



LARGE BANK

Comptroller of the Currency
Administrator of National Banks

Washington, DC 20219

PUBLIC DISCLOSURE

November 20, 2006

COMMUNITY REINVESTMENT ACT PERFORMANCE EVALUATION

Associated Bank, National Association
Charter Number: 23695

112 North Adams Street
Green Bay, WI 54301-0000

Office of the Comptroller of the Currency

MIDSIZE BANK SUPERVISION
440 South LaSalle Street, Suite 2700
Chicago, IL 60605-1073

NOTE: This document is an evaluation of this institution's record of meeting the credit needs of its entire community, including low- and moderate-income neighborhoods, consistent with safe and sound operation of the institution. This evaluation is not, and should not be construed as, an assessment of the financial condition of this institution. The rating assigned to this institution does not represent an analysis, conclusion, or opinion of the federal financial supervisory agency concerning the safety and soundness of this financial institution.

Table of Contents

OVERALL CRA RATING	2
DEFINITIONS AND COMMON ABBREVIATIONS.....	3
DESCRIPTION OF INSTITUTION.....	6
SCOPE OF THE EVALUATION.....	7
FAIR LENDING OR OTHER ILLEGAL CREDIT PRACTICES REVIEW.....	8
MULTISTATE METROPOLITAN AREA RATINGS	
MINNEAPOLIS/ST. PAUL/BLOOMINGTON MN-WI MMSA	9
STATE RATINGS	
STATE OF ILLINOIS.....	15
STATE OF MINNESOTA.....	22
STATE OF WISCONSIN.....	28
APPENDIX A: SCOPE OF EXAMINATION	A-1
APPENDIX B: SUMMARY OF MULTISTATE METROPOLITAN AREA AND STATE RATINGS	B-1
APPENDIX C: MARKET PROFILES FOR FULL-SCOPE AREAS	C-1
APPENDIX D: TABLES OF PERFORMANCE DATA	D-1

Overall CRA Rating

Institution’s CRA Rating: This institution is rated **Satisfactory**.

The following table indicates the performance level of **Associated Bank, National Association** with respect to the Lending, Investment, and Service Tests:

Performance Levels	Associated Bank, N.A. Performance Tests		
	Lending Test*	Investment Test	Service Test
Outstanding			
High Satisfactory	X	X	X
Low Satisfactory			
Needs to Improve			
Substantial Noncompliance			

**The lending test is weighted more heavily than the investment and service tests when arriving at an overall rating.*

- Lending activity reflects good responsiveness to credit needs in the States of Wisconsin and Minnesota, adequate responsiveness to credit needs in the State of Illinois, and excellent responsiveness to credit needs in the Minneapolis MMSA.
- The overall borrower distribution of loans is good in the States of Wisconsin and Minnesota, excellent in the State of Illinois, and adequate in the Minneapolis MMSA.
- The overall geographic distribution of loans is good in the State of Wisconsin, the Minneapolis MMSA and the State of Minnesota. Geographic distribution in the State of Illinois is adequate.
- The bank provided a good level of qualified investments in the State of Wisconsin and the Minneapolis MMSA, and an adequate level of investments in the State of Illinois. Investments were responsive to community needs. The bank provided a very poor level of investments in the State of Minnesota - but this had a limited impact on the bank’s overall rating as the state represents just 3% of the bank’s deposit base.
- Retail delivery systems are accessible in the States of Wisconsin, Illinois, and Minnesota. Retail delivery systems are readily accessible in the Minneapolis MMSA.
- The bank provides an adequate level of community development services that are responsive to community needs in all rated areas.

Definitions and Common Abbreviations

The following terms and abbreviations are used throughout this performance evaluation, including the CRA tables. The definitions are intended to provide the reader with a general understanding of the terms, not a strict legal definition.

Affiliate: Any company that controls, is controlled by, or is under common control with another company. A company is under common control with another company if the same company directly or indirectly controls both companies. A bank subsidiary is controlled by the bank and is, therefore, an affiliate.

Aggregate Lending: The number of loans originated and purchased by all reporting lenders in specified income categories as a percentage of the aggregate number of loans originated and purchased by all reporting lenders in the MA/assessment area.

Census Tract (CT): A small subdivision of metropolitan and other densely populated counties. Census tract boundaries do not cross county lines; however, they may cross the boundaries of metropolitan areas. Census tracts usually have between 2,500 and 8,000 persons, and their physical size varies widely depending upon population density. Census tracts are designed to be homogeneous with respect to population characteristics, economic status, and living conditions to allow for statistical comparisons.

Community Development: Affordable housing (including multifamily rental housing) for low- or moderate-income individuals; community services targeted to low- or moderate-income individuals; activities that promote economic development by financing businesses or farms that meet the size eligibility standards of the Small Business Administration's Development Company or Small Business Investment Company programs (13 CFR 121.301) or have gross annual revenues of \$1 million or less; or, activities that revitalize or stabilize low- or moderate-income geographies.

Effective September 1, 2005, the Board of Governors of the Federal Reserve System, Office of the Comptroller of the Currency, and the Federal Deposit Insurance Corporation have adopted the following additional language as part of the revitalize or stabilize definition of community development. Activities that revitalize or stabilize-

- (i) Low-or moderate-income geographies;
- (ii) Designated disaster areas; or
- (iii) Distressed or underserved nonmetropolitan middle-income geographies designated by the Board, Federal Deposit Insurance Corporation, and Office of the Comptroller of the Currency, based on-
 - a. Rates of poverty, unemployment, and population loss; or
 - b. Population size, density, and dispersion. Activities that revitalize and stabilize geographies designated based on population size, density, and dispersion if they help to meet essential community needs, including needs of low- and moderate-income individuals.

Community Reinvestment Act (CRA): the statute that requires the OCC to evaluate a bank's record of meeting the credit needs of its local community, consistent with the safe and sound operation of the bank, and to take this record into account when evaluating certain corporate applications filed by the bank.

Consumer Loan(s): A loan(s) to one or more individuals for household, family, or other personal expenditures. A consumer loan does not include a home mortgage, small business, or small farm loan. This definition includes the following categories: motor vehicle loans, credit card loans, home equity loans, other secured consumer loans, and other unsecured consumer loans.

Family: Includes a householder and one or more other persons living in the same household who are related to the householder by birth, marriage, or adoption. The number of family households always equals the number of families; however, a family household may also include non-relatives living with the family. Families are classified by type as either a married-couple family or other family, which is further classified into 'male householder' (a family with a male householder and no wife present) or 'female householder' (a family with a female householder and no husband present).

Full Review: Performance under the Lending, Investment, and Service Tests is analyzed considering performance context, quantitative factors (e.g., geographic distribution, borrower distribution, and total number and dollar amount of investments), and qualitative factors (e.g., innovativeness, complexity, and responsiveness).

Geography: A census tract delineated by the United States Bureau of the Census in the most recent decennial census.

Home Mortgage Disclosure Act (HMDA): The statute that requires certain mortgage lenders that do business or have banking offices in a metropolitan statistical area to file annual summary reports of their mortgage lending activity. The reports include such data as the race, gender, and the income of applications, the amount of loan requested, and the disposition of the application (e.g., approved, denied, and withdrawn). Beginning in 2004, the reports also include data on loan pricing, the lien status of the collateral, any requests for preapproval and loans for manufactured housing.

Home Mortgage Loans: Such loans include home purchase, home improvement and refinancings, as defined in the HMDA regulation. These include loans for multifamily (five or more families) dwellings, manufactured housing and one-to-four family dwellings other than manufactured housing.

Household: Includes all persons occupying a housing unit. Persons not living in households are classified as living in group quarters. In 100 percent tabulations, the count of households always equals the count of occupied housing units.

Limited Review: Performance under the Lending, Investment, and Service Tests is analyzed using only quantitative factors (e.g., geographic distribution, borrower distribution, total number and dollar amount of investments, and branch distribution).

Low-Income: Individual income that is less than 50 percent of the area median income, or a median family income that is less than 50 percent, in the case of a geography.

Market Share: The number of loans originated and purchased by the institution as a percentage of the aggregate number of loans originated and purchased by all reporting lenders in the MA/assessment area.

Median Family Income (MFI): The median income determined by the U.S. Census Bureau every ten years and used to determine the income level category of geographies. Also, the median income determined by the Department of Housing and Urban Development annually that is used to determine the income level category of individuals. For any given area, the median is the point at which half of the families have income above it and half below it.

Metropolitan Area (MA): Any metropolitan statistical area or metropolitan division, as defined by the Office of Management and Budget, and any other area designated as such by the appropriate federal financial supervisory agency.

Metropolitan Division: As defined by Office of Management and Budget, a county or group of counties within a Metropolitan Statistical Area that contains a population of at least 2.5 million. A Metropolitan Division consists of one or more counties that represent an employment center or centers, plus adjacent counties associated with the main county or counties through commuting ties.

Metropolitan Statistical Area: An area, defined by the Office of Management and Budget, as having at least one urbanized area that has a population of at least 50,000. The Metropolitan Statistical Area comprises the central county or counties, plus adjacent outlying counties having a high degree of social and economic integration with the central county as measured through commuting.

Middle-Income: Individual income that is at least 80 percent and less than 120 percent of the area median income, or a median family income that is at least 80 percent and less than 120 percent, in the case of a geography

Moderate-Income: Individual income that is at least 50 percent and less than 80 percent of the area median income, or a median family income that is at least 50 percent and less than 80 percent, in the case of a geography.

Multifamily: Refers to a residential structure that contains five or more units.

Other Products: Includes any unreported optional category of loans for which the institution collects and maintains data for consideration during a CRA examination. Examples of such activity include consumer loans and other loan data an institution may provide concerning its lending performance.

Owner-Occupied Units: Includes units occupied by the owner or co-owner, even if the unit has not been fully paid for or is mortgaged.

Qualified Investment: A qualified investment is defined as any lawful investment, deposit, membership share, or grant that has as its primary purpose community development.

Rated Area: A rated area is a state or multi-state metropolitan area. For an institution with domestic branches in only one state, the institution's CRA rating would be the state rating. If an institution maintains domestic branches in more than one state, the institution will receive a rating for each state in which those branches are located. If an institution maintains domestic branches in two or more states within a multi-state metropolitan area, the institution will receive a rating for the multi-state metropolitan area.

Small Loan(s) to Business(es): A loan included in 'loans to small businesses' as defined in the Consolidated Report of Condition and Income (Call Report) and the Thrift Financial Reporting (TFR) instructions. These loans have original amounts of \$1 million or less and typically are either secured by nonfarm or nonresidential real estate or are classified as commercial and industrial loans.

Small Loan(s) to Farm(s): A loan included in 'loans to small farms' as defined in the instructions for preparation of the Consolidated Report of Condition and Income (Call Report). These loans have original amounts of \$500,000 or less and are either secured by farmland, or are classified as loans to finance agricultural production and other loans to farmers.

Tier One Capital: The total of common shareholders' equity, perpetual preferred shareholders' equity with non-cumulative dividends, retained earnings and minority interests in the equity accounts of consolidated subsidiaries.

Upper-Income: Individual income that is at least 120 percent of the area median income, or a median family income that is at least 120 percent, in the case of a geography.

Description of Institution

Associated Bank, National Association (ABNA) is the lead bank of Associated Banc-Corp (ASBC). ASBC is headquartered in Green Bay, Wisconsin, and has assets approximating \$23 billion. It is the second largest commercial bank holding company headquartered in Wisconsin.

The current ABNA results from several bank consolidations and acquisitions. The remaining affiliate community bank charters were collapsed over the evaluation period - Associated Bank Illinois, N.A. in 2003, and Associated Bank Chicago and Associated Bank Minnesota, N.A. in 2005. ASBC acquired First Federal Capital Bank (a \$3.8 billion savings institution based in LaCrosse, Wisconsin) in 2004. The thrift was then merged into ABNA in early 2005, expanding the bank's presence in the Minneapolis-St. Paul multistate metropolitan statistical area (MMSA) and establishing a presence in the Rochester MSA. State Financial Bank (a \$1.5 billion nationally chartered bank based in Milwaukee, Wisconsin) was acquired and merged into ABNA in late 2005, establishing a presence in the Lake County-Kenosha County MMSA.

ABNA operates 317 banking offices and serves more than 180 communities in the Midwestern states of Wisconsin, Illinois and Minnesota. The bank has 31 assessment areas, including two MMSAs. Each MMSA receives separate CRA ratings. Performance in other areas is considered in the state rating assessments.

The bank offers traditional commercial and retail banking services. As of December 31, 2005, ABNA had total assets of \$22 billion and Tier 1 capital of \$1.5 billion. Its \$14.9 billion loan portfolio represents 68% of total assets. The majority of the loan portfolio is secured by real estate, including commercial real estate (20%), 1-4 family residential loans (34%), construction and land development (12%), and multifamily residential loans (6%). Commercial (19%), consumer (7%) and other (2%) loans make up the remainder of the portfolio. Associated is not an active agricultural lender.

The activities of ABNA subsidiaries and affiliates do not adversely affect the bank's capacity for community reinvestment. Bank subsidiaries include three real estate management companies, two insurance companies, an investment subsidiary, a mortgage company, and a community development corporation. ASBC subsidiaries include a nationally chartered trust company (Associated Trust Company, N.A.), commercial and consumer finance companies, an investment management corporation, a brokerage company, an insurance company, and a management consulting group. Affiliate activities considered in this CRA evaluation are detailed in the following scope section (and Appendix A).

There are no known legal, financial, or other factors that impede the bank's ability to help meet credit needs in its communities. ABNA received a Satisfactory CRA rating at its previous large bank evaluation dated November 10, 2003. The affiliate banks merged into ABNA also had satisfactory ratings at their prior large bank reviews - Associated Bank Minnesota N.A. (2004), Associated Bank Chicago (2003), and Associated Bank Illinois, N.A. (2001).

Scope of the Evaluation

Evaluation Period/Products Evaluated

Products reviewed under the lending test include home mortgage loans, small loans to businesses and small loans to farms. The evaluation period for these products begins January 1, 2003 in the States of Wisconsin and Illinois – and January 1, 2004 in the State of Minnesota and the Minneapolis-St. Paul Multistate Metropolitan Statistical Area (MMSA). The evaluation period ends December 31, 2005 in all rated areas for these products. Market comparisons are based on 2005 peer data, the most recent data available at the time of this evaluation.

As permitted under the affiliate rule, we included loan data reported (and not previously considered) by Associated Mortgage Inc., Associated Bank Minnesota N.A., and Associated Bank Chicago.

The Tables of Performance Data (Appendix D) present loan and demographic information for the years 2004 and 2005. Demographics for several metropolitan areas changed when the U.S. Office of Management and Budget revised its metropolitan divisions in 2004. Loan data for 2003 was separately analyzed (based on the demographics associated with the previous metropolitan divisions) and performance conclusions discussed in the narrative sections of the evaluation.

Our analysis does not include farm loan distributions in any full-scope area. Farm lending is immaterial to bank performance (3% or less of reported loans) in all areas except the limited-scope non-metropolitan areas in the State of Minnesota.

Our analysis also does not include distributions for multifamily home mortgage loans. The number of reported multifamily loans is insufficient for meaningful analysis (<50 loans) in most areas – and immaterial to bank performance in all areas (<5% of reported loans).

The evaluation period for community development activities (loans, investments and services) begins November 11, 2003 in the States of Wisconsin and Illinois – and December 7, 2004 in the State of Minnesota and the Minneapolis-St. Paul MMSA. The evaluation period ends October 31, 2006 in all rated areas for community development activities.

As permitted under the affiliate rule, we considered community development loans and investments of Associated Bank Minnesota N.A. and Associated Bank Chicago – and qualified investments of Associated Community Development LLC, a bank subsidiary.

Selection of Areas for Full-Scope Review

Within each state and multistate metropolitan area where the bank has an office, we selected at least one assessment area for full-scope review. The “Scope” section under each State and Multistate Metropolitan Area Rating section provides more detail regarding area(s) selected.

Data Integrity

Examiners independently tested the accuracy of all publicly reported home mortgage, business and farm loan data considered in this evaluation. No material reporting errors were identified.

We also reviewed information on all community development activities (loans, investments and services). Only those activities that qualified are presented and considered in this evaluation.

Inside/Outside Ratio

A substantial majority of ABNA's reported loans (93% by number) are inside its assessment areas. This ratio excludes affiliate lending and is calculated at the bank level. By product type, 92% of home mortgage loans, 94% of business loans, and 94% of farm loans are inside the bank's assessment areas. We viewed this as a positive characteristic in our assessment of lending performance.

Alternative Delivery Systems

ABNA offers alternate delivery systems (including 24 hour on-line banking, banking by mail, and banking by phone) in addition to its traditional branch and automated teller machine (ATM) network. These options give customers more flexibility in choosing services that fit their needs. We did not, however, give any significant weight to these alternative delivery systems because ABNA did not have demographic information available to show that these systems improved service delivery specifically for low- or moderate-income individuals or areas.

Ratings

The bank's overall rating is a blend of the multistate metropolitan area ratings and state ratings. The State of Wisconsin received the most weight in our assessment, followed by the State of Illinois, the Minneapolis-St. Paul MMSA, and the State of Minnesota. These rated areas respectively represent 68%, 19%, 8.5% and 3% of ABNA deposits (by dollar). The Lake-Kenosha MMSA accounts for another 1.5% of bank deposits; but we did not review/rate this area because the bank had just three months of performance in this MMSA at the time of our evaluation.

The multistate metropolitan area rating(s) and state ratings are based primarily on those areas that received full-scope reviews. Refer to the "Scope" section under each State and Multistate Metropolitan Area Rating section for details regarding how full-scope areas were weighted in performance ratings.

Fair Lending or Other Illegal Credit Practices Review

We found no evidence of discriminatory or other illegal credit practices inconsistent with helping to meet community credit needs.

Multistate Metropolitan Statistical Area (MMSA) Ratings for Minneapolis/St. Paul/Bloomington MN-WI MMSA (Minneapolis MMSA)

CRA rating for the Minneapolis MMSA (MN-WI)¹: Satisfactory

The lending test is rated: High Satisfactory
The investment test is rated: High Satisfactory
The service test is rated: Outstanding

The major factors that support this rating include:

- Lending performance is good as evidenced by an excellent level of lending activity, good overall geographic distributions, and adequate overall borrower income distributions.
- The bank provided a good level of qualified investments that were responsive to affordable housing and economic development needs.
- Retail delivery systems are readily accessible and the level of community development service activities is adequate.

Description of Institution's Operations in the Minneapolis MMSA

ABNA has one assessment area (AA) in the Minneapolis MMSA. The area accounts for 18 (or 6%) of ABNA branches, 25 (or 7%) of its ATMs, \$1.2 billion (or 8.5%) of total bank deposits, and 4,166 (or 4%) of ABNA's reported loans over the evaluation period.

ABNA's primary credit products in the Minneapolis AA are business and home mortgage loans. Of the bank's 4,166 reported loans in this area: 2,311 (or 55%) are business loans; 1,805 (or 43%) are home mortgage loans; and 50 (or 1%) are farm loans. Because the bank reports so few farm loans in the Minneapolis MMSA - our lending test distribution analyses for this MMSA do not include this product.

Refer to Appendix A for more detailed information regarding the bank's AA in this MMSA.

Scope of Evaluation in the Minneapolis MMSA

We performed a full-scope review of the bank's Minneapolis AA and rated MMSA performance entirely on this assessment.

The OCC conducted five community contacts in the Minneapolis MMSA and utilized other contacts completed within the previous two years. The contacts included organizations involved with small business development and financing, affordable housing development, and social services for LMI people. Refer to Appendix C for detailed demographics and other performance context information related to the Minneapolis MMSA.

¹ This rating reflects performance within the multistate metropolitan area. The statewide evaluations do not reflect performance in the parts of those states contained within the multistate metropolitan area.

LENDING TEST

Lending test performance in the Minneapolis MMSA is rated High Satisfactory. Bank performance in the full-scope area is good.

Conclusions for Areas Receiving Full-Scope Reviews

Bank performance in the Minneapolis AA is good as evidenced by an excellent level of lending activity, good overall geographic distributions, and adequate overall borrower income distributions.

Lending Activity

Refer to the Minneapolis MMSA Table 1 (Lending Volume) in Appendix D for the facts and data used to evaluate the bank's lending activity.

Lending levels in the Minneapolis AA reflect excellent responsiveness in relation to area credit needs, bank deposits and the highly competitive nature of this market. ABNA has the sixth largest share of deposits of 145 banks with a presence in the area. Bank deposits total \$1.2 billion and represent 2% of area deposits.

Over the two year evaluation period, ABNA originated/purchased \$735 million reportable home mortgage, business and farm loans in this AA. Business loans account for \$473 million (or 64%) of the bank's lending activity in this market.

The bank's market share of the number of HMDA loans reported by local lenders is comparable to its deposit market share. Of all HMDA data reported in the Minneapolis AA for the year 2005, ABNA ranked 6th in the number of reported loans by local lenders (39th for all lenders).

ABNA's market share of reported business loans by local lenders exceeds its deposit market share in both number and dollars. Of all CRA data reported in the Minneapolis AA for the year 2005, ABNA ranked 3rd in the number of reported business loans by local lenders (12th among all lenders) and 4th in the volume of reported business loans by local lenders (4th among all lenders as well).

ABNA's market share of reported farm loans exceeds its deposit market share in both number and dollars. Of all CRA data reported in the Minneapolis AA for the year 2005, ABNA ranked 5th in the number of reported farm loans (4th among local lenders) and 4th in the volume of reported farm loans (4th among all lenders as well).

Distribution of Loans by Income Level of the Geography

The overall geographic distribution of loans in the Minneapolis AA is good, as evidenced by an adequate distribution of home mortgage loans, an excellent distribution of business loans, the absence of any unexplained lending gaps, and a substantial majority of lending inside the bank's AAs.

Home Mortgage Loans

Refer to Minneapolis MMSA Tables 2, 3, 4, and 5 in Appendix D for the facts and data used to evaluate the geographic distribution of the bank's reportable home mortgage loans.

The overall geographic distribution of home mortgage loans reported in the Minneapolis AA is adequate. Refinance loans received the most weight in our assessment, followed by home improvement and home purchase loans. These loans respectively represent 40%, 33% and 26% of the bank's 2004-2005 home mortgage lending in this area (by number). We also weighted mod-tract performance more heavily in our assessment as there is significantly more opportunity for mod-tract lending. There are 104,358 owner-occupied housing units in mod-tracts, compared to 12,357 owner-occupied housing units in low-tracts.

Performance in moderate-income areas is adequate. For refinance loans, the mod-tract distribution is somewhat lower than the demographic comparator; and the mod-tract market share is also somewhat lower than the overall product share. For home improvement loans, the mod-tract distribution is near the demographic comparator; and the mod-tract market share is only somewhat lower than the overall product share. For home purchase loans, the mod-tract distribution is lower than the demographic comparator; and the mod-tract market share is significantly lower than the overall product share.

Performance in low-income areas is poor. For home improvement loans, the low-tract distribution exceeds the demographic comparator – but for refinance and home purchase loans, the low-tract distribution is lower than the demographic comparator. Low-tract market shares are significantly lower than overall product shares for all home mortgage products.

Small Loans to Businesses

Refer to Minneapolis MMSA Table 6 in the Appendix D for the facts and data used to evaluate the geographic distribution of the bank's reportable business loans.

The geographic distribution of business loans reported in the Minneapolis AA is excellent.

Performance in moderate-income areas is excellent. The mod-tract distribution exceeds the demographic comparator; and the mod-tract market share exceeds the bank's overall share of reported business loans.

Performance in low-income areas is excellent. The low-tract distribution exceeds the demographic comparator; and the low-tract market share exceeds the bank's overall share of reported business loans.

Small Loans to Farms

Refer to Minneapolis MMSA Table 7 in Appendix D for the facts and data used to evaluate the geographic distribution of the bank's reportable farm loans.

Our analysis does not include farm loan distributions. Farm lending is immaterial to the bank's performance in the Minneapolis AA.

Lending Gap Analysis

Our geographic distribution analysis included a review for lending gaps, particularly in low- and moderate-income areas. We did not identify any unexplained conspicuous gaps in the Minneapolis AA.

Inside/Outside Ratio

The inside/outside ratio was calculated at the bank level. A substantial majority of ABNA's loans are inside its assessment areas. Refer to the Scope of the Evaluation section for additional detail.

Distribution of Loans by Income Level of the Borrower

The overall borrower distribution of loans in the Minneapolis AA is adequate, as evidenced by a good distribution of home mortgage loans and poor distribution of business loans.

Home Mortgage Loans

Refer to Minneapolis MMSA Tables 8, 9 and 10 in Appendix D for the facts and data used to evaluate the borrower distribution of the bank's reportable home mortgage loans.

