

SMALL BUSINESS INVESTMENT
Austin Community Development Corporation
Austin, Texas

Bank Holding Company: COMPASS BANCSHARES, INC.
Birmingham, Alabama

Investment: \$25,000

Investment Date: August 2000

Description: The Austin Community Development Corporation (ACDC) is a non-profit organization that promotes economic vitality and opportunity in East and South Austin. The ACDC programs serve small and minority-owned businesses that face difficulty in entering the economic mainstream by providing innovative financing products, technical assistance, advocacy and resources to businesses in low-income communities.

Contact: Dianne Lopez
Corporate Community Reinvestment Manager
Compass Bancshares, Inc.
P.O. 4444
Houston, TX 77210-4444
(713) 867-2706

SMALL BUSINESS INVESTMENT
Birmingham Community Development Corporation
Birmingham, Alabama

Bank Holding Company: COMPASS BANCSHARES, INC.
Birmingham, Alabama

Investment: \$72,870

Investment Date: January 2000

Description: The Birmingham Community Development Corporation (BCDC) is a non-profit, multi-bank lending program which targets its services entirely in the City of Birmingham. As its primary goal, the BCDC, a certified Community Development Financial Institution, provides start-up and expansion loans to small, minority-owned businesses in the inner city.

Contact: Dianne Lopez
Corporate Community Reinvestment Manager
Compass Bancshares, Inc.
P.O. 4444
Houston, TX 77210-4444
(713) 867-2706

**SMALL BUSINESS INVESTMENT
Development Investments, Inc.
Clewiston, Florida**

Bank Holding Company: PIONEER BANKCORP, INC.
Clewiston, Florida

Granted Permission: October 1996

Initial Capitalization: \$421,000

Total Investment: \$1,350,000

Description: Development Investments, Inc. (DII), is a for-profit corporation wholly-owned by Pioneer Bankcorp, Inc., a bank holding company that owns 100 percent of the First Bank of Clewiston. DII was established to engage in community development activities by helping to create jobs in the City of Clewiston for low- and moderate-income individuals. Specifically, DII provides loans and equity investments for small businesses located in downtown Clewiston, Florida.

Pioneer's initial contribution to DII consisted of real estate valued at \$364,000 and cash totaling \$57,000. For several years, businesses had been leaving the downtown area and relocating west of the city. DII's focus has been on retaining existing downtown businesses and attracting new business. As a result of DII's activities, approximately 100 new jobs have been created for low- and moderate-income individuals to date. Real estate renovations also appear to have been the catalyst for other redevelopment of the downtown area, as evidenced by current activity started by the Clewiston Redevelopment Agency.

Contact: Miller Couse
President and Chief Executive Officer
Pioneer Bankcorp, Inc.
P.O. Box 1237
Clewiston, FL 33440
(941) 983-8191

AMSOUTH COMMUNITY DEVELOPMENT CORPORATION
Nashville, Tennessee

Bank Holding Company: AMSOUTH BANCORPORATION
Birmingham, Alabama

Granted Permission: June 1989

Investment: \$1,000

Description: AmSouth Community Development Corporation (ACDC) is a non-profit 501(c)4 corporation that is wholly-owned by AmSouth Bancorporation. ACDC serves the state of Tennessee and is active in all markets where AmSouth has offices.

The purpose of the AmSouth CDC is to provide technical assistance to groups producing affordable housing. Groups assisted may be non-profit developers, non-profit social service groups, community-based groups, for-profit developers, non-profit/for-profit joint ventures, and minority entrepreneurs. Technical assistance may include providing services to secure financing, equity participation, proposal evaluations, gap financing, capacity training, grant writing, preparing financial packages, and seeking additional sources of capitalization.

Contact: Douglas J. Jackson
Senior Vice President
AmSouth Community Development Corporation
Nashville, TN 37237-0712
(615) 748-6034

SUNTRUST COMMUNITY DEVELOPMENT CORPORATION
Atlanta, Georgia

Bank Holding Company: SUNTRUST BANKS, INC.
Atlanta, Georgia

Initial Investment: \$100,000

Investment Date: May 1998

Description: SunTrust Banks, Inc., formed a wholly-owned, for-profit subsidiary, SunTrust Community Development Corporation (SunTrust CDC), to engage in providing loans for and making equity investments in corporations or projects designed primarily to promote community welfare. Such projects include the economic rehabilitation and development of low-income areas by providing housing, services, or jobs for residents, as well as providing advisory and related services for programs designed primarily to promote community welfare.

SunTrust's initial capital investment in SunTrust CDC is \$100,000. However, the primary purpose of the CDC is to provide a vehicle through which SunTrust's various subsidiaries may make community development investments in their communities. As a result, funding for the CDC's investments in specific projects comes from individual SunTrust banks through investments by such banks in different classes of preferred stock of the CDC for each project. The return on each such class of preferred stock is tied to the return on the particular project to the CDC.

