

SUPERINTENDENT OF BANKS
ANNUAL REPORT



FISCAL YEAR ENDING
SEPTEMBER 30, 2007



**STATE OF ALABAMA
STATE BANKING DEPARTMENT**



Bob Riley
Governor

John D. Harrison
Superintendent of Banks

December 7, 2007

The Honorable Bob Riley
Governor of Alabama
Alabama State Capitol
Montgomery, Alabama 36130

Dear Governor Riley:

I submit to you our 2007 fiscal year-end report to comply with the Code of Alabama 1975 § 5-2A-13.

I am pleased to report that Alabama, state-chartered banks grew over \$8 billion during this fiscal year. Today, we regulate 127 banks with total assets of over \$207 billion and offices in 18 host states and in foreign countries. Today, Alabamians still consider the financial service business a sound investment. We chartered 6 new banks to service Alabama residents and supervised the merger/consolidation of 2 of the nations' and Alabama's largest banks.

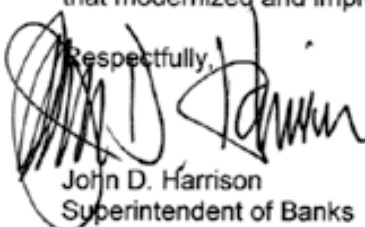
During this fiscal year, we chartered one new trust company. In addition to our 5 Alabama, state-chartered trust companies, we also regulate 13 bank trust departments. Combined, these 18 wealth management entities have amassed total customer assets under management of nearly \$98 billion.

Our Bureau of Loans' staff continues to actively regulate the non-deposit lending industry. Those licensees include consumer credit, pawnshops, small loan companies, deferred presentment services (payday lenders), and many mortgage brokers operating in Alabama. This Bureau now regulates over 4,000 licensees including 1,201 Deferred Presentment and 527 Mortgage Broker units.

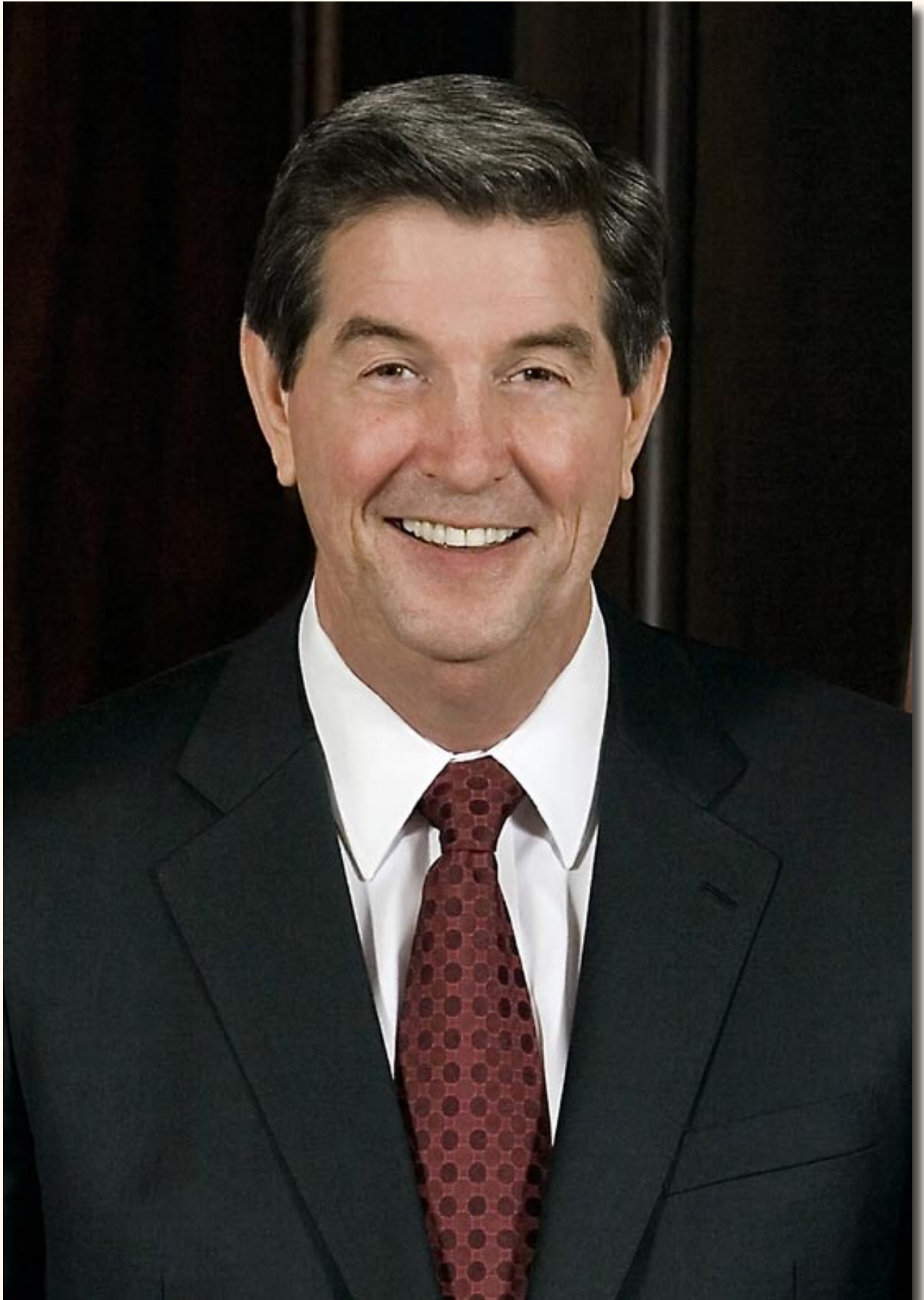
Governor, while banks continue to consolidate through mergers, we now have the challenge of working through the recent American downturn of the real estate mortgage industry. This national slowdown and fallout will undoubtedly continue for some time with negative results for consumers, builders, lenders, and investors. Throughout this cycle our field examiners and office staff will continue to work efficiently and diligently dedicated to protect all of the citizens of Alabama and the 18 host states where our banks operate. In order to do so, we continue to maintain a solid working relationship with both our Federal and host-state banking/real estate mortgage regulators.

We value your active support of our department, your acceptance of our invitations to speak during various hosted events, and we look forward to continue working under your great leadership. In closing, we thank you and the legislature for your support and signature on the 2007 changes to the Alabama Banking Code that modernized and improved our overall supervisory abilities.

Respectfully,



John D. Harrison
Superintendent of Banks



GOVERNOR BOB RILEY

STATE BANKING BOARD

Members

Expiration of Term

| | | |
|--------------------|--|--|
| John D. Harrison | Superintendent of Banks | Ex-officio Member Chairman of Board |
| Carl Barker | President and CEO ServisFirst Bank Montgomery | February 1, 2009 |
| John Boyett | President and CEO First State Bank of Lamar County Sulligent | February 1, 2013 |
| Larry K. Deason | Executive Vice President & COO Farmers and Merchants Bank Anniston | February 1, 2009 |
| Frances Guthrie | Senior Vice President Compass Bank Birmingham | February 1, 2007 |
| W. Bibb Lamar, Jr. | Chairman and CEO BankTrust Mobile | February 1, 2011 |
| Terry Phillips | President and CEO First United Security Bank Thomasville | February 1, 2009 |

SAVINGS AND LOAN BOARD - INACTIVE

SUPERINTENDENTS OF BANKS

The Alabama Legislature created the State Banking Department by an act approved on March 2, 1911. Here's a list of Superintendents from inception until now:

| <u>Name</u> | <u>Tenure</u> |
|-----------------------|----------------|
| John D. Harrison | 2005 |
| Anthony Humphries | 2003-2004 |
| Maria B. Campbell | 2001-2002 |
| Norman B. Davis, Jr. | 1999-2001 |
| Wayne C. Curtis | 1997-1998 |
| Kenneth R. McCartha | 1993-1996 |
| Zack Thompson | 1987-1993 |
| James E. Goldsborough | 1985-1987 |
| Kenneth R. McCartha | 1978-1985 |
| D. M. Mitchell | 1976-1978 |
| M. Douglas Mims | 1975-1976 |
| Leonard C. Johnson | 1974-1975 |
| Robert I. Gulledege | 1971-1973 |
| C. E. Avinger | 1968-1971 |
| Robert M. Cleckler | 1963-1968 |
| John C. Curry | 1959-1963 |
| Lonnie W. Gentry | 1955-1959 |
| Joe H. Williams | 1951-1955 |
| H. A. Longshore | 1951 (Jan/Oct) |
| D. E. Marley | 1950-1951 |
| E. B. Glass, Jr. | 1947-1950 |
| Addie Lee Farish | 1940-1947 |
| J. B. Little | 1939-1940 |
| J. H. Williams | 1934-1938 |
| H. H. Montgomery | 1931-1934 |
| D. F. Green | 1929-1931 |
| C. E. Thomas | 1927-1929 |
| A. E. Jackson | 1923-1927 |
| H. H. Montgomery | 1920-1923 |
| D. F. Green | 1918-1920 |
| A. E. Walker | 1911-1918 |



Members of the State Banking Board

(Front - Seated) Francis Guthrie, John D. Harrison, and John Boyett:
(2nd Row) W. Bibb Lamar, Terry Phillips, Larry K. Deason, and Carl Baker



Superintendents

(Front - Seated) M. Douglas Mims, Maria B. Campbell, and John D. Harrison:
(2nd Row) Wayne Curtis, Zack Thompson, Robert Gullledge, and James Goldsborough.

MANAGEMENT

John D. Harrison..... Superintendent of Banks
Trabo Reed Deputy Superintendent of Banks
Michael A. Seals..... Administrative & Wealth Management Division Manager
Gordon Gardner Community Bank Division Manager
Wayne Cranford Special Operations/Large Institutions Division Manager
Scott W. Corscadden..... Supervisor, Bureau of Loans
Elizabeth T. Bressler General Counsel

Administrative Division

Michael A. SealsDivision Manager
Thomas O. BarbarowAccounting Manager
Tammie R. Rudolph..... Staff Accountant
Loris J. Thornton..... Administrative Support Assistant III
Roderick M. Ross Administrative Support Assistant I

Administrative Support

Glenda H. Foley..... Executive Secretary
Alfreda W. MurdockPersonnel Assistant III
Janice S. Faulk Administrative Support Assistant II

Bureau of Banking

Wealth Management Division

Michael A. SealsDivision Manager
Jeb S. Cloyd Wealth Management Supervisor
Robert Peace Trust Specialist
Alandra S. Hudson Trust Specialist
Andre L. Scott..... Trust Specialist

Community Bank Division

Gordon Gardner.....Division Manager

Office Staff

B. Charles Coon Review Examiner
E. Nelson Cook..... Review Examiner
Frank J. Ander..... IT System Specialist
Charles R. Hysell..... IT Systems Technician Sr.
Connie M. Bailey Clerk Stenographer III
Todd Hall..... Administrative Support Assistant III
Kimberly Hollenquest..... Administrative Support Assistant II

Northern District Bank Examiners

Michael W. Westbrook..... District Supervisor

Allen W. Hawkins..... Team I Supervisor

Kathleen A. NicholsonOperations Risk/Bank Examiner IV

Cori S. Gohn..... Bank Examiner III

Cylenthia R. Jones Bank Examiner III

David A. Patterson Bank Examiner III

Kevin D. Reaves..... Bank Examiner III

Ricky L. Durden..... Bank Examiner II

Luke Sampson Bank Examiner II

W. Mark Burnett.....Professional Trainee

Jeff A. Ellis..... Team II Supervisor

Kareem D. Campbell Bank Examiner III

Jerry King Bank Examiner III

Dwight A. Manghue Bank Examiner III

Samantha N. Zimmerman..... Bank Examiner II

Clinton B. Bridges..... Bank Examiner I

Jonathan B. Edwards Bank Examiner I

Kenneth DavidsonProfessional Trainee

Ashley Hanback.....Professional Trainee

Southern District Bank Examiners

George C. Page..... District Supervisor

Eric J. Wilson Team I Supervisor

Elizabeth W. StarlingCase Manager/Bank Examiner IV

C. Glen Daniel Bank Examiner III

Paul D. Thomas..... Bank Examiner III

Matthew Champion..... Bank Examiner II

James B. Coker Bank Examiner II

Jesse L. Hudson..... Bank Examiner II

Rebecca GreenProfessional Trainee

Twyla PerryProfessional Trainee

Richard A. Stephens Team II Supervisor

Silas M. Turner IIICase Manager/Bank Examiner IV

Michael WhitehurstOperations Risk/Bank Examiner IV

Jay H. Caver Bank Examiner III

Jerry Merritt Bank Examiner III

Stephen L. Griffith..... Bank Examiner II

Jason Andres Bank Examiner I

Chadwick White..... Bank Examiner I

Lacey Colquitt.....Professional Trainee

Special Operation – Large Institution Divisions

Wayne Cranford.....Division Manager

Consumer Services

Jack Evans Consumer Services

Christie Gowan Bank Examiner III

Large Institution Team

Joel A. Black..... Team Leader/Case Manager
David P. Florey Case Manager
Jason M. Windham Case Manager
Mark A. Sislak Capital Market
David E. Smith, Jr. Bank Examiner III