The overall borrower distribution of home mortgage loans reported in the Minneapolis AA is good. Refinance loans received the most weight in our assessment, followed by home improvement and home purchase loans. These loans respectively represent 40%, 33% and 26% of the bank's 2004-2005 home mortgage lending in this area (by number). Moderate-income performance is weighted slightly more than low-income performance as there is more opportunity for this type of lending.

Performance with moderate-income borrowers is good. Moderate income distributions exceed the demographic comparator for refinance and home purchase loans. For home improvement loans, the distribution is near the demographic. The moderate-income market share substantially meets the overall product share for refinance loans – and is somewhat lower than the overall product share for home improvement and home purchase loans.

Performance with low-income borrowers is adequate. While low-income distributions are lower than the demographic comparator, our assessment gives consideration to the level of poverty and housing affordability in the area. In addition, the low-income market share meets the overall product share for home purchase loans and is just somewhat lower than the overall product share for refinance loans.

Small Loans to Businesses

Refer to Minneapolis MMSA Table 11 in Appendix D for the facts and data used to evaluate the borrower distribution of the bank's reported business loans.

The distribution of loans to businesses of different sizes in the Minneapolis AA is poor. The percentage of loans to small businesses (i.e. those with gross annual revenues of \$1 million or less) is lower than the demographic comparator; and the bank's market share of such loans is lower than the overall product share.

Small Loans to Farms

Refer to Minneapolis MMSA Table 12 in Appendix D for the facts and data used to evaluate the borrower distribution of the bank's reported farm loans.

Our analysis does not include farm loan distributions. Farm lending is insignificant to the bank's performance in the Minneapolis AA.

Community Development Lending

Refer to Minneapolis MMSA Table 1 (Lending Volume) in Appendix D for the facts and data used to evaluate the bank's level of community development lending. This table includes all CD loans, including multifamily loans that also qualify as CD loans. In addition, Table 5 includes geographic lending data on all multi-family loans, including those that also qualify as CD loans – but does not separately list CD loans.

The bank did not originate any community development loans in the Minneapolis AA during the evaluation period. The absence of community development lending had a neutral impact on our lending test assessment.

INVESTMENT TEST

Investment test performance in the Minneapolis MMSA is rated High Satisfactory. Bank performance in the full-scope area is good.

Conclusions for Areas Receiving Full-Scope Reviews

Bank performance in the Minneapolis AA is good in relation to bank capacity, identified area needs and available investment opportunities.

ABNA made 19 investments totaling \$2.3 million during the evaluation period. The investments are generally routine and non-complex, but responsive to identified needs for affordable housing and economic development.

Current period investments consist of:

- A \$1.1 million mortgage-backed security that targets low- to moderate-income borrowers.
- An investment in a community reinvestment fund that financed more than \$1.1 million qualified loans in the Minneapolis AA.
- Twelve charitable contributions totaling \$73 thousand involving affordable housing and/or economic development initiatives.
- Five charitable contributions for other community development purposes totaling \$14 thousand.

Prior period investments consist of four qualified mortgage-backed securities with an aggregate outstanding balance totaling \$1.7 million – and one qualified mortgage-backed security with an outstanding balance of \$818 thousand which benefits a larger regional area including the Minneapolis MMSA. These investments also evidence the bank's responsiveness to affordable housing needs, even though their impact/benefit is not as great in the current evaluation period.

Refer to Minneapolis MMSA Table 14 in Appendix D for the facts and data used to evaluate the bank's level of qualified investments.

SERVICE TEST

Service test performance in the Minneapolis MMSA is rated Outstanding. Bank performance in the full-scope area is excellent.

Conclusions for Areas Receiving Full-Scope Reviews

Performance in the Minneapolis AA is excellent as evidenced by a readily accessible retail delivery system and an adequate level of community development services.

Retail Banking Services

Refer to Minneapolis MMSA Table 15 in Appendix D for the facts and data used to evaluate the distribution of the bank's branch delivery system and branch openings and closings.

Retail delivery systems are readily accessible to geographies and individuals of different income levels. The percentage of bank branches and ATMs located in moderate-income tracts – and located in low-income tracts - exceeds the percentage of population residing in each of those respective areas. ABNA did not open or close any branches in the Minneapolis AA during the evaluation period. We did not identify any branch differences in product availability, services offered, or business hours that inconvenience LMI geographies or individuals.

Community Development Services

ABNA provides an adequate level of CD services in the Minneapolis AA. Bank employees performed 12 qualifying service activities during the evaluation period. Services are responsive to community needs and primarily consisted of providing technical expertise (as Board or committee members) to organizations that promote economic development and provide technical assistance to small businesses.

State of Illinois Ratings

CRA Rating for Illinois²: Satisfactory

The lending test is rated: High Satisfactory

The investment test is rated: Low Satisfactory

The service test is rated: High Satisfactory

The major factors that support this rating include:

- Lending performance is good as evidenced by an adequate level of lending activity, adequate overall geographic distributions, and excellent overall borrower income distributions.
- The bank provided an adequate level of qualified investments that are responsive to an identified need for affordable housing.
- Retail delivery systems are accessible and the bank provides an adequate level of community development service activities.

Description of Institution’s Operations in Illinois

ABNA has six assessment areas (AAs) in the State of Illinois - four are metropolitan areas and two are non-metropolitan areas. Illinois operations account for 59 (or 18%) of ABNA branches, 65 (or 18%) of its ATMs, \$2.6 billion (or 19%) of total bank deposits, and 14,284 (or 13%) of ABNA’s reported loans over the evaluation period (6,695 loans in the year 2003 and 7,589 loans in the years 2004-2005).

ABNA’s primary credit product in Illinois is home mortgage loans. Of the bank’s 14,284 reported loans in this state, 11,505 (or 81%) are home mortgage loans and 2,770 (or 19%) are business loans. The bank reports very few (if any) farm loans in its Illinois AAs – and consequently, our lending test distribution analyses for Illinois AAs do not include this product.

Refer to Appendix A for a more detailed listing of the bank’s Illinois AAs.

² For institutions with branches in two or more states in a multistate metropolitan area, this statewide evaluation does not reflect performance in the parts of this state contained within the multistate metropolitan area. Refer to the multistate metropolitan area rating and discussion for the rating and evaluation of the institution’s performance in that area.

Scope of Evaluation in Illinois

We performed a full-scope review of the Rockford AA. Other AAs received limited scope reviews. State ratings are primarily based on performance in the areas receiving full-scope review.

The OCC conducted two community contacts in the Rockford AA and utilized other contacts completed within the previous two years. The contacts included organizations involved with small business development and financing, affordable housing development, and social services for LMI people. Refer to Appendix C for detailed demographics and other performance context information related to the Rockford AA.

LENDING TEST

Lending test performance in the State of Illinois is rated High Satisfactory. Bank performance in the full-scope area is good; and overall performance in limited scope areas is not inconsistent with this assessment.

Conclusions for Areas Receiving Full-Scope Reviews

Bank performance in the Rockford AA is good as evidenced by an adequate level of lending activity, adequate overall geographic distributions, and excellent overall borrower income distributions.

Lending Activity

Refer to Illinois Table 1 (Lending Volume) in Appendix D for the facts and data used to evaluate the bank's lending activity.

Lending levels in the Rockford AA reflect adequate responsiveness in relation to area credit needs and bank deposits from this market. ABNA has the second largest share of deposits of 21 banks with a presence in the Rockford AA. Bank deposits total \$810 million and represent 15% of area deposits.

Over the three year evaluation period, ABNA originated/purchased \$212 million reportable home mortgage, business and farm loans in this AA (\$101 million in 2003 and \$111 million in 2004-2005).

Of all HMDA data reported in the Rockford AA for the year 2005, ABNA ranked 2nd in home improvement loans, 6th in home purchase loans (4th among local lenders), and 5th in home refinance loans (4th among local lenders).

Of all CRA data reported in the Rockford AA for the year 2005, ABNA ranked 12th in reported business loans (4th among local CRA-data reporting lenders).

Distribution of Loans by Income Level of the Geography

The overall geographic distribution of loans in the Rockford AA is adequate, as evidenced by an adequate distribution of home mortgage loans, an adequate distribution of business loans, the absence of any unexplained lending gaps, and a substantial majority of lending inside the bank's AAs.

Home Mortgage Loans

Refer to Illinois Tables 2, 3, 4, and 5 in Appendix D for the facts and data used to evaluate the geographic distribution of the bank's reportable home mortgage loans.

The overall geographic distribution of home mortgage loans reported in the Rockford AA is adequate. Refinance loans received the most weight in our assessment, followed by home purchase and home improvement loans. These loans respectively represent 47%, 25% and 28% of the bank's 2004-2005 home mortgage lending in this area (by number) - and respectively represent 81%, 11%, and 8% of the bank's 2003 home mortgage lending in this area (by number). Performance in 2003 and 2004-2005 was weighted fairly equally as the bank reported similar levels of home purchase, home improvement and refinance loans in both periods (1,143 loans in 2003 - and 1,131 loans during 2004-2005).

Performance in moderate-income areas is adequate. For refinance loans, the mod-tract distribution is lower than the 2003 demographic comparator, but only somewhat lower than the 2004-2005 demographic. The mod-tract market share for refinance loans is near the overall product share in both 2003 and 2005. For home purchase loans, the mod-tract distribution and mod-tract market share is somewhat lower than the 2003 demographic comparator and 2003 overall product share, respectively. Also for home purchase loans, the mod-tract distribution and mod-tract market share exceed the 2004-2005 demographic comparator and 2005 overall product share, respectively. For home improvement loans, the mod-tract distribution is somewhat lower than the 2003 demographic comparator, but near the 2004-2005 demographic. The mod-tract market share for home improvement loans is near the overall product share in both 2003 and 2005.

Performance in low-income areas is adequate. For refinance loans, the low-tract distribution is lower than the 2003 demographic comparator, and significantly lower than the 2004-2005 demographic. The low-tract market share for refinance loans is somewhat lower than the 2003 overall product share, and lower than the 2005 overall product share. For home purchase loans, the low-tract distribution is lower than the 2003 demographic comparator, but exceeds the 2004-2005 demographic. The low-tract market share for home purchase loans is somewhat lower than the 2003 overall product share, but exceeds the 2005 overall product share. For home improvement loans, the low-tract distribution exceeds both the 2003 and 2004-2005 demographic comparators and the low-tract market share exceeds the overall product share in both 2003 and 2005.

In some instances as previously described, bank performance involving home mortgage loans reported in the year 2003 was weaker than 2004-2005 performance and received consideration in our overall home mortgage geographic distribution assessment for this AA.

Small Loans to Businesses

Refer to Illinois Table 6 in the Appendix D for the facts and data used to evaluate the geographic distribution of the bank's reportable business loans.

The geographic distribution of business loans reported in the Rockford AA is adequate. We weighted mod-tract performance more heavily in our assessment as there is more opportunity for mod-tract lending. There are 2,956 businesses in mod-tracts, compared to 756 businesses in low-tracts.

Performance in moderate-income areas is good. The mod-tract distribution is near the demographic comparator; and the mod-tract market share is near the bank's overall share of reported business loans.

Performance in low-income areas is very poor. The low-tract distribution is significantly lower than the demographic comparator; and the low-tract market share is significantly lower than the bank's overall share of reported business loans.

Bank performance involving business loans reported in the year 2003 is not inconsistent with 2004-2005 performance.

Small Loans to Farms

Refer to Illinois Table 7 in Appendix D for the facts and data used to evaluate the geographic distribution of the bank's reportable farm loans.

Our analysis does not include farm loan distributions. Farm lending is insignificant to the bank's performance in the Rockford AA.

Lending Gap Analysis

Our geographic distribution analysis included a review for lending gaps, particularly in low- and moderate-income areas. We did not identify any conspicuous gaps in the Rockford AA.

Inside/Outside Ratio

The inside/outside ratio was calculated at the bank level. A substantial majority of ABNA's loans are inside its assessment areas. Refer to the Scope of the Evaluation section for additional detail.

Distribution of Loans by Income Level of the Borrower

The overall borrower distribution of loans in the Rockford AA is excellent, as evidenced by an excellent distribution of home mortgage loans. Business loan performance was not as strong, but this product received little weight in our overall borrower distribution assessment. Home mortgage loans account for 88% of the bank's loans reported in this AA for the years 2003-2005 (by number).

Home Mortgage Loans

Refer to Illinois Tables 8, 9 and 10 in Appendix D for the facts and data used to evaluate the borrower distribution of the bank's reportable home mortgage loans.

The overall borrower distribution of home mortgage loans reported in the Rockford AA is excellent. Refinance loans received the most weight in our assessment, followed by home purchase and home improvement loans. These loans respectively represent 47%, 25% and 28% of the bank's 2004-2005 home mortgage lending in this area (by number).

Performance with moderate-income borrowers is excellent. Moderate income distributions consistently exceed the demographic comparator. The moderate-income market share also exceeds the overall product share for refinance and home improvement loans – and substantially meets the overall product share for home purchase loans.

Performance with low-income borrowers is excellent. The low-income distribution is somewhat lower than the demographic comparator home improvement loans and lower than the demographic comparator for refinance and home purchase loans – but our assessment gives consideration to the level of poverty in the area (7% of families live below poverty). In addition, the low-income market share exceeds the overall product share for refinance and home improvement products and is somewhat lower than the overall product share for home purchase loans.

Bank performance involving home mortgage loans reported in the year 2003 is not inconsistent with 2004-2005 performance.

Small Loans to Businesses

Refer to Illinois Table 11 in Appendix D for the facts and data used to evaluate the borrower distribution of the bank's reported business loans.

The distribution of loans to businesses of different sizes in the Rockford AA is poor. In 2004-2005, the percentage of loans to small businesses (i.e. those with gross annual revenues of \$1 million or less) is lower than the demographic comparator. The bank's market share of such loans is just somewhat lower than its overall product share – but market data is not overly reliable in this AA (just 70% of area deposits are represented by banks subject to CRA data reporting requirements).

Bank performance involving business loans reported in the year 2003 is stronger. More specifically, the percentage of loans to small businesses is only somewhat lower than the demographic comparator in 2003. Our overall assessment, however, gives more emphasis to 2004-2005 performance because the bank reported significantly more business loans during this period (223 loans – compared to just 86 loans in 2003).

Small Loans to Farm

Refer to Illinois Table 12 in Appendix D for the facts and data used to evaluate the borrower distribution of the bank's reported farm loans.

Our analysis does not include farm loan distributions. Farm lending is insignificant to the bank's performance in the Rockford AA.

Community Development Lending

Refer to Illinois Table 1 (Lending Volume) in Appendix D for the facts and data used to evaluate the bank's level of community development lending. This table includes all CD loans, including multifamily loans that also qualify as CD loans. In addition, Table 5 includes geographic lending data on all multi-family loans, including those that also qualify as CD loans – but does not separately list CD loans.

The bank did not originate any community development loans in the Rockford AA during the evaluation period. The absence of community development lending had a neutral impact on our lending test assessment.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on limited-scope reviews, bank performance in the Chicago MSA is weaker than the “High Satisfactory” lending test rating assigned to Illinois. This is primarily attributable to weak borrower income distributions for business loans. This performance difference did not impact the state's lending test rating as lending performance in the Chicago MSA was adequate overall.

Also based on limited-scope reviews, bank performance in other Illinois AAs - the St. Louis MSA, the Peoria MSA, and the nonmetropolitan areas - is not inconsistent with the “High Satisfactory” lending test rating assigned to Illinois.

Refer to Illinois Tables 1 through 12 in Appendix D for the facts and data that support these conclusions. But keep in mind - our evaluation also considers reported loan data for the year 2003, which is not presented in the appendix tables.

INVESTMENT TEST

Investment test performance in the State of Illinois is rated Low Satisfactory. Bank performance in the full-scope area is adequate; and performance in limited scope areas did not impact this assessment.

Conclusions for Areas Receiving Full-Scope Reviews

Bank performance in the Rockford AA is adequate in relation to bank capacity, identified area needs and available investment opportunities.

ABNA made 10 investments totaling \$1.1 million during the evaluation period. The investments are generally routine and non-complex, but responsive to an identified need for affordable housing.

Current period investments consist of:

- Two mortgage-backed securities targeted to low- and moderate-income borrowers totaling \$1.05 million.
- A charitable donation to an affordable housing organization totaling \$1 thousand.
- 7 charitable contributions for other community development purposes totaling \$23 thousand.

Refer to Illinois Table 14 in Appendix D for the facts and data used to evaluate the bank's level of qualified investments.

Conclusions for Area Receiving Limited-Scope Reviews

Based on limited-scope reviews, bank performance in the Chicago and Peoria MSAs is stronger than the “Low Satisfactory” investment test rating for the State of Illinois – and weaker than this assessment in the St. Louis MSA and NonMSA areas. Performance differences are attributable to relatively larger or smaller investment volumes in the limited-scope areas. The differences did not, overall, impact the state’s investment test rating.

Refer to Illinois Table 14 Appendix D for the facts and data that support these conclusions.

SERVICE TEST

Service test performance in the State of Illinois is rated High Satisfactory. Bank performance in the full-scope area is good; and performance in limited scope areas did not impact this assessment.

Conclusions for Areas Receiving Full-Scope Reviews

Performance in the Rockford AA is good as evidenced by an accessible retail delivery system and adequate level of community development service activities.

Retail Banking Services

Refer to Illinois Table 15 in Appendix D for the facts and data used to evaluate the distribution of the bank’s branch delivery system and branch openings and closings.

Retail delivery systems are accessible to geographies and individuals of different income levels. The percentage of bank branches and ATMs located in moderate-income tracts exceeds the percentage of area population residing there. The area’s four low-income tracts are clustered in downtown Rockford and contain just 4% of the population. ABNA does not have any branches in this low-income area, but it does have a branch adjacent to, or in close proximity, to all of the low-income tracts. Branch opening/closing activity has not adversely affected the accessibility of banking services to LMI geographies or individuals. We did not identify any branch differences in product availability, services offered, or business hours that inconvenience LMI geographies or individuals.

Community Development Services

ABNA provides an adequate level of CD services in the Rockford AA. Bank employees performed nine qualifying service activities during the evaluation period. Services are responsive to community needs and primarily consisted of providing technical expertise (as Board or committee members) to organizations that provide social services targeted to low- and moderate-income individuals.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on limited-scope reviews, bank performance in the St. Louis MSA is not inconsistent with Illinois’ “High Satisfactory” service test rating. Bank performance is weaker than this assessment in the Chicago and Peoria MSAs - and stronger than this assessment in the Illinois NonMSA AAs. Performance differences are attributable to weaker or stronger geographic distributions of bank branches in the limited scope areas. The differences did not, overall, impact the state’s service test rating.

Refer to Illinois Table 15 in Appendix D for the facts and data that support these conclusions.

State of Minnesota Ratings

CRA Rating for Minnesota³: Needs To Improve

The lending test is rated: Low Satisfactory
The investment test is rated: Substantial Noncompliance
The service test is rated: High Satisfactory

The major factors that support this rating include:

- Lending performance is adequate in the State of Minnesota. Lending performance in the full scope area (Rochester AA) is good as evidenced by a good level of lending activity, good overall geographic distributions and good overall borrower income distributions. However, weaker performance in the limited scope areas offset this level of performance.
- Investment performance is very poor in the State of Minnesota. The bank did not make any qualified investments in the full scope area and performance in the limited scope areas was not inconsistent with this level of performance.
- Service test performance is good in the State of Minnesota. Retail delivery systems are readily accessible in the Rochester AA, but weaker performance in the limited scope areas offset this level of performance. The bank provides an adequate level of community development services.

Description of Institution's Operations in Minnesota

ABNA has four assessment areas (AAs) in the State of Minnesota – one is a metropolitan area and three are non-metropolitan areas. Minnesota operations account for 17 (or 5%) of ABNA branches, 15 (or 4%) of its ATMs, \$379 million (or 3%) of total bank deposits, and 1,822 (or 2%) of ABNA's reported loans over the evaluation period.

ABNA reports a fairly balanced mix of loan products Minnesota. Of the bank's 1,822 reported loans in this state: 697 (or 38%) are home mortgage loans; 573 (or 31%) are farm loans; and 552 (or 30%) are business loans.

Refer to Appendix A for a more detailed listing of the bank's Minnesota AAs.

³ For institutions with branches in two or more states in a multistate metropolitan area, this statewide evaluation does not reflect performance in the parts of this state contained within the multistate metropolitan area. Refer to the multistate metropolitan area rating and discussion for the rating and evaluation of the institution's performance in that area.

Scope of Evaluation in Minnesota

We performed a full-scope review of the Rochester AA. Other AAs received limited scope reviews. State ratings are primarily based on performance in the areas receiving full-scope review.

The OCC conducted three community contacts in the Rochester AA, including organizations involved with affordable housing and small business development. Refer to Appendix C for detailed demographics and other performance context information related to the Rochester AA.

LENDING TEST

Lending test performance in the State of Minnesota is rated Low Satisfactory. Bank performance in the full-scope area is good; but weaker performance in the limited scope areas influenced our overall lending test assessment.

Conclusions for Areas Receiving Full-Scope Reviews

Bank performance in the Rochester AA is good as evidenced by a good level of lending activity, good overall geographic distributions, and good overall borrower income distributions.

Lending Activity

Refer to Minnesota Table 1 (Lending Volume) in Appendix D for the facts and data used to evaluate the bank's lending activity.

Lending levels in the Rochester AA reflect good responsiveness in relation to area credit needs and bank deposits from this market. ABNA has the fifth largest share of deposits of 14 banks with a presence in the Rochester AA. Bank deposits total \$142 million and represent 8% of area deposits.

Over the two year evaluation period, ABNA originated/purchased \$53 million reportable home mortgage, business and farm loans in this AA.

Of all HMDA data reported in the Rochester AA for the year 2005, ABNA ranked 5th in home improvement loans (2nd among local lenders), 5th in home purchase loans (3rd among local lenders), and 12th in home refinance loans (5th among local lenders).

Of all CRA data reported in the Rochester AA for the year 2005, ABNA ranked 12th in reported business loans (4th among local CRA-data reporting lenders).

Distribution of Loans by Income Level of the Geography

The overall geographic distribution of loans in the Rochester AA is good, as evidenced by a good distribution of home mortgage loans, an excellent distribution of business loans, the absence of any unexplained lending gaps, and a substantial majority of lending inside the bank's AAs. Our geographic distribution analysis weights home mortgage products more heavily than business loans. Home mortgage loans account for 72% of the bank's loans reported in this AA for the years 2004-2005 (by number).

Home Mortgage Loans

Refer to Minnesota Tables 2, 3, 4, and 5 in Appendix D for the facts and data used to evaluate the geographic distribution of the bank's reportable home mortgage loans.

The overall geographic distribution of home mortgage loans reported in the Rochester AA is good. Home purchase loans received the most weight in our assessment, followed by refinance and home improvement loans. These loans respectively represent 56%, 28% and 16% of the bank's 2004-2005 home mortgage lending in this area (by number).

Performance in moderate-income areas is good. For home purchase and home improvement loans, mod-tract distributions exceed the demographic comparator and mod-tract market shares substantially meet or exceed the overall product shares. For refinance loans, however, the mod-tract distribution is somewhat lower than the demographic, and the mod-tract market share is significantly lower than the overall product share.

There are no low-income geographies in the Rochester AA.

Small Loans to Businesses

Refer to Minnesota Table 6 in the Appendix D for the facts and data used to evaluate the geographic distribution of the bank's reportable business loans.

The geographic distribution of business loans reported in the Rochester AA is excellent.

Performance in moderate-income areas is excellent. The mod-tract distribution substantially meets the demographic comparator; and the mod-tract market share is near the bank's overall share of reported business loans.

There are no low-income geographies in the Rochester AA.

Small Loans to Farms

Refer to Minnesota Table 7 in Appendix D for the facts and data used to evaluate the geographic distribution of the bank's reportable farm loans.

Our analysis does not include farm loan distributions. Farm lending is insignificant to the bank's performance in the Rochester AA.

Lending Gap Analysis

Our geographic distribution analysis included a review for lending gaps, particularly in low- and moderate-income areas. We did not identify any unexplained conspicuous gaps in the Rochester AA.

Inside/Outside Ratio

The inside/outside ratio was calculated at the bank level. A substantial majority of ABNA's loans are inside its assessment areas. Refer to the Scope of the Evaluation section for additional detail.

Distribution of Loans by Income Level of the Borrower

The overall borrower distribution of loans in the Rochester AA is good, as evidenced by a good distribution of home mortgage loans and a good distribution of business loans.

Home Mortgage Loans

Refer to Minnesota Tables 8, 9 and 10 in Appendix D for the facts and data used to evaluate the borrower distribution of the bank's reportable home mortgage loans.

The overall borrower distribution of home mortgage loans reported in the Rochester AA is good. Home purchase loans received the most weight in our assessment, followed by refinance and home improvement loans. These loans respectively represent 56%, 28% and 16% of the bank's 2004-2005 home mortgage lending in this area (by number).

