

FEDERAL DEPOSIT INSURANCE CORPORATION

WASHINGTON, D.C.

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	)	
In the Matter of	)	CONSENT ORDER
	)	
ONE GEORGIA BANK	)	FDIC-09-741b
ATLANTA, GEORGIA	)	
	)	
(Insured State Nonmember Bank)	)	
	)	
_____	)	

The Federal Deposit Insurance Corporation ("FDIC") is the appropriate Federal banking agency for One Georgia Bank, Atlanta, Georgia ("Bank"), under 12 U.S.C. § 1813(q).

The Bank, by and through its duly elected and acting Board of Directors ("Board"), has executed a "Stipulation to the Issuance of a Consent Order" ("STIPULATION"), dated March 17, 2010, that is accepted by the FDIC and the Georgia Department of Banking and Finance ("Department"). The Department may issue an order pursuant to section 7-1-91 of the Official Code of Georgia Annotated, GA Code Ann. Section 7-1-91 (1985).

With this Stipulation, the Bank has consented, without admitting or denying any charges of unsafe or unsound banking practices, or violations of law or regulation relating to weaknesses in asset quality, capital adequacy, earnings, management effectiveness, and liquidity to the issuance of this Consent Order ("ORDER") by the FDIC and the Department.

Having determined that the requirements for issuance of an order under 12 U.S.C. § 1818(b) and section 7-1-91 of the Official Code of Georgia Annotated, GA Code Ann. Section 7-1-91 (1985) have been satisfied, the FDIC and the Department hereby order that:

## **BOARD OF DIRECTORS**

1. (a) Beginning with the effective date of this ORDER, the Board shall increase its participation in the affairs of the Bank, assuming full responsibility for the approval of sound policies and objectives and for the supervision of all of the Bank's activities, consistent with the role and expertise commonly expected for directors of banks of comparable size. The Board shall prepare in advance and follow a detailed written agenda for each meeting, including consideration of the actions of any committees. Nothing in the foregoing sentences shall preclude the Board from considering matters other than those contained in the agenda. This participation shall include meetings to be held no less frequently than monthly at which, at a minimum, the following areas shall be reviewed and approved: capital adequacy; liquidity position; reports of income and expenses; new, overdue, nonaccrual, extended, restructured, renewal, insider, charged-off, and recovered loans; investment activity; operating policies; and individual committee actions. Board minutes shall document these reviews and approvals, including the names of any dissenting directors.

(b) Within 30 days from the effective date of this ORDER, the Board shall establish a Board committee ("Directors' Committee"), consisting of at least four members, to oversee the Bank's compliance with the ORDER. Three of the members of the Directors' Committee shall not be officers of the Bank. The Directors' Committee shall receive from Bank management monthly reports detailing the Bank's actions with respect to compliance with the ORDER. The Directors' Committee shall present a report detailing the Bank's adherence to the ORDER to the Board at each regularly scheduled Board meeting. Such report shall be recorded in the appropriate minutes of the Board's meeting and shall be retained in the Bank's records.

Establishment of this committee does not in any way diminish the responsibility of the entire Board to ensure compliance with the provisions of this ORDER.

### **MANAGEMENT**

2. (a) Within 60 days from the effective date of this ORDER, the Bank shall have and retain qualified management with the qualifications and experience commensurate with assigned duties and responsibilities at the Bank. Each member of management shall be provided appropriate written authority from the Bank's Board to implement the provisions of this ORDER.

At a minimum, management shall include the following:

- (i) a chief executive officer with proven ability in managing a bank of comparable size and in effectively implementing lending, investment and operating policies in accordance with sound banking practices;
- (ii) a senior lending officer with a significant amount of appropriate lending, collection, and loan supervision experience, and experience in upgrading a low quality loan portfolio; and
- (iii) a chief financial officer with a demonstrated ability in financial areas, including but not limited to, accounting, regulatory reporting, budgeting and planning, management of the investment function, liquidity management, and interest rate risk management.