Credit Risk Team

John W. Amason, III Credit Risk Supervisor
James J. Daniel Credit Risk Specialist
Timothy J. Rayborn Credit Risk Specialist
Barry S. Hollyfield Credit Risk Specialist

Training

Marcus R. Andrews Training
John P. Schindler Training

Bureau of Loans

Scott Corscadden Supervisor, Bureau of Loans

V. Lynne Windham Assistant Supervisor, Bureau of Loans
Sherry F. McGilberry Administrative Support Assistant III
Patricia A. Sankey Administrative Support Assistant III
Hillary E. Farthing Administrative Support Assistant II
Demetrice L. Hardy Administrative Support Assistant II
Michelle R. Grant Administrative Support Assistant I

Arlene D. Baldwin Consumer Service
Stephen G. Barnett Loan Examiner III
C. Max Cosby Loan Examiner III
Jonathan M. Daffin Loan Examiner III
Ashley W. Hall Loan Examiner III
T. Frank Long Loan Examiner III
Charles L. Russell Loan Examiner III
Robert M. Scott Loan Examiner III
Jo Ann Taff Loan Examiner III
Jeremy L. Windham Loan Examiner III
Debbie R. Scissum Loan Examiner II
Larry J. Stanfield Loan Examiner II
Jeff A. Thomas Loan Examiner II
Jihan Loving Loan Examiner I
Patricia Wozny Professional Trainee

Legal Staff

Elizabeth T. Bressler General Counsel

Walter Mark Anderson Deputy Attorney General
Nancy Lavey Legal Research Assistant

BUREAU OF BANKING

Established March 2, 1911, the Bureau of Banking charters and regulates banks, trust companies, and savings and loan associations. We currently have no state chartered savings and loans operating in Alabama. As of fiscal year-end September 30, 2007, the Banking Bureau had 127 commercial banks and 5 trust companies under supervision. During this same period, the Superintendent of Banks approved 6 new commercial bank charters.

State-chartered banks continue to dominate the Alabama commercial banking industry in number of banks, total assets and total deposits. Total assets and total deposits of state-chartered banks at fiscal year end amount to \$207,814,040 and \$144,912,084, respectively. Equity Capital for state-chartered banks totaled over \$33 billion with the ratio of Average Equity Capital to Total Assets remaining above 16%. Refer to our Consolidated Reports of Condition for more details.

Comparisons of the percentage of Total Assets and Total Deposits held by the four largest Alabama banks are shown below:

| <u>September 30th</u> | <u>% of Total Assets</u> | <u>% of Total Deposits</u> |
|-----------------------|--------------------------|----------------------------|
| 2007 | 87% | 85% |
| 2006 | 90% | 89% |
| 2005 | 87% | 86% |
| 2004 | 88% | 86% |
| 2003 | 89% | 87% |

The five Alabama-based trust companies managed total personal and corporate assets as detailed below:

| | <u>September 30, 2007</u> |
|--|---------------------------|
| RF Trust Company, Inc. | \$1,926,092,000.00 |
| The Trust Company of Sterne, Agee, & Leach, Inc. | 1,088,626,000.00 |
| BancTrust Company, Inc. | 727,659,000.00 |
| Arlington Trust Company | 579,861,000.00 |
| AlaTrust, Inc. | <u>9,438,000.00</u> |
| Total | \$4,331,676,000.00 |

**Table 1. Consolidated Reports of Condition as of the close of business September 30th
(127 State-Chartered Banks with 2,963 Branches as of September 30, 2007)**

| ASSETS | 2007 | 2006 |
|---|----------------------|----------------------|
| | Thou. Dol. | |
| 1. Cash and Balances Due From Depository Institutions: | | |
| a. Non-interest-Bearing Balances and Currency and Coin | 4,350,738 | 4,614,011 |
| b. Interest-Bearing Balances | 180,928 | 233,429 |
| 2. Securities | 29,946,355 | 35,775,340 |
| 3. Federal Funds Sold and Securities Purchased Under Agreements to Resell | 1,173,649 | 952,410 |
| 4. Loans and Leases, Net of Unearned Income and Allowance for Loan and Lease Losses | 140,691,480 | 142,321,560 |
| 5. Trading Assets | 651,282 | 463,743 |
| 6. Premises and Fixed Assets (Including Capitalized Leases) | 3,708,206 | 3,350,722 |
| 7. Other Real Estate Owned | 181,802 | 151,817 |
| 8. Intangible Assets | 19,001,135 | 5,826,423 |
| 9. Other Assets | 7,928,465 | 5,967,222 |
| 10. TOTAL ASSETS | \$207,814,040 | \$199,656,677 |
| LIABILITIES | | |
| 11. Deposits | 144,912,084 | 146,972,849 |
| 12. Federal Funds Purchased and Securities Sold Under Agreements to Repurchase | 13,306,142 | 13,172,449 |
| 13. Trading Liabilities | 426,894 | 342,029 |
| 14. Other Borrowed Money (Includes Mortgage Indebtedness and Obligations Under Capitalized Leases) | 10,247,438 | 11,952,203 |
| 15. Subordinated Notes and Debentures (Includes Limited-Life Preferred Stock and Related Surplus) | 3,233,143 | 2,392,889 |
| 16. Other Liabilities | 3,950,897 | 3,607,209 |
| 17. TOTAL LIABILITIES | 174,076,598 | 178,439,628 |
| EQUITY CAPITAL | | |
| 18. Perpetual Preferred Stock and Related Surplus | 2 | 2 |
| 19. Common Stock | 69,518 | 46,453 |
| 20. Surplus (Excludes All Surplus Related to Preferred Stock) | 28,236,522 | 12,121,456 |
| 21. a. Undivided Profits and Capital Reserves | 5,493,461 | 9,352,223 |
| b. Net Unrealized Holding Gains (Losses) on Available-for-Sale Securities | (47,536) | (296,924) |
| c. Accumulated Net Gains (Losses) on Cash Flow Hedges | (14,525) | (6,161) |
| 22. TOTAL EQUITY CAPITAL | 33,737,442 | 21,217,049 |
| 23. TOTAL LIABILITIES & EQUITY CAPITAL | \$207,814,040 | \$199,656,677 |
| Reserve for Loan Losses | \$1,680,153 | \$1,697,848 |
| Equity Capital to Assets | 16.23% | 10.63% |
| Tier 1 Core Capital to Assets | 16.26% | 10.78% |
| Percentage Gross Capital and Reserves to Gross Assets | 16.91% | 11.38% |
| Percentage Gross Capital and Reserves to Total Deposits | 24.49% | 15.59% |
| Percentage Net Loans to Total Assets | 67.70% | 71.28% |
| Percentage Net Loans to Total Deposits | 97.09% | 96.84% |

Table 2. Comparative Analysis of Deposits and Assets of State Chartered Banks as of September 30th

| Location | Bank | 2007 | | 2006 | |
|----------------|---|------------|-------------|------------|------------|
| | | Deposits | Assets | Deposits | Assets |
| Albertville | Vantage Bank of Alabama (1) | 26,752 | 36,776 | 0 | 0 |
| Alexander City | Aliant Bank | 731,727 | 920,056 | 757,514 | 914,178 |
| Altoona | The Exchange Bank of Alabama | 174,373 | 221,550 | 159,137 | 208,688 |
| Andalusia | CCB Community Bank (formerly Covington County Bank) | 219,880 | 292,771 | 190,752 | 250,246 |
| Anniston | Southern States Bank (1) | 3,998 | 34,662 | 0 | 0 |
| Anniston | Central Bank of the South | 3,511 | 5,080 | 3,510 | 4,954 |
| Athens | Reliance Bank | 89,648 | 118,853 | 73,188 | 101,300 |
| Atmore | United Bank | 331,469 | 408,026 | 289,820 | 382,630 |
| Auburn | Auburn Bank | 510,505 | 657,088 | 479,803 | 631,704 |
| Auburn | Keystone Bank (1) | 21,188 | 35,450 | 0 | 0 |
| Beatrice | Peoples Exchange Bank of Monroe County | 56,937 | 65,073 | 56,376 | 63,485 |
| Bessemer | First Financial Bank | 196,162 | 238,889 | 180,325 | 224,633 |
| Birmingham | Regions Bank | 94,869,771 | 133,920,777 | 63,089,926 | 82,465,164 |
| Birmingham | Compass Bank | 24,645,643 | 42,109,902 | 23,057,094 | 33,962,833 |
| Birmingham | First American Bank | 2,200,209 | 3,308,358 | 1,896,663 | 2,963,099 |
| Birmingham | First Commercial Bank | 1,499,801 | 1,872,066 | 1,540,084 | 1,974,900 |
| Birmingham | ServisFirst Bank | 747,825 | 818,428 | 395,076 | 444,803 |
| Birmingham | Nexity Bank | 712,599 | 955,476 | 637,833 | 852,635 |
| Birmingham | CapitalSouth Bank | 640,135 | 812,989 | 330,893 | 402,256 |
| Birmingham | SouthPoint Bank | 93,290 | 120,390 | 47,142 | 70,976 |
| Birmingham | Alamerica Bank | 69,985 | 80,344 | 44,839 | 54,822 |
| Boaz | Peoples Independent Bank of Boaz | 138,182 | 150,829 | 124,718 | 141,284 |
| Boaz | First Bank of Boaz | 102,793 | 148,773 | 96,620 | 141,288 |
| Brantley | Brantley Bank and Trust Company | 46,361 | 58,123 | 45,253 | 56,678 |
| Brewton | Bank of Brewton | 48,131 | 58,490 | 46,650 | 56,084 |
| Brewton | First Progressive Bank | 23,156 | 30,783 | 20,721 | 28,038 |
| Calera | Central State Bank | 149,447 | 170,924 | 140,100 | 160,198 |
| Centre | Farmers and Merchants Bank | 59,821 | 68,436 | 52,606 | 62,655 |
| Chatom | First Community Bank | 259,303 | 311,896 | 229,467 | 280,283 |
| Clanton | Peoples Southern Bank | 116,887 | 137,514 | 101,479 | 122,296 |
| Cullman | Peoples Bank of North Alabama | 353,972 | 459,249 | 309,374 | 424,334 |
| Cullman | Traditions Bank | 140,449 | 152,188 | 106,611 | 116,970 |
| Demopolis | Robertson Banking Company | 184,975 | 216,105 | 184,288 | 221,832 |
| Dothan | SunSouth Bank | 183,047 | 219,550 | 153,606 | 176,175 |
| Dothan | BankSouth | 168,837 | 236,833 | 161,536 | 236,836 |
| Dothan | Trinity Bank | 36,057 | 45,205 | 19,291 | 28,352 |
| Elba | The Peoples Bank of Coffee County | 164,777 | 202,307 | 124,956 | 149,416 |
| Enterprise | Community Bank and Trust of Southeast Alabama | 256,190 | 323,310 | 269,839 | 300,706 |
| Enterprise | The Citizens Bank | 73,100 | 90,513 | 93,412 | 109,156 |
| Eutaw | Merchants & Farmers Bank of Greene County, Alabama | 34,584 | 47,761 | 37,648 | 52,671 |
| Eva | EvaBank | 277,139 | 359,697 | 227,586 | 298,720 |
| Evergreen | Bank of Evergreen | 35,605 | 40,529 | 35,010 | 39,656 |
| Fayette | The Citizens Bank of Fayette | 149,177 | 193,886 | 130,563 | 174,349 |
| Flomaton | Escambia County Bank | 65,524 | 84,431 | 66,025 | 87,407 |
| Florence | First Southern Bank | 95,211 | 106,406 | 88,328 | 99,762 |
| Fort Deposit | First Lowndes Bank | 153,419 | 170,284 | 146,683 | 163,223 |
| Fort Payne | First State Bank of DeKalb County | 68,660 | 80,986 | 61,766 | 75,322 |

