

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 June 30, 2009

(20090630)

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

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

I, the undersigned CFO (or equivalent) of the named bank, attest 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 and correct to the best of my knowledge and belief.

Director (Trustee)

Director (Trustee)

Director (Trustee)

Signature of Chief Financial Officer (or Equivalent)

Date of Signature

Submission of Reports

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

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

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

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

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

Zions First National Bank

Legal Title of Bank (RSSD 9017)

Salt Lake City

City (RSSD 9130)

UT

State Abbrev. (RSSD 9200)

84111

Zip Code (RSSD 9220)

FDIC Certificate Number

02270
(RSSD 9050)

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

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The estimated average burden associated with this information collection is 41.2 hours per respondent and is estimated to vary from 16 to 650 hours per response, depending on individual circumstances. Burden estimates include the time for reviewing instructions, gathering and maintaining data in the required form, and completing the information collection, but exclude the time for compiling and maintaining business records in the normal course of a respondent's activities. A Federal agency may not conduct or sponsor, and an organization (or a person) is not required to respond to a collection of information, unless it displays a currently valid OMB control number. Comments concerning the accuracy of this burden estimate and suggestions for reducing this burden should be directed to the Office of Information and Regulatory Affairs, Office of Management and Budget, Washington, D.C. 20503, and to one of the following:		Schedule RC-M - Memoranda _____	RC-25, 26
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Washington, D.C. 20429			

For information or assistance, National and State nonmember banks should contact the FDIC's Data Collection and Analysis 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 Chief Financial Officer (or equivalent) of the bank signing the reports for this quarter and (2) the person at the bank - other than the Chief Financial Officer (or equivalent) - to whom questions about the reports should be directed. If the Chief Financial Officer (or equivalent) 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.

Chief Financial Officer (or Equivalent) Signing the Reports

Kay B. Hall

 Name (TEXT C490)
 EVP & CFO

 Title (TEXT C491)
 khall@zionsbank.com

 E-mail Address (TEXT C492)
 (801) 844-7172

 Telephone: Area code/phone number/extension (TEXT C493)
 (801) 594-8172

 FAX: Area code/phone number (TEXT C494)

Other Person to Whom Questions about the Reports Should be Directed

Hayes Carr

 Name (TEXT C495)
 SVP & Controller

 Title (TEXT C496)
 hcarr@zionsbank.com

 E-mail Address (TEXT 4086)
 (801) 844-7660

 Telephone: Area code/phone number/extension (TEXT 8902)
 (801) 524-4873

 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

A. Scott Anderson

 Name (TEXT C366)
 President & CEO

 Title (TEXT C367)
 sanderson@zionsbank.com

 E-mail Address (TEXT C368)
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 Telephone: Area code/phone number/extension (TEXT C369)
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 FAX: Area code/phone number (TEXT C370)

Secondary Contact

Kay B. Hall

 Name (TEXT C371)
 EVP & CFO

 Title (TEXT C372)
 khall@zionsbank.com

 E-mail Address (TEXT C373)
 (801) 844-7172

 Telephone: Area code/phone number/extension (TEXT C374)
 (801) 594-8172

 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 bank's USA PATRIOT Act Section 314(a) information requests. Bank personnel listed could be contacted by law enforcement officers or the Financial Crimes Enforcement Network (FinCEN) for additional information related to specific Section 314(a) search requests or other anti-terrorist financing and anti-money laundering matters. Communications sent by FinCEN to the bank for purposes other than Section 314(a) notifications will state the intended purpose and should be directed to the appropriate bank personnel for review. Any disclosure of customer records to law enforcement officers or FinCEN must be done in compliance with applicable law, including the Right to Financial Privacy Act (12 U.S.C. 3401 et seq.).

Please provide information for a primary and secondary contact. Information for a third and fourth contact may be provided at the bank's option. Enter "none" for the contact's e-mail address if not available. This contact information is for the confidential use of the Agencies, FinCEN, and law enforcement officers and will not be released to the public.

Primary Contact

Susan Lamb
Name (TEXT C437)
Corporate Compliance Officer
Title (TEXT C438)
Susan.Lamb@zionsbancorp.com
E-mail Address (TEXT C439)
(801) 844-7953
Telephone: Area code/phone number/extension (TEXT C440)

Secondary Contact

Kelly Etherington
Name (TEXT C442)
Operations Compliance Manager
Title (TEXT C443)
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E-mail Address (TEXT C444)
(801) 844-7957
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Third Contact

Name (TEXT C870)
Title (TEXT C871)
E-mail Address (TEXT C872)
Telephone: Area code/phone number/extension (TEXT C873)

Fourth Contact

Name (TEXT C875)
Title (TEXT C876)
E-mail Address (TEXT C877)
Telephone: Area code/phone number/extension (TEXT C878)

Salt Lake City

City

UT **84111**

State

Zip Code

FDIC Certificate Number: 02270

**Consolidated Report of Income
for the period January 1, 2009 – June 30, 2009**

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:			
(1) Loans secured by 1-4 family residential properties	4435	57,803	1.a.1.a.1
(2) All other loans secured by real estate	4436	243,017	1.a.1.a.2
(b) Loans to finance agricultural production and other loans to farmers	4024	3,804	1.a.1.b
(c) Commercial and industrial loans	4012	59,595	1.a.1.c
(d) Loans to individuals for household, family, and other personal expenditures:			
(1) Credit cards	B485	5,595	1.a.1.d.1
(2) Other (includes single payment, installment, all student loans, and revolving credit plans other than credit cards)	B486	15,067	1.a.1.d.2
(e) Loans to foreign governments and official institutions	4056	0	1.a.1.e
(f) All other loans in domestic offices	B487	3,907	1.a.1.f
(2) In foreign offices, Edge and Agreement subsidiaries, and IBFs	4059	0	1.a.2
(3) Total interest and fee income on loans (sum of items 1.a.(1)(a) through 1.a.(2))	4010	388,788	1.a.3
b. Income from lease financing receivables	4065	8,822	1.b
c. Interest income on balances due from depository institutions (1)	4115	2,345	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	5,190	1.d.1
(2) Mortgage-backed securities	B489	339	1.d.2
(3) All other securities (includes securities issued by states and political subdivisions in the U.S.)	4060	29,742	1.d.3
e. Interest income from trading assets	4069	1,406	1.e
f. Interest income on federal funds sold and securities purchased under agreements to resell	4020	1,716	1.f
g. Other interest income	4518	1,018	1.g
h. Total interest income (sum of items 1.a.(3) through 1.g)	4107	439,366	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	370	2.a.1.a
(b) Nontransaction accounts:			
(1) Savings deposits (includes MMDAs)	0093	66,832	2.a.1.b.1
(2) Time deposits of \$100,000 or more	A517	23,537	2.a.1.b.2
(3) Time deposits of less than \$100,000	A518	9,672	2.a.1.b.3
(2) Interest on deposits in foreign offices, Edge and Agreement subsidiaries, and IBFs	4172	10,101	2.a.2
b. Expense of federal funds purchased and securities sold under agreements to repurchase	4180	3,160	2.b
c. Interest on trading liabilities and other borrowed money	4185	1,530	2.c

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

Schedule RI—Continued

	Year-to-date			
	RIAD	Bil Mil Thou		
Dollar Amounts in Thousands				
2. Interest expense (continued):				
d. Interest on subordinated notes and debentures	4200	3,179	2.d	
e. Total interest expense (sum of items 2.a through 2.d)	4073	118,381	2.e	
3. Net interest income (item 1.h minus 2.e)		4074	320,985	3
4. Provision for loan and lease losses		4230	286,803	4
5. Noninterest income:				
a. Income from fiduciary activities (1)	4070	8,281	5.a	
b. Service charges on deposit accounts in domestic offices	4080	32,929	5.b	
c. Trading revenue (2)	A220	13,999	5.c	
d. (1) Fees and commissions from securities brokerage	C886	1,331	5.d.1	
(2) Investment banking, advisory, and underwriting fees and commissions	C888	5,453	5.d.2	
(3) Fees and commissions from annuity sales	C887	194	5.d.3	
(4) Underwriting income from insurance and reinsurance activities	C386	0	5.d.4	
(5) Income from other insurance activities	C387	30	5.d.5	
e. Venture capital revenue	B491	5	5.e	
f. Net servicing fees	B492	3,304	5.f	
g. Net securitization income	B493	652	5.g	
h. Not applicable				
i. Net gains (losses) on sales of loans and leases	5416	5,403	5.i	
j. Net gains (losses) on sales of other real estate owned	5415	(7,448)	5.j	
k. Net gains (losses) on sales of other assets (excluding securities)	B496	515	5.k	
l. Other noninterest income*	B497	45,141	5.l	
m. Total noninterest income (sum of items 5.a through 5.l)		4079	109,789	5.m
6. a. Realized gains (losses) on held-to-maturity securities		3521	(3,144)	6.a
b. Realized gains (losses) on available-for-sale securities		3196	(206,764)	6.b
7. Noninterest expense:				
a. Salaries and employee benefits	4135	91,505	7.a	
b. Expenses of premises and fixed assets (net of rental income) (excluding salaries and employee benefits and mortgage interest)	4217	13,621	7.b	
c. (1) Goodwill impairment losses	C216	0	7.c.1	
(2) Amortization expense and impairment losses for other intangible assets	C232	254	7.c.2	
d. Other noninterest expense*	4092	157,019	7.d	
e. Total noninterest expense (sum of items 7.a through 7.d)		4093	262,399	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	(328,336)	8
9. Applicable income taxes (on item 8)		4302	(128,529)	9
10. Income (loss) before extraordinary items and other adjustments (item 8 minus item 9)		4300	(199,807)	10
11. Extraordinary items and other adjustments, net of income taxes*		4320	0	11
12. Net income (loss) attributable to bank and noncontrolling (minority) interests (sum of items 10 and 11)		G104	(199,807)	12
13. LESS: Net income (loss) attributable to noncontrolling (minority) interests (if net income, report as a positive value; if net loss, report as a negative value)		G103	(13)	13
14. Net income (loss) attributable to bank (item 12 minus item 13)		4340	(199,794)	14

* 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.e.

Schedule RI—Continued

Memoranda

Dollar Amounts in Thousands

	Year-to-date			
	RIAD	Bil	Mil Thou	
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		0	M.1
Memorandum item 2 is to be completed by banks with \$1 billion or more in total assets. (1)				
2. Income from the sale and servicing of mutual funds and annuities in domestic offices (included in Schedule RI, item 8) _____	8431		638	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) _____	4313		2,359	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		4,722	M.4
5. Number of full-time equivalent employees at end of current period (round to nearest whole number) _____		Number		M.5
	4150		2,448	
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 (2) _____	RIAD	CCYY/MM/DD		M.7
	9106		0	
8. Trading revenue (from cash instruments and derivative instruments) (sum of Memorandum items 8.a through 8.e must equal Schedule RI, item 5.c) (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.):	Year-to-date			
	RIAD	Bil	Mil Thou	
a. Interest rate exposures _____	8757		13,999	M.8.a
b. Foreign exchange exposures _____	8758		0	M.8.b
c. Equity security and index exposures _____	8759		0	M.8.c
d. Commodity and other exposures _____	8760		0	M.8.d
e. Credit exposures _____	F186		0	M.8.e
9. Net gains (losses) recognized in earnings on credit derivatives that economically hedge credit exposures held outside the trading account:				
a. Net gains (losses) on credit derivatives held for trading _____	C889		0	M.9.a
b. Net gains (losses) on credit derivatives held for purposes other than trading _____	C890		0	M.9.b
10. Credit losses on derivatives (see instructions) _____	A251		0	M.10
11. Does the reporting bank have a Subchapter S election in effect for federal income tax purposes for the current tax year ? _____	RIAD	YES / NO		M.11
	A530		NO	
<i>Memorandum item 12 is to be completed by banks that are required to complete Schedule RC-C, part I, Memorandum items 8.b and 8.c.</i>	Year-to-date			
	RIAD	Bil	Mil Thou	
12. Noncash income from negative amortization on closed-end loans secured by 1-4 family residential properties (included in Schedule RI, item 1.a.(1)(a)(1)) _____	F228		N/A	M.12
<i>Memorandum item 13 is to be completed by banks that have elected to account for assets and liabilities under a fair value option.</i>				
13. Net gains (losses) recognized in earnings on assets and liabilities that are reported at fair value under a fair value option:				
a. Net gains (losses) on assets _____	F551		0	M.13.a
(1) Estimated net gains (losses) on loans attributable to changes in instrument-specific credit risk _____	F552		0	M.13.a.1
b. Net gains (losses) on liabilities _____	F553		0	M.13.b
(1) Estimated net gains (losses) on liabilities attributable to changes in instrument-specific credit risk _____	F554		0	M.13.b.1

(1) The \$1 billion asset size test is generally based on the total assets reported on the June 30, 2008, Report of Condition.

(2) For example, a bank acquired on March 1, 2008, would report 2008/03/01

Schedule RI-A—Changes in Bank Equity Capital

Indicate decreases and losses in parentheses.

	Dollar Amounts in Thousands		RIAD	Bil Mil Thou		
1. Total bank equity capital most recently reported for the December 31, 2008, Reports of Condition and Income (i.e., after adjustments from amended Reports of Income)	3217	1,294,398				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	1,294,398				3
4. Net income (loss) attributable to bank (must equal Schedule RI, item 14)	4340	(199,794)				4
5. Sale, conversion, acquisition, or retirement of capital stock, net (excluding treasury stock transactions)	B509	1,773				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	0				8
9. LESS: Cash dividends declared on common stock	4460	0				9
10. Other comprehensive income (1)	B511	(34,207)				10
11. Other transactions with parent holding company* (not included in items 5, 6, 8, or 9 above)	4415	374,929				11
12. Total bank equity capital end of current period (sum of items 3 through 11) (must equal Schedule RC, item 27.a)	3210	1,437,099				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 pension and other postretirement plan-related changes other than net periodic benefit cost.

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.

