



LARGE BANK

Comptroller of the Currency
Administrator of National Banks

Washington, DC 20219

Public Disclosure

October 22, 2001

Community Reinvestment Act **Performance Evaluation**

Associated Bank Illinois, National Association
Charter Number: 23716

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Rockford, IL 61103

Office of the Comptroller of the Currency

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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, 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.

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Overall CRA Rating

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

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

Performance Levels	Associated Bank Illinois, National Association Performance Tests		
	Lending Test*	Investment Test	Service Test
Outstanding			
High Satisfactory			
Low Satisfactory	X	X	X
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:

- Associated Bank Illinois demonstrates good responsiveness to credit needs taking into account the number and amount of home mortgage, small business, and consumer loans in its assessment areas.
- In general, the bank has a good distribution of loans to borrowers of different income levels. The bank’s distribution of loans to businesses of different sizes is adequate.
- Associated Bank Illinois’ performance in meeting the credit needs of highly economically disadvantaged areas, individuals, and businesses is adequate.
- The bank’s home mortgage and business loan origination activity reflects an adequate geographic distribution of loans.
- A high percentage of the bank’s loans are originated within its assessment areas.
- Associated Bank Illinois has made limited use of flexible lending products designed to meet the needs of low- and moderate-income individuals or geographies.
- Considering that a good level of opportunities exist to make qualified community development investments, Associated Bank Illinois has made an adequate level of qualified community development investments and grants that are responsive to community needs. This is especially true considering the relatively short time frame Associated Bank Illinois has been operating.

- One investment in the Northern Illinois Community Development Corporation (Rockford Metropolitan Statistical Area) is particularly noteworthy. Funds invested in the corporation can be leveraged to have a greater impact on the community.
- Associated Bank Illinois' delivery systems are reasonably accessible to geographies and individuals of different income levels in each of its assessment areas.
- The bank's services, including business hours, do not vary in a way that inconveniences any segment of its assessment areas.
- To the extent changes have been made, the bank's record of branch sales and closings during the evaluation period has not adversely affected the accessibility of its delivery systems, particularly to low- and moderate-income geographies or individuals.
- The bank and its employees are involved in an adequate number of community development services that are responsive to community needs.

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.

Assessment Area: A geographical area(s) designated by the bank within which the institution's performance will be evaluated.

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 (CD): 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.

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.

Full-Scope 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 or a block numbering area 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 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).

Home Mortgage Loans: These loans include home purchase and home improvement loans, as defined in the HMDA regulation. This definition also includes loans for multifamily (five or more families) dwellings, loans for the purchase of manufactured homes and refinancing of home improvement and home purchase loans.

Limited-Scope 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 Statistical Area (MSA): Area defined by the Office of Management and Budget. MSAs consist of one or more counties, including large population centers and nearby communities that have a high degree of interaction.

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.

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.

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

Description of Institution

Associated Bank Illinois, National Association (ABI) is 100 percent owned by Associated Banc-Corp (ABC). ABC, a multi-bank holding company headquartered in Green Bay, Wisconsin, is one of Wisconsin's largest publicly traded banking companies with total assets of \$13.1 billion as of December 31, 2000. ABC has over 200 banking locations in Wisconsin, Illinois and Minnesota. ABC also operates subsidiaries engaged in commercial banking, mortgage banking, trust services, investment services, and insurance activities.

ABC acquired First Financial Bank FSB (FFB) in 1998. On November 12, 1998, FFB offices in Illinois were re-chartered as ABI. ABI is an intrastate bank headquartered in Rockford, Illinois with total assets of \$2.8 billion as of June 30, 2001. The bank has 42 offices located in northern, central, and southwestern Illinois. A full range of banking services is available at ABI offices and all but 8 offices have a drive-through facility. The bank owns and operates 28 automatic teller machines (ATMs) in its AAs. The locations of ABI offices in relation to population and deposit characteristics of its AAs are illustrated in Table 13 of Appendix C.

Between November 12, 1998 and July 2000, ABI sold or closed several branches. Some of the FFB branches were in close proximity to each other, particularly in DeKalb and Peoria Counties. Because of this, management opted to close three branches, one in DeKalb and two in Peoria. ABI closed all three of these locations in December of 1999 and did not have a negative impact on the bank's ability to meet the financial service needs of the surrounding communities. ABI still operates branches near the sites of the closed branches. In addition to the branch closings, eight branches were sold between the dates listed above. These branches were not near main ABI operating areas and did not fit into the bank's operating strategy. The sold branches are now operated by other financial institutions and the sale did not have a negative impact on the availability of financial services. Following is a description of how branch sales affected AAs during the time period under evaluation.

On January 2, 2000, ABI sold a branch located in Mt. Zion, Illinois. Mt. Zion is in Macon County (MSA #2040). The tables in Appendix C present ABI's performance in this MSA for 1999 only. The seven other branches that were sold are located in non-MSA areas of Illinois. The locations and dates of these sales are Aledo (Mercer County), December 1999; Hamilton (Hancock County), July 2000; Havana (Mason County), February 2000; Lewistown (Fulton County), February 2000; Rushville (Schuyler County), December 1999; Greenville (Bond County), January 2000; and Pittsfield (Pike County), January 2000. For ease of presentation purposes, the non-MSA counties of Hancock, Mason, Mercer, Schuyler, Bond, and Pike are treated as one AA with data for 1999 only included in the tables of Appendix C. Since Fulton County remained as an ABI AA for the entire assessment period, we combined the data for Fulton County in the tables and presented it with other contiguous non-MSA counties (Knox and Warren) for the entire assessment period. Adams and Marshall County data is presented separately for the entire assessment period as these counties are not contiguous with any other ABI AA.

One ABI subsidiary, Associated Mortgage, Inc. (AMI) is active in ABI's AAs. AMI originates home purchase and home refinance loans. At the request of ABI's management, we considered the lending activities of AMI in the performance evaluation of ABI. Associated Card Services (ACS), a credit card issuer located in Stevens Point, Wisconsin and subsidiary of ABC, also had performance included in the evaluation of ABI's performance. Specific credit

cards issued by ACS are included on the balance sheet of ABI. Management of ABI asked us to consider these loans, too, as part of the bank's overall performance. This activity is taken into account in the evaluation of ABI's consumer loan origination performance. Affiliate activities do not negatively impact ABI's capacity to lend or invest in its communities.

ABI's business strategy is to operate with a community-bank orientation while offering a large-bank range of products. Based on dollars outstanding, residential real estate lending represents the majority of the bank's retail lending. Both ABI and its affiliate, AMI, originate residential loans within the bank's AAs. ABI primarily originates variable-rate home purchase and refinance loans as well as home improvement loans. AMI focuses on originating fixed-rate home purchase and refinance loans. The tables in Appendix C relating to the bank's home purchase, home improvement, and home refinance lending (Tables 1, 2, 3, 4, 7, 8, 9), show the combined performance of ABI and AMI.

As FFB, the bank focused on residential and consumer loan originations. Subsequent to ABC's acquisition of FFB, ABI made a strategic decision to achieve a more balanced loan portfolio. This resulted in strategies designed to establish a higher volume of commercial loans. This strategy also fit in with ABC's niche of being an active small business lender. Based on dollar volume, ABI has achieved a fairly balanced loan portfolio. Still, residential lending remains an important part of the bank's business strategy and in terms of number of loan originations, residential-related and consumer loans comprised the bulk of new loan originations during the assessment period. Although ABI originates a high number of consumer loans, the dollar amount of consumer loans is just under 15 percent of the bank's total loan portfolio.

ABI is not an active agricultural lender. In general, ABI personnel do not have the expertise necessary to serve the area's agricultural lending needs. Agricultural credit needs of the AA are being met through special lending programs or by financial institutions with a higher level of agriculture lending expertise.

There are no impediments that hamper ABI's ability to meet the needs of its communities. The institution's ability to meet credit needs is based on its financial condition and size; product offerings; prior performance; legal impediments; and other factors. As of June 30, 2001, net loans represented 65.4 percent of total assets. ABI's loan portfolio is broken down as follows: \$868 million in commercial loans (44.2 percent of total loans); \$801.8 million in residential real estate loans (40.8 percent); \$293.5 million in consumer loans (14.9 percent); and \$1.3 million in agricultural loans (0.1 percent). As of June 30, 2001, ABI's return on average assets was 1.47 percent and the bank's level of net Tier 1 capital¹ totaled \$167.5 million. This is ABI's first evaluation of its performance under the CRA.

¹ **Tier 1 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.

Scope of the Evaluation

Evaluation Period/Products Evaluated

The evaluation period for all loans discussed in this paragraph is January 1, 1999 through June 30, 2001. We evaluated home mortgage loan performance by analyzing ABI's record of originating or purchasing home purchase, home improvement, and home refinance loans. We also evaluated ABI's performance in originating small business loans. ABI management also asked us to consider information on other loans or lines of credit secured by residential real estate for purposes of small business. Lastly, ABI management asked us to consider consumer loan origination performance. Consumer loans include home equity loans and lines of credit, motor vehicle loans, credit card loans, and other secured and unsecured consumer loans.

Market share data and comparisons in this evaluation are based on 1999 aggregate data on home mortgage loans, small loans to businesses, and small loans to farms. Market share data is compiled from information provided by all institutions required to report data on home mortgage, small business, and small farm loan originations and purchases.

We evaluated qualified community development (CD) loans, investments, and services from November 12, 1998 through October 22, 2001. CD investments include donations and grants to organizations that have community development as their primary purpose.

The Federal Deposit Insurance Corporation (FDIC) compiles deposit market share information. The most recent deposit market share information is as of June 30, 2000.

Data Integrity

We reviewed the HMDA data used to analyze ABI's lending performance for accuracy in 2000. At that time we found only minor errors that did not affect the overall accuracy of the data. Since that time, management has also performed tests to assess the accuracy of HMDA data. We found the scope and frequency of those reviews to be sufficient in assessing HMDA data accuracy. Our conclusion is that HMDA data is reliable allowing us to meaningfully assess ABI's performance. Similarly, we reviewed small business and farm data at an earlier date. ABI also conducts periodic reviews to assess the accuracy of this data. Overall, we found the collection and reporting of the bank's small business and farm data accurate.

We also reviewed consumer loan data in 2000. At that time, we found inaccuracies in the collection of home equity lines of credit. Subsequent to that review, management completed a review of all reported home equity lines to correct identified errors. Management also reviews this information to assess its accuracy on an ongoing basis. We found management's efforts to correct this data to be satisfactory and consumer loan information included in this evaluation is considered accurate.

We verified that CD loans, investments, and services cited in this evaluation meet the regulatory definition of community development.

Selection of Areas for Full-Scope Review

We selected four AAs for full-scope reviews. These AAs are:

1) Rockford MSA #6880 (Winnebago, Boone, and portions of Ogle County): ABI is headquartered in this AA. Approximately 19 percent of the bank's home mortgage and small business loan originations during the assessment period were within this AA. Based on the number of loan originations during the assessment period, this is ABI's third largest AA. In addition, June 30, 2000 deposit market share information indicates that this AA is ABI's largest in terms of dollars on deposit. Approximately 26.8 percent of the bank's total deposit base is within this AA.

2) Peoria - Pekin MSA #6120 (Peoria, Woodford, and Tazewell Counties): This AA contains the largest number of branch locations among all of ABI's AAs. Based on number of loan originations, this was ABI's largest AA during the evaluation period. Approximately 31.5 percent of the bank's home mortgage and small business loan originations during the assessment period were within this AA. This AA ranked second in dollar amount of loans originated by ABI during the assessment period. Approximately 25 percent of ABI's total deposits are within this AA making it ABI's third largest AA in terms of dollars on deposit.

3) Part of the St. Louis MO-IL MSA #7040 (Madison, Monroe, and St. Clair Counties): Just over 28 percent of the bank's total number of home mortgage and small business loans were originated within this AA. In terms of loan origination dollars, this was the bank's largest AA during the assessment period. Slightly more than 26 percent of the bank's total deposits are within this AA.

4) Non-MSA (Fulton, Knox, and Warren Counties): Slightly more than 10 percent of ABI's total home mortgage and small business loan originations during the assessment period were within these three counties. Approximately 7.4 percent of the bank's total deposits are within this AA. Although not as large in terms of loan originations or dollars on deposit as the three AAs above, we still selected a full-scope review of this AA. Other AA's selected for full-scope review are more metropolitan. This AA represents the bank's largest rural AA and a full-scope assessment of performance in this AA helps us assess the bank's overall lending performance.

Appendix A, Scope of Evaluation, and Appendix B, Market Profiles for Full-Scope Areas, contain more information on the nature of ABI's operations within these AAs. Appendix B also contains detailed demographic information as well as other characteristics of these AAs.

We completed limited-scope reviews in ABI's other AAs. MSA #1600 (DeKalb, Kendall and a portion of Kane County) accounts for less than 4 percent of the bank's total home mortgage and small business loan originations during the assessment period. Only 4.8 percent of the bank's deposit base is within this AA. Two non-MSA counties, Adams and Marshall, have data presented separately in the tables in Appendix C. These two counties together account for less than 4 percent of ABI's home-mortgage and small business loan originations over the assessment period. Less than 9 percent of the bank's total deposits are within Adams and Marshall Counties. We have presented the data for six non-MSA counties (Mercer, Mason, Bond, Schuyler, Pike, and Hancock) together in the tables in Appendix C. Information on these counties includes originations for 1999 only. Branches in these counties have since been sold (see "Description of Institution" above). Altogether, home-mortgage and small business loan originations in these six counties account for 3.5 percent of ABI's total

originations during the assessment period. Finally, we reviewed performance in MSA #2040 (Macon County) on a limited-scope basis. Total loan originations and dollars on deposit in this AA are small in relation to the bank's total operations. In addition, ABI sold the branch in Macon County in January 2000, so information in Appendix C includes 1999 data only.

Ratings

ABI's overall rating is based primarily on those areas that received full-scope reviews. We weighed performance in the Rockford (MSA #6880), Peoria - Pekin (MSA #6120), and Southwest Illinois (MSA #7040) AAs nearly equally when evaluating overall performance. This was done because loan and deposit volumes are relatively equal in each AA. Loan volume, in terms of number of loans originated, is somewhat less in the Rockford MSA; however, the MSA is headquarters to the bank and ABI's largest AA in terms of dollars on deposit. Performance in the non-MSA AA of Fulton, Knox, and Warren Counties was given less weight as the scope of the bank's activities is significantly less in this AA.

We noted that ABI originated a high number of consumer loans throughout its AAs during the evaluation period. In general, though, we did not weigh performance in this category as heavily as other loan types. We did this because consumer loans were not cited as a specific need in any AA. Still, we afforded consumer loan originations more weight than some loan categories depending on the volume of originations within a particular AA. How we evaluated consumer lending performance by AA is discussed more fully under "*Lending Test*" immediately below.

Lending Test

Rockford MSA

We gave the most weight to the lending test when assessing overall performance and assigning a rating. In the Rockford MSA, equal weight was placed on performance in home purchase, home improvement, and home refinance lending. Weighting was determined through community contact information and a review of the percentage of originations for each product. We gave consumer loan performance more weight than small business loan performance. This was done primarily because ABI originated a higher percentage of consumer loans, compared to total originations, in this AA than in other full-scope AAs. Although business loans were also cited as a need in the AA, the number of small business loan originations, as a percentage of total originations, is smaller in this AA than in the Peoria - Pekin and Southwest Illinois MSAs. We gave fairly equal weight to ABI's geographic and borrower distribution performance.

Peoria - Pekin MSA

Based on community contact and other sources of information, we placed a slight emphasis on the bank's home improvement and small business lending performance in the Peoria - Pekin AA. These loans were cited as needs in the AA and ABI originated more home improvement loans in this AA than in any other of its AAs. We also factored loans secured by residential real estate for purposes of small business into the bank's small business lending analysis. In terms of number of loan originations, this is ABI's second largest AA for small business loans. In general, we placed equal weight on the bank's geographic and borrower distribution performance.

Southwest Illinois MSA

We placed a considerable level of importance on the bank's home purchase lending performance in MSA #7040 (Madison, Monroe, and St. Clair Counties). Affordable housing was often cited as a need in the AA. We afforded home improvement lending performance the next most weight. Home rehabilitation loans were also cited as a significant need in the AA. This is the bank's largest AA in terms of the number small loans to business originations. Furthermore, small loans to businesses represent a higher percentage of total loan originations in this AA than in any other full-scope AA. As a result, we also placed the next most weight on performance in this loan category. We also factored loans secured by residential real for purposes of small business into ABI's small business loan performance. In general, we placed equal emphasis on ABI's geographic and borrower distribution performance.

Non-MSA AA (Fulton, Knox, and Warren Counties)

In the three county non-MSA AA (Fulton, Knox and Warren Counties) receiving a full-scope review, we placed most weight home purchase and home refinance performance. Opportunities to increase and maintain homeownership were cited as a need in the AA. Additionally, the bulk of ABI's home mortgage originations in this AA were home purchase and refinance loans. We did not place any weight on the bank's small business lending performance in this AA. ABI did not focus on small business loans in this AA during the evaluation period. This is evident in the modest number of small business loan originations in this AA over the evaluation period. We placed more weight on ABI's borrower distribution performance as there are no low-income geographies and just six moderate-income geographies in this AA.

Investment Test

In assessing the bank's performance under the investment test, the number and dollar amount of qualified investments is only one part of the evaluation. We also assess the responsiveness of qualified investments in relation to community needs as well as the qualified investment's innovativeness and complexity. By assessing the investment test in this manner, we can recognize efforts that may not result in large dollar amounts of investments but have value to the bank's communities. In addition, we took into account ABI's limited time period it has been operating. In general, discovering ways to make qualified CD investments that are responsive to community needs takes time and appropriate due diligence.

Service Test

Generally, we give branch distribution and branch openings and closing the greatest weight under the service test. This recognizes the importance of convenient access within AAs. We also assess the bank's hours of operations and services provided by the branch network. In assessing the bank's provision of CD services, we not only assess the number of CD services the bank is involved in, but also at the CD services' responsiveness and innovativeness.

Other

We include information obtained from community contacts in "Market Profiles for Full-Scope Areas" in Appendix B. We contacted at least one housing organization and/or economic

development organization in each full-scope AA. Housing organizations we contacted have a primary purpose of developing or providing affordable housing for low- and moderate-income (LMI) individuals. These organizations may also have been involved in home rehabilitation efforts for LMI families. Economic development organizations we contacted are primarily involved with attracting or retaining small businesses in order to revitalize areas within the scope of their operations.

Fair Lending Review

An analysis of the most recent HMDA, small business and small farm lending data, public comments and consumer complaints was performed according to the OCC's risk based fair lending approach. Based on its analysis of the information, the OCC decided that a comprehensive fair lending examination would not need to be conducted in connection with the CRA evaluation this year. The latest comprehensive fair lending examination was performed in October of 2000.

Conclusions with Respect to Performance Tests

LENDING TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the lending test is rated "low satisfactory." Based on full-scope reviews, ABI's performance in the Rockford MSA is good. The bank's performance in the Peoria - Pekin and Southwest Illinois MSAs is adequate. ABI's performance in the Fulton, Knox, and Warren County non-MSA AA is good.

Lending Activity

Refer to Table 1 in Appendix C for the facts and data used to evaluate the bank's lending activity. Consumer loan activity is included in Table 14 of Appendix C.

Rockford MSA #6880

Overall lending volume in this AA is good. Please refer to the "Scope of Evaluation" section earlier in this evaluation for a description of how we weighed specific loan categories in assessing the bank's performance.

Home Mortgage Loans

The primary way to put overall lending volume into perspective is to compare the deposit market rank and share of the bank in the AA to its market share and rank of a particular loan product. This provides a gauge of the volume of bank lending in relation to its size and capacity. In the Rockford AA, ABI's deposit market share of 10.98 percent ranks third. Based on 1999 aggregate HMDA data, ABI ranked 13th in home purchase loan originations with a market share of 1.54 percent. However, a large number of non-bank competitors, ones that do not take deposits in the AA such as Countrywide Home Loans, Prism Mortgage Company, and Homeside Lending, Incorporated, compete for home purchase and home refinance loans in the AA. The volume of these entity's activities distorts the comparison between deposit market share and rank and lending market share and rank. Taking this into consideration, ABI demonstrated satisfactory home purchase loan performance in this AA.

The bank originated a good volume of home refinance loans. HMDA data for 1999 indicates that ABI ranked third in the AA with a home mortgage refinance loan market share of 5.56 percent. Although the bank's market share of home refinance loans lags its deposit market share, if the number of non-bank competitors are removed from the analysis, the bank's overall home refinance loan performance is good.

ABI's home improvement loan volume ranked second in the AA during 1999 with a market share of 10.66 percent. This compares favorably to its deposit market share and rank indicating a good volume of home improvement loan originations.

