

Federal Financial Institutions Examination Council

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Table of Contents, for
the required disclosure
of estimated burden.

Consolidated Reports of Condition and Income for A Bank With Domestic and Foreign Offices—FFIEC 031

Report at the close of Business December 31, 2006

(20061231)

(RCON 9999)

This report is required by law: 12 U.S.C. §324 (State member banks); 12 U.S.C. §1817 (State nonmember banks); and 12 U.S.C. §161 (National banks).

This report form is to be filed by banks with branches and consolidated subsidiaries in U.S. territories and possessions, Edge or Agreement subsidiaries, foreign branches, consolidated foreign subsidiaries, or International Banking Facilities.

NOTE: Each bank's board of directors and senior management are responsible for establishing and maintaining an effective system of internal control, including controls over the Reports of Condition and Income. The Reports of Condition and Income are to be prepared in accordance with the Federal regulatory authority instructions.

The Reports of Condition and Income must be signed by the Chief Financial Officer (CFO) of the reporting bank (or by the individual performing an equivalent function)

and attested to by not less than two directors (trustees) for State nonmember banks and three directors for State member and National banks.

We, the undersigned directors (trustees), attest to the correctness of the Reports of Condition and Income (including the supporting schedules) for this report date and declare that the Reports of Condition and Income have been examined by us and to the best of our knowledge and belief have been prepared in conformance with the instructions issued by the appropriate Federal regulatory authority and are true and correct.

I, the undersigned CFO (or equivalent) of the named bank, attest that the Reports of Condition and Income (including the supporting schedules) for this report date have been prepared in conformance with the instructions issued by the appropriate Federal regulatory authority and are true and correct to the best of my knowledge and belief.

Director (Trustee)

Director (Trustee)

Director (Trustee)

Signature of Chief Financial Officer (or Equivalent)

Date of Signature

Submission of Reports

Each bank must file its Reports of Condition and Income (Call Report) data by either:

- Using computer software to prepare its Call Report and then submitting the report data directly to the FFIEC's Central Data Repository (CDR), an Internet-based system for data collection (<https://cdr.ffiec.gov/cdr/>), or
- Completing its Call Report in paper form and arranging with a software vendor or another party to convert the data into the electronic format that can be processed by the CDR. The software vendor or other party then must electronically submit the bank's data file to the CDR.

To fulfill the signature and attestation requirement for the Reports of Condition and Income for this report date, attach your bank's completed signature page (or a photocopy or a computer-generated version of this page) to the hard-copy record of the data file submitted to the CDR that your bank must place in its files.

The appearance of your bank's hard-copy record of the submitted data file need not match exactly the appearance of the FFIEC's sample report forms, but should show at least the caption of each Call Report item and the reported amount.

For technical assistance with submissions to the CDR, please contact the CDR Help Desk by telephone at (888) CDR-3111, by fax at (301) 495-7864, or by e-mail at CDR.Help@ffiec.gov.

The Bank of New York

Legal Title of Bank (RSSD 9017)

New York

City (RSSD 9130)

NY

State Abbrev. (RSSD 9200)

10286

Zip Code (RSSD 9220)

FDIC Certificate Number

00639

(RSSD 9050)

Consolidated Reports of Condition and Income for A Bank With Domestic and Foreign Offices

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The estimated average burden associated with this information collection is 39.1 hours per respondent and is estimated to vary from 16 to 625 hours per response, depending on individual circumstances. Burden estimates include the time for reviewing instructions, gathering and maintaining data in the required form, and completing the information collection, but exclude the time for compiling and maintaining business records in the normal course of a respondent's activities. A Federal agency may not conduct or sponsor, and an organization (or a person) is not required to respond to a collection of information, unless it displays a currently valid OMB control number. Comments concerning the accuracy of this burden estimate and suggestions for reducing this burden should be directed to the Office of Information and Regulatory Affairs, Office of Management and Budget, Washington, D.C. 20503, and to one of the following:		Schedule RC-M - Memoranda _____	RC-16, 16a
Secretary		Schedule RC-N - Past Due and Nonaccrual Loans, Leases, and Other Assets _____	RC-17, 18
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Assistant Executive Secretary		Optional Narrative Statement Concerning the Amounts Reported in the Reports of Condition and Income _____	RC-31
Federal Deposit Insurance Corporation			
Washington, D.C. 20429			

For information or assistance, National and State nonmember banks should contact the FDIC's Data Collection and Analysis Section, 550 17th Street, NW, Washington, D.C. 20429, toll free on (800) 688-FDIC(3342), Monday through Friday between 8:00 a.m. and 5:00 p.m., Eastern time. State member banks should contact their Federal Reserve District Bank.

Contact Information for the Reports of Condition and Income

To facilitate communication between the Agencies and the bank concerning the Reports of Condition and Income, please provide contact information for (1) the Chief Financial Officer (or equivalent) of the bank signing the reports for this quarter and (2) the person at the bank - other than the Chief Financial Officer (or equivalent) - to whom questions about the reports should be directed. If the Chief Financial Officer (or equivalent) is the primary contact for questions about the reports, please provide contact information for another person at the bank who will serve as a secondary contact for communications between the Agencies and the bank concerning the Reports of Condition and Income. Enter "none" for the contact's e-mail address or fax number if not available. Contact information for the Reports of Condition and Income is for the confidential use of the Agencies and will not be released to the public.

Chief Financial Officer (or Equivalent) Signing the Reports

Thomas P. Gibbons

Name (TEXT C490)

Chief Financial Officer

Title (TEXT C491)

tgibbons@bankofny.com

E-mail Address (TEXT C492)

(212) 635-1901

Telephone: Area code/phone number/extension (TEXT C493)

(212) 635-1070

FAX: Area code/phone number (TEXT C494)

Other Person to Whom Questions about the Reports Should be Directed

Robert L. De Paola

Name (TEXT C495)

Vice President

Title (TEXT C496)

rdepaola@bankofny.com

E-mail Address (TEXT 4086)

(212) 635-1413

Telephone: Area code/phone number/extension (TEXT 8902)

(212) 635-8750

FAX: Area code/phone number (TEXT 9116)

Emergency Contact Information

This information is being requested so the Agencies can distribute critical, time sensitive information to emergency contacts at banks. Please provide primary contact information for a senior official of the bank who has decision-making authority. Also provide information for a secondary contact if available. Enter "none" for the contact's e-mail address or fax number if not available. Emergency contact information is for the confidential use of the Agencies and will not be released to the public.

Primary Contact

Thomas J. Mastro

Name (TEXT C366)

Executive Vice President & Comptroller

Title (TEXT C367)

tmastro@bankofny.com

E-mail Address (TEXT C368)

(212) 635-1852

Telephone: Area code/phone number/extension (TEXT C369)

(212) 635-1070

FAX: Area code/phone number (TEXT C370)

Secondary Contact

Robert L. De Paola

Name (TEXT C371)

Vice President

Title (TEXT C372)

rdepaola@bankofny.com

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(212) 635-1413

Telephone: Area code/phone number/extension (TEXT C374)

(212) 635-8750

FAX: Area code/phone number (TEXT C375)

USA PATRIOT Act Section 314(a) Anti-Money Laundering Contact Information

This information is being requested to identify points-of-contact who are in charge of your depository institution's Section 314(a) searches and who could be contacted by federal law enforcement officers for additional information related to anti-terrorist financing and anti-money laundering. Please provide information for a secondary contact if available. Information for a third and fourth contact may be provided at the bank's option. Enter "none" for the contacts's e-mail address or fax number if not available. USA PATRIOT Act contact information is for the confidential use of the Agencies and the Financial Crimes Enforcement Network (FinCEN) and will not be released to the public.

Primary Contact

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Managing Counsel

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mbiben@bankofny.com

E-mail Address (TEXT C439)

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ksuttlehan@bankofny.com

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(212) 635-1183

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(212) 635-1098

FAX: Area code/phone number (TEXT C446)

Third Contact

Name (TEXT C870)

Title (TEXT C871)

E-mail Address (TEXT C872)

Telephone: Area code/phone number/extension (TEXT C873)

FAX: Area code/phone number (TEXT C874)**Fourth Contact**

Name (TEXT C875)

Title (TEXT C876)

E-mail Address (TEXT C877)

Telephone: Area code/phone number/extension (TEXT C878)

FAX: Area code/phone number (TEXT C879)

New York

City

NY**10286**

State

Zip Code

FDIC Certificate Number: 00639

Submitted to CDR on 3/9/2007 at 3:13:27 PM

Consolidated Report of Income for the period January 1, 2006 – December 31, 2006

All Report of Income schedules are to be reported on a calendar year-to-date basis in thousands of dollars.

Schedule RI—Income Statement

	Dollar Amounts in Thousands		
	RIAD	Bil Mil Thou	
1. Interest Income:			
a. Interest and fee income on loans:			
(1) In domestic offices:			
(a) Loans secured by real estate _____	4011	253,000	1.a.1.a
(b) Loans to finance agricultural production and other loans to farmers _____	4024	0	1.a.1.b
(c) Commercial and industrial loans _____	4012	43,000	1.a.1.c
(d) Loans to individuals for household, family, and other personal expenditures:			
(1) Credit cards _____	B485	0	1.a.1.d.1
(2) Other (includes single payment, installment, all student loans, and revolving credit plans other than credit cards) _____	B486	4,000	1.a.1.d.2
(e) Loans to foreign governments and official institutions _____	4056	0	1.a.1.e
(f) All other loans in domestic offices _____	B487	228,000	1.a.1.f
(2) In foreign offices, Edge and Agreement subsidiaries, and IBFs _____	4059	629,000	1.a.2
(3) Total interest and fee income on loans (sum of items 1.a.(1)(a) through 1.a.(2)) _____	4010	1,157,000	1.a.3
b. Income from lease financing receivables _____	4065	189,000	1.b
c. Interest income on balances due from depository institutions: (1) _____	4115	488,000	1.c
d. Interest and dividend income on securities:			
(1) U.S. Treasury securities and U.S. Government agency obligations (excluding mortgage-backed securities) _____	B488	30,000	1.d.1
(2) Mortgage-backed securities _____	B489	912,000	1.d.2
(3) All other securities (includes securities issued by states and political subdivisions in the U.S.) _____	4060	75,000	1.d.3
e. Interest income from trading assets _____	4069	142,000	1.e
f. Interest income on federal funds sold and securities purchased under agreements to resell _____	4020	68,000	1.f
g. Other interest income _____	4518	14,000	1.g
h. Total interest income (sum of items 1.a.(3) through 1.g) _____	4107	3,075,000	1.h
2. Interest expense:			
a. Interest on deposits:			
(1) Interest on deposits in domestic offices:			
(a) Transaction accounts (NOW accounts, ATS accounts, and telephone and preauthorized transfer accounts) _____	4508	1,000	2.a.1.a
(b) Nontransaction accounts:			
(1) Savings deposits (includes MMDAs) _____	0093	154,000	2.a.1.b.1
(2) Time deposits of \$100,000 or more _____	A517	240,000	2.a.1.b.2
(3) Time deposits of less than \$100,000 _____	A518	0	2.a.1.b.3
(2) Interest on deposits in foreign offices, Edge and Agreement subsidiaries, and IBFs _____	4172	1,052,000	2.a.2
b. Expense of federal funds purchased and securities sold under agreements to repurchase _____	4180	115,000	2.b
c. Interest on trading liabilities and other borrowed money _____	4185	103,000	2.c

(1) Includes interest income on time certificates of deposits not held for trading.

Schedule RI—Continued

	Year-to-date				
	RIAD	Bil	Mil		Thou
Dollar Amounts in Thousands					
2. Interest expense (continued):					
d. Interest on subordinated notes and debentures _____	4200		126,000	2.d	
e. Total interest expense (sum of items 2.a through 2.d) _____	4073		1,791,000	2.e	
3. Net interest income (item 1.h minus 2.e) _____			4074	1,284,000	3
4. Provision for loan and lease losses _____			4230	(16,000)	4
5. Noninterest income:					
a. Income from fiduciary activities (1) _____	4070		2,337,000	5.a	
b. Service charges on deposit accounts in domestic offices _____	4080		112,000	5.b	
c. Trading revenue (2) _____	A220		311,000	5.c	
d. Investment banking, advisory, brokerage, and underwriting fees and commissions _____	B490		395,000	5.d	
e. Venture capital revenue _____	B491		2,000	5.e	
f. Net servicing fees _____	B492		0	5.f	
g. Net securitization income _____	B493		0	5.g	
h. (1) Underwriting income from insurance and reinsurance activities _____	C386		0	5.h.(1)	
(2) Income from other insurance activities _____	C387		0	5.h.(2)	
i. Net gains (losses) on sales of loans and leases _____	5416		0	5.i	
j. Net gains (losses) on sales of other real estate owned _____	5415		8,000	5.j	
k. Net gains (losses) on sales of other assets (excluding securities) _____	B496		0	5.k	
l. Other noninterest income* _____	B497		783,000	5.l	
m. Total noninterest income (sum of items 5.a through 5.l) _____			4079	3,948,000	5.m
6. a. Realized gains (losses) on held-to-maturity securities _____			3521	(1,000)	6.a
b. Realized gains (losses) on available-for-sale securities _____			3196	(77,000)	6.b
7. Noninterest expense:					
a. Salaries and employee benefits _____	4135		1,940,000	7.a	
b. Expenses of premises and fixed assets (net of rental income) (excluding salaries and employee benefits and mortgage interest) _____	4217		355,000	7.b	
c. (1) Goodwill impairment losses _____	C216		0	7.c.1	
(2) Amortization expense and impairment losses for other intangible assets _____	C232		52,000	7.c.2	
d. Other noninterest expense* _____	4092		1,120,000	7.d	
e. Total noninterest expense (sum of items 7.a through 7.d) _____			4093	3,467,000	7.e
8. Income (loss) before income taxes and extraordinary items and other adjustments (item 3 plus or minus items 4, 5.m, 6.a, 6.b, and 7.e) _____			4301	1,703,000	8
9. Applicable income taxes (on item 8) _____			4302	585,000	9
10. Income (loss) before extraordinary items and other adjustments (item 8 minus item 9) _____			4300	1,118,000	10
11. Extraordinary items and other adjustments, net of income taxes* _____			4320	1,520,000	11
12. Net income (loss) (sum of items 10 and 11) _____			4340	2,638,000	12

* Describe on Schedule RI-E - Explanations.

(1) For banks required to complete Schedule RC-T, items 12 through 19, income from fiduciary activities reported in Schedule RI, item 5.a, must equal the amount reported in Schedule RC-T, item 19.

(2) For banks required to complete Schedule RI, Memorandum item 8, trading revenue reported in Schedule RI, item 5.c must equal the sum of Memorandum items 8.a through 8.d.

Legal Title of Bank

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FDIC Certificate Number: 00639

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Schedule RI—Continued

Memoranda

	Year-to-date			
	RIAD	Bil	Mil	
Dollar Amounts in Thousands				
1. Interest expense incurred to carry tax-exempt securities, loans, and leases acquired after August 7, 1986, that is not deductible for federal income tax purposes _____	4513		0	M.1
2. Income from the sale and servicing of mutual funds and annuities in domestic offices (included in Schedule RI, item 8) _____	8431		245,000	M.2
3. Income on tax-exempt loans and leases to states and political subdivisions in the U.S. (included in Schedule RI, items 1.a and 1.b) _____	4313		0	M.3
4. Income on tax-exempt securities issued by states and political subdivisions in the U.S. (included in Schedule RI, item 1.d.(3)) _____	4507		8,000	M.4
5. Number of full-time equivalent employees at end of current period (round to nearest whole number) _____		Number		
	4150		18,277	M.5
6. Not applicable				
7. If the reporting bank has restated its balance sheet as a result of applying push down accounting this calendar year, report the date of the bank's acquisition (1) _____	9106		0	M.7
8. Trading revenue (from cash instruments and derivative instruments) (sum of Memorandum items 8.a through 8.d must equal Schedule RI, item 5.c) (To be completed by banks that reported average trading assets (Schedule RC-K, item 7) of \$2 million or more for any quarter of the preceding calendar year.):				
	RIAD	Bil	Mil	Thou
a. Interest rate exposures _____	8757		20,000	M.8.a
b. Foreign exchange exposures _____	8758		294,000	M.8.b
c. Equity security and index exposures _____	8759		6,000	M.8.c
d. Commodity and other exposures _____	8760		(9,000)	M.8.d
9. Not applicable				
10. Credit losses on derivatives (see instructions) _____	A251		0	M.10
11. Does the reporting bank have a Subchapter S election in effect for federal income tax purposes for the current tax year ? _____	RIAD	YES / NO		
	A530	NO		M.11

(1) For example, a bank acquired on March 1, 2005, would report 2005/03/01

Schedule RI-A—Changes in Equity Capital

Indicate decreases and losses in parentheses.

