FEDERAL DEPOSIT INSURANCE CORPORATION
WASHINGTON, D.C.

In the Matter of	)	CONSENT ORDER
THE WILTON BANK WILTON, CONNECTICUT	)	FDIC-10-375b
(INSURED STATE NONMEMBER BANK)	)	

The Federal Deposit Insurance Corporation ("FDIC") is the appropriate Federal banking agency for The Wilton Bank, Wilton, Connecticut, ("Bank"), under section 3(q) of the Federal Deposit Insurance Act ("Act"), 12 U.S.C. § 1813(q).

The Bank, by and through its duly elected and acting Board of Directors ("Board"), has executed a STIPULATION AND CONSENT TO THE ISSUANCE OF A CONSENT ORDER ("CONSENT AGREEMENT"), dated July 21, 2010, that is accepted by the FDIC. With the CONSENT AGREEMENT, the Bank has consented, without admitting or denying any charges of unsafe or unsound banking practices or violations of law and/or regulation relating to weaknesses in management, asset quality, earnings, and capital, to the issuance of this Consent Order ("ORDER") by the FDIC.

Having determined that the requirements for issuance of an order under section 8(b) of the Act, 12 U.S.C. § 1818(b), have been satisfied, the FDIC hereby orders that:

BOARD PARTICIPATION

1. (a) 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.

(b) 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: reports of income and expenses; new, overdue, renewal, insider, charged off, and recovered loans; investment activity; liquidity levels and funds management; adoption or modification of operating policies; individual committee reports; audit reports; internal control reviews including managements' responses (which may be conducted quarterly by delegation to the Audit Committee provided that such reviews and responses are incorporated into the Audit Committee Report reviewed and approved by the Board); reconciliation of general ledger accounts; and compliance with this ORDER. Board minutes shall document these reviews and approvals, including the names of any dissenting directors.

(c) The Bank shall notify the Area Director of the FDIC's Boston Area Office ("Area Director") and the Banking Commissioner of the Department of Banking ("Banking Commissioner") in writing of any additions, resignations or terminations of any members of its Board or any of its "senior executive officers" (as that term is defined in section 303.101(b) of the FDIC's Rules and Regulations, 12 C.F.R. § 303.101(b)) within ten (10) days of the event. Any notification required by this subparagraph shall include a description of the background(s) and experience of any proposed replacement personnel and must be received at least thirty (30) days prior to the individual(s) assuming the new position(s). The Bank shall also establish procedures to ensure compliance with section 32 of the Act, 12 U.S.C. § 1831i, and Subpart F of Part 303 of the FDIC's Rules and Regulations, 12 C.F. R. Part 303. Additionally, the Bank shall obtain prior written approval from the Banking Commissioner to hire any individual to serve as a senior executive officer or to add any director.

MANAGEMENT

2. (a) The Bank shall have and retain qualified management. At a minimum, such management shall include: a chief executive officer with proven ability in managing a bank of comparable size and complexity and experience in upgrading a low quality loan portfolio; a senior lending officer with an appropriate level of lending, collection, and loan supervision experience for the type and quality of the Bank's loan portfolio; and a chief financial officer with demonstrated ability in all 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. The Board shall provide the necessary written authority to management to implement the provisions of this ORDER.

(b) The qualifications of management shall be assessed on its ability to:

(i) comply with the requirements of this ORDER;

(ii) operate the Bank in a safe and sound manner;

(iii) comply with applicable laws, rules, and regulations; and

(iv) restore all aspects of the Bank to a safe and sound condition, including improving capital adequacy, asset quality, management effectiveness, and earnings; and maintaining and/or improving liquidity, and sensitivity to interest rate risk.

(c) Within sixty (60) days from the effective date of this ORDER, the Bank shall retain a bank consultant who is acceptable to the Area Director and the Banking Commissioner and who will develop a written analysis and assessment of the Bank's management needs ("Management Report") for the purpose of providing qualified management for the Bank.

(d) The Management Report shall be developed within ninety (90) days from the effective date of this ORDER and shall include, at a minimum:

(i) identification of both the type and number of officer positions needed to properly manage and supervise the affairs of the Bank;

(ii) identification and establishment of such Bank committees as are needed to provide guidance and oversight to active management;

(iii) evaluation of all Bank senior officers to determine whether these individuals possess the ability, experience and other qualifications required to perform present and anticipated duties, including adherence to the Bank's established policies and practices, and restoration and maintenance of the Bank in a safe and sound condition;

(iv) evaluation of all Bank director and senior officers' compensation, including salaries, director fees, and other benefits; and

(v) a plan to recruit and hire any additional or replacement personnel with the requisite ability, experience and other qualifications to fill those senior officer positions identified in the Management Report.

