3548	<b>0</b>	15.
16. Other borrowed money (includes mortgage indebtedness and obligations under capitalized leases) (from Schedule RC-M).....	RCFD3190	<b>15,511</b>	16.
17. Not applicable			17.
18. Not applicable			18.
19. Subordinated notes and debentures.....	RCFD3200	<b>275,000</b>	19.
20. Other liabilities (from Schedule RC-G).....	RCFD2930	<b>2,194,969</b>	20.
21. Total liabilities (sum of items 13 through 20).....	RCFD2948	<b>31,580,925</b>	21.
22. Not applicable			22.
23. Perpetual preferred stock and related surplus.....	RCFD3838	<b>0</b>	23.
24. Common stock.....	RCFD3230	<b>523,639</b>	24.
25. Surplus (exclude all surplus related to preferred stock).....	RCFD3839	<b>2,497,331</b>	25.

Dollar amounts in thousands

26. Not available			26.
a. Retained earnings.....	RCFD3632	<b>2,490,485</b>	26.a.
b. Accumulated other comprehensive income.....	RCFDB530	<b>-11,365</b>	26.b.
c. Other equity capital components.....	RCFDA130	<b>0</b>	26.c.
27. Not available			27.
a. Total bank equity capital (sum of items 23 through 26.c).....	RCFD3210	<b>5,500,090</b>	27.a.
b. Noncontrolling (minority) interests in consolidated subsidiaries.....	RCFD3000	<b>0</b>	27.b.
28. Total equity capital (sum of items 27.a and 27.b).....	RCFDG105	<b>5,500,090</b>	28.
29. Total liabilities and equity capital (sum of items 21 and 28).....	RCFD3300	<b>37,081,015</b>	29.
1. Indicate in the box at the right the number of the statement below that best describes the most comprehensive level of auditing work performed for the bank by independent external auditors as of any date during 2008.....	RCFD6724	<b>NR</b>	M.1.
2. Bank's fiscal year-end date.....	RCON8678	<b>NR</b>	M.2.

### Schedule RC-A - Cash and Balances Due From Depository Institutions

Dollar amounts in thousands		(Column A) Consolidated Bank		(Column B) Domestic Offices		
1. Cash items in process of collection, unposted debits, and currency and coin.....	RCFD0022	<b>240,829</b>				1.
a. Cash items in process of collection and unposted debits.....			RCON0020	<b>240,178</b>		1.a.
b. Currency and coin.....			RCON0080	<b>651</b>		1.b.
2. Balances due from depository institutions in the U.S.....			RCON0082	<b>113,593</b>		2.
a. U.S. branches and agencies of foreign banks (including their IBFs).....	RCFD0083	<b>0</b>				2.a.
b. Other commercial banks in the U.S. and other depository institutions in the U.S. (including their IBFs).....	RCFD0085	<b>113,593</b>				2.b.
3. Balances due from banks in foreign countries and foreign central banks.....			RCON0070	<b>0</b>		3.
a. Foreign branches of other U.S. banks.....	RCFD0073	<b>0</b>				3.a.
b. Other banks in foreign countries and foreign central banks.....	RCFD0074	<b>6,080</b>				3.b.
4. Balances due from Federal Reserve Banks.....	RCFD0090	<b>3,206,744</b>	RCON0090	<b>3,206,744</b>		4.
5. Total.....	RCFD0010	<b>3,567,246</b>	RCON0010	<b>3,561,166</b>		5.

## Schedule RC-B - Securities

	(Column A) Held-to-maturity Amortized Cost	(Column B) Held-to-maturity Fair Value	(Column C) Available-for-sale Amortized Cost	(Column D) Available-for-sale Fair Value	
Dollar amounts in thousands					
1. U.S. Treasury securities.....	RCFD0211	RCFD0213	RCFD1286	RCFD1287	1.
	0	0	0	0	
2. U.S. Government agency obligations (exclude mortgage-backed securities):					2.
a. Issued by U.S. Government agencies.....	RCFD1289	RCFD1290	RCFD1291	RCFD1293	2.a.
	0	0	0	0	
b. Issued by U.S. Government-sponsored agencies.....	RCFD1294	RCFD1295	RCFD1297	RCFD1298	2.b.
	0	0	0	0	
3. Securities issued by states and political subdivisions in the U.S.....	RCFD8496	RCFD8497	RCFD8498	RCFD8499	3.
	70,013	60,953	0	0	
4. Mortgage-backed securities (MBS):					4.
a. Residential mortgage pass-through securities:					4.a.
1. Guaranteed by GNMA.....	RCFDG300	RCFDG301	RCFDG302	RCFDG303	4.a.1.
	625	660	0	0	
2. Issued by FNMA and FHLMC.....	RCFDG304	RCFDG305	RCFDG306	RCFDG307	4.a.2.
	13,649	14,243	0	0	
3. Other pass-through securities.....	RCFDG308	RCFDG309	RCFDG310	RCFDG311	4.a.3.
	0	0	0	0	
b. Other residential mortgage-backed securities (include CMOs, REMICs, and stripped MBS):					4.b.
1. Issued or guaranteed by FNMA, FHLMC, or GNMA.....	RCFDG312	RCFDG313	RCFDG314	RCFDG315	4.b.1.
	0	0	0	0	
2. Collateralized by MBS issued or guaranteed by FNMA, FHLMC, or GNMA.....	RCFDG316	RCFDG317	RCFDG318	RCFDG319	4.b.2.
	0	0	0	0	
3. All other residential MBS.....	RCFDG320	RCFDG321	RCFDG322	RCFDG323	4.b.3.
	0	0	51,337	51,337	
c. Commercial MBS:					4.c.
1. Commercial mortgage pass-through securities.....	RCFDG324	RCFDG325	RCFDG326	RCFDG327	4.c.1.
	0	0	0	0	
2. Other commercial MBS.....	RCFDG328	RCFDG329	RCFDG330	RCFDG331	4.c.2.
	0	0	0	0	

Dollar amounts in thousands					
	(Column A) Held-to-maturity Amortized Cost	(Column B) Held-to-maturity Fair Value	(Column C) Available-for-sale Amortized Cost	(Column D) Available-for-sale Fair Value	
5. Asset-backed securities and structured financial products:					5.
a. Asset-backed securities (ABS).....	RCFDC026	RCFDC988	RCFDC989	RCFDC027	5.a.
	0	0	1,225,715	1,208,021	
b. Structured financial products:					5.b.
1. Cash.....	RCFDG336	RCFDG337	RCFDG338	RCFDG339	5.b.1.
	0	0	0	0	
2. Synthetic.....	RCFDG340	RCFDG341	RCFDG342	RCFDG343	5.b.2.
	0	0	0	0	
3. Hybrid.....	RCFDG344	RCFDG345	RCFDG346	RCFDG347	5.b.3.
	0	0	0	0	
6. Other debt securities:					6.
a. Other domestic debt securities.....	RCFD1737	RCFD1738	RCFD1739	RCFD1741	6.a.
	0	0	0	0	
b. Foreign debt securities.....	RCFD1742	RCFD1743	RCFD1744	RCFD1746	6.b.
	0	0	0	0	
7. Investments in mutual funds and other equity securities with readily determinable fair values.....			RCFDA510	RCFDA511	7.
			3,708,223	3,708,223	
8. Total.....	RCFD1754	RCFD1771	RCFD1772	RCFD1773	8.
	84,287	75,856	4,985,275	4,967,581	

## Schedule RC-B - Securities

Dollar amounts in thousands

1. Pledged securities.....	RCFD0416	<b>0</b>	M.1.
2. Maturity and repricing data for debt securities (excluding those in nonaccrual status):			M.2.
a. Securities issued by the U.S. Treasury, U.S. Government agencies, and states and political subdivisions in the U.S.; other non-mortgage debt securities; and mortgage pass-through securities other than those backed by closed-end first lien 1-4 family residential mortgages with a remaining maturity or next repricing date of:			M.2.a.
1. Three months or less.....	RCFDA549	<b>1,137,741</b>	M.2.a.1.
2. Over three months through 12 months.....	RCFDA550	<b>13,182</b>	M.2.a.2.
3. Over one year through three years.....	RCFDA551	<b>57,098</b>	M.2.a.3.
4. Over three years through five years.....	RCFDA552	<b>0</b>	M.2.a.4.
5. Over five years through 15 years.....	RCFDA553	<b>15,050</b>	M.2.a.5.
6. Over 15 years.....	RCFDA554	<b>54,963</b>	M.2.a.6.
b. Mortgage pass-through securities backed by closed-end first lien 1-4 family residential mortgages with a remaining maturity or next repricing date of:			M.2.b.
1. Three months or less.....	RCFDA555	<b>0</b>	M.2.b.1.
2. Over three months through 12 months.....	RCFDA556	<b>0</b>	M.2.b.2.
3. Over one year through three years.....	RCFDA557	<b>0</b>	M.2.b.3.
4. Over three years through five years.....	RCFDA558	<b>0</b>	M.2.b.4.
5. Over five years through 15 years.....	RCFDA559	<b>0</b>	M.2.b.5.
6. Over 15 years.....	RCFDA560	<b>14,274</b>	M.2.b.6.
c. Other mortgage-backed securities (include CMOs, REMICs, and stripped MBS; exclude mortgage pass-through securities) with an expected average life of:			M.2.c.
1. Three years or less.....	RCFDA561	<b>51,337</b>	M.2.c.1.
2. Over three years.....	RCFDA562	<b>0</b>	M.2.c.2.
d. Debt securities with a REMAINING MATURITY of one year or less (included in Memorandum items 2.a through 2.c above).....	RCFDA248	<b>864,172</b>	M.2.d.
3. Amortized cost of held-to-maturity securities sold or transferred to available-for-sale or trading securities during the calendar year-to-date (report the amortized cost at date of sale or transfer).....	RCFD1778	<b>0</b>	M.3.
4. Structured notes (included in the held-to-maturity and available-for-sale accounts in Schedule RC-B, items 2, 3, 5, and 6):			M.4.
a. Amortized cost.....	RCFD8782	<b>0</b>	M.4.a.
b. Fair value.....	RCFD8783	<b>0</b>	M.4.b.

## Schedule RC-B - Securities

Dollar amounts in thousands					
	(Column A) Held-to-maturity Amortized Cost	(Column B) Held-to-maturity Fair Value	(Column C) Available-for-sale Amortized Cost	(Column D) Available-for-sale Fair Value	
5. Asset-backed securities (ABS) (for each column, sum of Memorandum items 5.a through 5.f must equal Schedule RC-B, item 5.a):					
					M.5.
	RCFDB838	RCFDB839	RCFDB840	RCFDB841	
a. Credit card receivables.....	0	0	1,225,715	1,208,021	M.5.a.
	RCFDB842	RCFDB843	RCFDB844	RCFDB845	
b. Home equity lines.....	0	0	0	0	M.5.b.
	RCFDB846	RCFDB847	RCFDB848	RCFDB849	
c. Automobile loans.....	0	0	0	0	M.5.c.
	RCFDB850	RCFDB851	RCFDB852	RCFDB853	
d. Other consumer loans.....	0	0	0	0	M.5.d.
	RCFDB854	RCFDB855	RCFDB856	RCFDB857	
e. Commercial and industrial loans.....	0	0	0	0	M.5.e.
	RCFDB858	RCFDB859	RCFDB860	RCFDB861	
f. Other.....	0	0	0	0	M.5.f.
6. Structured financial products by underlying collateral or reference assets (for each column, sum of Memorandum items 6.a through 6.g must equal Schedule RC-B, sum of items 5.b(1) through(3)):					
					M.6.
	RCFDG348	RCFDG349	RCFDG350	RCFDG351	
a. Trust preferred securities issued by financial institutions.....	0	0	0	0	M.6.a.
	RCFDG352	RCFDG353	RCFDG354	RCFDG355	
b. Trust preferred securities issued by real estate investment trusts.....	0	0	0	0	M.6.b.
	RCFDG356	RCFDG357	RCFDG358	RCFDG359	
c. Corporate and similar loans.....	0	0	0	0	M.6.c.
	RCFDG360	RCFDG361	RCFDG362	RCFDG363	
d. 1-4 family residential MBS issued or guaranteed by U.S. government-sponsored enterprises (GSEs).....	0	0	0	0	M.6.d.
	RCFDG364	RCFDG365	RCFDG366	RCFDG367	
e. 1-4 family residential MBS not issued or guaranteed by GSEs.....	0	0	0	0	M.6.e.
	RCFDG368	RCFDG369	RCFDG370	RCFDG371	
f. Diversified (mixed) pools of structured financial products.....	0	0	0	0	M.6.f.
	RCFDG372	RCFDG373	RCFDG374	RCFDG375	
g. Other collateral or reference assets.....	0	0	0	0	M.6.g.

