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Comptroller of the Currency  
Administrator of National Banks

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Midwestern District Office  
2345 Grand Blvd., Suite 700  
Kansas City, Missouri 64108-2625

March 31, 2000

**Conditional Approval #381  
April 2000**

Mr. Edward R. Stilley  
GRA, Thompson, White & Co., P.C.  
4600 Madison, Suite 700  
Kansas City, Missouri 64112

Re: First Trust Company of Onaga, National Association, Onaga, Kansas

Dear Mr. Stilley:

The Comptroller of the Currency (OCC) has found that you have met all requirements it imposed and completed all steps necessary to commence the business of banking.

You are authorized to open First Trust Company of Onaga, National Association, Onaga, Kansas on March 31, 2000. A Charter Certificate is enclosed.

You are reminded that several of the standard requirements contained in the preliminary approval letter dated August 3, 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 U.S.C. 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 day-to-day compliance.
3. The bank will not engage in full commercial powers authorized to national banks without the OCC's prior approval.

***This approval is subject to the condition that the Bank shall provide the OCC's Kansas City-North Field Office at least thirty days prior notice of significant deviations or changes from***

*the proposed operating plan during the first three years of operations. This condition is enforceable under 12 U.S.C. §1818.*

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Following the commencement of operations, bank 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 the bank's equity securities and related periodic reports. These requirements will be applicable to your 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.

On behalf of the OCC, welcome to the national banking system. Should you have any questions, please contact Assistant Deputy Comptroller Thomas C. McAllister at (913) 384-6005 who will be responsible for the ongoing supervision of your institution.

Sincerely,

**-signed-**

Ellen Tanner Shepherd  
Licensing Manager

Enclosure