



LARGE BANK

Comptroller of the Currency
Administrator of National Banks

Washington, DC 20219

PUBLIC DISCLOSURE

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COMMUNITY REINVESTMENT ACT PERFORMANCE EVALUATION

**First Fidelity Bank, National Association
Charter Number 17045**

**5101 North Classen Boulevard - Suite 500
Oklahoma City, Oklahoma 73118**

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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, nor should it 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.

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Description of Institution

First Fidelity Bank, National Association (FFB), headquartered in Oklahoma City, Oklahoma, is a wholly owned subsidiary of First Fidelity Bancorp, Inc., a two bank holding company, also located in Oklahoma City. FFB was created in 1989 after the purchase of the former Commercial National Bank, Oklahoma City. FFB's operating subsidiary, FFB Investments, Incorporated, is located in Reno, Nevada. This is a shell corporation established for the primary purpose of holding direct and indirect consumer and commercial paper. The activities of the operating subsidiary do not adversely affect the capacity of FFB to meet the credit needs of its assessment areas (AAs). FFB offers a full range of consumer and commercial related financial services, including mortgage banking, trust services, and retail non-deposit investment products. In addition to the main office located at 5101 North Classen, FFB has 18 full service branches, two limited service branches, and 23 automated teller machines (ATMs) to serve their customers. Nine branches are located in Oklahoma City, two branches are located in Moore, three in Norman, two in Tulsa and one each in Midwest City, Noble, Edmond, and Mustang. FFB also offers a variety of electronic banking services to its customers, including Direct Line 24 Telephone Banking - a free 24-hour telephone banking service. Various online (internet) banking services are also available to consumer and commercial customers.

As of March 31, 2006, FFB reported total assets of \$775 million, total loans of \$492 million, and a loan to deposit ratio of 83 percent. Tier 1 capital totaled \$57 million. The bank's business strategy is to focus on small business and consumer lending. The bank offers a diverse choice of loan and deposit products. Loan products include commercial, commercial real estate, consumer (individual) loans, residential real estate loans (both retained and sold to secondary market investors), and credit card loans. Loans to individuals represent 34 percent of the loan portfolio, real estate loans represent 56 percent, commercial loans represent 10 percent, with agriculture loans and other loans totaling less than 1 percent.

FFB is an intrastate bank with the Oklahoma City and Tulsa MSAs designated as their AAs. The Oklahoma City MSA AA consists of six counties and 324 census tracts. The Tulsa MSA AA consists of seven counties and 264 census tracts. As of June 30, 2005, the Federal Deposit Insurance Corporation (FDIC) reported that FFB maintains 3.20 percent of the commercial bank deposits in the Oklahoma City MSA AA. FFB's deposit market share in the Tulsa MSA is minimal since they just opened their Tulsa branch in October 2001. Total deposits of the Tulsa branch are \$12 million representing only 2 percent of the bank's total deposits.

There are no significant financial barriers limiting FFB's ability to help meet the identified credit needs of its AAs. The bank is well capitalized and operates profitably.

A CRA Performance Evaluation dated May 27, 2003, was previously prepared for FFB and a "Satisfactory" performance rating was assigned.

Scope of the Evaluation

Evaluation Period and Products Evaluated

This Performance Evaluation assesses the bank's performance under the Lending, Investment, and Service Tests. Residential mortgage loans subject to filing under the Home Mortgage Disclosure Act (HMDA) and small business loans were reviewed to evaluate the bank's lending performance. With the exception of community development (CD) loans, the evaluation period for the Lending Test was January 1, 2003 through December 31, 2005. For CD loans and the Investment and Service Tests, the evaluation period was May 27, 2003 through July 24, 2006. The Investment Test included a review of investments, grants, and donations made in the bank's AAs that meet the definition of CD investments. The Service Test included a review of retail and CD services provided in the bank's AAs. While 2003 lending was part of this evaluation, the tables in Appendix B reflect lending performance data only for years 2004 and 2005.

Data Integrity

As part of the CRA evaluation, the accuracy of FFB's small business and HMDA loan data was tested. The review found the data to be reliable, as no significant inaccuracies were disclosed. As a result, publicly reported lending data is considered to be accurate. Community development loans, investments, and services submitted by FFB management were verified to ensure that the regulatory definition for community development was met.