Dollar Amounts in Thousands

	RIAD	Bil	Mil	Thou	
1. Total equity capital most recently reported for the December 31, 2005, Reports of Condition and Income (i.e., after adjustments from amended Reports of Income) _____	3217		8,374,000		1
2. Restatements due to corrections of material accounting errors and changes in accounting principles* _____	B507		0		2
3. Balance end of previous calendar year as restated (sum of items 1 and 2) _____	B508		8,374,000		3
4. Net income (loss) (must equal Schedule RI, item 12) _____	4340		2,638,000		4
5. Sale, conversion, acquisition, or retirement of capital stock, net (excluding treasury stock transactions) _____	B509		37,000		5
6. Treasury stock transactions, net _____	B510		0		6
7. Changes incident to business combinations, net _____	4356		0		7
8. LESS: Cash dividends declared on preferred stock _____	4470		0		8
9. LESS: Cash dividends declared on common stock _____	4460		2,125,000		9
10. Other comprehensive income (1) _____	B511		(200,000)		10
11. Other transactions with parent holding company* (not included in items 5, 6, 8, or 9 above) _____	4415		0		11
12. Total equity capital end of current period (sum of items 3 through 11) (must equal Schedule RC, item 28) _____	3210		8,724,000		12

* Describe on Schedule RI-E - Explanations.

(1) Includes changes in net unrealized holding gains (losses) on available-for-sale securities, changes in accumulated net gains (losses) on cash flow hedges, foreign currency translation adjustments, and changes in minimum pension liability adjustments.

Schedule RI-B—Charge-offs and Recoveries on Loans and Leases and Changes in Allowance for Loan and Lease Losses

Part I. Charge-offs and Recoveries on Loans and Leases

Part I includes charge-offs and recoveries through the allocated transfer risk reserve.

Dollar Amounts in Thousands

	(Column A) Charge-offs (1)				(Column B) Recoveries				
	Calendar year-to-date								
	RIAD	Bil	Mil	Thou	RIAD	Bil	Mil	Thou	
1. Loans secured by real estate:									
a. Construction, land development, and other land loans in domestic offices _____	3582		0		3583		0		1.a
b. Secured by farmland in domestic offices _____	3584		0		3585		0		1.b
c. Secured by 1-4 family residential properties in domestic offices:									
(1) Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit _____	5411		0		5412		0		1.c.1
(2) Closed-end loans secured by 1-4 family residential properties:									
(a) Secured by first liens _____	C234		0		C217		0		1.c.2.a
(b) Secured by junior liens _____	C235		0		C218		0		1.c.2.b
d. Secured by multifamily (5 or more) residential properties in domestic offices _____	3588		0		3589		0		1.d
e. Secured by nonfarm nonresidential properties in domestic offices _____	3590		0		3591		0		1.e
f. In foreign offices _____	B512		0		B513		0		1.f
2. Loans to depository institutions and acceptances of other banks:									
a. To U.S. banks and other U.S. depository institutions _____	4653		0		4663		0		2.a
b. To foreign banks _____	4654		0		4664		1,000		2.b
3. Loans to finance agricultural production and other loans to farmers _____	4655		0		4665		0		3
4. Commercial and industrial loans:									
a. To U.S. addressees (domicile) _____	4645		39,000		4617		7,000		4.a
b. To non-U.S. addressees (domicile) _____	4646		0		4618		1,000		4.b

(1) Include write-downs arising from transfers of loans to a held-for-sale account.

Schedule RI-B—Continued

Part I. Continued

Dollar Amounts in Thousands

(Column A) Charge-offs (1)				(Column B) Recoveries			
Calendar year-to-date							
RIAD	Bil	Mil	Thou	RIAD	Bil	Mil	Thou
B514	0			B515	0		
B516	15,000			B517	3,000		
4643	0			4627	0		
4644	0			4628	0		
4658	0			4668	4,000		
4659	0			4669	0		
4635	54,000			4605	16,000		

5.a
5.b
6
7
8.a
8.b
9

5. Loans to individuals for household, family, and other personal expenditures:
- a. Credit cards _____
- b. Other (includes single payment, installment, all student loans and revolving credit plans other than credit cards) _____
6. Loans to foreign governments and official institutions _____
7. All other loans _____
8. Lease financing receivables:
- a. To U.S. addressees (domicile) _____
- b. To non-U.S. addressees (domicile) _____
9. Total (sum of items 1 through 8) _____

Memoranda

Dollar Amounts in Thousands

(Column A) Charge-offs (1)				(Column B) Recoveries			
Calendar year-to-date							
RIAD	Bil	Mil	Thou	RIAD	Bil	Mil	Thou
5409	0			5410	0		
4652	0			4662	0		

M.1
M.2

1. Loans to finance commercial real estate, construction, and land development activities (not secured by real estate) included in Schedule RI-B, part I, items 4 and 7, above _____
2. Loans secured by real estate to non-U.S. addresses (domicile) (included in Schedule RI-B, part I, item 1, above): _____
3. Not applicable

Memorandum item 4 is to be completed by banks that (1) together with affiliated institutions, have outstanding credit card receivables (as defined in the instructions) that exceed \$500 million as of the report date or (2) are credit card specialty banks as defined for Uniform Bank Performance Report purposes.

4. Uncollectible retail credit card fees and finance charges reversed against income (i.e., not included in charge-offs against the allowance for loan and lease losses) _____

Calendar year-to-date			
RIAD	Bil	Mil	Thou
C388	N/A		

M.4

(1) Include write-downs arising from transfers of loans to a held-for-sale account.

Schedule RI-B—Continued

Part II. Changes in Allowance for Loan and Lease Losses

	Dollar Amounts in Thousands			
	RIAD	Bil	Mil Thou	
1. Balance most recently reported for the December 31, 2005, Reports of Condition and Income (i.e., after adjustments from amended Reports of Income) _____	B522	408,000		1
2. Recoveries (must equal part I, item 9, column B, above) _____	4605	16,000		2
3. LESS: Charge-offs (must equal part I, item 9, column A, above less Schedule RI-B, part II, item 4) _____	C079	54,000		3
4. LESS: Write-downs arising from transfers of loans to a held-for-sale account _____	5523	0		4
5. Provision for loan and lease losses (must equal Schedule RI, item 4) _____	4230	(16,000)		5
6. Adjustments* (see instructions for this schedule) _____	C233	(68,000)		6
7. Balance end of current period (sum of items 1, 2, 5, and 6, less items 3 and 4) (must equal Schedule RC, item 4.c) _____	3123	286,000		7

* Describe on Schedule RI-E—Explanations.

Memoranda	Dollar Amounts in Thousands			
	RIAD	Bil	Mil Thou	
1. Allocated transfer risk reserve included in Schedule RI-B, part II, item 7, above _____ <i>Memorandum items 2 and 3 are to be completed by banks that (1) together with affiliated institutions, have outstanding credit card receivables (as defined in the instructions) that exceed \$500 million as of the report date or (2) are credit card specialty banks as defined for Uniform Bank Performance Report purposes.</i>	C435		0	M.1
2. Separate valuation allowance for uncollectible retail credit card fees and finance charges _____	C389		N/A	M.2
3. Amount of allowance for loan and leases losses attributable to retail credit card fees and finance charges _____	C390		N/A	M.3
Memorandum item 4 is to be completed by all banks.				
4. Amount of allowance for post-acquisition losses on purchased impaired loans accounted for in accordance with AICPA Statement of Position 03-3 (included in Schedule RI-B, part II, item 7, above) _____	C781		0	M.4

Schedule RI-D—Income from Foreign Offices

For all banks with foreign offices (including Edge or Agreement subsidiaries and IBFs) where foreign office revenues, assets, or net income exceed 10 percent of consolidated total revenues, total assets, or net income.

	Dollar Amounts in Thousands			
	Year-to-date			
	RIAD	Bil	Mil Thou	
1. Total interest income in foreign offices _____	C899		1,856,000	1
2. Total interest expense in foreign offices _____	C900		1,361,000	2
3. Provision for loan and lease losses in foreign offices _____	C901		0	3
4. Noninterest income in foreign offices:				
a. Trading revenue _____	C902		0	4.a
b. Investment banking, advisory, brokerage, and underwriting fees and commissions _____	C903		0	4.b
c. Net securitization income _____	C904		0	4.c
d. Other noninterest income _____	C905		1,194,000	4.d
5. Realized gains (losses) on held-to-maturity and available-for-sale securities in foreign offices _____	C906		0	5
6. Total noninterest expense in foreign offices _____	C907		922,000	6
7. Adjustments to pretax income in foreign offices for internal allocations to foreign offices to reflect the effects of equity capital on overall bank funding costs _____	C908		55,000	7
8. Applicable income taxes (on items 1 through 7) _____	C909		343,000	8
9. Extraordinary items and other adjustments, net of income taxes, in foreign offices _____	C910		0	9
10. Net income attributable to foreign offices before internal allocations of income and expense (item 1, minus items 2 and 3, plus items 4.a through 4.d, plus item 5, minus item 6, plus item 7, minus item 8, plus item 9) _____	C911		479,000	10
11. Internal allocations of income and expense applicable to foreign offices _____	C912		8,000	11
12. Eliminations arising from the consolidation of foreign offices with domestic offices _____	C913		(251,000)	12
13. Consolidated net income attributable to foreign offices (sum of items 10 through 12) _____	C914		236,000	13

Schedule RI-E—Explanations

Schedule RI-E is to be completed each quarter on a calendar year-to-date basis.

Detail all adjustments in Schedules RI-A and RI-B, all extraordinary items and other adjustments in Schedule RI, and all significant items of other noninterest income and other noninterest expense in Schedule RI. (See instructions for details.)

				Dollar Amounts in Thousands				Year-to-Date			
				RIAD	Bil	Mil	Thou	RIAD	Bil	Mil	Thou
1. Other noninterest income (from Schedule RI, item 5.l)											
Itemize and describe amounts that exceed 1% of the sum of											
Schedule RI, items 1.h and 5.m:											
TEXT											
a.											
											1.a
b.											
											1.b
c.											
											1.c
d.											
											1.d
e.											
											1.e
f.	4461	Funds Transfer Fees				4461				77,000	
											1.f
g.	4462					4462				0	
											1.g
h.	4463					4463				0	
											1.h
2. Other noninterest expense (from Schedule RI, item 7.d):											
Itemize and describe amounts that exceed 1% of the sum of											
of Schedule RI, items 1.h and 5.m:											
TEXT											
a.											
											2.a
b.											
											2.b
c.											
											2.c
d.											
											2.d
e.											
											2.e
f.											
											2.f
g.											
											2.g
h.	4464	Computer Software				4464				172,000	
											2.h
i.	4467	Sub Custodian Charge				4467				134,000	
											2.i
j.	4468	Discount brokerage clearing fee				4468				119,000	
											2.j
3. Extraordinary items and other adjustments and applicable income tax effect (from Schedule RI, item 11) (itemize and describe all extraordinary items and other adjustments):											
TEXT											
a.(1)	4469	Discontinued Operations				4469				2,412,000	
	(2)	Applicable income tax effect	4486		892,000						3.a.2
b.(1)	4487					4487				0	
	(2)	Applicable income tax effect	4488		0						3.b.2
c.(1)	4489					4489				0	
	(2)	Applicable income tax effect	4491		0						3.c.2

New York

City

NY **10286**

State Zip Code

FDIC Certificate Number: 00639

Submitted to CDR on 3/9/2007 at 3:13:27 PM

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Consolidated Report of Condition for Insured Commercial and State-Chartered Savings Banks for December 31, 2006

All schedules are to be reported in thousands of dollars. Unless otherwise indicated, report the amount outstanding as of the last business day of the quarter.

Schedule RC—Balance Sheet

		Dollar Amounts in Thousands		RCFD	Tril	Bil	Mill	Thou	
ASSETS									
1. Cash and balances due from depository institutions (from Schedule RC-A):									
a. Noninterest-bearing balances and currency and coin (1) _____				0081				3,375,000	1.a
b. Interest-bearing balances (2) _____				0071				11,937,000	1.b
2. Securities:									
a. Held-to-maturity securities (from Schedule RC-B, column A) _____				1754				1,729,000	2.a
b. Available-for-sale securities (from Schedule RC-B, column D) _____				1773				17,675,000	2.b
3. Federal funds sold and securities purchased under agreements to resell:									
a. Federal funds sold in domestic offices _____				RCON					
				B987				3,953,000	3.a
				RCFD					
b. Securities purchased under agreements to resell (3) _____				B989				162,000	3.b
4. Loans and lease financing receivables (from Schedule RC-C):									
a. Loans and leases held for sale _____				5369				0	4.a
b. Loans and leases, net of unearned income _____		B528	30,726,000						4.b
c. LESS: Allowance for loan and lease losses _____		3123	286,000						4.c
d. Loans and leases, net of unearned income and allowance (item 4.b minus 4.c) _____				B529				30,440,000	4.d
5. Trading assets (from Schedule RC-D) _____									
				3545				5,047,000	5
6. Premises and fixed assets (including capitalized leases) _____									
				2145				830,000	6
7. Other real estate owned (from Schedule RC-M) _____									
				2150				1,000	7
8. Investments in unconsolidated subsidiaries and associated companies (from Schedule RC-M) _____									
				2130				292,000	8
9. Not applicable									
10. Intangible assets:									
a. Goodwill _____				3163				2,747,000	10.a
b. Other intangible assets (from Schedule RC-M) _____				0426				981,000	10.b
11. Other assets (from Schedule RC-F) _____									
				2160				6,783,000	11
12. Total assets (sum of items 1 through 11) _____									
				2170				85,952,000	12

(1) Includes cash items in process of collection and unposted debits.

(2) Includes time certificates of deposit not held for trading.

(3) Includes all securities resale agreements in domestic and foreign offices, regardless of maturity.

Schedule RC—Continued

Dollar Amounts in Thousands

Tril | Bil | Mil | Thou

LIABILITIES					
13. Deposits:					
a. In domestic offices (sum of totals of columns A and C from Schedule RC-E, part I) _____			RCON		
			2200		30,000,000
(1) Noninterest-bearing (1) _____	6631	19,293,000			
(2) Interest-bearing _____	6636	10,707,000			
b. In foreign offices, Edge and Agreement subsidiaries, and IBFs (from Schedule RC-E, part II) _____			RCFN		
			2200		33,219,000
(1) Noninterest-bearing _____	6631	472,000			
(2) Interest-bearing _____	6636	32,747,000			
14. Federal funds purchased and securities sold under agreements to repurchase:			RCON		
a. Federal funds purchased in domestic offices (2) _____			B993		671,000
			RCFD		
b. Securities sold under agreements to repurchase (3) _____			B995		185,000
15. Trading liabilities (from Schedule RC-D) _____			3548		2,479,000
16. Other borrowed money (includes mortgage indebtedness and obligations under capitalized leases) (from Schedule RC-M) _____					
			3190		2,076,000
17. and 18. Not applicable					
19. Subordinated notes and debentures(4) _____			3200		1,955,000
20. Other liabilities (from Schedule RC-G) _____			2930		6,492,000
21. Total liabilities (sum of items 13 through 20) _____			2948		77,077,000
22. Minority interest in consolidated subsidiaries _____			3000		151,000
EQUITY CAPITAL					
23. Perpetual preferred stock and related surplus _____			3838		0
24. Common stock _____			3230		1,135,000
25. Surplus (exclude all surplus related to preferred stock) _____			3839		2,134,000
26. a. Retained earnings _____			3632		5,769,000
b. Accumulated other comprehensive income (5) _____			B530		(314,000)
27. Other equity capital components (6) _____			A130		0
28. Total equity capital (sum of items 23 through 27) _____			3210		8,724,000
29. Total liabilities, minority interest, and equity capital (sum of items 21, 22, and 28) _____			3300		85,952,000

Memorandum

To be reported with the March Report of Condition.