Small Business Loans

ABI did not focus on business loans during most of the assessment period. The bank was primarily a mortgage and consumer loan originator until ABI could gain more experience and expertise in business lending (see “Description of Institution”). As a result, the number of small business loan originations during the evaluation period is not large, particularly in 1999. Based on 1999 aggregate CRA data, ABI ranked 21st in the AA with a market share of 0.27 percent. This places the bank in the 75th percentile among small business loan originators in the AA. Taking into consideration the time it takes to build expertise in business lending, the bank’s overall volume of small business loans in the AA is adequate.

Small Farm Loans

ABI did not originate any small farms in the Rockford AA during the assessment period. Reasons for this are discussed under “Description of Institution.” As agricultural credit needs are being met by more specialized lenders in the AA, the lack of agricultural loans was not viewed negatively.

Consumer Loans

During the assessment period, ABI originated 2,574 consumer loans in the Rockford AA for a total of \$28.9 million. Market share information is not available for consumer loans; however, Consolidated Reports of Condition and Income (Call Reports) from June 30, 2001 indicate that ABI has the second highest dollar level of consumer loans outstanding among banks located in all of ABI’s full-scope AAs. As a percentage of gross loans outstanding, ABI’s consumer loan portfolio ranks sixth among 17 banks in the Rockford AA. This information is also based on June 30, 2001 Call Report information. Although dollar amount of consumer loans outstanding has shrunk at ABI during the assessment period, the number of originations and dollar level outstanding indicates that ABI has originated a good volume of consumer loans.

Other Types of Loans (Other Secured Lines of Credit or Loans for Purposes of Small Business)

These types of loans are generally secured by residential real estate but the purpose of the loan funds is for small business. ABI management chose to collect and report information on these loans for our evaluation. During the assessment period, ABI originated 28 loans of this type in the AA totaling \$72 million. Although the average dollar size of these loans is large, we did not place much weight on this category due to the relatively small number of originations.

Peoria - Pekin MSA #6120

Overall lending volume in this AA is good. Please refer to the “Scope of Evaluation” section earlier in this evaluation for a description of how we weighed specific loan categories in assessing the bank’s performance.

Home Mortgage Loans

The bank originated more home mortgage loans in this AA than in any of its other AAs. Based on 1999 HMDA information, ABI’s market share of home purchase loans ranked fourth in the AA at 3.46 percent. This percentage is well behind the two leaders that have markets shares

of 26.32 percent and 13.71 percent respectively. The bank's home purchase loan market share and rank lag its deposit market share (13.80 percent) and rank (first) in the AA. Taking into account that two of the top three lenders in the AA are significantly larger mortgage companies, ABI's home purchase lending volume in the AA is considered adequate.

ABI's overall volume of home refinance lending is good. ABI ranks second in market share in the AA at 8.24 percent. This trails the 18.53 percent of the market share leader, the 11th largest credit union in the country. The bank's market share and rank is comparable to its deposit market share and rank. This demonstrates good performance, especially when taking into account the size of the credit union and other major competitors. The third and fourth largest home refinance loan originators in the AA are significantly larger in terms of total assets.

The bank originated an excellent volume of home improvement loans during the assessment period. ABI originated more home improvement loans in this AA than in any other of its AAs. The bank's market share of 16.94 percent exceeds its deposit market share. ABI's market share ranks second in the AA. The leading home improvement loan originator in the AA is the large credit union discussed above.

Small Business Loans

ABI's overall volume of loans to small businesses is adequate. ABI originated 219 small loans to businesses in the AA during the evaluation period for a total of \$24.8 million. Based on 1999 CRA data, ABI ranked 11th in the AA with a market share of 2.61 percent. While this lags its deposit market share and rank, for much of the assessment period ABI did not focus on small business loans. In addition, four of the institutions with a larger market share of small business loan originations are credit card companies. Credit card companies generally originate a much higher number of loans.

Small Farm Loans

For reasons outlined earlier in this evaluation, the bank's small farm loan performance had a neutral effect on its CRA evaluation. Agricultural credit needs in the AA are being met by more specialized lenders.

Consumer Loans

ABI originated 3,331 consumer loans in this AA during the evaluation period totaling \$45.3 million. June 30, 2001 Call Report information indicates ABI ranks 10th among 23 reporting banks in the AA in terms of consumer loans as a percentage of gross loans. Although there are other banks in the AA placing more emphasis on consumer loans as a percentage of total loans, ABI's number and dollar volume of consumer loan originations ranks at or near the top in this AA. Overall, ABI has a good volume of consumer loan originations in this AA.

Other Types of Loans (Other Secured Lines of Credit or Loans for Purposes of Small Business)

The bank originated 173 of these loans for a total of \$57 million during the assessment period.

If originations of this type of loan in 1999 were combined with small business loan originations in 1999, the bank's market share and rank of small business loans would still lag its deposit market share and rank in the AA.

Southwest Illinois AA (MSA #7040)

Overall lending volume in this AA is good. Although home purchase and small business loan volume is adequate, excellent volume in other loan categories, particularly home improvement, home refinance, and consumer loans, resulted in an overall assessment of good loan volume in this AA. Please refer to the "Scope of Evaluation" section earlier in this evaluation for a description of how we weighed specific loan categories in assessing the bank's performance.

Home Mortgage Loans

Aggregate market share data for 1999 indicates that ABI's market share of home purchase loans in this AA ranked 15th at 1.88 percent. This lags the bank's deposit market share and rank of 8.79 percent and fourth respectively. However, the presence of numerous non-deposit taking financial institutions in the AA has affected the bank's home purchase loan market share. Taking this into consideration, ABI originated an adequate volume home purchase loans in this AA.

Based on 1999 HMDA data, ABI's volume of home refinance loan originations ranked first in the AA with a market share of 5.31 percent. This is very comparable to its deposit market share, especially considering the high level of lending competition in the AA. More than 300 lenders originated at least one home refinance loan in the AA during 1999. Many were larger mortgage companies or banks. Overall, the bank's level of home refinance lending activity is excellent.

ABI also originated an excellent volume of home improvement loans. Based on 1999 market share data, ABI ranked second in the AA with a home improvement loan market share of 10 percent. The bank's home improvement loan market share and rank both exceed its deposit market share and rank. Additionally, the number one ranked home improvement lender in the AA is a significantly larger financial institution with a market share of approximately 12.5 percent.

Small Business Loans

ABI's small business loan volume in this AA is adequate. This is the bank's largest AA in terms of number and dollar amount of small business loan originations. CRA market share data for 1999 indicates ABI ranked 11th in the AA with a market share of 1.59 percent. Six lenders with a larger market share are credit card banks that generally originate a significantly higher number of loans. Excluding the credit card companies, ABI's small business loan origination percentile ranking is comparable to its deposit market share percentile ranking.

Small Farm Loans

ABI originated two small farm loans in this AA during the evaluation period. As indicated earlier, ABI's small farm loan activity had a neutral effect on the bank's CRA evaluation. Agricultural credit needs in the AA are being met by more specialized lenders.

Consumer Loans

During the evaluation period, ABI originated 3,254 consumer loans in this AA for a total of \$42 million. June 30, 2001 Call Report information indicates that ABI has a high dollar amount of consumer loans outstanding compared to other banks in the AA. Only three banks in the AA have a higher percentage of consumer loans as a percentage of gross loans outstanding, but those banks have a much smaller dollar level of consumer loans outstanding. Overall, ABI's volume of consumer loan originations is excellent.

Other Types of Loans (Other Secured Lines of Credit or Loans for Purposes of Small Business)

ABI originated 72 of these loans during the evaluation period totaling \$21 million. If these originations are combined with the bank's small business loan originations, ABI's small business loan market share and rank still lags its deposit market share and rank.

Non-MSA Assessment Area (Fulton, Knox, and Warren Counties)

Overall lending volume in this AA is good. Please refer to the "Scope of Evaluation" section earlier in this evaluation for a description of how we weighed specific loan categories in assessing the bank's performance.

Home Mortgage Loans

According to 1999 HMDA information, ABI ranked third in home purchase loan market share at 9.89 percent. This is comparable to its deposit market rank and share of second and 9.86 percent respectively. Overall, this demonstrates a good volume of home purchase loans within the AA.

The volume of home refinance lending activity is excellent. Based on 1999 HMDA data, ABI ranked first in home refinance market share at 18.45 percent. This is well above the bank's deposit market share.

The volume of home improvement loan activity is also excellent. HMDA data for 1999 indicates ABI ranked second in the AA with a home improvement loan market share of 22.13 percent. The bank's market share of home improvement loans is significantly higher than its deposit market share.

Small Business Loans

ABI was not an active small business lender in the AA during the assessment period. The bank originated just 19 small loans to businesses during the evaluation period. CRA data for 1999 indicates ABI ranked 10th in small business loan market share at 0.84 percent. Taking into consideration ABI's focus in the AA was not small business loans, no significant weight was placed on the bank's performance in this category.

Small Farm Loans

Similar to other AAs, small farm loan volume and activity had no impact on the bank's CRA evaluation. More specialized lenders are meeting the AA's agricultural credit needs.

Consumer Loans

During the evaluation period, ABI originated 936 consumer loans in this AA totaling \$10.3 million. June 30, 2001 Call Report information indicates ABI's percentage of consumer loans as a percentage of gross loans ranks 10th among 19 reporting banks. However, in terms of dollar volume of consumer loans outstanding, ABI has the largest consumer loan portfolio in the AA. Overall, ABI demonstrated good performance in consumer loan origination volume.

Other Types of Loans (Other Secured Lines of Credit or Loans for Purposes of Small Business)

The bank originated 10 of these loans for a total of \$953,664 during the assessment period. As indicated above, though, we placed no weight on performance in this category as business lending was not emphasized at the bank for a good portion of the evaluation period.

Distribution of Loans by Income Level of the Geography

Home Mortgage Loans

Refer to Tables 2, 3, and 4 in Appendix C for the facts and data used to evaluate the geographic distribution of the bank's home mortgage loan originations. For each AA, the tables illustrate the bank's percentage of home mortgage loans originated in each income level of geography. For comparison purposes, the tables also illustrate the percentage of owner-occupied units in each income level of geography. The percentage of owner-occupied units within each income level of geography provides an understanding of the opportunities for lending within those geographies. Tables 2 through 4 also present market share information. This provides a measure of how the bank compares to other mortgage lenders in the market.

Rockford MSA #6880

Home Purchase Loans

ABI's geographic distribution of home purchase loans in this AA is adequate. The bank's percentage of home purchase loans in low-income geographies is below the percentage of owner-occupied units in low-income geographies. Opportunities to lend in these geographies are somewhat limited, though. Not only are just 2 percent of the AA's owner-occupied units in low-income geographies, but these geographies have a high housing value in relation to the median family income of the geographies. Based on demographic data, four of the six low-income CTs in this AA have the highest housing value to median family income ratio in the AA. This indicates that housing-related loans may be more cost prohibitive for families living in these geographies than in other geographies of the AA. ABI's percentage of loans in moderate-income CTs also lags the percentage of owner-occupied units in those geographies.

ABI's market share of home purchase loans in both low- and moderate-income geographies is adequate. However, the bank's market share in low- and moderate-income geographies is below its overall home purchase loan market share.

Home Improvement Loans

The bank's geographic distribution of home improvement loans in the Rockford AA is adequate. ABI's percentage of home improvement loans in low-income geographies is lower than the percentage of owner-occupied units in those geographies. ABI's percentage is adequate in light of the opportunities available in the AA. Nearly 11.5 percent of the bank's home improvement loan originations during the evaluation period were in moderate-income geographies. That percentage, though, is still below the percentage of owner-occupied units in moderate-income geographies (15.57 percent).

ABI's market share of home improvement loans in low-income geographies is below its overall market share. However, 1999 HMDA data indicates that only 33 home improvement loans were made in low-income geographies by all lenders in the AA. This indicates a nominal volume of home improvement lending in low-income geographies in general. The bank's market share of home improvement loans in moderate-income geographies is slightly below its overall market share.

Home Refinance Loans

The bank has an adequate geographic distribution of home refinance loans. The bank's percentage of loans in low-income geographies is below the percentage of owner-occupied units in those geographies. The bank's percentage of home refinance loans in moderate-income geographies is slightly below the percentage of owner-occupied units in moderate-income geographies.

ABI did not originate a home refinance loan in a low-income CT in 1999. As this is the most recent year with market share data, ABI has no market share in these geographies. The bank's market share in moderate-income geographies is nearly equal its overall market share of home refinance loans. ABI was only three home refinance loan originations behind the market share leader in moderate-income geographies.

Peoria - Pekin MSA #6120

Home Purchase Loans

The bank's geographic distribution of home purchase loans in the Peoria - Pekin AA is adequate. ABI's percentage of loans in low-income geographies is below the percentage of owner-occupied units in low-income geographies. However, opportunities to lend in these geographies are similarly limited like MSA 6880. Just 1.9 percent of all owner-occupied units in the AA are in low-income geographies. In addition, the four CTs with the highest housing value to median family income ratios in the AA are low-income CTs. ABI's percentage of home purchase loans in moderate-income geographies is also lower than the demographic characteristics of the AA's moderate-income geographies.

ABI's market share of home purchase loans in low-income geographies is below its overall market share. The bank's market share in moderate-income geographies is just slightly below its overall home purchase loan market share.

Home Improvement Loans

During the assessment period, ABI demonstrated an adequate geographic distribution of home improvement loans in this AA. The bank's percentage of home improvement loans in low-income geographies is below the percentage of owner-occupied units in those geographies. The bank has an excellent percentage of home improvement loans in moderate-income geographies. The bank's percentage of home improvement loans in moderate-income geographies is slightly above the percentage of owner-occupied units in those geographies.

ABI's market share of home improvement loans in both low- and moderate-income CTs trails its overall market share. In terms of market rank, ABI ranks third in both LMI geographies. ABI is ranked second in overall home improvement loan market share in this AA.

Home Refinance Loans

The bank's geographic distribution of home refinance loans in this AA is also adequate. ABI's percentage of home refinance loans in LMI CTs is below the demographic characteristics of the AA. As indicated earlier, opportunities to lend in low-income tracts are somewhat limited. The bank's percentage of loans in moderate-income geographies is nearly equal to the percentage of owner-occupied units in those geographies.

ABI's market share of 5 percent in low-income geographies is below its overall home refinance loan market share. The bank was two home refinance loan originations behind the low-income geography market share leader. ABI's market share of 7.74 percent in moderate-income tracts is the second highest among all lenders. Still, the bank's market share is slightly below its overall home refinance loan market share in the AA.

Southwest Illinois AA (MSA#7040)

Home Purchase Loans

ABI's geographic distribution of home purchase loans in this AA is adequate. The bank's percentage of home purchase loans in both LMI CTs is well below the demographic characteristics of the AA. As indicated in the Market Profile in Appendix B, the current tax structure in the most blighted geographies of the AA impacts home mortgage lending. As business development has been slow, so too has residential development. This impacts the opportunity to originate home purchase loans in many of the AA's LMI areas.

According to 1999 market share information, relatively few (194 loans) home purchase loans were originated by all lenders in low-income geographies. Of the 194 home purchase loans originated in 1999, ABI originated 5 for a market share of 2.58 percent. ABI's market share in low-income geographies exceeds its overall home purchase loan market share in the AA. ABI's market share in moderate-income geographies is slightly below its overall home purchase market share.

Home Improvement Loans

ABI's geographic distribution of home purchase loans in the AA is adequate. The bank's percentage of home improvement loans in LMI geographies is below the percentage of owner-

occupied units in those geographies. The bank's market share of home improvement loans in both LMI geographies also trails its overall market share. Again, relatively few loans were originated in low-income geographies (84 loans) by all lenders according to 1999 market share information.

Home Refinance Loans

The bank has an adequate geographic distribution of home refinance loans in the AA. Although the bank's percentage of home refinance loans in low-income geographies is below the percentage of owner-occupied units in those geographies, the issues discussed under "*Home Purchase Loans*" above impact opportunities to lend in many of the AA's low-income tracts. ABI's percentage of home refinance loans in moderate-income tracts is also below the demographic characteristics of the area.

ABI's overall market share of home refinance loans exceeds its market share in both LMI geographies. ABI ranked second in home refinance loan originations in the AA according to 1999 HMDA data. The bank's market share ranked eighth and fourth in LMI geographies respectively.

Non-MSA AA (Fulton, Knox, and Warren Counties)

Home Purchase Loans

The bank has an excellent geographic distribution of home purchase loans in this AA. ABI's percentage of home purchase loans in moderate-income geographies exceeds the percentage of owner-occupied units in those geographies. There are no low-income CTs in this AA.

Based on 1999 HMDA data, the bank's market share of home purchase in moderate-income geographies is well above its overall market share. Additionally, while ABI ranks third in the AA in total home purchase loan market share, the bank is the second ranked lender in the AA's moderate-income geographies.

Home Improvement Loans

ABI has an adequate geographic distribution of home improvement loans in the AA. During the evaluation period, ABI originated 13 percent of its home improvement loans in moderate-income geographies. This is slightly below the percentage of owner-occupied units in moderate-income geographies in the AA. Likewise, the bank's market share of home improvement loans in moderate-income geographies is slightly below its overall market share.

Home Refinance Loans

The bank has an adequate geographic distribution of home refinance loans in the AA. ABI's percentage of home refinance loans in moderate-income CT's is somewhat lower than the demographic characteristics of the AA. In terms of market share, ABI has the AA's highest market share in total home refinance originations in moderate-income geographies. However, ABI's market share in moderate-income geographies is lower than its overall market share.

Small Loans to Businesses

Refer to Table 5 in Appendix C for the facts and data used to evaluate the geographic distribution of the bank's origination of small loans to businesses. For each AA, Table 5 illustrates the bank's percentage of small loans to businesses originated in each income level of geography in comparison to the percentage of businesses in each income level of geography. The percentage of businesses within each income level of geography provides an understanding of the opportunities for lending within those geographies. Table 5 also presents market share information based on the most recent aggregate market data available. This provides a measure of how the bank compares to other lenders in the market.

Rockford MSA #6880

ABI's geographic distribution of small loans to businesses in the Rockford AA is excellent. The bank's percentage of small loans to businesses in both low- and moderate-income geographies exceeds the percentage of businesses located in those geographies.

Market share data, while favorable, is less meaningful. The bank originated only 10 small loans to businesses in 1999, the most recent year with aggregate market data. Even considering that, the bank's market share in LMI geographies exceeds its overall market share.

Peoria - Pekin MSA #6120

ABI demonstrated an adequate geographic distribution of small loans to businesses in this AA. The bank's percentage of loans in low-income geographies is equal to approximately half the percentage of businesses located in low-income geographies in the AA. ABI's percentage of loans in moderate-income CTs is below the demographic characteristics of the AA.

The bank's market share of small loans to businesses in low-income geographies is below its overall market share. ABI's market share of small loans to businesses in moderate-income geographies is slightly above its overall market share.

Southwest Illinois AA (MSA #7040)

The geographic distribution of small loans to businesses in this AA is adequate. Considering the difficulties of the business climate in many of the AA's low-income CTs (see Market Profile in Appendix B), the bank's percentage of loans in low-income geographies is adequate. ABI's percentage of loans in moderate-income geographies is moderately below the percentage of businesses located in moderate-income CTs in the AA.

Although the bank originated small loans to businesses in low-income geographies during the evaluation period, none of those were originated in 1999, the most recent year of aggregate market data. As a result, Table 5 shows the bank with a zero percent market share for low-income geographies. The bank's market share of small loans to businesses in moderate-income geographies is slightly below its overall market share.

Non-MSA AA (Fulton, Knox, and Warren Counties)

No significant weight was placed on the bank's performance in this category as ABI originated only 19 small loans to businesses in this AA during the evaluation period. Still, the bank's

percentage of loans originated in moderate-income geographies is consistent with the percentage of businesses located in those geographies. The bank's market share in moderate-income geographies is also consistent with its overall market share. There are no low-income geographies in this AA.

Small Loans to Farms

Because ABI is not an active agricultural lender, originating just eight small loans to farms over the evaluation period in all AAs combined, a meaningful analysis can not be completed on the bank's performance in this category. Table 6 in Appendix C presents the bank's geographic distribution of small loans to farms.

Consumer Loans

Refer to Table 14 in Appendix C for the facts and data used to evaluate the geographic distribution of the bank's consumer loan originations. Table 14 illustrates the percentage of ABI's consumer loan originations in each income level of geography compared to the percentage of households in those geographies. No market share data is available for consumer lending.

Rockford MSA#6880

The bank's geographic distribution of consumer loans in the Rockford AA is adequate. The bank's percentage of consumer loans in low-income geographies is below the percentage of households in those geographies. ABI's percentage of consumer loans in moderate-income geographies is closer to, but still below, the demographic characteristics of the AA.

Peoria - Pekin MSA #6120

ABI's geographic distribution of consumer loans in the Peoria - Pekin AA is adequate. In both LMI CTs, the bank's percentage of consumer loan originations lags the percentage of households in those geographies.