Table 2. Comparative Analysis of Deposits and Assets of State Chartered Banks as of September 30th

| Location | Bank | 2007 | | 2006 | |
|---------------|--|----------|---------|----------|---------|
| | | Deposits | Assets | Deposits | Assets |
| Fyffe | Horizon Bank | 77,196 | 93,578 | 75,342 | 91,859 |
| Geneva | The Citizens Bank | 116,065 | 140,199 | 109,252 | 132,304 |
| Geraldine | Liberty Bank | 78,052 | 90,654 | 72,886 | 84,863 |
| Good Hope | Premier Bank of the South | 109,610 | 133,791 | 100,094 | 122,236 |
| Greensboro | The Citizens Bank | 67,107 | 80,440 | 66,079 | 79,193 |
| Greensboro | Peoples Bank of Greensboro | 61,120 | 69,550 | 56,259 | 64,034 |
| Guntersville | Citizens Bank & Trust | 183,409 | 202,723 | 129,824 | 142,133 |
| Haleyville | Traders & Farmers Bank | 288,483 | 356,947 | 265,364 | 356,206 |
| Hamilton | PeoplesTrust Bank | 42,444 | 49,254 | 35,402 | 41,862 |
| Hanceville | Merchants Bank | 186,577 | 227,787 | 177,804 | 206,644 |
| Hartford | City Bank of Hartford | 44,979 | 49,553 | 34,590 | 38,778 |
| Hazel Green | North Alabama Bank | 141,954 | 156,317 | 115,475 | 127,598 |
| Huntsville | First Commercial Bank of Huntsville | 466,209 | 594,068 | 428,022 | 505,115 |
| Jackson | Merchants Bank | 169,847 | 188,173 | 141,602 | 158,994 |
| Jasper | Pinnacle Bank | 212,246 | 239,183 | 207,946 | 230,352 |
| Jasper | Bank of Walker County | 52,077 | 68,648 | 42,856 | 54,352 |
| Lafayette | Farmers and Merchants Bank | 70,145 | 86,115 | 65,744 | 99,563 |
| Leeds | Covenant Bank | 70,313 | 84,295 | 66,313 | 78,530 |
| Linden | First Bank of Linden | 90,415 | 101,077 | 97,006 | 107,789 |
| Lineville | FirstState Bank | 103,003 | 141,731 | 96,607 | 131,640 |
| Louisville | Farmers Exchange Bank | 99,886 | 110,750 | 73,772 | 84,218 |
| Luverne | First Citizens Bank | 61,354 | 79,418 | 55,713 | 73,723 |
| Maplesville | Peachtree Bank | 54,876 | 69,821 | 52,055 | 63,563 |
| Marion | Marion Bank and Trust Company | 92,518 | 128,964 | 85,868 | 120,850 |
| McIntosh | Southwest Bank of Alabama | 56,505 | 82,636 | 53,201 | 81,710 |
| Mobile | BankTrust | 863,852 | 998,588 | 615,995 | 733,099 |
| Mobile | Hancock Bank of Alabama (1) | 13,124 | 28,805 | 0 | 0 |
| Montgomery | Sterling Bank | 432,738 | 539,997 | 394,849 | 482,958 |
| Moulton | The Citizens Bank | 89,496 | 106,111 | 87,745 | 102,755 |
| Moundville | Bank of Moundville | 80,154 | 87,791 | 81,861 | 88,255 |
| Muscle Shoals | First Metro Bank | 318,868 | 358,211 | 280,100 | 315,417 |
| Oneonta | The Hometown Bank of Alabama | 134,002 | 154,757 | 101,125 | 111,360 |
| Opp | Southern Independent Bank (1) | 66,446 | 77,434 | 0 | 0 |
| Orange Beach | Heritage First Bank (formerly DeKalb Bank) | 30,659 | 35,665 | 24,049 | 27,999 |
| Oxford | Cheaha Bank | 129,822 | 153,228 | 117,703 | 135,061 |
| Ozark | The Commercial Bank of Ozark | 61,188 | 68,372 | 58,340 | 65,391 |
| Pell City | Metro Bank | 457,960 | 511,590 | 423,526 | 468,583 |
| Pell City | Union State Bank | 306,241 | 344,744 | 294,816 | 329,445 |
| Phenix City | CB&T Bank of East Alabama | 218,097 | 300,822 | 222,909 | 278,679 |
| Phenix City | Phenix-Girard Bank | 101,735 | 163,379 | 101,094 | 144,538 |
| Piedmont | Farmers and Merchants Bank | 151,784 | 172,400 | 132,635 | 151,601 |
| Pine Hill | Bank of Pine Hill | 17,812 | 23,132 | 18,697 | 25,158 |
| Prattville | River Bank & Trust | 143,754 | 168,103 | 50,907 | 74,230 |
| Rainsville | First Bank of the South | 72,849 | 79,512 | 66,396 | 72,832 |
| Red Bay | Community Spirit Bank | 78,227 | 97,859 | 68,315 | 87,608 |
| Red Level | The Peoples Bank of Red Level | 11,115 | 13,433 | 11,411 | 13,619 |
| Reform | West Alabama Bank & Trust | 367,237 | 477,329 | 357,388 | 464,710 |

Table 2. Comparative Analysis of Deposits and Assets of State Chartered Banks as of September 30th

| Location | Bank | 2007 | | 2006 | |
|---------------|---|-----------|-----------|----------|---------|
| | | Deposits | Assets | Deposits | Assets |
| Robertsdale | Citizen's Bank, Inc. | 92,221 | 112,201 | 85,676 | 115,201 |
| Russellville | Citizens Bank & Savings Company | 1,055,747 | 1,293,147 | 703,212 | 866,143 |
| Russellville | Valley State Bank | 97,710 | 113,026 | 101,365 | 117,124 |
| Samson | The Samson Banking Company, Inc. | 35,659 | 43,341 | 36,126 | 43,322 |
| Scottsboro | FNB Bank (2) | 248,710 | 292,275 | 0 | 0 |
| Selma | The Peoples Bank & Trust Company | 798,990 | 938,152 | 743,537 | 878,391 |
| Selma | First Cahawba Bank (1) | 1,967 | 12,844 | 0 | 0 |
| Sheffield | Bank Independent | 611,495 | 720,060 | 600,293 | 714,753 |
| Stevenson | First Southern State Bank | 173,370 | 207,652 | 146,892 | 176,851 |
| Stevenson | The North Jackson Bank | 126,060 | 171,661 | 118,656 | 160,879 |
| Sulligent | First State Bank of the South, Inc. | 77,147 | 90,255 | 76,643 | 89,925 |
| Sweet Water | Sweet Water State Bank | 56,851 | 64,523 | 50,949 | 59,642 |
| Tallassee | PrimeSouth Bank | 134,029 | 153,931 | 119,626 | 137,713 |
| Theodore | Bay Bank | 51,342 | 69,080 | 43,993 | 57,990 |
| Thomasville | First United Security Bank | 486,801 | 657,717 | 450,782 | 641,555 |
| Troy | Troy Bank & Trust Company | 389,846 | 480,122 | 324,773 | 389,088 |
| Tuscaloosa | The Bank of Tuscaloosa | 397,123 | 462,643 | 363,528 | 427,728 |
| Tuscaloosa | Bryant Bank | 258,122 | 338,973 | 127,991 | 155,092 |
| Tuskegee | First Tuskegee Bank | 77,125 | 88,139 | 70,363 | 84,965 |
| Tuskegee | Alabama Exchange Bank | 68,315 | 79,250 | 66,716 | 81,546 |
| Union Springs | AmeriFirst Bank | 164,015 | 194,170 | 163,725 | 193,028 |
| Union Springs | Community Bank and Trust - Alabama | 69,752 | 78,792 | 58,778 | 66,911 |
| Valley Head | The Citizens Bank of Valley Head | 17,888 | 21,634 | 18,615 | 22,445 |
| Vernon | The Bank of Vernon | 151,690 | 181,881 | 125,521 | 154,554 |
| Vernon | Citizens State Bank | 35,870 | 55,686 | 35,588 | 55,159 |
| Wadley | First Bank | 53,808 | 58,925 | 52,321 | 57,216 |
| Waterloo | The Farmers & Merchants Bank | 41,497 | 51,973 | 41,549 | 51,237 |
| Wedowee | Small Town Bank | 175,580 | 217,179 | 149,877 | 188,992 |
| Wedowee | Bank of Wedowee | 99,153 | 127,521 | 108,347 | 135,108 |
| Wetumpka | First Community Bank of Central Alabama | 190,665 | 207,661 | 160,722 | 174,582 |
| Winfield | State Bank & Trust | 138,722 | 167,042 | 132,250 | 159,989 |
| Winfield | The Citizens Bank of Winfield | 106,412 | 203,365 | 103,353 | 187,131 |
| York | Bank of York | 54,640 | 74,273 | 55,598 | 77,330 |

(1) New State Chartered Bank

(2) Conversion from a National Bank

Table 3 Ten Largest State-Chartered Banks

| Bank | Assets | Year Established |
|---|----------------------|------------------|
| | <u>Thou. Dol.</u> | |
| Regions Bank, Birmingham, | 133,920,777 | 1871 |
| Compass Bank, Birmingham | 42,109,902 | 1964 |
| First American Bank, Birmingham | 3,308,358 | 1981 |
| First Commercial Bank, Birmingham | 1,872,066 | 1985 |
| Citizens Bank & Savings Company, Russellville | 1,293,147 | 1906 |
| BankTrust, Mobile | 998,588 | 1986 |
| Nexity Bank, Birmingham | 955,476 | 1968 |
| The Peoples Bank & Trust Company, Selma | 938,152 | 1900 |
| Aliant Bank, Alexander City | 920,056 | 1902 |
| ServisFirst Bank | 818,428 | 2005 |
| Total Assets as of September 30, 2007 | \$187,134,950 | |

| | | |
|---|----------------------|------|
| Regions Bank, Birmingham, | 82,465,164 | 1871 |
| AmSouth Bank, Birmingham | 54,243,919 | 1873 |
| Compass Bank, Birmingham | 33,962,833 | 1964 |
| First American Bank, Birmingham | 2,963,099 | 1981 |
| First Commercial Bank, Birmingham | 1,974,900 | 1985 |
| Aliant Bank, Alexander City | 914,178 | 1902 |
| The Peoples Bank & Trust Company, Selma | 878,391 | 1900 |
| Citizens Bank & Savings Company, Russellville | 866,143 | 1906 |
| Nexity Bank, Birmingham | 852,635 | 1968 |
| BankTrust, Mobile | 733,099 | 1986 |
| Total Assets as of September 30, 2006 | \$179,854,361 | |

Table 4
Alabama Bank Holding Companies With a Presence in Other States
June 30, 2007

| Holding Company | States | Bank Subsidiary | Deposits in \$000's |
|--|-----------------|-------------------------------------|----------------------------|
| Regions Financial Corporation Birmingham, Alabama | Alabama | Regions Bank Birmingham, Alabama | 17,817,745 |
| | | Subtotal - Alabama | 17,817,745 |
| | Arkansas | Regions Bank Birmingham, Alabama | 4,278,956 |
| | Florida | Regions Bank Birmingham, Alabama | 17,858,303 |
| | Georgia | Regions Bank Birmingham, Alabama | 5,514,023 |
| | Illinois | Regions Bank Birmingham, Alabama | 2,431,120 |
| | Indiana | Regions Bank Birmingham, Alabama | 2,021,077 |
| | Iowa | Regions Bank Birmingham, Alabama | 513,599 |
| | Kentucky | Regions Bank Birmingham, Alabama | 709,190 |
| | Louisiana | Regions Bank Birmingham, Alabama | 7,641,514 |
| | Mississippi | Regions Bank Birmingham, Alabama | 6,241,787 |
| | Missouri | Regions Bank Birmingham, Alabama | 2,345,872 |
| | North Carolina | Regions Bank Birmingham, Alabama | 223,216 |
| | South Carolina | Regions Bank Birmingham, Alabama | 884,821 |
| | Tennessee | Regions Bank Birmingham, Alabama | 16,861,506 |
| | Texas | Regions Bank Birmingham, Alabama | 3,020,713 |
| | Virginia | Regions Bank Birmingham, Alabama | 25,373 |
| | | Subtotal - Other States | 70,571,070 |
| | Foreign Offices | Regions Bank Birmingham, AL | 8,080,224 |
| | | Subtotal - Foreign Offices | 8,080,224 |
| Total - Regions Financial Corporation | | | 96,469,039 |

Table 4
Alabama Bank Holding Companies With a Presence in Other States
June 30, 2007

| Holding Company | States | Bank Subsidiary | Deposits in \$000's |
|---|-----------------|--|----------------------------|
| Compass Bancshares, Inc. Birmingham, Alabama | Alabama | Compass Bank Birmingham, Alabama | 6,917,847 |
| | Alabama | Central Bank of the South Anniston, Alabama | 3,511 |
| | | Subtotal - Alabama | 6,921,358 |
| | Arizona | Compass Bank Birmingham, Alabama | 3,103,164 |
| | Colorado | Compass Bank Birmingham, Alabama | 809,361 |
| | Florida | Compass Bank Birmingham, Alabama | 2,029,996 |
| | New Mexico | Compass Bank Birmingham, Alabama | 372,127 |
| | Texas | Compass Bank Birmingham, Alabama | 10,172,745 |
| | | Subtotal - Other States | 16,487,393 |
| | Foreign Offices | Compass Bank Birmingham, Alabama | 549,483 |
| | | Subtotal - Foreign Offices | 549,483 |
| Total - Compass Bancshares, Inc. | | | 23,958,234 |

Table 4
Alabama Bank Holding Companies With a Presence in Other States
June 30, 2007

| Holding Company | States | Bank Subsidiary | Deposits in \$000's |
|---|---|--|----------------------------|
| Colonial BancGroup, Inc. Montgomery, Alabama | Alabama | Colonial Bank, NA Montgomery, Alabama | 4,680,920 |
| | | Subtotal - Alabama | 4,680,920 |
| | Florida | Colonial Bank, NA Montgomery, Alabama | 10,056,302 |
| | Georgia | Colonial Bank, NA Montgomery, Alabama | 625,065 |
| | Nevada | Colonial Bank, NA Montgomery, Alabama | 686,013 |
| | Texas | Colonial Bank, NA Montgomery, Alabama | 614,763 |
| | | Subtotal - Other States | 11,982,143 |
| | Foreign Offices | Colonial Bank, NA Montgomery, Alabama | 508,260 |
| | | Subtotal - Foreign Offices | 508,260 |
| | Total - Colonial BancGroup, Inc. | | |

