

F.N.B. Corporation

**Second Quarter 2010
Investor Presentation
and
Acquisition Discussion**



Forward-Looking Statements

This presentation and the reports F.N.B. Corporation files with the Securities and Exchange Commission often contain “forward-looking statements” relating to present or future trends or factors affecting the banking industry and, specifically, the financial operations, markets and products of F.N.B. Corporation. These forward-looking statements involve certain risks and uncertainties. There are a number of important factors that could cause F.N.B. Corporation’s future results to differ materially from historical performance or projected performance. These factors include, but are not limited to: (1) a significant increase in competitive pressures among financial institutions; (2) changes in the interest rate environment that may reduce interest margins; (3) changes in prepayment speeds, loan sale volumes, charge-offs and loan loss provisions; (4) general economic conditions; (5) various monetary and fiscal policies and regulations of the U.S. government that may adversely affect the businesses in which F.N.B. Corporation is engaged; (6) technological issues which may adversely affect F.N.B. Corporation’s financial operations or customers; (7) changes in the securities markets; (8) risk factors mentioned in the reports and registration statements F.N.B. Corporation files with the Securities and Exchange Commission; (9) housing prices; (10) job market; (11) consumer confidence and spending habits; (12) estimates of fair value of certain F.N.B. Corporation assets and liabilities or (13) the effects of current, pending and future legislation, regulation and regulatory actions. F.N.B. Corporation undertakes no obligation to revise these forward-looking statements or to reflect events or circumstances after the date of this presentation.



Information About the Merger

F.N.B. Corporation and Comm Bancorp, Inc. will file a proxy statement/prospectus and other relevant documents with the SEC in connection with the merger.

SHAREHOLDERS OF COMM BANCORP, INC. ARE ADVISED TO READ THE PROXY STATEMENT/PROSPECTUS WHEN IT BECOMES AVAILABLE AND ANY OTHER RELEVANT DOCUMENTS FILED WITH THE SEC, AS WELL AS ANY AMENDMENTS OR SUPPLEMENTS TO THOSE DOCUMENTS, BECAUSE THEY WILL CONTAIN IMPORTANT INFORMATION.

The proxy statement/prospectus and other relevant materials (when they become available), and any other documents F.N.B. Corporation has filed with the SEC, may be obtained free of charge at the SEC's website at www.sec.gov. In addition, investors and security holders may obtain free copies of the documents F.N.B. Corporation has filed with the SEC by contacting James Orié, F.N.B. Corporation, One F.N.B. Boulevard, Hermitage, PA 16148, telephone: (724) 983-3317 and by Comm Bancorp, Inc. by contacting Scott A. Seasock, Executive Vice President, 125 North State Street, Clarks Summit, PA 18411, telephone: (570) 586-0377.

Comm Bancorp, Inc. and its directors, executive officers and other members of its management and employees may be deemed to be participants in the solicitation of proxies from its shareholders in connection with the proposed merger. Information concerning such participants' ownership of Comm Bancorp, Inc. common stock will be set forth in the proxy statement/prospectus relating to the merger when it becomes available. This communication does not constitute an offer of any securities for sale.



Non-GAAP Financial Information

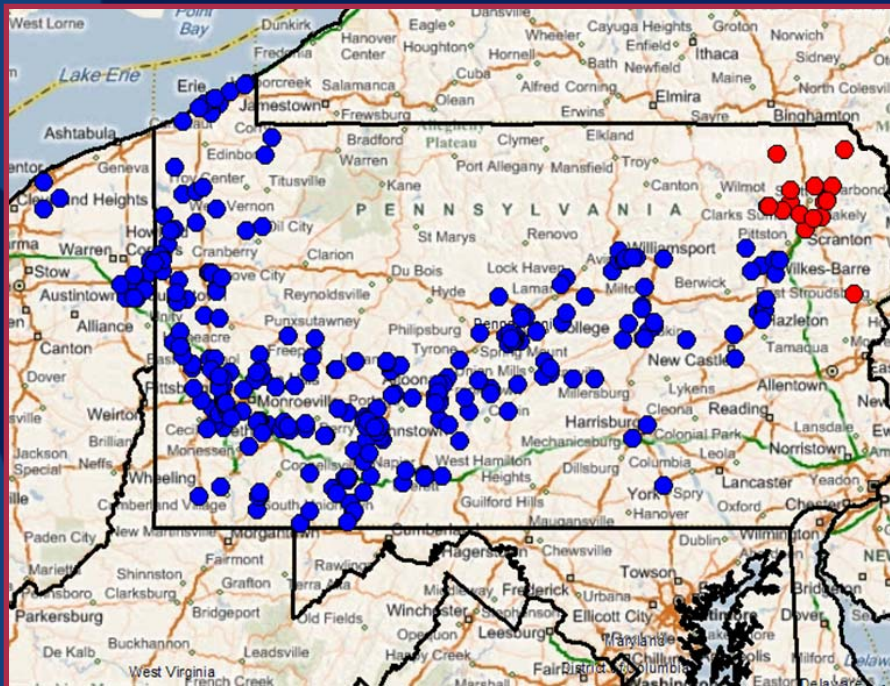
To supplement its consolidated financial statements presented in accordance with Generally Accepted Accounting Principles (GAAP), the Corporation provides additional measures of operating results, net income and earnings per share (EPS) adjusted to exclude certain costs, expenses, and gains and losses. The Corporation believes that these non-GAAP financial measures are appropriate to enhance the understanding of its past performance as well as prospects for its future performance. In the event of such a disclosure or release, the Securities and Exchange Commission's Regulation G requires: (i) the presentation of the most directly comparable financial measure calculated and presented in accordance with GAAP and (ii) a reconciliation of the differences between the non-GAAP financial measure presented and the most directly comparable financial measure calculated and presented in accordance with GAAP. The required presentations and reconciliations are contained herein and can be found at our website, www.fnbcorporation.com, under "Shareholder and Investor Relations" by clicking on "Non-GAAP Reconciliation."