Southwest Illinois AA (MSA #7040)

The bank originated just over 4 percent of its consumer loans in this AA in low-income CTs. This is below the percentage of households in low-income geographies (7.17 percent). The percentage of ABI consumer loan originations in moderate-income geographies is also below the demographic characteristics of the AA. Overall, the bank's geographic distribution of consumer loans is adequate.

Non-MSA AA (Fulton, Knox, and Warren Counties)

ABI has an adequate geographic distribution of consumer loans in this AA. The bank's percentage of loan originations in moderate-income CTs is below the percentage of households in those CTs. There are no low-income CTs in this AA.

Other Types of Loans (Other Secured Lines of Credit or Loans for Purposes of Small Business)

Rockford MSA #6880

The bank originated 28 of these types of loans during the evaluation period. Of the 28, four (14.3 percent) were in moderate-income geographies. None of these loan types were originated in a low-income geography. Due to the limited volume, ABI's performance in this loan category did not have an impact on overall ratings.

Peoria - Pekin MSA #6120

ABI originated 173 of these loans in the AA during the evaluation period. Six of these loans, or 3.46 percent, were originated in low-income geographies. This percentage is slightly below the percentage of businesses located in low-income CTs. ABI originated 28, or 16.18 percent of these loans in moderate-income geographies. This is an excellent percentage being slightly above the percentage of businesses located in the moderate-income CTs of the AA. Overall, ABI's geographic distribution of other types of loans for purposes of small business is good. This is especially true as small business lending was cited as a particular need in this AA.

Southwest Illinois AA (MSA #7040)

ABI's geographic distribution of other types of loans for purposes of small business is adequate. The bank originated 72 of these loans in the AA during the evaluation period. Although none were in low-income geographies, 14, or 19.44 percent were in moderate-income geographies. The percentage of the bank's loans in moderate-income geographies is consistent with the percentage of businesses located in moderate-income CTs in the AA.

Non-MSA AA (Fulton, Knox, and Warren Counties)

ABI originated only 10 loans of this type in this AA during the evaluation period. As a result, we placed no weight on the bank's performance in this area. None of the 10 originations were in a moderate-income CT. There are no low-income CTs in this AA.

Lending Gap Analysis

Rockford MSA #6880

We analyzed information detailing CTs where ABI originated no loans during the assessment period. Overall, we did not identify any conspicuous gaps in the bank's lending pattern.

Peoria - Pekin MSA #6120

ABI originated loans in nearly every CT in this AA during the evaluation period. There is no evidence of any unexplained conspicuous lending gaps in the bank's business lending patterns.

Southwest Illinois AA (MSA #7040)

We did not identify any unexplained gaps in the bank's home mortgage lending performance in the Southwest Illinois AA. In addition, we did not identify any unexplained conspicuous lending patterns or gaps in the bank's small loan to business originations.

Non-MSA AA (Fulton, Knox, and Warren Counties)

An analysis of the bank's home mortgage loan origination and small loan to a business origination lending patterns indicates that ABI originated loans throughout the AA with no conspicuous gaps being present.

Inside/Outside Ratio

As part of our assessment of the bank's geographic distribution performance, we also evaluated the percentage of total loans originated within ABI's AAs. This analysis focuses only on ABI's performance in originating loans within its AAs; it does not include loans originated by affiliates (e.g., AMI).

Home Mortgage Loans

ABI made a high percentage of home purchase loans within its AAs. The bank originated more than 89 percent of the number and 87 percent of the dollar amount of home purchase loans within the its AAs during the evaluation period. ABI originated a substantial majority of home refinance and home improvement loans within its AAs during the evaluation period. The bank originated more than 93 percent of the number of home refinance loans within its AAs during the evaluation period. Slightly more than 90 percent of the dollar amount of home refinance loans were within ABI's AAs. Similarly, the bank originated more than 93 percent of the number and 90 percent of the dollar amount of home improvement loans within the its AAs during the evaluation period.

Small Business Loans

ABI originated an adequate percentage of small loans to businesses within its AAs. Just over 68 percent of the number and 75 percent of the dollar amount of small loans to businesses were within the bank's AAs.

Small Farm Loans

Eight of the bank's nine small loans to farms were within ABI's AAs. Due to the small origination volume, the overall impact on the bank's geographic distribution rating was neutral.

Consumer Loans

Overall performance in consumer lending within ABI's AA had a positive impact on the geographic distribution rating. Excluding loans originated by affiliates, primarily credit cards originated by ACS, 92.8 percent of the number of consumer loan originations during the evaluation period were within the bank's AAs. Just under 91 percent of the dollar amount of consumer loans were within ABI's AAs.

Other Types of Loans (Other Secured Lines of Credit or Loans for Purposes of Small Business)

Nearly 88 percent of the number of ABI's other types of loans for business purposes were within the bank's AAs. The dollar percentage of these loans within the AAs is lower at 68.4 percent. Based on the limited volume of originations of this type, overall performance in this category had a neutral impact on the bank's lending test rating.

Distribution of Loans by Income Level of the Borrower

Home Mortgage Loans

Refer to Tables 7, 8, and 9 in Appendix C for the facts and data used to evaluate the borrower distribution of the bank's home mortgage loan originations. For each AA, the tables illustrate the bank's percentage of home mortgage loans originated to low-, moderate-, middle-, and upper-income borrowers in comparison to the percentage of families that are in each of those income levels. Tables 7 through 9 also present market share information. This provides a measure of how the bank compares to other mortgage lenders in the market.

Rockford MSA #6880

Home Purchase Loans

ABI's distribution of home purchase loans to borrowers of different income levels in the Rockford AA is good. Considering information obtained from community contacts indicating a need for affordable housing in the AA, ABI's performance in this category is viewed positively. The bank's percentage of home purchase loans to low-income borrowers is below the percentage of low-income families in the AA. However, considering that 40.9 percent of the AA's low-income families have income below the poverty level, ABI's percentage of loans to low-income borrowers is adequate. Additionally, the median sales price of existing single-family homes, and the median housing value, is higher in this AA than in any of the bank's other full-scope AAs. This also makes it more difficult for low-income families to afford housing in the AA. ABI's percentage of home purchase loans to moderate-income borrowers demonstrates excellent performance. The bank's percentage of home purchase loans to moderate-income borrowers exceeds the percentage of moderate-income borrowers in the AA.

The bank has an adequate market share of home purchase loans to low-income borrowers. ABI's market share of home purchase loans to low-income borrowers is lower, though, than its overall market share. The bank's 1.77 percent market share of home purchase loans to moderate-income borrowers exceeds the bank's overall home purchase loan market share. Again this demonstrates excellent performance in lending to moderate-income borrowers.

Home Improvement Loans

ABI demonstrated good performance in originating home improvement loans to borrowers of different income levels. The bank's performance in this category, too, is viewed positively in light of community contact information indicating a need for home rehabilitation funds. The bank's percentage of home improvement loans to low-income borrowers is below the percentage of low-income families in the AA. However, the AA has many homes that are in need of extensive rehabilitation that can be nearly as costly as rebuilding. This could make it

difficult for low-income families to afford home rehabilitation loans. ABI's percentage of home improvement loans to moderate-income borrowers is excellent. The bank originated a higher percentage of its home improvement loans to moderate-income borrowers than the percentage of moderate-income families residing in the AA.

Market share data from 1999 indicates that ABI has a slightly higher market share of home improvement loans to low-income borrowers than its overall market share. ABI ranks second in both total home improvement loan market share and in market share to low-income borrowers. The bank's market share of home improvement loans to moderate-income borrowers in the AA is slightly below its overall market share. ABI's market share of home improvement loans to moderate-income borrowers, 9.89 percent, ranks as the third highest in the AA.

Home Refinance Loans

Overall, the bank has an excellent distribution of home refinance loans to borrowers of different income levels. ABI's percentage of home refinance loans to low-income borrowers is somewhat below the demographic characteristics of the AA. Taking into consideration the percentage of low-income families with below poverty level income, this is good performance. ABI's percentage of home refinance loans to moderate-income borrowers is well above the percentage of moderate-income families in the AA.

The bank's market share of home refinance loans to both low- and moderate-income families is excellent. ABI's market share of 8.74 percent in home refinance loans to low-income families is well above its overall home refinance market share. Similarly, ABI has a market share of home refinance loans to moderate-income families that is above its overall market share. Based on 1999 market share, ABI is the AA's leader in originating home refinance loans to low-income families. The bank is ranked second in home refinance loans to moderate-income families.

Peoria - Pekin MSA #6120

Home Purchase Loans

The bank's distribution of home purchase loans to borrowers of different income levels in this AA is excellent. Although ABI's percentage of home purchase loans to low-income borrowers is below the percentage of low-income families in the AA, nearly 45 percent of the AA's low-income families have income below the poverty level. ABI's percentage of home purchase loans to moderate-income families exceeds the demographic characteristics of the AA.

ABI's market share of home purchase loans to low-income families, 4.47 percent, is higher than its overall home purchase market share of 3.46 percent. The bank's market share of home purchase loans to moderate-income borrowers is also above its overall market share.

Home Improvement Loans

The bank's distribution of home improvement loans to borrowers of different income levels is adequate. The percentage of the bank's total home improvement loans to low-income borrowers lags the percentage of low-income families in the AA. However, ABI originated a

higher percentage of home improvement loans to moderate-income families than the percentage of moderate-income families in the AA.

Market share information indicates a similar pattern. The bank's market share of home improvement loans to low-income families is well below its overall market share. However, ABI's market share of home improvement loans to moderate-income borrowers is slightly above its overall market share. In terms of market rank, ABI is third in home improvement loans to low-income borrowers and second to moderate-income borrowers. These rankings are comparable to its overall home improvement loan market share rank of second in the AA.

Home Refinance Loans

ABI's performance in originating home refinance loans to borrowers of different income levels is excellent. Considering the percentage of low-income families with income below the poverty level, the bank originated a good percentage of its home refinance loans to low-income borrowers. ABI originated a higher percentage of its home refinance loans to moderate-income families than the percentage of moderate-income families in the AA.

The bank's market share performance demonstrates an excellent distribution of home refinance loans to borrowers of different income levels. ABI's market share of home refinance loans to both low- and moderate-income families is higher than its overall market share of home refinance loans.

Southwest Illinois AA (MSA#7040)

Home Purchase Loans

The bank has an adequate distribution of home purchase loans to borrowers of different income levels in this AA. Although the bank's percentage of loans to low-income borrowers is below the percentage of low-income families in the AA, nearly 46 percent of these families have income below the poverty level. This makes it difficult for these families to qualify for housing in the AA. Over 22 percent of the bank's home purchase loans were for moderate-income families. This compares favorably to the percentage of moderate-income families in the AA.

ABI has an adequate market share of home purchase loans to LMI borrowers. The bank's market share of home purchase loans to LMI borrowers is 1.49 percent and 1.33 percent respectively. Both of these percentages are slightly below the bank's overall home purchase loan market share of 1.88 percent.

Home Improvement Loans

ABI's distribution of home improvement loans to borrowers of different income levels is adequate. Just over 15 percent of the bank's home improvement loans originated in this AA were to low-income families. This percentage is, however, below the percentage of low-income families residing in the AA. ABI originated a higher percentage of its home improvement loans to moderate-income families than the percentage of moderate-income families in the AA.

Market share information indicates adequate performance. ABI's market share of home improvement loans to LMI borrowers is slightly below its overall market share of home improvement loans. While ABI ranks second in total home improvement loan originations, it ranks third in originating home improvement loans to both low- and moderate-income borrowers.

Home Refinance Loans

ABI has a good distribution of home refinance loans to borrowers of different income levels. Taking in account the percentage of low-income families with income below the poverty level, the bank's percentage of home refinance loans, 10.18 percent, represents adequate performance. ABI's percentage of home refinance loans to moderate-income borrowers exceeds the percentage of moderate-income families in the AA. This is an excellent distribution of loans to moderate-income borrowers.

Market share data from 1999 also indicates good performance. ABI's market share of home refinance loans to low-income borrowers is 4.04 percent. This ranks second in the AA, but is slightly below its overall market share of 5.31 percent which ranks first in the AA. ABI's market share of home refinance loans to moderate-income borrowers is 6.04 percent. This ranks first in the AA and is slightly above the bank's overall market share of home refinance loans in the AA.

Non-MSA AA (Fulton, Knox, and Warren Counties)

Home Purchase Loans

ABI has an excellent distribution of home purchase loans in this AA. Although the bank's percentage of home purchase loans to low-income borrowers is below the percentage of low-income families in the AA, nearly 55 percent of the low-income families in the AA have income below the poverty level. In addition, the average sales price of existing homes in the AA create a barrier to affordable housing for low-income families. Overall, the bank has a good percentage of home purchase loans originated to low-income borrowers. ABI's percentage of home purchase loans to moderate-income borrowers exceeds the percentage of moderate-income families in the AA.

The bank's market share of home purchase loans to low-income borrowers exceeds its overall home purchase loan market share. This is excellent performance. ABI's market share of home purchase loans to moderate-income borrowers is nearly equal its overall market share.

Home Improvement Loans

ABI's has an adequate distribution of home improvement loans to borrowers of different income levels. The bank's percentage of home improvement loans to low-income borrowers is below the percentage of low-income families in the AA. ABI's percentage of home improvement loans to moderate-income borrowers is closer to the percentage of moderate-income families in the AA, but still below the AA's demographic characteristics.

ABI's market share of home improvement loans to low-income borrowers is well below its overall home improvement market share. However, aggregate HMDA data from 1999

indicates that all lenders combined originated only 49 home improvement loans to low-income borrowers in the AA. The bank's market share of home improvement loans to moderate-income borrowers exceeds its overall home improvement loan market share.

Home Refinance Loans

The bank's overall distribution of home refinance loans to borrowers of different income levels is good. Although the percentage of home refinance loans originated to low-income borrowers is below the percentage of low-income families in the AA, a relatively high percentage of those families have income below the poverty level. The bank's percentage of home refinance loans to moderate-income families is consistent with the percentage of moderate-income families in the AA.

ABI's market share of home refinance loans to low-income borrowers is below its overall market share of home refinance loans. Still, ABI ranked first in the AA in home refinance loans to low-income borrowers in 1999. ABI's market share of home refinance loans to moderate-income borrowers is slightly above its overall market share.

Small Loans to Businesses

Refer to Table 10 in Appendix C for the facts and data used to evaluate the bank's performance in originating loans to businesses of different size. For each AA, Table 10 compares the bank's percentage of small loans to businesses with gross annual revenues of \$1 million or less to the percentage of businesses in the AA with gross annual revenues of \$1 million or less. The bank's market share of loans to businesses with gross annual revenues of \$1 million or less is also compared to its overall market share of small loans to businesses. Table 10 also provides information on the percentage of small loans to businesses by dollar amount of the loan at origination.

Rockford MSA #6880

ABI has an adequate distribution of loans to businesses of different sizes. Of the bank's 102 small loans to business originations in this AA, 73.5 percent of them were to businesses with gross annual revenues less than \$1 million. That percentage is below the percentage of businesses with revenues less than \$1 million in the AA. Market share information is not as meaningful. In 1999, the latest year of market share information, the bank originated only 10 small loans to businesses. Still, the bank's market share of loans to businesses with gross annual revenue less than \$1 million is larger than its overall market share of small loans to businesses.

A majority of the bank's small loans to businesses were originated in amounts of \$100,000 or less. The size of a loan can serve as a proxy for the size of the business obtaining the loan. Just under 67 percent of the bank's small loans to businesses were in amounts of \$100,000 or less. This indicates that a majority of the bank's small loans to businesses were in small dollar amounts.

Peoria - Pekin MSA #6120

ABI has an adequate distribution of small loans to businesses of different sizes. Nearly 74.5 percent of the bank's small loans to business originations were to businesses with gross

annual revenues less than \$1 million. That percentage is below the percentage of businesses in the AA with gross annual revenues less than \$1 million.

The bank's market share of loans to businesses with gross annual revenue less than \$1 million is nearly identical to its overall market share in the AA. In addition, just under 74 percent of ABI's small loans to businesses were in amounts of \$100,000 or less. This also serves as an indicator that the majority of the bank's small loans to businesses were for the benefit of smaller businesses.

Southwest Illinois AA (MSA #7040)

ABI's distribution of small loans to businesses in this AA is adequate. The bank's percentage of loans to businesses with gross annual revenue less than \$1 million is below the percentage of businesses with gross annual revenue less than \$1 million. However, ABI's market share of loans to businesses with revenue less than \$1 million is greater than its overall market share. In general, the original amount of loans originated in this AA is larger than in other AAs. Approximately 59.5 percent of ABI's small loans to businesses were in amounts of \$100,000 or less. In other AAs, more than 65 percent of ABI's small loans to businesses were in amounts of \$100,00 or less.

Non-MSA AA (Fulton, Knox, and Warren Counties)

We did not place any weight on the bank's performance in this loan category as ABI originated only 19 small loans to businesses in the AA during the evaluation period. Table 10 indicates that the bank's percentage of loans to businesses with gross annual revenue less than \$1 million is similar to the percentage of businesses with revenue less than \$1 million in the AA. ABI's market share of loans to businesses with gross annual revenue less than \$1 million is greater than its overall market share in the AA.

Small Loans to Farms

Because the bank is not an active agricultural lender, originating just eight small loans to farms over the evaluation period in all AAs combined, an analysis was not completed on the bank's performance in this category. Table 11 in Appendix C illustrates the bank's borrower distribution of small loans to farms.

Consumer Loans

Refer to Table 14 in Appendix C for the facts and data used to evaluate the borrower distribution of the bank's consumer loan originations. Table 14 illustrates the percentage of ABI's consumer loan originations to households of each income level in comparison to the percentage of households by income level in the AA. No market share data is available for consumer lending.

Rockford MSA#6880

ABI has an excellent distribution of consumer loans to households of different income levels in this AA. The bank's percentage of loans to low-income households is slightly above the percentage of low-income households in the AA. In comparison to the percentage of

moderate-income households in the AA, ABI originated a significantly higher percentage of its consumer loans to moderate-income households.

Peoria - Pekin MSA #6120

Overall, the bank has a good distribution of consumer loans to households of different income levels. ABI's percentage of consumer loans to low-income households is below the demographic characteristics of the AA. However, ABI's percentage of consumer loans to moderate-income households is well above the percentage of moderate-income households in the AA.

Southwest Illinois AA (MSA #7040)

ABI also has a good distribution of consumer loans to households of different income levels in this AA. Similar to the Peoria - Pekin AA, the bank's percentage of loans to low-income households lags the demographic characteristics of the AA and ABI's percentage of loans to moderate-income households exceeds the percentage of moderate-income households in the AA.

Non-MSA AA (Fulton, Knox, and Warren Counties)

The bank's distribution of consumer loans to households of different income levels in this AA is adequate. ABI's percentage of consumer loans to low-income households is approximately half the percentage of low-income households in the AA. The bank's percentage of consumer loans to moderate-income households exceeds the demographic characteristics of the AA.

Other Types of Loans (Other Secured Lines of Credit or Loans for Purposes of Small Business)

Rockford MSA #6880

Of the 28 loans of this type originated in this AA during the evaluation period, less than half (13) were to businesses with gross annual revenues less than \$1 million. That percentage is well below the percentage of businesses with gross annual revenue less than \$1 million in the AA. Additionally, more than half of the originations of this type were in amounts greater than \$500,000 also indicating that most of these loan originations were to larger businesses. Based on the small number of originations of this type, overall performance in this loan category had a neutral impact on the assessment of ABI's performance.

Peoria - Pekin MSA #6120

ABI's performance in this loan category is good. Just over 90 percent of the 173 originations of this type during the evaluation period were to businesses with gross annual revenue less than \$1 million. Furthermore, over 60 percent of ABI's loans of this type were in original amounts of \$100,000 or less. Overall, ABI's performance in this category was viewed positively having a small impact on our overall assessment of small business lending performance.

Southwest Illinois AA (MSA #7040)

The bank's borrower distribution of other types of loans for purposes of small business is adequate. Of the 72 loans of this nature originated in the AA during the evaluation period, 75 percent or 54 loans, were to businesses with gross annual revenue less than \$1 million. That percentage is below the percentage of businesses with gross annual revenue less than \$1 million in the AA. In addition, 42, or 58.3 percent of the originations were in original amounts of \$100,000 or less. Performance in this loan category had a relatively neutral impact on our overall assessment.

Non-MSA AA (Fulton, Knox, and Warren Counties)

Due to the small number of originations of this type of loan (10) in the AA, we placed no weight on the bank's performance in this category of lending. Nine of the ten originations were to businesses with gross annual revenue less than \$1 million.

Community Development Lending

Refer to Table 1 in Appendix C for the facts and data used to evaluate the bank's level of community development lending.

