

Federal Financial Institutions Examination Council



Please refer to page i,  
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the required disclosure  
of estimated burden.

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

**Report at the close of business September 30, 2004** (20040930)  
(RCRI 9999)

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

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

NOTE: The Reports of Condition and Income must be signed by an authorized officer and the Report of Condition must be attested to by not less than two directors (trustees) for State nonmember banks and three directors for State member and National banks.

The Reports of Condition and Income are to be prepared in accordance with Federal regulatory authority instructions.

I, William J. Gonska, Controller and Vice President  
Name and Title of Officer Authorized to Sign Report  
of the named bank do hereby declare that the Reports of Condition and Income (including the supporting schedules) for this report date have been prepared in conformance with the instructions issued by the appropriate Federal regulatory authority and are true to the best of my knowledge and belief.

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

\_\_\_\_\_  
Signature of Officer Authorized to Sign Report  
November 9, 2004  
Date of Signature

\_\_\_\_\_  
Director (Trustee)  
\_\_\_\_\_  
Director (Trustee)  
\_\_\_\_\_  
Director (Trustee)

**Submission of Reports**

Each bank must prepare its Reports of Condition and Income either:

- (a) in electronic form and then file the computer data file directly with the banking agencies' collection agent, Electronic Data Systems Corporation (EDS), by modem or on computer diskette; or
- (b) in hard-copy (paper) form and arrange for another party to convert the paper report to electronic form. That party (if other than EDS) must transmit the bank's computer data file to EDS.

For electronic filing assistance, contact EDS Call Report Services, 13890 Bishops Drive, Suite 110, Brookfield, WI 53005, telephone (800) 255-1571.

To fulfill the signature and attestation requirement for the Reports of Condition and Income for this report date, attach this signature page (or a photocopy or a computer-generated version of this page) to the hard-copy record of the completed report that the bank places in its files.

FDIC Certificate Number 07213  
(RCRI 9050)

Citibank, N.A.  
Legal Title of Bank (TEXT 9010)

New York  
City (TEXT 9130)

NY 10043  
State Abbrev. (TEXT 9200) ZIP Code (TEXT 9220)

**Consolidated Reports of Condition and Income for  
A Bank With Domestic and Foreign Offices**

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For information or assistance, National and State nonmember banks should contact the FDIC's Reports Analysis and Quality Control Section, 550 17th Street, NW, Washington, D.C. 20429, toll free on (800) 688-FDIC(3342), Monday through Friday between 8:00 a.m. and 5:00 p.m., Eastern time. State member banks should contact their Federal Reserve District Bank.

**Contact Information for the Reports of Condition and Income**

To facilitate communication between the Agencies and the bank concerning the Reports of Condition and Income, please provide contact information for (1) the authorized officer of the bank signing the reports for this quarter and (2) the person at the bank - other than the authorized officer - to whom questions about the reports should be directed. If the authorized officer is the primary contact for questions about the reports, please provide contact information for another person at the bank who will serve as a secondary contact for communications between the Agencies and the bank concerning the Reports of Condition and Income. Enter "none" for the contact's e-mail address or fax number if not available. Contact information for the Reports of Condition and Income is for the confidential use of the Agencies and will not be released to the public.

**Authorized Officer Signing the Reports**

Name (TEXT C490)

Title (TEXT C491)

E-mail Address (TEXT C492)

Telephone: Area code/phone number/extension (TEXT C493)

FAX: Area code/phone number (TEXT C494)

**Other Person to Whom Questions about the Reports Should be Directed**

Name (TEXT C495)

Title (TEXT C496)

E-mail Address (TEXT 4086)

Telephone: Area code/phone number/extension (TEXT 8902)

FAX: Area code/phone number (TEXT 9116)

**Emergency Contact Information**

This information is being requested so the Agencies can distribute critical, time sensitive information to emergency contacts at banks. Please provide primary contact information for a senior official of the bank who has decision-making authority. Also provide information for a secondary contact if available. Enter "none" for the contact's e-mail address or fax number if not available. Emergency contact information is for the confidential use of the Agencies and will not be released to the public.

**Primary Contact**

Name (TEXT C366)

Title (TEXT C367)

E-mail Address (TEXT C368)

Telephone: Area code/phone number/extension (TEXT C369)

FAX: Area code/phone number (TEXT C370)

**Secondary Contact**

Name (TEXT C371)

Title (TEXT C372)

E-mail Address (TEXT C373)

Telephone: Area code/phone number/extension (TEXT C374)

FAX: Area code/phone number (TEXT C375)

**USA PATRIOT Act Section 314(a) Anti-Money Laundering Contact Information**

This information is being requested to identify points-of-contact who are in charge of your depository institution's Section 314(a) searches and who could be contacted by federal law enforcement officers for additional information related to anti-terrorist financing and anti-money laundering. Please provide information for a secondary contact if available. Enter "none" for the contact's e-mail address or fax number if not available. USA PATRIOT Act contact information is for the confidential use of the Agencies and the Financial Crimes Enforcement Network (FinCEN) and will not be released to the public.

**Primary Contact**

Name (TEXT C437)

Title (TEXT C438)

E-mail Address (TEXT C439)

Telephone: Area code/phone number/extension (TEXT C440)

FAX: Area code/phone number (TEXT C441)

**Secondary Contact**

Name (TEXT C442)

Title (TEXT C443)

E-mail Address (TEXT C444)

Telephone: Area code/phone number/extension (TEXT C445)

FAX: Area code/phone number (TEXT C446)

Consolidated Report of Income  
for the period January 1, 2004 - September 30, 2004

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

Schedule RI-Income Statement

	Dollar Amounts in Thousands				
	RIAD	Bil	Mil	Thou	
1. Interest Income:					
a. Interest and fee income on loans:					
(1) In domestic offices:					
(a) Loans secured by real estate .....	4011		495,000		1.a.(1)(a)
(b) Loans to finance agricultural production and other loans to farmers .....	4024		0		1.a.(1)(b)
(c) Commercial and industrial loans .....	4012		843,000		1.a.(1)(c)
(d) Loans to individuals for household, family, and other personal expenditures:					
(1) Credit Cards .....	B485		4,445,000		1.a.(1)(d)(1)
(2) Other (includes single payment, installment, all student loans, and revolving credit plans other than credit cards) .....	B486		756,000		1.a.(1)(d)(2)
(e) Loans to foreign governments and other official institutions .....	4056		0		1.a.(1)(e)
(f) All other loans in domestic offices .....	B487		1,531,000		1.a.(1)(f)
(2) In foreign offices, Edge and Agreement subsidiaries, and IBFs .....	4059		11,704,000		1.a.(2)
(3) Total interest and fee income on loans (sum of items 1.a.(1)(a) through 1.a.(2)) .....	4010		19,774,000		1.a.(3)
b. Income from lease financing receivables .....	4065		641,000		1.b.
c. Interest income on balances due from depository institutions(1).....	4115		265,000		1.c.
d. Interest and dividend income on securities:					
(1) U.S. Treasury securities and U.S. Government agency obligations (excluding mortgage-backed securities) .....	B488		445,000		1.d.(1)
(2) Mortgage-backed securities.....	B489		375,000		1.d.(2)
(3) All other securities (includes securities issued by states and political subdivisions in the U.S.).....	4060		1,581,000		1.d.(3)
e. Interest income from trading assets .....	4069		1,143,000		1.e.
f. Interest income on federal funds sold and securities purchased under agreements to resell.....	4020		166,000		1.f.
g. Other interest income .....	4518		57,000		1.g.
h. Total interest income (sum of items 1.a.(3) through 1.g.) .....	4107		24,447,000		1.h.
2. Interest expense:					
a. Interest on deposits:					
(1) Interest on deposits in domestic offices:					
(a) Transaction accounts (NOW accounts, ATS accounts, and telephone and preauthorized transfer accounts) .....	4508		13,000		2.a.(1)(a)
(b) Nontransaction accounts:					
(1) Savings deposits (include MMDAs) .....	0093		704,000		2.a.(1)(b)(1)
(2) Time deposits of \$100,000 or more .....	A517		383,000		2.a.(1)(b)(2)
(3) Time deposits of less than \$100,000 .....	A518		33,000		2.a.(1)(b)(3)
(2) Interest on deposits in foreign offices, Edge and Agreement subsidiaries, and IBFs .....	4172		4,151,000		2.a.(2)
b. Expense of federal funds purchased and securities sold under agreements to repurchase.....	4180		280,000		2.b.
c. Interest on trading liabilities and other borrowed money .....	4185		1,350,000		2.c.

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

Schedule RI-Continued

Dollar Amounts in Thousands	Year-to-date				
	RIAD	Bil	Mil	Thou	
2. Interest expense (continued):					
d. Interest on subordinated notes and debentures .....	4200		623,000		2.d.
e. Total interest expense (sum of items 2.a through 2.d) .....	4073		<b>7,537,000</b>		2.e.
3. Net interest income (item 1.h minus 2.e) .....				4074	<b>16,910,000</b> 3.
4. Provision for loan and lease losses .....				4230	2,939,000 4.
5. Noninterest income:					
a. Income from fiduciary activities(1).....	4070		1,055,000		5.a.
b. Service charges on deposit accounts in domestic offices .....	4080		283,000		5.b.
c. Trading revenue(2) .....	A220		1,757,000		5.c.
d. Investment banking, advisory, brokerage, and underwriting fees and commissions .....	B490		0		5.d.
e. Venture capital revenue .....	B491		28,000		5.e.
f. Net servicing fees.....	B492		1,839,000		5.f.
g. Net securitization income.....	B493		1,881,000		5.g.
h. (1) Underwriting income from insurance and reinsurance activities .....	C386		197,000		5.h.(1)
(2) Income from other insurance activities .....	C387		458,000		5.h.(2)
i. Net gains (losses) on sales of loans and leases .....	5416		13,000		5.i.
j. Net gains (losses) on sales of other real estate owned.....	5415		16,000		5.j.
k. Net gains (losses) on sales of other assets (excluding securities) .....	B496		1,499,000		5.k.
l. Other noninterest income* .....	B497		5,318,000		5.l.
m. Total noninterest income (sum of items 5.a through 5.l).....				4079	<b>14,344,000</b> 5.m.
6. a. Realized gains (losses) on held-to-maturity securities .....				3521	0 6.a.
b. Realized gains (losses) on available-for-sale securities .....				3196	260,000 6.b.
7. Noninterest expense:					
a. Salaries and employee benefits .....	4135		6,933,000		7.a.
b. Expenses of premises and fixed assets (net of rental income) (excluding salaries and employee benefits and mortgage interest) .....	4217		2,014,000		7.b.
c. (1) Goodwill impairment losses .....	C216		0		7.c.(1)
(2) Amortization expense and impairment losses for other intangible assets .....	C232		466,000		7.c.(2)
d. Other noninterest expense* .....	4092		9,467,000		7.d.
e. Total noninterest expense (sum of items 7.a through 7.d) .....				4093	<b>18,880,000</b> 7.e.
8. Income (loss) before income taxes and extraordinary items and other adjustments (item 3 plus or minus items 4, 5.m, 6.a, 6.b, and 7.e).....				4301	<b>9,695,000</b> 8.
9. Applicable income taxes (on item 8) .....				4302	2,938,000 9.
10. Income (loss) before extraordinary items and other adjustments (item 8 minus item 9) .....				4300	<b>6,757,000</b> 10.
11. Extraordinary items and other adjustments, net of income taxes*.....				4320	0 11.
12. Net income (loss) (sum of items 10 and 11) .....				4340	<b>6,757,000</b> 12.

\* Describe on Schedule RI-E - Explanations

(1) For banks required to complete Schedule RC-T, items 12 through 19, income from fiduciary activities reported in Schedule RI, item 5.a, must equal the amount reported in Schedule RC-T, item 19.

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

Schedule RI-Continued

Memoranda

	Year-to-date				
	RIAD	Bil	Mil	Thou	
Dollar Amounts in Thousands					
1. Interest expense incurred to carry tax-exempt securities, loans, and leases acquired after August 7, 1986, that is not deductible for federal income tax purposes.....	4513		6,000	M.1.	
2. Income from the sale and servicing of mutual funds and annuities in domestic offices (included in Schedule RI, item 8) .....	8431		16,000	M.2.	
3. Income on tax-exempt loans and leases to states and political subdivisions in the U.S. (included in Schedule RI, items 1.a and 1.b above) .....	4313		4,000	M.3.	
4. Income on tax-exempt securities issued by states and political subdivisions in the U.S. (included in Schedule RI, item 1.d.(3)) .....	4507		295,000	M.4.	
5. Number of full-time equivalent employees at end of current period (round to nearest whole number) .....	4150	Number		M.5.	
6. Not Applicable					
7. If the reporting bank has restated its balance sheet as a result of applying push down accounting this calendar year, report the date of the bank's acquisition(1) .....	9106	CC	YY	MM	DD
			0000/00/00	M.7.	
8. Trading revenue (from cash instruments and derivative instruments) (sum of Memorandum items 8.a through 8.d must equal Schedule RI, item 5.c) (To be completed by banks that reported average trading assets (Schedule RC-K, item 7) of \$2 million or more for any quarter of the preceding calendar year.):					
a. Interest rate exposures .....	8757		(393,000)	M.8.a.	
b. Foreign exchange exposures .....	8758		1,415,000	M.8.b.	
c. Equity security and index exposures .....	8759		327,000	M.8.c.	
d. Commodity and other exposures .....	8760		408,000	M.8.d.	
9. Impact on income of derivatives held for purposes other than trading:					
a. Net increase (decrease) to interest income .....	8761		817,000	M.9.a.	
b. Net (increase) decrease to interest expense .....	8762		(982,000)	M.9.b.	
c. Other (noninterest) allocations .....	8763		380,000	M.9.c.	
10. Credit losses on derivatives (see instructions) .....	A251		46,000	M.10.	
11. Does the reporting bank have a Subchapter S election in effect for federal income tax purposes for the current tax year? (enter "Y" for YES or "N" for NO) .....	A530		N	M.11.	

(1) For example, a bank acquired on June 1, 2001, would report 20010601.

**Schedule RI-A - Changes in Equity Capital**

Indicate decreases and losses in parentheses.		Dollar Amounts in Thousands			
		RIAD	Bil	Mil	Thou
1. Total equity capital most recently reported for the December 31, 2003, Reports of Condition and Income (i.e., after adjustments from amended Reports of Income) .....		3217		45,953,000	1.
2. Restatements due to corrections of material accounting errors and changes in accounting principles* .....		B507		0	2.
3. Balance end of previous calendar year as restated (sum of items 1 and 2) .....		B508		45,953,000	3.
4. Net income (loss) (must equal Schedule RI, item 12) .....		4340		6,757,000	4.
5. Sale, conversion, acquisition, or retirement of capital stock, net (excluding treasury stock transactions) .....		B509		0	5.
6. Treasury stock transactions, net .....		B510		0	6.
7. Changes incident to business combinations, net .....		4356		0	7.
8. LESS: Cash dividends declared on preferred stock .....		4470		95,000	8.
9. LESS: Cash dividends declared on common stock.....		4460		1,787,000	9.
10. Other comprehensive income(1) .....		B511		(747,000)	10.
11. Other transactions with parent holding company* (not included in items 5, 6, 8, or 9 above).....		4415		1,072,000	11.
12. Total equity capital end of current period (sum of items 3 through 11) (must equal Schedule RC, item 28) .....		3210		51,153,000	12.

\* Describe on Schedule RI-E - Explanations.

(1) Includes changes in net unrealized holding gains (losses) on available-for-sale securities, changes in accumulated net gains (losses) on cash flow hedges, foreign currency translation adjustments, and changes in minimum pension liability adjustments.

**Schedule RI-B - Charge-offs and Recoveries on Loans and Leases and Changes in Allowance for Loan and Lease Losses**

Part I. Charge-offs and Recoveries on Loans and Leases

Part I includes charge-offs and recoveries through the allocated transfer risk reserve.

