

AMENDMENT TO SUPERVISORY AGREEMENT

This Amendment to Supervisory Agreement ("Amendment") is made and is effective this 19th day of March, 1998 (the "Effective Date"), by and between Lochaven Federal Savings and Loan Association, Orlando, Florida, OTS No. 8242, for itself and its wholly owned service corporations and subsidiaries ("Lochaven" or "Institution"), and the Office of Thrift Supervision ("OTS"), an agency of the United States Department of the Treasury, acting through its Southeast Regional Director or his designee ("Regional Director").

WHEREAS, the OTS and Lochaven entered into a Supervisory Agreement dated June 27, 1995 ("Agreement"); and

WHEREAS, the OTS and Lochaven have mutually agreed to modify the June 27, 1995 Agreement as set forth in this Amendment.

NOW THEREFORE, in consideration of the premises stated above, the parties hereto agree to amend the Agreement as follows:

Paragraph 6 is hereby amended to read as follows:

- 6. Within 90 days after the Effective Date of this Amendment, the Board shall, to the extent not already done, adopt and submit to the Regional Director the first in a series of three comprehensive one year business plans ("Plans") for Lochaven that cover the fiscal years 1998, 1999, and 2000. The 1999 and 2000 Plans shall be prepared, adopted and submitted at least 60 days prior to the first day of the respective fiscal year to which they apply. Each of the Institution's Plans shall, at a minimum:

Subparagraphs 6(i) through 6(vi) remain unchanged and continue to read as set forth in the Agreement.

IN WITNESS WHEREOF, the OTS, acting by and through the Regional Director and the Institution, in accordance with a duly adopted resolution of its Board (copy attached hereto), hereby execute this Amendment as of the Effective Date.

OFFICE OF THRIFT SUPERVISION

BY: Richard M. Riccobono
Acting Regional Director

15/
for: John E. Ryan
Regional Director

THE INSTITUTION

BY:

15/
Name:
Chief Executive Officer

DIRECTORS OF THE INSTITUTION

~~Director~~ ^{ISI} _____

Director _____

Director ^{ISI} _____

Director _____