FEDERAL DEPOSIT INSURANCE CORPORATION

WASHINGTON, D.C.

And

KANSAS OFFICE OF THE STATE BANK COMMISSIONER
TOPEKA, KANSAS

In the Matter of	)	**CONSENT ORDER**
THE TAMPA STATE BANK **TAMPA, KANSAS**	)	**FDIC-10-743b** **OSBC-2010-**
(Insured State Nonmember Bank)	)	

The Kansas State Banking Board ("KSBB") granted a state charter to Tampa State Bank, Tampa, Kansas ("Bank") pursuant to K.S.A. 9-1801.

The Federal Deposit Insurance Corporation ("FDIC") is the appropriate Federal banking agency for the 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 November 16, 2010, that is accepted by the FDIC and the KSBB. With the Stipulation, the Bank has consented, without admitting or denying any charges of unsafe or unsound banking practices or violations of law and/or regulation, to the issuance of this Consent Order ("Order") by the FDIC and the KSBB.

Having determined that the requirements for issuance of an Order under 12 U.S.C. § 1818(b), and Kansas Statutes Annotated 9-1807, have been satisfied, the FDIC and KSBB hereby order that:

1. Management.

(a) From the effective date of this ORDER, the Bank shall take action to have and maintain qualified management, which shall be assessed on management's ability to:

(i) Comply with the requirements of this Order, all applicable State and Federal laws and regulations, FDIC and Federal Financial Institutions Examination Council policy statements, and the Bank's approved policies and procedures; and

(ii) Restore and thereafter maintain the Bank in a safe and sound condition, including, but not limited to, capital adequacy, asset quality, earnings, management effectiveness, liquidity, and sensitivity to market risks.

(b) Within 60 days of the effective date of this ORDER, the Bank shall have a qualified chief loan officer with the requisite knowledge, skills, ability, and experience including problem loan workout experience giving consideration to the size and complexity of the Bank, to administer the loan portfolio of the Bank in a safe and sound manner and in compliance with applicable laws and regulations and restore the loan portfolio to a satisfactory condition. If the Bank is unable to employ a chief loan officer within the timeframe set forth above, the Board shall document its efforts to locate such candidates.

(c) Within 15 days from the effective date of this ORDER, the Board shall engage an independent third party ("Consultant") acceptable to the Regional Director of the FDIC Kansas City Region ("Regional Director") and the Commissioner of the Kansas Office of the State Bank Commissioner ("OSBC") (collectively "Supervisory Authorities"), and that possesses appropriate expertise and qualifications to analyze and assess the management needs of the Bank and the performance of the Bank's current officers.

(d) The Bank shall provide the Supervisory Authorities with a copy of the proposed engagement letter or contract with the Consultant for review before it is executed. 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 a maximum aggregate fee;

(ii) the responsibilities of the Consultant;

(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 Consultant employee(s) who are to perform the work;

(vi) a provision for unrestricted access by the Supervisory Authorities to the Consultant's workpapers;

(vii) a certification that the Consultant is not affiliated in any manner with the Bank; and

(viii) a requirement that within 90 days of engagement the Consultant shall deliver a written report to the Board ("Consultant's Report") summarizing the Consultant's (A) analysis of the Bank's management needs, (B) assessment of the performance of the Bank's current officers and directors and (C) recommendations regarding any changes or additions to the Bank's management.

(e) Within 30 days of receipt of the Consultant's Report, the Board will develop a written plan ("Management Plan") that addresses the findings of the Consultant's Report, states the actions to be taken by the Bank in response to each recommendation contained in the Consultant's Report, and establishes a time frame for completing each action. At a minimum, the Management Plan shall:

(i) contain a recitation of the recommendations included in the Consultant's Report;

(ii) identify the type and number of officer positions needed to manage and supervise the affairs of the Bank, detailing any vacancies or additional needs and giving appropriate consideration to the size and complexity of the Bank;

(iii) identify the authority and responsibilities of each officer position;

(iv) present a clear and concise description of the relevant knowledge and experience required for each officer position;

(v) evaluate the current and past performance of all existing Bank officers, indicating whether the individuals are competent and qualified to perform present and anticipated duties and operate the Bank in a safe and sound manner;