The Appendix to this presentation contains non-GAAP financial measures used by the Corporation to provide information useful to investors in understanding the Corporation's operating performance and trends, and facilitate comparisons with the performance of the Corporation's peers. While the Corporation believes that these non-GAAP financial measures are useful in evaluating the Corporation, the information should be considered supplemental in nature and not as a substitute for or superior to the relevant financial information prepared in accordance with GAAP. The non-GAAP financial measures used by the Corporation may differ from the non-GAAP financial measures other financial institutions use to measure their results of operations. This information should be reviewed in conjunction with the Corporation's financial results disclosed on July 26, 2010 and in its periodic filings with the Securities and Exchange Commission.



Natural Market Extension Acquisition Announced August 9, 2010

Strategic Rationale



- F.N.B. Corporation (223 branches)
- Comm Bancorp, Inc (15 branches)

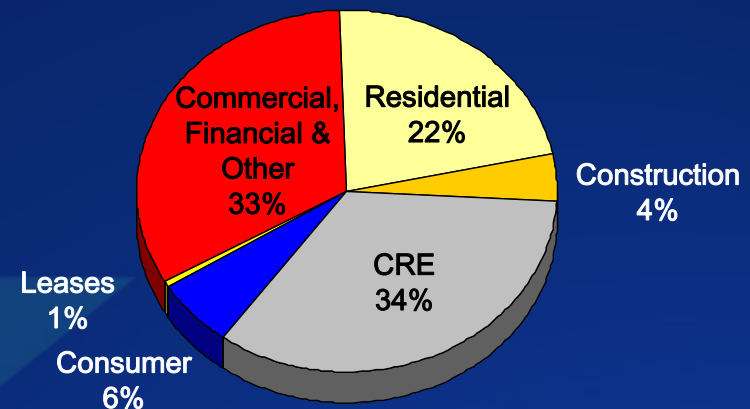
- Natural market extension into Northeastern Pennsylvania
 - Accretive demographics
 - Enhances market share in Scranton-Wilkes-Barre MSA
- Lucrative Marcellus Shale area
- Opportunities to leverage core strengths in commercial and consumer banking
- Financially attractive
 - Immediately accretive to EPS (excl. one-time costs)
 - Greater than 20% IRR
 - 1.31x TBV
 - 3.3% core deposit premium¹

(1) Defined as Total Deposits less Jumbo CDs.

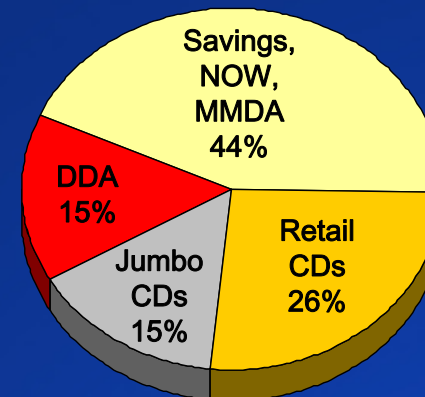
Traditional Community Bank

- \$642 million in assets
 - \$465 million in loans
 - \$577 million in deposits
- Good capital levels
 - 8.31% TCE / TA
 - 10.40% Tier 1
 - 13.29% Total Capital
- Manageable credit quality
 - 3.89% NPAs / Assets
 - 3.21% LLR / Gross Loans

Loan Composition (06/30/10)



Deposit Composition (06/30/10)





Detailed Due Diligence Process

- Comprehensive review of all operations and business lines
 - Cost savings of 26%, net of identified needs for additional resources
 - Revenue synergies identified but not assumed
- Extensive credit review
 - 67% of \$330 million in commercial loans were reviewed (61% of C&I, 72% of CRE)
 - All criticized loans over \$100,000 were reviewed
 - Credit mark based on very conservative estimates of credit losses for both performing and non-performing loans
 - Federal Reserve exam of Comm Bancorp, Inc. in 2009 resulted in \$7.0 million increase of the allowance for loan losses to \$15 million as of 6/30/2010
 - Identified additional credit mark of \$15 million (pre-tax) and reflected in pricing of transaction



Transaction Overview

Consideration:	3.4545 shares of FNB plus \$10.00 in cash per share of Comm Bancorp, Inc. (75% stock / 25% cash)
Deal Value and Pricing:	Approximately \$70 million; 1.31x TBV
Detailed Due Diligence:	Completed
Closing Condition:	Comm Bancorp Inc.'s Delinquent Loans must be less than \$65 million
Required Approvals:	Customary regulatory and shareholder approvals
Expected Closing:	Late Q4 2010



Pro Forma Financial Impact

➤ Assumptions:

- Cost savings of \$4.4 million, phased-in 80% in 2011 and 100% afterwards
- CDI of \$6.7 million, amortized sum-of-the-years digits over 10 years; Goodwill of \$23 million
- One-time costs of \$6.5 million (pre-tax)
- 5.95 million shares issued to fund acquisition

➤ Earnings Impact¹:

- 2011 EPS accretion of 2.4% (excluding one-time charges)

➤ Capital Position including after-tax impact of one-time costs and credit mark of \$30 million (\$15 million net of current LLR):

	As of 6.30.2010	Projected At Close 12.31.2010 ¹	Difference
TCE / TA	5.97%	5.77%	-20 bps
Tier 1 Capital	11.30%	10.89%	-41 bps
Total Capital	12.80%	12.44%	-36 bps
TBV per share	\$4.31	\$4.34	\$0.03

➤ TCE / TA earned back over less than 12 months, Total Capital earned back in less than 18 months

(1) FNB standalone earnings and capital projections based on consensus estimates.



