

SUPERINTENDENT OF BANKS
ANNUAL REPORT



FISCAL YEAR ENDING
SEPTEMBER 30, 2005



STATE OF ALABAMA
STATE BANKING DEPARTMENT



Bob Riley
Governor

John D. Harrison
Superintendent of Banks

December 16, 2005

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

Dear Governor Riley:

I submit to you our fiscal year end 2005 report to comply with the Code of Alabama 1975 § 5-2A-13.

I am pleased to report that we successfully faced many challenges during this fiscal year. After experiencing a significant decline in our bank total assets, we implemented cost-cutting measures and adjusted our bank assessment rates to maintain a stable revenue base. We remain sensitive to the impact that continued bank mergers could have on our ever-changing banking environment.

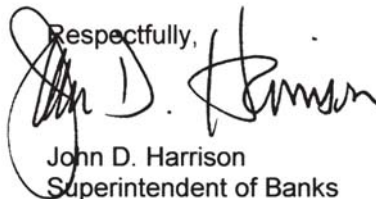
Due to the achievements as a result of the hard work of the management teams and board of directors of our banks combined with our supervision and regulation, the Alabama banking industry remains strong, well-capitalized, and healthy. During this fiscal year, we chartered two new banks and have noticed a growing interest in Alabama investors to open more new banks. We continue to have great pride in the fact that the citizens of Alabama have not experienced a bank failure since 1987.

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. Through aggressive enforcement of the 2001 Mortgage Brokers Licensing Act we licensed 456 brokers who reported closing 25,020 mortgage loans for total activity of \$2,746,771,000.

Governor, our field examiners and office staff continue to work diligently to protect our citizens. Our field examiners travel continuously to work on-site in the offices (in state and out-of-state) of Alabama-based banks and non-deposit lenders. We repeat our thanks to them for their resolve and commitment in protecting the citizens of our state as well as the other 18 states where our Alabama banks operate.

In closing, we appreciate your continued support of our department and anticipate another good year under your leadership.

Respectfully,



John D. Harrison
Superintendent of Banks

STATE BANKING BOARD

Members

Expiration of Term

| | | |
|--------------------|---|--|
| John D. Harrison | Superintendent of Banks | Ex-officio Member Chairman of Board |
| Carl Barker | President and CEO Regions Bank Montgomery | February 1, 2009 |
| John Boyett | Executive Vice President & Co-CEO First State Bank of the South, Inc. Sulligent | February 1, 2007 |
| 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

MANAGEMENT

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

Administrative Staff

Michael A. Seals Division Manager
Thomas O. Barbarow Senior Accountant
Tammie R. Rudolph Staff Accountant
Loris J. Thornton Administrative Support Assistant III
Roderick M. Ross Laborer

Administrative Support Staff

Glenda H. Foley Executive Secretary
Alfreda W. Murdock Personnel Assistant II
Janice S. Faulk Administrative Support Assistant II
LaChasta D. White Administrative Support Assistant II

Bureau of Banking

Specialist Division

Michael A. Seals Division Manager
Jeb S. Cloyd Wealth Management
Robert Peace Wealth Management

Special Operations/Large Institution Division

Wayne Cranford Division Manager

Consumer Services/Training

Jack Evans Consumer Services
Christie Gowan Bank Examiner III
Marcus R. Andrews Training
John P. Schindler Training

Large Institution Team

G. Jerome Turley Team Leader
David P. Florey Case Manager
Joel A. Black Case Manager
Mark A. Sislak Case Manager

Credit Risk Team

John W. Amason, III..... Case Manager
J. Harold Banks..... Credit Risk
Timothy J. Rayborn..... Credit Risk
Barry S. Hollyfield Credit Risk

Community Bank Division – Office Staff, IT Group, & Examiners

Gordon Gardner..... Division Manager

B. Charles Coon..... 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 I

Northern District

Michael W. Westbrook District Supervisor

Allen W. Hawkins Team I Supervisor
Jeff A. Ellis Team II Supervisor

Jason M. Windham Case Manager/Bank Examiner IV
Kathleen A. Nicholson..... Operations Risk/Bank Examiner IV
Kareem D. Campbell..... Bank Examiner III
James J. Daniel Bank Examiner III
Cori S. Gohn Bank Examiner III
Jerry King..... Bank Examiner III
Dwight A. Manghue..... Bank Examiner III
Alandra S. Hudson..... Bank Examiner II
Cylenthia R. Jones..... Bank Examiner II
David A. Patterson Bank Examiner II
Kevin D. Reaves Bank Examiner II
Ricky L. Durden Bank Examiner I
Luke Sampson..... Bank Examiner I
Clinton B. Bridges Bank Examiner I
William P. Morthland Bank Examiner I
Kristin Vaughan-Harville Bank Examiner I
Samantha N. Zimmerman... Bank Examiner I
Jonathan B. Edwards..... Professional Trainee

Southern District

George C. Page District Supervisor

E. Nelson Cook..... Team I Supervisor
Richard A. Stephens Team II Supervisor
Eric J. Wilson Case Manager/Bank Examiner IV
Silas M. Turner III..... Case Manager/Bank Examiner IV
Michael Whitehurst Operations Risk/Bank Examiner IV

| | |
|----------------------------|----------------------|
| C. Glen Daniel..... | Bank Examiner III |
| Andre L. Scott..... | Bank Examiner III |
| Elizabeth W. Starling..... | Bank Examiner III |
| David E. Smith, Jr. | Bank Examiner III |
| Paul D. Thomas | Bank Examiner III |
| Gregory R. Warren..... | Bank Examiner III |
| Jerry Merritt..... | Bank Examiner III |
| Jay H. Caver | Bank Examiner II |
| Stephen L. Griffith..... | Bank Examiner II |
| Matthew Champion..... | Bank Examiner I |
| Jesse L. Hudson | Bank Examiner I |
| Chadwick White | Professional Trainee |
| Stephen Groomster..... | Professional Trainee |

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. Brooks | Administrative Support Assistant II |
| Angela J. Fannin | Administrative Support Assistant I |
| Demetrice L. Hardy..... | Administrative Support Assistant I |
| Carolyn D. Harris | Administrative Support Assistant I |

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

Legal Division

| | |
|----------------------------|--------------------------------------|
| Elizabeth T. Bressler..... | General Counsel |
| C. Linwood Bragan | Associate Counsel |
| Jennifer M. Hagood..... | Associate Counsel |
| Nancy Lavey | Administrative Support Assistant III |

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. Gulledge | 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 |



GOVERNOR BOB RILEY



Members of State Banking Board

(Left to Right) Terry Phillips, W. Bibb Lamar, Larry K Deason, Frances Guthrie, John Boyett, Carl Barker, John D. Harrison

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 loan associations operating in Alabama. As of fiscal year-end September 30, 2005, the Banking Bureau had 126 commercial banks and 3 trust companies under supervision. During the period October 1, 2004 to September 30, 2005, the Superintendent of Banks approved 2 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 were \$189,688,746,000 and \$137,220,388,000, respectively. Equity Capital for state-chartered banks totaled over \$20 billion with the ratio of Average Equity Capital to Total Assets remaining above 10%. 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 state-chartered banks are shown below:

| <u>September 30th</u> | <u>% of Total Assets</u> | <u>% of Total Deposits</u> |
|-----------------------|--------------------------|----------------------------|
| 2005 | 87% | 86% |
| 2004 | 88% | 86% |
| 2003 | 89% | 87% |
| 2002 | 86% | 87% |
| 2001 | 89% | 87% |

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

| | <u>September 30, 2005</u> |
|---|---------------------------|
| The Trust Company of Sterne, Agee, & Leach, Inc | \$1, 021,651,281.00 |
| BancTrust Company, Inc. | 548,662,127.00 |
| Founders Trust Company | <u>336,393,583.83</u> |
| Total | \$1,906,706,991.83 |

**Table 1. Consolidated Reports of Condition as of the close of business September 30th
(126 State-Chartered Banks with 2,955 Branches as of September 30, 2005)**

| ASSETS | 2004 | 2005 |
|---|----------------------|----------------------|
| | Thou. Dol. | |
| 1. Cash and Balances Due From Depository Institutions: | | |
| a. Non-interest-Bearing Balances and Currency and Coin..... | 4,646,609 | 4,942,818 |
| b. Interest-Bearing Balances..... | 140,191 | 235,189 |
| 2. Securities | 45,365,621 | 35,888,024 |
| 3. Federal Funds Sold and Securities Purchased Under Agreements to Resell | 733,822 | 849,401 |
| 4. Loans and Leases, Net of Unearned Income and Allowance for Loan and Lease Losses..... | 138,395,781 | 132,501,919 |
| 5. Trading Assets | 317,691 | 565,905 |
| 6. Premises and Fixed Assets (Including Capitalized Leases) | 3,558,323 | 3,076,493 |
| 7. Other Real Estate Owned | 200,716 | 167,111 |
| 8. Intangible Assets..... | 1,709,268 | 5,534,430 |
| 9. Other Assets..... | 7,449,587 | 5,927,456 |
| 10. TOTAL ASSETS..... | \$202,517,609 | \$189,688,746 |
| LIABILITIES | | |
| 11. Deposits | 141,572,762 | 137,212,368 |
| 12. Federal Funds Purchased and Securities Sold Under Agreements to Repurchase..... | 14,216,779 | 12,177,786 |
| 13. Trading Liabilities | 295,598 | 521,512 |
| 14. Other Borrowed Money (Includes Mortgage Indebtedness and Obligations Under Capitalized Leases) | 23,799,260 | 14,076,018 |
| 15. Subordinated Notes and Debentures (Includes Limited-Life Preferred Stock and Related Surplus) | 2,065,554 | 2,150,312 |
| 16. Other Liabilities | 3,751,014 | 3,292,875 |
| 17. TOTAL LIABILITIES..... | 185,700,967 | 169,430,871 |
| EQUITY CAPITAL | | |
| 18. Perpetual Preferred Stock and Related Surplus | 1,002 | 1,002 |
| 19. Common Stock..... | 27,051 | 36,834 |
| 20. Surplus (Excludes All Surplus Related to Preferred Stock) | 6,980,691 | 11,465,408 |
| 21. a. Undivided Profits and Capital Reserves | 9,679,990 | 9,004,428 |
| b. Net Unrealized Holding Gains (Losses) on Available-for-Sale Securities | 131,881 | (217,638) |
| c. Accumulated Net Gains (Losses) on Cash Flow Hedges..... | (3,973) | (32,159) |
| 22. TOTAL EQUITY CAPITAL | 16,816,642 | 20,257,875 |
| 23. TOTAL LIABILITIES & EQUITY CAPITAL..... | \$202,517,609 | \$189,688,746 |
| Reserve for Loan Losses | \$1,835,498 | \$1,679,213 |
| Equity Capital to Assets | 8.30% | 10.68% |
| Tier 1 Core Capital to Assets..... | 8.24% | 10.81% |
| Percentage Gross Capital and Reserves to Gross Assets | 9.13% | 11.46% |
| Percentage Gross Capital and Reserves to Total Deposits..... | 13.18% | 15.99% |
| Percentage Net Loans to Total Assets..... | 68.34% | 69.85% |
| Percentage Net Loans to Total Deposits | 97.76% | 96.57% |

