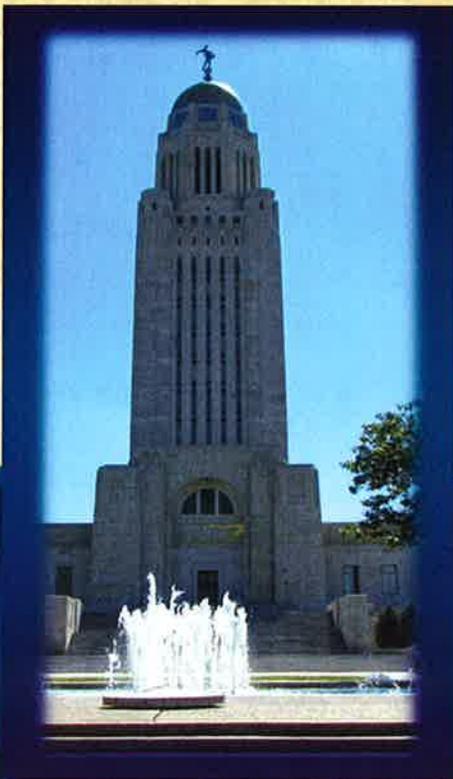


**NEBRASKA DEPARTMENT OF
BANKING AND FINANCE**

2012 ANNUAL REPORT

DAVE HEINEMAN, GOVERNOR

JOHN MUNN, DIRECTOR



Annual Report

July 1, 2011 - June 30, 2012



NDB&F

NEBRASKA DEPARTMENT OF BANKING AND FINANCE

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Leadership Through the Years

1892 to 1895	Richard H. Townley, Secretary, State Banking Board
1895 to 1901	P.L. Hall, Secretary, State Banking Board
1901 to 1917	Edward Royse, Secretary, State Banking Board
1917 to 1919	J.J. Tooley, Secretary, State Banking Board
1919 to 1925	J.E. Hart, Secretary, State Banking Board
1925 to 1927	Kirk Griggs, Secretary, State Banking Board
1927 to 1931	Clarence G. Bliss, Secretary, State Banking Board
1929 to 1931	George W. Woods, Bank Commissioner
1931 to 1933	E.H. Luikart, Secretary, State Banking Board
1933 to 1935	George W. Woods, Deputy Superintendent
1935 to 1939	B.N. Saunders, Superintendent of Banking
1939 to 1943	Wade R. Martin, Director of Banking
1943 to 1947	J. Fred Peters, Director of Banking
1947 to 1959	J.F. McLain, Director of Banking
1959 to 1961	Edwin N. Van Horne, Director of Banking
1961 to 1964	Ralph E. Misko, Director of Banking
1964 to 1966	Henry E. Ley, Director of Banking
1966 to 1967	Byron Dunn, Director of Banking
1967 to 1969	C.R. Haines, Director of Banking
1969 to 1970	Edwin A. Langley, Director of Banking
1971 to 1975	Henry E. Ley, Director of Banking
1975 to 1978	William H. Riley, Director of Banking & Finance
1979 to 1979	Charles W. Mitchell, Acting Director of Banking & Finance
1979 to 1983	Paul J. Amen, Director of Banking & Finance
1983 to 1984	John P. Miller, Director of Banking & Finance
1984 to 1985	Roger M. Beverage, Director of Banking & Finance
1985 to 1985	Roger W. Hirsch, Acting Director of Banking & Finance
1985 to 1987	James C. Barbee, Director of Banking & Finance
1987 to 1991	Cynthia H. Milligan, Director of Banking & Finance
1991 to 1998	James A. Hansen, Director of Banking & Finance
1998 to 1999	Peter M. Graff, Director of Banking & Finance
1999 to 1999	Ray A. Pont, Interim Director of Banking & Finance
1999 to 2004	Samuel P. Baird, Director of Banking & Finance
2004 to 2005	Ray A. Pont, Interim Director of Banking & Finance
2005 to Present	John Munn, Director of Banking & Finance



A Message from the Director

Despite the initial effects of widespread drought in 2012 on Nebraska agriculture, Nebraska's state-chartered banks continued to outpace the nation's commercial banks in most areas of performance and condition. Comparisons of note as of June 30, 2012 include:

	<u>Nebraska</u>	<u>US</u>
Annualized percentage return on assets	1.40	0.99
Percentage of unprofitable institutions	4.02	9.95
Percentage of non-performing assets to assets	1.05	2.40
Percentage of loans and leases to total assets	66.68	51.76

The fourth area of comparison, while not an indicator of performance or condition, depicts how Nebraska's state-chartered banks have made credit available as compared to the nation's banks.

During the fiscal year reported, the Department closed Mid-City Bank in Omaha. The November 4, 2011 closing was the second in my seven and one-half years as Director. After I declared the bank insolvent and appointed the Federal Deposit Insurance Corporation (FDIC) as receiver, another Nebraska state-chartered bank, Premier Bank, assumed ownership of all assets and responsibility for all liabilities of the failed bank.

As with the first bank closure, no depositors of the failed bank lost access to their funds at any moment—their ATM and debit cards continued to function and their checks were honored.

I continue to receive positive feedback from supervised entities on the constructive manner in which our examiners undertake their duties. That approach has been mentioned as a factor in the conversion of many Nebraska banks to state charter. The timeliness of our bank examinations and efficient coordination with banks' primary federal regulators is made possible through centralized scheduling of our three examination teams.

The staff of our Bureau of Securities stepped up in periodic absences of Assistant Director Jack Herstein during his term as president of the North American Securities Administrators Association. In that role, Jack represented our Department well and was active in discussion of national securities issues with Congress, the Securities and Exchange Commission, the Financial Industry Regulatory Authority, and other state securities regulators.

The supervisory activities of our agency continue to receive outstanding support from our legal, information technology, business, and human resources personnel through:

- Effective interaction in Legislative issues and Administrative policy and budget matters.
- Prompt response to questions from the public and the industries we supervise.
- Improvements to the Department's central information system.
- Maintenance of reliable technology and prioritization of user support.
- Sound accounting for agency expenditures, compliant with state accounting practices.
- Providing financial reports key to effective agency planning.
- Knowledge of state personnel policies and practices.
- Ongoing efforts to improve agency processes.

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Bureau of Securities

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Left to Right:
Debbie Yost, Staff Assistant
Jean Angell, Attorney

Staff

Director John Munn
Deputy Director.....Ray A. Pont

Financial Institutions Division

Review Examiners.....Amy Greenwood-Field
Gregory G. Freese
Kelly J. Lammers
Nick Lenzen
Kent W. Plummer

Senior Examiner/Central Scheduler..... Tony Kriz II
Credit Unions/Savings & Loans Examiner.... Steve Wohleb
Information Technology Examiner.....Micheal Rafferty

Omaha District Bank Examiners
Steve Reed, Supervising Examiner
Paul E. Carpenter
John Erbynn
Caroline Wells
Shannon Kreikemeier
James P. McTygue
Xun Wang

Lincoln District Bank Examiners
Neil T. Butler, Supervising Examiner
Mike Cornelius
Darren Davis
Jennifer Durow
Brian Nielsen
Darcy Tinney
Matthew Beying*
James Toof, Jr.*

Kearney District Bank Examiners
Michael Miller, Supervising Examiner
Rhonda Johnson
Jaunita Koerner
Tony Kriz II
Perry T. Neill
Rachel Newell
Steven D. Schepers
Tim Sladek

Trust Examiners
Steven K. Spady, Senior Trust Examiner

Consumer Credit and Delayed Deposit Services Examiners
Scott Peter
Steve Wohleb

Administrative Assistants.....Bobbi J. Irons
Kathy Sparks
Staff Assistant..... Sharon Christensen

Bureau of Securities

Assistant Director..... Jack E. Herstein
Legal Counsel..... Sheila J. Cahill
Examiner Jackie L. Walter
Office Clerk..... Pamela S. Burnham
Investigation & Compliance (Investigations)
Unit Supervisor.....Thomas A. Sindelar
Securities Analyst Karen Reynolds
Investigation & Compliance (Registration & Compliance)
Unit Supervisor.....Rodney R. Griess
Securities Analyst.....Morgan Lorenzen
Staff Assistants.....Lori Freeman
Sherri Brouillette
Michelle Boerger*

Legal Division

General Counsel..... Patricia A. Humlicek Herstein
Legal Counsel-Financial Institutions... Michael McDannel
Legal Counsel-Consumer Finance.... Michael Cameron
Staff Attorneys.....Jean Angell
Katherine Kuhn*
Paralegals.....Pam Flott
Beth Wanek
Administrative Assistant.....Lou A. Meisinger
Staff Assistants.....Debbie L. Yost
Cindy Faris

Business/Accounting Division

Business Manager.....Margo Sawyer
Accountant.....Sue Dager
Secretary/Receptionist.....Julie Foral
Administrative Assistant.....Anita Bietz*

Human Resources Division

Human Resources Manager.....Jill Hobbie
Secretary.....Sara Kinney*

Information Systems Division

Information Technology Administrator...Kelly J. Lammers
Infrastructure Support Analyst Senior.....Randy Catlin
Infrastructure Support Analyst Senior.....Rick Miller
Infrastructure Support Analyst.....Chris Voss

** Staff who left the Department during the fiscal year.*

A Year in Review



FINANCIAL INSTITUTIONS

Ray A. Pont, Deputy Director

This column ended last year by describing the selection and installation of a new central information system (CIS) for the Department as “probably the most time consuming and significant undertaking of not only the Financial Institutions Division but of almost all the Department staff” for that report period. The initial go live date was just before June 30, 2011. Conversion issues and finalization of the product, including working with the vendor on customizations, continues to consume large amounts of time from both IT and non-IT staff. We hope to complete conversion of all Department functional units by late fall of 2012. Accuracy in reporting would dictate that the following fact from the previous Annual Report continues to be true: Fully installing and capitalizing on all the capabilities of the new CIS is the result of extreme diligence on the part of our IT Division and the users.

The Department continues to receive applications from nationally chartered Nebraska banks and thrifts to convert to state charter. Since 2005, 21 financial institutions have converted to state charter. No clear trend is evidenced, other than we continue to receive applications. By year, the conversions numbers are:

2005	1
2006	5
2007	1
2008	2
2009	5
2010	5
2011	1
2012	1

As of this writing an additional 4 charter conversion applications are pending. This growth in supervised assets allowed the Department to reduce asset assessment rates in the last fiscal year by 6%, and may result in a further assessment reduction this fiscal year.

In non-depository supervision, the Department continues to capitalize on the expansion of the Nationwide Mortgage Licensing System (NMLS) beyond mortgage industry licensing. Nebraska-licensed Installment Loan Companies have been transitioned to NMLS and other supervised non-depository activities may be candidates for NMLS licensing. The Department continues to develop its examination program for non-bank mortgage lenders and is in the early stages of mortgage examination coordination with other states and the Consumer Financial Protection Bureau.



BUREAU OF SECURITIES

Jack E. Herstein, Assistant Director Bureau of Securities

The mission of the Nebraska Department of Banking & Finance, Bureau of Securities ("Bureau") is to 1) protect investors through the active implementation and application of several of Nebraska's consumer protection laws in order to prevent investment fraud and related illegal conduct, and by taking remedial action, when possible, to mitigate the harm done to the investor, 2) educate the investing public about investment matters and making informed investment decisions, and 3) provide investor protection without undue burden on the capital formation process.

Over the last few years, the landscape of financial regulation has undergone substantial changes. The Dodd-Frank Consumer Protection and Wall Street Reform Act of 2010 enhanced the protections provided by the Securities Act of Nebraska ("Act"), such as increasing state regulatory authority over investment advisers. State securities regulators successfully worked together in a coordinated manner as a significant number of investment advisers switched from federal to state regulation. Our participation in coordinated reviews with other states and the outreach by the Bureau to investment advisers during the last two quarters of 2011 showed our commitment to a smooth transition for the new class of states registrants.

In 2011 and 2012, several key issues were raised that could significantly reshape the regulatory structure and responsibilities of state and federal securities regulators. These issues include self-regulation for investment advisers, expansion of the fiduciary duty to broker-dealers when providing advice about securities to retail customers and the development of new avenues for capital formation by small businesses.

The Bureau is committed to ensuring these discussions and the resulting legislation recognizes the role of state regulators as the vital first line of defense in protecting investors.

To fulfill its investor protection mission, the Bureau performs a variety of functions intended to ensure that securities transactions are in compliance with the Act and that investors have the necessary material information with which to make informed investment decisions and select securities professionals with whom to entrust their money. These functions include:

Registrations/Licensing Staff processes applications for the registration of broker-dealers, broker-dealer agents, investment advisers and their representatives. The Bureau can deny the applications of firms and individuals who do not meet the requirements of the Nebraska securities laws. The staff also responds to inquiries from the public concerning investment adviser or broker licensing status and disciplinary history.

Securities Registration/Filings The staff processes applications for the registration or exemption from registration of securities to be offered and sold in Nebraska. The staff also processes notice filings by issuers of federally covered securities such as mutual funds. In addition, the staff answers questions from the general public about the requirements for selling securities in various entities in Nebraska.

Compliance The Bureau's examiner performs announced and unannounced examinations of investment advisers, and at times, broker-dealers to determine compliance with the Act.

Enforcement The enforcement staff investigates allegations of securities fraud and potential illegal conduct. In coordination with and working with the legal division, the enforcement staff assists with administrative and civil actions the Department may pursue against alleged violators of the Act.

In addition, the staff works closely with outside law enforcement agencies and assists securities investigators from sister states. The most serious cases are referred by the Bureau to either state, county or federal authorities for criminal prosecution.

The Bureau supports other Department staff in performing educational outreach to school students and community groups about saving and investing, participates in financial literacy forums across the state, and distributes informational brochures on financial matters.



LEGAL DIVISION

The 2012 legislative session included three legislative bills introduced on behalf of the Department by Senator Rich Pahls, the chairperson of the Banking, Commerce and Insurance Committee.

LB 963 was our proposal focusing on state-chartered financial institutions. It was signed into law on April 6, 2012. Four areas were addressed in this bill:

- State action necessitated by the federal Dodd-Frank Act consisted of an amendment to the Nebraska Banking Act and amendments to the Interstate Branching by Merger Act. The bank lending limit statute was amended to address derivatives transactions. The Department was authorized to determine the manner and extent to which credit exposure to derivatives is to be taken into account. The amendment was necessary in order to allow state chartered banks to continue to invest in derivative instruments. The effective date of this amendment is January 21, 2013. The Department will be issuing a formal order by year-end which implements this amendment.

The bill also dealt with Dodd-Frank's pre-emption of state restrictions on bank interstate branching and mergers. The legislation retained the right of banks to merge with an out-of-state bank, but removed the age requirement for the acquired bank. Interstate de novo branching was authorized, as federal law pre-empted Nebraska's requirement that interstate branching was permitted only by whole-bank merger. The Act was renamed the "Interstate Branching and Merger Act" to reflect these changes.

- The state's wildcard legislation for banks, credit unions, and savings associations, which provides that state-chartered institutions have powers and privileges equal to those of their federal counterparts, was re-enacted. The laws carry an effective date of January 1, 2012.
- Out-of-state trust companies and entities without a Nebraska office that may be appointed as trustees in Nebraska are now required to pledge securities to the Department as protection for funds held in trust.

LB 965 provided for updates to the statutes on consumer lending. These included changes to the Residential Mortgage Licensing Act to address recently released federal rules for the licensing of mortgage bankers and mortgage loan originators, to provide an exemption for certain non-profit entities, and to adopt provisions for emergency license suspensions. The Department is promulgating forms for claiming the non-profit exemption.

The Installment Sales Act was amended to provide for the transitioning of the licensing process for sales finance companies onto the National Mortgage Licensing System and Registry (NMLSR). The NMLSR is a nationwide licensing and information-sharing system developed by state regulators and the mortgage industry which allows entities and individuals to complete one application and submit it to any state that is a member of the system; it maintains licensing, testing, and disciplinary records. The NMLSR is now capable of processing applications and licenses for other state-regulated financial services entities and industries. The installment sales company licensing process will be handled through the NMLSR in 2013. LB 965 also made changes to the Installment Loan Act to coordinate the definitional sections related to the NMLSR.

The final portion of the Department's 2012 legislative package was **LB 964**, which proposed adopting the Nebraska Money Transmitters Act as a replacement to the Nebraska Sale of Checks and Funds Transmission Act. The bill was brought to address the changes in the industry over the last 40 years, and to be more consistent with the majority of states. LB 964 was advanced to General File, but time ran out before it could be passed. The Department expects to request re-introduction of the proposal in 2013.

The Department is appreciative of Senator Pahl's legislative efforts on behalf of the Department during his tenure as Committee Chairperson.

Department Budget & Funding

Fiscal Year July 1, 2011 – June 30, 2012

The Department is fully funded by fees received from the industries it regulates. Fees are deposited in two funds with one used for supervision by the Financial Institutions Division and the other by the Bureau of Securities.

The Financial Institutions fund receives most of its revenue from an annual assessment based on assets and examination fees. The Bureau of Securities is funded through fees from the registration of securities and the licensing of securities industry personnel.