(e) Within thirty (30) days from the effective date of this ORDER, the Bank shall provide the Area Director and the Banking Commissioner with a copy of the proposed engagement letter or contract with the third party for non-objection or comment before it is executed.

(f) The contract or engagement letter, at a minimum, shall include:

(i) a description of the work to be performed under the contract or engagement letter, the fees for each significant element of the engagement, and the aggregate fee;

(ii) the responsibilities of the firm or individual;

(iii) an identification of the professional standards covering the work to be performed;

(iv) identification of the specific procedures to be used when carrying out the work to be performed;

(v) the qualifications of the employee(s) who are to perform the work;

(vi) the time frame for completion of the work;

(vii) any restrictions on the use of the reported findings;

(viii) a provision for unrestricted examiner access to work papers; and

(ix) a certification that the firm or individual is not affiliated in any manner with the Bank.

(g) Within sixty (60) days from receipt of the Management Report, the Bank shall formulate a written plan ("Management Plan") that incorporates the findings of the Management Report, a plan of action in response to each recommendation contained in the Management Report, and a time frame for completing each action.

(h) At a minimum, the Management Plan shall:

(i) contain a recitation of the recommendations included in the Management Report;

(ii) incorporate a plan to provide necessary training and development for all employees;

(iii) establish procedures to periodically review and update the Management Plan, as well as periodically review and assess the performance of each senior officer; and

(iv) contain a current management succession plan.

(i) The Management Plan shall be submitted to the Area Director and the Banking

Commissioner for non-objection or comment. Within thirty (30) days from receipt of non-objection or any comments from the Area Director and the Banking Commissioner, and after incorporation and adoption of all comments, the Board shall approve the Management Plan, which approval shall be recorded in the minutes of the Board meeting. Thereafter, the Bank shall implement and fully comply with the Management Plan.

CAPITAL

3. (a) Within thirty (30) days from the effective date of this ORDER, the Bank shall meet and maintain the following minimum capital levels (as defined in Part 325 of the FDIC's Rules and Regulations, 12 C.F.R. Part 325), after establishing an appropriate ALLL:

(i) Tier 1 capital at least equal to twelve percent (12%) of total assets;

(ii) Tier 1 risk-based capital at least equal to twelve percent (12%) of total risk-weighted assets; and

(iii) Total risk-based capital at least equal to fifteen percent (15%) of total risk-weighted assets.

(b) For purposes of this ORDER, all terms relating to capital shall be calculated in accordance with Part 325 of the FDIC's Rules and Regulations, 12 C.F.R. Part 325, and the Bank shall comply with the FDIC's *Statement of Policy on Risk-Based Capital* found in Appendix A to Part 325 of the FDIC's Rules and Regulations, 12 C.F.R. Part 325, App. A.

(c) In the event any capital ratio is or falls below the minimum required by this ORDER, the Bank shall immediately notify the Area Director and the Banking Commissioner and within thirty (30) days shall develop a written plan ("Capital Plan") describing the primary means and timing by which the Bank shall increase its capital ratios up to or in excess of the minimum requirements set forth in this ORDER. The Capital Plan shall be submitted for review as described in subparagraph (e).

(d) At a minimum, the Capital Plan shall include:

(i) specific plans to achieve the capital levels required under this ORDER;

(ii) specific plans for the maintenance of adequate capital that may in no event be less than the requirements of the provisions of this ORDER;

(iii) projections for asset growth and capital requirements, and such projections shall be based upon a detailed analysis of the Bank's current and projected assets, liabilities, earnings, fixed assets, and off-balance sheet activities, each of which shall be consistent with the Bank's strategic business plan;

(iv) projections for the amount and timing of the capital necessary to meet the Bank's current and future needs;

(v) the primary source(s) from which the Bank will strengthen its capital to meet the Bank's needs; and

(vi) a dividend policy that permits the declaration of a dividend only when such declaration and payment of dividends has been approved in advance, in writing, by the Area Director and the Banking Commissioner.