	(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:									
(1) 1-4 family residential construction loans	C891		8,614		C892		157		1.a.1
(2) Other construction loans and all land development and other land loans	C893		24,813		C894		3		1.a.2
b. Secured by farmland in domestic offices	3584		203		3585		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	5411		623		5412		9		1.c.1
(2) Closed-end loans secured by 1-4 family residential properties:									
(a) Secured by first liens	C234		8,635		C217		198		1.c.2.a
(b) Secured by junior liens	C235		416		C218		3		1.c.2.b
d. Secured by multifamily (5 or more) residential properties in domestic offices	3588		1,400		3589		0		1.d
e. Secured by nonfarm nonresidential properties in domestic offices:									
(1) Loans secured by owner-occupied nonfarm nonresidential properties	C895		4,103		C896		106		1.e.1
(2) Loans secured by other nonfarm nonresidential properties	C897		1,873		C898		1		1.e.2
f. In foreign offices	B512		0		B513		0		1.f
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		2.a
b. To foreign banks	4654		0		4664		0		2.b
3. Loans to finance agricultural production and other loans to farmers	4655		178		4665		0		3

(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							
	Dollar Amounts in Thousands				RIAD	Bil Mil Thou	RIAD	Bil Mil Thou
4. Commercial and industrial loans:								
a. To U.S. addressees (domicile) _____	4645	65,802		4617	703		4.a	
b. To non-U.S. addressees (domicile) _____	4646	0		4618	0		4.b	
5. Loans to individuals for household, family, and other personal expenditures:								
a. Credit cards _____	B514	2,474		B515	202		5.a	
b. Other (includes single payment, installment, all student loans, and revolving credit plans other than credit cards) _____	B516	12,650		B517	1,267		5.b	
6. Loans to foreign governments and official institutions _____	4643	0		4627	0		6	
7. All other loans _____	4644	8,930		4628	157		7	
8. Lease financing receivables:								
a. Leases to individuals for household, family, and other personal expenditures _____	F185	0		F187	0		8.a	
b. All other leases _____	C880	578		F188	30		8.b	
9. Total (sum of items 1 through 8) _____	4635	141,292		4605	2,836		9	

Memoranda

	(Column A) Charge-offs (1)				(Column B) Recoveries			
	Calendar year-to-date							
	Dollar Amounts in Thousands				RIAD	Bil Mil Thou	RIAD	Bil Mil Thou
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	488		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	0		4662	0		M.2	
3. Not applicable								

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.

	Calendar Year-to-date				
	RIAD	Bil Mil Thou			
	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	N/A		

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

Schedule RI-B—Continued

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, 2008, Reports of Condition and Income (i.e., after adjustments from amended Reports of Income)	B522	213,577	1
2. Recoveries (must equal part I, item 9, column B, above)	4605	2,836	2
3. LESS: Charge-offs (must equal part I, item 9, column A, above less Schedule RI-B, part II, item 4)	C079	141,292	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	286,803	5
6. Adjustments* (see instructions for this schedule)	C233	0	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	361,924	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 <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>	C435	0	M.1
2. Separate valuation allowance for uncollectible retail credit card fees and finance charges	C389	N/A	M.2
3. Amount of allowance for loan and leases losses attributable to retail credit card fees and finance charges Memorandum item 4 is to be completed by all banks.	C390	N/A	M.3
4. Amount of allowance for post-acquisition losses on purchased impaired loans accounted for in accordance with AICPA Statement of Position 03-3 (included in Schedule RI-B, part II, item 7, above)	C781	0	M.4

Schedule RI-D—Income from Foreign Offices

For all banks with foreign offices (including Edge or Agreement subsidiaries and IBFs) where foreign office revenues, assets, or net income exceed 10 percent of consolidated total revenues, total assets, or net income.

	Dollar Amounts in Thousands		
	Year-to-date		
	RIAD	Bil Mil Thou	
1. Total interest income in foreign offices	C899	0	1
2. Total interest expense in foreign offices	C900	0	2
3. Provision for loan and lease losses in foreign offices	C901	0	3
4. Noninterest income in foreign offices:			
a. Trading revenue	C902	0	4.a
b. Investment banking, advisory, brokerage, and underwriting fees and commissions	C903	0	4.b
c. Net securitization income	C904	0	4.c
d. Other noninterest income	C905	0	4.d
5. Realized gains (losses) on held-to-maturity and available-for-sale securities in foreign offices	C906	0	5
6. Total noninterest expense in foreign offices	C907	0	6
7. Adjustments to pretax income in foreign offices for internal allocations to foreign offices to reflect the effects of equity capital on overall bank funding costs	C908	0	7
8. Applicable income taxes (on items 1 through 7)	C909	0	8
9. Extraordinary items and other adjustments, net of income taxes, in foreign offices	C910	0	9
10. Net income attributable to foreign offices before internal allocations of income and expense (item 1 plus or minus items 2 through 9)	C911	0	10
11. Internal allocations of income and expense applicable to foreign offices	C912	0	11
12. Eliminations arising from the consolidation of foreign offices with domestic offices	C913	0	12
13. Consolidated net income attributable to foreign offices (sum of items 10 through 12)	C914	0	13

Schedule RI-E—Explanations

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

Detail all adjustments in Schedules 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.)

				Year-to-Date		
				RIAD	Bil Mil Thou	
Dollar Amounts in Thousands						
1. Other noninterest income (from Schedule RI, item 5.I)						
Itemize and describe amounts greater than \$25,000 that exceed 3% of Schedule RI, item 5.I:						
TEXT						
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	3,876	1.b
c.		Income and fees from automated teller machines (ATMs)		C016	3,569	1.c
d.		Rent and other income from other real estate owned		4042	0	1.d
e.		Safe deposit box rent		C015	0	1.e
f.		Net change in the fair values of financial instruments accounted for under a fair value option		F229	0	1.f
g.		Bank card and credit card interchange fees		F555	6,464	1.g
h.	4461	Exchange Fees		4461	36,761	1.h
i.	4462	Nondeferrable Loan Fees		4462	2,547	1.i
j.	4463	Loss on Derivates		4463	(14,289)	1.j
2. Other noninterest expense (from Schedule RI, item 7.d)						
Itemize and describe amounts greater than \$25,000 that exceed 3% of Schedule RI, item 7.d:						
TEXT						
a.		Data processing expenses		C017	0	2.a
b.		Advertising and marketing expenses		0497	5,824	2.b
c.		Directors' fees		4136	0	2.c
d.		Printing, stationery, and supplies		C018	0	2.d
e.		Postage		8403	0	2.e
f.		Legal fees and expenses		4141	0	2.f
g.		FDIC deposit insurance assessments		4146	20,303	2.g
h.		Accounting and auditing expenses		F556	0	2.h
i.		Consulting and advisory expenses		F557	0	2.i
j.		Automated teller machine (ATM) and interchange expenses		F558	0	2.j
k.		Telecommunications expenses		F559	0	2.k
l.	4464	Service Company Allocations		4464	48,037	2.l
m.	4467	Bankcard Expenses		4467	17,625	2.m
n.	4468	Amortization of Software		4468	7,010	2.n
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):						
TEXT						
a.(1)	4469			4469	0	3.a.1
	(2)	Applicable income tax effect	4486	0		3.a.2
b.(1)	4487			4487	0	3.b.1
	(2)	Applicable income tax effect	4488	0		3.b.2
c.(1)	4489			4489	0	3.c.1
	(2)	Applicable income tax effect	4491	0		3.c.2

Consolidated Report of Condition for Insured Commercial and State-Chartered Savings Banks for June 30, 2009

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	Tril Bil Mil Thou	
ASSETS					
1. Cash and balances due from depository institutions (from Schedule RC-A):					
a. Noninterest-bearing balances and currency and coin (1) _____	0081	538,616			1.a
b. Interest-bearing balances (2) _____	0071	63,069			1.b
2. Securities:					
a. Held-to-maturity securities (from Schedule RC-B, column A) _____	1754	591,461			2.a
b. Available-for-sale securities (from Schedule RC-B, column D) _____	1773	1,684,114			2.b
3. Federal funds sold and securities purchased under agreements to resell:			RCFN		
a. Federal funds sold in domestic offices _____	B987	73,759			3.a
b. Securities purchased under agreements to resell (3) _____	RCFD				
b. Securities purchased under agreements to resell (3) _____	B989	57,476			3.b
4. Loans and lease financing receivables (from Schedule RC-C):					
a. Loans and leases held for sale _____	5369	72,276			4.a
b. Loans and leases, net of unearned income _____	B528	14,384,764			4.b
c. LESS: Allowance for loan and lease losses _____	3123	361,924			4.c
d. Loans and leases, net of unearned income and allowance (item 4.b minus 4.c) _____	B529	14,022,840			4.d
5. Trading assets (from Schedule RC-D) _____	3545	79,021			5
6. Premises and fixed assets (including capitalized leases) _____	2145	180,414			6
7. Other real estate owned (from Schedule RC-M) _____	2150	96,380			7
8. Investments in unconsolidated subsidiaries and associated companies _____	2130	8,965			8
9. Direct and indirect investments in real estate ventures _____	3656	0			9
10. Intangible assets:					
a. Goodwill _____	3163	19,514			10.a
b. Other intangible assets (from Schedule RC-M) _____	0426	601			10.b
11. Other assets (from Schedule RC-F) _____	2160	1,132,978			11
12. Total assets (sum of items 1 through 11) _____	2170	18,621,484			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

Tril | Bil | Mil | Thou

LIABILITIES

13. Deposits:

a. In domestic offices (sum of totals of columns A and C from Schedule RC-E, part I)				RCON		
(1) Noninterest-bearing (1)	6631	2,356,940		2200	13,632,358	13.a
(2) Interest-bearing	6636	11,275,418				13.a.1
b. In foreign offices, Edge and Agreement subsidiaries, and IBFs (from Schedule RC-E, part II)				RCFN		13.a.2
(1) Noninterest-bearing	6631	0		2200	1,708,085	13.b
(2) Interest-bearing	6636	1,708,085				13.b.1

14. Federal funds purchased and securities sold under agreements to repurchase:

a. Federal funds purchased in domestic offices (2)				RCON		
				B993	1,046,863	14.a
b. Securities sold under agreements to repurchase (3)				RCFD		
				B995	151,276	14.b

15. Trading liabilities (from Schedule RC-D) 3548 42,408 15

16. Other borrowed money (includes mortgage indebtedness and obligations under capitalized leases) (from Schedule RC-M) 3190 1,717 16

17. and 18. Not applicable

19. Subordinated notes and debentures (4) 3200 210,000 19

20. Other liabilities (from Schedule RC-G) 2930 390,684 20

21. Total liabilities (sum of items 13 through 20) 2948 17,183,391 21

22. Not applicable

EQUITY CAPITAL

Bank Equity Capital

23. Perpetual preferred stock and related surplus	3838	250,000				23
24. Common stock	3230	15,000				24
25. Surplus (excludes all surplus related to preferred stock)	3839	693,554				25
26. a. Retained earnings	3632	658,259				26.a
b. Accumulated other comprehensive income (5)	B530	(179,714)				26.b
c. Other equity capital components (6)	A130	0				26.c
27. a. Total bank equity capital (sum of items 23 through 26.c)	3210	1,437,099				27.a
b. Noncontrolling (minority) interests in consolidated subsidiaries	3000	994				27.b
28. Total equity capital (sum of items 27.a and 27.b)	G105	1,438,093				28
29. Total liabilities and equity capital (sum of items 21 and 28)	3300	18,621,484				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 2008

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

To be reported with the March Report of Condition.

2. Bank's fiscal year-end date

RCON	MM / DD
8678	N/A

M.2

- (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	517,604					1
a. Cash items in process of collection and unposted debits _____				0020	476,498		1.a
b. Currency and coin _____				0080	41,106		1.b
2. Balances due from depository institutions in the U.S. _____				0082	25,841		2
a. U.S. branches and agencies of foreign banks (including their IBFs) _____	0083	0					2.a
b. Other commercial banks in the U.S. and other depository institutions in the U.S. (including their IBFs) _____	0085	25,841					2.b
3. Balances due from banks in foreign countries and foreign central banks _____				0070	1,447		3
a. Foreign branches of other U.S. banks _____	0073	0					3.a
b. Other banks in foreign countries and foreign central banks _____	0074	1,447					3.b
4. Balances due from Federal Reserve Banks _____	0090	56,793		0090	56,793		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	601,685		0010	601,685		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	6,002	1287	6,004	1
2. U.S. Government agency obligations (exclude mortgage-backed securities):									
a. Issued by U.S. Government agencies (1) _____	1289	0	1290	0	1291	337,635	1293	330,800	2.a
b. Issued by U.S. Government-sponsored agencies (2) _____	1294	0	1295	0	1297	100,746	1298	103,663	2.b
3. Securities issued by states and political subdivisions in the U.S. _____	8496	527,486	8497	531,781	8498	76,318	8499	76,346	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. Residential mortgage pass-through securities:									
(1) Guaranteed by GNMA	G300	0	G301	0	G302	7,675	G303	7,727	4.a.1
(2) Issued by FNMA and FHLMC	G304	0	G305	0	G306	5,156	G307	5,256	4.a.2
(3) Other pass-through securities	G308	0	G309	0	G310	0	G311	0	4.a.3
b. Other residential mortgage-backed securities (include CMOs, REMICs, and stripped MBS):									
(1) Issued or guaranteed by FNMA, FHLMC, or GNMA	G312	0	G313	0	G314	0	G315	0	4.b.1
(2) Collateralized by MBS issued or guaranteed by FNMA, FHLMC, or GNMA	G316	0	G317	0	G318	0	G319	0	4.b.2
(3) All other residential MBS	G320	0	G321	0	G322	0	G323	0	4.b.3
c. Commercial MBS:									
(1) Commercial mortgage pass-through securities									
(2) Other commercial MBS	G324	0	G325	0	G326	0	G327	0	4.c.1
	G328	0	G329	0	G330	0	G331	0	4.c.2
5. Asset-backed securities and structured financial products:									
a. Asset-backed securities (ABS)									
	C026	0	C988	0	C989	41,849	C027	41,921	5.a
b. Structured financial products:									
(1) Cash	G336	63,975	G337	47,998	G338	1,246,462	G339	991,213	5.b.1
(2) Synthetic	G340	0	G341	0	G342	0	G343	0	5.b.2
(3) Hybrid	G344	0	G345	0	G346	0	G347	0	5.b.3
6. Other debt securities:									
a. Other domestic debt securities	1737	0	1738	0	1739	15,003	1741	12,216	6.a
b. Foreign debt securities	1742	0	1743	0	1744	0	1746	0	6.b
7. Investments in mutual funds and other equity securities with readily determinable fair values (1)					A510	108,967	A511	108,968	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	591,461	1771	579,779	1772	1,945,813	1773	1,684,114	8

(1) Report Federal Reserve stock, Federal Home Loan Bank stock, and banker's 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	598,965	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	1,419,870	M.2.a.1
(2) Over three months through 12 months _____	A550	124,315	M.2.a.2
(3) Over one year through three years _____	A551	166,334	M.2.a.3
(4) Over three years through five years _____	A552	133,183	M.2.a.4
(5) Over five years through 15 years _____	A553	297,012	M.2.a.5
(6) Over 15 years _____	A554	0	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	1,003	M.2.b.1
(2) Over three months through 12 months _____	A556	11,460	M.2.b.2
(3) Over one year through three years _____	A557	0	M.2.b.3
(4) Over three years through five years _____	A558	0	M.2.b.4
(5) Over five years through 15 years _____	A559	93	M.2.b.5
(6) Over 15 years _____	A560	428	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	0	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	50,527	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	118,975	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, 4.c.(1), 5, and 6, columns A and D, plus residential 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 residential 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 and 4.c.(2), sum of columns A and D.