Table 4
Alabama Bank Holding Companies With a Presence in Other States
June 30, 2007

| Holding Company | States | Bank Subsidiary | Deposits in \$000's |
|--|---------------|---|--------------------------------|
| Alabama National Bancorporation Birmingham, Alabama | Alabama | First American Bank Birmingham, Alabama | 2,190,024 |
| | | First Gulf Bank , N. A. Pensacola, Florida | 460,152 |
| | | Bank of Dadeville Dadeville, Alabama | 70,994 |
| | | Alabama Exchange Bank Tuskegee, Alabama | <u>68,048</u> |
| | | Subtotal - Alabama | 2,789,218 |
| | Florida | Indian River National Bank Vero Beach, Florida | 566,375 |
| | | First Gulf Bank , N. A. Pensacola, Florida | 81,255 |
| | | Florida Choice Bank Mount Dora, Florida | 763,376 |
| | | Community Bank of Naples Naples, Florida | 307,773 |
| | | Cypress Coquina Bank Ormond Beach, Florida | 263,177 |
| | | Millennium Bank Gainesville, Florida | <u>151,096</u> |
| | | Subtotal - Florida | 2,133,052 |
| | Georgia | The Peachtree Bank Fulton, Georgia | 558,817 |
| | | Georgia State Bank Mableton, Georgia | <u>308,131</u> |
| | | Subtotal - Georgia | 866,948 |
| | | Subtotal - Other States | 3,000,000 |
| Total - Alabama National Bancorporation | | | <u><u>5,789,218</u></u> |

Table 4
Alabama Bank Holding Companies With a Presence in Other States
June 30, 2007

| Holding Company | States | Bank Subsidiary | Deposits in \$000's |
|--|---------------|---|----------------------------|
| BancTrust Financial Group, Inc. Mobile, Alabama | Alabama | BankTrust Mobile, Alabama | 868,425 |
| | | Subtotal - Alabama | 868,425 |
| | Florida | BankTrust of Florida Santa Rosa Beach, Florida | 291,699 |
| | | Subtotal - Florida | 291,699 |
| Total - BancTrust Financial Group, Inc. | | | 1,160,124 |

| Holding Company | States | Bank Subsidiary | Deposits in \$000's |
|---|---------------|--|----------------------------|
| CBS Banc-Corp. Russellville, Alabama | Alabama | Citizens Bank & Savings Co. Russellville, Alabama | 473,349 |
| | | Subtotal - Alabama | 473,349 |
| | Mississippi | Citizens Bank & Savings Co. Russellville, Alabama | 343,700 |
| | | Subtotal - Mississippi | 343,700 |
| | Tennessee | Citizens Bank & Savings Co. Russellville, Alabama | 191,257 |
| | | Subtotal - Tennessee | 191,257 |
| | | Subtotal - Other States | 534,957 |
| Total - CBS Banc-Corp. | | | 1,008,306 |

Table 4
Alabama Bank Holding Companies With a Presence in Other States
June 30, 2007

| Holding Company | States | Bank Subsidiary | Deposits in \$000's |
|---|---------------|--|----------------------------|
| CapitalSouth Bancorp Birmingham, Alabama | Alabama | CapitalSouth Bank Birmingham, Alabama | <u>424,842</u> |
| | | Subtotal - Alabama | 424,842 |
| | Florida | CapitalSouth Bank Birmingham, Alabama | <u>5,006</u> |
| | | Subtotal - Florida | <u>5,006</u> |
| Total - CapitalSouth Bancorp | | | 429,848 |
| <hr/> | | | |
| MidSouth Bancorporation Dothan, Alabama | Alabama | MidSouth Bank, N. A. Dothan, Alabama | <u>323,463</u> |
| | | Subtotal - Alabama | 323,463 |
| | Florida | MidSouth Bank, N. A. Dothan, Alabama | <u>6,366</u> |
| | | Subtotal - Florida | 6,366 |
| Total - Midsouth Bancorporation | | | 329,829 |
| <hr/> | | | |
| Union Bancshares, Inc. Pell City, Alabama | Alabama | Union State Bank Pell City, Alabama | <u>322,566</u> |
| | | Subtotal - Alabama | 322,566 |
| | Florida | Union State Bank Pell City, Alabama | <u>12,046</u> |
| | | Subtotal - Florida | 12,046 |
| Total - Union Bancshares, Inc. | | | 334,612 |
| <hr/> | | | |
| Holding Company | States | Bank Subsidiary | Deposits in \$000's |
| United Bancorporation of Alabama Atmore, Alabama | Alabama | United Bank Atmore, Alabama | <u>291,239</u> |
| | | Subtotal - Alabama | 291,239 |
| | Florida | United Bank Atmore, Alabama | <u>28,817</u> |
| | | Subtotal - Florida | 28,817 |
| Total - United Bancorporation of Alabama | | | 320,056 |

Table 4
Alabama Bank Holding Companies With a Presence in Other States
June 30, 2007

| | | | |
|---|---------------|--|----------------------------|
| Frontier National Corporation Sylacauga, Alabama | Alabama | Frontier Bank Lagrange, GA | 238,167 |
| | | Subtotal - Alabama | 238,167 |
| | Georgia | Frontier Bank Lagrange, GA | 8,981 |
| | | Subtotal - Georgia | 8,981 |
| Total - Frontier National Corporation | | | 247,148 |
| 1st Jackson Bancshares, Inc Stevenson, Alabama | Alabama | The North Jackson Bank Stevenson, Alabama | 119,619 |
| | | Subtotal - Alabama | 119,619 |
| | Tennessee | The Peoples Bank Henderson, TN | 38,764 |
| | | Subtotal - Tennessee | 38,764 |
| Total - 1st Jackson Bancshares, Inc | | | 158,383 |
| Holding Company | States | Bank Subsidiary | Deposits in \$000's |
| The Weatherford Foundation of Red Bay, Alabama, Inc. Red Bay, Alabama | Alabama | Community Spirit Bank Red Bay, Alabama | 75,317 |
| | | Subtotal - Alabama | 75,317 |
| | Mississippi | Spirit Bank Belmont, Mississippi | 17,040 |
| | | Subtotal - Mississippi | 17,040 |
| Total - The Weatherford Foundation of Red Bay Alabama, Inc. | | | 92,357 |

Table 5
Out-of-State Bank Holding Companies, Banks, and Savings and Loan Associations
With a Presence in Alabama
June 30, 2007

| Bank Holding Company | Institution | Deposits In \$000's |
|---|--|---------------------|
| Wachovia Corporation Charlotte, North Carolina | Wachovia Bank, NA Charlotte, North Carolina | 8,618,562 |
| Synovus Financial Corp Columbus, Georgia | CB&T Bank of East Alabama Phenix City, Alabama | 233,855 |
| | Community Bank and Trust of Southeast Alabama Enterprise, Alabama | 307,585 |
| | First Commercial Bank Birmingham, Alabama | 1,380,321 |
| | First Commercial Bank of Huntsville Huntsville, Alabama | 438,385 |
| | Sterling Bank Montgomery, Alabama | 440,678 |
| | The Bank of Tuscaloosa Tuscaloosa, Alabama | 380,458 |
| | The First National Bank of Jasper Jasper, Alabama | 462,802 |
| | Total - Synovus Financial Corp | 3,644,084 |
| Royal Bank of Canada Raleigh, North Carolina | RBC Centura Bank Raleigh, North Carolina | 1,688,414 |
| BancorpSouth, Inc. Tupelo, Mississippi | BancorpSouth Bank Tupelo, Mississippi | 626,146 |
| Whitney Holding Corporation New Orleans, Louisiana | Whitney National Bank New Orleans, Louisiana | 508,329 |
| Renasant Corporation Tupelo, Mississippi | Renasant Bank (formerly Heritage Bank) Tupelo, Mississippi | 469,580 |
| Park National Corporation Newark, Ohio | Vision Bank Gulf Shores, Alabama | 382,994 |
| SunTrust Banks, Inc. Atlanta, Georgia | SunTrust Bank Atlanta, Georgia | 353,581 |
| Ameris Bancorp Moutrie, Georgia | American Banking Company Moutrie, Georgia | 211,176 |
| None | Charter Bank, FSB West Point, Georgia | 197,590 |

Table 5
Out-of-State Bank Holding Companies, Banks, and Savings and Loan Associations
With a Presence in Alabama
June 30, 2007

| Bank Holding Company | Institution | Deposits In \$000's |
|--|---|---------------------|
| First M & F Corporation Kosciusko, Mississippi | Merchants and Farmers Bank Kosciusko, Mississippi | 184,906 |
| Cadence Financial Corporation Starkville, Mississippi | Cadence Bank, N.A. Starkville, Mississippi | 166,225 |
| PeopleSouth Bancshares, Inc Colquitt, Georgia | PeoplesSouth Bank Colquitt, Georgia | 161,575 |
| BB&T Corporation Winston-Salem, North Carolina | Branch Banking and Trust Company Winston-Salem, North Carolina | 126,938 |
| Citizens Bancshares Corporation Atlanta, Georgia | Citizens Trust Bank Atlanta, Georgia | 75,758 |
| Community Capital Bancshares, Inc Albany, Georgia | AB & T National Bank Dothan, Alabama | 74,619 |
| None | SouthBank, FSB Corinth, Mississippi | 73,930 |
| Community Bankshares, Inc. Cornelia, Georgia | Community Bank & Trust - Alabama Union Springs, Alabama | 68,914 |
| Bancorp of Lucedale, Inc. Lucedale, Mississippi | Century Bank Lucedale, Mississippi | 48,446 |
| Commerce Bancshares, Inc. Franklin, Tennessee | Peoples State Bank of Commerce Trenton, Tennessee | 33,720 |
| Heritage First Bancshares, Inc. Rome, Georgia | Dekalb Bank Crossville, Alabama | 28,372 |
| | Heritage First Bank Rome, Georgia | 618 |
| | Total - Heritage First Bancshares, Inc. | 28,990 |
| None | Woodlands Bank Beaufort, South Carolina | 24,840 |
| Capital City Bank Group, Inc. Tallahassee, Florida | Capital City Bank Tallahassee, Florida | 19,111 |
| First National Bankers Bancshares, Inc Baton Rouge, Louisiana | Alabama Banker's Bank Birmingham, Alabama | 11,914 |
| None | Citizens Bank & Trust, FSB Trenton, Georgia | 11,240 |
| Dickinson Financial Corporation II Kansas City, Missouri | Armed Forces Bank, N.A. Fort Leavenworth, Kansas | 7,657 |

Table 5
Out-of-State Bank Holding Companies, Banks, and Savings and Loan Associations
With a Presence in Alabama
June 30, 2007

| Bank Holding Company | Institution | Deposits In \$000's |
|--|---|---------------------------------|
| Hancock Holding Company Gulfport, Mississippi | Hancock Bank Gulfport, Mississippi | 3,048 |
| J. P. Morgan Chase & Co. New York, New York | J. P. Morgan Trust Company, N.A. Los Angeles, California | 0 |
| | TOTAL ALABAMA DEPOSITS | <u><u>17,822,287</u></u> |

SUMMARY STATISTICS

STATE-CHARTERED BANKS:

| | | |
|---|----|-----------|
| Number of state-chartered banks at September 30, 2006 | | 127 |
| New Banks Opened (Table 6) | | +6 |
| Conversions: National-to-State | 1 | |
| State-to-National | 0 | |
| FSB-to-State | 0 | |
| State-to-FSB | 0 | 1 |
| Mergers: State with State | -5 | |
| State with National | 0 | |
| State with Out-of-State (Table 9) | -2 | <u>-7</u> |
| Number of state-chartered banks at September 30, 2007 | | 127 |

BRANCH OFFICES:

| | | |
|---|------|-------|
| Number of branch offices at September 30, 2006 | | 2,996 |
| Adjustments for late notifications | -1 | |
| New branch offices opened (Table 10) | +102 | |
| Branches established as a result of mergers | +7 | |
| Branches gained in national-to-state conversions | +11 | |
| Branches gained in FSB-to-state conversions | 0 | |
| Branches gained in Purchase/Assumption (Table 17) | +6 | |
| Branches gained in main office redesignation | 0 | |
| Branches closed (Table 16) | -99 | |
| Branches lost as a result of mergers | -53 | |
| Branches lost in state-to-national conversions | 0 | |
| Branches lost in state-to-FSB conversions | -00 | |
| Branches lost in Purchase/Assumption (Table 17) | -6 | -33 |
| Number of branch offices at September 30, 2007 | | 2,963 |