Financial Institutions	
Revenues	
Beginning Balance	\$2,479,399
Banking & Trust Companies	\$4,435,243
Credit Unions & Savings and Loan	\$99,874
Mortgage Lending	\$328,119
Sale of Checks & Funds Transmission	\$22,500
Delayed Deposit Services	\$160,761
Consumer Lending	\$51,346
Total Revenues for Fiscal Year	\$5,097,843
Expenditures	
Employee Salaries & Benefits	\$3,620,858
Operating Expenses	\$878,439
Capital Expenditures	\$78,307
Total Expenditures for Fiscal Year	\$4,577,604
ENDING BALANCE	\$2,999,638
Enforcement Actions	
Total fines and penalties collected from enforcement cases	\$35,550
Monies secured for the Permanent School Fund.	\$196,299

Bureau of Securities	
Revenues	
Beginning Balance	\$10,238,015
Securities and Registration Fees	\$17,955,119
Private Offering Fees	\$68,800
Broker-Dealer/Broker-Dealer Agents/Investment Advisor Fees	\$5,155,709
Interest Income	\$298,774
Cost of Investigations	\$278,092
Miscellaneous	\$23,619
Unregistered Securities or Firms	\$0
Total Revenues for Fiscal Year	\$23,780,113
Expenditures	
Employee Salaries & Benefits	\$1,047,438
Operating Expenses	\$311,467
Capital Expenditures	\$71,630
Total Expenditures for Fiscal Year	\$1,430,535
Contribution to State	
Monies transferred to the State of Nebraska General Fund	\$19,000,000
ENDING BALANCE	\$13,587,593
Enforcement Actions	
Fines/Penalties	\$22,500



Left to Right:
 Bobbi Irons, Administrative Assistant
 Julie Foral, Secretary

Financial Institutions Division

By the Numbers

Numbers include main offices only.

Financial Institutions	6/30/2007	6/30/2008	6/30/2009	6/30/2010	6/30/2011	6/30/2012
State-Chartered Banks	187	182	180	178	177	174
Savings & Loan Associations	1	1	1	1	1	1
Credit Unions	22	21	19	19	19	18
Trust Companies	4	4	4	3	3	3
Delayed Deposit Services	136	139	127	116	117	110
Installment Loan Companies	39	35	16	14	13	11
Sales Finance Companies	172	178	126	106	98	111
Mortgage Bankers	589	402	343	282	274	296

Activity by the Numbers

Conversion to State-Chartered Bank	1	Branch Relocations Approved	1
Mergers Approved	1	Name Changes	1
Branch Acquisitions Approved	0	Bank Closings	1
New Bank Branch Offices Approved	10		
Loan Production Office Notices Received	42		

Activity by Institution

Conversion to State-Chartered Bank

Former Institution	Current Institution	City	Date of Conversion
Security National Bank, N.A.	Security Bank	Laurel	6/25/2012

Mergers Approved

Institution	City	Acquired	Date of Merger
Exchange Bank	Gibbon	Nebraska National Bank, Kearney	10/6/2011

Branch Acquisitions Approved

Institution	City	Branch Acquired	Date Acquired
None			

New Bank Branch Offices Approved

Institution	City	Branch Location	Date of Approval
Arbor Bank	Nebraska City	Omaha	7/25/2011
Five Points Bank	Grand Island	Omaha	8/25/2011
Union Bank and Trust Company	Lincoln	Lincoln	9/15/2011
Security First Bank	Lincoln	Chadron	10/4/2011
Premier Bank	Omaha	Purdum	11/5/2011
Frontier Bank	Madison	Lincoln	12/28/2011
Farmers State Bank	Dodge	Bridgeport	1/19/2012
Hershey State Bank	Hershey	North Platte	4/30/2012
Henderson State Bank	Henderson	Giltner	6/13/2012
Adams Bank & Trust	Ogallala	Longmont, CO	6/21/2012

Loan Production Office Notices Received

Institution	City	Location	Date Received
World's Foremost Bank	Sidney	Allen, TX	7/18/2011
World's Foremost Bank	Sidney	Billings, MT	7/18/2011
World's Foremost Bank	Sidney	Boise, ID	7/18/2011
World's Foremost Bank	Sidney	Buda, TX	7/18/2011
World's Foremost Bank	Sidney	Dundee, MI	7/18/2011
World's Foremost Bank	Sidney	East Grand Forks, MI	7/18/2011
World's Foremost Bank	Sidney	East Hartford, CT	7/18/2011
World's Foremost Bank	Sidney	Fort Worth, TX	7/18/2011
World's Foremost Bank	Sidney	Glendale, AZ	7/18/2011
World's Foremost Bank	Sidney	Gonzales, LA	7/18/2011
World's Foremost Bank	Sidney	Grand Junction, CO	7/18/2011
World's Foremost Bank	Sidney	Hamburg, PA	7/18/2011
World's Foremost Bank	Sidney	Hammond, IN	7/18/2011
World's Foremost Bank	Sidney	Hoffman Estates, IL	7/18/2011
World's Foremost Bank	Sidney	Kansas City, KS	7/18/2011
World's Foremost Bank	Sidney	Kearney, NE	7/18/2011
World's Foremost Bank	Sidney	Lacey, WA	7/18/2011
World's Foremost Bank	Sidney	LaVista, NE	7/18/2011
World's Foremost Bank	Sidney	Lehi, UT	7/18/2011
World's Foremost Bank	Sidney	Mitchell, SD	7/18/2011
World's Foremost Bank	Sidney	Owatonna, MN	7/18/2011
World's Foremost Bank	Sidney	Post Falls, ID	7/18/2011
World's Foremost Bank	Sidney	Prairie du Chien, WI	7/18/2011
World's Foremost Bank	Sidney	Rapid City, SD	7/18/2011
World's Foremost Bank	Sidney	Richfield, WI	7/18/2011
World's Foremost Bank	Sidney	Rogers, MN	7/18/2011
World's Foremost Bank	Sidney	Scarborough, ME	7/18/2011

Loan Production Office Notices Received (continued)

Institution	City	Location	Date Received
World's Foremost Bank	Sidney	Sidney, NE	7/18/2011
World's Foremost Bank	Sidney	Springfield, OR	7/18/2011
World's Foremost Bank	Sidney	Triadelphia, WV	7/18/2011
World's Foremost Bank	Sidney	Verdi, NV	7/18/2011
World's Foremost Bank	Sidney	Winniped, MB	7/18/2011
Security First Bank	Lincoln	Chadron, NE	8/1/2011
Foundation First Bank	Waterloo	Overland Park, KS	9/12/2011
Sandhills State Bank	Bassett	Gordon	10/24/2011
Farmers State Bank	Dodge	Bridgeport	11/9/2011
Sandhills State Bank	Bassett	Alliance	12/22/2011
The Tri-County Bank	Stuart	O'Neill	1/24/2012
Curtis State Bank	Curtis	North Platte	4/2/2012
Farmers State Bank	Dodge	Alliance	5/1/2012
First Bank of Utica	Utica	Milligan	6/4/2012
Banner County Bank, Inc.	Harrisburg	Alma	6/29/2012

Branch Office Relocations Approved

Institution	City	Branch Relocation	Date Opened
South Central State Bank	Campbell	Blue Hill	1/23/2012

Name Changes

Prior Name of Institution	Current Name	City	Date of Approval
First State Bank	First State Bank Nebraska	Lincoln	3/2/2012
Purdum State Bank	Premier Bank	Purdum	11/7/2011

Bank Closing

Name of Institution	Location	Date Closed
Mid City Bank, Inc.	Omaha	11/4/2011

Institutions Total Financial Resources

Institutions	Number 6/30/2011	Number 6/30/2012	Assets 6/30/2011	Assets 6/30/2012	Gain (Loss)
State-Chartered Commercial Banks	177	174	\$28,415,413,000	\$30,424,100,000	\$2,008,687,000
Savings & Loan Associations	1	1	\$1,023,427	\$946,565	(\$76,862)
Credit Unions	19	18	\$610,370,508	\$641,154,108	\$30,783,600
Trust Companies	3	3	\$3,035,958	\$3,165,914	\$129,956

State-Chartered Commercial Banks Balance Sheet Statement

	June 30, 2010	June 30, 2011	June 30, 2012
Number of Institutions	178	177	174
ASSETS: (Dollar amounts in thousands)			
Non-Interest Bearing Balances	563,244	665,863	730,160
Interest Bearing Balances	1,113,540	1,202,070	1,403,556
Securities	4,307,466	5,643,833	6,344,029
Federal Funds Sold & Securities Purchased to Resell	324,322	304,005	234,831
Loans and Leases	18,808,672	19,576,783	20,637,021
Allowance for Loan Losses	348,421	348,669	350,492
Loan and Leases, Net	18,460,251	19,228,114	20,286,529
Assets held in Trading Accounts	0	0	2,981
Premises and Fixed Assets	368,335	406,876	422,607
Other Real Estate Owned	83,234	106,541	102,830
Intangible Assets	145,876	164,302	169,404
Other Assets, Net	714,517	693,809	727,173
Total Assets & Losses Deferred	\$26,080,785	\$28,415,413	\$30,424,100
LIABILITIES: (Dollar amounts in thousands)			
Deposits			
Domestic Non-interest Bearing Deposits	2,107,766	2,606,871	3,132,596
Domestic Interest Bearing Deposits	17,354,272	19,117,671	20,130,416
Total Domestic Deposits	19,462,038	21,724,542	23,263,012
Federal Funds Purchased & Securities Sold	388,935	444,589	398,255
Other Borrowed Money	3,356,778	3,056,683	3,198,328
Mortgage Indebtedness	0	0	0
Notes and Debentures	10,397	4,397	3,090
Other Liabilities	244,764	238,046	317,266
Total Liabilities	\$23,462,912	\$25,468,257	\$27,179,951
EQUITY CAPITAL			
Perpetual Preferred Stock	8,029	8,029	8,029
Common Stock	131,095	131,281	126,697
Surplus	1,314,532	1,502,302	1,562,172
Undivided Profits	1,164,217	1,305,544	1,547,251
<i>Other Equity Capital Components</i>	0	0	0
Total Equity Capital	2,617,873	2,947,156	3,244,149
Total Liabilities & Equity Capital	\$26,080,785	\$28,415,413	\$30,424,100

Deposit Limitations

Nebraska has adopted a deposit cap as set forth in the Nebraska Bank Holding Company Act. Section 8-910 provides that a holding company may not acquire a bank or banks in Nebraska if the deposits held in Nebraska would be in an amount greater than twenty-two percent of the total deposits of all banks in Nebraska plus the total deposits, savings accounts, passbook accounts, and shares in savings and loan associations and building and loan associations in Nebraska as determined by the Director of the Department on the basis of the most recent midyear reports.

Total deposits for all banks and savings and loan associations in Nebraska as of June 30, 2011 were \$47,880,042,000. The number was taken from a Federal Deposit Insurance Corporation compilation. Included in this amount are total deposits of one uninsured building and loan association in the amount of \$866,000

The 22% limitation as of June 30, 2011 was:

\$47,880,042,000
<u> X .22</u>
\$10,533,609,000

Please refer to the Department's website at www.ndbf.ne.gov for total deposits for all banks and savings and loan associations in Nebraska as of June 30, 2012.

State-Chartered Banks (for the period ending June 30, 2012)

Banks are listed in the order of the city in which the main office is located and include full service branches, mobile branches and loan production offices. Unless otherwise noted, locations are in Nebraska.

Institution	Main Offices (Nebraska)	Branch offices, loan production offices (LPO) and mobile branches (Mobile).
Adams State Bank	Adams	
West Plains Bank	Ainsworth	Springview
Community Bank	Alma	Stamford
Security State Bank	Ansley	Dundee Bank, Omaha; Dunning (LPO)
Farmers and Merchants Bank of Ashland	Ashland	Ashland
Ashton State Bank	Ashton	
Auburn State Bank	Auburn	
Farmers & Merchants Bank	Axtell	Parker, CO (LPO)
State Bank of Bartley	Bartley	Colorado Springs, CO
Sandhills State Bank	Bassett	North Platte; Valentine; Harrison (LPO); Alliance (LPO); Gordon (LPO); Hay Springs (LPO)
Battle Creek State Bank	Battle Creek	
First Community Bank	Beemer	Bancroft; Homer
Bank of the Valley	Bellwood	David City; Platte Center
Heartland Community Bank	Bennet	Avoca; Nebraska City; Weeping Water
Bank of Bennington	Bennington	Douglas County (Mobile); Omaha
Bank of Bertrand	Bertrand	
Two Rivers Bank	Blair	Arlington
Washington County Bank	Blair	Tekamah
Farmers and Merchants State Bank	Bloomfield	South Yankton; Center; Crofton; Hartington; Niobrara
The Boelus State Bank	Boelus	
Nebraska State Bank	Bristow	
Nebraska State Bank and Trust Company	Broken Bow	Mason City; Merna; Oconto; Broken Bow; Callaway
Bruning State Bank	Bruning	Bank of Broken Bow, Broken Bow; Hebron; Holdrege
Brunswick State Bank	Brunswick	Winnetoan
Butte State Bank	Butte	Spencer
Byron State Bank	Byron	
Pathway Bank	Cairo	Burwell; Grand Island; Ord
First Central Bank	Cambridge	Arapahoe; Edison
South Central State Bank	Campbell	Blue Hill; Franklin; Oxford
Citizens State Bank	Carleton	
Farmers State Bank	Carroll	
Commercial State Bank	Cedar Bluffs	
Cedar Rapids State Bank	Cedar Rapids	

State-Chartered Banks (continued)

Institution	Main Office (Nebraska)	Branch offices, loan production offices (LPO) and mobile branches (Mobile).
CerescoBank	Ceresco	
Chambers State Bank	Chambers	
State Bank of Chester	Chester	
Bank of Clarks	Clarks	Silver Creek
Clarkson Bank	Clarkson	
State Bank of Colon	Colon	
Columbus Bank & Trust Company	Columbus	Columbus
Farmers Bank of Cook	Cook	Liberty; Peru; Syracuse; Tecumseh; Virginia; Wymore
First Bank and Trust Company	Cozad	Clay Center; Eustis; Imperial; Mountain View Bank, Colorado Springs, CO
Homestead Bank	Cozad	Albion; Howells; Lexington; Schuyler (2); St. Paul; Wolbach; Mountain View Bank, Colorado Springs, CO; Mobile branches in the following: Buffalo, Custer, Dawson, Frintier, Gosper, Lincoln and Phelps Counties
The Culbertson Bank	Culbertson	
Curtis State Bank	Curtis	North Platte (LPO)
Jefferson County Bank	Daykin	
Farmers State Bank	Dodge	Alliance (LPO); Bridgeport
Bank of Doniphan	Doniphan	Grand Island; Hastings
Eagle State Bank	Eagle	
Bank of Elgin	Elgin	
American Interstate Bank	Elkhorn	Omaha
American Exchange Bank	Elmwood	Eagle
Ericson State Bank	Ericson	
Farmers State Bank	Ewing	
Richardson County Bank & Trust Company	Falls City	Stella
First State Bank	Farnam	Holbrook; Medicine Creek Bank, Cambridge
Cedar Security Bank	Fordyce	Hartington; Wynot
Franklin State Bank	Franklin	
First State Bank & Trust Company	Fremont	Fremont (3); Burt, Butler, Colfax, Cuming, Dodge, Douglas, Saunders and Washington Counties (Mobile)
First Bank & Trust of Fullerton	Fullerton	St. Edward
Geneva State Bank	Geneva	Geneva (2); Grafton; Hastings; Kearney; Shickley; Fairmont
Genoa Community Bank	Genoa	
Exchange Bank	Gibbon	Grand Island (2); Kearney (2)
First State Bank	Gothenburg	Douglas and Sarpy Counties; (Mobile) Gothenburg; Omaha (2); Englewood, CO (LPO); Lincoln (LPO)
Gothenburg State Bank	Gothenburg	Brady
Five Points Bank	Grand Island	Grand Island (4); Kearney (2); LaVista; Omaha; Sumner; Adams, Buffalo, Hall, Hamilton, Douglas, Sarpy, Howard and Merrick Counties (Mobile)
CNB Community Bank	Greeley	
The Guide Rock State Bank	Guide Rock	Edgar

State-Chartered Banks (continued)

Institution	Main Office (Nebraska)	Branch offices, loan production offices (LPO) and mobile branches.
Banner County Bank, Inc.	Harrisburg	First State Bank, Beaver City; Lakeview Financial Loan Production Office, Alma (LPO)
Bank of Hartington	Hartington	Hartington; Niobrara (LPO)
Five Points Bank of Hastings	Hastings	Hastings (2)
Hastings State Bank	Hastings	Fairfield; Hastings; Lincoln; Roseland; HS Bank, Lincoln (2)
Thayer County Bank	Hebron	Thayer County (Mobile)
Henderson State Bank	Henderson	Greeley; York
Hershey State Bank	Hershey	Lincoln, Frontier, and Perkins Counties (Mobile)
The State Bank of Hildreth	Hildreth	
First State Bank	Hordville	
Farmers State Bank	Humphrey	
Platte Valley State Bank & Trust Company	Kearney	Buffalo County (Mobile); Grand Island; Kearney
Adams County Bank	Kenesaw	Juniata
Bank of Keystone	Keystone	Arthur; Hyannis; Commercial State Bank, Elsie
FirsTier Bank	Kimball	Cheyenne, WY; Elm Creek; Holdrege; Kearney; Upton, WY; Lincoln (LPO)
Security Bank	Laurel	
Bank of Nebraska	LaVista	Bellevue; Omaha (2); Sarpy County (Mobile); Papillion (LPO)
Bank of Lewellen	Lewellen	
City Bank & Trust Co.	Lincoln	Crete; Lincoln (2)
Cornhusker Bank	Lincoln	Lincoln (8); Lincoln (LPO)
First State Bank Nebraska	Lincoln	Cortland; DeWitt; Dorchester; Filley; Firth; Hallam; Hickman; Lincoln (2); Pickrell; Waverly; Western; Wilber; Yutan; Valley (LPO); Lincoln (LPO)
Pinnacle Bank	Lincoln	Abilene, KS (3); Arnold; Aurora (2); Beatrice (2); Central City; Columbus (2); Crete; Elkhorn; Elwood; Fremont (3); Grant; Gretna; Imperial; Lake Lotawana, MO; Lancaster County (Mobile); LaVista; Lexington (2); Lincoln (11); Madison; Neligh (2); O'Neill; Ogallala; Omaha (7); Osceola; Page; Palmer; Papillion (2); Platte County (Mobile); Schuyler (2); Shelby; Verdigre; Waverly; Wisner
Security First Bank	Lincoln	Beatrice (4); Bennett County, SD (Mobile); Blue Springs; Chadron; Cheyenne County (Mobile); Clatonia; Cody; Cortland; Cozad; Crawford (2); Dawson County (Mobile); Elwood; Harrison; Hay Springs; Lancaster County (Mobile); Lincoln (5); Martin, SD; Merriman; Overton; Pennington County, SD (Mobile); Rapid City, SD (3); Rushville (3); Sidney; Thedford; Valentine; Lincoln (LPO); Omaha (LPO)