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

| Location | Bank | 2004 | | 2005 | |
|----------------|--|------------|------------|------------|------------|
| | | Deposits | Assets | Deposits | Assets |
| Alexander City | Aliant Bank | 579,598 | 710,955 | 665,569 | 821,940 |
| Altoona | The Exchange Bank of Alabama | 155,200 | 189,420 | 157,178 | 194,267 |
| Andalusia | Covington County Bank | 168,274 | 227,201 | 192,418 | 247,594 |
| Anniston | Central Bank of the South | 3,502 | 4,766 | 3,510 | 4,845 |
| Athens | Reliance Bank | 54,499 | 73,140 | 61,067 | 90,232 |
| Atmore | United Bank | 224,592 | 277,529 | 262,928 | 335,813 |
| Auburn | Auburn Bank | 445,877 | 595,942 | 464,061 | 618,713 |
| Beatrice | Peoples Exchange Bank of Monroe County | 53,881 | 60,188 | 51,237 | 58,062 |
| Bessemer | First Financial Bank | 161,815 | 209,648 | 163,628 | 203,154 |
| Birmingham | Alamerica Bank | 50,068 | 63,596 | 45,470 | 55,831 |
| Birmingham | AmSouth Bank | 32,459,474 | 49,821,444 | 35,928,330 | 51,046,105 |
| Birmingham | CapitalSouth Bank (formerly Bank of Alabama) | 215,191 | 281,008 | 288,786 | 340,241 |
| Birmingham | Compass Bank | 16,670,342 | 27,710,276 | 19,085,909 | 30,144,518 |
| Birmingham | First American Bank (1), (2) | 846,954 | 1,066,275 | 1,826,031 | 2,726,104 |
| Birmingham | First Commercial Bank | 1,288,528 | 1,698,149 | 1,469,264 | 1,805,513 |
| Birmingham | Nexity Bank | 437,071 | 584,974 | 555,019 | 734,276 |
| Birmingham | Regions Bank | 35,607,495 | 46,993,564 | 60,696,090 | 81,274,525 |
| Birmingham | ServisFirst Bank (3) | 0 | 0 | 151,196 | 184,236 |
| Birmingham | The Bank | 1,032,338 | 1,367,596 | 1,056,824 | 1,359,286 |
| Blountsville | Community Bank | 437,109 | 531,603 | 441,979 | 564,405 |
| Boaz | First Bank of Boaz | 85,578 | 122,104 | 87,714 | 131,763 |
| Boaz | Peoples Independent Bank of Boaz | 113,814 | 123,427 | 118,949 | 128,922 |
| Brantley | Brantley Bank and Trust Company | 43,542 | 55,442 | 44,274 | 55,728 |
| Brewton | Bank of Brewton | 44,158 | 52,340 | 46,768 | 55,214 |
| Brewton | First Progressive Bank | 17,812 | 24,943 | 20,294 | 27,540 |
| Calera | Central State Bank | 106,841 | 124,344 | 113,834 | 134,654 |
| Centre | Farmers and Merchants Bank | 51,485 | 60,332 | 51,521 | 60,949 |
| Chatom | First Community Bank | 198,448 | 234,383 | 208,993 | 251,064 |

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

| Location | Bank | 2004 | | 2005 | |
|--------------|---|----------|---------|----------|---------|
| | | Deposits | Assets | Deposits | Assets |
| Clanton | Peoples Southern Bank | 101,236 | 121,838 | 102,070 | 122,336 |
| Crossville | DeKalb Bank | 26,066 | 28,421 | 25,509 | 29,951 |
| Cullman | Peoples Bank of North Alabama | 239,950 | 392,303 | 262,194 | 398,949 |
| Cullman | Traditions Bank | 46,614 | 54,887 | 79,669 | 88,214 |
| Dadeville | Bank of Dadeville | 66,324 | 79,247 | 65,627 | 77,242 |
| Demopolis | Robertson Banking Company | 172,854 | 215,851 | 179,451 | 217,176 |
| Dothan | BankSouth | 140,728 | 220,605 | 151,006 | 237,633 |
| Dothan | Southland Bank | 129,143 | 221,323 | 163,559 | 240,568 |
| Dothan | SunSouth Bank | 84,259 | 98,195 | 103,737 | 119,211 |
| Elba | The Peoples Bank of Coffee County | 88,098 | 105,317 | 100,946 | 118,121 |
| Enterprise | Community Bank and Trust of Southeast Alabama | 208,614 | 243,795 | 251,936 | 284,760 |
| Enterprise | The Citizens Bank | 82,727 | 96,366 | 80,134 | 94,286 |
| Eufaula | BankTrust of Alabama | 149,708 | 208,687 | 177,515 | 230,779 |
| Eutaw | Merchants & Farmers Bank of Greene County, Alabama | 35,178 | 50,852 | 37,505 | 47,831 |
| Eva | EvaBank | 129,022 | 187,001 | 167,983 | 242,522 |
| Evergreen | Bank of Evergreen | 31,246 | 33,584 | 30,463 | 33,141 |
| Fayette | The Citizens Bank of Fayette | 116,245 | 163,710 | 124,384 | 168,192 |
| Flomaton | Escambia County Bank | 65,609 | 91,302 | 68,819 | 90,186 |
| Florence | First Southern Bank | 79,261 | 94,933 | 88,548 | 97,379 |
| Fort Deposit | First Lowndes Bank | 115,690 | 128,278 | 135,533 | 150,789 |
| Fort Payne | First State Bank of DeKalb County | 62,829 | 71,812 | 69,650 | 79,372 |
| Fyffe | Horizon Bank | 62,774 | 78,327 | 66,530 | 82,423 |
| Geneva | The American Bank | 68,977 | 82,467 | 71,823 | 86,739 |
| Geneva | The Citizens Bank | 96,191 | 116,308 | 100,321 | 121,898 |
| Geraldine | Liberty Bank | 71,021 | 82,070 | 71,282 | 82,808 |
| Good Hope | Premier Bank of the South (formerly First Commercial Bank of Cullman County) | 74,660 | 112,386 | 89,068 | 121,428 |
| Greensboro | Peoples Bank of Greensboro | 54,167 | 63,233 | 57,383 | 65,475 |

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

| Location | Bank | 2004 | | 2005 | |
|---------------|-------------------------------------|----------|---------|----------|---------|
| | | Deposits | Assets | Deposits | Assets |
| Greensboro | The Citizens Bank | 54,635 | 67,630 | 60,675 | 73,438 |
| Gulf Shores | Vision Bank | 229,015 | 257,712 | 342,060 | 382,734 |
| Guntersville | Citizens Bank & Trust | 58,536 | 74,011 | 93,201 | 105,937 |
| Haleyville | Traders & Farmers Bank | 259,902 | 333,150 | 264,691 | 347,438 |
| Hamilton | PeoplesTrust Bank | 11,986 | 18,337 | 23,539 | 30,033 |
| Hanceville | Merchants Bank | 122,803 | 143,553 | 152,970 | 177,551 |
| Hartford | City Bank of Hartford | 25,681 | 29,170 | 30,390 | 34,000 |
| Hazel Green | North Alabama Bank | 68,962 | 78,214 | 87,062 | 97,741 |
| Huntsville | First Commercial Bank of Huntsville | 324,679 | 449,946 | 379,141 | 458,967 |
| Jackson | Merchants Bank | 123,735 | 140,133 | 132,505 | 149,841 |
| Jasper | Bank of Walker County | 17,141 | 24,860 | 40,710 | 51,800 |
| Jasper | Pinnacle Bank | 184,017 | 207,623 | 195,451 | 218,739 |
| Lafayette | Farmers and Merchants Bank | 67,030 | 92,411 | 66,154 | 92,595 |
| Leeds | Covenant Bank | 57,503 | 62,649 | 65,666 | 73,057 |
| Linden | First Bank of Linden | 83,829 | 94,368 | 89,139 | 102,040 |
| Lineville | FirstState Bank | 82,447 | 107,600 | 87,634 | 111,618 |
| Louisville | Farmers Exchange Bank | 60,522 | 66,092 | 68,314 | 74,789 |
| Luverne | First Citizens Bank | 49,282 | 64,805 | 54,885 | 70,746 |
| Maplesville | Peachtree Bank | 50,138 | 59,984 | 52,310 | 62,787 |
| Marion | Marion Bank and Trust Company | 79,915 | 110,025 | 84,907 | 118,923 |
| McIntosh | Southwest Bank of Alabama | 50,252 | 75,370 | 54,546 | 78,976 |
| Millport | Merchants & Farmers Bank | 51,564 | 66,670 | 55,930 | 71,350 |
| Mobile | BankTrust | 515,030 | 599,483 | 600,743 | 721,160 |
| Montgomery | Capital Bank | 24,908 | 32,727 | 41,343 | 48,985 |
| Montgomery | Sterling Bank | 396,486 | 456,189 | 322,841 | 416,472 |
| Moulton | The Citizens Bank | 83,888 | 99,421 | 84,544 | 99,889 |
| Moundville | Bank of Moundville | 72,207 | 78,589 | 72,845 | 79,299 |
| Muscle Shoals | First Metro Bank | 234,232 | 261,960 | 256,960 | 287,617 |

