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Comptroller of the Currency  
Administrator of National Banks

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Bank Organization and Structure  
250 E Street, SW, Mail Stop 3-8  
Washington, DC 20219

**CRA Decision #98  
September 1999**

August 17, 1999

Mr. Jerome R. Martin  
Executive Vice President  
Marquette National Bank  
6316 South Western Avenue  
Chicago, Illinois 60636

Re: Branch applications filed by Marquette National Bank  
CAIS Control Numbers: 1999-CE-05-0160 and 1999-CE-05-0161

Dear Mr. Martin:

This is to inform you that, on August 16, 1999, I conditionally approved your applications to establish branches at 17865 South Wolf Road, Orland Park, Illinois and at 79th Street and Racine Avenue, Chicago, Illinois. This approval is granted based on a thorough review of all information available, including the representations and commitments made in the application and by the bank's representatives.

In the OCC's January 26, 1998 Community Reinvestment Act Performance Evaluation ("PE") of the bank that resulted in a "Needs to Improve" rating, OCC examiners identified several "lending gaps" in the bank's performance. In connection with our review of your application, we reviewed the bank's June 21, 1999 self-assessment and noted significant improvement in the bank's lending performance within its assessment areas and in introducing new products that reach low- and moderate-income individuals. We also noted, however, that the "lending gaps" identified in the PE have not yet been fully addressed by the bank.

Under these circumstances, imposition of a pre-opening requirement for the Orland Park branch and enforceable conditions on approval of the application are appropriate and consistent with the Community Reinvestment Act and OCC policies thereunder. The pre-opening requirement is imposed with respect to the Orland Park branch only, since it is in an upper-income area, while the Racine Avenue branch will be located in a moderate-income area.

Accordingly, the application is approved provided, however, that prior to opening the Orland Park branch, you must submit a plan to the bank's supervisory office, acceptable to the OCC,

that, at a minimum, contains the following elements:

- C the volume of the bank's lending in each low- and moderate-income census tract in the bank's assessment area; and
- C proposed activities, including time frames, by which the bank will identify and take advantage of opportunities to increase its lending in those low- and moderate-income census tracts.

This approval is also subject to the condition that Marquette National Bank shall implement and adhere to the plan accepted by the OCC. This condition of approval is a condition "imposed in writing by the agency in connection with the granting of any application or other request" within the meaning of 12 U.S.C. § 1818. As such, the condition is enforceable under 12 USC § 1818. This condition will terminate when the bank receives an overall Satisfactory or Outstanding rating in an OCC CRA Performance Evaluation.

In addition, for each branch, the bank must advise the appropriate district office in writing in advance of the desired opening date, so that the OCC may issue the necessary branch authorization letter.

This approval will automatically terminate for any of the approved branches that are not opened within 18 months from this date, unless the OCC grants an extension.

If you have any questions concerning this letter, please contact Kerry Rice, Corporate Analyst, at 312-360-8858 or Greg Parvin, Licensing Expert at 202-874-5060.

Sincerely,

/s/

Julie L. Williams  
Chief Counsel