Performance with moderate-income borrowers is excellent. The moderate-income distribution exceeds the demographic comparator for home purchase and home improvement loans, and is near the demographic comparator for refinance loans. Moderate-income market share exceeds the overall product share for home purchase and home improvement, and is somewhat lower than the overall product share for refinance loans.

Performance with low-income borrowers is adequate. The low-income distribution is lower than the demographic comparator for home purchase and refinance products and is somewhat lower than the demographic comparator for home improvement loans – but our assessment gives consideration to the level of poverty in the area (4% of families live below poverty). The low-income market share is somewhat lower than the overall product share for refinance loans and lower than the overall product share for home purchase loans; although low-income market share exceeds the overall product share for home improvement loans.

Small Loans to Businesses

Refer to Minnesota Table 11 in Appendix D for the facts and data used to evaluate the borrower distribution of the bank's reported business loans.

The distribution of loans to businesses of different sizes in the Rochester AA is good. The percentage of loans to small businesses (i.e. those with gross annual revenues of \$1 million or less) substantially meets the demographic comparator; and the bank's market share of such loans exceeds its overall product share.

Small Loans to Farms

Refer to Minnesota Table 12 in Appendix D for the facts and data used to evaluate the borrower distribution of the bank's reported farm loans.

Our analysis does not include farm loan distributions. Farm lending is insignificant to the bank's performance in the Rochester MSA.

Community Development Lending

Refer to Minnesota Table 1 (Lending Volume) in Appendix D for the facts and data used to evaluate the bank's level of community development lending. This table includes all CD loans, including multifamily loans that also qualify as CD loans. In addition, Table 5 includes geographic lending data on all multi-family loans, including those that also qualify as CD loans – but does not separately list CD loans.

The bank did not originate any community development loans in the Rochester AA during the evaluation period. The absence of community development lending had a neutral impact on our lending test assessment.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on a limited-scope review, bank performance in the Minnesota Non-MSA AAs is weaker than the Low Satisfactory lending test rating in the State of Minnesota primarily due to very poor geographic distributions and adequate borrower distributions overall. This performance difference did impact the state's lending test rating as the Non-MSA AAs account for a majority (63%) of ABNA's deposit base in Minnesota.

Refer to Minnesota Tables 1 through 12 in Appendix D for the facts and data that support these conclusions.

INVESTMENT TEST

Investment test performance in the State of Minnesota is rated Substantial Noncompliance. Bank performance in the full-scope area is very poor; and performance in the limited scope areas did not impact this assessment.

Conclusions for Areas Receiving Full-Scope Reviews

Bank performance in the Rochester AA is very poor. ABNA did not make any qualified investments in the Rochester AA over the evaluation period despite a good level of opportunity. The bank continues to have a \$200 thousand investment in a Minnesota non-profit corporation that funds community development projects throughout the state.

Refer to Minnesota Table 14 in Appendix D for the facts and data used to evaluate the bank's level of qualified investments.

Conclusions for Area Receiving Limited-Scope Reviews

Based on a limited scope review, bank performance in the Minnesota Non-MSA AAs is not inconsistent with the "Substantial Noncompliance" investment test rating for the State of Minnesota.

Refer to Minnesota Table 14 in Appendix D for the facts and data used to evaluate the facts and data that support these conclusions.

SERVICE TEST

Service test performance in the State of Minnesota is rated High Satisfactory. Bank performance in the full-scope area is excellent; but weaker performance in limited scope areas impacted our assessment.

Conclusions for Areas Receiving Full-Scope Reviews

Performance in the Rochester AA is excellent as evidenced by readily accessible retail delivery systems and an adequate level of community development services.

Retail Banking Services

Refer to Minnesota Table 15 in Appendix D for the facts and data used to evaluate the distribution of the bank's branch delivery system and branch openings and closings.

Retail delivery systems are readily accessible to geographies and individuals of different income levels. The percentage of bank branches and ATMs located in moderate-income tracts exceeds the percentage of area population residing there. ABNA did not open or close any branches in the Rochester AA over the evaluation period. We did not identify any branch differences in product availability, services offered, or business hours that inconvenience LMI geographies or individuals.

Community Development Services

ABNA provides an adequate level of CD services in the Rochester AA. Bank employees performed four qualifying service activities during the evaluation period. Services are responsive to community needs and primarily consisted of providing technical expertise (as Board or committee members) to organizations that promote small business development.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on a limited scope review, bank performance in the Minnesota Non-MSA AAs is weaker than the High Satisfactory service test rating in the State of Minnesota. In particular, the geographic distribution of bank branches in the limited scope area is weaker. This performance difference did impact the state's service test rating as the Non-MSA AAs account for a majority (63%) of ABNA's deposit base in Minnesota.

Refer to Minnesota Table 15 in Appendix D for the facts and data that support these conclusions.

State of Wisconsin Ratings

CRA Rating for Wisconsin⁴: Satisfactory

The lending test is rated: High Satisfactory
The investment test is rated: High Satisfactory
The service test is rated: High Satisfactory

The major factors that support this rating include:

- Lending performance is good in the State of Wisconsin. Lending activity reflects good responsiveness to credit needs in both the Green Bay MSA and the Milwaukee MSA. The overall borrower distribution of loans is good in the Green Bay MSA and good in the Milwaukee MSA. The overall geographic distribution of loans is good in the Green Bay MSA and adequate in the Milwaukee MSA. Community development lending in the Milwaukee MSA is adequate and responsive to revitalization needs in the area.
- Investment performance is good in the State of Wisconsin. The bank provided an adequate level of qualified investments in the Green Bay MSA and an excellent level in the Milwaukee MSA. Investments are responsive to affordable housing needs in both areas – and revitalization needs in the Milwaukee MSA. The bank also has several qualified mortgage-backed securities (MBS) that benefit a broader statewide area, further evidencing the bank's responsiveness to affordable housing needs in the State of Wisconsin.
- Service test performance is good in the State of Wisconsin. Retail delivery systems are accessible in the Green Bay MSA and reasonably accessible in the Milwaukee MSA. Community development service activities are adequate in both areas.

Description of Institution's Operations in the State of Wisconsin

ABNA has nineteen assessment areas (AAs) in the State of Wisconsin - twelve are metropolitan areas and seven are non-metropolitan areas. Wisconsin operations account for 218 (or 68%) of ABNA branches, 245 (or 68%) of its ATMs, \$9.3 billion (or 68%) of total bank deposits, and 89,900 (or 81%) of ABNA's reported loans over the evaluation period (45,431 loans in the year 2003 and 44,469 loans in the years 2004-2005).

ABNA's primary credit product in Wisconsin is home mortgage loans. Of the bank's 89,900 reported loans in this state: 72,468 (or 81%) are home mortgage loans; 16,184 (or 18%) are business loans; and 1,248 (or 1%) are farm loans. The bank reports very few (if any) farm loans in its Wisconsin AAs – and consequently, our lending test distribution analyses for Wisconsin AAs do not include this product.

Refer to Appendix A for a more detailed listing of the bank's Wisconsin AAs.

⁴ For institutions with branches in two or more states in a multistate metropolitan area, this statewide evaluation does not reflect performance in the parts of this state contained within the multistate metropolitan area. Refer to the multistate metropolitan area rating and discussion for the rating and evaluation of the institution's performance in that area.

Scope of Evaluation in the State of Wisconsin

We performed full-scope reviews of the Green Bay and Milwaukee MSAs. State ratings are primarily based on performance in the areas receiving full-scope review and our assessment gives slightly more weight to performance in the Green Bay MSA as this area represents 28% of the bank's Wisconsin deposit base (compared to 23% for the Milwaukee MSA). Other AAs received limited scope reviews.

The OCC conducted two community contacts in the Green Bay MSA and five contacts in the Milwaukee MSA. The contacts included organizations involved with small business development and financing, affordable housing development, and social services for LMI people. Refer to Appendix C for detailed demographics and other performance context information related to the Green Bay and Milwaukee MSAs.

LENDING TEST

Lending test performance in the State of Wisconsin is rated High Satisfactory. Bank performance in both full-scope areas is good; and performance in limited scope areas is not inconsistent with this assessment.

Conclusions for Areas Receiving Full-Scope Reviews

Bank performance in the Green Bay MSA is good as evidenced by a good level of lending activity, good overall geographic distributions, and good overall borrower income distributions.

Bank performance in the Milwaukee MSA is good as evidenced by a good level of lending activity, adequate overall geographic distributions, and good overall borrower income distributions.

Lending Activity

Refer to Wisconsin Table 1 (Lending Volume) in Appendix D for the facts and data used to evaluate the bank's lending activity.

Green Bay MSA:

Lending levels in the Green Bay MSA reflect good responsiveness in relation to area credit needs and bank deposits from this market. ABNA has the largest share of deposits of 26 banks with a presence in the Green Bay MSA. Bank deposits total \$2.6 billion and represent 42% of area deposits.

Over the three year evaluation period, ABNA originated/purchased \$1.2 billion reportable home mortgage, business and farm loans in this MSA (\$583 million in 2003 and \$608 million in 2004-2005).

Of all HMDA data reported in the Green Bay MSA for the year 2005, ABNA ranked 1st in home improvement loans, 3rd in home purchase loans (2nd among local lenders), and 4th in home refinance loans (3rd among local lenders). The only local lenders with higher rankings are much larger national banks (Wells Fargo for home purchase and refinance loans, and JPMorgan Chase for refinance loans).

Of all CRA data reported in the Green Bay MSA for the year 2005, ABNA ranked 5th in reported business loans (2nd among local CRA-data reporting lenders). Again, the only local lender with a higher ranking is a much larger national bank (Wells Fargo).

Milwaukee MSA:

Lending levels in the Milwaukee MSA reflect good responsiveness in relation to area credit needs and bank deposits from this market. ABNA has the fourth-largest share of deposits of 65 banks with a presence in the Milwaukee MSA. Bank deposits total \$2.1 billion and represent 5% of area deposits.

Over the three year evaluation period, ABNA originated/purchased \$1.6 billion reportable home mortgage, business and farm loans in this MSA (\$800 million in 2003 and \$834 million in 2004-2005)

Of all HMDA data reported in the Milwaukee MSA for the year 2005, ABNA ranked 1st in home improvement loans, 17th in home purchase loans (4th among local lenders), and 14th in home refinance loans (4th among local lenders).

Of all CRA data reported in the Milwaukee MSA for the year 2005, ABNA ranked 11th in reported business loans (3rd among local CRA-data reporting lenders).

Distribution of Loans by Income Level of the Geography

The overall geographic distribution of loans in the Green Bay MSA is good, as evidenced by a good distribution of home mortgage loans, an excellent distribution of business loans, the absence of any unexplained lending gaps, and a substantial majority of lending inside the bank's AAs. Our geographic distribution analysis weights home mortgage products more heavily than business loans. Home mortgage loans account for 75% of the bank's loans reported in this MSA for the years 2003-2005 (by number).

The overall geographic distribution of loans in the Milwaukee MSA is adequate, as evidenced by adequate distributions of both home mortgage and business loans, the absence of any unexplained lending gaps, and a substantial majority of lending inside the bank's AAs.

Home Mortgage Loans

Refer to Wisconsin Tables 2, 3, 4, and 5 in Appendix D for the facts and data used to evaluate the geographic distribution of the bank's reportable home mortgage loans.

Green Bay MSA:

The overall geographic distribution of home mortgage loans reported in the Green Bay MSA is good. Refinance loans received the most weight in our assessment, followed by home purchase and home improvement loans. These loans respectively represent 57%, 29% and 13% of the bank's 2004-2005 home mortgage lending in this area (by number).

Performance in moderate-income areas is good. For refinance loans, the mod-tract distribution is somewhat lower than the demographic comparator; but the mod-tract market share substantially meets the overall product share. For home purchase loans, the mod-tract distribution is near the demographic comparator; and the mod-tract market share exceeds the overall product share. For home improvement loans, the mod-tract distribution exceeds the demographic comparator; and the mod-tract market share exceeds the overall product share.

There are no low-income geographies in the Green Bay MSA.

Bank performance involving home mortgage loans reported in the year 2003 is not inconsistent with 2004-2005 performance.

Milwaukee MSA:

The overall geographic distribution of home mortgage loans reported in the Milwaukee MSA is adequate. Refinance loans received the most weight in our assessment, followed by home purchase and home improvement loans. These loans respectively represent 45%, 29% and 24% of the bank's 2004-2005 home mortgage lending in this area (by number). We also weighted mod-tract performance more heavily in our assessment as there is more opportunity for mod-tract lending. There are 43,356 owner-occupied housing units in mod-tracts, compared to 16,030 owner-occupied housing units in low-tracts.

Performance in moderate-income areas is adequate. For refinance loans, the mod-tract distribution is near the demographic comparator; but the mod-tract market share is somewhat lower than the overall product share. For home purchase loans, the mod-tract distribution is somewhat lower than the demographic comparator; and the mod-tract market share is lower than the overall product share. For home improvement loans, the mod-tract distribution is near the demographic comparator; and the mod-tract market share is somewhat lower than the overall product share.

Performance in low-income areas is good. For refinance loans, the low-tract distribution is somewhat lower than the demographic comparator; and the low-tract market share is lower than the overall product share. For home purchase loans, the low-tract distribution exceeds the demographic comparator; and the low-tract market share is near the overall product share. For home improvement loans, the low-tract distribution substantially meets the demographic comparator; but the low-tract market share is lower than the overall product share.

Bank performance involving home mortgage loans reported in the year 2003 is not inconsistent with 2004-2005 performance.

Small Loans to Businesses

Refer to Wisconsin Table 6 in the Appendix D for the facts and data used to evaluate the geographic distribution of the bank's reportable business loans.

Green Bay MSA:

The geographic distribution of business loans reported in the Green Bay MSA is excellent.

Performance in moderate-income areas is excellent. The mod-tract distribution exceeds the demographic comparator; and the mod-tract market share exceeds the bank's overall share of reported business loans.

There are no low-income geographies in the Green Bay MSA.

Bank performance involving business loans reported in the year 2003 is not inconsistent with 2004-2005 performance.

Milwaukee MSA:

The geographic distribution of business loans reported in the Milwaukee MSA is adequate.

Performance in moderate-income areas is adequate. The mod-tract distribution is somewhat lower than the demographic comparator; and the mod-tract market share is near the bank's overall share of reported business loans.

Performance in low-income areas is adequate. The low-tract distribution is lower than the demographic comparator, but the low-tract market share is near the bank's overall share of reported business loans. In this MSA for the year 2005, ABNA reported 35 low-tract business loans and ranked 3rd in low-tract business loans reported by local lenders (overall product rank also 3rd among local lenders).

Bank performance involving business loans reported in the year 2003 is not inconsistent with 2004-2005 performance.

Small Loans to Farms

Refer to Wisconsin Table 7 in Appendix D for the facts and data used to evaluate the geographic distribution of the bank's reportable farm loans.

Our analysis does not include farm loan distributions. Farm lending is insignificant to the bank's performance in both the Green Bay and the Milwaukee MSAs.

Lending Gap Analysis

Our geographic distribution analysis included a review for lending gaps, particularly in low- and moderate-income areas. We did not identify any unexplained conspicuous gaps in either the Green Bay MSA or the Milwaukee MSA.

Inside/Outside Ratio

The inside/outside ratio was calculated at the bank level. A substantial majority of ABNA's loans are inside its assessment areas. Refer to the Scope of the Evaluation section for additional detail.

Distribution of Loans by Income Level of the Borrower

The overall borrower distribution of loans in the Green Bay MSA is good, as evidenced by a good distribution of home mortgage loans and an adequate distribution of business loans. Our analysis weights home mortgage products more heavily than business loans in this MSA. Home mortgage loans account for 75% of the bank's loans reported in this MSA for the years 2003-2005 (by number).

The overall borrower distribution of loans in the Milwaukee MSA is good, as evidenced by a good distribution of home mortgage and an adequate distribution of business loans. Our analysis weights home mortgage products more heavily than business loans in this MSA. Home mortgage loans account for 80% of the bank's loans reported in this MSA for the years 2003-2005 (by number).

Home Mortgage Loans

Refer to Wisconsin Tables 8, 9 and 10 in Appendix D for the facts and data used to evaluate the borrower distribution of the bank's reportable home mortgage loans.

Green Bay MSA:

The overall borrower distribution of home mortgage loans reported in the Green Bay MSA is good. Refinance loans received the most weight in our assessment, followed by home purchase and home improvement loans. These loans respectively represent 57%, 29% and 13% of the bank's 2004-2005 home mortgage lending in this area (by number).

Performance with moderate-income borrowers is excellent. Moderate-income distributions consistently exceed the demographic comparator. Moderate-income market share exceeds the overall product share for home purchase and refinance loans, and is somewhat lower than the overall product share for home improvement loans.

Performance with low-income borrowers is adequate. While low-income distributions are lower than the demographic comparator, our assessment gives consideration to the level of poverty in the area (5% of families live below poverty). In addition, the low-income market share exceeds the overall product share for refinance loans, is somewhat lower than overall product share for home purchase loans, and substantially meets the overall product share for home improvement loans.

Bank performance involving home mortgage loans reported in the year 2003 is not inconsistent with 2004-2005 performance.

Milwaukee MSA:

The overall borrower distribution of home mortgage loans reported in the Milwaukee MSA is good. Refinance loans received the most weight in our assessment, followed by home purchase and home improvement loans. These loans respectively represent 45%, 29% and 24% of the bank's 2004-2005 home mortgage lending in this area (by number).

Performance with moderate-income borrowers is excellent. Moderate-income distributions consistently exceed the demographic comparator. The moderate-income market share substantially meets the overall product share for refinance loans, and is somewhat lower than the overall product shares for home purchase and home improvement loans.

Performance with low-income borrowers is adequate. While low-income distributions are significantly lower than the demographic comparator, our assessment gives consideration to the level of poverty in the area (8% of families live below poverty). In addition, the low-income market share substantially meets the overall product share for refinance loans.

Bank performance involving home mortgage loans reported in the year 2003 is not inconsistent with 2004-2005 performance.

Small Loans to Businesses

Refer to Wisconsin Table 11 in Appendix D for the facts and data used to evaluate the borrower distribution of the bank's reported business loans.

Green Bay MSA:

The distribution of loans to businesses of different sizes in the Green Bay MSA is adequate. The percentage of loans to small businesses (i.e. those with gross annual revenues of \$1 million or less) is lower than the demographic comparator; but the bank's market share of such loans substantially meets its overall product share.

Bank performance involving business loans reported in the year 2003 is not inconsistent with 2004-2005 performance.

Milwaukee MSA:

The distribution of loans to businesses of different sizes in the Milwaukee MSA is adequate. The percentage of loans to small businesses (i.e. those with gross annual revenues of \$1 million or less) is somewhat lower than the demographic comparator; and the bank's market share of such loans substantially meets its overall product share. In this MSA for the year 2005, ABNA ranked 4th among local lenders in reported loans to small businesses, compared to an overall 3rd place product rank among local lenders.

Bank performance involving business loans reported in the year 2003 is not inconsistent with 2004-2005 performance.

Small Loans to Farms

Refer to Wisconsin Table 12 in Appendix D for the facts and data used to evaluate the borrower distribution of the bank's reported farm loans.

Our analysis does not include farm loan distributions. Farm lending is insignificant to the bank's performance in both the Green Bay and the Milwaukee MSAs.

Community Development Lending

Refer to Wisconsin Table 1 (Lending Volume) in Appendix D for the facts and data used to evaluate the bank's level of community development lending. This table includes all CD loans, including multifamily loans that also qualify as CD loans. In addition, Table 5 includes geographic lending data on all multi-family loans, including those that also qualify as CD loans – but does not separately list CD loans.

Green Bay MSA:

The bank did not originate any community development loans in the Green Bay MSA during the evaluation period. The absence of community development lending had a neutral impact on our lending test assessment.

Milwaukee MSA:

The level of community development lending activities in the Milwaukee MSA is adequate and responsive to area needs, but had a neutral impact on the lending test rating. ABNA originated two community development loans totaling \$3.4 million during the evaluation period. Loan proceeds were used to finance environmental clean-up and redevelopment of the former General Electric Hotpoint Factory site in West Milwaukee, a designated brownfield and moderate-income area.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on limited-scope reviews, bank performance in other Wisconsin assessment areas is not inconsistent with the “High Satisfactory” lending test rating for Wisconsin.

Refer to Wisconsin Tables 1 through 12 in Appendix D for the facts and data that support these conclusions. But keep in mind - our evaluation also considers reported loan data for the year 2003, which is not presented in the appendix tables.

INVESTMENT TEST

Investment test performance in the State of Wisconsin is rated High Satisfactory. Bank performance in the full-scope areas is good overall; and performance in limited scope areas did not impact this assessment.

Conclusions for Areas Receiving Full-Scope Reviews

Bank performance is adequate in the Green Bay MSA – and excellent in the Milwaukee MSA - in relation to bank capacity, identified area needs and available investment opportunities.

Refer to Wisconsin Table 14 in Appendix D for the facts and data used to evaluate the bank’s level of qualified investments.

Green Bay MSA:

Bank performance in the Green Bay MSA is adequate. ABNA made 49 investments totaling \$2.3 million over the evaluation period. The investments are generally routine and non-complex, but responsive to an identified need for affordable housing.

Current period investments consist of:

- Five mortgage-backed securities targeted to low- and moderate-income borrowers totaling \$1.7 million.
- Three low-income housing tax credit purchases totaling \$437 thousand.
- Three charitable donations to affordable housing organizations totaling \$20 thousand.
- 38 charitable contributions for other community development purposes totaling \$238 thousand.

Prior period investments consist of an equity investment in an affordable housing project and a qualified mortgage-backed security with an aggregate outstanding balance of \$413 thousand. These investments also evidence the bank’s responsiveness to affordable housing needs, even though their impact/benefit is not as great in the current evaluation period.

Milwaukee MSA:

Bank performance in the Milwaukee MSA is excellent. ABNA made 40 investments totaling \$14.6 million over the evaluation period. The investments are generally routine and non-complex, but responsive to identified revitalization and affordable housing needs.

Current period investments consist of:

- An \$8.6 million equity investment in a New Market Tax Project involving the redevelopment of the former General Electric Hotpoint Factory site in West Milwaukee, a designated Brownfield and moderate-income area.
- Seven mortgage-backed securities targeted to low- and moderate-income borrowers totaling \$4.7 million.
- An investment in a CRA Fund that financed a \$500 thousand construction project involving affordable multifamily housing in an Urban Renewal Community.
- A \$500 thousand equity investment in a community development company that plans to finance an affordable housing project in a low-income area.
- A \$100 thousand deposit in a minority-owned, community development financial institution.
- Six charitable contributions totaling \$10 thousand that support affordable housing and home improvement initiatives for low- and moderate-income individuals.
- 23 charitable contributions for other community development purposes totaling \$214 thousand.

Prior period investments consist of a new market tax credit project (\$746 thousand) and an equity investment in a minority-owned community development financial institution (\$200 thousand). The tax credit project involves a grocery and retail shopping development that will create 145 jobs in an Economic Project Hot Zone - and one of Milwaukee's most distressed areas. These prior period investments also evidence the bank's responsiveness to revitalization and affordable housing needs, even though their impact/benefit is not as great in the current evaluation period.

Statewide/Regional Investments:

The bank also has several qualified mortgage-backed securities (MBS) that benefit a broader statewide area. Most notably, the bank holds eight prior period MBS investments totaling \$1.2 million. These investments further evidence responsiveness to affordable housing needs in the State of Wisconsin.

Conclusions for Area Receiving Limited-Scope Reviews

Based on limited-scope reviews, bank performance in the NonMSA AAs is not inconsistent with Wisconsin's "High Satisfactory" investment test rating. Bank performance is stronger than this assessment in the La Crosse and Racine MSAs – and weaker than this assessment in the Madison, Oshkosh, Wausau, Appleton, Janesville, Sheboygan, Eau Claire and Fond du Lac MSAs. Performance differences are attributable to relatively larger or smaller investment volumes in the limited-scope areas. The differences did not, overall, impact the state's investment test rating.

Refer to Wisconsin Table 14 Appendix D for the facts and data that support these conclusions.

SERVICE TEST

Service test performance in the State of Wisconsin is rated High Satisfactory. Bank performance is good in the Green Bay MSA and adequate in the Milwaukee MSA. The Green Bay MSA received slightly more weight in our assessment as it accounts for more bank deposits. Performance in limited scope areas did not impact this assessment.

Conclusions for Areas Receiving Full-Scope Reviews

Performance in the Green Bay MSA is good as evidenced by an accessible retail delivery system and an adequate level of community development services.

Performance in the Milwaukee MSA is adequate as evidenced by a reasonably accessible retail delivery system and an adequate level of community development services.