1. Indicate in the box at the right the number of the statement below that best describes the most comprehensive level of auditing work performed for the bank by independent external auditors as of any date during 2005 _____

RCFD	Number
6724	N/A

- 1 = Independent audit of the bank conducted in accordance with generally accepted auditing standards by a certified public accounting firm which submits a report on the bank
- 2 = Independent audit of the bank's parent holding company conducted in accordance with generally accepted auditing standards by certified public accounting firm which submits a report on the consolidated holding company (but not on the bank separately)
- 3 = Attestation on bank management's assertion on the effectiveness of the bank's internal control over financial reporting by a certified public accounting firm
- 4 = Directors' examination of the bank conducted in accordance with generally accepted auditing standards by a certified public accounting firm (may be required by state chartering authority)
- 5 = Directors' examination of the bank performed by other external auditors (may be required by state chartering authority)
- 6 = Review of the bank's financial statements by external auditors
- 7 = Compilation of the bank's financial statements by external auditors
- 8 = Other audit procedures (excluding tax preparation work)
- 9 = No external audit work

(1) Includes total demand deposits and noninterest-bearing time and savings deposits.
 (2) Report overnight Federal Home Loan Bank advances in Schedule RC, item 16, "Other borrowed money."
 (3) Includes all securities repurchase agreements in domestic and foreign offices, regardless of maturity.
 (4) Includes limited-life preferred stock and related surplus.
 (5) Includes net unrealized holding gains (losses) on available-for-sale securities, accumulated net gains (losses) on cash flow hedges, cumulative foreign currency translation adjustments, and minimum pension liability adjustments.
 (6) Includes treasury stock and unearned Employee Stock Ownership Plan shares.

Schedule RC-A—Cash and Balances Due From Depository Institutions

Exclude assets held for trading.

Dollar Amounts in Thousands	(Column A) Consolidated Bank				(Column B) Domestic Offices				
	RCFD	Bil	Mil	Thou	RCON	Bil	Mil	Thou	
1. Cash items in process of collection, unposted debits, and currency and coin _____	0022			736,000					1
a. Cash items in process of collection and unposted debits _____					0020			654,000	1.a
b. Currency and coin _____					0080			81,000	1.b
2. Balances due from depository institutions in the U.S. _____					0082			928,000	2
a. U.S. branches and agencies of foreign banks (including their IBFs) _____	0083			150,000					2.a
b. Other commercial banks in the U.S. and other depository institutions in the U.S. (including their IBFs) _____	0085			909,000					2.b
3. Balances due from banks in foreign countries and foreign central banks _____					0070			124,000	3
a. Foreign branches of other U.S. banks _____	0073			307,000					3.a
b. Other banks in foreign countries and foreign central banks _____	0074			12,558,000					3.b
4. Balances due from Federal Reserve Banks _____	0090			652,000	0090			652,000	4
5. Total (sum of items 1 through 4) (total of column A must equal Schedule RC, sum of items 1.a and 1.b) _____	0010			15,312,000	0010			2,439,000	5

Schedule RC-B—Securities

Exclude assets held for trading.

Dollar Amounts in Thousands	Held-to-maturity				Available-for-sale									
	(Column A) Amortized Cost		(Column B) Fair Value		(Column C) Amortized Cost		(Column D) Fair Value							
	RCFD	Bil Mil Thou	RCFD	Bil Mil Thou	RCFD	Bil Mil Thou	RCFD	Bil Mil Thou						
1. U.S. Treasury securities _____	0211		0	0213		0	1286		21,000	1287		21,000	1	
2. U.S. Government agency obligations (exclude mortgage-backed securities):														
a. Issued by U.S. Government agencies (1) _____	1289		0	1290		0	1291		0	1293		0	2.a	
b. Issued by U.S. Government-sponsored agencies (2) _____	1294		120,000	1295		119,000	1297		554,000	1298		554,000	2.b	
3. Securities issued by states and political subdivisions in the U.S. _____	8496		0	8497		0	8498		81,000	8499		84,000	3	

(1) Includes Small Business Administration "Guaranteed Loan Pool Certificates," U.S. Maritime Administration obligations, and Export - Import Bank participation certificates.

(2) Includes obligations (other than mortgage-backed securities) issued by the Farm Credit System, the Federal Home Loan Bank System, the Federal Home Loan Mortgage Corporation, the Federal National Mortgage Association, the Financing Corporation, Resolution Funding Corporation, the Student Loan Marketing Association, and the Tennessee Valley Authority.

Schedule RC-B—Continued

Dollar Amounts in Thousands	Held-to-maturity								Available-for-sale							
	(Column A) Amortized Cost				(Column B) Fair Value				(Column C) Amortized Cost				(Column D) Fair Value			
	RCFD	Bil	Mil	Thou	RCFD	Bil	Mil	Thou	RCFD	Bil	Mil	Thou	RCFD	Bil	Mil	Thou
4. Mortgage-backed securities (MBS):																
a. Pass-through securities:																
(1) Guaranteed by GNMA	1698		269,000		1699		266,000		1701		213,000		1702		213,000	4.a.1
(2) Issued by FNMA and FHLMC	1703		326,000		1705		321,000		1706		1,137,000		1707		1,133,000	4.a.2
(3) Other pass-through securities	1709		0		1710		0		1711		0		1713		0	4.a.3
b. Other mortgage-backed securities (include CMOs, REMICs and stripped MBS):																
(1) Issued or guaranteed by FNMA, FHLMC, or GNMA	1714		31,000		1715		31,000		1716		324,000		1717		320,000	4.b.1
(2) Collateralized by MBS issued or guaranteed by FNMA, FHLMC, or GNMA	1718		0		1719		0		1731		0		1732		0	4.b.2
(3) All other mortgage-backed securities	1733		866,000		1734		858,000		1735		14,565,000		1736		14,567,000	4.b.3
5. Asset-backed securities (ABS)	C026		0		C988		0		C989		384,000		C027		381,000	5
6. Other debt securities:																
a. Other domestic debt securities	1737		0		1738		0		1739		254,000		1741		256,000	6.a
b. Foreign debt securities	1742		117,000		1743		117,000		1744		10,000		1746		10,000	6.b
7. Investments in mutual funds and other equity securities with readily determinable fair values (1)									A510		134,000		A511		136,000	7
8. Total (sum of items 1 through 7) (total of Column A must equal Schedule RC item 2.a) (total of column D must equal Schedule RC, item 2.b)	1754		1,729,000		1771		1,712,000		1772		17,677,000		1773		17,675,000	8

(1) Report Federal Reserve stock, Federal Home Loan Bank stock, and banker's bank stock in Schedule RC-F, item 4.

Schedule RC-B—Continued

Memoranda	Dollar Amounts in Thousands	RCFD			
		Bil	Mill	Thou	
1. Pledged securities (1) _____		0416	13,191,000		M.1
2. Maturity and repricing data for debt securities (1, 2) (excluding those in nonaccrual status):					
a. Securities issued by the U.S. Treasury, U.S. Government agencies, and states and political subdivisions in the U.S.; other non-mortgage debt securities; and mortgage pass-through securities other than those backed by closed-end first lien 1-4 family residential mortgages with a remaining maturity or next repricing date of: (3,4)					
(1) Three months or less _____	A549	1,082,000			M.2.a.1
(2) Over three months through 12 months _____	A550	137,000			M.2.a.2
(3) Over one year through three years _____	A551	107,000			M.2.a.3
(4) Over three years through five years _____	A552	21,000			M.2.a.4
(5) Over five years through 15 years _____	A553	42,000			M.2.a.5
(6) Over 15 years _____	A554	154,000			M.2.a.6
b. Mortgage pass-through securities backed by closed-end first lien 1-4 family residential mortgages with a remaining maturity or next repricing date of: (3,5)					
(1) Three months or less _____	A555	14,000			M.2.b.1
(2) Over three months through 12 months _____	A556	128,000			M.2.b.2
(3) Over one year through three years _____	A557	6,000			M.2.b.3
(4) Over three years through five years _____	A558	172,000			M.2.b.4
(5) Over five years through 15 years _____	A559	24,000			M.2.b.5
(6) Over 15 years _____	A560	1,597,000			M.2.b.6
c. Other mortgage-backed securities (include CMOs, REMICs, and stripped MBS; exclude mortgage pass-through securities) with an expected average life of: (6)					
(1) Three years or less _____	A561	12,203,000			M.2.c.1
(2) Over three years _____	A562	3,581,000			M.2.c.2
d. Debt securities with a REMAINING MATURITY of one year or less (included in Memorandum items 2.a through 2.c above) _____	A248	820,000			M.2.d
3. Amortized cost of held-to-maturity securities sold or transferred to available-for-sale or trading securities during the calendar year-to-date (report the amortized cost at date of sale or transfer) _____	1778	0			M.3
4. Structured notes (included in the held-to-maturity and available-for-sale accounts in Schedule RC-B, items 2, 3, 5, and 6):					
a. Amortized cost _____	8782	0			M.4.a
b. Fair value _____	8783	0			M.4.b

(1) Includes held-to-maturity securities at amortized cost and available-for-sale securities at fair value.
(2) Exclude investments in mutual funds and other equity securities with readily determinable fair values.
(3) Report fixed rate debt securities by remaining maturity and floating rate debt securities by next repricing date.
(4) Sum of Memorandum items 2.a.(1) through 2.a.(6) plus any nonaccrual debt securities in the categories of debt securities reported in Memorandum item 2.a that are included in Schedule RC-N, item 9, column C, must equal Schedule RC-B, sum of items 1, 2, 3, 5, and 6, columns A and D, plus mortgage pass-through securities other than those backed by closed-end first lien 1-4 family residential mortgages included in Schedule RC-B, item 4.a, columns A and D.
(5) Sum of Memorandum items 2.b.(1) through 2.b.(6) plus any nonaccrual mortgage pass-through securities backed by closed-end first lien 1-4 family residential mortgages included in Schedule RC-N, item 9, column C, must equal Schedule RC-B, item 4.a, sum of columns A and D, less the amount of mortgage pass-through securities other than those backed by closed-end first lien 1-4 family residential mortgages included in Schedule RC-B, item 4.a, columns A and D.
(6) Sum of Memorandum items 2.c.(1) and 2.c.(2) plus any nonaccrual "Other mortgage-backed securities" included in Schedule RC-N, item 9, column C, must equal Schedule RC-B, item 4.b, sum of columns A and D.

Schedule RC-B—Continued

Memoranda (continued)

Dollar Amounts in Thousands	Held-to-maturity								Available-for-sale								
	(Column A) Amortized Cost				(Column B) Fair Value				(Column C) Amortized Cost				(Column D) Fair Value				
	RCFD	Bil	Mil	Thou	RCFD	Bil	Mil	Thou	RCFD	Bil	Mil	Thou	RCFD	Bil	Mil	Thou	
5. Asset-backed securities (ABS) (for each column, sum of Memorandum items 5.a through 5.f must equal Schedule RC-B, item 5):																	
a. Credit card receivables _____	B838		0		B839		0		B840		0		B841		0		M.5.a
b. Home equity lines _____	B842		0		B843		0		B844		0		B845		0		M.5.b
c. Automobile loans _____	B846		0		B847		0		B848		0		B849		0		M.5.c
d. Other consumer loans _____	B850		0		B851		0		B852		0		B853		0		M.5.d
e. Commercial and industrial loans _____	B854		0		B855		0		B856		0		B857		0		M.5.e
f. Other _____	B858		0		B859		0		B860		384,000		B861		381,000		M.5.f

Schedule RC-C—Loans and Lease Financing Receivables

Part I. Loans and Leases

Do not deduct the allowance for loan and lease losses or the allocated transfer risk reserve from amounts reported in this schedule. Report (1) loans and leases held for sale at the lower of cost or market value and (2) loans and leases held for investment, net of unearned income. Exclude assets held for trading and commercial paper.

	(Column A) Consolidated Bank			(Column B) Domestic Offices			
	RCFD	Bil Mil Thou		RCON	Bil Mil Thou		
Dollar Amounts in Thousands							
1. Loans secured by real estate _____	1410	4,384,000					1
a. Construction, land development, and other land loans _____				1415	174,000		1.a
b. Secured by farmland (including farm residential and other improvements) _____				1420	0		1.b
c. Secured by 1-4 family residential properties:							
(1) Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit _____				1797	72,000		1.c.1
(2) Closed-end loans secured by 1-4 family residential properties:							
(a) Secured by first liens _____				5367	3,262,000		1.c.2.a
(b) Secured by junior liens _____				5368	19,000		1.c.2.b
d. Secured by multifamily (5 or more) residential properties _____				1460	283,000		1.d
e. Secured by nonfarm nonresidential properties _____				1480	270,000		1.e
2. Loans to depository institutions and acceptances of other banks:							
a. To commercial banks in the U.S. _____				B531	27,000		2.a
(1) To U.S. branches and agencies of foreign banks _____	B532	22,000					2.a.1
(2) To other commercial banks in the U.S. _____	B533	16,000					2.a.2
b. To other depository institutions in the U.S. _____	B534	0		B534	0		2.b
c. To banks in foreign countries _____				B535	483,000		2.c
(1) To foreign branches of other U.S. banks _____	B536	7,000					2.c.1
(2) To other banks in foreign countries _____	B537	3,569,000					2.c.2
3. Loans to finance agricultural production and other loans to farmers _____	1590	8,000		1590	1,000		3
4. Commercial and industrial loans:							
a. To U.S. addressees (domicile) _____	1763	4,912,000		1763	721,000		4.a
b. To non-U.S. addressees (domicile) _____	1764	577,000		1764	6,000		4.b
5. Not applicable.							
6. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper):							
a. Credit cards _____	B538	0		B538	0		6.a
b. Other revolving credit plans _____	B539	44,000		B539	44,000		6.b
c. Other consumer loans (includes single payment, installment, and all student loans) _____							
	2011	240,000		2011	98,000		6.c
7. Loans to foreign government and official institutions (including foreign central banks) _____	2081	9,000		2081	0		7
8. Obligations (other than securities and leases) of states and political subdivisions in the U.S. _____	2107	2,000		2107	2,000		8
9. Other loans _____	1563	11,449,000					9
a. Loans for purchasing or carrying securities (secured and unsecured) _____				1545	5,601,000		9.a
b. All other loans (exclude consumer loans) _____				1564	2,652,000		9.b
10. Lease financing receivables (net of unearned income) _____				2165	5,511,000		10
a. Of U.S. addressees (domicile) _____	2182	2,203,000					10.a
b. Of non-U.S. addressees (domicile) _____	2183	3,308,000					10.b
11. LESS: Any unearned income on loans reflected in items 1-9 above _____	2123	24,000		2123	15,000		11
12. Total loans and leases, net of unearned income (sum of items 1 through 10 minus item 11) (total of column A must equal Schedule RC, sum of items 4.a and 4.b) _____	2122	30,726,000		2122	19,211,000		12

