



**Comptroller of the Currency
Administrator of National Banks**

Southern District Licensing
500 North Akard, Suite 1600
Dallas, Texas 75201-3323

**Conditional Approval #717
December 2005**

November 28, 2005

J. M. Hofmann
President
Main Street National Bank
Post Office Box 5799
Kingwood, TX 77325

Re: Branch Establishment for Main Street National Bank, Kingwood, Texas
Application Control No. 2005-SO-05-0382

Dear Mr. Hofmann:

On November 28, 2005, the Office of the Comptroller of the Currency (OCC) conditionally approved the application by Main Street National Bank, Kingwood, Texas, (the "Bank"), to establish a branch at 19289 W. Lake Houston Parkway, Suite 250, Humble, Texas 77346. This conditional approval is granted based on a thorough review of all information available, including commitments and representations made in the application and by the bank's representatives.

The Bank may proceed with opening the branch; however, the bank is subject to the following condition:

The Bank shall not significantly deviate from or change the business, structure, management, operations, or products of the Bank that exist at this time without first obtaining the Assistant Deputy Comptroller for the Houston Field Office's (Supervisory Office) prior written determination of no supervisory objection to such significant deviation or change. Within sixty (60) days of the date of this conditional approval letter, the Bank shall submit a written Business Plan to the Supervisory Office for a prior written determination of no supervisory objection. This written Business Plan shall include the substantive components outlines in the "Business Plan Guidelines" of the *Interagency Charter and Federal Deposit Insurance Application*. Once the Bank receives a prior written determination of no supervisory objection to the Business Plan from the Supervisory Office required by this condition, the Bank shall implement and thereafter adhere to the Business Plan. Once implemented, the Bank shall not significantly deviate from, or

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change, the Business Plan, without giving the Supervisory Office at least (60) days prior written notice of its intent to do so, and obtaining the Supervisory Office's prior written determination of no supervisory objection to such action. For the purposes of this condition, the phrases "significantly deviate" and "significant deviation" shall be construed in light of the guidance provided in Appendix G ("Significant Deviations After Opening") of the "Charters" booklet of the *Comptroller's Licensing Manual* (January 2005).

These conditions are conditions "imposed in writing by the agency in connection with the granting of any application or other request" within the meaning of 12 USC §1818. As such, these conditions are enforceable under 12 USC §1818.

Please notify the OCC prior to the branch opening so that we may issue an authorization letter. If the branch is not opened within 18 months from the date of this letter, the conditional approval automatically terminates unless the OCC grants an extension. Please reference the application control number in your letter.

If the branch is closed, a 90-day advance notice of proposed branch closing must be submitted to the OCC pursuant to 12 U.S.C. § 1831r-1. Following the closing of the branch office, a final closing notice should be submitted to this office.

You are reminded to provide an after-the-fact notice to the Houston Field Office should this transaction cause your aggregate investment in bank premises to exceed 100% of the bank's capital stock but be less than or equal to 150% of the bank's total capital.

A separate letter is enclosed requesting your feedback on how we handled the referenced application. We would appreciate your response so we may improve our service. Should you have any questions, please contact Senior Licensing Analyst Brenda E. McNeese or me at (214) 720-7052.

Yours truly,

signed

Karen H. Bryant
Director for District Licensing

Enclosure