

W. TIMOTHY FINN II

FINANCIAL MANAGEMENT
CONSULTING GROUP

483 Emerald Hill Lane
Russell Springs, Kentucky 42642

270/ 866-2566
270/ 866-4624 fax

tim@fmcgrp.com

W. TIMOTHY FINN II

PROFESSIONAL EXPERIENCE

Financial Management Consulting Group Russell Springs, Kentucky	Principal 1988 - Present
Furash & Company Washington, D.C.	Consulting Associate 1986 - 2002
Professional Bank Services Louisville, Kentucky Chicago, Illinois	Executive Vice President Director - Consulting Services 1979 - 1988
Deposit Bank of Pleasureville Pleasureville, Kentucky	Senior Executive Officer 1971 - 1979
Peoples Bank Bagdad, Kentucky	Vice President 1971 - 1977

EDUCATIONAL EXPERIENCE

Centre College Danville, Kentucky	B.A., Economics May 1971
--------------------------------------	-----------------------------

Mr. Finn attended University of Louisville School of Law, completing three years of study in a four year night school program from 1971 to 1974, while being employed as a bank officer. Mr. Finn has attended numerous banking industry seminars on a wide variety of bank related topics over his 40+ years in the banking industry.

PROFESSIONAL DESIGNATIONS

General Securities Representative General Securities Principal	National Association of Securities Dealers, 1986
---	---

OTHER INTERESTS

Centre College Danville, Kentucky	Member President's Council
Lindsey Wilson College Columbia, Kentucky	Guest Lecturer Economics Department

W. TIMOTHY FINN II

REPRESENTATIVE ENGAGEMENTS

Strategic Planning —

A de novo community was performing satisfactory after three years of operation. We embarked upon a twelve year consulting relationship, focused on achieving high performance. Management had a significant ownership position, and was receptive to our recommendations about improving earnings and share value. The Bank produced a ten (10) year average Return on Assets of 1.97%. A major reason for those results was our approach to margin management and strategic planning.

Problem Bank Assistance —

A community bank Board was misled by its CEO about lending and asset quality matters. Audits and OCC examinations failed to detect serious financial consequences. When matters finally surfaced, the Bank was insolvent and faced tremendous adverse duress from its regulator. Our firm assisted the Board in developing a Capital Restoration Plan and recruiting new management to execute the Plan. We garnered a group of experts, including special counsel, forensic accountants, and other experts to assist with fidelity bond recovery, defense of civil money penalties against the Directors that saved the Bank, and rehabilitation of the Bank generally.

After Directors recapitalized the Bank with \$10 Million, the OCC attacked again, claiming the Bank was on the verge of failure. Armed with an FMC Loan Review, our firm convinced the FDIC and Kentucky Department of Financial Institutions to grant a state charter. After three years of major turmoil and unwarranted adversity from the OCC¹, the Bank survived, and was listed in the ABA Banking Journal as one of the top ten community banks in the country. The Bank eventually was acquired by a competitor at a price of \$22 Million that confirmed the value of our efforts, and the accuracy of our loan review.

¹The OCC brought over 15 enforcement actions against parties connected to First National Bank of Northern Kentucky, including seven actions for Civil Money Penalties against former Directors and consultants that were instrumental in recapitalizing and saving the Bank. Because FMC's Loan Review was a major embarrassment to the OCC, FMC was subjected to the Cease and Desist Action for that Loan Review, conducted by consultants that were former FDIC senior officials. That Loan Review was the basis for the Bank being granted a state charter, FDIC insurance, and eventually being sold for \$22 Million, while the OCC contended the Bank was insolvent.

W. TIMOTHY FINN II

REPRESENTATIVE ENGAGEMENTS (cont'd)

De Novo Assistance —

Over the past 30 years, we have been involved with over 20 start-up banks, providing feasibility/marketing studies, preparing Business Plans and Regulatory Applications, and doing whatever it takes to help Organizers become successful bankers. Our experience with new charters expedites the regulatory and business process of getting a bank open.