State-Chartered Banks (continued)

Institution	Main Office (Nebraska)	Branch offices, loan production offices (LPO) and mobile branches (Mobile).
Union Bank and Trust Company	Lincoln	Ainsworth; Auburn; Bonner Springs, KS; Crete; David City; Douglas County (Mobile); Fairbury; Grand Island; Kansas City, KS; Leawood, KS; Lincoln (18); Lincoln; Omaha; Overland Park, KS; Pawnee City; Seward; Taylor; Valentine; Wahoo; York; Beatrice (LPO); Columbus (LPO); Kearney (LPO); Lincoln (LPO); Logan, IA (LPO); Norfolk (LPO); Syracuse (LPO)
West Gate Bank	Lincoln	Lancaster County (Mobile); Lincoln (6)
Bank of Lindsay	Lindsay	
Lisco State Bank	Lisco	
First State Bank	Loomis	Alma
Home State Bank	Louisville	
Nebraska State Bank	Lynch	
Frontier Bank	Madison	Lincoln; Norfolk; Omaha
Security Home Bank	Malmö	
Bank of Marquette	Marquette	
Farmers State Bank	Maywood	Big Springs; Trenton
First Central Bank McCook	McCook	Curtis (LPO)
Bank of Mead	Mead	Mead
Farmers and Merchants Bank	Milford	Beaver Crossing; Buffalo County (Mobile); Firth; Jansen; Kearney; Lawrence; Palmyra; Panama; Superior; Weeping Water; Wilber
Farmers and Merchants Bank	Milligan	
First Bank and Trust Company	Minden	
Minden Exchange Bank & Trust Company	Minden	Upland
Corn Growers State Bank	Murdock	
Murray State Bank	Murray	
Arbor Bank	Nebraska City	Oakland, IA; Omaha; Sidney, IA; Arbor Banking Group, Omaha
Farmers Bank and Trust Company	Nebraska City	
The Nehawka Bank	Nehawka	Union
Commercial Bank	Nelson	
Bank of Newman Grove	Newman Grove	
BankFirst	Norfolk	Columbus (2); Norfolk (2); O'Neill; Ord; Wayne; Lincoln (LPO)
Elkhorn Valley Bank & Trust	Norfolk	Hoskins; Norfolk (4); Pierce
Platte Valley Bank	North Bend	
North Loup Valley Bank	North Loup	
State Bank of Odell	Odell	Diller
Adams Bank & Trust	Ogallala	Berthoud, CO (2); Brule; Chappell; Colorado Springs, CO (2); El Paso County, CO (Mobile); Firestone, CO; Fort Collins, CO; Grant; Imperial; Indianola; Lodgepole; Madrid; North Platte; Sutherland

State-Chartered Banks (continued)

Institution	Main Office (Nebraska)	Branch offices, loan production offices (LPO) and mobile branches (Mobile).
Access Bank	Omaha	Douglas and Sarpy Counties (Mobile); Omaha
Centennial Bank	Omaha	Ashland; Douglas (Mobile); Omaha (2); Saunders(Mobile); Bellevue (LPO)
First Westroads Bank, Inc.	Omaha	Douglas County (Mobile); Omaha (2)
Omaha State Bank	Omaha	Douglas (Mobile); Omaha (4)
Premier Bank	Omaha	Omaha (4); Purdum
United Republic Bank	Omaha	
Bank of Orchard	Orchard	
Nebraska State Bank	Oshkosh	Alliance (LPO); Broken Bow (LPO); Curtis (LPO); Shelton (LPO)
Pender State Bank	Pender	Omaha (LPO)
Petersburg State Bank	Petersburg	
Cass County Bank, Inc.	Plattsmouth	Plattsmouth
Plattsmouth State Bank	Plattsmouth	Plattsmouth (2)
Bank of Dixon County	Ponca	Jackson; Newcastle
The Potter State Bank of Potter	Potter	Kimball State Bank, Kimball
Bank of Prague	Prague	
First State Bank	Randolph	
Town & Country Bank	Ravenna	Kearney; Litchfield; Pleasanton
Peoples-Webster County Bank	Red Cloud	Republican Valley Bank, Orleans
Commercial State Bank	Republican City	
State Bank of Riverdale	Riverdale	Kearney; Ord Loan Production Office, Ord (LPO)
State Bank of Scotia	Scotia	
First State Bank	Scottsbluff	Colorado Springs, CO; Gering
Platte Valley Bank	Scottsbluff	Bridgeport; Minatare; Morrill; Scottsbluff (2)
Valley Bank and Trust Co.	Scottsbluff	Bayard; Gering (2); Grant; Ogallala; Scottsbluff; Wauneta; Western States Bank, Fort Collins, CO (2); Western States Bank, Loveland, CO
Scribner Bank	Scribner	
Points West Community Bank	Sidney	Chappell; Dalton; Douglas, WY; Kimball; Lingle, WY; Pine Bluffs, WY; Sidney; Torrington, WY
World's Foremost Bank	Sidney	Allen, TX (LPO); Billings, MT (LPO); Boise, ID (LPO); Buda, TX (LPO); Dundee, MI (LPO); East Grand Forks, MN (LPO); East Hartford, CT (LPO); Fort Worth, TX (LPO); Glendale, AZ (LPO); Gonzales, LA (LPO); Grand Junction, CO (LPO); Hamburg, PA (LPO); Hammond, IN (LPO); Hazelwood, MO (LPO); Hoffman Estates, IL (LPO); Kansas City, KS (LPO); Kearney (LPO); Lacey, WA (LPO); LaVista (LPO); Lehi, UT (LPO); Mitchell, SD (LPO); Owatonna, MN (LPO); Post Falls, ID (LPO); Prairie du Chien, WI (LPO); Rapid City, SD (LPO); Richfield, WI (LPO); Rogers, MN (LPO); Scarborough, ME (LPO); Sidney (LPO); Springfield, OR (LPO); Triadelphia, WV (LPO); Verdi, NV (LPO)

State-Chartered Banks (continued)

Institution	Main Office (Nebraska)	Branch offices, loan production offices (LPO) and mobile branches (Mobile).
Iowa-Nebraska State Bank	South Sioux City	Hornick, IA; Onawa, IA; Sioux City, IA (3); South Sioux City; Wakefield; Wilcox
Spencer State Bank	Spencer	
Springfield State Bank	Springfield	Central City
Citizens Bank & Trust Company in St. Paul	St. Paul	Loup City
Stanton State Bank	Stanton	Norfolk
Bank of Stapleton	Stapleton	North Platte
The Bank of Steinauer	Steinauer	
The Tri-County Bank	Stuart	Atkinson; Bassett; Newport (LPO); O'Neill (LPO)
First Tri County Bank	Swanton	Plymouth
State Bank of Table Rock	Table Rock	Dubois; Humboldt; Pawnee City; Roca; Lincoln (LPO)
Tri Valley Bank	Talmage	Citizens State Bank, Clearwater
The Tilden Bank	Tilden	Creighton; Madison (LPO)
Countryside Bank	Unadilla	Burr; Syracuse
First Bank of Utica	Utica	Cordova; Bank of Friend, Friend; Milligan (LPO)
First Nebraska Bank	Valley	Arcadia; Brainard; Columbus; Decatur; Emerson; Stanton
Oak Creek Valley Bank	Valparaiso	
Wahoo State Bank	Wahoo	Wahoo
Farmers State Bank	Wallace	North Platte
Foundation First Bank	Waterloo	Omaha
Commercial State Bank	Wausa	Nebraska City; Bellevue (LPO); Bloomfield (LPO); Elkhorn (LPO)
Horizon Bank	Waverly	McCook; Superior; Waverly
F & M Bank	West Point	Gretna; South Sioux City (2); Wayne
Winside State Bank	Winside	
Citizens State Bank	Wisner	Citizens Community Bank, Arlington, KS; Citizens Community Bank, Attica, KS; Belden; Creston; Laurel; Leigh; Citizens Community Bank, McPherson, KS; Spaulding; West Point
Cornerstone Bank	York	Albion; Aurora; Bartlett; Bradshaw; Central City; Clay Center; Columbus (2); Columbus; Geneva; Grand Island (3); Hampton; Henderson; McCool Junction; Monroe; Polk; Rising City; St. Edward; Stromsburg; Sutton (2); Waco; York (5); Davenport; Harvard; Shelton
Heritage Bank	Wood River	Adams County (Mobile); Aurora (2); Broken Bow; Buffalo County (Mobile); Doniphan; Grand Island; Hall County (Mobile); Hastings (2); Kearney (2); Loup City; Neligh; St. Paul; Stromsburg; Wood River (2)
York State Bank	York	Geneva; Gresham; York (2)

Historical Data - - State-Chartered Commercial Banks

Year	In Operation	Total Capital And Reserves	Total Deposits	Total Assets
1897	320	\$ 9,321,526	\$ 13,902,940	\$ 23,670,864
1898	324	9,112,456	18,225,180	27,680,475
1899	339	7,895,874	18,740,754	27,053,693
1900	347	8,215,314	22,499,021	30,683,955
1901	381	8,555,074	27,634,116	36,297,246
1902	429	9,987,372	31,279,615	41,350,747
1903	459	9,986,483	33,596,040	44,678,440
1904	482	10,649,382	36,764,743	48,608,440
1905	530	11,926,588	49,047,081	62,193,973
1906	563	12,257,299	54,113,470	67,977,826
1907	601	13,625,641	60,783,452	73,167,880
1908	615	14,376,722	62,583,790	78,719,474
1909	659	15,727,371	71,647,454	89,134,446
1910	664	16,581,971	70,172,423	88,836,697
1911	669	17,134,008	72,192,000	91,893,258
1912	695	18,602,383	80,631,192	102,569,968
1913	715	19,479,801	89,228,696	112,791,202
1914	765	21,463,151	91,393,643	117,634,172
1915	805	23,523,191	111,119,961	141,703,258
1916	845	25,802,915	158,240,184	193,208,902
1917	923	29,365,323	204,175,998	256,277,509
1918	942	31,401,671	231,560,771	277,394,621
1919	1002	36,079,610	270,505,130	325,554,901
1920	1022	38,266,672	246,604,458	309,707,591
1921	987	34,705,961	210,627,624	268,017,163
1922	955	33,244,250	231,582,121	285,249,243
1923	937	32,883,200	237,552,204	284,897,103
1924	920	32,814,742	262,132,117	310,734,386
1925	879	30,767,239	272,564,233	320,826,854
1926	837	30,288,177	267,390,928	313,407,077
1927	855	29,212,913	266,707,861	310,318,622
1928	726	27,976,756	244,660,162	284,070,749
1929	647	25,875,885	187,394,417	222,769,134
1930	580	23,487,536	138,105,586	167,722,915
1931	472	16,727,262	86,421,090	109,621,464
1932	430	15,140,042	62,867,165	84,517,404
1933	381	14,298,072	57,563,987	72,505,998
1934	309	11,324,328	66,540,391	78,269,301
1935	302	11,307,447	69,116,798	80,831,084
1936	301	11,809,016	74,919,950	87,084,090
1937	296	11,466,639	69,261,285	81,639,898
1938	293	11,621,199	65,573,363	78,140,675
1939	288	12,143,888	69,971,473	81,196,369

Historical Data - - State-Chartered Commercial Banks (continued)

Year	In Operation	Total Capital And Reserves	Total Deposits	Total Assets
1940	284	\$12,339,843	\$77,092,644	\$89,525,065
1941	285	12,884,569	84,936,767	99,040,764
1942	273	13,224,408	134,614,352	147,895,224
1943	275	14,271,379	195,819,709	210,153,432
1944	278	15,439,463	232,311,061	248,027,844
1945	279	16,330,905	261,960,097	278,379,583
1946	282	18,007,659	334,006,685	352,474,541
1947	282	19,839,672	374,999,948	395,523,900
1948	283	21,741,533	367,447,421	389,682,165
1949	283	24,092,119	354,590,644	379,227,765
1950	287	26,510,366	352,452,505	379,771,197
1951	288	28,772,019	375,394,337	404,909,136
1952	287	30,140,895	392,552,248	425,581,807
1953	289	32,934,902	411,170,139	447,965,252
1954	290	37,042,727	414,773,669	453,268,269
1955	292	39,647,391	408,991,675	451,091,638
1956	293	42,536,145	390,189,854	434,790,998
1957	292	44,944,995	394,979,382	443,503,815
1958	293	48,447,514	415,986,871	467,411,647
1959	295	51,525,789	471,421,079	526,906,743
1960	299	56,723,400	465,951,000	528,210,800
1961	300	60,069,000	500,059,000	564,145,000
1962	301	65,255,000	548,373,000	618,917,000
1963	300	68,980,000	601,454,000	679,710,000
1964	303	77,105,000	654,189,000	741,548,000
1965	304	79,705,803	665,398,095	755,454,341
1966	305	85,584,536	724,470,433	821,238,073
1967	308	92,030,994	791,340,315	893,556,155
1968	308	99,159,681	895,981,916	1,007,600,518
1969	311	109,021,675	1,042,536,046	1,176,376,874
1970	312	121,707,930	1,121,140,134	1,275,660,872
1971	312	134,227,083	1,296,993,158	1,465,787,359
1972	316	151,449,647	1,477,030,337	1,673,205,709
1973	322	171,160,456	1,792,977,624	2,015,843,534
1974	324	196,611,779	2,018,984,528	2,341,434,558
1975	328	221,199,058	2,314,527,530	2,604,661,952
1976	329	250,786,000	2,553,728,000	2,844,966,000
1977	322	280,084,000	2,781,804,000	3,122,977,000
1978	335	313,575,000	3,191,859,000	3,550,011,000

Historical Data - - State Chartered Commercial Banks (continued)

Year	In Operation	Total Capital And Reserves	Total Deposits	Total Assets
1979	336	\$353,489,000	\$3,462,379,000	\$3,895,422,000
1980	340	406,851,000	3,774,973,000	4,268,013,000
1981	340	457,124,000	4,238,958,000	4,817,262,000
1982	340	504,329,000	4,679,017,000	5,366,954,000
1983	340	554,134,000	5,221,468,000	5,905,803,000
1984	340	591,872,000	5,579,833,000	6,337,343,000
1985	332	602,369,000	5,767,917,000	6,519,664,000
1986	316	587,630,000	5,836,576,000	6,553,386,000
1987	311	593,326,000	5,948,616,000	6,689,535,000
1988	299	633,724,000	6,155,482,000	6,941,344,000
1989	294	673,878,000	6,413,373,000	7,246,867,000
1990	278	719,166,000	6,850,454,000	7,740,897,000
1991	281	775,507,000	7,516,829,000	8,511,052,000
1992	274	835,334,000	7,860,795,000	8,920,189,000
1993	258	871,730,000	8,024,940,000	9,117,993,000
1994	253	900,979,000	8,066,120,000	9,301,831,000
1995	239	997,652,000	8,423,851,000	9,752,609,000
1996	234	1,026,867,000	8,705,436,000	10,100,663,000
1997	229	1,086,698,000	9,238,326,000	10,804,157,000
1998	225	1,110,796,000	9,453,453,000	11,114,113,000
1999	216	1,141,079,000	9,795,909,000	11,670,911,000
2000	204	1,219,339,000	10,542,428,000	12,811,435,000
2001	198	1,340,662,000	11,273,003,000	13,730,070,000
2002	196	1,422,794,000	11,815,637,000	14,486,025,000
2003	192	1,568,094,000	12,933,354,000	15,878,215,000
2004	188	1,869,032,000	13,302,372,000	16,662,927,000
2005	184	1,972,713,000	13,375,402,000	16,859,175,000
2006	187	2,034,579,000	14,142,596,000	17,785,286,000
2007	187	2,168,497,000	14,761,492,000	18,508,808,000
2008	182	2,336,058,000	15,939,780,000	20,141,454,000
2009	180	2,567,620,000	18,175,089,000	22,570,676,000
2010	178	2,617,873,000	19,462,038,000	26,080,785,000
2011	177	2,947,156,000	21,724,542,000	28,415,413,000
2012	174	\$3,244,149,000	\$23,263,012,000	\$30,424,100,000

Registered Bank Holding Companies (for the period ending June 30, 2012)

Indentation implies some ownership. Banks are italicized.

