

UNITED STATES OF AMERICA
OFFICE OF THRIFT SUPERVISION
DEPARTMENT OF THE TREASURY

In The Matter Of

MICHAEL S. LANG, a Former Officer and
Director of Mississippi Savings
Bank, Batesville, Mississippi and
its subsidiaries;
TOMMY M. PARKER, a Former Officer and
Director of Mississippi Savings
Bank, Batesville, Mississippi and
its subsidiaries;
LELAND E. WHITTEN, a Former Officer
and Director of Mississippi Savings
Bank, Batesville, Mississippi;
DANIEL T. HOLLENBACH, a Former Officer
of Mississippi Savings Bank,
Batesville, Mississippi, and its
subsidiaries;
JUDY G. LOWE, a Former Officer of
Mississippi Savings Bank, Batesville,
Mississippi, and its subsidiaries;
G. RICHARD MUNTUN, a Former Officer
and Director of Mississippi Savings
Bank, Batesville, Mississippi, and
its subsidiaries;
THOMAS G. ESTES, JR., a Former Director
of Mississippi Savings Bank,
Batesville, Mississippi;
WILLIAM H. MCKENZIE, III, a Former
Director of Mississippi Savings Bank,
Batesville, Mississippi;
JOHN R. HUTCHERSON, deceased, a Former
Officer and Director of Mississippi
Savings Bank, Batesville,
Mississippi, and its subsidiaries,
through Penelope Carr Hutcherson,
the Administratrix of the Estate of
John R. Hutcherson;
RHONDA S. LANG, a Former Employee of
or Person Participating in the
Affairs of Mississippi Savings Bank,
Batesville, Mississippi.

Re: Order No. AP-92-161

Dated: December 7, 1992

STIPULATION AND CONSENT TO ISSUANCE OF
ORDER TO CEASE AND DESIST AND FOR RESTITUTION, AND
ORDER OF PROHIBITION
PROHIBITING PARTICIPATION IN THE CONDUCT OF THE AFFAIRS OF
FEDERALLY INSURED DEPOSITORY INSTITUTIONS

The Office of Thrift Supervision ("OTS"), by and through its Director, Timothy Ryan, and Judy G. Lowe ("RESPONDENT"), hereby stipulate and agree as follows:

1. CONSIDERATION

On November 16, 1990, pursuant to OTS Order No. 90-2018, OTS approved and issued Order No. 90-2019, a Notice of Charges and Hearing to Direct Restitution and Other Appropriate Relief, Notice of Intention to Prohibit Respondents from Participating in the Conduct of the Affairs of Federally Insured Depository Institutions, and Notice of Assessment of Civil Money Penalties ("NOTICE") against RESPONDENT. The NOTICE is incorporated herein by reference. See Sections 8(b) and 8(e) of the Federal Deposit Insurance Act ("FDIA"), 12 U.S.C. §§ 1818 (b) and (e) (Supp. I 1989), and Sections 407(e) and (g) of the National Housing Act of 1934 ("NHA"), as amended, 12 U.S.C. §§ 1730(e) and (g) (Supp. I 1989), and Section 5(d)(1)(A) of the Home Owners' Loan Act of 1933 ("HOLA"), 12 U.S.C. § 1464(d)(1)(A) (Supp. I 1989), and Section 8(i) of the FDIA, 12 U.S.C. § 1818(i) (Supp. I 1989).

RESPONDENT desires to cooperate with the OTS, and further desires to avoid the time and expense of administrative enforcement proceedings, hearings and litigation as commenced pursuant to the NOTICE.

RESPONDENT neither admits nor denies the allegations, assertions, facts, unsafe and unsound practices, and violations of law, rule, regulation, and agreement set forth in the NOTICE as such pertain and apply to RESPONDENT. RESPONDENT stipulates and agrees to the provisions, terms, and conditions set forth herein and in the accompanying Order to Cease and Desist and for Restitution, and Order of Prohibition Prohibiting Participation in the Conduct of the Affairs of Federally Insured Depository Institutions ("ORDER") in consideration of the OTS's agreement to dismiss RESPONDENT from the administrative litigation commenced pursuant to the NOTICE.

2. JURISDICTION

(a) Mississippi Savings Bank, Batesville, Mississippi ("MSB") was a "savings association" as defined by Section 2(4) of the HOLA, 12 U.S.C. § 1813(b) (Supp. I 1989), and is an "insured depository institution" as defined by Section 3(c) of the FDIA, 12 U.S.C. § 1813(c) (Supp. I 1989).