Retail Banking Services

Refer to Wisconsin Table 15 in Appendix D for the facts and data used to evaluate the distribution of the bank's branch delivery system and branch openings and closings.

Green Bay MSA:

Retail delivery systems are accessible to geographies and individuals of different income levels. The percentage of bank branches located in moderate-income tracts is near the percentage of MSA population residing in those tracts. And the percentage of automated teller machines (ATMs) located in moderate-income tracts exceeds the percentage of MSA population residing in those tracts. It is also notable that nearly half the bank's branches located in middle-income tracts (6 of 14) are adjacent to moderate-income areas. Branch opening/closing activities have not adversely affected the accessibility of banking services to LMI geographies or individuals. We did not identify any branch differences in product availability, services offered, or business hours that inconvenience LMI geographies or individuals.

Milwaukee MSA:

Retail delivery systems are reasonably accessible to geographies and individuals of different income levels. The percentage of bank branches located in moderate-income tracts is near – and the percentage of ATMs located in moderate-income tracts is somewhat lower than - the percentage of MSA population residing in those tracts. The percentage of bank branches and ATMs located in low-income tracts is significantly lower than the percentage of MSA population residing in those tracts. Branch opening/closing activity has generally not adversely affected the accessibility of banking services to LMI geographies or individuals. We did not identify any branch differences in product availability, services offered, or business hours that inconvenience LMI geographies or individuals.

Community Development Services

Green Bay MSA:

ABNA provides an adequate level of CD services in the Green Bay MSA. Bank employees performed eight qualifying service activities during the evaluation period. Services are responsive to community needs and primarily consisted of providing technical expertise (as Board or committee members) to organizations that promote economic development or provide social services targeted to low- and moderate-income individuals.

Milwaukee MSA:

ABNA provides an adequate level of CD services in the Milwaukee MSA. Bank employees performed five qualifying service activities during the evaluation period. Services are responsive to community needs and primarily consisted of providing technical expertise (as Board or committee members) to organizations that promote economic development.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on limited-scope reviews, bank performance in Madison, La Crosse and Fond du Lac MSAs is not inconsistent with Wisconsin's "Low Satisfactory" service test rating. Bank performance is weaker than this assessment in the Oshkosh, Sheboygan and Racine MSAs – and stronger than this assessment in the Wisconsin NonMSA AAs, as well as the Wausau, Appleton, Janesville, and Eau Claire MSAs. Performance differences are attributable to weaker or stronger geographic distributions of bank branches in the limited scope areas. The differences did not, overall, impact the state's service test rating.

Refer to Wisconsin Table 15 in Appendix D for the facts and data that support these conclusions.

Appendix A: Scope of Examination

The following table identifies the time period covered in this evaluation, affiliate activities that were reviewed, and loan products considered. The table also reflects the metropolitan and nonmetropolitan areas that received comprehensive examination review (designated by the term “full-scope”) and those that received a less comprehensive review (designated by the term “limited-scope”).

Time Period Reviewed	Lending Test (excludes CD loans): States of Wisconsin & Illinois: 1/1/2003 to 12/31/2005 MSA #33460 & State of Minnesota: 1/1/2004 to 12/31/2005 Investment and Service Tests: States of Wisconsin & Illinois: 11/11/2003 to 10/31/2006 MSA #33460 & State of Minnesota: 12/7/2004 to 10/31/2006 CD Loans: States of Wisconsin & Illinois: 11/11/2003 to 10/31/2006 MSA #33460 & State of Minnesota: 12/7/2004 to 10/31/2006	
Financial Institution	Products Reviewed	
Associated Bank, N.A. (ABNA), Green Bay, Wisconsin	Home Mortgage Loans, Small Loans to Businesses and Farms, Community Development Loans, Qualified Investments, Retail and Community Development Services	
Affiliate(s)	Affiliate Relationship	Products Reviewed
Associated Banc-Corp (ABC)	Parent Company	None
Associated Bank Chicago	ABC Subsidiary	Home Mortgage, Small Loans to Businesses, Community Development Activities (2003, 2004)
Associated Bank Minnesota, National Association	ABC Subsidiary	Home Mortgage, Small Loans to Businesses and Farms, Community Development Activities (2004)
Associated Mortgage Inc.	ABNA Subsidiary	Home Mortgage (2003, 2004)
Associated Community Development LLC	ABNA Subsidiary	Qualified Investments

List of Assessment Areas and Type of Examination		
Assessment Area	Type of Exam	Other Information
<i>Multistate Metropolitan Areas:</i>		
MSA #29404 – Lake/Kenosha	Not Reviewed	AA established October 2005 – insufficient time to evaluate.
MSA #33460 Part – Minneapolis	Full Scope	Minneapolis AA: Anoka, Dakota, Hennepin, Ramsey and Scott (portion) Counties in Minnesota; Pierce and St. Croix Counties in Wisconsin
<i>State of Illinois:</i>		
MSA #40420 Part – Rockford	Full Scope	Rockford AA: Winnebago County
MD #16974 Part – Chicago	Limited Scope	Chicago AA: Cook, Dekalb, Dupage, Kane, Kendall and McHenry Counties
MSA #41180 Part – St. Louis	Limited Scope	St. Louis AA: Madison, Monroe and St. Clair Counties
MSA #37900 Part – Peoria	Limited Scope	Peoria AA: Marshall, Peoria, Tazewell and Woodford Counties
IL NonMSA Assessment Area #1	Limited Scope	NonMSA AA#1: Adams County
IL NonMSA Assessment Area #2	Limited Scope	NonMSA AA#2: Fulton and Knox Counties
<i>State of Minnesota:</i>		
MSA #40340 Part – Rochester	Full Scope	Rochester AA: Olmsted County
MN NonMSA Assessment Area #1	Limited Scope	NonMSA AA#1: Goodhue County
MN NonMSA Assessment Area #2	Limited Scope	NonMSA AA#2: Fillmore, Freeborn, Mower and Winona Counties
MN NonMSA Assessment Area #3	Limited Scope	NonMSA AA#3: Blue Earth County
<i>State of Wisconsin:</i>		
MSA #24580 – Green Bay	Full Scope	
MSA #33340 – Milwaukee	Full Scope	
MSA #31540 Part – Madison	Limited Scope	Madison AA: Columbia and Dane Counties
MSA #36780 – Oshkosh	Limited Scope	
MSA #29100 Part – LaCrosse	Limited Scope	LaCrosse AA: LaCrosse County
MSA #48140 – Wausau	Limited Scope	
MSA #11540 – Appleton	Limited Scope	
MSA #27500 – Janesville	Limited Scope	NonMSA AA#1: Sawyer (portion), Shawano, Taylor (portion), Trempealeau, Vilas, Waupaca, and Wood Counties
MSA #43100 – Sheboygan	Limited Scope	
MSA #20740 – Eau Claire	Limited Scope	NonMSA AA#2: Door County
MSA #39540 – Racine	Limited Scope	NonMSA AA#3: Manitowoc County
MSA #22540 – Fond du Lac	Limited Scope	NonMSA AA#4: Marinette County (portion)
WI NonMSA Assessment Area #1	Limited Scope	NonMSA AA#5: Crawford, Richland, Sauk, and Vernon Counties
WI NonMSA Assessment Area #2	Limited Scope	
WI NonMSA Assessment Area #3	Limited Scope	
WI NonMSA Assessment Area #4	Limited Scope	
WI NonMSA Assessment Area #5	Limited Scope	NonMSA AA#6: Green County
WI NonMSA Assessment Area #6	Limited Scope	NonMSA AA#7: Dodge, Jefferson, and Walworth Counties
WI NonMSA Assessment Area #7	Limited Scope	

Appendix B: Summary of Multistate Metropolitan Area and State Ratings

RATINGS - Associated Bank, N.A.				
	Lending Test Rating*	Investment Test Rating	Service Test Rating	Overall Bank/State/Multistate Rating
Overall Bank:				
Associated Bank NA	High Satisfactory	High Satisfactory	High Satisfactory	Satisfactory
Multistate Metropolitan Area or State:				
MMSA 33460 – Minneapolis MN-WI	High Satisfactory	High Satisfactory	Outstanding	Satisfactory
State of Illinois	High Satisfactory	Low Satisfactory	High Satisfactory	Satisfactory
State of Minnesota	Low Satisfactory	Substantial Noncompliance	High Satisfactory	Needs to Improve
State of Wisconsin	High Satisfactory	High Satisfactory	High Satisfactory	Satisfactory

(*) The lending test is weighted more heavily than the investment and service tests in the overall rating.

Appendix C: Market Profiles for Full-Scope Areas

Table of Contents

MMSA 33460 - Minneapolis-St. Paul-Bloomington MN-WI (part) C2-C3

State of Illinois

MSA 40420 - Rockford (part)..... C4-C5

State of Minnesota

MSA 40340 - Rochester C6-C7

State of Wisconsin

MSA 24580 - Green Bay C8-C9

MSA 33340 - Milwaukee C10-C11

MMSA 33460 – Minneapolis-St. Paul-Bloomington MN-WI (part)

Demographic Information for Full Scope Area: MSA 33460 – Minneapolis-St.Paul-Bloomington MN-WI (Part)						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts)	632	7.44	22.47	46.52	23.26	0.32
Population by Geography	2,441,845	5.54	19.78	48.71	25.94	0.02
Owner-Occupied Housing by Geography	666,859	1.85	15.65	52.96	29.54	0.00
Business by Geography	213,030	4.56	17.36	49.92	28.01	0.15
Farms by Geography	4,777	1.15	11.51	59.10	28.20	0.04
Family Distribution by Income Level	607,574	17.65	18.95	25.87	37.53	0.00
Distribution of Low and Moderate Income Families throughout AA Geographies	222,393	8.44	28.06	49.36	14.13	0.00
Median Family Income	64,885	Median Housing Value	143,862			
HUD Adjusted Median Family Income for 2005	77,000	Unemployment Rate (2000 US Census)	2.06%			
Households Below Poverty Level	7%					

(*) The NA category consists of geographies that have not been assigned an income classification.

Source: 2000 US Census and 2005 US Department of Housing & Urban Development (HUD) updated MFI

The bank's assessment area consists of a portion of the Minneapolis-St. Paul-Bloomington Multistate Metropolitan Statistical Area (Minneapolis MMSA). It includes Anoka, Dakota, Hennepin, and Ramsey Counties plus part of Scott County in Minnesota – as well as Pierce and St. Croix Counties in Wisconsin. The assessment area meets regulatory requirements and does not arbitrarily exclude any low- or moderate-income census tracts. Assessment area demographics are reflected in the table above. In addition, the median single family home sales price was \$234,800 in 2005 (National Association of Realtors); and the fair market rent on a two-bedroom apartment was \$928 (HUD).

The banking environment in this market is extremely competitive, particularly for mortgage and commercial loans. There are 145 banks with 633 offices in this area. Associated Bank has \$1.2 billion deposits in the area as of June 30, 2006, representing a 2% market share and sixth place market rank. Market leaders are Wells Fargo Bank with a deposit market share of 30% and US Bank with a deposit market share of 29%. Other banks with more deposit market share than Associated are TCF Bank (7% share), Marshall & Ilsley Bank and Bremer Bank (each with a 3% share). Numerous mortgage companies and credit unions provide additional competition.

The area has a healthy and diversified economic base. The Minneapolis MMSA is the fifteenth largest metropolitan area in the United States. It is a center for high-tech electronics, medical instruments, health care, finance, insurance, entertainment and the arts, printing and publishing, as well as processing and transporting agricultural products. The area is the home of 18 FORTUNE 500 companies and several of the world's largest private companies. Target Corporation is the area's largest employer with over 30,000 employees. Other large employers include Allina Health System, Fairview Health System, Northwest Airlines, Wells Fargo, University of Minnesota, US Bancorp, and 3M. Unemployment was 3.7% in December 2005 (U.S. Department of Labor) which compares favorably to the national unemployment rate of 5.1%.

The greater metropolitan area population grew 17% from 1990 to 2000 and continues to expand. The current population is just over 3.4 million. Large numbers of immigrants moved to the area principally from Laos, Mexico and Somalia. The largest concentrations of new immigrants are in South Minneapolis and the City of St. Paul.

The combination of the strong economy, population growth and generally favorable interest rates drove home prices up dramatically over the last decade. 2005 was the first year since the 1990's where home prices did not experience double-digit increases. Affordable housing for first-time homebuyers is a concern. Despite the

challenges presented by higher housing costs, the metropolitan area has a high percentage of owner-occupied housing. Home ownership across the MSA is roughly 72% - and in the suburbs, the rate exceeds 78%.

There is an uncommonly strong institutional infrastructure and organizational capacity for community development in the Minneapolis MSA. Opportunities for involvement in community development endeavors in this area are abundant to a degree rarely seen elsewhere.

The federal government has provided tax credits and funding to help the Cities of Minneapolis and St. Paul ("Twin Cities") pursue their community development objectives. Large portions of Minneapolis (lying northwest, south and east of downtown) have been designated by the U.S. Department of Housing and Urban Development as Empowerment Zones, which provides tax incentives to promote economic development in these areas. The federal Brownfields Economic Development Initiative designated St. Paul as a "Showcase Community" for its successful program for redeveloping polluted and abandoned land. In addition, large portions of the Twin Cities qualify as SBA Historically Underutilized Business Zones (i.e., census tracts in which 50% or more of households have incomes less than 60% of the area median income), giving contracting preferences with 10 federal agencies to small businesses located there.

The Twin Cities have focused significant resources on the development of businesses in the new, growing immigrant communities that have formed there. Much of this support has been provided through nonprofit organizations that provide management assistance, financing, incubator building space and other services.

An extraordinarily large number and wide range of nonprofit organizations and community development financial institutions serve every LMI neighborhood in the metropolitan area. These organizations develop affordable housing, provide financing to nonprofit organizations, provide financing and management assistance to small businesses and provide financial education, homeownership counseling, job training, and a variety of social services to low- and moderate-income persons. These organizations are innovative to an unusual degree; they are well-funded, especially by foundations such as the McKnight and Bremer Foundations; and they are highly regarded by elected and appointed officials. They are an integral component of the community development system in the area. Financial institutions can find many investment and community development loan and service opportunities among these organizations and programs.

The OCC conducted five community contacts and utilized other contacts completed within the previous two years. The contacts represent a variety of community development initiatives including small business development and financing, affordable housing development, and social services for LMI people. Community contacts indicate a strong need for affordable housing and assistance for first-time homebuyers, credit counseling, and programs that require no or low down payments. The need includes lower cost single family, multifamily and other rental housing, and combination financing that could include rehabilitation funds in conjunction with first mortgages. Contacts stated there was a need for housing units for all income levels and that this would be an opportunity for banks to assist with development lending. Contacts said that home improvement loans are needed to improve the quality of the aging housing stock in many of the more urban neighborhoods.

Minneapolis and St. Paul have plans and established goals to develop more housing units that are affordable. The cities and State of Minnesota have housing programs available that encourage partnerships among banks, nonprofit organizations, builders/developers, and government entities. There are also job creation and retention programs with job training opportunities with these same opportunities for partnerships.

Several contacts said that banks should provide more financial/credit counseling programs or seminars that would educate individuals with little experience with banks about banking services. There is also a need for small business loans and loans that would promote job creation, particularly for jobs that would provide higher wages able to support a family. Small businesses need technical assistance and mentoring.

Contacts were generally neutral with regard to Associated Bank's involvement with community development projects – although one contact commented that the bank was not particularly visible, and another perceived the former Riverside Bank as less responsive to community banking and small business lending since being acquired by Associated Bank.

State of Illinois

MSA 40420 – Rockford (part)

Demographic Information for Full Scope Area: MSA 40420 – Rockford (part)						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts)	76	5.26	26.32	48.68	19.74	n/a
Population by Geography	278,418	4.28	22.43	51.50	21.79	n/a
Owner-Occupied Housing by Geography	75,667	1.61	17.05	56.27	25.07	n/a
Business by Geography	15,380	4.92	19.22	52.18	23.69	n/a
Farms by Geography	572	0.35	9.09	52.10	38.46	n/a
Family Distribution by Income Level	73,999	19.09	19.24	24.25	37.43	n/a
Distribution of Low and Moderate Income Families throughout AA Geographies	28,362	6.79	32.04	49.79	11.37	n/a
Median Family Income HUD Adjusted Median Family Income for 2005 Households Below Poverty Level		53,128 60,550 9%	Median Housing Value Unemployment Rate (2000 US Census)		90,301 3.00%	

(*) The NA category consists of geographies that have not been assigned an income classification.

Source: 2000 US Census and 2005 US Department of Housing & Urban Development (HUD) updated MFI

The bank's assessment area consists of Winnebago County, which is located in northern Illinois and part of the Rockford MSA. The assessment area contains the City of Rockford - the third largest city in Illinois and the largest city in the MSA. The county also contains all low- and moderate-income census tracts in the MSA. This delineation meets regulatory requirements and does not arbitrarily exclude any low- or moderate-income census tracts. Assessment area demographics are reflected in the table above. In addition, the median single family home sales price was \$118,200 in 2005 (National Association of Realtors); and the fair market rent on a two-bedroom apartment was \$599 (HUD).

Bank competition is healthy. There are 21 banks with 86 offices in this assessment area. Associated Bank has \$810 million deposits in this area as of June 30, 2006, representing a 15% market share and second place market rank. AMCORE Bank is the deposit market leader with 38% share with more than twice the deposits of any other lender in this area. Local credit unions provide additional competition.

Like other industrial towns in the Midwest, the Rockford economy has been hit hard by the loss of manufacturing jobs to low-cost global competition. The area continues to be more dependent on manufacturing – and have higher unemployment rates than state or national averages. Manufacturing in 2005 provided 20.6% of Rockford employment, compared to 11.8% in Illinois and 10.7% nationally (Moody's Economy). This is one of the highest concentrations of manufacturing in the country, and the highest of all metro areas in Illinois. Unemployment in the MSA was 6.5% in December 2005 (U.S. Department of Labor) compared to 5.8% for Illinois and 5.1% nationally. With the manufacturing sector stagnant or in decline, the area is working to transform its economic landscape.

There are significant community development needs in the area as well as opportunities. A large portion of the City of Rockford lying west and south of downtown qualifies as an SBA HUB Zone, giving contracting preference to businesses located there. Rockford also has received funding under the federal Brownfields Economic Development Initiative to remediate polluted land for redevelopment.

Several nonprofit organizations are actively involved in community development activities in the city and the region. One of these agencies is an experienced developer of single- and multi-family affordable housing and has used Low-Income Housing Tax Credits to finance a number of its projects. The chief staff officer of another of the nonprofits (involved in housing counseling) serves on the Community Investment Advisory Council of the Federal Home Loan Bank of Chicago. Another nonprofit agency provides small business financing under the SBA 504 program, engages in commercial and residential real estate development in LMI areas of Rockford and in areas designated for redevelopment by the city government, and manages a multi-bank CDC that makes loans and equity-like investments in small businesses.

In addition, two statewide nonprofit organizations provide significant resources and programs in Rockford. One of them, a certified Community Development Financial Institution (CDFI) of the CDFI Fund of the U.S. Treasury Department, has made six loans to nonprofit organizations that are located in LMI areas or that target their services to LMI persons in Rockford. This CDFI seeks bank investments in its loan pool. The other statewide nonprofit provides pro bono income tax preparation assistance to persons who qualify for the federal Earned Income Tax Credit (and would qualify as LMI). This organization involves banks in its program by accepting volunteers with financial skills to help prepare income tax returns, by enlisting institutions to offer deposit accounts to persons receiving tax refunds and by accepting grant funding to support its program.

The City of Rockford has a number of programs to stimulate affordable housing production and community and small business development. The state of Illinois, the City of Rockford and local institutions of higher education sponsor an integrated system that provides a variety of resources to small business owners, a system that includes assistance for preparing a business plan, sources of equity financing, and a mechanism for developing networks of small manufacturers to jointly bid on contracts too large or complicated for any one of the companies to undertake alone.

The OCC conducted two community contacts and utilized other contacts completed within the previous two years. The contacts represent a variety of community development initiatives including small business development and financing, affordable housing development, and social services for LMI people. Contacts confirmed the community development needs and opportunities in the area. Contacts also specifically mentioned needs for:

- Home mortgage programs structured to work with flexible down payment sources, closing cost assistance, and alternative credit histories.
- Credit builder programs to help persons without a credit record establish one.
- Reverse mortgages to help lower-income senior citizens fill the gap between retirement income and expenses.
- Development programs and working capital credit lines for small businesses.
- Affordable deposit accounts for recipients of the federal and the Illinois Earned Income Tax Credit.

Contacts were generally positive regarding Associated Bank's community development involvement. One contact commented favorably on the bank's involvement with flexible home loan products – specifically the Community Affordable Real Estate (CARE) program, the Down Payment Plus program of the Federal Home Loan Bank of Chicago, and an employer assisted housing program of the Swedish Hospital in Rockford.

State of Minnesota

MSA 40340 – Rochester (part)

Demographic Information for Full Scope Area: MSA 40340 – Rochester (part)						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts)	34	n/a	14.71	52.94	29.41	2.94
Population by Geography	124,277	n/a	15.00	58.83	25.96	0.21
Owner-Occupied Housing by Geography	36,311	n/a	10.87	61.08	28.04	0.00
Business by Geography	9,067	n/a	20.61	55.72	23.45	0.22
Farms by Geography	710	n/a	3.80	81.83	14.37	0.00
Family Distribution by Income Level	32,597	14.78	18.03	26.74	40.45	0.00
Distribution of Low and Moderate Income Families throughout AA Geographies	10,694	n/a	19.62	64.81	15.57	0.00
Median Family Income HUD Adjusted Median Family Income for 2005 Households Below Poverty Level		59,198 69,600 6%	Median Housing Value Unemployment Rate (2000 US Census)	120,378 2.04%		

(*) The NA category consists of geographies that have not been assigned an income classification.

Source: 2000 US Census and 2005 US Department of Housing & Urban Development (HUD) updated MFI

The bank's assessment area consists of Olmsted County, which is located in southeastern Minnesota and part of the Rochester MSA. The assessment area contains the City of Rochester - the fifth largest city in Minnesota. The city is a regional employment, retail, medical, and business center. The assessment area delineation meets regulatory requirements and does not arbitrarily exclude any low- or moderate-income census tracts. Area demographics are reflected in the table above.

The banking environment is competitive in this market. There are 14 banks with 45 offices in this assessment area. Associated Bank has \$142 million deposits in this area as of June 30, 2006, representing an 8% market share and fifth place market rank. Other market leaders are Wells Fargo with a deposit market share of 29%, Home Federal Savings Bank with a deposit market share of 23%, US Bank with a deposit market share of 11%, and Premier Bank with a deposit market share of 7%. Local credit unions provide additional competition.

Both the population and economy of the Rochester area have been growing at a strong pace for several decades. The area benefits from a diverse economy rooted in health care, high technology, and agriculture. Mayo Medical Center and IBM Corporation dominate the employment market, drawing educated professionals to the area. According to Moody's economic reports, 31% of the Rochester population over 25 years holds at least a bachelor's degree - well above the national average of 24%. The unemployment rate in the Rochester area is well below state and national rates. As of December 2005, the unemployment rate for the Rochester MSA was 3.6% – compared to 4.2% for the State of Minnesota and 5.1% nationally.

Community development needs – and a good level of opportunities – exist in the area. A large portion of the City of Rochester (surrounding the downtown area) qualifies as an SBA Historically Underutilized Business Zone. Escalating housing costs are making it increasingly difficult for LMI persons to purchase homes. Municipal and business leaders devote financial resources and expertise to organizations such as the Rochester Area Foundation (a community foundation that sponsors a large employer assisted housing program targeted to LMI persons), Rochester Area Economic Development, Inc. (an SBA 504 CDC that also administers a high-risk business loan pool), and the Community Housing Partnership (a housing counseling agency). Six financial institutions are certified lenders under the First Homes Program. In addition, the Olmsted Community Action Program administers an IDA program and provides financial education and counseling to LMI residents of the county.

The OCC conducted three community contacts as part of this evaluation. The contacts represent a variety of community development initiatives including small business development and affordable housing. Contacts confirmed the community development needs and opportunities in the area. Contacts also specifically mentioned needs for:

- Responsible, affordable and flexible home purchase and improvement loans, the terms of which are well-understood by borrowers.
- Affordable Islamic financing for purchase money mortgages.
- Loan officers well-versed in the use of the flexible loan and grant programs available from the First Homes program of the Rochester Area Foundation.
- Financial institutions prepared to use the down payment assistance programs available from the Minnesota Housing Finance Agency and the Federal Home Loan Bank of Des Moines.
- Grant and in-kind support for home buyer education.
- Long-term, fixed-rate loans for small businesses to acquire fixed assets.
- Commercial loan officers familiar with economic development financing sources (including the SBA 504 program and the local program that make high-risk capital available).
- Working capital financing for small businesses, especially small lines of credit.