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

| Location | Bank | 2004 | | 2005 | |
|--------------|-------------------------------------|----------|---------|----------|---------|
| | | Deposits | Assets | Deposits | Assets |
| Oneonta | The Hometown Bank of Alabama | 42,073 | 48,128 | 68,001 | 75,204 |
| Oxford | Cheaha Bank | 79,556 | 94,511 | 94,357 | 113,350 |
| Ozark | The Commercial Bank of Ozark | 50,293 | 58,706 | 56,100 | 63,712 |
| Pell City | Metro Bank | 333,465 | 378,629 | 364,823 | 407,983 |
| Pell City | Union State Bank | 223,640 | 253,160 | 240,796 | 272,431 |
| Phenix City | CB&T Bank of East Alabama | 170,775 | 219,332 | 189,219 | 243,452 |
| Phenix City | Phenix-Girard Bank | 88,560 | 114,860 | 91,549 | 123,349 |
| Piedmont | Farmers and Merchants Bank | 124,172 | 138,601 | 132,853 | 148,164 |
| Pine Hill | Bank of Pine Hill | 19,470 | 26,246 | 20,211 | 27,546 |
| Rainsville | First Bank of the South | 61,496 | 67,908 | 64,034 | 70,390 |
| Red Bay | Community Spirit Bank | 56,265 | 74,021 | 60,754 | 76,420 |
| Red Level | The Peoples Bank of Red Level | 10,593 | 12,858 | 10,973 | 13,184 |
| Reform | West Alabama Bank & Trust | 262,556 | 345,171 | 280,838 | 363,765 |
| Robertsdale | Citizen's Bank, Inc. | 68,388 | 98,622 | 74,938 | 104,295 |
| Russellville | Citizens Bank & Savings Company | 392,206 | 527,057 | 596,692 | 744,351 |
| Russellville | Valley State Bank | 104,086 | 118,549 | 108,737 | 122,907 |
| Samson | The Samson Banking Company, Inc. | 35,033 | 41,553 | 34,030 | 40,727 |
| Selma | The Peoples Bank & Trust Company | 652,992 | 776,644 | 682,803 | 800,526 |
| Sheffield | Bank Independent | 305,669 | 411,464 | 310,982 | 413,810 |
| Stevenson | The North Jackson Bank | 97,261 | 126,546 | 104,083 | 140,704 |
| Sulligent | First State Bank of the South, Inc. | 76,790 | 91,270 | 74,795 | 88,241 |
| Sweet Water | Sweet Water State Bank | 47,147 | 52,036 | 47,558 | 57,638 |
| Tallassee | PrimeSouth Bank | 77,054 | 88,141 | 107,344 | 124,607 |
| Theodore | Bay Bank | 28,195 | 33,775 | 37,560 | 45,452 |
| Thomasville | First United Security Bank | 389,769 | 586,842 | 431,941 | 621,041 |
| Troy | Troy Bank & Trust Company | 273,062 | 334,652 | 294,776 | 361,922 |
| Tuscaloosa | Bryant Bank (4) | 0 | 0 | 33,732 | 55,882 |
| Tuscaloosa | The Bank of Tuscaloosa | 281,622 | 347,380 | 303,451 | 375,234 |

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

| Location | Bank | 2004 | | 2005 | |
|---------------|---|-------------|-------------|-------------|-------------|
| | | Deposits | Assets | Deposits | Assets |
| Tuskegee | Alabama Exchange Bank | 69,482 | 81,795 | 69,384 | 81,328 |
| Tuskegee | First Tuskegee Bank | 54,788 | 62,734 | 56,255 | 64,989 |
| Union Springs | AmeriFirst Bank | 138,650 | 164,570 | 147,946 | 175,364 |
| Union Springs | Community Bank and Trust - Alabama | 49,225 | 56,122 | 53,221 | 60,677 |
| Valley Head | The Citizens Bank of Valley Head | 18,774 | 22,600 | 18,640 | 22,449 |
| Vernon | Citizens State Bank | 35,328 | 47,615 | 35,732 | 50,072 |
| Vernon | The Bank of Vernon | 90,772 | 111,983 | 104,261 | 126,939 |
| Wadley | First Bank | 46,455 | 51,215 | 51,024 | 55,703 |
| Waterloo | The Farmers & Merchants Bank | 36,165 | 45,425 | 40,287 | 49,475 |
| Wedowee | Bank of Wedowee | 136,212 | 166,466 | 123,707 | 154,081 |
| Wedowee | Small Town Bank | 130,491 | 163,106 | 138,478 | 173,398 |
| Wetumpka | First Community Bank of Central Alabama | 105,387 | 116,542 | 126,382 | 140,963 |
| Winfield | State Bank & Trust | 129,919 | 156,028 | 133,401 | 160,148 |
| Winfield | The Citizens Bank of Winfield | 95,882 | 150,198 | 95,279 | 155,587 |
| York | Bank of York | 57,106 | 95,500 | 57,799 | 97,861 |
| TOTALS | | 103,139,826 | 147,818,930 | 137,212,368 | 189,688,746 |

(1) First American Bank of Decatur, Alabama merged with National Bank of Commerce of Birmingham, Alabama effective February 18, 2005

(2) First American Bank of Decatur, Alabama merged with First Citizens Bank of Talladega, Alabama effective May 20, 2005

(3) New charter effective May 02, 2005

(4) New charter effective June 10, 2005

Table 3 Ten Largest State-Chartered Banks

| Bank | Assets | Year Established |
|---|-----------------------|---------------------|
| | <u>Thou. Dol.</u> | |
| Regions Bank, Birmingham, | 81,274,525 | 1871 |
| AmSouth Bank, Birmingham | 51,046,105 | 1873 |
| Compass Bank, Birmingham | 30,144,518 | 1964 |
| First American Bank, Birmingham | 2,726,104 | 1981 |
| First Commercial Bank, Birmingham | 1,805,513 | 1985 |
| The Bank, Birmingham | 1,359,286 | 1957 |
| Aliant Bank, Alexander City | 821,940 | 1902 |
| The Peoples Bank & Trust Company, Selma | 800,526 | 1900 |
| Citizens Bank & Savings Company, Russellville | 744,351 | 1906 |
| Nexity Bank, Birmingham | 734,276 | 1968 |
| Total Assets as of September 30, 2005 | \$ 171,457,144 | |
| <hr/> | | |
| SouthTrust Bank, Birmingham | 53,663,175 | 1887 |
| AmSouth Bank, Birmingham | 49,821,444 | 1873 |
| Regions Bank, Birmingham, | 46,993,564 | 1871 |
| Compass Bank, Birmingham | 27,710,276 | 1964 |
| First Commercial Bank, Birmingham | 1,698,149 | 1985 |
| The Bank, Birmingham | 1,367,596 | 1957 |
| First American Bank, Decatur | 959,246 | 1981 |
| The Peoples Bank & Trust Company, Selma | 776,644 | 1900 |
| Aliant Bank, Alexander City | 710,955 | 1902 |
| BankTrust, Mobile | <u>599,483</u> | 1986 |
| Total Assets as of September 30, 2004 | \$ 184,300,532 | |
| <hr/> | | |

Table 4
Alabama Bank Holding Companies With a Presence in Other States
June 30, 2005

| Holding Company | States | Bank Subsidiary | Deposits in \$000's |
|--|-----------------|--|----------------------------|
| Regions Financial Corporation Birmingham, Alabama | Alabama | Regions Bank Birmingham, Alabama | 11,453,933 |
| | | Regions Morgan Keegan Trust, FSB Birmingham, Alabama | 500 |
| | | Subtotal - Alabama | 11,454,433 |
| | Arkansas | Regions Bank Birmingham, Alabama | 4,508,816 |
| | Florida | Regions Bank Birmingham, Alabama | 8,367,392 |
| | Georgia | Regions Bank Birmingham, Alabama | 5,562,775 |
| | Illinois | Regions Bank Birmingham, Alabama | 2,718,031 |
| | Indiana | Regions Bank Birmingham, Alabama | 1,895,184 |
| | Iowa | Regions Bank Birmingham, Alabama | 577,700 |
| | Kentucky | Regions Bank Birmingham, Alabama | 724,570 |
| | Louisiana | Regions Bank Birmingham, Alabama | 4,344,933 |
| | Mississippi | Regions Bank Birmingham, Alabama | 2,683,318 |
| | Missouri | Regions Bank Birmingham, Alabama | 2,477,948 |
| | North Carolina | Regions Bank Birmingham, Alabama | 176,795 |
| | South Carolina | Regions Bank Birmingham, Alabama | 911,406 |
| | Tennessee | Regions Bank Birmingham, Alabama | 7,073,898 |
| | Texas | Regions Bank Birmingham, Alabama | 2,684,381 |
| | | Subtotal - Other States | 44,707,147 |
| | Foreign Offices | Regions Bank Birmingham, AL | 5,563,499 |
| | | Subtotal - Foreign Offices | 5,563,499 |
| Total - Regions Financial Corporation | | | 61,725,079 |

Table 4
Alabama Bank Holding Companies With a Presence in Other States
June 30, 2005

| Holding Company | States | Bank Subsidiary | Deposits in \$000's |
|---|-----------------|-------------------------------------|----------------------------|
| AmSouth Bancorporation Birmingham, Alabama | Alabama | AmSouth Bank Birmingham, Alabama | 8,943,546 |
| | | Subtotal - Alabama | 8,943,546 |
| | Florida | AmSouth Bank Birmingham, Alabama | 9,462,834 |
| | Georgia | AmSouth Bank Birmingham, Alabama | 217,174 |
| | Louisiana | AmSouth Bank Birmingham, Alabama | 1,757,834 |
| | Mississippi | AmSouth Bank Birmingham, Alabama | 3,167,557 |
| | Tennessee | AmSouth Bank Birmingham, Alabama | 10,175,258 |
| | Virginia | AmSouth Bank Birmingham, Alabama | 30,558 |
| | | Subtotal - Other States | 24,811,215 |
| | Foreign Offices | AmSouth Bank Birmingham, Alabama | 1,868,328 |
| | | Subtotal - Foreign Offices | 1,868,328 |
| Total - AmSouth Bancorporation | | | 35,623,089 |

Table 4
Alabama Bank Holding Companies With a Presence in Other States
June 30, 2005

| Holding Company | States | Bank Subsidiary | Deposits in \$000's |
|---|-----------------|--|----------------------------|
| Compass Bancshares, Inc. Birmingham, Alabama | Alabama | Compass Bank Birmingham, Alabama | 5,839,763 |
| | Alabama | Central Bank of the South Anniston, Alabama | 3,510 |
| | | Subtotal - Alabama | 5,843,273 |
| | Arizona | Compass Bank Birmingham, Alabama | 2,543,277 |
| | Colorado | Compass Bank Birmingham, Alabama | 649,668 |
| | Florida | Compass Bank Birmingham, Alabama | 1,698,282 |
| | New Mexico | Compass Bank Birmingham, Alabama | 305,590 |
| | Texas | Compass Bank Birmingham, Alabama | 7,009,717 |
| | | Subtotal - Other States | 12,206,534 |
| | Foreign Offices | Compass Bank Birmingham, Alabama | 420,577 |
| | | Subtotal - Foreign Offices | 420,577 |
| Total - Compass Bancshares, Inc. | | | 18,470,384 |

