

US Bancorp Center BC-MN-H18U 800 Nicollet Mall Minneapolis, MN 55402-7020

October 15, 2014

APPLICATION FOR DEPOSIT OF PUBLIC FUNDS

In conformity with Wyoming Statutes (9-4-818, 9-4-802, 9-4-806) formal application is hereby made by U.S. Bank National Association, operating in the state of Wyoming to be designated at a depository. The minutes of the January 20, 2014 Board of Directors meeting are certified in the attached resolution.

U.S. Bank National Association will offer the following assets to collateralize the deposits of City of Gillette, Wyoming under all terms and conditions of the Custodial Agreement from our safekeeping agent the Federal Reserve Bank of Cleveland.

- 1 FHLB of Cincinnati Letter of Credit.
- 2. Federal National Mortgage Association Mortgage Backed Securities.
- 3. Federal Home Loan Mortgage Corporation Mortgage Backed Securities.

Julie Niederer

Treasury Officer

Julie hiederen



CERTIFIED RESOLUTIONS

I, Melissa S. Larson, Assistant Secretary of U.S. Bank National Association, Cincinnati, Ohio, a national banking association (the "Bank"), do certify that the following resolutions were adopted by the Board of Directors of U.S. Bank National Association on January 20, 2014 and that the same are in effect as of the date hereof and have not been modified, amended or revoked.

WHEREAS, state law requires governmental units to designate a federally insured national or state bank or thrift institution as a depository of funds;

WHEREAS, the City of Gillette has designated the Bank, an FDIC insured depository institution, as depository of its public funds; and

WHEREAS, under state law, governmental units must require that their deposits in excess of the maximum amount of FDIC insurance on the deposit be secured by the pledge of eligible collateral ("Eligible Collateral"); and

WHEREAS, under state law, the total amount of the collateral computed at its market value shall be at least 100% deposit plus accrued interest at the close of the business day.

NOW, THEREFORE, it is hereby:

RESOLVED, that the Board of Directors hereby approves a pledge from the Bank's available collateral to secure the deposits in excess of the maximum amount of FDIC insurance on the deposits of the City of Gillette, such Eligible Collateral being more particularly described in a Pledge Agreement and attached Written Assignment executed by the Bank in favor of the City of Gillette.

RESOLVED FURTHER, that authority be given to the following officers of the Bank to furnish collateral to the Pledgee and such authority shall be continuing and shall be binding upon the Bank until the authority given to such officers is revoked or superseded by another resolution of this Board of Directors. This authority extends to furnishing collateral for additional deposits of public funds made from time to time by any and various state, municipal and other governmental bodies. The right given the officers named herein to pledge collateral also includes the right to give additional collateral and to withdraw such collateral as the Pledgee is willing to surrender and the right to substitute one piece or lot of collateral for another, provided the market value of the substitute collateral is of equal or greater value.

John C. Stern, Executive Vice President
Lynn D. Flagstad, Senior Vice President
Patricia A. Finnemore, Vice President
Gloria J. Sweet, Assistant Vice President
Christina Eumurian, Assistant Vice President
Mary E. Holen, Treasury Officer
Laurie J. Luby, Treasury Officer
Julie A. Niederer, Treasury Officer

FURTHER RESOLVED, that the officers named herein are fully authorized and empowered to execute in the name of the Bank such collateral pledge agreement in favor of the Pledgee as required, and any collateral pledge agreement executed or any act done by the officers named herein under the authority of this Resolution shall be as binding and effective upon this Bank as though authorized by specific Resolution of the Board of Directors of this Bank.

IN WITNESS WHEREOF, I have hereunto set my hand this 1st day of October, 2014.

(No corporate seal)

Melissa S. Ilarson, Assistant Secretary

Federal Financial Institutions Examination Council

Consolidated Reports of Condition and Income for a Bank with Domestic and Foreign Offices—FFIEC 031

Report at the close of business June 30, 2014

This report is required by law: 12 U.S.C. §324 (State member banks); 12 U.S.C. §1817 (State nonmember banks); 12 U.S.C. §161 (National banks); and 12 U.S.C. §1464 (Savings associations).