Selection of Areas for Full-Scope Review

FFB has designated the Oklahoma City and Tulsa MSAs as the bank's AAs. During this examination, a full-scope review was performed only for the Oklahoma City MSA AA because the bank maintains a substantial share of its business in this AA. FFB's market presence in Tulsa is minimal. The Oklahoma City MSA AA comprises 98 percent of the bank's deposits and 95 percent of total reported loans.

Overall CRA Rating

INSTITUTION'S CRA RATING: This institution is rated “**Outstanding**”.

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

Performance Levels	First Fidelity Bank, N.A. Performance Tests		
	Lending Test*	Investment Test	Service Test
Outstanding	X	X	
High Satisfactory			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.

The major factors that support this rating include:

- Lending levels reflect an excellent responsiveness to the credit needs of the bank’s AAs.
- A substantial majority of the bank’s reportable loans are made within the designated AAs.
- FFB’s overall distribution of home mortgage loans and small business loans among geographies of different income levels is good.
- FFB’s overall distribution of home mortgage loans to families of low- and moderate-income levels is excellent. FFB’s distribution of small business loans to businesses with revenues of less than \$1 million is excellent.
- Community development lending had a positive affect on the overall lending rating.
- The dollar volume of investments is high and reflects an excellent responsiveness by FFB to the needs of its AAs.
- Accessibility of FFB’s offices and alternative delivery systems to geographies and individuals of different income levels is good.
- FFB’s involvement in providing community development services is good.

Lending Test

Please refer to Table 1 through 10 in Appendix B for facts and data used to evaluate the bank's lending performance.

Performance under the Lending Test is rated "Outstanding". Based on a full-scope review, the bank's performance in the Oklahoma City MSA is excellent.

FFB's lending activity is excellent in the Oklahoma City MSA and reflects outstanding responsiveness to the credit needs within FFB's AAs. The bank's loan-to-deposit ratio on March 31, 2006 was 83 percent. The bank has experienced good loan growth since the last CRA evaluation of approximately 30 percent. The bank's deposit market share in the MSA at June 30, 2005 was 3.20 percent. FFB's small business market share by dollar volume was 5.22 percent, exceeding the bank's deposit market share. FFB has originated a substantial amount of small business loans. For years 2003 through 2005, FFB originated 1,854 small business loans totaling \$175 million.

Due to the numerous competitors (over 300) in the Oklahoma City MSA for home mortgage products, FFB ranks below market leaders for home mortgage products. Nevertheless, FFB has originated a substantial amount of home mortgage loans. For years 2003 through 2005, the bank originated 1,231 mortgage loans totaling \$68 million. FFB meets much of its home purchase and refinance needs through secondary market investors. From January 2003 through December 2005, FFB has underwritten an additional 501 home mortgage loans totaling \$62.1 million, which have been sold to secondary market investors. In evaluating lending performance, slightly more weight was given to small business lending performance, since it represents the bank's primary loan product.

Opportunities to make home mortgage loans in the low-income areas in the Oklahoma City MSA are limited due to the low level of owner occupied units in these areas at only 1.79 percent. FFB's distribution of home purchase loans to low-income areas is excellent with 2.70 percent of the bank's loans made in low-income areas, which exceeds the percentage of owner occupied units in low-income geographies. The distribution of home improvement loans in low-income areas is good with 1.62 percent of the bank's loans made in low-income areas, which approximates the percentage of owner occupied units in low-income areas. The bank's distribution of home refinance loans is adequate with 0.62 percent of the bank's loans made in low-income areas, which is somewhat lower than the percentage of owner occupied units in the low-income tracts.

FFB's distribution of home purchase loans to moderate-income areas is excellent with 23.42 percent of the bank's loans made in moderate-income areas, which exceeds the percentage of owner occupied units in moderate-income areas at 21.95 percent. The bank's distribution of home improvement and home refinance loans made in moderate-income areas is good with 14.94 percent and 15.22 percent, respectively, made in moderate-income areas, which approximates the percentage of owner occupied units in the moderate-income areas.

FFB's distribution of multi-family loans to low- and moderate-income areas is excellent with 20 percent and 40 percent, respectively, made in low- and moderate-income areas. This exceeds the percentage of multi-family units in the low- and moderate-income areas.