Table 4
Alabama Bank Holding Companies With a Presence in Other States
June 30, 2005

| Holding Company | States | Bank Subsidiary | Deposits in \$000's |
|---|-----------------|--|---------------------------------|
| Colonial BancGroup, Inc. Montgomery, Alabama | Alabama | Colonial Bank, NA Montgomery, Alabama | <u>3,979,388</u> |
| | | <i>Subtotal - Alabama</i> | <i>3,979,388</i> |
| | Florida | Colonial Bank, NA Montgomery, Alabama | 8,302,815 |
| | Georgia | Colonial Bank, NA Montgomery, Alabama | 651,360 |
| | Nevada | Colonial Bank, NA Montgomery, Alabama | 588,856 |
| | Texas | Colonial Bank, NA Montgomery, Alabama | <u>479,706</u> |
| | | <i>Subtotal - Other States</i> | <i>10,022,737</i> |
| | Foreign Offices | Colonial Bank, NA Montgomery, Alabama | <u>236,610</u> |
| | | <i>Subtotal - Foreign Offices</i> | <i>236,610</i> |
| <i>Total - Colonial BancGroup, Inc.</i> | | | <u><u>14,238,735</u></u> |

Table 4
Alabama Bank Holding Companies With a Presence in Other States
June 30, 2005

| Holding Company | States | Bank Subsidiary | Deposits in \$000's |
|--|---------------|---|--------------------------------|
| Alabama National Bancorporation Birmingham, Alabama | Alabama | First American Bank Birmingham, Alabama | 1,792,637 |
| | | First Gulf Bank , N. A. Pensacola, Florida | 377,944 |
| | | Alabama Exchange Bank Tuskegee, Alabama | 69,465 |
| | | Bank of Dadeville Dadeville, Alabama | <u>68,168</u> |
| | | Subtotal - Alabama | 2,308,214 |
| | Florida | Millennium Bank Gainesville, Florida | 119,492 |
| | | Cypress Bank Palm Coast, Florida | 273,514 |
| | | Indian River National Bank Vero Beach, Florida | 552,141 |
| | | Community Bank of Naples Naples, Florida | 269,607 |
| | | Public Bank St. Cloud, Florida | 310,809 |
| | | First Gulf Bank , N. A. Pensacola, Florida | <u>86,067</u> |
| | | Subtotal - Florida | 1,611,630 |
| | Georgia | Georgia State Bank Mableton, Georgia | <u>273,633</u> |
| | | Subtotal - Georgia | 273,633 |
| | | Subtotal - Other States | 1,885,263 |
| Total - Alabama National Bancorporation | | | <u><u>4,193,477</u></u> |

Table 4
Alabama Bank Holding Companies With a Presence in Other States
June 30, 2005

| Holding Company | States | Bank Subsidiary | Deposits in \$000's |
|--|---------------|---|----------------------------|
| BancTrust Financial Group, Inc. Mobile, Alabama | Alabama | BankTrust Mobile, Alabama | 576,158 |
| | | BankTrust of Alabama Eufaula, Alabama | 187,330 |
| | | Sweet Water State Bank Sweet Water, Alabama | <u>48,276</u> |
| | | Subtotal - Alabama | 811,764 |
| | Florida | BankTrust of Florida Santa Rosa Beach, Florida | <u>274,615</u> |
| | | Subtotal - Florida | <u>274,615</u> |
| Total - BancTrust Financial Group, Inc. | | | <u>1,086,379</u> |

| Holding Company | States | Bank Subsidiary | Deposits in \$000's |
|---|---------------|---------------------------------|----------------------------|
| The Banc Corporation Birmingham, Alabama | Alabama | The Bank Birmingham, Alabama | <u>770,250</u> |
| | | Subtotal - Alabama | 770,250 |
| | Florida | The Bank Birmingham, Alabama | <u>272,235</u> |
| | | Subtotal - Florida | <u>272,235</u> |
| Total - The Banc Corporation | | | <u>1,042,485</u> |

Table 4
Alabama Bank Holding Companies With a Presence in Other States
June 30, 2005

| Holding Company | States | Bank Subsidiary | Deposits in \$000's |
|---|---------------|--|----------------------------|
| CBS Banc-Corp. Russellville, Alabama | Alabama | Citizens Bank & Savings Co. Russellville, Alabama | 404,859 |
| | | Subtotal - Alabama | 404,859 |
| | Mississippi | Citizens Bank & Savings Co. Russellville, Alabama | 53,543 |
| | | Subtotal - Mississippi | 53,543 |
| | Tennessee | Citizens Bank & Savings Co. Russellville, Alabama | 130,720 |
| | | Subtotal - Tennessee | 130,720 |
| | | Subtotal - Other States | 184,263 |
| Total - CBS Banc-Corp. | | | 589,122 |
| United Bancorporation of Alabama Atmore, Alabama | Alabama | United Bank Atmore, Alabama | 243,550 |
| | | Subtotal - Alabama | 243,550 |
| | Florida | United Bank Atmore, Alabama | 6,986 |
| | | Subtotal - Florida | 6,986 |
| Total - United Bancorporation of Alabama | | | 250,536 |
| Frontier National Corporation Sylacauga, Alabama | Alabama | Frontier Bank Lagrange, GA | 222,945 |
| | | Subtotal - Alabama | 222,945 |
| | Georgia | Frontier Bank Lagrange, GA | 6,852 |
| | | Subtotal - Georgia | 6,852 |
| Total - Frontier National Corporation | | | 229,797 |

Table 4
Alabama Bank Holding Companies With a Presence in Other States
June 30, 2005

| 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 | <u>59,915</u> |
| | | Subtotal - Alabama | 59,915 |
| | Mississippi | Spirit Bank Belmont, Mississippi | <u>15,308</u> |
| | | Subtotal - Mississippi | 15,308 |
| Total - The Weatherford Foundation of Red Bay Alabama, Inc. | | | <u><u>75,223</u></u> |

Table 5
Out-of-State Bank Holding Companies, Banks, and Savings and Loan Associations
With a Presence in Alabama
June 30, 2005

| Bank Holding Company | Institution | Deposits In \$000's |
|---|--|----------------------------|
| Wachovia Corporation Charlotte, North Carolina | Wachovia Bank, NA Charlotte, North Carolina | 7,555,576 |
| Synovus Financial Corp Columbus, Georgia | CB&T Bank of Russell County Phenix City, Alabama | 187,111 |
| | Community Bank and Trust of Southeast Alabama Enterprise, Alabama | 241,108 |
| | First Commercial Bank Birmingham, Alabama | 1,153,766 |
| | First Commercial Bank of Huntsville Huntsville, Alabama | 360,755 |
| | Sterling Bank Montgomery, Alabama | 326,802 |
| | The Bank of Tuscaloosa Tuscaloosa, Alabama | 285,028 |
| | The First National Bank of Jasper Jasper, Alabama | 415,386 |
| | Total - Synovus Financial Corp | 2,969,956 |
| BancorpSouth, Inc. Tupelo, Mississippi | BancorpSouth Bank Tupelo, Mississippi | 628,762 |
| Whitney Holding Corporation New Orleans, Louisiana | Whitney National Bank New Orleans, Louisiana | 427,905 |
| SunTrust Banks, Inc. Atlanta, Georgia | SunTrust Bank Atlanta, Georgia | 391,727 |
| Renasant Corporation Tupelo, Mississippi | Renasant Bank (formerly Heritage Bank) Tupelo, Mississippi | 384,758 |
| Vision Bancshares, Inc Panama City, Florida | Vision Bank Gulf Shores, Alabama | 330,303 |
| ABC Bancorp Moultrie, Georgia | Southland Bank Dothan, Alabama | 156,345 |
| NBC Capital Corporation Starkville, Mississippi | National Bank of Commerce Starkville, Mississippi | 151,975 |

Table 5
Out-of-State Bank Holding Companies, Banks, and Savings and Loan Associations
With a Presence in Alabama
June 30, 2005

| Bank Holding Company | Institution | Deposits In \$000's |
|---|---|----------------------------|
| PeopleSouth Bancshares, Inc (formerly Peoples Community Bancshares) Colquitt, Georgia | PeoplesSouth Bank (formerly Peoples Community Bank) Columbia, Alabama | 143,915 |
| None | Charter Bank, FSB West Point, Georgia | 134,993 |
| None | SouthBank, FSB Corinth, Mississippi | 89,784 |
| BB&T Corporation Winston-Salem, North Carolina | Branch Banking and Trust Company Winston-Salem, North Carolina | 74,025 |
| Citizens Bancshares Corporation Atlanta, Georgia | Citizens Trust Bank Atlanta, Georgia | 68,302 |
| Community Capital Bancshares, Inc Albany, Georgia | AB & T National Bank Dothan, Alabama | 54,508 |
| Community Bankshares, Inc. Cornelia, Georgia | Community Bank & Trust - Alabama Union Springs, Alabama | 52,577 |
| Bancorp of Lucedale, Inc. Lucedale, Mississippi | Century Bank Lucedale, Mississippi | 36,525 |
| Commerce Bancshares, Inc. Franklin, Tennessee | Peoples State Bank of Commerce Trenton, Tennessee | 30,051 |
| Capital City Bank Group, Inc. Tallahassee, Florida | Capital City Bank Tallahassee, Florida | 10,618 |
| None | Citizens Bank & Trust, FSB Trenton, Georgia | 8,697 |
| First National Bankers Bancshares, Inc Baton Rouge, Louisiana | Alabama Banker's Bank Birmingham, Alabama | 6,544 |
| Dickinson Financial Corporation II Kansas City , Missouri | Armed Forces Bank, N.A. Fort Leavenworth, Kansas | 5,057 |
| J. P. Morgan Chase & Co. New York, New York | J. P. Morgan Trust Company, N.A. Los Angeles, California | 0 |
| | TOTAL ALABAMA DEPOSITS | 13,712,903 |

SUMMARY STATISTICS

STATE-CHARTERED BANKS:

| | | |
|---|----|-----------|
| Number of state-chartered banks at September 30, 2004 | | 130 |
| New Banks Opened (Table 6) | | +2 |
| Conversions: National-to-State | 0 | |
| State-to-National | -1 | |
| FSB-to-State | 0 | -1 |
| Mergers: State with State | -1 | |
| State with National | 0 | |
| State with Out-of-State (Table 9) | -4 | <u>-5</u> |
| Number of state-chartered banks at September 30, 2005 | | 126 |

BRANCH OFFICES:

| | | |
|---|------|------------|
| Number of branch offices at September 30, 2004 | | 3,012 |
| Adjustments for late notifications | 0 | |
| New branch offices opened (Table 10) | +94 | |
| Branches established as a result of mergers | 0 | |
| Branches gained in national-to-state conversions | +704 | |
| Branches gained in FSB-to-state conversions | +4 | |
| Branches gained in Purchase/Assumption (Table 14) | +4 | |
| Branches gained in main office redesignation | 0 | |
| Branches closed (Table 16) | -47 | |
| Branches lost as a result of mergers | -73 | |
| Branches lost in state-to-national conversions | -743 | |
| Branches lost in Purchase/Assumption | 0 | <u>-57</u> |
| Number of branch offices at September 30, 2005 | | 2,955 |