(20140630)

(RCON 9999)

Unless the context indicates otherwise, the term "bank" in this report form refers to both banks and savings associations.

This report form is to be filed by banks with branches and consolidated subsidiaries in U.S. territories and possessions, Edge or Agreement subsidiaries, foreign branches, consolidated foreign subsidiaries, or International Banking Facilities.

NOTE: Each bank's board of directors and senior management are responsible for establishing and maintaining an effective system of internal control, including controls over the Reports of Condition and Income. The Reports of Condition and Income are to be prepared in accordance with federal regulatory authority instructions. The Reports of Condition and Income must be signed by the Chief Financial Officer (CFO) of the reporting bank (or by the individual performing an equivalent function) and attested to by not less than two directors (trustees) for state nonmember banks and three directors for state member banks, national banks, and savings associations.

I, the undersigned CFO (or equivalent) of the named bank, attest that the Reports of Condition and Income (including the supporting

Signature of Chief Financial Officer (or Equivalent)

July 30, 2014

Date of Signature

schedules) for this report date have been prepared in conformance with the instructions issued by the appropriate Federal regulatory authority and are true and correct to the best of my knowledge and belief

We, the undersigned directors (trustees), attest to the correctness of the Reports of Condition and Income (including the supporting schedules) for this report date and declare that the Reports of Condition and Income have been examined by us and to the best of our knowledge and belief have been prepared in conformance with the instructions issued by the appropriate Federal regulatory authority and are true and correct.

Director (Trustee)

Director (Trustee)

Director (Trustee)

Submission of Reports

Each bank must file its Reports of Condition and Income (Call Report) data by either:

- (a) Using computer software to prepare its Call Report and then submitting the report data directly to the FFIEC's Central Data Repository (CDR), an Internet-based system for data collection (https://cdr.ffiec.gov/cdr/), or
- (b) Completing its Call Report in paper form and arranging with a software vendor or another party to convert the data into the electronic format that can be processed by the CDR. The software vendor or other party then must electronically submit the bank's data file to the CDR.

For technical assistance with submissions to the CDR, please contact the CDR Help Desk by telephone at (888) CDR-3111, by fax at (703) 774-3946, or by e-mail at CDR.Help@ffiec.gov.

FDIC Certificate Number 06548
(RSSD 9050)

To fulfill the signature and attestation requirement for the Reports of Condition and Income for this report date, attach your bank's completed signature page (or a photocopy or a computer-generated version of this page) to the hard-copy record of the data file submitted to the CDR that your bank must place in its files.

The appearance of your bank's hard-copy record of the submitted data file need not match exactly the appearance of the FFIEC's sample report forms, but should show at least the caption of each Call Report item and the reported amount.

RSSD 9220)

The estimated average burden associated with this information collection is 48.3 hours per respondent and is estimated to vary from 18 to 750 hours per response, depending on individual circumstances. Burden estimates include the time for reviewing instructions, gathering and maintaining data in the required form, and completing the information collection, but exclude the time for compiling and maintaining business records in the normal course of a respondent's activities. A Federal agency may not conduct or sponsor, and an organization (or a person) is not required to respond to a collection of information, unless it displays a currently valid OMB control number. Comments concerning the accuracy of this burden estimate and suggestions for reducing this burden should be directed to the Office of Information and Regulatory Affairs, Office of Management and Budget,
Washington, DC 20503, and to one of the following: Secretary, Board of Governors of the Federal Reserve System, Washington, DC 20551; Legislative and Regulatory Analysis Division,
Office of the Comptroller of the Currency, Washington, DC 20219; Assistant Executive Secretary, Federal Deposit Insurance Corporation, Washington, DC 20429.

U.S. Bank National Association		
Legal Title of Bank		
Cincinnati		
City		
ОН	45202	
State	Zip Code	
FDIC Certificate Number: 06548		

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Consolidated Report of Income for the period January 1, 2014 – June 30, 2014

All Report of Income schedules are to be reported on a calendar year-to-date basis in thousands of dollars.

