

FEDERAL DEPOSIT INSURANCE CORPORATION
WASHINGTON, D.C.

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In the Matter of)	CONSENT ORDER
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)	
FIRST CAROLINA STATE BANK)	
ROCKY MOUNT, NORTH CAROLINA)	FDIC-09-706b
)	
)	
(STATE CHARTERED)	
INSURED NONMEMBER BANK))	
_____)	

First Carolina State Bank, Rocky Mount, North Carolina (“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 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 with the North Carolina Commissioner of Banks (“Commissioner”) dated February 18, 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 a CONSENT ORDER (“ORDER”) by the FDIC and the Commissioner. The Commissioner may issue an order pursuant to N.C. Gen. Stat. section 53-107.1(2005).

The FDIC and the Commissioner considered the matter and determined that the requirements for issuance of an Order under 12 U. S. C. 1818(b) and N.C. Gen. Stat. section 53-

107.1 (2005) have been met. The FDIC and the Commissioner 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.

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 the 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 Commissioner.

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 Commissioner.

Pursuant to delegated authority.

Dated: March 4, 2010

/s/ _____

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

The North Carolina Commissioner of Banks having duly approved the foregoing ORDER, and the Bank, through its Board, agree that the issuance of the said ORDER by the FDIC shall be binding as between the Bank and the Commissioner to the same degree and legal effort that such ORDER would be binding on the Bank if the Commissioner had issued a separate ORDER that included and incorporated all of the provisions of the foregoing ORDER pursuant to the provisions of N.C. Stat. section 53-107.1(2005).

Dated: February 23, 2010

/s/ _____
Joseph A. Smith, Jr.
Commissioner of Banks
State of North Carolina