



Comptroller of the Currency
Administrator of National Banks

Northeastern District Office
340 Madison Avenue, Fifth Floor
New York, New York 10173

Licensing Division
Telephone No.: (212) 790-4055
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October 1, 2008

**Conditional Approval #882
November 2008**

Robert A. Schwartz, Esq.
Partner, Windel Marx Lane & Mittendorf, LLP
120 Albany Street
New Brunswick, New Jersey 08901

RE: Application to establish a branch in Bardonia, New York
Control No.: 2008 NE 05 144 Charter No.: 24177

Dear Mr. Schwartz:

On this date, I conditionally approved the application from Community Bank of Orange, National Association, Middletown, New York (“the Bank”) to establish a branch at 715 Route 304, Bardonia, Rockland County, New York 10954. This decision is granted based on a thorough review of all information available, including the representations and commitments made in the August 5, 2008 Change in Bank Control Act Notice (“Notice”) in connection with the proposed acquisition of the Bank. (OCC Control No.: 2008-NE-11-0001).

Based on this review, I determined that approval is consistent with the relevant statutory factors set forth in 12 U.S.C. §36(c), including applicable state law, and with the Community Reinvestment Act, the National Historic Preservation Act, and the National Environmental Policy Act.

This decision is subject to the following condition:

The Bank must have entered into the Operating Agreement as required in the OCC’s September 22, 2008 decision letter of no disapproval of the Notice.

This condition is a condition “imposed in writing by a Federal banking agency in connection with any action on any application, notice, or other request” within the meaning of 12 U.S.C. § 1818. As such, these condition are enforceable under 12 U.S.C. § 1818.

Mr. Robert Scharz, Esq.
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This letter also is the Comptroller of the Currency's (OCC) authorization to establish Branch No. 143504A, to be located at the above address, and to be known as the "Bardonia" branch.

Within 10 days after opening, the bank must advise this office in writing of the branch opening date, and confirm its popular name, so the OCC may complete its records. If the branch is not opened within 18 months from this approval date, the approval automatically terminates, unless the OCC grants an extension.

If the branch is subsequently closed, a 90-day advance notice of proposed branch closing must be submitted to the OCC pursuant to 12 USC 1831r-1. Following the closing of the branch office, a final closing notice should also be submitted to this office.

This action 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 any officer or employee of the U.S., and do 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 agency of the OCC or the U.S.

The OCC is now accepting branch and relocation applications in an electronic format via National BankNet. The new service is called e-Corp. E-Corp allows you to log on to National BankNet, pull up a branch/relocation application form, and fill out the application, with easy-to-follow instructions and guidance through drop-down menus. Enclosed is a brochure describing our new service, including instructions on how to sign up for National BankNet if you are not already a member (no charge for enrollment in the program). If you are already enrolled, you know the many benefits of this rich information source. And now you can submit your branch/relocation applications electronically - easy, convenient and a real time-saver.

If you have any questions, please contact Steven Maggio, Senior Licensing Analyst, at (212) 790-4090.

Sincerely,

signed

J. Greg Parvin
Director for District Licensing