Community development lending had a neutral impact on lending test conclusions. Opportunities for CD lending vary by AA (refer to Appendix B for details on CD opportunities in each full-scope AA). Although ABI did not originate a qualified CD loan during the evaluation period, the bank extended various loans with CD characteristics. For example, in the Rockford MSA, ABI originated three residential mortgage loans to a nonprofit organization primarily serving LMI individuals. The proceeds of the loans were used to renovate homes and provide affordable housing to LMI families. ABI also extended a \$500,000 loan to a non-profit organization with a mission to improve the quality of life for LMI individuals and families. Several loans were also originated to businesses located in LMI geographies, including some start-up funds. A few of these loans are for businesses in areas targeted by local or federal government for revitalization. Each of these loans, though, has already been considered in the home mortgage or small business sections of the lending test.

Product Innovation and Flexibility

ABI's use of flexible or innovative lending products to meet the needs of LMI individuals or geographies had a neutral impact on the bank's overall lending test rating. During the evaluation period, ABI originated loans under Illinois Housing Development Authority (IHDA) programs. The program most used by ABI is the IDHA Homebuyer Assistance/Rehabilitation Program. This program provides down payment, closing cost, and rehabilitation assistance to low-income homebuyers. During the evaluation period, ABI participated in 62 IHDA loans totaling \$3.7 million. Additionally, eight of these loans were for housing located in moderate-income CTs. Loans originated under IHDA programs are not reported on the bank's HMDA-LAR.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank's performance under the lending test in MSA 1600 (Kendall, Kane, and portions of Ogle County), Adams County, and the six County non-MSA during 1999 is stronger than the bank's overall "low satisfactory" performance under the lending test. Both geographic and borrower distribution performance were good in these AAs. In Marshall County performance is not inconsistent with ABI's overall "low satisfactory" under the lending test. Due to the limited volume of loan activity in Macon County in 1999, we did not make a judgement on the consistency of performance in that AA. Overall, the percentage of home mortgage loan originations in these AAs is small compared to total originations, and, as a result, the performance in these AAs had minimal impact on the bank's overall rating.

INVESTMENT TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the investment test is rated "low satisfactory." Based on full-scope reviews, the bank's performance in the Rockford MSA is good. Performance in the Peoria - Pekin MSA, Southwest Illinois MSA, and the three county (Fulton, Knox, and Warren) non-MSA, is adequate. Refer to Table 12 in appendix C for the facts and data used to evaluate the bank's level of qualified investments.

Through discussions with community contacts, the OCC's District Community Affairs Officer, and bank management, and by reviewing other material prepared by governmental and private organizations, we determined there are various opportunities for ABI to invest in its AAs (please see "Market Profiles for Areas Receiving Full-Scope Reviews" in Appendix B for details). Although none of the ABI's qualified investments are considered innovative or complex, they do exhibit adequate responsiveness to community needs.

The following summarizes ABI's qualified investments and grants by full-scope AA:

Rockford MSA

ABI made a total of \$1,127,517 in qualified investments and grants in the Rockford AA during the evaluation period. Based on ABI's capacity to make CD investments and the good number of CD opportunities available, this is a good volume of qualified investments and grants. ABI's Investment Test performance in this AA is also good in terms of responsiveness to community needs.

During the assessment period, ABI invested \$138,571 in the Northern Illinois Community Development Corporation (NICDC). ABI's investment is equivalent to a 17.24 percent share of the NICDC's total capitalization. The NICDC provides subordinated debt and equity investments in small businesses located in Winnebago and Boone Counties. NICDC's objective is not only to encourage business investment and growth, but also to create and retain employment opportunities, primarily for LMI persons. NICDC funds are used in conjunction with loans from banks, business finance companies, individuals, or government agencies for enterprises that enhance the economy of the region. ABI was one of four financial institutions to join a consortium of banks to recapitalize the NICDC. This investment

is considered responsive to community needs and the impact of this type of investment is typically greater than other types. Recipients of NICDC funds can leverage those funds in order to have a greater impact on the community. For example, since 1992, the NICDC has made approximately \$1.1 million of loans that has leveraged more than \$8 million of bank and other private financing.

The bank also invested \$1,802,288 in a Federal National Mortgage Association (FNMA) targeted mortgage-backed security (MBS). All of the properties in the MBS are located in the bank's AAs and have been allocated to each AA as applicable. Of the total investment, \$852,894 consists of mortgages originated in this AA. This MBS leverages investor capital for the benefit of LMI homebuyers in targeted geographic areas. FNMA ensures that loans backing each targeted MBS meet eligibility requirements specified by the investor. The bank's total pool consists of 27 properties. Each of the borrowers has income less than 80 percent of the MFI for the area. Additionally, two of the properties in the MBS are located in LMI geographies. This investment is also considered responsive to community needs, especially as affordable housing was cited as a need in this AA.

ABI provides a below-market rate lease for 5,280 square feet of space at the bank's main office to the United Way of Rock River Valley. The United Way provides community services primarily to LMI individuals. This represents a qualified donation of \$75,240.

ABI made qualifying donations and grants totaling \$60,812 to 17 organizations that provide community services to LMI individuals and promote economic development in the Rockford AA. Of the total donations and grants, 70 percent were for community service, 24 percent were for revitalization and stabilization of LMI neighborhoods, and 6 percent were for affordable housing. The largest of these donations was to The United Way. The dollar volume of qualifying funds contributed to the United Way is based on the amount targeted specifically to organizations that serve LMI members of the AA.

Peoria MSA

Although the Peoria MSA offers slightly fewer CD opportunities than other urban areas of similar size, there is still a good number of opportunities available. ABI's total of \$107,000 in qualifying CD investments is considered an adequate level of investment.

The portion of the MBS (see above) with properties located in this AA totals \$102,500. ABI also made two qualifying donations totaling \$4,500 during the evaluation period. Both donations were to organizations with a community development mission. Of the total donations and grants, 56 percent of the dollar amount were for community service and 44 percent were for revitalization and stabilization of LMI areas.

Southwestern Illinois MSA

ABI's total qualifying investments and grants in this AA over the assessment period is \$503,361. Considering the moderate number of opportunities available and ABI's financial capacity, the bank made an adequate number and dollar volume of qualified CD investments. ABI's investments in the AA are also adequate in terms of responsiveness to community needs.

The portion of the MBS (see discussion under the Rockford MSA above) with properties located in this MSA totals \$476,208. This investment is responsive to community needs as community contacts cited affordable mortgages as a need in the AA. ABI also invested \$24,788 in the Southwestern Illinois Community Development Corporation (SICDC). The SICDC is a for-profit company formed to promote economic development in Madison and St. Clair Counties. The SICDC offers a variety of financing programs for small businesses. Our assessment of needs (see “Market Profiles for Full-Scope Areas” in Appendix B) indicates that this investment is responsive to AA needs. Business development, particularly in designated Enterprise Zones, help revitalize targeted areas and promote economic development.

Lastly, ABI made \$2,365 in qualifying grants and donations to organizations with community development missions. Of the total donations and grants, 51 percent were for community service and 49 percent were for revitalization and stabilization of LMI areas within the AA.

Non-MSA AA

During the evaluation period, ABI’s dollar amount of qualifying investments and grants in this AA totaled \$48,800. Considering the limited opportunity to make qualifying investments in this AA (see Market Profiles in Appendix B), this amount represents an adequate volume of qualifying CD investments. ABI’s investments also demonstrate adequate responsiveness to community needs.

The portion of the MBS (see discussion under the Rockford AA above) with property located in this AA totals \$28,000. ABI also provides 1,150 square feet of rent-free office space to Habitat for Humanity (HH) at the downtown Galesburg branch. HH provides affordable housing for low-income families. This represents a contribution of \$20,700. Both of the qualifying investments and grants discussed in this paragraph are considered responsive to community needs. Community contacts indicated affordable housing as a need, particularly in the Galesburg area. ABI also donated \$100 to a community service organization whose primary focus is to revitalize and stabilize LMI neighborhoods.

Conclusions for Area Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank’s performance under the investment test in the Kendall, Kane, and DeKalb County MSA is stronger than the bank’s overall “low satisfactory” performance under the Investment Test. In general, performance is stronger in this AA as the dollar amount of CD investments is relatively high in comparison to the percentage of deposits this AA contributes to the bank’s total deposit base. Performance in the Adams AA is not inconsistent with the bank’s overall “low satisfactory” performance under the Investment Test. The bank’s performance in the Marshall County AA is weaker than the bank’s overall “low satisfactory” performance under the Investment Test. ABI did not make a qualified CD investment in Marshall County during the evaluation period. Refer to Table 12 in appendix C for information on the bank’s CD investments.

We did not focus on performance in the six county non-MSA or Macon County AAs in evaluating the bank’s performance under the Investment Test. Although ABI operated in these AAs for one year of the assessment period, management was developing strategies to divest of these branches as they did not fit into the bank’s overall strategy. As a result, we did not expect investment by ABI in these geographies, and did not view the lack of qualified investments in these areas negatively.

SERVICE TEST

Conclusions for Areas Receiving Full-Scope Reviews

ABI's performance under the service test is rated "low satisfactory." Based on full-scope reviews, the bank's performance in all MSA AAs is adequate. The bank's performance in the Fulton, Knox, and Warren County non-MSA is good.

Retail Banking Services

Refer to Table 13 in appendix C for the facts and data used to evaluate the distribution of the bank's branch delivery system and record of branch openings and closings.

Rockford MSA #6880

Distribution of Branches

ABI's branch distribution in the Rockford MSA is reasonably accessible to geographies and individuals of different income levels. In addition, the bank's branch network does not exhibit conspicuous gaps negatively impacting any segment of the AA, particularly LMI geographies or areas where LMI individuals reside.

ABI operates 6 of its 42 offices in the Rockford MSA. The bank's main office is located in a low-income CT in downtown Rockford. ABI's main office is also situated adjacent to three other low-income CTs. In total, the bank's main office is located in or adjacent to four of the AA's six low-income CTs. Table 13 in Appendix C indicates ABI's percentage of offices in low-income CT's exceeds the percentage of the AA's population that resides in low-income CTs. Additionally, ABI branch offices are located in or adjacent to CTs that contains 44 percent of the AA's low-income families.

The bank's distribution of branches in moderate-income geographies is not consistent with the percentage of population residing in moderate-income CTs. However, the bank's main office as well as two other branches is adjacent to a moderate-income CT. Despite not having any branches in a moderate-income CT, ABI offices are located in or adjacent to CTs containing 48 percent of the AA's moderate-income families. Overall, this represents reasonable accessibility to individuals of different income levels.

Record of Opening and Closing Branches

ABI has not opened or closed any branches in this AA during the evaluation period.

Hours and Services

ABI's services, including business hours, do not vary in a way that inconveniences portions of the Rockford AA, including LMI geographies and individuals. The most significant difference in hours is at the bank's main office lobby, located in a low-income CT in downtown Rockford. The main office lobby is closed on Saturdays whereas all other offices are open on Saturdays. The lobby is closed on Saturday as many downtown businesses closed on that day. Although the lobby is closed, the drive-through facility hours are extended beyond typical ABI Saturday

drive-through hours. This ensures that banking services are available on a consistent basis throughout the AA. A senior management committee periodically reviews business hours at all locations to help ensure hours meet the needs of the communities they serve. Any changes to business hours are based on a study of traffic patterns, local competitors' hours, and local business establishment hours.

All offices provide full loan and deposit services. While a commercial or mortgage lender is not located at every branch, each branch is assigned a lender. Lenders have responsibility for several branch offices and generally spend at least one day each week at offices they are assigned to. In the Rockford AA, full-time commercial and retail bankers are present at the low-income CT location (downtown Rockford). In general, more complicated loan requests are referred to larger branch offices. Additionally, business bankers will meet with customers at branch locations, at the customer's place of business, or at their home.

Alternative Delivery Systems

ABI offers some alternative delivery systems to expand the availability of retail banking services in its AAs. The bank's ATM distribution in the AA is similar to its branch distribution. ABI's five ATMs in this AA are at branch locations. The only branch without an ATM is the Ogle County location (middle-income CT). The bank's percentage of ATM's in low-income CTs exceeds the percentage of the population living in those tracts. There are no ATMs in moderate-income CTs; however, three of the bank's ATMs are located in CTs adjacent to moderate-income CTs. In addition to its ATM network, ABI offers 24-hour telebanking as well as on-line (Internet) banking to its customers. The bank receives an average of 118,500 calls per month to its 24-hour telebanking service. ABI did not have information available to indicate how LMI geographies or individuals benefited from its alternative delivery systems. Therefore, we could not place significant weight on alternative delivery systems in this, or any AA, when forming our Service Test conclusions.

Peoria - Pekin MSA #6120

Distribution of Branches

ABI's service delivery systems in the Peoria - Pekin AA are reasonably accessible to geographies and individuals of different income levels. Although the bank's distribution of offices in LMI CTs does not match the population distribution in the AA (see Table 13), six of the bank's 16 branches in this AA are adjacent to LMI geographies. Those six branches are adjacent to 11 of the AA's 24 LMI geographies. Overall, this provides reasonable accessibility to LMI geographies.

The bank's 16 branches in this AA are located in just 14 of the AA's 96 CTs. Still, ABI branches are located in or adjacent to CTs containing over well over 50 percent of the AA's population. In addition, ABI's branches in this AA are located in or adjacent to geographies containing 69.8 percent and 74.3 percent of the AA's low- and moderate-income families respectively. This indicates that the bank's branches are spread over a wide area providing accessibility to individuals of different income levels. When plotted on a map, the bank's branch distribution does not exhibit conspicuous gaps that could negatively impact the accessibility of bank services to LMI individuals or geographies.

Record of Opening and Closing Branches

During the evaluation period, ABI closed two branches in the Peoria - Pekin AA. One branch that was closed was located on Peoria's north side in a middle-income CT. This office was physically small and in a CT with two other ABI branches. The closure did not negatively impact the accessibility of services to LMI individuals or geographies. A branch was also closed in downtown Peoria. This branch was in an upper-income CT (#11) approximately 1,000 feet from another ABI branch. The closure did not have a negative impact on banking service availability to LMI geographies or individuals.

Hours and Services

There are no significant differences in branch hours in the AA. Two downtown offices, one in Peoria and one in Pekin, are closed on Saturdays as many businesses in the surrounding area are also closed. The downtown Pekin office, located adjacent to a moderate-income CT, opens their drive-through facility on weekdays a half-hour earlier than typical ABI drive-through facilities. Overall, services do not vary in a way that inconveniences the AA. Like the bank's other AAs, a commercial or mortgage lender may not be present at every branch; however, a lender is assigned to all branches.

Alternative Delivery Systems

ABI operates ten ATMs in this AA, including one in a moderate-income CT in Tazewell County. Overall, the bank's percentage of ATM's in LMI geographies, zero and 10 percent respectively, lags the AA's population distribution by geography. The downtown Peoria and Pekin offices, located adjacent to low-income and moderate-income CTs respectively, both have ATMs on the premises. Like the bank's branch distribution, ATMs are disbursed throughout the AA, do not exhibit conspicuous gaps, and provide reasonable availability of alternative delivery systems. Additional information on alternative delivery systems, specifically telebanking and Internet banking, can be found under the Rockford MSA Service Test narrative above.

Southwestern Illinois MSA #7040

Distribution of Branches

The bank's branch distribution is reasonably accessible to geographies and individuals of different income levels in this AA. Table 13 in the Appendix indicates that the percentage of bank branches in low-income CTs exceeds the percentage of the AA's population residing in low-income CTs. The bank's East St. Louis branch, located in a low-income CT, is also adjacent to four other low-income CTs. The percentage of branches in moderate-income CTs lags the percentage of population living in those tracts; however, one ABI branch is located in a moderate-income CT and five other branches are located adjacent to one or more moderate-income CTs. This provides reasonable accessibility to geographies of different income levels. In addition, the bank's branch distribution does exhibit conspicuous gaps negatively impacting any portions of the AA.

Record of Opening and Closing Offices

ABI did not open or close any branches in this AA during the evaluation period.

Hours and Services

The downtown East St. Louis branch, located in a low-income geography, is closed on Saturdays. Many of the businesses in the surrounding area are also closed that day and the closure of the branch is consistent with other ABI downtown branch locations. Except for the difference on Saturdays in the downtown East St. Louis branch, hours of operation in the branches located in LMI CTs are consistent with other branches in the AA.

The bank's service offerings are consistent throughout the AA. Similar to other AAs, a lender is assigned to all branches even though a commercial or mortgage lender may not be present at branches on a daily basis.

Alternative Delivery Systems

ABI owns and operates seven ATMs in the AA. The percentage of ATMs in low-income geographies (14 percent) exceeds the percentage of population residing in low-income CTs (8 percent). ABI's percentage of ATM's in moderate-income CTs (14 percent) is below the percentage of population living in moderate-income geographies (22.7 percent). However, ATMs are also located in CTs adjacent to six other moderate-income CTs in the AA. This demonstrates reasonable availability of alternative banking systems in the AA. All of the bank's ATMs in this AA are located at branch offices. Additional information on alternative delivery systems, specifically telebanking and Internet banking, can be found under the Rockford MSA Service Test commentary above.

Fulton, Knox, and Warren Counties (Non-MSA AA)*Distribution of Branches*

Branch locations are readily accessible to geographies and individuals of different income levels in this AA. The percentage of ABI branches in moderate-income CTs exceeds the percentage of the AA's population living in moderate-income CTs (see Table 13 in the Appendix). In addition, the downtown Galesburg and Monmouth branches are each adjacent to a moderate-income geography. In total, ABI branches in this AA are located in or adjacent to three of the six moderate-income CTs in the AA. The bank's branch distribution does not exhibit any conspicuous gaps negatively impacting LMI geographies or individuals. ABI does not operate any branches in the central and southern portions of Fulton County; however, this area is significantly further away from the AA's largest city (Galesburg) and Peoria (in Peoria County) where ABI has focused its business strategy. The moderate-income CT containing an ABI branch (Galesburg) has the highest percentage of LMI families residing in it among all of the AA's 33 geographies. In total, ABI's four branches in the AA are located in CTs containing slightly more than 10 percent of the AAs LMI families.

Record of Opening and Closing Branches

ABI did not open or close any branches in this AA during the assessment period. One branch in central Fulton County was sold during the assessment period. That branch is now being operated by another financial institution and the sale did not have a negative impact on the availability of financial services in the AA.

Hours and Services

Hours of operation do not vary in a way that inconveniences portions of the AA, including LMI individuals and geographies. Two branches located in more rural areas of the AA, Farmington and Monmouth, close earlier on weekdays than other ABI locations; however, this is typical in rural portions of Illinois. This does not negatively impact the availability of services in the AA. Services offered in this AA are consistent throughout this and the bank's other AAs as well.

Alternative Delivery Systems

Two ATMs are located in this AA. One is located at the downtown Galesburg branch in a moderate-income geography. The other is at the Monmouth branch situated in a CT adjacent to a moderate-income geography. In general, the bank's ATM distribution provides additional availability of banking services to segments of the AA. Additional information on alternative delivery systems, specifically telebanking and Internet banking, can be found under the Rockford MSA Service Test commentary above.

Community Development Services

ABI's involvement in providing CD services to its AAs has a positive impact on the bank's Service Test rating. Many of the services are responsive to community needs. Furthermore, in many cases bank employees serve in a leadership capacity with CD organizations by serving as Board or Finance Committee members. Following is a description of ABI involvement with the provision of CD services.

Rockford MSA #6880

ABI employees are involved with an adequate number of CD organizations that are responsive to community needs. Additionally, bank employees hold leadership positions with many organizations by providing financial expertise as board or finance committee members. As ABI is a relatively new entity, management and the staff are still in the process of developing and fostering opportunities to expand involvement in CD services. In the paragraphs below we provide descriptions of ABI's involvement with CD services in the Rockford AA.

A senior loan officer serves on the board and loan committee of the Northern Illinois Community Development Corporation (NICDC). Details on the NICDC's mission can be found under the Investment Test section of this evaluation. The loan officer provides financial expertise by assisting in the review of all NICDC loans and investments. Participation in NICDC projects is responsive to AA needs. Community contacts and other sources indicate a need to revitalize areas of the AA. In addition, the NICDC has a significant impact on the community as loans originated by the NICDC are leveraged with additional financing provided by other organizations. Details on NICDC activities can be found under the Investment Test above.

ABI is a member of the Rockford Area Affordable Housing Coalition (RAAHC). The RAAHC is a non-profit affordable housing organization that provides first time home buyer training, counseling, and education services geared towards LMI individuals. Bank employees participate in the RAAHC's Annual Home Buyers' Fair by providing information on affordable home ownership opportunities and options. In addition to that, an ABI mortgage lender participates as an instructor in RAAHC-sponsored first-time homebuyer classes. The lender

provides information on the budgeting process for prospective LMI homebuyers ten times a year. Attendance at the workshop is required for an individual to obtain mortgage loan assistance from any of the programs the City of Rockford offers. Bank participation in these activities is considered responsive to community needs as community contacts and other sources indicate affordable housing opportunities as a need in the AA (see Market Profiles in Appendix B).