**COMMERCIAL BANK ASSETS BY STATE (IN MILLIONS)
RANKED BY TOTAL ASSETS PER STATE CHARTER
SEPTEMBER 30, 2007**

| STATE | NATIONAL CHARTER | STATE CHARTER | ALL BANKS |
|----------------|---------------------|-------------------|-------------------|
| New York | \$ 65,708 | \$ 285,934 | \$ 351,642 |
| Georgia | \$ 13,825 | \$ 261,052 | \$ 274,877 |
| Utah | \$ 31,390 | \$ 236,757 | \$ 268,147 |
| California | \$ 141,861 | \$ 230,451 | \$ 372,312 |
| Alabama | \$ 27,941 | \$ 207,814 | \$ 235,755 |
| North Carolina | \$ 1,850,218 | \$ 204,616 | \$ 2,054,834 |
| Illinois | \$ 172,499 | \$ 171,306 | \$ 343,805 |
| Michigan | \$ 39,122 | \$ 158,336 | \$ 197,458 |
| Massachusetts | \$ 11,685 | \$ 146,362 | \$ 158,047 |
| Wisconsin | \$ 30,455 | \$ 97,304 | \$ 127,759 |
| Texas | \$ 102,722 | \$ 88,412 | \$ 191,134 |
| Ohio | \$ 1,791,940 | \$ 76,434 | \$ 1,868,374 |
| Virginia | \$ 105,556 | \$ 70,110 | \$ 175,666 |
| Missouri | \$ 34,688 | \$ 66,889 | \$ 101,577 |
| Pennsylvania | \$ 234,623 | \$ 58,158 | \$ 292,781 |
| Delaware | \$ 410,306 | \$ 54,248 | \$ 464,554 |
| Washington | \$ 1,979 | \$ 48,631 | \$ 50,610 |
| Iowa | \$ 9,990 | \$ 41,358 | \$ 51,348 |
| Kentucky | \$ 5,714 | \$ 38,472 | \$ 44,186 |
| Mississippi | \$ 14,743 | \$ 38,366 | \$ 53,109 |
| Tennessee | \$ 48,779 | \$ 38,354 | \$ 87,133 |
| Minnesota | \$ 57,531 | \$ 36,330 | \$ 93,861 |
| Indiana | \$ 23,216 | \$ 36,251 | \$ 59,467 |
| Arkansas | \$ 12,373 | \$ 35,762 | \$ 48,135 |
| Colorado | \$ 11,226 | \$ 35,551 | \$ 46,777 |
| South Carolina | \$ 12,907 | \$ 32,182 | \$ 45,089 |
| Louisiana | \$ 13,569 | \$ 29,509 | \$ 43,078 |
| Hawaii | \$ 494 | \$ 29,498 | \$ 29,992 |
| Maryland | \$ 1,476 | \$ 27,954 | \$ 29,430 |
| Oklahoma | \$ 29,591 | \$ 27,586 | \$ 57,177 |
| Kansas | \$ 21,095 | \$ 27,365 | \$ 48,460 |
| New Jersey | \$ 33,146 | \$ 23,724 | \$ 56,870 |
| Oregon | \$ 15,860 | \$ 22,021 | \$ 37,881 |
| Nevada | \$ 1,252,981 | \$ 21,772 | \$ 1,274,753 |
| Nebraska | \$ 17,161 | \$ 18,833 | \$ 35,994 |
| South Dakota | \$ 524,176 | \$ 17,869 | \$ 542,045 |
| West Virginia | \$ 3,947 | \$ 17,560 | \$ 21,507 |
| Montana | \$ 1,723 | \$ 15,184 | \$ 16,907 |
| North Dakota | \$ 8,643 | \$ 9,869 | \$ 18,512 |
| New Mexico | \$ 7,621 | \$ 8,235 | \$ 15,856 |
| Florida | \$ 43,350 | \$ 6,905 | \$ 112,407 |
| Idaho | \$ 444 | \$ 5,431 | \$ 5,875 |
| Vermont | \$ 1,274 | \$ 5,330 | \$ 6,604 |
| Arizona | \$ 13,072 | \$ 5,135 | \$ 18,207 |
| Wyoming | \$ 2,137 | \$ 4,936 | \$ 7,073 |
| Rhode Island | \$ 167,794 | \$ 3,974 | \$ 171,768 |
| Maine | \$ 47,350 | \$ 3,959 | \$ 51,309 |
| New Hampshire | \$ 55 | \$ 3,776 | \$ 3,831 |
| Connecticut | \$ 19,620 | \$ 2,017 | \$ 21,637 |
| Alaska | \$ 2,420 | \$ 1,590 | \$ 4,010 |

**COMMERCIAL BANK ASSETS BY STATE (IN MILLIONS)
RANKED BY TOTAL ASSETS FOR ALL BANKS
SEPTEMBER 30, 2007**

| STATE | NATIONAL CHARTER | STATE CHARTER | ALL BANKS | % |
|--------------------|---------------------|---------------------|----------------------|----------------|
| North Carolina | \$ 1,850,218 | \$ 204,616 | \$ 2,054,834 | 19.22% |
| Ohio | \$ 1,791,940 | \$ 76,434 | \$ 1,868,374 | 17.48% |
| Nevada | \$ 1,252,981 | \$ 21,772 | \$ 1,274,753 | 11.92% |
| South Dakota | \$ 524,176 | \$ 17,869 | \$ 542,045 | 5.07% |
| Delaware | \$ 410,306 | \$ 54,248 | \$ 464,554 | 4.34% |
| California | \$ 141,861 | \$ 230,451 | \$ 372,312 | 3.48% |
| New York | \$ 65,708 | \$ 285,934 | \$ 351,642 | 3.29% |
| Illinois | \$ 172,499 | \$ 171,306 | \$ 343,805 | 3.22% |
| Pennsylvania | \$ 234,623 | \$ 58,158 | \$ 292,781 | 2.74% |
| Georgia | \$ 13,825 | \$ 261,052 | \$ 274,877 | 2.57% |
| Utah | \$ 31,390 | \$ 236,757 | \$ 268,147 | 2.51% |
| Alabama | \$ 27,941 | \$ 207,814 | \$ 235,755 | 2.21% |
| Michigan | \$ 39,122 | \$ 158,336 | \$ 197,458 | 1.85% |
| Texas | \$ 102,722 | \$ 88,412 | \$ 191,134 | 1.79% |
| Virginia | \$ 105,556 | \$ 70,110 | \$ 175,666 | 1.64% |
| Rhode Island | \$ 167,794 | \$ 3,974 | \$ 171,768 | 1.61% |
| Massachusetts | \$ 11,685 | \$ 146,362 | \$ 158,047 | 1.48% |
| Wisconsin | \$ 30,455 | \$ 97,304 | \$ 127,759 | 1.20% |
| Florida | \$ 43,350 | \$ 6,905 | \$ 112,407 | 1.05% |
| Missouri | \$ 34,688 | \$ 66,889 | \$ 101,577 | 0.95% |
| Minnesota | \$ 57,531 | \$ 36,330 | \$ 93,861 | 0.88% |
| Tennessee | \$ 48,779 | \$ 38,354 | \$ 87,133 | 0.82% |
| Indiana | \$ 23,216 | \$ 36,251 | \$ 59,467 | 0.56% |
| Oklahoma | \$ 29,591 | \$ 27,586 | \$ 57,177 | 0.53% |
| New Jersey | \$ 33,146 | \$ 23,724 | \$ 56,870 | 0.53% |
| Mississippi | \$ 14,743 | \$ 38,366 | \$ 53,109 | 0.50% |
| Iowa | \$ 9,990 | \$ 41,358 | \$ 51,348 | 0.48% |
| Maine | \$ 47,350 | \$ 3,959 | \$ 51,309 | 0.48% |
| Washington | \$ 1,979 | \$ 48,631 | \$ 50,610 | 0.47% |
| Kansas | \$ 21,095 | \$ 27,365 | \$ 48,460 | 0.45% |
| Arkansas | \$ 12,373 | \$ 35,762 | \$ 48,135 | 0.45% |
| Colorado | \$ 11,226 | \$ 35,551 | \$ 46,777 | 0.44% |
| South Carolina | \$ 12,907 | \$ 32,182 | \$ 45,089 | 0.42% |
| Kentucky | \$ 5,714 | \$ 38,472 | \$ 44,186 | 0.41% |
| Louisiana | \$ 13,569 | \$ 29,509 | \$ 43,078 | 0.40% |
| Oregon | \$ 15,860 | \$ 22,021 | \$ 37,881 | 0.35% |
| Nebraska | \$ 17,161 | \$ 18,833 | \$ 35,994 | 0.34% |
| Hawaii | \$ 494 | \$ 29,498 | \$ 29,992 | 0.28% |
| Maryland | \$ 1,476 | \$ 27,954 | \$ 29,430 | 0.28% |
| Connecticut | \$ 19,620 | \$ 2,017 | \$ 21,637 | 0.20% |
| West Virginia | \$ 3,947 | \$ 17,560 | \$ 21,507 | 0.20% |
| North Dakota | \$ 8,643 | \$ 9,869 | \$ 18,512 | 0.17% |
| Arizona | \$ 13,072 | \$ 5,135 | \$ 18,207 | 0.17% |
| Montana | \$ 1,723 | \$ 15,184 | \$ 16,907 | 0.16% |
| New Mexico | \$ 7,621 | \$ 8,235 | \$ 15,856 | 0.15% |
| Wyoming | \$ 2,137 | \$ 4,936 | \$ 7,073 | 0.07% |
| Vermont | \$ 1,274 | \$ 5,330 | \$ 6,604 | 0.06% |
| Idaho | \$ 444 | \$ 5,431 | \$ 5,875 | 0.05% |
| Alaska | \$ 2,420 | \$ 1,590 | \$ 4,010 | 0.04% |
| New Hampshire | \$ 55 | \$ 3,776 | \$ 3,831 | 0.04% |
| GRAND TOTAL | \$ 7,491,996 | \$ 3,135,472 | \$ 10,689,620 | 100.00% |

**Table 6. New State Chartered Institutions Established
October 1, 2006 to September 30, 2007**

| Date | Institutions |
|-------------|---|
| 11/06/2006 | Vantage Bank of Alabama, Albertville, Alabama |
| 12/04/2006 | Southern Independent Bank, Opp, Alabama |
| 02/16/2007 | Hancock Bank of Alabama, Mobile, Alabama |
| 03/02/2007 | Keystone Bank, Auburn, Alabama |
| 08/27/2007 | Southern States Bank, Anniston, Alabama |
| 09/10/2007 | First Cahawba Bank, Selma, Alabama |

**Table 7. Conversion of National Banks to State-Chartered Banks
October 1, 2006 to September 30, 2007**

| Date | Description of Conversion |
|-------------|---|
| 06/26/2007 | Conversion of The First National Bank of Scottsboro, N.A into an Alabama Banking Corporation with the name "FNB Bank" |

**Table 8. Mergers of State-Chartered Banks with National Bank
October 1, 2006 to September 30, 2007**

| Date | Description of Merger |
|-------------|------------------------------|
| | NONE |

**Table 9. Mergers and Acquisitions of State-Chartered Banks with Out-of-State Banks
October 1, 2006 to September 30, 2007**

| Date | Description of Merger |
|-------------|--|
| 06/30/2007 | The American Bank, Geneva, Alabama to merge with and into State Bank and Trust Company, Greenwood, Mississippi |
| 07/20/2007 | Vision Bank, Gulf Shores, Alabama to merge with and into Vision Bank, Panama City, Florida |

