

PUBLIC DISCLOSURE

June 26, 2006

COMMUNITY REINVESTMENT ACT PERFORMANCE EVALUATION

Cumberland Bank
732570
Franklin, Tennessee

FEDERAL RESERVE BANK OF ATLANTA
1000 Peachtree Street, N.E.
Atlanta, Georgia 30309-4470

NOTE: This document is an evaluation of this institution's record of meeting the credit needs of its entire community, including low- and moderate-income neighborhoods, consistent with safe and sound operation of the institution. This evaluation is not, nor should it be construed as, an assessment of the financial condition of this institution. The rating assigned to the institution does not represent an analysis, conclusion or opinion of the federal financial supervisory agency concerning the safety and soundness of this financial institution.

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INSTITUTION

INSTITUTION'S CRA RATING: This institution is rated Satisfactory.

The following table indicates the performance level of Cumberland Bank, Franklin, Tennessee, with respect to the lending, investment, and service tests.

PERFORMANCE LEVELS	Cumberland Bank		
	PERFORMANCE LEVELS		
	Lending Test*	Investment Test	Service Test
Outstanding			
High Satisfactory	X	X	
Low Satisfactory			X
Needs to Improve			
Substantial Noncompliance			

*Note: The lending test is weighted more heavily than the investment and service tests when arriving at an overall rating.

Cumberland Bank meets the standards for a satisfactory level of performance in its assessment areas based on a review of the bank's lending record, qualified investments, and services; however, the bank should focus on increasing the level of qualified investments and community development services.

- Lending Test** – Cumberland Bank's lending levels reflect **GOOD** responsiveness to assessment area credit needs and a **GOOD** record of serving the credit needs of low- and moderate-income individuals and areas and very small businesses. A **HIGH PERCENTAGE** of the bank's lending is inside its assessment area. The distribution of borrowers reflects **EXCELLENT** penetration among customers of different income levels and businesses of different sizes. The geographic distribution of loans reflects **EXCELLENT** penetration throughout the assessment area. The bank is **A LEADER IN MAKING** community development loans. During the review period, the bank originated 38 loans totaling approximately \$25.5 million in its assessment areas. Cumberland Bank also makes **USE** of flexible and innovative lending programs.
- Investment Test** – The bank made an **EXCELLENT** level of community development investments and grants given the level of opportunity and competition in the market. Qualified investments for this examination totaled over \$2.2 million, which includes debt or equity investments of \$2.2 million and grants and donations totaling \$5,000 to events or organizations with a community development purpose. The bank has exhibited **ADEQUATE** responsiveness to credit and community development needs as well as community development initiatives regarding its investment activities.

INSTITUTION (Continued)

- **Service Test** – Cumberland Bank’s systems for delivering retail-banking services are **REASONABLY ACCESSIBLE** to essentially all segments of the assessment area. Business hours and services **DO NOT VARY IN A WAY THAT INCONVENIENCES CERTAIN PORTIONS** of the assessment area. The bank’s record of opening and closing of branches has **NOT ADVERSELY AFFECTED** the accessibility of its delivery systems, particularly to low- and moderate-income geographies and individuals. The bank **PROVIDES AN ADEQUATE LEVEL** of community development services to organizations that promote community development.

DESCRIPTION OF INSTITUTION

Cumberland Bank is a large community bank headquartered in Franklin, Tennessee. According to the December 31, 2005 Consolidated Reports of Condition and Income, the bank had total assets of \$739.9 million, loans and leases outstanding of \$480.1 million, and total deposits of \$603.4 million. In September 2004, Cumberland Bank South merged with Cumberland Bank. The surviving entity was Cumberland Bank South. However, Cumberland Bank South subsequently changed its name to Cumberland Bank. The bank is a wholly owned subsidiary of Civitas BancGroup, a bank holding company located in Franklin, Tennessee. For the purpose of this examination, no activity from the bank’s subsidiaries was considered in the CRA examination. For the review period, Cumberland Bank operated 15 banking offices and 53 ATMs in 9 counties in central and northern Tennessee. The bank received a satisfactory CRA rating at its previous evaluation conducted by the Federal Reserve Bank of Atlanta dated December 9, 2002, under small bank examination procedures.

The following table shows the composition of the loan portfolio according to the Consolidated Reports of Condition and Income for December 31, 2004, December 31, 2005, and the March 31, 2006.

COMPOSITION OF LOAN PORTFOLIO						
Loan Type	3/31/2006		12/31/2005		12/31/2004	
	\$ (000s)	Percent	\$ (000s)	Percent	\$ (000s)	Percent
Construction and Development	181,836	35.9%	157,381	32.9%	93,724	21.7%
Secured by One- to Four- Family Dwellings	113,108	22.3%	115,973	24.2%	110,888	25.6%
Other Real Estate:						
Farmland	3,981	0.8%	2,556	0.5%	2,302	0.5%
Multifamily	1,678	0.3%	993	0.2%	183	0.0%
Nonfarm nonresidential	110,026	21.7%	112,060	23.4%	75,791	17.5%
Commercial and Industrial	78,311	15.5%	70,929	14.8%	127,907	29.6%
Loans to Individuals	15,620	3.1%	15,938	3.3%	20,775	4.8%
Agricultural Loans	2,059	0.4%	2,426	0.5%	975	0.2%
Total	\$506,619	100.00%	\$478,256	100.00%	\$432,545	100.00%

* This table does not include the entire loan portfolio. Specifically, it excludes loans to depository institutions, bankers acceptances, lease financing receivables, obligations of state and political subdivisions, and other loans that do not meet any other category. Contra assets are also not included in this table.

INSTITUTION (Continued)

As illustrated by the preceding table, Cumberland Bank's loan portfolio shifted significantly during the review period. In 2004, the loan portfolio was largely comprised of loans secured by one- to four- family dwellings, followed by loans secured by nonfarm nonresidential real estate, and commercial and industrial loans. As of March 31, 2006, construction and development loans equaled 35.9 percent of the bank's loan portfolio compared to 21.7 percent in 2004.

Cumberland Bank's average net LTD ratio for the eight quarters ending March 31, 2006, was 75.3 percent. During this eight-quarter period, the bank's LTD ratio ranged from a low of 67.6 percent as of June 30, 2004, to a high of 84.0 percent as of September 30, 2005. Cumberland Bank's average LTD ratio was compared with the average LTD ratio of five financial institutions of similar asset size with a branch office in the bank's assessment area. The average LTD ratio for these five banks ranged from 63.7 percent to 119.6 percent.

The bank's product offerings include traditional deposit and loan products and non-deposit investment products, such as mutual funds and annuities. The bank offers a variety of adjustable rate and fixed rate residential mortgage loans, residential construction loans, commercial loans including small business loans, and consumer purpose loans. Cumberland Bank generally complies with the CRA. No known legal impediments exist that would restrain the bank from meeting the credit needs of its assessment areas.

For purposes of CRA, the bank's operations were organized into two assessment areas: the Nashville Assessment Area, which includes all of Davidson, Williamson, Robertson, Smith, Sumner, Trousdale, Wilson, and Macon Counties; and the Warren County Assessment Area, which includes all of Warren County, Tennessee. In June 2005, the bank sold both branches in the Warren County Assessment Area.

INSTITUTION (Continued)

CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS

SCOPE OF EXAMINATION

The examination review period was from January 1, 2004 through December 31, 2005. The lending test included a review of HMDA loans, small business loans, and community development loans. HMDA loans by number and dollar volume exceeded the dollar volume of small business loans during the review period. Therefore, HMDA loans were given the greater weight in determining the lending test rating. The examination review period covered qualified investments, and grants and donations through June 26, 2006.