A member of senior management serves on a funding committee of the Rockford Community Foundation (RCF). The RCF is a non-profit organization that accepts and pools charitable contributions from a variety of sources, invest the contributions, then use the proceeds to support other activities and organizations for which the majority have a CD purpose. The RCF has made "Program Related Investments" (loans) to CD projects while the sponsoring non-profit developer waited for final approvals from multiple funding sources. In addition, the RCF has matched grants from the City government to foster a number of new organizations with a CD mission. The ABI employee provides financial expertise by assisting in the allocation of the RCF's resources.

A member of senior management is on the board and finance committee of the River District (RD). The RD is an organization committed to revitalizing and stabilizing downtown Rockford, particularly in the numerous LMI geographies of the area. The objective of the RD is to act as a liaison between potential developers of the area and resources available to finance development or assist in business planning. RD provides financial expertise in the form of disseminating information on available financial assistance to potential small business owners as well as participating in the RD's budgeting process. Again, we view this as responsive to the community's needs as the downtown area of Rockford was cited as being in need of revitalization projects.

A member of senior management serves on the board of Goodwill Industry's Abilities Center (AC). The AC provides social services to LMI individuals by providing job skills and employment opportunities. The bank employee provides financial expertise by participating in the AC budgeting process and allocation of resources.

An ABI officer serves on the Crusader Clinic's (CC's) board and finance committee. The CC is a non-profit community health center located in Rockford providing access to affordable primary and preventative health care. The majority of the CC's patients are LMI individuals residing in Northern Illinois, particularly from the Rockford area. The ABI officer provides financial expertise by assisting in the CC budgeting process.

A senior employee of the bank is a member of a local community service agency that provides childcare services in Winnebago County. An agency representative indicated that approximately 69 percent of the children served are from LMI families and LMI geographies. The bank employee provides financial expertise by participating in the agency's resource allotment decisions.

A bank employee provides assistance with capital and budget planning for the Patriots' Gateway Center (PGC) in southeast Rockford. The PGC provides a variety of social services primarily to children of LMI families.

Peoria - Pekin MSA #6120

ABI is involved with an adequate number of CD organizations that are responsive to community needs. Additionally, bank employees hold leadership positions with organizations by providing financial expertise as board members, finance committee members, loan committee members, and as treasurer. Information on qualifying CD services in this AA is presented below.

A bank officer serves on the board and finance committee of Upgrade, a non-profit housing corporation whose mission is to provide affordable housing for LMI families. Upgrade is located in Peoria and serves LMI residents of the City. Upgrade offers several programs designed to assist LMI individuals in homeownership, rental-assistance, and rental rehabilitation projects. The bank employee worked with the organization in 2000 and provided financial expertise by helping the organization improve its cash management procedures.

Two bank lenders serve on the Illinois Business Financial Services (IBFS) board. One lender serves on the loan review committee and the other serves as treasurer. IBFS is a SBA 504 certified development company that works in cooperation with the SBA by making long-term, fixed-rate loans to small businesses to help them acquire fixed assets. The additional fixed-assets create jobs for LMI individuals as well. IBSF activities promote economic development by financing businesses that meet the size eligibility requirements of the regulation.

A staff member serves as a board and finance committee member for the Tri-County Urban League, Incorporated (TCUL). The TCUL is located in Peoria and provides a variety of social services including job training and placement, literacy programs, and parenting classes. According to a TCUL representative, approximately 90 percent of their clients are LMI individuals.

A staff member serves on the Chillicothe Community Development Corporation (CCDC) board. The CCDC promotes economic development by fostering new investment in small business and real estate rehabilitation projects. The primary area served by the CCDC is the City of Chillicothe in Peoria County. The ABI employee provides financial expertise by assisting in the accomplishment of CCDC objectives and by participating in budgeting and resource allocation decisions.

Southwestern Illinois MSA #7040

ABI employees are involved in an adequate level of CD services that are responsive to AA needs. In several instances, bank employees hold leadership positions with these organizations by offering financing expertise as board members, loan committee members, and treasurer. Below is a discussion of CD services the bank and its employees are involved with in this AA.

A staff member serves on the board and reviews loans submitted to the Metro East Lending Group (MELG). The MELG is represented by a consortium of banks and was formed to increase the availability of affordable housing financing, particularly in LMI areas of East St. Louis. Despite liberal terms, it has been difficult to qualify prospects in these areas. A Metro East Mortgage Review Board, representing eight lending institutions, was then formed and is one of very few of its kind in the country. The Review Board provides a collaborative review process for a borrower who has been turned down for a mortgage loan. This service is quite

responsive to community needs (see “Market Profiles” in Appendix B for a discussion of community needs).

In 2000, ABI sponsored and presented a homebuyers seminar in East St. Louis directed towards LMI individuals. The seminar presented information on the home-buying process and costs associated with a home purchase. Housing counseling and expanding homeownership opportunities in the East St. Louis area was cited as a community need and this seminar was responsive to that need.

A loan officer is the treasurer, board member, and also serves on the Program and Products Committee of the Belleville Community Development Center (BCDC). The BCDC is involved with educating LMI individuals on the home purchase process.

A staff member at ABI’s East St. Louis office provides banking presentations twice a year at a grade school with students who are primarily from LMI families. The presentations review banking in general and the importance of saving.

A senior loan officer serves on the board and loan committee of the Southwestern Illinois CDC (SWICDC). The SWICDC was formed to promote economic development in Madison and St. Clair Counties by providing gap financing and micro loans for small businesses. Involvement with the CDC is considered responsive to community needs as business assistance was cited as need, particularly in East St. Louis and Collinsville. Both of these cities are located in the area served by the SWICDC.

A loan officer works with Southern Illinois University’s Small Business Development Center (SBDC). The SBDC provides education, seminars, and business planning assistance to start-up businesses. The loan officer is involved with accepting referrals from, and sending referrals to, the SBDC. The bank employee is involved with SBDC’s in both Edwardsville and East St. Louis. Based on information obtained from community contacts and other sources, involvement in the SBDC is considered responsive to community needs in this AA.

A senior member of the bank serves on the board of the United Way (UW) of Greater St. Louis and the Illinois division of the Greater St. Louis United Way. Based on information received from the bank, more than 50 percent of UW funds are allocated to agencies and organizations that have a CD purpose or to LMI families and geographies. The bank employee assists the UW in fund allotment and fund raising decisions.

A bank employee serves on the board of the Alton East End Improvement Association (AEEIA). The AEEIA provides time and money to various projects. Approximately 60 percent of donations or projects are directed towards LMI families or geographies. For example, one project undertaken by the AEEIA during the assessment period consisted of repair and rehabilitation of homes owned by LMI families.

Fulton, Knox, and Warren Counties (Non-MSA AA)

ABI is involved with an adequate level of CD services in this AA. During the evaluation period, the bank sponsored a \$15,000 Federal Home Loan Bank (FHLB) Affordable Housing Program Application for the Knox County Habitat for Humanity (HFH) in Galesburg. A grant is used to provide a \$5,000 second mortgage for homes that HFH builds. ABI assisted HFH with the application for funds and also completes reporting requirements to the FHLB. The assistance

to HFH is very responsive to community needs. Community contacts and other information indicate a need to improve the quality of housing and to increase home-ownership (see “Market Profile” in Appendix B for additional details).

Conclusions for Areas Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank’s performance under the Service Test in MSA #1600 (Kendall, Kane, DeKalb Counties) and Marshall County is not inconsistent with the bank’s overall “low satisfactory” performance under the Service Test. The bank’s performance in Adams County under the Service Test is stronger than the bank’s overall “low satisfactory” performance under the Service Test. Refer to Table 13 in Appendix C for the facts and data that support these conclusions.

Adams County

Overall, the bank’s branch distribution system in this AA represents excellent accessibility to geographies and individuals of different income levels. Of the two ABI branches in Adams County, one is located in the only low-income CT in the County. This CT, situated in the City of Quincy, is also adjacent to all four moderate-income CTs in the County. The bank’s other branch in the County is located in a CT adjacent to the low-income geography as well as one of the moderate-income geographies.

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 non-metropolitan 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): (01/01/99 to 06/30/01) Investment and Service Tests and CD Loans: (11/12/98 to 10/22/01)	
Financial Institution	Products Reviewed	
Associated Bank Illinois, National Association (ABI) Rockford, Illinois	<ul style="list-style-type: none"> * Home purchase, refinance, and home improvement loans * Small loans to businesses and farms * Other loans or lines of credit secured by residential real estate for business purposes * Home equity loans and lines of credit * Motor vehicle loans * Credit cards and other consumer loans 	
Affiliate(s)	Affiliate Relationship	Products Reviewed
Associated Mortgage, Inc. (AMI)	Mortgage banking subsidiary of ABI	Home purchase and home refinance loans.
Associated Card Services (ACS)	Affiliate of ABI	Home equity credit cards (consumer loans)
List of Assessment Areas and Type of Examination		
Assessment Area	Type of Exam	Other Information
Rockford MSA #6880 Peoria-Pekin MSA #6120 Southwest Illinois MSA #7040 Fulton, Knox, Warren County Non-MSA MSA #1600 Adams County Non-MSA Marshall County Non-MSA Six County Non-MSA Macon County MSA #2040	Full-Scope Full-Scope Full-Scope Full-Scope Limited-Scope Limited-Scope Limited-Scope Limited-Scope Limited-Scope	Please refer to the “Description of Institution” and “Selection of Areas for Full-Scope Review” under “Scope of Evaluation” sections of this Performance Evaluation for details on ABI’s assessment areas.

Appendix B: Market Profiles for Full-Scope Areas

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Market Profiles for Areas Receiving Full-Scope Reviews

MSA 6880 (Winnebago, Boone, and Portions of Ogle County)	B-2
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Non-MSA Counties of Fulton, Knox, and Warren	B-16

MSA 6880 (Winnebago, Boone, and Portions of Ogle County)

Demographic Information for Full-Scope Area: MSA 6880 (Winnebago, Boone, Ogle County)						
Demographic Characteristics	#	Low % of #	Mod % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (CTs/BNAs)	77	7.8	22.1	51.9	18.2	N/A
Population by Geography	301,341	5.0	18.6	55.5	20.9	N/A
Owner-Occupied Housing by Geography	78,101	2.1	15.6	57.6	24.7	N/A
Businesses by Geography	11,812	8.2	13.8	55.8	22.2	N/A
Farms by Geography	878	0.8	2.7	80.1	16.4	N/A
Family Distribution by Income Level	82,551	18.3	17.9	26.3	37.5	N/A
Distribution of LMI Families throughout AA Geographies	29,862	8.6	27.1	53.6	10.7	N/A
Median Family Income (MFI)	= \$37,078	Median Housing Value				= \$59,957
HUD Adjusted MFI for 1999	= \$52,600	Unemployment Rate:				
HUD Adjusted MFI for 2000	= \$55,300	Winnebago County				= 4.7%
HUD Adjusted MFI for 2001	= \$57,100	Boone County				= 5.2%
Households Below the Poverty Level	= 9.7%	Ogle County				= 4.2%

(*) The NA category consists of geographies that have not been assigned an income classification. Source: 1990 U.S. Census and 1999, 2000, and 2001 HUD updated MFI. Unemployment rates based on 2000 Annual Average from Illinois Workforce Center.

Assessment Area Information

Winnebago, Boone, and Ogle Counties comprise the Rockford MSA #6800. These counties lie approximately 90 miles northwest of Chicago, Illinois. The largest municipalities within these counties are Rockford (Winnebago County), Loves Park and Machesney Park which lie directly north of the City of Rockford, and Belvidere (Boone County).

ABI includes all of Winnebago and Boone Counties as part of its AA. Although the bank has no branch or ATM locations in Boone County, the county can still be served by ABI as Winnebago County branches are situated near Boone County. Only the CTs² located in the eastern portion of Ogle County are included in the bank's AA. The bank has no branch or ATM locations located in the western half of Ogle County and designating all of Ogle County as part of the bank's AA would have resulted in an area too large to reasonably serve. All CTs excluded from the bank's AA in Ogle County are all middle-income. ABI's delineation of this AA, as well as the bank's other AAs, meets the requirements of the CRA and does not arbitrarily exclude LMI geographies.

² CTs included as part of the bank's AA in Ogle County consist of 9610, 9611, 9612, and 9616.

Operations Within the Assessment Area

ABI's main office, as well as five branches, is located in this AA. Four of the bank's locations in the AA are situated in the City of Rockford. ABI also has branches located in Machesney Park and Rochelle (Ogle County). ABI owns and operates five ATMs in this AA; four in Rockford and one in Machesney Park.

As of June 30, 2000, ABI had the third largest deposit market share in the AA at 11.0 percent. Amcore Bank National Association has the dominant deposit market share in the AA at 31.6 percent. The second ranked financial institution has a deposit market share of 11.9 percent. The vast majority, 98.6 percent, of ABI's deposits in this AA comes from Winnebago County where the bank has a 13 percent market share. By a fraction of a percentage point, this AA constitutes the bank's largest deposit base in terms of dollars in deposit.

Approximately 19 percent of the bank's residential- and business-related loan originations during the assessment period were made in this AA. Based on number of loan originations, this is ABI's third largest market. An analysis of the percentage of types of loans originated within this AA does not indicate a significant difference with ABI's other AAs. During the assessment period, the bank did originate a slightly higher percentage of consumer loans to total loans in this AA when compared to other full-scope AAs, but not by a significant amount. Additionally, the bank's percentage of home mortgage refinance loans to total home mortgage loans originated in this AA was slightly higher when compared to other AAs.

Demographic Information, Economy, Major Industries and Employers

As indicated in the table above, the majority of the population, owner-occupied housing, businesses and farms are located in middle-income CTs. Over 50 percent of the LMI families residing in the AA are in middle-income geographies. A significant majority of the housing, business, and population is within Winnebago County. Approximately 18 percent of the population, owner-occupied housing, businesses and families in all of ABI's AAs are located in this AA. Nearly 10 percent of the households in the AA have incomes below the poverty level. Additionally, 40.9 percent of all low-income families in the AA have incomes below the poverty level. Considering a low-income family has a maximum income of \$28,550, these families may have difficulties qualifying for housing-related products.

To illustrate, in ABI's most significant market in this AA, Rockford, Illinois, the median sales price of existing homes in the second quarter of 2001 was \$100,800³. This is up 8.3 percent from the second quarter of 2000. Based on standard debt-to-income underwriting ratios, low-income families may have difficulties qualifying for homes in this price range. This is also true in other areas of the assessment area. For example, the median sales price of existing single family homes in Belvidere (Boone County) in the second quarter of 2001 was \$112,900. According to the Northern Illinois Business & Industry Data Center, median owner-occupied unit values have increased 23 percent between 1990 and 1999. The largest increase was in units valued between \$100,000 and \$149,000.

³ Source: Illinois Association of Realtors.

Based on 1990 census data, vacant housing units comprise 4.9 percent of the AA's total housing units. Approximately 30 percent of all housing units are rental properties. The community in most need in the AA is Rockford's West Side. The most recent Housing and Urban Development (HUD) Consolidated Plan (CP) indicates that approximately 15 percent of Rockford's owner-occupied housing has problems and can be considered substandard with that percentage rising on the west side of Rockford. Similarly, the HUD CP indicates that approximately 40 percent of the area's rental units may not be in standard condition with 6 percent of the rental units unfit for rehabilitation.

The AA's population, including all of Ogle County, grew approximately 8.9 percent between 1990 and 1999. This is larger than the 6.1 percent growth rate experienced by the State of Illinois. Of the three counties within this AA, Boone County experienced the highest population growth rate over that time period at 28.4 percent. Some of the growth in the Rockford MSA, particularly Boone County, results from a westward spread of Chicago. Several large companies, including Sears and Motorola have located corporate headquarters and other facilities nearly midway between Chicago and Rockford. Much of the growth in the Rockford and surrounding areas has been due to employees of the companies moving to the area. New commercial development east of the City of Rockford has also spurred population growth.

Based on Illinois Department of Employment Security (IDES) information, the labor growth rate in this AA from 1991 through 2000 outpaced the population growth rate. Absorbing this growth has been expansion of the area's small construction industry and service and retail firms. Construction growth in the Rockford area has primarily been due to commercial and public works building. Residential permits in the Rockford area in 2000 were the weakest in seven years. Despite the growth in the service and retail sector, manufacturing remains the largest employer in the AA. In fact, the percentage of workers employed in manufacturing in the AA (approximately 34 percent) is double the statewide average in that sector. The area's high reliance on the manufacturing sector does result in employment volatility. Recent weaknesses in the economy have resulted in unemployment rate increases over the last year. As of August 2001, the unemployment rates in Winnebago (7.2 percent) and Boone (7.6 percent) exceed the statewide average of 5.5 percent. The growth in the labor force and higher than average unemployment rates resulted in the U.S. Department of Labor designating the City of Rockford as labor surplus areas. The purpose of Labor Surplus Areas is to help direct Federal procurement contract money to areas with the most economic need. Although Boone County's unemployment rate remains above the statewide average, the county's unemployment rate has declined over the last 18 months. This is primarily due to the business expansion on the east side of this assessment area. Ogle County's August 2001 unemployment rate is 4.7 percent.

A significant majority of the businesses in this AA have gross annual revenues less than \$1 million (87 percent). This indicates that small businesses make up a large portion of the economic base. Areas outside of the three largest municipalities discussed above are primarily rural. Despite the extensive geography devoted to agricultural uses, just 1 percent⁴ of the labor force in the MSA was employed in agriculture and related industries.

⁴ Source: Northern Illinois Business & Industry Data Center.

Major employers in the AA include Rockford Memorial Health System, Daimler-Chrysler, United Technologies, Belvidere USA (manufacturing), Dean Milk Company, and Commonwealth Edison.

Financial Competition

Financial competition in the AA is strong. According to June 30, 2000 Federal Deposit Insurance Corporation information, there are 23 financial institutions with offices in Winnebago County; 12 with offices in Ogle County; and 7 in Boone County. In addition, there are several credit unions in the county as well as competition from large national mortgage and finance companies. Several of the financial institutions are substantially larger banks including Bank One, US Bank, and National City Bank.

Primary competition for housing-related loan products include Countrywide Home Loans, Prism Mortgage Company, Amcore Bank and Amcore Mortgage Company, and Alpine Bank of Illinois. Based on 1999 market share data, more than 280 lenders originated at least one residential-related loan in the AA. The largest small business lenders in the AA are Amcore Bank, Capital One, and American Express. A total of 75 different lenders originated at least one small business loan in the AA during 1999. Besides the banks already discussed, ABI also faces competition from insurance and investment companies for financial product services.

Community Contacts and Community Needs

In an effort to assess the needs of the AA, we conducted several community contacts. Additionally, we reviewed material prepared by other governmental agencies and private concerns. We identified several needs within the AA.

The new development east of the City of Rockford has left the older areas west and south of the traditional downtown in need of renewal. These areas contain a large portion of the LMI population of the MSA. This area deteriorated markedly in the 1980's when unemployment rates were above 20 percent. Although the area has experienced a modest comeback, older residential structures are in need of rehabilitation and retail business development is also needed.

Residential needs include affordable housing and rehabilitation loans for both single- and multi-family homes. However, many of the rehabilitation needs are quite extensive and turn around time has been lengthy. Loans or equity investments to non-profit organizations that are rehabilitating homes would be one way of helping to meet this need. As unemployment rates have increased, a need for home refinance loans was also cited as a way to assist affected workers.

Needs cited for business development includes business planning assistance, Micro loans, and long-term financing for fixed asset acquisition. In general, continued modernization of the area's extensive manufacturing sector is also viewed as key. Job training efforts and individuals willing to coordinate community development efforts in the Rockford area were also cited as community needs, particularly from the private sector.

Community Development Opportunities

A review of data on community development organizations that are active in the Rockford MSA indicates that over 50 organizations engage in activities that are consistent with the definition of community development in the CRA regulation. The majority of the organizations are targeted locally while six of the organizations serve the entire state, including the Rockford MSA.

Nearly half of the organizations primarily provide a variety of social services. Four organizations primarily rehabilitate or build new single-family and rental housing. Six organizations provide either homeownership counseling programs targeted to LMI individuals or general financial counseling. There are eight organizations involved primarily in small business financing or commercial real estate development in targeted areas of the City of Rockford. Other organizations provide business planning assistance, job-training programs, and grants to community organizations.

For a city its size, Rockford has a good number of resources for community development. The MSA is served by two multi-bank CDCs. The Rockford Community Foundation is among the 25 largest community foundations in the United States. Two other non-profit CDCs also serve the area. The City of Rockford Community Development Department has undertaken innovative commercial and housing development projects. The City's West Side Alive! program has built new homes on the west side and the Shopstead program has developed several storefronts on the west side.

