FEDERAL DEPOSIT INSURANCE CORPORATION

RE: Flushing Commercial Bank
(In Organization)
North New Hyde Park, New York

Application for Federal Deposit Insurance

ORDER

The undersigned, acting on behalf of the Board of Directors pursuant to delegated authority, has fully considered all available facts and information relevant to the factors of Section 6 of the Federal Deposit Insurance Act and relating to the application for Federal deposit insurance with membership in the Bank Insurance Fund for **Flushing Commercial Bank** to be located at **661 Hillside Avenue, North New Hyde Park, New York, 11040** and has concluded that the application should be approved.

Accordingly, it is hereby ORDERED that the application submitted by **Flushing Commercial Bank** for Federal deposit insurance be, and the same hereby is, approved subject to the following conditions:

1. That beginning paid-in capital funds of not less than **$10 million** be provided;

2. That the Tier 1 capital to assets leverage ratio (as defined in the Federal Deposit Insurance Corporation's capital regulations) be maintained at not less than eight percent throughout the first three years of operation and that an adequate allowance for loan and lease losses be provided from the date insurance is effective;

3. That any changes in the proposed management or proposed ownership of ten percent or more of stock, including new acquisitions of or subscriptions to ten percent or more of the stock be approved by the FDIC prior to opening;

4. That prior to the effective date of deposit insurance, adequate fidelity coverage be obtained;

5. That the bank adopt an accrual accounting system;

6. That the bank will obtain an audit of its financial statements by an independent public accountant annually for at least the first three years after deposit insurance is effective; furnish a copy of the audited annual financial statements and the independent public auditor's report within 90 days after the end of the bank's fiscal year; furnish a copy of any reports by the independent auditor (including any management letters) to the appropriate FDIC regional office within 15 days after their receipt by the depository institution; and notify the appropriate FDIC regional office within 15 days when a change

in its independent auditor occurs;

7. That the bank shall operate within the parameters of the business plan submitted to the FDIC. Furthermore, during the first three years of operations, the bank shall notify the Regional Director of any proposed major deviation or material change from the submitted plan 60 days before consummation of the change;

8. That deposit insurance will not become effective until the applicant has been granted a charter, has authority to conduct a banking business, and its establishment and operation as a depository institution has been fully approved by the appropriate state supervisory authority;

9. That prior to the effective date of deposit insurance, adequate written policies addressing securities investments, liquidity and funds management, bank secrecy/anti-money laundering, wire transfers, and controls against external crimes will be adopted by the bank and submitted to the Regional Director for review;

10. That the bank shall request designation by the FDIC as a "special purpose" bank under the Community Reinvestment Act;

11. That until the conditional commitment of the FDIC becomes effective, the FDIC retains the right to alter, suspend, or withdraw its commitment should any interim development be deemed to warrant such action; and

12. That if Federal deposit insurance has not become effective within one year from the date of this ORDER, or unless, in the meantime, a request for an extension of time has been approved by the FDIC, the consent granted shall expire at the end of the said time period.

Dated at New York, New York, this **7th day of March, 2007**.

/s/

Doreen R. Eberley
Regional Director