Dollar Amounts in Thousands	(Column A) Charge-offs(1)				(Column B) Recoveries			
	Calendar year-to-date							
	RIAD	Bil	Mil	Thou	RIAD	Bil	Mil	Thou
1. Loans secured by real estate:								
a. Construction, land development, and other land loans in domestic offices .....	3582		0		3583		0	
b. Secured by farmland in domestic offices .....	3584		0		3585		0	
c. Secured by 1-4 family residential properties in domestic offices:								
(1) Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit .....	5411		0		5412		0	
(2) Closed-end loans secured by 1-4 family residential properties:								
(a) Secured by first liens .....	C234		1,000		C217		0	
(b) Secured by junior liens .....	C235		0		C218		0	
d. Secured by multifamily (5 or more) residential properties in domestic offices .....	3588		0		3589		0	
e. Secured by nonfarm nonresidential properties in domestic offices .....	3590		0		3591		1,000	
f. In foreign offices .....	B512		66,000		B513		21,000	
2. Loans to depository institutions and acceptances of other banks:								
a. To U.S. banks and other U.S. depository institutions .....	4653		0		4663		0	
b. To foreign banks .....	4654		2,000		4664		38,000	
3. Loans to finance agricultural production and other loans to farmers.....	4655		0		4665		1,000	
4. Commercial and industrial loans:								
a. To U.S. addressees (domicile) .....	4645		95,000		4617		78,000	
b. To non-U.S. addressees (domicile).....	4646		468,000		4618		228,000	

(1) Include write-downs arising from transfers of loans to a held-for-sale account.

Schedule RI-B - Continued

Part I. Continued

	(Column A) Charge-offs(1)				(Column B) Recoveries			
	Calendar year-to-date							
	RIAD	Bil	Mil	Thou	RIAD	Bil	Mil	Thou
Dollar Amounts in Thousands								
5. Loans to individuals for household, family, and other personal expenditures:								
a. Credit cards .....	B514		2,851,000		B515		554,000	5.a.
b. Other (includes single payment, installment, all student loans, and revolving credit plans other than credit cards) .....	B516		1,697,000		B517		242,000	5.b.
6. Loans to foreign governments and official institutions .....	4643		0	4627			0	6.
7. All other loans .....	4644		14,000	4628			4,000	7.
8. Lease financing receivables:								
a. To U.S. addressees (domicile) .....	4658		80,000	4668			19,000	8.a.
b. To non-U.S. addressees (domicile) .....	4659		41,000	4669			21,000	8.b.
9. Total (sum of items 1 through 8) .....	4635		<b>5,315,000</b>	4605			<b>1,207,000</b>	9.

Memoranda

	(Column A) Charge-offs(1)				(Column B) Recoveries			
	Calendar year-to-date							
	RIAD	Bil	Mil	Thou	RIAD	Bil	Mil	Thou
Dollar Amounts in Thousands								
1. Loans to finance commercial real estate, construction, and land development activities (not secured by real estate) included in Schedule RI-B, part I, items 4 and 7, above .....	5409		0	5410			0	M.1.
2. Loans secured by real estate to non-U.S. addressees (domicile) (included in Schedule RI-B, part I, item 1, above) .....	4652		66,000	4662			21,000	M.2.
3. Not applicable								
<i>Memorandum item 4 is to be completed by banks that (1) together with affiliated institutions, have outstanding credit card receivables (as defined in the instructions) that exceed \$500 million as of the report date or (2) are credit card specialty banks as defined for Uniform Bank Performance Report purposes</i>								
4. Uncollectible retail credit card fees and finance charges reversed against income (i.e., not included in charge-offs against the allowance for loan and lease losses) .....	C388		804,000					M.4.

(1) Include write-downs arising from transfers of loans to a held-for-sale account.

Part II. Changes in Allowance for Loan and Lease Losses

	Dollar Amounts in Thousands			
	RIAD	Bil	Mil	Thou
1. Balance most recently reported for the December 31, 2003, Reports of Condition and Income (i.e., after adjustments from amended Reports of Income) .....	B522		8,709,000	1.
2. Recoveries (must equal part I, item 9, column B above) .....	4605		1,207,000	2.
3. LESS: Charge-offs (must equal part I, item 9, column A, above less Schedule RI-B, Part II, item 4) .....	C079		5,315,000	3.
4. LESS: Write-downs arising from transfers of loans to a held-for-sale account .....	5523		0	4.
5. Provision for loan and lease losses (must equal Schedule RI, item 4) .....	4230		2,939,000	5.
6. Adjustments* (see instructions for this schedule) .....	C233		947,000	6.
7. Balance end of current period (sum of items 1, 2, 5, and 6, less items 3 and 4) (must equal Schedule RC, item 4.c) .....	3123		<b>8,487,000</b>	7.

\* Describe on Schedule RI-E - Explanations.

Memoranda

	Dollar Amounts in Thousands			
	RIAD	Bil	Mil	Thou
1. Allocated transfer risk reserve included in Schedule RI-B, part II, item 7, above .....	C435		99,000	M.1.
<i>Memorandum items 2 and 3 are to be completed by banks that (1) together with affiliated institutions, have outstanding credit card receivables (as defined in the instructions) that exceed \$500 million as of the report date or (2) are credit card specialty banks as defined for Uniform Bank Performance Report purposes</i>				
2. Separate valuation allowance for uncollectible retail credit card fees and finance charges.....	C389		0	M.2.
3. Amount of allowance for loan and lease losses attributable to retail credit card fees and finance charges .....	C390		293,000	M.3.

Schedule RI-D - Income from International Operations

For all banks with foreign offices, Edge or Agreement subsidiaries, or IBFs where international operations account for more than 10 percent of total revenues, total assets, or net income.

	Year-to-date			
	RIAD	Bil	Mil	Thou
Dollar Amounts in Thousands				
1. Interest income and expense attributable to international operations:				
a. Gross interest income .....	B523		13,975,000	1.a.
b. Gross interest expense.....	B524		4,286,000	1.b.
2. Net interest income attributable to international operations (item 1.a minus 1.b) .....	B525		<b>9,689,000</b>	2.
3. Noninterest income and expense attributable to international operations:				
a. Noninterest income attributable to international operations .....	4097		8,097,000	3.a.
b. Provision for loan and lease losses attributable to international operations .....	4235		2,412,000	3.b.
c. Other noninterest expense attributable to international operations .....	4239		8,318,000	3.c.
d. Net noninterest income (expense) attributable to international operations (items 3.a minus 3.b and 3.c) .....	4843		<b>(2,633,000)</b>	3.d.
4. Estimated pretax income attributable to international operations before capital allocation adjustments (sum of items 2 and 3.d).....	4844		<b>7,056,000</b>	4.
5. Adjustment to pretax income for internal allocations to international operations to reflect the effects of equity capital on overall bank funding costs .....	4845		(94,000)	5.
6. Estimated pretax income attributable to international operations after capital allocation adjustment (sum of items 4 and 5).....	4846		<b>6,962,000</b>	6.
7. Income taxes attributable to income from international operations as estimated in item 6 .....	4797		2,114,000	7.
8. Estimated net income attributable to international operations (item 6 minus 7) .....	4341		<b>4,848,000</b>	8.

**Schedule RI-E - Explanations**

**Schedule RI-E is to be completed each quarter on a calendar year-to-date basis.**

Detail all adjustments in Schedule RI-A and RI-B, all extraordinary items and other adjustments in Schedule RI, and all significant items of other noninterest income and other noninterest expense in Schedule RI. (See instructions for details.)

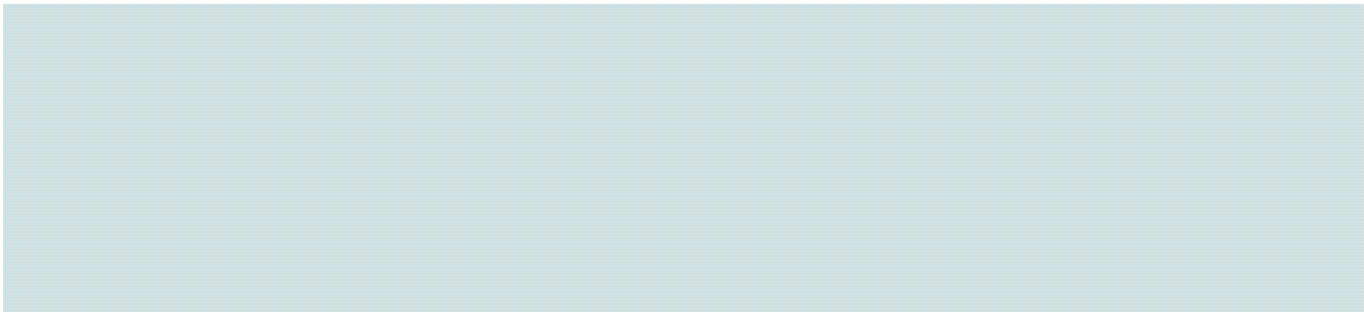
		Dollar Amounts in Thousands		Year-to-date			
				RIAD	Bil	Mil	Thou
1. Other noninterest income (from Schedule RI, item 5.l)							
Itemize and describe amounts that exceed 1% of the sum of Schedule RI, items 1.h and 5.m:							
a.	Income and fees from the printing and sale of checks	C013		0			1.a.
b.	Earnings on/increase in value of cash surrender value of life insurance	C014		0			1.b.
c.	Income and fees from automated teller machines (ATMs)	C016		0			1.c.
d.	Rent and other income from real estate owned	4042		0			1.d.
e.	Safe deposit box rent	C015		0			1.e.
f.	TEXT 4461 Operating Income from affiliates	4461		1,828,000			1.f.
g.	TEXT4462 Credit & Charge Card Fees	4462		857,000			1.g.
h.	TEXT4463	4463		0			1.h.
2. Other noninterest expense (from Schedule RI, item 7.d)							
Itemize and describe amounts that exceed 1% of the sum of Schedule RI, items 1.h and 5.m:							
a.	Data processing expenses	C017		887,000			2.a.
b.	Advertising and marketing expenses	0497		1,585,000			2.b.
c.	Directors' fees	4136		0			2.c.
d.	Printing, stationery, and supplies	C018		429,000			2.d.
e.	Postage	8403		0			2.e.
f.	Legal fees and expenses	4141		0			2.f.
g.	FDIC deposit insurance assessments	4146		0			2.g.
h.	TEXT 4464 Operating Expense Paid to Affiliates	4464		1,716,000			2.h.
i.	TEXT 4467 Settlement Litigation/Incr.to Litigation Reserve	4467		1,553,000			2.i.
j.	TEXT 4468	4468		0			2.j.
3. Extraordinary items and other adjustments and applicable income tax effect (from Schedule RI, item 11) (itemize and describe all extraordinary items and other adjustments):							
a. (1)	TEXT 4469	4469		0			3.a.(1)
(2)	Applicable income tax effect	4486		0			3.a.(2)
b. (1)	TEXT 4487	4487		0			3.b.(1)
(2)	Applicable income tax effect	4488		0			3.b.(2)
c. (1)	TEXT 4489	4489		0			3.c.(1)
(2)	Applicable income tax effect	4491		0			3.c.(2)

Schedule RI-E - Continued

		Year-to-date			
		RIAD	Bil	Mil	Thou
Dollar Amounts in Thousands					
4. Restatements due to corrections of material accounting errors and changes in accounting principles (from Schedule RI-A, item 2) (itemize and describe all restatements):					
a.	TEXT B526	B526		0	4.a
b.	TEXT B527	B527		0	4.b
5. Other transactions with parent holding company (from Schedule RI-A, item 11) (itemize and describe all such transactions):					
a.	TEXT 4498 Capital Contributions / Other	4498	1,072,000		5.a
b.	TEXT 4499	4499		0	5.b
6. Adjustments to allowance for loan and lease losses (from Schedule RI-B, part II, item 6) (itemize and describe all adjustments):					
a.	TEXT 4521 Foreign Currency Translation / Other	4521	46,000		6.a
b.	TEXT 4522 Allowance for loan losses related to acquisition	4522	901,000		6.b
7. Other explanations (the space below is provided for the bank to briefly describe, at its option, any other significant items affecting the Report of Income):					

Other explanations (Either enter text in the field below or skip and leave blank for "No comment"):

(TEXT 4769)



## Consolidated Report of Condition for Insured Commercial and State-Chartered Savings Banks for September 30, 2004

12

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

### Schedule RC - Balance Sheet

		Dollar Amounts in Thousands				
		RCFD	Bil	Mil	Thou	
<b>ASSETS</b>						
1. Cash and balances due from depository institutions (from Schedule RC-A):						
a. Noninterest-bearing balances and currency and coin(1) .....		0081		15,975,000		1.a.
b. Interest-bearing balances(2) .....		0071		22,130,000		1.b.
2. Securities:						
a. Held-to-maturity securities (from Schedule RC-B, column A) .....		1754		47,000		2.a.
b. Available-for-sale securities (from Schedule RC-B, column D) .....		1773		98,145,000		2.b.
3. Federal funds sold and securities purchased under agreements to resell: .....						
a. Federal funds sold in domestic offices .....		RCON	B987		2,000	3.a.
b. Securities purchased under agreements to resell(3) .....		RCFD	B989		16,592,000	3.b.
4. Loans and lease financing receivables (from Schedule RC-C):						
a. Loans and leases held for sale .....			RCFD			
			5369		8,764,000	4.a.
b. Loans and leases, net of unearned income .....	B528			362,798,000		4.b.
c. LESS: Allowance for loan and lease losses .....	3123			8,487,000		4.c.
d. Loans and leases, net of unearned income and allowance (item 4.b minus 4.c) .....		B529		<b>354,311,000</b>		4.d.
5. Trading assets (from Schedule RC-D) .....		3545		76,074,000		5.
6. Premises and fixed assets (including capitalized leases) .....		2145		4,081,000		6.
7. Other real estate owned (from Schedule RC-M) .....		2150		63,000		7.
8. Investments in unconsolidated subsidiaries and associated companies (from Schedule RC-M) .....		2130		408,000		8.
9. Customers' liability to this bank on acceptances outstanding .....		2155		1,394,000		9.
10. Intangible assets:						
a. Goodwill .....		3163		8,802,000		10.a.
b. Other intangible assets (from Schedule RC-M) .....		0426		11,380,000		10.b.
11. Other assets (from Schedule RC-F) .....		2160		33,177,000		11.
12. Total assets (sum of items 1 through 11) .....		2170		<b>651,345,000</b>		12.

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

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

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

Schedule RC - Continued

Dollar Amounts in Thousands				Bil	Mil	Thou
<b>LIABILITIES</b>						
<b>13. Deposits:</b>						
a. In domestic offices (sum of totals of columns A and C from Schedule RC-E, part I).....						
	RCON					
	2200			121,163,000		13.a.
(1) Noninterest-bearing(1).....						
	RCON	6631	22,047,000			13.a.(1)
(2) Interest-bearing.....						
	RCON	6636	99,116,000			13.a.(2)
b. In foreign offices, Edge and Agreement subsidiaries, and IBFs (from Schedule RC-E, part II).....						
	RCFN					
	2200			315,817,000		13.b.
(1) Noninterest-bearing.....						
	RCFN	6631	24,003,000			13.b.(1)
(2) Interest-bearing.....						
	RCFN	6636	291,814,000			13.b.(2)
<b>14. Federal funds purchased and securities sold under agreements to repurchase</b>						
a. Federal funds purchased in domestic offices(2).....						
	RCON	B993		13,606,000		14.a.
b. Securities sold under agreements to repurchase(3).....						
	RCFD	B995		10,367,000		14.b.
<b>15. Trading liabilities (from Schedule RC-D).....</b>						
	RCFD	3548		40,813,000		15.
<b>16. Other borrowed money (includes mortgage indebtedness and obligations under capitalized leases) (from Schedule RC-M).....</b>						
	RCFD					
	3190			54,040,000		16.
<b>17. Not applicable</b>						
<b>18. Bank's liability on acceptances executed and outstanding.....</b>						
	2920			1,394,000		18.
<b>19. Subordinated notes and debentures(4).....</b>						
	3200			13,430,000		19.
<b>20. Other liabilities (from Schedule RC-G).....</b>						
	2930			29,102,000		20.
<b>21. Total liabilities (sum of items 13 through 20).....</b>						
	2948			599,732,000		21.
<b>22. Minority interest in consolidated subsidiaries.....</b>						
	3000			460,000		22.
<b>EQUITY CAPITAL</b>						
<b>23. Perpetual preferred stock and related surplus.....</b>						
	3838			1,950,000		23.
<b>24. Common stock.....</b>						
	3230			751,000		24.
<b>25. Surplus (exclude all surplus related to preferred stock).....</b>						
	3839			25,903,000		25.
a. Retained earnings.....						
	3632			24,390,000		26.a.
b. Accumulated other comprehensive income(5).....						
	B530			(1,841,000)		26.b.
<b>27. Other equity capital components(6).....</b>						
	A130			0		27.
<b>28. Total equity capital (sum of items 23 through 27).....</b>						
	3210			51,153,000		28.
<b>29. Total liabilities, minority interest, and equity capital (sum of items 21, 22, and 28).....</b>						
	3300			651,345,000		29.