Contacts were generally positive regarding Associated Bank's community development involvement. One contact commented favorably on the bank's homebuyer education programs, but others perceived the former Marquette Bank as less responsive to community banking and small business lending since being acquired by First Federal and then Associated.

State of Wisconsin

MSA 24580 - Green Bay

Demographic Information for Full Scope Area: MSA 24580 - Green Bay						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts)	64	n/a	20.31	65.63	12.50	1.56
Population by Geography	282,599	n/a	15.48	66.93	16.90	0.69
Owner-Occupied Housing by Geography	74,972	n/a	12.53	68.81	18.66	0.00
Business by Geography	17,494	n/a	17.21	67.87	14.90	0.02
Farms by Geography	1,234	n/a	12.32	79.42	8.27	0.00
Family Distribution by Income Level	73,603	16.46	19.20	27.30	37.04	0.00
Distribution of Low and Moderate Income Families throughout AA Geographies	26,248	n/a	23.00	66.94	10.07	0.00
Median Family Income HUD Adjusted Median Family Income for 2005 Households Below Poverty Level		53,950 62,300 7%	Median Housing Value Unemployment Rate (2000 US Census)		110,376 2.04%	

(*) The NA category consists of geographies that have not been assigned an income classification.

Source: 2000 US Census and 2005 US Department of Housing & Urban Development (HUD) updated MFI

The assessment area consists of the entire Green Bay MSA that includes Brown, Kewaunee, and Oconto Counties. The MSA contains the City of Green Bay, Wisconsin's third largest city and home to the professional Green Bay Packers football team. The city is located at the mouth of the Fox River on the Bay of Green Bay (a sub-basin of Lake Michigan). Area demographics are reflected in the table above. In addition, the median single family home sales price was \$154,800 in 2005 (National Association of Realtors); and the fair market rent on a two-bedroom apartment was \$587 (HUD).

Competition among financial institutions is strong in this area. Competitors include several community banks, large state banks, multi-state banks, credit unions, and mortgage brokerage firms. As of June 30, 2006, there are 26 banks with 119 offices and \$6.2 billion deposits in this MSA. Associated Bank has \$2.6 billion deposits, representing a 42% market share and first place market rank – more than three times more than its nearest competitor (Marshall & Ilsley Bank with a deposit market share of 11%).

Green Bay has a relatively diverse and stable economy. The service sector provides most area jobs — followed by goods producing, trade/transportation/utilities, manufacturing and government sectors. Large employers include Schneider National, Oneida Tribe of Indians of Wisconsin, Humana and Georgia Pacific. One of every five jobs is in manufacturing, many of which are within or directly related to the paper industry. Growing industries include healthcare, insurance, transportation, and tourism. The unemployment rate in the Green Bay area is fairly consistent with state and national rates. As of December 2005, the unemployment rate for the Green Bay MSA was 4.7% – compared to 4.5% for the State of Wisconsin and 5.1% nationally.

The Green Bay MSA has a large number and variety of community development programs and resources available – including the following:

- The Wisconsin Manufacturing Extension Partnership (funded by the National Institute of Standards and Technology of the federal government) and the City of Green Bay have received a federal grant to help fund training and technical assistance projects for manufacturing companies in the city.
- Portions of the city near downtown and along the Green Bay shore are designated as a Federal HUB Zone, giving contracting preference to businesses located there.
- The Federal Home Loan Bank of Chicago has a large and active Community Investment program to encourage bankers to finance affordable housing development and to help LMI persons purchase homes.
- The State of Wisconsin has designated a Community Development Zone in the City of Green Bay that provides tax incentives to encourage private investment.

- The Wisconsin Housing and Economic Development Agency, which administers many programs for community development purposes, has allocated low-income housing tax credits to a large redevelopment project downtown that will convert a former large department store into housing units, including a number targeted to LMI persons.
- The City of Green Bay administers a revolving loan fund for small business loans, and a flexible-interest rate construction loan program targeted to projects that benefit LMI persons. The city also has designated a Business Improvement District to revitalize a 25-block commercial corridor on Main Street.
- The area also has several nonprofit organizations that are actively involved in community development. Two organizations focus on affordable housing – one is affiliated with the NeighborWorks America network and serves the City of Green Bay; the other serves Brown County. Several organizations focus on small business development. Two receive funding from the Wisconsin Department of Commerce to provide business planning, management and financing assistance to small companies. Another organization promotes the revitalization and historic preservation of the Broadway District (just west of downtown Green Bay).
- In addition, there are three statewide organizations certified by the U.S. Treasury Department as Community Development Financial Institutions (CDFI). Two of these organizations make small business loans using funds invested by banks. One of these organizations has an allocation of new markets tax credits. And the third statewide CDFI makes loans to nonprofit organizations for affordable housing and other projects that serve the needs of LMI persons and geographies.

The OCC conducted two community contacts and utilized other contacts completed within the previous two years. The contacts represent a variety of community development initiatives including small business development and financing, affordable housing development, and social services for LMI people. Contacts reaffirmed the community development needs and opportunities in the area. Contacts specifically mentioned needs for:

- Acquisition and construction financing for nonprofit affordable housing developers.
- Home mortgage programs structured to work with flexible downpayment sources, closing cost assistance, and alternative credit histories.
- Lenders familiar with alternative sources of financing, such as the Wisconsin Housing and Economic Development Authority (WHEDA) and the HUD Section 8 Home Ownership program.
- Flexible and affordable home improvement loans, especially in the older neighborhoods clustered near downtown Green Bay.
- Bankers willing to work with WHEDA's home improvement loan program, which provides long-term, affordable home improvement loans with high loan-to-values.
- Financial and home buyer education and counseling.
- Purchasers of housing bonds and low-income housing tax credits.
- Technical expertise on nonprofit boards of directors and committees.
- Lines of credit for small businesses to finance inventory.
- Small business counseling and business planning programs.
- Greater emphasis among commercial lenders to analyze business plans on their merits rather than over-reliance on the business owner's net worth.

Contacts were generally positive with regard to local bank involvement with community development projects and initiatives, including Associated Bank.

MSA 33340 – Milwaukee-Waukesha-West Allis

Demographic Information for Full Scope Area: MSA 33340 – Milwaukee-Waukesha-West Allis						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts)	416	18.99	19.95	37.98	22.36	0.72
Population by Geography	1,500,741	11.87	16.37	42.27	29.29	0.19
Owner-Occupied Housing by Geography	359,082	4.46	12.07	46.58	36.88	0.00
Business by Geography	76,193	7.62	12.74	43.23	35.79	0.61
Farms by Geography	1,759	1.65	5.74	49.46	42.92	0.23
Family Distribution by Income Level	383,799	19.84	17.89	23.61	38.65	0.00
Distribution of Low and Moderate Income Families throughout AA Geographies	144,827	20.54	24.36	40.13	14.97	0.00
Median Family Income		56,640	Median Housing Value		110,376	
HUD Adjusted Median Family Income for 2005		65,200	Unemployment Rate (2000 US Census)		2.73%	
Households Below Poverty Level		10%				

(*) The NA category consists of geographies that have not been assigned an income classification.

Source: 2000 US Census and 2005 US Department of Housing & Urban Development (HUD) updated MFI

The assessment area consists of the entire Milwaukee-Waukesha-West Allis MSA that includes Milwaukee, Ozaukee, Washington, and Waukesha Counties. Milwaukee is the largest city in Wisconsin. It is a diversified industrial and commercial center located in southeastern Wisconsin on the shore of Lake Michigan. Area demographics are reflected in the table above. In addition, the median single family home sales price was \$215,700 in 2005 (National Association of Realtors); and the fair market rent on a two-bedroom apartment was \$738 (HUD).

Bank competition is strong and increasing in this market. There are 65 banks with 596 offices in this MSA. Associated Bank has \$2.1 billion deposits in the Milwaukee MSA as of June 30, 2006, representing a 5% market share and fourth place market rank. Other market leaders are Marshall & Ilsley Bank with a deposit market share of 29%, US Bank with a deposit market share of 20%, and JPMorgan Chase with a deposit market share of 7%. Numerous mortgage companies and credit unions provide additional competition.

The economy is facing challenges. The MSA is heavily dependent on manufacturing employment. More than 20% of the area's labor force is employed in this sector compared to the national average of 16%. An article in a December 2004 edition of the *Milwaukee Journal Sentinel* said the "region lags behind the rest of the nation in the metamorphosis to a high-skill, post-industrial economy." Many jobs in the MSA have shifted from the City of Milwaukee to suburban areas, leaving older industrial buildings vacant. While the service industries have seen significant growth in the last five years, this has typically been outside of the City of Milwaukee. A longstanding problem is trying to match up the pool of available urban workers living in Milwaukee with available jobs located in the suburban areas. Unemployment in the City of Milwaukee was 6.5% in December 2005 (Wisconsin Department of Workforce Development) compared to the suburban counties of Ozaukee, Washington, and Waukesha with unemployment rates of 3.3%, 4.0%, and 3.5%, respectively.

Major employers in the MSA include Aurora Health Care, Covenant Healthcare, Roundy's, Marshall & Ilsley Corporation, and SBC Ameritech. Milwaukee is also the home of Harley Davidson motorcycles and several professional sports teams. Tourism is an increasing source of revenue for the area.

Milwaukee has a significant number of low-income census tracts concentrated in the central part of the city. Moderate-income tracts generally encircle the low-income tracts with a larger block of moderate-income tracts north of Capital Drive between North 76th Street and Green Bay Road. The city has a very low home ownership rate at 45%. It has experienced heavy immigration from Mexico and other Central American countries. Many of these immigrants have limited banking experience. There has been an influx of subprime lenders to the inner city neighborhoods offering home improvement and refinance loans. While both of these loan products are badly needed, improper underwriting and the marketing pressure on a more vulnerable population has likely contributed to the corresponding increase in foreclosures.

Housing in the City of Milwaukee is older and more affordable than the suburban counties. A 2004 HUD housing market analysis reported the average Milwaukee house sold for \$145,000. There has been a slight increase in building permits (many for condominiums) as young professionals or empty nesters come back to the city to take advantage of the Lake Michigan shoreline. While many of these condominiums are selling between \$170,000 and \$400,000, a significant number sell for more than \$500,000. There has been new housing construction near the city's downtown on land that became available when deteriorated structures were demolished.

The suburban areas in Ozaukee, Washington, and Waukesha Counties are affluent with very high housing costs. These suburban counties reported 2005 median sales price of single-family homes at \$244,700, \$212,500, and \$247,700, respectively (Wisconsin Realtors Association). Feedback from community contacts indicates that few of the suburban cities offer affordable housing programs and strict zoning restrictions negatively impact affordable housing efforts. The high housing costs in these areas make it difficult for even moderate-income wage earners to buy a home.

There are significant community development needs in the area as well as opportunities. Milwaukee has an Urban Renewal Community designation - the boundaries of which generally follow the LMI census tracts in the greater downtown area. Much of the city also qualifies as an SBA Historically Underutilized Business Zone evidencing a critical need for job creation and business development in this area. There are also Brownfield designations for several sites. Typically these designations increase community development opportunities for financial institutions. One community contact stated there is a business incubator and several redevelopment organizations that promote small business development. Banks can be involved with these organizations through investments and grants, participation in loan programs, and community development service activities. Milwaukee also has low-income credit unions certified by the National Credit Union Administration that provide investment opportunities for other financial institutions. Low-income housing tax credits are available in the area under the New Market Tax Credit program. A community contact indicated there is a need for people with expertise in these types of financing and for pre-development grants and grant writing.

The OCC conducted five community contacts and utilized other contacts completed within the previous two years. The contacts represent a variety of community development initiatives including small business development and financing, affordable housing development, and social services for LMI people. Contacts confirmed the community development needs and opportunities in the area. Contacts also indicate a need for:

- Home mortgage programs structured to work with flexible downpayment sources, closing cost assistance, and alternative credit histories.
- Credit builder programs to help persons without a credit record establish one;
- Predevelopment loans for nonprofit organizations undertaking affordable housing and commercial redevelopment projects;
- Equity and equity-like investments in nonprofit real estate development projects and in community development loan funds;
- Local bankers who are knowledgeable of complex community development financing programs and techniques - with authority to make credit decisions;
- Programs that will stimulate new entrepreneurial activity, especially in fields other than manufacturing to diversify the economy of the area.

Contacts were generally neutral with regard to Associated Bank's involvement with community development projects – although one contact commented that the bank was not visibly active with neighborhood community development corporations in Milwaukee.

Appendix D: Tables of Performance Data

Content of Standardized Tables

A separate set of tables is provided for each state. All multistate metropolitan areas are presented in one set of tables. References to the “bank” include activities of any affiliates that the bank provided for consideration (refer to appendix A: Scope of the Examination). For purposes of reviewing the lending test tables, the following are applicable: (1) purchased loans are treated as originations/purchases and market share is the number of loans originated and purchased by the bank as a percentage of the aggregate number of reportable loans originated and purchased by all lenders in the MA/assessment area; (2) Partially geocoded loans (loans where no census tract is provided) cannot be broken down by income geographies and, therefore, are only reflected in the Total Loans in Core Tables 2 through 7 and part of Table 13; and (3) Partially geocoded loans are included in the Total Loans and % Bank Loans Column in Core Tables 8 through 12 and part of Table 13. Deposit data are compiled by the FDIC and are available as of June 30th of each year. Tables without data are not included in this PE.

The following is a listing and brief description of the tables included in each set:

- Table 1. Lending Volume** - Presents the number and dollar amount of reportable loans originated and purchased by the bank over the evaluation period by MA/assessment area. Community development loans to statewide or regional entities or made outside the bank’s assessment area may receive positive CRA consideration. See Interagency Q&As __.12 (i) - 5 and - 6 for guidance on when a bank may receive positive CRA consideration for such loans. Refer to the CRA section of the Compliance Policy intranet page for guidance on table placement.
- Table 1. Other Products** - Presents the number and dollar amount of any unreported category of loans originated and purchased by the bank, if applicable, over the evaluation period by MA/assessment area. Examples include consumer loans or other data that a bank may provide, at its option, concerning its lending performance. This is a two-page table that lists specific categories.
- Table 2. Geographic Distribution of Home Purchase Loans** - Compares the percentage distribution of the number of loans originated and purchased by the bank in low-, moderate-, middle-, and upper-income geographies to the percentage distribution of owner-occupied housing units throughout those geographies. The table also presents market share information based on the most recent aggregate market data available.
- Table 3. Geographic Distribution of Home Improvement Loans** - See Table 2.
- Table 4. Geographic Distribution of Home Mortgage Refinance Loans** - See Table 2.
- Table 5. Geographic Distribution of Multifamily Loans** - Compares the percentage distribution of the number of multifamily loans originated and purchased by the bank in low-, moderate-, middle-, and upper-income geographies to the percentage distribution of multifamily housing units throughout those geographies. The table also presents market share information based on the most recent aggregate market data available.

- Table 6. Geographic Distribution of Small Loans to Businesses** - The percentage distribution of the number of small loans (less than or equal to \$1 million) to businesses originated and purchased by the bank in low-, moderate-, middle-, and upper-income geographies compared to the percentage distribution of businesses (regardless of revenue size) throughout those geographies. The table also presents market share information based on the most recent aggregate market data available. Because small business data are not available for geographic areas smaller than counties, it may be necessary to use geographic areas larger than the bank's assessment area.
- Table 7. Geographic Distribution of Small Loans to Farms** - The percentage distribution of the number of small loans (less than or equal to \$500,000) to farms originated and purchased by the bank in low-, moderate-, middle-, and upper-income geographies compared to the percentage distribution of farms (regardless of revenue size) throughout those geographies. The table also presents market share information based on the most recent aggregate market data available. Because small farm data are not available for geographic areas smaller than counties, it may be necessary to use geographic areas larger than the bank's assessment area.
- Table 8. Borrower Distribution of Home Purchase Loans** - Compares the percentage distribution of the number of loans originated and purchased by the bank to low-, moderate-, middle-, and upper-income borrowers to the percentage distribution of families by income level in each MA/assessment area. The table also presents market share information based on the most recent aggregate market data available.
- Table 9. Borrower Distribution of Home Improvement Loans** - See Table 8.
- Table 10. Borrower Distribution of Refinance Loans** - See Table 8.
- Table 11. Borrower Distribution of Small Loans to Businesses** - Compares the percentage distribution of the number of small loans (less than or equal to \$1 million) originated and purchased by the bank to businesses with revenues of \$1 million or less to the percentage distribution of businesses with revenues of \$1 million or less. In addition, the table presents the percentage distribution of the number of loans originated and purchased by the bank by loan size, regardless of the revenue size of the business. Market share information is presented based on the most recent aggregate market data available.
- Table 12. Borrower Distribution of Small Loans to Farms** - Compares the percentage distribution of the number of small loans (less than or equal to \$500,000) originated and purchased by the bank to farms with revenues of \$1 million or less to the percentage distribution of farms with revenues of \$1 million or less. In addition, the table presents the percentage distribution of the number of loans originated and purchased by the bank by loan size, regardless of the revenue size of the farm. Market share information is presented based on the most recent aggregate market data available.

Table 14. Qualified Investments - Presents the number and dollar amount of qualified investments made by the bank in each MA/AA. The table separately presents investments made during prior evaluation periods that are still outstanding and investments made during the current evaluation period. Prior-period investments are reflected at their book value as of the end of the evaluation period. Current period investments are reflected at their original investment amount even if that amount is greater than the current book value of the investment. The table also presents the number and dollar amount of unfunded qualified investment commitments. In order to be included, an unfunded commitment must be legally binding and tracked and recorded by the bank's financial reporting system.

A bank may receive positive consideration for qualified investments in statewide/regional entities or made outside of the bank's assessment area. See Interagency Q&As __.12 (i) - 5 and - 6 for guidance on when a bank may receive positive CRA consideration for such investments. Refer to the CRA section of the Compliance Policy intranet page for guidance on table placement.

Table 15. Distribution of Branch Delivery System and Branch Openings/Closings - Compares the percentage distribution of the number of the bank's branches in low-, moderate-, middle-, and upper-income geographies to the percentage of the population within each geography in each MA/AA. The table also presents data on branch openings and closings in each MA/AA.

Tables of Performance Data

MMSA 33460 - Minneapolis MN-WI (part)..... D5 – D18

State of Illinois..... D19 – D32

State of Minnesota..... D33 – D46

State of Wisconsin..... D47 – D60

Table 1. Lending Volume

LENDING VOLUME		Geography: INTERSTATE MSA#33460						Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2005				
MA/Assessment Area (2005):	% of Rated Area Loans (#) in MA/AA*	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans**		Total Reported Loans		% of Rated Area Deposits in MA/AA***
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$(000's)	
Full Review:												
MSA 33460 Part – Minnea MN-WI	100.00	1,805	\$257,098	2,311	\$472,637	50	\$5,546	0	\$0	4,166	\$735,281	0.00

* Loan Data as of December 31, 2005. Rated area refers to either state or multi-state MA rating area.

** The evaluation period for Community Development Loans is from December 7, 2004 to October 31, 2006.

*** Deposit Data as of June 30, 2006. Rated Area refers to either the state, multi-state MA, or institution, as appropriate.

Table 2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE		Geography: INTERSTATE MSA#33460						Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2005							
MA/Assessment Area:	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Over-all	Low	Mod	Mid	Upp
Full Review:															
MSA 33460 Part - Minneapolis MN-WI	463	100.00	1.85	1.08	15.65	9.07	52.96	61.56	29.54	28.29	0.33	0.11	0.12	0.41	0.37

* Based on 2005 Peer Mortgage Data (Western)

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Table 3. Geographic Distribution of Home Improvement Loans

Geographic Distribution: HOME IMPROVEMENT			Geography: INTERSTATE MSA#33460				Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2005					Market Share (%) by Geography*				
MA/Assessment Area:	Total Home Improvement Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Over-all	Low	Mod	Mid	Upp	
	#	% of Total**	% Owner Occ Units***	% BANK Loans***	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans						
Full Review:																
MSA 33460 Part - Minneapolis MN-WI	604	100.00	1.85	1.99	15.65	13.74	52.96	54.64	29.54	29.64	2.36	0.71	1.58	2.64	2.47	

* Based on 2005 Peer Mortgage Data (Western)

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

Geographic Distribution: HOME MORTGAGE REFINANCE			Geography: INTERSTATE MSA#33460				Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2005					Market Share (%) by Geography*				
MA/Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Over-all	Low	Mod	Mid	Upp	
	#	% of Total**	% Owner Occ Units***	% BANK Loans***	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans						
Full Review:																
MSA 33460 Part - Minneapolis MN-WI	715	100.00	1.85	0.84	15.65	11.47	52.96	55.80	29.54	31.89	0.56	0.07	0.36	0.60	0.68	

* Based on 2005 Peer Mortgage Data (Western)

** Home refinance loans originated and purchased in the MA/AA as a percentage of all home refinance loans originated and purchased in the rated area.

*** Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Table 5. Geographic Distribution of Multifamily Loans

Geographic Distribution: MULTIFAMILY		Geography: INTERSTATE MSA#33460						Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2005								
MA/Assessment Area:	Total Multifamily Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*					
	#	% of Total**	% of MF Units***	% BANK Loans*** *	% MF Units***	% BANK Loans	% MF Units***	% BANK Loans	% MF Units***	% BANK Loans	% MF Units***	% BANK Loans	Over-all	Low	Mod	Mid
Full Review:																
MSA 33460 Part - Minneapolis MN-WI	23	100.00	10.62	30.43	30.68	21.74	44.73	43.48	13.97	4.35	1.94	5.26	1.49	1.26	0.00	

* Based on 2005 Peer Mortgage Data (Western)

** Multi-family loans originated and purchased in the MA/AA as a percentage of all multi-family loans originated and purchased in the rated area.

*** Percentage of Multi Family Units is the number of multi family units in a particular geography divided by the number of multifamily housing units in the area based on 2000 Census information.

**** Multifamily loan distribution includes Home Purchases, Home Improvement and Refinances.

Table 6. Geographic Distribution of Small Loans to Businesses

Geographic Distribution: SMALL LOANS TO BUSINESSES		Geography: INTERSTATE MSA#33460						Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2005							
MA/Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% of Busi- nesses ***	% BANK Loans	% of Busi- nesses ***	% BANK Loans	% of Busi- nesses ***	% BANK Loans	% of Busi- nesses ***	% BANK Loans	Overall	Low	Mod	Mid	Upp
Full Review:															
MSA 33460 Part - Minneapolis MN-WI	2,311	100.00	4.56	7.23	17.36	17.48	49.92	49.63	28.01	25.66	1.58	3.69	1.82	1.54	1.34

* Based on 2005 Peer Small Business Data -- US and PR

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2005).

Table 7. Geographic Distribution of Small Loans to Farms

Geographic Distribution: SMALL LOANS TO FARMS Geography: INTERSTATE MSA#33460 Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2005															
MA/Assessment Area:	Total Small Farm Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% of Farms ***	% BANK Loans	% of Farms ***	% BANK Loans	% of Farms ***	% BANK Loans	% of Farms ***	% BANK Loans	Over-all	Low	Mod	Mid	Upp
Full Review:															
MSA 33460 Part - Minneapolis MN-WI	50	100.00	1.15	0.00	11.51	18.00	59.10	82.00	28.20	0.00	4.63	0.00	5.56	6.21	0.00

* Based on 2005 Peer Small Business Data -- US and PR

** Small loans to farms originated and purchased in the MA/AA as a percentage of all small loans to farms originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2005).

Table 8. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE		Geography: INTERSTATE MSA#33460						Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2005							
MA/Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total**	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	Overall	Low	Mod	Mid	Upp
Full Review:															
MSA 33460 Part - Minneapolis MN-WI	463	100.00	17.65	8.10	18.95	25.00	25.87	25.69	37.53	41.20	0.38	0.38	0.29	0.33	0.52

* Based on 2005 Peer Mortgage Data (Western)

** As a percentage of loans with borrower income information available. No information was available for 6.7% of loans originated and purchased by bank.

*** Percentage of Families is based on the 2000 Census information.

**** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

Table 9. Borrower Distribution of Home Improvement Loans

Borrower Distribution: HOME IMPROVEMENT			Geography: INTERSTATE MSA#33460				Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2005					Market Share*				
MA/Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Overall	Low	Mod	Mid	Upp	
	#	% of Total**	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****						
Full Review:																
MSA 33460 Part - Minneapolis MN-WI	604	100.00	17.65	7.61	18.95	17.09	25.87	36.04	37.53	39.26	2.41	1.61	1.71	2.89	2.90	

* Based on 2005 Peer Mortgage Data (Western)

** As a percentage of loans with borrower income information available. No information was available for 2.2% of loans originated and purchased by bank.