F.N.B. Corporation

Second Quarter 2010



F.N.B. Corporation

Headquarters: Hermitage, PA

Bank Charter: 1864

Assets: \$8.8B (5th largest bank in PA)

Market Capitalization: \$981.6M at August 2, 2010

Locations

Banking Offices: 212 (PA), 11 (OH)

Consumer Finance Offices: 22 (PA), 18 (TN), 16 (OH)

Loan Production Offices: 3 (FL)

Business Lines

Banking

Wealth Management

Insurance

Consumer Finance

Merchant Banking





Experienced Management Team

<u>Name</u>	<u>Position</u>	<u>Years of Banking Experience</u>
Steve Gurgovits	President and Chief Executive Officer	49
Brian Lilly	EVP; Chief Operating Officer	30
Vince Calabrese	Chief Financial Officer	22
Vince Delie	EVP; Chief Revenue Officer; President, First National Bank of PA	23
Gary Guerrieri	Chief Credit Officer	24

Board Leadership

- Fourteen Independent Directors
- Seven Former Financial Services Executives
- Three Involved as Financial Services Investors



Operating Strategy

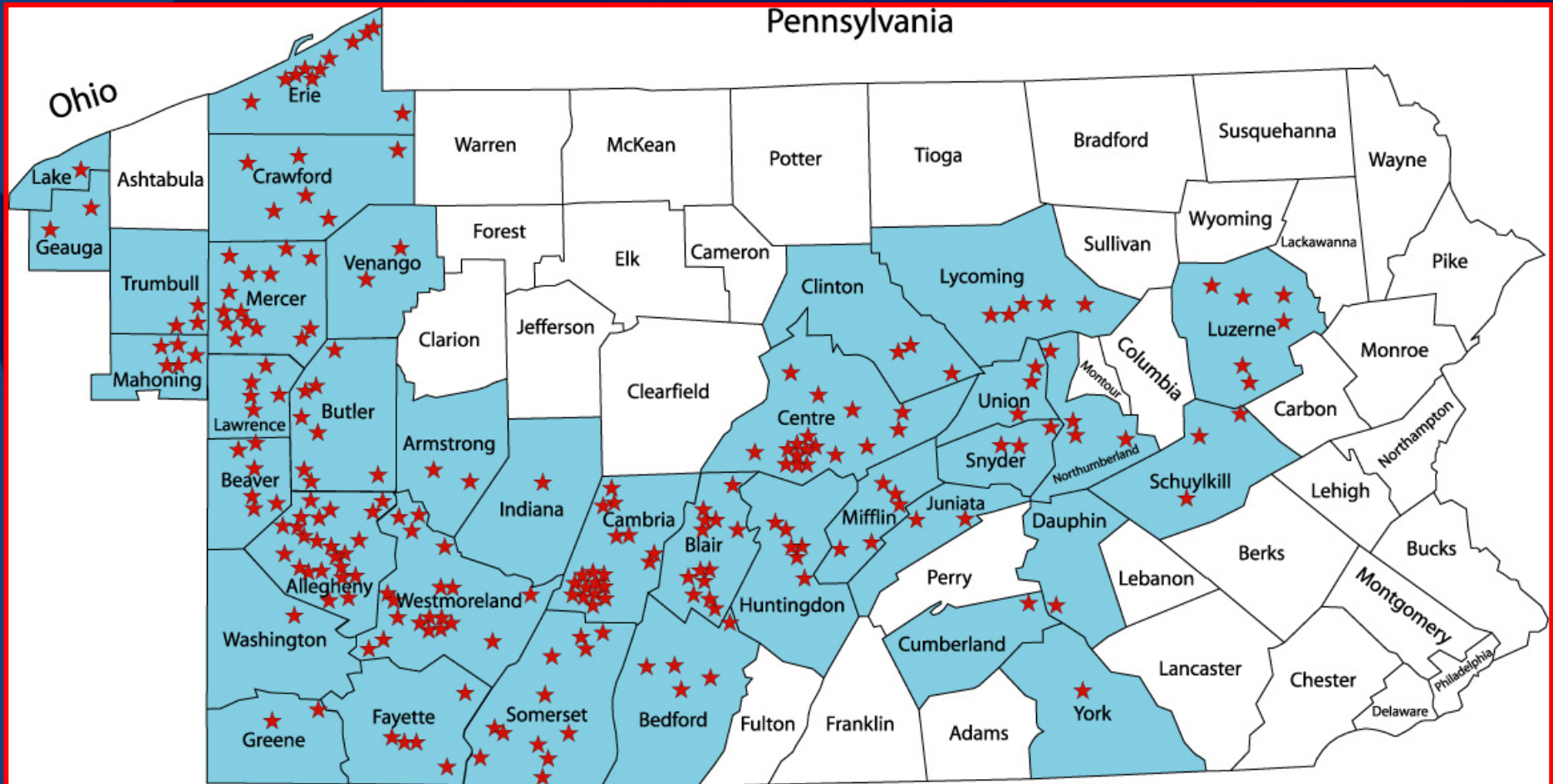
- Manage our business for profitability and growth
- Operate in markets we know and understand
- Maintain a low-risk profile
- Drive growth through relationship banking
- Fund loan growth through deposits
- Target neutral asset / liability position to manage interest rate risk
- Build fee income sources
- Maintain rigid expense controls