For purposes of CRA, HMDA loans are those loans as defined in the Federal Reserve Board's Regulation C. The loan categories are home purchase, home refinance, multifamily and home improvement loans. Small business loans are loans with original amounts of \$1 million or less. Financial institutions can choose to include other small business loans to supplement its small business lending data. Other small business loans are defined as other secured lines/loans for small businesses purposes, which are typically secured by residential real estate. Small farm loans are loans with an original amount of \$500,000 or less. At the bank's option, consumer loans may also be considered in the lending test. Consumer loans are loans to one or more individuals for family, household,, or personal use. A community development loan is a loan made to an entity for the purpose of providing affordable housing or community services for low- or moderate-income persons, revitalization or stabilization of low- or moderate-income areas through the creation or retention of jobs for low- or moderate-income persons, or economic development through the financing of small businesses and farms that meet certain eligibility standards.

LENDING TEST

The overall rating of the institution for the lending test is **HIGH SATISFACTORY**. The rating is primarily based on the bank's performance in the Nashville Assessment Area. The bank's performance in the limited scope assessment area (Warren County) was generally not consistent with the performance of the Nashville Assessment Area, but did not adversely affect the bank's overall performance.

INSTITUTION (Continued)

Lending Activity

Cumberland Bank's lending levels reflect **GOOD** responsiveness to assessment area credit needs given the bank's market share of deposits in its assessment areas, information gathered from community contacts, and demographic information. Cumberland Bank originated or purchased 1,064 HMDA loans, totaling \$152.0 million within its assessment areas during the review period. Of the 1,064 HMDA loans, 581 (54.6 percent) were home purchase loans, 357 (33.6 percent) were home refinance loans, and 123 (11.6 percent) were home improvement loans. The bank originated 3 multi-family home loans totaling \$2.4 million and 517 small business loans totaling \$57.5 million within the assessment area during the review period.

Assessment Area Concentration

A HIGH PERCENTAGE of the bank's lending occurs inside its assessment areas. The following table shows the distribution of loans that were originated during the review period inside and outside of the bank's assessment areas, by number of loans and dollar amount, according to loan type.

Loan Type	Inside				Outside			
	#	%	\$(000s)	%	#	%	\$(000s)	%
Home Improvement	123	89.1	\$4,993	90.9	15	10.9	\$502	9.1
Home Purchase -	515	72.3	\$87,334	78.7	197	27.7	\$23,592	21.3
Home Purchase - FHA	63	87.5	\$6,695	87.5	9	12.5	\$954	12.5
Home Purchase - VA	3	37.5	\$492	40.6	5	62.5	\$719	59.4
Multi-Family Housing	3	75.0	\$2,467	89.2	1	25.0	\$300	10.8
Refinancing	357	60.0	\$50,065	61.6	238	40.0	\$31,185	38.4
Total HMDA related	1,064	69.6	\$152,046	72.6	465	30.4	\$57,252	27.4
Small Business	517	94.2	\$57,533	93.9	32	5.8	\$3,720	6.1
Small Farm	94	92.2	\$4,483	83.3	8	7.8	\$899	16.7
TOTAL LOANS	1,675	76.8	\$214,062	77.6	505	23.2	\$61,871	22.4

As indicated by the table above, 76.8 percent of the bank's loans were to customers and businesses inside the bank's assessment areas. Also, an adequate percentage of the loan dollars associated with the loans was inside the bank's assessment areas. This level of lending inside the assessment area indicates that the bank is serving the credit needs of its assessment areas.

Geographic and Borrower Distribution of Loans

The geographic distribution of loans reflects **EXCELLENT** penetration throughout the assessment areas. The distribution of borrowers reflects **EXCELLENT** penetration among customers of different income levels and

INSTITUTION (Continued)

businesses of different sizes. These conclusions were based upon the bank's performance in each assessment area considering performance context information and in comparison to available demographic and aggregate lending data. The analysis of HMDA and small business lending within each assessment area is discussed in greater detail later in the report.

Based on an evaluation of the bank's lending initiatives, the bank exhibits a **GOOD** record of serving the needs of low- and moderate-income individuals and of very small businesses. Cumberland Bank makes **USE** of flexible and innovative lending programs. Some of the programs include Fannie Flex 97, Fannie Flex 100, FHA, Rural Housing, and Tennessee Housing Development Authority (THDA). These programs allowed for smaller downpayments and/or higher debt-to-income ratios or provided downpayment/closing cost assistance and/or below market interest rates to qualified low- and moderate-income applicants. During the examination review period, the bank originated approximately 105 loans totaling \$11.5 million using innovative and flexible lending programs.

Community Development Lending

Cumberland Bank is **A LEADER IN MAKING** community development loans in its assessment areas. During the review period, the bank originated 38 community development loans in its assessment areas totaling \$25.5 million. The purpose of most of these loans supported the construction of affordable one-to four- family housing in the Nashville Assessment Area. The other community development loans revitalized or stabilized low- and moderate-income census tracts.

INVESTMENT TEST

The bank's rating under the investment test is **HIGH SATISFACTORY**.

Cumberland Bank participated in an **EXCELLENT** level of community development investments. Qualified investments during the review period totaled \$2.2 million, which is comprised of investments totaling \$2.2 million and grants and donations totaling approximately \$5,000. Competition and limited investment opportunities have hampered the bank's ability to engage in qualified investments in the Nashville Assessment Area. Very limited opportunities to purchase qualified investments in the Warren County Assessment Area were also noted. Based on an evaluation of performance context, area demographics, and available opportunities in the assessment area, the bank's investments exhibit **ADEQUATE** responsiveness to credit and community development needs.

INSTITUTION (Continued)

SERVICE TEST

The overall rating of the institution with regard to the service test is **LOW SATISFACTORY**. Delivery systems, including banking offices and ATMs, are **REASONABLY ACCESSIBLE** to essentially all portions of the bank's assessment areas. This conclusion is based primarily on the bank's distribution of branches in the Nashville Assessment Area. Since the previous examination, the bank closed or sold four branches (two in the Warren County Assessment Area and two in the Nashville Assessment Area). The bank opened two branches in the Nashville Assessment Area. Currently, the bank has no branches in Warren County. Of the four closed branches, three were located in middle-income tracts and one was located in a moderate-income tract. Of the two branches that opened from the previous examination, one was located in a moderate-income tract and one was in an upper-income tract. This record of opening and closing branches has **GENERALLY NOT ADVERSELY AFFECTED** the accessibility of its delivery systems, particularly to low-to moderate-income geographies and/or individuals. Availability of banking services and hours of operations **DO NOT VARY IN A WAY THAT INCONVENIENCES CERTAIN PORTIONS** of the assessment area. The level of branch services and hours offered by Cumberland Bank is basically the same throughout the assessment areas.

The bank **PROVIDES AN ADEQUATE LEVEL OF** community development services. Bank officers and employees have used their financial expertise to provide financial services that benefit residents in the assessment area. These community development services, which include financial education, are responsive to community service needs for low- to moderate-income individuals in the assessment area.

COMPLIANCE WITH ANTIDISCRIMINATION LAWS

Cumberland Bank solicits applications from all segments of its communities, including low- and moderate-income areas. No evidence of prohibited discrimination or other illegal credit practices was noted during the examination. The bank is in compliance with the substantive provisions of antidiscrimination laws and regulations.

METROPOLITAN AREA: Nashville, Tennessee

DESCRIPTION OF INSTITUTION OPERATIONS IN NASHVILLE, TENNESSEE

Cumberland Bank's performance in the Nashville Assessment Area was evaluated using full-scope examination procedures. During the review period, Cumberland Bank operated 11 banking offices and 51 ATMs throughout the Nashville Assessment Area, representing 92.8 percent of the bank's total branch network. This assessment area consists of Davidson, Williamson, Smith, Macon, Robertson, Sumner, Trousdale, and Wilson Counties. The bank operates one banking office each in Davidson, Smith, Robertson and Macon Counties, three banking office in Williamson County, two banking offices each in Smith and Sumner Counties. As of June 30, 2005, the bank had \$559.1 million in deposits in the Nashville Assessment Area, representing a 2.6 percent deposit market share. Of total lending by the bank, the Nashville Assessment Area contained 97.0 percent of the HMDA loans and 96.0 percent of the small business loans originated or purchased during the review period.