Bank Holding Companies	Owned by Holding Companies
3MV Bancorp, Inc. - Omaha, NE	<i>Access Bank - Omaha, NE</i>
Adbanc, Inc. - Ogallala, NE	<i>Adams Bank & Trust - Ogallala, NE</i>
Ambage, Inc. - West Point, NE	<i>First National Bank and Trust Company - Falls City, NE</i>
American Exchange Company - Elmwood, NE	<i>American Exchange Bank - Elmwood, NE</i>
American Interstate Bancorp., Inc. - Omaha, NE	<i>American Interstate Bank - Elkhorn, NE</i>
American National Corporation - Omaha, NE	<i>American National Bank - Omaha, NE</i>
AmeriGroup, Inc. - Hershey, NE	<i>Hershey State Bank - Hershey, NE</i>
AmeriWest Corporation - Omaha, NE	<i>First Westroads Bank, Inc. - Omaha, NE</i>
Antelope Bancshares, Inc. - Elgin, NE	<i>Bank of Elgin - Elgin, NE</i>
Arlington State Banc Holding Company - Blair, NE	<i>Two Rivers Bank - Blair, NE</i>
Armstrong Financial Company - Minden, NE	<i>Minden Exchange Company - Minden, NE</i> <i>Minden Exchange Bank & Trust Company - Minden, NE</i>
Ashland Bancshares, Inc. - Omaha, NE	<i>Centennial Bank - Omaha, NE</i>
Avoca Company - Omaha, NE	<i>Heartland Community Bank - Bennet, NE</i>
Bancook Corporation - Cook, NE	<i>Farmers Bank of Cook - Cook, NE</i>
Bank Management, Inc. - Wahoo, NE	<i>First National Bank - Wahoo, NE</i>
Banner County Ban Corporation - Harrisburg, NE	<i>Banner County Bank, Inc. - Harrisburg, NE</i>
Battle Creek State Company - Battle Creek, NE	<i>Battle Creek State Bank - Battle Creek, NE</i>
BBJ, Incorporated - Ord, NE	<i>First National Bank in Ord - Ord, NE</i>
Bellwood Community Holding Company - Bellwood, NE	<i>Bank of the Valley - Bellwood, NE</i>
Bradley Bancorp. - Columbus, NE	<i>Columbus Bank & Trust Company - Columbus, NE</i>
Bruning Bancshares, Inc. - Bruning, NE	<i>Bruning State Bank - Bruning, NE</i>
BSB Bancshares, Inc. - Brunswick, NE	<i>Brunswick State Bank - Brunswick, NE</i>
Butte State Co. - Butte, NE	<i>Butte State Bank - Butte, NE</i>
Byron State Inc. - Byron, NE	<i>Byron State Bank - Byron, NE</i>
C.S.B. Co. - Cozad, NE	<i>First National Bank - Chadron, NE</i> <i>Homestead Bank - Cozad, NE</i>
Cabela's Family, LLC - Sidney, NE	<i>Cabela's Incorporated - Sidney, NE</i> <i>World's Foremost Bank - Sidney, NE</i>
Campbell State Company - Campbell, NE	<i>South Central State Bank - Campbell, NE</i>
Carleton Agency, Inc. - Carleton, NE	<i>Citizens State Bank - Carleton, NE</i>
Carroll Bancorp - Carroll, NE	<i>Farmers State Bank - Carroll, NE</i>
Cass County State Company - Plattsmouth, NE	<i>Cass County Bank, Inc. - Plattsmouth, NE</i>
Cattle Crossing, Inc. - Seward, NE	<i>The Cattle National Bank & Trust Company - Seward, NE</i>
Cedar Bancorp. - Hartington, NE	<i>Bank of Hartington - Hartington, NE</i>
Cedar Financial Holding, Inc. - Fordyce, NE	<i>Cedar Security Bank - Fordyce, NE</i>
Cedar Rapids State Company - Cedar Rapids, NE	<i>Cedar Rapids State Bank - Cedar Rapids, NE</i>
Central Agency, Inc. - Lincoln, NE	<i>Farm & Home Insurance Agency, Inc. - Lyons, NE</i> <i>First National Bank Northeast - Lyons, NE</i>

Registered Bank Holding Companies (continued)

Indentation implies some ownership. Banks are italicized.

Bank Holding Companies	Owned by Holding Companies
Central Bancshares, Inc. - Cambridge, NE	<i>First Central Bank McCook - McCook, NE</i> <i>First Central Bank - Cambridge, NE</i>
Ceresco Bancorp, Inc. - Ceresco, NE	<i>CerescoBank - Ceresco, NE</i>
Chambanco, Inc. - Chambers, NE	<i>Chambers State Bank - Chambers, NE</i> <i>Ewing Agency, Inc. - Chambers, NE</i> <i>Farmers State Bank - Ewing, NE</i>
Chester Insurance Agency, Inc. - Chester, NE	<i>State Bank of Chester - Chester, NE</i>
Citizens National Corporation - Wisner, NE	<i>Citizens State Bank - Wisner, NE</i> <i>Republic Corporation - Omaha, NE</i> <i>United Republic Bank - Omaha, NE</i>
City National Bancshares, Inc. - Greeley, NE	<i>CNB Community Bank - Greeley, NE</i>
Clark Bancshares, Inc. - Clarks, NE	<i>Bank of Clarks - Clarks, NE</i>
Clarkson Management Company - Clarkson, NE	<i>Clarkson Bank - Clarkson, NE</i>
CLC Enterprises, Inc. - Nelson, NE	<i>Commercial Bank - Nelson, NE</i>
Commercial Investment Co., Inc. - Ainsworth, NE	<i>West Plains Bank - Ainsworth, NE</i>
Commercial State Holding Company, Inc. - Republican City, NE	<i>Commercial State Bank - Republican City, NE</i>
COMMfirst Bancorporation, Inc. - South Sioux City, NE	<i>Iowa-Nebraska State Bank - South Sioux City, NE</i>
Cornhusker Growth Corporation - Lincoln, NE	<i>Cornhusker Bank - Lincoln, NE</i> <i>First Lincoln Realty, L.L.C - Lincoln, NE</i>
Country Bank Shares, Inc. - Milford, NE	<i>Farmers and Merchants Bank - Milford, NE</i>
Doniphan Bancshares, Inc. - Doniphan, NE	<i>Bank of Doniphan - Doniphan, NE</i>
DS Holding Company, Inc. - Omaha, NE	<i>DB Holding Company, Inc. - , NE</i> <i>Omaha State Bank - Omaha, NE</i>
Duroc Investment Company - Table Rock, NE	<i>State Bank of Table Rock - Table Rock, NE</i>
Eagle Capital Co. - Eagle, NE	<i>Eagle State Bank - Eagle, NE</i>
Eberly Investment Company - Stanton, NE	<i>Stanton State Bank - Stanton, NE</i>
Enevoldsen Limited Partnership - Potter, NE	<i>Enevoldsen Management Company - Potter, NE</i> <i>The Potter State Bank of Potter - Potter, NE</i>
Enterprise Holding Company - Omaha, NE	<i>Enterprise Bank NA - Omaha, NE</i>
Exchange Company - Grand Island, NE	<i>Exchange Bank - Gibbon, NE</i> <i>First National Bank & Trust Company of Junction - Junction City, KS</i> <i>Nebraska National Bank - Kearney, NE</i>
F M Co. - Milligan, NE	<i>Farmers and Merchants Bank - Milligan, NE</i>
F.S.I. Holding Co., LLC - Wilber, NE	<i>Wilber Co. - Wilber, NE</i>
Farmers & Merchants Financial Corporation - Ashland, NE	<i>Farmers and Merchants Bank of Ashland - Ashland, NE</i>

Registered Bank Holding Companies (continued)

Indentation implies some ownership. Banks are italicized.

Bank Holding Companies	Owned by Holding Companies
Farmers & Merchants Investment, Inc - Lincoln, NE	North Central Bancorp - Norfolk, NE <i>BankFirst - Norfolk, NE</i> <i>Union Bank and Trust Company - Lincoln, NE</i> Union Equipment Finance, LLC Union Investment Advisors, Inc – Lincoln, NE
Farmers BancShares, Inc. - Nebraska City, NE	<i>Farmers Bank and Trust Company - Nebraska City, NE</i>
Farmers State Bancshares, Inc - Dodge, NE	<i>Farmers State Bank - Dodge, NE</i>
FEO Investments, Inc. - Hoskins, NE	<i>Elkhorn Valley Bank & Trust - Norfolk, NE</i>
Financial Bancshares, Inc. - LaVista, NE	<i>Bank of Nebraska - LaVista, NE</i>
First Azle Bankshares, Inc.	First Bank - Azle, TX
First Beemer Corporation - Beemer, NE	<i>First Community Bank - Beemer, NE</i>
First Central Nebraska Company - Broken Bow, NE	<i>Nebraska State Bank and Trust Company - Broken Bow, NE</i>
First Express of Nebraska, Inc. - Gering, NE	<i>Valley Bank and Trust Co. - Scottsbluff, NE</i>
First Holdrege Bancshares, Inc. - Holdrege, NE	<i>First National Bank of Holdrege - Holdrege, NE</i>
First Kenesaw Company, Inc. - Kenesaw, NE	<i>Adams County Bank - Kenesaw, NE</i>
First Laurel Security Company - Laurel, NE	<i>Security Bank - Laurel, NE</i>
First National Agency, Inc. - Wayne, NE	<i>First National Bank - Wayne, NE</i>
First National Fairbury Corporation - Fairbury, NE	<i>First National Bank - Fairbury, NE</i>
First National Financial Corp. - Estes Park, CO	<i>First National Bank - Estes Park, CO</i>
First National Holding Company, Inc. - Fullerton, NE	<i>First Bank & Trust of Fullerton - Fullerton, NE</i>
First National Johnson Bancshares, Inc. - Johnson, NE	<i>First National Bank - Johnson, NE</i>
First National Utica Company - Utica, NE	<i>First Bank of Utica - Utica, NE</i>
First Nebraska Bancs, Inc. - Sidney, NE	<i>Points West Community Bank - Julesburg, CO</i> <i>Points West Community Bank - Sidney, NE</i>
First Newman Grove Bankshares Corp. - Newman Grove, NE	<i>Bank of Newman Grove - Newman Grove, NE</i>
First of Minden Financial Corporation - Minden, NE	<i>First Bank and Trust Company - Minden, NE</i>
First State Bancorp., Inc. - Randolph, NE	<i>First State Bank - Randolph, NE</i>
First State Bancshares, Inc. - Scottsbluff, NE	<i>First State Bank - Scottsbluff, NE</i> <i>Security First Bank - Cheyenne, WY</i>
First State Fremont, Inc. - Fremont, NE	<i>First State Bank & Trust Company - Fremont, NE</i>
First York Ban Corp. - York, NE	<i>Cornerstone Bank - York, NE</i>
Firststand Co. - Hordville, NE	<i>First State Bank - Hordville, NE</i>
Firstier II Bancorp - Cheyenne, WY	<i>FirsTier Bank - Kimball, NE</i>
FNB Financial Services, Inc - Cambridge, NE	<i>First National Bank - Cambridge, NE</i>
Foundation First Corporation - Omaha, NE	<i>Foundation First Bank - Waterloo, NE</i>
Franklin State Bancshares, Inc. - Franklin, NE	<i>Franklin State Bank - Franklin, NE</i>
Frontier Holdings, LLC - Omaha, NE	Arsebeco, Inc - Falls City, NE <i>Richardson County Bank & Trust Company - Falls City, NE</i> <i>Frontier Bank - Madison, NE</i> <i>Pender State Bank - Pender, NE</i>

Registered Bank Holding Companies (continued)

Indentation implies some ownership. Banks are italicized.

Bank Holding Companies	Owned by Holding Companies
Fulcrum Growth	Cabela's Incorporated - Sidney, NE <i>World's Foremost Bank - Sidney, NE</i>
Geneva State Company - Geneva, NE	<i>Geneva State Bank - Geneva, NE</i>
Graff Family, Inc. - McCook, NE	MNB Financial Group, Inc. - McCook, NE <i>McCook National Bank - McCook, NE</i>
Great Western Bancorporation, Inc. - Sioux Falls, SD	<i>Great Western Bank - Sioux Falls, SD</i>
Hassenstab Management Company, Inc. - Humphrey, NE	<i>Farmers State Bank - Humphrey, NE</i>
Hastings Bancorp, Inc. - Hastings, NE	<i>Hastings State Bank - Hastings, NE</i>
Henderson State Company - Henderson, NE	<i>Henderson State Bank - Henderson, NE</i>
Heritage Group, Inc. - Aurora, NE	<i>Heritage Bank - Aurora, NE</i>
Hildreth State Company, Inc. - Hildreth, NE	<i>The State Bank of Hildreth - Hildreth, NE</i>
Hilltop Bancshares, Inc. - Bennington, NE	<i>Bank of Bennington - Bennington, NE</i>
Hohl Financial, Inc. - Wahoo, NE	<i>Wahoo State Bank - Wahoo, NE</i>
Hometown Banc Corporation - Grand Island, NE	<i>Five Points Bank of Hastings - Hastings, NE</i> <i>Five Points Bank - Grand Island, NE</i>
Howard County Land & Cattle Company - Spearfish, SD	<i>Citizens Bank & Trust Company in St. Paul - St. Paul, NE</i>
Isham Management Company - Gordon, NE	<i>First National Bank - Gordon, NE</i>
J. P. Morgan	Cabela's Incorporated - Sidney, NE <i>World's Foremost Bank - Sidney, NE</i>
JDJ Banco, Inc. - Lynch, NE	<i>Nebraska State Bank - Lynch, NE</i>
Jefferson County Bancshares, Inc. - Daykin, NE	<i>Jefferson County Bank - Daykin, NE</i>
Jones National Corporation - Seward, NE	<i>The Jones National Bank and Trust Company of S - Seward, NE</i>
Keystone Investment, Inc. - Keystone, NE	<i>Bank of Keystone - Keystone, NE</i>
Kingsbury BDC Financial Services, Inc. - Ponca, NE	<i>Bank of Dixon County - Ponca, NE</i>
Korell Family Limited Partnership - McCook, NE	AmFirst Financial Services, Inc. - McCook, NE <i>Amfirst Bank, National Association - McCook, NE</i>
Lauritzen Corporation - Omaha, NE	First National of Nebraska, Inc. - Omaha, NE <i>First National Bank & Trust Company of Columbus - Columbus, NE</i> <i>First National Bank of Kansas - Overland Park, KS</i> <i>First National Bank of Omaha - Omaha, NE</i> <i>First National Bank of South Dakota - Yankton, SD</i> <i>First National Bank - North Platte, NE</i> <i>First National of Colorado, Inc. - Fort Collins, CO</i> <i>First National Bank - Fort Collins, CO</i> <i>First National of Illinois, Inc. - Omaha, NE</i> <i>Castle Bank, National Association - Dekalb, IL</i>

Registered Bank Holding Companies (continued)

Indentation implies some ownership. Banks are italicized.

Bank Holding Companies	Owned by Holding Companies
	Inficorp Holdings, Inc. - Atlanta, GA
	<i>Infibank, N.A. - Atlanta, GA</i>
	<i>Platte Valley State Bank & Trust Company - Kearney, NE</i>
	<i>The Fremont National Bank & Trust Company - Fremont, NE</i>
	<i>Houghton State Bank - Red Oak, IA</i>
	<i>Shelby County State Bank - Harlan, IA</i>
	<i>Washington County Bank - Blair, NE</i>
	<i>York State Bank - York, NE</i>
Lauritzen Investments Incorporated - Omaha, NE	<i>Farmers and Merchants State Bank - Bloomfield, NE</i>
Lewellen National Corp. - Lewellen, NE	<i>Bank of Lewellen - Lewellen, NE</i>
Lindsay State Company - Lindsay, NE	<i>Bank of Lindsay - Lindsay, NE</i>
Lisco State Company - Lisco, NE	<i>Lisco State Bank - Lisco, NE</i>
Loomis Company - Omaha, NE	<i>First State Bank - Loomis, NE</i>
Louisville Company - Louisville, NE	<i>Home State Bank - Louisville, NE</i>
Loup Valley Bancshares, Inc. - North Loup, NE	<i>North Loup Valley Bank - North Loup, NE</i>
Mackey BanCo, Inc. - Ansley, NE	<i>Security State Bank - Ansley, NE</i>
Malmo Bancorp., Inc. - Malmo, NE	<i>Security Home Bank - Malmo, NE</i>
Marquette National Company - Marquette, NE	<i>Bank of Marquette - Marquette, NE</i>
McHugh Investment Co. - Murdock, NE	<i>Corn Growers State Bank - Murdock, NE</i>
Midwest Banc Holding Co. - Pierce, NE	<i>Midwest Bank, NA - Pierce, NE</i>
Midwest Banco Corporation - Cozad, NE	<i>First Bank and Trust Company - Cozad, NE</i>
NationWide BancShares, Inc. - West Point, NE	<i>Charter West National Bank - West Point, NE</i>
Nebanco, Inc. - Wallace, NE	<i>American Mortgage Company - North Platte, NE</i>
	<i>Farmers State Bank - Wallace, NE</i>
Nebraska Bankshares, Inc. - Farnam, NE	<i>First Gothenburg Bancshares, Inc. - Gothenburg, NE</i>
	<i>First State Bank - Gothenburg, NE</i>
	<i>First State Bank - Farnam, NE</i>
NebraskaLand Financial Services, Inc. - North Platte, NE	<i>NebraskaLand National Bank - North Platte, NE</i>
O & F Cattle Company - Oshkosh, NE	<i>Nebraska State Bank - Oshkosh, NE</i>
Oakland Financial Services, Inc. - Oakland, IA	<i>Arbor Bank - Nebraska City, NE</i>
	<i>First Community Bank - Sidney, IA</i>
	<i>Southwest Company Investments, LLC - , IA</i>
Orchard Bancorp - Orchard, NE	<i>Bank of Orchard - Orchard, NE</i>
Pathway Bancorp. - Cairo, NE	<i>Pathway Bank - Cairo, NE</i>
Peoples Bancorp. - Red Cloud, NE	<i>Peoples-Webster County Bank - Red Cloud, NE</i>

Registered Bank Holding Companies (continued)

Indentation implies some ownership. Banks are italicized.