*** Percentage of Families is based on the 2000 Census information.

**** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE			Geography: INTERSTATE MSA#33460				Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2005					Market Share*				
MA/Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Over-all	Low	Mod	Mid	Upp	
	#	% of Total**	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****						
Full Review:																
MSA 33460 Part - Minneapolis MN-WI	715	100.00	17.65	9.79	18.95	28.59	25.87	28.29	37.53	33.33	0.64	0.54	0.59	0.59	0.77	

* Based on 2005 Peer Mortgage Data (Western)

** As a percentage of loans with borrower income information available. No information was available for 8.5% of loans originated and purchased by bank.

*** Percentage of Families is based on the 2000 Census information.

**** Home refinance loans originated and purchased in the MA/AA as a percentage of all home refinance loans originated and purchased in the rated area.

Table 11. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES		Geography: INTERSTATE MSA#33460			Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2005				
MA/Assessment Area:	Total Small Loans to Businesses		Businesses With Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Market Share*	
	#	% of Total**	% of Businesses ***	% BANK Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev \$1 Million or Less
Full Review:									
MSA 33460 Part - Minneapolis MN-WI	2,311	100.00	61.92	35.87	53.09	21.03	25.88	1.58	1.03

* Based on 2005 Peer Small Business Data -- US and PR

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Businesses with revenues of \$1 million or less as a percentage of all businesses (Source D&B - 2005).

**** Small loans to businesses with revenues of \$1 million or less as a percentage of all loans reported as small loans to businesses. No information was available for 19.43% of small loans to businesses originated and purchased by the bank.

Table 12. Borrower Distribution of Small Loans to Farms

Borrower Distribution: SMALL LOANS TO FARMS		Geography: INTERSTATE MSA#33460			Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2005				
MA/Assessment Area:	Total Small Loans to Farms		Farms With Revenues of \$1 million or less		Loans by Original Amount Regardless of Farm Size			Market Share*	
	#	% of Total**	% of Farms***	% BANK Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev \$1 Million or Less
Full Review:									
MSA 33460 Part - Minneapolis MN-WI	50	100.00	90.12	68.00	58.00	30.00	12.00	4.63	4.31

* Based on 2005 Peer Small Business Data -- US and PR

** Small loans to farms originated and purchased in the MA/AA as a percentage of all small loans to farms originated and purchased in the rated area.

*** Farms with revenues of \$1 million or less as a percentage of all farms (Source D&B - 2005).

**** Small loans to farms with revenues of \$1 million or less as a percentage of all loans reported as small loans to farms. No information was available for 18.00% of small loans to farms originated and purchased by the bank.

Table 14. Qualified Investments

QUALIFIED INVESTMENTS		Geography: INTERSTATE MSA#33460				Evaluation Period: DECEMBER 7, 2004 TO OCTOBER 31, 2006			
MA/Assessment Area:	Prior Period Investments*		Current Period Investments		Total Investments			Unfunded Commitments**	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total (\$)	#	\$(000's)
Full Review:									
MSA 33460 Part - Minneapolis MN-WI	4	\$1,676	19	\$2,346	23	\$4,022	83.10%	0	\$0
Statewide Investments With Potential to Benefit One or More AAs	1	\$818	0	\$0	1	818	16.90%	0	\$0

* 'Prior Period Investments' means investments made in a previous period that are outstanding as of the examination date.

** 'Unfunded Commitments' means legally binding investment commitments that are tracked and recorded by the institution's financial reporting system.

Table 15. Distribution of Branch Delivery System and Branch Openings/Closings

DISTRIBUTION OF BRANCH DELIVERY SYSTEM AND BRANCH OPENINGS/CLOSINGS Geography: INTERSTATE MSA#33460 Evaluation Period: DECEMBER 7, 2004 TO OCTOBER 31,2006																	
MA/Assessment Area:	Deposits	Branches						Branch Openings/Closings				Population					
	% of Rated Area Deposits in AA	# of BANK Branch -es	% of Rated Area Branches in AA	Location of Branches by Income of Geographies (%)				# of Branch Open-ings	# of Branch Clos-ings	Net change in Location of Branches (+ or -)				% of Population within Each Geography			
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp
Full Review:																	
MSA 33460 Part - Minneapolis MN-WI	100.00	18	100.00	11%	28%	50%	11%	0	0	0	0	0	0	5.54	19.78	48.71	25.94

Table 1. Lending Volume

LENDING VOLUME		Geography: ILLINOIS						Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2005				
MA/Assessment Area (2005):	% of Rated Area Loans (#) in MA/AA*	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans**		Total Reported Loans		% of Rated Area Deposits in MA/AA***
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$(000's)	
Full Review:												
MSA 40420 Part - Rockford	17.80	1,131	78,500	223	32,626	0	0	0	0	1,354	111,126	31.32%
Limited Review:												
MD 16974 Part - Chicago	21.94	673	133,858	979	257,044	1	249	15	57,031	1,668	448,182	30.96%
MSA 41180 Part - St Louis	22.91	1,390	100,214	349	51,779	3	258	0	0	1,742	152,251	15.82%
MSA 37900 Part - Peoria	30.14	1,918	114,442	372	60,701	2	394	0	0	2,292	175,537	13.74%
IL NonMSA Assessment Area	7.21	468	25,181	80	9,467	0	0	0	0	548	34,648	8.16%

* Loan Data as of December 31, 2005. Rated area refers to either state or multi-state MA rating area.

** The evaluation period for Community Development Loans is from November 11, 2003 to October 31, 2006.

*** Deposit Data as June 30, 2006. Rated Area refers to either the state, multi-state MA, or institution, as appropriate.

Table 2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE		Geography: ILLINOIS				Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2005					Market Share (%) by Geography*				
MA/Assessment Area:	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Over-all	Low	Mod	Mid	Upp
	#	% of Total**	% Owner Occ Units***	% BANK Loans***	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans					
Full Review:															
MSA 40420 Part - Rockford	318	20.57	1.61	2.20	17.05	18.24	56.27	51.26	25.07	28.30	2.46	3.03	3.00	2.31	2.38
Limited Review:															
MD 16974 Part - Chicago	219	14.17	2.81	3.65	15.88	12.79	44.65	37.90	36.66	45.66	0.05	0.04	0.04	0.04	0.06
MSA 41180 Part - St Louis	343	22.19	3.89	2.04	21.78	17.49	58.06	64.43	16.26	16.03	0.93	0.87	1.08	1.03	0.54
MSA 37900 Part - Peoria	527	34.09	3.17	7.78	9.98	17.65	65.87	56.36	20.98	18.22	3.19	13.65	5.65	2.71	2.25
IL NonMSA Assessment Areas	139	8.99	n/a	n/a	7.30	5.76	83.24	78.42	9.46	15.83	3.86	n/a	3.61	3.61	6.41

* Based on 2005 Peer Mortgage Data (Western)

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Table 3. Geographic Distribution of Home Improvement Loans

Geographic Distribution: HOME IMPROVEMENT			Geography: ILLINOIS				Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2005					Market Share (%) by Geography*				
MA/Assessment Area:	Total Home Improvement Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Over-all	Low	Mod	Mid	Upp	
	#	% of Total*	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans						
Full Review:																
MSA 40420 Part - Rockford	284	21.05	1.61	3.17	17.05	14.08	56.27	59.86	25.07	22.89	16.41	50.00	15.60	16.78	14.29	
Limited Review:																
MD 16974 Part - Chicago	127	9.41	2.81	1.57	15.88	7.09	44.65	54.33	36.66	37.01	0.24	0.00	0.12	0.30	0.29	
MSA 41180 Part - St Louis	349	25.87	3.89	5.44	21.78	23.50	58.06	53.87	16.26	17.19	5.70	16.67	7.30	4.97	5.24	
MSA 37900 Part - Peoria	461	34.17	3.17	2.39	9.98	13.45	65.87	68.98	20.98	15.18	15.94	11.11	20.13	16.32	12.78	
IL NonMSA Assessment Areas	128	9.49	0.00	0.00	7.30	6.25	83.24	85.16	9.46	8.59	15.84	0.00	10.53	15.72	21.74	

* Based on 2005 Peer Mortgage Data (Western)

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

Geographic Distribution: HOME MORTGAGE REFINANCE			Geography: ILLINOIS				Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2005					Market Share (%) by Geography*				
MA/Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Over-all	Low	Mod	Mid	Upp	
	#	% of Total*	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans						
Full Review:																
MSA 40420 Part - Rockford	527	20.17	1.61	0.57	17.05	13.09	56.27	62.81	25.07	23.53	3.71	1.54	3.19	4.31	2.93	
Limited Review:																
MD 16974 Part - Chicago	304	11.63	2.81	1.32	15.88	8.55	44.65	47.04	36.66	43.09	0.05	0.01	0.03	0.06	0.05	
MSA 41180 Part - St Louis	664	25.41	3.89	5.57	21.78	23.19	58.06	56.48	16.26	14.76	1.46	4.43	1.88	1.40	1.02	
MSA 37900 Part - Peoria	917	35.09	3.17	11.89	9.98	17.34	65.87	53.00	20.98	17.78	5.73	40.45	7.48	4.23	4.37	
IL NonMSA Assessment Areas	201	7.69	0.00	0.00	7.30	5.47	83.24	81.09	9.46	13.43	4.29	0.00	3.75	4.15	6.54	

* Based on 2005 Peer Mortgage Data (Western)

** Home refinance loans originated and purchased in the MA/AA as a percentage of all home refinance loans originated and purchased in the rated area.

*** Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Table 5. Geographic Distribution of Multifamily Loans

Geographic Distribution: MULTIFAMILY			Geography: ILLINOIS				Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2005					Market Share (%) by Geography*				
MA/Assessment Area:	Total Multifamily Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Over-all	Low	Mod	Mid	Upp	
	#	% of Total**	% of MF Units***	% BANK Loans*** *	% MF Units***	% BANK Loans	% MF Units***	% BANK Loans	% MF Units***	% BANK Loans						
Full Review:																
MSA 40420 Part - Rockford	2	2.78	10.79	0.00	27.95	0.00	49.69	50.00	11.57	50.00	2.74	0.00	0.00	2.08	20.00	
Limited Review:																
MD 16974 Part - Chicago	23	31.94	12.25	21.74	24.13	52.17	35.03	8.70	28.58	17.39	0.25	0.30	0.39	0.09	0.23	
MSA 41180 Part – St Louis	34	47.22	13.75	0.00	20.45	23.53	53.10	73.53	12.71	2.94	14.95	0.00	9.52	20.00	0.00	
MSA 37900 Part - Peoria	13	18.06	14.77	7.69	14.89	23.08	44.61	46.15	25.73	23.08	9.38	0.00	50.00	5.88	0.00	
IL NonMSA Assessment Areas	0	0.00	0.00	0.00	37.89	0.00	39.73	0.00	22.38	0.00	0.00	0.00	0.00	0.00	0.00	

* Based on 2005 Peer Mortgage Data (Western)

** Multi-family loans originated and purchased in the MA/AA as a percentage of all multi-family loans originated and purchased in the rated area.

*** Percentage of Multi Family Units is the number of multi family units in a particular geography divided by the number of multifamily housing units in the area based on 2000 Census information.

**** Multifamily loan distribution includes Home Purchases, Home Improvement and Refinances.

Table 6. Geographic Distribution of Small Loans to Businesses

Geographic Distribution: SMALL LOANS TO BUSINESSES			Geography: ILLINOIS						Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2005						
MA/Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total*	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	Overall	Low	Mod	Mid	Upp
Full Review:															
MSA 40420 Part - Rockford	223	11.15	4.92	1.35	19.22	16.59	52.18	56.50	23.69	25.56	1.79	0.43	1.45	1.95	1.99
Limited Review:															
MD 16974 Part - Chicago	976	48.80	3.59	2.46	14.05	10.55	38.11	25.00	43.94	61.99	0.28	0.35	0.25	0.16	0.40
MSA 41180 Part – St Louis	349	17.45	4.73	3.15	23.68	20.06	55.18	52.44	16.41	24.36	1.59	2.35	1.39	1.61	1.81
MSA 37900 Part - Peoria	372	18.60	9.43	22.58	11.82	13.71	57.71	42.20	21.05	21.51	2.25	6.35	2.59	1.77	2.11
IL NonMSA Assessment Areas	80	4.00	0.00	0.00	20.18	25.00	71.02	61.25	8.80	13.75	1.09	0.00	1.04	1.12	1.29

* Based on 2005 Peer Small Business Data -- US and PR

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2005).

Table 7. Geographic Distribution of Small Loans to Farms

Geographic Distribution: SMALL LOANS TO FARMS			Geography: ILLINOIS				Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2005					Market Share (%) by Geography*				
MA/Assessment Area:	Total Small Farm Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Over-all	Low	Mod	Mid	Upp	
	#	% of Total**	% of Farms ***	% BANK Loans	% of Farms ***	% BANK Loans	% of Farms ***	% BANK Loans	% of Farms ***	% BANK Loans						
Full Review:																
MSA 40420 Part - Rockford	0	0.00	0.35	0.00	9.09	0.00	52.10	0.00	38.46	0.00	0.00	0.00	0.00	0.00	0.00	
Limited Review:																
MD 16974 Part - Chicago	1	16.67	1.09	0.00	7.38	0.00	51.13	0.00	40.38	100.00	0.00	0.00	0.00	0.00	0.00	
MSA 41180 Part – St Louis	3	50.00	0.47	0.00	6.13	0.00	82.48	100.00	10.92	0.00	0.63	0.00	0.00	0.73	0.00	
MSA 37900 Part - Peoria	2	33.33	0.25	0.00	2.21	0.00	80.93	50.00	16.62	50.00	0.17	0.00	0.00	0.18	0.00	
IL NonMSA Assessment Areas	0	0.00	0.00	0.00	1.98	0.00	93.83	0.00	4.19	0.00	0.00	0.00	0.00	0.00	0.00	

* Based on 2005 Peer Small Business Data -- US and PR

** Small loans to farms originated and purchased in the MA/AA as a percentage of all small loans to farms originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2005).

Table 8. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE		Geography: ILLINOIS					Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2005					Market Share*				
MA/Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Over-all	Low	Mod	Mid	Upp	
	#	% of Total**	% Families ***	% BANK Loans ****	% Families ***	% BANK Loans ****	% Families ***	% BANK Loans ****	% Families ***	% BANK Loans ****						
Full Review:																
MSA 40420 Part - Rockford	318	20.57	19.09	11.07	19.24	27.04	24.25	25.41	37.43	36.48	2.80	2.40	2.62	2.62	3.35	
Limited Review:																
MD 16974 Part - Chicago	219	14.17	21.56	7.14	17.75	12.38	21.82	22.38	38.87	58.10	0.06	0.11	0.04	0.04	0.07	
MSA 41180 Part – St Louis	343	22.19	22.21	16.40	19.47	23.15	23.72	25.08	34.60	35.37	1.06	1.06	0.92	1.14	1.10	
MSA 37900 Part - Peoria	527	34.09	18.90	12.44	18.66	25.11	24.05	28.96	38.40	33.48	3.01	2.50	2.93	3.79	2.68	
IL NonMSA Assessment Areas	139	8.99	17.50	13.04	20.18	21.74	24.54	26.81	37.79	38.41	4.76	5.56	3.79	4.23	5.66	

* Based on 2005 Peer Mortgage Data (Western)

** As a percentage of loans with borrower income information available. No information was available for 8.9% of loans originated and purchased by bank.

*** Percentage of Families is based on the 2000 Census information.

**** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

Table 9. Borrower Distribution of Home Improvement Loans

Borrower Distribution: HOME IMPROVEMENT 31, 2005		Geography: ILLINOIS						Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2005							
MA/Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate- Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total**	% Families ***	% BANK Loans ****	% Families ***	% BANK Loans ****	% Families ***	% BANK Loans ****	% Families ***	% BANK Loans ****	Overall	Low	Mod	Mid	Upp
Full Review:															
MSA 40420 Part - Rockford	284	21.05	19.09	16.25	19.24	21.91	24.25	28.98	37.43	32.86	16.93	20.28	18.48	14.62	16.55
Limited Review:															
MD 16974 Part - Chicago	127	9.41	21.56	5.79	17.75	23.97	21.82	17.36	38.87	52.89	0.25	0.00	0.22	0.14	0.43
MSA 41180 Part - St Louis	349	25.87	22.21	12.61	19.47	26.98	23.72	26.69	34.60	33.72	6.11	6.59	5.90	5.95	6.22
MSA 37900 Part - Peoria	461	34.17	18.90	8.79	18.66	26.15	24.05	29.67	38.40	35.38	16.18	11.38	17.75	16.52	16.84
IL NonMSA Assessment Areas	128	9.49	17.50	7.14	20.18	20.63	24.54	27.78	37.79	44.44	16.41	1.96	16.46	16.84	23.08

* Based on 2005 Peer Mortgage Data (Western)

** As a percentage of loans with borrower income information available. No information was available for 1.7% of loans originated and purchased by bank.

*** Percentage of Families is based on the 2000 Census information.

**** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE			Geography: ILLINOIS				Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2005					Market Share*					
MA/Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers								
	#	% of Total* *	% Families ***	% BANK Loans ****	% Families ***	% BANK Loans ****	% Families ***	% BANK Loans ****	% Families ***	% BANK Loans ****	% Families ***	% BANK Loans ****	Over-all	Low	Mod	Mid	Upp
Full Review:																	
MSA 40420 Part - Rockford	527	20.17	19.09	12.85	19.24	29.05	24.25	34.58	37.43	23.52	4.44	4.90	5.34	4.44	3.44		
Limited Review:																	
MD 16974 Part - Chicago	304	11.63	21.56	7.04	17.75	20.42	21.82	32.39	38.87	40.14	0.05	0.09	0.05	0.05	0.05		
MSA 41180 Part - St Louis	664	25.41	22.21	13.43	19.47	23.41	23.72	30.98	34.60	32.19	1.55	1.84	1.52	1.34	1.66		
MSA 37900 Part - Peoria	917	35.09	18.90	12.07	18.66	22.57	24.05	33.07	38.40	32.28	4.99	4.61	4.71	5.61	4.79		
IL NonMSA Assessment Areas	201	7.69	17.50	9.23	20.18	18.46	24.54	33.85	37.79	38.46	4.89	5.88	3.82	5.51	4.82		

* Based on 2005 Peer Mortgage Data (Western)

** As a percentage of loans with borrower income information available. No information was available for 10.9% of loans originated and purchased by bank.

*** Percentage of Families is based on the 2000 Census information.

**** Home refinance loans originated and purchased in the MA/AA as a percentage of all home refinance loans originated and purchased in the rated area.

Table 11. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES				Geography: ILLINOIS		Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2005			
MA/Assessment Area:	Total Small Loans to Businesses		Businesses With Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Market Share*	
	#	% of Total*	% of Businesses***	% BANK Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev \$1 Million or Less
Full Review:									
MSA 40420 Part - Rockford	223	11.13	67.02	34.53	65.02	17.04	17.94	1.79	1.28
Limited Review:									
MD 16974 Part - Chicago	979	48.88	63.68	15.42	44.94	21.65	33.40	0.28	0.12
MSA 41180 Part – St Louis	349	17.42	65.84	50.14	63.32	19.48	17.19	1.59	1.87
MSA 37900 Part - Peoria	372	18.57	64.12	39.78	64.25	13.17	22.58	2.25	2.08
IL NonMSA Assessment Areas	80	3.99	63.34	50.00	72.50	10.00	17.50	1.09	1.19

* Based on 2005 Peer Small Business Data -- US and PR

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Businesses with revenues of \$1 million or less as a percentage of all businesses (Source D&B - 2005).

**** Small loans to businesses with revenues of \$1 million or less as a percentage of all loans reported as small loans to businesses. No information was available for 43.38% of small loans to businesses originated and purchased by the bank.

Table 12. Borrower Distribution of Small Loans to Farms

Borrower Distribution: SMALL LOANS TO FARMS			Geography: ILLINOIS		Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2005				
MA/Assessment Area:	Total Small Loans to Farms		Farms With Revenues of \$1 million or less		Loans by Original Amount Regardless of Farm Size			Market Share*	
	#	% of Total*	% of Farms***	% BANK Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev \$1 Million or Less
Full Review:									
MSA 40420 Part - Rockford	0	0.00	91.43	0.00	0.00	0.00	0.00	0.00	0.00
Limited Review:									
MD 16974 Part - Chicago	1	16.67	85.58	100.00	0.00	100.00	0.00	0.00	0.00
MSA 41180 Part – St Louis	3	50.00	94.68	0.00	100.00	0.00	0.00	0.63	0.00
MSA 37900 Part - Peoria	2	33.33	96.14	0.00	0.00	100.00	0.00	0.17	0.00
IL NonMSA Assessment Areas	0	0.00	96.04	0.00	0.00	0.00	0.00	0.00	0.00

* Based on 2005 Peer Small Business Data -- US and PR

** Small loans to farms originated and purchased in the MA/AA as a percentage of all small loans to farms originated and purchased in the rated area.

*** Farms with revenues of \$1 million or less as a percentage of all farms (Source D&B - 2005).

**** Small loans to farms with revenues of \$1 million or less as a percentage of all loans reported as small loans to farms. No information was available for 83.33% of small loans to farms originated and purchased by the bank.

Table 14. Qualified Investments

QUALIFIED INVESTMENTS		Geography: ILLINOIS				Evaluation Period: NOVEMBER 11, 2003 TO OCTOBER 31, 2006			
MA/Assessment Area:	Prior Period Investments*		Current Period Investments		Total Investments			Unfunded Commitments**	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total (\$)	#	\$(000's)
Full Review:									
MSA 40420 Part - Rockford	0	\$0	10	\$1,071	10	\$1,071	17.82%	0	\$0
Limited Review:									
MD 16974 Part - Chicago	4	\$1,158	10	\$2,374	14	\$3,532	58.77%	0	\$0
MSA 41180 Part - St Louis	0	\$0	2	\$241	2	\$241	4.01%	0	\$0
MSA 37900 Part - Peoria	0	\$0	2	\$836	2	\$836	13.91%	0	\$0
IL NonMSA Assessment Areas	0	\$0	0	\$0	0	\$0	0.00%	0	\$0
Statewide Investments With Potential to Benefit One or More AAs	2	\$330	0	\$0	2	\$330	5.49%	0	\$0

* 'Prior Period Investments' means investments made in a previous period that are outstanding as of the examination date.

** 'Unfunded Commitments' means legally binding investment commitments that are tracked and recorded by the institution's financial reporting system.

Table 15. Distribution of Branch Delivery System and Branch Openings/Closings

DISTRIBUTION OF BRANCH DELIVERY SYSTEM AND BRANCH OPENINGS/CLOSINGS																	
Geography: ILLINOIS Evaluation Period: NOVEMBER 11, 2003 TO OCTOBER 31, 2006																	
MA/Assessment Area:	Deposits	Branches						Branch Openings/Closings						Population			
	% of Rated Area Deposits in AA	# of BANK Branches	% of Rated Area Branches in AA	Location of Branches by Income of Geographies (%)				# of Branch Openings	# of Branch Closings	Net change in Location of Branches (+ or -)				% of Population within Each Geography			
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp
Full Review:																	
MSA 40420 Part - Rockford	31.32%	11	18.64%	0%	27%	55%	18%	1	1	0	0	-1	+1	4.28	22.43	51.50	21.79
Limited Review:																	
MD 16974 Part - Chicago	30.96%	17	28.81%	0%	12%	35%	53%	0	0	0	0	0	0	8.57	24.43	38.66	28.33
MSA 41180 Part – St Louis	15.82%	10	16.95%	10%	20%	40%	30%	1	1	0	0	0	0	6.59	23.71	54.73	14.96
MSA 37900 Part - Peoria	13.74%	16	27.12%	6%	0%	81%	13%	1	2	0	0	-1	0	6.00	12.56	61.32	20.13
IL NonMSA Assessment Areas	8.16%	5	8.47%	n/a	40%	40%	20%	0	1	0	0	-1	0	n/a	11.69	79.40	8.91

Table 1. Lending Volume

LENDING VOLUME		Geography: MINNESOTA						Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2005				
MA/Assessment Area (2005):	% of Rated Area Loans (#) in MA/AA*	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans**		Total Reported Loans		% of Rated Area Deposits in MA/AA***
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$(000's)	
Full Review:												
MSA 40340 Part - Roches	21.08	271	38,404	102	13,975	11	604	0	0	384	52,983	37.46%
Limited Review:												
MN NonMSA Assessment Areas	78.92	426	35,825	450	37,346	562	32,518	0	0	1,438	105,689	62.54%

* Loan Data as of December 31, 2005. Rated area refers to either state or multi-state MA rating area.

** The evaluation period for Community Development Loans is from December 7, 2004 to October 31, 2006.

*** Deposit Data as of June 30, 2006. Rated Area refers to either the state, multi-state MA, or institution, as appropriate.