Corporate Renovation —

A thrift operating as a mutual holding company, was struggling with corporate purpose, and with lending philosophies that produced asset quality issues. Over a gradual, four year transition, we lead the Board through a maze of alternatives, ending as a publicly owned company that has substantially enhanced shareholder value. The Company has built a management team that is aggressively pursuing numerous opportunities, and has a vision for further enhancing shareholder value on a sustained and beneficial basis.

Litigation Bank Defense —

- A bank was sued because the owner of a mobile home and the vendor of that mobile home had a disagreement about repairs; nothing to do with the financial terms between the debtor and creditor. We prepared a report analyzing the credit relationship that lead to prompt settlement.
- A bank was sued after spending over a year counseling and working with a default borrower. We prepared a report analyzing the credit relationship that lead to prompt settlement.
- A bank was sued for lender liability issues relating to a large development construction loan. We conducted an investigation and determined the borrower submitted fraudulent draw requests and other financial information. The claim was dismissed.

We believe that banks should collect the loans they make, when they act commercially reasonable. We believe that banks should be entitled to recovery and should not be subject to false claims from the customers they assist day in and day out. When banks operate in a commercially reasonable manner, they should be afforded protection from assertions of improper conduct.

W. TIMOTHY FINN II

REPRESENTATIVE ENGAGEMENTS (cont'd)

Litigation Plaintiff Assistance —

- A company was sued and property repossessed for being in default on a loan agreement. We analyzed the credit transaction and determined that the bank had caused the default.
- A bank recommended a young couple switch home builders, then advanced construction draws while inspecting the wrong project. The couple ended up with 50% of a home and 100% of the debt. We prepared a report about industry standards of construction lending, and the bank settled.
- A borrower was provided a faulty note, the terms of which were mathematically wrong, and he was sued for failure to comply with improper terms. We conducted an analysis of the transaction, prepared a report noting the errors, and the bank offered an equitable settlement.
- A borrower was provided a home loan on a condominium that was not legally inhabitable, and was sued for failure to make payments on a home she could not occupy. The bank had hastened to make the improper loan due to poor financial condition of the builder/seller on which the bank had the construction loan. We prepared a report outlining industry standards for residential lending, and the bank offered an equitable settlement.

Our approach to accepting Lender Liability cases against financial institutions is that the client must demonstrate to us, in a clear fashion, that the bank stepped outside the bounds of commercial reasonableness. We believe that banks have a duty to be commercially reasonable, and if they clearly fail to meet that standard, they should be held accountable. We also believe that banks can make mistakes, and that when they do, they need to own up to those mistakes, make the customer whole, and move on.

W. TIMOTHY FINN II

REPRESENTATIVE ENGAGEMENTS (cont'd)

Recruitment —

A small rural community bank was underperforming and having regulatory difficulties. We were requested to conduct a strategic assessment of the company to determine the basis for problems and present strategic alternatives. It was abundantly clear that management was the problem, as agreed by the Board. A mutually acceptable termination was facilitated, and a search for capable management was successfully conducted. There were many issues along the way that presented difficulty for the Board, and these matters were successfully overcome. New management moved the bank to a more acceptable level of performance.

Investment Banking —

A \$200+ Million community bank had the opportunity to acquire \$100 Million in deposits from an institution exiting the market. The Bank requested our assistance in analyzing the opportunity, and after careful review, we recommended the purchase. The Bank's Board after first rejecting the recommendation, eventually approved, resulting in a successful purchase, which increased earnings of the Bank 70% in two years.

Investment Banking —

We provide bank clients with stock valuations for various purposes, including equity management projects such as stock redemption programs, 401(k) valuations. We stay abreast of value trends of bank stocks both on a whole bank purchase basis, and on a per share basis.