Demographic Data

The tables on pages 12 through 13 provide demographic and lending data that were used in analyzing the bank's CRA performance. Except where noted, the demographic data are from the 2000 census. Certain components of the data in the table are discussed in this evaluation as they apply to particular parts of the analysis.

2000 Population Characteristics

As of the 2000 census, the population of the Nashville Assessment Area was 1,015,577 persons. This figure represents 17.8 percent of the population for the state of Tennessee.

2000 Housing Characteristics

2000 census data indicates that the median housing value in the assessment area is \$122,949, which is 39.2 percent higher than the median housing value for the state of Tennessee, which is \$88,300. The median housing age in the assessment area is the same as the state of Tennessee at 25 years. The age of housing would indicate a possible need for home improvement loans to do home repairs.

2000 Poverty Level

As indicated in the table on page 12, low-income tracts have a high percentage of families with incomes below the poverty level. 40.8 percent of the families residing in low-income tracts have incomes below the poverty level. Also, 14.2 percent of the families residing in moderate-income tracts have incomes below the poverty level. Of total families in the assessment area, 7.9 percent have incomes below the poverty level.

METROPOLITAN AREA: Nashville, Tennessee (Continued)

HUD Estimated Median Family Incomes for 2004 and 2005

The 2004 HUD estimated median family income for the Nashville MSA is \$58,800. Based on the HUD estimated median family income, low-income families are those families whose gross annual income is \$29,399 or less. Moderate-income families are families with gross annual income ranging from \$29,400 to \$47,040. The 2005 HUD estimated median family income for the Nashville MSA is \$59,800. Based on the HUD estimated median family income, low-income families are families whose gross annual income is \$29,899 or less. Moderate-income families are families with gross annual income ranging from \$29,900 to \$47,039. Based on these income levels and median housing values, it may be difficult for financial institutions to originate home purchase loans (excluding manufactured housing) to low-income families and some moderate-income families due to the lack of available homes in a price range that is affordable to them.

Employment Statistics

The Nashville Assessment Area's economy is primarily dependent on the service and government sectors. The following table shows the unemployment rates for the Nashville MSA, the individual counties that comprise the Nashville Assessment Area, and the state of Tennessee for 2004 and 2005.

UNEMPLOYMENT RATES FOR YEARS 2004 – 2005		
(Not Seasonally Adjusted)		
	2004 (Annual)	2005 (Annual)
Davidson	4.6%	4.6%
Smith	6.5%	5.9%
Robertson	4.6%	4.7%
Williamson	3.3%	3.5%
Sumner	4.2%	4.4%
Wilson	4.3%	4.3%
Macon	5.3%	5.5%
Trousdale	5.7%	6.6%
Nashville MSA	4.3%	4.4%
State of Tennessee	5.5%	5.6%

METROPOLITAN AREA: Nashville, Tennessee (Continued)

COMPETITION IN ASSESSMENT AREAS

The Nashville Assessment Area is a highly competitive banking market due to the significant presence of banks in this market. According to the June 30, 2004 FDIC/OTS Summary of Deposits Report, there are 42 other financial institutions operating 351 branch offices in the assessment area. Cumberland Bank (formerly Cumberland Bank and Cumberland Bank South) ranked 11th with a deposit market share of 2.35 percent.

Cumberland Bank also ranked 10th in number of branches in the assessment area with 11 banking facilities. AmSouth Bank ranked 1st in deposit market share at 19.9 percent and the number of branches with 43 banking facilities. Bank of America, NA ranked 2nd in deposit market share at 16.7 percent and 2nd in number of branches in the assessment area with 33 banking facilities.

According to the June 30, 2005 FDIC/OTS Summary of Deposits Report, there are 39 other financial institutions operating 356 branch offices in the assessment area. Cumberland Bank ranked 10th with a deposit market share of 2.55 percent and 9th in the number of branches with 11 banking facilities. Amsouth ranked 1st in deposit market share at 18.6 percent and 2nd in the number of branches with 46 banking facilities. Suntrust Bank ranked 2nd in deposit market share at 18.5 percent and 1st in number of branches with 50 banking facilities.

Cumberland Bank's competition comes mainly from FDIC-Insured institutions with branch offices located in the Nashville Assessment Area. Many of these banks are statewide, multi-regional, or national banks. Cumberland Bank's largest competitors in the Nashville Assessment Area are Amsouth Bank, Suntrust Bank, Bank of America, NA, and Regions Bank. Local competition, particularly from these very large multi-regional financial institutions, may adversely affect the bank's ability to originate community development loans and to purchase qualified community development investments that serve the community development needs of the Nashville Assessment Area.

Community Contact

As a part of the CRA examination, information was obtained from four community contacts regarding local economic conditions and community credit needs. The contacts consider the financial institutions in the Nashville area to be an overall benefit to the community. The contacts indicated that special financing programs for small businesses and special mortgage loan financing are needed for low-income individuals who do not have the typical down payment and/or may have credit blemishes in their credit reports.

METROPOLITAN AREA: Nashville, Tennessee (Continued)

CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS

The following tables show selected demographic information and Cumberland Bank's lending performance in the Nashville Assessment Area.

Assessment Area Demographics

Assessment Area: Nashville

Income Categories	Tract Distribution		Families by Tract Income		Families < Poverty Level as % of Families by Tract		Families by Family Income	
	#	%	#	%	#	%	#	%
Low-income	15	6.8	10,601	4.0	4,326	40.8	51,302	19.2
Moderate-income	52	23.5	51,380	19.3	7,320	14.2	47,130	17.7
Middle-income	105	47.5	134,971	50.6	7,700	5.7	60,442	22.6
Upper-income	48	21.7	69,933	26.2	1,725	2.5	108,011	40.5
Unknown-income	1	0.5	0	0.0	0	0.0	0	0.0
Total Assessment Area	221	100.0	266,885	100.0	21,071	7.9	266,885	100.0
	Housing Units by Tract	Housing Types by Tract						
		Owner-Occupied			Rental		Vacant	
		#	%	%	#	%	#	%
Low-income	18,934	5,008	1.9	26.4	12,111	64.0	1,815	9.6
Moderate-income	89,726	42,926	16.5	47.8	39,834	44.4	6,966	7.8
Middle-income	216,829	136,312	52.3	62.9	68,277	31.5	12,240	5.6
Upper-income	101,720	76,243	29.3	75.0	20,638	20.3	4,839	4.8
Unknown-income	0	0	0.0	0.0	0	0.0	0	0.0
Total Assessment Area	427,209	260,489	100.0	61.0	140,860	33.0	25,860	6.1
	Total Businesses by Tract	Businesses by Tract & Revenue Size						
		Less Than or = \$1 Million		Over \$1 Million		Revenue Not Reported		
		#	%	#	%	#	%	#
Low-income	1,699	4.1	1,398	3.9	242	5.6	59	3.6
Moderate-income	10,167	24.3	8,478	23.7	1,166	27.0	523	32.1
Middle-income	17,887	42.8	15,605	43.6	1,616	37.5	666	40.9
Upper-income	11,855	28.4	10,252	28.6	1,230	28.5	373	22.9
Unknown-income	153	0.4	87	0.2	60	1.4	6	0.4
Total Assessment Area	41,761	100.0	35,820	100.0	4,314	100.0	1,627	100.0
	Percentage of Total Businesses:			85.8		10.3		3.9

Based on 2000 Census Information.

