

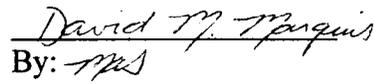
IN WITNESS WHEREOF, First Data and the federal banking agencies, acting through their duly authorized representatives, have executed this Agreement.

First Data Corporation

National Credit Union Administration



By: Charles T. Fote  
Chief Operating Officer



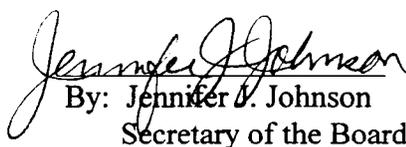
By: *DM*

Date: 3/29/99

Date: 3/30/99

Board of Governors of the  
Federal Reserve System

Office of the Comptroller of the Currency



By: Jennifer L. Johnson  
Secretary of the Board



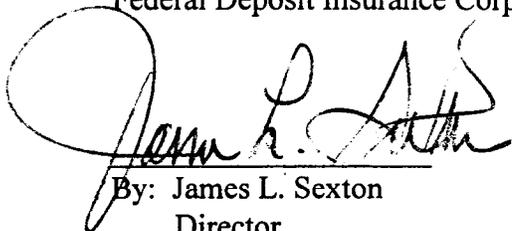
By:

Date: 3/29/99

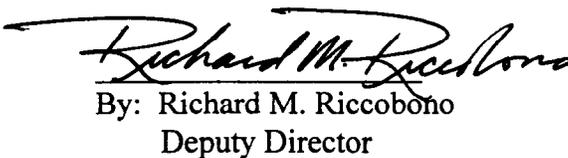
Date: 3/30/99

Federal Deposit Insurance Corporation

Office of Thrift Supervision



By: James L. Sexton  
Director



By: Richard M. Riccobono  
Deputy Director

3/29/99

3/30/99