(b) During the life of this ORDER, the Bank shall notify the Regional Director of the FDIC's Atlanta Regional Office ("Regional Director") and the Commissioner of the Department (collectively, "Supervisory Authorities"), in writing, of the resignation or termination of any of the Bank's directors or senior executive officers, as that term is defined in section 303.101(b) of the FDIC's Rules of Regulations, 12 C.F.R. § 303.101(b). Prior to the addition of any individual

to the Board or the employment of any individual as a senior executive officer, the Bank shall give written notice to the Supervisory Authorities. The notification shall comply with the requirements of section 32 of the Act, 12 U.S.C. § 1831i, and Subpart F of Part 303 of the FDIC Rules and Regulations, 12 C.F.R. §§ 303.100-303.104 and any State requirements for prior notification and approval. The notification should include a completed Interagency Biographical and Financial Report, which shall include a description of the background and experience of the individual or individuals to be added or employed and must be received at least 60 days before such addition or employment is intended to become effective. If the Regional Director issues a notice of disapproval pursuant to section 32 of the Act, 12 U.S.C. § 1831i, then such individual may not be added or employed by the Bank.

### **CAPITAL**

3. (a) Within 30 days from the effective date of this ORDER, the Bank shall maintain its Tier 1 Capital ratio in such amount as to equal or exceed 8 percent of its total assets and shall maintain its Total Risk-Based Capital ratio in such an amount as to equal or exceed 10 percent of the Bank's total risk weighted assets. The Bank shall maintain these levels during the life of this ORDER.

(b) Within 30 days from the effective date of this ORDER, the Bank shall develop and adopt a plan for maintaining the capital levels required by paragraph 3(a) during the life of this ORDER. The plan shall be submitted to the Supervisory Authorities for review.

(c) The level of Tier 1 Capital and Total Risk Based Capital to be maintained during the life of this ORDER pursuant to paragraph 3(a) shall be in addition to a fully funded allowance for loan and lease losses ("ALLL"), the adequacy of which shall be satisfactory to the Supervisory Authorities as determined at subsequent examinations and/or visitations.

(d) Any increase in Tier 1 Capital necessary to meet the requirements of paragraph 3(a) of this ORDER may be accomplished by the following:

- (i) sale of common stock; or
- (ii) sale of noncumulative perpetual preferred stock; or
- (iii) direct contribution of cash by the Board, shareholders, and/or parent holding company; or
- (iv) any other means that has been approved as acceptable to the Supervisory Authorities; or
- (v) any combination of the above means.

(e) Any increase in Tier 1 Capital necessary to meet the requirements of paragraph 3(a) of this ORDER may not be accomplished through a deduction from the Bank's ALLL.

(f) For the purposes of this ORDER, the terms "Tier 1 Capital," "Total Risk Based Capital," "total risk weighted assets," and "total assets" shall have the meanings ascribed to them in 12 C.F.R. Part 325.

#### **CHARGE-OFF**

4. (a) Within 10 days from the effective date of this ORDER, the Bank shall eliminate from its books, by charge-off or collection, all assets or portions of assets classified "Loss" in the FDIC's Report of Examination dated as of November 2, 2009 ("Report") that have not been previously collected or charged-off. Elimination of any of these assets through proceeds of other loans made by the Bank is not considered collection for purposes of this paragraph.

(b) Additionally, while this ORDER remains in effect, the Bank shall, within 10 days from the receipt of any official Report of Examination of the Bank from the FDIC or the Department, eliminate from its books, by collection, charge-off, or other proper entries, the

remaining balance of any asset classified “Loss” and 50 percent of those classified “Doubtful” unless otherwise approved in writing by the Supervisory Authorities. If an asset classified “Doubtful” is a loan or lease, the Bank may, in the alternative, increase its ALLL by an amount equal to 50 percent of the loan or lease classified “Doubtful.” Elimination of any of these assets through proceeds of other loans made by the Bank is not considered collection for purposes of this paragraph.

### **REDUCTION OF CLASSIFIED ASSETS**

5. (a) Within 60 days from the effective date of this ORDER, the Bank shall formulate a written plan (“Classified Asset Reduction Plan”) to reduce the Bank’s risk exposure in each asset, or relationship in excess of \$500,000 classified “Substandard” in the Report. For purposes of this provision, “reduce” shall mean to collect, charge off, or improve the quality of an asset so as to warrant its removal from adverse classification by the Supervisory Authorities. In developing the Classified Asset Reduction Plan, the Bank shall, at a minimum, with respect to each adversely classified loan or lease, review, analyze, and document the financial position of the borrower, including source of repayment, repayment ability, and alternative repayment sources, as well as the value and accessibility of any pledged or assigned collateral, and any possible actions to improve the Bank’s collateral position. The Classified Asset Reduction Plan and its implementation shall be in a form and manner acceptable to the Supervisory Authorities as determined at subsequent examinations and/or visitations.