Bank Holding Companies	Owned by Holding Companies
Pinnacle Bancorp, Inc. - Central City, NE	<i>Bank of Colorado - Fort Collins, CO</i>
	<i>Pinnacle Bank - Wyoming - Torrington, WY</i>
	<i>Pinnacle Bank - Keene, TX</i>
	<i>Pinnacle Bank - Lincoln, NE</i>
Platte Valley Bancorp, Inc - North Bend, NE	<i>Platte Valley Bank - North Bend, NE</i>
Platte Valley Cattle Company - Grand Island, NE	<i>Town & Country Bank - Ravenna, NE</i>
Platte Valley Financial Service Companies, Inc - Scottsbluff, NE	<i>Platte Valley Bank - Scottsbluff, NE</i>
	<i>Platte Valley Bank - Torrington, WY</i>
	<i>Tri County Bank - Cheyenne, WY</i>
Prague Company - Omaha, NE	<i>Bank of Prague - Prague, NE</i>
Rae Valley Financials, Inc. - Petersburg, NE	<i>Petersburg State Bank - Petersburg, NE</i>
Riverdale Bancshares, Inc. - Riverdale, NE	<i>State Bank of Riverdale - Riverdale, NE</i>
S & S Investment Company, Inc. - Odell, NE	<i>State Bank of Odell - Odell, NE</i>
Sandhills Financial Services, LLC - Bassett, NE	<i>Sandhills State Bank - Bassett, NE</i>
Schneider Bancorporation - Plattsmouth, NE	<i>Plattsmouth State Bank - Plattsmouth, NE</i>
Scribner Banshares, Inc. - Scribner, NE	<i>Scribner Bank - Scribner, NE</i>
Security National Corporation - Omaha, NE	<i>Security National Bank of Omaha - Omaha, NE</i>
Selko Banco, Inc. - Mead, NE	<i>Bank of Mead - Mead, NE</i>
Siouxland National Corporation - South Sioux City, NE	<i>Siouxland National Bank - South Sioux City, NE</i>
Springfield Bank Company, Inc. - Springfield, NE	<i>Springfield State Bank - Springfield, NE</i>
Stamford Banco, Inc. - Stamford, NE	<i>Community Bank - Alma, NE</i>
	<i>First Gothenburg Bancshares, Inc. - Gothenburg, NE</i>
	<i>First State Bank - Gothenburg, NE</i>
Stapleton Investment Co. - Stapleton, NE	<i>Bank of Stapleton - Stapleton, NE</i>
State National Bancshares, Inc. - Wayne, NE	<i>The State National Bank and Trust Company - Wayne, NE</i>
Steinauer Bancorp, Inc. - Steinauer, NE	<i>The Bank of Steinauer - Steinauer, NE</i>
Stockmens Limited Partnership - Rapid City, SD	<i>Stockmens Financial Corporation - Rapid City, SD</i>
	<i>Security First Bank - Lincoln, NE</i>
Swanton Agency, Inc. - Swanton, NE	<i>First Tri County Bank - Swanton, NE</i>
Swedlund Management Company - Murray, NE	<i>Murray State Bank - Murray, NE</i>
TCM Company - Crete, NE	<i>City Bank & Trust Co. - Lincoln, NE</i>
Thayer Agency, Inc. - Hebron, NE	<i>Thayer County Bank - Hebron, NE</i>
Tilden Bancshares, Inc. - Tilden, NE	<i>The Tilden Bank - Tilden, NE</i>
Tri Valley Bancshares, Inc. - Talmage, NE	<i>Tri Valley Bank - Talmage, NE</i>
Tri-County Company - Stuart, NE	<i>The Tri-County Bank - Stuart, NE</i>
UB, Inc. - Unadilla, NE	<i>Countryside Bank - Unadilla, NE</i>

Registered Bank Holding Companies (continued)

Indentation implies some ownership. Banks are italicized.

Bank Holding Companies	Owned by Holding Companies
UniBanc Corp - Maywood, NE	<i>Farmers State Bank - Maywood, NE</i>
Valley Bank Shares, Inc. - Valley, NE	<i>First Nebraska Bank - Valley, NE</i>
Valparaiso Enterprises, Inc. - Valparaiso, NE	<i>Oak Creek Valley Bank - Valparaiso, NE</i>
WallCo, Inc. - Nehawka, NE	<i>The Nehawka Bank - Nehawka, NE</i>
Wausa Banshares, Inc. - Wausa, NE	<i>Commercial State Bank - Wausa, NE</i>
West Gate Banshares, Inc. - Lincoln, NE	<i>West Gate Bank - Lincoln, NE</i>
West Point Bancorp, Inc. - West Point, NE	<i>F & M Bank - West Point, NE</i>
	<i>Town & Country Bank - Las Vegas, NV</i>
Western Investment Group, LLC - Curtis, NE	<i>Western Bancshares, Inc. - Curtis, NE</i>
	<i>Curtis State Bank - Curtis, NE</i>
Wheeler County Bancshares, Inc. - Ericson, NE	<i>Ericson State Bank - Ericson, NE</i>
Wilber Co. - Lincoln, NE	<i>First State Bank Nebraska - Lincoln, NE</i>
Williams Financial Corporation - Gothenburg, NE	<i>Gothenburg State Bank - Gothenburg, NE</i>
Winside Bancshares, Inc. - Winside, NE	<i>Winside State Bank - Winside, NE</i>
Woodstock Land & Cattle Co. - Fullerton, NE	<i>Fullerton National Bank - Fullerton, NE</i>

Commercial Bank Members of the Federal Reserve System (for the period ending June 30, 2012)

Institution	Location
West Plains Bank	Ainsworth
Farmers and Merchants Bank of Ashland	Ashland
Auburn State Bank	Auburn
Battle Creek State Bank	Battle Creek
First Community Bank	Beemer
Bank of Bennington	Bennington
Butte State Bank	Butte
Bank of Elgin	Elgin
American Exchange Bank	Elmwood
First Bank & Trust of Fullerton	Fullerton
Five Points Bank	Grand Island
CNB Community Bank	Greeley
Bank of Hartington	Hartington
Five Points Bank of Hastings	Hastings
Platte Valley State Bank & Trust Company	Kearney
Security Bank	Laurel
First State Bank Nebraska	Lincoln
First Bank and Trust Company	Minden
Bank of Newman Grove	Newman Grove
Adams Bank & Trust	Ogallala
First Westroads Bank, Inc.	Omaha
Town & Country Bank	Ravenna
Platte Valley Bank	Scottsbluff
Stanton State Bank	Stanton
The Tilden Bank	Tilden
First Bank of Utica	Utica
First Nebraska Bank	Valley
Wahoo State Bank	Wahoo
Farmers State Bank	Wallace
Citizens State Bank	Wisner
Cornerstone Bank	York

State-Chartered Banks Authorized to Operate with Trust Powers (for the period ending June 30, 2012)

Institution	Location
Heritage Bank	Aurora
Nebraska State Bank and Trust Company	Broken Bow
Bruning State Bank	Bruning
Pathway Bank	Cairo
Columbus Bank & Trust Company	Columbus
First Bank and Trust Company	Cozad
Homestead Bank	Cozad
Richardson County Bank & Trust Company	Falls City
First State Bank & Trust Company	Fremont
Geneva State Bank	Geneva
First State Bank	Gothenburg
Five Points Bank	Grand Island
Platte Valley State Bank & Trust Company	Kearney
City Bank & Trust Co.	Lincoln
Pinnacle Bank	Lincoln
Security First Bank	Lincoln
Union Bank and Trust Company	Lincoln
Frontier Bank	Madison
First Bank and Trust Company	Minden
Minden Exchange Bank & Trust Company	Minden
Arbor Bank	Nebraska City
Farmers Bank and Trust Company	Nebraska City
Elkhorn Valley Bank & Trust	Norfolk
Adams Bank & Trust	Ogallala
Centennial Bank	Omaha
Omaha State Bank	Omaha
First State Bank	Scottsbluff
Platte Valley Bank	Scottsbluff
Valley Bank and Trust Co.	Scottsbluff
Citizens Bank & Trust Company in St. Paul	St. Paul
Cornerstone Bank	York

State-Chartered Credit Unions (for the period ending June 30, 2012)

Institution	Main Office	Branch Offices
Western Heritage Credit Union	Alliance	Gering; Scottsbluff
Archer Cooperative Credit Union	Archer	Central City; Chapman; Dannebrog
Dale Employees Credit Union	Columbus	Norfolk
Eddyville Cooperative Credit Union	Eddyville	
Glenvil Cooperative Credit Union	Glenvil	
Ameritas Employees Credit Union	Lincoln	Lincoln
Construction Industries Credit Union	Lincoln	
Labor Department Credit Union	Lincoln	
Liberty First Credit Union	Lincoln	Lincoln (2); Seward; Within Lancaster County (Mobile)
Lincoln S.D.A. Credit Union	Lincoln	
MembersOwn Credit Union	Lincoln	Beatrice
Nebraska R.E.A Credit Union	Lincoln	
Nebraska State Employees Credit Union	Lincoln	
North Platte Union Pacific Employees Credit Union	North Platte	
First Nebraska Educators & Employee Groups Credit Union	Omaha	Lincoln (2); Omaha (2)
Omaha Burlington Employees Credit Union	Omaha	
Omaha Firefighters Credit Union	Omaha	
Our Family Social Credit Union	Omaha	

State-Chartered Credit Unions Comparative Statement

	June 30, 2010	June 30, 2011	June 30, 2012
ASSETS			
Unsecured Credit Card Loans	\$5,436,586	\$6,247,241	\$6,704,619
All Other Unsecured Loans	13,568,099	10,837,011	11,162,293
New Auto Loans	22,062,777	18,890,609	17,194,437
Used Auto Loans	111,345,365	121,930,064	125,968,511
1st Mortgage Real Estate Loans	111,744,570	115,535,333	115,415,730
Other Real Estate Loans	68,479,347	62,359,951	54,502,036
Leases Receivable	10,864	1,610,652	0
Other Member Loans	36,696,485	33,951,426	30,932,181
All Other Loans			
TOTAL LOANS	\$369,344,093	\$371,362,287	\$361,879,807
Loans Held for Sale	7,024,823	2,524,291	10,165,337
Allowance for Loan Losses	(2,522,717)	(3,113,666)	(3,460,598)
Cash	50,986,480	38,763,106	51,018,055
INVESTMENTS			
Available for Sale Securities / 1	52,460,745	65,446,124	66,792,276
Held to Maturity Securities / 1	19,519,850	19,524,545	21,519,620
Loan to, Deposits in, Natural Person CUs / 1	3,001,158	3,397,142	3,234,142
U.S. Govt. Obligations / 2			
Federal Agency Sec. / 2			
All Mutual Funds / 2			
Total MCSD and PIC in Corporate	1,794,236	1,577,367	1,697,478
Corp. Central (CD)	1,300,011	3,815,686	16,871,216
Banks and S & Ls (Cert. DEP)	63,081,770	71,320,577	71,810,048
All Other Investments	2,458,685	3,882,138	5,173,476
TOTAL INVESTMENTS	\$143,616,455	\$168,963,579	\$187,098,256
OTHER ASSETS			
Land and BLDG (NET of DEP)	13,965,757	15,064,714	16,708,342
Other Fixed Assets	1,606,993	1,525,345	1,762,658
Foreclosed and Repossessed Assets / 3	2,273,116	2,723,883	1,347,095
Share INS CAP Deposit / 4	4,817,064	5,086,329	5,263,840
Other Assets	6,910,881	7,470,640	9,371,316
TOTAL ASSETS	\$598,022,945	\$610,370,508	\$641,154,108

1 / Categories reflect report change in 2006

2 / Categories only available prior to 2006

3 / Other real estate prior to 2004

4 / Previously listed as an investment

State-Chartered Credit Unions Comparative Statement (continued)

	June 30, 2010	June 30, 2011	June 30, 2012
LIABILITIES			
Other Borrowings / 5	\$1,602,668	\$2,600,000	\$600,000
Reverse Repo Agreement			
Subordinated CDCU Debt			
DIV/INT Payable	414,525	321,464	225,524
Acct. Payable & Liabilities	5,896,027	4,804,449	9,384,728
TOTAL LIABILITIES	\$7,913,220	\$7,725,913	\$10,210,252
SAVINGS/EQUITY			
Share Drafts	\$63,031,836	\$55,995,626	64,886,731
Regular Shares	158,648,269	188,971,952	211,051,495
Money Market Shares / 7	26,158,101	23,323,877	22,053,798
Share Certificates / 7	191,592,000	186,809,343	179,306,427
IRA/KEOGH Accounts / 7	52,875,427	52,407,263	52,513,842
All Other Shares / 6	20,081,728	21,323,345	24,988,850
Non-Member Deposits / 7	5,873,000	749,976	489,476
TOTAL SAVINGS	\$518,260,361	\$529,581,382	\$555,290,619
Regular Reserves	\$36,296,783	\$36,677,637	\$37,285,186
Investment Valuation Reserve			
Uninsured Second Capital			
Unrealized G/L A-F-S SEC Gains / (Losses)	655,048	452,721	838,806
Other Reserves	5,622,758	6,020,554	6,131,139
Undivided Earnings	29,052,762	29,575,520	31,401,675
Net Income	\$222,013	\$336,781	(\$3,569)
EQUITY TOTAL	\$71,849,364	\$73,063,213	\$75,653,237
TOTAL SAVINGS/EQUITY	\$590,109,725	\$602,644,595	\$630,943,856
TOTAL LIABILITIES/SAVINGS/EQUITY	\$598,022,945	\$610,370,508	\$641,154,108

5 / Category previously listed as Promissory and other Notes Payable

6 / Category definitions changed in 2006 to include previously defined categories

7 / Category detail exists only prior to 2006

(a) Prior to June 2006, included money market, share certificates, IRA/Keoughs and non-member shares for short form filers.

State-Chartered Savings & Loan Associations Comparative Statement

Institution	Location	
Metropolitan Building & Loan Association	Omaha, Ne	
	June 30, 2011	June 30, 2012
ASSETS:		
Mortgage Loans Outstanding	\$759,254	\$731,052
Loans on Savings Accounts	0	0
Other Loans	0	0
Real Estate Owned or in Judgment	0	0
Cash and Demand Deposits	254,172	205,512
Liquid Investments	0	0
Other Investment Securities	0	0
FHLB Stock	0	0
Fixed Assets (net)	10,000	10,001
Other Assets	0	0
Total Assets	\$1,023,426	\$946,565
LIABILITIES:		
Time Certificates (\$100,000 denomination or more)	0	0
Time Certificates	0	0
NOW Accounts	0	0
All Other Savings	\$865,905	\$789,044
Borrowed Money	0	0
Loans in Process	0	0
Advance Payments for Taxes & Insurance	0	0
Deferred Credits	0	0
Other Liabilities	0	0
Total Liabilities	\$865,905	\$789,044
NET WORTH:		
Permanent Stock	0	0
Paid-In Surplus	0	0
General Reserves	101,000	101,000
Undivided Profits	56,522	56,521
Net Undistributed Income	0	0
TOTAL NET WORTH	\$157,522	\$157,521
Total Liabilities & Net Worth	\$1,023,426	\$946,565

State-Chartered Trust Companies Comparative Statement

Institution	Location
First Nebraska Trust Company	Lincoln
Constellation Trust Company	Omaha
Provident Trust Company	Omaha

	06/30/10	06/30/11	6/30/12
	3 Companies	3 Companies	3 Companies
ASSETS: (\$ Amount in Thousands)			
Non-interest Bearing Deposits-Own Institution	73	0	0
Non-interest Bearing Deposits-Other Institutions	96	628	7,980
Interest Bearing Deposits-Own Institution	0	0	
Interest Bearing Deposits-Other Institutions	82,424	94,554	96,731
U.S. Government and Agency Obligations	55,814	28,748	13,150
State, County and Municipal Obligations	51,331	51,097	62,237
Money Market Mutual Funds	45,446	103,791	109,752
Other Short Term Obligations	8,133	10,061	15,047
Other Notes and Bonds	29,737		24,417
Common and Preferred Stocks	569,834	706,832	777,707
Real Estate Mortgages	19,254	21,460	20,771
Real Estate	47,193	50,738	53,000
Miscellaneous Assets	57,574	57,274	78,803
Total Discretionary Assets	\$966,910	\$1,152,657	\$1,259,595
Total Non-Discretionary Assets	\$1,477,479	\$1,883,301	\$1,906,319
TOTAL ASSETS	\$2,444,389	\$3,035,958	\$3,165,914
NUMBER OF ACCOUNTS			
Total Number of Discretionary Accounts	1,295	1,328	1,345
Total Number of Non-Discretionary Accounts	11,624	13,177	13,839
TOTAL NUMBER OF ACCOUNTS	12,919	14,505	15,184

Delayed Deposit Services Businesses (for the period ending June 30, 2012)

Institution	Location	Branches in Home County
DC Holdings, LLC	Alliance, NE	0
Heartland Cash Advance, LLC	Alliance, NE	0
Fast Cash of Nebraska, Inc.	Beatrice, NE	0
N.I.S., Inc.	Beatrice, NE	0
McKenzie Check Advance of Nebraska, L.L.C.	Bellevue, NE	1
N.I.S., Inc.	Bellevue, NE	1
MM Finance, LLC	Bellevue, NE	1
Great Plains Specialty Finance, Inc.	Bellevue, NE	0
SSIPS Partnership Ltd.	Bellevue, NE	0
QC Financial Services, Inc.	Bellevue, NE	1
ACE Cash Express, Inc.	Bellevue, NE	0
DC Holdings, LLC	Chadron, NE	0
McKenzie Check Advance of Nebraska, L.L.C.	Columbus, NE	0
Check into Cash of Nebraska, Inc.	Columbus, NE	0
Check Services, L.L.C.	Columbus, NE	0
Continental Distributors, Inc.	Columbus, NE	0
ACE Cash Express, Inc.	Columbus, NE	0
Express Check Advance of Nebraska, LLC	Columbus, NE	0
Wyoming Financial Lenders	Columbus, NE	0
ACE Cash Express, Inc.	Fremont, NE	0
Ameri-Cash Advance Centers, Inc.	Fremont, NE	0
Trade 'N' Post, Inc.	Fremont, NE	0
Beemer Ventures, LLC	Fremont, NE	0
McKenzie Check Advance of Nebraska, L.L.C.	Fremont, NE	0
Check into Cash of Nebraska, Inc.	Fremont, NE	0
Great Plains Specialty Finance, Inc.	Fremont, NE	0
Check into Cash of Nebraska, Inc.	Grand Island, NE	0
McKenzie Check Advance of Nebraska, L.L.C.	Grand Island, NE	2
MM Finance, LLC	Grand Island, NE	0
Coffin's Corner, Inc.	Grand Island, NE	0
Wyoming Financial Lenders	Grand Island, NE	0
Express Check Advance of Nebraska, LLC	Grand Island, NE	0
ACE Cash Express, Inc.	Grand Island, NE	0
Wyoming Financial Lenders	Hastings, NE	0
Ameri-Cash Advance Centers, Inc.	Hastings, NE	0
ACE Cash Express, Inc.	Hastings, NE	0
McKenzie Check Advance of Nebraska, L.L.C.	Hastings, NE	0
DC Holdings, LLC	Hastings, NE	0
DC Holdings, LLC	Holdrege, NE	0
McKenzie Check Advance of Nebraska, L.L.C.	Kearney, NE	0

