

TRUST COMPANY
CONVERSION APPLICATION
INFORMATION AND INSTRUCTIONS

1. The original and two copies of the application form and all attachments should be delivered to the Texas Department of Banking, 2601 North Lamar Boulevard, Austin, Texas 78705-4294. Both the original and duplicate copy of the Articles of Association must bear the original signatures of the proposed Board of Directors. Inquiries concerning the preparation and filing of this or any other application with the Department should be directed to the Corporate Activities Division of the Texas Department of Banking, 2601 North Lamar Boulevard, Austin, Texas 78705-4294 (512/475-1300).
2. A check payable to the Banking Commissioner of Texas is required as an application filing fee. It is not refundable. Additional costs associated with the application may include fees connected with the examination of the applicant bank.
3. In lieu of stockholder's affidavits, the president of the applicant trust company or trust bank must execute the form certifying that each stockholder of the trust company or trust bank will receive the same pro rata interest in the trust company. Any deviations or changes must be fully described.
4. Provide a complete shareholders list.
5. Attach a certified copy of the resolution adopted by the Board of Directors approving the conversion.
6. Provide evidence that public notice of the conversion has been published in a newspaper of general circulation in the home office and any branch locations.
7. Attach a copy of the institution's most recent Statement of Condition and Income or equivalent regulatory reports.
8. Authority to Release Information and Biographical Report and Financial Information forms must be completed for all directors, executive officers and principal shareholders. The Department will accept the completed Interagency Biographical and Financial Report in lieu of the State forms provided that the forms are accompanied by the executed and notarized signature pages on the State forms.
9. Confirmation Inquiry forms are only required if any directors, executive officers or principal shareholders propose to purchase additional stock as part of the conversion or if any proposed shareholders will become principal shareholders as a part of the transaction.

TRUST COMPANY
CONVERSION APPLICATION

All information submitted to the Texas Department of Banking is presumed to be public information, unless it is deemed confidential under the Texas Open Records Act. Any document in the application for which you request confidential treatment must be segregated and reference the Texas Open Records Act exception supporting the request. Final determination as to the confidentiality of any information will rest with the Banking Commissioner.

State the name, address and phone number of the person who will represent the applicant.

1. State the name and location of the proposed trust company. Section 182.002(b) of the Texas Finance Code provides that the Commissioner may determine that the proposed trust company name may be misleading to the public and require the organizers to select a different name.

Name			
Street Address			
City	County	State	Zip Code

2. Provide full details of the capital structure of the proposed trust company including number and types of authorized shares, par value, total capital stock account, surplus, and any other components of capital. Also, state the initial amount of any reserves to be established.
3. State the names and addresses of the Board of Directors and any principal shareholders of the proposed trust company. (Use additional sheets if necessary.)
4. State the names and addresses of the Board of Directors and any principal shareholders of the proposed trust company. (Use additional sheets if necessary.)
5. State the position and name of the officers of the proposed trust company, and the position they now hold with the existing financial institution.
6. If approved for conversion, will this institution be a member of the Federal Reserve System? Will the institution be FDIC insured? Have the appropriate notices/filings been made with the Federal agencies?
7. Complete and attach biographical report forms for individuals proposed as principal shareholders, directors and executive officers.

8. Complete and attach the financial information statements for individuals proposed as principal shareholders, directors and executive officers.
9. List all existing facilities owned or leased by the trust company.
10. Has the institution been granted authority to operate a branch or other facility that is not yet opened? If so, provide details.
11. Does the institution exercise any powers or engage in any activities or hold any investments that are not currently authorized for a state trust company? If so, provide details.
12. If the institution is owned by a holding company provide detailed historical and financial information on the holding company.
13. Is the institution operating under any commitments, agreements, formal or informal, or orders issued by a regulatory agency? Are any such orders threatened? If so, provide full details.
14. Are there any assets or liabilities on the trust company's books that will be held in violation of state statutes if the conversion is approved? If so, provide full details.
15. If there are any major changes anticipated in the trust company's current Strategic Plan, include a copy of any proposed revisions.
16. The Commissioner is required, pursuant to Section 182.502 of The Texas Finance Code, to make certain findings. Please address each of the required findings with respect to this application.

We, the Board of Directors of the proposed trust company, solemnly swear that the statements and representations hereto made are true and correct to the best of our knowledge and belief, that the personal data and financial statement submitted with this application is true and correct, and that this application is made in good faith, with the purpose and intent that the affairs and business of the proposed corporation shall be honestly conducted upon good and sound business principles.

_____	_____
_____	_____
_____	_____
_____	_____
_____	_____
_____	_____

THE STATE OF TEXAS
COUNTY OF _____

BEFORE ME, the undersigned authority, on this day personally appeared

known to me to be the persons described in and who executed the foregoing instrument and severally acknowledged to me that they executed the same for the purposes and consideration therein expressed.

IN TESTIMONY, I have hereunto set my hand and affixed my seal of office, this _____ day of _____, _____.

(Notary Public)

(Name Typed or Printed)

My commission expires: _____

Date

Banking Commissioner of Texas
2601 North Lamar Boulevard
Austin, Texas 78705-4294

Dear Commissioner:

Please accept this letter as my certified statement that all stockholders at this time of conversion into a trust company shall be issued one share of the common or preferred stock of (Trust Company) for each share of the common or preferred stock of (Converting Entity) owned by them on the date the charter of (Trust Company) is granted.

Sincerely,

President or Authorized Representative
Converting Entity