## Schedule RC-C Part I - Loans and Leases

Dollar amounts in thousands		(Column A) Consolidated Bank		(Column B) Domestic Offices	
1. Loans secured by real estate.....		RCFD1410	<b>70,590</b>		
a. Construction, land development, and other land loans:					
1. 1-4 family residential construction loans.....				RCONF158	<b>0</b>
2. Other construction loans and all land development and other land loans.....				RCONF159	<b>0</b>
b. Secured by farmland (including farm residential and other improvements).....				RCON1420	<b>0</b>
c. Secured by 1-4 family residential properties:					
1. Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit.....				RCON1797	<b>9,997</b>
2. Closed-end loans secured by 1-4 family residential properties:					
a. Secured by first liens.....				RCON5367	<b>60,160</b>
b. Secured by junior liens.....				RCON5368	<b>433</b>
d. Secured by multifamily (5 or more) residential properties.....				RCON1460	<b>0</b>
e. Secured by nonfarm nonresidential properties:					
1. Loans secured by owner-occupied nonfarm nonresidential properties.....				RCONF160	<b>0</b>
2. Loans secured by other nonfarm nonresidential properties.....				RCONF161	<b>0</b>
2. Loans to depository institutions and acceptances of other banks:					
a. To commercial banks in the U.S.....				RCONB531	<b>0</b>
1. To U.S. branches and agencies of foreign banks.....		RCFDB532	<b>0</b>		
2. To other commercial banks in the U.S.....		RCFDB533	<b>0</b>		
b. To other depository institutions in the U.S.....		RCFDB534	<b>0</b>	RCONB534	<b>0</b>
c. To banks in foreign countries.....				RCONB535	<b>0</b>
1. To foreign branches of other U.S. banks.....		RCFDB536	<b>0</b>		
2. To other banks in foreign countries.....		RCFDB537	<b>0</b>		
3. Loans to finance agricultural production and other loans to farmers.....		RCFD1590	<b>0</b>	RCON1590	<b>0</b>
4. Commercial and industrial loans:					
a. To U.S. addressees (domicile).....		RCFD1763	<b>450,969</b>	RCON1763	<b>450,969</b>
b. To non-U.S. addressees (domicile).....		RCFD1764	<b>0</b>	RCON1764	<b>0</b>
5. Not applicable					
6. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper):					
a. Credit cards.....		RCFDB538	<b>25,314,515</b>	RCONB538	<b>25,314,515</b>
b. Other revolving credit plans.....		RCFDB539	<b>0</b>	RCONB539	<b>0</b>
c. Other consumer loans (includes single payment, installment, and all student loans).....		RCFD2011	<b>2,153,781</b>	RCON2011	<b>2,153,781</b>
7. Loans to foreign governments and official institutions (including foreign central banks).....		RCFD2081	<b>0</b>	RCON2081	<b>0</b>
8. Obligations (other than securities and leases) of states and political subdivisions in the U.S.....		RCFD2107	<b>0</b>	RCON2107	<b>0</b>
9. Other loans.....		RCFD1563	<b>2,974</b>		
a. Loans for purchasing or carrying securities (secured and unsecured).....				RCON1545	<b>0</b>
b. All other loans (exclude consumer loans).....				RCON1564	<b>2,974</b>
10. Lease financing receivables (net of unearned income).....				RCON2165	<b>0</b>
a. Leases to individuals for household, family, and other personal expenditures (i.e., consumer leases).....		RCFDF162	<b>0</b>		
b. All other leases.....		RCFDF163	<b>0</b>		
11. Any unearned income on loans reflected in items 1-9 above.....		RCFD2123	<b>0</b>	RCON2123	<b>0</b>



Dollar amounts in thousands	(Column A) Consolidated Bank		(Column B) Domestic Offices	
	RCFD2122	27,992,829	RCON2122	27,992,829
12. Total loans and leases, net of unearned income.....				

## Schedule RC-C Part I - Loans and Leases

Dollar amounts in thousands

1. Loans and leases restructured and in compliance with modified terms (included in Schedule RC-C, part I, and not reported as past due or nonaccrual in Schedule RC-N, Memorandum item 1):					M.1.
a. Loans secured by 1-4 family residential properties in domestic offices.....	RCONF576	0			M.1.a.
b. Other loans and all leases (exclude loans to individuals for household, family, and other personal expenditures).....	RCFD1616	552			M.1.b.
2. Maturity and repricing data for loans and leases (excluding those in nonaccrual status):					M.2.
a. Closed-end loans secured by first liens on 1-4 family residential properties in domestic offices (reported in Schedule RC-C, part I, item 1.c.(2)(a), column B) with a remaining maturity or next repricing date of:					M.2.a.
1. Three months or less.....	RCONA564	39			M.2.a.1.
2. Over three months through 12 months.....	RCONA565	260			M.2.a.2.
3. Over one year through three years.....	RCONA566	12			M.2.a.3.
4. Over three years through five years.....	RCONA567	17			M.2.a.4.
5. Over five years through 15 years.....	RCONA568	4,863			M.2.a.5.
6. Over 15 years.....	RCONA569	51,428			M.2.a.6.
b. All loans and leases (reported in Schedule RC-C, part I, items 1 through 10, column A) EXCLUDING closed-end loans secured by first liens on 1-4 family residential properties in domestic offices (reported in Schedule RC-C, part I, item 1.c.(2)(a), column B) with a remaining maturity or next repricing date of:					M.2.b.
1. Three months or less.....	RCFDA570	14,700,426			M.2.b.1.
2. Over three months through 12 months.....	RCFDA571	2,678,139			M.2.b.2.
3. Over one year through three years.....	RCFDA572	8,541,137			M.2.b.3.
4. Over three years through five years.....	RCFDA573	621,032			M.2.b.4.
5. Over five years through 15 years.....	RCFDA574	1,103,540			M.2.b.5.
6. Over 15 years.....	RCFDA575	18,073			M.2.b.6.
c. Loans and leases (reported in Schedule RC-C, part I, items 1 through 10, column A) with a REMAINING MATURITY of one year or less (excluding those in nonaccrual status).....	RCFDA247	2,419			M.2.c.
3. Loans to finance commercial real estate, construction, and land development activities (not secured by real estate) included in Schedule RC-C, part I, items 4 and 9, column A.....	RCFD2746	0			M.3.
4. Adjustable rate closed-end loans secured by first liens on 1-4 family residential properties in domestic offices (included in Schedule RC-C, part I, item 1.c.(2)(a), column B).....	RCON5370	300			M.4.
5. Loans secured by real estate to non-U.S. addressees (domicile) (included in Schedule RC-C, part I, item 1, column A).....	RCFDB837	0			M.5.
6. Outstanding credit card fees and finance charges included in Schedule RC-C, part I, item 6.a, column A.....	RCFDC391	1,910,017			M.6.
7. Purchased impaired loans held for investment accounted for in accordance with AICPA Statement of Position 03-3 (exclude loans held for sale):					M.7.
a. Outstanding balance.....	RCFDC779	0			M.7.a.
b. Carrying amount included in Schedule RC-C, part I, items 1 through 9.....	RCFDC780	0			M.7.b.
8. Closed-end loans with negative amortization features secured by 1-4 family residential properties in domestic offices:					M.8.
a. Total carrying amount of closed-end loans with negative amortization features secured by 1-4 family residential properties (included in Schedule RC-C, part I, items 1.c.(2)(a) and 1.c.(2)(b)).....	RCONF230	0			M.8.a.
b. Total maximum remaining amount of negative amortization contractually permitted on closed-end loans secured by 1-4 family residential properties.....	RCONF231	NR			M.8.b.

Dollar amounts in thousands

c. Total amount of negative amortization on closed-end loans secured by 1-4 family residential properties included in the carrying amount reported in Memorandum item 8.a above.....	RCONF232	NR	M.8.c.
9. Loans secured by 1-4 family residential properties in domestic offices in process of foreclosure (included in Schedule RC-C, part I, items 1.c.(1), 1.c.(2)(a), and 1.c.(2)(b)).....	RCONF577	594	M.9.

## Schedule RC-C Part I - Loans and Leases

Dollar amounts in thousands		(Column A) Consolidated Bank	(Column B) Domestic Offices		
10. Loans measured at fair value (included in Schedule RC-C, part I, items 1 through 9):				M.10.	
a. Loans secured by real estate.....	RCFDF608	NR		M.10.a.	
1. Construction, land development, and other land loans.....			RCONF578	NR	M.10.a.1.
2. Secured by farmland (including farm residential and other improvements).....			RCONF579	NR	M.10.a.2.
3. Secured by 1-4 family residential properties:				M.10.a.3.	
a. Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit.....			RCONF580	NR	M.10.a.3.a.
b. Closed-end loans secured by 1-4 family residential properties:				M.10.a.3.b.	
1. Secured by first liens.....			RCONF581	NR	M.10.a.3.b.1.
2. Secured by junior liens.....			RCONF582	NR	M.10.a.3.b.2.
4. Secured by multifamily (5 or more) residential properties.....			RCONF583	NR	M.10.a.4.
5. Secured by nonfarm nonresidential properties.....			RCONF584	NR	M.10.a.5.
b. Commercial and industrial loans.....	RCFDF585	NR	RCONF585	NR	M.10.b.
c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper):				M.10.c.	
1. Credit cards.....	RCFDF586	NR	RCONF586	NR	M.10.c.1.
2. Other revolving credit plans.....	RCFDF587	NR	RCONF587	NR	M.10.c.2.
3. Other consumer loans (includes single payment, installment, and all student loans).....	RCFDF588	NR	RCONF588	NR	M.10.c.3.
d. Other loans.....	RCFDF589	NR	RCONF589	NR	M.10.d.
11. Unpaid principal balance of loans measured at fair value (reported in Schedule RC-C, part I, Memorandum item 10):				M.11.	
a. Loans secured by real estate.....	RCFDF609	NR		M.11.a.	
1. Construction, and land development, and other land loans.....			RCONF590	NR	M.11.a.1.
2. Secured by farmland (including farm residential and other improvements).....			RCONF591	NR	M.11.a.2.
3. Secured by 1-4 family residential properties:				M.11.a.3.	
a. Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit.....			RCONF592	NR	M.11.a.3.a.
b. Closed-end loans secured by 1-4 family residential properties:				M.11.a.3.b.	
1. Secured by first liens.....			RCONF593	NR	M.11.a.3.b.1.
2. Secured by junior liens.....			RCONF594	NR	M.11.a.3.b.2.
4. Secured by multifamily (5 or more) residential properties.....			RCONF595	NR	M.11.a.4.
5. Secured by nonfarm nonresidential properties.....			RCONF596	NR	M.11.a.5.
b. Commercial and industrial loans.....	RCFDF597	NR	RCONF597	NR	M.11.b.
c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper):				M.11.c.	
1. Credit cards.....	RCFDF598	NR	RCONF598	NR	M.11.c.1.
2. Other revolving credit plans.....	RCFDF599	NR	RCONF599	NR	M.11.c.2.

Dollar amounts in thousands	(Column A) Consolidated Bank		(Column B) Domestic Offices		
	RCFDF600	NR	RCONF600	NR	
3. Other consumer loans (includes single payment, installment, and all student loans).....					M11.c3
d. Other loans.....	RCFDF601	NR	RCONF601	NR	M11.d

### Schedule RC-C Part I - Loans and Leases

Dollar amounts in thousands	(Column A) Fair value of acquired loans and leases at acquisition date	(Column B) Gross contractual amounts receivable at acquisition date	(Column C) Best estimate at acquisition date of contractual cash flows not expected to be collected	
	RCFDG091	RCFDG092	RCFDG093	
12. Loans (not subject to the requirements of AICPA Statement of Position 03-3) and leases held for investment that were acquired in business combinations with acquisition dates in the current calendar year:				M.12.
a. Loans secured by real estate.....	0	0	0	M.12.a.
b. Commercial and industrial loans.....	0	0	0	M.12.b.
c. Loans to individuals for household, family, and other personal expenditures.....	0	0	0	M.12.c.
d. All other loans and all leases.....	0	0	0	M.12.d.

### Schedule RC-C Part I - Loans and Leases

Dollar amounts in thousands			
13. Construction, land development, and other land loans in domestic offices with interest reserves:			M.13.
a. Amount of loans that provide for the use of interest reserves (included in Schedule RC-C, part I, item 1.a, column B).....	RCONG376	NR	M.13.a.
b. Amount of interest capitalized from interest reserves on construction, land development, and other land loans that is included in interest and fee income on loans during the quarter (included in Schedule RI, item 1.a.(1)(a)(2)).....	RIADG377	NR	M.13.b.
14. Pledged loans and leases.....	RCFDG378	10,670,076	M.14.

### Schedule RC-C Part II - Loans to Small Businesses and Small Farms

Dollar amounts in thousands			
1. Indicate in the appropriate box at the right whether all or substantially all of the dollar volume of your bank's "Loans secured by nonfarm nonresidential properties" in domestic offices reported in Schedule RC-C, part I, items 1.e.(1) and 1.e.(2), column B, and all or substantially all of the dollar volume of your bank's "Commercial and industrial loans to U.S. addressees" in domestic offices reported in Schedule RC-C, part I, item 4.a, column B, have original amounts of \$100,000 or less.....	RCON6999	Yes	1.
2. Report the total number of loans currently outstanding for each of the following Schedule RC-C, part I, loan categories:			2.
a. "Loans secured by nonfarm nonresidential properties" in domestic offices reported in Schedule RC-C, part I, items 1.e.(1) and 1.e.(2), column B.....	RCON5562	0	2.a.
b. "Commercial and industrial loans to U.S. addressees" in domestic offices reported in Schedule RC-C, part I, item 4.a, column B.....	RCON5563	173944	2.b.