Delayed Deposit Services Businesses (continued)

Institution	Location	Branches in Home County
Great Plains Specialty Finance, Inc.	Kearney, NE	0
Kearney Cash, Inc.	Kearney, NE	1
Roland Williams	Kearney, NE	0
Express Check Advance of Nebraska, LLC	Kearney, NE	0
QC Financial Services, Inc.	Kearney, NE	0
Wyoming Financial Lenders	LaVista, NE	0
McKenzie Check Advance of Nebraska, L.L.C.	Lexington, NE	0
Plum Creek Cash Advance	Lexington, NE	0
Check into Cash of Nebraska, Inc.	Lexington, NE	0
MM Finance, LLC	Lincoln, NE	0
Check into Cash of Nebraska, Inc.	Lincoln, NE	0
Moore Financial Services, LLC	Lincoln, NE	0
Ken's Auto Company, LLC	Lincoln, NE	0
Great Plains Specialty Finance, Inc.	Lincoln, NE	1
N.I.S., Inc.	Lincoln, NE	7
Cash Solutions, Inc.	Lincoln, NE	1
McKenzie Check Advance of Nebraska, L.L.C.	Lincoln, NE	1
Wyoming Financial Lenders	Lincoln, NE	2
ACE Cash Express, Inc.	Lincoln, NE	0
Express Check Advance of Nebraska, LLC	Lincoln, NE	0
Financial Options, Inc.	Lincoln, NE	0
DC Holdings, LLC	McCook, NE	0
Horse Creek Investments, L.L.C.	McCook, NE	0
QC Financial Services, Inc.	Nebraska City, NE	0
QC Financial Services, Inc.	Norfolk, NE	0
Heartland Cash Advance, LLC	Norfolk, NE	0
Ameri-Cash Advance Centers, Inc.	Norfolk, NE	0
Great Plains Specialty Finance, Inc.	Norfolk, NE	0
Riverside Money Services, Inc.	Norfolk, NE	0
Trade 'N' Post, Inc.	Norfolk, NE	0
McKenzie Check Advance of Nebraska, L.L.C.	Norfolk, NE	0
McKenzie Check Advance of Nebraska, L.L.C.	North Platte, NE	0
Great Plains Specialty Finance, Inc.	North Platte, NE	0
Hometown Cash Advance, Inc.	North Platte, NE	0
Check into Cash of Nebraska, Inc.	North Platte, NE	0
Heartland Cash Advance, LLC	North Platte, NE	0
Ameri-Cash Advance Centers, Inc.	North Platte, NE	0
Wyoming Financial Lenders	North Platte, NE	0
Pay-Day To-Day L.L.C.	O'Neill, NE	0
DC Holdings, LLC	Ogallala, NE	0

Delayed Deposit Services Businesses (continued)

Institution	Location	Branches in Home County
A & P Check Cashing, L.L.C.	Omaha, NE	2
Wilken Enterprises, Inc.	Omaha, NE	0
JGS Inc.	Omaha, NE	1
QC Financial Services, Inc.	Omaha, NE	2
Check into Cash of Nebraska, Inc.	Omaha, NE	0
Absolutely Lowest Check Advance, L.L.C.	Omaha, NE	0
McKenzie Check Advance of Nebraska, L.L.C.	Omaha, NE	4
Omaha Cash Inc.	Omaha, NE	0
Red D Cash, Inc.	Omaha, NE	1
N.I.S., Inc.	Omaha, NE	10
Decker's Cash Depot, Inc.	Omaha, NE	4
MM Finance, LLC	Omaha, NE	5
Great Plains Specialty Finance, Inc.	Omaha, NE	3
G & C, Inc.	Omaha, NE	0
Wyoming Financial Lenders	Omaha, NE	5
ACE Cash Express, Inc.	Omaha, NE	3
SSIPS Partnership Ltd.	Ralston, NE	0
DC Holdings, LLC	Scottsbluff, NE	0
Great Plains Specialty Finance, Inc.	Scottsbluff, NE	0
Check into Cash of Nebraska, Inc.	Scottsbluff, NE	0
Mister Money - RM, Inc.	Scottsbluff, NE	0
McKenzie Check Advance of Nebraska, L.L.C.	Scottsbluff, NE	0
Ameri-Cash Advance Centers, Inc.	Scottsbluff, NE	0
The Money Express, Inc.	Scottsbluff, NE	0
Heartland Cash Advance, LLC	Scottsbluff, NE	0
DC Holdings, LLC	Sidney, NE	0
Great Plains Specialty Finance, Inc.	South Sioux City, NE	0
MM Finance, LLC	South Sioux City, NE	0
Ameri-Cash Advance Centers, Inc.	South Sioux City, NE	0
N.I.S., Inc.	York, NE	0

Delayed Deposit Services Licensees

Statement of Income and Expenses

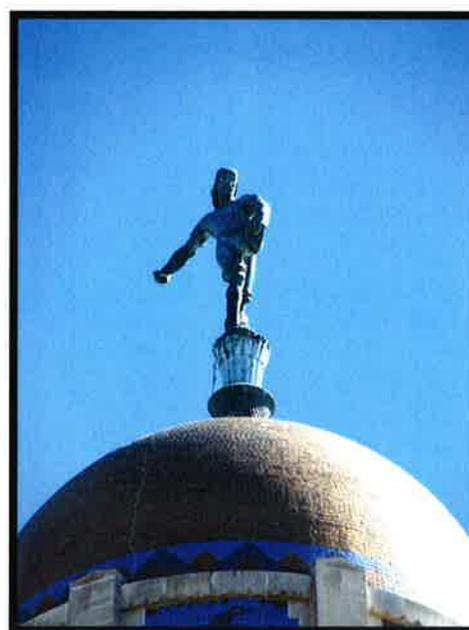
for the period January 1, 2011 through December 31, 2011

Number of Full Time Employees: 315 Number of Part Time Employees: 82

INCOME	DDS Business	Other Business	Total Business
Transaction Fees Collected and/or Earned	\$32,162,742	\$1,947,085	\$34,109,828
Other Income	3,617,899	2,815,867	6,433,766
Total Operating Income	\$35,780,641	\$4,762,952	\$40,543,593
EXPENSES			
Advertising	807,878	77,611	885,489
Auditing	63,230	12,252	75,482
Bad Debts	3,987,409	73,380	4,060,789
Depreciation & Amortization	411,843	28,867	440,710
Insurance & Fidelity Bonds	123,459	66,581	190,039
Legal Fees & Disbursements	398,577	8,074	406,651
Postage, Printing, Stationery & Supplies	559,139	67,146	626,285
Rent, Janitor Services & Utilities	3,936,806	337,325	4,274,131
Salaries: Officers, Owners, Partners & Members	703,307	263,284	966,591
Salaries of All Other Employees	8,242,894	578,945	8,821,839
Taxes-Other Than on Income	338,915	55,810	394,725
License Fees	137,853	4,644	142,497
Telephone & Other Communications	432,854	39,891	472,745
Travel, Auto Expenses & Allowance	232,434	43,878	276,311
Supervision & Administration	1,619,595	655,266	2,274,861
Collection Expense	587,881	17,883	605,764
Credit Reports	28,205	0	28,205
Other Expenses	2,859,193	1,560,443	4,419,635
Interest Paid on Borrowed Funds	1,012,824	6,018	1,018,842
(a) Intra-Company	975,031	0	975,031
(b) Paid to Others	37,793	6,018	43,810
Total Expenses Before Income Tax	\$26,484,295	\$3,897,297	\$30,381,591
Income Before Income Tax	\$9,296,347	\$865,655	\$10,162,002
Income Taxes:	645,024	5,499	650,523
(a) State	104,892	692	105,584
(b) Federal	540,131	4,808	544,939
Total Expenses	\$27,129,318	\$3,902,796	\$31,032,114
Net Income	\$8,651,323	\$860,156	\$9,511,479
STATEMENT OF ASSETS & LIABILITIES	December 31, 2011	December 31, 2010	
Cash on Hand and in Banks	11,677,535	10,430,419	
Investments	3,448,497	3,113,657	
Transactions Receivable	14,661,046	12,508,457	
a. Current Inventory	13,954,263	11,932,971	
b. Collections	706,783	575,486	
Less: Reserve for Bad Debts	(389,948)	(459,938)	
Furniture and Fixed Assets	2,637,302	2,907,657	
All Other Assets (specify)	1,363,842	887,641	
Total Assets	\$33,398,275	\$29,387,893	<i>(All data presented as reported by each company.)</i>

Installment Loan Companies (for the period ending June 30, 2012)

Institution	Location
CitiFinancial, Inc.	Fremont, NE
OneMain Financial, Inc.	Grand Island, NE
OneMain Financial, Inc.	Kearney, NE
OneMain Financial, Inc.	Lincoln, NE
OneMain Financial, Inc.	Lincoln, NE
OneMain Financial, Inc.	Norfolk, NE
OneMain Financial, Inc.	North Platte, NE
CMAC, Inc.	Omaha, NE
OneMain Financial, Inc.	Omaha, NE
OneMain Financial, Inc.	Omaha, NE
OneMain Financial, Inc.	Scottsbluff, NE



Sales Finance Companies (for the period ending June 30, 2012)

Institution	Location
AmeriCredit Financial Services, Inc.	Arlington, TX
ALLY FINANCIAL INC.	Auburn Hills, MI
Hyundai Capital America, Inc.	Austell, GA
Friendly Finance Corporation	Baltimore, MD
Genesis Lending Services, Inc.	Beaverton, OR
Hewlett-Packard Financial Services Company	Berkeley Heights, NJ
Carmel Financial Corporation, Inc.	Carmel, IN
Toyota Motor Credit Corporation	Cedar Rapids, IA
AmeriCredit Financial Services, Inc.	Centennial, CO
Flagship Credit Acceptance LLC	Chadds Ford, PA
FC Funding LLC	Chadds Ford, PA
AmeriCredit Financial Services, Inc.	Chandler, AZ
Nationwide Cassel LLC	Chicago, IL
Mid-Atlantic Finance Company, Inc.	Clearwater, FL
Ford Motor Credit Company LLC	Colorado Springs, CO
Paramount Capital Group, Inc.	Conshohocken, PA
American Suzuki Financial Services Company LLC	Costa Mesa, CA
ALLY FINANCIAL INC.	Costa Mesa, CA
Mitsubishi Motors Credit of America, Inc.	Cypress, CA
Santander Consumer USA Inc.	Dallas, TX
GE TF Trust	Danbury, CT
General Electric Capital Corporation	Danbury, CT
Green Tree Servicing LLC	Earth City, MO
TD Auto Finance LLC	Farmington Hills, MI
Mercedes-Benz Financial Services USA LLC	Fort Worth, TX
Ford Motor Credit Company LLC	Franklin, TN
CAR Financial Services, Inc.	Grapevine, TX
Vanderbilt Mortgage and Finance, Inc.	Greensboro, NC
VFS US LLC	Greensboro, NC
Regional Acceptance Corporation	Greenville, NC
Condor Capital Corp.	Hauppauge, NY
BMW Financial Services NA, LLC	Hilliard, OH
GE Capital Commercial Inc.	Holladay, UT
First Investors Financial Services, Inc.	Houston, TX
United Auto Credit Corporation	Irvine, CA

Sales Finance Companies (continued)

Institution	Location
Consumer Portfolio Services, Inc.	Irvine, CA
Hyundai Capital America, Inc.	Irvine, CA
Nissan Motor Acceptance Corporation	Irving, TX
General Electric Capital Corporation	Irving, TX
GE TF Trust	Irving, TX
Exeter Finance Corp	Irving, TX
ALLY FINANCIAL INC.	Jacksonville, FL
American Suzuki Financial Services Company LLC	Jacksonville, FL
CIT Technology Financing Services Inc.	Jacksonville, FL
Deere & Company	Johnston, IA
AGCO Finance LLC	Johnston, IA
Agricredit Acceptance LLC	Johnston, IA
Mahindra Finance USA LLC	Johnston, IA
CarMax Funding Services, LLC	Kennesaw, GA
CarMax Business Services, LLC	Kennesaw, GA
CarMax Funding Services II, LLC	Kennesaw, GA
CAR Financial Services, Inc.	Lake Mary, FL
Western Funding Incorporated	Las Vegas, NV
ALLY FINANCIAL INC.	Lewisville, TX
Snap-On Credit, L.L.C.	Libertyville, IL
VW Credit, Inc.	Libertyville, IL
Universal Acceptance Corporation (NE)	Lincoln, NE
Credit Connection, L.L.C.	Lincoln, NE
Porsche Financial Services, Inc.	Lisle, IL
ALLY FINANCIAL INC.	Little Rock, AR
American Suzuki Financial Services Company LLC	Little Rock, AR
CIT Financial USA, Inc.	Livingston, NJ
Westlake Services, LLC	Los Angeles, CA
Deere & Company	Madison, WI
Vanderbilt Mortgage and Finance, Inc.	Maryville, TN
Security National Automotive Acceptance Company, LLC	Mason, OH
Green Tree Servicing LLC	Mendota Heights, MN
Caterpillar Financial Services Corporation	Nashville, TN
New Holland Credit Company, LLC	New Holland, PA
Security Auto Loans, Inc.	New Hope, MN
eCAST Settlement Corporation	New York, NY
NR Finance Company, Inc.	Norfolk, NE

Sales Finance Companies (continued)

Institution	Location
Farm Credit Services of America, PCA	Omaha, NE
Vantage Finance, LLC	Omaha, NE
TOHVT Motors, Inc.	Omaha, NE
Prairie Finance, LLC	Omaha, NE
ALLY FINANCIAL INC.	Orland Park, IL
General Electric Capital Corporation	Overland Park, KS
Toyota Motor Credit Corporation	Overland Park, KS
GFC Lending LLC	Phoenix, AZ
Hyundai Capital America, Inc.	Plano, TX
Isuzu Finance of America, Inc.	Purchase, NY
CNH Capital America LLC	Racine, WI
Green Tree Servicing LLC	Rapid City, SD
Volvo Car Financial Services U.S., LLC	Rockleigh, NJ
Komatsu Financial Limited Partnership	Rolling Meadows, IL
Foundation Finance Company LLC	Rothschild, WI
Prestige Financial Services, Inc.	Salt Lake City, UT
Sherman, Clay & Company	San Bruno, CA
PACCAR Financial Corp	Schaumburg, IL
MoreHouse Finance Company LLC	Seymour, CT
United Acceptance, Inc.	Smyrna, GA
Credit Acceptance Corporation	Southfield, MI
American Credit Acceptance, LLC	Spartanburg, SC
Preferred Credit, Inc.	St. Cloud, MN
RBS Financial Products Inc.	Stamford, CT
Green Tree Servicing LLC	Tempe, AZ
American Honda Finance Corporation	Torrance, CA
Kubota Credit Corporation, U.S.A.	Torrance, CA
Aqua Finance, Inc.	Wausau, WI
De Lage Landen Public Finance LLC	Wayne, PA
De Lage Landen Financial Services, Inc.	Wayne, PA
Philips Medical Capital, LLC	Wayne, PA
M&I Dealer Finance, Inc.	West Allis, WI
United Consumer Financial Services Company	Westlake, OH
TD Auto Finance LLC	Westlake, TX

Sale of Checks/Funds Transmission Licensees (for the period ending June 30, 2012)

Institution	Location
ACE Cash Express, Inc.	Irving, TX
ADP Payroll Services, Inc.	Roseland, NJ
Amaana Money Transfer Company	Minneapolis, MN
Amal Financial Inc.	Chicago, IL
Amazon Payments, Inc.	Seattle, WA
American Express Prepaid Card Management Corp.	Phoenix, AZ
American Express Travel Related Services Co., Inc.	New York, NY
Bancomer Transfer Services, Inc.	Houston, TX
Blackhawk Network California, Inc.	Pleasanton, CA
Braz Transfers, Inc.	Saugus, MA
Cambridge Mercantile Corp. (U.S.A.)	Princeton, NJ
CheckFreePay Corporation	Wallingford, CT
Coinstar E-Payment Services, Inc.	La Mirada, CA
Comdata Network, Inc.	Brentwood, TN
Continental Exchange Solutions, Inc.	Buena Park, CA
Custom House (USA) Ltd.	Victoria, BC
Dahab-Shil, Inc.	Minneapolis, MN
Dar al Tawakul General Trading LLC	Minneapolis, MN
Enramex Inc.	Wheat Ridge, CO
Ethos Group Payment Services, Inc.	Irving, TX
Facebook Payments Inc.	Menlo Park, CA
Global Cash Access, Inc.	Las Vegas, NV
Google Payment Corp.	Mountain View, CA
Green Dot Corporation	Monrovia, CA
Hodan Global Money Services, Inc.	Minneapolis, MN
Integrated Payment Systems, Inc.	Greenwood Village, CO
IntelISpend Prepaid Solutions, LLC	Fenton, MO
Intermex Wire Transfer, LLC	Miami, FL
ITC Financial Licenses, Inc.	Columbus, GA