(vi) identify the appropriate level of current and deferred compensation to each officer position;

(vii) establish requirements and methodologies to periodically evaluate each individual's job performance;

(viii) identify and/or establish Bank committees needed to provide guidance and oversight to management;

(ix) establish a plan to terminate or reassign officers, as necessary, as well as recruit and retain qualified personnel, consistent with the Board's analysis and assessment of the Bank's staffing needs;

(x) contain a current organizational chart that identifies all existing and proposed officer positions, and delineates lines of authority and accountability;

(xi) contain a current management succession plan;

(xii) contain a procedure to ensure compliance with section 32 of the Act, 12 U.S.C. § 1831i, when applicable to changes/additions in directors and senior executive officers of the Bank; and

(xiii) establish procedures to review and update the Management Plan at least annually from the effective date of this ORDER;

(f) Within 10 days after completion of the Management Plan, and any subsequent modification thereto, a copy of the Consultant’s Report and the Management Plan shall be submitted to the Supervisory Authorities for review and comment. Within 30 days from receipt of any comment from the Supervisory Authorities and after consideration of all such comments, the Board shall approve the Management Plan which approval shall be recorded in the Board’s minutes. Thereafter, the Bank and its directors, officers and employees shall implement and follow the Management Plan and any modifications thereto. It shall remain the responsibility of the Board to fully implement the Management Plan within the specified time frames. In the event the Management Plan, or any portion thereof, is not implemented, the Board shall immediately advise the Supervisory Authorities, in writing, of specific reasons for deviating from the Management Plan.

2. <u>Charge-off of Adversely Classified Assets</u>.

(a) Within 10 days of the effective date of this ORDER and within 10 days after the receipt of any future reports of examination of the Bank from either of the Supervisory Authorities, the Bank shall eliminate from its books, by charge-off or collection, all assets or portions of assets classified “Loss” in the July 26, 2010 Joint Report of Examination (“Report of Examination”), and such future reports of examination that have not been previously collected or charged off.

(b) Elimination of reduction of assets through the proceeds of other loans or extensions of credit made by the Bank is not considered collection for purposes of this ORDER.

3. <u>Reduction of Adversely Classified Assets</u>.

(a) Within 60 days from the effective date of this ORDER, and 60 days from receipt of future reports of examination from either of the Supervisory Authorities, the Bank shall develop and complete a written plan to reduce the Bank’s risk exposure in each asset in excess of $100,000 classified “Substandard” or “Doubtful” in the Report of Examination and in such future reports 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 such adverse classification.

(b) In developing the plans mandated by this paragraph, the Bank shall, at a minimum, review, analyze, and document the financial position of the borrower, including sources of repayment and repayment ability, as well as the value and accessibility of any pledged or assigned collateral, and any possible actions to improve the Bank’s collateral position.

(c) The plans mandated by this provision shall include, at a minimum, the following:

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

(ii) a requirement that quarterly written progress reports be submitted to the Board; and

(iii) a requirement that the Board review the progress reports and record with a notation of the review in the minutes of the Board meetings at which such reports are reviewed.

(d) The Board shall approve the plans, which approval shall be recorded in the Board’s minutes. Thereafter, a copy of the plan or portion thereof that pertains to a specific borrower shall be maintained in the borrower’s credit file, and the Bank shall implement and fully comply with the plan.

4. <u>Restrictions on Advances to Adversely Classified Borrowers</u>.

(a) While this ORDER is in effect, the Bank shall not, renew, or extend (directly or indirectly) any additional credit to, or for the benefit of, any borrower who has a loan or other extension of credit or obligation with the Bank that has been, in whole or in part, charged off or adversely classified “Substandard” or "Doubtful," either internally or by either of the Supervisory Authorities in a report of examination in the last 12 months, and is uncollected, or classified “Substandard” or “Doubtful” in the future, internally or in any future reports of examination from either of the Supervisory Authorities, and is uncollected.