(e) The Capital Plan shall be submitted to the Area Director and the Banking Commissioner for non-objection or comment. Within thirty (30) days from receipt of non-objection or any comments from the Area Director and the Banking Commissioner, and after incorporation and adoption of all comments, the Board shall approve the Capital Plan, which approval shall be recorded in the minutes of the Board meeting. Thereafter, the Bank shall implement and fully comply with the Capital Plan.

(f) The Board shall review the Bank's adherence to the Capital Plan, at minimum, on a monthly basis. Copies of the reviews and updates shall be submitted to the Area Director and the Banking Commissioner as part of the progress reports required by this ORDER.

ALLOWANCE FOR LOAN AND LEASE LOSSES

4 (a) Within fifteen (15) days from the effective date of this ORDER, the Bank shall develop and submit for review, as described in subparagraph (d), a comprehensive policy and methodology for determining the Allowance for Loan and Lease Losses (“ALLL Policy”). The ALLL Policy shall provide for a review of the ALLL by the Board at least once each calendar quarter. The review should be completed within twenty (20) days after the end of each calendar quarter in order that the results of the review conducted by the Board may be properly reported in the Bank’s submission of its quarterly Consolidated Reports of Condition and Income (“Call Report”). Such reviews shall, at a minimum, be made in accordance with:

(i) Financial Accounting Standards Board (“FASB”) Statements Numbers 5 and 114, as codified by FASB under its Accounting Standards Codification effective after September 15, 2009 (established by FASB Statement Number 168)("FASB 5 and 114");

(ii) the Federal Financial Institutions Examination Council’s (“FFIEC’s”) instructions for Call Report;

(iii) the *Interagency Statement of Policy on the Allowance for Loan and Lease Losses* (FIL-105-206, issued December 13, 2006);

(iv) other applicable regulatory guidance that addresses the appropriateness of the Bank’s ALLL; and

(v) any analysis of the Bank’s ALLL provided by the FDIC and the Department of Banking.

(b) Such reviews shall include, at a minimum:

(i) the Bank’s loan loss experience;

(ii) an estimate of the potential loss exposure in the portfolio; and

(iii) trends of delinquent and non-accrual loans and prevailing and prospective economic conditions.

(c) The minutes of the Board meetings at which such reviews are undertaken shall include complete details of the reviews and the resulting recommended adjustment in the ALLL. The Board shall document in the minutes the basis for any determination not to require provisions for loan losses in accordance with subparagraphs (a) and (b).

(d) The ALLL Policy shall be submitted to the Area Director and the Banking Commissioner for non-objection or comment. Within thirty (30) days from receipt of non-objection or any comments from the Area Director and the Banking Commissioner, and after incorporation and adoption of all comments, the Board shall approve the ALLL Policy, which approval shall be recorded in the minutes of the Board meeting. Thereafter, the Bank shall implement and fully comply with the ALLL Policy.

(e) A deficiency in the ALLL shall be remedied in the calendar quarter in which it is discovered by a charge to current operating earnings prior to any Tier 1 capital determinations required by this ORDER and prior to the Bank's submission of its Call Report. The Bank shall thereafter maintain an appropriate ALLL.

(f) The analysis supporting the determination of the adequacy of the ALLL shall be submitted to the Area Director and the Banking Commissioner. These submissions shall be made at such times as the Bank files the progress reports required by this Order or sooner upon written request of the Area Director or the Banking Commissioner. In the event that the Area Director or the Banking Commissioner determines that the Bank's ALLL is inadequate, the Bank shall increase its ALLL and amend its Call Reports accordingly.

ASSETS CLASSIFIED LOSS

5. The Bank shall eliminate from its books, by charge-off or collection, all assets or portions of assets classified "loss" by the FDIC or the Department of Banking in the Report of Examination that have not been previously collected or charged off. Elimination or reduction of such assets with the proceeds of other Bank extensions of credit shall not be considered "collection" for purposes of this paragraph. Thereafter, within ten (10) days after the receipt of any future Report of Examination of the Bank from the FDIC or the Department of Banking, the Bank shall eliminate from its books, by charge-off or collection, all assets or portions of assets classified "loss" in any future Report of Examination that have not been previously collected or charged off.

CLASSIFIED ASSETS REDUCTION

6. (a) Within sixty (60) days from the effective date of this ORDER, the Bank shall formulate and submit for review, as described in subparagraph (c), a written plan ("Classified Asset Plan") to reduce the Bank's risk position in each asset in excess of $50,000 which is classified "substandard" or "doubtful" in the Report of Examination. For purposes of this provision, "reduce" means to collect, charge-off, or improve the quality of an asset so as to warrant its removal from adverse classification by the Area Director and the Banking Commissioner.