Market Characteristics

<u>FNB Region</u>	<u>Market Size Deposits</u>	<u>FNB Deposit Ranking</u>	<u>FNB Branches</u>
Pittsburgh	\$70.6B	7th	71
Northwest	\$24.9B	3rd	58
Capital	\$27.0B	10th	32
Central Mountain	\$11.5B	1st	73

- Stable Markets
- Modest Growth
- #2 Ranking State College
- #7 Ranking in Pittsburgh
- Regional Management
- Local Advisory Boards

Banking Locations



- FNB Footprint
 - ★ First National Bank Locations
- As of July 30, 2010



Organic Growth Opportunity

Our markets are experiencing significant levels of dislocation

Counties of Operation

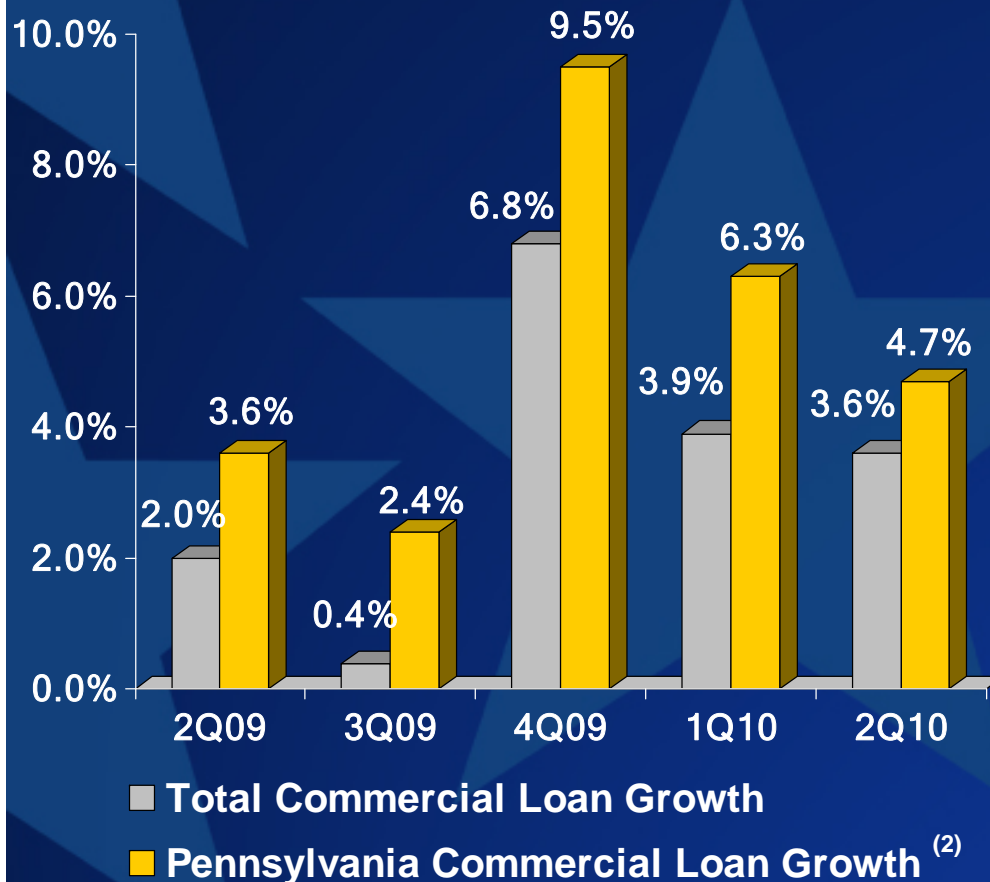
Rank	Institution	Branch Count	Total Deposits in Market (\$000)	Total Market Share (%)
1	PNC Financial Services Group (PA)	330	40,967,710	32.24
2	Royal Bank of Scotland Group	209	9,724,563	7.65
3	F.N.B. Corporation (PA)	234	6,499,732	5.11
4	M&T Bank Corp (NY)	126	5,390,877	4.24
5	Huntington Bancshares Inc. (OH)	104	4,950,824	3.90
6	First Commonwealth Financial (PA)	104	3,927,665	3.09
7	First Niagara Financial Group (NY)	56	3,678,459	2.89
8	Northwest Bancshares Inc. (PA)	107	3,303,617	2.60
9	Dollar Bank FSB (PA)	38	3,144,130	2.47
10	Wells Fargo & Co.	36	2,696,519	2.12
Total (1-145)		2,430	127,088,179	100.00

Source: SNL Financial

Deposit data as of June 30, 2009; pro forma for pending acquisitions; updated through 7/30/2010.