SunTrust CDC has authorized a large number of classes of redeemable nonvoting preferred stock so that a separate class of such preferred stock can be issued for each investment in the CDC for a particular project for which the investment was made. SunTrust Bank, Atlanta, through its wholly-owned subsidiary, Atlanta Community Investment Corporation (ACIC), typically co-invests in SunTrust CDC along with the SunTrust bank in whose community the development is located. High priority is given to those projects that generate Federal Low Income Housing or Historic Tax credits because SunTrust Bank, Atlanta has the expertise to structure these investments. The bank's tax credit activities dates back to 1991.

SunTrust CDC makes investments in projects located primarily in communities within Georgia, Florida, Tennessee, Alabama, Virginia, Maryland, and Washington, DC—areas where a SunTrust bank is located. SunTrust intends the CDC ultimately to make community development investments nationwide. The particular development (e.g., an apartment complex) to be built or renovated is typically owned by an operating limited partnership. The general partner is an outside party, and the sole limited partner is typically SunTrust CDC or an entity owned by the CDC.

In May 1999, SunTrust CDC acquired Regency Development Associates, Inc. (RDA), and Regency Constructors, Inc. (RCI), both of Raleigh, North Carolina. RDA and RCI are a developer and builder, respectively, of affordable housing developments in the southeastern United States.

Since its inception, SunTrust CDC has made approximately \$211 million in equity investments. SunTrust Banks, Inc. and its subsidiaries have made a combined investment of over \$241 million in affordable housing developments throughout the country.

Contact:

Lalla Harris
First Vice President
SunTrust Bank, Atlanta
P.O. Box 4418
Atlanta, GA 30302-4418
(404) 588-7858

TENNESSEE BUSINESS AND INDUSTRIAL DEVELOPMENT CORPORATION
Chattanooga, Tennessee

Bank Holding Company: SEQUATCHIE VALLEY BANCSHARES, INC.
Dunlap, Tennessee
FIRST FARMERS BANCSHARES, INC.
Portland, Tennessee

Granted Permission: March 1995

Investment: \$200,000
\$914,285 (line of credit commitment)

Description: The Tennessee Business and Industrial Corporation (BIDCO) is a state-chartered corporation regulated by the State of Tennessee Department of Financial Institutions. BIDCO's primary purpose is to provide financial and managerial assistance to small- and medium-sized businesses located in economically distressed communities throughout the state, with the goal of job creation and retention for low- and moderate-income persons. Sequatchie Valley Bancshares, Inc. and First Farmer's Bancshares, Inc., along with five other area financial institutions and a local development corporation, provided BIDCO initial capitalization as well as committed a \$3.2 million line of credit. BIDCO has used various sources to leverage the initial investments into a portfolio valued at over \$14.0 million.

Contact(s): H. Glenn Barker, President
Sequatchie Valley Bancshares, Inc.
P.O. Box 697
Dunlap, TN 37327
(423) 949-2173

Jerry L. Taylor, President
First Farmers Bancshares, Inc.
P.O. Box 10
Portland, TN 37148
(615) 325-2265

Jim Thigpen
Tennessee BIDCO
1301 East Wood Street
Paris, TN 38242
(731) 644-7108

WHITNEY COMMUNITY DEVELOPMENT CORPORATION, INC.
New Orleans, Louisiana

Bank Holding Company: WHITNEY HOLDING CORPORATION
New Orleans, Louisiana

Granted Permission: November 1995

Investment: \$1,000,000

Description: Whitney Community Development Corporation, Inc. (WCDC) provides loans and project-packaging assistance for a variety of housing and community development activities. In addition, WCDC promotes the revitalization of distressed communities within the trade areas serviced by the bank-branch offices affiliated with the Whitney Holding Corporation.

WCDC helps to develop housing and to support other community development initiatives.

Contact: Richard Ainsworth
Vice President
Whitney National Bank
228 St. Charles Avenue
New Orleans, LA 70130
(504) 586-3473

LOW-INCOME HOUSING INVESTMENT
Colonial Village Apartments, LP
Jackson, Mississippi

Bank Holding Company: AMSOUTH BANCORPORATION
Birmingham, Alabama

Granted Permission: December 1992

Investment: \$298,666

Description: AmSouth Bancorporation invested funds in a multi-family housing development through a limited partnership agreement with Colonial Village Apartments LP. The partnership was formed for the purposes of purchasing, constructing, maintaining, operating, and leasing a low-income apartment complex in Jackson, Mississippi. The development received Section 42 low-income tax credits allocated by the Mississippi Home Corporation.