**COMMERCIAL BANK ASSETS BY STATE (IN MILLIONS)
RANKED BY TOTAL ASSETS PER
STATE CHARTER
SEPTEMBER 30, 2005**

| STATE | NATIONAL CHARTER | STATE CHARTER | ALL BANKS | |
|----------------|------------------|---------------|-----------|-------|
| New York | 754,031 | 308,353 | 1,062,384 | |
| Georgia | 15,788 | 242,362 | 258,150 | |
| California | 113,772 | 191,077 | 304,849 | |
| Alabama | 24,343 | 189,690 | 214,033 | ***** |
| Massachusetts | 10,271 | 154,340 | 164,611 | |
| Illinois | 177,230 | 150,623 | 327,853 | |
| Michigan | 44,529 | 149,313 | 193,842 | |
| North Carolina | 1,536,984 | 141,441 | 1,678,425 | |
| Utah | 33,498 | 120,824 | 154,322 | |
| Ohio | 1,484,744 | 91,366 | 1,576,110 | |
| Virginia | 82,810 | 83,580 | 166,390 | |
| Wisconsin | 30,964 | 75,244 | 106,208 | |
| Texas | 91,082 | 74,247 | 165,329 | |
| Florida | 32,887 | 60,322 | 93,209 | |
| Missouri | 30,509 | 58,985 | 89,494 | |
| Delaware | 287,068 | 47,859 | 334,927 | |
| Pennsylvania | 194,018 | 47,538 | 241,556 | |
| New Jersey | 43,319 | 42,545 | 85,864 | |
| Maryland | 3,102 | 37,708 | 40,810 | |
| Iowa | 9,849 | 37,413 | 47,262 | |
| Washington | 1,975 | 35,285 | 37,260 | |
| Kentucky | 17,821 | 33,517 | 51,338 | |
| Indiana | 54,396 | 32,835 | 87,231 | |
| Minnesota | 28,468 | 32,521 | 60,989 | |
| Mississippi | 12,805 | 31,751 | 44,556 | |
| Arkansas | 10,645 | 30,998 | 41,643 | |
| Tennessee | 46,173 | 30,674 | 76,847 | |
| South Carolina | 9,689 | 30,648 | 40,337 | |
| Nevada | 27,108 | 29,013 | 56,121 | |
| Colorado | 11,892 | 28,427 | 40,319 | |
| Kansas | 18,687 | 27,854 | 46,541 | |
| Hawaii | 436 | 27,084 | 27,520 | |
| Oklahoma | 26,951 | 23,848 | 50,799 | |
| Louisiana | 35,194 | 23,649 | 58,843 | |
| Nebraska | 15,133 | 17,152 | 32,285 | |
| Rhode Island | 12,958 | 16,604 | 29,562 | |
| West Virginia | 4,512 | 15,405 | 19,917 | |
| Oregon | 7,519 | 15,362 | 22,881 | |
| Montana | 1,583 | 13,725 | 15,308 | |
| South Dakota | 435,831 | 11,533 | 447,364 | |
| North Dakota | 7,459 | 8,151 | 15,610 | |
| New Mexico | 6,915 | 6,449 | 13,364 | |
| Vermont | 1,660 | 5,112 | 6,772 | |
| Arizona | 71,382 | 5,032 | 76,414 | |
| Idaho | 320 | 4,629 | 4,949 | |
| Maine | 33,857 | 3,722 | 37,579 | |
| Wyoming | 2,115 | 3,503 | 5,618 | |
| New Hampshire | 15,047 | 2,498 | 17,545 | |
| Connecticut | 23,822 | 1,741 | 25,563 | |
| Alaska | 2,295 | 1,395 | 3,690 | |

**COMMERCIAL BANK ASSETS BY STATE (IN MILLIONS)
RANKED BY TOTAL ASSETS FOR ALL BANKS
SEPTEMBER 30, 2005**

| STATE | NATIONAL CHARTER | STATE CHARTER | ALL BANKS | |
|----------------|------------------|---------------|-----------|-------|
| North Carolina | 1,536,984 | 141,441 | 1,678,425 | |
| Ohio | 1,484,744 | 91,366 | 1,576,110 | |
| New York | 754,031 | 308,353 | 1,062,384 | |
| South Dakota | 435,831 | 11,533 | 447,364 | |
| Delaware | 287,068 | 47,859 | 334,927 | |
| Illinois | 177,230 | 150,623 | 327,853 | |
| California | 113,772 | 191,077 | 304,849 | |
| Georgia | 15,788 | 242,362 | 258,150 | |
| Pennsylvania | 194,018 | 47,538 | 241,556 | |
| Alabama | 24,343 | 189,690 | 214,033 | ***** |
| Michigan | 44,529 | 149,313 | 193,842 | |
| Virginia | 82,810 | 83,580 | 166,390 | |
| Texas | 91,082 | 74,247 | 165,329 | |
| Massachusetts | 10,271 | 154,340 | 164,611 | |
| Utah | 33,498 | 120,824 | 154,322 | |
| Wisconsin | 30,964 | 75,244 | 106,208 | |
| Florida | 32,887 | 60,322 | 93,209 | |
| Missouri | 30,509 | 58,985 | 89,494 | |
| Indiana | 54,396 | 32,835 | 87,231 | |
| New Jersey | 43,319 | 42,545 | 85,864 | |
| Tennessee | 46,173 | 30,674 | 76,847 | |
| Arizona | 71,382 | 5,032 | 76,414 | |
| Minnesota | 28,468 | 32,521 | 60,989 | |
| Louisiana | 35,194 | 23,649 | 58,843 | |
| Nevada | 27,108 | 29,013 | 56,121 | |
| Kentucky | 17,821 | 33,517 | 51,338 | |
| Oklahoma | 26,951 | 23,848 | 50,799 | |
| Iowa | 9,849 | 37,413 | 47,262 | |
| Kansas | 18,687 | 27,854 | 46,541 | |
| Mississippi | 12,805 | 31,751 | 44,556 | |
| Arkansas | 10,645 | 30,998 | 41,643 | |
| Maryland | 3,102 | 37,708 | 40,810 | |
| South Carolina | 9,689 | 30,648 | 40,337 | |
| Colorado | 11,892 | 28,427 | 40,319 | |
| Maine | 33,857 | 3,722 | 37,579 | |
| Washington | 1,975 | 35,285 | 37,260 | |
| Nebraska | 15,133 | 17,152 | 32,285 | |
| Rhode Island | 12,958 | 16,604 | 29,562 | |
| Hawaii | 436 | 27,084 | 27,520 | |
| Connecticut | 23,822 | 1,741 | 25,563 | |
| Oregon | 7,519 | 15,362 | 22,881 | |
| West Virginia | 4,512 | 15,405 | 19,917 | |
| New Hampshire | 15,047 | 2,498 | 17,545 | |
| North Dakota | 7,459 | 8,151 | 15,610 | |
| Montana | 1,583 | 13,725 | 15,308 | |
| New Mexico | 6,915 | 6,449 | 13,364 | |
| Vermont | 1,660 | 5,112 | 6,772 | |
| Wyoming | 2,115 | 3,503 | 5,618 | |
| Idaho | 320 | 4,629 | 4,949 | |
| Alaska | 2,295 | 1,395 | 3,690 | |

**Table 6. New Alabama State Chartered Bank
October 1, 2004 to September 30, 2005**

| Date | Institution |
|-------------|---------------------------------------|
| 5/2/2005 | ServisFirst Bank, Birmingham, Alabama |
| 6/10/2005 | Bryant Bank, Tuscaloosa, Alabama |

**Table 7. Conversion of National Banks to Alabama State-Chartered Banks
October 1, 2004 to September 30, 2005**

| Date | Description of Conversion |
|-------------|----------------------------------|
| | NONE |

**Table 8. Mergers of Alabama State-Chartered Banks with National Banks
October 1, 2004 to September 30, 2005**

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

**Table 9. Mergers/Acquisitions of Alabama State-Chartered Banks with Out-of-State Banks
October 1, 2004 to September 30, 2005**

| Date | Description of Merger |
|-------------|--|
| 01/01/2005 | Heritage Bank, Decatur, Alabama merged with and into The Peoples Bank & Trust Company, Tupelo, Mississippi |
| 01/03/2005 | SouthTrust Bank of Birmingham, Alabama merged with and into Wachovia Bank, N.A., Charlotte, North Carolina |
| 03/19/2005 | First Gulf Bank, Gulf Shores, Alabama merged with and into Citizens & Peoples Bank, NA, Pensacola, Florida |
| 04/13/2005 | Peoples Community Bank, Columbia, Alabama merged with and into Peoples Community Bank, Colquitt, Georgia |

**Table 10. Branches Opened by Alabama State-Chartered Banks
October 1, 2004 to September 30, 2005**

| DATE | BANK | BRANCH LOCATION |
|-------------|--|---|
| 10/13/2004 | Bank of Alabama, Birmingham, Alabama | 2123 Whitesburg Drive, Huntsville, Alabama |
| 10/18/2004 | AmSouth Bank, Birmingham, Alabama | 5767 Lee Boulevard, Lehigh Acres, Florida |
| 10/18/2004 | Regions Bank, Birmingham, Alabama | 1711 North Loop 336 West, Conroe, Texas |
| 10/18/2004 | Compass Bank, Birmingham, Alabama | Intersection of East Florida Avenue and South Havana |
| 10/25/2004 | AmSouth Bank, Birmingham, Alabama | 601 East Emory Road, Powell, Tennessee |
| 10/25/2004 | AmSouth Bank, Birmingham, Alabama | 18224 Highland Road, Baton Rouge, Louisiana |
| 10/25/2004 | Compass Bank, Birmingham, Alabama | Intersection 67 th Avenue and State Highway 101, Glendale, |
| 10/25/2004 | Compass Bank, Birmingham, Alabama | Intersection of Wildcat Reserve Parkway and South Daniels |
| 11/01/2004 | Compass Bank, Birmingham, Alabama | Intersection of Culebra Road and Loop 1604 San Antonio, Texas |
| 11/01/2004 | Vision Bank, Gulf Shores, Alabama | 24989 State Street, Elberta, Alabama |
| 11/01/2004 | AmSouth Bank, Birmingham, Alabama | 109 Webster Circle, Madison, Mississippi |
| 11/01/2004 | Regions Bank, Birmingham, Alabama | 9690 Highway 119 , Alabaster, Alabama |
| 11/01/2004 | Compass Bank, Birmingham, Alabama | Intersection of North Pleasant Road and West Beardsley |
| 11/08/2004 | SouthTrust Bank, Birmingham, Alabama | Moore's Lane @ West Gate Commons, Brentwood, Tennessee |
| 11/15/2004 | Compass Bank, Birmingham, Alabama | Intersection of Antoine Drive and Tomball Parkway Houston, Texas |
| 11/15/2004 | Community Bank & Trust, Union Springs, Alabama | 8095-A Vaughn Road, Montgomery, Alabama |
| 11/22/2004 | AmSouth Bank, Birmingham, Alabama | 18940 South Tamiami Trail, Ft. Meyers, Florida |
| 11/22/2004 | AmSouth Bank, Birmingham, Alabama | 7350 Lake Underhill Road, Orlando, Florida |
| 11/29/2004 | AmSouth Bank, Birmingham, Alabama | 10349 Narcoossee Road, Orlando, Florida |
| 11/29/2004 | AmSouth Bank, Birmingham, Alabama | 6310 Gunn Highway, Tampa, Florida |
| 11/29/2004 | AmSouth Bank, Birmingham, Alabama | 4904 Tamiami Trail East, Naples, Florida |
| 12/01/2004 | Regions Bank, Birmingham, Alabama | 100 Main Street, Fort Worth, Texas |
| 12/06/2004 | Vision Bank, Gulf Shores, Alabama | 218 Greeno Road North, Fairhope, Alabama |
| 12/07/2004 | Regions Bank, Birmingham, Alabama | 2517 River Oaks Boulevard, Houston, Texas |
| 12/08/2004 | Regions Bank, Birmingham, Alabama | 15 Bull Street, Savannah, Georgia |