### Schedule RC-C Part II - Loans to Small Businesses and Small Farms

Dollar amounts in thousands		(Column A) Number of Loans		(Column B) Amount Currently Outstanding	
3. Number and amount currently outstanding of "Loans secured by nonfarm nonresidential properties" in domestic offices reported in Schedule RC-C, part I, items 1.e.(1) and 1.e.(2), column B:					
a. With original amounts of \$100,000 or less.....	RCON5564	NR	RCON5565	NR	3.a.
b. With original amounts of more than \$100,000 through \$250,000.....	RCON5566	NR	RCON5567	NR	3.b.
c. With original amounts of more than \$250,000 through \$1,000,000..	RCON5568	NR	RCON5569	NR	3.c.
4. Number and amount currently outstanding of "Commercial and industrial loans to U.S. addressees" in domestic offices reported in Schedule RC-C, part I, item 4.a, column B:					
a. With original amounts of \$100,000 or less.....	RCON5570	NR	RCON5571	NR	4.a.
b. With original amounts of more than \$100,000 through \$250,000.....	RCON5572	NR	RCON5573	NR	4.b.
c. With original amounts of more than \$250,000 through \$1,000,000..	RCON5574	NR	RCON5575	NR	4.c.

### Schedule RC-C Part II - Loans to Small Businesses and Small Farms

Dollar amounts in thousands				
5. Indicate in the appropriate box at the right whether all or substantially all of the dollar volume of your bank's "Loans secured by farmland (including farm residential and other improvements)" in domestic offices reported in Schedule RC-C, part I, item 1.b, column B, and all or substantially all of the dollar volume of your bank's "Loans to finance agricultural production and other loans to farmers" in domestic offices reported in Schedule RC-C, part I, item 3, column B, have original amounts of \$100,000 or less.....		RCON6860	No	5.
6. Report the total number of loans currently outstanding for each of the following Schedule RC-C, part I, loan categories:				6.
a. "Loans secured by farmland (including farm residential and other improvements)" in domestic offices reported in Schedule RC-C, part I, item 1.b, column B.....	RCON5576	NR	6.a.	
b. "Loans to finance agricultural production and other loans to farmers" in domestic offices reported in Schedule RC-C, part I, item 3, column B.....	RCON5577	NR	6.b.	

### Schedule RC-C Part II - Loans to Small Businesses and Small Farms

Dollar amounts in thousands		(Column A) Number of Loans		(Column B) Amount Currently Outstanding	
7. Number and amount currently outstanding of "Loans secured by farmland (including farm residential and other improvements)" in domestic offices reported in Schedule RC-C, part I, item 1.b, column B:					
a. With original amounts of \$100,000 or less.....	RCON5578	NR	RCON5579	NR	7.a.
b. With original amounts of more than \$100,000 through \$250,000.....	RCON5580	NR	RCON5581	NR	7.b.
c. With original amounts of more than \$250,000 through \$500,000.....	RCON5582	NR	RCON5583	NR	7.c.
8. Number and amount currently outstanding of "Loans to finance agricultural production and other loans to farmers" in domestic offices reported in Schedule RC-C, part I, item 3, column B:					
a. With original amounts of \$100,000 or less.....	RCON5584	NR	RCON5585	NR	8.a.
b. With original amounts of more than \$100,000 through \$250,000.....	RCON5586	NR	RCON5587	NR	8.b.
c. With original amounts of more than \$250,000 through \$500,000.....	RCON5588	NR	RCON5589	NR	8.c.

### Schedule RC-D - Trading Assets and Liabilities

Dollar amounts in thousands		(Column A) Consolidated Bank		(Column B) Domestic Offices	
1. U.S. Treasury securities.....	RCFD3531	NR	RCON3531	NR	1.

Dollar amounts in thousands		(Column A) Consolidated Bank		(Column B) Domestic Offices	
2. U.S. Government agency obligations (exclude mortgage-backed securities).....	RCFD3532	NR	RCON3532	NR	2.
3. Securities issued by states and political subdivisions in the U.S.....	RCFD3533	NR	RCON3533	NR	3.
4. Mortgage-backed securities (MBS):					4.
a. Residential mortgage pass-through securities issued or guaranteed by FNMA, FHLMC, or GNMA.....	RCFDG379	NR	RCONG379	NR	4.a.
b. Other residential MBS issued or guaranteed by FNMA, FHLMC, or GNMA (include CMOs, REMICs, and stripped MBS).....	RCFDG380	NR	RCONG380	NR	4.b.
c. All other residential MBS.....	RCFDG381	NR	RCONG381	NR	4.c.
d. Commercial MBS.....	RCFDG382	NR	RCONG382	NR	4.d.
5. Other debt securities:					5.
a. Structured financial products:					5.a.
1. Cash.....	RCFDG383	NR	RCONG383	NR	5.a.1.
2. Synthetic.....	RCFDG384	NR	RCONG384	NR	5.a.2.
3. Hybrid.....	RCFDG385	NR	RCONG385	NR	5.a.3.
b. All other debt securities.....	RCFDG386	NR	RCONG386	NR	5.b.
6. Loans:					6.
a. Loans secured by real estate.....	RCFDF610	NR			6.a.
1. Construction, land development, and other land loans.....			RCONF604	NR	6.a.1.
2. Secured by farmland (including farm residential and other improvements).....			RCONF605	NR	6.a.2.
3. Secured by 1-4 family residential properties:					6.a.3.
a. Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit.....			RCONF606	NR	6.a.3a.
b. Closed-end loans secured by 1-4 family residential properties:					6.a.3b.
1. Secured by first liens.....			RCONF607	NR	6.a.3b1.
2. Secured by junior liens.....			RCONF611	NR	6.a.3b2.
4. Secured by multifamily (5 or more) residential properties.....			RCONF612	NR	6.a.4.
5. Secured by nonfarm nonresidential properties.....			RCONF613	NR	6.a.5.
b. Commercial and industrial loans.....	RCFDF614	NR	RCONF614	NR	6.b.
c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper):					6.c.
1. Credit cards.....	RCFDF615	NR	RCONF615	NR	6.c.1.
2. Other revolving credit plans.....	RCFDF616	NR	RCONF616	NR	6.c.2.
3. Other consumer loans (includes single payment, installment, and all student loans).....	RCFDF617	NR	RCONF617	NR	6.c.3.
d. Other loans.....	RCFDF618	NR	RCONF618	NR	6.d.
7. Not applicable					7.
8. Not applicable					8.
9. Other trading assets.....	RCFD3541	NR	RCON3541	NR	9.
10. Not applicable					10.
11. Derivatives with a positive fair value.....	RCFD3543	0	RCON3543	NR	11.
12. Total trading assets.....	RCFD3545	0	RCON3545	NR	12.
13. Not available					13.
a. Liability for short positions.....	RCFD3546	NR	RCON3546	NR	13.a.
b. Other trading liabilities.....	RCFDF624	NR	RCONF624	NR	13.b.
14. Derivatives with a negative fair value.....	RCFD3547	0	RCON3547	NR	14.
15. Total trading liabilities.....	RCFD3548	0	RCON3548	NR	15.
1. Unpaid principal balance of loans measured at fair value (reported in Schedule RC-D, items 6.a through 6.d):					M.1.

Dollar amounts in thousands		(Column A) Consolidated Bank		(Column B) Domestic Offices	
a. Loans secured by real estate.....	RCFDF790	NR			M.1.a.
1. Construction, land development, and other land loans.....			RCONF625	NR	M1a.1.
2. Secured by farmland (including farm residential and other improvements).....			RCONF626	NR	M1a.2.
3. Secured by 1-4 family residential properties:					M1a.3.
a. Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit.....			RCONF627	NR	M1a.3a.
b. Closed-end loans secured by 1-4 family residential properties:					M1a.3b.
1. Secured by first liens.....			RCONF628	NR	M1a.3b.1.
2. Secured by junior liens.....			RCONF629	NR	M1a.3b.2.
4. Secured by multifamily (5 or more) residential properties.....			RCONF630	NR	M1a.4.
5. Secured by nonfarm nonresidential properties.....			RCONF631	NR	M1a.5.
b. Commercial and industrial loans.....	RCFDF632	NR	RCONF632	NR	M.1.b.
c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper):					M.1.c.
1. Credit cards.....	RCFDF633	NR	RCONF633	NR	M1c.1.
2. Other revolving credit plans.....	RCFDF634	NR	RCONF634	NR	M1c.2.
3. Other consumer loans (includes single payment, installment, and all student loans).....	RCFDF635	NR	RCONF635	NR	M1c.3.
d. Other loans.....	RCFDF636	NR	RCONF636	NR	M.1.d.
2. Loans measured at fair value that are past due 90 days or more:					M.2.
a. Fair value.....	RCFDF639	NR	RCONF639	NR	M.2.a.
b. Unpaid principal balance.....	RCFDF640	NR	RCONF640	NR	M.2.b.
3. Structured financial products by underlying collateral or reference assets (for each column, sum of Memorandum items 3.a through 3.g must equal Schedule RC-D, sum of items 5.a.(1) through (3)):					M.3.
a. Trust preferred securities issued by financial institutions.....	RCFDG299	NR	RCONG299	NR	M.3.a.
b. Trust preferred securities issued by real estate investment trusts....	RCFDG332	NR	RCONG332	NR	M.3.b.
c. Corporate and similar loans.....	RCFDG333	NR	RCONG333	NR	M.3.c.
d. 1-4 family residential MBS issued or guaranteed by U.S. government-sponsored enterprises (GSEs).....	RCFDG334	NR	RCONG334	NR	M.3.d.
e. 1-4 family residential MBS not issued or guaranteed by GSEs.....	RCFDG335	NR	RCONG335	NR	M.3.e.
f. Diversified (mixed) pools of structured financial products.....	RCFDG651	NR	RCONG651	NR	M.3.f.
g. Other collateral or reference assets.....	RCFDG652	NR	RCONG652	NR	M.3.g.
4. Pledged trading assets:					M.4.
a. Pledged securities.....	RCFDG387	NR	RCONG387	NR	M.4.a.
b. Pledged loans.....	RCFDG388	NR	RCONG388	NR	M.4.b.

### Schedule RC-D - Trading Assets and Liabilities

Dollar amounts in thousands

5. Asset-backed securities:					M.5.
a. Credit card receivables.....	RCFDF643	NR			M.5.a.
b. Home equity lines.....	RCFDF644	NR			M.5.b.
c. Automobile loans.....	RCFDF645	NR			M.5.c.
d. Other consumer loans.....	RCFDF646	NR			M.5.d.
e. Commercial and industrial loans.....	RCFDF647	NR			M.5.e.
f. Other.....	RCFDF648	NR			M.5.f.
6. Retained beneficial interests in securitizations (first-loss or equity tranches).....	RCFDF651	NR			M.6.
7. Equity securities:					M.7.

Dollar amounts in thousands

a. Readily determinable fair values.....	RCFDF652	NR	M.7.a.
b. Other.....	RCFDF653	NR	M.7.b.
8. Loans pending securitization.....	RCFDF654	NR	M.8.
9. Other trading assets (itemize and describe amounts included in Schedule RC-D, item 9, that are greater than \$25,000 and exceed 25% of the item):			M.9.
a. Disclose component and the dollar amount of that component:			M.9.a.
1. Describe component.....	TEXTF655		M.9.a.1.
2. Amount of component.....	RCFDF655	NR	M.9.a.2.
b. Disclose component and the dollar amount of that component:			M.9.b.
1. Describe component.....	TEXTF656		M.9.b.1.
2. Amount of component.....	RCFDF656	NR	M.9.b.2.
c. Disclose component and the dollar amount of that component:			M.9.c.
1. Describe component.....	TEXTF657		M.9.c.1.
2. Amount of component.....	RCFDF657	NR	M.9.c.2.
10. Other trading liabilities (itemize and describe amounts included in Schedule RC-D, item 13.b, that are greater than \$25,000 and exceed 25% of the item):			M.10.
a. Disclose component and the dollar amount of that component:			M.10.a.
1. Describe component.....	TEXTF658		M.10.a.1.
2. Amount of component.....	RCFDF658	NR	M.10.a.2.
b. Disclose component and the dollar amount of that component:			M.10.b.
1. Describe component.....	TEXTF659		M.10.b.1.
2. Amount of component.....	RCFDF659	NR	M.10.b.2.
c. Disclose component and the dollar amount of that component:			M.10.c.
1. Describe component.....	TEXTF660		M.10.c.1.
2. Amount of component.....	RCFDF660	NR	M.10.c.2.

### Schedule RC-E Part I - Deposits in Domestic Offices

	(Column A) Transaction Accounts Total Transaction accounts (including total demand deposits)	(Column B) Transaction Accounts Memo: Total demand deposits (included in column A)	(Column C) Nontransaction Accounts Total nontransaction accounts (including MMDAs)	
Dollar amounts in thousands				
Deposits of:				
1. Individuals, partnerships, and corporations (include all certified and official checks).....	RCONB549		RCONB550	
	<b>119,613</b>		<b>28,521,357</b>	1.
2. U.S. Government.....	RCON2202		RCON2520	
	<b>15</b>		<b>0</b>	2.
3. States and political subdivisions in the U.S.....	RCON2203		RCON2530	
	<b>100</b>		<b>30,322</b>	3.
4. Commercial banks and other depository institutions in the U.S.....	RCONB551		RCONB552	
	<b>10,987</b>		<b>413,051</b>	4.
5. Banks in foreign countries.....	RCON2213		RCON2236	
	<b>0</b>		<b>0</b>	5.
6. Foreign governments and official institutions (including foreign central banks).....	RCON2216		RCON2377	
	<b>0</b>		<b>0</b>	6.
7. Total.....	RCON2215	RCON2210	RCON2385	
	<b>130,715</b>	<b>79,359</b>	<b>28,964,730</b>	7.