Memorandum

To be reported with the March Report of Condition.

1. Indicate in the box at the right the number of the statement below that best describes the most comprehensive level of auditing work performed for the bank by independent external auditors as of any date during 2003.....

RCFD	Number
6724	N/A

M.1.

- 1 = Independent audit of the bank conducted in accordance with generally accepted auditing standards by a certified public accounting firm which submits a report on the bank
- 2 = Independent audit of the bank's parent holding company conducted in accordance with generally accepted auditing standards by a certified public accounting firm which submits a report on the consolidated holding company (but not on the bank separately)
- 3 = Attestation on bank management's assertion on the effectiveness of the bank's internal control over financial reporting by a certified public accounting firm
- 4 = Directors' examination of the bank conducted in accordance with generally accepted auditing standards by a certified public accounting firm (may be required by state chartering authority)
- 5 = Directors' examination of the bank performed by other external auditors (may be required by state chartering authority)
- 6 = Review of the bank's financial statements by external auditors
- 7 = Compilation of the bank's financial statements by external auditors
- 8 = Other audit procedures (excluding tax preparation work)
- 9 = No external audit work

(1) Includes total demand deposits and noninterest-bearing time and savings deposits.  
 (2) Report overnight Federal Home Loan Bank advances in Schedule RC, item 16, "Other borrowed money."  
 (3) Includes all securities repurchase agreements in domestic and foreign offices, regardless of maturity.  
 (4) Includes limited-life preferred stock and related surplus.  
 (5) Includes net unrealized holding gains (losses) on available-for-sale securities, accumulated net gains (losses) on cash flow hedges, cumulative foreign currency translation adjustments, and minimum pension liability adjustments.  
 (6) Includes treasury stock and unearned Employee Stock Ownership Plan shares.

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

Exclude assets held for trading.

Dollar Amounts in Thousands	(Column A) Consolidated Bank				(Column B) Domestic Offices				
	RCFD	Bil	Mil	Thou	RCON	Bil	Mil	Thou	
1. Cash items in process of collection, unposted debits, and currency and coin .....	0022		5,171,000						1.
a. Cash items in process of collection and unposted debits .....					0020		2,430,000		1.a.
b. Currency and coin .....					0080		487,000		1.b.
2. Balances due from depository institutions in the U.S. ....					0082		3,211,000		2.
a. U.S. branches and agencies of foreign banks (including their IBFs) .....	0083		352,000						2.a.
b. Other commercial banks in the U.S. and other depository institutions in the U.S. (including their IBFs).....	0085		3,462,000						2.b.
3. Balances due from banks in foreign countries and foreign central banks....					0070		102,000		3.
a. Foreign branches of other U.S. banks .....	0073		116,000						3.a.
b. Other banks in foreign countries and foreign central banks .....	0074		26,617,000						3.b.
4. Balances due from Federal Reserve Banks .....	0090		2,387,000		0090		2,379,000		4.
5. Total (sum of items 1 through 4) (total of column A must equal Schedule RC, sum of items 1.a and 1.b) .....	0010		<b>38,105,000</b>		0010		<b>8,609,000</b>		5.

**Schedule RC-B - Securities**

Exclude assets held for trading.

Dollar Amounts in Thousands	Held-to-maturity								Available-for-sale								
	(Column A) Amortized Cost				(Column B) Fair Value				(Column C) Amortized Cost				(Column D) Fair Value				
	RCFD	Bil	Mil	Thou	RCFD	Bil	Mil	Thou	RCFD	Bil	Mil	Thou	RCFD	Bil	Mil	Thou	
1. U.S. Treasury securities ...	0211			0	0213			0	1286			12,507,000	1287			12,369,000	1.
2. U.S. Government agency obligations (exclude mortgage-backed securities):																	
a. Issued by U.S. Government agencies(1)	1289			0	1290			0	1291			250,000	1293			255,000	2.a.
b. Issued by U.S. Government-sponsored agencies(2)	1294			0	1295			0	1297			10,662,000	1298			10,641,000	2.b.
3. Securities issued by states and political subdivisions in the U.S.	8496			0	8497			0	8498			8,145,000	8499			8,671,000	3.

(1) Includes Small Business Administration "Guaranteed Loan Pool Certificates," U.S. Maritime Administration obligations, and Export-Import Bank participation certificates.

(2) Includes obligations (other than mortgage-backed securities) issued by the Farm Credit System, the Federal Home Loan Bank System, the Federal Home Loan Mortgage Corporation, the Federal National Mortgage Association, the Financing Corporation, Resolution Funding Corporation, the Student Loan Marketing Association, and the Tennessee Valley Authority.

Schedule RC-B - Continued

Dollar Amounts in Thousands	Held-to-maturity								Available-for-sale							
	(Column A) Amortized Cost				(Column B) Fair Value				(Column C) Amortized Cost				(Column D) Fair Value			
	RCFD	Bil	Mil	Thou	RCFD	Bil	Mil	Thou	RCFD	Bil	Mil	Thou	RCFD	Bil	Mil	Thou
4. Mortgage-backed securities (MBS):																
a. Pass-through securities:																
(1) Guaranteed by GNMA .....	1698		0		1699		0		1701		7,320,000		1702		7,327,000	4.a.(1)
(2) Issued by FNMA and FHLMC .....	1703		0		1705		0		1706		704,000		1707		711,000	4.a.(2)
(3) Other pass-through securities .....	1709		0		1710		0		1711		20,000		1713		20,000	4.a.(3)
b. Other mortgage-backed securities (include CMOs, REMICs, and stripped MBS):																
(1) Issued or guaranteed by FNMA, FHLMC, or GNMA .....	1714		0		1715		0		1716		1,000		1717		1,000	4.b.(1)
(2) Collateralized by MBS issued or guaranteed by FNMA, FHLMC, or GNMA .....	1718		0		1719		0		1731		0		1732		0	4.b.(2)
(3) All other mortgage-backed securities .....	1733		0		1734		0		1735		0		1736		0	4.b.(3)
5. Asset-backed securities (ABS):																
a. Credit card receivables .....	B838		0		B839		0		B840		2,009,000		B841		1,983,000	5.a.
b. Home equity lines .....	B842		0		B843		0		B844		245,000		B845		242,000	5.b.
c. Automobile loans .....	B846		0		B847		0		B848		0		B849		0	5.c.
d. Other consumer loans .....	B850		0		B851		0		B852		16,000		B853		30,000	5.d.
e. Commercial and industrial loans .....	B854		0		B855		0		B856		90,000		B857		89,000	5.e.
f. Other .....	B858		0		B859		0		B860		0		B861		0	5.f.
6. Other debt securities:																
a. Other domestic debt securities .....	1737		0		1738		0		1739		4,781,000		1741		4,525,000	6.a.
b. Foreign debt securities .....	1742		47,000		1743		47,000		1744		50,883,000		1746		50,964,000	6.b.
7. Investments in mutual funds and other equity securities with readily determinable fair values(1) ...									A510		225,000		A511		317,000	7.
8. Total (sum of items 1 through 7) (total of column A must equal Schedule RC, item 2.a) (total of column D must equal Schedule RC, item 2.b) .....	1754		47,000		1771		47,000		1772		97,858,000		1773		98,145,000	8.

(1) Report Federal Reserve stock, Federal Home Loan Bank stock, and bankers' bank stock in Schedule RC-F, item 4.

Schedule RC-B - Continued

Memoranda

	Dollar Amounts in Thousands				
	RCFD	Bil	Mil	Thou	
1. Pledged securities(1).....	0416	48,954,000			M.1.
2. Maturity and repricing data for debt securities(1),(2) (excluding those in nonaccrual status):					
a. Securities issued by the U.S. Treasury, U.S. Government agencies, and states and political subdivisions in the U.S.; other non-mortgage debt securities; and mortgage pass-through securities other than those backed by closed-end first lien 1-4 family residential mortgages with a remaining maturity or next repricing date of:(3),(4)					
(1) Three months or less .....	A549	12,167,000			M.2.a.(1)
(2) Over three months through 12 months .....	A550	13,069,000			M.2.a.(2)
(3) Over one year through three years .....	A551	27,853,000			M.2.a.(3)
(4) Over three years through five years .....	A552	16,191,000			M.2.a.(4)
(5) Over five years through 15 years.....	A553	10,764,000			M.2.a.(5)
(6) Over 15 years .....	A554	9,646,000			M.2.a.(6)
b. Mortgage pass-through securities backed by closed-end first lien 1-4 family residential mortgages with a remaining maturity or next repricing date of:(3),(5)					
(1) Three months or less .....	A555	0			M.2.b.(1)
(2) Over three months through 12 months .....	A556	0			M.2.b.(2)
(3) Over one year through three years.....	A557	241,000			M.2.b.(3)
(4) Over three years through five years .....	A558	189,000			M.2.b.(4)
(5) Over five years through 15 years.....	A559	302,000			M.2.b.(5)
(6) Over 15 years .....	A560	7,326,000			M.2.b.(6)
c. Other mortgage-backed securities (include CMOs, REMICs, and stripped MBS; exclude mortgage pass-through securities) with an expected average life of:(6)					
(1) Three years or less .....	A561	1,000			M.2.c.(1)
(2) Over three years.....	A562	0			M.2.c.(2)
d. Debt securities with a REMAINING MATURITY of one year or less (included in Memorandum items 2.a through 2.c above) .....	A248	22,344,000			M.2.d.
3. Amortized cost of held-to-maturity securities sold or transferred to available-for-sale or trading securities during the calendar year-to-date (report the amortized cost at date of sale or transfer) ...	1778	0			M.3.
4. Structured notes (included in the held-to-maturity and available-for-sale accounts in Schedule RC-B, items 2, 3, 5, and 6):					
a. Amortized cost .....	8782	0			M.4.a.
b. Fair value.....	8783	0			M.4.b.

(1) Includes held-to-maturity securities at amortized cost and available-for-sale securities at fair value.

(2) Exclude investments in mutual funds and other equity securities with readily determinable fair values.

(3) Report fixed rate debt securities by remaining maturity and floating rate debt securities by next repricing date.

(4) Sum of Memorandum items 2.a.(1) through 2.a.(6) plus any nonaccrual debt securities in the categories of debt securities reported in Memorandum item 2.a that are included in Schedule RC-N, item 9, column C, must equal Schedule RC-B, sum of items 1, 2, 3, 5, and 6, columns A and D, plus mortgage pass-through securities other than those backed by closed-end first lien 1-4 family residential mortgages included in Schedule RC-B, item 4.a, columns A and D.

(5) Sum of Memorandum items 2.b.(1) through 2.b.(6) plus any nonaccrual mortgage pass-through securities backed by closed-end first lien 1-4 family residential mortgages included in Schedule RC-N, item 9, column C, must equal Schedule RC-B, item 4.a, sum of columns A and D, less the amount of mortgage pass-through securities other than those backed by closed-end first lien 1-4 family residential mortgages included in Schedule RC-B, item 4.a, columns A and D.

(6) Sum of Memorandum items 2.c.(1) and 2.c.(2) plus any nonaccrual "Other mortgage-backed securities" included in Schedule RC-N, item 9, column C, must equal Schedule RC-B, item 4.b, sum of columns A and D.

**Schedule RC-C - Loans and Lease Financing Receivables**

**Part I. Loans and Leases**

Do not deduct the allowance for loan and lease losses or the allocated transfer risk reserve from amounts reported in this schedule. Report (1) loans and leases held for sale at the lower of cost or market value and (2) loans and leases held for investment, net of unearned income. Exclude assets held for trading and commercial paper.

	(Column A) Consolidated Bank				(Column B) Domestic Offices				
	RCFD	Bil	Mil	Thou	RCON	Bil	Mil	Thou	
Dollar Amounts in Thousands									
1. Loans secured by real estate .....	1410	48,633,000							1.
a. Construction, land development, and other land loans.....					1415	472,000			1.a.
b. Secured by farmland (including farm residential and other improvements) .....					1420	20,000			1.b.
c. Secured by 1-4 family residential properties:									
(1) Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit .....					1797	4,074,000			1.c.(1)
(2) Closed-end loans secured by 1-4 family residential properties:									
(a) Secured by first liens .....					5367	6,007,000			1.c.(2)(a)
(b) Secured by junior liens .....					5368	44,000			1.c.(2)(b)
d. Secured by multifamily (5 or more) residential properties .....					1460	845,000			1.d.
e. Secured by nonfarm nonresidential properties .....					1480	2,256,000			1.e.
2. Loans to depository institutions and acceptances of other banks:									
a. To commercial banks in the U.S. ....					B531	4,100,000			2.a.
(1) To U.S. branches and agencies of foreign banks .....	B532	95,000							2.a.(1)
(2) To other commercial banks in the U.S. ....	B533	4,249,000							2.a.(2)
b. To other depository institutions in the U.S. ....	B534	48,679,000			B534	48,679,000			2.b.
c. To banks in foreign countries .....					B535	486,000			2.c.
(1) To foreign branches of other U.S. banks .....	B536	171,000							2.c.(1)
(2) To other banks in foreign countries .....	B537	5,067,000							2.c.(2)
3. Loans to finance agricultural production and other loans to farmers.....	1590	249,000			1590	0			3.
4. Commercial and industrial loans:									
a. To U.S. addressees (domicile) .....	1763	19,510,000			1763	18,199,000			4.a.
b. To non-U.S. addressees (domicile).....	1764	77,010,000			1764	602,000			4.b.
5. Not applicable									
6. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper):									
a. Credit cards .....	B538	60,778,000			B538	43,858,000			6.a.
b. Other revolving credit plans .....	B539	13,229,000			B539	660,000			6.b.
c. Other consumer loans (includes single payment, installment, and all student loans) .....	2011	62,708,000			2011	26,900,000			6.c.
7. Loans to foreign governments and official institutions (including foreign central banks) .....	2081	1,589,000			2081	0			7.
8. Obligations (other than securities and leases) of states and political subdivisions in the U.S. ....	2107	332,000			2107	332,000			8.
9. Other loans .....	1563	21,071,000							9.
a. Loans for purchasing or carrying securities (secured and unsecured)....					1545	285,000			9.a.
b. All other loans (exclude consumer loans) .....					1564	10,283,000			9.b.
10. Lease financing receivables (net of unearned income) .....					2165	6,497,000			10.
a. Of U.S. addressees (domicile) .....	2182	5,884,000							10.a.
b. Of non-U.S. addressees (domicile) .....	2183	3,733,000							10.b.
11. LESS: Any unearned income on loans reflected in items 1-9 above.....	2123	1,425,000			2123	450,000			11.
12. Total loans and leases, net of unearned income (sum of items 1 through 10 minus item 11) (total of column A must equal Schedule RC, sum of items 4.a and 4.b) .....	2122	371,562,000			2122	174,149,000			12.