(b) In addition, the Classified Asset Reduction Plan shall also include, but not be limited to, the following:

- (i) a quarterly schedule for reducing the outstanding dollar amount of adversely classified assets;

(ii) a schedule showing, on a quarterly basis, the expected consolidated balance of all adversely classified assets, and the ratio of the consolidated balance to the Bank's projected Tier 1 Capital plus the ALLL;

(iii) a provision for the Bank's submission of monthly written progress reports to its Board; and

(iv) a provision mandating Board review of the progress reports, with a notation of the review recorded in the minutes of the meeting of the Board.

(c) The Classified Asset Reduction Plan shall further require a reduction in the aggregate balance of assets classified "Substandard" in the Report in accordance with the following schedule. For purposes of this paragraph 5(c), "number of days" means number of days from the effective date of this ORDER.

(i) Within 180 days, a reduction of twenty-five percent (25%) in the balance of assets classified "Substandard";

(ii) Within 365 days, a reduction of forty percent (40%) in the balance of assets classified "Substandard";

(iii) Within 540 days, a reduction of sixty percent (60%) in the balance of assets classified "Substandard"; and

(iv) Within 720 days, a reduction of seventy-five percent (75%) in the balance of assets classified "Substandard."

(d) The requirements of paragraph 5(c) do not represent standards for future operations of the Bank. Following compliance with the above reduction schedule, the Bank shall continue to reduce the total volume of adversely classified assets. The Classified Asset

Reduction Plan may include a provision for increasing Tier 1 Capital when necessary to achieve the prescribed ratio.

**NO ADDITIONAL CREDIT**

6. (a) As of the effective date of this ORDER, the Bank shall not extend, directly or indirectly, any additional credit to, or for the benefit of, any borrower who has a loan or other extension of credit from the Bank that has been charged off or classified, in whole or in part, "Loss" or "Doubtful" and is uncollected. The requirements of this paragraph shall not prohibit the Bank from renewing (after collection in cash of interest and all fees due from the borrower) any credit already extended to any borrower.

(b) Additionally, as of the effective date of this ORDER, the Bank shall not extend, directly or indirectly, any additional credit to, or for the benefit of, any borrower who has a loan or other extension of credit from the Bank that has been classified, in whole or part, "Substandard" and is uncollected.

(c) Paragraph 6(b) shall not apply if the Bank's failure to extend further credit to a particular borrower would be detrimental to the best interests of the Bank. Prior to the extending of any additional credit pursuant to this paragraph, either in the form of a renewal, extension, or further advance of funds, such additional credit shall be approved by a majority of the Board or a designated committee thereof, who shall certify in writing as follows:

- (i) why the failure of the Bank to extend such credit would be detrimental to the best interests of the Bank;
- (ii) that the Bank's position would be improved thereby including an explanatory statement of how the Bank's position would be improved; and



(iii) an appropriate workout plan has been developed and will be implemented in conjunction with the additional credit to be extended.

(d) The signed certification shall be made a part of the minutes of the Board or its designated committee and a copy of the signed certification shall be retained in the borrower's credit file.

### **CONCENTRATIONS OF CREDIT**

7. Within 30 days from the effective date of this ORDER, the Bank shall perform a risk segmentation analysis with respect to the Concentrations of Credit listed in the Report and any other concentrations deemed important by the Bank. Concentrations should be identified by product type, geographic distribution, underlying collateral or other asset groups, which are considered economically related and in the aggregate represent a large portion of the Bank's Tier 1 Capital. A copy of this analysis shall be provided to the Supervisory Authorities. The Board shall develop a plan to reduce any segment of the portfolio which the Supervisory Authorities or the Bank deem to be an undue concentration of credit in relation to the Bank's Tier 1 Capital. The plan and its implementation shall be in a form and manner acceptable to the Supervisory Authorities as determined at subsequent examinations and/or visitations.

### **LENDING AND COLLECTION POLICIES**

8. (a) Within 60 days from the effective date of this ORDER, the Bank shall revise, adopt, and implement written lending and collection policies to provide effective guidance and control over the Bank's lending function. Such policies and their implementation shall be in a form and manner acceptable to the Supervisory Authorities.