W. TIMOTHY FINN II

SPEAKING ENGAGEMENTS

Tennessee Bankers Association Sales & Marketing Conference	April 1993 Crossville, Tennessee
Federal Financial Institutions Examination Council Risk Management Planning Seminar	November 1993 Los Angeles, California
Farm Credit Council Services Group of 20/Star Group	January 1994 New Orleans, Louisiana
Farm Credit Bank - Columbia, South Carolina Planning Council Meeting	May 1994 Atlanta, Georgia
Farm Credit Council Association Finance Officer Institute	May 1994 Oakland, California
Farm Credit Council Association Credit Officer Institute	August 1994 Breckenridge, Colorado
North Carolina Alliance 94 Management Team Conference	October 1994 Pinehurst, North Carolina
Vedder, Price, Kaufman & Kammholz 5th Annual Banking Law Update	December 1994 Springfield, Illinois
University of Kentucky College of Law Legal Issues for Financial Institutions	April 2003 Lexington, Kentucky

W. TIMOTHY FINN II

PUBLICATIONS

ABA Banking Journal <i>"How to Better Use Your Bank's Resources"</i>	August 1989
ABA Banking Journal <i>"Get Rid of Reg Q Remnants"</i>	February 1990
ABA Banking Journal <i>"Managing the Margin"</i>	April 1992
American Banker <i>"Pricing Strategy ... Keys to Profits at Small Banks"</i>	January 1994
Farm Credit Council - Financial Services Industry Outlook <i>"Trends in Community Banking"</i>	June 1994
American Bankers Association - Community Bank Tools <i>"Strategic Planning for Community Banks"</i>	March 1998
"Critical Assessment of Kentucky Credit Unions" Research Paper for Kentucky Bankers Association	October 2003
"Credit Union Update 2003" Research Paper for Kentucky Bankers Association	July 2004
Kentucky Banker <i>"Effective Strategic Planning"</i>	September 2005
State Bank Performance Reports for all banks in 42 states and savings institutions in the Southeast U.S.	Quarterly since 1999

W. TIMOTHY FINN II

LITIGATION ENGAGEMENTS

Engagements Prior to 2000

F.D.I.C. v. Henry F. Healey, Jr., et al
United States District Court for the District of Connecticut, Hartford, CT
Expert Report
Director Liability

The Cumberland Federal Savings Bank v. National Financial Realty Co.
Jefferson Circuit Court, Louisville, KY
Research
Lender Liability

In Re Application of Fana Holtz, et al
State of Florida, Division of Administrative Hearings, Miami, FL
[Subject to Confidentiality Order]
Deposition & Trial
Change of Control

National Economic Research Associates, Inc. v. Stearns, Weaver, et al
United States District Court for Southern District of New York, New York, NY
Deposition & Trial
Expert Competency

High Point Bank and Trust Company v. John C. Hill and Velna Hill
North Carolina General Court of Justice, Superior Court, Guilford County, NC
Expert Report
Depository Standard of Care

Bass v. Duggan, et al
State of Alabama, Circuit Court of Covington County, Andalusia, AL
Research
Depository Standard of Care

W. TIMOTHY FINN II

LITIGATION ENGAGEMENTS (cont'd)

Josephine Bancshares, Inc. v. Robert M. Blatt, et al
Floyd Circuit Court, Prestonsburg, KY
Deposition & Trial
Stock Valuation

State Bank and Trust Company v. Dr. John S. Baughman III, et al
Mercer Circuit Court, Harrodsburg, KY
Deposition
Stock Valuation

F.D.I.C. v. Ornstein, et al
United States District Court, Eastern District of New York, New York, NY
Deposition
Director Liability

Engagements Since 2000

DDR Rental and Leasing, Inc. v. The Huntington National Bank
Jefferson Circuit Court, Division Eight, Louisville, KY
Deposition
Lender Liability
March 2000

Commonwealth Bancshares, Inc., et al v. National City Bank, et al
Jefferson Circuit Court, Division Eight, Louisville, KY
Expert Report
Stock Valuation
May 2000

Estate of Pasquale R. Vilardo v. Fifth Third Bank of Northern Kentucky
Kenton Circuit Court, Covington, KY
Expert Report
Depository Standard of Care
June 2001

