



Comptroller of the Currency
Administrator of National Banks

Central District Office
One Financial Place, Suite 2700
440 South LaSalle Street
Chicago, Illinois 60605

October 4, 2004

**Conditional Approval #663
November 2004**

Richard T. Flenner, Jr.
Spokesperson
Lake National Bank (Organizing)
7954 Reynolds Road
Mentor, Ohio 44060

**Subject: De novo bank charter application for Lake National Bank, Mentor, Ohio.
(CAIS Control Number 2004-CE-01-005)**

Dear Mr. Flenner:

The Office of the Comptroller of the Currency (OCC) has reviewed your application to establish a new national bank with the title of Lake National Bank, Mentor, Ohio (proposed Bank). On October 4, 2004, the OCC granted preliminary conditional approval of your charter application after a determination that your proposal met certain regulatory and policy requirements.

This preliminary conditional approval is granted based on a thorough evaluation of all information available to the OCC, including the representations and commitments made in the application and by the Bank's representatives. We also made our decision to grant preliminary conditional approval with the understanding that the proposed Bank will apply for Federal Reserve membership and will obtain deposit insurance from the Federal Deposit Insurance Corporation (FDIC).

The OCC has granted preliminary conditional approval only. Final approval and authorization for the Bank to open will not be granted until all preopening requirements are met. Until final approval is granted, the OCC has the right to alter, suspend, or revoke this preliminary conditional approval should the OCC deem any interim development to warrant such action.

This preliminary conditional approval is subject to the following condition(s):

The Bank: (i) shall give the Cleveland Field Office at least sixty (60) days prior written notice of the Bank's intent to significantly deviate or change from its business plan or operations and (ii) shall obtain the OCC's written determination of no objection before the Bank engages in any significant deviation or change from its business plan or operations.
For the first three years of operation, the Bank also must provide a copy of such notice to the FDIC's Chicago Regional Office.

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These conditions of approval are conditions “imposed in writing by the agency in connection with the granting of any application or other request” within the meaning of 12 USC 1818. As such, the conditions are enforceable under 12 USC 1818.

The Bank’s initial paid-in capital, net of all organizational and preopening expenses, shall be no less than \$9,500,000. The manner in which capital is raised must not deviate from that described in the business plan without prior written OCC notification. If the capital for the Bank is not raised within 12 months or if the Bank is not opened for business within 18 months from the preliminary conditional approval date, this approval expires. The OCC is opposed to granting extensions, except under the most extenuating circumstances and when the OCC determines that the delay is beyond the applicant’s control. The organizers are expected to proceed diligently, consistent with their application, for the Bank to open for business as soon as possible.

The OCC poses no objection to the following person(s) serving as executive officer(s), directors, and/or organizers as proposed in the application:

<u>Name</u>	<u>Title</u>
Richard T. Flenner, Jr.	Organizer, Director, President and Chief Executive Officer
Jerome T. Osborne, Sr.	Organizer, Director and Chairman of the Board
Kenneth J. Fisher	Organizer and Director
George C. Lott	Organizer and Director
George X. Mechir	Organizer and Director
Jerome T. Osborne III	Organizer and Director
Joseph T. Svete	Organizer and Director
Patricia E. Campbell	Chief Financial Officer
Pat Rositani	Senior Lending Officer

Prior to the Bank’s opening, the Bank must obtain the OCC’s prior written determination of no objection for any additional organizers or executive officers, or directors appointed or elected before the person assumes the position. For a two-year period after the Bank commences business, the Bank must file an Interagency Biographical and Financial Report with the OCC and receive a letter of no objection from the OCC prior to any new executive officer or director assuming such position.

The “Charters” booklet in the *Comptroller’s Licensing Manual* provides guidance for organizing your bank. The booklet is located at the OCC’s web site: www.occ.treas.gov/corpbook/group4/public/pdf/charters.pdf. The booklet contains all of the steps you must take to receive your charter.

As detailed in the booklet, you may establish the corporate existence of and begin organizing the Bank as soon as you adopt and forward Articles of Association and the Organization Certificate to Licensing Specialist Robin J. Miller in this office for our review and acceptance. As a “body corporate” or legal entity, you may begin taking those steps necessary for obtaining final approval. The bank may not begin the business of banking until it fulfills all requirements for a bank in organization and the OCC grants final approval.

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After reading the instructions for the organization of a new national bank, it is suggested that the spokesperson or other designated representative consult with Licensing Specialist Robin J. Miller at (312) 360-8874 to discuss the organization process. The OCC believes that such a meeting can contribute to a more efficient and effective organization process and help avoid common mistakes that have delayed or prevented other banks from opening.

Enclosed are the standard requirements and minimum policies and procedures for new national banks. The Bank must meet the standard requirements before it is allowed to commence business and the Board of Directors must ensure that the applicable policies and procedures are established and adopted before the Bank begins operation.

Under separate cover, the OCC will send to you an appropriate set of OCC handbooks, manuals, issuances, and selected other publications. This information does not include the Comptroller's Licensing Manual, which is available only in electronic form at our web site:
www.occ.treas.gov/corpapps/corpapplic.htm

This preliminary conditional approval and the activities and communications by OCC employees in connection with the filing do not constitute a contract, express or implied, or any other obligation binding upon the OCC, the United States (U.S.), any agency or entity of the U.S., or any officer or employee of the U.S., and do not affect the ability of the OCC to exercise its supervisory, regulatory and examination authorities under applicable law and regulations. The foregoing may not be waived or modified by any employee or agent of the OCC or the U.S.

Direct any questions concerning this preliminary conditional approval to me at (312) 360-8863 or Licensing Specialist Robin J. Miller at (312) 360-8874.

Sincerely,

/s/ David J. Rogers

David J. Rogers
National Bank Examiner
and Licensing Manager

Enclosures: Standard Requirements
Minimum Policies and Procedures