Table 2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE 2005			Geography: MINNESOTA				Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31,					Market Share (%) by Geography*				
MA/Assessment Area:	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Over-all	Low	Mod	Mid	Upp	
	#	% of Total**	% Owner Occ Units***	% BANK Loans***	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans						
Full Review:																
MSA 40340 Part - Rochester	153	52.58	n/a	n/a	10.87	11.76	61.08	49.67	28.04	38.56	3.02	n/a	3.00	2.67	3.65	
Limited Review:																
MN NonMSA Assessment Areas	138	47.42	n/a	n/a	2.59	0.00	72.75	64.49	24.66	35.51	1.81	n/a	0.00	1.75	2.19	

* Based on 2005 Peer Mortgage Data (Western)

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Table 3. Geographic Distribution of Home Improvement Loans

Geographic Distribution: HOME IMPROVEMENT 2005		Geography: MINNESOTA								Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31,					
MA/Assessment Area:	Total Home Improvement Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total*	% Owner Occ Units***	% BANK Loans****	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Over-all	Low	Mod	Mid	Upp
Full Review:															
MSA 40340 Part - Rochester	42	23.33	n/a	n/a	10.87	14.29	61.08	45.24	28.04	40.48	5.85	n/a	8.00	4.49	7.73
Limited Review:															
MN NonMSA Assessment Areas	138	76.67	n/a	n/a	2.59	0.00	72.75	68.84	24.66	31.16	6.63	n/a	0.00	6.93	6.22

* Based on 2005 Peer Mortgage Data (Western)

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

Geographic Distribution: HOME MORTGAGE REFINANCE DECEMBER 31, 2005			Geography: MINNESOTA						Evaluation Period: JANUARY 1, 2004 TO						
MA/Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total*	% Owner Occ Units***	% BANK Loans***	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Over-all	Low	Mod	Mid	Upp
Full Review:															
MSA 40340 Part - Rochester	76	34.08	n/a	n/a	10.87	6.58	61.08	46.05	28.04	47.37	1.80	n/a	0.70	1.36	3.10
Limited Review:															
MN NonMSA Assessment Areas	147	65.92	n/a	n/a	2.59	0.68	72.75	64.63	24.66	34.69	1.42	n/a	0.68	1.36	1.65

* Based on 2005 Peer Mortgage Data (Western)

** Home refinance loans originated and purchased in the MA/AA as a percentage of all home refinance loans originated and purchased in the rated area.

*** Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Table 5. Geographic Distribution of Multifamily Loans

Geographic Distribution: MULTIFAMILY			Geography: MINNESOTA				Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2005					Market Share (%) by Geography*				
MA/Assessment Area:	Total Multifamily Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Over-all	Low	Mod	Mid	Upp	
	#	% of Total**	% of MF Units***	% BANK Loans***	% MF Units***	% BANK Loans	% MF Units***	% BANK Loans	% MF Units***	% BANK Loans						
Full Review:																
MSA 40340 Part - Rochester	0	0.00	n/a	n/a	34.28	0.00	54.30	0.00	11.42	0.00	0.00	n/a	0.00	0.00	0.00	
Limited Review:																
MN NonMSA Assessment Areas	3	100.00	n/a	n/a	7.81	0.00	74.73	66.67	17.47	33.33	3.13	n/a	0.00	4.17	0.00	

* Based on 2005 Peer Mortgage Data (Western)

** Multi-family loans originated and purchased in the MA/AA as a percentage of all multi-family loans originated and purchased in the rated area.

*** Percentage of Multi Family Units is the number of multi family units in a particular geography divided by the number of multifamily housing units in the area based on 2000 Census information.

**** Multifamily loan distribution includes Home Purchases, Home Improvement and Refinances.

Table 6. Geographic Distribution of Small Loans to Businesses

Geographic Distribution: SMALL LOANS TO BUSINESSES 31, 2005			Geography: MINNESOTA						Evaluation Period: JANUARY 1, 2004 TO DECEMBER						
MA/Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	% of Businesses***	% BANK Loans	Overall	Low	Mod	Mid	Upp
Full Review:															
MSA 40340 Part - Rochester	102	18.48	n/a	n/a	20.61	20.59	55.72	46.08	23.45	33.33	2.71	n/a	2.45	2.55	3.40
Limited Review:															
MN NonMSA Assessment Areas	450	81.52	n/a	n/a	4.51	0.00	77.28	86.89	18.21	13.11	3.76	n/a	0.00	4.58	2.36

* Based on 2005 Peer Small Business Data -- US and PR

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2005).

Table 7. Geographic Distribution of Small Loans to Farms

Geographic Distribution: SMALL LOANS TO FARMS DECEMBER 31, 2005			Geography: MINNESOTA						Evaluation Period: JANUARY 1, 2004 TO						
MA/Assessment Area:	Total Small Farm Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% of Farms ***	% BANK Loans	% of Farms ***	% BANK Loans	% of Farms ***	% BANK Loans	% of Farms ***	% BANK Loans	Over-all	Low	Mod	Mid	Upp
Full Review:															
MSA 40340 Part - Rochester	11	1.92	n/a	n/a	3.80	0.00	81.83	100.00	14.37	0.00	3.95	n/a	0.00	4.96	0.00
Limited Review:															
MN NonMSA Assessment Areas	562	98.08	n/a	n/a	0.33	0.00	81.21	70.64	18.45	29.36	35.71	n/a	0.00	35.49	43.39

* Based on 2005 Peer Small Business Data -- US and PR

** Small loans to farms originated and purchased in the MA/AA as a percentage of all small loans to farms originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2005).

Table 8. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE			Geography: MINNESOTA						Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2005						
MA/Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total**	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	Over-all	Low	Mod	Mid	Upp
Full Review:															
MSA 40340 Part - Rochester	153	52.58	14.78	8.61	18.03	32.45	26.74	17.88	40.45	41.06	3.44	2.04	3.53	2.52	4.85
Limited Review:															
MN NonMSA Assessment Areas	138	47.42	14.72	10.69	17.89	15.27	25.64	22.90	41.75	51.15	2.06	2.24	1.27	1.91	2.67

* Based on 2005 Peer Mortgage Data (Western)

** As a percentage of loans with borrower income information available. No information was available for 3.1% of loans originated and purchased by bank.

*** Percentage of Families is based on the 2000 Census information.

**** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

Table 9. Borrower Distribution of Home Improvement Loans

Borrower Distribution: HOME IMPROVEMENT 31, 2005		Geography: MINNESOTA						Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2005							
MA/Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total**	% Families ***	% BANK Loans ****	% Families ***	% BANK Loans ****	% Families ***	% BANK Loans ****	% Families ***	% BANK Loans ****	Overall	Low	Mod	Mid	Upp
Full Review:															
MSA 40340 Part - Rochester	42	23.33	14.78	11.90	18.03	26.19	26.74	21.43	40.45	40.48	5.92	7.04	5.98	4.27	7.00
Limited Review:															
MN NonMSA Assessment Areas	138	76.67	14.72	4.58	17.89	21.37	25.64	28.24	41.75	45.80	6.63	3.03	10.00	4.47	7.40

* Based on 2005 Peer Mortgage Data (Western)

** As a percentage of loans with borrower income information available. No information was available for 3.9% of loans originated and purchased by bank.

*** Percentage of Families is based on the 2000 Census information.

**** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE 31, 2005		Geography: MINNESOTA						Evaluation Period: JANUARY 1, 2004 TO DECEMBER							
MA/Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total**	% Families ***	% BANK Loans ****	% Families ***	% BANK Loans ****	% Families ***	% BANK Loans ****	% Families ***	% BANK Loans ****	Over- all	Low	Mod	Mid	Upp
Full Review:															
MSA 40340 Part - Rochester	76	34.08	14.78	9.59	18.03	17.81	26.74	10.96	40.45	61.64	2.03	1.57	1.47	0.80	3.85
Limited Review:															
MN NonMSA Assessment Areas	147	65.92	14.72	7.56	17.89	18.49	25.64	26.05	41.75	47.90	1.32	0.93	1.21	1.17	1.60

* Based on 2005 Peer Mortgage Data (Western)

** As a percentage of loans with borrower income information available. No information was available for 13.9% of loans originated and purchased by bank.

*** Percentage of Families is based on the 2000 Census information.

**** Home refinance loans originated and purchased in the MA/AA as a percentage of all home refinance loans originated and purchased in the rated area.

Table 11. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES 31, 2005		Geography: MINNESOTA			Evaluation Period: JANUARY 1, 2004 TO DECEMBER				
MA/Assessment Area:	Total Small Loans to Businesses		Businesses With Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Market Share*	
	#	% of Total*	% of Businesses***	% BANK Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev \$1 Million or Less
Full Review:									
MSA 40340 Part - Rochester	102	18.48	63.92	62.75	67.65	14.71	17.65	2.71	3.31
Limited Review:									
MN NonMSA Assessment Areas	450	81.52	63.39	52.00	78.22	14.44	7.33	3.76	4.00

* Based on 2005 Peer Small Business Data -- US and PR

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Businesses with revenues of \$1 million or less as a percentage of all businesses (Source D&B - 2005).

**** Small loans to businesses with revenues of \$1 million or less as a percentage of all loans reported as small loans to businesses. No information was available for 21.20% of small loans to businesses originated and purchased by the bank.

Table 12. Borrower Distribution of Small Loans to Farms

Borrower Distribution: SMALL LOANS TO FARMS				Geography: MINNESOTA		Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2005			
MA/Assessment Area:	Total Small Loans to Farms		Farms With Revenues of \$1 million or less		Loans by Original Amount Regardless of Farm Size			Market Share*	
	#	% of Total*	% of Farms***	% BANK Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev \$1 Million or Less
Full Review:									
MSA 40340 Part - Rochester	11	1.92	94.93	45.45	90.91	9.09	0.00	3.95	2.13
Limited Review:									
MN NonMSA Assessment Areas	562	98.08	96.46	72.78	85.41	10.50	4.09	35.71	38.45

* Based on 2005 Peer Small Business Data -- US and PR

** Small loans to farms originated and purchased in the MA/AA as a percentage of all small loans to farms originated and purchased in the rated area.

*** Farms with revenues of \$1 million or less as a percentage of all farms (Source D&B - 2005).

**** Small loans to farms with revenues of \$1 million or less as a percentage of all loans reported as small loans to farms. No information was available for 20.59% of small loans to farms originated and purchased by the bank.

Table 14. Qualified Investments

QUALIFIED INVESTMENTS		Geography: MINNESOTA				Evaluation Period: DECEMBER 7, 2004 TO OCTOBER 31, 2006			
MA/Assessment Area:	Prior Period Investments*		Current Period Investments		Total Investments			Unfunded Commitments**	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total (\$)	#	\$(000's)
Full Review:									
MSA 40340 Part - Rochester	0	\$0	0	\$0	0	\$0	0.00%	0	\$0
Limited Review:									
MN NonMSA Assessment Area	0	\$0	1	\$150	1	\$150	42.86%	0	\$0
Statewide Investments – With Potential to Benefit One or More AAs	1	\$200	0	\$0	1	\$200	57.14%		

* 'Prior Period Investments' means investments made in a previous period that are outstanding as of the examination date.

** 'Unfunded Commitments' means legally binding investment commitments that are tracked and recorded by the institution's financial reporting system.

Table 15. Distribution of Branch Delivery System and Branch Openings/Closings

DISTRIBUTION OF BRANCH DELIVERY SYSTEM AND BRANCH OPENINGS/CLOSINGS								Geography: MINNESOTA				Evaluation Period: DECEMBER 7, 2004 TO OCTOBER 31, 2006					
MA/Assessment Area:	Deposits	Branches						Branch Openings/Closings				Population					
	% of Rated Area Deposits in AA	# of BANK Branch-es	% of Rated Area Branches in AA	Location of Branches by Income of Geographies (%)				# of Branch Open-ings	# of Branch Clos-ings	Net change in Location of Branches (+ or -)				% of Population within Each Geography			
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp
Full Review:																	
MSA 40340 Part - Rochester	37.46%	5	38.46%	n/a	40%	40%	20%	0	0	0	0	0	0	n/a	15.00	58.83	25.96
Limited Review:																	
MN NonMSA Assessment Areas	62.54%	8	61.54%	n/a	0%	75%	25%	1	1	0	0	0	0	n/a	3.05	72.77	24.17

Table 1. Lending Volume

LENDING VOLUME		Geography: WISCONSIN						Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2005				
MA/Assessment Area (2005):	% of Rated Area Loans (#) in MA/AA*	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans**		Total Reported Loans		% of Rated Area Deposits in MA/AA***
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$(000's)	
Full Review:												
MSA 24580 - Green Bay	11.20	3,296	359,440	1,565	241,188	119	7,754	0	0	4,980	608,382	27.99
MSA 33340 - Milwaukee	14.53	4,659	555,846	1,794	277,497	5	197	2	3,431	6,460	836,971	23.26
Limited Review:												
WI NonMSA Assessment Area	32.14	10,871	1,042,454	3,072	336,180	351	19,505	0	0	14,294	1,398,139	18.82
MSA 31540 Part - Madison	9.44	3,107	371,280	1,040	142,284	50	4,751	0	0	4,197	518,315	11.04
MSA 36780 - Oshkosh	6.92	2,072	238,926	995	156,077	11	271	0	0	3,078	395,274	4.32
MSA 29100 Part - La Crosse	3.19	1,221	116,480	195	31,088	1	200	1	7,200	1,418	154,968	3.75
MSA 48140 - Wausau	4.14	1,173	126,410	627	90,379	41	3,230	0	0	1,841	220,019	2.38
MSA 11540 - Appleton	6.80	2,399	253,201	610	96,798	15	2,384	0	0	3,024	352,383	2.34
MSA 27500 - Janesville	3.06	1,276	109,568	87	11,826	0	0	0	0	1,363	121,394	1.58
MSA 43100 - Sheboygan	3.12	1,081	113,417	303	51,801	4	195	0	0	1,388	165,413	1.54
MSA 20740 - Eau Claire	2.31	901	87,155	123	9,269	3	650	0	0	1,027	97,074	1.34
MSA 39540 - Racine	1.39	567	56,834	52	8,278	0	0	0	0	619	65,112	1.13
MSA 22540 - Fond du Lac	1.76	626	63,028	152	16,321	5	156	0	0	783	79,505	0.51

* Loan Data as of December 31, 2005. Rated area refers to either state or multi-state MA rating area.

** The evaluation period for Community Development Loans is from November 11, 2003 to October 31, 2006.

*** Deposit Data as of June 30, 2006. Rated Area refers to either the state, multi-state MA, or institution, as appropriate.

Table 2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE			Geography: WISCONSIN				Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2005					Market Share (%) by Geography*				
MA/Assessment Area:	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Over-all	Low	Mod	Mid	Upp	
	#	% of Total**	% Owner Occ Units***	% BANK Loans***	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans						
Full Review:																
MSA 24580 - Green Bay	950	8.86	n/a	n/a	12.53	10.53	68.81	67.26	18.66	22.21	6.56	n/a	6.70	6.48	6.75	
MSA 33340 - Milwaukee	1,363	12.71	4.46	5.43	12.07	8.22	46.58	48.57	36.88	37.78	1.51	1.36	0.72	1.60	1.86	
Limited Review:																
WI NonMSA Assessment Areas	3,183	29.67	n/a	n/a	4.78	4.65	79.84	80.49	15.38	14.86	7.92	n/a	10.45	8.27	5.92	
MSA 31540 Part - Madison	1,223	11.40	0.61	0.57	14.21	11.77	64.94	65.00	20.24	22.65	5.77	2.21	5.74	5.90	5.54	
MSA 36780 - Oshkosh	690	6.43	n/a	n/a	5.18	4.20	74.00	64.06	20.82	31.74	8.79	n/a	7.32	7.81	12.21	
MSA 29100 Part - La Crosse	414	3.86	n/a	n/a	11.09	12.32	75.06	73.67	13.85	14.01	13.98	n/a	13.07	13.95	14.97	
MSA 48140 - Wausau	409	3.81	n/a	n/a	14.02	12.71	70.90	68.70	15.08	18.58	10.66	n/a	9.56	11.21	9.75	
MSA 11540 - Appleton	918	8.56	n/a	n/a	4.66	3.05	83.48	72.44	11.86	24.51	8.62	n/a	5.43	8.56	9.72	
MSA 27500 - Janesville	619	5.77	n/a	n/a	13.85	16.96	64.93	60.90	21.22	22.13	11.57	n/a	14.15	11.55	10.12	
MSA 43100 - Sheboygan	265	2.47	n/a	n/a	10.78	11.70	75.94	66.42	13.28	21.89	3.49	n/a	2.90	3.41	4.36	
MSA 20740 - Eau Claire	329	3.07	n/a	n/a	9.89	11.85	72.19	69.00	17.92	19.15	8.13	n/a	7.10	8.04	9.47	
MSA 39540 - Racine	168	1.57	3.43	0.00	6.59	2.38	71.55	86.31	18.42	11.31	1.09	0.00	0.24	1.25	0.97	
MSA 22540 - Fond du Lac	196	1.83	n/a	n/a	n/a	n/a	92.04	92.86	7.96	7.14	4.59	n/a	n/a	4.58	4.69	

* Based on 2005 Peer Mortgage Data (Western)

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Table 3. Geographic Distribution of Home Improvement Loans

Geographic Distribution: HOME IMPROVEMENT			Geography: WISCONSIN				Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2005					Market Share (%) by Geography*				
MA/Assessment Area:	Total Home Improvement Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Over-all	Low	Mod	Mid	Upp	
	#	% of Total*	% Owner Occ Units***	% BANK Loans***	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans						
Full Review:																
MSA 24580 - Green Bay	433	7.86	n/a	n/a	12.53	13.86	68.81	65.82	18.66	20.32	12.53	n/a	14.87	11.21	15.97	
MSA 33340 - Milwaukee	1,106	20.08	4.46	4.43	12.07	10.76	46.58	47.92	36.88	36.89	7.84	4.10	5.46	8.12	9.44	
Limited Review:																
WI NonMSA Assessment Areas	1,852	33.63	n/a	n/a	4.78	7.40	79.84	80.35	15.38	12.26	18.46	n/a	28.35	18.75	14.46	
MSA 31540 Part - Madison	631	11.46	0.61	0.63	14.21	13.63	64.94	69.26	20.24	16.48	17.17	23.53	14.36	17.91	16.29	
MSA 36780 - Oshkosh	200	3.63	n/a	n/a	5.18	5.00	74.00	73.00	20.82	22.00	13.52	n/a	11.11	13.54	14.47	
MSA 29100 Part - La Crosse	246	4.47	n/a	n/a	11.09	13.41	75.06	69.92	13.85	16.67	36.42	n/a	38.03	34.38	45.45	
MSA 48140 - Wausau	160	2.91	n/a	n/a	14.02	16.88	70.90	69.38	15.08	13.75	15.87	n/a	18.67	16.29	11.83	
MSA 11540 - Appleton	231	4.19	n/a	n/a	4.66	4.76	83.48	80.09	11.86	15.15	9.14	n/a	10.84	8.66	11.29	
MSA 27500 - Janesville	190	3.45	n/a	n/a	13.85	18.95	64.93	64.21	21.22	16.84	22.09	n/a	23.48	21.62	22.48	
MSA 43100 - Sheboygan	100	1.82	n/a	n/a	10.78	9.00	75.94	71.00	13.28	20.00	7.80	n/a	3.39	8.02	10.91	
MSA 20740 - Eau Claire	188	3.41	n/a	n/a	9.89	7.98	72.19	74.47	17.92	17.55	23.43	n/a	25.49	22.61	26.97	
MSA 39540 - Racine	86	1.56	3.43	0.00	6.59	2.33	71.55	79.07	18.42	18.60	5.43	0.00	5.41	5.21	8.08	
MSA 22540 - Fond du Lac	84	1.53	n/a	n/a	n/a	n/a	92.04	91.67	7.96	8.33	6.04	n/a	n/a	6.51	2.00	

* Based on 2005 Peer Mortgage Data (Western)

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

Geographic Distribution: HOME MORTGAGE REFINANCE			Geography: WISCONSIN				Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2005					Market Share (%) by Geography*				
MA/Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies							
	#	% of Total*	% Owner Occ Units***	% BANK Loans**	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	% Owner Occ Units***	% BANK Loans	Over-all	Low	Mod	Mid	Upp	
Full Review:																
MSA 24580 - Green Bay	1,895	11.32	n/a	n/a	12.53	9.29	68.81	69.76	18.66	20.95	5.20	n/a	4.88	5.34	4.93	
MSA 33340 - Milwaukee	2,108	12.59	4.46	3.32	12.07	11.24	46.58	46.54	36.88	38.90	1.28	0.67	0.91	1.24	1.70	
Limited Review:																
WI NonMSA Assessment Areas	5,769	34.46	n/a	n/a	4.78	3.97	79.84	82.04	15.38	13.99	6.98	n/a	9.37	7.18	5.56	
MSA 31540 Part - Madison	1,241	7.41	0.61	0.56	14.21	13.54	64.94	67.53	20.24	18.37	4.17	4.76	4.50	4.31	3.49	
MSA 36780 - Oshkosh	1,149	6.86	n/a	n/a	5.18	4.53	74.00	71.02	20.82	24.46	8.65	n/a	7.20	8.55	9.42	
MSA 29100 Part - La Crosse	531	3.17	n/a	n/a	11.09	12.24	75.06	78.53	13.85	9.23	11.50	n/a	10.27	11.90	10.62	
MSA 48140 - Wausau	597	3.57	n/a	n/a	14.02	15.75	70.90	72.03	15.08	12.23	8.18	n/a	11.50	8.14	5.89	
MSA 11540 - Appleton	1,244	7.43	n/a	n/a	4.66	3.38	83.48	76.37	11.86	20.26	6.18	n/a	5.28	6.09	6.98	
MSA 27500 - Janesville	463	2.77	n/a	n/a	13.85	15.55	64.93	61.77	21.22	22.68	5.98	n/a	7.07	5.66	6.19	
MSA 43100 - Sheboygan	709	4.23	n/a	n/a	10.78	11.00	75.94	67.70	13.28	21.30	4.30	n/a	3.65	4.12	5.78	
MSA 20740 - Eau Claire	383	2.29	n/a	n/a	9.89	11.49	72.19	65.01	17.92	23.50	6.53	n/a	6.36	5.74	10.53	
MSA 39540 - Racine	310	1.85	3.43	0.97	6.59	5.48	71.55	74.52	18.42	19.03	1.08	0.22	0.50	1.17	1.23	
MSA 22540 - Fond du Lac	344	2.05	n/a	n/a	n/a	n/a	92.04	89.53	7.96	10.47	3.97	n/a	n/a	3.90	4.73	

* Based on 2005 Peer Mortgage Data (Western)

** Home refinance loans originated and purchased in the MA/AA as a percentage of all home refinance loans originated and purchased in the rated area.

*** Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Table 5. Geographic Distribution of Multifamily Loans

Geographic Distribution: MULTIFAMILY			Geography: WISCONSIN								Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2005				
MA/Assessment Area:	Total Multifamily Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% of MF Units**	% BANK Loans***	% MF Units***	% BANK Loans	% MF Units***	% BANK Loans	% MF Units***	% BANK Loans	Over-all	Low	Mod	Mid	Upp
Full Review:															
MSA 24580 - Green Bay	18	6.62	n/a	n/a	22.26	22.22	70.14	72.22	7.60	5.56	10.14	n/a	16.67	6.82	14.29
MSA 33340 - Milwaukee	82	30.15	12.61	21.95	19.46	14.63	48.14	23.17	19.79	40.24	6.82	5.76	3.29	5.37	20.79
Limited Review:															
WI NonMSA Assessment Areas	67	24.63	n/a	n/a	5.10	1.49	85.35	94.03	9.55	4.48	17.27	n/a	0.00	19.01	6.67
MSA 31540 Part - Madison	12	4.41	15.60	16.67	20.64	8.33	48.53	50.00	15.23	25.00	2.99	8.33	0.00	1.57	11.54
MSA 36780 - Oshkosh	33	12.13	n/a	n/a	8.86	12.12	76.30	72.73	14.84	15.15	34.21	n/a	0.00	34.62	57.14
MSA 29100 Part - La Crosse	30	11.03	n/a	n/a	43.47	53.33	54.78	46.67	1.75	0.00	38.10	n/a	37.50	38.89	0.00
MSA 48140 - Wausau	7	2.57	n/a	n/a	28.01	28.57	59.37	42.86	12.62	28.57	21.74	n/a	28.57	15.38	33.33
MSA 11540 - Appleton	6	2.21	n/a	n/a	8.75	0.00	81.14	100.00	10.11	0.00	14.81	n/a	0.00	16.67	0.00
MSA 27500 - Janesville	4	1.47	n/a	n/a	22.23	0.00	54.80	100.00	22.97	0.00	9.38	n/a	0.00	16.67	0.00
MSA 43100 - Sheboygan	7	2.57	n/a	n/a	32.21	28.57	62.80	57.14	4.99	14.29	7.14	n/a	0.00	12.50	0.00
MSA 20740 - Eau Claire	1	0.37	n/a	n/a	32.43	100.00	46.32	0.00	21.26	0.00	0.00	n/a	0.00	0.00	0.00
MSA 39540 - Racine	3	1.10	3.26	0.00	24.26	33.33	57.04	66.67	15.44	0.00	3.13	0.00	0.00	5.56	0.00
MSA 22540 - Fond du Lac	2	0.74	n/a	n/a	n/a	n/a	97.56	50.00	2.44	50.00	4.17	n/a	n/a	4.17	0.00

* Based on 2005 Peer Mortgage Data (Western)

** Multi-family loans originated and purchased in the MA/AA as a percentage of all multi-family loans originated and purchased in the rated area.