Schedule RC-C - Continued

Part I. Continued

Memoranda

	Dollar Amounts in Thousands				
	RCFD	Bil	Mil	Thou	
1. Loans and leases restructured and in compliance with modified terms (included in Schedule RC-C, part I, above and not reported as past due or nonaccrual in Schedule RC-N, Memorandum item 1) (exclude loans secured by 1-4 family residential properties and loans to individuals for household, family, and other personal expenditures).....	1616		85,000		M.1.
2. Maturity and repricing data for loans and leases (excluding those in nonaccrual status):					
a. Closed-end loans secured by first liens on 1-4 family residential properties in domestic offices (reported in Schedule RC-C, part I, item 1.c.(2)(a), column B) with a remaining maturity or next repricing date of:(1),(2)	RCON				
(1) Three months or less .....	A564		112,000		M.2.a.(1)
(2) Over three months through 12 months .....	A565		516,000		M.2.a.(2)
(3) Over one year through three years.....	A566		466,000		M.2.a.(3)
(4) Over three years through five years .....	A567		1,625,000		M.2.a.(4)
(5) Over five years through 15 years.....	A568		1,474,000		M.2.a.(5)
(6) Over 15 years .....	A569		1,776,000		M.2.a.(6)
b. All loans and leases (reported in Schedule RC-C, part I, items 1 through 10, column A) EXCLUDING closed-end loans secured by first liens on 1-4 family residential properties in domestic offices (reported in Schedule RC-C, part I, item 1.c.(2)(a), column B) with a remaining maturity or next repricing date of:(1),(3)	RCFD				
(1) Three months or less .....	A570		187,721,000		M.2.b.(1)
(2) Over three months through 12 months .....	A571		43,883,000		M.2.b.(2)
(3) Over one year through three years.....	A572		77,754,000		M.2.b.(3)
(4) Over three years through five years .....	A573		35,621,000		M.2.b.(4)
(5) Over five years through 15 years.....	A574		12,648,000		M.2.b.(5)
(6) Over 15 years .....	A575		3,059,000		M.2.b.(6)
c. Loans and leases (reported in Schedule RC-C, part I, items 1 through 10, column A) with a REMAINING MATURITY of one year or less (excluding those in nonaccrual status) .....	A247		115,737,000		M.2.c.
3. Loans to finance commercial real estate, construction, and land development activities (not secured by real estate) included in Schedule RC-C, part I, items 4 and 9, column A(4).....	2746		913,000		M.3.
4. Adjustable rate closed-end loans secured by first liens on 1-4 family residential properties in domestic offices (included in Schedule RC-C, part I, item 1.c.(2)(a), column B) .....	RCON				
	5370		756,000		M.4.
5. Loans secured by real estate to non-U.S. addressees (domicile) (included in Schedule RC-C, part I, item 1, column A, above) .....	RCFD				
	B837		33,465,000		M.5.
<i>Memorandum item 6 is to be completed by banks that (1) together with affiliated institutions, have outstanding credit card receivables (as defined in the instructions) that exceed \$500 million as of the report date or (2) are credit card specialty banks as defined for Uniform Bank Performance Report purposes</i>					
6. Outstanding credit card fees and finance charges included in Schedule RC-C, part I, item 6.a., column A. ....	C391		3,335,000		M.6.

(1) Report fixed rate loans and leases by remaining maturity and floating rate loans by next repricing date.

(2) Sum of Memorandum items 2.a.(1) through 2.a.(6) plus total nonaccrual closed-end loans secured by first liens on 1-4 family residential properties in domestic offices included in Schedule RC-N, item 1.c.(2)(a), column C, must equal total closed-end loans secured by first liens on 1-4 family residential properties from Schedule RC-C, part I, item 1.c.(2)(a), column B.

(3) Sum of Memorandum items 2.b.(1) through 2.b.(6), plus total nonaccrual loans and leases from Schedule RC-N, sum of items 1 through 8, column C, minus nonaccrual closed-end loans secured by first liens on 1-4 family residential properties in domestic offices included in Schedule RC-N, item 1.c.(2)(a), column C, must equal total loans and leases from Schedule RC-C, part I, sum of items 1 through 10, column A, minus total closed-end loans secured by first liens on 1-4 family residential properties in domestic offices from Schedule RC-C, part I, item 1.c.(2)(a), column B.

(4) Exclude loans secured by real estate that are included in Schedule RC-C, part I, item 1, column A.

Schedule RC-C - Continued

18a

Part II. Loans to Small Businesses and Small Farms

Schedule RC-C, Part II is to be reported only with the June Report of Condition.

Report the number and amount currently outstanding as of June 30 of business loans with "original amounts" of \$1,000,000 or less and farm loans with "original amounts" of \$500,000 or less. The following guidelines should be used to determine the "original amount" of a loan: (1) For loans drawn down under lines of credit or loan commitments, the "original amount" of the loan is the size of the line of credit or loan commitment when the line of credit or loan commitment was most recently approved, extended, or renewed prior to the report date. However, if the amount currently outstanding as of the report date exceeds this size, the "original amount" is the amount currently outstanding on the report date. (2) For loan participations and syndications, the "original amount" of the loan participation or syndication is the entire amount of the credit originated by the lead lender. (3) For all other loans, the "original amount" is the total amount of the loan at origination or the amount currently outstanding as of the report date, whichever is larger.

Loans to Small Businesses

1. Indicate in the appropriate box at the right whether all or substantially all of the dollar volume of your bank's "Loans secured by nonfarm nonresidential properties" in domestic offices reported in Schedule RC-C, part I, item 1.e, column B, and all or substantially all of the dollar volume of your bank's "Commercial and industrial loans to U.S. addressees" in domestic offices reported in Schedule RC-C, part I, item 4.a, column B, have original amounts of \$100,000 or less (If your bank has no loans outstanding in both of these two loan categories, place an "N" in the box to the right for NO, otherwise mark it "Y" for YES.).....

RCON	(Y / N)
6999	N/A

1.

If YES, complete items 2.a and 2.b below, skip items 3 and 4, and go to item 5.  
 If NO and your bank has loans outstanding in either loan category, skip items 2.a and 2.b, complete items 3 and 4 below, and go to item 5.  
 If NO and your bank has no loans outstanding in both loan categories, skip items 2 through 4, and go to item 5.

2. Report the total number of loans currently outstanding for each of the following Schedule RC-C, part I, loan categories:

a. "Loans secured by nonfarm nonresidential properties" in domestic offices reported in Schedule RC-C, part I, item 1.e, column B (Note: Item 1.e, column B, divided by the number of loans should NOT exceed \$100,000.) .....

b. "Commercial and industrial loans to U.S. addressees" in domestic offices reported in Schedule RC-C, part I, item 4.a, column B (Note: Item 4.a, column B, divided by the number of loans should NOT exceed \$100,000.) .....

Number of Loans	
RCON	N/A
5562	N/A
RCON	N/A
5563	N/A

2.a.  
2.b.

Dollar Amounts in Thousands	(Column A)		(Column B)			
	Number of Loans		Amount Currently Outstanding			
	RCON		RCON	Bil	Mil	Thou
3. Number and amount currently outstanding of "Loans secured by nonfarm nonresidential properties" in domestic offices reported in Schedule RC-C, part 1, item 1.e, column B (sum of items 3.a through 3.c must be less than or equal to Schedule RC-C, part 1, item 1.e, column B):						
a. With original amounts of \$100,000 or less .....	5564	N/A	5565	N/A		
b. With original amounts of more than \$100,000 through \$250,000 .....	5566	N/A	5567	N/A		
c. With original amounts of more than \$250,000 through \$1,000,000.....	5568	N/A	5569	N/A		
4. Number and amount currently outstanding of "Commercial and industrial loans to U.S. addressees" in domestic offices reported in Schedule RC-C, part I, item 4.a, column B (sum of items 4.a through 4.c must be less than or equal to Schedule RC-C, part I, item 4.a, column B):						
a. With original amounts of \$100,000 or less .....	5570	N/A	5571	N/A		
b. With original amounts of more than \$100,000 through \$250,000 .....	5572	N/A	5573	N/A		
c. With original amounts of more than \$250,000 through \$1,000,000.....	5574	N/A	5575	N/A		

3.a.  
3.b.  
3.c.  
4.a.  
4.b.  
4.c.

Schedule RC-C - Continued

18b

Part II. Continued

**Agricultural Loans to Small Farms**

5. Indicate in the appropriate box at the right whether all or substantially all of the dollar volume of your bank's "Loans secured by farmland (including farm residential and other improvements)" in domestic offices reported in Schedule RC-C, part I, item 1.b, column B, and all or substantially all of the dollar volume of your bank's "Loans to finance agricultural production and other loans to farmers" in domestic offices reported in Schedule RC-C, part I, item 3, column B, have original amounts of \$100,000 or less (If your bank has no loans outstanding in both of these two loan categories, place an "N" in the box to the right for NO, otherwise mark it "Y" for YES.).....

RCON	(Y / N)
6860	N/A

5.

If YES, complete items 6.a and 6.b below, and do not complete items 7 and 8.

If NO and your bank has loans outstanding in either loan category, skip items 6.a and 6.b and complete items 7 and 8 below.

If NO and your bank has no loans outstanding in both loan categories, do not complete items 6 through 8.

6. Report the total number of loans currently outstanding for each of the following Schedule RC-C, part I, loan categories:

- a. "Loans secured by farmland (including farm residential and other improvements)" in domestic offices reported in Schedule RC-C, part I, item 1.b, column B (Note: Item 1.b, column B, divided by the number of loans should NOT exceed \$100,000.) .....
- b. "Loans to finance agricultural production and other loans to farmers" in domestic offices reported in Schedule RC-C, part I, item 3, column B (Note: Item 3, column B, divided by the number of loans should NOT exceed \$100,000.) .....

Number of Loans	
RCON	
5576	N/A
6.a.	
RCON	
5577	N/A
6.b.	

Dollar Amounts in Thousands

- 7. Number and amount currently outstanding of "Loans secured by farmland (including farm residential and other improvements)" in domestic offices reported in Schedule RC-C, part I, item 1.b, column B (sum of items 7.a through 7.c must be less than or equal to Schedule RC-C, part I, item 1.b, column B):
  - a. With original amounts of \$100,000 or less .....
  - b. With original amounts of more than \$100,000 through \$250,000 .....
  - c. With original amounts of more than \$250,000 through \$500,000 .....

(Column A)		(Column B)			
Number of Loans		Amount Currently Outstanding			
RCON		RCON	Bil	Mil	Thou
5578	N/A	5579			N/A
5580	N/A	5581			N/A
5582	N/A	5583			N/A
7.a.					
7.b.					
7.c.					

- 8. Number and amount currently outstanding of "Loans to finance agricultural production and other loans to farmers" in domestic offices reported in Schedule RC-C, part I, item 3, column B (sum of items 8.a through 8.c must be less than or equal to Schedule RC-C, part I, item 3, column B):
  - a. With original amounts of \$100,000 or less .....
  - b. With original amounts of more than \$100,000 through \$250,000 .....
  - c. With original amounts of more than \$250,000 through \$500,000 .....

(Column A)		(Column B)			
Number of Loans		Amount Currently Outstanding			
RCON		RCON	Bil	Mil	Thou
5584	N/A	5585			N/A
5586	N/A	5587			N/A
5588	N/A	5589			N/A
8.a.					
8.b.					
8.c.					

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

**Schedule RC-D is to be completed by banks that reported average trading assets (Schedule RC-K, item 7) of \$2 million or more for any quarter of the preceding calendar year.**

		Dollar Amounts in Thousands			
		RCON	Bil	Mil	Thou
<b>ASSETS</b>					
1.	U.S. Treasury securities in domestic offices .....	3531	1,785,000		1.
2.	U.S. Government agency obligations in domestic offices (exclude mortgage-backed securities) .....	3532	0		2.
3.	Securities issued by states and political subdivisions in the U.S. in domestic offices .....	3533	0		3.
4.	Mortgage-backed securities (MBS) in domestic offices:				
a.	Pass-through securities issued or guaranteed by FNMA, FHLMC, or GNMA .....	3534	937,000		4.a.
b.	Other mortgage-backed securities issued or guaranteed by FNMA, FHLMC, or GNMA (include CMOs, REMICs, and stripped MBS) .....	3535	487,000		4.b.
c.	All other mortgage-backed securities .....	3536	102,000		4.c.
5.	Other debt securities in domestic offices .....	3537	4,938,000		5.
6. - 8.	Not applicable				
9.	Other trading assets in domestic offices .....	3541	13,392,000		9.
10.	Trading assets in foreign offices .....	RCFN 3542	18,465,000		10.
11.	Revaluation gains on derivative contracts:				
a.	In domestic offices .....	RCON 3543	15,894,000		11.a.
b.	In foreign offices .....	RCFN 3543	20,074,000		11.b.
12.	Total trading assets (sum of items 1 through 11) (must equal Schedule RC, item 5) .....	RCFD 3545	<b>76,074,000</b>		12.
<b>LIABILITIES</b>					
13.	Liability for short positions .....	3546	6,928,000		13.
14.	Revaluation losses on derivative contracts .....	3547	33,885,000		14.
15.	Total trading liabilities (sum of items 13 and 14) (must equal Schedule RC, item 15) .....	3548	<b>40,813,000</b>		15.

**Schedule RC-E - Deposit Liabilities**

Part I. Deposits in Domestic Offices

	Transaction Accounts								Nontransaction Accounts				
	(Column A) Total transaction accounts (including total demand deposits)				(Column B) Memo: Total demand deposits (included in column A)				(Column C) Total nontransaction accounts (including MMDAs)				
	RCON	Bil	Mil	Thou	RCON	Bil	Mil	Thou	RCON	Bil	Mil	Thou	
Dollar Amounts in Thousands													
Deposits of:													
1. Individuals, partnerships, and corporations (include all certified and official checks) .....	B549	11,790,000								B550	106,739,000		1.
2. U.S. Government .....	2202	2,000								2520	0		2.
3. States and political subdivisions in the U.S. ....	2203	165,000								2530	952,000		3.
4. Commercial banks and other depository institutions in the U.S. ....	B551	574,000								B552	11,000		4.
5. Banks in foreign countries.....	2213	907,000								2236	0		5.
6. Foreign governments and official institutions (including foreign central banks) .....	2216	23,000								2377	0		6.
7. Total (sum of items 1 through 6) (sum of columns A and C must equal Schedule RC, item 13.a) .....	2215	13,461,000		2210	11,983,000		2385	107,702,000					7.

Memoranda

	Dollar Amounts in Thousands				
	RCON	Bil	Mil	Thou	
1. Selected components of total deposits (i.e., sum of item 7, columns A and C):					
a. Total Individual Retirement Accounts (IRAs) and Keogh Plan accounts .....	6835	1,575,000			M.1.a.
b. Total brokered deposits .....	2365	42,172,000			M.1.b.
c. Fully insured brokered deposits (included in Memorandum item 1.b above):					
(1) Issued in denominations of less than \$100,000.....	2343	28,236,000			M.1.c.(1)
(2) Issued EITHER in denominations of \$100,000 OR in denominations greater than \$100,000 and participated out by the broker in shares of \$100,000 or less .....	2344	87,000			M.1.c.(2)
d. Maturity data for brokered deposits:					
(1) Brokered deposits issued in denominations of less than \$100,000 with a remaining maturity of one year or less (included in Memorandum item 1.c.(1) above) .....	A243	28,236,000			M.1.d.(1)
(2) Brokered deposits issued in denominations of \$100,000 or more with a remaining maturity of one year or less (included in Memorandum item 1.b above) .....	A244	13,647,000			M.1.d.(2)
e. Preferred deposits (uninsured deposits of states and political subdivisions in the U.S. reported in item 3 above which are secured or collateralized as required under state law) (to be completed for the December report only).....	5590	N/A			M.1.e.
2. Components of total nontransaction accounts (sum of Memorandum items 2.a through 2.c must equal item 7, column C above):					
a. Savings deposits:					
(1) Money market deposit accounts (MMDAs).....	6810	78,510,000			M.2.a.(1)
(2) Other savings deposits (excludes MMDAs) .....	0352	5,956,000			M.2.a.(2)
b. Total time deposits of less than \$100,000 .....	6648	2,961,000			M.2.b.
c. Total time deposits of \$100,000 or more .....	2604	20,275,000			M.2.c.

Schedule RC-E - Continued

Part I. Continued

Memoranda (continued)

		Dollar Amounts in Thousands			
		RCON	Bil	Mil	Thou
3. Maturity and repricing data for time deposits of less than \$100,000:					
a. Time deposits of less than \$100,000 with a remaining maturity of next repricing date of:(1),(2)					
(1) Three months or less .....	A579		632,000		M.3.a.(1)
(2) Over three months through 12 months .....	A580		1,242,000		M.3.a.(2)
(3) Over one year through three years.....	A581		556,000		M.3.a.(3)
(4) Over three years.....	A582		531,000		M.3.a.(4)
b. Time deposits of less than \$100,000 with a REMAINING MATURITY of one year or less (included in Memorandum items 3.a.(1) and 3.a.(2) above)(3) .....					
	A241		1,874,000		M.3.b.
4. Maturity and repricing data for time deposits of \$100,000 or more:					
a. Time deposits of \$100,000 or more with a remaining maturity or next repricing date of:(1),(4)					
(1) Three months or less .....	A584		17,938,000		M.4.a.(1)
(2) Over three months through 12 months .....	A585		1,004,000		M.4.a.(2)
(3) Over one year through three years.....	A586		648,000		M.4.a.(3)
(4) Over three years.....	A587		685,000		M.4.a.(4)
b. Time deposits of \$100,000 or more with a REMAINING MATURITY of one year or less (included in Memorandum items 4.a.(1) and 4.a.(2) above)(3).....					
	A242		17,460,000		M.4.b.