(b) Subparagraph (a) of this provision 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 extending additional credit pursuant to this subparagraph (b), whether in the form of a renewal, extension, or further advance of funds, such additional credit shall be approved by the Board, who shall conclude:

(i) the failure of the Bank to extend such credit would be detrimental to the best interests of the Bank, with an explanation of why it would be detrimental (e.g., mitigation of loss; enhance collateral protection; or greater possible loss from contract liability);

(ii) that the extension of such credit would improve the Bank’s position, with an explanatory statement of 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.

(c) The conclusions and approval made pursuant to subparagraph (b) of this provision shall be made a part of the minutes of the meeting of the Board at which the extension of credit is approved, with a copy retained in the borrower’s credit file.

5. Revision and Implementation of Loan Policy.

(a) Within 60 days from the effective date of this ORDER, the Board shall review and revise the Bank’s loan policies and procedures (the “Loan Policy”) to address the criticisms and credit administration deficiencies identified in the Report of Examination.

(b) Upon completion, the Bank shall submit the revised loan policy to the Supervisory Authorities for review and comment. Within 15 days from receipt of any comment from the Supervisory Authorities, and after consideration of any such comments, the Board shall approve the revised loan policy, which approval shall be recorded in the Board’s minutes. Thereafter, the Bank shall implement and fully comply with the revised loan policy.

6. Independent Loan Review Program.

(a) Within 60 days, the Board shall develop a written loan review program that provides for a periodic and independent review of the Bank's loan portfolio and the identification and categorization of problem credits. At a minimum, the written program shall provide for:

(i) prompt identification of loans with credit weaknesses that warrant the special attention of management, including the name of the borrower, amount of the loan, reason why the loan warrants special attention, and assessment of the degree of risk that the loan will not be fully repaid according to its terms;

(ii) prompt identification of all outstanding balances and commitments attributable to each obligor identified under the requirements of subparagraph (i), including outstanding balances and commitments attributable to related interests of such obligors, including the obligor of record, relationship to the primary obligor identified under subparagraph (i), and an assessment of the risk exposure from the aggregate relationship;

(iii) identification of trends affecting the quality of the loan portfolio and potential problem areas;

(iv) assessment of the overall quality of the loan portfolio;

(v) identification of credit and collateral documentation exceptions;

(vi) identification and status of apparent violations of laws, rules, or regulations with respect to the lending function;

(vii) identification of loans that are not in conformance with the Bank's loan policies and procedures;

(viii) identification of loans to directors, officers, principal shareholders, and their related interests; and

(ix) periodic written reports, but in no event less than quarterly, providing the information developed in (i) through (viii) above to the Board. The reports should also describe the action(s) taken by management with respect to problem credits.

(b) Upon completion, the Bank shall submit the written program to the Supervisory Authorities for review and comment. Within 30 days from receipt of any comment from the Supervisory Authorities, and after consideration of all such comments, the Board shall approve the program, which approval shall be recorded in the Board's minutes. Thereafter, the Bank shall implement and fully comply with the loan review program.

(c) Upon implementation, a copy of each report submitted to the Board, as well as documentation of the actions taken by the Bank or recommendations to the Board that address identified deficiencies in specific loan relationships or the Bank's policies, procedures, strategies, or other elements of the Bank's lending activities, as well as any resulting determinations, shall be recorded and retained in the Board's minutes.

7. Consolidated Reports of Condition and Income and Allowance for Loan and Lease Losses.

(a) The Bank shall accurately reflect the financial condition of the Bank in its September 30, 2010 Consolidated Reports of Condition and Income (Call Report). In meeting the requirements of this subparagraph, the Board shall appropriately consider the recommended provision to reflect an appropriately funded Allowance for Loan and Lease Losses (ALLL) described in the Report of Examination. If Bank has filed its September 30, 2010 Call Report prior to the effective date of this Order, within 10 days the Board will review and amend as necessary that Call Report to comply with the requirements of this subparagraph.

(b) Call Reports filed after the effective date of this Order shall reflect an appropriately funded ALLL and accurately reflect the financial condition of the Bank as of the reporting date.

(c) From the effective date of this Order, a deficiency in the Bank’s 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 Board shall thereafter maintain an appropriate ALLL.