Opportunities to make small business loans in low-income areas are limited with only 4.50 percent of small businesses located in low-income geographies. FFB's distribution of small business loans in low-income areas is good with 3.34 percent of the bank's loans made in low-income geographies, which is roughly the percentage of small businesses in those areas. FFB's distribution of small business loans in moderate-income areas is good with 20.65 percent of the bank's loans made in moderate-income geographies, which is close to the percentage of small businesses in those areas.

Ninety-six percent of FFB's reportable loans were made inside its AAs, which represents a substantial majority of the percentage.

FFB's distribution of small loans to businesses is excellent with 85.32 percent of the loans made to businesses with revenues less than \$1 million, which exceeds the percentage of businesses with revenues of less than \$1 million in the Oklahoma City MSA of 61 percent.

FFB's distribution of home purchase, home improvement and home refinance loans to low-income families is adequate in light of the fact that it is difficult for low-income families to qualify for conventional mortgage products. The distribution of home purchase, home improvement and home refinance loans to moderate-income families is excellent. The percentage of home mortgage products made to moderate-income families exceeded the percentage of moderate-income families in the Oklahoma City MSA for all three mortgage products.

FFB's community development lending positively affected its rating. FFB made 4 community development loans totaling \$6.5 million in the full-scope Oklahoma City MSA. Two loans totaling \$1.8 million were for affordable housing and 2 loans totaling \$4.7 million were for economic development. Two community development loans totaling \$4.5 million were made in the limited-scope Tulsa MSA. One loan totaling \$3.8 million was to rehabilitate a warehouse in Tulsa's downtown Enterprise Zone. This project will help to revitalize and stabilize this low- to moderate-income area, as well as create new jobs. Another loan totaling \$650 thousand was for affordable housing. The apartment complex is located in a moderate-income tract in Tulsa County.

Investment Test

Please refer to Table 11 in Appendix B for facts and data used to evaluate the bank's level of qualified investments.

Performance under the Investment Test is rated "Outstanding". Based on a full-scope review, the bank's performance in the Oklahoma City MSA is excellent.

Qualified Investments are investments, deposits, membership shares, or grants that have as their primary purpose "Community Development" as defined in the CRA regulation. FFB has an excellent level of investments in the Oklahoma City MSA with qualified investments/grants totaling \$5.5 million or 10 percent of the bank's capital. FFB has an additional \$3.8 million in qualified investments/grants in the limited-scope Tulsa MSA.

Investments include 3 joint ventures with the Oklahoma MetaFund to renovate two buildings in Oklahoma City located in low- to moderate-income areas and a warehouse in Tulsa also located in a low- to moderate-income area. These projects totaled \$7.9 million. FFB made a \$135 thousand investment in the Enterprise Oklahoma Venture Fund, a small business venture capital organization. Further, FFB also made \$65 thousand in donations to agencies that provide community development services to low- and moderate-income individuals in the AAs.

Prior period investments totaled \$1.2 million and included an equity investment in the Oklahoma MetaFund, with a current balance of \$579 thousand, qualified investments in mortgage backed securities, with a current balance of \$589 thousand, and prior period investments in the Enterprise Oklahoma Venture Fund totaling \$65 thousand.

Service Test

Please refer to Table 12 in Appendix B for facts and data used to evaluate the distribution of the bank's branch delivery system and branch openings and closings.

Performance under the Service Test is rated "High Satisfactory". Based on a full-scope review, the bank's performance in the Oklahoma City MSA is good.

FFB's offices and retail services are reasonably accessible to geographies and individuals of all income levels. FFB does not have any offices located in low-income tracts; however, 3 of the 17 (17.65 percent) full service branches in the Oklahoma City MSA AA are located in moderate-income tracts. This is almost the percentage of low- and moderate-income population that resides in these tracts. The Capital Hill branch is located in a moderate-income census tract and borders the Oklahoma City Empowerment Zone and is ideally positioned to serve this low- and moderate-income area. Six of the bank's 22 ATMs in the Oklahoma City MSA AA are located in moderate-income census tracts. No branches have been opened or closed in the Oklahoma City MSA AA during the evaluation period.