- (1) Report fixed rate time deposits by remaining maturity and floating rate time deposits by next repricing date.
- (2) Sum of Memorandum items 3.a.(1) through 3.a.(4) must equal Schedule RC-E, Memorandum item 2.b above.
- (3) Report both fixed and floating rate time deposits by remaining maturity. Exclude floating rate time deposits with a next repricing date of one year or less that have a remaining maturity of over one year.
- (4) Sum of Memorandum items 4.a.(1) through 4.a.(4) must equal Schedule RC-E, Memorandum item 2.c above.

Part II. Deposits in Foreign Offices (including Edge and Agreement subsidiaries and IBFs)

		Dollar Amounts in Thousands			
		RCFN	Bil	Mil	Thou
Deposits of:					
1. Individuals, partnerships, and corporations (include all certified and official checks) .....					
	B553		269,491,000		1.
2. U.S. banks (including IBFs and foreign branches of U.S. banks) and other U.S. depository institutions .....					
	B554		2,410,000		2.
3. Foreign banks (including U.S. branches and agencies of foreign banks, including their IBFs).....					
	2625		29,198,000		3.
4. Foreign governments and official institutions (including foreign central banks).....					
	2650		14,593,000		4.
5. U.S. Government and states and political subdivisions in the U.S. ....					
	B555		125,000		5.
6. Total (sum of items 1 through 5) (must equal Schedule RC, item 13.b) .....					
	2200		<b>315,817,000</b>		6.

Memorandum

		Dollar Amounts in Thousands			
		RCFN	Bil	Mil	Thou
1. Time deposits with a remaining maturity of one year or less (included in Part II, item 6 above).....					
	A245		100,682,000		M.1.

**Schedule RC-F - Other Assets**

		Dollar Amounts in Thousands		RCFD	Bil	Mil	Thou	
1.	Accrued interest receivable(1)			B556		4,773,000		1.
2.	Net deferred tax assets(2)			2148		2,422,000		2.
3.	Interest-only strips receivable (not in form of a security)(3) on:							
a.	Mortgage loans			A519		447,000		3.a.
b.	Other financial assets			A520		0		3.b.
4.	Equity securities that DO NOT have readily determinable fair values(4)			1752		3,430,000		4.
5.	All other assets (itemize and describe amounts greater than \$25,000 that exceed 25% of this item)			2168		22,105,000		5.
a.	Prepaid expenses	2166	0					5.a.
b.	Cash surrender value of life insurance	C009	0					5.b.
c.	Repossessed personal property (including vehicles)	1578	0					5.c.
d.	Derivatives with a positive fair value held for purposes other than trading	C010	0					5.d.
e.	Retained interests in accrued interest receivable related to securitized credit cards	C436	0					5.e.
f.	TEXT 3549	3549	0					5.f.
g.	TEXT 3550	3550	0					5.g.
h.	TEXT 3551	3551	0					5.h.
6.	Total (sum of items 1 through 5) (must equal Schedule RC, item 11)			2160		33,177,000		6.

**Schedule RC-G - Other Liabilities**

		Dollar Amounts in Thousands		RCON	Bil	Mil	Thou	
1. a.	Interest accrued and unpaid on deposits in domestic offices(5)			3645		60,000		1.a.
b.	Other expenses accrued and unpaid (includes accrued income taxes payable)			RCFD				
				3646		7,674,000		1.b.
2.	Net deferred tax liabilities(2)			3049		1,007,000		2.
3.	Allowance for credit losses on off-balance sheet credit exposures			B557		600,000		3.
4.	All other liabilities (itemize and describe amounts greater than \$25,000 that exceed 25% of this item)			2938		19,761,000		4.
a.	Accounts payable	3066	6,765,000					4.a.
b.	Deferred compensation liabilities	C011	0					4.b.
c.	Dividends declared but not yet payable	2932	0					4.c.
d.	Derivatives with a negative fair value held for purposes other than trading	C012	0					4.d.
e.	TEXT 3552	3552	0					4.e.
f.	TEXT 3553	3553	0					4.f.
g.	TEXT 3554	3554	0					4.g.
5.	Total (sum of items 1 through 4) (must equal Schedule RC, item 20)			2930		29,102,000		5.

(1) Include accrued interest receivable on loans, leases, debt securities, and other interest-bearing assets.

(2) See discussion of deferred income taxes in Glossary entry on "income taxes."

(3) Report interest-only strips receivable in the form of a security as available-for-sale securities in Schedule RC, item 2.b, or as trading assets in Schedule RC, item 5, as appropriate.

(4) Include Federal Reserve stock, Federal Home Loan Bank stock, and bankers' bank stock.

(5) For savings banks, include "dividends" accrued and unpaid on deposits.

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

	Domestic Offices			
	RCON	Bil	Mil	Thou
Dollar Amounts in Thousands				
1. Customers' liability to this bank on acceptances outstanding.....	2155		191,000	1.
2. Bank's liability on acceptances executed and outstanding .....	2920		191,000	2.
3. Securities purchased under agreements to resell.....	B989		5,556,000	3.
4. Securities sold under agreements to repurchase .....	B995		5,445,000	4.
5. Other borrowed money.....	3190		23,915,000	5.
<i>EITHER</i>				
6. Net due from own foreign offices, Edge and Agreement subsidiaries, and IBFs.....	2163		0	6.
<i>OR</i>				
7. Net due to own foreign offices, Edge and Agreement subsidiaries, and IBFs.....	2941		25,254,000	7.
8. Total assets (excludes net due from foreign offices, Edge and Agreement subsidiaries, and IBFs) .....	2192		289,625,000	8.
9. Total liabilities (excludes net due to foreign offices, Edge and Agreement subsidiaries, and IBFs) .....	3129		212,758,000	9.

**In items 10-17, report the amortized (historical) cost of both held-to-maturity and available-for-sale securities in domestic offices.**

	RCON	Bil	Mil	Thou	
10. U.S. Treasury securities .....	1039		11,574,000		10.
11. U.S. Government agency obligations (exclude mortgage-backed securities).....	1041		9,823,000		11.
12. Securities issued by states and political subdivisions in the U.S. ....	1042		8,102,000		12.
13. Mortgage-backed securities (MBS):					
a. Pass-through securities:					
(1) Issued or guaranteed by FNMA, FHLMC, or GNMA .....	1043		7,596,000		13.a.(1)
(2) Other pass-through securities.....	1044		20,000		13.a.(2)
b. Other mortgage-backed securities (include CMOs, REMICs, and stripped MBS):					
(1) Issued or guaranteed by FNMA, FHLMC, or GNMA .....	1209		1,000		13.b.(1)
(2) All other mortgage-backed securities .....	1280		0		13.b.(2)
14. Other domestic debt securities (include domestic asset-backed securities).....	1281		6,451,000		14.
15. Foreign debt securities (include foreign asset-backed securities) .....	1282		251,000		15.
16. Investments in mutual funds and other equity securities with readily determinable fair values .....	A510		84,000		16.
17. Total amortized (historical) cost of both held-to-maturity and available-for-sale securities (sum of items 10 through 16) .....	1374		43,902,000		17.
18. Equity securities that do not have readily determinable fair values .....	1752		2,156,000		18.

**Schedule RC-I - Assets and Liabilities of IBFs**

To be completed only by banks with IBFs and other "foreign" offices.

	Domestic Offices			
	RCFN	Bil	Mil	Thou
Dollar Amounts in Thousands				
1. Total IBF assets of the consolidated bank (component of Schedule RC, item 12).....	2133		4,942,000	1.
2. Total IBF liabilities (component of Schedule RC, item 21) .....	2898		7,574,000	2.

**Schedule RC-K - Quarterly Averages(1)**

	Dollar Amounts in Thousands				
	RCFD	Bil	Mil	Thou	
<b>ASSETS</b>					
1. Interest-bearing balances due from depository institutions .....	3381	24,456,000			1.
2. U.S. Treasury securities and U.S. Government agency obligations(2) (excluding mortgage-backed securities).....	B558	26,913,000			2.
3. Mortgage-backed securities(2) .....	B559	9,933,000			3.
4. All other securities(2),(3) (includes securities issued by states and political subdivisions in the U.S.) .....	B560	62,002,000			4.
5. Federal funds sold and securities purchased under agreements to resell .....	3365	15,518,000			5.
<b>6. Loans:</b>					
<b>a. Loans in domestic offices:</b>					
(1) Total loans .....	RCFN	161,141,000			6.a.(1)
(2) Loans secured by real estate .....	3385	13,312,000			6.a.(2)
(3) Loans to finance agricultural production and other loans to farmers .....	3386	0			6.a.(3)
(4) Commercial and industrial loans .....	3387	19,476,000			6.a.(4)
(5) Loans to individuals for household, family, and other personal expenditures:					
(a) Credit cards.....	B561	45,199,000			6.a.(5)(a)
(b) Other (includes single payment, installment, all student loans, and revolving credit plans other than credit cards) .....	B562	26,606,000			6.a.(5)(b)
<b>b. Total loans in foreign offices, Edge and Agreement subsidiaries, and IBFs .....</b>	RCFN	193,176,000			6.b.
7. Trading assets .....	RCFD	76,071,000			7.
8. Lease financing receivables (net of unearned income) .....	RCFD	10,553,000			8.
9. Total assets(4) .....	RCFD	642,878,000			9.
<b>LIABILITIES</b>					
10. Interest-bearing transaction accounts in domestic offices (NOW accounts, ATS accounts, and telephone and preauthorized transfer accounts) (exclude demand deposits).....	RCFN	1,727,000			10.
<b>11. Nontransaction accounts in domestic offices:</b>					
a. Savings deposits (include MMDAs) .....	B563	88,561,000			11.a.
b. Time deposits of \$100,000 or more .....	A514	20,007,000			11.b.
c. Time deposits of less than \$100,000 .....	A529	2,859,000			11.c.
12. Interest-bearing deposits in foreign offices, Edge and Agreement subsidiaries, and IBFs ...	RCFN	289,195,000			12.
13. Federal funds purchased and securities sold under agreements to repurchase .....	RCFD	28,079,000			13.
14. Other borrowed money (includes mortgage indebtedness and obligations under capitalized leases) .....	RCFD	50,479,000			14.

(1) For all items, banks have the option of reporting either (1) an average of DAILY figures for the quarter, or (2) an average of WEEKLY figures (i.e., the Wednesday of each week of the quarter).

(2) Quarterly averages for all debt securities should be based on amortized cost.

(3) Quarterly averages for all equity securities should be based on historical cost.

(4) The quarterly average for total assets should reflect all debt securities (not held for trading) at amortized cost, equity securities with readily determinable fair values at the lower of cost or fair value, and equity securities without readily determinable fair values at historical cost.

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

Please read carefully the instructions for the preparation of Schedule RC-L. Some of the amounts reported in Schedule RC-L are regarded as volume indicators and not necessarily as measures of risk.

		Dollar Amounts in Thousands		RCFD	Bil	Mil	Thou	
1. Unused commitments:								
a.	Revolving, open-end lines secured by 1-4 family residential properties, e.g., home equity lines.....			3814		6,011,000		1.a.
b.	Credit card lines .....			3815		343,193,000		1.b.
c.	(1) Commitments to fund commercial real estate, construction, and land development loans secured by real estate .....			3816		1,144,000		1.c.(1)
	(2) Commitments to fund commercial real estate, construction, and land development loans NOT secured by real estate .....			6550		173,000		1.c.(2)
d.	Securities underwriting .....			3817		54,000		1.d.
e.	Other unused commitments .....			3818		232,277,000		1.e.
2. Financial standby letters of credit and foreign office guarantees .....								
a.	Amount of financial standby letters of credit conveyed to others .....	3820	1,828,000					2.a.
3. Performance standby letters of credit and foreign office guarantees.....								
a.	Amount of performance standby letters of credit conveyed to others .....	3822	321,000	3821		7,771,000		3.a.
4. Commercial and similar letters of credit.....								
				3411		5,657,000		4.
5. Participations in acceptances (as described in the instructions) conveyed to others by the reporting bank .....								
				3428		0		5.
6. Securities lent (including customers' securities lent where the customer is indemnified against loss by the reporting bank) .....								
				3433		54,228,000		6.
7. Credit derivatives:								
a.	Notional amount of credit derivatives on which the reporting bank is the guarantor .....			A534		187,567,000		7.a.
	(1) Gross positive fair value .....			C219		1,432,000		7.a.(1)
	(2) Gross negative fair value .....			C220		472,000		7.a.(2)
b.	Notional amount of credit derivatives on which the reporting bank is the beneficiary .....			A535		187,799,000		7.b.
	(1) Gross positive fair value .....			C221		509,000		7.b.(1)
	(2) Gross negative fair value .....			C222		1,744,000		7.b.(2)
8. Spot foreign exchange contracts.....								
				8765		216,212,000		8.
9. All other off-balance sheet liabilities (exclude derivatives) (itemize and describe each component of this item over 25% of Schedule RC, item 28, "Total equity capital") .....								
a.	Securities borrowed	3432	0					9.a.
b.	Commitments to purchase when-issued securities	3434	0					9.b.
c.	TEXT 3555	3555	0					9.c.
d.	TEXT 3556	3556	0					9.d.
e.	TEXT 3557	3557	0					9.e.
10. All other off-balance sheet assets (exclude derivatives) (itemize and describe each component of this item over 25% of Schedule RC, item 28, "Total equity capital") .....								
				5591		71,000		10.
a.	Commitments to sell when-issued securities	3435	0					10.a.
b.	TEXT 5592	5592	0					10.b.
c.	TEXT 5593	5593	0					10.c.
d.	TEXT 5594	5594	0					10.d.
e.	TEXT 5595	5595	0					10.e.

Schedule RC-L - Continued

11. Year-to-date merchant credit card sales volume:

RCFD	Tril	Bil	Mil	Thou
C223			22,149,000	
C224			0	

- a. Sales for which the reporting bank is the acquiring bank ..... 11.a.
- b. Sales for which the reporting bank is the agent bank with risk ..... 11.b.