**Table 10. Branches Opened by Alabama State-Chartered Banks
October 1, 2004 to September 30, 2005**

| DATE | BANK | BRANCH LOCATION |
|-------------|--|---|
| 12/13/2004 | Compass Bank, Birmingham, Alabama | 7530 Montgomery Boulevard NE Albuquerque, New Mexico |
| 12/15/2004 | Regions Bank, Birmingham, Alabama | 9480 College Park Drive, The Woodlands, Texas |
| 12/20/2004 | AmSouth Bank, Birmingham, Alabama | 1110 Hillsboro Road, Franklin, Tennessee |
| 12/28/2004 | Regions Bank, Birmingham, Alabama | 23343 Westheimer Parkway, Katy, Texas |
| 01/03/2005 | First Bank, Wadley, Alabama | 8569 US Highway 431, Heflin, Alabama |
| 01/05/2005 | Peoples Bank of North Alabama Cullman, Alabama | 8033 Alabama Highway 69, Arab, Alabama |
| 01/05/2005 | Regions Bank, Birmingham, Alabama | 743 North Highway 67, Cedar Hill, Texas |
| 01/05/2005 | Regions Bank, Birmingham, Alabama | 2154 Moores Mill Road, Auburn, Alabama |
| 01/05/2005 | Regions Bank, Birmingham, Alabama | 1805 Thomason Drive, Opelika, Alabama |
| 01/10/2005 | Regions Bank, Birmingham, Alabama | 201 South Main Street, Summerville, South Carolina |
| 01/10/2005 | Regions Bank, Birmingham, Alabama | 1135 Military Cutoff Road, Wilmington, North Carolina |
| 01/10/2005 | Regions Bank, Birmingham, Alabama | 160 South Main Street, Summerville, South Carolina |
| 01/18/2005 | Regions Bank, Birmingham, Alabama | 110 West Debbie Lane, Mansfield, Texas |
| 01/20/2005 | Regions Bank, Birmingham, Alabama | 120 East Main Street, Suite B, Pensacola, Florida |
| 01/26/2005 | Valley State Bank, Russellville, Alabama | 13675 Highway 43, Russellville, Alabama |
| 01/27/2005 | Regions Bank, Birmingham, Alabama | 1299 Industrial Drive, Crestview, Florida |
| 01/31/2005 | Regions Bank, Birmingham, Alabama | 251 Mary Esther Boulevard, Suite C-1 Mary Esther, Florida |
| 01/31/2005 | Regions Bank, Birmingham, Alabama | 1301 Doug Baker Boulevard, Birmingham, Alabama |
| 01/31/2005 | Regions Bank, Birmingham, Alabama | 2893 North Druid Hill Road, NE, Atlanta, Georgia |
| 01/31/2005 | Regions Bank, Birmingham, Alabama | 1425 East Mitchell Hammock Road, Oviedo, Florida |
| 02/07/2005 | Compass Bank, Birmingham, Alabama | Intersection of Highway 470 and Gartrell Road Aurora, Colorado |
| 03/07/2005 | First Community Bank of Central Alabama Wetumpka, Alabama | 1761 East Main Street, Prattville, Alabama Prattville, Alabama |
| 03/07/2005 | Regions Bank, Birmingham, Alabama | 1705 Highway 20 West, McDonough, Georgia |
| 03/09/2005 | Regions Bank, Birmingham, Alabama | 21-A West I-65 Service Road North, Mobile, Alabama |

**Table 10. Branches Opened by Alabama State-Chartered Banks
October 1, 2004 to September 30, 2005**

| DATE | BANK | BRANCH LOCATION |
|-------------|--|--|
| 03/14/2005 | Compass Bank, Birmingham, Alabama | Intersection of Southwest Highway 200 and Tarton Ocala, Florida |
| 03/14/2005 | Compass Bank, Birmingham, Alabama Birmingham, Alabama | Intersection of West 80th Avenue and Wadsworth Boulevard, Arvada, Colorado |
| 03/14/2005 | First American Bank, Decatur, Alabama | 25 Hughes Road, Madison, Alabama |
| 03/21/2005 | Metro Bank, Pell City, Alabama | 2325 Highway 77, Southside, Alabama |
| 03/28/2005 | The Citizens Bank, Moulton, Alabama | 400 Nanceford Road , Hartselle, Alabama |
| 03/31/2005 | Regions Bank, Birmingham, Alabama | 1203 Governors Square Boulevard, Tallahassee, Florida |
| 04/04/2005 | Bank Independent, Sheffield, Alabama | 112 North Marion Street, Suite A, Athens, Alabama |
| 04/04/2005 | Regions Bank, Birmingham, Alabama | 909 Poydras Street, 13th Floor, New Orleans, Louisiana |
| 04/07/2005 | The Peoples Bank of Coffee County Elba, Alabama | 1110 North Boll Weevil Circle, Suite C Enterprise, Alabama |
| 04/18/2005 | AmSouth Bank, Birmingham, Alabama | 11231 Bloomingdale Avenue, Riverview, Florida |
| 04/18/2005 | Regions Bank, Birmingham, Alabama | 30083 Woodrow Lane, Daphne, Alabama |
| 04/23/2005 | Regions Bank, Birmingham, Alabama | 1760 Bass Road, Macon, Georgia |
| 05/02/2005 | First Metro Bank, Muscle Shoals, Alabama | 3121 Cloverdale Road, Florence, Alabama |
| 05/02/2005 | Union State Bank, Pell City, Alabama | 44 Church Street, Mountain Brook, Alabama |
| 05/03/2005 | Regions Bank, Birmingham, Alabama | 6-A Skidaway Village Walk, Savannah, Georgia |
| 05/16/2005 | Regions Bank, Birmingham, Alabama | 2024 Corporate Centre Drive, Suite 103 Myrtle Beach, South Carolina |
| 05/23/2005 | Peoples Bank & Trust Company, Selma, Alabama | Two Perimeter Park South, Suite 440 West Birmingham, Alabama |
| 05/23/2005 | Peoples Bank & Trust Company, Selma, Alabama | 1784 Taliaferro Trail, Montgomery, Alabama |
| 05/23/2005 | Peoples Bank & Trust Company, Selma, Alabama | 401 19th Street North, Suite 111, Bessemer, Alabama |
| 05/23/2005 | Reliance Bank, Athens, Alabama | 22236 US Highway 72, Athens, Alabama |
| 06/01/2005 | Regions Bank, Birmingham, Alabama | 52-A Persimmon Street, Bluffton, South Carolina |
| 06/03/2005 | First Metro Bank, Muscle Shoals, Alabama | 7397 Highway 43, Florence, Alabama |
| 06/06/2005 | AmSouth Bank, Birmingham, Alabama | 2000 Capital Circle NE, Tallahassee, Florida |
| 06/10/2005 | Regions Bank, Birmingham, Alabama | 1760 Bass Road, Macon, Georgia |

**Table 10. Branches Opened by Alabama State-Chartered Banks
October 1, 2004 to September 30, 2005**

| DATE | BANK | BRANCH LOCATION |
|-------------|---------------------------------------|--|
| 06/13/2005 | Regions Bank, Birmingham, Alabama | 6183 Highway 53 West, Dawsonville, Georgia |
| 06/13/2005 | Regions Bank, Birmingham, Alabama | 7585 South Broadway Avenue, Tyler, Texas |
| 06/13/2005 | Regions Bank, Birmingham, Alabama | Northwest Corner of Hermitage Drive and Highway 69 Tyler, Texas |
| 06/20/2005 | Regions Bank, Birmingham, Alabama | 2404 East Parkway Drive, Russellville, Arkansas |
| 06/22/2005 | Regions Bank, Birmingham, Alabama | 11882 East Colonial Drive, Orlando, Florida |
| 06/27/2005 | Regions Bank, Birmingham, Alabama | 3951 Matlock Road, Arlington, Texas |
| 06/27/2005 | Regions Bank, Birmingham, Alabama | 21 Music Square West, Nashville, Tennessee |
| 06/30/2005 | Regions Bank, Birmingham, Alabama | 4400 Post Oak Parkway, Suite 2670, Houston, Texas |
| 06/30/2005 | Traditions Bank, Cullman, Alabama | 40 Holly Pond Blountsville Road, Holly Pond, Alabama |
| 07/06/2005 | Regions Bank, Birmingham, Alabama | 8201 NW 36th Street, Miami, Florida |
| 07/22/2005 | Bank of Alabama, Birmingham, Alabama | 4720 Salisbury Road, Jacksonville, Florida |
| 08/01/2005 | Vision Bank, Gulf Shores, Alabama | 28720 Eastern Shore Parkway, Daphne, Alabama |
| 08/03/2005 | SunSouth Bank, Dothan, Alabama | 557 Glover Avenue, Suite 3, Enterprise, Alabama |
| 08/05/2005 | EvaBank, Cullman, Alabama | 2915 Clairmont Avenue, Birmingham, Alabama |
| 08/15/2005 | Community Bank, Blountsville, Alabama | 312 Clinton Avenue, Huntsville, Alabama |
| 08/15/2005 | First American Bank, Decatur, Alabama | 2426 Enterprise Drive, Opelika, Alabama |
| 08/15/2005 | SunSouth Bank, Dothan, Alabama | 2292 Montgomery Highway, Dothan, Alabama |
| 09/09/2005 | Bank of Alabama, Birmingham, Alabama | 260 West Valley Avenue, Birmingham, Alabama |
| 09/19/2005 | Peoples Bank of North Alabama | 50 Mill Street, Cordova, Alabama |
| 09/26/2005 | Peoples Bank of North Alabama | 68870 Main Street South, Blountsville, Alabama |
| 09/27/2005 | Aliant Bank, Alexander City, Alabama | 50 Jimmy Gould Drive, Alabaster, Alabama |