W. TIMOTHY FINN II

LITIGATION ENGAGEMENTS (cont'd)

Willmott Hardwoods, Inc. v. Farmers Bank and Trust Company
Scott Circuit Court, Georgetown, KY
Expert Report
Lender Liability
August 2001

Martha Shartzler v. Key Corp.
Warren Circuit Court, Bowling Green, KY
Expert Report
Lender Fraud
November 2001

Raymond Peter Farrell, et al v. Crestar Mortgage Corporation
Circuit Court of Loudoun County, VA
Expert Report
Lender Liability
August 2002

First Capital Bank of Kentucky v. CM Construction, Inc.
Jefferson Circuit Court, Louisville, KY
Litigation Consultant
Deposit Practices
August 2002

Mandie J. Hill, et al v. TSC Properties, Ltc., et al
Court of Common Pleas, Hamilton County, OH
Expert Report
Lender Liability
March 2003

Baumgardner v. Wilson & Muir Bank & Trust Co., et al
Hardin Circuit Court Division I, Elizabethtown, KY
Litigation Consultant
Lender Liability
March 2003

W. TIMOTHY FINN II

LITIGATION ENGAGEMENTS (cont'd)

Wesley and Wanda Rogers v. Huntington National Bank
Court of Common Pleas, Madison County, OH
Deposition
Lender Liability
June 2003

Leitchfield Deposit Bank v. Lakeview Golf, Inc.
Grayson Circuit Court, Leitchfield, KY
Litigation Consultant
Lender Liability
November 2003

Fifth Third Bank v. A-A Paving and Contracting Inc., et al
Greenup Circuit Court, Ashland, KY
Expert Report
Lender Liability
November 2003

Stifel Nicolaus & Co. v. Community Trust Bank, et al
United States District Court for the Eastern District of Kentucky, Pikeville, KY
Expert Report
Customer Fraud
March 2004

Healthcare Transport, et al v. Old National Bank
Henderson Circuit Court, Henderson, KY
Litigation Consultant
Lender Liability
March 2004

Thomas O. Eifler Sr., et al v. Area Bancshares Corporation, et al
Jefferson Circuit Court Division 12, Louisville, KY
Litigation Consultant
Investment Services
March 2004

W. TIMOTHY FINN II

LITIGATION ENGAGEMENTS (cont'd)

Heritage Woods of South Carolina v. Palmetto State Bank, et al
Court of Common Pleas, Beaufort County, SC
Expert Report
Depository Standard of Care
June 2004

First National Bank of Manitowoc v. The Cincinnati Insurance Company
United States District Court, Eastern District of Wisconsin, Green Bay, WI
Expert Report and Deposition
Fidelity Bond Claim
August 2004

Acuity, A Mutual Insurance Company v. Planters Bank, Inc.
United States District Court, Western District of Kentucky, Louisville, KY
Expert Report
Lender Setoff
December 2004

Albert Wang v. Michael C. Shen, et al
Superior Court of the State of California, County of Santa Clara, CA
Litigation Consultant
Deposit Practices
Subject to Confidentiality Order
January 2005

Excel, Inc. v. National City Corporation, aka National City Bank, et al
Court of Common Pleas, Civil Division, Franklin County, OH
Litigation Consultant
Customer Fraud
May 2005

W. TIMOTHY FINN II

LITIGATION ENGAGEMENTS (cont'd)

Standard Federal Bank N.A., v. Oram Joint Venture, et al
Oakland County Circuit Court, Oakland County, MI
Expert Report and Deposition
Lender Liability
May 2005

Independence Bank v. Westfield Insurance Company
Court of Common Pleas, Civil Division, Franklin County, OH
Litigation Consultant
Fidelity Bond Claim
August 2005

Kentucky Fair Plan Reinsurance Association v. JP Morgan Chase Bank
Jefferson Circuit Court, Division Five, Louisville, KY
Expert Report
Depository Standard of Care
August 2005

National City Bank v. Testique, Inc., dba Adhesive Consultants, et al
Court of Common Pleas, Summit County, OH
Expert Report and Deposition
Lender Liability
September 2005