FFB has several products that provide alternative delivery systems for easy access to bank services by all sections of the bank's AA, to include low- and moderate-income individuals and geographies. In addition to branches and ATM's, the bank offers 24 hour telephone banking that allows customers to obtain loan and deposit information 24 hours a day, 365 days a year, free of charge. The bank also offers online banking to both personal and commercial customers. FFB has a full service telephone center that permits customers to open accounts, apply for consumer loans, and inquire about rates. Bi-lingual services are offered at the call center and the Capital Hill branch to better serve the high percentage of Hispanic customers that frequent this branch. FFB's ATMs also offer transactions in Spanish to better serve the Hispanic population.

FFB's community development services are considered good. Activities demonstrate the bank's commitment to its communities primarily through providing technical assistance, low or no cost services, credit/homebuyer counseling, and banking education.

Fair Lending or Other Illegal Credit Practices Review

We found no evidence of illegal discrimination or other illegal credit practices.

Appendix A: Market Profiles for Full-Scope Areas

Oklahoma City MSA

Demographic Information for FFB OKC MSA						
Demographic Characteristics	Number	Low (% of Number)	Moderate (% of Number)	Middle (% of Number)	Upper (% of Number)	NA* (% of Number)
Geographies (Census Tracts/BNAs)	334	7.19	30.24	36.23	24.85	1.50
Population by Geography	1,095,421	3.59	27.59	39.08	29.66	0.08
Owner-Occupied Housing by Geography	280,030	1.79	21.95	41.09	35.17	0.00
Business by Geography	68,126	4.50	25.54	38.79	28.75	2.43
Farms by Geography	1,762	1.53	18.67	46.94	32.35	0.51
Family Distribution by Income Level	289,647	20.04	18.19	21.66	40.11	0.00
Distribution of Low and Moderate Income Families throughout AA Geographies	110,734	5.32	38.79	39.66	16.23	0.00
Median Family Income HUD Adjusted Median Family Income for 2004 Households Below Poverty Level		44,898 52,200 13%		Median Housing Value Unemployment Rate (2000 US Census)	78,215 2.38%	

(*) The NA category consists of geographies that have not been assigned an income classification.
Source: 2000 US Census and 2004 HUD updated MFI

FFB has defined the entire Oklahoma City MSA as their AA, which does not arbitrarily exclude any low- or moderate-income areas. This AA consists of six counties comprising Canadian, Cleveland, Logan, McClain, Oklahoma, and Pottawatomie counties. Oklahoma County is the most populous county in the MSA.

As of the 2000 census, the total population of the AA was 1,095,421. This population is distributed at 3.59 percent, 27.59 percent, 39.08 percent, and 29.66 percent in low, moderate, middle, and upper-income tracts, respectively. The low- and moderate-income tracts are concentrated in the south central portion of Oklahoma City.

Of the 289,647 families in the AA, 20.04 percent, 18.19 percent, 21.66 percent, and 40.11 percent report earning low, moderate, middle, and upper-incomes, respectively. Approximately 27 percent of the households receive public assistance or social security. Households below the poverty level represent 13 percent. Slightly less than 91 percent of the housing units are occupied and 59 percent are owner occupied.

FFB operates 17 full service branches and 22 ATMs in the Oklahoma City MSA. Three of the branch offices are located in moderate-income census tracts and six of the ATMs are located in moderate-income tracts. Significant loan and deposit competitors in the Oklahoma City MSA include JP Morgan Chase, Bank of America, Bank of Oklahoma, BankFirst, IBC and Midfirst Bank.

Local banking competition is aggressive and includes affiliates of large national banking companies, regional banks, numerous small community banks, credit unions, and non-bank financial service providers.

The economic conditions in Oklahoma City are good. The low interest rates have supported a strong housing market and the rebound in the energy industry continues to help the region by boosting employment and income growth.

A review of community contacts conducted within the Oklahoma City MSA noted that there are several opportunities to participate in community service activities, but opportunities are more limited for community development opportunities. Contacts indicated that local banks are interested and active in seeking community development opportunities. Several contacts stated investment opportunities are limited in Oklahoma. Contacts indicated that affordable housing and rehabilitation of declining areas continue to be the primary needs of the AA.

Appendix B: Tables of Performance Data

Content of Standardized Tables

References to the “BANK” include activities of any affiliates that First Fidelity Bank, NA provided for consideration. For purposes of reviewing the lending test tables, 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 MSA/assessment area. Tables without data are not included in this PE.