MSA 6120 (Peoria, Woodford, and Tazewell Counties)

Demographic Information for Full-Scope Area: MSA 6120 (Peoria, Woodford, and Tazewell Counties)						
Demographic Characteristics	#	Low % of #	Mod % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (CTs/BNAs)	96	7.3	17.7	53.1	17.7	4.2
Population by Geography	339,172	4.1	15.1	62.1	18.7	0.0
Owner-Occupied Housing by Geography	87,992	1.9	13.2	66.1	18.8	0.0
Businesses by Geography	11,805	4.8	15.8	58.1	21.3	0.0
Farms by Geography	1,594	0.1	3.0	86.5	10.4	0.0
Family Distribution by Income Level	92,250	20.3	17.7	24.0	38.0	N/A
Distribution of LMI Families throughout AA Geographies	35,031	7.7	22.5	61.1	8.7	0.0
Median Family Income (MFI) HUD Adjusted MFI for 1999 HUD Adjusted MFI for 2000 HUD Adjusted MFI for 2001 Households Below the Poverty Level	= \$36,406 = \$50,000 = \$53,200 = \$55,000 = 11.8%	Median Housing Value Unemployment Rate: Peoria County Woodford County Tazewell County				= \$51,493 = 4.3% = 2.8% = 3.7%

(*) The NA category consists of geographies that have not been assigned an income classification. Source: 1990 U.S. Census, and 1999, 2000, and 2001 HUD updated MFI. Unemployment rates based on 2000 Annual Average from Illinois Workforce Center.

Assessment Area Information

The Peoria - Pekin MSA (#6120) consists of Peoria, Tazewell, and Woodford Counties. The MSA is in central Illinois approximately 200 miles southwest of Chicago and lies midway between Chicago and St. Louis, Missouri. The largest municipalities within this MSA are Peoria, East Peoria, and Pekin. Peoria is the largest city in the MSA and accounts for nearly 33 percent of the MSA's total population. East Peoria is situated on the east side of the Illinois River in Tazewell County directly across from Peoria. Pekin, also located in Tazewell County, is located seven miles south of Peoria. Together, these three cities contain 48 percent of the MSA's population. The entirety of all three counties has been included within ABI's AA.

Operations Within the Assessment Area

ABI operates 16 branches in this MSA, the most of any of the bank's AAs. Seven branches are located in the City of Peoria. Other branch locations in Peoria County include Chillicothe, Elmwood, and Princeville. Four branches are situated in Tazewell County; two in Pekin, and one each in East Peoria and Washington. ABI's other two offices are in Minonk and Roanoke in Woodford County. ABI also owns and operates 10 ATMs in this AA. Five of the ATMs are located in Peoria County and the remaining five are in Tazewell County.

Based on June 30, 2000 Federal Deposit Insurance Corporation deposit market share information, ABI has the largest deposit market share in this AA at 13.8 percent. Among the three counties in this AA, Peoria accounts for the bank's largest deposit base where 60

percent of ABI's total deposits within this AA are obtained. The bank does not have a dominant market share, though, in this AA as four other financial institutions have market shares greater than 10 percent. By individual county, ABI does not have the largest deposit market share in any of the three counties. ABI's deposit market share of 14.2 percent in Peoria County ranks third behind National City Bank (15.7 percent) and South Side Trust & Savings Bank (14.3 percent). In Tazewell County, ABI's deposit market share of 9.6 percent ranks only fourth. Morton Community Bank's deposit market share of 24.4 percent in Tazewell County is more than double the second ranked institution. ABI's deposit market share in Woodford County of 14.4 percent ranks third behind Heartland Bank and Trust Company (23.9 percent) and Commerce Bank (22.4 percent).

In terms of the number of loan originations, this was ABI's largest market during the assessment period. Approximately 31.5 percent of the bank's residential- and business-related loan originations were within this AA. This AA ranked second in dollar amount of loans originated by ABI during the assessment period.

Demographic Information, Economy, Major Industries and Employers

The table above indicates that the majority of the population, owner-occupied housing, businesses, farms, and LMI families are located in middle-income CTs. More than 50 percent of the AA's housing, businesses, and population is within Peoria County. MSA 6120 holds approximately 20 percent of the population, owner-occupied housing, businesses and families in all of ABI's AAs.

Nearly 12 percent of the households in the AA have incomes below the poverty level. Furthermore, 44.8 percent of the AA's low-income families have incomes below the poverty level. Similar to findings in the bank's other AAs, these families may have difficulties qualifying for housing related products. This is especially true considering the maximum income of a low-income family in this AA is \$27,500. Still, the area is considered to have a good level of housing affordability. Based on Illinois Association of Realtors information, the median price of existing single-family homes in the Peoria area and Pekin in the second quarter of 2001 are \$95,200 and \$80,600 respectively.

Based on 1990 census data, vacant housing units comprise 5.2 percent of the AA's total housing units. Approximately 32 percent of all housing units are rental properties. Housing needs are most pronounced on the south side of Peoria. In LMI areas of the city, the average home is well over 40 years old. According to the most recent HUD CP, deferred maintenance has taken a toll on this aging housing stock.

Between 1990 and 1999 this AA's population grew by just 1.3 percent. Only Tazewell County experienced a gain in population during that time frame growing 4.9 percent. Peoria and Woodford County's population declined by 0.9 percent and 0.3 percent respectively. The population growth rate of this MSA is well below the statewide average of 6.1 percent. Migration flows to Chicago have increased in recent years and the population of prime-aged adults is falling. Additionally, older residents have moved to warmer climates. This has reduced overall demand for homes and caused difficulty for firms trying to expand payroll. Although the general population growth in this AA has been stagnant, this AA has experienced an increase in the labor force. According to IDES information, the MSA's labor force grew 9.3 percent between 1991 and 2000. Woodford County experienced the highest labor force

growth rate over that period (16.6 percent). IDES information indicates that the service industry is the largest sector in the area employing approximately 31 percent of the workforce. Retail trade is the second largest sector followed by durable goods manufacturing. The top two industry sectors, services and retail trade, have grown significantly over the last decade. Manufacturing growth has been slow. Agriculture is not a major employment source in the AA although much geography is devoted to agriculture. The agriculture industry employs about 3 percent of the work force.

Unemployment rates in the three counties are below the August 2001 Illinois statewide average of 5.5 percent. Peoria and Tazewell County's unemployment rates are 4.7 percent and 4.3 percent respectively. Woodford County's unemployment rate is low at 2.4 percent. Both Peoria and Tazewell County's unemployment rates have risen slightly in 2001.

According to 1990 U.S. Census data, a significant majority of the business in the MSA have gross annual revenues less than \$1 million (87.4 percent). Caterpillar, Inc. is by far the dominant employer in the area. Caterpillar and other industrial machinery manufacturers employ 60 percent of the area's manufacturing workforce. This lack of diversity leaves the area vulnerable to shifts in national and global economic trends. Other large employers in the area include OSF St. Francis Medical Center, Pekin Insurance Company, Pekin Federal Correctional Institution, and, in Woodford County, fabricated metal producer American Buildings, Inc.

Financial Competition

A high level of financial competition exists in the Peoria - Pekin MSA. According to June 30, 2000 Federal Deposit Insurance Corporation information, there are 22 financial institutions with offices in Peoria County; 22 with offices in Tazewell County; and 8 in Woodford County. Similar to ABI's other AAs, several of the banks operating in this MSA are larger than ABI. For example, National City Bank, Union Planters Bank, US Bank, and Bank One all have offices in the Peoria - Pekin MSA. ABI also faces financial competition from credit unions, insurance companies, and other financial service providers.

Primary competitors for business loans include Morton Community Bank, Commerce Bank, American Express, and South Side Trust and Savings Bank. A total of 63 different lenders originated at least one small business loan in the AA during 1999. Major housing-related competitors include Citizens Equity First Credit Union (this is the 11th largest credit union in the US and serves the employees of Caterpillar and other companies in the area), National City Bank and National City Mortgage Company, and Countrywide Home Loans. Based on 1999 market share data, more than 200 different lenders originated at least one housing-related loan in the AA.

Community Contacts and Community Needs

In an effort to assess the needs of the AA, we conducted several community contacts. Additionally, we reviewed material prepared by other governmental agencies and private concerns. We identified several needs within the AA.

To diversify the business base of the MSA, area leaders and governmental agencies have focused on retaining and attracting new businesses, particularly biotech and agribusiness.

Growth in these industries would also create higher paying jobs. Six State Enterprise zones have been established in the area to offer tax breaks and other incentives to encourage development of designated areas. Each county in the MSA, and a number of cities as well, offer revolving loan programs for small business development. Business planning assistance was also cited as a need.

Residential-related needs include affordable single-family homes and loans, particularly on the south side of Peoria. In general, we found more of a need for home rehabilitation as demand for housing has been relatively slow.

Community Development Opportunities

A review of data on community development organizations that are active in the Peoria - Pekin MSA indicates that approximately 35 organizations engage in activities that are consistent with the definition of community development in the CRA regulation. The majority of the organizations are targeted locally while six of the organizations serve the entire state, including the Rockford MSA.

Nearly half of the organizations primarily provide a variety of social services. Six organizations are involved in small business development; six organizations provide financing or expertise to non-profit organizations that serve LMI individuals; and six organizations provide financial education. There are three organizations involved in housing development. Other organizations provide job training or housing counseling programs.

Peoria has a good level of resources for community development purposes, but slightly fewer than other urban areas its size. There are a few opportunities to partner with the private and public sectors to meet housing needs of LMI individuals. In addition, loans in Enterprise Zone geographies may qualify for CRA consideration.

Part of MSA 7040 (Madison, Saint Clair, and Monroe Counties)

Demographic Information for Full-Scope Area: Part of MSA 7040 (Madison, Saint Clair, and Monroe Counties)						
Demographic Characteristics	#	Low % of #	Mod % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (CTs/BNAs)	113	14.1	25.7	51.3	6.2	2.7
Population by Geography	534,512	8.0	22.7	61.7	7.6	0.0
Owner-Occupied Housing by Geography	136,514	4.5	19.3	67.8	8.4	0.0
Businesses by Geography	16,851	5.1	20.2	66.9	7.8	0.0
Farms by Geography	1,471	0.3	3.6	90.8	5.3	0.0
Family Distribution by Income Level	144,361	23.7	19.7	25.1	31.5	N/A
Distribution of LMI Families throughout AA Geographies	62,630	12.8	29.0	54.0	4.2	0.0
Median Family Income (MFI) = \$37,995 HUD Adjusted MFI for 1999 = \$52,000 HUD Adjusted MFI for 2000 = \$56,500 HUD Adjusted MFI for 2001 = \$60,400 Households Below the Poverty Level = 13.1%		Median Housing Value = \$53,170 Unemployment Rate: Madison County = 4.7% Saint Clair County = 5.9% Monroe County = 3.1%				

(*) The NA category consists of geographies that have not been assigned an income classification. Source: 1990 U.S. Census, and 1999, 2000, and 2001 HUD updated MFI. Unemployment rates based on 2000 Annual Average from Illinois Workforce Center.

Assessment Area Information

Madison, St. Clair, and Monroe counties comprise a portion of the St. Louis, Missouri-Illinois MSA (#7040). The entire MSA includes six counties in Missouri, including the City of St. Louis, and five counties in Illinois. ABI has no offices or ATMs in Missouri or two of the Illinois counties, Clinton and Jersey. Including all counties in this MSA as part of the bank’s AA would have resulted in an area too large to reasonably serve. As a result, ABI designates only the census tracts in Madison, St. Clair, and Monroe Counties in Illinois as its AA.

The population of St. Clair and Madison County is nearly equal and together account for approximately 95 percent of the AA’s total population. The largest municipality in the AA is Belleville in St. Clair County. In addition, there are seven other cities within this AA with populations between 30,000 and 34,000. Two of these cities, St. Clair and East St. Louis, are in St. Clair County. The other five cities, Edwardsville, Wood River, Collinsville, Granite City, and Alton are located in Madison County. Together, these eight municipalities comprise 49 percent of the AAs population.

Operations Within the Assessment Area

ABI operates 10 branches in this AA. Six branches are located in St. Clair County. In St. Clair County, two offices are in Belleville, two in Fairview Heights, and one each in East St. Louis and Millstadt. ATMs are present at all of these offices except Millstadt. Branches in Madison

County are located in Alton and Glen Carbon. Both of these offices have ATMs. Monroe County branches are in Columbia and Waterloo. ABI does not own any ATMs in Monroe County.

June 30, 2000 FDIC data indicates that ABI's 8.8 percent deposit market share is the fourth largest in the AA. This is ABI's second largest market in terms of dollars on deposit. The deposit market share of the two leading banks, Union Planters Bank (23.8 percent) and Firststar Bank Missouri (17.2 percent), account for more than 40 percent of all deposits in the AA.

Nearly 62 percent of ABI's deposits in this AA are obtained in St. Clair County where the bank's market share of 10.9 percent ranks second. Union Planters Bank has a dominant market share of 29.4 percent in St. Clair County. In Madison County, ABI's deposit market share of 4.6 percent ranks fifth. The leading institution in Madison County has a deposit market share 23.6 percent while the next two institutions have market shares at or greater than 15 percent. ABI has a deposit market share of 10.2 percent in Monroe County; however, five other financial institutions have market shares greater than ABI's.

This AA was ABI's second largest market, in terms of number of loan originations, during the assessment period. Approximately 28 percent of the bank's total number of residential- and business-related loan originations were within this AA. In terms of dollars of loan originated during the assessment period, this was ABI's leading AA. By just a few loans, ABI originated more small business loans in this AA than in any other of its AAs.

Demographic Information, Economy, Major Industries and Employers

Similar to ABI's other AAs, the majority of the population, owner-occupied housing, businesses and farms are located in middle-income census tracts. Slightly more than 50 percent of LMI families in the AA reside in middle-income CTs. The population, number of owner-occupied housing units, and number of businesses is greater in this AA than in any of ABI's other AAs. Approximately 30 percent of the population, owner-occupied housing, and businesses in all of ABI's AAs are within this AA. In addition, this AA contains 46 percent of the LMI geographies in *all* of ABI's full-scope AAs.

Just over 13 percent of all households in the AA have income below the poverty level. Over half of these households are in St. Clair County, particularly in the City of East St. Louis. In addition, 45.8 percent of all low-income families in the AA have incomes below the poverty level. Nearly 56 percent of the families with income below the poverty level reside in St. Clair County as well. Illinois Association of Realtors information indicates that the median sales price of existing single family homes in the Greater Gateway area (Madison and Monroe Counties) for the second quarter of 2001 was \$83,600. In Belleville, the median sales price was \$92,200. These prices make it difficult for low-income families to qualify for housing related products. Housing can be purchased at much lower prices in the East St. Louis area. One community contact indicated that typical housing prices in East St. Louis approximate \$49,000. However, the contact also indicated that may be overstated. A HUD study indicates that housing prices in East St. Louis are low due to a net migration out of the City, many of the residents who remain in the City are low-income, and traditional financing mechanisms are generally absent.

According to 1990 US census data, vacant housing units comprise 7 percent of the housing stock in the AA. This is more pronounced in East St. Louis where vacant units account for over 13 percent of total housing units in the City. The most pressing housing needs in the AA are in the East St. Louis/Belleville area and central to northwest portions of Alton in Madison County. Housing conditions in East St. Louis have been poor for a number of years. Many low-income renters have been unable to pay enough rent to private landlords to maintain units in standard condition. The most recent HUD CP indicates that many owner-occupied structures have been neglected and are in need of rehabilitation. 1990 census data also indicates that East St. Louis accounts for more than 50 percent of the AA's total boarded up housing units. Since 1990, the East St. Louis Housing Authority has taken on an aggressive housing modernization program including the destruction of many abandoned and deteriorated single- and multi-family housing units. The demolished units are being replaced as part of the modernization program. In addition, the Illinois FIRST fund for infrastructure improvements targets \$4 million for East St. Louis housing projects.

There is a relatively high rate of ownership among LMI households in Alton. As a result, the County allocates a significant portion of its housing dollars towards owner-occupied rehabilitation. Between 1990 and 1995, the poverty level increased in Alton resulting in more owner-occupied housing falling into disrepair; especially as many of the houses in the area are greater than 50 years old. New housing growth in Madison County, particularly in Edwardsville, Bethalto, Highland, and Godfrey, in the late 1990's was in subdivisions with housing prices in excess of \$100,000.

Between 1990 and 1999, the AA's population grew by an estimated 2.3 percent. Monroe County's population grew by 21.7 percent during that time frame while St. Clair County's declined by 1.1 percent. Monroe County has grown as more workers in the greater St. Louis area have moved to the suburban areas of the MSA. The relative lack of business growth in East St. Louis has contributed to the lack of population growth in St. Clair County. Madison County's population grew by 4.1 percent between 1990 and 1999. This growth rate is somewhat below the statewide average of 6.1 percent.

Based on IDES data, the AA's labor force grew by 6.2 percent between 1991 and 2000. This is below the statewide labor force growth rate of 8.4 percent. Like the population trend, Monroe County experienced a labor force growth rate of 23.5 percent. Madison and St. Clair County's labor forces grew by 7 percent and 3.5 percent respectively. Retail trade is the largest employer in both St. Clair and Monroe Counties. Manufacturing is the largest employment sector in Madison County.

According to August 2001 IDES information, the unemployment rates in Madison and St. Clair Counties of 5.8 percent and 6.4 percent respectively are above the statewide average of 5.5 percent. Madison County's unemployment rate has increased in 2001 while St. Clair County's has remained fairly stable. The growth in the labor force and higher than average unemployment rates resulted in the U.S. Department of Labor designating Alton, Belleville, East St. Louis, and Granite City as labor surplus areas. Monroe County's unemployment rate rose in 2001 but remains good at 3.6 percent.

According to 1990 US Census data, 88.6 percent of all businesses in the AA have gross annual revenues less than \$1 million. Most non-farm businesses are located in Madison and St. Clair Counties. Although St. Clair County contains 45 percent of the AA's non-farm

businesses, the City of East St. Louis' business climate is hampered by the city's tax structure. Larger businesses and industries developed outside the City largely to avoid East St. Louis property taxes. As a result, the City ranked 130th of 131 cities of comparable size in collection of property tax revenue relative to the value of public property.⁵ This has resulted in limited infrastructure improvements affecting both the business and housing markets in the City.

Still, there has been some development in East St. Louis in recent years. Besides the new homes and residential facilities mentioned above, a new hotel, convenience store, and RV park opened in 1999 to accommodate customers of East St. Louis' riverboat casino.

Some of the larger private employers in the AA include Olin Brass (brass, aluminum, sheet strip and fabricated metal products), a division of Olin Corporation, located in Alton; St. Mary's Hospital in St. Clair County; Wal Mart Stores in all three AA counties; St. Elizabeth Medical Center in Madison County; and American Steel Foundries in Madison County.

Financial Competition

A strong level of financial competition exists within the AA. June 30, 2000 Federal Deposit Insurance Corporation information reveals that there are 25 financial institutions with offices in Madison County; 18 with offices in St. Clair County; and 8 in Monroe County. This includes several substantially larger institutions such as Union Planters Bank, Firststar Bank Missouri, Bank of America, and UMB Bank. Credit unions, insurance companies, and other financial service providers present ABI with additional competition.

In terms of number of loan originations, the largest home mortgage lenders in the AA include Cendant Mortgage, Chase Manhattan Mortgage, Bank One, The Bank of Edwardsville, and First Collinsville Bank. Market share data for 1999 indicates that more than 300 lenders originated one or more residential-related loans in the AA. Primary small business loan competition in the AA comes from The Bank of Edwardsville, Capital One, American Express, Union Planters Bank, and MBNA America Bank. Market share data indicates that 60 different lenders originated at least one small business loan in the AA during 1999.

Community Contacts and Community Needs

Discussions with community contacts and reviewing material prepared by governmental and private organizations allowed us to assess some of the needs in the AA. The most pressing needs are in the East St. Louis area. Upgrading the existing housing stock and expanding homeownership opportunities as well as the supply of quality rental housing for LMI individuals were cited by several sources. Assistance with financing improvements or home purchases was cited as a need in not only East St. Louis, but St. Clair County as a whole. Housing counseling and job skill training was also cited as a need in the AA.

East St. Louis is also in need of infrastructure improvements, but that will be difficult given the tax structure. If a strategy to reduce the tax rate is developed, business assistance of all sorts will be needed, particularly planning assistance and start-up funds.

⁵ Source: U.S. Department of Housing and Urban Development East St. Louis Consolidated Plan for 1995.

The Fairview Heights website cites retail service development as a focus. The City of Collinsville is focusing on revitalizing the downtown area. Home rehabilitation loans were cited as a need in Madison County, particularly in Alton. In addition, an increase in the supply of affordable housing for LMI individuals was cited as a need in Madison County.