Schedule RI—Income Statement

Dollar Amounts in Thousands	RIAD	Bil Mil Thou	
1. Interest Income:		100	
a. Interest and fee income on loans:	6.73		
(1) In domestic offices:		1573	
(a) Loans secured by real estate:			
(1) Loans secured by 1-4 family residential properties	4435	1,579,530	1.a.1.a
(2) All other loans secured by real estate	4436	1,029,849	
(b) Loans to finance agricultural production and other loans to farmers	4024	17,783	1.a.1.b
(c) Commercial and industrial loans	4012	712,930	XIII AND THE STATE OF
(d) Loans to individuals for household, family, and other personal expenditures:	220724 PM		2101210
(1) Credit cards	B485	870,565	1.a.1.d
(2) Other (includes revolving credit plans other than credit cards, automobile loans,			
and other consumer loans)	B486	622,981	1.a.1.d
(e) Loans to foreign governments and official institutions	4056	d	1.a.1.e
(f) All other loans in domestic offices	B487	149,199	
(2) In foreign offices, Edge and Agreement subsidiaries, and IBFs	4059	7,075	~~~~
(3) Total interest and fee income on loans (sum of items 1.a.(1)(a) through 1.a.(2))	4010	4,989,912	
b. Income from lease financing receivables	4065	286,203	
c. Interest income on balances due from depository institutions (1)	4115	2,236	
d. Interest and dividend income on securities:		4. To 1549 \$28	
(1) U.S. Treasury securities and U.S. Government agency obligations (excluding			
mortgage-backed securities)	B488	34,746	1.d.1
(2) Mortgage-backed securities	B489	718,866	
(3) All other securities (includes securities issued by states and political subdivisions	23.50		ZIGIL.
in the U.S.)	4060	139,773	1.d.3
e. Interest income from trading assets	4069	798	1.e
f. Interest income on federal funds sold and securities purchased under agreements to resell	4020	86	100000000000000000000000000000000000000
g. Other interest income	4518	-217,838	
h. Total interest income (sum of items 1.a.(3) through 1.g)	4107	5,954,782	
2. Interest expense:			
a. Interest on deposits:			
(1) Interest on deposits in domestic offices:			
(a) Transaction accounts (interest-bearing demand deposits, NOW accounts, ATS accounts,			
and telephone and preauthorized transfer accounts)	4508	6,676	2.a.1.a
(b) Nontransaction accounts:			2101210
(1) Savings deposits (includes MMDAs)	0093	85,798	2.a.1.b.
(2) Time deposits of \$100,000 or more	A517	63,887	2.a.1.b.
(3) Time deposits of less than \$100,000	A518	64,611	
(2) Interest on deposits in foreign offices, Edge and Agreement subsidiaries, and IBFs	4172	14,123	2.a.2
b. Expense of federal funds purchased and securities sold under agreements to repurchase	4180	9,134	2.b
c. Interest on trading liabilities and other borrowed money	4185	158,869	

⁽¹⁾ Includes interest income on time certificates of deposits not held for trading.