Winning Market Share

Commercial Loan Growth⁽¹⁾



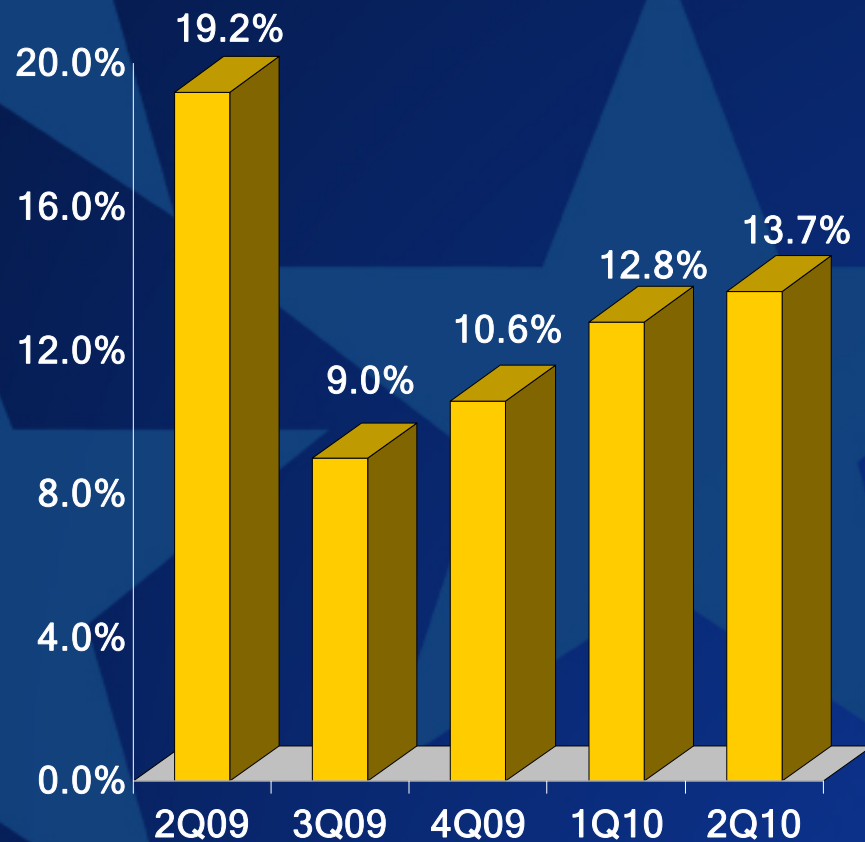
- Fifth consecutive linked-quarter of growth
- Commercial loans grew 3.6%⁽¹⁾
- Pennsylvania commercial loans grew 4.7%^{(1) (2)}
- Commercial line utilization rates remain historically low

(1) Based on average balances; percentage growth annualized and as compared to the prior quarter.

(2) Pennsylvania commercial loan growth excluding Florida.

Winning Market Share

Transaction Deposit and Treasury Management Growth⁽¹⁾



- Transaction deposits grew 13.3%⁽¹⁾
- Treasury management balances grew 14.7%⁽¹⁾
- Increased total net number of checking accounts nearly 3,000, 1.7% annualized, June 30, 2010 year-to-date

(1) Based on average balances; percentage growth annualized and as compared to the prior quarter; transaction deposits includes DDA, Savings, NOW and MMDA.

