STATE OF CALIFORNIA

DEPARTMENT OF FINANCIAL INSTITUTIONS

In the Matter of ALL CALIFORNIA STATE CHARTERED BANKS	))))))	ORDER OF EXEMPTION

Pursuant to Financial Code Section 697, the offer and sale of securities by California state-chartered banks (Banks) to (i) the Small Business Lending Fund, U.S. Department of the Treasury, (SBLF) under the Small Business Jobs Act of 2010 (SBJA); and (ii), if necessary, the issuance of securities to any holder of any warrants or other rights that are initially sold to the SBLF under the SBJA upon the exercise of the warrants or other rights, are hereby ordered to be exempted from the provisions of Section 691 of the Financial Code as not being comprehended within the purposes of Article 6 (commencing with Section 690), Chapter 5, Division 1 of the Financial Code and the regulation of which is not necessary or appropriate in the public interest or for the protection of investors.

This Order is effective immediately and shall remain in effect until revoked, amended, superseded, suspended, or supplemented by further order of the Commissioner of Financial Institutions ("Commissioner"). The Commissioner may, by written order, withhold the availability of this Order to one or more Banks.

Dated: May 31, 2011.

WILLIAM S. HARAF
Commissioner of Financial Institutions