**Table 10. Branches by State-Chartered Banks
October 1, 2006 to September 30, 2007**

| DATE | BANK | BRANCH LOCATION |
|-------------|---|---|
| 10/02/2006 | First Commercial Bank, Birmingham, Alabama | 9331 Highway 119, Alabaster, Alabama |
| 10/02/2006 | Compass Bank, Birmingham, Alabama | 13950 North 75th Avenue, Peoria, Arizona |
| 10/03/2006 | Compass Bank, Birmingham, Alabama | 520 Madison Oak Drive, Suite 150, San Antonio, Texas |
| 10/10/2006 | AmSouth Bank, Birmingham, Alabama | 27637 US Highway 27, Leesburg, Florida |
| 10/10/2006 | AmSouth Bank, Birmingham, Alabama | 10650 Boardwalk Loop, Bradenton, Florida |
| 10/10/2006 | AmSouth Bank, Birmingham, Alabama | 8225 Champions Gate Boulevard, Champions Gate, Florida |
| 10/10/2006 | AmSouth Bank, Birmingham, Alabama | 4845 New Broad Street, Orlando, Florida |
| 10/25/2006 | Compass Bank, Birmingham, Alabama | 6900 Virginia Parkway, McKinney, Texas |
| 10/30/2006 | AmSouth Bank, Birmingham, Alabama | 5420 US Highway 280, Birmingham, Alabama |
| 10/30/2006 | Regions Bank, Birmingham, Alabama | 3050 Peachtree Road, NE Suite 124, Atlanta, Georgia |
| 10/30/2006 | AmSouth Bank, Birmingham, Alabama | 11881 Palm Beach Boulevard, Ft. Myers, Florida |
| 10/30/2006 | AmSouth Bank, Birmingham, Alabama | 324 Merritt Island Causeway East, Merritt Island, Florida |
| 10/31/2006 | Community Bank, Blountsville, Alabama | 1260 U.S. Highway 72 East, Suite H, Athens, Alabama |
| 11/01/2006 | Regions Bank, Birmingham, Alabama | 2565 Woodruff Road, Simpsonville, South Carolina |
| 11/06/2006 | Regions Bank, (d/b/a AmSouth Bank) Birmingham, Alabama | 1461 Kingsley Avenue, Orange Park, Florida |
| 11/13/2006 | Regions Bank, (d/b/a AmSouth Bank) Birmingham, Alabama | 7401 Park Boulevard, Pinellas Park, Florida |
| 11/13/2006 | Regions Bank, (d/b/a AmSouth Bank) Birmingham, Alabama | 6405 South Florida Avenue, Lakeland, Florida |
| 11/13/2006 | Regions Bank, (d/b/a AmSouth Bank) Birmingham, Alabama | 7405 Devonshire Boulevard, Naples, Florida |
| 11/13/2006 | Compass Bank, Birmingham, Alabama | 630 South Gilbert Road, Gilbert, Arizona |
| 11/15/2006 | First Community Bank, Chatom, Alabama | 1110 Montlimar Drive, Suite 602, Mobile, Alabama |
| 11/21/2006 | ServisFirst Bank, Birmingham, Alabama | 401 Meridian Street, Suite 100, Huntsville, Alabama |
| 11/29/2006 | Compass Bank, Birmingham, Alabama | 2650 East Southlake Boulevard, Southlake, Texas |
| 12/01/2006 | Peoples Independent Bank, Boaz, Alabama | 3915 Pope Avenue, Steele, Alabama |
| 12/04/2006 | Regions Bank, (d/b/a AmSouth Bank) Birmingham, Alabama | 1604 Margaret Street, Jacksonville, Florida |
| 12/04/2006 | Regions Bank, (d/b/a AmSouth Bank) Birmingham, Alabama | 115 Innsbrooke Boulevard, Murfreesboro, Tennessee |
| 12/04/2006 | Regions Bank, (d/b/a AmSouth Bank) Birmingham, Alabama | 614 South Dale Mabry Highway, Tampa, Florida |
| 12/04/2006 | Regions Bank, (d/b/a AmSouth Bank) Birmingham, Alabama | 24153 Peachland Boulevard, Port Charlotte, Florida |
| 12/11/2006 | Regions Bank, Birmingham, Alabama | 3451 Long Prairie Road, Flower Mound, Texas |
| 12/11/2006 | Regions Bank, (d/b/a AmSouth Bank) Birmingham, Alabama | 15351 Amberly Drive, Tampa, Florida |
| 12/11/2006 | Regions Bank, (d/b/a AmSouth Bank) Birmingham, Alabama | 1310 Lakeside Village Circle, Lakeland, Florida |
| 12/15/2006 | Southpoint Bank, Birmingham, Alabama | 7260 Gadsden Highway, Trussville, Alabama |
| 12/18/2006 | Regions Bank, (d/b/a AmSouth Bank) Birmingham, Alabama | 7750 North Wickham Road, Melbourne, Florida |
| 12/18/2006 | Regions Bank, (d/b/a AmSouth Bank) Birmingham, Alabama | 4659 Town Center Parkway, Jacksonville, Florida |
| 12/26/2006 | Regions Bank, (d/b/a AmSouth Bank) Birmingham, Alabama | 450 South Orlando Avenue (Highway 17-92) Maitland, Florida |

**Table 10. Branches by State-Chartered Banks
October 1, 2006 to September 30, 2007**

| DATE | BANK | BRANCH LOCATION |
|-------------|---|---|
| 12/26/2006 | Regions Bank, (d/b/a AmSouth Bank) Birmingham, Alabama | 1031 Highland Colony Parkway, Ridgeland, Mississippi |
| 01/02/2007 | Traditions Bank, Cullman, Alabama | 121 White Oak Trail, Warrior, Alabama |
| 01/08/2007 | Regions Bank, Birmingham, Alabama | 1409 South Walton Boulevard, Bentonville, Arkansas |
| 01/26/2007 | Union State Bank, Pell City, Alabama | 5484 Rattlesnake Hammock Road, Naples, Florida |
| 01/29/2007 | First Commercial Bank, Huntsville, Alabama | 7770 Highway 72 West, Madison, Alabama |
| 01/29/2007 | Citizens Bank & Savings Company, Russellville, Alabama | 726 DeSoto Avenue, Clarksdale, Mississippi |
| 01/29/2007 | Regions Bank, (d/b/a AmSouth Bank) Birmingham, Alabama | Units 5204, 5206 Ocean Boulevard, Sarasota, Florida |
| 02/02/2007 | Citizens Bank & Savings Company, Russellville, Alabama | 627 South Beauchamp Avenue, Greenville, Mississippi |
| 02/05/2007 | Citizens Bank & Savings Company, Russellville, Alabama | 400 Fulton Street, Greenwood, Mississippi |
| 02/12/2007 | Regions Bank, (d/b/a AmSouth Bank) Birmingham, Alabama | 463775 SR-200, Yulee, Florida |
| 02/12/2007 | Regions Bank, (d/b/a AmSouth Bank) Birmingham, Alabama | 1699A North Woodland Boulevard, Deland, Florida |
| 02/26/2007 | Regions Bank, (d/b/a AmSouth Bank) Birmingham, Alabama | 1450 Green Street, 2nd Floor, Augusta, Georgia |
| 02/26/2007 | Regions Bank, (d/b/a AmSouth Bank) Birmingham, Alabama | 3900 6th Avenue, Holmes Beach, Florida |
| 02/26/2007 | Regions Bank, (d/b/a AmSouth Bank) Birmingham, Alabama | 5252 Ehrlich Road, Tampa, Florida |
| 03/01/2007 | First Commercial Bank, Birmingham, Alabama | 951 Odum Road, Gardendale, Alabama |
| 03/05/2007 | Regions Bank, Birmingham, Alabama | 11215 Interstate Highway 35, Suite 100, Austin, Texas |
| 03/05/2007 | Regions Bank, (d/b/a AmSouth Bank) Birmingham, Alabama | 17751 Dale Mabry Highway North, Lutz, Florida |
| 03/12/2007 | Regions Bank, (d/b/a AmSouth Bank) Birmingham, Alabama | 2755 US-19 Alt, Palm Harbor, Florida |
| 03/14/2007 | Citizens Bank & Savings Company, Russellville, Alabama | 4009 University Drive, Huntsville, Alabama |
| 03/19/2007 | Regions Bank, (d/b/a AmSouth Bank) Birmingham, Alabama | 9768 Lantern Street, Jacksonville, Florida |
| 03/26/2007 | Regions Bank, (d/b/a AmSouth Bank) Birmingham, Alabama | 2903 James L. Redman Parkway, Plant City, Florida |
| 04/09/2007 | Regions Bank, (d/b/a AmSouth Bank) Birmingham, Alabama | 270 Moore Road, Ocoee, Florida |
| 04/16/2007 | Bryant Bank, Tuscaloosa, Alabama | 1350 North Mckenzie Street, Foley, Alabama |
| 04/17/2007 | Small Town Bank, Wedowee, Alabama | 654 Ross Street, Heflin, Alabama |
| 04/18/2007 | Bryant Bank, Tuscaloosa, Alabama | 1919 28th Avenue South, Suite 101, Homewood, Alabama |
| 04/23/2007 | Regions Bank, (d/b/a AmSouth Bank) Birmingham, Alabama | 17220 US Highway 441, Mount Dora, Florida |
| 04/23/2007 | Citizens Bank & Trust, Guntersville, Alabama | 13870 Highway 231 North, Hazel Green, Alabama |
| 04/30/2007 | First Tuskegee Bank, Tuskegee, Alabama | 3900 Eastdale Circle, Montgomery, Alabama |
| 04/30/2007 | Hancock Bank, Mobile, Alabama | 6312 Piccadilly Square, Mobile, Alabama |
| 05/07/2007 | Regions Bank, Birmingham, Alabama | 3700 Glenwood Avenue, Raleigh, North Carolina |
| 05/07/2007 | EvaBank, Eva, Alabama | 3810-J Sullivan Street, Suite J, Madison, Alabama |
| 05/21/2007 | Regions Bank, Birmingham, Alabama | 4725 South Flamingo Road, Cooper City, Florida |
| 05/21/2007 | Dekalb Bank, Crossville, Alabama | 8331 Alabama Highway 227, Crossville, Alabama |
| 06/04/2007 | ServisFirst, Birmingham, Alabama | 100 Commerce Street, Montgomery, Alabama |
| 06/06/2007 | HomeTown Bank, Oneonta, Alabama | 6840 Highway 79, Pinson, Alabama |

**Table 10. Branches by State-Chartered Banks
October 1, 2006 to September 30, 2007**

| DATE | BANK | BRANCH LOCATION |
|-------------|---|--|
| 06/11/2007 | Regions Bank, Birmingham, Alabama | 175 East Welch Road, Apopka, Florida |
| 06/15/2007 | City Bank of Hartford, Hartford, Alabama | 465 South College Street, Newton, Alabama |
| 06/18/2007 | Regions Bank, Birmingham, Alabama | 100 Morgan Keegan Drive, 2nd Floor, Little Rock, Arkansas |
| 06/18/2007 | Regions Bank, Birmingham, Alabama | 2751 54th Avenue South, St. Petersburg, Florida |
| 06/18/2007 | Regions Bank, Birmingham, Alabama | 2201 North Elm Street, Greensboro, North Carolina |
| 06/18/2007 | Valley State Bank, Russellville, Alabama | 527 4th Avenue Southeast, Red Bay, Alabama |
| 06/18/2007 | Regions Bank, Birmingham, Alabama | 8340 Sierra Meadows Boulevard, Naples, Florida |
| 06/25/2007 | Regions Bank, Birmingham, Alabama | 3908 Veterans Boulevard, Metairie, Louisiana |
| 06/25/2007 | Regions Bank, Birmingham, Alabama | 607 Dunlawton Avenue, Port Orange, Florida |
| 06/29/2007 | Merchants Bank, Jackson, Alabama | 877 Hillcrest Road, Mobile, Alabama |
| 07/12/2007 | Auburn Bank, Auburn, Alabama | I-85 Highway 280, Opelika, Alabama |
| 07/27/2007 | Compass Bank, Birmingham, Alabama | 7500 Bellarie Boulevard, Houston, Texas |
| 07/30/2007 | Regions Bank, Birmingham, Alabama | 6601 Clinton Highway, Knoxville, Tennessee |
| 08/06/2007 | Regions Bank, Birmingham, Alabama | 8407 Little Road, New Port Richey, Florida |
| 08/13/2007 | Compass Bank, Birmingham, Alabama | Intersection of Taylor Road and Vaughn Road, Montgomery, Alabama |
| 08/13/2007 | Regions Bank, Birmingham, Alabama | Aegon Center, 20th Floor, 400 West Market Street Suite 2050, Louisville, Kentucky |
| 08/13/2007 | Regions Bank, Birmingham, Alabama | 16046 Highway 280, Chelsea, Alabama |
| 08/13/2007 | Regions Bank, Birmingham, Alabama | 260 Brookstone Centre Parkway, Suite B, Columbus, Georgia |
| 08/20/2007 | Regions Bank, Birmingham, Alabama | 902 Cypress Parkway, Poinciana, Florida |
| 08/23/2007 | SouthPoint Bank, Birmingham, Alabama | 1101 Main Street, Gardendale, Alabama |
| 08/24/2007 | Peoples Bank of North Alabama, Cullman, Alabama | 501 Highway 31, SW, Hartselle, Alabama |
| 08/27/2007 | First Southern Bank, Florence, Alabama | 4350 County Road 47, Florence, Alabama |
| 08/27/2007 | Regions Bank, Birmingham, Alabama | 1805 Highway 14 East, Prattville, Alabama |
| 08/30/2007 | Compass Bank, Birmingham, Alabama | 6700 Bandera Road, San Antonio, Texas |
| 08/30/2007 | Hancock Bank of Alabama, Mobile, Alabama | 27397 US Highway 98, Daphne, Alabama |
| 09/10/2007 | Regions Bank, Birmingham, Alabama | 11400 Parkside Drive, Knoxville, Tennessee |
| 09/17/2007 | Compass Bank, Birmingham, Alabama | Intersection of Highway 287 and Bailey Boswell Road Fort Worth, Texas |
| 09/17/2007 | Compass Bank, Birmingham, Alabama | 10633 West Olive Avenue, Peoria, Arizona |
| 09/17/2007 | Regions Bank, Birmingham, Alabama | 21300 Town Commons Drive, Estero, Florida |
| 09/24/2007 | Compass Bank, Birmingham, Alabama | 3140 Central Avenue Southeast, Albuquerque, New Mexico |
| 09/24/2007 | Regions Bank, Birmingham, Alabama | 5540 Fruitville Road, Sarasota, Florida |
| 09/24/2007 | Regions Bank, (d/b/a AmSouth Bank) Birmingham, Alabama | 13832 Landstar Boulevard, Orlando, Florida |
| 09/26/2007 | ServisFirst Bank, Birmingham, Alabama | 8117 Vaughn Road, Unit 20, Montgomery, Alabama |