Schedule RC-B—Continued

Memoranda—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	
Memorandum items 5.a through 5.f are to be completed by banks with \$1 billion or more in total assets. (1)									
5. Asset-backed securities (ABS) (for each column, sum of Memorandum items 5.a through 5.f must equal Schedule RC-B, item 5.a):									
a. Credit card receivables _____	B838	0	B839	0	B840	0	B841	0	M.5.a
b. Home equity lines _____	B842	0	B843	0	B844	0	B845	0	M.5.b
c. Automobile loans _____	B846	0	B847	0	B848	0	B849	0	M.5.c
d. Other consumer loans _____	B850	0	B851	0	B852	41,849	B853	41,921	M.5.d
e. Commercial and industrial loans _____	B854	0	B855	0	B856	0	B857	0	M.5.e
f. Other _____	B858	0	B859	0	B860	0	B861	0	M.5.f

(1) The \$1 billion asset size test is generally based on the total assets reported on the June 30, 2008, Report of Condition.

Schedule RC-B—Continued

Memoranda—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	
6. Structured financial products by underlying collateral or reference assets (for each column, sum of Memorandum items 6.a through 6.g must equal Schedule RC-B sum of items 5.b(1) through (3)):									
a. Trust preferred securities issued by financial institutions	G348	41,126	G349	33,016	G350	1,070,415	G351	890,416	M.6.a
b. Trust preferred securities issued by real estate investment trusts	G352	0	G353	0	G354	51,995	G355	27,510	M.6.b
c. Corporate and similar loans	G356	0	G357	0	G358	0	G359	0	M.6.c
d. 1-4 family residential MBS issued or guaranteed by U.S. Government-sponsored enterprises (GSEs)	G360	0	G361	0	G362	0	G363	0	M.6.d
e. 1-4 family residential MBS not issued or guaranteed by GSEs	G364	0	G365	0	G366	18,758	G367	7,872	M.6.e
f. Diversified (mixed) pools of structured financial products	G368	22,849	G369	14,982	G370	37,449	G371	12,464	M.6.f
g. Other collateral or reference assets	G372	0	G373	0	G374	67,845	G375	52,951	M.6.g

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 fair value, (2) loans and leases held for investment, net of unearned income, and (3) loans and leases accounted for at fair value under a fair value option. 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	10,855,217					1
a. Construction, land development, and other land loans:							
(1) 1-4 family residential construction loans			F158		253,785		1.a.1
(2) Other construction loans and all land development and other land loans			F159		1,179,359		1.a.2
b. Secured by farmland (including farm residential and other improvements)			1420		87,517		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		1,036,740		1.c.1
(2) Closed-end loans secured by 1-4 family residential properties:							
(a) Secured by first liens			5367		1,225,835		1.c.2.a
(b) Secured by junior liens			5368		67,907		1.c.2.b
d. Secured by multifamily (5 or more) residential properties			1460		239,103		1.d
e. Secured by nonfarm nonresidential properties:							1.e
(1) Loans secured by owner-occupied nonfarm nonresidential properties			F160		4,387,200		1.e.1
(2) Loans secured by other nonfarm nonresidential properties			F161		2,377,771		1.e.2
2. Loans to depository institutions and acceptances of other banks:							
a. To commercial banks in the U.S.:				B531	9,494		2.a
(1) To U.S. branches and agencies of foreign banks	B532	0					2.a.1
(2) To other commercial banks in the U.S.	B533	9,494					2.a.2
b. To other depository institutions in the U.S.	B534	0	B534		0		2.b
c. To banks in foreign countries:				B535	0		2.c
(1) To foreign branches of other U.S. banks	B536	0					2.c.1
(2) To other banks in foreign countries	B537	0					2.c.2
3. Loans to finance agricultural production and other loans to farmers	1590	152,170	1590		152,170		3
4. Commercial and industrial loans:							
a. To U.S. addressees (domicile)	1763	2,597,090	1763		2,597,090		4.a
b. To non-U.S. addressees (domicile)	1764	0	1764		0		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	102,011	B538		102,011		6.a
b. Other revolving credit plans	B539	61,037	B539		61,037		6.b
c. Other consumer loans (includes single payment, installment, and all student loans)	2011	180,605	2011		180,605		6.c
7. Loans to foreign government and official institutions (including foreign central banks)	2081	0	2081		0		7
8. Obligations (other than securities and leases) of states and political subdivisions in the U.S.	2107	112,145	2107		112,145		8
9. Other loans	1563	54,481					9
a. Loans for purchasing or carrying securities (secured and unsecured)			1545		18,087		9.a
b. All other loans (exclude consumer loans)			1564		36,394		9.b

Schedule RC-C—Continued

Part I. Continued

Dollar Amounts in Thousands	(Column A) Consolidated Bank				(Column B) Domestic Offices				
	RCFD	Bil	Mil	Thou	RCON	Bil	Mil	Thou	
10. Lease financing receivables (net of unearned income) _____					2165	332,790			10
a. Leases to individuals for household, family, and other personal expenditures (i.e., consumer leases) _____	F162	0							10.a
b. All other leases _____	F163	332,790							10.b
11. LESS: Any unearned income on loans reflected in items 1-9 above _____	2123	0			2123	0			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	14,457,040			2122	14,457,040			12

Memoranda

Dollar Amounts in Thousands					RCON	Bil Mil Thou			
1. Loans and leases restructured and in compliance with modified terms (included in Schedule RC-C, part I, and not reported as past due or nonaccrual in Schedule RC-N, Memorandum item 1):									
a. Loans secured by 1-4 family residential properties in domestic offices _____	F576	0							M.1.a
b. Other loans and all leases (exclude loans to individuals for household, family, and other personal expenditures) _____	RCFD				1616	14,326			M.1.b
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	101,029							M.2.a.1
(2) Over three months through 12 months _____	A565	93,991							M.2.a.2
(3) Over one year through three years _____	A566	303,851							M.2.a.3
(4) Over three years through five years _____	A567	368,674							M.2.a.4
(5) Over five years through 15 years _____	A568	311,872							M.2.a.5
(6) Over 15 years _____	A569	7,359							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	6,156,295							M.2.b.1
(2) Over three months through 12 months _____	A571	746,958							M.2.b.2
(3) Over one year through three years _____	A572	2,250,217							M.2.b.3
(4) Over three years through five years _____	A573	2,776,638							M.2.b.4
(5) Over five years through 15 years _____	A574	853,454							M.2.b.5
(6) Over 15 years _____	A575	28,391							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	2,351,312							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	100,672							M.3

- (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

Part I. Continued

Memoranda—Continued

		Dollar Amounts in Thousands		
		RCON	Bil Mil Thou	
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) _____	5370	825,728	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) _____	RCFD B837	0	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	N/A	M.6
Memorandum item 7 is to be completed by all banks.				
7.	Purchased impaired loans held for investment accounted for in accordance with AICPA Statement of Position 03-3 (exclude loans held for sale):			
a.	Outstanding balance _____	C779	0	M.7.a
b.	Carrying amount included in Schedule RC-C, part I, items 1 through 9 _____	C780	0	M.7.b
8.	Closed-end loans with negative amortization features secured by 1-4 family residential properties in domestic offices:			
a.	Total carrying amount of closed-end loans with negative amortization features secured by 1-4 family residential properties (included in Schedule RC-C, part I, items 1.c.(2)(a) and (b)) _____	RCON F230	0	M.8.a
<i>Memorandum items 8.b and 8.c are to be completed by banks that had closed-end loans with negative amortization features secured by 1-4 family residential properties (as reported in Schedule RC-C, part I, Memorandum item 8.a) as of December 31, 2008, that exceeded the lesser of \$100 million or 5 percent of total loans and leases, net of unearned income, in domestic offices (as reported in Schedule RC-C, part I, item 12, column B).</i>				
b.	Total maximum remaining amount of negative amortization contractually permitted on closed-end loans secured by 1-4 family residential properties _____	F231	N/A	M.8.b
c.	Total amount of negative amortization on closed-end loans secured by 1-4 family residential properties included in the carrying amount reported in Memorandum item 8.a above _____	F232	N/A	M.8.c
9.	Loans secured by 1-4 family residential properties in domestic offices in process of foreclosure (included in Schedule RC-C, part I, items 1.c.(1), 1.c.(2)(a), and 1.c.(2)(b)) _____	F577	29,645	M.9

Memorandum items 10 and 11 are to be completed by banks that have elected to measure loans included in Schedule RC-C, part I, items 1 through 9, at fair value under a fair value option.

		(Column A) Consolidated Bank		(Column B) Domestic Offices		
		RCFD	Bil Mil Thou	RCON	Bil Mil Thou	
		Dollar Amounts in Thousands				
10.	Loans measured at fair value (included in Schedule RC-C, part I, items 1 through 9):					
a.	Loans secured by real estate _____	F608	0			M.10.a
	(1) Construction, land development, and other land loans _____			F578	0	M.10.a.1
	(2) Secured by farmland (including farm residential and other improvements) _____			F579	0	M.10.a.2
	(3) Secured by 1-4 family residential properties:					
	(a) Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit _____			F580	0	M.10.a.3.a
	(b) Closed-end loans secured by 1-4 family residential properties:					
	(1) Secured by first liens _____			F581	0	M.10.a.3.b.1
	(2) Secured by junior liens _____			F582	0	M.10.a.3.b.2

Schedule RC-C—Continued

Part I. Continued

	(Column A) Consolidated Bank			(Column B) Domestic Offices			
	RCFD	Bil Mil Thou	Thou	RCON	Bil Mil Thou	Thou	
Dollar Amounts in Thousands							
10. a. (4) Secured by multifamily (5 or more) residential properties				F583		0	M.10.a.4
(5) Secured by nonfarm nonresidential properties				F584		0	M.10.a.5
b. Commercial and industrial loans	F585		0	F585		0	M.10.b
c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper):							
(1) Credit cards	F586		0	F586		0	M.10.c.1
(2) Other revolving credit plans	F587		0	F587		0	M.10.c.2
(3) Other consumer loans (includes single payment, installment, and all student loans)	F588		0	F588		0	M.10.c.3
d. Other loans	F589		0	F589		0	M.10.d
11. Unpaid principal balance of loans measured at fair value (reported in Schedule RC-C, part I, Memorandum item 10):							
a. Loans secured by real estate	F609		0				M.11.a
(1) Construction, land development, and other land loans				F590		0	M.11.a.1
(2) Secured by farmland (including farm residential and other improvements)				F591		0	M.11.a.2
(3) Secured by 1-4 family residential properties:							
(a) Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit				F592		0	M.11.a.3.a
(b) Closed-end loans secured by 1-4 family residential properties:							
(1) Secured by first liens				F593		0	M.11.a.3.b.1
(2) Secured by junior liens				F594		0	M.11.a.3.b.2
(4) Secured by multifamily (5 or more) residential properties				F595		0	M.11.a.4
(5) Secured by nonfarm nonresidential properties				F596		0	M.11.a.5
b. Commercial and industrial loans	F597		0	F597		0	M.11.b
c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper):							
(1) Credit cards	F598		0	F598		0	M.11.c.1
(2) Other revolving credit plans	F599		0	F599		0	M.11.c.2
(3) Other consumer loans (includes single payment, installment, and all student loans)	F600		0	F600		0	M.11.c.3
d. Other loans	F601		0	F601		0	M.11.d

	(Column A) Fair value of acquired loans and leases at acquisition date			(Column B) Gross contractual amounts receivable at acquisition date			(Column C) Best estimate at acquisition date of of contractual cash flows not expected to be collected			
	RCFD	Bil Mil Thou	Thou	RCFD	Bil Mil Thou	Thou	RCFD	Bil Mil Thou	Thou	
Dollar Amounts in Thousands										
12. Loans (not subject to the requirements of AICPA Statement of Position 03-3) and leases held for investment that were acquired in business combinations with acquisition dates in the current calendar year:										
a. Loans secured by real estate	G091		0	G092		0	G093		0	M.12.a
b. Commercial and industrial loans	G094		0	G095		0	G096		0	M.12.b
c. Loans to individuals for household, family, and other personal expenditures	G097		0	G098		0	G099		0	M.12.c
d. All other loans and all leases	G100		0	G101		0	G102		0	M.12.d

Schedule RC-C—Continued

Part I. Continued

Memoranda — Continued	Dollar Amounts in Thousands	RCON	Bil Mil Thou	
<p><i>Memorandum item 13 is to be completed by banks that had construction, land development, and other land loans in domestic offices (as reported in Schedule RC-C, part I, item 1.a, column B) that exceeded 100 percent of total risk-based capital (as reported in Schedule RC-R, item 21) as of December 31, 2008.</i></p>				
<p>13. Construction, land development, and other land loans in domestic offices with interest reserves:</p>				
<p>a. Amount of loans that provide for the use of interest reserves (included in Schedule RC-C, part I, item 1.a, column B)</p>		G376	N/A	M.13.a
<p>b. Amount of interest capitalized from interest reserves on construction, land development, and other land loans that is included in interest and fee income on loans during the quarter (included in Schedule RI, item 1a.(1)(a)(2))</p>		RIAD		
		G377	N/A	M.13.b
<p><i>Memorandum item 14 is to be completed by all banks.</i></p>		RCFD		
<p>14. Pledged loans and leases</p>		G378	0	M.14