RI-2

Legal Title of Bank FDIC Certificate Number: 06548

Schedule RI-Continued

		Year-to-date	1		
Dollar Amounts in Thousands	_	Bil Mil Thou	1		
2. Interest expense (continued):	_	ion i i i i i i i i			
d. Interest on subordinated notes and debentures	4200	119,871	2.d		
e. Total interest expense (sum of items 2.a through 2.d)	4073	522,969	NYANGORO.		
Net interest expense (stiff of items 2.a through 2.u)		Clear Manager	4074	5,431,813	_
Provision for loan and lease losses			4230	600,457	3
5. Noninterest income:			1250	000,437	4
a. Income from fiduciary activities (1)	4070	507.352	5.a		
	4080	600,944			
b. Service charges on deposit accounts	A220	54,673			
c. Trading revenue (2)	C886	State Color		e e	5.75).
d. (1) Fees and commissions from securities brokerage	recoo	98,710	5.0.1		
(2) Investment banking, advisory, and underwriting fees and	C888	0.004	E47		
commissions	C887	3,801	•		
(3) Fees and commissions from annuity sales		0.004	5.d.3		
(4) Underwriting income from insurance and reinsurance activities	C386	2,924			
(5) Income from other insurance activities	C387	33			
e. Venture capital revenue	B491	0	5.e		
f. Net servicing fees	B492	342,230			
g. Net securitization income	B493	0	5.g		
h. Not applicable	自2 000000000000000000000000000000000000				
i. Net gains (losses) on sales of loans and leases	5416	169,598			
j. Net gains (losses) on sales of other real estate owned	5415	-3,595	5.j		
k. Net gains (losses) on sales of other assets (excluding securities)	B496	216,539	5.k		
I. Other noninterest income*	B497	2,351,386	5 . i		¥
m. Total noninterest income (sum of items 5.a through 5.l)			4079	4,344,595	5.m
m. Total noninterest income (sum of items 5.a through 5.l) 6. a. Realized gains (losses) on held-to-maturity securities			4079 3521	4,344,595 0	5.m 6.a
				4,344,595 0 4,923	0.550
6. a. Realized gains (losses) on held-to-maturity securities			3521	O	6.a
a. Realized gains (losses) on held-to-maturity securities b. Realized gains (losses) on available-for-sale securities	4135	2,664,004	3521 3196	O	6.a
B. a. Realized gains (losses) on held-to-maturity securities b. Realized gains (losses) on available-for-sale securities 7. Noninterest expense:	4135	SELECTION OF THE PROPERTY OF THE PERSON OF T	3521 3196	O	6.a
b. Realized gains (losses) on held-to-maturity securities b. Realized gains (losses) on available-for-sale securities 7. Noninterest expense: a. Salaries and employee benefits	ACCOMMONS AND	SELECTION OF THE PROPERTY OF THE PERSON OF T	3521 3196 7.a	O	6.a
b. Realized gains (losses) on held-to-maturity securities b. Realized gains (losses) on available-for-sale securities 7. Noninterest expense: a. Salaries and employee benefits b. Expenses of premises and fixed assets (net of rental income)	12.4	KAN NEK	3521 3196 7.a	O	6.a
6. a. Realized gains (losses) on held-to-maturity securities b. Realized gains (losses) on available-for-sale securities 7. Noninterest expense: a. Salaries and employee benefits b. Expenses of premises and fixed assets (net of rental income) (excluding salaries and employee benefits and mortgage interest)	4217	KAN NEK	3521 3196 7.a 7.b	O	6.a
6. a. Realized gains (losses) on held-to-maturity securities b. Realized gains (losses) on available-for-sale securities 7. Noninterest expense: a. Salaries and employee benefits b. Expenses of premises and fixed assets (net of rental income) (excluding salaries and employee benefits and mortgage interest) c. (1) Goodwill impairment losses	4217	KAN NEK	3521 3196 7.a 7.b 7.c.1	O	6.a
6. a. Realized gains (losses) on held-to-maturity securities b. Realized gains (losses) on available-for-sale securities 7. Noninterest expense: a. Salaries and employee benefits b. Expenses of premises and fixed assets (net of rental income) (excluding salaries and employee benefits and mortgage interest) c. (1) Goodwill impairment losses (2) Amortization expense and impairment losses for	4217 C216	480,616 0	3521 3196 7.a 7.b 7.c.1 7.c.2	O	6.a