**Table 11 Merger of FSB to State Chartered Banks
October 1, 2006 to September 30, 2007**

| Date | Description of Merger |
|-------------|------------------------------|
| | NONE |

**Table 12. Mergers of Out-of-State Banks with Alabama State-Chartered Banks
October 1, 2006 to September 30, 2007**

| Date | Description of Merger |
|-------------|--|
| 09/14/2007 | Monticello Bank, Jacksonville, Florida merged with and into CapitalSouth Bank, Birmingham, Alabama |

**Table 13. Mergers of National Banks with State-Chartered Banks
October 1, 2006 to September 30, 2007**

| Date | Description of Merger |
|-------------|------------------------------|
| | NONE |

**Table 14. Branch Acquisition (Certain Assets & Assumption of Certain Liabilities)
October 1, 2006 to September 30, 2007**

| Date | Bank | Seller | Branch Location |
|-------------|-------------|---------------|------------------------|
| | | | NONE |

**Table 15. Main Office Relocations
October 1, 2006 to September 30, 2007**

| Date | Bank | From | To |
|-------------|--|---|---|
| 02/12/2007 | Bryant Bank Tuscaloosa, Alabama | 700 Town Center Boulevard, Suite 4 Tuscaloosa, Alabama | 1550 McFarland Boulevard North Tuscaloosa, Alabama |
| 04/30/2007 | Hancock Bank of Alabama Mobile, Alabama | 6312 Piccadilly Square Mobile, Alabama | 127 Dauphin Mobile, Alabama |
| 05/21/2007 | Dekalb Bank Crossville, Alabama | 8331 Alabama Highway 227 Crossville, Alabama | 24847 Commercial Avenue Orange Beach, Alabama |

**Table 16. Branches Closed by State-Chartered Banks
October 1, 2006 to September 30, 2007**

| DATE | BANK | BRANCH LOCATION |
|-------------|--|--|
| 10/13/2006 | SunSouth Bank, Dothan, Alabama | 2292 Montgomery Highway, Dothan, Alabama |
| 10/20/2006 | Regions Bank, Birmingham, Alabama | 1029 West Shady Grove, Irving, Texas |
| 10/31/2006 | Regions Bank, Birmingham, Alabama | 602 South Vine, Urbana, Illinois |
| 10/31/2006 | Regions Bank, Birmingham, Alabama | 1510 North 1st Street, Indianola, Iowa |
| 10/31/2006 | Regions Bank, Birmingham, Alabama | 303 North Main, Harrison, Arkansas |
| 10/31/2006 | Regions Bank, Birmingham, Alabama | 107 North Buckeye Street, Kokomo, Indiana |
| 10/31/2006 | Regions Bank, Birmingham, Alabama | 2620 Charlestown Road, New Albany, Indiana |
| 10/31/2006 | Regions Bank, Birmingham, Alabama | 1415 East 10th Street, Jeffersonville, Indiana |
| 10/31/2006 | Regions Bank, Birmingham, Alabama | 3336 West 16th Street, Bedford, Indiana |
| 10/31/2006 | Regions Bank, Birmingham, Alabama | 2488 South Walnut Street, Bloomington, Indiana |
| 12/01/2006 | Community Bank & Trust, Union Springs, Alabama | 4035 Eastern Boulevard, Montgomery, Alabama |
| 12/01/2006 | Regions Bank (d/b/a Amsouth Bank) Birmingham, Alabama | 3902 Henderson Boulevard , Tampa, Florida |
| 12/15/2006 | Regions Bank (d/b/a Amsouth Bank) Birmingham, Alabama | 321 St. Charles Avenue, 1st Floor New Orleans, Louisiana |
| 12/29/2006 | Regions Bank, Birmingham, Alabama | 915 N. Chancery Street, Suite 150 McMinnville, Tennessee |
| 01/05/2007 | Regions Bank, Birmingham, Alabama | 203 South Walton Boulevard, Bentonville Arkansas |
| 03/31/2007 | Compass Bank, Birmingham, Alabama | 8501 West Bowles Avenue, Littleton, Colorado |
| 04/27/2007 | First Tuskegee Bank, Tuskegee, Alabama | 2774 East Boulevard , Montgomery, Alabama |
| 05/11/2007 | Regions Bank, Birmingham, Alabama | 244 South 7th Street, Obion, Tennessee |
| 05/11/2007 | Regions Bank, Birmingham, Alabama | 101 North Main Street, Middleton, Tennessee |
| 05/11/2007 | Regions Bank, Birmingham, Alabama | 7130 Goodlett Farms Parkway Cordova, Tennessee |
| 05/11/2007 | Regions Bank, Birmingham, Alabama | 2202 Gibson Square, Gibson, Tennessee |
| 05/11/2007 | Regions Bank, Birmingham, Alabama | 115 South High Street, Trenton, Tennessee |
| 05/11/2007 | Regions Bank, Birmingham, Alabama | 3310 North Parkway East, Jackson, Tennessee |
| 05/11/2007 | Regions Bank, Birmingham, Alabama | 2298 W. County Highway 30-A, Unit 3 Santa Rosa Beach, Florida |
| 05/11/2007 | Regions Bank, Birmingham, Alabama | 139 North Main Street, Ripley, Tennessee |
| 05/11/2007 | Regions Bank, Birmingham, Alabama | 20 Northwest Plaza, St. Ann, Missouri |

**Table 16. Branches Closed by State-Chartered Banks
October 1, 2006 to September 30, 2007**

| DATE | BANK | BRANCH LOCATION |
|-------------|--|---|
| 05/11/2007 | Regions Bank, Birmingham, Alabama | 3100 Southwest Drive, Jonesboro, Arkansas |
| 05/11/2007 | Regions Bank, Birmingham, Alabama | 300 South Church Street, Jonesboro, Arkansas |
| 05/11/2007 | Regions Bank, Birmingham, Alabama | 144 Harrison Avenue, Panama City, Florida |
| 05/11/2007 | Regions Bank, Birmingham, Alabama | 8351 East Walker Springs Lane Knoxville, Tennessee |
| 05/18/2007 | Regions Bank, Birmingham, Alabama | 2110 Central Avenue, Humboldt, Tennessee |
| 05/18/2007 | Regions Bank, Birmingham, Alabama | 801 North 22nd Avenue, Humboldt, Tennessee |
| 06/30/2007 | CapitalSouth Bank, Birmingham, Alabama | 3309 Lorna Road, Suite 13, Hoover, Alabama |
| 07/12/2007 | Regions Bank, Birmingham, Alabama | 2545 Commercial Park Drive, Marianna, Florida |
| 07/12/2007 | Regions Bank, Birmingham, Alabama | 251 Mary Esther Boulevard, Mary Esther, Florida |
| 07/12/2007 | Regions Bank, Birmingham, Alabama | 750 John Sims Parkway, Niceville, Florida |
| 07/12/2007 | Regions Bank, Birmingham, Alabama | 100 Park Place Boulevard, Kissimmee, Florida |
| 07/12/2007 | Regions Bank, Birmingham, Alabama | 1810 North Belcher Road, Clearwater, Florida |
| 07/12/2007 | Regions Bank, Birmingham, Alabama | 2100 Manatee Avenue West, Bradenton, Florida |
| 07/12/2007 | Regions Bank, Birmingham, Alabama | 531 Gunter Avenue, Guntersville, Alabama |
| 07/12/2007 | Regions Bank, Birmingham, Alabama | 7828 North Davis Highway, Pensacola, Florida |
| 07/12/2007 | Regions Bank, Birmingham, Alabama | 1425 E. Mitchell Hammock Road, Oviedo, Florida |
| 07/12/2007 | Regions Bank, Birmingham, Alabama | 1301 Doug Baker Boulevard Birmingham, Alabama |
| 07/12/2007 | Regions Bank, Birmingham, Alabama | 9255 Helena Road, Pelham, Alabama |
| 07/12/2007 | Regions Bank, Birmingham, Alabama | 6388 US Highway 431 Owens Crossroads, Alabama |
| 07/12/2007 | Regions Bank, Birmingham, Alabama | 9461 Emerald Coast Parkway, Destin, Florida |
| 07/12/2007 | Regions Bank, Birmingham, Alabama | 3615 Highway 90, Pace, Florida |
| 07/12/2007 | Regions Bank, Birmingham, Alabama | 1203 Governors Square Boulevard, Suite 100, Tallahassee, Florida |
| 07/12/2007 | Regions Bank, Birmingham, Alabama | 5742 Conroy Road, Orlando, Florida |
| 07/12/2007 | Regions Bank, Birmingham, Alabama | 2872 West Main Street, Dothan, Alabama |
| 07/12/2007 | Regions Bank, Birmingham, Alabama | 4482 West Main Street, Dothan, Alabama |
| 07/12/2007 | Regions Bank, Birmingham, Alabama | 3080 McGehee Road, Montgomery, Alabama |
| 07/12/2007 | Regions Bank, Birmingham, Alabama | 200 North College Street, Auburn, Alabama |

**Table 16. Branches Closed by State-Chartered Banks
October 1, 2006 to September 30, 2007**

| DATE | BANK | BRANCH LOCATION |
|-------------|-----------------------------------|---|
| 07/12/2007 | Regions Bank, Birmingham, Alabama | 1801 Thomason Drive, Opelika, Alabama |
| 07/12/2007 | Regions Bank, Birmingham, Alabama | 1319 Highway 72 East, Athens, Alabama |
| 07/12/2007 | Regions Bank, Birmingham, Alabama | 401 Lee Street NE, Decatur, Alabama |
| 07/12/2007 | Regions Bank, Birmingham, Alabama | 301 South Court, Florence, Alabama |
| 07/12/2007 | Regions Bank, Birmingham, Alabama | 204 West Avalon Avenue Muscle Shoals, Alabama |
| 07/12/2007 | Regions Bank, Birmingham, Alabama | 5180 Moores Mill Road, Huntsville, Alabama |
| 07/12/2007 | Regions Bank, Birmingham, Alabama | 41 Hughes Road, Madison, Alabama |
| 07/12/2007 | Regions Bank, Birmingham, Alabama | 8031 US Highway 431, Albertville, Alabama |
| 07/12/2007 | Regions Bank, Birmingham, Alabama | 1096 North Brindlee Mountain Parkway Arab, Alabama |
| 07/12/2007 | Regions Bank, Birmingham, Alabama | 1031 Quintard Avenue, Anniston, Alabama |
| 07/12/2007 | Regions Bank, Birmingham, Alabama | 825 Quintard Drive, Oxford, Alabama |
| 07/12/2007 | Regions Bank, Birmingham, Alabama | 2910 Morgan Road, Bessemer, Alabama |
| 07/12/2007 | Regions Bank, Birmingham, Alabama | 2020 Center Point Road, Birminham, Alabama |
| 07/12/2007 | Regions Bank, Birmingham, Alabama | 2250 Bessemer Road, Birmingham, Alabama |
| 07/12/2007 | Regions Bank, Birmingham, Alabama | 1605 Forestdale Boulevard, Birmingham, Alabama |
| 07/12/2007 | Regions Bank, Birmingham, Alabama | 1908 29th Avenue South, Birmingham, Alabama |
| 07/12/2007 | Regions Bank, Birmingham, Alabama | 417 North 20th Street, Birmingham, Alabama |
| 07/12/2007 | Regions Bank, Birmingham, Alabama | 2711 Culver Road, Birmingham, Alabama |
| 07/12/2007 | Regions Bank, Birmingham, Alabama | 335 Helena Market Place, Helena, Alabama |
| 07/12/2007 | Regions Bank, Birmingham, Alabama | 3179 Green Valley Road, Birmingham, Alabama |
| 07/12/2007 | Regions Bank, Birmingham, Alabama | 223 2nd Avenue SE, Cullman, Alabama |
| 07/12/2007 | Regions Bank, Birmingham, Alabama | 400 West Meighan Boulevard, Gadsden, Alabama |
| 07/12/2007 | Regions Bank, Birmingham, Alabama | 1515 McFarland Boulevard North Tuscaloosa, Alabama |
| 07/12/2007 | Regions Bank, Birmingham, Alabama | 1820 Gulf Shores Parkway, Gulf Shores, Alabama |
| 07/12/2007 | Regions Bank, Birmingham, Alabama | 11392 North Williams Street, Dunnellon, Florida |
| 07/12/2007 | Regions Bank, Birmingham, Alabama | 2444 East Silver Springs Boulevard, Ocala, Florida |
| 07/12/2007 | Regions Bank, Birmingham, Alabama | 925 South Orlando Avenue, Winter Park, Florida |

