

Paul L. Reynolds
Executive Vice President, Secretary
and General Counsel
Direct Dial (513) 579-4370
E-mail Paul.Reynolds@53.com

May 24, 2005

Via Electronic Mail Delivery

Mr. Robert E. Feldman, Executive Secretary
Federal Deposit Insurance Corporation
550 17th Street, NW Room 3060
Washington, DC
Attention: Comments/Legal ESS

RE: Petition for FDIC Rulemaking Providing Interstate Banking Parity
for Insured State Banks

Dear Mr. Feldman:

Fifth Third Bancorp is pleased to correspond with you today to voice support for the rulemaking petition filed recently by a working group of state-chartered commercial bank members of The Financial Services Roundtable.

Fifth Third Bancorp is a diversified, financial services company headquartered in Cincinnati, Ohio. The Company has over \$102.7 billion in assets under two state charters in Michigan and Ohio. We operate 17 affiliates in Ohio, Kentucky, Indiana, Michigan, Illinois, Florida, Tennessee, West Virginia and Pennsylvania.

Fifth Third supports the petition and FDIC action to eliminate uncertainty regarding applicable laws and regulations currently permeating the banking arena for interstate state banks. Prompt, reasonable action by the FDIC to level the playing field between national and state chartered banks will go a long way toward re-establishing the vitality of the dual banking system.

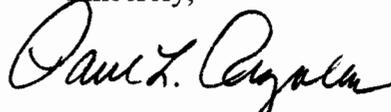
While national banks operate interstate under one clear set of laws and regulations, interstate state banks and their subsidiaries are subject to the ongoing proliferation of state laws and regulations seriously impeding the ability of state chartered banks to compete with our national bank counterparts. As such, state banks suffer increased costs and burdens including product variations, duplicative licensing requirements and the uncertainty of differing regulatory interpretations. Standardizing forms and procedures alone would have a tremendous effect on the environment in which state chartered institutions operate.

In 1997, Congress took clear action to provide for a vibrant dual banking system in enacting Riegle-Neal II, expressly providing that an interstate state bank operates under its home state law and regulation in every state where it has a branch, whenever a similarly situated national bank would operate under the National Bank Act. The pending petition asks the FDIC to stay within that original

legislative intent by simply amplifying the regime Congress intended. Without clear rulemaking by the FDIC large interstate state banks such as Fifth Third will have no choice but to convert to a national charter in order to compete.

Thank you in advance for your consideration of this request for parity between national banks and state chartered banks conducting interstate operations. If I can be of any assistance, please don't hesitate to contact me.

Sincerely,

A handwritten signature in cursive script, appearing to read "Paul L. Reynolds".

Paul L. Reynolds