(b) The Classified Asset Plan shall include, at a minimum, the following:

(i) an action plan to review, analyze and document the current financial condition of each classified 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;

(ii) a schedule for reducing the outstanding dollar amount of each adversely classified asset, including timeframes for achieving the reduced dollar amounts (at a minimum, the schedule for each adversely classified asset must show its dollar balance on a quarterly basis);

(iii) 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 ALLL;

(iv) specific action plans intended to reduce the Bank's risk exposure in each classified asset;

(v) delineate areas of responsibility for loan officers; and

(vi) provide for the submission of monthly written progress reports to the Board for review and notation in the minutes of the Board meetings.

(c) The Classified Asset Plan shall be submitted to the Area Director and the Banking Commissioner for non-objection or comment. Within thirty (30) days from receipt of non-objection or any comments from the Area Director and the Banking Commissioner, and after incorporation and adoption of all comments, the Board shall approve the Classified Asset Plan, which approval shall be recorded in the minutes of the Board meeting. Thereafter, the Bank shall implement and fully comply with the Classified Asset Plan.

(d) The Bank shall not extend, directly or indirectly, any additional credit to, or for the benefit of, any borrower who is already obligated in any manner to the Bank on any extensions of credit (including any portion thereof) that has been charged off the books of the Bank or classified "loss" in the Report of Examination or any future Report of Examination, so long as such credit remains uncollected.

(e) The Bank shall not extend, directly or indirectly, any additional credit to, or for the benefit of, any borrower whose loan or other credit has been classified “substandard”, “doubtful”, or is listed for “special mention” in the Report of Examination or any future Report of Examination, and is uncollected, unless the Board provides, in writing, a detailed explanation of why the extension is in the best interests of the Bank. Prior to extending additional credit pursuant to this paragraph, whether in the form of renewal, extension, or further advance of funds, such additional credit shall be approved by the Board, who shall determine that:

(i) the failure of the Bank to extend such credit would be detrimental to the best interest of the Bank, with a written explanation of why the failure to extend such credit would be detrimental;

(ii) the extension of such credit would improve the Bank’s position, with a written explanatory statement of how and why the Bank’s position would improve; and

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

(f) The Board’s determinations and approval shall be recorded in the minutes of the Board meeting, and copies shall be submitted to the Area Director and the Banking Commissioner at such time as the Bank submits the progress reports required by this Order or sooner upon written request of the Area Director or the Banking Commissioner.

CONCENTRATIONS – PLAN FOR REDUCTION

7. (a) Within sixty (60) days from the effective date of this ORDER, the Bank shall formulate and submit for review, as described in subparagraph (b), a written plan to reduce the concentration of credit in total funded and committed balances for construction and development loans identified in the Report of Examination, which shall not, in the aggregate, exceed more

than 300 percent (300%) of the Bank's Tier 1 capital, and manage each of the concentrations of credit identified in the Report of Examination ("Concentrations Reduction Plan"). At a minimum, the Concentrations Reduction Plan must provide for written procedures for the ongoing measurement and monitoring of each concentration of credit, and a limit on concentrations commensurate with the Bank's capital position, business strategy, management expertise, size, location, safe and sound banking practices, and the overall risk profile of the Bank. Such plan shall prohibit any advances that would increase the concentration unless the advance is required pursuant to an existing loan agreement and is otherwise permissible pursuant to this ORDER.

(b) The Concentrations Reduction Plan shall be submitted to the Area Director and Banking Commissioner for non-objection or comment. Within thirty (30) days from receipt of non-objection or any comments from the Area Director and the Banking Commissioner, and after incorporation and adoption of all comments, the Board shall approve the Concentrations Reduction Plan, which approval shall be recorded in the minutes of the Board meeting. Thereafter, the Bank shall implement and fully comply with the Concentrations Reduction Plan.

LOAN POLICY

8. (a) Within ninety (90) days from the effective date of this ORDER, the Bank shall conduct a review of the Bank's loan policies and procedures for adequacy and, based upon such review, shall make all appropriate revisions to the loan policies and procedures ("Loan Policy") necessary to address the lending deficiencies identified in the Report of Examination. The revised Loan Policy shall be submitted for review, as described in subparagraph (c). The Board shall also establish review and monitoring procedures to ensure that all lending personnel are adhering to the Loan Policy, and that the Board is receiving timely and fully documented reports on loan activity, including reports that identify deviations from the Loan Policy.