Community Development Opportunities

Our review of information on community development organizations that are active in the AA indicates a moderate number of organizations engaged in activities consistent with the definition of community development in the CRA regulation. We identified 6 organizations that serve the entire State of Illinois, including this MSA. Three of the statewide organizations promote business development, including one statewide multi-bank community development corporation; two provide a variety of social and educational services to LMI individuals; and one provides affordable housing to LMI individuals.

There are also ways to be involved with local organizations. There are three Small Business Development Centers within the AA and two locally run multi-bank Community Development Corporations. Five cities within the AA have Main Street programs. Participation in Main Street programs may qualify for CRA consideration. There is also one organization that provides business planning assistance for people wishing to start a business.

Two organizations with local addresses, one of them in two cities in the AA, are involved with providing affordable housing to LMI individuals. In addition, there are three local Community Action Agencies that provide a variety of services targeted to LMI individuals. One housing counseling agency operates in Madison County and there are several agencies that provide consumer credit counseling or other social services.

East St. Louis is part of a U.S. Government designated Empowerment Zone allowing the area to qualify for certain funds earmarked for economic development. A TIF District has been established in Alton to promote business development. There are also other Enterprise Zones located within the AA. Loans in these areas may qualify for CRA consideration. Several of the local governments have also developed programs to improve homeownership opportunities or promote economic development.

NON-MSA Counties Of Fulton, Knox, and Warren

Demographic Information for Full-Scope Area: NON-MSA Counties of Fulton, Knox and Warren						
Demographic Characteristics	#	Low % of #	Mod % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (CTs/BNAs)	33	0.0	18.1	75.8	6.0	N/A
Population by Geography	113,654	0.0	17.8	76.7	5.5	N/A
Owner-Occupied Housing by Geography	31,023	0.0	14.7	79.7	5.6	N/A
Businesses by Geography	3,983	0.0	26.9	65.6	7.5	N/A
Farms by Geography	1,241	0.0	11.4	85.8	2.8	N/A
Family Distribution by Income Level	31,048	20.1	20.0	23.9	36.0	N/A
Distribution of LMI Families throughout AA Geographies	12,472	0.0	20.6	75.9	3.5	N/A
Median Family Income (MFI)	= \$29,693	Median Housing Value				= \$34,656
HUD Adjusted MFI for 1999	= \$41,500	Unemployment Rate:				
HUD Adjusted MFI for 2000	= \$43,600	Fulton County				= 7.2%
HUD Adjusted MFI for 2001	= \$44,900	Knox County				= 4.6%
Households Below the Poverty Level	= 14.2%	Warren County				= 4.3%

(*) The NA category consists of geographies that have not been assigned an income classification. Source: 1990 U.S. Census and 1999, 2000, and 2001 HUD updated MFI. Unemployment rates based on 2000 Annual Average from Illinois Workforce Center.

Assessment Area Information

Fulton, Knox, and Warren Counties comprise ABI's full-scope non-MSA AA. These counties are approximately 130 miles southwest of Chicago; 25 miles directly west of the Peoria - Pekin MSA. The largest townships in the AA are Galesburg (Knox County), Canton (Fulton County), and Monmouth (Warren County). Galesburg is the largest township in the AA and accounts for nearly 30 percent of the AA's total population. All geographies in these three counties are included in ABI's AA. As indicated in the table above, there are no low-income census tracts in this AA.

Operations Within the Assessment Area

ABI operates four branches in this AA. Two branches are located in Galesburg. Both of these branches have ATMs. One branch is located in Monmouth and the other is in Farmington (Fulton County). Neither of these two branches have ATMs.

ABI has the second largest deposit market share in the AA according to Federal Deposit Insurance Corporation data. The bank's June 30, 2000 deposit market share of 9.9 percent trailed Wells Fargo Bank Illinois' 11.5 percent. Including ABI, there are seven financial institutions with deposit market shares between 6 percent and 10 percent in the AA. Just over 75 percent of all ABI deposits in this AA are obtained at the two Galesburg branches. In total, this AA accounts for 7.5 percent of ABI's total deposit base.

Based on deposit market share by individual county within the AA, ABI is a major competitor in Knox County. The bank's deposit market share of 15.9 percent in Knox County ranks third behind Marquette Bank Illinois (17.7 percent) and Wells Fargo (16.2 percent). ABI ranks only eighth of 13 financial institutions in deposit market share in Fulton County and has the smallest market share among seven banks in Warren County.

Slightly more than 10 percent of ABI's total home mortgage and small business loans were originated in this AA during the assessment period. Although not by a significant amount, ABI originated a higher percentage of residential-related loans to total loans in this AA when compared to other full-scope AAs. This AA also originated a higher percentage of home purchase loans to total home mortgage loans in this AA than in other full-scope AA's. The difference, though, is not by a significant amount.

Demographic Information, Economy, Major Industries and Employers

Over 75 percent of the population and owner-occupied housing, and LMI families are located in middle-income CTs. Knox County contains the bulk of AA's population, housing, businesses, and LMI families. Of the 44,350 households in the AA, 14.2 percent have income below the poverty level. Additionally, 11 percent of all families, or 54.6 percent of all low-income families, have income below the poverty level. Although the area's housing is relatively affordable, the median price of existing single-family homes in Galesburg and Fulton County is \$65,600 and \$63,000⁶ respectively. Local realtors in Galesburg and Fulton County that we had discussions with in November of 2001 said that the average sales price of homes at that time was \$70,000 to \$75,000. Considering this, low-income families may have difficulty qualifying for housing-related loan products. This is especially true considering the maximum income of a low-income family in the AA is \$22,450. Based on standard underwriting practices, and assuming the potential borrower has no other debt, a low-income individual may qualify for housing in the \$70,000 range⁷.

Based on 1990 census data, this AA has a fairly high vacant housing percentage, 8.75 percent. Owner-occupied housing units comprise 64 percent of the housing stock. According to the most recent Galesburg/Knox County Comprehensive Plan (the most populous portion of the AA), the majority of housing units are relatively old and there has been little new development. The Comprehensive Plan indicated that by the late 1990's housing conditions in several areas were worthy of attention. Demand for Knox County Housing Authority units has been fairly strong, due in part to a dwindling supply and increasing rental property costs.

Population growth between 1990 and 1999 was flat. Over that time frame, the population of the AA is estimated to have declined 0.6 percent with Fulton County the only one of the three counties experiencing net growth. Fulton County's growth was modest, though, at 1.6 percent.

IDES information indicates that the AA's labor growth rate between 1991 and 2000 of 2.3 percent lagged the statewide average of 8.4 percent. Knox and Warren Counties experienced labor growth rates of 4.2 percent and 5.3 percent respectively. Fulton County's labor force declined by 3.4 percent.

⁶ Source: Second quarter 2001 Illinois Association of Realtors data.

⁷ With just \$300 in other debt, the affordability range declines to the \$55,000 range.

Fulton County's August 2001 unemployment rate of 7.3 percent was well above the statewide average of 5.5 percent. The relatively high unemployment rate in Fulton County has resulted in the County being designated a labor surplus area by the U.S. Department of Labor. The unemployment rate in Knox and Warren Counties are between 4 percent and 5 percent.

Based on 1990 census data, 91 percent of all business in the AA have gross annual revenues less than \$1 million. This indicates that a substantial portion of the economic base in the AA is dependent on small business. Over half of the non-farm businesses in the AA are located in Knox County. Outside of Galesburg, much of the geography is devoted to agriculture. Large non-agricultural employment industries in the AA are manufacturing in Warren and Knox Counties, the service industry, particularly health services, in Knox County, and retail trade in Fulton County. Some of the larger non-agriculture employers in the area include Maytag, Burlington Northern, and Butler Manufacturing (all Galesburg), Farmland Foods (Warren County), Graham Hospital (Fulton County), and the Illinois River Correctional Center (Fulton County). Many workers in the area that are not involved in agriculture commute to nearby Peoria for employment.

Financial Competition

There is a good level of financial competition within the AA. Based on 1990 FDIC data, there are 13 financial institutions with offices in Fulton County, 11 in Knox County, and 7 in Warren County. First Midwest Bank and First Bank are the largest banks with offices in the AA. Large mortgage companies are also active in the AA, even if they do not have offices there.

The leading residential-related lenders in the AA, in terms of number of loan originations, include Norwest Mortgage, Inc., First Bank, First Midwest Bank, and ABI. Over 120 different lenders originated one or more home mortgage loans in the AA during 1999. First Midwest Bank, Marquette Bank Monmouth, Capital One F.S.B., and Norwest Bank Illinois were the leading small business lenders in the AA during 1999. The top agricultural lenders in 1999 were Marquette Bank Monmouth and First Midwest.

Community Contacts and Community Needs

In an effort to assess some of the needs of the AA, we conducted two community contacts and reviewed material prepared by governmental and private agencies or organizations. As indicated above, housing needs were cited as a need in the area's most populated area, Galesburg. The Galesburg/Knox County Comprehensive Plan suggested that the single most important step to improving the quality of housing is to increase home-ownership. Home-ownership, as well as home rehabilitation loans, was cited as needs in the area. In addition, educational programs on the cost of home-ownership and the importance of establishing good credit were cited as a need. Training programs on home improvement skills was also mentioned. Funds for start-up business and efforts to promote business establishment in the AA were cited as business development needs.

Community Development Opportunities

We reviewed data to assess the opportunity to be involved with organizations that engage in activities consistent with the definition of community development in the CRA regulation. Opportunities in this AA are much more limited than in the bank's other full-scope AAs.

We identified six organizations that serve the entire State of Illinois, including this AA. Three of the statewide organizations promote business development, including one statewide multi-bank community development corporation; two provide a variety of social and educational services to LMI individuals; and one provides affordable housing to LMI individuals.

Locally, there is one multi-bank Community Development Corporation that serves Fulton and Knox Counties. There is also one Main Street Program (Galesburg) in the AA. Main Street programs promote business development and rehabilitation. Participation with this program may qualify for CRA consideration.

Each county has a national organization with a local address whose mission is to provide affordable housing to LMI individuals. In addition, each county has an active Community Action Agency that promotes affordable housing opportunities and provides other social services. Two of these three organizations are also Community Housing Development Organizations (CHDOs). A CHDO is eligible to receive certain federal funds to regularly improve their operations and for the affordable housing projects they develop. Two other organizations with a presence in the AA provide credit counseling or other social services.

Appendix C: Tables of Performance Data

Content of Standardized 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: 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.

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.
- 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 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 6. 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 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 7.
- Table 9. Borrower Distribution of Refinance Loans** - See Table 7.
- 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. 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 12. 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.
- Table 13. 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 14. Geographic and Borrower Distribution of Consumer Loans** - For geographic distribution, the table 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 households within each geography. For borrower distribution, the table 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 of households by income level in each MSA/assessment area.

Table 1. Lending Volume

LENDING VOLUME												State: Illinois	
Evaluation Period: JANUARY 1, 1999 TO JUNE 30, 2001													
MSA/Assessment Area:	% of Rated Area Loans (#) 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** *	
		#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)		
Full-Review:													
MSA 6880 (Rockford)	18.89	1,554	88,674	102	16,511	0	0	0	0	1,656	105,185	26.83	
MSA 6120 (Peoria - Pekin)	31.49	2,537	144,075	219	24,778	5	985	0	0	2,761	169,838	25.37	
MSA 7040 (Southwest Illinois)	28.19	2,238	149,214	232	36,409	2	165	0	0	2,472	185,788	26.54	
Fulton, Knox, and Warren Counties	10.18	873	40,866	19	2,392	1	149	0	0	893	43,407	7.47	
Limited-Review:													
MSA 1600 (Kendall, Kane, DeKalb)	3.77	322	26,963	9	255	0	0	0	0	331	27,218	4.81	
Adams County	2.34	198	9,976	7	722	0	0	0	0	205	10,698	8.09	
Marshall County	1.20	98	4,383	7	722	0	0	0	0	105	5,105	0.89	
@ 6 County Non-MSA****	3.51	308	13,007	0	0	0	0	0	0	308	13,007	N/A*****	
@ MSA 2040 (Macon County)	0.43	38	1,756	0	0	0	0	0	0	38	1,756	N/A*****	

(*) Rated area refers to either the state or multistate MSA rating area.

(**) The evaluation period for Community Development Loans is January 1, 1998 to October 22, 2001.

(***) Deposit data as of June 30, 2000. Rated area refers to either the state or multistate MSA rating area.

(****) The six counties are Hancock, Mason, Mercer, Pike, Schuyler and portions of Bond.

(*****) These are no longer in ABI's assessment areas. This table indicates the bank's most current deposit market share.

As of September 30, 1999, these two areas accounted for less than 10 percent of total deposits.

++ Not including consumer loans or loans secured by residential real estate for purposes of small business.

@ Data in table includes only loan originations in 1999.

Table 2. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE												State: Illinois					Evaluation Period:				
JANUARY 1, 1999 TO JUNE 30, 2001																					
MSA/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 6880 (Rockford)	323	17.85	2.06	0.93	15.57	7.74	57.66	58.82	24.71	32.51	1.54	0.71	0.85	1.55	1.88						
MSA 6120 (Peoria - Peoria)	553	30.55	1.91	0.90	13.20	9.23	66.11	69.26	18.78	20.61	3.46	1.52	3.12	3.88	2.55						
MSA 7040 (Southwest Illinois)	502	27.73	4.54	1.79	19.26	7.77	67.83	76.10	8.37	14.34	1.88	2.58	1.28	1.96	1.96						
Fulton, Knox, and Warren Counties	223	12.32	N/A	N/A	14.72	17.04	79.66	69.96	5.62	13.00	9.89	N/A	18.87	8.35	13.52						
Limited-Review:																					
MSA 1600 (Kendall, Kane, DeKalb)	78	4.31	0.11	0.00	9.20	10.26	62.00	70.51	28.69	19.23	0.28	0.00	0.47	0.30	0.22						
Adams County	49	2.71	0.59	0.00	10.83	12.25	69.68	57.14	18.90	30.61	4.64	0.00	5.77	3.87	5.94						
Marshall County	15	0.83	N/A	N/A	N/A	N/A	100	100	N/A	N/A	10.52	N/A	N/A	10.52	N/A						
@ 6 County Non-MSA****	62	3.43	N/A	N/A	20.45	30.65	74.64	67.74	4.91	1.61	10.78	N/A	24.05	9.31	2.22						
@ MSA 2040 (Macon County)	5	0.27	4.29	0.00	16.58	20.00	49.36	20.00	29.78	60.00	0.21	0.00	0.30	0.08	0.36						

(*) 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 housing units in a particular geography divided by the number of owner-occupied housing units in the area based on 1990 Census information.

(***) Based on 1999 Aggregate HMDA Data only.

(****) The six counties are Hancock, Mason, Mercer, Pike, Schuyler, and portions of Bond.

@ Data in table includes only loan originations in 1999.

Table 3. Geographic Distribution of Home Improvement Loans

Geographic Distribution: HOME IMPROVEMENT												State: Illinois		Evaluation Period:		
JANUARY 1, 1999 TO JUNE 30, 2001																
MSA/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 6880 (Rockford)	244	16.33	2.06	1.23	15.57	11.48	57.66	61.06	24.71	26.23	10.6 6	6.0 6	9.6 2	11. 28	10. 07	
MSA 6120 (Peoria - Peoria - Pekin)	537	35.94	1.91	0.75	13.20	13.78	66.11	68.34	18.78	17.13	16.9 4	7.3 2	12. 37	17. 53	20. 58	
MSA 7040 (Southwest Illinois)	385	25.77	4.54	2.60	19.26	11.43	67.83	71.95	8.37	14.02	10.0 0	5.9 5	5.1 3	10. 83	13. 21	
Fulton, Knox, and Warren Counties	169	11.31	N/A	N/A	14.72	13.02	79.66	78.11	5.62	8.87	22.1 3	N/A	20. 69	22. 98	16. 28	
Limited-Review:																
MSA 1600 (Kendall, Kane, DeKalb)	36	2.41	0.11	0.00	9.20	19.44	62.00	63.89	28.69	16.67	1.59	0.0 0	2.7 2	1.6 0	1.1 2	
Adams County	23	1.54	0.59	0.00	10.83	21.74	69.68	60.87	18.90	17.39	24.4 9	0.0 0	22. 22	18. 18	57. 14	
Marshall County	21	1.41	N/A	N/A	N/A	N/A	100	100	N/A	N/A	33.3 3	N/A	N/A	33. 33	N/A	
@ 6 County Non-MSA****	71	4.75	N/A	N/A	20.45	12.68	74.64	80.28	4.91	7.04	35.8 6	N/A	33. 33	38. 26	22. 73	
@ MSA 2040 (Macon County)	8	0.54	4.29	0.00	16.58	0.00	49.36	37.50	29.78	62.50	1.60	0.0 0	0.0 0	1.1 3	4.1 3	

(*) 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 housing units in a particular geography divided by the number of owner-occupied housing units in the area based on 1990 Census information.

(***) Based on 1999 Aggregate HMDA Data only.

(****)The six counties are Hancock, Mason, Mercer, Pike, Schuyler, and portions of Bond.

@ Data in table includes only loan originations in 1999.

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

Geographic Distribution: HOME MORTGAGE REFINANCE												State: Illinois					Evaluation Period:				
JANUARY 1, 1999 TO JUNE 30, 2001																					
MSA/Assessment Area:	Total Home 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 6880 (Rockford)	986	20.45	2.06	0.41	15.57	12.47	57.66	58.01	24.71	29.11	5.56	0.0 0 #	5.4 7	5.9 4	5.1 9						
MSA 6120 (Peoria - Pekin)	1,432	29.70	1.91	0.84	13.20	12.64	66.11	68.71	18.78	17.81	8.24	5.0 0	7.7 4	8.9 4	6.5 4						
MSA 7040 (Southwest Illinois)	1,326	27.50	4.54	2.64	19.26	10.71	67.83	71.94	8.37	14.71	5.31	3.3 7	3.0 8	5.7 2	7.5 0						
Fulton, Knox, and Warren Counties)	481	9.98	N/A	N/A	14.72	10.19	79.66	80.04	5.62	9.77	18.4 5	N/A	14. 01	18. 57	25. 96						
Limited-Review:																					
MSA 1600 (Kendall, Kane, DeKalb)	208	4.32	0.11	0.48	9.20	15.87	62.00	62.02	28.69	21.63	0.96	3.8 5	1.3 4	1.0 6	0.6 6						
Adams County	126	2.61	0.59	0.00	10.83	9.52	69.68	66.67	18.90	23.81	13.8 1	0.0 0	6.5 6	14. 33	16. 67						
Marshall County	62	1.29	N/A	N/A	N/A	N/A	100	100	N/A	N/A	19.5 1	N/A	N/A	19. 51	N/A						
@ 6 County Non-MSA****	175	3.63	N/A	N/A	20.45	27.43	74.64	69.71	4.91	2.86	20.2 5	N/A	36. 36	18. 77	6.1 0						
@ MSA 2040 (Macon County)	25	0.52	4.29	0.00	16.58	4.00	49.36	36.00	29.78	60.00	1.18	0.0 0	0.3 6	0.8 7	2.0 4						

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

(**) Percentage of Owner-Occupied Units is the number of owner-occupied housing units in a particular geography divided by the number of owner-occupied housing units in the area based on 1990 Census information.

(***) Based on 1999 Aggregate HMDA Data only.

(****) The six counties are Hancock, Mason, Mercer, Pike, Schuyler, and portions of Bond.

@ Data in table includes only loan originations in 1999.

None of the bank's home refinance loans in low-income geographies were originated in 1999; the latest year with market share data available.

Table 5. Geographic Distribution of Small Loans to Businesses

Geographic Distribution: SMALL LOANS TO BUSINESSES											State: Illinois					Evaluation				
Period: JANUARY 1, 1999 TO JUNE 30, 2001																				
MSA/Assessment Area:	Total Small Loans To Businesses		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Market Share (%) by Geography ***									
	#	% of Total *	% of Busines sses**	% BANK Loans	% of Busines sses**	% BANK Loans	% of Busines sses**	% BANK Loans	% of Busines sses**	% BANK Loans	Over all	Low	Mod	Mid	Upp					
Full-Review:																				
MSA 6880 (Rockford)	102	17.23	8.25	11.76	13.78	14.71	55.76	49.02	22.21	24.51	0.27	0.39	0.67	0.20	0.21					
MSA 6120 (Peoria - Pekin)	219	36.99	4.77	2.28	15.76	12.33	58.14	42.47	21.33	42.92	2.61	0.71	2.71	1.93	4.49					
MSA 7040 (Southwest Illinois)	232	39.19	5.10	2.59	20.16	16.38	66.90	68.10	7.76	12.93	1.59	0.00 [#]	1.47	1.70	1.52					
Fulton, Knox, and Warren Counties)	19	3.21	N/A	N/A	26.89	26.31	65.58	63.16	7.53	10.53	0.84	N/A	1.15	0.89	0.00 [#]					
Limited-Review:																				
MSA 1600 (Kendall, Kane, DeKalb)	9	1.52	2.37	0.00	9.59	11.11	58.34	55.56	29.70	33.33	0.02	0.00	0.00 [#]	0.03	0.00 [#]					
Adams County	7	1.18	16.87	14.29	10.89	0.00	49.26	85.71	22.98	0.00	0.00	0.00 [#]	0.00	0.00 [#]	0.00					
Marshall County	4	0.68	N/A	N/A	N/A	N/A	100	100	N/A	N/A	1.15	N/A	N/A	1.15	N/A					
@ 6 County Non-MSA****	0	0.00	N/A	N/A	23.69	N/A	73.97	N/A	2.34	N/A	N/A	N/A	N/A	N/A	N/A					
@ MSA 2040 (Macon County	0	0.00	16.38	N/A	26.36	N/A	37.11	N/A	20.15	N/A	N/A	N/A	N/A	N/A	N/A					

(*) 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 of Data-Dunn and Bradstreet.