(d) Within 30 days from the effective date of this ORDER, the Board shall prepare a comprehensive written policy and methodology for determining the ALLL (“ALLL Policy”). The ALLL Policy shall provide for a review of the ALLL at least once each calendar quarter in order that the findings of the Board may be properly reported in the Bank’s Call Reports. Such reviews shall, at a minimum, be made in accordance with the Call Report Instructions, the Interagency Statement of Policy on the Allowance for Loan and Lease Losses, other applicable regulatory guidance that addresses the appropriateness of the Bank’s ALLL, and any analysis of the Bank’s ALLL provided by either of the Supervisory Authorities.

(e) Upon completion, the Bank shall submit the ALLL Policy to the Supervisory Authorities for review and comment. Within 30 days from receipt of any comment from the Supervisory Authorities, and after consideration of all such comments, the

Board shall approve the policy, which approval shall be recorded in the Board's minutes. Thereafter, the Bank shall implement and fully comply with the ALLL Policy.

8. Minimum Capital Requirements.

(a) While this ORDER is in effect, the Bank shall have and maintain the following minimum capital ratios (as defined in Part 325 of the FDIC's Rules and Regulations), after establishing an appropriate ALLL:

(i) Tier 1 "Leverage Capital Ratio" at least equal to 9 percent; and

(ii) "Total Risk-Based Capital Ratio" at least equal to 12 percent.

(b) In the event any ratio is or becomes less than the minimum required by subparagraph (a) of this provision, the Bank shall immediately notify the Supervisory Authorities and within 45 days shall: (1) increase capital in an amount sufficient to comply with subparagraph (a), or (2) submit a written plan to the Supervisory Authorities, describing the primary means and timing by which the Bank shall increase its capital ratios up to or in excess of the minimum requirements of subparagraph (a) above, as well as a contingency plan, including the possible sale, merger, or liquidation of the Bank, in the event the primary sources of capital are not available. Within 30 days of receipt of any such comments from the Supervisory Authorities, and after consideration of all such comments, the Board shall approve the written plan, which approval shall be recorded in the Board's minutes. Thereafter, the Bank shall implement and fully comply with the written plan.

(c) Any increase in Tier 1 capital necessary to meet the requirements of subparagraph (a) of this provision may not be accomplished through a deduction from the ALLL.

9. Dividend Restriction.

While this ORDER is in effect, the Bank shall not declare or pay any dividends without the prior written approval of the Supervisory Authorities.

10. Liquidity.

(a) Within 30 days from the effective date of this ORDER, the Board shall review and revise the Bank's liquidity and contingency funding policies and plans (the Liquidity Policy") as necessary to address and incorporate the guidance contained in Financial Institution Letters 84-2008, dated August 26, 2008, entitled *Liquidity Risk Management*, and 13-2010, dated April 5, 2010, entitled *Funding and Liquidity Risk Management,* and the comments and criticisms in the Report of Examination. The Liquidity Policy, and any subsequent modification thereto, shall be approved by the Board, which approval shall be recorded in the Board’s minutes. Thereafter, the Bank shall implement and fully comply with the Liquidity Policy.

(b) Within 30 days from the effective date of this ORDER, the Bank shall prepare a written liquidity analysis and projection for the sources and uses of funds, including but not limited to the following:

Sources:

(i) listing of loans available for participation or sale and a list of committed purchasers;

(ii) listing of and projected pay offs or pay downs of loans;

(iii) specific listing of all funding sources and borrowings and level of commitments/availability;

(iv) projection and breakdown of deposit growth from non-brokered deposits and sources;

Uses:

(v) listing and timing of contractually binding loan commitments that are expected to be funded;

(vi) projections for known maturities of anticipated brokered deposit withdrawals;

(vii) projections, including best and worse case scenarios, of large public/private deposit withdrawals;

Projections and Contingency Plans:

(viii) projections for curtailing loan growth and shrinking the total asset size of the Bank; and

(ix) specific contingency plans in the event that anticipated events do not materialize, or in case of some other liquidity emergency.

(c) The written analyses and projections required by subparagraph (b) of this provision above shall be reviewed for viability by Bank management on a weekly basis, and updated as necessary.

(d) A copy of the Liquidity Policy, and any modifications thereto, along with a copy of the analyses prepared under paragraph (b) of this provision shall be provided to the Supervisory Authorities with the progress reports provided for below.