**Table 11 Merger of Federal Savings Banks with Alabama State Chartered Banks
October 1, 2004 to September 30, 2005**

| Date | Description of Merger |
|-------------|---|
| 09/29/2005 | Regions Morgan Keegan Trust, FSB, Birmingham, Alabama merged with Regions Bank, Birmingham, Alabama |

**Table 12. Mergers of Out-of-State Banks with Alabama State-Chartered Banks
October 1, 2004 to September 30, 2005**

| Date | Description of Merger |
|-------------|---|
| 06/24/2005 | The Bank of Bolivar, Bolivar, Tennessee merged with and into Citizens Bank & Savings Company, Russellville, Alabama |
| 06/29/2005 | Union Planters Bank, N.A., Memphis, Tennessee with and into Regions Bank, Birmingham, Alabama |
| 07/22/2005 | United Bank of the Gulf Coast, Sarasota, Florida merged with and into Bank of Alabama Birmingham, Alabama |

**Table 13. Mergers of National Banks with Alabama State-Chartered Banks
October 1, 2004 to September 30, 2005**

| Date | Description of Merger |
|-------------|---|
| 02/18/2005 | National Bank of Commerce, Birmingham, Alabama with and into First American Bank Decatur, Alabama |

**Table 14. Branch Acquisitions
October 1, 2004 to September 30, 2005**

| Date | Bank | Seller | Branch Location |
|-------------|--|--|--|
| 06/24/2005 | Citizens Bank and Savings Company Russellville, Alabama | Colonial Bank, NA Montgomery, Alabama | 5690 Highway 72 East Killen, Alabama |
| 06/24/2005 | Citizens Bank and Savings Company Russellville, Alabama | Colonial Bank, NA Montgomery, Alabama | 1045 1st Street Cherokee, Alabama |
| 06/24/2005 | Citizens Bank and Savings Company Russellville, Alabama | Colonial Bank, NA Montgomery, Alabama | 333 Church Street Town Creek, Alabama |
| 06/24/2005 | Citizens Bank and Savings Company Russellville, Alabama | Colonial Bank, NA Montgomery, Alabama | 3571 Broad Street Town Creek, Alabama |

**Table 15. Main Office Relocation
October 1, 2004 to September 30, 2005**

| DATE | BANK | FROM | TO |
|-------------|--|---|---|
| 12/20/2004 | Traditions Bank Cullman, Alabama | 400 4 th Street SW Cullman, Alabama | 109 2 nd Avenue NW Cullman, Alabama |
| 02/19/2005 | First American Bank | 251 Johnston Street SE Decatur, Alabama | 1927 First Avenue Birmingham, Alabama |
| 04/18/2005 | Peoples Independent Bank, Boaz, Alabama | 107 Billy B. Dyar Blvd. Boaz, Alabama | 121 Billy B. Dyar Blvd. Boaz, Alabama |

**Table 16. Branches Closed by Alabama State-Chartered Banks
October 1, 2004 to September 30, 2005**

| DATE | BANK | BRANCH LOCATION |
|-------------|---------------------------------------|---|
| 10/28/2004 | Regions Bank, Birmingham, Alabama | 5963 West Park Avenue, Suite 2003 Houma, Louisiana |
| 10/29/2004 | Regions Bank, Birmingham, Alabama | 2402 Market Center Drive, Alabaster, Alabama |
| 12/10/2004 | Compass Bank, Birmingham | 8900 Menaul Boulevard NE Albuquerque, New Mexico |
| 12/18/2004 | Regions Bank, Birmingham, Alabama | 12369 State Highway 416, Lakeland, Florida |
| 12/18/2004 | Regions Bank, Birmingham, Alabama | 152 State Highway 3050 Morganza, Louisiana |
| 12/31/2004 | Bank of Dadeville, Dadeville, Alabama | 12561 U S Highway 260 Jackson Gap, Alabama |
| 01/19/2005 | Regions Bank, Birmingham, Alabama | 28597 Tomball Parkway, Tomball, Texas |
| 01/28/2005 | Regions Bank, Birmingham, Alabama | 5201 Highway 280 South, Birmingham, Alabama |
| 03/04/2005 | Compass Bank, Birmingham, Alabama | 85 North East Loop 410, San Antonio, Texas |
| 03/31/2005 | AmSouth Bank, Birmingham, Alabama | 833 Dennison Avenue Birmingham, Alabama 35211 |
| 04/15/2005 | Regions Bank, Birmingham, Alabama | 900 West Gentry Parkway, Tyler, Texas |
| 04/21/2005 | Regions Bank, Birmingham, Alabama | 923 South Range Avenue Denham Springs, Louisiana |
| 04/21/2005 | Regions Bank, Birmingham, Alabama | 7114 Highway 70 South Nashville, Tennessee |
| 04/21/2005 | Regions Bank, Birmingham, Alabama | 6051 Jones Creek Road Baton Rouge, Louisiana |
| 04/21/2005 | Regions Bank, Birmingham, Alabama | 4329 Harding Road, Nashville, Tennessee |
| 04/21/2005 | Regions Bank, Birmingham, Alabama | 315 Union Street, Nashville, Tennessee |
| 04/30/2005 | Community Bank, Blountsville, Alabama | 100 East Washington Street Demopolis, Alabama |

**Table 16. Branches Closed by Alabama State-Chartered Banks
October 1, 2004 to September 30, 2005**

| DATE | BANK | BRANCH LOCATION |
|-------------|---|---|
| 05/10/2005 | Regions Bank, Birmingham, Alabama | 2177 Highway 14 East, Prattville, Alabama |
| 06/03/2005 | AmSouth Bank, Birmingham, Alabama | 3102 Mahan Drive, Tallahassee, Florida |
| 06/15/2005 | The Bank, Birmingham, Alabama | 202 Main Street, Kinston, Alabama |
| 06/24/2005 | Citizens Bank, Russellville, Alabama Russellville, Alabama | 3435 Broad Street Phil Campbell, Alabama |
| 06/27/2005 | Regions Bank, Birmingham, Alabama | 951 East Byrd Street, Suite 930 Richmond, Virginia |
| 06/30/2005 | Community Bank, Blountsville, Alabama | 1201 Highway 31 North , Hartselle, Alabama |
| 07/15/2005 | Regions Bank, Birmingham, Alabama | 2200 Village Drive, Moody, Alabama |
| 07/29/2005 | Peoples Bank of North Alabama Arab, Alabama | 130 North Main Street, Arab, Alabama |
| 08/11/2005 | Regions Bank, Birmingham, Alabama | 5705 Stage Road, Bartlett, Tennessee |
| 08/11/2005 | Regions Bank, Birmingham, Alabama | 8040 Walnut Run, Cordova, Tennessee |
| 08/11/2005 | Regions Bank, Birmingham, Alabama | 5281 Winchester, Memphis, Tennessee |
| 08/11/2005 | Regions Bank, Birmingham, Alabama | 4725 Summer Avenue, Memphis, Tennessee |
| 08/11/2005 | Regions Bank, Birmingham, Alabama | 4135 Elvis Presley, Memphis, Tennessee |
| 08/11/2005 | Regions Bank, Birmingham, Alabama | 5416 Highway 90 West, Mobile, Alabama |
| 08/11/2005 | Regions Bank, Birmingham, Alabama | 7690 Airport Boulevard, Mobile, Alabama |
| 08/11/2005 | Regions Bank, Birmingham, Alabama | 701 Hillcrest Road, Mobile, Alabama |
| 08/11/2005 | Regions Bank, Birmingham, Alabama | 103 Highway 43 South, Saraland, Alabama |
| 08/11/2005 | Regions Bank, Birmingham, Alabama | 1060 Woods Mill Plaza, Suite 1 Ballwin, Missouri |
| 08/11/2005 | Regions Bank, Birmingham, Alabama | 550 Stateline Road, Southaven, Mississippi |
| 08/11/2005 | Regions Bank, Birmingham, Alabama | 1245 North Germantown Parkway Cordova, Tennessee |

**Table 16. Branches Closed by Alabama State-Chartered Banks
October 1, 2004 to September 30, 2005**

| DATE | BANK | BRANCH LOCATION |
|-------------|---------------------------------------|--|
| 08/11/2005 | Regions Bank, Birmingham, Alabama | 7060 Winchester , Memphis, Tennessee |
| 08/12/2005 | AmSouth Bank, Birmingham, Alabama | 5484 Rattlesnake Hammock Road Naples, Florida |
| 08/12/2005 | First American Bank, Decatur, Alabama | 2300 Marvyn Parkway, Opelika, Alabama |
| 08/15/2005 | Aliant Bank, Birmingham, Alabama | 428 Madison Street, Alexander, Alabama |
| 08/26/2005 | Regions Bank, Birmingham, Alabama | 156 NE Railroad Street, Ashley, Illinois |
| 09/16/2005 | Regions Bank, Birmingham, Alabama | 50 Mill Street, Cordova, Alabama |
| 09/23/2005 | AmSouth Bank, Birmingham, Alabama | 801 Broad Street, Chattanooga, Tennessee |
| 09/23/2005 | Regions Bank, Birmingham, Alabama | 68870 Main Street South Blountsville, Alabama |
| 09/30/2005 | Regions Bank, Birmingham, Alabama | 1111 Bankhead Highway, Carrollton, Georgia |
| 09/30/2005 | Regions Bank, Birmingham, Alabama | 1960 Edison Avenue, Granite City, Illinois |

Table 17. Branch Sales
October 1, 2004 to September 30, 2005

| DATE | BANK | PURCHASER | BRANCH LOCATION |
|------|------|-----------|-----------------|
|------|------|-----------|-----------------|