Jessie and Leora Meeks v. Fleetwood Retail Corp. Of Kentucky and Community
Trust Bancorp, Inc.
United States District Court, Southern District of West Virginia, Charleston, WV
Expert Report
Predatory Lending and Lender Liability
November 2005

W. TIMOTHY FINN II

LITIGATION ENGAGEMENTS (cont'd)

Cincinnati Insurance Company v. Community Financial Services, Inc.
United States District Court, Western District of Kentucky, Paducah, KY
Litigation Consultant, Expert Report and Deposition
Fidelity Bond Claim
February 2006

Richard & Valerie White v. Whitaker Bank, Inc.
Fayette Circuit Court, Division 8, Lexington, KY
Litigation Consultant
Lender Liability
May 2006

Tradition Bank v. Dr. Elgan Baker
Montgomery Circuit Court, Winchester, KY
Litigation Expert
Bank Fraud
November 2006

Richard J. O'Donnell v CFBank
American Arbitration Association,
Southeast Case Management Center, Cincinnati, OH
Expert Report
Employment Termination
November 2006

First Federal Bank of Ohio v. John Angelini, Jr.
Common Pleas Court, Crawford County, OH
Deposition
Lender Liability
December 2006

W. TIMOTHY FINN II

LITIGATION ENGAGEMENTS (cont'd)

Ohio Casualty Insurance Co., et al v. THE BANK - Oldham County, Inc., et al
Oldham Circuit Court, La Grange, KY
Litigation Consultant
Depository Standard of Care
December 2006

Virginia Devlin v. Northeast Mortgage Corp., et al
Superior Court, Judicial District of Waterbury, Waterbury, CT
Litigation Consultant and Expert Report
Lender Liability
January 2007

Larry Sutherland, et al v. Harrodsburg First Financial Bancorp
Anderson Circuit Court, Frankfort, KY
Litigation Consultant and Expert Report
Securities Disclosure
July 2007

Jesse Land II and Paula Land v. Farmers State Bank and Harvey Hensley
Owsley Circuit Court, Booneville, KY
Litigation Consultant and Expert Report
Lender Liability
January 2008

Integrity Bank v. Q4 Industries, et al
State Court, Fulton County, GA
Litigation Consultant and Expert Report
Lender Liability
May 2008

Anthony Valaitis v. Third Federal Savings & Loan
Court of Common Pleas, Lake County, OH
Expert Report and Opinions
Lender Liability
July 2008

W. TIMOTHY FINN II

LITIGATION ENGAGEMENTS (cont'd)

Fifth Third Bank v. General Bag Corporation
Court of Common Pleas, Cuyahoga County, OH
Expert Report & Trial Testimony
Depository Standard of Care
August 2008

United Bank & Trust Company v. Eric Laubis, et al
Woodford Circuit Court, KY
Expert Report
Lender Liability
August 2008

William Walters v. Naheola Credit Union
Circuit Court, Choctaw County, AL
Research and Expert Report
Depository Standard of Care
August 2008

Jeffrey S. Wright and Holly Wright v. F & M Bank
Robertson County Chancery Court, TN
Expert Report
Lender Liability
March 2009

Associated Warehousing, Inc. v. Banterra Bank
United States District Court, Paducah, KY
Expert Report
Lender Liability
June 2009

W. TIMOTHY FINN II

LITIGATION ENGAGEMENTS (cont'd)

Wilson & Muir Bank & Trust Co. v. Travelers Casualty & Surety Co. Of America
United States District Court, Louisville, KY
Expert Report & Deposition
Depository Standard of Care
July 2009

JP Morgan Chase Bank, N.A. v. MAL Corporation and Milton A. Levenfeld
United States District Court, Chicago, IL
Expert Report & Deposition
Depository Standard of Care
July 2009

Patricia G. Hereford v. People's Trust Company (a/k/a MainSource Bank)
Jefferson Circuit Court, Madison, IN
Expert Report & Deposition
Lender Liability
November 2009