Dollar Amounts in Thousands	(Column A) Interest Rate Contracts				(Column B) Foreign Exchange Contracts				(Column C) Equity Derivative Contracts				(Column D) Commodity and Other Contracts			
	Tril	Bil	Mil	Thou	Tril	Bil	Mil	Thou	Tril	Bil	Mil	Thou	Tril	Bil	Mil	Thou
<b>Derivatives Position Indicators</b>																
12. Gross amounts (e.g., notional amounts) (for each column, sum of items 12.a. through 12.e must equal sum of items 13 and 14):																
a. Futures contracts .....																
b. Forward contracts .....																
c. Exchange-traded option contracts:																
(1) Written options .....																
(2) Purchased options .....																
d. Over-the-counter option contracts:																
(1) Written options .....																
(2) Purchased options .....																
e. Swaps .....																
13. Total gross notional amount of derivative contracts held for trading																
14. Total gross notional amount of derivative contract held for purposes other than trading...																
a. Interest rate swaps where the bank has agreed to pay a fixed rate .....																
15. Gross fair values of derivative contracts:																
a. Contracts held for trading:																
(1) Gross positive fair value																
(2) Gross negative fair value																
b. Contracts held for purposes other than trading:																
(1) Gross positive fair value																
(2) Gross negative fair value																

Schedule RC-M - Memoranda

Dollar Amounts in Thousands		RCFD	Bil	Mil	Thou	
1. Extensions of credit by the reporting bank to its executive officers, directors, principal shareholders, and their related interests as of the report date:						
a. Aggregate amount of all extensions of credit to all executive officers, directors, principal shareholders, and their related interests .....	6164		12,000			1.a.
b. Number of executive officers, directors, and principal shareholders to whom the amount of all extensions of credit by the reporting bank (including extensions of credit to related interests) equals or exceeds the lesser of \$500,000 or 5 percent of total capital as defined for this purpose in agency regulations .....	6165	Number	6			1.b.
2. Intangible assets other than goodwill:						
a. Mortgage servicing assets .....	3164		4,309,000			2.a.
(1) Estimated fair value of mortgage servicing assets .....	A590		4,309,000			2.a.(1)
b. Purchased credit card relationships and nonmortgage servicing assets .....	B026		4,171,000			2.b.
c. All other identifiable intangible assets .....	5507		2,900,000			2.c.
d. Total (sum of items 2.a, 2.b, and 2.c) (must equal Schedule RC, item 10.b) .....	0426		11,380,000			2.d.
3. Other real estate owned:						
a. Direct and indirect investments in real estate ventures .....	5372		0			3.a.
b. All other real estate owned:	RCFN					
(1) Construction, land development, and other land in domestic offices .....	5508		0			3.b.(1)
(2) Farmland in domestic offices .....	5509		0			3.b.(2)
(3) 1-4 family residential properties in domestic offices .....	5510		2,000			3.b.(3)
(4) Multifamily (5 or more) residential properties in domestic offices .....	5511		0			3.b.(4)
(5) Nonfarm nonresidential properties in domestic offices .....	5512		1,000			3.b.(5)
(6) In foreign offices .....	RCFN 5513		60,000			3.b.(6)
c. Total (sum of items 3.a and 3.b) (must equal Schedule RC, item 7) .....	RCFD 2150		63,000			3.c.
4. Investments in unconsolidated subsidiaries and associated companies:						
a. Direct and indirect investments in real estate ventures .....	5374		0			4.a.
b. All other investments in unconsolidated subsidiaries and associated companies .....	5375		408,000			4.b.
c. Total (sum of items 4.a and 4.b) (must equal Schedule RC, item 8) .....	2130		408,000			4.c.
5. Other borrowed money:						
a. Federal Home Loan Bank advances:	RCFD					
(1) With a remaining maturity of one year or less(1) .....	2651		0			5.a.(1)
(2) With a remaining maturity of more than one year through three years.....	B565		0			5.a.(2)
(3) With a remaining maturity of more than three years .....	B566		0			5.a.(3)
b. Other borrowings:	RCFD					
(1) With a remaining maturity of one year or less .....	B571		34,515,000			5.b.(1)
(2) With a remaining maturity of more than one year through three years.....	B567		9,715,000			5.b.(2)
(3) With a remaining maturity of more than three years .....	B568		9,810,000			5.b.(3)
c. Total (sum of items 5.a.(1) through 5.b.(3)) (must equal Schedule RC, item 16) .....	3190		54,040,000			5.c.
6. Does the reporting bank sell private label or third party mutual funds and annuities?						
Enter "Y" for YES or "N" for NO .....	B569	RCFD	Y / N			6.
7. Assets under the reporting bank's management in proprietary mutual funds and annuities .....						
	B570	RCFD	Bil	Mil	Thou	7.
8. Primary Internet Web site address of the bank (home page), if any (Example: www.examplebank.com) (TEXT 4087) http:// www.citibank.com .....						
9. Do any of the bank's Internet Web sites have transactional capability, i.e., allow the bank's customers to execute transactions on their accounts through the Web site? .....						
	4088	RCFD	Y / N			9.

(1) Includes overnight Federal Home Loan Bank advances.

**Schedule RC-N - Past Due and Nonaccrual Loans, Leases, and other Assets**

	(Column A) Past Due 30 through 89 days and still accruing				(Column B) Past due 90 days or more and still accruing				(Column C) Nonaccrual				
	RCON	Bil	Mil	Thou	RCON	Bil	Mil	Thou	RCON	Bil	Mil	Thou	
Dollar Amounts in Thousands													
1. Loans secured by real estate:													
a. Construction, land development, and other land loans in domestic offices.....	2759		6,000		2769		0		3492		19,000		1.a.
b. Secured by farmland in domestic offices .....	3493		0		3494		0		3495		0		1.b.
c. Secured by 1-4 family residential properties in domestic offices:													
(1) Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit .....	5398		8,000		5399		0		5400		5,000		1.c.(1)
(2) Closed-end loans secured by 1-4 family residential properties													
(a) Secured by first liens .....	C236		167,000		C237		181,000		C229		33,000		1.c.(2)(a)
(b) Secured by junior liens .....	C238		0		C239		0		C230		4,000		1.c.(2)(b)
d. Secured by multifamily (5 or more) residential properties in domestic offices .....	3499		0		3500		0		3501		1,000		1.d.
e. Secured by nonfarm nonresidential properties in domestic offices .....	3502		0		3503		5,000		3504		85,000		1.e.
f. In foreign offices.....	RCFN				RCFN				RCFN				
	B572		317,000		B573		8,000		B574		454,000		1.f.
2. Loans to depository institutions and acceptances of other banks:													
a. To U.S. banks and other U.S. depository institutions.....	RCFD				RCFD				RCFD				
	5377		0		5378		0		5379		0		2.a.
b. To foreign banks .....	5380		0		5381		0		5382		20,000		2.b.
3. Loans to finance agricultural production and other loans to farmers .....	1594		0		1597		0		1583		9,000		3.
4. Commercial and industrial loans:													
a. To U.S. addressees (domicile) .....	1251		213,000		1252		13,000		1253		769,000		4.a.
b. To non-U.S. addressees (domicile).....	1254		128,000		1255		14,000		1256		1,530,000		4.b.
5. Loans to individuals for household, family, and other personal expenditures:													
a. Credit cards .....	B575		1,493,000		B576		1,131,000		B577		109,000		5.a.
b. Other (includes single payment, installment, all student loans, and revolving credit plans other than credit cards) .....	B578		1,365,000		B579		818,000		B580		1,743,000		5.b.
6. Loans to foreign governments and official institutions .....	5389		0		5390		0		5391		116,000		6.
7. All other loans .....	5459		27,000		5460		25,000		5461		60,000		7.
8. Lease financing receivables:													
a. Of U.S. addressees (domicile) .....	1257		126,000		1258		0		1259		138,000		8.a.
b. Of non-U.S. addressees (domicile) .....	1271		27,000		1272		1,000		1791		59,000		8.b.
9. Debt securities and other assets (exclude other real estate owned and other repossessed assets) .....	3505		0		3506		0		3507		28,000		9.

Schedule RC-N - Continued

Amounts reported in Schedule RC-N, items 1 through 8, above include guaranteed and unguaranteed portions of past due and nonaccrual loans and leases. Report in item 10 below certain guaranteed loans and leases that have already been included in the amounts reported in items 1 through 8.

	(Column A) Past Due 30 through 89 days and still accruing				(Column B) Past due 90 days or more and still accruing				(Column C) Nonaccrual			
	RCFD	Bil	Mil	Thou	RCFD	Bil	Mil	Thou	RCFD	Bil	Mil	Thou
Dollar Amounts in Thousands												
10. Loans and leases reported in items 1 through 8 above which are wholly or partially guaranteed by the U.S. Government.....	5612		688,000		5613		880,000		5614			0
a. Guaranteed portion of loans and leases included in item 10 above .....	5615		682,000		5616		852,000		5617			0

Memoranda	(Column A) Past Due 30 through 89 days and still accruing				(Column B) Past due 90 days or more and still accruing				(Column C) Nonaccrual			
	RCFD	Bil	Mil	Thou	RCFD	Bil	Mil	Thou	RCFD	Bil	Mil	Thou
Dollar Amounts in Thousands												
1. Restructured loans and leases included in Schedule RC-N, items 1 through 8, above (and not reported in Schedule RC-C, Part I, Memorandum item 1) .....	1658		4,000		1659		0		1661		20,000	
2. Loans to finance commercial real estate, construction, and land development activities (not secured by real estate) included in Schedule RC-N, items 4 and 7, above .....	6558		0		6559		0		6560		0	
3. Loans secured by real estate to non-U.S. addressees (domicile) (included in Schedule RC-N, item 1, above) .....	1248		301,000		1249		8,000		1250		430,000	
4. Not applicable												
5. Loans and leases held for sale (included in Schedule RC-N, items 1 through 8, above)	C240		176,000		C241		164,000		C226		0	

	(Column A) Past Due 30 through 89 days				(Column B) Past due 90 days or more			
	RCFD	Bil	Mil	Thou	RCFD	Bil	Mil	Thou
6. Interest rate, foreign exchange rate, and other commodity and equity contracts: Fair value of amounts carried as assets .....	3529		0		3530		0	

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

	Dollar Amounts in Thousands				
	RCON	Bil	Mil	Thou	
1. Unposted debits (see instructions):					
a. Actual amount of all unposted debits.....	0030			0	1.a.
OR					
b. Separate amount of unposted debits:					
(1) Actual amount of unposted debits to demand deposits .....	0031			0	1.b.(1)
(2) Actual amount of unposted debits to time and savings deposits(1) .....	0032			0	1.b.(2)
2. Unposted credits (see instructions):					
a. Actual amount of all unposted credits .....	3510			0	2.a.
OR					
b. Separate amount of unposted credits:					
(1) Actual amount of unposted credits to demand deposits .....	3512			0	2.b.(1)
(2) Actual amount of unposted credits to time and savings deposits(1).....	3514			0	2.b.(2)
3. Uninvested trust funds (cash) held in bank's own trust department (not included in total deposits in domestic offices) .....	3520		2,000		3.
4. Deposits of consolidated subsidiaries in domestic offices and in insured branches in Puerto Rico and U.S. territories and possessions (not included in total deposits):					
a. Demand deposits of consolidated subsidiaries.....	2211		1,332,000		4.a.
b. Time and savings deposits(1) of consolidated subsidiaries .....	2351		1,295,000		4.b.
c. Interest accrued and unpaid on deposits of consolidated subsidiaries.....	5514		1,000		4.c.
5. Deposits in insured branches in Puerto Rico and U.S. territories and possessions:					
a. Demand deposits in insured branches (included in Schedule RC-E, Part II) .....	2229		2,757,000		5.a.
b. Time and savings deposits(1) in insured branches (included in Schedule RC-E, Part II) .....	2383		1,084,000		5.b.
c. Interest accrued and unpaid on deposits in insured branches (included in Schedule RC-G, item 1.b.) .....	5515		6,000		5.c.
6. Reserve balances actually passed through to the Federal Reserve by the reporting bank on behalf of its respondent depository institutions that are also reflected as deposit liabilities of the reporting bank:					
a. Amount reflected in demand deposits (included in Schedule RC-E, Part I, item 7, column B) .....	2314		1,000		6.a.
b. Amount reflected in time and savings deposits(1) (included in Schedule RC-E, Part I, item 7, column A or C, but not column B) .....	2315		0		6.b.
7. Unamortized premiums and discounts on time and savings deposits:(1),(2)					
a. Unamortized premiums.....	5516		0		7.a.
b. Unamortized discounts .....	5517		0		7.b.
8. To be completed by banks with "Oakar deposits."					
a. Deposits purchased or acquired from other FDIC-insured institutions during the quarter (exclude deposits purchased or acquired from foreign offices other than insured branches in Puerto Rico and U.S. territories and possessions):					
(1) Total deposits purchased or acquired from other FDIC-insured institutions during the quarter .....	A531		N/A		8.a.(1)
(2) Amount of purchased or acquired deposits reported in item 8.a.(1) above attributable to a secondary fund (i.e., BIF members report deposits attributable to SAIF; SAIF members report deposits attributable to BIF).....	A532		N/A		8.a.(2)
b. Total deposits sold or transferred to other FDIC-insured institutions during the quarter (exclude sales or transfers by the reporting bank of deposits in foreign offices other than insured branches in Puerto Rico and U.S. territories and possessions) .....	A533		N/A		8.b.

(1) For FDIC insurance and FICO assessment purposes, "time and savings deposits" consists of nontransaction accounts and all transaction accounts other than demand deposits.

(2) Exclude core deposit intangibles.

Schedule RC-O - Continued

Dollar Amounts in Thousands		RCON	Bil	Mil	Thou	
9. Deposits in lifeline accounts.....		5596				9.
10. Benefit-responsive "Depository Institution Investment Contracts" (included in total deposits in domestic offices).....		8432		0		10.
11. Adjustments to demand deposits in domestic offices and in insured branches in Puerto Rico and U.S. territories and possessions reported in Schedule RC-E for certain reciprocal demand balances:						
a. Amount by which demand deposits would be reduced if the reporting bank's reciprocal demand balances with the domestic offices of U.S. banks and savings associations and insured branches in Puerto Rico and U.S. territories and possessions that were reported on a gross basis in Schedule RC-E had been reported on a net basis .....		8785		0		11.a.
b. Amount by which demand deposits would be increased if the reporting bank's reciprocal demand balances with foreign banks and foreign offices of other U.S. banks (other than insured branches in Puerto Rico and U.S. territories and possessions) that were reported on a net basis in Schedule RC-E had been reported on a gross basis .....		A181		0		11.b.
c. Amount by which demand deposits would be reduced if cash items in process of collection were included in the calculation of the reporting bank's net reciprocal demand balances with the domestic offices of U.S. banks and savings associations and insured branches in Puerto Rico and U.S. territories and possessions in Schedule RC-E .....		A182		0		11.c.
12. Amount of assets netted against deposit liabilities in domestic offices and in insured branches in Puerto Rico and U.S. territories and possessions on the balance sheet (Schedule RC) in accordance with generally accepted accounting principles (exclude amounts related to reciprocal demand balances):						
a. Amount of assets netted against demand deposits .....		A527		0		12.a.
b. Amount of assets netted against time and savings deposits .....		A528		0		12.b.

Memoranda (to be completed each quarter except as noted)

Dollar Amounts in Thousands		RCON	Bil	Mil	Thou	
1. Total deposits in domestic offices of the bank and in insured branches in Puerto Rico and U.S. territories and possessions (sum of Memorandum items 1.a.(1) and 1.b.(1) must equal the sum of Schedule RC, item 13.a, and Schedule RC-O, items 5.a and 5.b)						
a. Deposit accounts of \$100,000 or less:(1)						
(1) Amount of deposit accounts of \$100,000 or less.....		2702		56,102,000		M.1.a.(1)
(2) Number of deposit accounts of \$100,000 or less (to be completed for the June report only).....	3779		N/A			M.1.a.(2)
b. Deposit accounts of more than \$100,000:(1)						
(1) Amount of deposit accounts of more than \$100,000 .....		2710		68,902,000		M.1.b.(1)
(2) Number of deposit accounts of more than \$100,000.....	2722		106,989			M.1.b.(2)
<i>Memorandum item 2 is to be completed by all banks.</i>						
2. Estimated amount of uninsured deposits in domestic offices of the bank and in insured branches in Puerto Rico and U.S. territories and possessions (see instructions).....		5597		63,795,000		M.2.
3. Has the reporting institution been consolidated with a parent bank or savings association in that parent bank's or parent savings association's Call Report or Thrift Financial Report? If so, report the legal title and FDIC Certificate Number of the parent bank or parent savings association:						
TEXT A545		RCON	FDIC Cert No.			
		A545				M.3.

(1) The dollar amount used as the basis for reporting in Memoranda items 1.a. and 1.b. reflect the deposit insurance limits in effect on the report date.

