Legal Division

To: Robert E. Feldman

Executive Secretary, FDIC

From R. Penfield Starke

Assistant General Counsel Legal Division, FDIC

Date: January 23, 2013

Subject: Meeting regarding Proposed Resolution of Systemically Important

Financial Institutions: The Single Point of Entry Strategy, published in

the Federal Register on December 18, 2013

On December 21, 2013, Chairman Martin E. Gruenberg and FDIC staff met with representatives of Sullivan & Cromwell, LLP to discuss the FDIC's publication of the referenced paper on the single point of entry strategy for a resolution under Title II of the Dodd Frank Act. The attendees from Sullivan & Cromwell expressed support of the single point of entry strategy as described in the paper and indicated that they would be submitting specific written comments to the FDIC. The attendees were:

Martin J. Gruenberg Chairman, FDIC Arthur J. Murton Director, OCFI, FDIC

R. Penfield Starke Assistant General Counsel, FDIC

H. Rodgin Cohen Sullivan & Cromwell Michael M. Wiseman Sullivan & Cromwell

This memorandum memorializes that meeting.

cc: Valerie Best