(b) The initial revisions to the Bank's loan policy and practices, required by this paragraph, at a minimum, shall address and fully correct those criticisms found on pages 12 through 13 of the Report.

(c) Within 60 days from the effective date of this ORDER, the Bank's Board shall revise its government guaranteed lending program policies and procedures to address the weaknesses as detailed on pages 5 and 14 of the Report.

### **ALLOWANCE FOR LOAN AND LEASE LOSSES**

9. During the life of this ORDER, the Board shall continue to review the adequacy of the ALLL. For the purpose of this determination, the adequacy of the ALLL shall be determined after the charge-off of all loans or other items classified "Loss." The policy shall provide for a review of the ALLL at least once each calendar quarter. Said review shall be completed in time to properly report the ALLL in the quarterly Reports of Condition and Income. The review shall focus on the results of the Bank's internal loan review, loan and lease loss experience, trends of delinquent and non-accrual loans, an estimate of potential loss exposure of significant credits, concentrations of credit, and present and prospective economic conditions. A deficiency in the ALLL shall be remedied in the calendar quarter it is discovered, prior to submitting the Reports of Condition and Income, by a charge to current operating earnings. The minutes of the Board meeting at which such review is undertaken shall indicate the results of the review. The Bank's policy for computing the ALLL and for determining the adequacy of the ALLL shall be consistent with outstanding regulatory guidance and Generally Accepted Accounting Principles (GAAP) and its implementation shall be satisfactory to the Supervisory Authorities as determined at subsequent examinations or visitations.

## **WRITTEN STRATEGIC/BUSINESS PLAN**

10. (a) Within 60 days from the effective date of this ORDER, the Bank shall prepare and submit to the Supervisory Authorities a written business/strategic plan covering the overall operation of the Bank. At a minimum the plan shall establish objectives for the Bank's earnings performance, growth, balance sheet mix, liability structure, capital adequacy, and reduction of nonperforming and underperforming assets, together with strategies for achieving those objectives. The plan shall cover a three year period and shall also identify capital, funding, managerial and other resources needed to accomplish its objectives. Such plan shall specifically provide for the following:

- (i) plans for sustaining adequate liquidity, including back-up lines of credit to meet any unanticipated deposit withdrawals;
- (ii) goals for reducing problem loans;
- (iii) financial goals, including pro forma statements for asset growth, capital adequacy, and earnings; and
- (iv) formulation of a mission statement and the development of a strategy to carry out that mission.

(b) The plan and its implementation shall be in a form and manner acceptable to the Supervisory Authorities as determined at subsequent examinations and/or visitations.

## **BUDGET**

11. (a) Within 60 days from the effective date of this ORDER, the Bank shall formulate and fully implement a written plan and a comprehensive budget for all categories of income and expense. The plan and budget required by this paragraph shall include formal goals and strategies, consistent with sound banking practices and taking into account the Bank's other

written policies, to improve the Bank's net interest margin, increase interest income, reduce discretionary expenses, and improve and sustain earnings of the Bank. The plan shall include a projected balance sheet and a description of the operating assumptions that form the basis for, and adequately support, major projected income and expense components. Thereafter, the Bank shall formulate such a plan and budget by November 30 of each subsequent year. The plans and budgets shall be acceptable to the Supervisory Authorities as determined at subsequent examinations and/or visitations.

(b) Following the end of each calendar quarter, the Board shall evaluate the Bank's actual performance in relation to the plan and budget required by paragraph 11(a) of this ORDER and shall record the results of the evaluation, and any actions taken by the Bank, in the minutes of the Board meeting at which such evaluation is undertaken.

#### **FUNDS MANAGEMENT PLAN**

12. Within 30 days from the effective date of this ORDER, the Bank shall revise, adopt, and implement its written plans addressing liquidity, contingency funding, and asset liability management. Such plans shall provide effective guidance and control over the Bank's funds management activities and shall address all recommendations pertaining to funds management enumerated in the Report. A copy of the plans shall be submitted to the Supervisory Authorities. Annually, during the life of this ORDER, the Bank shall review these plans for adequacy and, based upon such review, shall make appropriate revisions to the plans that are necessary to strengthen funds management procedures and maintain adequate provisions to maintain adequate funds to meet the Bank's liquidity needs.

