

OFFICE OF THRIFT SUPERVISION

Approval of Application to Establish an Operating Subsidiary

Order No. 2001-53

Date: July 18, 2001

Re: OTS No. 0887

Home Federal Savings Bank, Sioux Falls, South Dakota (Savings Bank) has applied to the Office of Thrift Supervision (OTS), pursuant to 12 U.S.C. § 1828(m) and 12 C.F.R. Part 559, to establish an operating subsidiary, Mid-America Capital Services, Inc. (Mid-America). (The foregoing is referred to as the Application.)

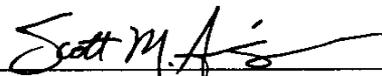
OTS has considered the Application under the standards set forth at 12 C.F.R. Part 559. In addition, OTS has considered a digest prepared by the Midwest Regional Office, an analysis prepared by Examination Policy, and a legal opinion from the Business Transactions Division (collectively, the Staff Memoranda).

For the reasons set forth in the Staff Memoranda, OTS has concluded that the establishment of the operating subsidiary would comply with all applicable statutes and regulations. Accordingly, the Application is hereby approved, provided that the following conditions are complied with in a manner satisfactory to the Midwest Regional Director, or his designee (Regional Director):

1. The proposed transaction must be consummated within one hundred and twenty (120) calendar days from the date of this Order. This time period may be extended for up to 120 calendar days, for good cause, by the Regional Director; and
2. The Savings Bank must advise the Regional Director in writing within 5 calendar days after the effective date of the proposed transaction: (a) of the effective date of the transaction; and (b) that the transaction was consummated in accordance with all applicable laws and regulations, the Application, and this Order.

By order of the Director of the Office of Thrift Supervision, or her designee, effective

July 18, 2001



Scott M. Albinson
Managing Director