The following is a listing and brief description of the tables:

- Table 1 Lending Volume** - Presents the number and dollar amount of reportable loans originated and purchased by the bank over the evaluation period by MSA/assessment area. Community development loans to statewide or regional entities or made outside the bank’s assessment area may receive positive CRA consideration. Please refer to *Banking Issuance 2001-39 – Community Reinvestment Act*, dated July 30, 2001 for Interagency Q&As __.12(i) - 5 and - 6 for additional details on guidance on when a bank may receive positive CRA consideration for such loans.
- 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 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 MSA/assessment area. The table also presents market share information based on the most recent aggregate market data available.
- Table 8 Borrower Distribution of Home Improvement Loans** - See Table 8.
- Table 9 Borrower Distribution of Refinance Loans** - See Table 8.
- Table 10 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 11 Qualified Investments** - Presents the number and dollar amount of qualified investments made by the bank in each MSA/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. Please refer to *Banking Issuance 2001-39 – Community Reinvestment Act*, dated July 30, 2001 for Interagency Q&As __.12(i) - 5 and - 6 for guidance on when a bank may receive positive CRA consideration for such investments.
- Table 12 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 MSA/AA. The table also presents data on branch openings and closings in each MSA/AA.

Table 1 - Lending Volume

LENDING VOLUME													Geography: OKC MSA				Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2005			
MSA/Assessment Area (2004):	% of Rated Area Loans / Number in MSA/AA*	Home Mortgage		Small Loans to Businesses		Small Loans to Farms		Community Development Loans**		Total Reported Loans		% of Rated Area Deposits in MSA/AA***								
		Number	\$ (000's)	Number	\$ (000's)	Number	\$ (000's)	Number	\$ (000's)	Number	\$(000's)									
Full Review:																				
FFB OKC MSA	95.01	746	44,210	1,144	102,892	52	2,161	4	6,498	1,946	155,761	98.00								
Limited Review:																				
FFB Tulsa MSA	4.99	17	2,144	84	12,664	1	10	2	4,476	104	19,294	2.00								

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

** The evaluation period for Community Development Loans is from May 27, 2003 to July 24, 2006.

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

Table 2 - Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE		Geography: OKC MSA						Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2005							
MSA/Assessment Area:	Total Home Purchase Loans		Low-Income Geographies (Low)		Moderate-Income Geographies (Mod)		Middle-Income Geographies (Mid)		Upper-Income Geographies (Upper)		Market Share (%) by Geography*				
	Number	% of Total**	% Owner Occupied Units***	% Owner Occupied Units****	% Owner Occupied Units***	% BANK Loans	% Owner Occupied Units***	% BANK Loans	% Owner Occupied Units***	% BANK Loans	Overall	Low	Mod	Mid	Upper
Full Review:															
FFB OKC MSA	111	96.52	1.79	2.70	21.95	23.42	41.09	45.05	35.17	28.83	0.14	0.43	0.21	0.19	0.07
Limited Review:															
FFB Tulsa MSA	4	3.48	0.92	0.00	20.83	25.00	47.41	75.00	30.84	0.00	0.00	0.00	0.00	0.01	0.00

* Based on 2004 Peer Mortgage Data (Western)

** Home purchase loans originated and purchased in the MSA/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: OKC MSA				Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2005					Market Share (%) by Geography*				
MSA/Assessment Area:	Total Home Improvement Loans		Low-Income Geographies (Low)		Moderate-Income Geographies (Mod)		Middle-Income Geographies (Mid)		Upper-Income Geographies (Upper)		Overall	Low	Mod	Mid	Upper	
	Number	% of Total*	% Owner Occupied Units***	% Owner Occupied Units****	% Owner Occupied Units***	% BANK Loans	% Owner Occupied Units***	% BANK Loans	% Owner Occupied Units***	% BANK Loans						
Full Review:																
FFB OKC MSA	308	97.78	1.79	1.62	21.95	14.94	41.09	42.86	35.17	40.58	3.15	1.03	1.98	3.58	3.45	
Limited Review:																
FFB Tulsa MSA	7	2.22	0.92	0.00	20.83	0.00	47.41	28.57	30.84	71.43	0.18	0.00	0.00	0.13	0.36	

* Based on 2004 Peer Mortgage Data (Western)