*** Percentage of Multi Family Units is the number of multi family units in a particular geography divided by the number of multifamily housing units in the area based on 2000 Census information.

**** Multifamily loan distribution includes Home Purchases, Home Improvement and Refinances.

Table 6. Geographic Distribution of Small Loans to Businesses

Geographic Distribution: SMALL LOANS TO BUSINESSES			Geography: WISCONSIN						Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2005						
MA/Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total* *	% of Businesses ***	% BANK Loans	% of Businesses ***	% BANK Loans	% of Businesses ***	% BANK Loans	% of Businesses ***	% BANK Loans	Overall	Low	Mod	Mid	Upp
Full Review:															
MSA 24580 - Green Bay	1,565	14.74	n/a	n/a	17.21	17.57	67.87	64.86	14.90	17.57	7.89	n/a	8.63	8.13	7.30
MSA 33340 - Milwaukee	1,793	16.89	7.62	4.07	12.74	10.09	43.23	43.45	35.79	42.39	2.47	2.17	2.10	2.60	2.66
Limited Review:															
WI NonMSA Assessment Areas	3,072	28.94	n/a	n/a	5.53	4.52	82.31	85.90	12.16	9.57	4.89	n/a	4.39	5.47	3.39
MSA 31540 Part - Madison	1,040	9.80	4.01	4.33	15.36	21.63	62.06	52.69	18.57	21.35	4.50	6.65	6.38	4.10	4.52
MSA 36780 - Oshkosh	995	9.37	n/a	n/a	7.67	6.83	73.49	65.13	18.85	28.04	14.21	n/a	17.39	14.04	14.97
MSA 29100 Part - La Crosse	195	1.84	n/a	n/a	22.11	16.92	66.85	69.23	11.04	13.85	5.57	n/a	4.00	5.76	9.72
MSA 48140 - Wausau	627	5.91	n/a	n/a	21.54	19.78	59.53	62.20	18.93	18.02	9.83	n/a	11.62	10.00	8.58
MSA 11540 - Appleton	610	5.75	n/a	n/a	11.33	4.17	76.07	77.27	12.59	18.56	5.79	n/a	2.01	6.01	8.64
MSA 27500 - Janesville	87	0.82	n/a	n/a	19.48	13.79	56.86	41.38	23.67	44.83	1.28	n/a	0.99	1.20	1.68
MSA 43100 - Sheboygan	303	2.85	n/a	n/a	18.34	21.12	69.96	55.45	11.71	23.43	4.12	n/a	4.94	3.36	7.73
MSA 20740 - Eau Claire	123	1.16	n/a	n/a	21.36	21.14	63.45	68.29	15.19	10.57	2.48	n/a	1.94	3.04	1.29
MSA 39540 - Racine	52	0.49	7.51	0.00	11.67	0.00	67.12	63.46	13.70	36.54	0.69	0.00	0.00	0.60	1.69
MSA 22540 - Fond du Lac	152	1.43	n/a	n/a	n/a	n/a	94.44	84.87	5.56	15.13	2.20	n/a	n/a	2.06	4.41

* Based on 2005 Peer Small Business Data -- US and PR

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2005).

Table 7. Geographic Distribution of Small Loans to Farms

Geographic Distribution: SMALL LOANS TO FARMS		Geography: WISCONSIN				Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2005									
MA/Assessment Area:	Total Small Farm Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography*				
	#	% of Total**	% of Farms ***	% BANK Loans	% of Farms ***	% BANK Loans	% of Farms ***	% BANK Loans	% of Farms ***	% BANK Loans	Over-all	Low	Mod	Mid	Upp
Full Review:															
MSA 24580 - Green Bay	119	19.67	n/a	n/a	12.32	36.13	79.42	63.03	8.27	0.84	5.94	n/a	20.69	3.70	0.00
MSA 33340 - Milwaukee	5	0.82	1.65	0.00	5.74	0.00	49.46	60.00	42.92	40.00	1.02	0.00	0.00	0.98	1.37
Limited Review:															
WI NonMSA Assessment Areas	351	58.02	n/a	n/a	3.23	0.28	81.76	89.17	15.01	10.54	5.05	n/a	0.00	5.72	2.92
MSA 31540 Part - Madison	50	8.26	0.58	0.00	10.30	8.00	72.60	78.00	16.52	14.00	5.02	0.00	5.66	4.79	6.06
MSA 36780 - Oshkosh	11	1.82	n/a	n/a	1.36	0.00	80.91	81.82	17.73	18.18	4.92	n/a	0.00	4.81	5.88
MSA 29100 Part - La Crosse	1	0.17	n/a	n/a	3.37	0.00	86.80	100.00	9.83	0.00	5.56	n/a	0.00	7.14	0.00
MSA 48140 - Wausau	41	6.78	n/a	n/a	11.41	9.76	77.63	90.24	10.96	0.00	9.23	n/a	14.29	10.45	0.00
MSA 11540 - Appleton	15	2.48	n/a	n/a	0.64	0.00	89.03	80.00	10.33	20.00	2.65	n/a	0.00	2.17	16.67
MSA 27500 - Janesville	0	0.00	n/a	n/a	3.89	0.00	74.72	0.00	21.39	0.00	0.00	n/a	0.00	0.00	0.00
MSA 43100 - Sheboygan	4	0.66	n/a	n/a	2.16	0.00	85.34	75.00	12.50	25.00	1.43	n/a	0.00	1.60	0.00
MSA 20740 - Eau Claire	3	0.50	n/a	n/a	6.12	0.00	79.29	100.00	14.59	0.00	1.51	n/a	0.00	1.65	0.00
MSA 39540 - Racine	0	0.00	0.74	0.00	1.72	0.00	74.02	0.00	23.53	0.00	0.00	0.00	0.00	0.00	0.00
MSA 22540 - Fond du Lac	5	0.82	n/a	n/a	n/a	n/a	89.98	100.00	10.02	0.00	0.37	n/a	n/a	0.43	0.00

* Based on 2005 Peer Small Business Data -- US and PR

** Small loans to farms originated and purchased in the MA/AA as a percentage of all small loans to farms originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2005).

Table 8. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE			Geography: WISCONSIN						Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2005						
MA/Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*				
	#	% of Total*	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	Over-all	Low	Mod	Mid	Upp
Full Review:															
MSA 24580 - Green Bay	950	8.86	16.46	8.11	19.20	23.29	27.30	27.05	37.04	41.55	6.76	5.42	6.88	5.17	8.62
MSA 33340 - Milwaukee	1,363	12.71	19.84	4.43	17.89	18.97	23.61	29.16	38.65	47.43	1.69	1.03	1.39	1.55	2.14
Limited Review:															
WI NonMSA Assessment Areas	3,183	29.67	15.42	8.01	18.71	22.52	26.20	30.27	39.67	39.20	8.90	12.01	11.29	8.93	7.38
MSA 31540 Part - Madison	1,223	11.40	15.60	10.52	19.05	27.36	28.46	31.48	36.89	30.64	6.43	9.29	7.57	6.07	5.36
MSA 36780 - Oshkosh	690	6.43	15.68	7.74	19.70	26.56	28.02	30.65	36.60	35.05	9.42	6.97	9.02	10.12	10.15
MSA 29100 Part - La Crosse	414	3.86	16.24	8.54	19.83	25.88	26.51	29.65	37.43	35.93	15.18	16.67	18.47	14.41	13.20
MSA 48140 - Wausau	409	3.81	15.30	10.69	19.58	25.70	28.61	29.52	36.51	34.10	11.62	12.36	13.41	10.61	11.02
MSA 11540 - Appleton	918	8.56	13.81	13.03	20.05	30.45	30.79	31.69	35.34	24.83	9.42	10.01	10.71	9.29	7.85
MSA 27500 - Janesville	619	5.77	15.96	17.42	20.02	29.65	26.44	34.51	37.57	18.43	12.85	16.93	13.65	13.73	8.77
MSA 43100 - Sheboygan	265	2.47	14.72	6.77	19.38	27.09	29.30	36.25	36.60	29.88	3.91	2.15	3.59	3.81	4.80
MSA 20740 - Eau Claire	329	3.07	16.25	9.06	20.21	26.88	26.25	25.00	37.29	39.06	9.13	7.65	9.12	9.16	9.63
MSA 39540 - Racine	168	1.57	17.83	7.23	18.46	27.71	25.73	33.13	37.98	31.93	1.22	1.03	1.03	1.19	1.46
MSA 22540 - Fond du Lac	196	1.83	14.43	11.98	18.74	30.21	31.55	39.06	35.27	18.75	4.97	5.71	3.23	7.29	3.99

* Based on 2005 Peer Mortgage Data (Western)

** As a percentage of loans with borrower income information available. No information was available for 4.0% of loans originated and purchased by bank.

*** Percentage of Families is based on the 2000 Census information.

**** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

Table 9. Borrower Distribution of Home Improvement Loans

Borrower Distribution: HOME IMPROVEMENT			Geography: WISCONSIN				Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2005					Market Share*				
MA/Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share*					
	#	% of Total**	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	Overall	Low	Mod	Mid	Upp	
Full Review:																
MSA 24580 - Green Bay	433	7.86	16.46	9.09	19.20	19.38	27.30	30.14	37.04	41.39	12.41	11.18	9.33	11.60	15.96	
MSA 33340 - Milwaukee	1,106	20.08	19.84	7.10	17.89	18.34	23.61	30.23	38.65	44.33	8.05	5.17	6.63	8.09	9.85	
Limited Review:																
WI NonMSA Assessment Areas	1,852	33.63	15.42	8.77	18.71	20.97	26.20	29.03	39.67	41.23	18.83	24.21	20.46	17.35	18.15	
MSA 31540 Part - Madison	631	11.46	15.60	7.56	19.05	20.74	28.46	35.21	36.89	36.50	17.80	14.92	18.25	19.51	16.41	
MSA 36780 - Oshkosh	200	3.63	15.68	8.33	19.70	23.33	28.02	26.67	36.60	41.67	12.89	14.63	15.15	10.11	13.46	
MSA 29100 Part - La Crosse	246	4.47	16.24	8.20	19.83	18.85	26.51	29.10	37.43	43.85	37.39	40.00	34.23	32.48	43.75	
MSA 48140 - Wausau	160	2.91	15.30	8.50	19.58	20.26	28.61	37.91	36.51	33.33	15.47	14.89	14.08	17.34	14.92	
MSA 11540 - Appleton	231	4.19	13.81	10.71	20.05	20.54	30.79	32.14	35.34	36.61	8.97	9.87	9.04	8.72	8.85	
MSA 27500 - Janesville	190	3.45	15.96	12.63	20.02	22.11	26.44	31.05	37.57	34.21	22.97	24.47	22.49	21.76	24.00	
MSA 43100 - Sheboygan	100	1.82	14.72	8.42	19.38	20.00	29.30	37.89	36.60	33.68	7.88	3.70	7.79	10.67	6.57	
MSA 20740 - Eau Claire	188	3.41	16.25	5.91	20.21	20.43	26.25	29.03	37.29	44.62	25.38	14.29	21.32	28.31	29.15	
MSA 39540 - Racine	86	1.56	17.83	7.14	18.46	21.43	25.73	30.95	37.98	40.48	5.69	4.17	4.29	6.40	6.73	
MSA 22540 - Fond du Lac	84	1.53	14.43	3.66	18.74	31.71	31.55	24.39	35.27	40.24	5.82	2.33	4.88	5.68	8.20	

* Based on 2005 Peer Mortgage Data (Western)

** As a percentage of loans with borrower income information available. No information was available for 2.4% of loans originated and purchased by bank.

*** Percentage of Families is based on the 2000 Census information.

**** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE			Geography: WISCONSIN				Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2005					Market Share*				
MA/Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers							
	#	% of Total**	% Families ***	% BANK Loans ****	% Families ***	% BANK Loans ****	% Families ***	% BANK Loans ****	% Families ***	% BANK Loans ****	Over-all	Low	Mod	Mid	Upp	
Full Review:																
MSA 24580 - Green Bay	1,895	11.32	16.46	8.97	19.20	21.50	27.30	30.34	37.04	39.19	4.99	5.06	5.34	4.57	5.15	
MSA 33340 - Milwaukee	2,108	12.59	19.84	9.03	17.89	22.21	23.61	28.64	38.65	40.12	1.43	1.39	1.33	1.34	1.60	
Limited Review:																
WI NonMSA Assessment Areas	5,769	34.46	15.42	7.93	18.71	19.83	26.20	31.58	39.67	40.65	7.38	9.31	7.72	7.43	6.83	
MSA 31540 Part - Madison	1,241	7.41	15.60	9.30	19.05	25.43	28.46	33.87	36.89	31.40	4.60	5.87	5.00	4.89	3.77	
MSA 36780 - Oshkosh	1,149	6.86	15.68	9.68	19.70	25.05	28.02	29.24	36.60	36.03	8.29	10.35	7.76	8.40	7.99	
MSA 29100 Part – La Crosse	531	3.17	16.24	9.09	19.83	27.27	26.51	30.63	37.43	33.00	12.30	13.30	12.98	12.39	11.53	
MSA 48140 - Wausau	597	3.57	15.30	10.14	19.58	23.91	28.61	32.07	36.51	33.88	8.47	8.17	8.93	6.83	10.07	
MSA 11540 - Appleton	1,244	7.43	13.81	9.01	20.05	24.19	30.79	31.99	35.34	34.82	6.42	7.14	5.82	5.73	7.58	
MSA 27500 - Janesville	463	2.77	15.96	15.37	20.02	23.61	26.44	35.86	37.57	25.17	6.79	8.95	6.28	6.80	6.13	
MSA 43100 - Sheboygan	709	4.23	14.72	8.36	19.38	21.29	29.30	36.28	36.60	34.07	4.42	6.07	4.43	4.22	4.24	
MSA 20740 - Eau Claire	383	2.29	16.25	10.84	20.21	20.60	26.25	32.25	37.29	36.31	7.18	7.17	6.48	6.95	7.87	
MSA 39540 - Racine	310	1.85	17.83	8.61	18.46	26.49	25.73	33.44	37.98	31.46	1.18	1.13	1.22	1.07	1.30	
MSA 22540 – Fond du Lac	344	2.05	14.43	7.53	18.74	25.30	31.55	39.16	35.27	28.01	4.18	4.98	4.47	4.74	2.81	

* Based on 2005 Peer Mortgage Data (Western)

** As a percentage of loans with borrower income information available. No information was available for 7.3% of loans originated and purchased by bank.

*** Percentage of Families is based on the 2000 Census information.

**** Home refinance loans originated and purchased in the MA/AA as a percentage of all home refinance loans originated and purchased in the rated area.

Table 11. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES		Geography: WISCONSIN			Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2005				
MA/Assessment Area:	Total Small Loans to Businesses		Businesses With Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Market Share*	
	#	% of Total**	% of Businesses***	% BANK Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev \$1 Million or Less
Full Review:									
MSA 24580 - Green Bay	1,565	14.74	61.20	41.98	64.47	17.00	18.53	7.89	7.88
MSA 33340 - Milwaukee	1,794	16.89	63.26	45.21	64.77	16.28	18.95	2.47	2.46
Limited Review:									
WI NonMSA Assessment Areas	3,072	28.94	63.33	52.70	72.56	15.98	11.46	4.89	5.50
MSA 31540 Part - Madison	1,040	9.80	62.89	49.71	66.83	16.63	16.54	4.50	4.88
MSA 36780 - Oshkosh	995	9.37	59.24	34.47	61.91	20.00	18.09	14.21	12.09
MSA 29100 Part - La Crosse	195	1.84	61.10	50.26	56.92	23.08	20.00	5.57	5.48
MSA 48140 - Wausau	627	5.91	60.14	46.73	63.48	19.30	17.22	9.83	9.78
MSA 11540 - Appleton	610	5.75	58.65	38.85	60.82	20.49	18.69	5.45	5.85
MSA 27500 - Janesville	87	0.82	62.62	54.02	68.97	13.79	17.24	1.28	1.23
MSA 43100 - Sheboygan	303	2.85	64.20	44.88	55.78	22.77	21.45	4.12	3.12
MSA 20740 - Eau Claire	123	1.16	60.39	58.54	79.67	15.45	4.88	2.48	3.15
MSA 39540 - Racine	52	0.49	63.42	42.31	63.46	21.15	15.38	0.69	0.66
MSA 22540 - Fond du Lac	152	1.43	59.79	51.32	73.68	17.11	9.21	2.20	2.30

* Based on 2005 Peer Small Business Data -- US and PR

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Businesses with revenues of \$1 million or less as a percentage of all businesses (Source D&B - 2005).

**** Small loans to businesses with revenues of \$1 million or less as a percentage of all loans reported as small loans to businesses. No information was available for 25.82% of small loans to businesses originated and purchased by the bank.

Table 12. Borrower Distribution of Small Loans to Farms

Borrower Distribution: SMALL LOANS TO FARMS		Geography: WISCONSIN			Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2005				
MA/Assessment Area:	Total Small Loans to Farms		Farms With Revenues of \$1 million or less		Loans by Original Amount Regardless of Farm Size			Market Share*	
	#	% of Total**	% of Farms***	% BANK Loans****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev \$1 Million or Less
Full Review:									
MSA 24580 - Green Bay	119	19.67	92.95	73.95	80.67	15.13	4.20	5.94	4.49
MSA 33340 - Milwaukee	5	0.82	87.61	20.00	100.00	0.00	0.00	1.02	0.00
Limited Review:									
WI NonMSA Assessment Areas	351	58.02	95.06	62.68	84.62	13.39	1.99	5.05	4.12
MSA 31540 Part - Madison	50	8.26	92.88	64.00	72.00	20.00	8.00	5.02	3.99
MSA 36780 - Oshkosh	11	1.82	94.09	27.27	100.00	0.00	0.00	4.92	2.83
MSA 29100 Part - La Crosse	1	0.17	94.10	0.00	0.00	100.00	0.00	5.56	0.00
MSA 48140 - Wausau	41	6.78	94.74	51.22	78.05	12.20	9.76	9.23	6.93
MSA 11540 - Appleton	15	2.48	92.12	53.33	40.00	33.33	26.67	2.65	1.64
MSA 27500 - Janesville	0	0.00	94.17	0.00	0.00	0.00	0.00	0.00	0.00
MSA 43100 - Sheboygan	4	0.66	92.24	75.00	100.00	0.00	0.00	1.43	0.86
MSA 20740 - Eau Claire	3	0.50	96.55	100.00	33.33	33.33	33.33	1.51	1.74
MSA 39540 - Racine	0	0.00	91.91	0.00	0.00	0.00	0.00	0.00	0.00
MSA 22540 - Fond du Lac	5	0.82	93.96	80.00	100.00	0.00	0.00	0.37	0.00

* Based on 2005 Peer Small Business Data -- US and PR

** Small loans to farms originated and purchased in the MA/AA as a percentage of all small loans to farms originated and purchased in the rated area.

*** Farms with revenues of \$1 million or less as a percentage of all farms (Source D&B - 2005).

**** Small loans to farms with revenues of \$1 million or less as a percentage of all loans reported as small loans to farms. No information was available for 34.50% of small loans to farms originated and purchased by the bank.

Table 14. Qualified Investments

QUALIFIED INVESTMENTS		Geography: WISCONSIN				Evaluation Period: NOVEMBER 11, 2003 TO OCTOBER 31, 2006				
MA/Assessment Area:	Prior Period Investments*		Current Period Investments		Total Investments			Unfunded Commitments**		
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total (\$)	#	\$(000's)	
Full Review:										
MSA 24580 - Green Bay	2	\$413	49	\$2,353	51	\$2,766	8.90%	0	\$0	
MSA 33340 - Milwaukee	2	\$946	40	\$14,652	42	\$15,598	50.21%	0	\$0	
Limited Review:										
WI NonMSA Assessment Areas	0	\$0	17	\$3,655	17	\$3,655	11.77%	0	\$0	
MSA 31540 Part - Madison	1	\$99	6	\$1,519	7	\$1,618	5.21%	0	\$0	
MSA 36780 - Oshkosh	0	\$0	6	\$206	6	\$206	0.66%	0	\$0	
MSA 29100 Part - La Crosse	0	\$0	3	\$4,501	3	\$4,501	14.49%	0	\$0	
MSA 48140 - Wausau	0	\$0	5	\$174	5	\$174	0.56%	0	\$0	
MSA 11540 - Appleton	0	\$0	3	\$243	3	\$243	0.78%	0	\$0	
MSA 27500 - Janesville	0	\$0	1	\$100	1	\$100	0.32%	0	\$0	
MSA 43100 - Sheboygan	0	\$0	2	\$91	2	\$91	0.29%	0	\$0	
MSA 20740 - Eau Claire	0	\$0	1	\$47	1	\$47	0.15%	0	\$0	
MSA 39540 - Racine	0	\$0	3	\$382	3	\$382	1.23%	0	\$0	
MSA 22540 - Fond du Lac	0	\$0	2	\$4	2	\$4	0.01%	0	\$0	
Statewide Investments - With Potential to Benefit One or More AAs	8	\$1,234	1	\$300	9	\$1,534	4.94%	0	\$0	
Statewide Investments - With Indirect Benefit to Bank's AAs	0	\$0	2	\$147	2	\$147	0.47%	0	\$0	

* 'Prior Period Investments' means investments made in a previous period that are outstanding as of the examination date.

** 'Unfunded Commitments' means legally binding investment commitments that are tracked and recorded by the institution's financial reporting system.

Table 15. Distribution of Branch Delivery System and Branch Openings/Closings

DISTRIBUTION OF BRANCH DELIVERY SYSTEM AND BRANCH OPENINGS/CLOSINGS Geography: WISCONSIN Evaluation Period: NOVEMBER 11, 2003 TO OCTOBER 31, 2006																	
MA/Assessment Area:	Deposits	Branches						Branch Openings/Closings						Population			
	% of Rated Area Deposits in AA	# of BANK Branches	% of Rated Area Branches in AA	Location of Branches by Income of Geographies (%)				# of Branch Openings	# of Branch Closings	Net change in Location of Branches (+ or -)				% of Population within Each Geography			
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp
Full Review:																	
MSA 24580 - Green Bay	27.99	17	7.80%	n/a	12%	82%	6%	2	0	0	0	+2	0	n/a	15.48	66.93	16.90
MSA 33340 - Milwaukee	23.26	51	23.39%	4%	14%	55%	27%	1	4	0	-1	-1	-1	11.87	16.37	42.27	29.29
Limited Review:																	
WI NonMSA Assessment Areas	18.82	65	29.82%	n/a	8%	86%	6%	2	7	0	0	-2	-3	n/a	4.78	80.44	14.77
MSA 31540 Part - Madison	11.04	32	14.68%	3%	13%	81%	3%	2	2	0	0	0	0	6.75	16.08	60.09	17.09
MSA 36780 - Oshkosh	4.32	8	3.67%	n/a	0%	63%	37%	1	2	0	0	-1	0	n/a	6.60	75.01	18.39
MSA 29100 Part - LaCrosse	3.75	7	3.21%	n/a	14%	71%	14%	0	2	0	0	-2	0	n/a	19.38	69.70	10.92
MSA 48140 - Wausau	2.38	8	3.67%	n/a	38%	37%	25%	0	0	0	0	0	0	n/a	17.15	68.63	14.22
MSA 11540 - Appleton	2.34	9	4.13%	n/a	11%	78%	11%	0	1	0	0	-1	0	n/a	6.16	82.89	10.95
MSA 27500 - Janesville	1.58	5	2.29%	n/a	40%	60%	0%	0	1	0	0	0	-1	n/a	19.07	60.23	20.70
MSA 43100 - Sheboygan	1.54	3	1.38%	n/a	0%	100%	0%	0	1	0	0	-1	0	n/a	16.35	71.79	11.85
MSA 20740 - Eau Claire	1.34	8	3.67%	n/a	50%	50%	0%	0	2	0	0	-2	0	n/a	14.91	66.07	19.02
MSA 39540 - Racine	1.13	4	1.83%	0%	0%	100%	0%	0	1	0	0	-1	0	7.23	9.47	66.60	16.70
MSA 22540 - Fond du Lac	0.51	1	0.46%	n/a	n/a	100%	0%	1	1	0	0	0	0	n/a	n/a	92.18	7.82