METROPOLITAN AREAS: Nashville, Tennessee (Continued)

Loan Distribution Table

Assessment Area: Nashville

Income Categories	HMDA							
	By Tract Income				By Borrower Income			
	#	%	\$(000s)	%	#	%	\$(000s)	%
	Home Purchase							
Low	25	4.4%	2,717	2.9%	47	8.2%	3,429	3.6%
Moderate	147	25.6%	15,729	16.7%	101	17.6%	10,359	11.0%
Middle	257	44.8%	37,217	39.6%	89	15.5%	11,630	12.4%
Upper	145	25.3%	38,395	40.8%	263	45.8%	55,728	59.2%
Unknown	0	0.0%	0	0.0%	74	12.9%	12,912	13.7%
Total	574	100.0%	94,058	100.0%	574	100.0%	94,058	100.0%
	Refinance							
Low	4	1.2%	409	0.9%	39	11.7%	1,888	3.9%
Moderate	84	25.2%	8,090	16.9%	75	22.5%	7,188	15.0%
Middle	153	45.9%	19,345	40.5%	65	19.5%	7,935	16.6%
Upper	92	27.6%	19,979	41.8%	137	41.1%	29,041	60.7%
Unknown	0	0.0%	0	0.0%	17	5.1%	1,771	3.7%
Total	333	100.0%	47,823	100.0%	333	100.0%	47,823	100.0%
	Home Improvement							
Low	1	0.8%	70	1.4%	42	34.7%	437	8.8%
Moderate	45	37.2%	1,458	29.3%	33	27.3%	581	11.7%
Middle	60	49.6%	1,617	32.5%	19	15.7%	991	19.9%
Upper	15	12.4%	1,835	36.8%	23	19.0%	2,832	56.9%
Unknown	0	0.0%	0	0.0%	4	3.3%	139	2.8%
Total	121	100.0%	4,980	100.0%	121	100.0%	4,980	100.0%
	Multi-Family							
Low	1	33.3%	232	9.4%	0	0.0%	0	0.0%
Moderate	1	33.3%	1,850	75.0%	0	0.0%	0	0.0%
Middle	1	33.3%	385	15.6%	0	0.0%	0	0.0%
Upper	0	0.0%	0	0.0%	0	0.0%	0	0.0%
Unknown	0	0.0%	0	0.0%	3	100.0%	2,467	100.0%
Total	3	100.0%	2,467	100.0%	3	100.0%	2,467	100.0%
	HMDA Totals							
Low	31	3.0%	3,428	2.3%	128	12.4%	5,754	3.9%
Moderate	277	26.9%	27,127	18.2%	209	20.3%	18,128	12.1%
Middle	471	45.7%	58,564	39.2%	173	16.8%	20,556	13.8%
Upper	252	24.4%	60,209	40.3%	423	41.0%	87,601	58.7%
Unknown	0	0.0%	0	0.0%	98	9.5%	17,289	11.6%
Total	1,031	100.0%	149,328	100.0%	1,031	100.0%	149,328	100.0%
	SMALL BUSINESS							
	#	%	\$(000s)		%			
	By Tract Income							
Low	6	1.2%	1,952		3.5%			
Moderate	134	27.0%	15,106		27.4%			
Middle	227	45.8%	20,529		37.2%			
Upper	129	26.0%	17,616		31.9%			
Unknown	0	0.0%	0		0.0%			
Total	496	100.0%	55,203		100.0%			
	By Revenue							
\$1 Million or Less	373	75.2%	37,085		67.2%			
Over \$1 Million	114	23.0%	17,030		30.8%			
Not Known	9	1.8%	1,088		2.0%			
Total	496	100.0%	55,203		100.0%			
	By Loan Size							
\$100,000 or less	344	69.4%	11,854		21.5%			
\$100,001 - \$250,000	95	19.2%	16,183		29.3%			
\$250,001 - \$1 Million	57	11.5%	27,166		49.2%			
Total	496	100.0%	55,203		100.0%			

Originations and Purchases

METROPOLITAN AREAS: Nashville, Tennessee (Continued)

LENDING TEST

Overview

In the Nashville Assessment Area, Cumberland Bank's number and dollar volume of HMDA loans *vastly* exceeded both the number and the dollar volume of small business loans originated during the review period. Therefore, HMDA lending was given more weight than small business lending in determining the bank's lending test rating for the assessment area.

Lending levels reflect **GOOD** responsiveness to assessment area credit needs. The geographic distribution of loans reflects **EXCELLENT** penetration throughout the assessment area. The distribution of borrowers reflects **EXCELLENT** penetration among customers of different income levels and businesses of different revenue sizes. The bank is **A LEADER IN MAKING** community development loans in this assessment area.

Lending Activity

Lending levels reflect **GOOD** responsiveness to assessment area credit needs. 1,031 HMDA originations and purchases totaling \$149.3 million were extended in the Nashville Assessment Area. Of these 1,031 loans, 574 (55.7 percent) were home purchase loans; 333 (32.3 percent) were home refinance loans; and 121 (11.7 percent) were home improvement loans. The bank also originated three multi-family dwelling loans. According to market share data reports for 2004, Cumberland Bank ranked 47th out of 621 reporters, by number, in the origination of HMDA loans. Countrywide Home Loans had the largest market share of HMDA loan originations and purchases by a single entity at 10.7 percent. Of regulated financial institutions with at least one branch office in the assessment area, the top three loan entities were Amsouth Bank, Bank of America, NA, and SunTrust Bank. Of peer banks (banks with assets less than \$1 billion operating at least one branch office in the assessment area), the top two entities were Wilson Bank and Trust Company and Cumberland Bank.

Cumberland Bank originated or purchased 496 small business loans in the Nashville Assessment Area totaling \$55.2 million during the review period. According to loan market share reports for 2004, Cumberland Bank ranked 33rd out of 139 reporters and had a market share of less than one percent, by number, in the origination of small business loans. It should be noted that Cumberland Bank South, which merged with Cumberland Bank

METROPOLITAN AREAS: Nashville, Tennessee (Continued)

in 2004, was not subject to the CRA data reporting requirements in 2004. As a result, Cumberland Bank South's small business lending is not reflected in the market share data. The top three originators of small business loans were Capital One Federal Savings Bank, Citibank USA, NA, and AmSouth Bank. Of regulated financial institutions with at least one branch office in the assessment area, the top three originators of small business loans were AmSouth Bank, Suntrust Bank, and Bank of America NA. Of peer banks (banks with assets less than \$1 billion operating at least one branch office in the assessment area), the top three entities were Farmers Bank, Citizens Bank, and Farmers and Merchants Bank.

Geographic Distribution of Loans

For this analysis, the geographic distribution of HMDA lending and small business lending, which includes both originations and purchases, was compared with the demographic information available. Performance context and the lending performance of other banks, which was used as a proxy for demand, was considered.

HMDA lending in the Nashville Assessment Area in low-income census tracts at 3.0 percent exceeds the percentage of owner-occupied units in these tracts at 1.9 percent. HMDA lending in moderate-income census tracts at 26.9 percent exceeds the percentage of owner-occupied units in these tracts at 16.5 percent. The 2004 peer group loan distribution report for the Nashville Assessment Area in Appendix C shows that Cumberland Bank's HMDA lending in low-income tracts at 2.2 percent was higher than aggregate performance at 1.7 percent. The bank's HMDA lending in moderate-income tracts at 30.0 percent was significantly higher than aggregate performance at 13.8 percent.

Cumberland Bank's small business lending in low-income tracts for the Nashville Assessment Area at 1.2 percent is significantly below the percentage of small businesses located in these tracts at 3.9 percent. The bank's small business lending in moderate-income tracts at 27.0 percent is higher than the percentage of small businesses located in these tracts at 23.7 percent. According to the 2004 peer group small business table for the Nashville Assessment Area in Appendix C, Cumberland Bank's small business lending in low-income tracts at 0.0 percent was significantly lower than aggregate performance at 3.1 percent. In moderate-income tracts, the bank's small business lending at 38.8 percent was significantly higher than aggregate performance at 20.0 percent. As previously noted, in 2004, Cumberland Bank South, which merged with Cumberland Bank in 2004, was not subject to the CRA data reporting requirements. Therefore, Cumberland Bank South's small business lending is not reflected in the loan aggregate loan data for 2004.

METROPOLITAN AREAS: Nashville, Tennessee (Continued)

Based on demographic factors, community contact information, competition, and aggregate lending data, Cumberland Bank's performance with regard to the geographic distribution of HMDA and small business lending reflects **EXCELLENT** penetration throughout the Nashville assessment area.