U.S. Bank, N.A. v. Nighteyes, Inc., et al
Fayette Circuit Court, Lexington, KY
Litigation Consultant & Expert Report
Lender Liability
November 2009

Carolina First Bank v. Charles S. McCue, et al
Court of Common Pleas, Fourteenth Judicial Circuit
County of Beaufort, SC
Litigation Consulting
Lender Liability
January 2010

James M. Kelly v. Charterbank
Troup County Superior Court, LaGrange, GA
Litigation Consulting and Expert Report
Depository Standard of Care
January 2010

W. TIMOTHY FINN II

LITIGATION ENGAGEMENTS (cont'd)

Bridgepointe Condominiums, Inc. et al v. Integra Bank N.A., et al
Jefferson Circuit Court, Louisville, KY
Litigation Consulting
Lender Liability
February 2010

The Kentucky Baptist Foundation et al v. The Cecilian Bank, et al
Hart Circuit Court, Munfordville, KY
Litigation Consulting and Expert Report
Depository Standard of Care
February 2010

World of Pentecost v. David A Thompson, et al
Franklin County Common Pleas Court, Columbus, OH
Litigation Consulting and Expert Report
Credit Fraud
March 2010

Bank of America v. First Mutual Bancorp of Illinois, Inc., et al
United States District Court, Northern District of Illinois
Litigation Consulting Expert
Failed Bank Analysis
July 2010

Eclipse Bank, Inc. v. Mark E. Mitchell, et al
Jefferson Circuit Court, Louisville, KY
Litigation Consulting and Expert Report
Lending Procedures
July 2010

Ron J. Bell, et al v. BB&T, et al
Oldham Circuit Court, LaGrange, KY
Expert Witness
Lender Standard of Care
August 2010

W. TIMOTHY FINN II

LITIGATION ENGAGEMENTS (cont'd)

Inter Mountain Cable, Inc. v. SpanPro, Inc. and Huntington National Bank
Boone Circuit Court, Burlington, KY
Expert Report and Deposition
Lender Standard of Care
February 2011

Estate of Margaret S. Dumstorf v. George W. Dumstorf, Jr. and Stock Yards Bank
Jefferson Circuit Court, Louisville, KY
Expert Report
Lender Standard of Care
Fiduciary Duty
March 2011

Southland Medical Services, Inc. v. Bank of Vernon, et al
United States District Court, Northern District of Alabama
Expert Report and Deposition
Depository Standard of Care
April 2011

First Federal Savings Bank v. Kamal Moulana, et al
Hardin Circuit Court, Elizabethtown, KY
Expert Report
Lender Liability
April 2011

First Federal Savings Bank v. Phillip H. Marshall, Jr., et al
Oldham Circuit Court, LaGrange, KY
Litigation Consultant
Lender Standard of Care
May 2011

Monte Seth Carmical v. Home Federal Bank
Harlan Circuit Court, Harlan, KY
Expert Report
Lender Standard of Care
June 2011

W. TIMOTHY FINN II

LITIGATION ENGAGEMENTS (cont'd)

Forcht Bank, N.A. v. Bancinsure, Inc.
United States District Court, Eastern Division of Kentucky
Expert Report
Lender Standard of Care
June 2011

Nancy Brock Forcht v. Forcht Bank, N.A.
Jefferson Circuit Court, Louisville, Kentucky
Expert Opinions and Deposition
Lender Standard of Care
July 2011

Billie W. Wade v. Citizens Union Bancorp of Shelbyville, Inc., et al
Shelby Circuit Court, Shelbyville, Kentucky
Expert Report
Management Study Review
August 2011

Frank Vala & Taimax of Illinois, Inc. v. Marine Bank, et al
Circuit Court for the Seventh Judicial Circuit, Sangamon County, Illinois
Expert Report
Lender Standard of Care
March 2012

Great American Insurance Company v. PBI Bank, Inc., et al
United States District Court, Western District of Kentucky
Expert Report
Fraudulent Practices
March 2012