## Schedule RC-E Part I - Deposits in Domestic Offices

Dollar amounts in thousands

1. Selected components of total deposits:			M.1.
a. Total Individual Retirement Accounts (IRAs) and Keogh Plan accounts.....	RCON6835	<b>471,177</b>	M.1.a.
b. Total brokered deposits.....	RCON2365	<b>21,223,680</b>	M.1.b.
c. Fully insured brokered deposits (included in Memorandum item 1.b above):			M.1.c.
1. Brokered deposits issued in denominations of less than \$100,000.....	RCON2343	<b>20,749,136</b>	M.1.c.1.
2. Brokered deposits issued in denominations of \$100,000 and certain brokered retirement deposit accounts.....	RCON2344	<b>120,480</b>	M.1.c.2.
d. Maturity data for brokered deposits:			M.1.d.
1. Brokered deposits issued in denominations of less than \$100,000 with a remaining maturity of one year or less (included in Memorandum item 1.c.(1) above).....	RCONA243	<b>6,551,537</b>	M.1.d.1.
2. Brokered deposits issued in denominations of \$100,000 or more with a remaining maturity of one year or less (included in Memorandum item 1.b above).....	RCONA244	<b>273,556</b>	M.1.d.2.
e. Preferred deposits (uninsured deposits of states and political subdivisions in the U.S. reported in item 3 above which are secured or collateralized as required under state law).....	RCON5590	<b>NR</b>	M.1.e.
2. Components of total nontransaction accounts:			M.2.
a. Savings deposits:			M.2.a.
1. Money market deposit accounts (MMDAs).....	RCON6810	<b>4,006,476</b>	M.2.a.1.
2. Other savings deposits (excludes MMDAs).....	RCON0352	<b>6,880</b>	M.2.a.2.
b. Total time deposits of less than \$100,000.....	RCON6648	<b>22,228,381</b>	M.2.b.
c. Total time deposits of \$100,000 or more.....	RCON2604	<b>2,722,993</b>	M.2.c.
1. Individual Retirement Accounts (IRAs) and Keogh Plan accounts included in Memorandum item 2.c, "Total time deposits of \$100,000 or more," above.....	RCONF233	<b>226,764</b>	M.2.c.1.
3. Maturity and repricing data for time deposits of less than \$100,000:			M.3.
a. Time deposits of less than \$100,000 with a remaining maturity or next repricing date of:			M.3.a.
1. Three months or less.....	RCONA579	<b>1,388,130</b>	M.3.a.1.
2. Over three months through 12 months.....	RCONA580	<b>4,978,708</b>	M.3.a.2.
3. Over one year through three years.....	RCONA581	<b>9,285,113</b>	M.3.a.3.
4. Over three years.....	RCONA582	<b>6,576,430</b>	M.3.a.4.
b. Time deposits of less than \$100,000 with a REMAINING MATURITY of one year or less (included in Memorandum items 3.a.(1) and 3.a.(2) above).....	RCONA241	<b>6,355,802</b>	M.3.b.
4. Maturity and repricing data for time deposits of \$100,000 or more:			M.4.
a. Time deposits of \$100,000 or more with a remaining maturity or next repricing date of:			M.4.a.
1. Three months or less.....	RCONA584	<b>301,472</b>	M.4.a.1.
2. Over three months through 12 months.....	RCONA585	<b>1,141,636</b>	M.4.a.2.
3. Over one year through three years.....	RCONA586	<b>608,668</b>	M.4.a.3.
4. Over three years.....	RCONA587	<b>671,217</b>	M.4.a.4.
b. Time deposits of \$100,000 or more with a REMAINING MATURITY of one year or less (included in Memorandum items 4.a.(1) and 4.a.(2) above).....	RCONA242	<b>1,443,108</b>	M.4.b.

## Schedule RC-E Part II - Deposits in Foreign Offices including Edge and Agreement subsidiaries and IBFs

Dollar amounts in thousands

Deposits of:			
1. Individuals, partnerships, and corporations (include all certified and official checks).....	RCFNB553	<b>0</b>	1.
2. U.S. banks (including IBFs and foreign branches of U.S. banks) and other U.S. depository institutions.....	RCFNB554	<b>0</b>	2.



Dollar amounts in thousands

3. Foreign banks (including U.S. branches and agencies of foreign banks, including their IBFs).....	RCFN2625	0	3.
4. Foreign governments and official institutions (including foreign central banks).....	RCFN2650	0	4.
5. U.S. Government and states and political subdivisions in the U.S.....	RCFNB555	0	5.
6. Total.....	RCFN2200	0	6.
1. Time deposits with a remaining maturity of one year or less (included in Part II, item 6 above).....	RCFNA245	0	M.1.

### Schedule RC-F - Other Assets

Dollar amounts in thousands

1. Accrued interest receivable.....	RCFDB556	181,607	1.
2. Net deferred tax assets.....	RCFD2148	874,807	2.
3. Interest-only strips receivable (not in the form of a security) on:			3.
a. Mortgage loans.....	RCFDA519	0	3.a.
b. Other financial assets.....	RCFDA520	126,908	3.b.
4. Equity securities that DO NOT have readily determinable fair values.....	RCFD1752	41,407	4.
5. Life insurance assets.....	RCFDC009	0	5.
6. All other assets.....	RCFD2168	887,890	6.
a. Prepaid expenses.....	RCFD2166	0	6.a.
b. Repossessed personal property (including vehicles).....	RCFD1578	0	6.b.
c. Derivatives with a positive fair value held for purposes other than trading.....	RCFDC010	0	6.c.
d. Retained interests in accrued interest receivable related to securitized credit cards ...	RCFDC436	444,192	6.d.
e. Disclose component and the dollar amount of that component:			6.e.
1. Describe component.....	TEXT3549	Click here for value	6.e.1.
2. Amount of component.....	RCFD3549	271,817	6.e.2.
f. Disclose component and the dollar amount of that component:			6.f.
1. Describe component.....	TEXT3550		6.f.1.
2. Amount of component.....	RCFD3550	0	6.f.2.
g. Disclose component and the dollar amount of that component:			6.g.
1. Describe component.....	TEXT3551		6.g.1.
2. Amount of component.....	RCFD3551	0	6.g.2.
7. Total.....	RCFD2160	2,112,619	7.

(TEXT3549) Other amounts due from securitization

### Schedule RC-G - Other Liabilities

Dollar amounts in thousands

1. Not available			1.
a. Interest accrued and unpaid on deposits in domestic offices.....	RCON3645	218,711	1.a.
b. Other expenses accrued and unpaid (includes accrued income taxes payable).....	RCFD3646	1,831,588	1.b.
2. Net deferred tax liabilities.....	RCFD3049	0	2.
3. Allowance for credit losses on off-balance sheet credit exposures.....	RCFDB557	0	3.
4. All other liabilities.....	RCFD2938	144,670	4.
a. Accounts payable.....	RCFD3066	0	4.a.
b. Deferred compensation liabilities.....	RCFDC011	0	4.b.
c. Dividends declared but not yet payable.....	RCFD2932	0	4.c.
d. Derivatives with a negative fair value held for purposes other than trading.....	RCFDC012	0	4.d.
e. Disclose component and the dollar amount of that component:			4.e.

Dollar amounts in thousands

	TEXT3552	Merchant settlement	
1. Describe component.....			4.e.1.
2. Amount of component.....	RCFD3552	127,750	4.e.2.
f. Disclose component and the dollar amount of that component:			4.f.
1. Describe component.....	TEXT3553		4.f.1.
2. Amount of component.....	RCFD3553	0	4.f.2.
g. Disclose component and the dollar amount of that component:			4.g.
1. Describe component.....	TEXT3554		4.g.1.
2. Amount of component.....	RCFD3554	0	4.g.2.
5. Total.....	RCFD2930	2,194,969	5.

### Schedule RC-H - Selected Balance Sheet Items for Domestic Offices

Dollar amounts in thousands

1. Not applicable			1.
2. Not applicable			2.
3. Securities purchased under agreements to resell.....	RCONB989	0	3.
4. Securities sold under agreements to repurchase.....	RCONB995	0	4.
5. Other borrowed money.....	RCON3190	15,511	5.
6. Net due from own foreign offices, Edge and Agreement subsidiaries, and IBFs.....	RCON2163	0	6.
7. Net due to own foreign offices, Edge and Agreement subsidiaries, and IBFs.....	RCON2941	760	7.
8. Total assets (excludes net due from foreign offices, Edge and Agreement subsidiaries, and IBFs).....	RCON2192	37,074,934	8.
9. Total liabilities (excludes net due to foreign offices, Edge and Agreement subsidiaries, and IBFs).....	RCON3129	31,574,084	9.

### Schedule RC-H - Selected Balance Sheet Items for Domestic Offices

Dollar amounts in thousands

	(Column A) Amortized Cost of Held-to-Maturity Securities		(Column B) Fair Value of Available-for-Sale Securities		
10. U.S. Treasury securities.....	RCON0211	0	RCON1287	0	10.
11. U.S. Government agency obligations (exclude mortgage-backed securities).....	RCON8492	0	RCON8495	0	11.
12. Securities issued by states and political subdivisions in the U.S.....	RCON8496	70,013	RCON8499	0	12.
13. Mortgage-backed securities (MBS):					13.
a. Mortgage pass-through securities:					13.a.
1. Issued or guaranteed by FNMA, FHLMC, or GNMA.....	RCONG389	14,274	RCONG390	0	13.a.1.
2. Other mortgage pass-through securities.....	RCON1709	0	RCON1713	0	13.a.2.
b. Other mortgage-backed securities (include CMOs, REMICs, and stripped MBS):					13.b.
1. Issued or guaranteed by FNMA, FHLMC, or GNMA.....	RCONG393	0	RCONG394	0	13.b.1.
2. All other mortgage-backed securities.....	RCON1733	0	RCON1736	51,337	13.b.2.
14. Other domestic debt securities (include domestic structured financial products and domestic asset-backed securities).....	RCONG397	0	RCONG398	1,208,021	14.
15. Foreign debt securities (include foreign structured financial products and foreign asset-backed securities).....	RCONG399	0	RCONG400	0	15.
16. Investments in mutual funds and other equity securities with readily determinable fair values.....			RCONA511	3,708,223	16.
17. Total held-to-maturity and available-for-sale securities (sum of items 10 through 16).....	RCON1754	84,287	RCON1773	4,967,581	17.

## Schedule RC-H - Selected Balance Sheet Items for Domestic Offices

Dollar amounts in thousands

18. Equity securities that do not have readily determinable fair values.....	RCON1752	<b>41,407</b>	18.
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## Schedule RC-I - Assets and Liabilities of IBFs

Dollar amounts in thousands

1. Total IBF assets of the consolidated bank (component of Schedule RC, item 12).....	RCFN2133	<b>NR</b>	1.
2. Total IBF liabilities (component of Schedule RC, item 21).....	RCFN2898	<b>NR</b>	2.

## Schedule RC-K - Quarterly Averages

Dollar amounts in thousands

1. Interest-bearing balances due from depository institutions.....	RCFD3381	<b>1,025,578</b>	1.
2. U.S. Treasury securities and U.S. Government agency obligations (excluding mortgage-backed securities).....	RCFDB558	<b>260</b>	2.
3. Mortgage-backed securities.....	RCFDB559	<b>73,214</b>	3.
4. All other securities (includes securities issued by states and political subdivisions in the U.S.).....	RCFDB560	<b>7,311,836</b>	4.
5. Federal funds sold and securities purchased under agreements to resell.....	RCFD3365	<b>0</b>	5.
6. Loans:			6.
a. Loans in domestic offices:			6.a.
1. Total loans.....	RCON3360	<b>28,096,597</b>	6.a.1.
2. Loans secured by real estate:			6.a.2.
a. Loans secured by 1-4 family residential properties.....	RCON3465	<b>71,615</b>	6.a.2.a.
b. All other loans secured by real estate.....	RCON3466	<b>0</b>	6.a.2.b.
3. Loans to finance agricultural production and other loans to farmers .....	RCON3386	<b>0</b>	6.a.3.
4. Commercial and industrial loans.....	RCON3387	<b>461,636</b>	6.a.4.
5. Loans to individuals for household, family, and other personal expenditures:			6.a.5.
a. Credit cards.....	RCONB561	<b>25,526,809</b>	6.a.5.a.
b. Other (includes single payment, installment, all student loans, and revolving credit plans other than credit cards).....	RCONB562	<b>2,033,519</b>	6.a.5.b.
b. Total loans in foreign offices, Edge and Agreement subsidiaries, and IBFs.....	RCFN3360	<b>0</b>	6.b.
7. Trading assets.....	RCFD3401	<b>0</b>	7.
8. Lease financing receivables (net of unearned income).....	RCFD3484	<b>0</b>	8.
9. Total assets.....	RCFD3368	<b>37,245,407</b>	9.
10. Interest-bearing transaction accounts in domestic offices (NOW accounts, ATS accounts, and telephone and preauthorized transfer accounts) (exclude demand deposits).....	RCON3485	<b>27,758</b>	10.
11. Nontransaction accounts in domestic offices:			11.
a. Savings deposits (includes MMDAs).....	RCONB563	<b>4,038,001</b>	11.a.
b. Time deposits of \$100,000 or more.....	RCONA514	<b>2,430,855</b>	11.b.
c. Time deposits of less than \$100,000.....	RCONA529	<b>21,858,126</b>	11.c.
12. Interest-bearing deposits in foreign offices, EDGE and Agreement subsidiaries, and IBFs.....	RCFN3404	<b>0</b>	12.
13. Federal funds purchased and securities sold under agreements to repurchase.....	RCFD3353	<b>180,868</b>	13.
14. Other borrowed money (includes mortgage indebtedness and obligations under capitalized leases).....	RCFD3355	<b>1,180,140</b>	14.