Distribution by Borrower Profile

For this analysis, the distribution of HMDA lending across borrower income levels and small business lending across business revenue sizes was compared with available demographic information. Performance context and the lending performance of other banks, which was used as a proxy for demand, were considered.

Based on demographic and loan data from the review period, low-income families represented 19.2 percent of total families, and received 12.4 percent of Cumberland Bank's HMDA loans. The bank's percentage of HMDA loans to moderate-income borrowers at 20.3 percent exceeded the percentage of moderate-income families in the assessment area at 17.7 percent. The 2004 peer group loan distribution report for the Nashville Assessment Area in Appendix C shows that Cumberland Bank's HMDA lending to low-income borrowers at 16.8 percent was significantly higher than aggregate performance at 9.1 percent. Also, the bank's HMDA lending to moderate-income borrowers at 24.5 percent was higher than the aggregate performance at 21.5 percent.

Of the 496 small business loans originated by Cumberland Bank in the Nashville Assessment Area, 75.2 percent were originated to businesses with annual gross revenues of \$1 million or less. Cumberland Bank's percentage of lending is reasonable, but below the percentage of businesses with annual gross revenues of \$1 million or less at 85.8 percent in the Nashville Assessment Area. The 2004 peer group small business detail table for the Nashville Assessment Area in Appendix C shows that Cumberland Bank's lending to small businesses at 91.3 percent significantly exceeded aggregate performance at 45.7 percent.

Based on these factors, Cumberland Bank's lending performance reflects **EXCELLENT** penetration among customers of different income levels and businesses of different sizes.

METROPOLITAN AREAS: Nashville, Tennessee (Continued)

Cumberland Bank exhibits a **GOOD** record of serving the credit needs of LMI individuals and of very small businesses.

Community Development Lending

Cumberland Bank is **A LEADER IN MAKING** community development loans in the Nashville Assessment Area, particularly in Williamson and Davidson Counties, given the level of competition in the market from multi-billion dollar financial institutions and the limited opportunity for community development lending. Opportunities in the other counties that comprised the Nashville Assessment Area were very limited or nonexistent per community contacts. During the review period, the bank originated 38 community development loans totaling \$25.5 million. Most of these loans financed the construction of affordable housing or the revitalization or stabilization of low- and moderate-income areas.

Use of Innovative or Flexible Lending Practices

Cumberland Bank makes **USE** of innovative and/or flexible lending practices in serving assessment area credit needs. Through various innovative or flexible lending programs, the bank has originated 95 loans totaling approximately \$10.8 million. Please refer to page 6 for a listing of the programs.

INVESTMENT TEST

Cumberland Bank's rating in the Nashville Assessment Area is **HIGH SATISFACTORY**. Investments for the review period totaled \$2.2 million consisting of \$2.2 million in mortgage backed securities and \$5,000 in grants and donations to non-profit organizations with a community development purpose. Competition in the Nashville Assessment Area and the limited number of opportunities to participate in qualified investments has hampered the bank's participation in a large number of qualified investments. The bank's has made **AN EXCELLENT LEVEL** of qualified investments in the assessment area, given these factors and the bank's strategic plan for its investment portfolio,

METROPOLITAN AREAS: Nashville, Tennessee (Continued)

SERVICE TEST

Cumberland Bank's service performance rating in the Nashville Assessment Area is **LOW SATISFACTORY**.

Accessibility of Delivery Systems

Banking offices are **REASONABLY ACCESSIBLE** to essentially all portions of the assessment area. As of June 26, 2006, Cumberland Bank operates 11 branch offices and 49 ATMs in the assessment area. The distribution of the bank's offices and ATMs was compared to the distribution of families and businesses by census tract income level and is displayed in the table below. As indicated in the following table, the bank does not have any branches in low-income tracts, which are located in downtown Nashville. The nearest branch facility of Cumberland Bank is in the Grenhills Community, which is approximately five miles from the low-income tracts in downtown Nashville. However, the lack of a branch within close proximity of these tracts has not affected the bank's ability to originate loans in these tracts as indicated by the bank's lending performance in these tracts. Additionally, there is an abundance of other financial institutions branches within close proximity to the low-income tracts; thereby, making banking services available to the residents and businesses in these tracts. In addition to ATMs, Cumberland Bank offers internet banking and telephone banking as alternative systems for delivering retail-banking services to low- and moderate-income individuals and areas.

CUMBERLAND BANK – DISTRIBUTION OF BRANCHES AND ATMS IN THE NASHVILLE ASSESSMENT AREA						
TRACT INCOME LEVEL	NUMBER	PERCENTAGE OF BRANCHES	NUMBER OF ATMS	PERCENTAGE OF ATMS	PERCENTAGE OF TOTAL FAMILIES	PERCENTAGE OF BUSINESSES
Low-Income	0	0.0%	0	0%	4.0%	4.1%
Moderate-Income	5	45.4%	12	24.4%	19.3%	24.3%
Middle-Income	3	27.3%	22	44.9%	50.6%	42.8%
Upper-Income	3	27.3%	15	30.7%	26.1%	28.4%
<i>Total</i>	<i>11</i>	<i>100.0%</i>	<i>49</i>	<i>100.0%</i>	<i>100.0%</i>	<i>100.0%</i>

Since the previous examination, the bank has opened two branches and closed two branches in the Nashville Assessment Area. Of the two branches that were closed, one was located in a middle-income tract and one was located in a moderate-income tract. Of the two branches opened, one was located in a moderate-income tract and one was located in an upper-income census tract. A review of maps of the bank's assessment area revealed

METROPOLITAN AREAS: Nashville, Tennessee (Continued)

that the branch closures did not affect access to banking services by low- and moderate-income individuals and areas. The record of opening and closing branches has **GENERALLY NOT ADVERSELY AFFECTED** the accessibility of its delivery systems, particularly to low-to moderate-income geographies and individuals. The availability of banking services and hours of operations **DO NOT VARY IN A WAY THAT INCONVENIENCES CERTAIN PORTIONS** of the assessment area. The level of branch services and hours offered by Cumberland Bank is basically the same throughout the assessment area.

COMMUNITY DEVELOPMENT SERVICES

The bank **PROVIDES AN ADEQUATE LEVEL** of community development services. Bank personnel have used their financial and managerial expertise in various community development services to benefit the assessment area. The purpose of most community development services is to provide leadership and financial expertise to community development organizations. Some of the bank's most significant activities during the review period are discussed below.

COMMUNITY DEVELOPMENT SERVICES FOR CUMBERLAND BANK	
ORGANIZATION	POSITION/SERVICE
Homeownership Workshops for Low- and Moderate-Income Families	Bank Staff conducted numerous homeownership workshops throughout the Nashville Assessment Area.
Financial Literacy/Saving Programs	Bank Staff conducted numerous presentations to elementary schools in low- and moderate-income census tracts regarding banking and finance.
Sumner Foundation	Bank officer is chair of this foundation, which provides medical services to low- and moderate-income persons. Bank officer assists in the fundraising and budgeting aspect of this organization.

NONMETROPOLITAN AREA: WARREN COUNTY (LIMITED REVIEW)

The following assessment area was not reviewed using full-scope examination procedures; however, through the use of available facts and data, including performance and demographic information, conclusions regarding performance, which did not impact the overall rating, are provided. Please refer to the tables in Appendix C for information regarding this area. The table below compares the bank's performance in the individual assessment area to the overall bank performance.