(b) RESPONDENT, as a former officer and person participating in the conduct of the affairs of MSB and its subsidiaries is an "institution-affiliated party" as that term is defined in Section 3(u) of the FDIA, 12 U.S.C. § 1813(u) (Supp. I 1989).

(c) Pursuant to Section 3(q) of the FDIA, 12 U.S.C. § 1813(q) (Supp. I 1989), OTS is the "appropriate Federal banking agency" with jurisdiction over MSB and the RESPONDENT as an institution-affiliated party participating in the conduct of the

affairs of MSB. The Director of the OTS has the authority to bring administrative cease and desist and prohibition proceedings, and make assessments of civil money penalties, against RESPONDENT, pursuant to Section 5(d)(1)(A) of the HOLA, 12 U.S.C.

§ 1464(d)(1)(A) (Supp. I 1989), and Section 8 of the FDIA, 12 U.S.C. § 1818 (Supp. I 1989); and RESPONDENT is subject to the authority of OTS to initiate and maintain such proceedings and make such assessments.

3. CONSENT

RESPONDENT consents to the issuance by OTS of the accompanying ORDER. Further, RESPONDENT agrees to comply with the terms, provisions, and conditions of the ORDER upon its issuance, and RESPONDENT stipulates that the ORDER complies with all applicable requirements of law.

4. FINALITY

The ORDER is issued pursuant to Sections 8(b), 8(e) and 8(i) of the FDIA, 12 U.S.C. §§ 1818(b), (e), and (i) (Supp. I 1989). Upon its issuance by the OTS, the ORDER shall be a final order, effective and fully enforceable by the OTS, its successor(s), or an appropriate federal banking agency pursuant to the provisions of Section 8(i) of the FDIA, 12 U.S.C. § 1818(i) (Supp. I 1989).

5. WAIVERS

RESPONDENT waives her right to the administrative hearings provided by Sections 8(b), (e), and (i) of the FDIA, 12 U.S.C. §§ 1818(b), (e), and (i) (Supp. I 1989). Further, RESPONDENT agrees not to challenge the validity of this Stipulation and

Consent to Issuance of Order to Cease and Desist and for Restitution, and Order of Prohibition Prohibiting Participation in the Conduct of the Affairs of Federally Insured Depository Institutions ("STIPULATION and CONSENT") or the ORDER. Additionally, RESPONDENT waives her right to seek judicial review of this STIPULATION and CONSENT or the ORDER, including any such right provided by Section 8(h) of the FDIA, 12 U.S.C. § 1818(h) (Supp. I 1989).

6. COOPERATION

RESPONDENT shall, at the request of the OTS or the Resolution Trust Corporation ("RTC"), on reasonable notice and without service of a subpoena, provide discovery and testify truthfully at any deposition and at any judicial or administrative proceeding brought by the OTS or the RTC as a result of the OTS's or the RTC's investigation relating to MSB and its institution-affiliated parties.

7. OTHER ACTIONS, PROCEEDINGS AND PARTIES

By entering into this STIPULATION and CONSENT, RESPONDENT acknowledges and agrees explicitly to the following provisions:

A. This STIPULATION and CONSENT, the ORDER, RESPONDENT's payment of restitution contemplated as part of the ORDER, RESPONDENT's compliance with the ORDER, and the dismissal of RESPONDENT from the above-captioned OTS administrative proceeding are for the purposes of resolving the charges set forth in the NOTICE and any other charges related to RESPONDENT's activities with respect to

Mississippi Savings Bank or any of its subsidiaries, including Beta Financial Corporation, that could have been asserted by the OTS, as they pertain to the RESPONDENT, but do not resolve, affect or preclude any other administrative, civil or criminal claim or proceeding which may be brought against RESPONDENT, or any other person named in the NOTICE, by OTS or any other governmental entity.

B. RESPONDENT enters into this STIPULATION and CONSENT voluntarily and represents that no threats, offers, promises or inducements of any kind have been made by the OTS or any member, officer, employee, agent, or representative of the OTS to induce her to enter into this STIPULATION and CONSENT.

C. RESPONDENT agrees that this STIPULATION and CONSENT shall be incorporated into the ORDER with the same force and effect as if fully set forth therein.

D. RESPONDENT's obligation to pay restitution or civil money penalties pursuant to this STIPULATION and CONSENT and the ORDER shall not be dischargeable in bankruptcy under any circumstances.