## Schedule RC-L - Derivatives and Off-Balance Sheet Items

Dollar amounts in thousands

1. Unused commitments:			1.
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Dollar amounts in thousands

a. Revolving, open-end lines secured by 1-4 family residential properties, e.g., home equity lines.....	RCFD3814	<b>2,683</b>	1.a.
b. Credit card lines.....	RCFD3815	<b>178,513,322</b>	1.b.
c. Commercial real estate, construction, and land development:			1.c.
1. Commitments to fund commercial real estate, construction, and land development loans secured by real estate:			1.c.1.
a. 1-4 family residential construction loan commitments.....	RCFDF164	<b>0</b>	1.c.1.a.
b. Commercial real estate, other construction loan, and land development loan commitments.....	RCFDF165	<b>0</b>	1.c.1.b.
2. Commitments to fund commercial real estate, construction, and land development loans not secured by real estate.....	RCFD6550	<b>0</b>	1.c.2.
d. Securities underwriting.....	RCFD3817	<b>0</b>	1.d.
e. Other unused commitments.....	RCFD3818	<b>399,764</b>	1.e.
2. Financial standby letters of credit and foreign office guarantees.....	RCFD3819	<b>0</b>	2.
a. Amount of financial standby letters of credit conveyed to others.....	RCFD3820	<b>0</b>	2.a.
3. Performance standby letters of credit and foreign office guarantees.....	RCFD3821	<b>0</b>	3.
a. Amount of performance standby letters of credit conveyed to others.....	RCFD3822	<b>0</b>	3.a.
4. Commercial and similar letters of credit.....	RCFD3411	<b>0</b>	4.
5. Not applicable			5.
6. Securities lent (including customers' securities lent where the customer is indemnified against loss by the reporting bank).....	RCFD3433	<b>0</b>	6.

### Schedule RC-L - Derivatives and Off-Balance Sheet Items

Dollar amounts in thousands

	(Column A) Sold Protection		(Column B) Purchased Protection		
7. Credit derivatives:					7.
a. Notional amounts:					7.a.
1. Credit default swaps.....	RCFDC968	<b>0</b>	RCFDC969	<b>0</b>	7.a.1.
2. Total return swaps.....	RCFDC970	<b>0</b>	RCFDC971	<b>0</b>	7.a.2.
3. Credit options.....	RCFDC972	<b>0</b>	RCFDC973	<b>0</b>	7.a.3.
4. Other credit derivatives.....	RCFDC974	<b>0</b>	RCFDC975	<b>0</b>	7.a.4.
b. Gross fair values:					7.b.
1. Gross positive fair value.....	RCFDC219	<b>0</b>	RCFDC221	<b>0</b>	7.b.1.
2. Gross negative fair value.....	RCFDC220	<b>0</b>	RCFDC222	<b>0</b>	7.b.2.

### Schedule RC-L - Derivatives and Off-Balance Sheet Items

Dollar amounts in thousands

c. Notational amounts by regulatory capital treatment:			7.c.
1. Positions covered under the Market Risk Rule:			7.c.1.
a. Sold protection.....	RCFDG401	<b>0</b>	7.c.1.a.
b. Purchased protection.....	RCFDG402	<b>0</b>	7.c.1.b.
2. All other positions:			7.c.2.
a. Sold protection.....	RCFDG403	<b>0</b>	7.c.2.a.
b. Purchased protection that is recognized as a guarantee for regulatory capital purposes.....	RCFDG404	<b>0</b>	7.c.2.b.
c. Purchased protection that is not recognized as a guarantee for regulatory capital purposes.....	RCFDG405	<b>0</b>	7.c.2.c.

### Schedule RC-L - Derivatives and Off-Balance Sheet Items

	(Column A) Remaining Maturity of One Year or Less	(Column B) Remaining Maturity of Over One Year Through Five Years	(Column C) Remaining Maturity of Over Five Years	
Dollar amounts in thousands				
d. Notional amounts by remaining maturity:				7.d.
1. Sold credit protection:				7.d.1.
a. Investment grade.....	0	0	0	7.d.1.a.
b. Subinvestment grade.....	0	0	0	7.d.1.b.
2. Purchased credit protection:				7.d.2.
a. Investment grade.....	0	0	0	7.d.2.a.
b. Subinvestment grade.....	0	0	0	7.d.2.b.

### Schedule RC-L - Derivatives and Off-Balance Sheet Items

Dollar amounts in thousands			
8. Spot foreign exchange contracts.....	RCFD8765	0	8.
9. All other off-balance sheet liabilities (exclude derivatives) (itemize and describe each component of this item over 25% of Schedule RC, item 27.a, "Total bank equity capital").....	RCFD3430	0	9.
a. Securities borrowed.....	RCFD3432	0	9.a.
b. Commitments to purchase when-issued securities.....	RCFD3434	0	9.b.
c. Standby letters of credit issued by a Federal Home Loan Bank on the bank's behalf...	RCFDC978	0	9.c.
d. Disclose component and the dollar amount of that component:			9.d.
1. Describe component.....	TEXT3555		9.d.1.
2. Amount of component.....	RCFD3555	0	9.d.2.
e. Disclose component and the dollar amount of that component:			9.e.
1. Describe component.....	TEXT3556		9.e.1.
2. Amount of component.....	RCFD3556	0	9.e.2.
f. Disclose component and the dollar amount of that component:			9.f.
1. Describe component.....	TEXT3557		9.f.1.
2. Amount of component.....	RCFD3557	0	9.f.2.
10. All other off-balance sheet assets (exclude derivatives) (itemize and describe each component of this item over 25% of Schedule RC, item 27.a, "Total bank equity capital").....	RCFD5591	0	10.
a. Commitments to sell when-issued securities.....	RCFD3435	0	10.a.
b. Disclose component and the dollar amount of that component:			10.b.
1. Describe component.....	TEXT5592		10.b.1.
2. Amount of component.....	RCFD5592	0	10.b.2.
c. Disclose component and the dollar amount of that component:			10.c.
1. Describe component.....	TEXT5593		10.c.1.
2. Amount of component.....	RCFD5593	0	10.c.2.
d. Disclose component and the dollar amount of that component:			10.d.
1. Describe component.....	TEXT5594		10.d.1.
2. Amount of component.....	RCFD5594	0	10.d.2.

Dollar amounts in thousands

e. Disclose component and the dollar amount of that component:			10.e.
1. Describe component.....	TEXT5595		10.e.1.
2. Amount of component.....	RCFD5595	0	10.e.2.
11. Year-to-date merchant credit card sales volume:			11.
a. Sales for which the reporting bank is the acquiring bank.....	RCFDC223	0	11.a.
b. Sales for which the reporting bank is the agent bank with risk.....	RCFDC224	0	11.b.

### Schedule RC-L - Derivatives and Off-Balance Sheet Items

Dollar amounts in thousands	(Column A) Interest Rate Contracts	(Column B) Foreign Exchange Contracts	(Column C) Equity Derivative Contracts	(Column D) Commodity and Other Contracts	
12. Gross amounts (e.g., notional amounts):					12.
	RCFD8693	RCFD8694	RCFD8695	RCFD8696	
a. Futures contracts.....	0	0	0	0	12.a.
	RCFD8697	RCFD8698	RCFD8699	RCFD8700	
b. Forward contracts.....	0	0	0	0	12.b.
c. Exchange-traded option contracts:					12.c.
	RCFD8701	RCFD8702	RCFD8703	RCFD8704	
1. Written options.....	0	0	0	0	12.c.1.
	RCFD8705	RCFD8706	RCFD8707	RCFD8708	
2. Purchased options.....	0	0	0	0	12.c.2.
d. Over-the-counter option contracts:					12.d.
	RCFD8709	RCFD8710	RCFD8711	RCFD8712	
1. Written options.....	0	0	0	0	12.d.1.
	RCFD8713	RCFD8714	RCFD8715	RCFD8716	
2. Purchased options.....	0	0	0	0	12.d.2.
e. Swaps.....	88,000	0	0	0	12.e.
	RCFDA126	RCFDA127	RCFD8723	RCFD8724	
13. Total gross notional amount of derivative contracts held for trading.....	0	0	0	0	13.
14. Total gross notional amount of derivative contracts held for purposes other than trading.....	88,000	0	0	0	14.
	RCFDA589				
a. Interest rate swaps where the bank has agreed to pay a fixed rate.....	0				14.a.
15. Gross fair values of derivative contracts:					15.
a. Contracts held for trading:					15.a.
	RCFD8733	RCFD8734	RCFD8735	RCFD8736	
1. Gross positive fair value.....	0	0	0	0	15.a.1.
	RCFD8737	RCFD8738	RCFD8739	RCFD8740	
2. Gross negative fair value.....	0	0	0	0	15.a.2.





## Schedule RC-M - Memoranda

Dollar amounts in thousands

1. Extensions of credit by the reporting bank to its executive officers, directors, principal shareholders, and their related interests as of the report date:			1.
a. Aggregate amount of all extensions of credit to all executive officers, directors, principal shareholders, and their related interests.....	RCFD6164	<b>815</b>	1.a.
b. Number of executive officers, directors, and principal shareholders to whom the amount of all extensions of credit by the reporting bank (including extensions of credit to related interests) equals or exceeds the lesser of \$500,000 or 5 percent of total capital as defined for this purpose in agency regulations.....	RCFD6165	<b>0</b>	1.b.
2. Intangible assets other than goodwill:			2.
a. Mortgage servicing assets.....	RCFD3164	<b>0</b>	2.a.
1. Estimated fair value of mortgage servicing assets.....	RCFDA590	<b>0</b>	2.a.1.
b. Purchased credit card relationships and nonmortgage servicing assets.....	RCFDB026	<b>0</b>	2.b.
c. All other identifiable intangible assets.....	RCFD5507	<b>0</b>	2.c.
d. Total.....	RCFD0426	<b>0</b>	2.d.
3. Other real estate owned:			3.
a. Construction, land development, and other land in domestic offices.....	RCON5508	<b>0</b>	3.a.
b. Farmland in domestic offices.....	RCON5509	<b>0</b>	3.b.
c. 1-4 family residential properties in domestic offices.....	RCON5510	<b>0</b>	3.c.
d. Multifamily (5 or more) residential properties in domestic offices.....	RCON5511	<b>0</b>	3.d.
e. Nonfarm nonresidential properties in domestic offices.....	RCON5512	<b>0</b>	3.e.
f. Foreclosed properties from "GNMA loans".....	RCONC979	<b>0</b>	3.f.
g. In foreign offices.....	RCFN5513	<b>0</b>	3.g.
h. Total (sum of items 3.a through 3.g) (must equal Schedule RC, item 7).....	RCFD2150	<b>0</b>	3.h.
4. Not applicable			4.
5. Other borrowed money:			5.
a. Federal Home Loan Bank advances:			5.a.
1. Advances with a remaining maturity or next repricing date of:			5.a.1.
a. One year or less.....	RCFDF055	<b>0</b>	5.a.1.a.
b. Over one year through three years.....	RCFDF056	<b>0</b>	5.a.1.b.
c. Over three years through five years.....	RCFDF057	<b>0</b>	5.a.1.c.
d. Over five years.....	RCFDF058	<b>0</b>	5.a.1.d.
2. Advances with a remaining maturity of one year or less (included in item 5.a.(1)(a) above).....	RCFD2651	<b>0</b>	5.a.2.
3. Structured advances (included in items 5.a.(1)(a) - (d) above).....	RCFDF059	<b>0</b>	5.a.3.
b. Other borrowings:			5.b.
1. Other borrowings with a remaining maturity of next repricing date of:			5.b.1.
a. One year or less.....	RCFDF060	<b>15,511</b>	5.b.1.a.
b. Over one year through three years.....	RCFDF061	<b>0</b>	5.b.1.b.
c. Over three years through five years.....	RCFDF062	<b>0</b>	5.b.1.c.
d. Over five years.....	RCFDF063	<b>0</b>	5.b.1.d.
2. Other borrowings with a remaining maturity of one year or less (included in item 5.b.(1)(a) above).....	RCFDB571	<b>15,511</b>	5.b.2.
c. Total.....	RCFD3190	<b>15,511</b>	5.c.
6. Does the reporting bank sell private label or third party mutual funds and annuities?.....	RCFDB569	<b>No</b>	6.
7. Assets under the reporting bank's management in proprietary mutual funds and annuities.	RCFDB570	<b>0</b>	7.
8. Primary Internet Web site address of bank (home page), if any.....	TEXT4087	<a href="#">Click here for value</a>	8.
9. Do any of the bank's Internet Web sites have transactional capability, i.e., allow the bank's customers to execute transactions on their accounts through the Web site?.....	RCFD4088	<b>Yes</b>	9.
10. Secured liabilities:			10.

Dollar amounts in thousands

a. Amount of "Federal funds purchased in domestic offices" that are secured (included in Schedule RC, item 14.a).....	RCONF064	0	10.a.
b. Amount of "Other borrowings" that are secured (included in Schedule RC-M, items 5.b.(1)(a) - (d)).....	RCFDF065	0	10.b.
11. Does the bank act as trustee or custodian for Individual Retirement Accounts, Health Savings Accounts, and other similar accounts?.....	RCONG463	No	11.
12. Does the bank provide custody, safekeeping, or other services involving the acceptance of orders for the sale or purchase of securities?.....	RCONG464	No	12.