Assessment Area	Lending Test	Investment Test	Service Test
Warren	Consistent	Not Consistent	Not Consistent

APPENDIX A

TIME PERIOD REVIEWED			
January 1, 2004 to December 31, 2005			
FINANCIAL INSTITUTION		PRODUCTS REVIEWED	
Cumberland Bank, Franklin, Tennessee		HMDA Reportable Loans, Small Business Loans, and Community Development Loans	
AFFILIATE(S)	AFFILIATE RELATIONSHIP	PRODUCTS REVIEWED	
N/A	N/A	N/A	
LIST OF ASSESSMENT AREAS AND TYPE OF EXAMINATION			
ASSESSMENT AREA	TYPE OF EXAMINATION	BRANCHES VISITED	OTHER INFORMATION
Portion of Nashville-Davidson-Murfreesboro, Tennessee MSA	On-Site	Brentwood Office 5120 Maryland Way Brentwood, Tennessee 37027 Green Hills Office 4205 Hillsboro Road, Suite 101 Nashville, Tennessee 37215 Downtown Franklin Office 320 Main Street Franklin, Tennessee 37064	None
Warren County, Tennessee	Off-Site	None	

APPENDIX B

AGGREGATE LENDING TABLES

Aggregate Comparison Loan Distribution Table

Assessment Area: Nashville AA-2004

Income Categories	HMDA									
	By Tract Income					By Borrower Income				
	#	Bank %	% \$(000s)	Aggregate %	% \$(000s)	#	Bank %	% \$(000s)	Aggregate %	% \$(000s)
Home Purchase										
Low	8	3.7%	3.2%	1.4%	0.9%	26	12.1%	6.3%	9.1%	5.1%
Moderate	54	25.2%	15.2%	12.2%	7.8%	45	21.0%	15.8%	23.6%	17.0%
Middle	104	48.6%	41.2%	55.2%	46.8%	35	16.4%	15.7%	22.3%	20.0%
Upper	48	22.4%	40.4%	31.2%	44.6%	84	39.3%	50.1%	31.3%	44.7%
Unknown	0	0.0%	0.0%	0.0%	0.0%	24	11.2%	12.1%	13.7%	13.2%
Total	214	100.0%	100.0%	100.0%	100.0%	214	100.0%	100.0%	100.0%	100.0%
Refinance										
Low	1	0.6%	1.3%	1.9%	1.1%	26	16.5%	6.4%	8.7%	4.7%
Moderate	50	31.6%	24.2%	15.3%	9.9%	44	27.8%	20.3%	18.9%	13.6%
Middle	87	55.1%	47.1%	53.7%	45.9%	34	21.5%	21.9%	20.4%	18.1%
Upper	20	12.7%	27.4%	29.1%	43.1%	51	32.3%	50.2%	30.2%	42.8%
Unknown	0	0.0%	0.0%	0.0%	0.0%	3	1.9%	1.3%	21.7%	20.7%
Total	158	100.0%	100.0%	100.0%	100.0%	158	100.0%	100.0%	100.0%	100.0%
Home Improvement										
Low	0	0.0%	0.0%	2.9%	3.3%	18	40.0%	18.7%	13.3%	6.9%
Moderate	21	46.7%	29.5%	20.5%	13.3%	13	28.9%	8.6%	23.4%	15.8%
Middle	23	51.1%	66.0%	55.1%	46.4%	9	20.0%	8.2%	26.1%	19.4%
Upper	1	2.2%	4.5%	21.5%	37.1%	5	11.1%	64.5%	30.8%	47.5%
Unknown	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	6.4%	10.4%
Total	45	100.0%	100.0%	100.0%	100.0%	45	100.0%	100.0%	100.0%	100.0%
Multi-Family										
Low	0	0.0%	0.0%	5.8%	1.8%	0	0.0%	0.0%	0.0%	0.0%
Moderate	0	0.0%	0.0%	39.1%	58.0%	0	0.0%	0.0%	0.0%	0.0%
Middle	0	0.0%	0.0%	47.8%	36.6%	0	0.0%	0.0%	0.0%	0.0%
Upper	0	0.0%	0.0%	7.2%	3.5%	0	0.0%	0.0%	0.0%	0.0%
Unknown	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	100.0%	100.0%
Total	0	0.0%	0.0%	100.0%	100.0%	0	0.0%	0.0%	100.0%	100.0%
HMDA Totals										
Low	9	2.2%	2.4%	1.7%	1.0%	70	16.8%	6.5%	9.1%	4.9%
Moderate	125	30.0%	18.9%	13.8%	9.3%	102	24.5%	17.4%	21.5%	15.3%
Middle	214	51.3%	43.8%	54.5%	46.3%	78	18.7%	18.0%	21.6%	19.0%
Upper	69	16.5%	34.9%	30.0%	43.4%	140	33.6%	50.3%	30.8%	43.5%
Unknown	0	0.0%	0.0%	0.0%	0.0%	27	6.5%	7.8%	17.0%	17.3%
Total	417	100.0%	100.0%	100.0%	100.0%	417	100.0%	100.0%	100.0%	100.0%
SMALL BUSINESS										
By Tract Income										
Low	0	0.0%	0.0%	3.1%	4.0%	0	0.0%	0.0%	0.1%	0.0%
Moderate	31	38.8%	44.6%	20.0%	22.6%	5	16.7%	8.0%	35.1%	24.2%
Middle	46	57.5%	54.4%	42.9%	37.7%	24	80.0%	84.4%	60.4%	70.5%
Upper	3	3.8%	1.0%	30.5%	34.1%	1	3.3%	7.6%	4.1%	4.9%
Unknown	0	0.0%	0.0%	0.5%	0.9%	0	0.0%	0.0%	0.0%	0.0%
Tract Unknown	0	0.0%	0.0%	3.1%	0.8%	0	0.0%	0.0%	0.2%	0.3%
Total	80	100.0%	100.0%	100.0%	100.0%	30	100.0%	100.0%	100.0%	100.0%
By Revenue										
\$1 Million or Less	73	91.3%	89.4%	45.7%	51.3%	28	93.3%	98.3%	90.8%	87.6%
By Loan Size										
\$100,000 or less	56	70.0%	23.4%	91.1%	29.9%	27	90.0%	55.5%	91.5%	47.4%
\$100,001-\$250,000	17	21.3%	33.8%	4.4%	17.0%	3	10.0%	44.5%	6.3%	27.7%
\$250,001-\$1 Million-\$500k (Farm)	7	8.8%	42.8%	4.5%	53.0%	0	0.0%	0.0%	2.2%	24.9%
Total	80	100.0%	100.0%	100.0%	100.0%	30	100.0%	100.0%	100.0%	100.0%

Originations and Purchases

APPENDIX B (Continued)