b. Realized gains (losses) on held-to-maturity securities b. Realized gains (losses) on available-for-sale securities 7. Noninterest expense: a. Salaries and employee benefits b. Expenses of premises and fixed assets (net of rental income) (excluding salaries and employee benefits and mortgage interest) c. (1) Goodwill impairment losses (2) Amortization expense and impairment losses for other intangible assets	4217 C216 C232	480,616 0 145,516	3521 3196 7.a 7.b 7.c.1 7.c.2	O	6.a 6.b
b. Realized gains (losses) on held-to-maturity securities b. Realized gains (losses) on available-for-sale securities 7. Noninterest expense: a. Salaries and employee benefits b. Expenses of premises and fixed assets (net of rental income) (excluding salaries and employee benefits and mortgage interest) c. (1) Goodwill impairment losses (2) Amortization expense and impairment losses for other intangible assets d. Other noninterest expense*	4217 C216 C232	480,616 0 145,516	3521 3196 7.a 7.b 7.c.1 7.c.2 7.d	4,923	6.a
6. a. Realized gains (losses) on held-to-maturity securities b. Realized gains (losses) on available-for-sale securities 7. Noninterest expense: a. Salaries and employee benefits b. Expenses of premises and fixed assets (net of rental income) (excluding salaries and employee benefits and mortgage interest) c. (1) Goodwill impairment losses (2) Amortization expense and impairment losses for other intangible assets d. Other noninterest expense* e. Total noninterest expense (sum of items 7.a through 7.d) 8. Income (loss) before income taxes and extraordinary	4217 C216 C232	480,616 0 145,516	3521 3196 7.a 7.b 7.c.1 7.c.2 7.d	4,923	6.a 6.b
b. Realized gains (losses) on held-to-maturity securities b. Realized gains (losses) on available-for-sale securities 7. Noninterest expense: a. Salaries and employee benefits b. Expenses of premises and fixed assets (net of rental income) (excluding salaries and employee benefits and mortgage interest) c. (1) Goodwill impairment losses (2) Amortization expense and impairment losses for other intangible assets d. Other noninterest expense* e. Total noninterest expense (sum of items 7.a through 7.d)	4217 C216 C232	480,616 0 145,516	3521 3196 7.a 7.b 7.c.1 7.c.2 7.d	4,923	6.a 6.b
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6. a. Realized gains (losses) on held-to-maturity securities b. Realized gains (losses) on available-for-sale securities 7. Noninterest expense: a. Salaries and employee benefits b. Expenses of premises and fixed assets (net of rental income) (excluding salaries and employee benefits and mortgage interest) c. (1) Goodwill impairment losses (2) Amortization expense and impairment losses for other intangible assets d. Other noninterest expense* e. Total noninterest expense (sum of items 7.a through 7.d) 8. Income (loss) before income taxes and extraordinary items and other adjustments (item 3 plus or minus items 4, 5.m, 6.a, 6.b, and 7.e) 9. Applicable income taxes (on item 8)	4217 C216 C232	480,616 0 145,516	3521 3196 7.a 7.b 7.c.1 7.c.2 7.d 4093 4301	5,191,084 3,989,790	6.a 6.b
6. a. Realized gains (losses) on held-to-maturity securities b. Realized gains (losses) on available-for-sale securities 7. Noninterest expense: a. Salaries and employee benefits b. Expenses of premises and fixed assets (net of rental income) (excluding salaries and employee benefits and mortgage interest) c. (1) Goodwill impairment losses (2) Amortization expense and impairment losses for other intangible assets d. Other noninterest expense* e. Total noninterest expense (sum of items 7.a through 7.d) 8. Income (loss) before income taxes and extraordinary items and other adjustments (item 3 plus or minus items 4, 5.m, 6.a, 6.b, and 7.e) 9. Applicable income taxes (on item 8) 10. Income (loss) before extraordinary items and other adjusments	4217 C216 C232	480,616 0 145,516	3521 3196 7.a 7.b 7.c.1 7.c.2 7.d 4093 4301	5,191,084 3,989,790	6.a 6.b 7.e 8
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^{*} Describe on Schedule RI-E - Explanations.