NONE

Table 18. Branch Office Relocation
October 1, 2004 to September 30, 2005

| DATE | BANK | FROM | TO |
|------|------|------|----|
|------|------|------|----|

| | | | |
|------------|--|---|---|
| 10/4/2004 | AmSouth Bank Birmingham, Alabama | 21 Music Square West Nashville, Tennessee | 117 16 th Avenue South Nashville, Tennessee |
| 10/25/2004 | Citizens Bank & Trust Guntersville, Alabama | 7473 US Highway 431 North Albertville, AL | 324 North Broad Street Albertville, Alabama |
| 11/15/2004 | AmSouth Bank Birmingham, Alabama | 225 Banyan Boulevard Suite 120 Naples, Florida | 1400 Gulf Shore Boulevard North, #130 Naples, Florida |
| 12/13/2004 | SouthTrust Bank Birmingham, Alabama | 1465 South Fort Harrison Avenue Clearwater, Florida | 639 South Fort Harrison Avenue Clearwater, Florida |
| 01/18/2005 | Bank of Alabama Birmingham, Alabama | 2744 Highway 31 South Pelham, Alabama | 2695 Pelham Parkway Pelham, Alabama |
| 01/18/2005 | First Commercial Bank Birmingham, Alabama | 44 Church Street Birmingham, Alabama | 77 Church Street Birmingham, Alabama |
| 02/07/2005 | AmSouth Bank Birmingham, Alabama | 625 East Main Street Albertville, Alabama | 8031 US Highway 431 Albertville, Alabama |
| 02/08/2005 | Compass Bank Birmingham, Alabama | 1530 Spring-Cypress Road Houston, Texas | 1532 Spring-Cypress Road Houston, Texas |
| 03/14/2005 | Regions Bank Birmingham, Alabama | 6470 Spanish Fort Boulevard Spanish Fort, Alabama | 6729-M Spanish Fort Boulevard Spanish Fort, Alabama |
| 03/21/2005 | AmSouth Bank Birmingham, Alabama | 6100 Kingston Pike Knoxville, Tennessee | 151 Major Reynolds Place Knoxville, Tennessee |
| 04/18/2005 | Compass Bank Birmingham, Alabama | 1801 Yale Street Houston, Texas | 204 West 19th Street Houston, Texas |
| 04/25/2005 | Metro Bank Pell City, Alabama | 186 Church Street Ragland, Alabama | 1164 Main Street Ragland, Alabama |
| 05/31/2005 | Regions Bank Birmingham, Alabama | 77 Pope Avenue Hilton Head Island, SC | 18 Pope Avenue Hilton Head Island, SC |
| 07/12/2005 | AmSouth Bank Birmingham, Alabama | 931 Noble Street Anniston, Alabama | 930 Wilmer Avenue Anniston, Alabama |
| 07/25/2005 | Regions Bank Birmingham, Alabama | 1144 Ross Clark Circle Dothan, Alabama | 2130 East Main Street Dothan, Alabama |
| 09/12/2005 | AmSouth Bank Birmingham, Alabama | 500 E. Michigan Street Orlando, Florida | 3146 S. Orange Avenue Orlando, Florida |

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.

The number of licensees for the past five years under the **Alabama Small Loan Act** is shown below:

| <u>Date</u> | <u>Number</u> |
|-------------------|---------------|
| December 31, 2004 | 268 |
| December 31, 2003 | 240 |
| December 31, 2002 | 234 |
| December 31, 2001 | 226 |
| December 31, 2000 | 279 |

Section 5-18-11 of the Alabama Small Loan Act requires licensees to report their calendar year financial condition and operating performance to the Supervisor on or before May 1 of each year. The following statements report the consolidated financial condition of licensees under the Alabama Small Loan Act. The Bureau of Loans staff does not audit or otherwise check the financial data submitted by licensees for accuracy.

Table 19. Consolidated Balance Sheet - **Alabama Small Loan Act Licensees**
December 31, 2004 and December 31, 2003

| <u>ASSETS</u> | <u>2004</u> | <u>2003</u> |
|--|---------------------|---------------------|
| Receivables (Gross | \$27,339,520 | \$25,876,778 |
| Cash in Office and Banks | 2,170,742 | 1,579,247 |
| Real Estate and Building (Less Reserve for Depreciation) | 284,562 | 219,177 |
| Furniture and Fixtures (Less Reserve for Depreciation) | 658,630 | 340,019 |
| Accrued Interest Receivable | -14,771 | 166,610 |
| Other Assets | <u>2,886,447</u> | <u>1,574,140</u> |
| TOTAL ASSETS | \$33,325,130 | \$29,755,971 |
| | | |
| <u>LIABILITIES AND CAPITAL</u> | | |
| Accounts and Notes Payable..... | \$20,869,296 | \$20,179,089 |
| Deferred Income and Unearned Charge..... | 3,912,271 | 2,531,166 |
| Reserve for Bad Debts | 1,150,591 | 1,016,381 |
| Other Liabilities | <u>1,638,124</u> | <u>1,021,946</u> |
| TOTAL LIABILITIES | \$27,570,282 | \$24,748,582 |
| Capital Stock (If Corporation)..... | \$ 1,177,581 | \$ 1,420,825 |
| Net Worth (If Individual or Partnership)..... | 2,588,442 | 2,258,468 |
| Surplus (Including Undivided Profits)..... | <u>1,988,825</u> | <u>1,328,096</u> |
| TOTAL CAPITAL | \$5,754,848 | \$5,007,389 |
| TOTAL LIABILITIES AND CAPITAL | \$33,325,130 | \$29,755,971 |

Table 20. Consolidated Income Statement - **Alabama Small Loan Act Licensees**
December 31, 2004 and December 31, 2003

| <u>INCOME</u> | <u>2004</u> | <u>2003</u> |
|---|---------------------|----------------------|
| Finance Charges Collected..... | \$11,964,969 | \$10,326,344 |
| Delinquent and Deferral Charges Collected | 1,360,257 | 1,352,810 |
| Insurance Commission/Income..... | 1,796,722 | 1,773,918 |
| P & L Recovery..... | 603,590 | 611,154 |
| Other Income | <u>1,358,169</u> | <u>1,143,569</u> |
| Total Operating Income | \$17,083,707 | \$ 15,207,795 |
| <u>EXPENSES</u> | | |
| Interest Paid..... | \$ 1,147,346 | \$ 1,207,015 |
| Charge Off to Bad Debt | 2,441,634 | 2,339,032 |
| Additions to Reserve for Bad Debts..... | 382,172 | 369,992 |
| Salaries and/or Commissions | 4,984,407 | 4,494,196 |
| State, Local & Federal Taxes, Licenses and Fees | 440,839 | 594,013 |
| Advertising | 528,375 | 317,165 |
| Telephone..... | 289,540 | 259,313 |
| Postage..... | 378,793 | 373,280 |
| Rent and Utilities..... | 748,089 | 595,220 |
| Travel and Auto Expenses..... | 207,511 | 148,940 |
| Insurance and Fidelity Bonds..... | 530,385 | 531,280 |
| Depreciation of Furniture and Fixtures..... | 167,256 | 133,291 |
| Auditing and Supervision | 1,093,459 | 951,920 |
| Other Expenses | <u>2,162,504</u> | <u>1,414,324</u> |
| Total Expenses | \$15,502,310 | \$ 13,728,981 |
| Net Income | \$ 1,581,397 | \$ 1,478,814 |

Table 21 Analysis of Loans funded by Licensees Under the **Alabama Small Loan Act** as of December 31, 2004

| Type of Analysis | Number | Dollar Volume |
|--|----------------|---------------------|
| Gross Outstanding Loans | | |
| Beginning of Period..... | 45,159 | \$20,532,657 |
| End of Period | <u>55,802</u> | <u>27,344,626</u> |
| Increase (Decrease)..... | 10,643 | \$ 6,811,969 |
| Loan Activity by Size | | |
| \$75 or less | 947 | \$ 52,994 |
| \$75.01 to \$300.00 | 101,997 | 19,782,833 |
| \$300.01 to \$749.00 | <u>104,950</u> | <u>60,513,240</u> |
| Total..... | 207,894 | \$80,349,067 |
| Loan Activity by Security | | |
| Household Goods and Personal Property..... | 99,272 | \$39,743,920 |
| Automobiles | 99,424 | 36,143,658 |
| Endorsed and/or Co-Maker..... | 123 | 70,001 |
| Unsecured..... | 8,170 | 3,744,872 |
| Other | <u>905</u> | <u>646,616</u> |
| Total..... | 207,894 | \$80,349,067 |

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, 2004 | 972 |
| December 31, 2003 | 926 |
| December 31, 2002 | 869 |
| December 31, 2001 | 846 |
| December 31, 2000 | 921 |

Licensees under the **Alabama Consumer Credit Act** submitted the following financial data for calendar year 2004: *

| <u>Item</u> | <u>Number</u> | <u>Amount</u> |
|---------------------------------|----------------|-------------------------|
| Total Assets | | \$ 12,148,941,811 |
| Gross Loan Receivables | 331,309 | \$ 3,270,333,865 |
| Gross Sales Finance Receivables | <u>606,341</u> | <u>6,604,215,561</u> |
| Total Receivables | 937,650 | \$ 9,874,594,426 |
| Total Operating Income | | \$ 1,347,722,781 |
| Total Operating Expenses | | <u>1,217,632,211</u> |
| Net Profit (Loss) | | \$ 130,090,570 |

*Listed below are the companies that failed to submit an annual report to the Bureau of Loans. Financial information is not included in the totals above for these companies. The impact of this omission should be minimal.

**Alabama Mortgage Express
Consumer Mortgage Company
Continental Mortgage & Lending
Continental Mortgage Corporation
Freedom Financial Services
Monarch Financial Services
Perimeter Mortgage Funding**

**PGNF Home Lending
Quality Loan Company
RJS Inc
Southern Federal Mortgage
Tri County Credit
United Auto Credit Corp
USMoney Source**

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, 2004 | 1000 |
| December 31, 2003 | 897 |
| December 31, 2002 | 804 |
| December 31, 2001 | 810 |
| December 31, 2000 | 758 |

The Pawn Shop Act does not require financial reporting.

ALABAMA MORTGAGE BROKER LICENSING ACT

Total licensees under the Alabama Mortgage Brokers Licensing Act are shown below for the past three years:

| <u>Year</u> | <u>Number</u> |
|-------------------|---------------|
| 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 2004 calendar year: *

| <u>ITEM</u> | <u>NUMBER</u> | <u>AMOUNT</u> |
|---------------------------|---------------|-------------------------|
| Total Assets | | \$ 96,014,977 |
| Total Net-Worth | | \$ 53,238,570 |
| Total Operating Income | | \$ 179,081,655 |
| Total Operating Expenses | | \$ <u>154,553,378</u> |
| Net Profit (Loss) | | \$ 24,528,277 |
| Total Loans Closed | 25,020 | \$ 2,746,771,297 |

*Listed below are the companies that failed to submit an annual report to the Bureau of Loans. Financial information for these companies is not included in the above data however the impact of this omission should be minimal.

American Mortgage, Co., Inc.
Kelly Group Mortgage

ALABAMA DEFERRED PRESENTMENT SERVICES ACT

Total licensees under this Act are shown below:

| | |
|-------------------|------|
| December 31, 2004 | 1103 |
|-------------------|------|