Aggregate Comparison Loan Distribution Table

Assessment Area: Warren AA-2004

Income Categories	HMDA									
	By Tract Income					By Borrower Income				
	#	Bank %	% \$(000s)	Aggregate %	% \$(000s)	#	Bank %	% \$(000s)	Aggregate %	% \$(000s)
Home Purchase										
Low	0	0.0%	0.0%	0.0%	0.0%	2	40.0%	26.9%	8.3%	5.4%
Moderate	0	0.0%	0.0%	0.0%	0.0%	1	20.0%	31.3%	22.8%	17.8%
Middle	5	100.0%	100.0%	82.8%	81.0%	1	20.0%	17.5%	27.8%	27.1%
Upper	0	0.0%	0.0%	17.2%	19.0%	1	20.0%	24.4%	22.6%	33.0%
Unknown	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	18.5%	16.7%
Total	5	100.0%	100.0%	100.0%	100.0%	5	100.0%	100.0%	100.0%	100.0%
Refinance										
Low	0	0.0%	0.0%	0.0%	0.0%	2	8.7%	2.9%	6.9%	4.0%
Moderate	0	0.0%	0.0%	0.0%	0.0%	4	17.4%	12.6%	17.7%	13.3%
Middle	18	78.3%	78.0%	81.0%	78.5%	5	21.7%	17.8%	25.0%	22.4%
Upper	5	21.7%	22.0%	19.0%	21.5%	12	52.2%	66.6%	34.4%	44.5%
Unknown	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	16.0%	15.8%
Total	23	100.0%	100.0%	100.0%	100.0%	23	100.0%	100.0%	100.0%	100.0%
Home Improvement										
Low	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	10.7%	6.7%
Moderate	0	0.0%	0.0%	0.0%	0.0%	1	50.0%	23.1%	36.0%	27.2%
Middle	2	100.0%	100.0%	84.0%	80.1%	1	50.0%	76.9%	22.7%	21.2%
Upper	0	0.0%	0.0%	16.0%	19.9%	0	0.0%	0.0%	29.3%	38.1%
Unknown	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	1.3%	6.8%
Total	2	100.0%	100.0%	100.0%	100.0%	2	100.0%	100.0%	100.0%	100.0%
Multi-Family										
Low	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	0.0%	0.0%
Moderate	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	0.0%	0.0%
Middle	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	0.0%	0.0%
Upper	0	0.0%	0.0%	100.0%	100.0%	0	0.0%	0.0%	0.0%	0.0%
Unknown	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	100.0%	100.0%
Total	0	0.0%	0.0%	100.0%	100.0%	0	0.0%	0.0%	100.0%	100.0%
HMDA Totals										
Low	0	0.0%	0.0%	0.0%	0.0%	4	13.3%	5.6%	7.8%	4.7%
Moderate	0	0.0%	0.0%	0.0%	0.0%	6	20.0%	14.7%	21.2%	15.6%
Middle	25	83.3%	80.6%	81.9%	79.6%	7	23.3%	18.1%	26.1%	24.4%
Upper	5	16.7%	19.4%	18.1%	20.4%	13	43.3%	61.6%	28.8%	39.3%
Unknown	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	16.1%	16.0%
Total	30	100.0%	100.0%	100.0%	100.0%	30	100.0%	100.0%	100.0%	100.0%
SMALL BUSINESS										
By Tract Income										
Low	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	0.0%	0.0%
Moderate	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	0.0%	0.0%
Middle	13	76.5%	58.5%	82.1%	81.5%	1	50.0%	61.5%	79.8%	85.1%
Upper	4	23.5%	41.5%	16.1%	17.9%	1	50.0%	38.5%	20.2%	14.9%
Unknown	0	0.0%	0.0%	0.0%	0.0%	0	0.0%	0.0%	0.0%	0.0%
Tract Unknown	0	0.0%	0.0%	1.8%	0.6%	0	0.0%	0.0%	0.0%	0.0%
Total	17	100.0%	100.0%	100.0%	100.0%	2	100.0%	100.0%	100.0%	100.0%
By Revenue										
\$1 Million or Less	17	100.0%	100.0%	35.3%	47.5%	2	100.0%	100.0%	35.1%	54.7%
By Loan Size										
\$100,000 or less	13	76.5%	41.8%	91.9%	33.0%	2	100.0%	100.0%	91.2%	36.7%
\$100,001-\$250,000	3	17.6%	27.0%	4.8%	20.4%	0	0.0%	0.0%	3.5%	15.7%
\$250,001-\$1 Million-\$500k (Farm)	1	5.9%	31.2%	3.3%	46.7%	0	0.0%	0.0%	5.3%	47.6%
Total	17	100.0%	100.0%	100.0%	100.0%	2	100.0%	100.0%	100.0%	100.0%

Originations and Purchases

APPENDIX C

OTHER DEMOGRAPHIC AND LENDING TABLES

Assessment Area Demographics

Assessment Area: Warren

Income Categories	Tract Distribution		Families by Tract Income		Families < Poverty Level as % of Families by Tract		Families by Family Income	
	#	%	#	%	#	%	#	%
Low-income	0	0.0	0	0.0	0	0.0	2,300	21.1
Moderate-income	0	0.0	0	0.0	0	0.0	1,835	16.9
Middle-income	8	88.9	9,272	85.1	1,274	13.7	2,324	21.3
Upper-income	1	11.1	1,618	14.9	138	8.5	4,431	40.7
Unknown-income	0	0.0	0	0.0	0	0.0	0	0.0
Total Assessment Area	9	100.0	10,890	100.0	1,412	13.0	10,890	100.0
	Housing Units by Tract	Housing Types by Tract						
		Owner-Occupied		Rental		Vacant		
		#	%	%	#	%	#	%
Low-income	0	0	0.0	0.0	0	0.0	0	0.0
Moderate-income	0	0	0.0	0.0	0	0.0	0	0.0
Middle-income	14,411	9,383	84.8	65.1	3,716	25.8	1,312	9.1
Upper-income	2,278	1,678	15.2	73.7	404	17.7	196	8.6
Unknown-income	0	0	0.0	0.0	0	0.0	0	0.0
Total Assessment Area	16,689	11,061	100.0	66.3	4,120	24.7	1,508	9.0
	Total Businesses by Tract	Businesses by Tract & Revenue Size						
		Less Than or = \$1 Million		Over \$1 Million		Revenue Not Reported		
		#	%	#	%	#	%	#
Low-income	0	0.0	0	0.0	0	0.0	0	0.0
Moderate-income	0	0.0	0	0.0	0	0.0	0	0.0
Middle-income	1,254	86.8	1,122	87.9	95	77.2	37	80.4
Upper-income	191	13.2	154	12.1	28	22.8	9	19.6
Unknown-income	0	0.0	0	0.0	0	0.0	0	0.0
Total Assessment Area	1,445	100.0	1,276	100.0	123	100.0	46	100.0
	Percentage of Total Businesses:			88.3		8.5		3.2

Based on 2000 Census Information.

APPENDIX C (Continued)

Loan Distribution Table

Assessment Area: Warren

Income Categories	HMDA							
	By Tract Income				By Borrower Income			
	#	%	\$(000s)	%	#	%	\$(000s)	%
Home Purchase								
Low	0	0.0%	0	0.0%	3	42.9%	138	29.8%
Moderate	0	0.0%	0	0.0%	1	14.3%	86	18.6%
Middle	6	85.7%	399	86.2%	1	14.3%	48	10.4%
Upper	1	14.3%	64	13.8%	2	28.6%	191	41.3%
Unknown	0	0.0%	0	0.0%	0	0.0%	0	0.0%
Total	7	100.0%	463	100.0%	7	100.0%	463	100.0%
Refinance								
Low	0	0.0%	0	0.0%	3	12.5%	99	4.4%
Moderate	0	0.0%	0	0.0%	4	16.7%	279	12.4%
Middle	19	79.2%	1,757	78.4%	5	20.8%	394	17.6%
Upper	5	20.8%	485	21.6%	12	50.0%	1,470	65.6%
Unknown	0	0.0%	0	0.0%	0	0.0%	0	0.0%
Total	24	100.0%	2,242	100.0%	24	100.0%	2,242	100.0%
Home Improvement								
Low	0	0.0%	0	0.0%	0	0.0%	0	0.0%
Moderate	0	0.0%	0	0.0%	1	50.0%	3	23.1%
Middle	2	100.0%	13	100.0%	1	50.0%	10	76.9%
Upper	0	0.0%	0	0.0%	0	0.0%	0	0.0%
Unknown	0	0.0%	0	0.0%	0	0.0%	0	0.0%
Total	2	100.0%	13	100.0%	2	100.0%	13	100.0%
Multi-Family								
Low	0	0.0%	0	0.0%	0	0.0%	0	0.0%
Moderate	0	0.0%	0	0.0%	0	0.0%	0	0.0%
Middle	0	0.0%	0	0.0%	0	0.0%	0	0.0%
Upper	0	0.0%	0	0.0%	0	0.0%	0	0.0%
Unknown	0	0.0%	0	0.0%	0	0.0%	0	0.0%
Total	0	0.0%	0	0.0%	0	0.0%	0	0.0%
HMDA Totals								
Low	0	0.0%	0	0.0%	6	18.2%	237	8.7%
Moderate	0	0.0%	0	0.0%	6	18.2%	368	13.5%
Middle	27	81.8%	2,169	79.8%	7	21.2%	452	16.6%
Upper	6	18.2%	549	20.2%	14	42.4%	1,661	61.1%
Unknown	0	0.0%	0	0.0%	0	0.0%	0	0.0%
Total	33	100.0%	2,718	100.0%	33	100.0%	2,718	100.0%
SMALL BUSINESS								
	#	%	\$(000s)	%				
By Tract Income								
Low	0	0.0%	0	0.0%				
Moderate	0	0.0%	0	0.0%				
Middle	17	81.0%	1,665	71.5%				
Upper	4	19.0%	665	28.5%				
Unknown	0	0.0%	0	0.0%				
Total	21	100.0%	2,330	100.0%				
By Revenue								
\$1 Million or Less	19	90.5%	2,289	98.2%				
Over \$1 Million	1	4.8%	31	1.3%				
Not Known	1	4.8%	10	0.4%				
Total	21	100.0%	2,330	100.0%				
By Loan Size								
\$100,000 or less	15	71.4%	710	30.5%				
\$100,001 - \$250,000	4	19.0%	594	25.5%				
\$250,001 - \$1 Million	2	9.5%	1,026	44.0%				
Total	21	100.0%	2,330	100.0%				

Originations and Purchases

APPENDIX D

GENERAL INFORMATION

The Community Reinvestment Act (CRA) requires each federal financial supervisory agency to use its authority when examining financial institutions subject to its supervision, to assess the institution's record of meeting the credit needs of its entire community, including low- and moderate-income neighborhoods, consistent with safe and sound operation of the institution. Upon conclusion of such examination, the agency must prepare a written evaluation of the institution's record of meeting the credit needs of its community.