Recognition Awarded



**Greenwich
Excellence
Award**
Middle Market
Banking



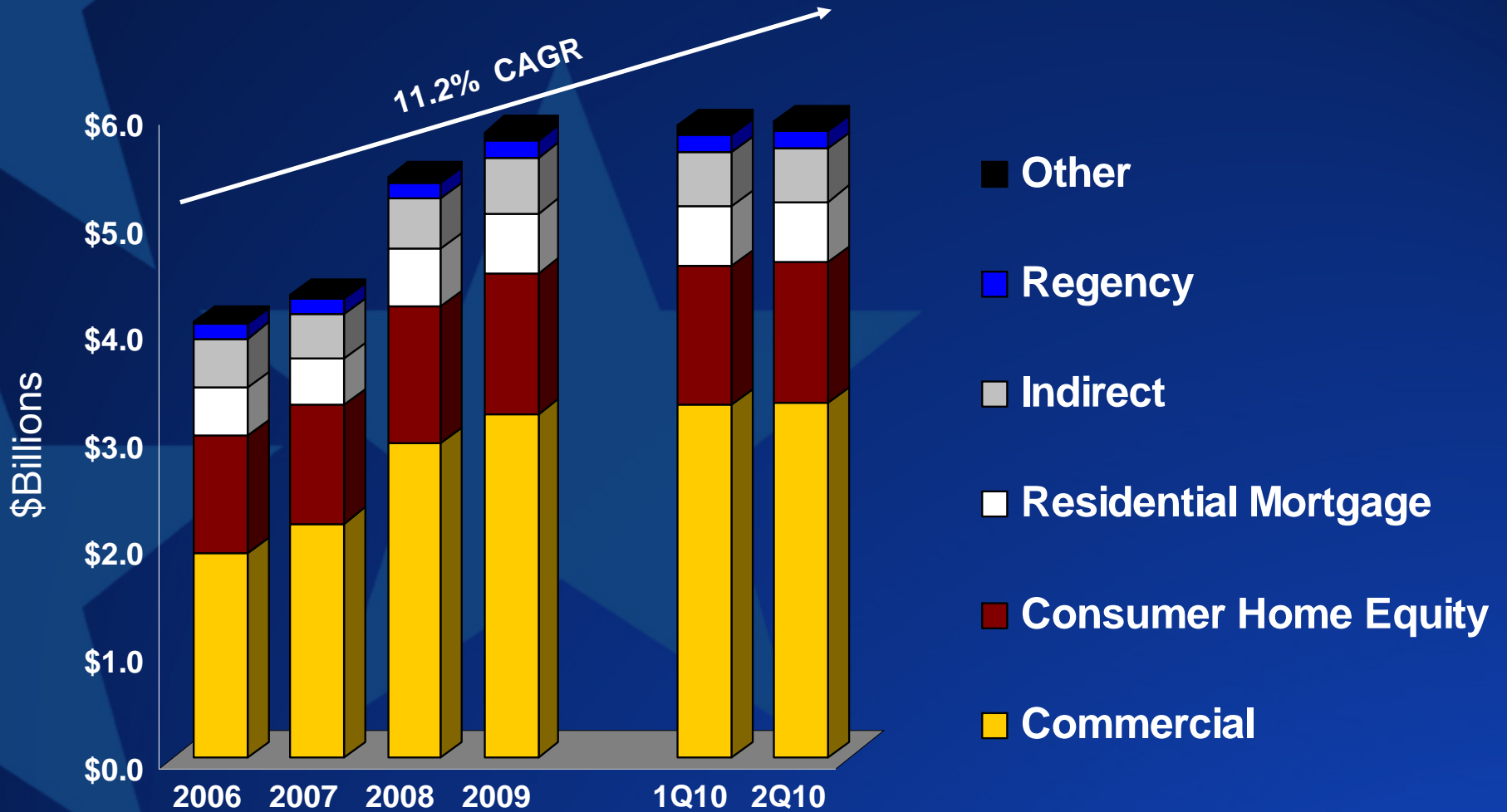
Forbes.com
Best
U.S. Banks



**Greenwich
Excellence
Award**
Small Business
Banking

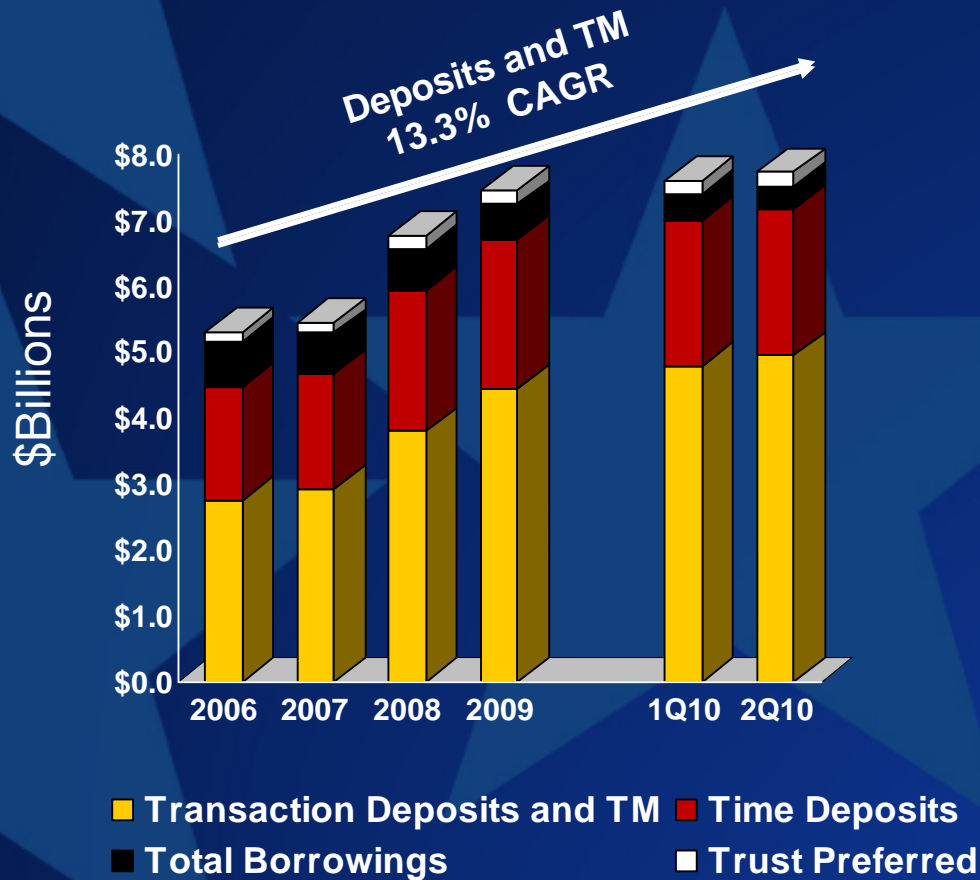
Greenwich Associates is the leading international research-based consulting firm in institutional financial services. Each year, Greenwich surveys more than 30,000 businesses with sales of \$1 – 500 Million. Only banks that receive a significantly higher percentage of “Excellent” ratings than the average of all banks nationally and regionally are selected for the honor.

Loan Composition

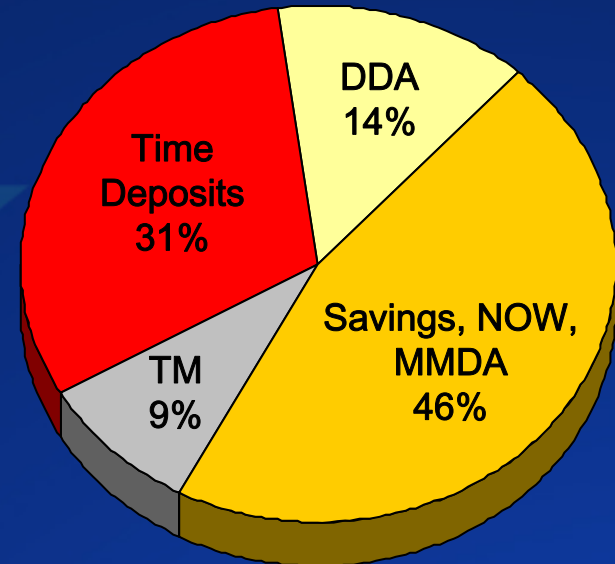


Based on average balances for each period presented.

Funding



Deposits and TM - \$7.2 Billion
as of June 30, 2010



Loan to deposits and TM
ratio of 83%

Based on average balances for each period presented. "TM" refers to Treasury Management.



