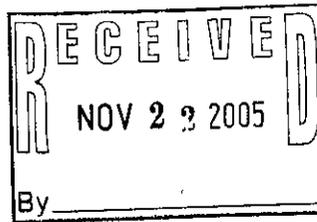


**Association of
Colorado
Trust
Companies**



Herbert J. McPherson
President

November 7, 2005

Robert E. Feldman, Executive Secretary
Federal Deposit Insurance Corporation
557 T Street, N.W
Washington, D.C. 20429
Attn: Comments/Legal EES
Subpart F-Preemption

Dear Mr. Feldman:

The Association of Colorado Trust Companies is composed of Colorado chartered trust companies, some of which have deposit taking authority and are insured by the Federal Deposit Insurance Corporation. The directors of the Association, who represent both deposit taking and non-deposit taking trust companies, unanimously support the adoption of Subpart F-Preemption.

The activities of Colorado trust companies extend beyond the borders of this State. The deposit taking trust companies have clients or customers from most, if not all, of the states of the Union. Even though the non-deposit taking trust companies will not be effected directly by the adoption of Subpart F-Preemption, they believe that the regulation will help reduce the barriers that state chartered institutions face when seeking to cross state lines.

Subpart F-Preemption recognizes that state chartered financial institutions must be placed on a parity with national banks if the dual banking system is to survive. Absent a regulation, such as the one now being proposed, state chartered institutions, including Colorado trust companies, will become an anachronism.

Yours truly,

A handwritten signature in black ink that reads "Herbert J. McPherson". The signature is written in a cursive style with a long horizontal stroke at the end.

JWL/dmr