11. Brokered Deposits.

Upon the issuance of this ORDER and so long as this ORDER is in effect, the Bank shall not accept, increase, renew, or rollover any brokered deposits, as defined in 12 C.F.R. § 337.6(a)(2), without the prior written approval of the Supervisory Authorities.

12. <u>Interest Rate Risk</u>.

(a) Within 45 days from the effective date of this ORDER, the Bank shall review and revise its written policy for managing interest rate risk ("IRR Policy") in a manner that is appropriate to the size of the Bank and the complexity of its assets. The policy shall comply with the *Joint Inter-Agency Policy Statement on Interest Rate Risk*, FIL-52-96, dated July 12, 1996, and the *FFIEC Advisory on Interest Rate Management*, FIL-2-2010, dated January 20, 2010. In addition, the IRR Policy shall address the comments and recommendations detailed in the Report of Examination, including, but not limited to, the means by which the interest rate risk position will be monitored, the establishment of risk parameters, and provision for periodic reporting to management and the Board regarding interest rate risk with adequate information provided to assess the level of risk.

(b) The IRR Policy, and any subsequent modification thereto, shall be approved by the Board, which approval shall be recorded in the Board's minutes. Thereafter, the Bank shall implement and fully comply with the IRR Policy. Upon approval, a copy of the IRR Policy, and any modifications thereto, shall be provided to the Supervisory Authorities.

13. <u>Business/Strategic Plan and Profit and Budget Plan</u>.

(a) Within 120 days of the effective date of this ORDER, and within 30 days from the first day in each calendar year thereafter, the Board shall develop a written three-year business/strategic plan and one-year profit and budget plan covering the overall operation of the Bank and its 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 business/strategic plan shall provide specific objectives for asset growth, loan portfolio mix, market focus, earnings projections, capital needs, and liquidity position. The profit and budget plan shall include goals and strategies for improving the earnings of the Bank. The budget shall include a description of the operating assumptions that form the basis for, and adequately support, major projected income and expense components.

(c) The business/strategic plan and the profit and budget plan, and any subsequent modification thereto, shall be approved by the Board, which approval shall be recorded in the Board’s minutes. Thereafter, the Bank shall implement and fully comply with the plans. Upon approval, a copy of the business/strategic plan and profit and budget plan, and any modifications thereto, shall be provided to the Supervisory Authorities.

14. Elimination and/or Correction of Violations of Laws and Rules and Regulations.

(a) Within 120 days after the effective date of this ORDER, and within 90 days after receipt of any future report of examination by either of the Supervisory Authorities, the Bank, consistent with sound banking practices, shall eliminate and/or correct all violations of laws and rules and regulations cited in the Report of Examination, or such future reports of examinations.

(b) The Bank shall document any violation that cannot be corrected, and why, for review by the Board at its next monthly meeting. The Board’s review, discussion and any action upon the uncorrected violation shall be recorded in its minutes.

15. Correction of Technical Exceptions.

(a) Within 120 days from the effective date of this ORDER, and within 90 days after receipt of any future reports of examination of the Bank from either of the Supervisory Authorities, the Bank shall correct the exceptions listed on the “Assets with Credit Data or Collateral Documentation Exceptions” pages of the Report of Examination, and such future reports of examinations.

(b) Progress reports detailing each outstanding exception and the Bank's plan for corrective action shall be submitted to the Board for review during each regularly scheduled meeting. The report shall be made part of, and the review noted, in the Board's minutes.

(c) For any exception that cannot be corrected, the Bank shall document to reason for such inability in the borrower's credit file, and the Board shall review and include a copy of the documentation in the Board's minutes.

(d) From the effective date of this ORDER, the Bank shall ensure that the necessary supporting documentation is obtained and evaluated before any credit or loan is extended.

16. Information Technology ("IT").

(a) Within 120 days from the effective date of this ORDER, the Bank shall correct the IT deficiencies described in the Report of Examination.

(b) Within 45 days from the effective date of this ORDER, the Bank shall identify and designate an individual or individuals, whether from internal or external sources, with the requisite knowledge and qualifications to provide oversight for the Bank's IT function.

