

**UNITED STATES OF AMERICA**  
**BEFORE THE BOARD OF GOVERNORS OF THE FEDERAL RESERVE SYSTEM**  
**WASHINGTON, D.C.**

In the Matter of	)	Docket No. 98-009-E-I1
JEROME C. BECHSTEIN	)	
An Institution-Affiliated	)	Order of Prohibition
Party of the former	)	Issued Upon Consent Pursuant to
Towne Bank	)	the Federal Deposit Insurance
Perrysburg, Ohio	)	Act, as Amended
and	)	
Towne Bancorp, Inc.	)	
Perrysburg, Ohio	)	

WHEREAS, pursuant to sections 8(e) and (i)(3) of the Federal Deposit Insurance Act, as amended (the "FDI Act") (12 U.S.C. 1818(e) and (i)(3)), the Board of Governors of the Federal Reserve System (the "Board of Governors") issues this Order of Prohibition (the "Order") against Jerome C. Bechstein ("Bechstein"), former president, chief executive officer, director, and institution-affiliated party, as defined in sections 3(u) and 8(b)(3) of the FDI Act (12 U.S.C. 1813(u) and 1818(b)(3)), of the former Towne Bank, Perrysburg, Ohio ("Towne"), a state-chartered bank that was a member of the Federal Reserve System, and Towne Bancorp, Inc., Perrysburg, Ohio ("Bancorp"), formerly a registered bank holding company, due to Bechstein's alleged participation in violations of law and unsafe or unsound practices regarding the lending function at Towne; and

WHEREAS, by affixing his signature hereunder, Bechstein has consented to the issuance of this Order by the Board of Governors and has waived any and all rights he might otherwise have pursuant to 12 U.S.C. 1818 and 12 C.F.R. Part 263, or otherwise (a) to the issuance of a notice of intent to prohibit on any matter set forth in this Order; (b) to a hearing for the purpose of taking evidence with respect to any matter implied or set forth in this Order; (c) to obtain judicial review of this Order or any provision hereof; (d) to challenge or contest in any manner the basis, issuance, validity, terms, effectiveness or enforceability of this Order or any provision hereof; and (e) to any and all claims for fees or expenses related to this Order against Towne, its successor, the Exchange Bank, Luckey, Ohio ("Exchange"), or Bancorp or its successors, whether arising in common law or under the terms of any statute, including, but not limited to, Ohio state law.

NOW, THEREFORE, prior to the taking of any testimony or adjudication of or finding on any issue of fact or law implied or set forth herein, and without this Order constituting an admission of any allegation made or implied by the Board of Governors in connection herewith, and solely for the purpose of settlement of this matter without protracted or extended proceedings:

IT IS HEREBY ORDERED, pursuant to sections 8(e), (i)(3), and (j) of the FDI Act (12 U.S.C. 1818(e), (i)(3), and (j)), that:

1. Bechstein, without the prior written approval of the Board of Governors and, where necessary pursuant to section 8(e)(7)(B) of the FDI Act (12 U.S.C. 1818(e)(7)(B)), another federal financial institution regulatory agency, is hereby and henceforth prohibited:

(a) From participating in any manner in the conduct of the affairs of any institution or agency specified in section 8(e)(7)(A) of the FDI Act (12 U.S.C. 1818(e)(7)(A)), including, but not limited to, any insured depository institution, or depository institution holding company;

(b) from soliciting, procuring, transferring, attempting to transfer, voting or attempting to vote any proxy, consent, or authorization with respect to any voting rights in any institution described in section 8(e)(7)(A) of the FDI Act;

(c) from violating any voting agreement previously approved by any federal banking agency; or

(d) from voting for a director, or serving or acting as an institution-affiliated party, as defined in

section 3(u) of the FDI Act, such as an officer, director or employee, in any institution described in section 8(e)(7)(A) of the FDI Act.

2. Any violation of this Order shall separately subject Bechstein to appropriate criminal or civil penalties or both under section 8 of the FDI Act (12 U.S.C. 1818).

3. This Order, and each and every provision hereof, is and shall remain fully effective and enforceable until expressly stayed, modified, terminated or suspended in writing by the Board of Governors.

4. All communications regarding this Order shall be addressed to:

(a) Mr. R. Chris Moore  
Senior Vice President  
Federal Reserve Bank of Cleveland  
1455 East Sixth Street  
Cleveland, Ohio 44101

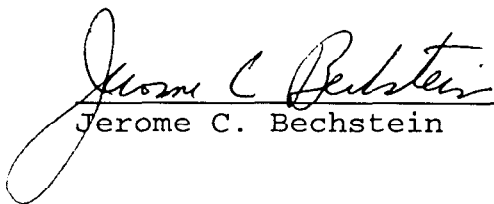
(b) Mr. Jerome C. Bechstein  
16967 Bowling Green Road West  
Bowling Green, Ohio 43402

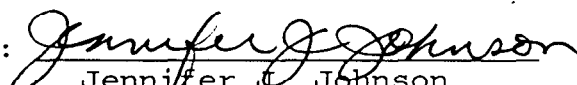
5. The provisions of this Order shall not bar, estop, or otherwise prevent the Board of Governors or any federal or state agency or department from taking any other action affecting

Bechstein, Towne, Exchange, Bancorp or any former or current institution-affiliated parties thereof.

By order of the Board of Governors effective this  
13<sup>th</sup> day of October, 1998.

BOARD OF GOVERNORS OF THE  
FEDERAL RESERVE SYSTEM

  
\_\_\_\_\_  
Jerome C. Bechstein

By:   
\_\_\_\_\_  
Jennifer G. Johnson  
Secretary of the Board