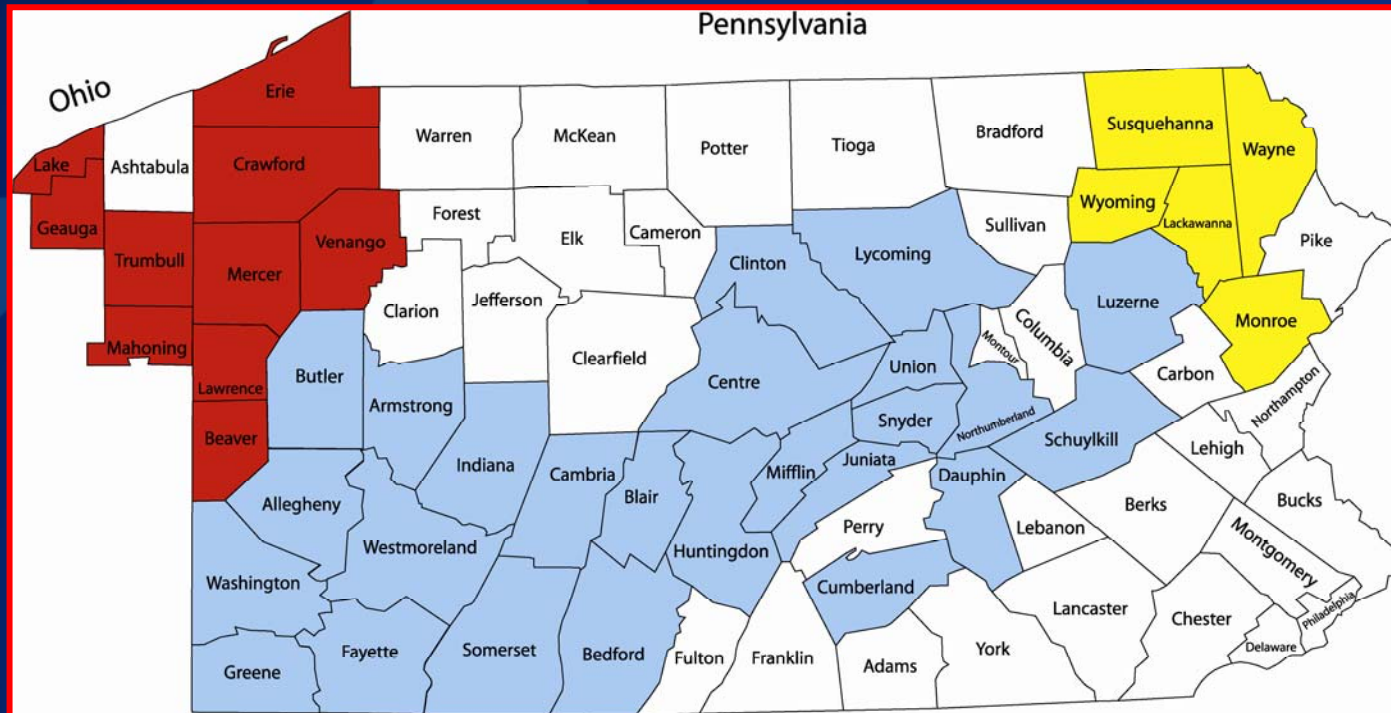
F.N.B. Corporation

Proven Merger Integrator

Proven Merger Integrator

- Proven significant acquisition and integration experience - since 2002, completed seven bank acquisitions (\$5.5 billion in assets), four insurance acquisitions and one consumer finance acquisition.
- Significant acquisition opportunities exist in Pennsylvania - currently over 50 Pennsylvania headquartered institutions with assets between \$300 million and \$3 billion⁽¹⁾.

■ Pre-2002 Presence
 ■ Acquisition Related Expansion
 ■ Pending - Comm Bancorp, Inc.



(1) Source: SNL: Includes all banks and thrifts headquartered in PA, excludes mutuals and MHCs.