Schedule RC-C—Continued

Part I. Continued

Memoranda	Dollar Amounts in Thousands		RCFD	Bil	Mil	Thou	
1. Loans and leases restructured and in compliance with modified terms (included in Schedule RC-C, part I, and not reported as past due or nonaccrual in Schedule RC-N, Memorandum item 1) (exclude loans secured by 1-4 family residential properties and loans to individuals for household, family, and other personal expenditures) _____	1616	0					M.1
2. Maturity and repricing data for loans and leases (excluding those in nonaccrual status):							
a. Closed-end loans secured by first liens on 1-4 family residential properties in domestic offices (reported in Schedule RC-C, part I, item 1.c.(2)(a), column B) with a remaining maturity or next repricing date of: (1, 2)	RCON						
(1) Three months or less _____	A564	71,000					M.2.a.1
(2) Over three months through 12 months _____	A565	126,000					M.2.a.2
(3) Over one year through three years _____	A566	252,000					M.2.a.3
(4) Over three years through five years _____	A567	1,273,000					M.2.a.4
(5) Over five years through 15 years _____	A568	370,000					M.2.a.5
(6) Over 15 years _____	A569	1,168,000					M.2.a.6
b. All loans and leases (reported in Schedule RC-C, part I, items 1 through 10, column A) EXCLUDING closed-end loans secured by first liens on 1-4 family residential properties in domestic offices (reported in Schedule RC-C, part I, item 1.c.(2)(a), column B) with a remaining maturity or next repricing date of: (1,3)	RCFD						
(1) Three months or less _____	A570	19,704,000					M.2.b.1
(2) Over three months through 12 months _____	A571	2,022,000					M.2.b.2
(3) Over one year through three years _____	A572	145,000					M.2.b.3
(4) Over three years through five years _____	A573	209,000					M.2.b.4
(5) Over five years through 15 years _____	A574	1,828,000					M.2.b.5
(6) Over 15 years _____	A575	3,554,000					M.2.b.6
c. Loans and leases (reported in Schedule RC-C, part I, items 1 through 10, column A) with a REMAINING MATURITY of one year or less (excluding those in nonaccrual status) _____	A247	14,548,000					M.2.c
3. Loans to finance commercial real estate, construction, and land development activities (not secured by real estate) included in Schedule RC-C, part I, items 4 and 9, column A (4) _____	2746	653,000					M.3
4. Adjustable rate closed-end loans secured by first liens on 1-4 family residential properties in domestic offices (included in Schedule RC-C, part I, item 1.c.(2)(a), column B) _____	RCON						
	5370	1,866,000					M.4
5. Loans secured by real estate to non-U.S. addresses (domicile) (included in Schedule RC-C, part I, item 1, column A) _____	RCFD						
	B837	2,000					M.5
<i>Memorandum item 6 is to be completed by banks that (1) together with affiliated institutions, have outstanding credit card receivables (as defined in the instructions) that exceed \$500 million as of the report date or (2) are credit card specialty banks as defined for Uniform Bank Performance Report purposes.</i>							
6. Outstanding credit card fees and finance charges included in Schedule RC-C, part I, item 6.a., column A _____	C391	N/A					M.6
Memorandum item 7 is to be completed by all banks.							
7. Purchased impaired loans held for investment accounted for in accordance with AICPA Statement of Position 03-3 (exclude loans held for sale):							
a. Outstanding balance _____	C779	0					M.7.a
b. Carrying amount included in Schedule RC-C, part I, items 1 through 9 _____	C780	0					M.7.b

(1) Report fixed rate loans and leases by remaining maturity and floating rate loans by next repricing date.

(2) Sum of Memorandum items 2.a.(1) through 2.a.(6) plus total nonaccrual closed-end loans secured by first liens on 1-4 family residential properties in domestic offices included in Schedule RC-N, item 1.c.(2)(a), column C must equal total closed-end loans secured by first liens on 1-4 family residential properties from Schedule RC-C, part I, item 1.c.(2)(a), column B.

(3) Sum of Memorandum items 2.b.(1) through 2.b.(6) plus total nonaccrual loans and leases from Schedule RC-N, sum of items 1 through 8, column C, minus nonaccrual closed-end loans secured by first liens on 1-4 family residential properties in domestic offices included in Schedule RC-N, item 1.c.(2)(a), column C, must equal total loans and leases from Schedule RC-C, Part I, sum of items 1 through 10, column A, minus total closed-end loans secured by first liens on 1-4 family residential properties in domestic offices from Schedule RC-C, part I, item 1.c.(2)(a), column B.

(4) Exclude loans secured by real estate that are included in Schedule RC-C, part I, item 1, column A.

Legal Title of Bank _____

FDIC Certificate Number: 00639

Submitted to CDR on 3/9/2007 at 3:13:27 PM

Schedule RC-D—Trading Assets and Liabilities

Schedule RC-D is to be completed by banks that reported average trading assets (Schedule RC-K, item 7) of \$2 million or more for any quarter of the preceding calendar year.

Dollar Amounts in Thousands		RCON	Bil	Mil	Thou	
ASSETS						
1. U.S. Treasury securities in domestic offices _____		3531		0		1
2. U.S. Government agency obligations in domestic offices (exclude mortgage-backed securities) _____		3532		0		2
3. Securities issued by states and political subdivisions in the U.S. in domestic offices _____		3533		0		3
4. Mortgage-backed securities (MBS) in domestic offices:						
a. Pass-through securities issued or guaranteed by FNMA, FHLMC, or GNMA _____		3534		0		4.a
b. Other mortgage-backed securities issued or guaranteed by FNMA, FHLMC, or GNMA (include CMOs, REMICs, and stripped MBS) _____		3535		0		4.b
c. All other mortgage-backed securities _____		3536		0		4.c
5. Other debt securities in domestic offices _____		3537		0		5
6. - 8. Not applicable						
9. Other trading assets in domestic offices _____		3541		285,000		9
		RCFN				
10. Trading assets in foreign offices _____		3542		2,634,000		10
11. Derivatives with a positive fair value:		RCON				
a. In domestic offices _____		3543		1,782,000		11.a
		RCFN				
b. In foreign offices _____		3543		346,000		11.b
		RCFD				
12. Total trading assets (sum of items 1 through 11) (must equal Schedule RC, item 5) _____		3545		5,047,000		12
LIABILITIES						
13. Liability for short positions _____		3546		106,000		13
14. Derivatives with a negative fair value _____		3547		2,373,000		14
15. Total trading liabilities (sum of items 13 and 14) (must equal Schedule RC, item 15) _____		3548		2,479,000		15

Schedule RC-E—Deposit Liabilities

Part I. Deposits in Domestic Offices

Dollar Amounts in Thousands	Transaction Accounts								Nontransaction Accounts				
	(Column A) Total transaction accounts (including total demand deposits)				(Column B) Memo: Total demand deposits (included in column A)				(Column C) Total nontransaction accounts (including MMDAs)				
	RCON	Bil	Mil	Thou	RCON	Bil	Mil	Thou	RCON	Bil	Mil	Thou	
Deposits of:													
1. Individuals, partnerships and corporations (include all certified and official checks)	B549	3,834,000							B550	24,982,000			1
2. U.S. Government	2202	22,000							2520	0			2
3. States and political subdivisions in the U.S.	2203	28,000							2530	13,000			3
4. Commercial banks and other depository institutions in the U.S.	B551	105,000							B552	14,000			4
5. Banks in foreign countries	2213	692,000							2236	299,000			5
6. Foreign governments, and official institutions (including foreign central banks)	2216	10,000							2377	1,000			6
7. Total (sum of items 1 through 6) (sum of columns A and C must equal Schedule RC, item 13.a)	2215	4,691,000			2210	4,635,000			2385	25,309,000			7

Memoranda	Dollar Amounts in Thousands				RCON	Bil	Mil	Thou	
1. Selected components of total deposits (i.e., sum of item 7, columns A and C):									
a. Total Individual Retirement Accounts (IRAs) and Keogh Plan accounts	6835	4,000							M.1.a
b. Total brokered deposits	2365	0							M.1.b
c. Fully insured brokered deposits (included in Memorandum item 1.b above): (1)									
(1) Issued in denominations of less than \$100,000	2343	0							M.1.c.1
(2) Issued either in denominations of \$100,000 or in denominations greater than \$100,000 and participated out by the broker in shares of \$100,000 or less	2344	0							M.1.c.2
d. Maturity data for brokered deposits:									
(1) Brokered deposits issued in denominations of less than \$100,000 with a remaining maturity of one year or less (included in Memorandum item 1.c.(1) above)	A243	0							M.1.d.1
(2) Brokered deposits issued in denominations of \$100,000 or more with a remaining maturity of one year or less (included in Memorandum item 1.b above)	A244	0							M.1.d.2
e. Preferred deposits (uninsured deposits of states and political subdivisions in the U.S. reported in item 3 above which are secured or collateralized as required under state law) (to be completed for the December report only)	5590	38,000							M.1.e
2. Components of total nontransaction accounts (sum of Memorandum items 2.a through 2.c must equal item 7, column C, above):									
a. Savings deposits:									
(1) Money market deposit accounts (MMDAs)	6810	5,213,000							M.2.a.1
(2) Other savings deposits (excludes MMDAs)	0352	243,000							M.2.a.2
b. Total time deposits of less than \$100,000	6648	6,000							M.2.b
c. Total time deposits of \$100,000 or more	2604	19,847,000							M.2.c

(1) Report brokered retirement deposit accounts eligible for \$250,000 in deposit insurance coverage in Memorandum item 1.c.(1) only if they have been issued in denominations of less than \$100,000. Report brokered retirement deposit accounts in Memorandum item 1.c.(2) if they have been issued either in denominations of exactly \$100,000 through exactly \$250,000 or in denominations greater than \$100,000 and participated out by the broker in shares of \$250,000 or less.

Schedule RC-E—Continued

Part I. Continued

Memoranda (continued)	Dollar Amounts in Thousands	RCON	Bil	Mil	Thou	
3. Maturity and repricing data for time deposits of less than \$100,000 :						
a. Time deposits of less than \$100,000 with a remaining maturity or next repricing date of (1,2)						
(1) Three months or less _____		A579		2,000		M.3.a.1
(2) Over three months through 12 months _____		A580		3,000		M.3.a.2
(3) Over one year through three years _____		A581		1,000		M.3.a.3
(4) Over three years _____		A582		0		M.3.a.4
b. Time deposits of less than \$100,000 with a REMAINING MATURITY of one year or less (included in Memorandum items 3.a.(1) and 3.a.(2) above)(3) _____						
		A241		5,000		M.3.b
4. Maturity and repricing data for time deposits of \$100,000 or more:						
a. Time deposits of \$100,000 or more with a remaining maturity or next repricing date of (1,4)						
(1) Three months or less _____		A584		18,960,000		M.4.a.1
(2) Over three months through 12 months _____		A585		312,000		M.4.a.2
(3) Over one year through three years _____		A586		500,000		M.4.a.3
(4) Over three years _____		A587		75,000		M.4.a.4
b. Time deposits of \$100,000 or more with a REMAINING MATURITY of one year or less (included in Memorandum items 4.a.(1) and 4.a.(2) above)(3) _____						
		A242		18,373,000		M.4.b

(1) Report fixed rate time deposits by remaining maturity and floating rate time deposits by next repricing date.

(2) Sum of Memorandum items 3.a.(1) through 3.a.(4) must equal Schedule RC-E Memorandum item 2.b.

(3) Report both fixed and floating rate time deposits by remaining maturity. Exclude floating rate time deposits with a next repricing date of one year or less that have a remaining maturity of over one year.

(4) Sum of Memorandum items 4.a.(1) through 4.a.(4) must equal Schedule RC-E, Memorandum item 2.c.

Part II. Deposits in Foreign Offices (including Edge and Agreement subsidiaries and IBFs)

Deposits of:	Dollar Amounts in Thousands	RCFN	Bil	Mil	Thou	
1. Individuals, partnerships, and corporations (include all certified and official checks) _____						
		B553		25,262,000		1
2. U.S. banks (including IBFs and foreign branches of U.S. banks) and other U.S. depository institutions _____						
		B554		330,000		2
3. Foreign banks (including U.S. branches and agencies of foreign banks, including their IBFs) _____						
		2625		7,295,000		3
4. Foreign governments and official institutions (including foreign central banks) _____						
		2650		332,000		4
5. U.S. Government and states and political subdivisions in the U.S. _____						
		B555		0		5
6. Total (sum of items 1 through 5) (must equal Schedule RC, item 13.b) _____						
		2200		33,219,000		6

Memorandum	Dollar Amounts in Thousands	RCFN	Bil	Mil	Thou	
1. Time deposits with a remaining maturity of one year or less (included in Part II, item 6 above) _____						
		A245		12,467,000		M.1

Schedule RC-F—Other Assets

				Dollar Amounts in Thousands				
				RCFD	Bil	Mil	Thou	
1.	Accrued interest receivable (1) _____			B556	294,000			1
2.	Net deferred tax assets (2) _____			2148	2,000			2
3.	Interest-only strips receivable (not in the form of a security) (3) on:							
	a.	Mortgage loans _____		A519	0			3.a
	b.	Other financial assets _____		A520	0			3.b
4.	Equity securities that DO NOT have readily determinable fair values (4) _____			1752	187,000			4
5.	Life insurance assets _____			C009	1,721,000			5
6.	All other assets (itemize and describe amounts greater than \$25,000 that exceed 25% of this item) _____			2168	4,579,000			6
	TEXT							
	a.	Prepaid Expenses	2166	0				6.a
	b.	Repossessed personal property (including vehicles)	1578	0				6.b
	c.	Derivatives with a positive fair value held for purposes other than trading	C010	0				6.c
	d.	Retained interests in accrued interest receivable related to securitized credit cards	C436	0				6.d
e.	3549	Accounts receivable	3549	2,114,000				6.e
f.	3550		3550	0				6.f
g.	3551		3551	0				6.g
7.	Total (sum of items 1 through 6) (must equal Schedule RC, item 11) _____			2160	6,783,000			7

Schedule RC-G—Other Liabilities

				Dollar Amounts in Thousands				
				RCFD	Bil	Mil	Thou	
1.	a.	Interest accrued and unpaid on deposits in domestic offices(5) _____		3645	50,000			1.a
	b.	Other expenses accrued and unpaid (includes accrued income taxes payable) _____		RCFD				
				3646	1,741,000			1.b
2.	Net deferred tax liabilities (2) _____			3049	3,017,000			2
3.	Allowance for credit losses on off-balance sheet credit exposures _____			B557	151,000			3
4.	All other liabilities (itemize and describe amounts greater than \$25,000 that exceed 25% of this item) _____			2938	1,533,000			4
	TEXT							
	a.	Accounts Payable	3066	743,000				4.a
	b.	Deferred compensation liabilities	C011	0				4.b
	c.	Dividends declared but not yet payable	2932	0				4.c
	d.	Derivatives with a negative fair value held for purposes other than trading	C012	0				4.d
e.	3552		3552	0				4.e
f.	3553		3553	0				4.f
g.	3554		3554	0				4.g
5.	Total (sum of items 1 through 4) (must equal Schedule RC, item 20) _____			2930	6,492,000			5

(1) Include accrued interest receivable on loans, leases, debt securities, and other interest-bearing assets.

(2) See discussion of deferred income taxes in Glossary entry on "income taxes."

(3) Report interest-only strips receivable in the form of a security as available-for sale securities in Schedule RC, item 2.b, or as trading assets in Schedule RC, item 5, as appropriate.

(4) Include Federal Reserve stock, Federal Home Loan Bank stock, and bankers' bank stock

(5) For savings banks, includes "dividends" accrued and unpaid on deposits.