**Schedule RC-R - Regulatory Capital**

		Dollar Amounts in Thousands				
		RCFD	Bil	Mil	Thou	
<b>Tier 1 Capital</b>						
1.	Total equity capital (from Schedule RC, item 28) .....	3210	51,153,000			1.
2.	LESS: Net unrealized gains (losses) on available-for-sale securities(1) (if a gain, report as a positive value; if a loss, report as a negative value) .....	8434	199,000			2.
3.	LESS: Net unrealized loss on available-for-sale EQUITY securities(1) (report loss as a POSITIVE value).....	A221	0			3.
4.	LESS: Accumulated net gains (losses) on cash flow hedges(1) (if a gain, report as a positive value; if a loss, report as a negative value) .....	4336	203,000			4.
5.	LESS: Nonqualifying perpetual preferred stock .....	B588	0			5.
6.	Qualifying minority interests in consolidated subsidiaries .....	B589	460,000			6.
7.	LESS: Disallowed goodwill and other disallowed intangible assets.....	B590	11,702,000			7.
8.	Subtotal (sum of items 1 and 6, less items 2, 3, 4, 5, and 7) .....	C227	<b>39,509,000</b>			8.
9. a.	LESS: Disallowed servicing assets and purchased credit card relationships .....	B591	431,000			9.a.
b.	LESS: Disallowed deferred tax assets .....	5610	0			9.b.
10.	Other additions to (deductions from) Tier 1 capital .....	B592	(43,000)			10.
11.	Tier 1 capital (sum of items 8 and 10 less items 9.a and 9.b).....	8274	<b>39,035,000</b>			11.
<b>Tier 2 Capital</b>						
12.	Qualifying subordinated debt and redeemable preferred stock.....	5306	13,425,000			12.
13.	Cumulative perpetual preferred stock includible in Tier 2 capital .....	B593	0			13.
14.	Allowance for loan and lease losses includible in Tier 2 capital .....	5310	6,041,000			14.
15.	Unrealized gains on available-for-sale equity securities includible in Tier 2 capital .....	2221	41,000			15.
16.	Other Tier 2 capital components .....	B594	0			16.
17.	Tier 2 capital (sum of items 12 through 16) .....	5311	<b>19,507,000</b>			17.
18.	Allowable Tier 2 capital (lesser of item 11 or 17) .....	8275	<b>19,507,000</b>			18.
19.	Tier 3 capital allocated for market risk .....	1395	0			19.
20.	LESS: Deductions for total risk-based capital.....	B595	0			20.
21.	Total risk-based capital (sum of items 11, 18, and 19, less item 20) .....	3792	<b>58,542,000</b>			21.
<b>Total assets for leverage ratio</b>						
22.	Average total assets (from Schedule RC-K, item 9) .....	3368	642,878,000			22.
23.	LESS: Disallowed goodwill and other disallowed intangible assets (from item 7 above).....	B590	11,702,000			23.
24.	LESS: Disallowed servicing assets and purchased credit card relationships (from item 9.a. above) .....	B591	431,000			24.
25.	LESS: Disallowed deferred tax assets (from item 9.b. above) .....	5610	0			25.
26.	LESS: Other deductions from assets for leverage capital purposes .....	B596	540,000			26.
27.	Average total assets for leverage capital purposes (item 22 less items 23 through 26) .....	A224	<b>630,205,000</b>			27.
<b>Adjustments for financial subsidiaries</b>						
28.a.	Adjustment to Tier 1 capital reported in item 11.....	C228	0			28.a.
b.	Adjustment to total risk-based capital reported in item 21 .....	B503	0			28.b.
29.	Adjustment to risk-weighted assets reported in item 62 .....	B504	0			29.
30.	Adjustment to average total assets reported in item 27 .....	B505	0			30.
<b>Capital ratios</b>						
(Column B is to be completed by all banks.						
Column A is to be completed by banks with financial subsidiaries.)						
		(Column A)		(Column B)		
		RCFD	Percentage	RCFD	Percentage	
31.	Tier 1 leverage ratio (2) .....	7273	N/A	7204	6.19	31.
32.	Tier 1 risk-based capital ratio (3) .....	7274	N/A	7206	8.23	32.
33.	Total risk-based capital ratio (4) .....	7275	N/A	7205	12.34	33.

(1) Report amount included in Schedule RC, item 26.b, "Accumulated other comprehensive income."

(2) The ratio for column B is item 11 divided by item 27. The ratio for column A is item 11 minus item 28.a divided by (item 27 minus item 30).

(3) The ratio for column B is item 11 divided by item 62. The ratio for column A is item 11 minus item 28.a divided by (item 62 minus item 29).

(4) The ratio for column B is item 21 divided by item 62. The ratio for column A is item 21 minus item 28.b divided by (item 62 minus item 29).

Schedule RC-R - Continued

Banks are not required to risk-weight each on-balance sheet asset and the credit equivalent amount of each off-balance sheet item that qualifies for a risk weight of less than 100 percent (50 percent for derivatives) at its lower risk weight. When completing items 34 through 54 of Schedule RC-R, each bank should decide for itself how detailed a risk-weight analysis it wishes to perform. In other words, a bank can choose from among its assets and off-balance sheet items that have a risk weight of less than 100 percent which ones to risk-weight at an appropriate lower risk weight, or it can simply risk-weight some or all of these items at a 100 percent risk weight (50 percent for derivatives).

	(Column A) Totals (from Schedule RC)			(Column B) Items Not Subject to Risk-Weighting			(Column C)			(Column D)			(Column E)			(Column F)					
	Allocation by Risk Weight Category									0%			20%			50%			100%		
	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou			
Dollar Amounts in Thousands																					
<b>Balance Sheet Asset Categories</b>																					
34. Cash and balances due from depository institutions (Column A equals the sum of Schedule RC, items 1.a and 1.b).....	38,105,000						14,570,000			21,254,000						2,281,000			34.		
	RCFD 0010						RCFD B600			RCFD B601						RCFD B602					
	RCFD 1754			RCFD B603			RCFD B604			RCFD B605			RCFD B606			RCFD B607					
35. Held-to-maturity securities .....	47,000			0			0			0			0			47,000			35.		
	RCFD 1773			RCFD B608			RCFD B609			RCFD B610			RCFD B611			RCFD B612					
36. Available-for-sale securities .....	98,145,000			488,000			53,999,000			27,204,000			5,544,000			10,910,000			36.		
37. Federal funds sold and securities purchased under agreements to resell .....	16,594,000						11,972,000			3,398,000						1,224,000			37.		
	RCFD C225						RCFD C063			RCFD C064						RCFD B520					
	RCFD 5369			RCFD B617			RCFD B618			RCFD B619			RCFD B620			RCFD B621					
38. Loans and leases held for sale .....	8,764,000			0			0			3,464,000			0			5,300,000			38.		
	RCFD B528			RCFD B622			RCFD B623			RCFD B624			RCFD B625			RCFD B626					
39. Loans and leases, net of unearned income.....	362,798,000			157,000			11,095,000			83,462,000			31,098,000			236,986,000			39.		
	RCFD 3123			RCFD 3123																	
40. LESS: Allowance for loan and lease losses.....	8,487,000			8,487,000															40.		
	RCFD 3545			RCFD B627			RCFD B628			RCFD B629			RCFD B630			RCFD B631					
41. Trading Assets .....	76,074,000			76,074,000			0			0			0			0			41.		
	RCFD B639			RCFD B640			RCFD B641			RCFD B642			RCFD B643			RCFD 5339					
42. All other assets(1) .....	59,305,000			13,024,000			2,223,000			4,907,000			206,000			38,945,000			42.		
	RCFD 2170			RCFD B644			RCFD 5320			RCFD 5327			RCFD 5334			RCFD 5340					
43. Total assets (sum of items 34 through 42) .....	651,345,000			81,256,000			93,859,000			143,689,000			36,848,000			295,693,000			43.		

(1) Includes premises and fixed assets, other real estate owned, investments in unconsolidated subsidiaries and associated companies, customers' liability on acceptances outstanding, intangible assets, and other assets.

Schedule RC-R - Continued

	(Column A) Face Value or Notional Amount			Credit Conversion Factor	(Column B) Credit Equivalent Amount(1)			(Column C)				(Column D)			(Column E)			(Column F)		
	Dollar Amounts in Thousands							Allocation by Risk Weight Category												
								0%			20%			50%			100%			
Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou
Derivatives and Off-Balance Sheet Items	RCFD B546				RCFD B547			RCFD B548			RCFD B581			RCFD B582			RCFD B583			
44. Financial standby letters of credit....	36,390,000			1.00 (2)	36,390,000			11,306,000			3,266,000			13,000			21,805,000			
45. Performance standby letters of credit .....	RCFD 3821				RCFD B650			RCFD B651			RCFD B652			RCFD B653			RCFD B654			
	7,771,000			0.50	3,885,500			313,000			333,000			439,000			2,800,500			
46. Commercial and similar letters of credit .....	RCFD 3411				RCFD B655			RCFD B656			RCFD B657			RCFD B658			RCFD B659			
	5,657,000			0.20	1,131,400			45,400			136,000			0			950,000			
47. Risk participations in bankers acceptances acquired by the reporting institution .....	RCFD 3429				RCFD B660			RCFD B661			RCFD B662			RCFD B663			RCFD B664			
	0			1.00	0			0			0			0			0			
	RCFD 3433				RCFD B664			RCFD B665			RCFD B666			RCFD B667			RCFD B668			
48. Securities lent .....	54,228,000			1.00	54,228,000			54,129,000			99,000			0			0			
49. Retained recourse on small business obligations sold with recourse.....	RCFD A250				RCFD B669			RCFD B670			RCFD B671			RCFD B672			RCFD B673			
	0			1.00	0			0			0			0			0			
50. Recourse and direct credit substitutes (other than financial standby letters of credit) subject to the low-level exposure rule and residual interests subject to a dollar- for-dollar capital requirement .....	RCFD B541				RCFD B542			RCFD B543			RCFD B544			RCFD B545			RCFD B546			
	1,291,245			8.11 (3)	10,472,000			10,472,000			10,472,000			10,472,000			10,472,000			
51. All other financial assets sold with recourse .....	RCFD B675				RCFD B676			RCFD B677			RCFD B678			RCFD B679			RCFD B680			
	0			1.00	0			0			0			0			0			
52. All other off-balance sheet liabilities .....	RCFD B681				RCFD B682			RCFD B683			RCFD B684			RCFD B685			RCFD B686			
	935,000			1.00	935,000			9,000			12,000			9,000			905,000			
53. Unused commitments with an original maturity exceeding one year....	RCFD 3833				RCFD B687			RCFD B688			RCFD B689			RCFD B690			RCFD B691			
	104,327,000			0.50	52,163,500			786,000			3,753,500			1,266,000			46,358,000			
54. Derivative contracts.....	RCFD A167				RCFD B692			RCFD B693			RCFD B694			RCFD B695			RCFD B696			
	117,950,000				117,950,000			5,248,000			70,719,000			41,983,000			41,983,000			

(1) Column A multiplied by credit conversion factor.

(2) For financial standby letters of credit to which the low-level exposure rule applies, use a credit conversion factor of 12.5 or an institution-specific factor. For other financial standby letters of credit, use a credit conversion factor of 1.00. See instructions for further information.

(3) Or institution-specific factor.

Schedule RC-R - Continued

	(Column C)			(Column D)			(Column E)			(Column F)			
	Allocation by Risk Weight Category												
	0%			20%			50%			100%			
Dollar Amounts in Thousands	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	
<b>Totals</b>													
55. Total assets, derivatives, and off-balance sheet items by risk weight category (for each column, sum of items 43 through 54) .....	RCFD B696	RCFD B697			RCFD B698			RCFD B699					
	165,695,400	222,007,500			80,558,000			378,983,500			55.		
56. Risk weight factor .....	x 0%	x 20%			x 50%			x 100%			56.		
57. Risk-weighted assets by risk weight category (for each column, item 55 multiplied by item 56) .....	RCFD B700	RCFD B701			RCFD B702			RCFD B703					
	0	44,401,500			40,279,000			378,983,500			57.		
58. Market risk equivalent assets .....								RCFD 1651			58.		
								13,893,000					
59. Risk-weighted assets before deductions for excess allowance for loan and lease losses and allocated transfer risk reserve (sum of item 57, columns C through F, and item 58) .....								RCFD B704					
								477,557,000			59.		
60. LESS: Excess allowance for loan and lease losses .....								RCFD A222					
								2,947,000			60.		
61. LESS: Allocated transfer risk reserve .....								RCFD 3128					
								99,000			61.		
62. Total risk-weighted assets (item 59 minus items 60 and 61) .....								RCFD A223					
								474,511,000			62.		

Memoranda

Dollar Amounts in Thousands	RCFD	Tril	Bil	Mil	Thou	
1. Current credit exposure across all derivative contracts covered by the risk-based capital standards .....	8764		40,908,000			M.1.

	With a remaining maturity of															
	(Column A) One year or less					(Column B) Over one year through five years					(Column C) Over five years					
	RCFD	Tril	Bil	Mil	Thou	RCFD	Tril	Bil	Mil	Thou	RCFD	Tril	Bil	Mil	Thou	
2. Notional principal amounts of derivative contracts:(1)																
a. Interest rate contracts .....	3809		3,743,699,000			8766		4,181,164,000			8767		2,490,763,000			M.2.a.
b. Foreign exchange contracts .....	3812		1,623,346,000			8769		306,158,000			8770		139,429,000			M.2.b.
c. Gold contracts .....	8771		4,385,000			8772		5,198,000			8773		345,000			M.2.c.
d. Other precious metals contracts .....	8774		725,000			8775		68,000			8776		5,000			M.2.d.
e. Other commodity contracts .....	8777		7,253,000			8778		20,777,000			8779		1,602,000			M.2.e.
f. Equity derivative contracts .....	A000		35,942,000			A001		174,208,000			A002		27,327,000			M.2.f.

(1) Exclude foreign exchange contracts with an original maturity of 14 days or less and all futures contracts.

**Schedule RC-S - Servicing, Securitization, and Asset Sale Activities**

All of Schedule RC-S is to be completed beginning June 30, 2001.

	(Column A) 1 - 4 Family Residential Loans			(Column B) Home Equity Lines			(Column C) Credit Card Receivables			(Column D) Auto Loans			(Column E) Other Consumer Loans			(Column F) Commercial & Industrial Loans			(Column G) All Other Loans and All Leases		
	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou
Dollar Amounts in Thousands																					
<b>Bank Securitization Activities</b>																					
1. Outstanding principal balance of assets sold and securitized by the reporting bank with servicing retained or with recourse or other seller-provided credit enhancements.....	RCFD B705			RCFD B706			RCFD B707			RCFD B708			RCFD B709			RCFD B710			RCFD B711		
	1,247,000			892,000			51,023,000			64,000			400,000			1,471,000			2,029,000		
2. Maximum amount of credit exposure arising from recourse or other seller-provided credit enhancements provided to structures reported in item 1 in the form of:																					
a. Credit-enhancing interest-only strips (included in Schedules RC-B or RC-F or in Schedule RC, item 5) .	RCFD B712			RCFD B713			RCFD B714			RCFD B715			RCFD B716			RCFD B717			RCFD B718		
	9,000			5,000			507,000			3,000			31,000			0			0		
b. Subordinated securities and other residual interests.....	RCFD C393			RCFD C394			RCFD C395			RCFD C396			RCFD C397			RCFD C398			RCFD C399		
	3,000			25,000			2,129,000			3,000			1,000			20,000			151,000		
c. Standby letters of credit and other enhancements .....	RCFD C400			RCFD C401			RCFD C402			RCFD C403			RCFD C404			RCFD C405			RCFD C406		
	3,000			0			0			0			0			29,000			0		
3. Reporting bank's unused commitments to provide liquidity to structures reported in item 1 .....	RCFD B726			RCFD B727			RCFD B728			RCFD B729			RCFD B730			RCFD B731			RCFD B732		
	4,000			1,000			0			0			0			0			0		
4. Past due loan amounts included in item 1:																					
a. 30-89 days past due.....	RCFD B733			RCFD B734			RCFD B735			RCFD B736			RCFD B737			RCFD B738			RCFD B739		
	16,000			7,000			1,076,000			4,000			10,000			78,000			0		
b. 90 days or more past due .....	RCFD B740			RCFD B741			RCFD B742			RCFD B743			RCFD B744			RCFD B745			RCFD B746		
	5,000			1,000			785,000			1,000			8,000			16,000			0		
5. Charge-offs and recoveries on assets sold and securitized with servicing retained or with recourse or other seller-provided credit enhancements (calendar year-to-date):																					
a. Charge-offs .....	RIAD B747			RIAD B748			RIAD B749			RIAD B750			RIAD B751			RIAD B752			RIAD B753		
	0			0			2,877,000			0			0			0			0		
b. Recoveries.....	RIAD B754			RIAD B755			RIAD B756			RIAD B757			RIAD B758			RIAD B759			RIAD B760		
	1,000			0			187,000			0			0			0			0		



Schedule RC-S - Continued

Dollar Amounts in Thousands	(Column A) 1 - 4 Family Residential Loans			(Column B) Home Equity Lines			(Column C) Credit Card Receivables			(Column D) Auto Loans			(Column E) Other Consumer Loans			(Column F) Commercial & Industrial Loans			(Column G) All Other Loans and All Leases						
	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou				
<b>Bank Asset Sales</b>																									
11. Assets sold with recourse or other seller-provided credit enhancements and not securitized by the reporting bank .....	RCFD B790			RCFD B791			RCFD B792			RCFD B793			RCFD B794			RCFD B795			RCFD B796						
	0			0			272,000			0			0			0			0			0			11.
12. Maximum amount of credit exposure arising from recourse or other seller-provided credit enhancements provided to assets reported in item 11	RCFD B797			RCFD B798			RCFD B799			RCFD B800			RCFD B801			RCFD B802			RCFD B803						
	0			0			2,000			0			0			0			0			0			12.

