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Comptroller of the Currency  
Administrator of National Banks

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Midwestern District Office  
2345 Grand Boulevard, Suite 700  
Kansas City, MO 64108

January 31, 2001

**Conditional Approval #448  
February 2001**

Mr. Michael J. Walts  
P. O. Box 1246  
Great Bend, Kansas 67530-1346

Re: Preliminary Conditional Approval for a De Novo Charter  
American State Bank & Trust Company, National Association, Great Bend, KS  
Control #2000-MW-01-015

Dear Mr. Walts:

The Comptroller of the Currency (OCC) has reviewed your application to establish a new national bank with the title of American State Bank & Trust Company, National Association. On this date, after a thorough evaluation of all data available to the OCC, we found that your proposal met the requirements for preliminary conditional approval. Your request for trust powers is also approved. The bank also may offer credit life, health, and accident insurance in accordance with 12 CFR 2.

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 proposed bank's representatives. We also made our decision to grant preliminary conditional approval with the understanding that the proposed national bank will apply for membership in the Federal Reserve System and obtain FDIC insurance.

**This approval is subject to the condition that the bank shall provide the OCC's South Kansas Field Office at least thirty (30) days' prior notice of any significant deviations or changes from the proposed operating plan during the bank's first three years of operation. This condition is enforceable under 12 USC 1818. The bank must also provide a copy of such notice to the FDIC's Kansas City Regional Office.**

This is preliminary conditional approval only. Final approval will not be granted until and unless the Federal Reserve Board acts favorably on your application with them to acquire this new bank. You must furnish the OCC's Midwestern District Office with a copy of all related filings to the Federal Reserve, including registration material.

Please refer to the “Corporate Organization” booklet (enclosed) in the Comptroller’s Corporate Manual for the instructions on organizing your bank. The booklet contains all of the steps you must take to receive your charter. As detailed in the booklet, you may establish the corporate

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existence of and begin organizing the bank as soon as you adopt and forward acceptable Articles of Association and the Organization Certificate to this office. As a “body corporate” or legal entity, you may begin taking those steps necessary for obtaining final approval, but you may not begin the business of banking until you fulfill all requirements for a bank in organization and you are granted final approval by the OCC.

Enclosed are standard requirements that must be met before the bank will be allowed to commence business. Management must ensure that the applicable policies and procedures are established and adopted by the board of directors before the bank begins operation. Applicable standard requirements also must be satisfied before the bank will be allowed to commence business.

The OCC poses no objection to the following persons serving as executive officers as proposed in the application. Additional executive officers are subject to the OCC’s prior review and clearance.

Co-Chairman	Leon H. Borck and Mark D. Calcara
President/Chief Executive Officer:	Michael J. Walts
Executive Vice President/Chief Credit Officer	Tommy W. Kirkhart
Vice President/Cashier:	Genevieve D. Lamb
Secretary:	Mark D. Calcara

The OCC poses no objection to Leon H. Borck, Mark D. Calcara, Floyd D. Crockett, L.D. Davis, L. T. Fleske, David L. Murfin, Roger F. Murphy, Max E. Nichols, J. Michael Vess and Michael J. Walts serving as directors. All other directors are subject to the OCC’s prior review and clearance.

You are also reminded that for a period of two years after the bank has opened for business, the OCC must review and have no objection to any new executive officer or director prior to that person assuming such position.

The OCC will send to you under separate cover an appropriate set of OCC handbooks, manuals, issuances, and selected other publications.

You should direct any questions concerning this preliminary conditional approval to National Bank Examiner Jill K. Kennard at (816) 556-1860.

Sincerely,

**-signed-**

Ellen Tanner Shepherd  
Licensing Manager

Enclosures: "Corporate Organization" Booklet  
Minimum Policies and Procedures  
Standard Requirements