

**OFFICIAL ORDER OF
THE BANKING COMMISSIONER
ORDER NO. 2013-012**

IN RE: CHARTER APPLICATION FOR	§	BEFORE THE BANKING
	§	
FIRST BANK	§	COMMISSIONER OF TEXAS
	§	
WHITNEY, TEXAS	§	AUSTIN, TRAVIS COUNTY, TEXAS

ORDER APPROVING CONVERSION

By application accepted for filing on March 21, 2013, First National Bank in Whitney, Whitney, Texas, (the “Bank”) requested approval to convert to First Bank, Whitney, Texas, a State banking association.

Based upon investigation and examination, I find that:

1. The Bank has properly published notice of conversion as required by 7 TAC §15.108. No comments or protests were received in response to the publication;
2. The Bank is not engaging in a pattern or practice of unsafe and unsound banking practices;
3. The Bank has adequate capitalization to engage in business at the same locations as it engaged in business before the conversion;
4. The Bank can be expected to operate profitably after the conversion;
5. The Bank's officers and directors as a group have sufficient banking experience, competence, trustworthiness, and integrity to justify a belief that the Bank will operate in compliance with the law;
6. Each principal shareholder of the Bank has sufficient experience, ability, standing, competence, trustworthiness, and integrity to justify a belief that the Bank will be free from improper or unlawful influence with respect to the Bank's operation in compliance with the law; and

7. The Bank has received all authorizations from pertinent Federal banking authorities necessary for the exit of First National Bank in Whitney from the Federal bank regulatory system.

Consequently, I find that the conversion of First National Bank in Whitney, Whitney, Texas, into First Bank, Whitney, Texas, a State banking association, meets the requirements set forth in TEX. FIN. CODE §32.502.

IT IS THEREFORE ORDERED that the application of First National Bank in Whitney, Whitney, Texas to convert into First Bank, a State banking association with no change in location, under Charter Number 3206-07, be and hereby is **APPROVED**.

Signed in triplicate original this 7th day of June, 2013.

/s/ Charles G. Cooper
Charles G. Cooper
Commissioner, Department of Banking