AmSouth Bancorporation is the sole limited partner. The general partners are two organizations affiliated with property management and construction with experience in other limited partnerships.

Contact: Jeff Gish
Vice President and CRA Officer
AmSouth Bancorporation
Harbert Plaza
1901 6th Avenue North
Suite 920
Birmingham, AL 35203
(205) 326-4977

SMALL BUSINESS INVESTMENT
Business Council of Alabama
Montgomery, Alabama

Bank Holding Company: COMPASS BANCSHARES, INC.
Birmingham, Alabama

Investment: \$100,000

Investment Date: January 2000

Description: The Business Council of Alabama began in 1985 with the merger of the Alabama Chamber of Commerce and the Associated Industries of Alabama. As a statewide non-profit business trade association, the Council represents the interests and concerns of more than 5,000 businesses and industries throughout the state of Alabama.

Contact: Dianne Lopez
Corporate Community Reinvestment Manager
Compass Bancshares, Inc.
P.O. 4444
Houston, TX 77210-4444
(713) 867-2706

**AFFORDABLE HOUSING INVESTMENT
Covenant Community Capital Corporation
Houston, Texas**

Bank Holding Company: COMPASS BANCSHARES, INC.
Birmingham, Alabama

Investment: \$60,000 (3-year commitment of \$20,000 per year)

Investment Date: January 2000 through December 2002

Description: Covenant Community Capital Corporation, a non-profit organization, is administering an Individual Development Account (IDA) program in partnership with Compass Bank to help low-income families establish a pattern of regular saving. Savers may utilize the funds to invest in one of three high-return assets: home purchase, business formation or post-secondary education.

Contact: Dianne Lopez
Corporate Community Reinvestment Manager
Compass Bancshares, Inc.
P.O. 4444
Houston, TX 77210-4444
(713) 867-2706

AFFORDABLE HOUSING INVESTMENT
Foundation Communities
Austin, Texas

Bank Holding Company: COMPASS BANCSHARES, INC.
Birmingham, Alabama

Investment: \$160,000 (4-year commitment of \$40,000 per year)

Investment Date: January 1997 through December 2000

Description: Foundation Communities, a non-profit organization, partnered with Compass Bank in developing and administering Great IDeAs, the first Individual Development Account (IDA) program in the state of Texas. Great IDeAs provides a savings account tool to help low-income families build wealth. It is available to families living at Foundation Communities' rental properties whose incomes are sixty percent or below the HUD median family income. This innovative program provides a 2-to-1 match for each dollar saved and can be used by the low-income saver in one of three high return assets: purchasing a home, starting a business or funding post-secondary education. As of fourth quarter 2001, a total of 250 IDAs have been opened at Compass Bank, free of service charge.

Compass Bank is Foundation Communities' sole bank partner and has additionally served as its lender on several multi-family affordable housing projects.

Contact: Dianne Lopez
Corporate Community Reinvestment Manager
Compass Bancshares, Inc.
P.O. 4444
Houston, TX 77210-4444
(713) 867-2706

LOW-INCOME HOUSING INVESTMENT
Texas Housing Tax Credit Fund, LLC
Amarillo, Mesquite, Rockport, and Houston, Texas

Bank Holding Company: COMPASS BANCSHARES, INC.
Birmingham, Alabama

Investment: \$3,000,000

Investment Date: December 2000

Description: Compass Bank owns three partnership units (8.6 percent) in the Texas Housing Tax Credit Fund, LLC. The partnership was organized to acquire, renovate, operate, and maintain four low-income apartment complexes located in four Texas communities: 192 units in Amarillo; 208 units in Mesquite; 76 units in Rockport; and 236 units in Houston. The developments received federal low-income housing tax credits.

Contact: Dianne Lopez
Corporate Community Reinvestment Manager
Compass Bancshares, Inc.
P.O. 4444
Houston, TX 77210-4444
(713) 867-2706

AFFORDABLE HOUSING INVESTMENT
Tuscaloosa Housing Authority
Tuscaloosa, Alabama

Bank Holding Company: COMPASS BANCSHARES, INC.
Birmingham, Alabama

Investment: \$50,000

Investment Date: August 2000

Description: The Tuscaloosa Housing Authority (THA) and the Tuscaloosa Affordable Housing Corporation (TAHC) formed a partnership with Compass Bank to offer First Home, an affordable homeownership program for first-time homebuyers in Tuscaloosa. First Home is designed to assist low- and moderate-income families who are unable to obtain financing through conventional methods achieve homeownership. This program acquires affordable HUD properties and renovates the houses for resale to these first-time homebuyers.

Contact: Dianne Lopez
Corporate Community Reinvestment Manager
Compass Bancshares, Inc.
P.O. 4444
Houston, TX 77210-4444
(713) 867-2706