** Home improvement loans originated and purchased in the MSA/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: OKC MSA				Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2005									
MSA/Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies (Low)		Moderate-Income Geographies (Mod)		Middle-Income Geographies (Mid)		Upper-Income Geographies (Upper)		Market Share (%) by Geography*					
	Number	% of Total**	% Owner Occupied Units***	% Owner Occupied Units****	% Owner Occupied Units***	% BANK Loans	% Owner Occupied Units***	% BANK Loans	% Owner Occupied Units***	% BANK Loans	Overall	Low	Mod	Mid	Upper	
Full Review:																
FFB OKC MSA	322	98.47	1.79	0.62	21.95	15.22	41.09	48.76	35.17	35.40	0.59	0.34	0.48	0.79	0.45	
Limited Review:																
FFB Tulsa MSA	5	1.53	0.92	0.00	20.83	0.00	47.41	20.00	30.84	80.00	0.01	0.00	0.00	0.01	0.01	

* Based on 2004 Peer Mortgage Data (Western)

** Home refinance loans originated and purchased in the MSA/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: OKC MSA						Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2005							
MSA/Assessment Area:	Total Multifamily Loans (Multi)		Low-Income Geographies (Low)		Moderate-Income Geographies (Mod)		Middle-Income Geographies (Mid)		Upper-Income Geographies (Upper)		Market Share (%) by Geography*				
	Number	% of Total*	% of Multi Units***	% of Multi Units****	% Multi Units***	% BANK Loans	% Multi Units***	% BANK Loans	% Multi Units***	% BANK Loans	Overall	Low	Mod	Mid	Upper
Full Review:															
FFB OKC MSA	5	83.33	4.60	20.00	37.30	40.00	35.87	40.00	22.22	0.00	1.52	8.33	1.85	0.00	0.00
Limited Review:															
FFB Tulsa MSA	1	16.67	3.48	0.00	25.20	100.00	41.27	0.00	30.05	0.00	0.93	0.00	2.33	0.00	0.00

* Based on 2004 Peer Mortgage Data (Western)

** Multi-family loans originated and purchased in the MSA/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: OKC MSA				Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2005				
MSA/Assessment Area:	Total Small Business Loans		Low-Income Geographies (Low)		Moderate-Income Geographies (Mod)		Middle-Income Geographies (Mid)		Upper-Income Geographies (Upper)		Market Share (%) by Geography*									
	Number	% of Total **	% of Business es***	% BANK Loans	% of Business es***	% BANK Loans	% of Business es***	% BANK Loans	% of Business es***	% BANK Loans	Overall	Low	Mod	Mid	Upper					
Full Review:																				
FFB OKC MSA	1,138	93.13	4.50	3.34	25.54	20.65	38.79	45.08	28.75	30.93	1.98	1.32	1.80	2.53	1.90					
Limited Review:																				
FFB Tulsa MSA	84	6.87	1.06	1.19	27.38	26.19	42.24	40.48	29.32	32.14	0.21	0.54	0.26	0.21	0.20					

* Based on 2004 Peer Small Business Data -- US and PR

** Small loans to businesses originated and purchased in the MSA/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 - Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE		Geography: OKC MSA						Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2005							
MSA/Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers (Low)		Moderate-Income Borrowers (Mod)		Middle-Income Borrowers (Mid)		Upper-Income Borrowers (Upper)		Market Share*				
	Number	% of Total **	% Families ***	% BANK Loans ****	% BANK Loans ¹	% BANK Loans ****	% Families ***	% BANK Loans ****	% Families ***	% BANK Loans ****	Overall	Low	Mod	Mid	Upper
Full Review:															
FFB OKC MSA	90	96.77	20.04	8.89	18.19	20.00	21.66	20.00	40.11	51.11	0.14	0.15	0.16	0.08	0.17
Limited Review:															
FFB Tulsa MSA	3	3.23	19.97	0.00	18.37	0.00	21.62	33.33	40.05	66.67	0.01	0.00	0.00	0.00	0.01

* Based on 2004 Peer Mortgage Data (Western)

** As a percentage of loans with borrower income information available. No information was available for 0.0% 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 MSA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

