

FEDERAL DEPOSIT INSURANCE CORPORATION  
WASHINGTON, D.C.  
AND  
NEVADA FINANCIAL INSTITUTIONS DIVISION  
LAS VEGAS, NEVADA

_____	)	
In the Matter of	)	CONSENT ORDER
	)	
1 <sup>ST</sup> COMMERCE BANK	)	
NORTH LAS VEGAS, NEVADA	)	FDIC-09-703b
	)	
(STATE CHARTERED	)	
INSURED NONMEMBER BANK)	)	
_____	)	

1<sup>st</sup> Commerce Bank, North Las Vegas, Nevada (“Bank”), having been advised of its right to a NOTICE OF CHARGES AND OF HEARING detailing the 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 Nevada Revised Statutes section 658.115 regarding hearings before the Nevada Financial Institutions Division (“NFID”) , and having waived those rights, entered into a STIPULATION AND CONSENT TO THE ISSUANCE OF A CONSENT ORDER (“STIPULATION”) with representatives of the Federal Deposit Insurance Corporation (“FDIC”) and the NFID dated \_\_\_\_\_, \_\_\_\_\_ , 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 a CONSENT ORDER (“ORDER”) by the FDIC and the NFID.

The FDIC and the NFID considered the matter and determined that the requirements for issuance of an Order under 12 U. S. C. 1818 (b) and Nevada Revised Statutes

section 658.115 have been met. The FDIC and the NFID, therefore, accepted the STIPULATION and HEREBY ORDER, that 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, take affirmative action as follows:

#### SALE OR MERGER

1. (a) Within 30 days from the effective date of this 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 Limited, or otherwise recapitalize the Bank so that the Bank is no longer controlled by Capitol Bancorp Limited.

(b) The plan required by this paragraph shall be acceptable to the Regional Director of the FDIC's Chicago Region ("Regional Director") and the Commissioner of the NFID ("Commissioner").

#### PROGRESS REPORTS

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

#### NOTIFICATION TO SHAREHOLDER

3 Following the effective date of this ORDER, the Bank shall send to its shareholders a copy of this 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 ORDER shall be effective upon its issuance by the FDIC and the NFID.

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 by the FDIC and the NFID.

Pursuant to delegated authority.

Dated: March 15, 2010

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

/s/  
George E. Burns  
Commissioner  
Nevada Financial Institutions Division