(c) Within 60 days from the effective date of this ORDER, the Bank shall complete a written risk assessment of its IT functions in conformance with Part 364, Appendix B of the FDIC’s Rules and Regulations. The purpose of this risk assessment is to assist in the identification and mitigation of threats and risks to IT assets and customer data, from both internal and external sources. The written risk assessment shall include, at a minimum, the following:

(i) Board members, committee members, or other designees charged with overseeing the risk assessment process;

(ii) threats and risks by area (for example, business function, hardware, and/or applications, maintained in-house or outsourced to service providers), including internal control weaknesses and conflicting duties;

(iii) likelihood or probability of such threats, taking into consideration natural, intentional, and unintentional causes;

(iv) methods for mitigating or minimizing threats and risks through administrative, technical, or physical controls; and,

(v) identification of the written policies containing the required risk mitigation methods.

(d) Within 90 days from the effective date of this ORDER, the Bank shall complete and implement a written information security program that includes administrative, technical, and physical safeguards for all areas of the Bank’s operations, including those areas defined within the risk assessment process. The Bank’s written information security program shall meet the requirements of Part 364, Appendix B of the FDIC’s Rules and Regulations. The information security program shall also provide for periodic employee training.

(e) Within 120 days of the effective date of this ORDER, the Bank shall develop and implement a written IT audit program for the purpose of determining compliance with the written information security program required by subparagraph (d) of this provision. The IT audit program shall identify the scope, type, and frequency of audits to be performed, and include provisions for Board reporting, audit tracking, and findings resolution. The findings of the risk assessment process required by subparagraph (b) of this provision shall be used to develop the scope of audit reviews. The Board or designated audit committee shall be responsible for directing and overseeing audit work performed, and for prompt resolution of audit findings. Upon completion of the written IT audit program, the Board shall engage a qualified, independent internal or external party to conduct an IT audit in accordance with the written audit program.

17. <u>Disclosure of Order to Sole Shareholder</u>.

Following the effective date of this ORDER, the Bank shall provide a copy of this ORDER to its sole shareholder, (i) in conjunction with the Bank’s next shareholder communication, and (ii) in conjunction with its notice or proxy statement preceding the Bank’s next shareholder meeting.

18. <u>Progress Reports Detailing Compliance with ORDER</u>.

(a) Within 45 days of the end of the first calendar quarter following the effective date of this ORDER, and within 45 days of the end of each calendar quarter thereafter, the Bank shall furnish written progress reports to the Supervisory Authorities detailing the form, manner, and results of any actions taken to secure compliance with this ORDER. Such written progress reports shall provide cumulative detail of the Bank’s progress toward achieving compliance with each provision of the ORDER, including at a minimum:

(i) description of the identified weaknesses and deficiencies;

(ii) provision(s) of the ORDER pertaining to each weakness or deficiency;

(iii) actions taken or in-process for addressing each deficiency;

(iv) results of the corrective actions taken;

(v) the Bank’s status of compliance with each provision of the ORDER; and

(vi) appropriate supporting documentation.

(b) Progress reports may be discontinued when the Supervisory Authorities have, in writing, released the Bank from making additional reports.

MISCELLANEOUS

The provisions of this ORDER shall not bar, estop or otherwise prevent the FDIC, the KSBB, or the OSBC 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.

The KSBB hereby expressly delegates the authority to the OSBC to monitor and determine compliance with the ORDER and to pursue adequate remedies for any areas of noncompliance.

Nothing herein shall prevent the FDIC or the OSBC from conducting on-site reviews and or examinations of the Bank, its affiliates, agents, servicers, and other institution-affiliated parties at any time to monitor compliance with this ORDER.

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 KSBB.

This ORDER shall be effective the _23rd__ day of _November_, 2010.

KANSAS STATE BANKING BOARD

By: /s/________________________
James O'Sullivan, Chairman
Kansas State Banking Board

By: /s/________________________
Judi M. Stork, Acting State Bank Commissioner
And Secretary
Kansas State Banking Board

FEDERAL DEPOSIT INSURANCE CORPORATION
Issued Pursuant to Delegated Authority

By: /s/________________________
Mark S. Moylan
Deputy Regional Director
Federal Deposit Insurance Corporation
Kansas City Regional Office