(***) Based on 1999 Aggregate Small Business Data only.

(****) The six counties are Hancock, Mason, Mercer, Pike, Schuyler, and portions of Bond.

@ Data in table includes only loan originations in 1999.

Although a percentage of the bank's loan originations were within these census tracts, none were originated in these census tracts in 1999; the latest year market share data is available.

Table 6. Geographic Distribution of Small Loans to Farms

Geographic Distribution: SMALL LOANS TO FARMS												State: Illinois		Evaluation Period:		
JANUARY 1, 1999 TO JUNE 30, 2001																
MSA/Assessment Area:	Total Small Loans To Farms		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 6880 (Rockford)	0	0.00	0.80	N/A	2.73	N/A	80.07	N/A	16.40	N/A	N/A	N/A	N/A	N/A	N/A	
MSA 6120 (Peoria - Pekin)	5	62.50	0.13	0.00	2.95	0.00	86.51	60.00	10.41	40.00	0.44	0.00	0.00	0.31	2.86	
MSA 7040 (Southwest Illinois)	2	25.00	0.27	0.00	3.61	0.00	90.82	100	5.30	0.00	0.54	0.00	0.00	0.58	0.00	
Fulton, Knox, and Warren Counties)	1	12.50	N/A	N/A	11.36	0.00	85.82	100	2.82	0.00	0.00	0.00	0.00	0.00 [#]	0.00	
Limited-Review:																
MSA 1600 (Kendall, Kane, DeKalb)	0	0.00	0.09	N/A	1.46	N/A	84.08	N/A	14.37	N/A	N/A	N/A	N/A	N/A	N/A	
Adams County	0	0.00	0.34	N/A	1.88	N/A	84.42	N/A	13.36	N/A	N/A	N/A	N/A	N/A	N/A	
Marshall County	0	0.00	N/A	N/A	N/A	N/A	100	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	
@ 6 County Non-MSA****	0	0.00	N/A	N/A	22.72	N/A	75.84	N/A	1.44	N/A	N/A	N/A	N/A	N/A	N/A	
@ MSA 2040 (Macon County)	0	0.00	1.12	N/A	6.73	N/A	72.64	N/A	19.51	N/A	N/A	N/A	N/A	N/A	N/A	

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

(**) Source of Data-Dunn and Bradstreet.

(***) Based on 1999 Aggregate Small Farm Data only.

(****) The six counties are Hancock, Mason, Mercer, Pike, Schuyler, and portions of Bond.

@ Data in table includes only loan originations in 1999.

The small farm loan in this AA was not originated in 1999; the latest year with market share data available.

Table 7. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE		State: Illinois						Evaluation Period: JANUARY							
		1, 1999 TO JUNE 30, 2001													
MSA/Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share (%) by Borrower Income****				
	#	% of Total *	% of Families**	% BANK Loans**	% of Families**	% BANK Loans**	% of Families**	% BANK Loans**	% of Families**	% BANK Loans**	Over all	Low	Mod	Mid	Upp
Full-Review:															
MSA 6880 (Rockford)	323	17.85	18.25	10.84	17.92	26.62	26.29	27.24	37.54	34.37	1.54	1.10	1.77	1.79	2.08
MSA 6120 (Peoria - Pekin)	553	30.55	20.30	12.66	17.67	21.88	24.00	31.65	38.03	33.45	3.46	4.47	4.07	5.29	3.95
MSA 7040 (Southwest Illinois)	502	27.73	23.72	9.36	19.67	22.11	25.11	32.07	31.50	36.26	1.88	1.49	1.33	2.15	3.04
Fulton, Knox, and Warren Counties)	223	12.32	20.13	9.42	20.04	22.42	23.84	25.11	35.99	43.05	9.89	12.12	9.81	10.82	13.49
Limited-Review:															
MSA 1600 (Kendall, Kane, DeKalb)	78	4.31	14.76	14.10	17.91	25.64	27.32	30.77	40.01	29.49	0.28	0.71	0.44	0.28	0.27
Adams County	49	2.71	19.40	12.24	19.49	14.29	24.18	42.86	36.93	30.61	4.64	6.66	1.16	5.88	9.18
Marshall County	15	0.83	15.22	0.00	19.23	13.33	22.31	26.67	43.24	60.00	10.52	0.00	5.56	12.50	18.76
@ 6 County Non-MSA*****	62	3.43	20.55	11.29	20.42	29.03	24.51	37.10	34.52	22.58	10.78	14.00	14.52	15.54	9.15
@ MSA 2040 (Macon County)	5	0.27	20.73	20.00	17.52	20.00	23.70	40.00	38.05	20.00	0.21	0.41	0.20	0.36	0.16

(*) 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 Families is based on 1990 Census information.

(***) As a percentage of loans with borrower income information available. No information was available for 0.33 percent of loans originated and purchased by the bank.

(****) Based on 1999 Aggregate HMDA Data only.

(*****) The six counties are Hancock, Mason, Mercer, Pike, Schuyler, and portions of Bond.

@ Data in table includes only loan originations in 1999.

Table 8. Borrower Distribution of Home Improvement Loans

Borrower Distribution: HOME IMPROVEMENT		State: Illinois										Evaluation Period:				
		JANUARY 1, 1999 TO JUNE 30, 2001														
MSA/Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share (%) by Borrower Income****					
	#	% of Total*	% of Families**	% BANK Loans**	% of Families**	% BANK Loans**	% of Families**	% BANK Loans**	% of Families**	% BANK Loans**	Over all	Low	Mod	Mid	Upp	
Full-Review:																
MSA 6880 (Rockford)	244	16.33	18.25	12.29	17.92	21.31	26.29	35.25	37.54	29.51	10.66	11.64	9.89	12.85	9.00	
MSA 6120 (Peoria - Pekin)	537	35.94	20.30	9.50	17.67	24.02	24.00	32.59	38.03	33.33	16.94	9.42	17.11	16.60	22.19	
MSA 7040 (Southwest Illinois)	385	25.77	23.72	15.07	19.67	21.04	25.11	25.19	31.50	38.18	10.00	8.33	9.33	9.26	12.63	
Fulton, Knox, and Warren Counties)	169	11.31	20.13	5.92	20.04	17.75	23.84	28.99	35.99	47.34	22.13	8.16	24.18	20.86	26.60	
Limited-Review:																
MSA 1600 (Kendall, Kane, DeKalb)	36	2.41	14.76	13.89	17.91	16.67	27.32	38.89	40.01	30.55	1.59	1.43	1.40	1.97	1.72	
Adams County	23	1.54	19.40	13.04	19.49	30.44	24.18	13.04	36.93	43.48	24.49	0.00#	30.00	16.67	41.18	
Marshall County	21	1.41	15.22	23.81	19.23	14.29	22.31	33.33	43.24	28.57	33.33	66.67	30.00	36.84	23.08	
@ 6 County Non-MSA*****	71	4.75	20.55	4.22	20.42	12.68	24.51	39.44	34.52	43.66	35.86	30.00	26.47	38.89	38.75	
@ MSA 2040 (Macon County)	8	0.54	20.73	0.00	17.52	25.00	23.70	37.50	38.05	25.00	1.60	0.00	1.75	1.99	1.46	

(*) 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 Families is based on 1990 Census information.

(***) As a percentage of loans with borrower income information available. No information was available for 0.67 percent of loans originated and purchased by the bank.

(****) Based on 1999 Aggregate HMDA Data only.

(*****) The six counties are Hancock, Mason, Mercer, Pike, Schuyler, and portions of Bond.

@ Data in table includes only loan originations in 1999.

Although a percentage of the bank's loan originations were within these census tracts, none were originated in these census tracts in 1999; the latest year market share data is available.

Table 9. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE												State: Illinois					Evaluation Period:				
JANUARY 1, 1999 TO JUNE 30, 2001																					
MSA/Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers			Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Market Share (%) by Borrower Income****									
	#	% of Total*	% of Families**	% BANK Loans**	% of Families**	% BANK Loans**	% of Families**	% BANK Loans**	% of Families**	% BANK Loans**	Over all	Low	Mod	Mid	Upp						
Full-Review:																					
MSA 6880 (Rockford)	986	20.45	18.25	12.98	17.92	25.15	26.29	31.24	37.54	29.92	5.56	8.74	7.55	7.30	5.37						
MSA 6120 (Peoria - Pekin)	1,432	29.70	20.30	11.59	17.67	22.70	24.00	33.52	38.03	31.84	8.24	10.21	11.01	10.42	8.46						
MSA 7040 (Southwest Illinois)	1,326	27.50	23.72	10.18	19.67	21.57	25.11	30.16	31.50	37.71	5.31	4.04	6.04	6.42	7.77						
Fulton, Knox, and Warren Counties)	481	9.98	20.13	6.24	20.04	20.37	23.84	27.86	35.99	45.11	18.45	11.97	19.35	18.98	27.63						
Limited-Review:																					
MSA 1600 (Kendall, Kane, DeKalb)	208	4.32	14.76	13.46	17.91	34.62	27.32	30.29	40.01	21.63	0.96	1.90	1.91	1.21	0.77						
Adams County	126	2.61	19.40	9.53	19.49	22.22	24.18	44.44	36.93	23.02	13.81	6.90	20.24	30.56	13.33						
Marshall County	62	1.29	15.22	11.29	19.23	16.13	22.31	32.26	43.24	40.32	19.51	36.36	20.69	20.00	23.72						
@ 6 County Non-MSA*****	175	3.63	20.55	6.86	20.42	17.14	24.51	31.43	34.52	44.57	20.25	18.75	21.13	22.45	26.80						
@ MSA 2040 (Macon County)	25	0.52	20.73	0.00	17.52	8.00	23.70	44.00	38.05	48.00	1.18	0.00	0.60	2.32	1.79						

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

(**) Percentage of Families is based on 1990 Census information.

(***) As a percentage of loans with borrower income information available. No information was available for 0.41 percent of loans originated and purchased by the bank.

(****) Based on 1999 Aggregate HMDA Data only.

(*****) The six counties are Hancock, Mason, Mercer, Pike, Schuyler, and portions of Bond.

@ Data in table includes only loan originations in 1999.

Table 10. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES State: Illinois									
Evaluation Period: JANUARY 1, 1999 TO JUNE 30, 2001									
	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 Business es**	% 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 6880 (Rockford)	102	17.23	86.60	73.53	66.67	10.78	22.55	0.27	0.35
MSA 6120 (Peoria - Pekin)	219	36.99	87.35	74.43	73.97	12.79	13.24	2.61	2.63
MSA 7040 (Southwest Illinois)	232	39.19	88.58	71.12	59.49	21.98	18.53	1.59	1.80
Fulton, Knox, and Warren Counties)	19	3.21	91.41	89.47	73.68	15.79	10.53	0.84	1.11
Limited-Review:									
MSA 1600 (Kendall, Kane, DeKalb)	9	1.52	85.15	88.89	100	0.00	0.00	0.02	0.03
Adams County	7	1.18	90.20	85.71	85.71	0.00	14.29	0.00 [#]	0.00 [#]
Marshall County	4	0.68	90.93	75.00	75.00	0.00	25.00	1.15	1.64
@ 6 County Non-MSA*****	0	0.00	76.03	N/A	N/A	N/A	N/A	N/A	N/A
@ MSA 2040 (Macon County)	0	0.00	68.93	N/A	N/A	N/A	N/A	N/A	N/A

(*) 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.

(***) 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 zero percent of small loans to businesses originated and purchased by the bank.

(****) Based on 1999 Aggregate Small Business Data only.

(*****) The six counties are Hancock, Mason, Mercer, Pike, Schuyler, and portions of Bond.

@ Data in table includes only loan originations in 1999.

Although the bank originated small business loans during the assessment period, none were in 1999; the latest year market share data is available.

Table 11. Borrower Distribution of Small Loans to Farms

Borrower Distribution: SMALL LOANS TO FARMS State: Illinois									
Evaluation Period: JANUARY 1, 1999 TO JUNE 30, 2001									
	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 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 6880 (Rockford)	0	0.00	98.06	N/A	N/A	N/A	N/A	N/A	N/A
MSA 6120 (Peoria - Peoria)	5	62.50	98.87	60.00	40.00	20.00	40.00	0.44	0.30
MSA 7040 (Southwest Illinois)	2	25.00	98.98	100	50.00	50.00	0.00	0.54	0.57
Fulton, Knox, and Warren Counties)	1	12.50	99.60	100	0.00	100	0.00	0.00#	0.00#
Limited-Review:									
MSA 1600 (Kendall, Kane, DeKalb)	0	0.00	97.35	N/A	N/A	N/A	N/A	N/A	N/A
Adams County	0	0.00	99.32	N/A	N/A	N/A	N/A	N/A	N/A
Marshall County	0	0.00	100	N/A	N/A	N/A	N/A	N/A	N/A
@ 6 County Non-MSA*****	0	0.00	93.60	N/A	N/A	N/A	N/A	N/A	N/A
@ MSA 2040 (Macon County)	0	0.00	92.60	N/A	N/A	N/A	N/A	N/A	N/A

(*) Small loans to farms originated and purchased in the MSA/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 businesses.

(***) 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 zero percent of small loans to farms originated and purchased by the bank.

(****) Based on 1999 Aggregate Small Farm Data only.

(*****) The six counties are Hancock, Mason, Mercer, Pike, Schuyler, and portions of Bond.

@ Data in table includes only loan originations in 1999.

The small farm loan in this AA was not originated in 1999; the latest year with market share data available.

Table 12. Qualified Investments

QUALIFIED INVESTMENTS		State: Illinois TO OCTOBER 22, 2001				Evaluation Period: JANUARY 1, 1999				
MA/Assessment Areas:	Prior Period Investments*		Current Period Investments		Total Investments			Unfunded Commitments**		
	#	\$ (000's)	#	\$ (000's)	#	\$ (000's)	% of Total \$'s	#	\$ (000's)	
Full-Review:										
MSA 6880 (Rockford)	0	0	20	1,128	20	1,128	52.96	0	0	
MSA 6120 (Peoria - Pekin)	0	0	3	107	3	107	5.02	0	0	
MSA 7040 (Southwest Illinois)	0	0	7	503	7	503	23.62	0	0	
Fulton, Knox, and Warren Counties)	0	0	3	49	3	49	2.30	0	0	
Limited-Review:										
MSA 1600 (Kendall, Kane, DeKalb)	0	0	3	289	3	289	13.57	0	0	
Adams County	0	0	1	54	1	54	2.53	0	0	
Marshall County	0	0	0	0	0	0	0.00	0	0	
@ 6 County Non-MSA***	0	0	0	0	0	0	0.00	0	0	
@ MSA 2040 (Macon County)	0	0	0	0	0	0	0.00	0	0	

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

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

(***) The six counties are Hancock, Mason, Mercer, Pike, Schuyler, and portions of Bond.

@ Data in table includes only qualified investments made through December 31, 1999.

Table 13. Distribution of Branch Delivery System and Branch Openings/Closings

DISTRIBUTION OF BRANCH DELIVERY SYSTEM AND BRANCH OPENINGS/CLOSINGS														State: Illinois			
Evaluation Period: JANUARY 1, 1999 TO JUNE 30, 2001																	
MSA/Assessment Area:	Deposits	Branches						Branch Openings/Closings						Population			
	% of bank deposits in MSA/AA *	# of BANK Branches	% of Rated Area Branches in MSA/AA	Location of Branches by Income of Geographies				# of Branch Closings	# of Branch Openings	Net Change in Location of Branches (+ or -)				% of the Population within Each Geography			
				Low	Mod	Mid	Upp			Low	Mod	Mid	Upp	Low	Mod	Mid	Upp
Full-Review:																	
MSA 6880 (Rockford)	26.83	6	14.29	16.67	0.00	66.66	16.67	0	0	0	0	0	0	4.96	18.63	55.52	20.89
MSA 6120 (Peoria - Pekin)	25.37	16	38.10	0.00	0.00	87.50	12.50	2	0	0	0	-2	0	4.08	15.15	62.06	18.71
MSA 7040 (Southwest Illinois)	26.54	10	23.81	10.00	10.00	60.00	20.00	0	0	0	0	0	0	8.03	22.68	61.74	7.55
Fulton, Knox and Warren Counties	7.47	4	9.52	N/A	25.00	50.00	25.00	0	0	0	0	0	0	N/A	17.83	76.71	5.46
Limited-Review:																	
MSA 1600 (Kendall, Kane, DeKalb)	4.81	3	7.14	0.00	33.33	66.67	0.00	1	0	0	-1	0	0	2.51	14.06	57.85	23.79
Adams County	8.09	2	4.76	50.00	0.00	0.00	50.00	0	0	0	0	0	0	2.62	15.76	63.45	18.17
Marshall County	0.89	1	2.38	N/A	N/A	100	N/A	0	0	0	0	0	0	N/A	N/A	100	N/A

* Deposit information as of June 30, 2000.

Note: This table does include branches sold in late 1999 and early 2000 in Macon, Hancock, Schuyler, Pike, Mason, Mercer, and Bond Counties. This table reflects the bank's current assessment area.

Table 14. Geographic and Borrower Distribution of Consumer Loans

Geographic and Borrower Distribution: CONSUMER LOANS											State: Illinois				Evaluation			
											Period: JANUARY 1, 1999 TO JUNE 30, 2001							
MSA/Assessment Area:	Total Consumer Loans		Geographic Distribution								Borrower Distribution							
			Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers	
	#	% of Total **	% of Hhlds*	% BANK Loans	% of Hhlds*	% BANK Loans	% of Hhlds*	% BANK Loans	% of Hhlds*	% BANK Loans	% of Hhlds*	% BANK Loans	% of Hhlds*	% BANK Loans	% of Hhlds*	% BANK Loans	% of Hhlds*	% BANK Loans
Full-Review:																		
MSA 6880 (Rockford)	2,574	22.51	5.29	1.01	18.72	14.53	56.61	56.06	19.40	28.40	22.63	24.67	16.20	27.93	21.51	26.15	39.66	21.21
MSA 6120 (Peoria-Pekin)	3,331	29.12	4.19	1.23	15.47	10.78	62.53	71.36	17.81	16.63	24.29	18.49	16.09	26.45	18.66	29.93	40.96	25.04
MSA 7040 (Southwest Illinois)	3,254	28.45	7.17	4.09	21.68	11.71	63.72	71.57	7.43	12.63	27.52	20.41	17.11	26.95	20.10	25.54	35.27	26.98
Fulton, Knox, and Warren Counties	936	8.18	N/A	N/A	17.48	11.86	76.90	77.24	5.62	10.90	24.46	12.93	16.00	22.22	20.39	28.63	39.15	35.90
Limited-Review:																		
MSA 1600 (Kendall, Kane, DeKalb)	750	6.56	2.91	3.60	12.60	13.73	61.13	68.27	23.32	14.40	20.08	30.53	15.62	31.07	21.98	23.33	42.32	14.67
Adams County	260	2.27	4.01	1.54	14.81	10.00	62.06	68.46	19.12	20.00	24.75	21.54	16.05	26.54	19.11	28.46	40.09	23.46
Marshall County	121	1.06	N/A	N/A	N/A	N/A	100	100	N/A	N/A	19.18	14.88	15.55	13.22	19.08	32.23	46.19	39.67
@ 6 County Non-MSA***	169	1.48	N/A	N/A	21.02	23.67	74.30	73.97	4.68	2.36	24.69	18.34	16.34	20.71	19.81	34.91	39.16	26.04
@ MSA 2040 (Macon County)	42	0.37	6.77	0.00	22.31	4.76	46.01	40.48	24.91	54.76	24.91	9.52	15.89	16.67	18.26	35.71	40.94	38.10

(*) Percentage of Households (Hhlds) is based on 1990 Census information.

- (**) Consumer loans originated and purchased in the MSA/AA as a percentage of all consumer loans originated and purchased in the rated area.
- (***) The six counties are Hancock, Mason, Mercer, Pike, Schuyler, and portions of Bond.
- @ Data in table includes only loan originations in 1999