Schedule RC-C—Continued

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 box at the right whether all or substantially all of the dollar volume of your bank's volume of your bank's "Loans secured by nonfarm nonresidential properties" in domestic offices reported in Schedule RC-C, part I, items 1.e.(1) and 1.e.(2), column B, and all or substantially all of the dollar volume of your bank's "Commercial and industrial loans to U.S. addressees" in domestic offices reported in Schedule RC-C, part I, item 4.a, column B, have original amounts of \$100,000 or less (If your bank has no loans outstanding in both of these two loan categories, place the word "NO" in the box to the right.) _____

RCON	YES / NO
6999	NO

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, items 1.e.(1) and 1.e.(2), column B (Note: Sum of items 1.e.(1) and 1.e.(2), column B, divided by the number of loans should NOT exceed \$100,000.) _____

Number of Loans	
RCON	N/A
5562	N/A

2.a

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

5563	N/A
------	-----

2.b

3. Number and amount currently outstanding of "Loans secured by nonfarm nonresidential properties" in domestic offices reported in Schedule RC-C, part I, items 1.e.(1) and 1.e.(2), column B (sum of items 3.a through 3.c must be less than or equal to Schedule RC-C, part I, sum of items 1.e.(1) and 1.e.(2), 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 \$1,000,000 _____

(Column A) Number of Loans		(Column B) Amount Currently Outstanding	
RCON	Dollar Amounts in Thousands	RCON	Bil Mil Thou
5564	485	5565	24,423
5566	1,793	5567	260,847
5568	4,873	5569	2,301,630

3.a

3.b

3.c

4. Number and amount currently outstanding of "Commercial and industrial loans to U.S. addressees" in domestic offices reported in Schedule RC-C, part I, item 4.a, column B (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 _____
- b. With original amounts of more than \$100,000 through \$250,000 _____
- c. With original amounts of more than \$250,000 through \$1,000,000 _____

5570	25,946	5571	299,146
5572	1,604	5573	159,608
5574	1,118	5575	362,702

4.a

4.b

4.c

Schedule RC-C—Continued

Part II. Continued

Agricultural Loans to Small Farms

5. Indicate in the 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 the word "NO" in the box to the right.) _____

RCON	YES / NO
6860	NO

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.) _____

Number of Loans	
RCON	
5576	N/A

6.a

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

RCON	
5577	N/A

6.b

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) Number of Loans		(Column B) Amount Currently Outstanding	
Dollar Amounts in Thousands			
RCON		RCON	Bil Mil Thou
5578	175	5579	7,632
5580	220	5581	24,250
5582	95	5583	18,154
5584	1,029	5585	28,103
5586	216	5587	22,179
5588	89	5589	20,996

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 _____

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 in any of the four preceding calendar quarters.

	Dollar Amounts in Thousands				
	(Column A) Consolidated Bank		(Column B) Domestic Offices		
	RCFD	Bil Mil Thou	RCON	Bil Mil Thou	
ASSETS					
1. U.S. Treasury securities	3531	26,220	3531	26,220	1
2. U.S. Government agency obligations (exclude mortgage-backed securities)	3532	0	3532	0	2
3. Securities issued by states and political subdivisions in the U.S.	3533	17,382	3533	17,382	3
4. Mortgage-backed securities (MBS):					
a. Residential mortgage pass-through securities issued or guaranteed by FNMA, FHLMC or GNMA	G379	0	G379	0	4.a
b. Other residential MBS issued or guaranteed by FNMA, FHLMC, or GNMA (include CMOs, REMICs, and stripped MBS)	G380	0	G380	0	4.b
c. All other residential MBS	G381	0	G381	0	4.c
d. Commercial MBS	G382	0	G382	0	4.d
5. Other debt securities					
a. Structured financial products:					
(1) Cash	G383	0	G383	0	5.a.1
(2) Synthetic	G384	0	G384	0	5.a.2
(3) Hybrid	G385	0	G385	0	5.a.3
b. All other debt securities	G386	35,419	G386	35,419	5.b
6. Loans:					
a. Loans secured by real estate	F610	0			6.a
(1) Construction, land development, and other land loans			F604	0	6.a.1
(2) Secured by farmland (including farm residential and other improvements)			F605	0	6.a.2
(3) Secured by 1-4 family residential properties:					
(a) Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit			F606	0	6.a.3.a
(b) Closed-end loans secured by 1-4 family residential properties:					
(1) Secured by first liens			F607	0	6.a.3.b.1
(2) Secured by junior liens			F611	0	6.a.3.b.2
(4) Secured by multifamily (5 or more) residential properties			F612	0	6.a.4
(5) Secured by nonfarm nonresidential properties			F613	0	6.a.5
b. Commercial and industrial loans	F614	0	F614	0	6.b
c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper):					
(1) Credit cards	F615	0	F615	0	6.c.1
(2) Other revolving credit plans	F616	0	F616	0	6.c.2
(3) Other consumer loans (includes single payment, installment, and all student loans)	F617	0	F617	0	6.c.3
d. Other loans	F618	0	F618	0	6.d
7. - 8. Not applicable					
9. Other trading assets	3541	0	3541	0	9
10. Not applicable					
11. Derivatives with a positive fair value	3543	0	3543	0	11
12. Total trading assets (sum of items 1 through 11) (total of column A must equal Schedule RC, item 5)	3545	79,021	3545	79,021	12

Schedule RC-D - Continued

	Dollar Amounts in Thousands			
	(Column A) Consolidated Bank		(Column B) Domestic Offices	
	RCFD	Bil Mil Thou	RCON	Bil Mil Thou
LIABILITIES				
13. a. Liability for short positions _____	3546	42,408	3546	42,408
b. Other trading liabilities _____	F624	0	F624	0
14. Derivatives with a negative fair value _____	3547	0	3547	0
15. Total trading liabilities (sum of items 13.a through 14) (total of column A must equal Schedule RC, item 15) _____	3548	42,408	3548	42,408

13.a

13.b

14

15

Schedule RC-D - Continued

Memoranda

Dollar Amounts in Thousands

	(Column A) Consolidated Bank			(Column B) Domestic Offices						
	RCFD	Bil Mil Thou		RCON	Bil Mil Thou					
1. Unpaid principal balance of loans measured at fair value (reported in Schedule RC-D, items 6.a through 6.d):										
a. Loans secured by real estate	F790		0				M.1.a			
(1) Construction, land development, and other land loans				F625		0	M.1.a.1			
(2) Secured by farmland (including farm residential and other improvements)				F626		0	M.1.a.2			
(3) Secured by 1-4 family residential properties:							F627		0	M.1.a.3.a
(a) Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit							F628		0	M.1.a.3.b.1
(b) Closed-end loans secured by 1-4 family residential properties:							F629		0	M.1.a.3.b.2
(1) Secured by first liens	F630		0	M.1.a.4						
(2) Secured by junior liens	F631		0	M.1.a.5						
(4) Secured by multifamily (5 or more) residential properties				F632		0	M.1.b			
(5) Secured by nonfarm nonresidential properties										
b. Commercial and industrial loans	F632		0	F632		0	M.1.b			
c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper):										
(1) Credit cards	F633		0	F633		0	M.1.c.1			
(2) Other revolving credit plans	F634		0	F634		0	M.1.c.2			
(3) Other consumer loans (includes single payment, installment, and all student loans)	F635		0	F635		0	M.1.c.3			
d. Other loans	F636		0	F636		0	M.1.d			
2. Loans measured at fair value that are past due 90 days or more:										
a. Fair value	F639		0	F639		0	M.2.a			
b. Unpaid principal balance	F640		0	F640		0	M.2.b			
3. Structured financial products by underlying collateral or reference assets (for each column, sum of Memorandum items 3.a through 3.g must equal Schedule RC-D, sum of items 5.a.(1) through (3)):										
a. Trust preferred securities issued by financial institutions	G299		0	G299		0	M.3.a			
b. Trust preferred securities issued by real estate investment trusts	G332		0	G332		0	M.3.b			
c. Corporate and similar loans	G333		0	G333		0	M.3.c			
d. 1-4 family residential MBS issued or guaranteed by U.S. government-sponsored enterprises (GSEs)	G334		0	G334		0	M.3.d			
e. 1-4 family residential MBS not issued or guaranteed by GSEs	G335		0	G335		0	M.3.e			
f. Diversified (mixed) pools of structured financial products	G651		0	G651		0	M.3.f			
g. Other collateral or reference assets	G652		0	G652		0	M.3.g			
4. Pledged trading assets:										
a. Pledged securities	G387		0	G387		0	M.4.a			
b. Pledged Loans	G388		0	G388		0	M.4.b			

Schedule RC-D - Continued

Memoranda - Continued

Memorandum items 5 through 10 are to be completed by banks that reported average trading assets (Schedule RC-K, item 7) of \$1 billion or more in any of the four preceding calendar quarters.

		Dollar Amounts in Thousands	RCFD	Bil Mil Thou		
5. Asset-backed securities:						
a.	Credit card receivables		F643	N/A	M.5.a	
b.	Home equity lines		F644	N/A	M.5.b	
c.	Automobile loans		F645	N/A	M.5.c	
d.	Other consumer loans		F646	N/A	M.5.d	
e.	Commercial and industrial loans		F647	N/A	M.5.e	
f.	Other		F648	N/A	M.5.f	
6. Retained beneficial interests in securitizations (first-loss or equity tranches)						
7. Equity securities:						
a.	Readily determinable fair values		F652	N/A	M.7.a	
b.	Other		F653	N/A	M.7.b	
8. Loans pending securitization						
9. Other trading assets (itemize and describe amounts included in Schedule RC-D, item 9, that are greater than \$25,000 and exceed 25% of the item):						
TEXT						
a.	F655	N/A		F655	N/A	M.9.a
b.	F656	N/A		F656	N/A	M.9.b
c.	F657	N/A		F657	N/A	M.9.c
10. Other trading liabilities (itemize and describe amounts included in Schedule RC-D, item 13.b, that are greater than \$25,000 and exceed 25% of the item):						
TEXT						
a.	F658	N/A		F658	N/A	M.10.a
b.	F659	N/A		F659	N/A	M.10.b
c.	F660	N/A		F660	N/A	M.10.c

Schedule RC-E—Deposit Liabilities

Part I. Deposits in Domestic Offices

Dollar Amounts in Thousands	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	
Deposits of:													
1. Individuals, partnerships and corporations (include all certified and official checks)	B549			790,708				B550			11,855,242	1	
2. U.S. Government	2202			383				2520			0	2	
3. States and political subdivisions in the U.S.	2203			30,272				2530			640,349	3	
4. Commercial banks and other depository institutions in the U.S.	B551			131,109				B552			184,263	4	
5. Banks in foreign countries	2213			32				2236			0	5	
6. Foreign governments and official institutions (including foreign central banks)	2216			0				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			952,504	2210			861,237	2385			12,679,854	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			219,665	M.1.a
b. Total brokered deposits	2365			2,159,700	M.1.b
c. Fully insured brokered deposits (included in Memorandum item 1.b above): (1)					
(1) Brokered deposits issued in denominations of less than \$100,000	2343			0	M.1.c.1
(2) Brokered deposits issued in denominations of \$100,000 and certain brokered retirement deposit accounts	2344			2,159,700	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			0	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			2,159,700	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			6,603,584	M.2.a.1
(2) Other savings deposits (excludes MMDAs)	0352			4,595,027	M.2.a.2
b. Total time deposits of less than \$100,000	6648			613,403	M.2.b
c. Total time deposits of \$100,000 or more	2604			867,840	M.2.c
(1) Individual Retirement Accounts (IRAs) and Keogh Plan accounts included in Memorandum item 2.c, "Total time deposits of \$100,000 or more," above	F233			38,536	M.2.c.1

(1) Report brokered retirement deposit accounts eligible for \$250,000 in deposit insurance coverage in Memorandum item 1.c.(1) only if they have been issued in denominations of less than \$100,000 (see instructions). Report brokered retirement deposit accounts in Memorandum item 1.c.(2) if they have been issued either in denominations of exactly \$100,000 through exactly \$250,000 or in denominations greater than \$250,000 and participated out by the broker in shares of exactly \$100,000 through exactly \$250,000.

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 or next repricing date of: (1, 2)								
(1) Three months or less _____	A579	173,761					M.3.a.1	
(2) Over three months through 12 months _____	A580	333,287					M.3.a.2	
(3) Over one year through three years _____	A581	84,466					M.3.a.3	
(4) Over three years _____	A582	21,889					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	507,048					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	411,805					M.4.a.1	
(2) Over three months through 12 months _____	A585	381,876					M.4.a.2	
(3) Over one year through three years _____	A586	56,463					M.4.a.3	
(4) Over three years _____	A587	17,696					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	793,681					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.
- (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.

