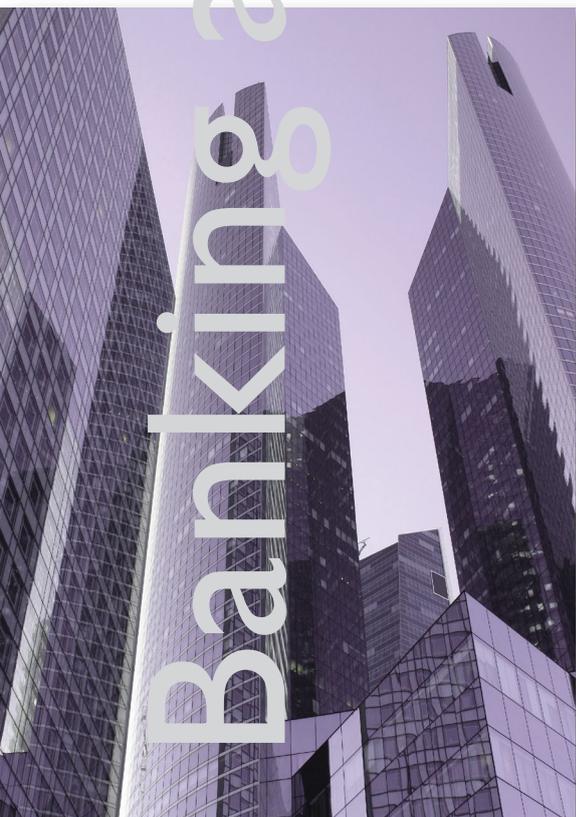


Banking and Business

ALDRICH
&
BONNEFIN

Professional Law Corporation*



The Banking and Business Law Firm

Aldrich & Bonnefin

**is a law firm committed to
being the leading provider
of high-quality, cost-effective
legal services to the
financial and business
communities using a positive,
team-oriented approach.**

Firm Profile

Aldrich & Bonnefin, PLC* is comprised of experienced lawyers from all fields of banking and general business practice.

Scope of Legal Services

Aldrich & Bonnefin* has been serving the California financial community since 1985. The firm's historical roots are in its representation of commercial banks, bank holding companies, savings associations, credit unions, industrial banks and other financial institutions across the spectrum of regulatory and corporate matters. It continues to be a leader in these areas.

While the firm has developed numerous depository financial institutional clients, it also serves general business clients in the non-traditional financial service industries. These include ISO's, program managers, money service businesses and money transmitters.

Aldrich & Bonnefin* offers a comprehensive range of services for business clients and specializes in a "preventive law" approach at cost-effective prices, including its innovative compliance group. Bankers' Compliance Group® membership includes dozens of financial institutions throughout California, Nevada, Oregon and Arizona.

Aldrich & Bonnefin* is an "AV" rated law firm by the prestigious Martindale Hubbell agency.

* Janet Bonnefin has retired from the firm.



Commercial Lending Services

Aldrich & Bonnefin handles a broad range of commercial transactions. The firm represents clients in structuring, documenting and negotiating complex commercial finance transactions, including asset-based inventory and receivables financing, loan participations and lease financing.

Aldrich & Bonnefin also provides its clients with specialized form documentation packages for a variety of transactions such as construction loans, letters of credit, business loans, real estate loans, and asset-based financing and loan participation agreements.

In addition, the firm advises clients in connection with domestic and international standby and commercial letters of credit, as well as equipment and other personal property leasing, franchise agreements and the application for and transfer of liquor licenses.

Consumer Financial Services

Aldrich & Bonnefin has considerable expertise advising financial institutions regarding consumer financial services. The firm's practice covers all aspects of compliance, new product development and product implementation. The firm regularly assists in the development of consumer loan and deposit programs and documentation packages, and mortgage lending including home equity loans. Aldrich & Bonnefin supports the "back room" compliance function as well, regularly reviewing advertising copy, application forms, and compliance, fair lending and loan underwriting policies. In addition, the firm assists clients in responding to examination reports, including corrective action and restitution and negotiating regulatory orders.

The firm also specializes in the field of consumer, financial privacy, information sharing and information safeguarding.





Corporate and Securities

Aldrich & Bonnefin is uniquely suited to act as general counsel to companies in the financial industry, with its broad range of services and expertise in regulatory compliance. The firm has considerable experience in the structure and corporate governance of financial institutions and other companies. The firm can assist clients in the preparation of proxy statements and other annual meeting documentation, mergers and acquisitions, corporate restructuring, formation of holding companies and subsidiaries and related matters. In addition, the firm is experienced in public and private offerings of securities for its clients.

Aldrich & Bonnefin has been instrumental in the formation of several Community Development Corporations (CDCs) within the State of California.

The firm is pleased to act as a legal advisor to boards of directors, as well as audit committees, in dealing with the increasingly demanding corporate and regulatory environment.

Employment

Aldrich & Bonnefin provides its clients with advice on employment matters, including wage and hour law issues, supervision and administration of employees, counselings and terminations, employee benefits and related federal and state employment regulation.

Aldrich & Bonnefin specializes in drafting employee handbooks, injury and illness prevention manuals, settlement and release agreements, as well as all other employment law-related documents. The firm also provides in-house training for all employment-related matters, including, for example, sexual harassment training.

The firm focuses its services on prevention counseling and immediate intervention to avoid potential litigation.



Banking Operations and Fintech Services

Aldrich & Bonnefin, PLC has developed an expertise in all areas of banking operations and financial technology (“FinTech”) services. FinTech developments continue to enable financial institutions to make innovative technological advances, streamlining processes and opening up new channels and functionalities to customers. The firm has expertise developing programs and agreements to address the legal compliance considerations of FinTech solutions, including the negotiation of agreements with technology providers.

The firm’s practice also covers cutting-edge electronic banking issues, such as internet and cash management banking solutions and new product development in areas such as mutual funds, sweep accounts and smart cards. The firm offers an expertise with special licensing needs for all types of money transmitters or money service businesses.

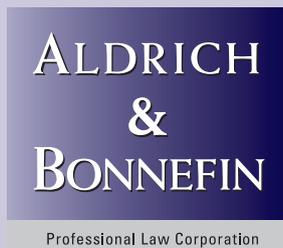
Aldrich & Bonnefin provides assistance with banking operations regulatory compliance issues, including Regulations DD, CC and E, and prepares customer-facing account disclosures, account agreements and other documentation related to banking operations. The firm’s unique involvement in “on-the-spot” telephone support to clients for immediate preventive advice provides reduced risk and promotes early resolution of operations claims and disputes.

Real Estate Finance

Aldrich & Bonnefin represents clients in all aspects of real estate finance transactions. The firm assists clients in connection with the structuring, preparation and negotiation of complex construction loans, permanent loans and other real estate secured transactions. The firm also advises clients in connection with the structure, negotiation and documentation of loan workouts, including bankruptcy issues.

The firm assists clients in the review, preparation and negotiation of a wide range of lease transactions, including ground leases, office leases, warehouse leases and retail shopping center leases. In addition, the firm represents clients in commercial and residential real estate sales, as well as the area of construction and development of real estate. The firm also has substantial experience with environmental law and title insurance matters.

Aldrich & Bonnefin excels at advising clients regarding the regulatory compliance requirements affecting real estate lending, including RESPA, Truth in Lending, HMDA and Flood Insurance regulations.



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