**Table 16. Branches Closed by State-Chartered Banks
October 1, 2006 to September 30, 2007**

| DATE | BANK | BRANCH LOCATION |
|-------------|--|--|
| 07/12/2007 | Regions Bank, Birmingham, Alabama | 505 Wekiva Springs Road, Longwood, Florida |
| 07/12/2007 | Regions Bank, Birmingham, Alabama | 201 South Orange Avenue, Orlando, Florida |
| 07/12/2007 | Regions Bank, Birmingham, Alabama | 763 East 3rd Avenue, New Smyrna Beach, Florida |
| 07/12/2007 | Regions Bank, Birmingham, Alabama | 2 Northeast Eglin Parkway Fort Walton Beach, Florida |
| 07/12/2007 | Regions Bank, Birmingham, Alabama | 2994 South County Highway 395 Santa Rosa Beach, Florida |
| 07/12/2007 | Regions Bank, Birmingham, Alabama | 2209 Thomas Drive, Panama City Beach, Florida |
| 07/12/2007 | Regions Bank, Birmingham, Alabama | 5600 North 9th Avenue, Pensacola, Florida |
| 07/12/2007 | Regions Bank, Birmingham, Alabama | 251 West Garden Street, Pensacola, Florida |
| 07/12/2007 | Regions Bank, Birmingham, Alabama | 5100 Cortez Road West, Bradenton, Florida |
| 07/12/2007 | Regions Bank, Birmingham, Alabama | 5221 Clark Road, Sarasota, Florida |
| 07/12/2007 | Regions Bank, Birmingham, Alabama | 6204 North Lockwood Ridge Road Sarasota, Florida |
| 07/12/2007 | Regions Bank, Birmingham, Alabama | 301 US Highway 41 South, Inverness, Alabama |
| 07/12/2007 | Regions Bank, Birmingham, Alabama | 4556 South Suncoast Boulevard Homosassa, Florida |
| 07/12/2007 | Regions Bank, Birmingham, Alabama | 3860 North Lecanto Highway, Beverly Hills, Florida |
| 07/12/2007 | Regions Bank, Birmingham, Alabama | 12200 US Highway 19 North, Hudson, Florida |
| 07/12/2007 | Regions Bank, Birmingham, Alabama | 34650 US Highway 19 North, Palm Harbor, Florida |
| 07/12/2007 | Regions Bank, Birmingham, Alabama | 7205 Forest Oaks Boulevard, Spring Hill, Florida |
| 07/31/2007 | Hancock Bank of Alabama, Mobile, Alabama | 6312 Piccadilly Square , Mobile, Alabama |
| 09/21/2007 | Regions Bank, Birmingham, Alabama | 443 F. St. Armand's Circle, Sarasota, Florida |

**Table 17. Branch Sales (Certain Branch Assets & Assumption of Certain Liabilities)
October 1, 2006 to September 30, 2007**

| DATE | BANK | PURCHASER | BRANCH LOCATION |
|-------------|-------------------------------------|--|---|
| 01/26/2007 | Regions Bank Birmingham, Alabama | Citizens Bank & Savings Company Russellville, Alabama | 301 John Lee Hooker Lane Clarksdale, Mississippi |
| 01/26/2007 | Regions Bank Birmingham, Alabama | Citizens Bank & Savings Company Russellville, Alabama | 342 Washington Avenue Greenville, Mississippi |
| 01/26/2007 | Regions Bank Birmingham, Alabama | Citizens Bank & Savings Company Russellville, Alabama | 820 West Park Avenue Greenwood, Mississippi |
| 01/26/2007 | Regions Bank Birmingham, Alabama | Citizens Bank & Savings Company Russellville, Alabama | 102 West Fox Avenue Eupora, Mississippi |
| 01/26/2007 | Regions Bank Birmingham, Alabama | Citizens Bank & Savings Company Russellville, Alabama | 303 Highway 12 West Starkville, Mississippi |
| 01/26/2007 | Regions Bank Birmingham, Alabama | Citizens Bank & Savings Company Russellville, Alabama | 3869 Highway 12 West Sturgis, Mississippi |

**Table 18. Branch Office Relocation
October 1, 2006 to September 30, 2007**

| DATE | BANK | FROM | TO |
|-------------|---|---|---|
| 10/16/2006 | AmSouth Bank Birmingham, Alabama | 12720 Middle Beach Road Panama City, Florida | 11540 Panama City Beach Highway Panama City, Florida |
| 10/16/2006 | Merchants Bank Cullman, Alabama | 201 Commercial Street, SE Hanceville, Alabama | 906 Main Street, NE Hanceville, Alabama |
| 10/23/2006 | First Tuskegee Bank Tuskegee, Alabama | 100 Commerce Street Montgomery, Alabama | 660 Adams Avenue Montgomery, Alabama |
| 10/23/2006 | First American Bank Birmingham, Alabama | 401 Meridian Street Suite 100 Huntsville, Alabama | 100 Church Street Huntsville, Alabama |
| 10/24/2006 | Regions Bank Birmingham, Alabama | 131 Main Street Atlanta, Texas | 307 N. William Street Atlanta, Texas |
| 12/18/2006 | Regions Bank (d/b/a AmSouth Bank) Birmingham, Alabama | 1388 Volunteer Parkway Bristol, Tennessee | 1431 Volunteer Parkway Bristol, Tennessee |
| 12/18/2006 | Regions Bank (d/b/a AmSouth Bank) Birmingham, Alabama | 340 Gulf Breeze Pkwy. Gulf Breeze, Florida | 400 Gulf Breeze Pkwy. Gulf Breeze, Florida |
| 01/16/2007 | First Lowndes Bank Highland Homes, AL | 19026 Montgomery Highway Highland Home, AL | 17823 Montgomery Highway Highland Home, AL |
| 03/19/2007 | Regions Bank Birmingham, Alabama | 220 West Fairbanks Avenue Winter Park, Florida | 517 West Morse Boulevard Winter Park, Florida |
| 03/26/2007 | Community Spirit Bank Red Bay, Alabama | 310 Jackson Avenue Russellville, Alabama | 14009 Highway 43 Russellville, Alabama |
| 06/18/2007 | Regions Bank Birmingham, Alabama | 2001 Lurleen B. Wallace Blvd., Northport, Alabama | 1910 Regions Street Northport, Alabama |
| 07/20/2007 | Bryant Bank Tuscaloosa, Alabama | 1350 N. McKenzie Street Foley, Alabama | 1502 N. McKenzie Street Foley, Alabama |
| 08/13/2007 | Regions Bank Birmingham, Alabama | 500 North Miramar Avenue Indialantic, Florida | 200 Fifth Avenue Indialantic, Florida |
| 09/10/2007 | Regions Bank Birmingham, Alabama | 400 Cleveland Street Clearwater, Florida | 715 South Fort Harrison Avenue Clearwater, Florida |
| 09/24/2007 | Regions Bank Birmingham, Alabama | 221 South Gordon Street Alvin, Texas | 205 South Gordon Street Alvin, Texas |

BUREAU OF LOANS

The Bureau of Loans was established in 1945 under authority of Act No. 159, for the purpose of administering and enforcing the provisions of the Harris Act, the predecessor of the present **Alabama Small Loan Act of 1959** (§ 5-18-1 et seq. 1975 Code). Since that time, the Alabama legislature has expanded the consumer protection role of the Bureau through various additional acts.

In 1971, the Alabama legislature passed the **Alabama Consumer Credit Act** (§ 5-19-1 et seq. 1975 Code), commonly known as the Mini-Code, which designated the Superintendent of Banks as Administrator and the Supervisor of the Bureau of Loans as Deputy Administrator for enforcement purposes. The **Alabama Pawn Shop Act** was enacted into law on May 21, 1992, under the authority of Act No. 92-597 (§ 5-19A-1 et seq.). The **Mortgage Brokers Licensing Act** was enacted into Law on May 30, 2001, under the authority of Act No. 2001-692 (§ 5-25-1-et seq.) The **Deferred Presentment Services Act** was enacted into law on June 20, 2003, under the authority of Act No. 2003-359 (§ 5-18A-1 et seq.). All of these laws designate the Supervisor of the Bureau of Loans as the regulatory authority to administer and enforce the Acts.

The Bureau of Loans has the statutory authority to examine at any reasonable time the lending activity and other records of any small loan company, finance company, and/or other individuals or persons holding any license from the State Banking Department. Staff examiners normally review records and transactions to determine compliance with Alabama laws at the licensee's place of business. Each licensee pays to the State Banking Department the actual cost of each examination with the amount being reasonably prescribed under uniform and equitable rules and regulations promulgated by the Superintendent of Banks.

ALABAMA SMALL LOAN ACT

Total licensees under the **Alabama Small Loan Act** are shown below for the past five years:

| <u>Date</u> | <u>Number</u> |
|-------------------|---------------|
| December 31, 2006 | 331 |
| December 31, 2005 | 280 |
| December 31, 2004 | 268 |
| December 31, 2003 | 240 |
| December 31, 2002 | 234 |

Licensees under the **Alabama Small Loan Act** submitted the following financial data for calendar year 2006 as required under Section 5-18-11 of the Code of Alabama.* The Bureau of Loans staff does not audit or otherwise check the financial data submitted by licensees for accuracy.

| <u>Item</u> | <u>Number</u> | <u>Amount</u> |
|--------------------------------|---------------|---------------------|
| Total Assets | | \$50,664,415 |
| Total Loans Outstanding | 84,929 | \$44,064,335 |
| Total Operating Income | | \$30,481,197 |
| Total Operating Expenses | | \$26,776,591 |
| Net Profit (Loss) | | \$3,704,606 |

*Listed below are companies not included in the financial data for calendar year 2006. These companies either failed to submit data or the data is being reviewed by the Department. The impact of this omission should be minimal.

First Stop Financial, Inc.
Sun Loan Company Alabama, Inc.

RJW, Inc.

ALABAMA CONSUMER CREDIT ACT

Total licensees under the **Alabama Consumer Credit Act**, known as the Mini-Code, are shown below for the past five years:

| <u>Year</u> | <u>Number</u> |
|-------------------|---------------|
| December 31, 2006 | 1069 |
| December 31, 2005 | 1031 |
| December 31, 2004 | 972 |
| December 31, 2003 | 926 |
| December 31, 2002 | 869 |

Licensees under the **Alabama Consumer Credit Act** submitted the following financial data for calendar year 2006: *

| <u>Item</u> | <u>Number</u> | <u>Amount</u> |
|---------------------------------|----------------|-------------------------|
| Total Assets | | \$14,232,749,851 |
| Gross Loan Receivables | 320,791 | \$ 3,546,135,861 |
| Gross Sales Finance Receivables | 356,208 | \$ 3,790,168,567 |
| Total Receivables | 676,999 | \$ 7,336,304,428 |
| Total Operating Income | | \$ 3,335,419,762 |
| Total Operating Expenses | | \$ 3,094,518,494 |
| Net Profit (Loss) | | \$ 240,901,268 |

*Listed below are companies not included in the financial data for calendar year 2006. These companies either failed to submit data or the data is being reviewed by the Department. The impact of this omission should be minimal.

Advanced Mortgage Solutions, Inc.
B R Capital
Community Home Financial Services, Inc.
First Consolidated Mortgage Company
Lyons Enterprises, Inc.
Pine State Mortgage Corporation
RJW, Inc.

American Cash & Loans, LLC
Benchmark Funding Corporation
ESCO Financial Services, Inc.
Hunter Mortgage Company, Inc.
NV Mortgage, Inc.
Professional Lending, LLC
SRI

ALABAMA PAWN SHOP ACT

Active number of licensees under the **Alabama Pawn Shop Act** is shown below for the past five years:

| <u>Year</u> | <u>Number</u> |
|-------------------|---------------|
| December 31, 2006 | 1008 |
| December 31, 2005 | 1018 |
| December 31, 2004 | 1000 |
| December 31, 2003 | 897 |
| December 31, 2002 | 804 |

The **Alabama Pawn Shop Act** does not require financial reporting.

ALABAMA MORTGAGE BROKER LICENSING ACT

Active number of licensees under the **Alabama Mortgage Brokers Licensing Act** is shown below for the past five years:

| <u>Year</u> | <u>Number</u> |
|-------------------|---------------|
| December 31, 2006 | 527 |
| December 31, 2005 | 502 |
| December 31, 2004 | 456 |
| December 31, 2003 | 415 |
| December 31, 2002 | 340 |

Licensees under the **Alabama Mortgage Brokers Licensing Act** submitted the following financial data for the 2006 calendar year: *

| <u>ITEM</u> | <u>NUMBER</u> | <u>AMOUNT</u> |
|---------------------------|---------------|-------------------------|
| Total Assets | | \$ 68,902,299 |
| Total Net-Worth | | \$ 48,385,991 |
| Total Operating Income | | \$ 99,431,732 |
| Total Operating Expenses | | \$ 81,749,967 |
| Net Profit (Loss) | | \$ 17,681,765 |
| Total Loans Closed | 27,348 | \$ 3,440,725,653 |

ALABAMA DEFERRED PRESENTMENT SERVICES ACT

Total licensees under this Act are shown below:

| <u>Year</u> | <u>Number</u> |
|-------------------|---------------|
| December 31, 2006 | 1201 |
| December 31, 2005 | 1177 |
| December 31, 2004 | 1103 |

The **Deferred Presentment Services Act** does not require financial reporting.