

**APPLICATION FOR CONVERSION OF AN
EXISTING NATIONAL-CHARTERED BANK
TO A STATE-CHARTERED BANK**

**Division of Banking and Financial Institutions
P.O. Box 200546
301 South Park, Suite 316
Helena, MT 59620**

Pursuant to Chapter 1 of Title 32, MCA, we the undersigned proposed incorporators request to reorganize _____
(Existing Name of Bank)
as a state-chartered bank to be known as _____
(New Name of Bank)
located _____
(Complete Address of Bank)

We submit the following for your information in support of this request.

I. ORGANIZATIONAL INFORMATION

1. A list of the names and addresses of all shareholders of the new bank.
2. A list of the names, positions and qualifications of the principal officers of the new bank.
3. A list of the names and qualifications of all directors of the new bank.
4. Proposed Articles of Incorporation.
5. Evidence of required consent of stockholders representing two-thirds of outstanding capital stock (32-1-374, MCA).
6. Copy of the letter notifying OCC of the bank's intention to convert to state charter.
7. If a change in control is involved, a copy of the appropriate application filed with the Federal Reserve System or the Federal Deposit Insurance Corporation.

II. FINANCIAL INFORMATION

1. Federal income tax returns or audited financial statements for the most recent year.
2. A copy of the most recent directors' audit report.
3. A copy of the bank's most recent problem loan report.
4. A copy of the budget for the current or next operating year.
5. A letter from the bank's attorney describing all litigation in which the bank is involved as a defendant, including an assessment of the bank's loss exposure.

III. OTHER INFORMATION

1. A copy of the most recent OCC examination report.
2. A copy of any OCC administrative orders under which the bank is operating.
3. If bank is controlled by a holding company, a copy of the most recent Report of Holding Company Inspection prepared by the Federal Reserve Bank.
4. If the bank's building or land is or will be leased, a copy of the lease agreement.
5. If bank intends to operate as a member of the Federal Reserve System, a copy of the application filed with that agency.

A non-refundable application fee of \$1,500 payable to the State of Montana must accompany this application. In addition, applicant bank may be subject to an examination by the State in connection with this application. Actual costs of such examination will be billed to the bank.

In witness whereof, we have hereunto set our hands this _____ day of _____, 20____.

State of Montana)

ss

County of)

Before the undersigned, a Notary Public for Montana, personally appeared:

known to me to be the proposed incorporators of the above-named bank, each of whom acknowledged that they executed the foregoing application for the purpose stated.

Witness my hand and office seal this _____ day of _____, 20____.

Notary Public in and for the State of Montana

Residing at _____, Montana

My commission expires _____