⁽¹⁾ For banks required to complete Schedule RC-T, items 14 through 22, income from fiduciary activities reported in Schedule RI, item 5.a, must equal the amount reported in Schedule RC-T, item 22.

⁽²⁾ For banks required to complete Schedule RI, Memorandum item 8, trading revenue reported in Schedule RI, item 5.c must equal the sum of Memorandum items 8.a through 8.e.

Legal Title of Bank FDIC Certificate Number: 06548

Schedule RI-Continued

Memoranda		Year-to-date	l
Dollar Amounts in Thousands		Bil Mil Thou	
Interest expense incurred to carry tax-exempt securities, loans, and leases acquired after	PARAME		
August 7, 1986, that is not deductible for federal income tax purposes	4513	8,357	M.1
Memorandum item 2 is to be completed by banks with \$1 billion or more in total assets. (1)	EXECUTE		191.1
Income from the sale and servicing of mutual funds and annuities in domestic offices			
(included in Schedule RI, item 8)	8431	75,177	M.2
Income on tax-exempt loans and leases to states and political subdivisions in	NAME OF THE PARTY	THE PERSON NAMED IN	14.2
the U.S. (included in Schedule RI, items 1.a and 1.b)	4313	107,485	М.З
4. Income on tax-exempt securities issued by states and political subdivisions in the U.S.			11.0
(included in Schedule RI, item 1.d.(3))	4507	117,864	M.4
5. Number of full-time equivalent employees at end of current period (round to		Number	
nearest whole number)	4150	64,319	M.5
6. Not applicable	可能提到		
7. If the reporting bank has restated its balance sheet as a result of applying push down	RIAD	YYYY/MM/DD	
accounting this calendar year, report the date of the bank's acquisition (2)	9106	0	M.7
8. Trading revenue (from cash instruments and derivative instruments)			
(sum of Memorandum items 8.a through 8.e must equal Schedule RI, item 5.c)	***		
Memorandum items 8.a through 8.e are to be completed by banks	-		
that reported average trading assets (Schedule RC-K, item 7) of		Year-to-date	
\$2 million or more for any quarter of the preceding calendar year.	RIAD	Bil Mil Thou	
a. Interest rate exposures	8757	23,896	M.8.a
b. Foreign exchange exposures	8758	30,777	M.8.b
c. Equity security and index exposures	8759	l a	M.8.c
d. Commodity and other exposures	8760	q	M.8.d
e. Credit exposures	F186	0	M.8.e
Memorandum Items 8.f and 8.g are to be completed by banks \$100 billion or more in total			
assets that are required to complete Schedule RI, Memorandum items 8.a through 8.e, above(1).			
f. Impact on trading revenue of changes in the creditworthiness of the bank's derivatives			
counterparties on the bank's derivative assets (included in Memorandum items 8.a	美術園		
through 8.e above	K090	-640	M.8.f
g. Impact on trading revenue of changes in the creditworthiness of the bank on the bank's			00000000
derivative liabilities (included in Memorandum items 8.a. through 8.e above)	K094	-1	M.8.g
Net gains (losses) recognized in earnings on credit derivatives that economically hedge			
credit exposures held outside the trading account:			
a. Net gains (losses) on credit derivatives held for trading	C889	0	M.9.a
b. Net gains (losses) on credit derivatives held for purposes other than trading	C890	-371	M.9.b
O. Credit losses on derivatives (see instructions)	A251	47	M.10
1. Does the reporting bank have a Subchapter S election in effect for	RIAD	YES / NO	
federal income tax purposes for the current tax year?	A530	NO	M.11
			14.11
Memorandum item 12 is to be completed by banks that are required to complete Schedule		Year-to-date	
RC-C, part I, Memorandum items 8.b and 8.c.	RIAD	Bil Mil Thou	
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))	F228	15	M.12

⁽¹⁾ The asset size tests are generally based on the total assets reported in the June 30, 2013, Report of Condition

⁽²⁾ For example, a bank acquired on March 1, 2014, would report 20140301.

