



Comptroller of the Currency
Administrator of National Banks

Washington, DC 20219

**Conditional Approval #341
December 1999**

November 30, 1999

Mr. Michael W. Clarke
President and Chief Executive Officer
Access National Bank
14006 Lee Jackson Memorial Highway
Chantilly, Virginia 20151

Re: Final Charter Authorization for Access National Bank, Chantilly, Virginia
(1999-NE-01-0007) and the Acquisition of Mortgage Investment Corporation as an Operating
Subsidiary (1999-NE-08-0049)

Dear Mr. Clarke:

The Comptroller of the Currency (OCC) has found that you have met all requirements and completed all steps necessary to commence the business of banking. Specifically, you have met all the special conditions stated in the June 8, 1999 preliminary approval letter.

You are authorized to open Access National Bank, Chantilly, Virginia, Charter Number 23880) effective November 30, 1999. We will forward you the Bank's formal Charter Certificate under separate cover.

This final approval is granted based on a thorough review of all information available, including both written and verbal representations and commitments made by Bank organizers and representatives throughout the application process. This letter also serves to acknowledge that the organizers have taken satisfactory corrective action related to the preopening examination findings and your diligent efforts to meet the Year 2000 supervisory guidelines.

This final approval is subject to the following condition:

During the first three years of operation, any significant deviations or changes from the approved operating plan must receive the prior written approval of your District Deputy Comptroller. The Bank must seek approval of the District Deputy Comptroller thirty days (30) prior to any proposed significant deviation or change from the approved operating plan.

This condition shall be deemed a “condition imposed in writing by the agency in connection with the granting of any application or other request” within the meaning of 12 USC 1818(b)(1). As such, the condition is enforceable under 12 USC 1818.

We are in receipt of your request to have Ms. Cynthia L. Caldwell serve as an interim Cashier of the Bank. Based on Ms. Caldwell’s prior banking experience and qualifications, the OCC poses no objection to this plan. However, based on earlier meetings and representations made by the Bank, a permanent candidate for the Cashier’s position must be selected within ninety days.

Please be reminded that several of the standard requirements contained in the preliminary approval letter dated June 8, 1999 will continue to apply once the bank opens and by opening, you agree to subject your association to these conditions of operation. Some of the requirements bear reiteration here:

1. Regardless of the association’s FDIC insurance status, the association is subject to the Change in Bank Control Act (12 USC 1817(j)) by virtue of its national bank charter.
2. The board of directors is responsible for regular review and update of policies and procedures and for assuring ongoing compliance with them. This includes maintaining an internal control system that ensures compliance with the currency reporting and recordkeeping requirements of the Bank Secrecy Act (BSA). The board must train its personnel in BSA procedures and designate one person or a group to monitor compliance.

Following the commencement of operations, the Bank’s management is urged to become familiar with the requirements of the Securities Exchange Act of 1934 and Part 11 of the Comptroller’s regulations relative to the registration of bank equity securities and related periodic reports. These requirements will be applicable to the Bank when the number of shareholders of record is maintained at 500 or more. Such registration may be subsequently terminated pursuant to the act, only when the number of shareholders of record is reduced to fewer than 300.

As a community bank in the OCC’s Northeastern District, the “National Capital Area Field Office” will directly supervise your Bank. All official correspondence should be addressed to: Assistant Deputy Comptroller John Quill, Comptroller of the Currency, 1025 Connecticut Avenue, NW, Suite 708, Washington, DC 20036-5405. The telephone number for that office is (202) 331-0329. Should you have any questions, please contact this field office.

Sincerely,

/s/

Richard T. Erb
Licensing Manager