

FEDERAL DEPOSIT INSURANCE CORPORATION  
WASHINGTON, D.C.  
AND

NEW MEXICO FINANCIAL INSTITUTIONS DIVISION  
SANTA FE, NEW MEXICO

_____	)	
In the Matter of	)	AMENDMENT TO THE ORDER
	)	TO CEASE AND DESIST
	)	
SUNRISE BANK OF ALBUQUERQUE	)	
ALBUQUERQUE, NEW MEXICO	)	FDIC – 09-523 b
	)	FID-2009-003
	)	
(STATE CHARTERED	)	
INSURED NONMEMBER BANK)	)	
_____	)	

The Federal Deposit Insurance Corporation (“FDIC”) and the New Mexico Financial Institutions Division (“NMFID”) issued an ORDER TO CEASE AND DESIST (“ORDER”) on September 29, 2009 against Sunrise Bank of Albuquerque, Albuquerque, New Mexico (“Bank”). The FDIC and the NMFID have determined that it is necessary to amend the ORDER

The Bank having been advised of its right to a NOTICE OF CHARGES AND OF HEARING detailing the additional unsafe or unsound banking practices alleged to have been committed by the Bank, and of its right to a hearing on the charges under section 8(b) of the Federal Deposit Insurance Act (“Act”), 12 U.S.C. § 1818(b), and under Article 1, Section 34 of Chapter 58 of the New Mexico Statutes, N.M. Stat. Ann. Section 58-1-34 (Matthew Bender 1978), regarding hearings before the NMFID, and having waived those rights, entered into a STIPULATION AND CONSENT TO THE ISSUANCE OF AN AMENDMENT TO THE ORDER TO CEASE AND DESIST (“STIPULATION”) with representatives of the FDIC and the NMFID dated 02-08-2010 , whereby, solely for the purpose of this proceeding and

without admitting or denying the charges of unsafe or unsound banking practices, the Bank consented to the issuance of an AMENDMENT TO THE ORDER TO CEASE AND DESIST (“AMENDMENT TO THE ORDER”) by the FDIC and the NMFID.

The FDIC and the NMFID considered the matter and determined that the requirements for issuance of an Order under 12 U. S. C. 1818 (b) and Article 1, Section 34 of Chapter 58 of the New Mexico Statutes, N.M. Stat. Ann. Section 58-1-34 (Matthew Bender 1978) have been met. The FDIC and the NMFID therefore accepted the STIPULATION and HEREBY ORDER, that the ORDER be and is hereby amended to add the following affirmative actions. The Bank, its institution-affiliated parties, as that term is defined in section 3(u) of the Act, 12 U.S.C. § 1813(u), and its successors and assigns shall take affirmative action as follows:

#### SALE OR MERGER

1. (a) Within 30 days from the effective date of this AMENDMENT TO THE ORDER, the Bank shall develop, adopt, and implement a plan to sell itself or merge itself into an insured depository institution that is not controlled by Capitol Bancorp, or otherwise recapitalize the Bank so that the Bank is no longer controlled by Capitol Bancorp.

(b) The plan required by this paragraph shall be acceptable to the Regional Director of the FDIC Chicago Regional Office (“Regional Director”) and Director of the NMFID (“Director”).

#### PROGRESS REPORTS

2. Within 30 days from the end of each calendar quarter following the effective date of this AMENDMENT TO THE ORDER, the Bank shall furnish to the Regional Director and Director written progress reports signed by each member of the Bank’s board of directors, detailing the actions taken to secure compliance with the AMENDMENT TO THE ORDER and

the results thereof.

NOTIFICATION TO SHAREHOLDER

3. Following the effective date of this AMENDMENT TO THE ORDER, the Bank shall send to its shareholders a copy of this AMENDMENT TO THE ORDER: (1) in conjunction with the Bank's next shareholder communication; or (2) in conjunction with its notice or proxy statement preceding the Bank's next shareholder meeting.

This AMENDMENT TO THE ORDER shall be effective upon its issuance by the FDIC and the NMFID.

The provisions of this AMENDMENT TO THE ORDER shall be binding upon the Bank, its institution-affiliated parties, and any successors and assigns thereof.

The provisions of this AMENDMENT TO THE ORDER shall remain effective and enforceable except to the extent that, and until such time as, any provision has been modified, terminated, suspended, or set aside by the FDIC and the NMFID.

This AMENDMENT TO THE ORDER does not modify, terminate, suspend, or set aside any provision of the ORDER.

Pursuant to delegated authority.

Dated: February 17, 2010

/s/

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M. Anthony Lowe  
Regional Director  
Chicago Regional Office  
Federal Deposit Insurance  
Corporation

/s/

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William J. Verant  
Director  
New Mexico Financial Institutions Division  
State of New Mexico