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### Schedule RC-N - Past Due and Nonaccrual Loans Leases and Other Assets

Dollar amounts in thousands		(Column A) Past due 30 through 89 days and still accruing	(Column B) Past due 90 days or more and still accruing	(Column C) Nonaccrual
1. Loans secured by real estate:				
a. Construction, land development, and other land loans in domestic offices:				
	RCONF172	RCONF174	RCONF176	
1. 1-4 family residential construction loans.....	0	0	0	1.a.1.
2. Other construction loans and all land development and other land loans.....	0	0	0	1.a.2.
	RCON3493	RCON3494	RCON3495	
b. Secured by farmland in domestic offices.....	0	0	0	1.b.
c. Secured by 1-4 family residential properties in domestic offices:				
1. Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit.....				
	RCON5398	RCON5399	RCON5400	
	374	0	273	1.c.1.
2. Closed-end loans secured by 1-4 family residential properties:				
a. Secured by first liens.....				
	RCONC236	RCONC237	RCONC229	
	1,494	0	3,541	1.c.2.a.
b. Secured by junior liens.....				
	RCONC238	RCONC239	RCONC230	
	0	0	11	1.c.2.b.
d. Secured by multifamily (5 or more) residential properties in domestic offices.....	RCON3499	RCON3500	RCON3501	
	0	0	0	1.d.
e. Secured by nonfarm nonresidential properties in domestic offices:				
1. Loans secured by owner-occupied nonfarm nonresidential properties.....				
	RCONF178	RCONF180	RCONF182	
	0	0	0	1.e.1.
	RCONF179	RCONF181	RCONF183	
2. Loans secured by other nonfarm nonresidential properties.....	0	0	0	1.e.2.
	RCFNB572	RCFNB573	RCFNB574	
	0	0	0	1.f.
2. Loans to depository institutions and acceptances of other banks:				
a. To U.S. banks and other U.S. depository institutions.....				
	RCFD5377	RCFD5378	RCFD5379	
	0	0	0	2.a.

Dollar amounts in thousands		(Column A) Past due 30 through 89 days and still accruing	(Column B) Past due 90 days or more and still accruing	(Column C) Nonaccrual	
	RCFD5380		RCFD5381		RCFD5382
b. To foreign banks.....	<b>0</b>	<b>0</b>	<b>0</b>		<b>0</b>
	RCFD1594		RCFD1597		RCFD1583
3. Loans to finance agricultural production and other loans to farmers.....	<b>0</b>	<b>0</b>	<b>0</b>		<b>0</b>
4. Commercial and industrial loans:					
	RCFD1251		RCFD1252		RCFD1253
a. To U.S. addressees (domicile).....	<b>13,903</b>	<b>19,294</b>	<b>3,645</b>		<b>4,645</b>
	RCFD1254		RCFD1255		RCFD1256
b. To non-U.S. addressees (domicile).....	<b>0</b>	<b>0</b>	<b>0</b>		<b>0</b>
5. Loans to individuals for household, family, and other personal expenditures:					
	RCFDB575		RCFDB576		RCFDB577
a. Credit cards.....	<b>528,994</b>	<b>537,709</b>	<b>263,574</b>		<b>5,574</b>
	RCFDB578		RCFDB579		RCFDB580
b. Other (includes single payment, installment, all student loans, and revolving credit plans other than credit cards).....	<b>15,487</b>	<b>7,232</b>	<b>2,819</b>		<b>5,819</b>
	RCFD5389		RCFD5390		RCFD5391
6. Loans to foreign governments and official institutions.....	<b>0</b>	<b>0</b>	<b>0</b>		<b>0</b>
	RCFD5459		RCFD5460		RCFD5461
7. All other loans.....	<b>0</b>	<b>0</b>	<b>0</b>		<b>0</b>
8. Lease financing receivables:					
	RCFDF166		RCFDF167		RCFDF168
a. Leases to individuals for household, family, and other personal expenditures.....	<b>0</b>	<b>0</b>	<b>0</b>		<b>0</b>
	RCFDF169		RCFDF170		RCFDF171
b. All other leases.....	<b>0</b>	<b>0</b>	<b>0</b>		<b>0</b>
9. Debt securities and other assets (exclude other real estate owned and other repossessed assets).....	<b>0</b>	<b>0</b>	<b>0</b>		<b>0</b>
	RCFD3505		RCFD3506		RCFD3507
10. Loans and leases reported in items 1 through 8 above which are wholly or partially guaranteed by the U.S. Government.....	<b>1,887</b>	<b>1,368</b>	<b>0</b>		<b>0</b>
	RCFD5612		RCFD5613		RCFD5614
a. Guaranteed portion of loans and leases included in item 10 above (exclude rebooked "GNMA loans").....	<b>1,830</b>	<b>1,354</b>	<b>0</b>		<b>0</b>
	RCFD5615		RCFD5616		RCFD5617
b. Rebooked "GNMA loans" that have been repurchased or are eligible for repurchase included in item 10 above.....	<b>0</b>	<b>0</b>	<b>0</b>		<b>0</b>
	RCFDC866		RCFDC867		RCFDC868
1. Restructured loans and leases included in Schedule RC-N, items 1 through 8, above (and not reported in Schedule RC-C, Part I, Memorandum item 1):					
	RCONF661		RCONF662		RCONF663
a. Loans secured by 1-4 family residential properties in domestic offices.....	<b>0</b>	<b>0</b>	<b>0</b>		<b>0</b>
	RCFD1658		RCFD1659		RCFD1661
b. Other loans and all leases (exclude loans to individuals for household, family, and other personal expenditures).....	<b>255</b>	<b>346</b>	<b>0</b>		<b>0</b>
2. Loans to finance commercial real estate, construction, and land development activities (not secured by real estate) included in Schedule RC-N, items 4 and 7, above.....	<b>0</b>	<b>0</b>	<b>0</b>		<b>0</b>
	RCFD6558		RCFD6559		RCFD6560
3. Loans secured by real estate to non-U.S. addressees (domicile) (included in Schedule RC-N, item 1, above).....	<b>0</b>	<b>0</b>	<b>0</b>		<b>0</b>
	RCFD1248		RCFD1249		RCFD1250
4. Not applicable					

Dollar amounts in thousands		(Column A) Past due 30 through 89 days and still accruing	(Column B) Past due 90 days or more and still accruing	(Column C) Nonaccrual	
5. Loans and leases held for sale and loans measured at fair value (included in Schedule RC-N, items 1 through 8, above):					M.5.
	RCFDC240	RCFDC241	RCFDC226		
a. Loans and leases held for sale.....	<b>19,914</b>	<b>20,372</b>	<b>9,888</b>		M.5.a.
b. Loans measured at fair value:					M.5.b.
	RCFDF664	RCFDF665	RCFDF666		
1. Fair value.....	<b>0</b>	<b>0</b>	<b>0</b>		M.5.b.1.
	RCFDF667	RCFDF668	RCFDF669		
2. Unpaid principal balance.....	<b>0</b>	<b>0</b>	<b>0</b>		M.5.b.2.

### Schedule RC-N - Past Due and Nonaccrual Loans Leases and Other Assets

Dollar amounts in thousands				(Column A) Past due 30 through 89 days	(Column B) Past due 90 days or more			
6. Derivative contracts: Fair value of amounts carried as assets.....				RCFD3529	<b>0</b>	RCFD3530	<b>0</b>	M.6.

### Schedule RC-N - Past Due and Nonaccrual Loans Leases and Other Assets

Dollar amounts in thousands			
7. Additions to nonaccrual assets during the quarter.....	RCFDC410	<b>428,888</b>	M.7.
8. Nonaccrual assets sold during the quarter.....	RCFDC411	<b>8,314</b>	M.8.

### Schedule RC-O - Other Data for Deposit Insurance and FICO Assessments

Dollar amounts in thousands			
1. Total deposit liabilities before exclusions (gross) as defined in Section 3(l) of the Federal Deposit Insurance Act and FDIC regulations.....	RCFDF236	<b>29,313,617</b>	1.
2. Total allowable exclusions (including foreign deposits).....	RCFDF237	<b>0</b>	2.
3. Total foreign deposits (included in item 2 above).....	RCFNF234	<b>0</b>	3.
4. Total daily average of deposit liabilities before exclusions (gross) as defined in Section 3(l) of the Federal Deposit Insurance Act and FDIC regulations.....	RCFDF238	<b>28,684,668</b>	4.
5. Total daily average of allowable exclusions (including foreign deposits).....	RCFDF239	<b>0</b>	5.
6. Total daily average of foreign deposits (included in item 5 above).....	RCFNF235	<b>0</b>	6.
7. Unsecured "Other borrowings" with a remaining maturity of (sum of items 7.a through 7.d must be less than or equal to Schedule RC-M, items 5.b.(1)(a)-(d) minus item 10.b):			7.
a. One year or less.....	RCFDG465	<b>15,511</b>	7.a.
b. Over one year through three years.....	RCFDG466	<b>0</b>	7.b.
c. Over three years through five years.....	RCFDG467	<b>0</b>	7.c.
d. Over five years.....	RCFDG468	<b>0</b>	7.d.
8. Subordinated notes and debentures with a remaining maturity of (sum of items 8.a through 8.d. must equal Schedule RC, item 19):			8.
a. One year or less.....	RCFDG469	<b>0</b>	8.a.
b. Over one year through three years.....	RCFDG470	<b>0</b>	8.b.
c. Over three years through five years.....	RCFDG471	<b>0</b>	8.c.
d. Over five years.....	RCFDG472	<b>275,000</b>	8.d.
9. Reciprocal brokered deposits (included in Schedule RC-E, part I, Memorandum item 1.b).....	RCONG803	<b>0</b>	9.

Dollar amounts in thousands

1. Total deposits in domestic offices of the bank and in insured branches in Puerto Rico and U.S. territories and possessions:			M.1.
a. Deposit accounts (excluding retirement accounts) of \$100,000 or less:			M.1.a.
1. Amount of deposit accounts (excluding retirement accounts) of \$100,000 or less..	RCONF049	<b>25,404,538</b>	M.1.a.1.
2. Number of deposit accounts (excluding retirement accounts) of \$100,000 or less..	RCONF050	<b>20216144</b>	M.1.a.2.
b. Deposit accounts (excluding retirement accounts) of more than \$100,000:			M.1.b.
1. Amount of deposit accounts (excluding retirement accounts) of more than \$100,000.....	RCONF051	<b>3,436,826</b>	M.1.b.1.
2. Number of deposit accounts (excluding retirement accounts) of more than \$100,000.....	RCONF052	<b>19550</b>	M.1.b.2.
c. Retirement deposit accounts of \$250,000 or less:			M.1.c.
1. Amount of retirement deposit accounts of \$250,000 or less.....	RCONF045	<b>451,713</b>	M.1.c.1.
2. Number of retirement deposit accounts of \$250,000 or less.....	RCONF046	<b>17262</b>	M.1.c.2.
d. Retirement deposit accounts of more than \$250,000:			M.1.d.
1. Amount of retirement deposit accounts of more than \$250,000.....	RCONF047	<b>20,540</b>	M.1.d.1.
2. Number of retirement deposit accounts of more than \$250,000.....	RCONF048	<b>72</b>	M.1.d.2.
2. Estimated amount of uninsured deposits in domestic offices of the bank and in insured branches in Puerto Rico and U.S. territories and possessions.....	RCON5597	<b>1,467,746</b>	M.2.
3. Has the reporting institution been consolidated with a parent bank or savings association in that parent bank's or parent savings association's Call Report or Thrift Financial Report? If so, report the legal title and FDIC Certificate Number of the parent bank or parent savings association:			M.3.
a. Legal title.....	TEXTA545		M.3.a.
b. FDIC Certificate Number.....	RCONA545	<b>0</b>	M.3.b.
4. Noninterest-bearing transaction accounts (as defined in Part 370 of the FDIC's regulations) of more than \$250,000 (see instructions):			M.4.
a. Amount of noninterest-bearing transaction accounts of more than \$250,000 (including balances swept from noninterest-bearing transaction accounts to noninterest-bearing savings accounts).....	RCONG167	<b>10,989</b>	M.4.a.
b. Number of noninterest-bearing transaction accounts of more than \$250,000.....	RCONG168	<b>2</b>	M.4.b.

## Schedule RC-P - 1-4 Family Residential Mortgage Banking Activities in Domestic Offices

Dollar amounts in thousands

1. Retail originations during the quarter of 1-4 family residential mortgage loans for sale:			1.
a. Closed-end first liens.....	RCONF066	<b>0</b>	1.a.
b. Closed-end junior liens.....	RCONF067	<b>0</b>	1.b.
c. Open-end loans extended under lines of credit:			1.c.
1. Total commitment under the lines of credit.....	RCONF670	<b>0</b>	1.c.1.
2. Principal amount funded under the lines of credit.....	RCONF671	<b>0</b>	1.c.2.
2. Wholesale originations and purchases during the quarter of 1-4 family residential mortgage loans for sale:			2.
a. Closed-end first liens.....	RCONF068	<b>1,677</b>	2.a.
b. Closed-end junior liens.....	RCONF069	<b>0</b>	2.b.
c. Open-end loans extended under lines of credit:			2.c.
1. Total commitment under the lines of credit.....	RCONF672	<b>0</b>	2.c.1.
2. Principal amount funded under the lines of credit.....	RCONF673	<b>0</b>	2.c.2.
3. 1-4 family residential mortgages sold during the quarter:			3.
a. Closed-end first liens.....	RCONF070	<b>1,677</b>	3.a.
b. Closed-end junior liens.....	RCONF071	<b>0</b>	3.b.
c. Open-end loans extended under lines of credit:			3.c.
1. Total commitment under the lines of credit.....	RCONF674	<b>0</b>	3.c.1.
2. Principal amount funded under the lines of credit.....	RCONF675	<b>0</b>	3.c.2.