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Schedule RI-Continued

Memoranda — Continued	282		Year-to-date	
	Dollar Amounts in Thousands	RIAD	Bil Mil Thou	
Memorandum item 13 is to be completed by banks that have elected to a	ccount for		相關表別	
assets and liabilities under a fair value option.				
13. Net gains (losses) recognized in earnings on assets and liabilities that	are reported			
at fair value under a fair value option:				
a. Net gains (losses) on assets		F551	-135,541	M.13.a
(1) Estimated net gains (losses) on loans attributable to changes in	n e			
instrument-specific credit risk		F552	-1,013	M.13.a.1
b. Net gains (losses) on liabilities		F553	0	M.13.b
(1) Estimated net gains (losses) on liabilities attributable to change	es in	5		
instrument-specific credit risk		F554	Q	M.13.b.1
14. Other-than-temporary impairment losses on held-to-maturity and	¥			
available-for-sale debt securities:		int in		
a. Total other-than-temporary impairment losses		J319	11,412	M.14.a
b. Portion of losses recognized in other comprehensive income (befor	e income taxes)	3320	8,747	M.14.b
c. Net impairment losses recognized in earnings (included in Schedule	RI, items 6.a and 6.b)		生用制度的略	
(Memorandum item 14.a minus Memorandum 14.b)		J321	2,665	M.14.c

U.S. Bank National Association		
Legal Title of Bank		
Cincinnati	*	*
City		
ОН	45202	
State	Zip Code	
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Consolidated Report of Condition for Insured Banks and Savings Associations for June 30, 2014

All schedules are to be reported in thousands of dollars. Unless otherwise indicated, report the amount outstanding as of the last business day of the quarter.

Schedule RC—Balance Sheet

	Dollar Amounts in Thou	sands	RCFD	Tril Bil Mil Thou	ĺ
Assets					l
1. Cash and balances due from depository institutions (from Schedule RC-A):					
a. Noninterest-bearing balances and currency and coin (1)			0081	6,232,238	1.8
b. Interest-bearing balances (2)			0071	6,359,663	1.1
2. Securities:					ĺ
a. Held-to-maturity securities (from Schedule RC-B, column A)			1754	41,994,878	2.8
b. Available-for-sale securities (from Schedule RC-B, column D)			1773	47,887,354	2.1
3. Federal funds sold and securities purchased under agreements to resell:			RCON		
a. Federal funds sold in domestic offices			B987	91,828	3.8
			RCFD		ĺ
b. Securities purchased under agreements to resell (3)			B989	18,097	3.1
4. Loans and lease financing receivables (from Schedule RC-C):					ĺ
a. Loans and leases held for sale			5369	3,017,520	4.8
b. Loans and leases, net of unearned income	B528	242,564,939			4.1
c. LESS: Allowance for loan and lease losses		4,132,204			4.
d. Loans and leases, net of unearned income and allowance (item 4.b min	nus 4.c)		B529	238,432,735	4.
5. Trading assets (from Schedule RC-D)			3545	851,490	5
6. Premises and fixed assets (including capitalized leases)			2145	2,605,079	6
7. Other real estate owned (from Schedule RC-M)			2150	920,035	7
8. Investments in unconsolidated subsidiaries and associated companies			2130	185,111	8
Direct and indirect investments in real estate ventures			3656	0	9
10. Intangible assets:					ĺ
a. Goodwill			3163	9,426,964	10
b. Other intangible assets (from Schedule RC-M)			0426	3,908,842	10
11. Other assets (from Schedule RC-F)			2160	22,261,774	11
12. Total assets (sum of items 1 through 11)			2170	384,193,608	12

⁽¹⁾ Includes cash items in process of collection and unposted debits.

⁽²⁾ Includes time certificates of deposit not held for trading.

⁽³⁾ Includes all securities resale agreements in domestic and foreign offices, regardless of maturity.