Schedule RC-H—Selected Balance Sheet Items for Domestic Offices

	Domestic Offices			
	RCON	Bil	Mil	
Dollar Amounts in Thousands				
1. and 2. Not applicable				
3. Securities purchased under agreements to resell _____	B989		15,000	3
4. Securities sold under agreements to repurchase _____	B995		185,000	4
5. Other borrowed money _____ <i>EITHER</i>	3190		940,000	5
6. Net due from own foreign offices, Edge and Agreement subsidiaries, and IBFs _____ <i>OR</i>	2163		0	6
7. Net due to own foreign offices, Edge and Agreement subsidiaries, and IBFs _____	2941		2,693,000	7
8. Total assets (excludes net due from foreign offices, Edge and Agreement subsidiaries, and IBFs) _____	2192		52,731,000	8
9. Total liabilities (excludes net due to foreign offices, Edge and Agreement subsidiaries, and IBFs) _____	3129		41,163,000	9

In items 10-17, report the amortized (historical) cost of both held-to-maturity and available-for-sale securities in domestic offices.

	RCON	Bil	Mil	Thou	
10. U.S. Treasury securities _____	1039			21,000	10
11. U.S. Government agency obligations (exclude mortgage-backed securities) _____	1041			674,000	11
12. Securities issued by states and political subdivisions in the U.S. _____	1042			81,000	12
13. Mortgage-backed securities (MBS):					
a. Pass-through securities:					
(1) Issued or guaranteed by FNMA, FHLMC, or GNMA _____	1043			1,944,000	13.a.1
(2) Other pass-through securities _____	1044			0	13.a.2
b. Other mortgage-backed securities (include CMOs, REMICs, and stripped MBS):					
(1) Issued or guaranteed by FNMA, FHLMC, or GNMA _____	1209			355,000	13.b.1
(2) All other mortgage-backed securities _____	1280			12,793,000	13.b.2
14. Other domestic debt securities (include domestic asset-backed securities) _____	1281			438,000	14
15. Foreign debt securities (include foreign asset-backed securities) _____	1282			4,000	15
16. Investments in mutual funds and other equity securities with readily determinable fair values _____	A510			121,000	16
17. Total amortized (historical) cost of both held-to-maturity and available-for-sale securities (sum of items 10 through 16) _____	1374			16,431,000	17
18. Equity securities that do not have readily determinable fair values _____	1752			187,000	18

Schedule RC-I—Assets and Liabilities of IBFs

To be completed only by banks with IBFs and other "foreign" offices.

	Dollar Amounts in Thousands				
	RCFN	Bil	Mil	Thou	
1. Total IBF assets of the consolidated bank (component of Schedule RC, item 12) _____	2133			1,425,000	1
2. Total IBF liabilities (component of Schedule RC, item 21) _____	2898			4,618,000	2

Schedule RC-K—Quarterly Averages (1)

Dollar Amounts in Thousands

RCFD	Tril	Bil	Mil	Thou
ASSETS				
3381		13,851,000		
B558		633,000		
B559		17,535,000		
B560		1,037,000		
3365		4,685,000		
6. Loans:				
a. Loans in domestic offices:				
3360		11,700,000		
3385		3,860,000		
3386		1,000		
3387		688,000		
(5) Loans to individuals for household, family, and other personal expenditures:				
B561		0		
B562		202,000		
RCFN				
3360		11,042,000		
RCFD				
3401		4,373,000		
3484		5,527,000		
3368		84,732,000		
LIABILITIES				
RCFN				
3485		187,000		
B563		5,788,000		
A514		17,610,000		
A529		7,000		
RCFN				
3404		33,674,000		
RCFD				
3353		1,643,000		
3355		1,094,000		

1. Interest-bearing balances due from depository institutions _____					1
2. U.S. Treasury securities and U.S. Government agency obligations (2) (excluding mortgage-backed securities) _____					2
3. Mortgage-backed securities (2) _____					3
4. All other securities (2, 3) (includes securities issued by states and political subdivisions in the U.S.) _____					4
5. Federal funds sold and securities purchased under agreements to resell _____					5
6. Loans:					
a. Loans in domestic offices:					
(1) Total loans _____					6.a.1
(2) Loans secured by real estate _____					6.a.2
(3) Loans to finance agricultural production and other loans to farmers _____					6.a.3
(4) Commercial and industrial loans _____					6.a.4
(5) Loans to individuals for household, family, and other personal expenditures:					
(a) Credit cards _____					6.a.5.a
(b) Other (includes single payment, installment, all student loans, and revolving credit plans other than credit cards) _____					6.a.5.b
b. Total loans in foreign offices, Edge and Agreement subsidiaries, and IBFs _____					6.b
7. Trading assets _____					7
8. Lease financing receivables (net of unearned income) _____					8
9. Total assets(4) _____					9
10. Interest-bearing transaction accounts in domestic offices (NOW accounts, ATS accounts, and telephone and preauthorized transfer accounts) (exclude demand deposits) _____					
11. Nontransaction accounts in domestic offices:					
a. Savings deposits (includes MMDAs) _____					11.a
b. Time deposits of \$100,000 or more _____					11.b
c. Time deposits of less than \$100,000 _____					11.c
12. Interest-bearing deposits in foreign offices, Edge and Agreement subsidiaries, and IBFs _____					
13. Federal funds purchased and securities sold under agreements to repurchase _____					
14. Other borrowed money (includes mortgage indebtedness and obligations under capitalized leases) _____					

- (1) For all items, banks have the option of reporting either (1) an average of DAILY figures for the quarter, or (2) an average of WEEKLY figures (i.e., the Wednesday of each week of the quarter).
- (2) Quarterly averages for all debt securities should be based on amortized cost.
- (3) Quarterly averages for all equity securities should be based on historical cost.
- (4) The quarterly averages for total assets should reflect all debt securities (not held for trading) at amortized cost, equity securities with readily determinable fair values at the lower of cost or fair value, and equity securities without readily determinable fair values at historical cost.

Schedule RC-L—Derivatives and Off-Balance Sheet Items

Please read carefully the instructions for the preparation of Schedule RC-L. Some of the amounts reported in Schedule RC-L are regarded as volume indicators and not necessarily as measures of risk.

Dollar Amounts in Thousands						RCFD	Bil	Mil	Thou		
1. Unused commitments:											
a. Revolving, open-end lines secured by 1-4 family residential properties, e.g., home equity lines _____						3814		38,000		1.a	
b. Credit card lines _____						3815		0		1.b	
c. (1) Commitments to fund commercial real estate, construction, and land development loans secured by real estate _____						3816		381,000		1.c.1	
(2) Commitments to fund commercial real estate, construction, and land development loans NOT secured by real estate _____						6550		561,000		1.c.2	
d. Securities underwriting _____						3817		0		1.d	
e. Other unused commitments _____						3818		36,334,000		1.e	
2. Financial standby letters of credit and foreign office guarantees _____						3819		12,583,000		2	
a. Amount of financial standby letters of credit conveyed to others _____					3820		2,423,000		2.a		
3. Performance standby letters of credit and foreign office guarantees _____						3821		892,000		3.	
a. Amount of performance standby letters of credit conveyed to others _____					3822		151,000		3.a		
4. Commercial and similar letters of credit _____						3411		1,220,000		4	
5. Not applicable											
6. Securities lent (including customers' securities lent where the customer is indemnified against loss by the reporting bank) _____						3433		398,675,000		6	
7. Credit derivatives:						(Column A) Guarantor		(Column B) Beneficiary			
						RCFD	Bil	Mil	Thou		RCFD
a. Notional amounts:											
(1) Credit default swaps _____						C968		0	C969	1,655,000	7.a.1
(2) Total return swaps _____						C970		0	C971	33,000	7.a.2
(3) Credit options _____						C972		0	C973	0	7.a.3
(4) Other credit derivatives _____						C974		0	C975	0	7.a.4
b. Gross fair values:											
(1) Gross positive fair value _____						C219		0	C221	2,000	7.b.1
(2) Gross negative fair value _____						C220		0	C222	9,000	7.b.2
8. Spot foreign exchange contracts _____						8765		14,274,000		8	
9. All other off-balance sheet liabilities (exclude derivatives) (itemize and describe each component of this item over 25% of Schedule RC, item 28, "Total equity capital") _____						3430		0		9	
TEXT											
a. Securities borrowed _____					3432		0		9.a		
b. Commitments to purchase when-issued securities _____					3434		0		9.b		
c. Standby letters of credit issued by a Federal Home Loan Bank on the bank's behalf _____						C978		0		9.c	
d.	3555				3555		0		9.d		
e.	3556				3556		0		9.e		
f.	3557				3557		0		9.f		
10. All other off-balance sheet assets (exclude derivatives) (itemize and describe each component of this item over 25% of Schedule RC item 28., "Total equity capital") _____						5591		0		10	
TEXT											
a. Commitments to sell when-issued securities _____					3435		0		10.a		
b.	5592				5592		0		10.b		
c.	5593				5593		0		10.c		
d.	5594				5594		0		10.d		
e.	5595				5595		0		10.e		

Schedule RC-L—Continued

Dollar Amounts in Thousands

RCFD	Tril Bil Mil Thou
C223	0
C224	0

11. Year-to-date merchant credit card sales volume:		
a. Sales for which the reporting bank is the acquiring bank _____	C223	0
b. Sales for which the reporting bank is the agent bank with risk _____	C224	0

Dollar Amounts in Thousands	(Column A) Interest Rate Contracts				(Column B) Foreign Exchange Contracts				(Column C) Equity Derivative Contracts				(Column D) Commodity and Other Contracts				
	Tril	Bil	Mil	Thou	Tril	Bil	Mil	Thou	Tril	Bil	Mil	Thou	Tril	Bil	Mil	Thou	
Derivatives Position Indicators																	
12. Gross amounts (e.g., notional amounts) (for each column, sum of items 12.a through 12.e must equal sum of items 13 and 14):																	
a. Futures contracts _____	RCFD 8693				RCFD 8694				RCFD 8695				RCFD 8696				12.a
	57,257,000				431,000				317,000				0				
b. Forward contracts _____	RCFD 8697				RCFD 8698				RCFD 8699				RCFD 8700				12.b
	3,729,000				78,964,000				2,000				0				
c. Exchange-traded option contracts:																	
(1) Written options _____	RCFD 8701				RCFD 8702				RCFD 8703				RCFD 8704				12.c.1
	6,268,000				2,087,000				3,687,000				0				
(2) Purchased options _____	RCFD 8705				RCFD 8706				RCFD 8707				RCFD 8708				12.c.2
	14,521,000				1,995,000				2,540,000				0				
d. Over-the-counter option contracts:																	
(1) Written options _____	RCFD 8709				RCFD 8710				RCFD 8711				RCFD 8712				12.d.1
	193,494,000				7,509,000				6,335,000				0				
(2) Purchased options _____	RCFD 8713				RCFD 8714				RCFD 8715				RCFD 8716				12.d.2
	169,334,000				8,896,000				4,215,000				0				
e. Swaps _____	RCFD 3450				RCFD 3826				RCFD 8719				RCFD 8720				12.e
	326,976,000				2,580,000				0				0				
13. Total gross notional amount of derivative contracts held for trading _____	RCFD A126				RCFD A127				RCFD 8723				RCFD 8724				13
	758,260,000				100,587,000				17,096,000				0				
14. Total gross notional amount of derivative contracts held for purposes other than trading _____																	
	RCFD 8725				RCFD 8726				RCFD 8727				RCFD 8728				14
	13,319,000				1,875,000				0				0				
a. Interest rate swaps where the bank has agreed to pay a fixed rate _____	RCFD A589																14.a
	6,856,000																
15. Gross fair values of derivative contracts:																	
a. Contracts held for trading:																	
(1) Gross positive fair value _____	RCFD 8733				RCFD 8734				RCFD 8735				RCFD 8736				15.a.1
	3,749,000				842,000				270,000				0				
(2) Gross negative fair value _____	RCFD 8737				RCFD 8738				RCFD 8739				RCFD 8740				15.a.2
	3,984,000				735,000				378,000				0				
b. Contracts held for purposes other than trading:																	
(1) Gross positive fair value _____	RCFD 8741				RCFD 8742				RCFD 8743				RCFD 8744				15.b.1
	227,000				7,000				0				0				
(2) Gross negative fair value _____	RCFD 8745				RCFD 8746				RCFD 8747				RCFD 8748				15.b.2
	209,000				39,000				0				0				

Schedule RC-M—Memoranda

Dollar Amounts in Thousands		RCFD	Bil	Mil	Thou	
1. Extensions of credit by the reporting bank to its executive officers, directors, principal shareholders, and their related interests as of the report date:						
a. Aggregate amount of all extensions of credit to all executive officers, directors, principal shareholders, and their related interests _____		6164		665,000		1.a
b. Number of executive officers, directors, and principal shareholders to whom the amount of all extensions of credit by the reporting bank (including extensions of credit to related interests) equals or exceeds the lesser of \$500,000 or 5 percent of total capital as defined for this purpose in agency regulations _____		6165	Number	5		1.b
2. Intangible assets other than goodwill:						
a. Mortgage servicing Assets _____		3164			0	2.a
(1) Estimated fair value of mortgage servicing assets _____		A590			0	2.a.1
b. Purchased credit card relationships and nonmortgage servicing assets _____		B026			0	2.b
c. All other identifiable intangible assets _____		5507		981,000		2.c
d. Total (sum of items 2.a, 2.b, and 2.c) (must equal Schedule RC, item 10.b) _____		0426		981,000		2.d
3. Other real estate owned:						
a. Direct and indirect investments in real estate ventures _____		5372			0	3.a
b. All other real estate owned:		RCFN				
(1) Construction, land development, and other land in domestic offices _____		5508			0	3.b.1
(2) Farmland in domestic offices _____		5509			0	3.b.2
(3) 1-4 family residential properties in domestic offices _____		5510		1,000		3.b.3
(4) Multifamily (5 or more) residential properties in domestic offices _____		5511			0	3.b.4
(5) Nonfarm nonresidential properties in domestic offices _____		5512			0	3.b.5
(6) Foreclosed properties from "GNMA loans" _____		C979			0	3.b.6
(7) In foreign offices _____		RCFN				
		5513			0	3.b.7
		RCFD				
c. Total (sum of items 3.a and 3.b) (must equal Schedule RC, item 7) _____		2150		1,000		3.c
4. Investments in unconsolidated subsidiaries and associated companies:						
a. Direct and indirect investments in real estate ventures _____		5374			0	4.a
b. All other investments in unconsolidated subsidiaries and associated companies _____		5375		292,000		4.b
c. Total (sum of items 4.a and 4.b) (must equal Schedule RC, item 8) _____		2130		292,000		4.c
5. Other borrowed money:						
a. Federal Home Loan Bank advances:						
(1) Advances with a remaining maturity or next repricing date of: (1)						
(a) One year or less _____		F055			0	5.a.1.a
(b) Over one year through three years _____		F056			0	5.a.1.b
(c) Over three years through five years _____		F057			0	5.a.1.c
(d) Over five years _____		F058			0	5.a.1.d
(2) Advances with a REMAINING MATURITY of one year or less (included in item 5.a.(1)(a) above) (2) _____		2651			0	5.a.2
(3) Structured advances (included in items 5.a.(1)(a) - (d) above) _____		F059			0	5.a.3
b. Other borrowings:						
(1) Other borrowings with a remaining maturity or next repricing date of: (3)						
(a) One year or less _____		F060		1,231,000		5.b.1.a
(b) Over one year through three years _____		F061		250,000		5.b.1.b
(c) Over three years through five years _____		F062		0		5.b.1.c
(d) Over five years _____		F063		595,000		5.b.1.d
(2) Other borrowings with a REMAINING MATURITY of one year or less (included in item 5.b.(1)(a) above) (4) _____		B571		441,000		5.b.2
c. Total (sum of items 5.a.(1)(a)-(d) and items 5.b.(1)(a)-(d)) (must equal Schedule RC, item 16) _____		3190		2,076,000		5.c

- (1) Report fixed rate advances by remaining maturity and floating rate advances by next repricing date.
- (2) Report both fixed and floating rate advances by remaining maturity. Exclude floating rate advances with a next repricing date of one year or less that have a remaining maturity of over one year.
- (3) Report fixed rate other borrowings by remaining maturity and floating rate other borrowings by next repricing date.
- (4) Report both fixed and floating rate other borrowings by remaining maturity. Exclude floating rate other borrowings with a next repricing date of one year or less that have a remaining maturity of over one year.