## **POLICIES FOR INTERNAL CONTROLS AND AUDIT**

13. (a) Within 60 days from the effective date of this ORDER, the Bank shall adopt and implement a policy for the operation of the Bank in such a manner as to provide adequate internal controls within the Bank consistent with safe and sound banking practices. Such policy and its implementation shall, at a minimum, eliminate and/or correct all internal control deficiencies as more fully set forth in the Report and shall be satisfactory to the Supervisory Authorities as determined at subsequent examinations and/or visitations.

(b) Within 60 days from the effective date of this ORDER, the Bank shall formulate, adopt, and implement an internal audit program that establishes procedures to protect the integrity of the Bank's operational and accounting systems. Such policies and their implementation shall be in a form and manner acceptable to the Supervisory Authorities as determined at subsequent examinations and/or visitations.

(c) The Bank's internal audit program required by this paragraph, at a minimum, shall include the following:

- (i) development of a written internal audit policy for the Bank which conforms to the *Interagency Policy Statement on the Internal Audit Function and its Outsourcing*;
- (ii) development of an annual audit schedule that ensures that all high risk internal audit areas are included in an annual audit; and
- (iii) development of expanded job descriptions for all managers to include details regarding their responsibility for managing an effective system of internal control within their operational areas.

(d) Within 60 days from the effective date of this ORDER, the Bank's Audit Committee shall:

- (i) improve oversight of all outstanding audit, examination, and risk assessment issues to ensure Audit Committee members are discharging their governance obligation; and
- (ii) revise the Audit Committee Charter to define additional responsibilities, including monitoring open audit issues, assessing whether management is expeditiously resolving internal control weaknesses and other exceptions, and evaluating the risks inherent in unresolved control deficiencies.

#### **VIOLATIONS OF LAW, REGULATION AND POLICY**

14. Within 60 days from the effective date of this ORDER, the Bank shall eliminate and/or correct all violations of law, regulation, and policies, which are more fully set out in the Report. In addition, the Bank shall take all necessary steps to ensure future compliance with all applicable laws, regulations, policy statements, and regulatory guidance.

#### **BROKERED DEPOSITS**

15. (a) Throughout the effective life of this ORDER, the Bank shall not accept, renew, or rollover any brokered deposit, as defined by 12 C.F.R. § 337.6(a)(2), unless it is in compliance with the requirements of 12 C.F.R. § 337.6(b), governing solicitation and acceptance of brokered deposits by insured depository institutions.

(b) The Bank shall comply with the restrictions on the effective yields on deposits as described in 12 CFR § 337.6.

### **CASH DIVIDENDS AND OTHER BANK PAYMENTS**

16. (a) While this ORDER is in effect, the Bank shall not declare or pay dividends or bonuses without the prior written approval of the Supervisory Authorities. All requests for prior approval shall be received at least 30 days prior to the proposed dividend declaration date (at least 5 days with respect to any request filed within the first 30 days after the date of this ORDER) and shall contain, but not be limited to, an analysis of the impact such dividend or bonus payment would have on the Bank's capital, income, and/or liquidity positions.

(b) During the term of this ORDER, the Bank shall not make any distributions of interest, principal or other sums on subordinated debentures, if any, without the prior written approval of the Supervisory Authorities.

### **NO MATERIAL GROWTH WITHOUT PRIOR NOTICE**

17. While this ORDER is in effect, the Bank shall notify the Supervisory Authorities at least 60 days prior to undertaking asset growth of ten percent (10%) or more per annum or initiating material changes in asset or liability composition. In no event shall asset growth result in noncompliance with the capital maintenance provisions of this ORDER unless the Bank receives prior written approval from the Supervisory Authorities.