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	1,619,439					1
2. U.S. banks (including IBFs and foreign branches of U.S. banks) and other U.S. depository institutions _____	B554	0					2
3. Foreign banks (including U.S. branches and agencies of foreign banks, including their IBFs) _____	2625	0					3
4. Foreign governments and official institutions (including foreign central banks) _____	2650	0					4
5. U.S. Government and states and political subdivisions in the U.S. _____	B555	88,646					5
6. Total (sum of items 1 through 5) (must equal Schedule RC, item 13.b) _____	2200	1,708,085					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	0					M.1

Schedule RC-F—Other Assets

		Dollar Amounts in Thousands		RCFD	Bil Mil Thou	
1.	Accrued interest receivable (1)			B556	84,568	1
2.	Net deferred tax assets (2)			2148	346,591	2
3.	Interest-only strips receivable (not in the form of a security) (3) on:					
a.	Mortgage loans			A519	0	3.a
b.	Other financial assets			A520	10,349	3.b
4.	Equity securities that DO NOT have readily determinable fair values (4)			1752	85,346	4
5.	Life insurance assets			C009	196,793	5
6.	All other assets (itemize and describe amounts greater than \$25,000 that exceed 25% of this item)			2168	409,331	6
a.	Prepaid Expenses	2166	0			6.a
b.	Repossessed personal property (including vehicles)	1578	0			6.b
c.	Derivatives with a positive fair value held for purposes other than trading	C010	204,336			6.c
d.	Retained interests in accrued interest receivable related to securitized credit cards	C436	0			6.d
TEXT						
e.	3549	3549	0			6.e
f.	3550	3550	0			6.f
g.	3551	3551	0			6.g
7.	Total (sum of items 1 through 6) (must equal Schedule RC, item 11)			2160	1,132,978	7

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	16,511	1.a
b.	Other expenses accrued and unpaid (includes accrued income taxes payable)			RCFD		
				3646	92,265	1.b
2.	Net deferred tax liabilities (2)			3049	0	2
3.	Allowance for credit losses on off-balance sheet credit exposures			B557	22,076	3
4.	All other liabilities (itemize and describe amounts greater than \$25,000 that exceed 25% of this item)			2938	259,832	4
a.	Accounts Payable	3066	0			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	216,525			4.d
TEXT						
e.	3552	3552	0			4.e
f.	3553	3553	0			4.f
g.	3554	3554	0			4.g
5.	Total (sum of items 1 through 4) (must equal Schedule RC, item 20)			2930	390,684	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

	Dollar Amounts in Thousands			Domestic Offices		
				RCON	Bil Mil Thou	
1. and 2. Not applicable						
3. Securities purchased under agreements to resell	B989		57,476			3
4. Securities sold under agreements to repurchase	B995		151,276			4
5. Other borrowed money	3190		1,717			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		1,708,085			7
8. Total assets (excludes net due from foreign offices, Edge and Agreement subsidiaries, and IBFs)	2192		18,621,484			8
9. Total liabilities (excludes net due to foreign offices, Edge and Agreement subsidiaries, and IBFs)	3129		15,475,306			9

	(Column A) Amortized Cost of Held-to-Maturity Securities			(Column B) Fair Value of Available-for-sale Securities			
	RCON	Bil Mil Thou		RCON	Bil Mil Thou		
	Dollar Amounts in Thousands						
10. U.S. Treasury securities	0211		0	1287		6,004	10
11. U.S. Government agency obligations (exclude mortgage-backed securities)	8492		0	8495		434,463	11
12. Securities issued by states and political subdivisions in the U.S.	8496		527,486	8499		76,346	12
13. Mortgage-backed securities (MBS):							
a. Pass-through securities:							
(1) Issued or guaranteed by FNMA, FHLMC, or GNMA	G389		0	G390		12,983	13.a.1
(2) Other pass-through securities	1709		0	1713		0	13.a.2
b. Other mortgage-backed securities (include CMOs, REMICs, and stripped MBS):							
(1) Issued or guaranteed by FNMA, FHLMC, or GNMA	G393		0	G394		0	13.b.1
(2) All other mortgage-backed securities	1733		0	1736		0	13.b.2
14. Other domestic debt securities (include domestic asset-backed securities)	G397		63,975	G398		1,045,350	14
15. Foreign debt securities (include foreign asset-backed securities)	G399		0	G400		0	15
16. Investments in mutual funds and other equity securities with readily determinable fair values				A511		108,968	16
17. Total amortized (historical) cost of both held-to-maturity and available-for-sale securities (sum of items 10 through 16)	1754		591,461	1773		1,684,114	17
18. Equity securities that do not have readily determinable fair values				1752		85,346	18

Schedule RC-I—Assets and Liabilities of IBFs

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

	Dollar Amounts in Thousands			
	RFCN	Bil Mil Thou		
1. Total IBF assets of the consolidated bank (component of Schedule RC, item 12)	2133		N/A	1
2. Total IBF liabilities (component of Schedule RC, item 21)	2898		N/A	2

Schedule RC-K—Quarterly Averages (1)

Dollar Amounts in Thousands		RCFD	Tril Bil Mil Thou	
ASSETS				
1. Interest-bearing balances due from depository institutions _____		3381	1,647,176	1
2. U.S. Treasury securities and U.S. Government agency obligations (2) (excluding mortgage-backed securities) _____		B558	412,070	2
3. Mortgage-backed securities (2) _____		B559	15,769	3
4. All other securities (2, 3) (includes securities issued by states and political subdivisions in the U.S.) _____		B560	1,766,519	4
5. Federal funds sold and securities purchased under agreements to resell _____		3365	1,026,227	5
6. Loans:				
a. Loans in domestic offices:		RCON		
(1) Total loans _____		3360	14,217,493	6.a.1
(2) Loans secured by real estate:				
(a) Loans secured by 1-4 family residential properties _____		3465	2,337,829	6.a.2.a
(b) All other loans secured by real estate _____		3466	8,476,397	6.a.2.b
(3) Loans to finance agricultural production and other loans to farmers _____		3386	140,600	6.a.3
(4) Commercial and industrial loans _____		3387	2,723,472	6.a.4
(5) Loans to individuals for household, family, and other personal expenditures:				
(a) Credit cards _____		B561	99,869	6.a.5.a
(b) Other (includes single payment, installment, all student loans, and revolving credit plans other than credit cards) _____		B562	248,175	6.a.5.b
b. Total loans in foreign offices, Edge and Agreement subsidiaries, and IBFs _____		3360	0	6.b
7. Trading assets _____		3401	80,446	7
8. Lease financing receivables (net of unearned income) _____		3484	340,143	8
9. Total assets (4) _____		3368	21,043,989	9
LIABILITIES				
10. Interest-bearing transaction accounts in domestic offices (NOW accounts, ATS accounts, and telephone and preauthorized transfer accounts) (exclude demand deposits) _____		RCON		
		3485	90,050	10
11. Nontransaction accounts in domestic offices:				
a. Savings deposits (includes MMDAs) _____		B563	11,993,334	11.a
b. Time deposits of \$100,000 or more _____		A514	1,187,511	11.b
c. Time deposits of less than \$100,000 _____		A529	641,927	11.c
12. Interest-bearing deposits in foreign offices, Edge and Agreement subsidiaries, and IBFs _____		3404	1,820,299	12
13. Federal funds purchased and securities sold under agreements to repurchase _____		3353	2,683,789	13
14. Other borrowed money (includes mortgage indebtedness and obligations under capitalized leases) _____		3355	3,672	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		1,134,970		1.a	
b. Credit card lines _____										
					3815		872,754		1.b	
c. (1) Commitments to fund commercial real estate, construction, and land development loans secured by real estate:										
(a) 1-4 family residential construction loan commitments _____										
					F164		49,794		1.c.1.a	
(b) Commercial real estate, other construction loan, and land development loan commitments _____										
					F165		306,744		1.c.1.b	
(2) Commitments to fund commercial real estate, construction, and land development loans NOT secured by real estate _____										
					6550		17,437		1.c.2	
d. Securities underwriting _____										
					3817		0		1.d	
e. Other unused commitments _____										
					3818		1,588,911		1.e	
2. Financial standby letters of credit and foreign office guarantees _____										
					3819		249,028		2	
Item 2.a is to be completed by banks with \$1 billion or more in total assets.¹										
a. Amount of financial standby letters of credit conveyed to others _____										
		3820		43,591					2.a	
3. Performance standby letters of credit and foreign office guarantees _____										
					3821		49,181		3.	
Item 3.a is to be completed by banks with \$1 billion or more in total assets.¹										
a. Amount of performance standby letters of credit conveyed to others _____										
		3822		0					3.a	
4. Commercial and similar letters of credit _____										
					3411		2,990		4	
5. Not applicable _____										
6. Securities lent (including customers' securities lent where the customer is indemnified against loss by the reporting bank) _____										
					3433		0		6	
7. Credit derivatives:										
a. Notional amounts:										
(1) Credit default swaps _____										
		C968	0	C969		0			7.a.1	
(2) Total return swaps _____										
		C970	0	C971		0			7.a.2	
(3) Credit options _____										
		C972	0	C973		0			7.a.3	
(4) Other credit derivatives _____										
		C974	0	C975		0			7.a.4	
b. Gross fair values:										
(1) Gross positive fair value _____										
		C219	0	C221		0			7.b.1	
(2) Gross negative fair value _____										
		C220	0	C222		0			7.b.2	
c. Notional amounts by regulatory capital treatment:(2)										
(1) Positions covered under the Market Risk Rule:										
(a) Sold protection _____										
					G401		0		7.c.(1)(a)	
(b) Purchased protection _____										
					G402		0		7.c.(1)(b)	
(2) All other positions:										
(a) Sold protection _____										
					G403		0		7.c.(2)(a)	
(b) Purchased protection that is recognized as a guarantee for regulatory capital purposes _____										
					G404		0		7.c.(2)(b)	
(c) Purchased protection that is not recognized as a guarantee for regulatory capital purposes _____										
					G405		0		7.c.(2)(c)	

(1) The \$1 billion asset size test is generally based on the total assets reported in the June 30, 2008, Report of Condition.

(2) Sum of items 7.c.(1)(a) and 7.c.(2)(a) must equal sum of items 7.a.(1) through (4), column A. Sum of items 7.c.(1)(b), 7.c.(2)(b), and 7.c.(2)(c) must equal sum of items 7.a.(1) through (4), column B.

Schedule RC-L—Continued

Dollar Amounts in Thousands		Remaining Maturity of:						
		(Column A) One Year or Less		(Column B) Over One Year Through Five Years		(Column C) Over Five Years		
		RCFD	Bil Mil Thou	RCFD	Bil Mil Thou	RCFD	Bil Mil Thou	
7.d. Notional amounts by remaining maturity:								
(1) Sold credit protection:(1)								
(a) Investment grade		G406	0	G407	0	G408	0	7.d.(1)(a)
(b) Subinvestment grade		G409	0	G410	0	G411	0	7.d.(1)(b)
(2) Purchased credit protection:(2)								
(a) Investment grade		G412	0	G413	0	G414	0	7.d.(2)(a)
(b) Subinvestment grade		G415	0	G416	0	G417	0	7.d.(2)(b)
8. Spot foreign exchange contracts		RCFD	Tril Bil Mil Thou					
		8765	0					8
9. All other off-balance sheet liabilities (exclude derivatives) (itemize and describe each component of this item over 25% of Schedule RC, item 27.a, "Total bank equity capital")		3430	21,067					9
a. Securities borrowed		3432	0					9.a
b. Commitments to purchase when-issued securities		3434	0					9.b
c. Standby letters of credit issued by a Federal Home Loan Bank on the bank's behalf		C978	0					9.c
TEXT								
d. 3555		3555	0					9.d
e. 3556		3556	0					9.e
f. 3557		3557	0					9.f
10. All other off-balance sheet assets (exclude derivatives) (itemize and describe each component of this item over 25% of Schedule RC item 27.a., "Total bank equity capital")		5591	21,071					10
TEXT								
a. Commitments to sell when-issued securities		3435	0					10.a
b. 5592		5592	0					10.b
c. 5593		5593	0					10.c
d. 5594		5594	0					10.d
e. 5595		5595	0					10.e
11. Year-to-date merchant credit card sales volume:		RCFD	Tril Bil Mil Thou					
a. Sales for which the reporting bank is the acquiring bank		C223	0					11.a
b. Sales for which the reporting bank is the agent bank with risk		C224	10,645					11.b

(1) Sum of items 7.d.(1)(a) and (b), columns A through C, must equal sum of items 7.a.(1) through (4), column A.
 (2) Sum of items 7.d.(2)(a) and (b), columns A through C, must equal sum of items 7.a.(1) through (4), column B.

Schedule RC-L—Continued

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	
Derivatives Position Indicators		Tril Bil Mil Thou	Tril Bil Mil Thou	Tril Bil Mil Thou	Tril Bil Mil Thou	
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 _____	RCFD 8693	61,000	0	0	0	12.a
b. Forward contracts _____	RCFD 8697	136,769	2,980	0	0	12.b
c. Exchange-traded option contracts:	RCFD 8701					
(1) Written options _____	RCFD 8705	0	0	0	0	12.c.1
(2) Purchased options _____	RCFD 8709	0	0	0	0	12.c.2
d. Over-the-counter option contracts:	RCFD 8709					
(1) Written options _____	RCFD 8713	341,674	0	0	0	12.d.1
(2) Purchased options _____	RCFD 8713	258,193	0	0	0	12.d.2
e. Swaps _____	RCFD 3450	8,217,079	0	0	0	12.e
13. Total gross notional amount of derivative contracts held for trading _____	RCFD A126	61,000	2,980	0	0	13
14. Total gross notional amount of derivative contracts held for purposes other than trading _____	RCFD 8725	8,953,715	0	0	0	14
a. Interest rate swaps where the bank has agreed to pay a fixed rate _____	RCFD A589	1,750,474				14.a
15. Gross fair values of derivative contracts:						
a. Contracts held for trading:	RCFD 8733					
(1) Gross positive fair value _____	RCFD 8737	54	39	0	0	15.a.1
(2) Gross negative fair value _____	RCFD 8737	3	15	0	0	15.a.2
b. Contracts held for purposes other than trading:	RCFD 8741					
(1) Gross positive fair value _____	RCFD 8745	205,349	0	0	0	15.b.1
(2) Gross negative fair value _____	RCFD 8745	216,538	0	0	0	15.b.2

FDIC Certificate Number: 02270

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Schedule RC-L—Continued

Item 16 is to be completed only by banks with total assets of \$10 billion or more.(1)

	(Column A) Banks and Securities Firms		(Column B) Monoline Financial Guarantors		(Column C) Hedge Funds		(Column D) Sovereign Governments		(Column E) Corporations and All Other Counterparties		
	RCFD	Bil Mil Thou	RCFD	Bil Mil Thou	RCFD	Bil Mil Thou	RCFD	Bil Mil Thou	RCFD	Bil Mil Thou	
Dollar Amounts in Thousands											
16. Over-the-counter derivatives:											
a. Net current credit exposure	G418	174,195	G419	0	G420	0	G421	0	G422	30,758	16.a
b. Fair value of collateral:											
(1) Cash - U.S. dollar	G423	25,150	G424	0	G425	0	G426	0	G427	0	16.b(1)
(2) Cash - Other currencies	G428	0	G429	0	G430	0	G431	0	G432	0	16.b(2)
(3) U.S. Treasury securities	G433	0	G434	0	G435	0	G436	0	G437	0	16.b(3)
(4) U.S. Government agency and U.S. Government- sponsored agency debt securities	G438	0	G439	0	G440	0	G441	0	G442	0	16.b(4)
(5) Corporate bonds	G443	0	G444	0	G445	0	G446	0	G447	0	16.b(5)
(6) Equity securities	G448	0	G449	0	G450	0	G451	0	G452	0	16.b(6)
(7) All other collateral	G453	0	G454	0	G455	0	G456	0	G457	0	16.b(7)
(8) Total fair value of collateral (sum of items 16.b.(1) through (7))	G458	25,150	G459	0	G460	0	G461	0	G462	0	16.b(8)

(1) The \$10 billion asset size test is generally based on the total assets reported on the June 30, 2008, Report of Condition.