Institution	Location
JPay Inc.	Miami, FL
Jubaxpress, Inc.	Minneapolis, MN
Kaah Express F.S Inc.	Minneapolis, MN
Keefe Commissary Network, L.L.C.	St. Louis, MO
Meracord LLC	Tacoma, WA
Metavante Payment Services, LLC	Milwaukee, WI
Mexico Transfers, Inc.	Irving, TX
Moneybookers USA, Inc.	New York, NY
MoneyGram Payment Systems, Inc.	Minneapolis, MN
Nebraska Money Order Associates, Inc.	Lincoln, NE
NetSpend Corporation	Austin, TX
nFinanSe Payments Inc.	Tampa, FL
Obopay, Inc.	San Mateo, CA
Official Payments Corporation	Norcross, GA
OFG, Inc.	Minneapolis, MN
Omnex Group, Inc.	Englewood Cliffs, NJ
Order Express, Inc.	Chicago, IL
PayPal, Inc.	San Jose, CA
PreCash, Inc.	Houston, TX
Servicio UniTeller, Inc.	Rochelle Park, NJ
Sigue Corporation	Sylmar, CA
Softgate Systems, Inc.	Fairfield, NJ
Tempo Financial U.S. Corporation	Greenwood Village, CO
Tempus Consulting, Inc.	Washington, DC
Travelex Currency Services Inc.	New York, NY
Travelex Global Business Payments, Inc.	Washington, DC
Unirush, LLC	Cincinnati, OH
Viamerica Corporation	Bethesda, MD
Western Union Financial Services, Inc.	Englewood, CO
Xoom Corporation	San Francisco, CA

Mortgage Lending Companies (for the period ending June 30, 2012)

Institution	DBA Name	City	State
1st United Mortgage Banc, LLC		Lincoln	NE
21st Mortgage Corporation		Knoxville	TN
Aames Capital Corporation		San Diego	CA
Academy Mortgage Corporation		Sandy	UT
Acceptance Lending Corporation, Inc.	Acceptance Mortgage Corporation	Omaha	NE
Adchemy, Inc.	RateMarketplace	Foster City	CA
Affinity Home Loans, L.L.C.		Lenexa	KS
AIReS Mortgage Solutions, LLC		Pittsburgh	PA
Altisource Fulfillment Operations, Inc.		St. Louis	MO
American Advisors Group		Orange	CA
American Family Financial Services, Inc.		Madison	WI
American Financial Resources, Inc.		Parsippany	NJ
American Financing Corporation		Aurora	CO
American Internet Mortgage, Inc.		San Diego	CA
American Mortgage Company		North Platte	NE
AmeriFirst Home Improvement Finance Co.		Omaha	NE
Amerisave Mortgage Corporation		Atlanta	GA
Amherst Funding Group, LP		Austin	TX
AMS Servicing, LLC		Depew	NY
Arch Bay Holdings, LLC		Irvine	CA
Ark-La-Tex Financial Services, LLC	Benchmark Mortgage	Plano	TX
Assets Recovery Center, LLC		Miami	FL
Avelo Mortgage, LLC		Irving	TX
Barclays Bank PLC	Barclays Capital	New York	NY
Bayview Asset Management, LLC		Coral Gables	FL
Bayview Loan Servicing, LLC		Coral Gables	FL
Bayview Opportunity Master Fund IIb, L.P.		Coral Gables	FL
Beneficial Financial I Inc.		Mettawa	IL
BMMZ Holdings, LLC		Fort Washington	PA
BofA Merrill Lynch Asset Holdings, Inc.		New York	NY
C & L Service Corporation		Portsmouth	VA
Caliber Funding, LLC		Irving	TX
Capital City Mortgage, Inc.		Lincoln	NE
Capital Financial Services, Inc.		Elmhurst	IL
Carrington Mortgage Services, LLC		Santa Ana	CA
Cascade Mortgage, Inc.		Minneapolis	MN
CashCall, Inc.		Anaheim	CA
Castle & Cooke Mortgage, LLC		Salt Lake City	UT
Catalyst Lending, Inc.		Greenwood Village	CO
Cayuga Lending, LLC		New York	NY

Mortgage Lending Companies (continued)

Institution	DBA Name	City	State
Centennial Lending L.L.C.		Longmont	CO
CGB AGRI Financial Services, Inc.		Louisville	KY
Chartwell Financial LLC		Oak Brook	IL
Cherry Creek Mortgage Co., Inc.	1st Reverse Mortgage USA	Greenwood Village	CO
Churchill Mortgage Corporation		Brentwood	TN
CIS Financial Services, Inc.		Hamilton	AL
ClearPoint Funding, Inc.		Westborough	MA
Clearwater Mortgage, LLC		Eden Prairie	MN
Clifford P. Flanagan		Lincoln	NE
CMG Mortgage, Inc.	CMG Financial	San Ramon	CA
Community Home Lending, Inc.		Overland Park	KS
Compu-Link Corporation	Celink	Lansing	MI
Consumer Loan Services, LLC		La Crosse	WI
Consumer Solutions 3, LLC		Minnetonka	MN
Consumer Solutions 4, LLC		Minnetonka	MN
Consumer Solutions, LLC		Minnetonka	MN
CoreLogic Services, LLC		Westlake	TX
Cornerstone Mortgage Company	Cornerstone Home Lending	Houston	TX
Correspondent One Investor, LLC		Atlanta	GA
Countrywide Home Loans, Inc.		Calabasas	CA
Credit Suisse First Boston Mortgage Capital, LLC		New York	NY
CrossCountry Mortgage, Inc.		Brecksville	OH
CUSO Mortgage, Inc.		Anaheim	CA
Dalton Law Office, P.C., LLO		Lincoln	NE
DB Structured Products, Inc.		New York	NY
DH Mortgage Company		Prairie du Chien	WI
Digital Risk Mortgage Services, LLC		Maitland	FL
Discover Home Loans, Inc.		Riverwoods	IL
DLJ Mortgage Capital, Inc.		New York	NY
Dougherty Funding, LLC		Minneapolis	MN
Dovenmuehle Mortgage, Inc.		Lake Zurich	IL
Draper and Kramer Mortgage Corp.	1st Advantage Mortgage	Lombard	IL
Dyck-O'Neal, Inc.		Arlington	TX
Eagle Mortgage, Inc.		Omaha	NE
Edward Jones Mortgage, LLC		Saint Louis Park	MN
Embrace Home Loans, Inc.		Newport	RI
Envoy Mortgage Ltd		Houston	TX
Everett Financial, Inc.	Supreme Lending	Dallas	TX
Excel Mortgage Servicing, Inc.	Impac Mortgage	Irvine	CA
Fairway Independent Mortgage Corporation		Sun Prairie	WI

Mortgage Lending Companies (continued)

Institution	DBA Name	City	State
Fay Servicing LLC		Chicago	IL
FCI Lender Services, Inc.		Anaheim Hills	CA
Finance 1, LLC		Omaha	NE
First Financial Mortgage Services LLC		Overland Park	KS
First Guaranty Mortgage Corporation		McLean	VA
First Mortgage Company, L.L.C.	Equitable Mortgage of Nebraska	Oklahoma City	OK
First Mortgage Company, L.L.C.	First Mortgage Company	Oklahoma City	OK
First Option Mortgage, LLC		Atlanta	GA
First Security Mortgage Company		Lincoln	NE
Flagship Financial Group, LLC	FFG, LLC	Lehi	UT
FNBN I, LLC		Moorpark	CA
FNF Servicing, Inc.	LoanCare	Virginia Beach	VA
Franklin American Mortgage Company		Franklin	TN
Franklin Credit Management Corporation		Jersey City	NJ
Franklin First Financial, Ltd.	Presidents First Mortgage	Melville	NY
Freedom Lending, LLC		Omaha	NE
Freedom Mortgage Corporation		Mt. Laurel	NJ
Gateway Mortgage Group LLC		Tulsa	OK
GE Money Mortgage Holding Company		Woodland Hills	CA
Generation Mortgage Company		Atlanta	GA
Genpact Mortgage Services, Inc.		Irvine	CA
Genworth Financial Home Equity Access, Inc.		Rancho Cordova	CA
GMAC Mortgage, LLC	Ditech	Ft. Washington	PA
Goldman Sachs Mortgage Company		New York	NY
Goldman, Sachs & Co., L.P.	Goldman, Sachs & Co.	New York	NY
Goodman Zimmerman Mortgage Corporation		Omaha	NE
Gradient Home Mortgage, LLC		Shoreview	MN
Graystone Solutions, Incorporated		Wayland	MA
Great Plains Mortgage Company, LLC		Omaha	NE
Green Planet Servicing, LLC		Meriden	CT
Green Tree Servicing LLC		St. Paul	MN
Guaranteed Rate, Inc.		Chicago	IL
Guardian Property Services, L.L.C.		Papillion	NE
Highlands Residential Mortgage, Ltd.	Major Mortgage	Dallas	TX
Home Retention Services, Inc.		Houston	TX
Home Servicing, LLC	HSLLC of Louisiana, LLC	Baton Rouge	LA
Homeowners Mortgage of America, Inc.	Foundation Mortgage	Atlanta	GA
Homepride Acceptance Inc.		Sioux Falls	SD
HomeServices Lending, LLC	CBSHome Mortgage	Minneapolis	MN
Homeward Residential, Inc.		Coppell	TX
Household Finance Corporation III	HFC Mortgage of Nebraska	Mettawa	IL

Mortgage Lending Companies (continued)

Institution	DBA Name	City	State
HSBC Mortgage Services Inc.		Brandon	FL
iFreedom Direct Corporation		Salt Lake City	UT
IGate Global Solutions Limited		Fremont	CA
Iowa Bankers Mortgage Corporation		Johnston	IA
iServe Servicing, Inc.		San Diego	CA
ISGN Solutions, Inc.		Melbourne	FL
James B. Nutter & Company		Kansas City	MO
James P. McCown	Vault Funding Group	Lincoln	NE
Jefferies Mortgage Finance, Inc.		Stamford	CT
Judson Enterprises, Inc.	K-Designers	Gold River	CA
Keystone Mortgage, Inc.		Omaha	NE
Kondaaur Capital Corporation		Orange	CA
Kroll Factual Data, Inc.		Loveland	CO
Kyanite Financial Business Services, Inc.		Research Triangle Park	NC
Lakeview Loan Servicing, LLC		Coral Gables	FL
Land/Home Financial Services		Concord	CA
LCS Servicing, LLC		Centennial	CO
LeaderOne Financial Corporation		Overland Park	KS
LeadPoint, Inc.	Secure Rights	Los Angeles	CA
Legacy Group Lending, Inc.	LGL, Inc.	Bellevue	WA
LenderLive Network, Inc.		Glendale	CO
Lending Solutions, Inc.	LSI Mortgage Plus	Duluth	GA
LendingTree, LLC	GetSmart	Charlotte	NC
Lenox Financial Mortgage Corporation	WesLend Financial Corp.	Santa Ana	CA
Lincoln Financial Inc.		Wayne	NE
Lipsky & Associates, Inc.	Home Mortgage Services	Weatherford	TX
Litton Loan Servicing LP		Houston	TX
Live Well Financial, Inc.		Richmond	VA
LMB Mortgage Services, Inc.	LowerMyBills.com	Los Angeles	CA
loanDepot.com, LLC		Foothill Ranch	CA
Loanleaders of America, Inc.		Irvine	CA
Loanworks Servicing LLC		Shelton	CT
Lutheran Church Extension Fund-Missouri Synod		St. Louis	MO
Main Street Financial, Inc.		Indianapolis	IN
Marix Servicing LLC		Phoenix	AZ
Marketplace Home Mortgage, L.L.C.	Marketplace Home Mortgage	Edina	MN
Mason McDuffie Mortgage Corporation		San Ramon	CA
Megastar Financial Corp.		Denver	CO
Merrill Lynch Mortgage Lending, Inc.		New York	NY

Mortgage Lending Companies (continued)

Institution	DBA Name	City	State
MGIC Mortgage Services, LLC		Milwaukee	WI
Mid America Mortgage, Inc.	Schmidt Mortgage Company	Rocky River	OH
Midwest Family Lending Corporation		Urbandale	IA
Midwest Loan Services, Inc.		Houghton	MI
Midwest Mortgage Capital, LLC		St. Louis	MO
Military Family Home Loans, LLC		Des Moines	IA
MorEquity, Inc.		Evansville	IN
Morgan Stanley Mortgage Capital Holdings LLC		New York	NY
Mortech, Inc.	American Charter Mortgage	Lincoln	NE
Mortgage Access Corp.	Weichert Financial Services	Morris Plains	NJ
Mortgage Capital Associates, Inc.	100PercentLoan.com	Los Angeles	CA
Mortgage Investors Corporation		St. Petersburg	FL
Mortgage Lenders of America, LLC		Overland Park	KS
Mortgage Producers, Inc.		Urbandale	IA
Mortgage Research Center, LLC	Veteran Loan Center	Columbia	MO
Mortgage Research Center, LLC	www.VAMortgageCenter.com	Columbia	MO
Mortgage Research Center, LLC	Veterans United Home Loans	Columbia	MO
Mortgage Solutions of Colorado, LLC	Mortgage Solutions Financial	Colorado Springs	CO
Mortgage Specialists, LLC		Omaha	NE
MTGLQ Investors, L.P.		New York	NY
NAD Acquisition 3, LLC		Rye Brook	NY
Nationstar Mortgage LLC	Champion Mortgage Company	Lewisville	TX
Nationwide Advantage Mortgage Company		Des Moines	IA
Nationwide Bi-Weekly Administration, Inc.		Xenia	OH
Network Funding, L.P.		Houston	TX
New Day Financial, LLC		Fulton	MD
New Penn Financial, LLC		Plymouth Meeting	PA
Nomura Credit & Capital, Inc.		New York	NY
NTFN, INC.	North American Lending	Plano	TX
NTFN, INC.	Premier Nationwide Lending	Plano	TX
NuCompass Mortgage Services LLC	Premia Relocation Mortgage	Saint Louis Park	MN
Ocwen Financial Services SRL, LLC		Montevideo	
Ocwen Financial Solutions Private Limited		Bangalore	
Ocwen Loan Servicing, LLC		West Palm Beach	FL
One Reverse Mortgage, LLC		San Diego	CA
Open Mortgage, LLC		Austin	TX
Pennymac Corp.		Moorpark	CA
Pennymac Loan Services, LLC		Moorpark	CA
Pennymac Mortgage Investment Trust Holdings I, LLC		Moorpark	CA
Perl Mortgage, Inc.		Chicago	IL

Mortgage Lending Companies (continued)

Institution	DBA Name	City	State
PHH Home Loans, LLC	Cartus Home Loans	Mt. Laurel	NJ
PHH Mortgage Corporation	Instamortgage.com	Mt. Laurel	NJ
PHH Mortgage Corporation	Coldwell Banker Mortgage	Mt. Laurel	NJ
PHH Mortgage Corporation	MortgageQuestions.com	Mt. Laurel	NJ
PHH Mortgage Corporation	PHH Mortgage Services	Mt. Laurel	NJ
PHH Mortgage Corporation	Domain Distinctive Property Finance	Mt. Laurel	NJ
PHH Mortgage Corporation	Century 21 Mortgage	Mt. Laurel	NJ
PHH Mortgage Corporation	ERA Mortgage	Mt. Laurel	NJ
Pillar Financial, Inc.		LaVista	NE
Platinum Home Mortgage Corporation	PHMC Mortgage Corporation	Rolling Meadows	IL
Plaza Home Mortgage, Inc.		San Diego	CA
Pleasant Valley Home Mortgage Corporation		Moorestown	NJ
PNMAC Mortgage Co., LLC		Moorpark	CA
PNMAC Mortgage Opportunity Fund Investors, LLC		Moorpark	CA
Premia Mortgage, LLC	Premia Relocation Mortgage	Troy	MI
Premier Home Mortgage, Inc.	Advana Mortgage, Inc.	Rapid City	SD
Premier Lending Alliance, LLC		Clive	IA
Primary Residential Mortgage, Inc.	Frost Mortgage Lending Group	Salt Lake City	UT
Prodovis Mortgage, LLC		Englewood	CO
Professional Mortgage Services, Inc.		Nebraska City	NE
Prospect Mortgage, LLC	Oppenheimer Mortgage	Sherman Oaks	CA
Provident Funding Associates, L.P.		San Bruno	CA
Quantum Servicing Corporation		Tampa	FL
Quicken Loans Inc.		Detroit	MI
RANLife, Inc.	Residential Acceptance Network, Inc.	Salt Lake City	UT
RBS Financial Products, Inc.		Stamford	CT
Real Time Resolutions, Inc.		Dallas	TX
Redwood Residential Acquisition Corporation		Mill Valley	CA
Regent Financial Group, Inc.		Omaha	NE
Reliance First Capital, LLC		Melville	NY
Residential Credit Solutions, Inc.		Fort Worth	TX
Residential Funding Company, LLC		Bloomington	MN
Residential MS, LLC		Santa Monica	CA
Resurgent Capital Services, L.P.		Greenville	SC
Reverse Mortgage Solutions, Inc.	RMS Reverse Mortgage Solutions, Inc.	Spring	TX
Roosevelt Mortgage Acquisition Company		New York	NY
Rotella Mortgage, Inc.	Rotella Mortgage	Ralston	NE
RoundPoint Mortgage Company		Charlotte	NC
RoundPoint Mortgage Servicing Corporation		Charlotte	NC

Mortgage Lending Companies (continued)

Institution	DBA Name	City	State
Royal United Mortgage LLC		Indianapolis	IN
Rushmore Loan Management Services LLC		Irvine	CA
Saxon Mortgage Services, Inc.		Fort Worth	TX
Scott E. Janike	The Lincoln Lending Group	Lincoln	NE
SecurityNational Mortgage Company	Southern Security Mortgage Company	Salt Lake City	UT
Select Portfolio Servicing, Inc.		Salt Lake City	UT
Selene Finance LP		Houston	TX
Semper Home Loans, Inc.		Providence	RI
Service Finance Company, LLC		Boca Raton	FL
Servis One, Inc.	BSI Financial Services, Inc.	Irving	TX
Seterus, Inc.		Research Triangle Park	NC
Shannon Funding LLC		Bellevue	WA
Shellpoint Partners LLC		New York	NY
Sierra Pacific Mortgage Company, Inc.		Folsom	CA
SIRVA Mortgage, Inc.		Independence	OH
Smart Funding Corp.		Santa Ana	CA
SN Servicing Corporation		Eureka	CA
Specialized Loan Servicing, LLC		Highlands Ranch	CO
Springleaf Financial Services, Inc.		Evansville	IN
State Farm Bank, F.S.B.		Bloomington	IL
Statebridge Company, LLC		Denver	CO
Stearns Lending, Inc.	FPF Wholesale	Santa Ana	CA
Stonegate Mortgage Corporation		Mansfield	OH
Suburban Mortgage, Inc.		Phoenix	AZ
Sun West Mortgage Company, Inc.	Cal State Funding, Inc.	Cerritos	CA
Sutherland Mortgage Services, Inc.		Houston	TX
Sutton Funding LLC		New York	NY
TCS Eserve America Inc.		Milford	OH
Team USA Mortgage L.L.C.		Quincy	IL
TH TRS Corp.		Minnetonka	MN
The Private Mortgage Group, LLC		Omaha	NE
The Wiebe Group LLC	First Mortgage Solutions	Kansas City	MO
Triad Financial Services, Inc.	Triad Manufactured Home Financial Services, Inc.	Jacksonville	FL
TruHome Solutions, LLC		Lenexa	KS
U.S. Home Mortgage, Inc.		Lincoln	NE
UBS Asset Securitization Corp.		New York	NY
United Community Mortgage Corporation	PrimeSource Mortgage, Inc.	Keyport	NJ
United Fidelity Funding Corporation		Kansas City	MO
United Guaranty Services, Inc.		Greensboro	NC