### **INFORMATION TECHNOLOGY AND ACCURACY OF RECORDS**

18. (a) Within 90 days from the effective date of this ORDER, the Bank shall develop and implement a comprehensive written customer information security program that meets the requirements of Part 364, Appendix B of the FDIC Rules and Regulations. The information security program shall, at a minimum, address the following required elements:

(i) Board involvement and oversight;

- (ii) a customer information security risk assessment/risk matrix that identifies all reasonably foreseeable internal and external threats to information assets that could result in unauthorized disclosure, misuse, alteration, or destruction of customer information or customer information systems;
- (iii) management and control of identified risks commensurate with the sensitivity of the information;
- (iv) regular testing of key controls, systems, and procedures of the information security program by independent third-parties or qualified independent staff in accordance with the risk assessment;
- (v) program adjustments as appropriate when changes occur in the Bank's operating environment;
- (vi) a vendor oversight program to ensure all significant vendors receive appropriate review and monitoring;
- (vii) regular training of bank employees in information security to increase awareness of employee responsibility in protecting customer information;
- (viii) reports to the Board, at least annually, describing the overall status of the information security program.

(b) Upon implementation, the Bank shall adequately test the key controls of the customer information security program and present the findings to the Board for review by year-end 2010 and annually thereafter.

(c) Within 60 days from the effective date of this ORDER, the Bank shall develop a comprehensive configuration management policy that addresses patching, updates, criticality ratings, installations, and timeliness of changes to the network devices and software. The policy



shall be reviewed and approved by the Board. Thereafter, the Bank shall implement and follow this policy.

(d) Within 90 days from the effective date of this ORDER, the Bank shall perform a comprehensive penetration test on all bank-owned external-facing Internet Protocol (IP) addresses and report the findings to the Board. Thereafter, a comprehensive penetration test shall be performed at least annually.

(e) Within 45 days from the effective date of this ORDER, the Bank shall review all network user accounts for appropriate access levels based on the principle of least privilege and report the findings to the Board. Thereafter, the Board shall ensure that all network user accounts are reviewed at least once annually.

(f) Within 90 days from the effective date of this ORDER, all other Information Technology deficiencies cited in the Report shall be corrected.

### **PROGRESS REPORTS**

19. Within 30 days of the end of each calendar quarter following the effective date of this ORDER, the Bank shall furnish written progress reports to the Supervisory Authorities detailing the form and manner of any actions taken to secure compliance with this ORDER and the results thereof. Such reports shall provide cumulative detail of the Bank's progress toward achieving compliance with each provision of the ORDER. Such reports may be discontinued when the corrections required by this ORDER have been accomplished and the Supervisory Authorities have released the Bank in writing from making further reports. All progress reports and other written responses to this ORDER shall be reviewed by the Board and made a part of the minutes of the appropriate Board meeting.

## **DISCLOSURE**

20. Following the effective date of this ORDER, the Bank shall send to its shareholders or otherwise furnish a description of this ORDER in conjunction with the Bank's next shareholder communication and also in conjunction with its notice or proxy statement preceding the Bank's next shareholder meeting. The description shall fully describe the ORDER in all material respects. The description and any accompanying communication, statement, or notice shall be sent to the FDIC, Division of Supervision and Consumer Compliance, Accounting and Securities Disclosure Section, 550 17<sup>th</sup> Street, N.W., Washington, D.C. 20429, and the Commissioner, Georgia Department of Banking and Finance, 2990 Brandywine Rd., Suite 200, Atlanta, Georgia 30341-5565, at least twenty (20) days prior to dissemination to shareholders. Any changes requested to be made by the FDIC and the Commissioner shall be made prior to dissemination of the description, communication, notice, or statement.

The provisions of this ORDER shall not bar, estop, or otherwise prevent the FDIC, the Department, or any other federal or state agency or department from taking any other action against the Bank or any of the Bank's current or former institution-affiliated parties.

This ORDER shall be effective on the date of issuance.

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

The provisions of this 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 in writing.

Issued Pursuant to Delegated Authority.

Dated this 23rd day of March, 2010.

/s/

By:

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Doreen R. Eberley  
Acting Regional Director  
Division of Supervision and Consumer Protection  
Atlanta Region  
Federal Deposit Insurance Corporation

The Georgia Department of Banking and Finance having duly approved the foregoing ORDER, and the Bank, through its Board, agree that the issuance of said ORDER by the FDIC shall be binding as between the Bank and the Georgia Commissioner of Banking and Finance to the same degree and to the same legal effect that such ORDER would be binding if the Department had issued a separate ORDER that included and incorporated all of the provisions of the foregoing ORDER, pursuant to Official Code of Georgia Annotated § 7-1-91(1985).

Dated this 19th day of March, 2010.

/s/

By:

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Robert M. Braswell  
Commissioner  
Department of Banking and Finance  
State of Georgia