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		143,901		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			7		1.b
2. Intangible assets other than goodwill:								
a. Mortgage servicing assets				3164		0		2.a
(1) Estimated fair value of mortgage servicing assets		A590				0		2.a.1
b. Purchased credit card relationships and nonmortgage servicing assets				B026		0		2.b
c. All other identifiable intangible assets				5507		601		2.c
d. Total (sum of items 2.a, 2.b, and 2.c) (must equal Schedule RC, item 10.b)				0426		601		2.d
3. Other real estate owned:								
a. Construction, land development, and other land in domestic offices				RCON				
b. Farmland in domestic offices				5508		44,728		3.a
c. 1-4 family residential properties in domestic offices				5509		0		3.b
d. Multifamily (5 or more) residential properties in domestic offices				5510		5,266		3.c
e. Nonfarm nonresidential properties in domestic offices				5511		540		3.d
f. Foreclosed properties from "GNMA loans"				5512		45,846		3.e
g. In foreign offices				C979		0		3.f
				RCFN				
				5513		0		3.g
h. Total (sum of items 3.a through 3.g) (must equal Schedule RC, item 7)				RCFD				
				2150		96,380		3.h
4. Not applicable								
5. Other borrowed money:								
a. Federal Home Loan Bank advances:								
(1) Advances with a remaining maturity or next repricing date of: (1)								
(a) One year or less				F055		0		5.a.1.a
(b) Over one year through three years				F056		0		5.a.1.b
(c) Over three years through five years				F057		0		5.a.1.c
(d) Over five years				F058		0		5.a.1.d
(2) Advances with a REMAINING MATURITY of one year or less (included in item 5.a.(1)(a) above) (2)				2651		0		5.a.2
(3) Structured advances (included in items 5.a.(1)(a) - (d) above)				F059		0		5.a.3
b. Other borrowings:								
(1) Other borrowings with a remaining maturity or next repricing date of: (3)								
(a) One year or less				F060		1,588		5.b.1.a
(b) Over one year through three years				F061		0		5.b.1.b
(c) Over three years through five years				F062		0		5.b.1.c
(d) Over five years				F063		129		5.b.1.d
(2) Other borrowings with a REMAINING MATURITY of one year or less (included in item 5.b.(1)(a) above) (4)				B571		1,588		5.b.2
c. Total (sum of items 5.a.(1)(a)-(d) and items 5.b.(1)(a)-(d)) (must equal Schedule RC, item 16)				3190		1,717		5.c
(1) Report fixed rate advances by remaining maturity and floating rate advances by next repricing date.								
(2) Report both fixed and floating rate advances by remaining maturity. Exclude floating rate advances with a next repricing date of one year or less that have a remaining maturity of over one year.								
(3) Report fixed rate other borrowings by remaining maturity and floating rate other borrowings by next repricing date.								
(4) Report both fixed and floating rate other borrowings by remaining maturity. Exclude floating rate other borrowings with a next repricing date of one year or less that have a remaining maturity of over one year.								

Schedule RC-M—Continued

Dollar Amounts in Thousands			
6. Does the reporting bank sell private label or third party mutual funds and annuities? _____	RCFD	YES / NO	6
	B569	YES	
7. Assets under the reporting bank's management in proprietary mutual funds and annuities _____	RCFD	Bil Mil Thou	7
	B570	0	
8. Primary Internet Web site address of the bank (home page), if any (example: www.examplebank.com) (TEXT 4087) <u>http://www.zionsbank.com</u>			8
9. Do any of the bank's Internet Web sites have transactional capability, i.e., allow the bank's customers to execute transactions on their accounts through the Web site? _____	RCFD	YES / NO	9
	4088	YES	
10. Secured liabilities:			
a. Amount of "Federal funds purchased in domestic offices" that are secured (included in Schedule RC, item 14.a) _____	RCON	Bil Mil Thou	10.a
	F064	0	
b. Amount of "Other borrowings" that are secured (included in Schedule RC-M, items 5.b.(1)(a)-(d)) _____	RCFD		10.b
	F065	0	
11. Does the bank act as trustee or custodian for Individual Retirement Accounts, Health Savings Accounts, and other similar accounts? _____	RCON	YES / NO	11
	G463	YES	
12. Does the bank provide custody, safekeeping, or other services involving the acceptance of orders for the sale or purchase of securities? _____	RCON	YES / NO	12
	G464	YES	

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

Dollar Amounts in Thousands	(Column A) Past due 30 through 89 days and still accruing		(Column B) Past due 90 days or more and still accruing		(Column C) Nonaccrual		
	RCON	Bil Mil Thou	RCON	Bil Mil Thou	RCON	Bil Mil Thou	
1. Loans secured by real estate:							
a. Construction, land development, and other land loans in domestic offices:							
(1) 1-4 family residential construction loans	F172	765	F174	1,578	F176	19,658	1.a.1
(2) Other construction loans and all land development and other land loans	F173	24,723	F175	25,000	F177	124,091	1.a.2
b. Secured by farmland in domestic offices	3493	1,064	3494	915	3495	3,671	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	2,795	5399	401	5400	2,716	1.c.1
(2) Closed-end loans secured by 1-4 family residential properties:							
(a) Secured by first liens	C236	17,293	C237	21,045	C229	39,059	1.c.2.a
(b) Secured by junior liens	C238	1,412	C239	760	C230	1,928	1.c.2.b
d. Secured by multifamily (5 or more) residential properties in domestic offices	3499	5,150	3500	1,711	3501	9,438	1.d
e. Secured by nonfarm nonresidential properties in domestic offices:							
(1) Loans secured by owner-occupied nonfarm nonresidential properties	F178	58,226	F180	29,395	F182	162,225	1.e.1
(2) Loans secured by other nonfarm nonresidential properties	F179	24,411	F181	2,822	F183	44,366	1.e.2
f. In foreign offices	RCFN		RCFN		RCFN		
f. In foreign offices	B572	0	B573	0	B574	0	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		
a. To U.S. banks and other U.S. depository institutions	5377	0	5378	0	5379	0	2.a
b. To foreign banks	5380	0	5381	0	5382	0	2.b
3. Loans to finance agricultural production and other loans to farmers	1594	4,611	1597	19	1583	871	3
4. Commercial and industrial loans:							
a. To U.S. addressees (domicile)	1251	33,548	1252	11,890	1253	39,717	4.a
b. To non-U.S. addressees (domicile)	1254	0	1255	0	1256	0	4.b
5. Loans to individuals for household, family, and other personal expenditures:							
a. Credit cards	B575	1,673	B576	1,213	B577	488	5.a
b. Other (includes single payment, installment, all student loans, and revolving credit plans other than credit cards)	B578	5,623	B579	1,611	B580	1,419	5.b
6. Loans to foreign governments and official institutions	5389	0	5390	0	5391	0	6
7. All other loans	5459	37	5460	0	5461	0	7

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.

Dollar Amounts in Thousands	(Column A) Past due 30 through 89 days and still accruing		(Column B) Past due 90 days or more and still accruing		(Column C) Nonaccrual		
	RCFD	Bil Mil Thou	RCFD	Bil Mil Thou	RCFD	Bil Mil Thou	
8. Lease financing receivables:							
a. Leases to individuals for household, family, and other personal expenditures _____	F166	0	F167	0	F168	0	8.a
b. All other leases _____	F169	3,321	F170	0	F171	8,666	8.b
9. Debt securities and other assets (exclude other real estate owned and other repossessed assets) _____	3505	0	3506	0	3507	15,692	9
10. Loans and leases reported in items 1 through 8 above which are wholly or partially guaranteed by the U.S. Government _____	5612	9,558	5613	2,001	5614	10,941	10
a. Guaranteed portion of loans and leases included in item 10 above (exclude rebooked "GNMA loans") _____	5615	6,294	5616	1,279	5617	7,331	10.a
b. Rebooked "GNMA loans" that have been repurchased or are eligible for repurchase included in item 10 above _____	C866	0	C867	0	C868	0	10.b

Memoranda Dollar Amounts in Thousands	(Column A) Past due 30 through 89 days and still accruing		(Column B) Past due 90 days or more and still accruing		(Column C) Nonaccrual		
	RCON	Bil Mil Thou	RCON	Bil Mil Thou	RCON	Bil Mil Thou	
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):							
a. Loans secured by 1-4 family residential properties in domestic offices _____	F661	0	F662	0	F663	0	M.1.a
b. Other loans and all leases (exclude loans to individuals for household, family, and other personal expenditures) _____	RCFD		RCFD		RCFD		
	1658	2,023	1659	0	1661	0	M.1.b
2. Loans to finance commercial real estate, construction, and land development activities (not secured by real estate) included in Schedule RC-N, items 4 and 7, above _____	6558	1,126	6559	0	6560	5,943	M.2
3. Loans secured by real estate to non-U.S. addressees (domicile) (included in Schedule RC-N, item 1, above) _____	1248	0	1249	0	1250	0	M.3
4. Not applicable							

Schedule RC-N—Continued

Memoranda-Continued	(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							
5. Loans and leases held for sale and loans measured at fair value (included in Schedule RC-N, items 1 through 8 above):							
a. Loans and leases held for sale	C240	47	C241	27	C226	0	M.5.a
b. Loans measured at fair value:							
(1) Fair value	F664	0	F665	0	F666	0	M.5.b.1
(2) Unpaid principal balance	F667	0	F668	0	F669	0	M.5.b.2

6. Derivative contracts:	(Column A) Past due 30 through 89 days		(Column B) Past due 90 days or more			
	RCFD	Bil Mil Thou	RCFD	Bil Mil Thou		
Dollar Amounts in Thousands						
Fair value of amounts carried as assets	3529	0	3530	0	M.6	
RCFD Bil Mil Thou						
7. Additions to nonaccrual assets during the quarter	C410	175,246				M.7
8. Nonaccrual assets sold during the quarter	C411	10,175				M.8

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

All banks must complete items 1 through 3, Memorandum item 1, and, if applicable, Memorandum items 2, 3, and 4 each quarter. Each bank that reported \$1 billion or more in total assets in its March 31, 2007, Report of Condition must complete items 4 through 6 each quarter. In addition, each bank that reported \$1 billion or more in total assets in two consecutive Reports of Condition beginning with its June 30, 2007, report must begin to complete items 4 through 6 each quarter starting six months after the second consecutive quarter in which it reports total assets of \$1 billion or more. Each bank that becomes insured by the FDIC on or after April 1, 2007, must complete items 4 through 6 each quarter. Any other bank may choose to complete items 4 through 6, but the bank must then continue to complete items 4 through 6 each quarter thereafter.

	Dollar Amounts in Thousands		
	RCFD	Bil Mil Thou	
1. Total deposit liabilities before exclusions (gross) as defined in Section 3(l) of the Federal Deposit Insurance Act and FDIC regulations	F236	15,387,283	1
2. Total allowable exclusions, including interest accrued and unpaid on allowable exclusions (including foreign deposits)	F237	1,735,568	2
3. Total foreign deposits, including interest accrued and unpaid thereon (included in item 2 above)	RCFN F234	1,734,655	3
4. Total daily average of deposit liabilities before exclusions (gross) as defined in Section 3(l) of the Federal Deposit Insurance Act and FDIC regulations	RCFD F238	16,277,330	4
5. Total daily average of allowable exclusions, including interest accrued and unpaid on allowable exclusions (including foreign deposits)	F239	1,861,264	5
6. Total daily average of foreign deposits, including interest accrued and unpaid thereon (included in item 5 above)	RCFN F235	1,860,473	6

Schedule RC-O—Continued

Memorandum - Continued

		Dollar Amounts in Thousands		
		RCFD	Bil Mil Thou	
7. Unsecured "Other borrowings" with a remaining maturity of (sum of items 7.a through 7.d must be less than or equal to Schedule RC-M, items 5.b.(1)(a)-(d) minus item 10.b):				
a. One year or less		G465	1,588	7.a
b. Over one year through three years		G466	0	7.b
c. Over three years through five years		G467	0	7.c
d. Over five years		G468	129	7.d
8. Subordinated notes and debentures with a remaining maturity of (sum of items 8.a through 8.d must equal Schedule RC, item 19):				
a. One year or less		G469	0	8.a
b. Over one year through three years		G470	0	8.b
c. Over three years through five years		G471	0	8.c
d. Over five years		G472	210,000	8.d
		RCON		
9. Reciprocal brokered deposits (included in Schedule RC-E, part I, Memorandum item 1.b)		G803	0	9

Schedule RC-O—Continued

Memorandum

		Dollar Amounts in Thousands		RCON	Bil Mil Thou		
1. Total assessable deposits in domestic offices of the bank and in insured branches in Puerto Rico and U.S. territories and possessions, including related interest accrued and unpaid (sum of Memorandum items 1.a.(1), 1.b.(1), 1.c.(1), and 1.d.(1) must equal Schedule RC-O, item 1 less item 2):							
a. Deposit accounts (excluding retirement accounts) of \$100,000 or less: (1)							
(1) Amount of deposit accounts (excluding retirement accounts) of \$100,000 or less				F049	4,599,408	M.1.a.1	
(2) Number of deposit accounts (excluding retirement accounts) of \$100,000 or less (to be completed for the June report only):							
		RCON	Number				
		F050	702,205				
b. Deposit accounts (excluding retirement accounts) of more than \$100,000: (1)							
(1) Amount of deposit accounts (excluding retirement accounts) of more than \$100,000				F051	8,831,730	M.1.b.1	
(2) Number of deposit accounts (excluding retirement accounts) of more than \$100,000:							
		RCON	Number				
		F052	20,991				
c. Retirement deposit accounts of \$250,000 or less: (1)							
(1) Amount of retirement deposit accounts of \$250,000 or less				F045	208,470	M.1.c.1	
(2) Number of retirement deposit accounts of \$250,000 or less (to be completed for the June report only):							
		RCON	Number				
		F046	17,941				
d. Retirement deposit accounts of more than \$250,000: (1)							
(1) Amount of retirement deposit accounts of more than \$250,000				F047	12,107	M.1.d.1	
(2) Number of retirement deposit accounts of more than \$250,000:							
		RCON	Number				
		F048	39				
<i>Memorandum item 2 is to be completed by banks with \$1 billion or more in total assets. (2)</i>							
2. Estimated amount of uninsured assessable deposits in domestic offices of the bank and in insured branches in Puerto Rico and U.S. territories and possessions, including related interest accrued and unpaid (see instructions) (3)					5597	6,488,430	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				RCON	FDIC Cert No.		
A545				A545	0	M.3	

Memorandum items 4.a and 4.b are to be completed by all banks participating in the FDIC Transaction Account Guarantee Program.

