

**UNITED STATES OF AMERICA
DEPARTMENT OF THE TREASURY
OFFICE OF THE COMPTROLLER OF THE CURRENCY**

In the Matter of:)
Lewis Edward Mitchell)
Former Senior Vice President)
Riverside National Bank of Florida)
Fort Pierce, Florida)

STIPULATION AND CONSENT ORDER

WHEREAS, the Comptroller of the Currency of the United States of America (Comptroller) believes that grounds exist to initiate cease and desist proceedings against Lewis Edward Mitchell (Mitchell) pursuant to 12 U.S.C. § 1818(b) (as amended) as a result of certain transactions between Mitchell and Pamela Burnett, now deceased (the “Grounds”); and

WHEREAS, in the interest of cooperation and to avoid the costs associated with any formal administrative or judicial proceedings with respect to the above matter, the Comptroller and Mitchell desire to enter into this Stipulation and Consent Order (Order);

NOW, THEREFORE, in consideration of the above premises, it is stipulated by and between the Comptroller, through his duly authorized representative, and Mitchell that:

Article I

JURISDICTION

(1) Mitchell was formally Senior Vice President of Riverside National Bank of Florida, Fort Pierce, Florida (Bank) and is an “institution-affiliated party” of the Bank as that term is defined in 12 U.S.C. § 1813(u), having served in such capacity within six (6) years from the date hereof (see 12 U.S.C. § 1818(i)(3)).

(2) The Bank is a national banking association, chartered and examined by the Comptroller, pursuant to the National Bank Act of 1864, as amended, 12 U.S.C. § 1 et seq. Accordingly, the Bank is an “insured depository institution” as that term is defined in 12 U.S.C. § 1813(c)(2).

(3) Pursuant to 12 U.S.C. § 1813(q), the Comptroller is the “appropriate Federal banking agency” to maintain an enforcement proceeding against institution-affiliated parties of the Bank, and Mitchell is subject to the authority of the Comptroller to initiate and maintain an enforcement proceeding against him pursuant to 12 U.S.C. § 1818(b) with respect to matters arising in the course of his employment by the Bank.

Article II

PRIOR NOTICE

Pursuant to the authority vested in him by the Federal Deposit Insurance Act, as amended, 12 U.S.C. § 1818(b), the Comptroller hereby orders that:

(1) Prior to accepting any position that causes him to become an “institution-affiliated party” (as defined in 12 U.S.C. § 1813(u)) of any institution or agency specified in 12 U.S.C. § 1818(e)(7)(A), Mitchell shall provide the chief executive officer of the institution or agency with a copy of this Order.

(2) Within ten (10) days after his acceptance of any position described in paragraph (1), Mitchell shall provide written notice of such acceptance to the Director of the Enforcement and Compliance Division, 250 E Street, SW, Washington, DC 20219, along with a written certification of his compliance with paragraph (1).

Article III

DUTIES AND RESPONSIBILITIES

It is further ordered that in the event Mitchell becomes an “institution-affiliated party” as defined in 12 U.S.C. § 1813(u), he shall comply with the following provisions:

(1) Mitchell shall adhere to the conflict of interest policies of any insured depository institution or agency with which he may become affiliated or seek and receive written permission from appropriate authorized individuals to do otherwise.

(2) Mitchell shall not engage in any outside employment or accept any monies from customers of the insured depository institution or agency without the prior written consent from appropriate authorized officials of the insured depository institution or agency.

(3) Mitchell shall fulfill his fiduciary duties to any insured depository institution or agency with which he may become affiliated and shall refrain from any practice or transaction in which his personal interests conflict with those of the institution.

(4) If, at any time, Mitchell is uncertain whether a situation implicates paragraphs 1 through 3 of this Article, or if Mitchell is uncertain about his duties arising from such paragraphs, he shall consult and seek written advice of management or counsel for the insured depository institution and shall abide by such advice regarding his duties and responsibilities with respect to the matter.

Article IV

WAIVERS

- (1) By executing this Order, Mitchell waives:
 - (a) the right to the issuance of Notice of Charges under 12 U.S.C. § 1818(b) with respect to the Grounds;
 - (b) all rights to a hearing and a final agency decision pursuant to 12 U.S.C. § 1818(b) and 12 C.F.R. Part 19 with respect to the Grounds;
 - (c) all rights to seek judicial review of this Order;
 - (d) all rights in any way to contest the validity or enforceability of this Order;
 - (e) any and all claims for fees, costs or expenses against the Comptroller, or any of his agents or employees, related in any way to this enforcement matter or this Order, whether arising under common law or under the terms

of any statute, including, but not limited to, the Equal Access to Justice Act, 5 U.S.C. § 504 and 28 U.S.C. § 2412; and

(f) all rights to assert a “double jeopardy” claim in the event of a criminal prosecution brought by the Department of Justice for the acts which form the basis for issuance of this Order.

(2) Mitchell acknowledges that he has read and understands the premises and obligations of this Order and declares that no separate promise or inducement of any kind has been made by the Comptroller, his agents or employees to cause or induce the Mitchell to agree to consent to the issuance of this Order and/or to execute this Order.

(3) It is hereby agreed that the provisions of this Order constitute a settlement of the cease and desist proceeding contemplated by the Comptroller. The Comptroller agrees not to institute proceedings for any of the Grounds, unless such acts, omissions, or violations reoccur.

(4) It is further agreed that the provisions of this Order shall not be construed as an adjudication on the merits and, except as set forth above, shall not inhibit, estop, bar, or otherwise prevent the Comptroller from taking any action affecting Mitchell if, at any time, he deems it appropriate to do so to fulfill the responsibilities placed upon him by the several laws of the United States of America.

(5) Mitchell understands that nothing herein shall preclude any proceedings brought by the Comptroller to enforce the terms of this Order, and that nothing herein constitutes, nor shall Mitchell contend that it constitutes, a waiver of any right, power, or

authority of any other representatives of the United States or agencies thereof, including the Department of Justice, to bring other actions deemed appropriate.

IN TESTIMONY WHEREOF, the undersigned have hereunto set their hands.

/s/ Ronald G. Schneck

11/18/2002

Ronald G. Schneck
Director
Special Supervision

Date

Signed
Lewis Edward Mitchell

10-28-2002

Date