Schedule RC-M—Continued

Dollar Amounts in Thousands

6. Does the reporting bank sell private label or third party mutual funds and annuities? _____

RCFD	YES / NO
B569	YES

6

7. Assets under the reporting bank's management in proprietary mutual funds and annuities _____

RCFD	Bil Mil Thou
B570	17,636,000

7

8. Primary Internet Web site address of the bank (home page), if any
(example: www.examplebank.com)
(TEXT 4087) http://www.bankofny.com _____

8

9. Do any of the bank's Internet Web sites have transactional capability, i.e., allow the bank's customers to execute transactions on their accounts through the Web site? _____

RCFD	YES / NO
4088	YES

9

10. Secured liabilities:

a. Amount of "Federal funds purchased in domestic offices" that are secured (included in Schedule RC, item 14.a) _____

RCON	Bil Mil Thou
F064	0

10.a

b. Amount of "Other borrowings" that are secured (included in Schedule RC-M, items 5.b.(1)(a)-(d)) _____

RCFD	
F065	32,000

10.b

Schedule RC-N—Past Due and Nonaccrual Loans, Leases, and Other Assets

Dollar Amounts in Thousands	(Column A) Past due 30 through 89 days and still accruing				(Column B) Past due 90 days or more and still accruing				(Column C) Nonaccrual				
	RCON	Bil	Mil	Thou	RCON	Bil	Mil	Thou	RCON	Bil	Mil	Thou	
	1. Loans secured by real estate:												
a. Construction, land development, and other land loans in domestic offices _____	2759		2,000		2769		0		3492		0		1.a
b. Secured by farmland in domestic offices _____	3493		0		3494		0		3495		0		1.b
c. Secured by 1-4 family residential properties in domestic offices:													
(1) Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit _____	5398		0		5399		0		5400		0		1.c.1
(2) Closed-end loans secured by 1-4 family residential properties:													
(a) Secured by first liens _____	C236		33,000		C237		9,000		C229		2,000		1.c.2.a
(b) Secured by junior liens _____	C238		0		C239		0		C230		0		1.c.2.b
d. Secured by multifamily (5 or more) residential properties in domestic offices _____	3499		14,000		3500		0		3501		0		1.d
e. Secured by nonfarm nonresidential properties in domestic offices _____													
	3502		0		3503		0		3504		0		1.e
	RCFN				RCFN				RCFN				
f. In foreign offices _____	B572		25,000		B573		0		B574		0		1.f
2. Loans to depository institutions and acceptances of other banks:													
a. To U.S. banks and other U.S. depository institutions _____	RCFD				RCFD				RCFD				
	5377		0		5378		0		5379		0		2.a
b. To foreign banks _____	5380		0		5381		0		5382		3,000		2.b
3. Loans to finance agricultural production and other loans to farmers _____													
	1594		0		1597		0		1583		0		3
4. Commercial and industrial loans:													
a. To U.S. addressees (domicile) _____	1251		32,000		1252		0		1253		19,000		4.a
b. To non-U.S. addressees (domicile) _____	1254		0		1255		0		1256		3,000		4.b
5. Loans to individuals for household, family, and other personal expenditures:													
a. Credit cards _____	B575		0		B576		0		B577		0		5.a
b. Other (includes single payment, installment, all student loans, and revolving credit plans other than credit cards) _____													
	B578		7,000		B579		0		B580		1,000		5.b
6. Loans to foreign governments and official institutions _____													
	5389		0		5390		0		5391		0		6
7. All other loans _____													
	5459		635,000		5460		0		5461		0		7
8. Lease financing receivables:													
a. Of U.S. addressees (domicile) _____	1257		0		1258		0		1259		0		8.a
b. Of non-U.S. addressees (domicile) _____	1271		0		1272		0		1791		0		8.b
9. Debt securities and other assets (exclude other real estate owned and other repossessed assets) _____													
	3505		0		3506		0		3507		0		9

Schedule RC-N—Continued

Amounts reported in Schedule RC-N, items 1 through 8, above include guaranteed and unguaranteed portions of past due and nonaccrual loans and leases. Report in item 10 below certain guaranteed loans and leases that have already been included in the amounts reported in items 1 through 8.

Dollar Amounts in Thousands	(Column A) Past due 30 through 89 days and still accruing			(Column B) Past due 90 days or more and still accruing			(Column C) Nonaccrual			
	RCFD	Bil Mil Thou		RCFD	Bil Mil Thou		RCFD	Bil Mil Thou		
10. Loans and leases reported in items 1 through 8 above which are wholly or partially guaranteed by the U.S. Government _____	5612	0		5613	0		5614	0		10
a. Guaranteed portion of loans and leases included in item 10 above (exclude rebooked "GNMA loans")	5615	0		5616	0		5617	0		10.a
b. Rebooked "GNMA loans" that have been repurchased or are eligible for repurchase included in item 10 above _____	C866	0		C867	0		C868	0		10.b

Memoranda Dollar Amounts in Thousands	(Column A) Past due 30 through 89 days and still accruing			(Column B) Past due 90 days or more and still accruing			(Column C) Nonaccrual			
	RCFD	Bil Mil Thou		RCFD	Bil Mil Thou		RCFD	Bil Mil Thou		
1. Restructured loans and leases included in Schedule RC-N, items 1 through 8, above (and not reported in Schedule RC-C, Part I, Memorandum item 1) _____	1658	0		1659	0		1661	14,000		M.1
2. Loans to finance commercial real estate, construction, and land development activities (not secured by real estate) included in Schedule RC-N, items 4 and 7, above _____	6558	18,000		6559	0		6560	0		M.2
3. Loans secured by real estate to non-U.S. addresses (domicile) (included in Schedule RC-N, item 1, above) _____	1248	0		1249	0		1250	0		M.3
4. Not applicable										
5. Loans and leases held for sale (included in Schedule RC-N, items 1 through 8, above) _____	C240	0		C241	0		C226	0		M.5

6. Interest rate, foreign exchange rate, and other commodity and equity contracts: Fair value of amounts carried as assets _____	(Column A) Past due 30 through 89 days			(Column B) Past due 90 days or more			
	RCFD	Bil Mil Thou		RCFD	Bil Mil Thou		
	3529	0		3530	0		M.6

7. Additions to nonaccrual assets during the quarter _____	C410	5,000		M.7
8. Nonaccrual assets sold during the quarter _____	C411	1,000		M.8

Schedule RC-O—Other Data for Deposit Insurance and FICO Assessments

Dollar Amounts in Thousands

	RCON	Bil Mil Thou	
1. Unposted debits (see instructions):			
a. Actual amount of all unposted debits _____	0030	0	1.a
<i>OR</i>			
b. Separate amount of unposted debits:			
(1) Actual amount of unposted debits to demand deposits _____	0031	58,000	1.b.1
(2) Actual amount of unposted debits to time and savings deposits (1) _____	0032	0	1.b.2
2. Unposted credits (see instructions):			
a. Actual amount of all unposted credits _____	3510	0	2.a
<i>OR</i>			
b. Separate amount of unposted credits:			
(1) Actual amount of unposted credits to demand deposits _____	3512	201,000	2.b.1
(2) Actual amount of unposted credits to time and savings deposits (1) _____	3514	4,000	2.b.2
3. Uninvested trust funds (cash) held in bank's own trust department (not included in total deposits in domestic offices) _____	3520	0	3
4. Deposits of consolidated subsidiaries in domestic offices and in insured branches in Puerto Rico and U.S. territories and possessions (not included in total deposits) :			
a. Demand deposits of consolidated subsidiaries _____	2211	2,845,000	4.a
b. Time and savings deposits (1) of consolidated subsidiaries _____	2351	0	4.b
c. Interest accrued and unpaid on deposits of consolidated subsidiaries _____	5514	0	4.c
5. Deposits in insured branches in Puerto Rico and U.S. territories and possessions:			
a. Demand deposits in insured branches (included in Schedule RC-E, Part II) _____	2229	0	5.a
b. Time and saving deposits (1) in insured branches (included in Schedule RC-E, Part II) _____	2383	0	5.b
c. Interest accrued and unpaid on deposits in insured branches (included in Schedule RC-G, item 1.b) _____	5515	0	5.c
6. Reserve balances actually passed through to the Federal Reserve by the reporting bank on behalf of its respondent depository institutions that are also reflected as deposit liabilities of the reporting bank:			
a. Amount reflected in demand deposits (included in Schedule RC-E, Part I, Item 7 column B) _____	2314	2,000	6.a
b. Amount reflected in time and savings deposits (1) (included in Schedule RC-E, Part I, Item 7, column A or C, but not column B) _____	2315	0	6.b
7. Unamortized premiums and discounts on time and savings deposits: (1,2)			
a. Unamortized premiums _____	5516	0	7.a
b. Unamortized discounts _____	5517	2,000	7.b
8. Not applicable			
9. Deposits in lifeline accounts _____	5596		9
10. Benefit-responsive "Depository Institution Investment Contracts" (included in total deposits in domestic offices) _____	8432	0	10

(1) For FDIC insurance and FICO assessment purposes, "time and savings deposits" consists of nontransaction accounts and all transaction accounts other than demand deposits.

(2) Exclude core deposit intangibles.

Schedule RC-O—Continued

		Dollar Amounts in Thousands	RCON	Bil	Mil	Thou	
11. Adjustments to demand deposits in domestic offices and in insured branches in Puerto Rico and U.S. territories and possessions reported in Schedule RC-E for certain reciprocal demand balances:							
a.	Amount by which demand deposits would be reduced if the reporting bank's reciprocal demand balances with the domestic offices of U.S. banks and savings associations and insured branches in Puerto Rico and U.S. territories and possessions that were reported on a gross basis in Schedule RC-E had been reported on a net basis _____		8785			0	11.a
b.	Amount by which demand deposits would be increased if the reporting bank's reciprocal demand balances with foreign banks and foreign offices of other U.S. banks (other than insured branches in Puerto Rico and U.S. territories and possessions) that were reported on a net basis in Schedule RC-E had been reported on a gross basis _____		A181			0	11.b
c.	Amount by which demand deposits would be reduced if cash items in process of collection were included in the calculation of the reporting bank's net reciprocal demand balances with the domestic offices of U.S. banks and savings associations and insured branches in Puerto Rico and U.S. territories and possessions in Schedule RC-E _____		A182			0	11.c
12. Amount of assets netted against deposit liabilities in domestic offices and in insured branches in Puerto Rico and U.S. territories and possessions on the balance sheet (Schedule RC) in accordance with generally accepted accounting principles (exclude amounts related to reciprocal demand balances):							
a.	Amount of assets netted against demand deposits _____		A527			0	12.a
b.	Amount of assets netted against time and savings deposits _____		A528			0	12.b

Memoranda (to be completed each quarter except as noted)

		Dollar Amounts in Thousands	RCON	Bil	Mil	Thou	
1. Total deposits in domestic offices of the bank and in insured branches in Puerto Rico and U.S. territories and possessions (sum of Memorandum items 1.a.(1), 1.b.(1), 1.c.(1), and 1.d.(1) must equal the sum of Schedule RC, item 13.a, and Schedule RC-O, items 5.a and 5.b):							
a.	Deposit accounts (excluding retirement accounts) of \$100,000 or less: (1)						
	(1) Amount of deposit accounts (excluding retirement accounts) of \$100,000 or less _____		F049		281,000		M.1.a.1
	(2) Number of deposit accounts (excluding retirement accounts) of \$100,000 or less (to be completed for the June report only) _____	RCON	Number				
		F050	345,201				M.1.a.2
b.	Deposit accounts (excluding retirement accounts) of more than \$100,000: (1)						
	(1) Amount of deposit accounts (excluding retirement accounts) of more than \$100,000 _____		F051		29,715,000		M.1.b.1
	(2) Number of deposit accounts (excluding retirement accounts) of more than \$100,000 _____	RCON	Number				
		F052	10,361				M.1.b.2
c.	Retirement deposit accounts of \$250,000 or less: (1)						
	(1) Amount of retirement deposit accounts of \$250,000 or less _____		F045		2,000		M.1.c.1
	(2) Number of retirement deposit accounts of \$250,000 or less (to be completed for the June report only) _____	RCON	Number				
		F046	219				M.1.c.2
d.	Retirement deposit accounts of more than \$250,000: (1)						
	(1) Amount of retirement deposit accounts of more than \$250,000 _____		F047		2,000		M.1.d.1
	(2) Number of retirement deposit accounts of more than \$250,000 _____	RCON	Number				
		F048	4				M.1.d.2

Memorandum item 2 is to be completed by banks with \$1 billion or more in total assets. (2)

2. Estimated amount of uninsured deposits in domestic offices of the bank and in insured branches in Puerto Rico and U.S. territories and possessions (see instructions) _____			5597		29,276,000		M.2
3. Has the reporting institution been consolidated with a parent bank or savings association in that parent bank's or parent savings association's Call Report or Thrift Financial Report ?							
If so, report the legal title and FDIC Certificate Number of the parent bank or parent savings association:							
Text		RCON	FDIC Cert No.				
A545		A545			0		M.3

(1) The dollar amounts used as the basis for reporting in Memoranda items 1.a through 1.d reflect the deposit insurance limits in effect on the report date.

(2) The \$1 billion asset size test is generally based on the total assets reported in the June 30, 2005, Report of Condition.

Schedule RC-P—Closed-End 1-4 Family Residential Mortgage Banking Activities in Domestic Offices

Schedule RC-P is to be completed by (1) all banks with \$1 billion or more in total assets¹ and (2) banks with less than \$1 billion in total assets at which either closed-end (first and junior lien) 1-4 family residential mortgage loan originations and purchases for resale² from all sources, loan sales, or quarter-end loans held for sale in domestic offices exceed \$10 million for two consecutive quarters.

Dollar Amounts in Thousands	RCFD	Bil Mil Thou	
1. Retail originations during the quarter of closed-end 1-4 family residential mortgage loans for sale²:			
a. First liens _____	F066	0	1.a
b. Junior liens _____	F067	0	1.b
2. Wholesale originations and purchases during the quarter of closed-end 1-4 family residential mortgage loans for sale²:			
a. First liens _____	F068	0	2.a
b. Junior liens _____	F069	0	2.b
3. Closed-end 1-4 family residential mortgage loans sold during the quarter:			
a. First liens _____	F070	0	3.a
b. Junior liens _____	F071	0	3.b
4. Closed-end 1-4 family residential mortgage loans held for sale at quarter-end (included in Schedule RC, item 4.a):			
a. First liens _____	F072	0	4.a
b. Junior liens _____	F073	0	4.b

(1) The \$1 billion asset size test is generally based on the total assets reported on the June 30, 2005, Report of Condition.

(2) Exclude originations and purchases of closed-end 1-4 family residential mortgage loans that are held for investment.