(b) At a minimum, the Loan Policy shall:

(i) require that all extensions of credit originated or renewed by the Bank, including loans purchased from a third party (loan participations):

A. have a clearly defined and stated purpose;

B. have a predetermined and realistic repayment source and schedule, including secondary sources of repayment;

C. are supported by complete loan documentation, including lien searches, perfected security interests, and collateral valuations; and

D. are supported by current financial information, profit and loss statements or copies of tax returns, and cash flow projections, which shall be maintained throughout the term of the loan; and are otherwise in conformance with the Loan Policy;

(ii) incorporate limitations on the amount that can be loaned in relation to established collateral values, require the source of collateral valuations to be identified, require that collateral valuations be completed prior to commitment to lend funds, require that collateral valuations be performed on a periodic basis over the term of the loan, and require that collateral valuations must be performed on a periodic basis when a loan is listed on the Bank's internal watch list or criticized in any future Report of Examination;

(iii) require accurate reporting of past due, maturing, and non-accrual loans to the Board or the Bank's loan committee at least monthly;

(iv) require the individual reporting of loans granted as exception to the Loan Policy and aggregation of such loans in the portfolio;

(v) prohibit the capitalization of interest or loan-related expenses unless the Board or the Bank's loan committee provides, in writing, a detailed explanation of why such action is in the best interest of the Bank;

(vi) require the improvement and the maintenance of the loan grading system, loan review program, and internal loan watch list, that at a minimum, includes the recommendations in the Report of Examination;

(vii) require a written plan to reduce the risk position in each loan identified as a problem credit on the Bank's internal loan watch list;

(viii) require a non-accrual policy in accordance with the instructions in its Call Report;

(ix) establish standards for initiating collection efforts;

(x) establish guidelines for timely recognition of loss through charge-off;

(xi) prohibit the extension, directly or indirectly, of any additional credit to, or for the benefit of, any borrower whose loan or other credit has been classified "loss", "substandard", "doubtful", or is listed for "special mention" in any future Report of Examination, without the full collection in cash of accrued and unpaid interest, unless the loan or credit is well secured and supported by current complete financial information, and the extension has first been approved in writing by a majority of the Board, and

(c) The Loan Policy shall be submitted to the Area Director and the Banking Commissioner for non-objection or comment. Within thirty (30) days from receipt of non-objection or comments from Area Director and the Banking Commissioner, and after incorporation and adoption of all comments, the Board shall approve the Loan Policy, which approval shall be recorded in the minutes of the Board meeting. Thereafter, the Bank shall implement and fully comply with the Loan Policy.

SPECIAL MENTION

9. Within forty-five (45) days from the effective date of this ORDER, the Bank shall correct all deficiencies in the loans listed for “special mention” in the Report of Examination.

PROFIT AND BUDGET PLAN

10. (a) Within sixty (60) days from the effective date of this ORDER, and within the first thirty (30) days of each calendar year thereafter, the Bank shall formulate and submit for review, as described in subparagraph (c), a written profit and budget plan ("Profit Plan") consisting of goals and strategies, consistent with sound banking practices, and taking into account the Bank's other written plans, policies, or other actions as required by this ORDER.

(b) The Profit Plan shall include, at a minimum:

(i) a description of the operating assumptions that form the basis for, and adequately support, material projected revenue and expense components;

(ii) specific goals to maintain appropriate provisions to the ALLL;

(iii) realistic and comprehensive budgets for all categories of income and expense; and

(iv) an executive compensation plan, addressing any and all salaries, bonuses and other benefits of every kind or nature whatsoever, both current and deferred, whether paid directly or indirectly, which plan incorporates qualitative as well as profitability performance standards for the Bank's senior officers.

(c) The Profit Plan shall be submitted to the Area Director and the Banking Commissioner for non-objection or comment. Within thirty (30) days from receipt of non-objection or any comments from the Area Director and the Banking Commissioner, and after incorporation and adoption of all comments, the Board shall approve the Profit Plan, which approval shall be recorded in the minutes of the Board meeting. Thereafter, the Bank shall implement and fully comply with the Profit Plan.

(d) Within thirty (30) days following the end of each calendar quarter following completion of the Profit Plan required by this paragraph, the Board shall evaluate the Bank's actual performance in relation to the Profit Plan, record the results of the evaluation, and note any actions taken by the Bank in the minutes of the Boards' meeting at which such evaluation is undertaken. A copy of the results of the evaluation, including actions taken by the Bank, shall be submitted to the Area Director and the Banking Commissioner within forty-five (45) days following the end of each calendar quarter.

