

FEDERAL DEPOSIT INSURANCE CORPORATION

Re: JPMorgan Bank and Trust Company, National Association
San Francisco, San Francisco County, California

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 Deposit Insurance Fund for JPMorgan Bank and Trust Company, National Association, a proposed new limited-purpose national trust bank to be located at 560 Mission Street, San Francisco, California, and has concluded that the application should be approved.

Accordingly, it is hereby ORDERED that the application submitted by JPMorgan Bank and Trust Company, National Association, 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 \$10,000,000 be provided;
2. That the Tier 1 capital to assets leverage ratio 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 deposit insurance shall 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 Office of the Comptroller of the Currency;
5. 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
6. 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 Washington, D.C. this 30th day of October 2007.

FEDERAL DEPOSIT INSURANCE CORPORATION

/s/

BY:

Serena L. Owens
Associate Director
Division of Supervision and Consumer Protection

STATEMENT

Pursuant to the provisions of Section 5 of the Federal Deposit Insurance Act (12 U.S.C. §1815), an application for Federal deposit insurance has been filed for JPMorgan Bank and Trust Company, National Association, a proposed new limited-purpose, nationally chartered trust bank, to be located at 560 Mission Street, San Francisco, San Francisco County, California.

The Bank is being formed in order to provide custodial and trust services to corporations and insurance companies located in California.

For the purposes of this proposal, capital is adequate, projections for future earnings prospects are favorable, management is considered satisfactory, and the investment in fixed assets is reasonable. Corporate powers to be exercised are consistent with the purpose of the Federal Deposit Insurance Act. No formal objections to this proposal have been filed and no undue risk to the insurance fund is apparent.

Accordingly, based upon careful evaluation of all available facts and information, the Associate Director, acting under delegated authority, has concluded that approval of the application is warranted, subject to certain prudential conditions.

**ASSOCIATE DIRECTOR
DIVISION OF SUPERVISION AND CONSUMER PROTECTION
FEDERAL DEPOSIT INSURANCE CORPORATION**