Dollar amounts in thousands

4. 1-4 family residential mortgages held for sale at quarter-end (included in Schedule RC, item 4.a):			4.
a. Closed-end first liens.....	RCONF072	0	4.a.
b. Closed-end junior liens.....	RCONF073	0	4.b.
c. Open-end loans extended under lines of credit:			4.c.
1. Total commitment under the lines of credit.....	RCONF676	0	4.c.1.
2. Principal amount funded under the lines of credit.....	RCONF677	0	4.c.2.
5. Noninterest income for the quarter from the sale, securitization, and servicing of 1-4 family residential mortgage loans (included in Schedule RI, items 5.f, 5.g, and 5.i):			5.
a. Closed-end 1-4 family residential mortgage loans.....	RIADF184	0	5.a.
b. Open-end 1-4 family residential mortgage loans extended under lines of credit.....	RIADF560	0	5.b.
6. Repurchases and indemnifications of 1-4 family residential mortgage loans during the quarter:			6.
a. Closed-end first liens.....	RCONF678	0	6.a.
b. Closed-end junior liens.....	RCONF679	0	6.b.
c. Open-end loans extended under line of credit:			6.c.
1. Total commitment under the lines of credit.....	RCONF680	0	6.c.1.
2. Principal amount funded under the lines of credit.....	RCONF681	0	6.c.2.



	(Column A) Total Fair Value Reported on Schedule RC	(Column B) LESS: Amounts Netted in the Determination of Total Fair Value	(Column C) Level 1 Fair Value Measurements	(Column D) Level 2 Fair Value Measurements	(Column E) Level 3 Fair Value Measurements	
Dollar amounts in thousands						
11. Other borrowed money.....	RCFDG521	RCFDG522	RCFDG523	RCFDG524	RCFDG525	11.
	0	0	0	0	0	
12. Subordinated notes and debentures.....	RCFDG526	RCFDG527	RCFDG528	RCFDG529	RCFDG530	12.
	0	0	0	0	0	
13. All other liabilities.....	RCFDG805	RCFDG806	RCFDG807	RCFDG808	RCFDG809	13.
	0	0	0	0	0	
14. Total liabilities measured at fair value on a recurring basis (sum of items 8 through 13).....	RCFDG531	RCFDG532	RCFDG533	RCFDG534	RCFDG535	14.
	0	0	0	0	0	
1. All other assets (itemize and describe amounts included in Schedule RC-Q, item 6, that are greater than \$25,000 and exceed 25% of item 6):						M.1.
a. Mortgage servicing assets.....	RCFDG536	RCFDG537	RCFDG538	RCFDG539	RCFDG540	M.1.a.
	0	0	0	0	0	
b. Nontrading derivative assets.....	RCFDG541	RCFDG542	RCFDG543	RCFDG544	RCFDG545	M.1.b.
	0	0	0	0	0	



## Schedule RC-Q - Assets and Liabilities Measured at Fair Value on a Recurring Basis

Dollar amounts in thousands

c. Disclose component and the dollar amount of that component:

1. Describe component.....

TEXTG546	<a href="#">Click here for value</a>

M.1.c.

M.1.c.1.

**(TEXTG546)** Interest-only strip receivable

**Schedule RC-Q - Assets and Liabilities Measured at Fair Value on a Recurring Basis**

	(Column A) Total Fair Value Reported on Schedule RC	(Column B) LESS: Amounts Netted in the Determination of Total Fair Value	(Column C) Level 1 Fair Value Measurements	(Column D) Level 2 Fair Value Measurements	(Column E) Level 3 Fair Value Measurements
Dollar amounts in thousands					
	RCFDG546	RCFDG547	RCFDG548	RCFDG549	RCFDG550
2. Amount of component.....	<b>126,908</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>126,908</b>

M.1.c.2.

### Schedule RC-Q - Assets and Liabilities Measured at Fair Value on a Recurring Basis

Dollar amounts in thousands

d. Disclose component and the dollar amount of that component:			M.1.d.
1. Describe component.....	TEXTG551		M.1.d.1.

**Schedule RC-Q - Assets and Liabilities Measured at Fair Value on a Recurring Basis**

	(Column A) Total Fair Value Reported on Schedule RC	(Column B) LESS: Amounts Netted in the Determination of Total Fair Value	(Column C) Level 1 Fair Value Measurements	(Column D) Level 2 Fair Value Measurements	(Column E) Level 3 Fair Value Measurements
Dollar amounts in thousands					
	RCFDG551	RCFDG552	RCFDG553	RCFDG554	RCFDG555
2. Amount of component.....	0	0	0	0	0

M.1.d.2.

### Schedule RC-Q - Assets and Liabilities Measured at Fair Value on a Recurring Basis

Dollar amounts in thousands

e. Disclose component and the dollar amount of that component:			M.1.e.
1. Describe component.....	TEXTG556		M.1.e.1.

**Schedule RC-Q - Assets and Liabilities Measured at Fair Value on a Recurring Basis**

	(Column A) Total Fair Value Reported on Schedule RC	(Column B) LESS: Amounts Netted in the Determination of Total Fair Value	(Column C) Level 1 Fair Value Measurements	(Column D) Level 2 Fair Value Measurements	(Column E) Level 3 Fair Value Measurements
Dollar amounts in thousands					
	RCFDG556	RCFDG557	RCFDG558	RCFDG559	RCFDG560
2. Amount of component.....	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>

M.1.e.2.

### Schedule RC-Q - Assets and Liabilities Measured at Fair Value on a Recurring Basis

Dollar amounts in thousands

f. Disclose component and the dollar amount of that component:

1. Describe component.....

TEXTG561	

M.1.f.

M.1.f.1.





### Schedule RC-Q - Assets and Liabilities Measured at Fair Value on a Recurring Basis

Dollar amounts in thousands

c. Disclose component and the dollar amount of that component:		M.2.c.
1. Describe component.....	TEXTG571	M.2.c.1.

**Schedule RC-Q - Assets and Liabilities Measured at Fair Value on a Recurring Basis**

	(Column A) Total Fair Value Reported on Schedule RC	(Column B) LESS: Amounts Netted in the Determination of Total Fair Value	(Column C) Level 1 Fair Value Measurements	(Column D) Level 2 Fair Value Measurements	(Column E) Level 3 Fair Value Measurements
Dollar amounts in thousands					
	RCFDG571	RCFDG572	RCFDG573	RCFDG574	RCFDG575
2. Amount of component.....	0	0	0	0	0

M.2.c.2.

### Schedule RC-Q - Assets and Liabilities Measured at Fair Value on a Recurring Basis

Dollar amounts in thousands

d. Disclose component and the dollar amount of that component:			M.2.d.
1. Describe component.....	TEXTG576		M.2.d.1.

**Schedule RC-Q - Assets and Liabilities Measured at Fair Value on a Recurring Basis**

	(Column A) Total Fair Value Reported on Schedule RC	(Column B) LESS: Amounts Netted in the Determination of Total Fair Value	(Column C) Level 1 Fair Value Measurements	(Column D) Level 2 Fair Value Measurements	(Column E) Level 3 Fair Value Measurements
Dollar amounts in thousands					
	RCFDG576	RCFDG577	RCFDG578	RCFDG579	RCFDG580
2. Amount of component.....	0	0	0	0	0

M.2.d.2.

### Schedule RC-Q - Assets and Liabilities Measured at Fair Value on a Recurring Basis

Dollar amounts in thousands

e. Disclose component and the dollar amount of that component:			M.2.e.
1. Describe component.....	TEXTG581		M.2.e.1.

**Schedule RC-Q - Assets and Liabilities Measured at Fair Value on a Recurring Basis**

	(Column A) Total Fair Value Reported on Schedule RC	(Column B) LESS: Amounts Netted in the Determination of Total Fair Value	(Column C) Level 1 Fair Value Measurements	(Column D) Level 2 Fair Value Measurements	(Column E) Level 3 Fair Value Measurements
Dollar amounts in thousands					
	RCFDG581	RCFDG582	RCFDG583	RCFDG584	RCFDG585
2. Amount of component.....	0	0	0	0	0

M.2.e.2.

### Schedule RC-Q - Assets and Liabilities Measured at Fair Value on a Recurring Basis

Dollar amounts in thousands

f. Disclose component and the dollar amount of that component:

1. Describe component.....

TEXTG586	

M.2.f.

M.2.f.1.

**Schedule RC-Q - Assets and Liabilities Measured at Fair Value on a Recurring Basis**

	(Column A) Total Fair Value Reported on Schedule RC	(Column B) LESS: Amounts Netted in the Determination of Total Fair Value	(Column C) Level 1 Fair Value Measurements	(Column D) Level 2 Fair Value Measurements	(Column E) Level 3 Fair Value Measurements
Dollar amounts in thousands					
	RCFDG586	RCFDG587	RCFDG588	RCFDG589	RCFDG590
2. Amount of component.....	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>

M.2.f.2.



## Schedule RC-R - Regulatory Capital

Dollar amounts in thousands

1. Total bank equity capital (from Schedule RC, item 27.a).....	RCFD3210	<b>5,500,090</b>	1.
2. Net unrealized gains (losses) on available-for-sale securities.....	RCFD8434	<b>-11,365</b>	2.
3. Net unrealized loss on available-for-sale equity securities.....	RCFDA221	<b>0</b>	3.
4. Accumulated net gains (losses) on cash flow hedges.....	RCFD4336	<b>0</b>	4.
5. Nonqualifying perpetual preferred stock.....	RCFDB588	<b>0</b>	5.
6. Qualifying noncontrolling (minority) interests in consolidated subsidiaries.....	RCFDB589	<b>0</b>	6.
7. Not available			7.
a. Disallowed goodwill and other disallowed intangible assets.....	RCFDB590	<b>0</b>	7.a.
b. Cumulative change in fair value of all financial liabilities accounted for under a fair value option that is included in retained earnings and is attributable to changes in the bank's own creditworthiness.....	RCFDF264	<b>0</b>	7.b.
8. Subtotal.....	RCFDC227	<b>5,511,455</b>	8.
9. Not available			9.
a. Disallowed servicing assets and purchased credit card relationships.....	RCFDB591	<b>0</b>	9.a.
b. Disallowed deferred tax assets.....	RCFD5610	<b>0</b>	9.b.
10. Other additions to (deductions from) Tier 1 capital.....	RCFDB592	<b>0</b>	10.
11. Tier 1 capital.....	RCFD8274	<b>5,511,455</b>	11.
12. Qualifying subordinated debt and redeemable preferred stock.....	RCFD5306	<b>275,000</b>	12.
13. Cumulative perpetual preferred stock includible in Tier 2 capital.....	RCFDB593	<b>0</b>	13.
14. Allowance for loan and lease losses includible in Tier 2 capital.....	RCFD5310	<b>470,485</b>	14.
15. Unrealized gains on available-for-sale equity securities includible in Tier 2 capital.....	RCFD2221	<b>0</b>	15.
16. Other Tier 2 capital components.....	RCFDB594	<b>0</b>	16.
17. Tier 2 capital.....	RCFD5311	<b>745,485</b>	17.
18. Allowable Tier 2 capital (lesser of item 11 or 17).....	RCFD8275	<b>745,485</b>	18.
19. Tier 3 capital allocated for market risk.....	RCFD1395	<b>0</b>	19.
20. Deductions for total risk-based capital.....	RCFDB595	<b>0</b>	20.
21. Total risk-based capital.....	RCFD3792	<b>6,256,940</b>	21.
22. Average total assets (from Schedule RC-K, item 9).....	RCFD3368	<b>37,245,407</b>	22.
23. Disallowed goodwill and other disallowed intangible assets (from item 7 above).....	RCFDB590	<b>0</b>	23.
24. Disallowed servicing assets and purchased credit card relationships (from item 9.a above).....	RCFDB591	<b>0</b>	24.
25. Disallowed deferred tax assets (from item 9.b above).....	RCFD5610	<b>0</b>	25.
26. Other deductions from assets for leverage capital purposes.....	RCFDB596	<b>0</b>	26.
27. Average total assets for leverage capital purposes.....	RCFDA224	<b>37,245,407</b>	27.
28. Not available			28.
a. Adjustment to Tier 1 capital reported in item 11.....	RCFDC228	<b>0</b>	28.a.
b. Adjustment to total risk-based capital reported in item 21.....	RCFDB503	<b>0</b>	28.b.
29. Adjustment to risk-weighted assets in item 62.....	RCFDB504	<b>0</b>	29.
30. Adjustment to average total assets in item 27.....	RCFDB505	<b>0</b>	30.

## Schedule RC-R - Regulatory Capital

Dollar amounts in thousands

	(Column A) Percentage (Banks with Financial Subsidiaries)		(Column B) Percentage (All Banks)		
	RCFD7273	0.000000	RCFD7204	0.147977	
31. Tier 1 leverage ratio.....	RCFD7273	0.000000	RCFD7204	0.147977	31.
32. Tier 1 risk-based capital ratio.....	RCFD7274	0.000000	RCFD7206	0.170606	32.
33. Total risk-based capital ratio.....	RCFD7275	0.000000	RCFD7205	0.193683	33.