		RCON	Bil Mil Thou			
4. Noninterest-bearing transaction accounts (as defined in Part 370 of the FDIC's regulations) of more than \$250,000 (see instructions):						
a. Amount of noninterest-bearing transaction accounts of more than \$250,000 (including balances swept from noninterest-bearing transaction accounts to noninterest-bearing savings accounts).				G167	829,725	M.4.a
b. Number of noninterest-bearing transaction accounts of more than \$250,000:						
		RCON	Number			
		G168	942			

- (1) The dollar amounts used as the basis for reporting in Memorandum items 1.a through 1.d reflect the deposit insurance limits in effect on the report date without taking into account the temporary increase in deposit insurance in effect through December 31, 2009.
- (2) The \$1 billion asset size test is generally based on the total assets reported on the June 30, 2008, Report of Condition.
- (3) Uninsured assessable deposits should be estimated based on the deposit insurance limits set forth in Memorandum items 1.a through 1.d without taking into account the temporary increase in deposit insurance in effect through December 31, 2009, or a bank's participation in the FDIC's Debt Guarantee Program or Transaction Account Guarantee Program.

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

Schedule RC-P is to be completed by (1) all banks with \$1 billion or more in total assets¹ and (2) banks with less than \$1 billion in total assets at which either 1-4 family residential mortgage loan originations and purchases for resale² from all sources, loan sales, or quarter-end loans held for sale in domestic offices exceed \$10 million for two consecutive quarters.

	Dollar Amounts in Thousands		
	RCON	Bil Mil Thou	
1. Retail originations during the quarter of 1-4 family residential mortgage loans for sale (2):			
a. Closed-end First liens	F066	232,057	1.a
b. Closed-end Junior liens	F067	0	1.b
c. Open-end loans extended under lines of credit:			
(1) Total commitment under the lines of credit	F670	0	1.c.1
(2) Principal amount funded under the lines of credit	F671	0	1.c.2
2. Wholesale originations and purchases during the quarter of 1-4 family residential mortgage loans for sale (2):			
a. Closed-end First liens	F068	58,450	2.a
b. Closed-end Junior liens	F069	0	2.b
c. Open-end loans extended under lines of credit:			
(1) Total commitment under the lines of credit	F672	0	2.c.1
(2) Principal amount funded under the lines of credit	F673	0	2.c.2
3. 1-4 family residential mortgage loans sold during the quarter:			
a. Closed-end First liens	F070	286,581	3.a
b. Closed-end Junior liens	F071	0	3.b
c. Open-end loans extended under lines of credit:			
(1) Total commitment under the lines of credit	F674	0	3.c.1
(2) Principal amount funded under the lines of credit	F675	0	3.c.2
4. 1-4 family residential mortgage loans held for sale at quarter-end (included in Schedule RC, item 4.a):			
a. Closed-end First liens	F072	53,288	4.a
b. Closed-end Junior liens	F073	0	4.b
c. Open-end loans extended under lines of credit:			
(1) Total commitment under the lines of credit	F676	0	4.c.1
(2) Principal amount funded under the lines of credit	F677	0	4.c.2
5. Noninterest income for the quarter from the sale, securitization, and servicing of 1-4 family residential mortgage loans (included in Schedule RI, items 5.f, 5.g, and 5.i):	RIAD		
a. Closed-end 1-4 family residential mortgage loans	F184	3,138	5.a
b. Open-end 1-4 family residential mortgage loans extended under lines of credit	F560	0	5.b
6. Repurchases and indemnifications of 1-4 family residential mortgage loans during the quarter:	RCON		
a. Closed-end first liens	F678	0	6.a
b. Closed-end junior liens	F679	0	6.b
c. Open-end loans extended under line of credit:			
(1) Total commitment under the lines of credit	F680	0	6.c.1
(2) Principal amount funded under the lines of credit	F681	0	6.c.2

(1) The \$1 billion asset size test is generally based on the total assets reported on the June 30, 2008, Report of Condition.

(2) Exclude originations and purchases of 1-4 family residential mortgage loans that are held for investment.

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

Schedule RC-Q is to be completed by banks that:

- (1) Had total assets of \$500 million or more as of the beginning of their fiscal year; or
- (2) Had total assets of less than \$500 million as of the beginning of their fiscal year and either:
 - (a) Have elected to report financial instruments or servicing assets and liabilities at fair value under a fair value option with changes in fair value recognized in earnings, or
 - (b) Are required to complete Schedule RC-D, Trading Assets and Liabilities.

	(Column A) Total Fair Value Reported on Schedule RC		(Column B) LESS: Amounts Netted in the Determination of Total Fair Value		(Column C) Level 1 Fair Value Measurements		(Column D) Level 2 Fair Value Measurements		(Column E) Level 3 Fair Value Measurements		
	RCFD	Bil Mil Thou	RCFD	Bil Mil Thou	RCFD	Bil Mil Thou	RCFD	Bil Mil Thou	RCFD	Bil Mil Thou	
Dollar Amounts in Thousands											
ASSETS											
1. Available-for-sale securities	1773	1,684,114	G474	0	G475	114,153	G476	500,675	G477	1,069,286	1
2. Federal funds sold and securities purchased under agreements to resell	G478	0	G479	0	G480	0	G481	0	G482	0	2
3. Loans and leases held for sale	G483	0	G484	0	G485	0	G486	0	G487	0	3
4. Loans and leases held for investments	G488	0	G489	0	G490	0	G491	0	G492	0	4
5. Trading assets:											
a. Derivative assets	3543	0	G493	0	G494	0	G495	0	G496	0	5.a
b. Other trading assets	G497	79,021	G498	0	G499	0	G500	79,021	G501	0	5.b
(1) Nontrading securities at fair value with changes in fair value reported in current earnings (included in Schedule RC-Q, item 5.b, above)	F240	0	F684	0	F692	0	F241	0	F242	0	5.b.1
6. All other assets	G391	238,055	G392	0	G395	0	G396	205,442	G804	32,613	6
7. Total assets measured at fair value on a recurring basis(sum of items 1 through 5b and item 6.)	G502	2,001,190	G503	0	G504	114,153	G505	785,138	G506	1,101,899	7

Schedule RC-Q—Continued

	(Column A) Total Fair Value Reported on Schedule RC		(Column B) LESS: Amounts Netted in the Determination of Total Fair Value		(Column C) Level 1 Fair Value Measurements		(Column D) Level 2 Fair Value Measurements		(Column E) Level 3 Fair Value Measurements		
	RCFD	Bil Mil Thou	RCFD	Bil Mil Thou	RCFD	Bil Mil Thou	RCFD	Bil Mil Thou	RCFD	Bil Mil Thou	
Dollar Amounts in Thousands											
LIABILITIES											
8. Deposits	F252	0	F686	0	F694	0	F253	0	F254	0	8
9. Federal funds purchased and securities sold under agreements to repurchase	G507	0	G508	0	G509	0	G510	0	G511	0	9
10. Trading liabilities:											
a. Derivative liabilities	3547	0	G512	0	G513	0	G514	0	G515	0	10.a
b. Other trading liabilities	G516	42,408	G517	0	G518	0	G519	42,408	G520	0	10.b
11. Other borrowed money	G521	0	G522	0	G523	0	G524	0	G525	0	11
12. Subordinated notes and debentures	G526	0	G527	0	G528	0	G529	0	G530	0	12
13. All other liabilities	G805	216,556	G806	0	G807	0	G808	216,556	G809	0	13
14. Total liabilities measured at fair value on a recurring basis (sum of items 8 through 13)	G531	258,964	G532	0	G533	0	G534	258,964	G535	0	14

Schedule RC-Q—Continued

	(Column A) Total Fair Value Reported on Schedule RC		(Column B) LESS: Amounts Netted in the Determination of Total Fair Value		(Column C) Level 1 Fair Value Measurements		(Column D) Level 2 Fair Value Measurements		(Column E) Level 3 Fair Value Measurements		
	RCFD	Bil Mil Thou	RCFD	Bil Mil Thou	RCFD	Bil Mil Thou	RCFD	Bil Mil Thou	RCFD	Bil Mil Thou	
Dollar Amounts in Thousands											
Memoranda											
1. All other assets (itemize and describe amounts included in Schedule RC-Q, item 6, that are greater than \$25,000 and exceed 25% of item 6):											
a. Mortgage servicing assets											
	G536	0	G537	0	G538	0	G539	0	G540	0	M.1.a
b. Nontrading derivative assets											
	G541	204,336	G542	0	G543	0	G544	204,336	G545	0	M.1.b
TEXT											
c.											
	G546	0	G547	0	G548	0	G549	0	G550	0	M.1.c
d.											
	G551	0	G552	0	G553	0	G554	0	G555	0	M.1.d
e.											
	G556	0	G557	0	G558	0	G559	0	G560	0	M.1.e
f.											
	G561	0	G562	0	G563	0	G564	0	G565	0	M.1.f
2. All other liabilities (itemize and describe amounts included in Schedule RC-Q, item 13, that are greater than \$25,000 and exceed 25% of item 13.)											
a. Loan commitments (not accounted for as derivatives)											
	F261	0	F689	0	F697	0	F262	0	F263	0	M.2.a
b. Nontrading derivative liabilities											
	G566	216,525	G567	0	G568	0	G569	216,525	G570	0	M.2.b
TEXT											
c.											
	G571	0	G572	0	G573	0	G574	0	G575	0	M.2.c
d.											
	G576	0	G577	0	G578	0	G579	0	G580	0	M.2.d
e.											
	G581	0	G582	0	G583	0	G584	0	G585	0	M.2.e
f.											
	G586	0	G587	0	G588	0	G589	0	G590	0	M.2.f

Schedule RC-R—Regulatory Capital

		Dollar Amounts in Thousands		RCFD	Bil Mil Thou	
Tier 1 capital						
1.	Total bank equity capital (from Schedule RC, item 27.a)	3210	1,437,099			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	(165,206)			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	(14,508)			4
5.	LESS: Nonqualifying perpetual preferred stock	B588	0			5
6.	Qualifying noncontrolling (minority) interests in consolidated subsidiaries	B589	10			6
7. a.	LESS: Disallowed goodwill and other disallowed intangible assets	B590	20,115			7.a
b.	LESS: Cumulative change in fair value of all financial liabilities accounted for under a fair value option that is included in retained earnings and is attributable to changes in the bank's own creditworthiness (if a net gain, report as a positive value; if a net loss, report as a negative value)	F264	0			7.b
8.	Subtotal (sum of items 1 and 6, less items 2, 3, 4, 5, 7a, and 7b)	C227	1,596,708			8
9.a.	LESS: Disallowed servicing assets and purchased credit card relationships	B591	0			9.a
b.	LESS: Disallowed deferred tax assets	5610	0			9.b
10.	Other additions to (deductions from) Tier 1 capital	B592	0			10
11.	Tier 1 capital (sum of items 8 and 10, less items 9.a and 9.b)	8274	1,596,708			11
Tier 2 capital						
12.	Qualifying subordinated debt and redeemable preferred stock	5306	210,000			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	241,090			14
15.	Unrealized gains on available-for-sale equity securities includible in Tier 2 capital	2221	0			15
16.	Other Tier 2 capital components	B594	0			16
17.	Tier 2 capital (sum of items 12 through 16)	5311	451,090			17
18.	Allowable Tier 2 capital (lesser of item 11 or 17)	8275	451,090			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	2,047,798			21
Total assets for leverage ratio						
22.	Average total assets (from Schedule RC-K, item 9)	3368	21,043,989	RCFD	Tril Bil Mil Thou	22
23.	LESS: Disallowed goodwill and other disallowed intangible assets (from item 7.a above)	B590	20,115			23
24.	LESS: Disallowed servicing assets and purchased credit card relationships (from item 9.a above)	B591	0			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	0			26
27.	Average total assets for leverage capital purposes (item 22 less items 23 through 26)	A224	21,023,874			27
Adjustments for financial subsidiaries						
28. a.	Adjustment to Tier 1 capital reported in item 11	C228	10,971			28.a
b.	Adjustment to total risk-based capital reported in item 21	B503	21,943			28.b
29.	Adjustment to risk-weighted assets reported in item 62	B504	99,947			29
30.	Adjustment to average total assets reported in item 27	B505	107,587			30
Capital ratios						
(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	7.58%	7204	7.59%	31
32.	Tier 1 risk-based capital ratio (3)	7274	8.45%	7206	8.46%	32
33.	Total risk-based capital ratio (4)	7275	10.79%	7205	10.85%	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%	
Dollar Amounts in Thousands							
	Tril Bil Mil Thou	Bil Mil Thou	Bil Mil Thou	Bil Mil Thou	Bil Mil Thou	Bil Mil Thou	Bil Mil Thou
Balance Sheet Asset Categories							
34. Cash and balances due from depository institutions (Column A equals the sum of Schedule RC, items 1.a and 1.b)	RCFD 0010 601,685	RCFD C869 0	RCFD B600 97,899	RCFD B601 496,063		RCFD B602 7,723	34
35. Held-to-maturity securities	RCFD 1754 591,461	RCFD B603 (143,554)	RCFD B604 0	RCFD B605 306,390	RCFD B606 225,243	RCFD B607 203,382	35
36. Available-for-sale securities	RCFD 1773 1,684,114	RCFD B608 (1,483,370)	RCFD B609 351,311	RCFD B610 388,783	RCFD B611 144,862	RCFD B612 2,282,528	36
37. Federal funds sold and securities purchased under agreements to resell	RCFD C225 131,235		RCFD C063 0	RCFD C064 73,759		RCFD B520 57,476	37
38. Loans and leases held for sale	RCFD 5369 72,276	RCFD B617 0	RCFD B618 17,614	RCFD B619 1,374	RCFD B620 53,288	RCFD B621 0	38
39. Loans and leases, net of unearned income	RCFD B528 14,384,764	RCFD B622 0	RCFD B623 25,965	RCFD B624 261,708	RCFD B625 1,397,310	RCFD B626 12,699,781	39
40. LESS: Allowance for loan and lease losses	RCFD 3123 361,924	RCFD 3123 361,924					40
41. Trading assets	RCFD 3545 79,021	RCFD B627 0	RCFD B628 26,220	RCFD B629 641	RCFD B630 16,741	RCFD B631 35,419	41
42. All other assets (1)	RCFD B639 1,438,852	RCFD B640 213,790	RCFD B641 28,771	RCFD B642 238,389	RCFD B643 13,400	RCFD 5339 944,502	42
43. Total assets (sum of items 34 through 42)	RCFD 2170 18,621,484	RCFD B644 (1,775,058)	RCFD 5320 547,780	RCFD 5327 1,767,107	RCFD 5334 1,850,844	RCFD 5340 16,230,811	43