Legal Title of Bank FDIC Certificate Number: 06548

Schedule RC-Continued

Dollar Amounts	in Thousa	nds	RCON	Tril Bil Mil Thou	U
Liabilities 13. Deposits:		*			
a. In domestic offices (sum of totals of columns A and C from Schedule RC-E, part I)	_		2200	263,661,347	13.a
(1) Noninterest-bearing (4)	6631	80,387,942			13.a.1
(2) Interest-bearing	6636	183,273,405			13.a.2
b. In foreign offices, Edge and Agreement subsidiaries, and IBFs			RCFN		
(from Schedule RC-E, part II)			2200	22,532,011	13.b
(1) Noninterest-bearing	6631	397,025			13.b.1
(2) Interest-bearing	6636	22,134,986	751		13.b.2
14. Federal funds purchased and securities sold under agreements to repurchase:		6 N N	RCON		
a. Federal funds purchased in domestic offices (5)	1	4	B993	596,917	14.a
20 20 20 20 20 20 20 20 20 20 20 20 20 2			RCFD		
b. Securities sold under agreements to repurchase (6)	2	r Tara	B995	667,221	14.b
15. Trading liabilities (from Schedule RC-D)		v	3548	382,290	15
16. Other borrowed money (includes mortgage indebtedness and obligations		8 A			
under capitalized leases) (from Schedule RC-M)			3190	37,760,161	16
17. and 18. Not applicable		9			

⁽⁴⁾ Includes noninterest-bearing demand, time, and savings deposits.

⁽⁵⁾ Report overnight Federal Home Loan Bank advances in Schedule RC, item 16, "Other borrowed money."

⁽⁶⁾ Includes all securities repurchase agreements in domestic and foreign offices, regardless of maturity.

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Legal Title of Bank

FDIC Certificate Number: 06548

/*u	Dollar Amounts in Thousands	RCFD	Tril Bil Mil Thou
Liabilities—Continued			
19. Subordinated notes and debentures (1)		3200	5,023,000
20. Other liabilities (from Schedule RC-G)		2930	12,274,098
1. Total liabilities (sum of items 13 through 20)		2948	342,897,045
2. Not applicable			
quity Capital			
Bank Equity Captal			
Perpetual preferred stock and related surplus		3838	o o
4. Common stock		3230	18,200
5. Surplus (excludes all surplus related to preferred stock)		3839	14,266,407
6. a. Retained earnings		3632	26,712,413
b. Accumulated other comprehensive income (2)		B530	-553,293
c. Other equity capital components (3)		A130	q
7. a. Total bank equity capital (sum of items 23 through 26.c)		3210	40,443,727
b. Noncontrolling (minority) interests in consolidated subsidiaries _		3000	852,836
8. Total equity capital (sum of items 27.a and 27.b)		G105	41,296,563
9. Total liabilities and equity capital (sum of items 21 and 28)		3300	384,193,608
Memoranda			
To be reported with the March Report of Condition.			
1. Indicate in the box at the right the number of the statement below the	nat best describes the		
most comprehensive level of auditing work performed for the bank b	y independent external	RCFD	Number
auditors as of any date during 2013		6724	N/A
L = Independent audit of the bank conducted in accordance with generally accepted auditing standards by a certified public accounting firm	4 = Directors' examination of the bank of generally accepted auditing standard		
which submits a report on the bank	accounting firm (may be required by	state chartering	g authority)
2 = Independent audit of the bank's parent holding company conducted in	5 = Directors' examination of the bank p	erformed by oth	er external

internal control over financial reporting by a certified public accounting firm.

holding company (but not on the bank separately)

2. Bank's fiscal year-end date _

accordance with generally accepted auditing standards by a certified

3 = Attestation on bank management's assertion on the effectiveness of the bank's

public accounting firm which submits a report on the consolidated

To be reported with the March Report of Condition.

- 5 = Directors' examination of the bank performed by other externa auditors (may be required by state chartering authority)
- 6 = Review of the bank's financial statements by external auditors
- 7 = Compilation of the bank's financial statements by external auditors
- 8 = Other audit procedures (excluding tax preparation work)
- 9 = No external audit work

RCON	MM / DD	7
8678	N/A	7

M.2

- (1) Includes limited-life preferred stock and related surplus.
- (2) Includes, but is not limited to, net unrealized holding gains (losses) on available-for-sale securities, accumulated net gains (losses) on cash flow hedges, cumulative foreign currency translation adjustments, and accumulated defined benefit pension and other post retirement plan adjustments.
- (3) Includes treasury stock and unearned Employee Stock Ownership Plan shares.