

UNITED STATES OF AMERICA
Before The
OFFICE OF THRIFT SUPERVISION
DEPARTMENT OF THE TREASURY

In the Matter of)

PETER M. FISHBEIN,)
KAREN E. KATZMAN,)
LYNN TOBY FISHER, and)
KAYE, SCHOLER, FIERMAN,)
HAYS & HANDLER,)

Former Outside Counsel)
of Lincoln Savings and Loan)
Association, Irvine,)
California,)

Respondents.)

OTS AP NO. 92-25

Dated: March 11, 1992

ORDER OF PROHIBITION FROM PARTICIPATING IN THE
CONDUCT OF THE AFFAIRS OF AN INSURED DEPOSITORY
INSTITUTION AND ORDER OF DEBARMENT FROM PRACTICING
BEFORE THE OFFICE OF THRIFT SUPERVISION

Respondent Peter M. Fishbein ("Fishbein") has submitted an Offer of Settlement ("Offer") in the above-captioned proceeding. Upon consideration, the Office of Thrift Supervision ("OTS") has determined to accept the Offer.¹ Solely on the basis of the consent evidenced by the

¹In the Offer, without admitting or denying the allegations of the Notice of Charges ("Notice") in this proceeding, Fishbein acknowledges service of the Notice; admits the jurisdiction of OTS with respect to the matters set forth in the Notice; waives a hearing, all post-hearing procedures, judicial review of OTS's Order by any court, and
(continued...)

Offer, and without any adjudication on the merits, OTS HEREBY
ORDERS THAT:

1. Fishbein is prohibited from engaging in any
of the activities described in 12 U.S.C. § 1818(e)(6)(1990).

2. Nothing in paragraph 1 of this Order,
however, shall prohibit Fishbein from engaging in the
following activities, even though such activities may involve
or relate to an insured depository institution:

(a) being a customer, as a depositor or
borrower, of an insured depository institution;

(b) owning stock in an insured depository
institution;

Provided however, that such activities outlined in
subparagraphs 2(a) and (b) above may not be performed in a
manner that would make Fishbein an "institution-affiliated
party" as that term is defined in 12 U.S.C. § 1813(u).

3. Fishbein is suspended from practice before
the OTS, and shall not directly or indirectly engage in the
activities defined in 12 C.F.R. § 513.2(e)(1990).

4. Fishbein shall promptly respond to any
request from OTS for documents that OTS reasonably requires
to determine compliance with this Order.

5. For the purpose of this Order, the phrase

¹(...continued)
any objection to the staff's participating in OTS's
consideration of the Offer; and stipulates that the record
basis for this proceeding consists of the Notice and the
Offer.

"insured depository institution" is defined to include savings and loan associations, commercial banks, credit unions and other similar entities that hold federally insured deposits, and their non-diversified holding companies, and a diversified holding company to the extent that the work done directly relates to a subsidiary federally insured depository institution.

6. This Order and the Offer may be used in any proceeding brought by the OTS to enforce this Order; provided, however, that OTS shall not use the Notice, the Offer, this Order or the relief consented to by virtue of the Offer for any other purpose.

7. This Order shall be effective March 10, 1992.

A copy of this Order shall be served upon Respondent Fishbein at the address set forth in the Notice.

/S/

Timothy Ryan
Director
Office of Thrift Supervision