Schedule RC-R—Regulatory Capital

Dollar Amounts in Thousands		RCFD	Bil Mil Thou			
Tier 1 capital						
1. Total equity capital (from Schedule RC, item 28)		3210	8,724,000	1		
2. LESS: Net unrealized gains (losses) on available-for-sale securities (1) (if a gain, report as a positive value; if a loss, report as a negative value)		8434	(8,000)	2		
3. LESS: Net unrealized loss on available-for-sale EQUITY securities (1) (report loss as a positive value)		A221	0	3		
4. LESS: Accumulated net gains (losses) on cash flow hedges (1) (if a gain, report as a positive value; if a loss, report as a negative value)		4336	(252,000)	4		
5. LESS: Nonqualifying perpetual preferred stock		B588	0	5		
6. Qualifying minority interests in consolidated subsidiaries		B589	500,000	6		
7. LESS: Disallowed goodwill and other disallowed intangible assets		B590	3,726,000	7		
8. Subtotal (sum of items 1 and 6, less items 2, 3, 4, 5, and 7)		C227	5,758,000	8		
9.a. LESS: Disallowed servicing assets and purchased credit card relationships		B591	0	9.a		
b. LESS: Disallowed deferred tax assets		5610	0	9.b		
10. Other additions to (deductions from) Tier 1 capital		B592	(39,000)	10		
11. Tier 1 capital (sum of items 8 and 10, less items 9.a and 9.b)		8274	5,719,000	11		
Tier 2 Capital						
12. Qualifying subordinated debt and redeemable preferred stock		5306	1,440,000	12		
13. Cumulative perpetual preferred stock includible in Tier 2 capital		B593	0	13		
14. Allowance for loan and lease losses includible in Tier 2 capital		5310	437,000	14		
15. Unrealized gains on available-for-sale equity securities includible in Tier 2 capital		2221	1,000	15		
16. Other Tier 2 capital components		B594	0	16		
17. Tier 2 capital (sum of items 12 through 16)		5311	1,878,000	17		
18. Allowable Tier 2 capital (lesser of item 11 or 17)		8275	1,878,000	18		
19. Tier 3 capital allocated for market risk		1395	0	19		
20. LESS: Deductions for total risk-based capital		B595	0	20		
21. Total risk-based capital (sum of items 11, 18, and 19, less item 20)		3792	7,597,000	21		
Total assets for leverage ratio						
		RCFD	Tril Bil Mil Thou			
22. Average total assets (from Schedule RC-K, item 9)		3368	84,732,000	22		
23. LESS: Disallowed goodwill and other disallowed intangible assets (from item 7 above)		B590	3,726,000	23		
24. LESS: Disallowed servicing assets and purchased credit card relationships (from item 9.a above)		B591	0	24		
25. LESS: Disallowed deferred tax assets (from item 9.b above)		5610	0	25		
26. LESS: Other deductions from assets for leverage capital purposes		B596	0	26		
27. Average total assets for leverage capital purposes (item 22 less items 23 through 26)		A224	81,006,000	27		
Adjustments for financial subsidiaries						
		RCFD	Bil Mil Thou			
28.a. Adjustment to Tier 1 capital reported in item 11		C228	0	28.a		
b. Adjustment to total risk-based capital reported in item 21		B503	0	28.b		
29. Adjustment to risk-weighted assets reported in item 62		B504	0	29		
30. Adjustment to average total assets reported in item 27		B505	0	30		
Capital Ratios						
(Column B is to be completed by all banks. Column A is to be completed by banks with financial subsidiaries.)						
		(Column A)		(Column B)		
		RCFD	Percentage	RCFD	Percentage	
31. Tier 1 leverage ratio (2)		7273	0.00%	7204	7.06%	31
32. Tier 1 risk-based capital ratio (3)		7274	0.00%	7206	8.66%	32
33. Total risk-based capital ratio (4)		7275	0.00%	7205	11.50%	33

(1) Report amount included in Schedule RC, item 26.b, "Accumulated other comprehensive income."

(2) The ratio for column B is item 11 divided by item 27. The ratio for column A is item 11 minus item 28.a divided by (item 27 minus item 30).

(3) The ratio for column B is item 11 divided by item 62. The ratio for column A is item 11 minus item 28.a divided by (item 62 minus item 29).

(4) The ratio for column B is item 21 divided by item 62. The ratio for column A is item 21 minus item 28.b divided by (item 62 minus item 29).

Schedule RC-R—Continued

Banks are not required to risk-weight each on-balance sheet asset and the credit equivalent amount of each off-balance sheet item that qualifies for a risk weight of less than 100 percent (50 percent for derivatives) at its lower risk weight. When completing items 34 through 54 of Schedule RC-R, each bank should decide for itself how detailed a risk-weight analysis it wishes to perform. In other words, a bank can choose from among its assets and off-balance sheet items that have a risk weight of less than 100 percent which ones to risk-weight at an appropriate lower risk weight, or it can simply risk-weight some or all of these items at a 100 percent risk weight (50 percent for derivatives).

	(Column A)		(Column B)		(Column C)	(Column D)	(Column E)	(Column F)	
	Totals (from Schedule RC)		Items Not Subject to Risk-Weighting		Allocation by Risk Weight Category				
	0%		20%		50%	100%			
Dollar Amounts in Thousands	Tril Bil Mil Thou	Bil Mil Thou	Bil Mil Thou	Bil Mil Thou	Bil Mil Thou	Bil Mil Thou	Bil Mil Thou		
Balance Sheet Asset Categories									
34. Cash and balances due from depository institutions (Column A equals the sum of Schedule RC, items 1.a and 1.b)	RCFD 0010 15,312,000		RCFD C869 0		RCFD B600 830,000	RCFD B601 14,482,000		RCFD B602 0	34
35. Held-to-maturity securities	RCFD 1754 1,729,000		RCFD B603 0		RCFD B604 269,000	RCFD B605 1,343,000	RCFD B606 0	RCFD B607 117,000	35
36. Available-for-sale securities	RCFD 1773 17,675,000		RCFD B608 (4,000)		RCFD B609 239,000	RCFD B610 16,192,000	RCFD B611 635,000	RCFD B612 613,000	36
37. Federal funds sold and securities purchased under agreements to resell	RCFD C225 4,115,000				RCFD C063 162,000	RCFD C064 3,953,000		RCFD B520 0	37
38. Loans and leases held for sale	RCFD 5369 0		RCFD B617 0		RCFD B618 0	RCFD B619 0	RCFD B620 0	RCFD B621 0	38
39. Loans and leases, net of unearned income	RCFD B528 30,726,000		RCFD B622 0		RCFD B623 2,396,000	RCFD B624 4,779,000	RCFD B625 3,034,000	RCFD B626 20,517,000	39
40. LESS: Allowance for loan and lease losses	RCFD 3123 286,000		RCFD 3123 286,000						40
41. Trading assets	RCFD 3545 5,047,000		RCFD B627 5,047,000		RCFD B628 0	RCFD B629 0	RCFD B630 0	RCFD B631 0	41
42. All other assets (1)	RCFD B639 11,634,000		RCFD B640 3,823,000		RCFD B641 2,000	RCFD B642 69,000	RCFD B643 8,000	RCFD 5339 7,732,000	42
43. Total assets (sum of items 34 through 42)	RCFD 2170 85,952,000		RCFD B644 8,580,000		3,898,000	40,818,000	3,677,000	28,979,000	43

(1) Includes premises and fixed assets, other real estate owned, investments in unconsolidated subsidiaries and associated companies, intangible assets, and other assets.

Schedule RC-R—Continued

	(Column A) Face Value or Notional Amount	Credit Conversion Factor	(Column B) Credit Equivalent Amount (1)	(Column C)	(Column D)	(Column E)	(Column F)	
				Allocation by Risk Weight Category				
				0%	20%	50%	100%	
Dollar Amounts in Thousands	Bil Mil Thou		Bil Mil Thou	Bil Mil Thou	Bil Mil Thou	Bil Mil Thou	Bil Mil Thou	
Derivatives and Off-Balance Sheet Items	RCFD B546	See footnote 2	RCFD B547	RCFD B548	RCFD B581	RCFD B582	RCFD B583	
44. Financial standby letters of credit	12,583,000	1.00	12,583,000	206,000	2,692,000	0	9,685,000	44
45. Performance standby letters of credit	RCFD 3821		RCFD B650	RCFD B651	RCFD B652	RCFD B653	RCFD B654	
	892,000	.50	446,000	15,000	86,000	0	345,000	45
46. Commercial and similar letters of credit	RCFD 3411		RCFD B655	RCFD B656	RCFD B657	RCFD B658	RCFD B659	
	1,220,000	.20	244,000	10,000	9,000	0	225,000	46
47. Risk participations in bankers acceptances acquired by the reporting institution	RCFD 3429		RCFD B660	RCFD B661	RCFD B662		RCFD B663	
	0	1.00	0	0	0		0	47
48. Securities lent	RCFD 3433		RCFD B664	RCFD B665	RCFD B666	RCFD B667	RCFD B668	
	398,675,000	1.00	398,675,000	393,963,000	4,712,000	0	0	48
49. Retained recourse on small business obligations sold with recourse	RCFD A250		RCFD B669	RCFD B670	RCFD B671	RCFD B672	RCFD B673	
	0	1.00	0	0	0	0	0	49
50. Recourse and direct credit substitutes (other than financial standby letters of credit) subject to the low-level exposure rule and residual interests subject to a dollar-for-dollar capital requirement	RCFD B541	* Below	RCFD B542				RCFD B543	
	0	12.500	0				0	50
51. All other financial assets sold with recourse	RCFD B675		RCFD B676	RCFD B677	RCFD B678	RCFD B679	RCFD B680	
	0	1.00	0	0	0	0	0	51
52. All other off-balance sheet liabilities	RCFD B681		RCFD B682	RCFD B683	RCFD B684	RCFD B685	RCFD B686	
	582,000	1.00	582,000	0	96,000	67,000	419,000	52
53. Unused commitments with an original maturity exceeding one year	RCFD 3833		RCFD B687	RCFD B688	RCFD B689	RCFD B690	RCFD B691	
	25,666,000	.50	12,833,000	0	897,000	0	11,936,000	53
54. Derivative contracts			RCFD A167	RCFD B693	RCFD B694	RCFD B695		
			6,733,000	4,000	3,735,000	2,994,000		54

(1) Column A multiplied by credit conversion factor.

(2) For financial standby letters of credit to which the low-level exposure rule applies, use a credit conversion factor of 12.5 or an institution-specific factor.

For other financial standby letters of credit, use a credit conversion factor of 1.00. See instructions for further information.

(3) Or institution specific factor. (Entering an 'M' allows for data entry in Column B.)

Schedule RC-R—Continued

	(Column C)		(Column D)		(Column E)		(Column F)		
	Allocation by Risk Weight Category								
	0%		20%		50%		100%		
	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou
Dollar Amounts in Thousands									
Totals	RCFD B696		RCFD B697		RCFD B698		RCFD B699		
55. Total assets, derivatives, and off-balance sheet items by risk weight category (for each column, sum of items 43 through 54)	398,096,000		53,045,000		6,738,000		51,589,000		55
56. Risk weight factor	* 0%		* 20%		* 50%		* 100%		56
57. Risk-weighted assets by risk weight category (for each column, item 55 multiplied by item 56)	RCFD B700		RCFD B701		RCFD B702		RCFD B703		
	0		10,609,000		3,369,000		51,589,000		57
58. Market risk equivalent assets							RCFD 1651		
							503,000		58
59. Risk-weighted assets before deductions for excess allowance for loan and lease losses and allocated transfer risk reserve (sum of item 57, columns C through F, and item 58)							RCFD B704		
							66,070,000		59
60. LESS: Excess allowance for loan and lease losses							RCFD A222		
							0		60
61. LESS: Allocated transfer risk reserve							RCFD 3128		
							0		61
62. Total risk-weighted assets (item 59 minus items 60 and 61)							RCFD A223		
							66,070,000		62

Memoranda

Dollar Amounts in Thousands

RCFD	Bil Mil Thou
8764	2,632,000

1. Current credit exposure across all derivative contracts covered by the risk-based capital standards M.1

	With a remaining maturity of						
	(Column A) One year or less		(Column B) Over one year through five years		(Column C) Over five years		
	RCFD	Tril Bil Mil Thou	RCFD	Tril Bil Mil Thou	RCFD	Tril Bil Mil Thou	
2. Notional principal amounts of derivative contracts: (1)							
a. Interest rate contracts	3809	125,014,000	8766	237,568,000	8767	104,748,000	M.2.a
b. Foreign exchange contracts	3812	86,357,000	8769	1,742,000	8770	1,377,000	M.2.b
c. Gold contracts	8771	0	8772	0	8773	0	M.2.c
d. Other precious metals contracts	8774	0	8775	0	8776	0	M.2.d
e. Other commodity contracts	8777	0	8778	0	8779	0	M.2.e
f. Equity derivative contracts	A000	3,577,000	A001	902,000	A002	29,000	M.2.f
g. Credit derivative contracts:							
(1) Investment grade	C980	55,000	C981	1,329,000	C982	0	M.2.g.1
(2) Subinvestment grade	C983	2,000	C984	302,000	C985	0	M.2.g.2

(1) Exclude foreign exchange contracts with an original maturity of 14 days or less and all futures contracts.

Legal Title of Bank

FDIC Certificate Number: 00639

Submitted to CDR on 3/9/2007 at 3:13:27 PM

Schedule RC-S—Servicing, Securitization and Asset Sale Activities

	(Column A) 1-4 Family Residential Loans	(Column B) Home Equity Lines	(Column C) Credit Card Receivables	(Column D) Auto Loans	(Column E) Other Consumer Loans	(Column F) Commercial and Industrial Loans	(Column G) All Other Loans, All Leases, and All Other Assets
Dollar Amounts in Thousands	Bil Mil Thou	Bil Mil Thou	Bil Mil Thou	Bil Mil Thou	Bil Mil Thou	Bil Mil Thou	Bil Mil Thou
Bank Securitization Activities							
1. Outstanding principal balance of assets sold and securitized by the reporting bank with servicing retained or with recourse or other seller-provided credit enhancements _____	RCFD B705 0	RCFD B706 0	RCFD B707 0	RCFD B708 0	RCFD B709 0	RCFD B710 0	RCFD B711 400,000
2. Maximum amount of credit exposure arising from recourse or other seller-provided credit enhancements provided to structures reported in item 1 in the form of:							
a. Credit-enhancing interest-only strips (included in Schedules RC-B or RC-F or in Schedule RC, item 5) _____	RCFD B712 0	RCFD B713 0	RCFD B714 0	RCFD B715 0	RCFD B716 0	RCFD B717 0	RCFD B718 0
b. Subordinated securities and other residual interests _____	RCFD C393 0	RCFD C394 0	RCFD C395 0	RCFD C396 0	RCFD C397 0	RCFD C398 0	RCFD C399 0
c. Standby letters of credit and other enhancements _____	RCFD C400 0	RCFD C401 0	RCFD C402 0	RCFD C403 0	RCFD C404 0	RCFD C405 0	RCFD C406 45,000
3. Reporting bank's unused commitments to provide liquidity to structures reported in item 1 _____	RCFD B726 0	RCFD B727 0	RCFD B728 0	RCFD B729 0	RCFD B730 0	RCFD B731 0	RCFD B732 408,000
4. Past due loan amounts included in item 1:	RCFD B733	RCFD B734	RCFD B735	RCFD B736	RCFD B737	RCFD B738	RCFD B739
a. 30-89 days past due _____	0	0	0	0	0	0	0
b. 90 days or more past due _____	0	0	0	0	0	0	0
5. Charge-offs and recoveries on assets sold and securitized with servicing retained or with recourse or other seller-provided credit enhancements (calendar year-to-date):	RIAD B747	RIAD B748	RIAD B749	RIAD B750	RIAD B751	RIAD B752	RIAD B753
a. Charge-offs _____	0	0	0	0	0	0	0
b. Recoveries _____	RIAD B754 0	RIAD B755 0	RIAD B756 0	RIAD B757 0	RIAD B758 0	RIAD B759 0	RIAD B760 0