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

Table 8 - Borrower Distribution of Home Improvement Loans

Borrower Distribution: HOME IMPROVEMENT															Geography: OKC MSA					Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2005				
MSA/Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers (Low)		Moderate-Income Borrowers (Mod)		Middle-Income Borrowers (Mid)		Upper-Income Borrowers (Upper)		Market Share*													
	Number	% of Total **	% Families***	% BANK Loans****	% BANK Loans ²	% BANK Loans****	% Families***	% BANK Loans****	% Families***	% BANK Loans****	Overall	Low	Mod	Mid	Upper									
Full Review:																								
FFB OKC MSA	296	98.34	20.04	9.12	18.19	22.30	21.66	25.68	40.11	42.91	3.27	1.59	3.44	3.32	3.74									
Limited Review:																								
FFB Tulsa MSA	5	1.66	19.97	20.00	18.37	0.00	21.62	20.00	40.05	60.00	0.13	0.22	0.00	0.00	0.25									

* Based on 2004 Peer Mortgage Data (Western)

** As a percentage of loans with borrower income information available. No information was available for 0.0% 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 MSA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

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

Table 9 - Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE		Geography: OKC MSA						Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2005							
MSA/Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers (Low)		Moderate-Income Borrowers (Mod)		Middle-Income Borrowers (Mid)		Upper-Income Borrowers (Upper)		Market Share*				
	Number	% of Total **	% Families ***	% BANK Loans ****	% BANK Loans ³	% BANK Loans ****	% Families ***	% BANK Loans ****	% Families ***	% BANK Loans ****	Overall	Low	Mod	Mid	Upper
Full Review:															
FFB OKC MSA	314	99.37	20.04	10.19	18.19	20.38	21.66	20.70	40.11	48.73	0.70	0.84	0.79	0.51	0.75
Limited Review:															
FFB Tulsa MSA	2	0.63	19.97	0.00	18.37	0.00	21.62	0.00	40.05	100.00	0.00	0.00	0.00	0.00	0.00

* Based on 2004 Peer Mortgage Data (Western)

** As a percentage of loans with borrower income information available. No information was available for 0.0% 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 MSA/AA as a percentage of all home refinance loans originated and purchased in the rated area.

³ Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Table 10 - Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES			Geography: OKC MSA		Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2005				
MSA/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*	
	Number	% of Total **	% of Businesses ***	% BANK Loans ****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Revenue of \$ 1 Million or Less
Full Review:									
FFB OKC MSA	1,144	93.16	61.00	85.31	77.45	13.55	9.00	1.98	4.42
Limited Review:									
FFB Tulsa MSA	84	6.84	61.59	82.14	63.10	20.24	16.67	0.21	0.43

* Based on 2004 Peer Small Business Data -- US and PR

** Small loans to businesses originated and purchased in the MSA/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 0.33% of small loans to businesses originated and purchased by the bank.

Table 11 - Qualified Investments

QUALIFIED INVESTMENTS		Geography: OKC MSA				Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2005			
MSA/Assessment Area:	Prior Period Investments*		Current Period Investments		Total Investments			Unfunded Commitments**	
	Number	\$(000's)	Number	\$(000's)	Number	\$(000's)	% of Total	Number	\$(000's)
Full Review:									
FFB OKC MSA	3	1,220	63	4,251	66	5,471	58.75	0	0
Limited Review:									
FFB Tulsa MSA	2	13	4	3,828	6	3,841	41.25	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 12 - Distribution of Branch Delivery System and Branch Openings/Closings

DISTRIBUTION OF BRANCH DELIVERY SYSTEM AND BRANCH OPENINGS/CLOSINGS																	
Geography: OKC MSA Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2005																	
MSA/Assessment Area:	Deposits	Branches						Branch Openings/Closings						Population			
	% of Rated Area Deposits in AA	Number of BANK Branches	% of Rated Area Branches in AA	Location of Branches by Income of Geographies (%)				Number of Branch Openings	Number of Branch Closings	Net change in Location of Branches (+ or -)				% of Population within Each Geography			
				Low	Mod	Mid	Upper			Low	Mod	Mid	Upper	Low	Mod	Mid	Upper
Full Review:																	
FFB OKC MSA	98.00	17	94.44	0.00	17.65	47.06	35.29	0	0	0	0	0	0	3.59	27.59	39.08	29.66
Limited Review:																	
FFB Tulsa MSA	2.00	1	5.56	0.00	0.00	0.00	100.00	1	0	0	0	0	1	1.78	24.53	45.74	27.94