



**Comptroller of the Currency
Administrator of National Banks**

Northeastern District
1114 Avenue of the Americas, Suite 3900
New York, NY 10036-7780

January 28, 2000

**Conditional Approval #350
February 2000**

Mr. David Wojcik
Senior Vice President/Oversight
Commerce Bancorp
1701 Route 70 East
Cherry Hill, New Jersey 08034-5400

Re: Application by Commerce Bank/Delaware, National Association, Wilmington, Delaware,
to establish a branch at 9th and Shipley Streets, Wilmington, Delaware
Application Control Number: 1999-NE-05-0085

Dear Mr. Wojcik:

This letter is to inform you that Commerce Bank/Delaware, N.A., may proceed in establishing a branch at 9th and Shipley Streets, Wilmington, Delaware, subject to the Memorandum of Agreement (“MOA”) signed by Commerce Bank, the Delaware State Historic Preservation Officer, the City of Wilmington, and the Office of the Comptroller of the Currency (“OCC”). I have attached a copy of the MOA for your records, and will be providing copies to the other signing parties and to the Advisory Council on Historic Preservation. Previously, we notified you on June 21, 1999, that we approved your application to establish this branch. However, after subsequently learning that your proposal may affect historic properties, we notified you on August 10, 1999, not to proceed with any action that might affect any historic properties until the appropriate review was completed and until we notified you that you may proceed.

This letter amends our approval of June 21, 1999, by adding the following condition:

In establishing a branch at 9th and Shipley Streets, Wilmington, Delaware, Commerce Bank/Delaware, N.A., shall carry out the measures enumerated under the *Stipulations* section of the Memorandum of Agreement entered into by Commerce Bank, the Delaware State Historic Preservation Officer, the City of Wilmington, and the Office of the Comptroller of the Currency. This condition will remain in effect until Commerce Bank

provides the OCC with evidence that the Delaware State Historic Preservation Officer and the City of Wilmington have concluded that all of the stipulations have been implemented.

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This condition shall be deemed a “condition imposed in writing by the agency in connection with the granting of any application or other request” within the meaning of 12 U.S.C. 1818(b)(1). As such, the condition is enforceable under 12 U.S.C. 1818.

As noted in our June 21, 1999 letter, you are reminded that you must advise the Northeastern District Office in writing at least ten days in advance of the effective date desired for the branch opening so that the official authorization letter may be issued. Your letter should include the exact street address and the popular name by which the branch will be known.

If you have any questions, please contact Analysis Specialist Nina Lipscomb in our Northeastern District Office at (212) 790-4055 or me at (202) 874-4957. Also, please reference the application control number in any correspondence with the OCC.

Sincerely,

/s/

Robert A. Sihler
National Bank Examiner/Licensing Expert
Bank Organization and Structure