



Comptroller of the Currency
Administrator of National Banks

Washington, DC 20219

Community Development Investment Letter #2002-3

May 3, 2002

**June 2004
12 CFR 24**

Ms. Edna R. Martinez
Branch President
First National Bank
301 S. Texas
Mercedes, Texas 78570

Dear Ms. Martinez:

This communication is in response to your letter of self-certification received on January 25, 2002, and additional clarifications on March 28, 2002. First National Bank, Texas (the "Bank") made an equity investment of \$173,206 in its wholly-owned subsidiary, First National Group Community Development Corporation (the "FNGCDC"). The Bank self-certifies that its investment in the FNGCDC is consistent with 12 U.S.C. § 24 (Eleventh) (the "statute") and 12 C.F.R. Part 24 (the "regulation") concerning national bank community development corporations, community development projects and other public welfare investments.

The Bank's investment was used by FNGCDC to provide financing to Valley Intervention Projects, Inc. (the "Corporation"), an entity that owns and operates a charter school funded by the State of Texas. The Corporation will use the financing from the FNGCDC to develop six portable buildings in Harlingen, Texas, that will be used as classrooms. The Corporation will use this facility to educate "at risk" students who are low- and moderate-income and have exhibited behavioral or drug problems at other schools. The State of Texas will continue to provide financing that supports the on-going operation of the school.

The Bank formed the FNGCDC on July 30, 1999, after receiving the OCC's approval that the corporation meets the requirements of the statute and regulation. This new investment by the Bank in the FNGCDC is consistent with FNGCDC's purpose to primarily benefit low- and moderate-income persons low- and moderate-income areas, or other areas targeted by federal, state, or local government. The investment also demonstrates nonbank community involvement, including by the FNGCDC's having a nonbank community representative on its board of directors.

The Bank's investment in the FNGCDC, and the aggregate amount of its outstanding investments under the regulation, do not exceed [] percent of its unimpaired capital and surplus.

The aggregate amount of the Bank's outstanding investments may not exceed [] percent of its capital and surplus without prior, written approval by the OCC. In no event shall the Bank's aggregate investments exceed 10 percent of its unimpaired capital and surplus.

The response set forth in this letter is based on information and representations provided to us by the Bank. Any change in the nature, amount, or purpose of the Bank's investment, or in the purpose and activities of the FNGCDC, could result in a different response being rendered concerning the conformance of the Bank's investment with the statute and the regulation.

If requested by the OCC, the Bank shall provide reports concerning its investment in the FNGCDC and the FNGCDC's financial status, activities and accomplishments. Copies of all reports submitted to the OCC shall also be provided to the Deputy Comptroller, Southwestern District.

This response regarding the Bank's Part 24 investment and the activities and communications by OCC employees in connection with the filing, do not constitute a contract, express or implied, or any other obligation binding upon the OCC, the U.S., any agency or entity of the U.S., or an officer or employee of the U.S., and does not affect the ability of the OCC to exercise its supervisory, regulatory, and examination authorities under applicable law and regulations. The foregoing may not be waived or modified by any employee or agent of the OCC or the U.S.

If you have any questions regarding this letter, please contact Karen Bellesi, Manager, Community Development Investments, at (202) 874-4930.

Sincerely,

/s/ Barry Wides

Barry R. Wides
Director
Community Development Division

cc: Robert Gandy III, President, First National Bank, Texas