

Article I

JURISDICTION

(1) The Bank is a national banking association, chartered and examined by the Comptroller pursuant to the National Bank Act of 1864, as amended, 12 U.S.C. § 1 *et seq.* Accordingly, the Bank is an “insured depository institution” as that term is defined in 12 U.S.C. § 1813(c)(2) and is a “regulated lending institution” as that term is defined in 42 U.S.C. § 4003(a)(10).

(2) Pursuant to 42 U.S.C. §§ 4003(a)(5) and 4012a(f), the Comptroller is the “appropriate Federal entity for lending regulation” to maintain an enforcement proceeding against the Bank for Flood Act violations.

Article II

ORDER FOR CIVIL MONETARY PENALTY

The Bank hereby consents, and the Comptroller Orders that:

(1) The Bank shall pay a civil monetary penalty in the amount of twenty-six thousand, nine hundred and fifty dollars (\$26,950.00) upon execution of this Order.

(2) The Bank shall make payment in full by check made payable to the National Flood Insurance Program and shall deliver the payment to: Kevin Montgomery, FEMA, 1800 South Bell Street, Room 510, Arlington, VA 20598-3010. The docket number of this action shall be entered on the check.

(3) The Bank shall submit a copy of the check to the Director, Enforcement & Compliance Division, 250 E Street, SW, Washington, DC 20219.

(4) This Order shall be enforceable to the same extent and in the same manner as an effective and outstanding order that has been issued and has become final pursuant to 12 U.S.C. §§ 1818(h) and (i) and 42 U.S.C. § 4012a.

Article III

WAIVERS

(1) By executing this Order, the Bank waives:

- (a) the right to the issuance of a Notice under 12 U.S.C. § 1818(i) and 42 U.S.C. § 4012a(f)(4) and recognizes that the letter dated June 5, 2012, from Brett B. Bouchard, Assistant Deputy Comptroller for the Miami Field Office, constitutes a valid substitute notice (“Notice Letter”);
- (b) all rights to a hearing and a final agency decision pursuant to 12 U.S.C. § 1818(i), 12 C.F.R. Part 19, and 42 U.S.C. § 4012a(f)(4);
- (c) all rights to seek judicial review of this Order; and
- (d) all rights in any way to contest the validity of this Order.

(2) The Bank declares that no separate promise or inducement of any kind has been made by the Comptroller, his agents or employees to cause or induce the Bank to agree to consent to the issuance of this Order and/or to execute this Order.

(3) It is hereby agreed that the provisions of this Order constitute a settlement of the civil monetary penalty proceeding contemplated by the Comptroller on the basis of the Bank’s violations of the Flood Act and its implementing regulations as described in this Order and in the Notice Letter. However, the specific violations described herein and

in the Notice Letter may be used by the OCC in future enforcement actions to establish a pattern or practice of misconduct or the continuation of a pattern or practice of misconduct.

(4) It is further agreed that the provisions of this Order shall not be construed as an adjudication on the merits and, except as set forth above in paragraph (3) of this Article, shall not inhibit, estop, bar, or otherwise prevent the Comptroller from taking any action affecting the Bank if, at any time, he deems it appropriate to do so to fulfill the responsibilities placed upon him by the several laws of the United States of America.

(5) The Bank understands that nothing herein shall preclude any proceedings brought by the Comptroller to enforce the terms of this Order, and that nothing herein constitutes, nor shall the Bank contend that it constitutes, a waiver of any right, power, or authority of any other representatives of the United States or agencies thereof, including the Department of Justice, to bring other actions deemed appropriate.

IN TESTIMONY WHEREOF, the undersigned, authorized by the Comptroller, has hereunto set his hand on behalf of the Comptroller.

/s/ James R. Moore
James R. Moore
Director
Special Supervision Division

2-11-13
Date

IN TESTIMONY WHEREOF, the undersigned, as the duly elected and acting Board of Directors of the Bank, have hereunto set their hands on behalf of the Bank.

<u>/s/ Dennis J. Arczynski</u> Dennis J. Arczynski	<u>1-10-13</u> Date
<u>/s/ Stephen E. Bohner</u> Stephen E. Bohner	<u>1-10-13</u> Date
<u>/s/ John H. Crane</u> John H. Crane	<u>1-10-13</u> Date
<u>/s/ T. Michael Crook</u> T. Michael Crook	<u>1-10-13</u> Date
<u>/s/ H. Gilbert Culbreth Jr.</u> H. Gilbert Culbreth, Jr.	<u>1-10-13</u> Date
<u>/s/ Christopher E. Fogal</u> Christopher E. Fogal	<u>1-10-13</u> Date
<u>/s/ Roger O. Goldman</u> Roger O. Goldman	<u>1-10-13</u> Date
<u>/s/ Robert B. Goldstein</u> Robert B. Goldstein	<u>1-17-13</u> Date
<u>/s/ Dale M. Hudson</u> Dale M. Hudson	<u>1-10-13</u> Date
<u>/s/ Dennis S. Hudson</u> Dennis S. Hudson III	<u>1-10-13</u> Date
<u>/s/ Dennis S. Hudson, Jr.</u> Dennis S. Hudson, Jr.	<u>1-10-13</u> Date
<u>/s/ Thomas E. Rossin</u> Thomas E. Rossin	<u>1-10-13</u> Date
<u>/s/ Edwin E. Walpole</u> Edwin E. Walpole III	<u>1-10-13</u>