This document is an evaluation of the Community Reinvestment Act (CRA) performance of Cumberland Bank prepared by the Federal Reserve Bank of Atlanta, the institution's supervisory agency, as of June 26, 2006. The agency evaluates performance in assessment area(s), as they are delineated by the institution, rather than individual branches. This assessment area evaluation may include visits to some, but not necessarily all, of the institution's branches. The agency rates the CRA performance of an institution consistent with the provisions set forth in Appendix A to 12 CFR Part 228.

GLOSSARY

Aggregate lending: The number of loans originated and purchased by all reporting lenders in specified income categories as a percentage of the aggregate number of loans originated and purchased by all reporting lenders in the metropolitan area/assessment area.

Census tract: A small subdivision of metropolitan and other densely populated counties. Census tract boundaries do not cross county lines; however, they may cross the boundaries of metropolitan statistical areas. Census tracts usually have between 2,500 and 8,000 persons, and their physical size varies widely depending upon population density. Census tracts are designed to be homogeneous with respect to population characteristics, economic status, and living conditions to allow for statistical comparisons.

Community development: All Agencies have adopted the following language. Affordable housing (including multifamily rental housing) for low- or moderate-income individuals; community services targeted to low- or moderate-income individuals; activities that promote economic development by financing businesses or farms that meet the size eligibility standards of the Small Business Administration's Development Company or Small Business Investment Company programs (13 CFR 121.301) or have gross annual revenues of \$1 million or less; or, activities that revitalize or stabilize low- or moderate-income geographies.

Effective September 1, 2005, the Board of Governors of the Federal Reserve System, Office of the Comptroller of the Currency, and the Federal Deposit Insurance Corporation have adopted the following additional language as part of the revitalize or stabilize definition of community development. Activities that revitalize or stabilize-

- I. Low-or moderate-income geographies;
- II. Designated disaster areas; or
- III. Distressed or underserved nonmetropolitan middle-income geographies designated by the Board, Federal Deposit Insurance Corporation, and Office of the Comptroller of the Currency, based on-
 - a. Rates of poverty, unemployment, and population loss; or
 - b. Population size, density, and dispersion. Activities that revitalize and stabilize geographies designated based on population size, density, and dispersion if they help to meet essential community needs, including needs of low- and moderate-income individuals.

APPENDIX D (Continued)

Consumer loan(s): A loan(s) to one or more individuals for household, family, or other personal expenditures. A consumer loan does not include a home mortgage, small business, or small farm loan. This definition includes the following categories: motor vehicle loans, credit card loans, home equity loans, other secured consumer loans, and other unsecured consumer loans.

Family: Includes a householder and one or more other persons living in the same household who are related to the householder by birth, marriage, or adoption. The number of family households always equals the number of families; however, a family household may also include nonrelatives living with the family. Families are classified by type as either a married-couple family or other family, which is further classified into 'male householder' (a family with a male householder and no wife present) or 'female householder' (a family with a female householder and no husband present).

Full-scope review: Performance under the Lending, Investment, and Service Tests is analyzed considering performance context, quantitative factors (for example, geographic distribution, borrower distribution, and total number and dollar amount of investments), and qualitative factors (for example, innovativeness, complexity, and responsiveness).

Geography: A census tract delineated by the United States Bureau of the Census in the most recent decennial census.

Home Mortgage Disclosure Act (HMDA): The statute that requires certain mortgage lenders that do business or have banking offices in a metropolitan statistical area to file annual summary reports of their mortgage lending activity. The reports include such data as the race, gender, and the income of applications, the amount of loan requested, and the disposition of the application (for example, approved, denied, and withdrawn).

Home mortgage loans: Includes home purchase and home improvement loans as defined in the HMDA regulation. This definition also includes multifamily (five or more families) dwelling loans, loans for the purchase of manufactured homes and refinancings of home improvement and home purchase loans.

Household: Includes all persons occupying a housing unit. Persons not living in households are classified as living in group quarters. In 100 percent tabulations, the count of households always equals the count of occupied housing units.

Limited-scope review: Performance under the Lending, Investment, and Service Tests is analyzed using only quantitative factors (for example, geographic distribution, borrower distribution, total number and dollar amount of investments, and branch distribution).

Low-income: Individual income that is less than 50 percent of the area median income, or a median family income that is less than 50 percent, in the case of a geography.

Market share: The number of loans originated and purchased by the institution as a percentage of the aggregate number of loans originated and purchased by all reporting lenders in the metropolitan area/assessment area.

APPENDIX D (Continued)

Metropolitan area (MA): A metropolitan statistical area (MSA) or a metropolitan division (MD) as defined by the Office of Management and Budget. A MSA is a core area containing at least one urbanized area of 50,000 or more inhabitants, together with adjacent communities having a high degree of economic and social integration with that core. A MD is a division of a MSA based on specific criteria including commuting patterns. Only a MSA that has a population of at least 2.5 million may be divided into MDs.

Middle-income: Individual income that is at least 80 percent and less than 120 percent of the area median income, or a median family income that is at least 80 percent and less than 120 percent, in the case of a geography.

Moderate-income: Individual income that is at least 50 percent and less than 80 percent of the area median income, or a median family income that is at least 50 percent and less than 80 percent, in the case of a geography.

Multifamily: Refers to a residential structure that contains five or more units.

Other products: Includes any unreported optional category of loans for which the institution collects and maintains data for consideration during a CRA examination. Examples of such activity include consumer loans and other loan data an institution may provide concerning its lending performance.

Owner-occupied units: Includes units occupied by the owner or co-owner, even if the unit has not been fully paid for or is mortgaged.

Qualified investment: A qualified investment is defined as any lawful investment, deposit, membership share, or grant that has as its primary purpose community development.

Rated area: A rated area is a state or multistate metropolitan area. For an institution with domestic branches in only one state, the institution's CRA rating would be the state rating. If an institution maintains domestic branches in more than one state, the institution will receive a rating for each state in which those branches are located. If an institution maintains domestic branches in two or more states within a multistate metropolitan area, the institution will receive a rating for the multistate metropolitan area.

Small loan(s) to business(es): A loan included in 'loans to small businesses' as defined in the Consolidated Report of Condition and Income (Call Report) and the Thrift Financial Reporting (TFR) instructions. These loans have original amounts of \$1 million or less and typically are either secured by nonfarm or nonresidential real estate or are classified as commercial and industrial loans. However, thrift institutions may also exercise the option to report loans secured by nonfarm residential real estate as "small business loans" if the loans are reported on the TFR as nonmortgage, commercial loans.

Small loan(s) to farm(s): A loan included in 'loans to small farms' as defined in the instructions for preparation of the Consolidated Report of Condition and Income (Call Report). These loans have original amounts of \$500,000 or less and are either secured by farmland, or are classified as loans to finance agricultural production and other loans to farmers.

Upper-income: Individual income that is more than 120 percent of the area median income, or a median family income that is more than 120 percent, in the case of a geography.