Memoranda	Dollar Amounts in Thousands				
	RCFD	Bil	Mil	Thou	
1. Small business obligations transferred with recourse under Section 208 of the Riegle Community Development and Regulatory Improvement Act of 1994:					
a. Outstanding principal balance.....	A249			0	M.1.a.
b. Amount of retained recourse on these obligations as of the report date .....	A250			0	M.1.b.
2. Outstanding principal balance of assets serviced for others:					
a. 1-4 family residential mortgages serviced with recourse or other servicer-provided credit enhancements .....	B804		339,000		M.2.a.
b. 1-4 family residential mortgages serviced with no recourse or other servicer-provided credit enhancements .....	B805		1,101,000		M.2.b.
c. Other financial assets(1) .....	A591		55,707,000		M.2.c.
3. Asset-backed commercial paper conduits:					
a. Maximum amount of credit exposure arising from credit enhancements provided to conduit structures in the form of standby letters of credit, subordinated securities, and other enhancements:					
(1) Conduits sponsored by the bank, a bank affiliate, or the bank's holding company .....	B806		1,139,000		M.3.a.(1)
(2) Conduits sponsored by other unrelated institutions .....	B807		3,000		M.3.a.(2)
b. Unused commitments to provide liquidity to conduit structures:					
(1) Conduits sponsored by the bank, a bank affiliate, or the bank's holding company .....	B808		32,112,000		M.3.b.(1)
(2) Conduits sponsored by other unrelated institutions .....	B809		1,456,000		M.3.b.(2)
4. Outstanding credit card fees and finance charges included in Schedule RC-S, item 1, column C(2) ...	C407		396,000		M.4.

(1) Memorandum item 2.c is to be completed if the principal balance of other financial assets serviced for others is more than \$10 million.  
 (2) Memorandum item 4 is to be completed by banks that (1) together with affiliated institutions, have outstanding credit card receivables (as defined in the instructions) that exceed \$500 million as of the report date or (2) are credit card specialty banks as defined for Uniform Bank Performance Report purposes.

**Schedule RC-T - Fiduciary and Related Services**

**Items 12 through 23 and Memorandum item 4 will not be made available to the public on an individual institution basis.**

- 1. Does the institution have fiduciary powers? (enter "Y" for YES or "N" for NO) ..... 

RCFD	(Y / N)
A345	Y

 1.  
(If "NO," do not complete Schedule RC-T.)
- 2. Does the institution exercise the fiduciary powers it has been granted? (enter "Y" for YES or "N" for NO)..... 

RCFD	(Y / N)
A346	Y

 2.
- 3. Does the institution have any fiduciary or related activity (in the form of assets or accounts) to report in this schedule? (enter "Y" for YES or "N" for NO) (If "NO," do not complete the rest of Schedule RC-T.) ... 

RCFD	(Y / N)
B867	Y

 3.

If the answer to item 3 is "YES," complete the applicable items of Schedule RC-T, as follows:

Institutions with total fiduciary assets (item 9, sum of columns A and B) greater than \$250 million (as of the preceding December 31) or with gross fiduciary and related services income greater than 10% of revenue (net interest income plus noninterest income) for the preceding calendar year must complete:

- Items 4 through 19.a quarterly,
- Items 20 through 23 annually with the December report, and
- Memorandum items 1 through 4 annually with the December report.

Institutions with total fiduciary assets (item 9, sum of columns A and B) greater than \$100 million but less than or equal to \$250 million (as of the preceding December 31) that do not meet the fiduciary income test for quarterly reporting must complete:

- Items 4 through 23 annually with the December report, and
- Memorandum items 1 through 4 annually with the December report.

Institutions with total fiduciary assets (item 9, sum of columns A and B) of \$100 million or less (as of the preceding December 31) that do not meet the fiduciary income test for quarterly reporting must complete:

- Items 4 through 11 annually with the December report, and
- Memorandum items 1 through 3 annually with the December report.

	(Column A) Managed Assets				(Column B) Non-Managed Assets				(Column C) Number of Managed Accounts	(Column D) Number of Non-Managed Accounts
	Tril	Bil	Mil	Thou	Tril	Bil	Mil	Thou		
Dollar Amounts in Thousands										
<b>FIDUCIARY AND RELATED ASSETS</b>	RCFD B868				RCFD B869				RCFD B870	RCFD B871
4. Personal trust and agency accounts.....	17,983,000				42,154,000				3,949	40,390
5. Retirement related trust and agency accounts:										
a. Employee benefit - defined contribution .....	RCFD B872				RCFD B873				RCFD B874	RCFD B875
b. Employee benefit - defined benefit .....	473,000				0				7	0
c. Other retirement accounts .....	RCFD B876				RCFD B877				RCFD B878	RCFD B879
6. Corporate trust and agency accounts .....	10,366,000				149,150,000				70	1,309
7. Investment management agency accounts.....	RCFD B880				RCFD B881				RCFD B882	RCFD B883
8. Other fiduciary accounts .....	86,000				365,000				5	3
	RCFD B884				RCFD B885				RCFD C001	RCFD C002
	113,000				187,740,000				62	1,717
	RCFD B886								RCFD B888	
	119,257,000								2,602,372	
	RCFD B890				RCFD B891				RCFD B892	RCFD B893
	11,168,000				120,933,000				253	4,256

Schedule RC-T - Continued

	(Column A) Managed Assets				(Column B) Non-Managed Assets				(Column C) Number of Managed Accounts	(Column D) Number of Non-Managed Accounts	
	Tril	Bil	Mil	Thou	Tril	Bil	Mil	Thou			
Dollar Amounts in Thousands											
<b>FIDUCIARY AND RELATED ASSETS - Continued</b>											
9. Total fiduciary accounts (sum of items 4 through 8) .....	RCFD B894				RCFD B895				RCFD B896	RCFD B897	9.
	<b>159,446,000</b>				<b>500,342,000</b>				<b>2,606,718</b>	<b>47,675</b>	
10. Custody and safekeeping accounts.....					RCFD B898					RCFD B899	10.
					2,808,656,000					375,365	
11. Fiduciary accounts held in foreign offices (included in items 9 and 10) .....	RCFN B900				RCFN B901				RCFN B902	RCFN B903	11.
	131,424,000				1,995,817,000				2,600,994	410,067	

	Dollar Amounts in Thousands				RIAD	Bil	Mil	Thou
	Tril	Bil	Mil	Thou				
<b>FIDUCIARY AND RELATED SERVICES INCOME</b>								
12. Personal trust and agency accounts .....					B904		121,000	12.
13. Retirement related trust and agency accounts:								
a. Employee benefit - defined contribution .....					B905		1,000	13.a.
b. Employee benefit - defined benefit .....					B906		24,000	13.b.
c. Other retirement accounts .....					B907		1,000	13.c.
14. Corporate trust and agency accounts .....					A479		87,000	14.
15. Investment management agency accounts .....					B908		112,000	15.
16. Other fiduciary accounts .....					A480		119,000	16.
17. Custody and safekeeping accounts.....					B909		427,000	17.
18. Other fiduciary and related services income .....					B910		163,000	18.
19. Total gross fiduciary and related services income (sum of items 12 through 18) (must equal Schedule RI, item 5.a) .....					4070		<b>1,055,000</b>	19.
a. Fiduciary and related services income - foreign offices (included in item 19) .....					B912		815,000	19.a.
20. Less: Expenses.....					C058		N/A	20.
21. Less: Net losses from fiduciary and related services.....					A488		N/A	21.
22. Plus: Intracompany income credits for fiduciary and related services .....					B911		N/A	22.
23. Net fiduciary and related services income .....					A491		<b>N/A</b>	23.

Memoranda	Managed Assets					
	Dollar Amounts in Thousands					
	RCFD	Tril	Bil	Mil	Thou	
<b>1. Managed assets held in personal trust and agency accounts:</b>						
a. Noninterest-bearing deposits .....	B913				N/A	M.1.a.
b. Interest-bearing deposits .....	B914				N/A	M.1.b.
c. U.S. Treasury and U.S. Government agency obligations .....	B915				N/A	M.1.c.
d. State, county, and municipal obligations .....	B916				N/A	M.1.d.
e. Money market mutual funds .....	B917				N/A	M.1.e.
f. Other short-term obligations .....	B918				N/A	M.1.f.
g. Other notes and bonds .....	B919				N/A	M.1.g.
h. Common and preferred stocks .....	B920				N/A	M.1.h.
i. Real estate mortgages.....	B921				N/A	M.1.i.
j. Real estate .....	B922				N/A	M.1.j.
k. Miscellaneous assets .....	B923				N/A	M.1.k.
l. Total managed assets held in personal trust and agency accounts (sum of Memorandum items 1.a through 1.k) (must equal Schedule RC-T, item 4, column A) .....	B868				<b>N/A</b>	M.1.l.

Schedule RC-T - Continued

Memoranda - Continued

Dollar Amounts in Thousands

	(Column A) Number of Issues		(Column B) Principal Amount Outstanding				
	RCFD		Tril	Bil	Mil	Thou	
2. Corporate trust and agency accounts:	RCFD B928						
a. Corporate and municipal trusteeships .....	B927	N/A					N/A M.2.a.
b. Transfer agent, registrar, paying agent, and other corporate agency .....	B929	N/A					M.2.b.

Dollar Amounts in Thousands

	(Column A) Number of Funds		(Column B) Market Value of Fund Assets				
	RCFD		RCFD	Tril	Bil	Mil	
3. Collective investments funds and common trust funds:							
a. Domestic equity .....	B931	N/A	B932				N/A M.3.a.
b. International/Global equity .....	B933	N/A	B934				N/A M.3.b.
c. Stock/Bond blend .....	B935	N/A	B936				N/A M.3.c.
d. Taxable bond .....	B937	N/A	B938				N/A M.3.d.
e. Municipal bond .....	B939	N/A	B940				N/A M.3.e.
f. Short term investments/Money market .....	B941	N/A	B942				N/A M.3.f.
g. Specialty/Other .....	B943	N/A	B944				N/A M.3.g.
h. Total collective investment funds (sum of Memorandum items 3.a through 3.g) .....	B945	N/A	B946				N/A M.3.h.

Dollar Amounts in Thousands

	(Column A) Gross Losses Managed Accounts			(Column B) Gross Losses Non-Managed Accounts			(Column C) Recoveries			
	RIAD	Mil	Thou	RIAD	Mil	Thou	RIAD	Mil	Thou	
4. Fiduciary settlements, surcharges, and other losses:										
a. Personal trust and agency accounts .....	B947	N/A		B948	N/A		B949	N/A		M.4.a.
b. Retirement related trust and agency accounts .....	B950	N/A		B951	N/A		B952	N/A		M.4.b.
c. Investment management agency accounts .....	B953	N/A		B954	N/A		B955	N/A		M.4.c.
d. Other fiduciary accounts and related services .....	B956	N/A		B957	N/A		B958	N/A		M.4.d.
e. Total fiduciary settlements, surcharges, and other losses (sum of Memorandum items 4.a through 4.d) (sum of columns A and B minus column C must equal Schedule RC-T, item 21) .....	B959	N/A		B960	N/A		B961	N/A		M.4.e.

Person to whom questions about Schedule RC-T - Fiduciary and Related Services should be directed:

Carmine Pennella, Vice President

Name and Title (TEXT B962)

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(212) 559-6007

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(212) 793-6652

FAX: Area code/phone number (TEXT B964)

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

The management of the reporting bank may, if it wishes, submit a brief narrative statement on the amounts reported in the Reports of Condition and Income. This optional statement will be made available to the public, along with the publicly available data in the Reports of Condition and Income, in response to any request for individual bank report data. However, the information reported in Schedule RC-T, items 12 through 23 and Memorandum item 4, is regarded as confidential and will not be released to the public. **BANKS CHOOSING TO SUBMIT THE NARRATIVE STATEMENT SHOULD ENSURE THAT THE STATEMENT DOES NOT CONTAIN THE NAMES OR OTHER IDENTIFICATIONS OF INDIVIDUAL BANK CUSTOMERS, REFERENCES TO THE AMOUNTS REPORTED IN THE CONFIDENTIAL ITEMS IN SCHEDULE RC-T, OR ANY OTHER INFORMATION THAT THEY ARE NOT WILLING TO HAVE MADE PUBLIC OR THAT WOULD COMPROMISE THE PRIVACY OF THEIR CUSTOMERS.** Banks choosing not to make a statement may check the "No comment" box below and should make no entries of any kind in the space provided for the narrative statement; i.e., DO NOT enter in this space such phrases as "No statement," "Not applicable," "N/A," "No comment," and "None."

The optional statement must be entered on this sheet. The statement should not exceed 100 words. Further, regardless of the number of words, the statement must not exceed 750 characters, including punctuation, indentation, and standard spacing between words and sentences. If any submission should exceed 750 characters, as defined, it will be truncated at 750 characters with no notice to the submitting bank and the truncated statement will

appear as the bank's statement both on agency computerized records and in computer-file releases to the public.

All information furnished by the bank in the narrative statement must be accurate and not misleading. Appropriate efforts shall be taken by the submitting bank to ensure the statement's accuracy. The statement must be signed, in the space provided below, by a senior officer of the bank who thereby attests to its accuracy.

If, subsequent to the original submission, material changes are submitted for the data reported in the Reports of Condition and Income, the existing narrative statement will be deleted from the files, and from disclosure; the bank, at its option, may replace it with a statement, under signature, appropriate to the amended data.

The optional narrative statement will appear in agency records and in release to the public exactly as submitted (or amended as described in the preceding paragraph) by the management of the bank (except for the truncation of statements exceeding the 750-character limit described above). **THE STATEMENT WILL NOT BE EDITED OR SCREENED IN ANY WAY BY THE SUPERVISORY AGENCIES FOR ACCURACY OR RELEVANCE. DISCLOSURE OF THE STATEMENT SHALL NOT SIGNIFY THAT ANY FEDERAL SUPERVISORY AGENCY HAS VERIFIED OR CONFIRMED THE ACCURACY OF THE INFORMATION CONTAINED THEREIN. A STATEMENT TO THIS EFFECT WILL APPEAR ON ANY PUBLIC RELEASE OF THE OPTIONAL STATEMENT SUBMITTED BY THE MANAGEMENT OF THE REPORTING BANK.**

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**BANK MANAGEMENT STATEMENT (Either enter text in the field below or skip and leave blank for "No comment"):**

(TEXT 6980)

**THIS PAGE IS TO BE COMPLETED BY ALL BANKS**

<p>NAME AND ADDRESS OF BANK</p> <p>Citibank, N.A.</p> <p>399 Park Avenue</p> <p>New York, NY 10043</p>	<p>OMB No. For OCC: 1557-0081                  OMB No. For FDIC: 3064-0052                  OMB No. for Federal Reserve: 7100-0036                  Expiration Date: 3/31/2007</p> <p style="text-align: center;">SPECIAL REPORT                  (Dollar Amounts in Thousands)</p> <table border="1" style="width: 100%;"> <tr> <td style="width: 60%;">CLOSE OF BUSINESS DATE</td> <td>FDIC Certificate Number</td> </tr> <tr> <td style="text-align: center;">September 30, 2004</td> <td style="text-align: center;">0   7   2   1   3</td> </tr> </table>	CLOSE OF BUSINESS DATE	FDIC Certificate Number	September 30, 2004	0   7   2   1   3
CLOSE OF BUSINESS DATE	FDIC Certificate Number				
September 30, 2004	0   7   2   1   3				

**LOANS TO EXECUTIVE OFFICERS (Complete as of each Call Report Date)**

The following information is required by Public Laws 90-44 and 102-242, but does not constitute a part of the Report of Condition. With each Report of Condition, these Laws require all banks to furnish a report of all loans or other extensions of credit to their executive officers made since the date of the previous Report of Condition. Data regarding individual loans or other extensions of credit are not required. If no such loans or other extensions of credit were made during the period, insert "none" against subitem (a). (Exclude the first \$15,000 of indebtedness of each executive officer under bank credit card plan.) See Sections 215.2 and 215.3 of Title 12 of the Code of Federal Regulations (Federal Reserve Board Regulation O) for the definitions of "executive officer" and "extension of credit," respectively. Exclude loans and other extensions of credit to directors and principal shareholders who are not executive officers.

a. Number of loans made to executive officers since the previous Call Report date .....	RCFD 3561	0	a.
b. Total dollar amount of above loans (in thousands of dollars) .....	RCFD 3562	0	b.
c. Range of interest charged on above loans (example: 9 3/4% = 9.75) .....	RCFD 7701	0.00	% to
	RCFD 7702	0.00	% c.

SIGNATURE AND TITLE OF OFFICER AUTHORIZED TO SIGN REPORT	DATE (Month, Day, Year)