Schedule RC-S—Continued

	(Column A) 1-4 Family Residential Loans	(Column B) Home Equity Lines	(Column C) Credit Card Receivables	(Column D) Auto Loans	(Column E) Other Consumer Loans	(Column F) Commercial and Industrial Loans	(Column G) All Other Loans, All Leases, and All Other Assets		
Dollar Amounts in Thousands	Bil Mil Thou	Bil Mil Thou	Bil Mil Thou	Bil Mil Thou	Bil Mil Thou	Bil Mil Thou	Bil Mil Thou		
6. Amount of ownership (or seller's) interest carried as:									
a. Securities (included in RC-B or RC, item 5)		RCFD B761 0	RCFD B762 0			RCFD B763 0	6.a		
b. Loans (included in Schedule RC-C)		RCFD B500 0	RCFD B501 0			RCFD B502 0	6.b		
7. Past due loan amounts included in interests reported in item 6.a:									
a. 30-89 days past due		RCFD B764 0	RCFD B765 0			RCFD B766 0	7.a		
b. 90 days or more past due		RCFD B767 0	RCFD B768 0			RCFD B769 0	7.b		
8. Charge-offs and recoveries on loan amounts included in interests reported in item 6.a (calendar year-to-date):									
a. Charge-offs		RIAD B770 0	RIAD B771 0			RIAD B772 0	8.a		
b. Recoveries		RIAD B773 0	RIAD B774 0			RIAD B775 0	8.b		
For Securitization Facilities Sponsored By or Otherwise Established By Other Institutions									
9. Maximum amount of credit exposure arising from credit enhancements provided by the reporting bank to other institutions' securitization structures in the form of standby letters of credit, purchased subordinated securities, and other enhancements		RCFD B776 0	RCFD B777 0	RCFD B778 0	RCFD B779 0	RCFD B780 0	RCFD B781 0	RCFD B782 0	9
10. Reporting bank's unused commitments to provide liquidity to other institutions' securitization structures		RCFD B783 0	RCFD B784 0	RCFD B785 0	RCFD B786 0	RCFD B787 0	RCFD B788 450,000	RCFD B789 3,043,000	10

Schedule RC-S—Continued

	(Column A)		(Column B)		(Column C)		(Column D)	(Column E)	(Column F)	(Column G)
	1-4 Family Residential Loans		Home Equity Lines		Credit Card Receivables		Auto Loans	Other Consumer Loans	Commercial and Industrial Loans	All Other Loans, All Leases, and All Other Assets
Dollar Amounts in Thousands	Bil Mil Thou		Bil Mil Thou		Bil Mil Thou		Bil Mil Thou	Bil Mil Thou	Bil Mil Thou	Bil Mil Thou
Bank Asset Sales										
11. Assets sold with recourse or other seller-provided credit enhancements and not securitized by the reporting bank _____	RCFD B790		RCFD B791		RCFD B792		RCFD B793	RCFD B794	RCFD B795	RCFD B796
	0		0		0		0	0	0	0
12. Maximum amount of credit exposure arising from recourse or other seller-provided credit enhancements provided to assets reported in item 11 _____	RCFD B797		RCFD B798		RCFD B799		RCFD B800	RCFD B801	RCFD B802	RCFD B803
	0		0		0		0	0	0	0

Memoranda

	Dollar Amounts in Thousands		
	RCFD	Bil Mil Thou	
1. Small Business obligations transferred with recourse under Section 208 of the Riegle Community Development and Regulatory Improvement Act of 1994:			
a. Outstanding principal balance _____	A249	0	M.1.a
b. Amount of retained recourse on these obligations as of the report date _____	A250	0	M.1.b
2. Outstanding principal balance of assets serviced for others:			
a. 1-4 family residential mortgages serviced with recourse or other servicer-provided credit enhancements _____	B804	0	M.2.a
b. 1-4 family residential mortgages serviced with no recourse or other servicer-provided credit enhancements _____	B805	0	M.2.b
c. Other financial assets (includes home equity lines)(1) _____	A591	0	M.2.c
3. Asset-backed commercial paper conduits:			
a. Maximum amount of credit exposure arising from credit enhancements provided to conduit structures in the form of standby letters of credit, subordinated securities, and other enhancements:			
(1) Conduits sponsored by the bank, a bank affiliate, or the bank's holding company _____	B806	0	M.3.a.1
(2) Conduits sponsored by other unrelated institutions _____	B807	0	M.3.a.2
b. Unused commitments to provide liquidity to conduit structures:			
(1) Conduits sponsored by the bank, a bank affiliate, or the bank's holding company _____	B808	0	M.3.b.1
(2) Conduits sponsored by other unrelated institutions _____	B809	378,000	M.3.b.2
4. Outstanding credit card fees and finance charges included in Schedule RC-S, item 1, column C (2) _____	C407	N/A	M.4

(1) Memorandum item 2.c is to be completed if the principal balance of other financial assets serviced for others is more than \$10 million.

(2) Memorandum item 4 is to be completed by banks that (1) together with affiliated institutions, have outstanding credit card receivables (as defined in the instructions) that exceed \$500 million as of the report date or (2) are credit card specialty banks as defined for Uniform Bank Performance Report purposes.

Schedule RC-T—Fiduciary and Related Services

Items 12 through 23 and Memorandum item 4 will not be made available to the public on an individual institution basis.

1. Does the institution have fiduciary powers? (If "NO", do not complete Schedule RC-T.) _____	RCFD A345	YES / NO YES	1
2. Does the institution exercise the fiduciary powers it has been granted? _____	RCFD A346	YES / NO YES	2
3. Does the institution have any fiduciary or related activity (in the form of assets or accounts) to report in this schedule? (If "NO," do not complete the rest of Schedule RC-T.) _____	RCFD B867	YES / NO YES	3

If the answer to item 3 is "YES," complete the applicable items of Schedule RC-T, as follows:

Institutions with total fiduciary assets (item 9, sum of columns A and B) greater than \$250 million (as of the preceding December 31) or with gross fiduciary and related services income greater than 10% of revenue (net interest income plus noninterest income) for the preceeding calendar year must complete:

- Items 4 through 19.a quarterly,
- Items 20 through 23 annually with the December report, and
- Memorandum items 1 through 4 annually with the December report.

Institutions with total fiduciary assets (item 9, sum of columns A and B) greater than \$100 million but less than or equal to \$250 million (as of the preceding December 31) that do not meet the fiduciary income test for quarterly reporting must complete:

- Items 4 through 23 annually with the December report, and
- Memorandum items 1 through 4 annually with the December report.

Institutions with total fiduciary assets (item 9, sum of columns A and B) of \$100 million or less (as of the preceding December 31) that do not meet the fiduciary income test for quarterly reporting must complete:

- Items 4 through 11 annually with the December report, and
- Memorandum items 1 through 3 annually with the December report.

	(Column A) Managed Assets	(Column B) Non-Managed Assets	(Column C) Number of Managed Accounts	(Column D) Number of Non-Managed Accounts	
	Tril Bil Mil Thou	Tril Bil Mil Thou			
Dollar Amounts in Thousands					
FIDUCIARY AND RELATED ASSETS	RCFD B868	RCFD B869	RCFD B870	RCFD B871	
4. Personal trust and agency accounts _____	8,363,000	0	6,688	0	4
5. Retirement related trust and agency accounts:	RCFD B872	RCFD B873	RCFD B874	RCFD B875	
a. Employee benefit-defined contribution _____	4,483,000	314,000	89	93	5.a
	RCFD B876	RCFD B877	RCFD B878	RCFD B879	
b. Employee benefit-defined benefit _____	17,497,000	1,399,000	289	89	5.b
	RCFD B880	RCFD B881	RCFD B882	RCFD B883	
c. Other retirement accounts _____	424,000	1,045,000	578	1,051	5.c
	RCFD B884	RCFD B885	RCFD C001	RCFD C002	
6. Corporate trust and agency accounts _____	15,442,000	479,138,000	151	40,992	6
	RCFD B886		RCFD B888		
7. Investment management agency accounts _____	78,435,000		5,515		7
	RCFD B890	RCFD B891	RCFD B892	RCFD B893	
8. Other fiduciary accounts _____	0	0	0	0	8

Schedule RC-T—Continued

	(Column A) Managed Assets	(Column B) Non-Managed Assets	(Column C) Number of Managed Accounts	(Column D) Number of Non-Managed Accounts	
	Tril Bil Mil Thou	Tril Bil Mil Thou			
Dollar Amounts in Thousands					
FIDUCIARY AND RELATED ASSETS—Continued					
9. Total fiduciary accounts (sum of items 4 through 8)	124,644,000	481,896,000	13,310	42,225	9
10. Custody and safekeeping accounts		11,542,031,000		275,159	10
11. Fiduciary accounts held in foreign offices (included in items 9 and 10)	1,553,000	3,446,176,000	179	62,527	11

	Dollar Amounts in Thousands		RIAD	Bil Mil Thou	
FIDUCIARY AND RELATED SERVICES INCOME					
12. Personal trust and agency accounts			B904	77,000	12
13. Retirement related trust and agency accounts:					
a. Employee benefit—defined contribution			B905	19,000	13.a
b. Employee benefit—defined benefit			B906	11,000	13.b
c. Other retirement accounts			B907	0	13.c
14. Corporate trust and agency accounts			A479	481,000	14
15. Investment management agency accounts			B908	88,000	15
16. Other fiduciary accounts			A480	0	16
17. Custody and safekeeping accounts			B909	1,414,000	17
18. Other fiduciary and related services income			B910	247,000	18
19. Total gross fiduciary and related services income (sum of items 12 through 18) (must equal Schedule RI, item 5.a)			4070	2,337,000	19
a. Fiduciary and related services income-foreign offices (included in item 19)		633,000	B912		19.a
20. Less: Expenses			C058	2,639,000	20
21. Less: Net losses from fiduciary and related services			A488	15,299	21
22. Plus: Intracompany income credits for fiduciary and related services			B911	854,000	22
23. Net fiduciary and related services income			A491	536,701	23

Memoranda	Dollar Amounts in Thousands		RCFD	Managed Assets Bil Mil Thou	
1. Managed assets held in personal trust and agency accounts:					
a. Noninterest-bearing deposits			B913	0	M.1.a
b. Interest-bearing deposits			B914	5,887	M.1.b
c. U.S. Treasury and U.S. Government agency obligations			B915	314,137	M.1.c
d. State, county and municipal obligations			B916	488,526	M.1.d
e. Money market mutual funds			B917	571,615	M.1.e
f. Other short-term obligations			B918	2,719	M.1.f
g. Other notes and bonds			B919	195,006	M.1.g
h. Common and preferred stocks			B920	6,586,797	M.1.h
i. Real estate mortgages			B921	9,510	M.1.i
j. Real estate			B922	110,839	M.1.j
k. Miscellaneous assets			B923	77,964	M.1.k
l. Total managed assets held in personal trust and agency accounts (sum of Memorandum items 1.a through 1.k) (must equal Schedule RC-T, item 4, column A)			B868	8,363,000	M.1.l

Legal Title of Bank

RC-30

FDIC Certificate Number: 00639

Submitted to CDR on 3/9/2007 at 3:13:27 PM

Schedule RC-T—Continued

Memoranda—Continued

	(Column A) Number of Issues		(Column B) Principal Amt Outstanding	
	RCFD	Mil Thou	Tri Bil Mil Thou	RCFD B928
Dollar Amounts in Thousands				
2. Corporate trust and agency accounts:				
a. Corporate and municipal trusteeships _____	B927	49,916	5,309,391,000	M.2.a
b. Transfer agent, registrar, paying agent, and other corporate agency _____	B929	41,483		M.2.b

	(Column A) Number of Funds		(Column B) Market Value of Fund Assets	
	RCFD	Mil Thou	RCFD	Bil Mil Thou
Dollar Amounts in Thousands				
3. Collective investment funds and common trust funds:				
a. Domestic equity _____	B931	115	B932	5,832,900
b. International/Global equity _____	B933	13	B934	511,000
c. Stock/Bond blend _____	B935	0	B936	0
d. Taxable bond _____	B937	0	B938	0
e. Municipal bond _____	B939	0	B940	0
f. Short term investments/Money market _____	B941	0	B942	0
g. Specialty/Other _____	B943	0	B944	0
h. Total collective investment funds (sum of Memorandum items 3.a through 3.g) _____	B945	128	B946	6,343,900

	(Column A) Gross Losses Managed Accounts		(Column B) Gross Losses Non-Managed Accounts		(Column C) Recoveries	
	RIAD	Mil Thou	RIAD	Mil Thou	RIAD	Mil Thou
Dollar Amounts in Thousands						
4. Fiduciary settlements, surcharges and other losses:						
a. Personal trust and agency accounts _____	B947	843	B948	0	B949	0
b. Retirement related trust and agency accounts _____	B950	165	B951	0	B952	0
c. Investment management agency accounts _____	B953	0	B954	7,982	B955	0
d. Other fiduciary accounts and related services _____	B956	6,309	B957	0	B958	0
e. Total fiduciary settlements, surcharges, and other losses (sum of Memorandum items 4.a through 4.d) (sum of columns A and B minus column C must equal Schedule RC-T, item 21) _____	B959	7,317	B960	7,982	B961	0

Person to whom questions about Schedule RC-T—Fiduciary and Related Services should be directed:

Robert Call, Vice President
Name and Title (TEXT B962)

robcall@bankofny.com
E-mail Address (TEXT B926)

(212) 635-1396
Telephone: Area code/phone number/extension (TEXT B963)

(212) 635-8750
FAX: Area code/phone number (TEXT B964)

REPORT OF CONDITION

Consolidating domestic and foreign subsidiaries of the
The Bank of New York
in the state of NY at close of business on December 31, 2006
published in response to call made by (Enter additional information below)

Statement of Resources and Liabilities

Dollar Amounts in Thousands

ASSETS		
Cash and balances due from depository institutions:		
Noninterest-bearing balances and currency and coin _____		3,375,000
Interest-bearing balances _____		11,937,000
Securities:		
Held-to-maturity securities _____		1,729,000
Available-for-sale securities _____		17,675,000
Federal funds sold in domestic offices _____		3,953,000
Securities purchased under agreements to resell _____		162,000
Loans and lease financing receivables:		
Loans and leases held for sale _____		0
Loans and leases, net of unearned income _____	30,726,000	
LESS: Allowance for loan and lease losses _____	286,000	
Loans and leases, net of unearned income and allowance _____		30,440,000
Trading Assets _____		5,047,000
Premises and fixed assets (including capitalized leases) _____		830,000
Other real estate owned _____		1,000
Investments in unconsolidated subsidiaries and associated companies _____		292,000
Intangible assets:		
Goodwill _____		2,747,000
Other intangible assets _____		981,000
Other assets _____		6,783,000
Total assets _____		85,952,000

REPORT OF CONDITION (Continued)

LIABILITIES

Dollar Amounts in Thousands

Deposits:		
In domestic offices _____		30,000,000
Noninterest-bearing _____	19,293,000	
Interest-bearing _____	10,707,000	
In foreign offices, Edge and Agreement subsidiaries, and IBFs _____		33,219,000
Noninterest-bearing _____	472,000	
Interest-bearing _____	32,747,000	
Federal funds purchased in domestic offices _____		671,000
Securities sold under agreements to repurchase _____		185,000
Trading liabilities _____		2,479,000
Other borrowed money (includes mortgage indebtedness and obligations under capitalized leases) _____		2,076,000
Subordinated notes and debentures _____		1,955,000
Other liabilities _____		6,492,000
Total liabilities _____		77,077,000
Minority interest in consolidated subsidiaries _____		151,000

EQUITY CAPITAL

Perpetual preferred stock and related surplus _____	0
Common stock _____	1,135,000
Surplus _____	2,134,000
Retained earnings _____	5,769,000
Accumulated other comprehensive income _____	(314,000)
Other equity capital components _____	0
Total equity capital _____	8,724,000
Total liabilities, minority interest, and equity capital _____	85,952,000

We, the undersigned directors, attest to the correctness of this statement of resources and liabilities. We declare that it has been examined by us, and to the best of our knowledge and belief has been prepared in conformance with the instructions and is true and correct.

I, Thomas P. Gibbons, Chief Financial Officer
(Name, Title)

of the above named bank do hereby declare that this Report of Condition is true and correct to the best of my knowledge and belief.

Director #1

Director #2

Director #3