(1) Includes premises and fixed assets, other real estate owned, investments in unconsolidated subsidiaries and associated companies, 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)
				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	Bil Mil Thou	Bil Mil Thou
Derivatives and Off-Balance Sheet Items	RCFD B546	See footnote 2	RCFD B547	RCFD B548	RCFD B581	RCFD B582	RCFD B583
44. Financial standby letters of credit	249,028	1.00	249,028	105,257	43,591	0	100,180
45. Performance standby letters of credit	RCFD 3821		RCFD B650	RCFD B651	RCFD B652	RCFD B653	RCFD B654
	49,181	.50	24,591	5,631	0	0	18,960
46. Commercial and similar letters of credit	RCFD 3411		RCFD B655	RCFD B656	RCFD B657	RCFD B658	RCFD B659
	2,990	.20	598	0	0	0	598
47. Risk participations in bankers acceptances acquired by the reporting institution	RCFD 3429		RCFD B660	RCFD B661	RCFD B662		RCFD B663
	0	1.00	0	0	0		0
48. Securities lent	RCFD 3433		RCFD B664	RCFD B665	RCFD B666	RCFD B667	RCFD B668
	0	1.00	0	0	0	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	* Below	RCFD B542				RCFD B543
	82,855	M	767,941				767,941
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
	0	1.00	0	0	0	0	0
53. Unused commitments:							
a. With an original maturity exceedig one year	RCFD 3833		RCFD B687	RCFD B688	RCFD B689	RCFD B690	RCFD B691
	1,122,706	.50	561,353	1,132	0	13,364	546,857
b. With an original maturity of one year or less to asset-backed commercial paper conduits	RCFD G591		RCFD G592	RCFD G593	RCFD G594	RCFD G595	RCFD G596
	0	.10	0	0	0	0	0
54. Derivative contracts			RCFD A167	RCFD B693	RCFD B694	RCFD B695	
			246,378	0	211,109	35,269	

(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. (Entering an 'M' allows for data entry in Column B.)

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	
Totals					
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	
	659,800	2,021,807	1,899,477	17,665,347	55
56. Risk weight factor	* 0%	* 20%	* 50%	* 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	404,361	949,739	17,665,347	57
58. Market risk equivalent assets				RCFD 1651	
				0	58
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	
				19,019,447	59
60. LESS: Excess allowance for loan and lease losses				RCFD A222	
				142,910	60
61. LESS: Allocated transfer risk reserve				RCFD 3128	
				0	61
62. Total risk-weighted assets (item 59 minus items 60 and 61)				RCFD A223	
				18,876,537	62

Memoranda

	Dollar Amounts in Thousands	RCFD	Bil Mil Thou	
1. Current credit exposure across all derivative contracts covered by the risk-based capital standards		8764	205,284	M.1

Schedule RC-R—Continued

Memoranda-Continued

Dollar Amounts in Thousands

	With a remaining maturity of						
	(Column A)		(Column B)		(Column C)		
	One year or less		Over one year through five years		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	1,010,986	8766	5,765,135	8767	815,920	M.2.a
b. Foreign exchange contracts	3812	757	8769	0	8770	0	M.2.b
c. Gold contracts	8771	0	8772	0	8773	0	M.2.c
d. Other precious metals contracts	8774	0	8775	0	8776	0	M.2.d
e. Other commodity contracts	8777	0	8778	0	8779	0	M.2.e
f. Equity derivative contracts	A000	0	A001	0	A002	0	M.2.f
g. Credit derivative contracts:							
Purchased credit protection that (a) is a covered position under the market risk rule or (b) is not a covered position under the market risk rule and is not recognized as a guarantee for risk-based capital purposes:							
(1) Investment grade	G597	0	G598	0	G599	0	M.2.g.1
(2) Subinvestment grade	G600	0	G601	0	G602	0	M.2.g.2

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

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 and Industrial Loans	(Column G) All Other Loans, All Leases, and All Other Assets		
	Bil Mil Thou	Bil Mil Thou	Bil Mil Thou	Bil Mil Thou	Bil Mil Thou	Bil Mil Thou	Bil Mil Thou		
6. Amount of ownership (or seller's) interest carried as:									
a. Securities (included in Schedule RC-B or or in Schedule RC, item 5) _____		RCFD B761 0	RCFD B762 0			RCFD B763 0	6.a		
b. Loans (included in Schedule RC-C) _____		RCFD B500 0	RCFD B501 0			RCFD B502 0	6.b		
7. Past due loan amounts included in interests reported in item 6.a:									
a. 30-89 days past due _____		RCFD B764 0	RCFD B765 0			RCFD B766 0	7.a		
b. 90 days or more past due _____		RCFD B767 0	RCFD B768 0			RCFD B769 0	7.b		
8. Charge-offs and recoveries on loan amounts included in interests reported in item 6.a (calendar year-to-date):									
a. Charge-offs _____		RIAD B770 0	RIAD B771 0			RIAD B772 0	8.a		
b. Recoveries _____		RIAD B773 0	RIAD B774 0			RIAD B775 0	8.b		
For Securitization Facilities Sponsored By or Otherwise Established By Other Institutions									
9. Maximum amount of credit exposure arising from credit enhancements provided by the reporting bank to other institutions' securitization structures in the form of standby letters of credit, purchased subordinated securities, and other enhancements _____		RCFD B776 0	RCFD B777 0	RCFD B778 0	RCFD B779 0	RCFD B780 0	RCFD B781 0	RCFD B782 0	9
10. Reporting bank's unused commitments to provide liquidity to other institutions' securitization structures _____		RCFD B783 0	RCFD B784 0	RCFD B785 0	RCFD B786 0	RCFD B787 0	RCFD B788 0	RCFD B789 0	10

Schedule RC-S—Continued

	(Column A) 1-4 Family Residential Loans	(Column B) Home Equity Lines	(Column C) Credit Card Receivables	(Column D) Auto Loans	(Column E) Other Consumer Loans	(Column F) Commercial and Industrial Loans	(Column G) All Other Loans, All Leases, and All Other Assets
	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							
Bank Asset Sales							
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
	29,940	0	0	0	0	0	0
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
	29,940	0	0	0	0	0	0

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
b. Amount of retained recourse on these obligations as of the report date	A250	0
2. Outstanding principal balance of assets serviced for others (includes participations serviced for others):		
a. Closed-end 1-4 family residential mortgages serviced with recourse or other servicer-provided credit enhancements	B804	0
b. Closed-end 1-4 family residential mortgages serviced with no recourse or other servicer-provided credit enhancements	B805	290,264
c. Other financial assets (includes home equity lines) (1)	A591	718,000
d. 1-4 family residential mortgages serviced for others that are in process of foreclosure at quarter-end (includes closed-end and open-end loans)	F699	2,666
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	0
(2) Conduits sponsored by other unrelated institutions	B807	0
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	0
(2) Conduits sponsored by other unrelated institutions	B809	0
4. Outstanding credit card fees and finance charges included in Schedule RC-S, item 1, column C (2)	C407	N/A

(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

	RCFD	YES / NO	
1. Does the institution have fiduciary powers? (If "NO", do not complete Schedule RC-T.) _____	A345	YES	1
	RCFD	YES / NO	
2. Does the institution exercise the fiduciary powers it has been granted? _____	A346	YES	2
	RCFD	YES / NO	
3. Does the institution have any fiduciary or related activity (in the form of assets or accounts) to report in this schedule? (If "NO," do not complete the rest of Schedule RC-T.) _____	B867	YES	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 preceeding 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					
FIDUCIARY AND RELATED ASSETS	RCFD B868	RCFD B869	RCFD B870	RCFD B871	
4. Personal trust and agency accounts _____	400,188	43,879	559	36	4
5. Retirement related trust and agency accounts:	RCFD B872	RCFD B873	RCFD B874	RCFD B875	
a. Employee benefit-defined contribution _____	4,891	1,322	3	4	5.a
	RCFD B876	RCFD B877	RCFD B878	RCFD B879	
b. Employee benefit-defined benefit _____	546	0	1	0	5.b
	RCFD B880	RCFD B881	RCFD B882	RCFD B883	
c. Other retirement accounts _____	3,816	20,052	18	36	5.c
	RCFD B884	RCFD B885	RCFD C001	RCFD C002	
6. Corporate trust and agency accounts _____	73	9,478,068	2	6,999	6
	RCFD B886		RCFD B888		
7. Investment management agency accounts _____	974,122		155		7
	RCFD B890	RCFD B891	RCFD B892	RCFD B893	
8. Other fiduciary accounts _____	21	1,089	21	37	8

Schedule RC-T—Continued

	(Column A)		(Column B)		(Column C)		(Column D)	
	Managed Assets		Non-Managed Assets		Number of Managed Accounts		Number of Non-Managed Accounts	
Dollar Amounts in Thousands	Tri Bil Mil Thou		Tri Bil Mil Thou					
FIDUCIARY AND RELATED ASSETS—Continued								
9. Total fiduciary accounts (sum of items 4 through 8)	RCFD B894		RCFD B895		RCFD B896		RCFD B897	9
	1,383,657		9,544,410		759		7,112	
10. Custody and safekeeping accounts			RCFD B898				RCFD B899	10
			1,852,017				181	
11. Fiduciary accounts held in foreign offices (included in items 9 and 10)	RCFN B900		RCFN B901		RCFN B902		RCFN B903	11
	0		0		0		0	

	Dollar Amounts in Thousands		
	RIAD	Bil Mil Thou	
FIDUCIARY AND RELATED SERVICES INCOME			
12. Personal trust and agency accounts	B904	1,532	12
13. Retirement related trust and agency accounts:			
a. Employee benefit—defined contribution	B905	12	13.a
b. Employee benefit—defined benefit	B906	0	13.b
c. Other retirement accounts	B907	73	13.c
14. Corporate trust and agency accounts	A479	5,704	14
15. Investment management agency accounts	B908	714	15
16. Other fiduciary accounts	A480	12	16
17. Custody and safekeeping accounts	B909	234	17
18. Other fiduciary and related services income	B910	0	18
19. Total gross fiduciary and related services income (sum of items 12 through 18) (must equal Schedule RI, item 5.a)	4070	8,281	19
a. Fiduciary and related services income-foreign offices (included in item 19)	B912	0	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	N/A	23

Memoranda

	Dollar Amounts in Thousands		
	RCFD	Bil Mil Thou	
1. Managed assets held in personal trust and agency accounts:			
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	N/A	M.1.l

Schedule RC-T—Continued

Memoranda—Continued

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

	(Column A) Number of Funds		(Column B) Market Value of Fund Assets		
	Dollar Amounts in Thousands				
3. Collective investment funds and common trust funds:	RCFD		RCFD	Bil Mil Thou	
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

	(Column A) Gross Losses Managed Accounts		(Column B) Gross Losses Non-Managed Accounts		(Column C) Recoveries		
	Dollar Amounts in Thousands						
4. Fiduciary settlements, surcharges, and other losses:	RIAD	Mil Thou	RIAD	Mil Thou	RIAD	Mil Thou	
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:

Annette Langheinrich, VP
Name and Title (TEXT B962)

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REPORT OF CONDITION

Consolidating domestic and foreign subsidiaries of the

Zions First National Bank

in the state of UT at close of business on June 30, 2009

published in response to call made by (Enter additional information below)

Statement of Resources and Liabilities

Dollar Amounts in Thousands

ASSETS	
Cash and balances due from depository institutions:	
Noninterest-bearing balances and currency and coin	538,616
Interest-bearing balances	63,069
Securities:	
Held-to-maturity securities	591,461
Available-for-sale securities	1,684,114
Federal funds sold in domestic offices	73,759
Securities purchased under agreements to resell	57,476
Loans and lease financing receivables:	
Loans and leases held for sale	72,276
Loans and leases, net of unearned income	14,384,764
LESS: Allowance for loan and lease losses	361,924
Loans and leases, net of unearned income and allowance	14,022,840
Trading Assets	79,021
Premises and fixed assets (including capitalized leases)	180,414
Other real estate owned	96,380
Investments in unconsolidated subsidiaries and associated companies	8,965
Direct and indirect investments in real estate ventures	0
Intangible assets:	
Goodwill	19,514
Other intangible assets	601
Other assets	1,132,978
Total assets	18,621,484

REPORT OF CONDITION (Continued)

LIABILITIES

Dollar Amounts in Thousands

Deposits:

In domestic offices		13,632,358
Noninterest-bearing	2,356,940	
Interest-bearing	11,275,418	
In foreign offices, Edge and Agreement subsidiaries, and IBFs		1,708,085
Noninterest-bearing	0	
Interest-bearing	1,708,085	
Federal funds purchased in domestic offices		1,046,863
Securities sold under agreements to repurchase		151,276
Trading liabilities		42,408
Other borrowed money (includes mortgage indebtedness and obligations under capitalized leases)		1,717
Subordinated notes and debentures		210,000
Other liabilities		390,684
Total liabilities		17,183,391

EQUITY CAPITAL

Bank Equity Capital		
Perpetual preferred stock and related surplus		250,000
Common stock		15,000
Surplus		693,554
Retained earnings		658,259
Accumulated other comprehensive income		(179,714)
Other equity capital components		0
Total bank equity capital		1,437,099
Minority interest in consolidated subsidiaries		994
Total equity capital		1,438,093
Total liabilities, minority interest, and equity capital		18,621,484

We, the undersigned directors, attest to the correctness of this statement of resources and liabilities. We 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 and is true and correct.

Director #1

Director #2

Director #3

I, Kay B. Hall, EVP & CFO

(Name, Title)

of the above named bank do hereby declare that this Report of Condition is true and correct to the best of my knowledge and belief.