Dollar amounts in thousands		(Column A) Face Value or Notional Amount	(Column B) Credit Equivalent Amount	(Column C) Allocation by Risk Weight Category 0%	(Column D) Allocation by Risk Weight Category 20%	(Column E) Allocation by Risk Weight Category 50%	(Column F) Allocation by Risk Weight Category 100%
							RCFDA223
62. Total risk-weighted assets.....							<b>32,305,107</b>

62.

## Schedule RC-R - Regulatory Capital

Dollar amounts in thousands

1. Current credit exposure across all derivative contracts covered by the risk-based capital standards.....	RCFD8764	<b>1,850</b>	M.1.
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## Schedule RC-R - Regulatory Capital

Dollar amounts in thousands

	(Column A) With a remaining maturity of one year or less	(Column B) With a remaining maturity of over one year through five years	(Column C) With a remaining maturity of over five years	
2. Notional principal amounts of derivative contracts:				M.2.
	RCFD3809	RCFD8766	RCFD8767	
a. Interest rate contracts.....	<b>68,000</b>	<b>0</b>	<b>20,000</b>	M.2.a.
	RCFD3812	RCFD8769	RCFD8770	
b. Foreign exchange contracts.....	<b>0</b>	<b>0</b>	<b>0</b>	M.2.b.
	RCFD8771	RCFD8772	RCFD8773	
c. Gold contracts.....	<b>0</b>	<b>0</b>	<b>0</b>	M.2.c.
	RCFD8774	RCFD8775	RCFD8776	
d. Other precious metals contracts.....	<b>0</b>	<b>0</b>	<b>0</b>	M.2.d.
	RCFD8777	RCFD8778	RCFD8779	
e. Other commodity contracts.....	<b>0</b>	<b>0</b>	<b>0</b>	M.2.e.
	RCFDA000	RCFDA001	RCFDA002	
f. Equity derivative contracts.....	<b>0</b>	<b>0</b>	<b>0</b>	M.2.f.
g. Credit derivative contracts: Purchased credit protection that (a) is a covered position under the market risk rule or (b) is not a covered position under the market risk rule and is not recognized as a guarantee for risk-based capital purposes:				M.2.g.
	RCFDG597	RCFDG598	RCFDG599	
1. Investment grade.....	<b>0</b>	<b>0</b>	<b>0</b>	M.2.g.1.
	RCFDG600	RCFDG601	RCFDG602	
2. Subinvestment grade.....	<b>0</b>	<b>0</b>	<b>0</b>	M.2.g.2.

### Schedule RC-S - Servicing Securitization and Asset Sale Activities

	(Column A) 1-4 Family Residential Loans	(Column B) Home Equity Lines	(Column C) Credit Card Receivables	(Column D) Auto Loans	(Column E) Other Consumer Loans	(Column F) Commercial and Industrial Loans	(Column G) All Other Loans, All Leases, and All Other Assets
Dollar amounts in thousands							
1. Outstanding principal balance of assets sold and securitized by the reporting bank with servicing retained or with recourse or other seller-provided credit enhancements.....	RCFDB705	RCFDB706	RCFDB707	RCFDB708	RCFDB709	RCFDB710	RCFDB711
	0	0	22,720,270	0	0	0	0
2. Maximum amount of credit exposure arising from recourse or other seller-provided credit enhancements provided to structures reported in item 1 in the form of:							
a. Credit-enhancing interest-only strips (included in Schedules RC-B or RC-F or in Schedule RC, item 5).....	RCFDB712	RCFDB713	RCFDB714	RCFDB715	RCFDB716	RCFDB717	RCFDB718
	0	0	126,908	0	0	0	0
b. Subordinated securities and other residual interests.....	RCFDC393	RCFDC394	RCFDC395	RCFDC396	RCFDC397	RCFDC398	RCFDC399
	0	0	1,194,192	0	0	0	0
c. Standby letters of credit and other enhancements.....	RCFDC400	RCFDC401	RCFDC402	RCFDC403	RCFDC404	RCFDC405	RCFDC406
	0	0	0	0	0	0	0
3. Reporting bank's unused commitments to provide liquidity to structures reported in item 1.....	RCFDB726	RCFDB727	RCFDB728	RCFDB729	RCFDB730	RCFDB731	RCFDB732
	0	0	0	0	0	0	0
4. Past due loan amounts included in item 1:							
a. 30-89 days past due.....	RCFDB733	RCFDB734	RCFDB735	RCFDB736	RCFDB737	RCFDB738	RCFDB739
	0	0	491,810	0	0	0	0
b. 90 days or more past due.....	RCFDB740	RCFDB741	RCFDB742	RCFDB743	RCFDB744	RCFDB745	RCFDB746
	0	0	502,208	0	0	0	0
5. Charge-offs and recoveries on assets sold and securitized with servicing retained or with recourse or other seller-provided credit enhancements (calendar year-to-date):							
a. Charge-offs.....	RIADB747	RIADB748	RIADB749	RIADB750	RIADB751	RIADB752	RIADB753
	0	0	1,326,002	0	0	0	0
b. Recoveries.....	RIADB754	RIADB755	RIADB756	RIADB757	RIADB758	RIADB759	RIADB760
	0	0	115,644	0	0	0	0
6. Amount of ownership (or seller's) interests carried as:							
a. Securities (included in Schedule RC-B or in Schedule RC, item 5).....		RCFDB761	RCFDB762			RCFDB763	
		0	0			0	



## Schedule RC-S - Servicing Securitization and Asset Sale Activities

Dollar amounts in thousands

1. Small business obligations transferred with recourse under Section 208 of the Riegle Community Development and Regulatory Improvement Act of 1994:			M.1.
a. Outstanding principal balance.....	RCFDA249	0	M.1.a.
b. Amount of retained recourse on these obligations as of the report date.....	RCFDA250	0	M.1.b.
2. Outstanding principal balance of assets serviced for others (includes participations serviced for others):			M.2.
a. Closed-end 1-4 family residential mortgages serviced with recourse or other servicer-provided credit enhancements.....	RCFDB804	0	M.2.a.
b. Closed-end 1-4 family residential mortgages serviced with no recourse or other servicer-provided credit enhancements.....	RCFDB805	0	M.2.b.
c. Other financial assets (includes home equity lines).....	RCFDA591	21,970,270	M.2.c.
d. 1-4 family residential mortgages serviced for others that are in process of foreclosure at quarter-end (includes closed-end and open-end loans).....	RCFDF699	0	M.2.d.
3. Asset-backed commercial paper conduits:			M.3.
a. Maximum amount of credit exposure arising from credit enhancements provided to conduit structures in the form of standby letters of credit, subordinated securities, and other enhancements:			M.3.a.
1. Conduits sponsored by the bank, a bank affiliate, or the bank's holding company..	RCFDB806	0	M.3.a.1.
2. Conduits sponsored by other unrelated institutions.....	RCFDB807	0	M.3.a.2.
b. Unused commitments to provide liquidity to conduit structures:			M.3.b.
1. Conduits sponsored by the bank, a bank affiliate, or the bank's holding company..	RCFDB808	0	M.3.b.1.
2. Conduits sponsored by other unrelated institutions.....	RCFDB809	0	M.3.b.2.
4. Outstanding credit card fees and finance charges included in Schedule RC-S, item 1, column C.....	RCFDC407	1,804,612	M.4.

## Schedule RC-T - Fiduciary and Related Services

Dollar amounts in thousands

1. Does the institution have fiduciary powers?.....	RCFDA345	No	1.
2. Does the institution exercise the fiduciary powers it has been granted?.....	RCFDA346	No	2.
3. Does the institution have any fiduciary or related activity (in the form of assets or accounts) to report in this schedule?.....	RCFDB867	No	3.



## Schedule RC-T - Fiduciary and Related Services

	(Column A) Managed Assets	(Column B) Non-Managed Assets	(Column C) Number of Managed Accounts	(Column D) Number of Non-Managed Accounts	
Dollar amounts in thousands					
	RCFDB868	RCFDB869	RCFDB870	RCFDB871	
4. Personal trust and agency accounts.....	NR	NR	NR	NR	4.
5. Retirement related trust and agency accounts:					5.
a. Employee benefit - defined contribution.....	NR	NR	NR	NR	5.a.
b. Employee benefit - defined benefit.....	NR	NR	NR	NR	5.b.
c. Other retirement accounts.....	NR	NR	NR	NR	5.c.
6. Corporate trust and agency accounts.....	NR	NR	NR	NR	6.
7. Investment management agency accounts.....	NR		NR		7.
8. Other fiduciary accounts.....	NR	NR	NR	NR	8.
9. Total fiduciary accounts.....	NR	NR	NR	NR	9.
10. Custody and safekeeping accounts.....		NR		NR	10.
11. Fiduciary accounts held in foreign offices (included in items 9 and 10).....	NR	NR	NR	NR	11.

## Schedule RC-T - Fiduciary and Related Services

Dollar amounts in thousands

12. Personal trust and agency accounts.....	RIADB904	NR	12.
13. Retirement related trust and agency accounts:			13.
a. Employee benefit - defined contribution.....	RIADB905	NR	13.a.
b. Employee benefit - defined benefit.....	RIADB906	NR	13.b.
c. Other retirement accounts.....	RIADB907	NR	13.c.
14. Corporate trust and agency accounts.....	RIADA479	NR	14.
15. Investment management agency accounts.....	RIADB908	NR	15.
16. Other fiduciary accounts.....	RIADA480	NR	16.
17. Custody and safekeeping accounts.....	RIADB909	NR	17.
18. Other fiduciary and related services income.....	RIADB910	NR	18.
19. Total gross fiduciary and related services income.....	RIAD4070	0	19.
a. Fiduciary and related services income - foreign offices (included in item 19).....	RIADB912	NR	19.a.
20. Expenses.....	RIADC058	NR	20.
21. Net losses from fiduciary and related services.....	RIADA488	NR	21.
22. Intracompany income credits for fiduciary and related services.....	RIADB911	NR	22.
23. Net fiduciary and related services income.....	RIADA491	NR	23.
1. Managed assets held in personal trust and agency accounts:			M.1.
a. Noninterest-bearing deposits.....	RCFDB913	NR	M.1.a.
b. Interest-bearing deposits.....	RCFDB914	NR	M.1.b.
c. U.S. Treasury and U.S. Government agency obligations.....	RCFDB915	NR	M.1.c.
d. State, county and municipal obligations.....	RCFDB916	NR	M.1.d.
e. Money market mutual funds.....	RCFDB917	NR	M.1.e.
f. Other short-term obligations.....	RCFDB918	NR	M.1.f.
g. Other notes and bonds.....	RCFDB919	NR	M.1.g.
h. Common and preferred stocks.....	RCFDB920	NR	M.1.h.
i. Real estate mortgages.....	RCFDB921	NR	M.1.i.
j. Real estate.....	RCFDB922	NR	M.1.j.
k. Miscellaneous assets.....	RCFDB923	NR	M.1.k.
l. Total managed assets held in personal trust and agency accounts.....	RCFDB868	NR	M.1.l.

## Schedule RC-T - Fiduciary and Related Services

Dollar amounts in thousands

	(Column A) Number of Issues	(Column B) Principal Amount Outstanding	
2. Corporate trust and agency accounts:			M.2.
a. Corporate and municipal trusteeships.....	RCFDB927	NR	M.2.a.
b. Transfer agent, registrar, paying agent, and other corporate agency.....	RCFDB929	NR	M.2.b.

## Schedule RC-T - Fiduciary and Related Services

Dollar amounts in thousands

	(Column A) Number of Funds	(Column B) Market Value of Fund Assets	
3. Collective investment funds and common trust funds:			M.3.
a. Domestic equity.....	RCFDB931	NR	M.3.a.
b. International/Global equity.....	RCFDB933	NR	M.3.b.
c. Stock/Bond blend.....	RCFDB935	NR	M.3.c.
d. Taxable bond.....	RCFDB937	NR	M.3.d.
e. Municipal bond.....	RCFDB939	NR	M.3.e.

Dollar amounts in thousands	<b>(Column A) Number of Funds</b>		<b>(Column B) Market Value of Fund Assets</b>		
f. Short term investments/Money market.....	RCFDB941	NR	RCFDB942	NR	M.3.f.
g. Specialty/Other.....	RCFDB943	NR	RCFDB944	NR	M.3.g.
h. Total collective investment funds.....	RCFDB945	NR	RCFDB946	NR	M.3.h.

## Schedule RC-T - Fiduciary and Related Services

Dollar amounts in thousands	<b>(Column A) Gross Losses Managed Accounts</b>	<b>(Column B) Gross Losses Non-Managed Accounts</b>	<b>(Column C) Recoveries</b>	
4. Fiduciary settlements, surcharges, and other losses:				M.4.
a. Personal trust and agency accounts.....	NR	NR	NR	M.4.a.
b. Retirement related trust and agency accounts.....	NR	NR	NR	M.4.b.
c. Investment management agency accounts.....	NR	NR	NR	M.4.c.
d. Other fiduciary accounts and related services.....	NR	NR	NR	M.4.d.
e. Total fiduciary settlements, surcharges, and other losses.....	NR	NR	NR	M.4.e.

## General Instructions

Dollar amounts in thousands			
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b. Frequency of Reporting			1.b.
c. Differences in Detail of Reports			1.c.
d. Shifts in Reporting Status			1.d.
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8. Rules of Consolidation			8.
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Dollar amounts in thousands

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## Glossary

Dollar amounts in thousands

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Dollar amounts in thousands

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Dollar amounts in thousands

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Dollar amounts in thousands

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