



**Conditional Approval #1108
September 2014**

August 19, 2014

Mr. Richard E. Dyer
President and Chief Executive Officer
Edgewater Bank
P.O. Box 146
St. Joseph, Michigan 49085

Re: Application by Edgewater Bank, St. Joseph, Michigan for Termination of a Condition
OCC Control No. R3-2014-0042

Dear Mr. Dyer:

The Office of the Comptroller of the Currency (OCC) hereby conditionally approves the application by Edgewater Bank, St. Joseph, Michigan (Bank) filed with the OCC on May 21, 2014, for termination of a condition that the OCC imposed in its November 13, 2013, letter approving the Bank's conversion from a mutual federal savings association to a stock federal savings association (Conversion). The condition requires the Bank to have a charter that subjects it to OCC jurisdiction for three years after the consummation of the Conversion.

The above approval of your request for termination of the condition is subject to the condition that, no later than ten (10) business days after the date of this letter, the Bank shall enter into a written Operating Agreement with the OCC on terms and conditions acceptable to the OCC.

The condition of this approval 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, the condition is enforceable under 12 U.S.C. § 1818.

This conditional approval 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 United States, any agency or entity of the United States, or any officer or employee of the United States, and do not affect the ability of the OCC to exercise its supervisory, regulatory and examination authorities under applicable law and regulations. Our approval is based on the Bank's representations, submissions, and information available to the OCC as of this date. The OCC may modify, suspend or rescind this decision if a material change in information on which the OCC relied occurs. The foregoing may not be waived or modified by any employee or agent of the OCC or the United States.

Mr. Richard E. Dyer
Edgewater Bank
Control No. R3-2014-0042

A separate letter is enclosed requesting your feedback on how we handled your application. If you have any questions, please contact Senior Licensing Analyst Lane Langford at (202) 649-6333 or via email at lane.langford@occ.treas.gov. Please include the OCC Control Number on any correspondence related to this filing.

Sincerely,

/s/

Stephen A. Lybarger
Deputy Comptroller, Licensing

Enclosures