Mortgage Lending Companies (continued)

Institution	DBA Name	City	State
United Shore Financial Services, LLC	United Wholesale Mortgage	Birmingham	MI
United Shore Financial Services, LLC	Shore Mortgage	Birmingham	MI
Universal Lending Corporation		Denver	CO
Urban Financial Group, Inc.	Reverse It! Company	Tulsa	OK
V.I.P. Mortgage, Inc.		Scottsdale	AZ
Vanderbilt Mortgage And Finance, Inc.		Maryville	TN
Vantium Capital, Inc.		Irving	TX
Vericrest Financial, Inc.		Oklahoma City	OK
Wallick and Volk, Inc.		Cheyenne	WY
Wayne R. Stock, Inc.		Murdock	NE
WCS Lending LLC		Boca Raton	FL
Wells Fargo Advisors, LLC		St. Louis	MO
Wells Fargo Financial Nebraska, Inc.		Des Moines	IA
Weststar Mortgage Corporation	Weststar Loan Company	Albuquerque	NM
Weststar Mortgage, Inc.		Woodbridge	VA
Wingspan Portfolio Advisors LLC		Carrollton	TX
Wipro Gallagher Solutions, Inc.		Franklin	TN
Zimmerman Mortgage Corporation		Omaha	NE

Bureau of Securities

Licensees/Registrants by the Numbers

Bureau of Securities (Registered)	6/30/2006	6/30/2007	6/30/2008	6/30/2009	6/30/2010	6/30/2011	6/30/2012
Broker-Dealers	1,430	1,489	1,470	1,446	1,425	1,416	1,320
Agents of Broker-Dealers	63,260	69,242	70,842	70,326	74,970	84,179	86,447
Investment Advisers	68	74	71	68	71	75	93
Federal Covered Advisers	810	878	982	1,013	1,044	1,086	1,093
Investment Adviser Representatives	2,334	2,006	3,025	3,157	3,273	3,419	3,410

New Registrations

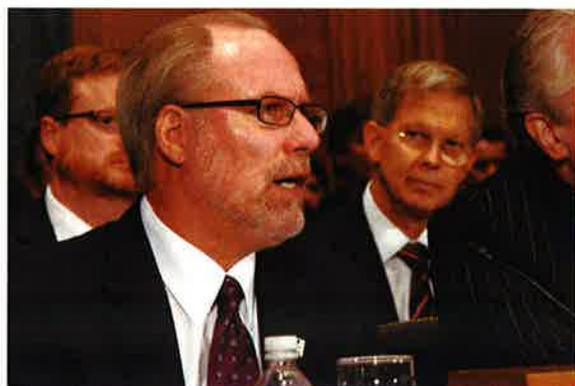
	6/30/2012
Broker-Dealers	78
Agents of Broker-Dealers	21,387
Investment Advisers	35
Federal Covered Advisers	126
Investment Adviser Representatives	729

Loan Brokers (for the period ending 6/30/2012)

Institution	City	State
Business Funding Corporation	LaVista	NE
Commercial Loan Solutions, LLC	Omaha	NE
Consumer Auto Refinance Services, Inc.	St. Louis	MO
Green Sheets, LLC	New Orleans	LA
Heartland Financial & Insurance	Holdrege	NE
Innovative Funding Services, LLC	Austin	TX
RockBridge Capital, LLC	Columbus	OH

Enforcement Actions

	6/30/2010	6/30/2011	6/30/2012
Investigations Initiated	54	40	33
Investigations Closed	24	25	30
Cease & Desist Orders	7	6	4
Denials	0	0	0
License Revocations	0	0	0
Permanent Injunctions	0	0	0
Criminal Referrals	2	3	2
Criminal Convictions	0	3	2
Consent Orders	18	7	4
Number of fines, penalties, costs and unregistered securities assessed	16	11	6



Jack Herstein testifying before the Senate Banking Committee

Securities Registrations and Exemptions (for the period ending June 30, 2012)

SECURITIES OFFERINGS FILED			
Type	Paper Filing	Electronic Filing	Total
Stock	11		11
Debt	1		1
Partnership	4		4
Mutual Funds	564	1,419	1,983
Unit Investment Trusts	1,454		1,454
Other	26		26
TOTAL OF INITIAL FILINGS	2,060	1,419	3,479
RENEWALS AND ADDITIONALS			
Additional	817	3,914	4,731
Mutual Fund Renewals	5,930	14,755	20,685
Other Renewals	90	0	90
SUBTOTAL	6,837	18,669	25,506
Withdrawn	(20)	0	(20)
TOTAL RENEWALS AND ADDITIONALS	6,817	18,669	25,486
GRAND TOTAL OF SECURITIES OFFERINGS FILED	8,877	20,088	28,965
EXEMPTION FILINGS			
Uniform Limited Offering Exemption (ULOE)	336		
Intrastate (Form SODD)	1		
§ 8-1111(9) Exemptions	79		
Other Exemptions	5		
Exemption Withdrawals	17		
TOTAL EXEMPTIONS	438		
BUSINESS OPPORTUNITY FILINGS			
New Business Opportunity Filings	1		
Business Opportunity Renewals	5		
TOTAL FILINGS	6		
§ 59-1722 Franchise Exemptions	323		

§ Indicates State Statute

Historical Data - Securities Act Cash Fund Status

Year	Income	Securities Fund Expense	Funds Used by Financial Institutions Division	Transferred to State of Nebraska General Fund	Ending Balance
1939	\$6,193.23	\$4,410.21			\$12,061.01
1940	7,145.17	6,320.01			12,841.17
1941	5,046.38	5,485.91			12,801.64
1942	4,141.40	3,000.04			13,543.00
1943	4,961.20	3,506.54			14,997.66
1944	5,631.50	4,750.09			15,879.07
1945	8,927.50	6,803.17			18,003.40
1946	13,864.61	7,891.25			23,976.76
1947	10,811.70	8,816.33			25,972.13
1948	9,461.55	9,718.56			25,715.12
1949	10,577.70	9,908.43			26,384.39
1950	14,348.55	12,528.28			28,204.66
1951	15,969.75	10,430.60			33,743.81
1952	17,960.80	14,243.64			37,460.97
1953	15,796.46	15,468.18			37,789.25
1954	20,094.00	16,122.16			41,671.09
1955	56,120.70	18,246.53			79,635.26
1956	36,925.13	27,312.29			89,248.10
1957	37,457.85	34,147.62			92,558.33
1958	44,217.40	18,310.37			118,456.36
1959	59,159.54	21,040.73		\$87,910.53	68,673.64
1960	56,094.98	32,489.95			92,278.67
1961	93,293.18	26,639.88	\$20,177.49		138,754.48
1962	84,195.11	24,665.39	22,870.20		175,414.00
1963	65,892.13	17,144.36	36,914.11	107,503.23	79,744.43
1964	73,040.12	14,720.10	53,040.82		85,023.63
1965	99,916.54	10,535.11	46,749.84		127,655.22
1966	122,601.30	27,695.45			222,561.07
1967	127,622.30	30,743.98			391,439.39
1968	103,637.81	38,674.66			* 384,402.54
1969	282,825.92	41,039.48			626,188.98
1970	238,716.33	49,523.83		576,188.98	239,192.50
1971	196,323.68	57,317.86			378,198.32
1972	238,200.66	54,591.44	335,820.32		225,987.22
1973	303,244.12	53,510.25			475,721.09
1974	222,981.67	66,216.35	35,000.00		597,486.41
1975	294,903.68	92,669.49			799,720.60
1976	263,399.67	93,960.11		650,000.00	319,160.09

*Adjusted from a calendar year reporting to a fiscal year beginning with the year 1967/1968.

Historical Data – Securities Act Cash Fund Status (continued)

Year	Income	Securities Fund Expense	Funds Used by Financial Institutions Division	Transferred to State of Nebraska General Fund	Ending Balance
1977	\$348,187.64	\$114,168.09			\$553,179.64
1978	388,138.00	129,703.00			811,616.37
1979	644,667.74	137,669.27		\$1,000,000.00	318,614.89
1980	1,382,922.90	217,895.99		1,000,000.00	483,641.80
1981	1,933,971.73	234,662.37		1,000,000.00	1,182,951.16
1982	2,731,443.50	241,846.20		2,500,000.00	1,172,548.46
1983	2,724,345.60	270,888.60		3,400,000.00	226,005.46
1984	2,329,448.38	346,302.61		2,000,000.00	209,151.23
1985	2,751,984.71	506,925.78			2,454,210.16
1986	4,583,857.83	393,491.18		1,000,000.00	5,644,576.81
1987	6,398,986.47	481,879.81		3,000,000.00	8,561,683.42
1988	6,013,741.07	539,064.27		6,000,000.00	8,036,360.22
1989	5,640,938.62	550,906.91		9,800,000.00	3,326,391.93
1990	5,589,758.30	575,243.71		4,000,000.00	4,340,907.66
1991	5,258,270.04	566,022.28		4,000,000.00	5,033,154.82
1992	5,788,698.13	759,553.38		4,000,000.00	6,062,299.57
1993	6,530,292.17	719,771.53		7,000,000.00	4,872,820.21
1994	8,375,967.98	733,478.78		6,000,000.00	6,515,309.41
1995	9,395,158.73	787,188.38		6,000,000.00	9,123,279.76
1996	10,090,839.96	817,799.07		9,000,000.00	9,396,320.65
1997	11,233,133.85	879,814.28		11,000,000.00	8,749,640.22
1998	12,915,388.07	861,660.34		9,000,000.00	11,803,367.95
1999	13,909,799.35	903,478.37		9,000,000.00	15,809,688.93
2000	16,837,246.49	971,783.23		15,000,000.00	16,675,152.19
2001	17,815,111.68	1,010,507.33		17,000,000.00	16,479,756.54
2002	16,322,332.64	973,200.44		17,500,000.00	14,328,888.74
2003	13,910,093.96	999,418.48		16,500,000.00	10,739,564.22
2004	19,041,410.43	985,019.06		15,000,000.00	13,795,955.59
2005	15,001,541.20	1,140,021.13		19,100,000.00	8,557,475.66
2006	15,587,788.32	1,071,971.67		16,000,000.00	7,073,292.31
2007	18,443,863.52	1,080,923.35		16,000,000.00	8,436,232.48
2008	23,658,510.95	1,090,519.61		11,000,000.00	20,004,302.82
2009	24,904,073.88	1,188,387.36		19,000,000.00	24,719,989.34
2010	24,844,300.42	1,291,930.62		24,286,041.00	23,986,318.14
2011	24,863,948.68	1,290,130.93		37,322,121.00	10,238,014.89
2012	\$23,780,112.60	\$1,430,535.28		\$19,000,000.00	\$13,587,592.21

Historical Data – Issuer Applications

Year	Number of Registrations	Amount of Issued Registrations in Dollars	Registration Denied or Withdrawn
1939	30	\$2,362,575	8
1940	41	2,883,400	4
1941	34	1,492,511	2
1942	32	1,260,800	1
1943	36	2,136,200	0
1944	35	2,646,000	0
1945	55	5,492,550	0
1946	80	9,459,847	4
1947	61	6,838,394	0
1948	67	5,485,750	1
1949	74	5,676,700	0
1950	86	8,850,404	0
1951	95	10,781,368	0
1952	102	11,271,391	0
1953	81	9,959,434	0
1954	117	12,688,352	1
1955	155	48,064,847	5
1956	152	26,417,011	9
1957	160	25,725,150	6
1958	168	32,838,450	6
1959	201	41,841,964	19
1960	239	38,676,160	52
1961	340	70,151,950	51
1962	253	60,093,300	8
1963	224	45,746,030	4
1964	270	51,546,333	0
1965	383	77,723,015	1
1966	349	100,690,421	0
1967	459	100,982,178	0
1968	692	192,940,066	1
1969	954	236,369,401	1
1970	722	178,185,790	4
1971	918	162,482,230	2
1972	1,007	256,222,450	28
*1973			
1974	634	129,563,116	103
1975	682	170,268,855	31
1976	964	231,153,028	0
1977	734	173,514,576	14
1978	818	234,362,503	28
1979	847	437,864,783	41

Year	Number of Registrations	Amount of Issued Registrations in Dollars	Registration Denied or Withdrawn
1980	1,329	1,053,033,936	25
1981	1,575	1,536,501,075	67
1982	1,786	2,607,490,277	119
1983	2,299	2,451,475,402	147
1984	2,325	2,011,168,235	192
1985	2,302	2,172,465,659	222
1986	3,086	4,111,096,897	238
1987	3,424	6,100,822,335	294
1988	3,018	4,820,573,174	289
1989	3,010	4,275,274,132	164
1990	2,763	4,120,247,299	195
1991	2,986	4,264,222,845	110
1992	4,113	3,746,672,390	91
1993	4,968	3,433,009,471	102
1994	6,881	3,854,726,154	116
1995	8,021	4,340,862,458	90
1996	8,891	4,366,777,438	90
1997	10,621	4,917,973,597	56
1998	13,349	5,804,370,252	66
1999	14,165	5,799,663,765	81
2000	17,789	7,119,150,972	36
2001	21,232	8,698,411,020	65
2002	20,467	9,725,155,609	46
2003	20,935	9,979,766,330	11
2004	22,697	11,323,207,770	26
2005	22,870	10,641,066,150	31
2006	24,710	11,320,260,650	11
2007	26,266	13,573,121,380	9
2008	29,348	18,371,913,640	5
2009	27,945	18,729,690,650	12
2010	28,523	17,213,135,000	18
2011	23,250	18,545,492,000	5
2012	28,965	\$17,955,119,000	20

*Adjusted from calendar year reporting to fiscal year beginning with the year 1973/1974.



Randy Catlin
Infrastructure Support Analyst Senior

Historical Data – Registration of Broker-Dealers and Agents

Year	Broker-Dealers Registered	Number Denied	Cancellations & Withdrawals	Agents Registered	Agents Denied
1939	57	6	3	185	10
1940	65	0	1	165	0
1941	64	1	0	147	0
1942	54	0	0	112	0
1943	55	0	0	108	0
1944	59	0	0	104	0
1945	57	0	0	120	0
1946	61	0	0	168	0
1947	64	0	0	186	0
1948	67	0	0	196	0
1949	68	0	0	245	0
1950	75	0	0	262	0
1951	79	0	0	283	0
1952	83	0	0	297	0
1953	82	0	0	306	0
1954	89	0	0	345	0
1955	91	1	0	362	0
1956	94	2	0	427	0
1957	90	1	0	517	0
1958	94	4	2	563	0
1959	93	5	0	681	0
1960	94	2	0	769	0
1961	113	0	0	833	0
1962	120	0	1	720	21
1963	119	0	0	796	1
1964	122	0	0	977	1
1965	124	1	0	1,033	0
1966	138	0	0	1,106	0
1967	147	0	0	1,484	0
1968	177	0	0	1,418	0
1969	210	0	0	2,430	0
1970	237	0	0	1,964	0
1971	246	0	0	2,346	0
1972	264	0	0	2,614	1
*1973					
1974	261	0	0	2,468	1
1975	238	0	0	1,661	0
1976	273	0	0	2,526	0
1977	272	0	0	2,534	0
1978	294	0	13	2,424	0
1979	309	0	25	2,801	0
1980	320	0	24	3,276	0
1981	333	0	8	3,685	0
1982	393	0	10	**5,843	0
1983	440	0	20	4,369	3
1984	515	0	33	6,095	1

*Adjusted from calendar year reporting to fiscal year beginning with the year 1973/1974.

**A conversion to a new computer in 1982 may have caused an error in reporting the figure accurately.

Historical Data – Registration of Broker-Dealers and Agents (continued)

Year	Broker-Dealers Registered	Number Denied	Cancellations & Withdrawals	Agents Registered	Agents Denied
1985	614	5	28	9,357	37
1986	667	3	49	10,099	20
1987	701	2	76	14,495	3
1988	753	0	86	16,611	0
1989	771	0	106	17,455	0
1990	776	0	107	17,672	0
1991	733	0	134	17,383	0
1992	758	0	87	18,866	0
1993	808	0	57	22,293	0
1994	888	0	51	26,574	0
1995	984	0	72	28,532	0
1996	1,078	0	84	32,175	0
1997	1,178	0	92	37,151	0
1998	1,232	0	128	44,134	0
1999	1,311	0	144	50,722	0
2000	1,459	0	86	56,606	0
2001	1,529	0	139	61,783	0
2002	1,520	0	178	57,388	0
2003	1,447	0	181	53,950	0
2004	1,436	3	110	56,214	0
2005	1,431	0	30	5,519	0
2006	1,430	0	131	63,260	0
2007	1,489	0	98	69,242	0
2008	1,470	0	74	70,842	0
2009	1,446	0	155	70,326	0
2010	1,425	0	134	74,970	0
2011	1,416	0	130	84,179	0
2012	1,320	0	199	86,447	0





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