STRATEGIC PLAN

11. (a) Within ninety (90) days from the effective date of this ORDER, the Bank shall develop and submit for review, as required by subparagraph (c), a written strategic plan ("Strategic Plan") supported by an operating budget and consisting of goals and strategies, consistent with sound banking practices, and taking into account the Bank's other written plans, policies, or other actions as required by this ORDER. The Strategic Plan shall contain an assessment of the Bank's current financial condition and market area, and a description of the operating assumptions that form the basis for major projected income and expense components.

(b) The Strategic Plan shall include, at a minimum:

(i) identification of the major areas in and means by which the Bank will seek to improve operating performance;

(ii) specific goals to improve the net interest margin, increase interest income, reduce discretionary expenses,

(iii) financial goals, including pro forma statements for asset growth, capital adequacy, and earnings; and

(iv) coordination of the Bank's loan, investment, funds management, and operating policies, profit and budget plan, and ALLL methodology with the Strategic Plan.

(c) The Strategic Plan shall be submitted to the Area Director and the Banking Commissioner for non-objection or comment. Within thirty (30) days from receipt of non-objection or any comments from the Area Director and the Banking Commissioner, and after incorporation and adoption of all comments, the Board shall approve the Strategic Plan, which approval shall be recorded in the minutes of the Board meeting. Thereafter, the Bank shall implement and fully comply with the Strategic Plan.

(d) The Strategic Plan required by this ORDER shall be revised sixty (60) days after the end of each calendar year. The Board shall approve the revised Strategic Plan, which approval shall be recorded in the minutes of the Board meeting. Thereafter, the Bank shall implement and adhere to the revised Strategic Plan. A copy of the annual revised Strategic Plan shall be submitted to the Area Director and the Banking Commissioner within sixty (60) days following the end of each calendar year.

CORRECTION OF UNSAFE OR UNSOUND BANKING PRACTICES, VIOLATIONS, AND CONTRAVENTIONS OF POLICY

12. The Bank shall take all steps necessary, consistent with other provisions of this ORDER and safe and sound banking practices, to eliminate or correct and prevent unsafe or unsound banking practices, violations of law or regulation, and all contraventions of regulatory policies or guidelines cited in the Report of Examination.

DIVIDEND RESTRICTION

13. The Bank shall not declare or pay any dividend without the prior written consent of the Area Director and the Banking Commissioner.

SHAREHOLDER DISCLOSURE

14. Following the effective date of this ORDER, the Bank shall provide a copy of this ORDER or otherwise furnish a description of this ORDER to its shareholders in conjunction with the Bank's next shareholder communication and the notice or proxy statement preceding the Bank's next shareholder meeting. The description and any accompanying communication, statement, or notice shall be sent to the FDIC, Division of Supervision and Consumer Protection, Accounting-Registration, Disclosure and Securities Section, 550 17th Street, N.W., Washington, D.C. 20429, and the Banking Commissioner, 260 Constitution Plaza, Hartford, Connecticut 06103, for non-objection or comment at least thirty (30) days prior to dissemination to shareholders. An informational copy of the foregoing shall also be sent to the Area Director. Any changes requested to be made by the FDIC and the Banking Commissioner shall be made prior to dissemination of the description, communication, notice, or statement.

PROGRESS REPORTS

15. Within thirty (30) days from the end of each calendar quarter following the effective date of this ORDER, the Bank shall furnish to the Area Director and the Banking Commissioner written progress reports detailing the form, manner, and results of any actions taken to secure compliance with this ORDER. All progress reports and other written responses to this ORDER shall be reviewed by the Board and made a part of the Board minutes.

MISCELLANEOUS

This ORDER shall not bar, stop, or otherwise prevent the FDIC, the Department of Banking, or any other federal or state agency or department from taking any other action against the Bank, the Bank's current or former institution-affiliated parties, and/or any of their respective directors, officers, employees, and agents, including, but not limited to, the imposition of civil money penalties.

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 by the FDIC.

Issued Pursuant to Delegated Authority.

Dated: July 22, 2010

By:

/s/
Mary A. Barry
Acting Area Director
Boston Area Office, New York Region
Division of Supervision and Consumer Protection
Federal Deposit Insurance Corporation