Well Diversified Business

**Wealth
Management**

Banking

**Consumer
Finance**

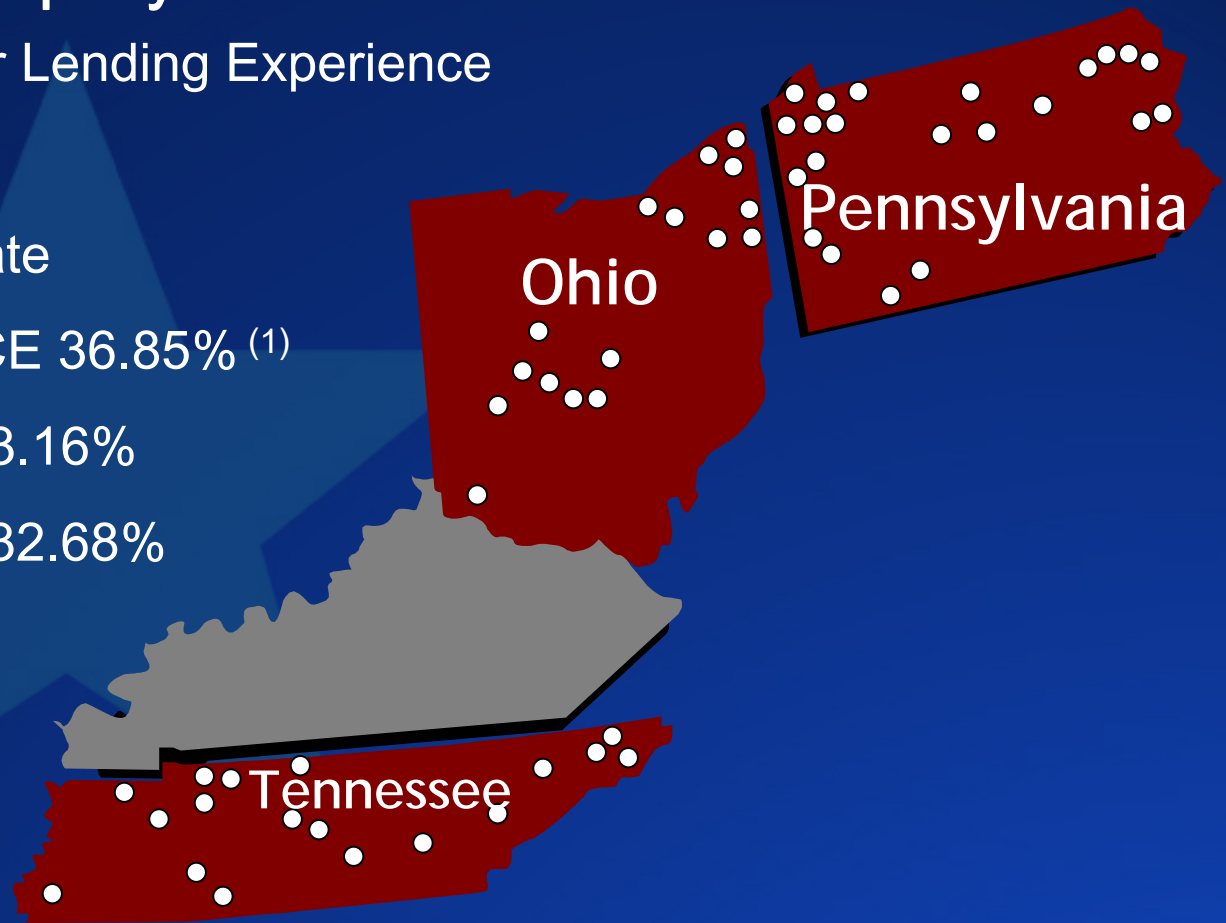
**F.N.B.
Corporation**

**Merchant
Banking**

Insurance

Regency Finance Company

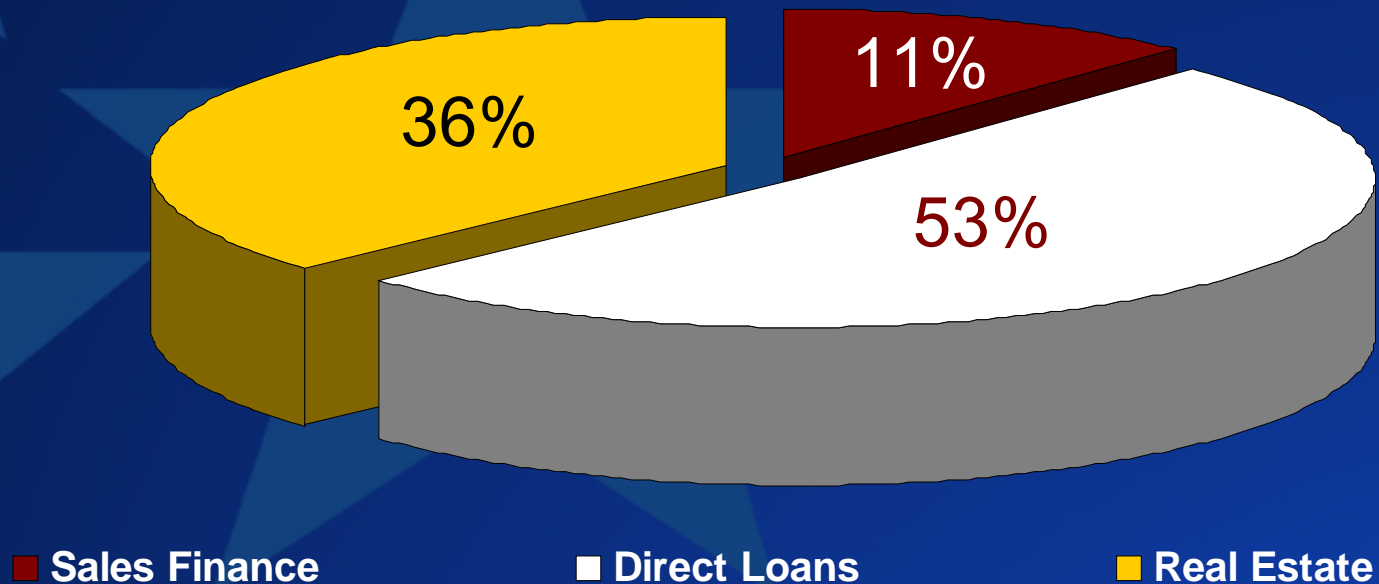
- 80 Years of Consumer Lending Experience
- 56 Offices
- High-Performing Affiliate
 - 2Q2010 YTD ROTCE 36.85% ⁽¹⁾
 - 2Q2010 YTD ROA 3.16%
 - 2Q2010 YTD ROE 32.68%



⁽¹⁾ Return on average tangible common equity (ROTCE) is calculated by dividing net income less amortization of intangibles by average common equity less average intangibles.

Consumer Finance

Regency Finance Company Loan Portfolio – \$159 Million
86% of Real Estate Loans are First Mortgages



As of June 30, 2010



Wealth Management and Insurance

Wealth Management

- Trust, Fiduciary and Institutional Investment Services
 - Over 70 Years Managing Wealth
 - \$2.2 Billion Under Management at June 30, 2010
- Individual Investment Services
 - Brokerage, Mutual Funds and Annuities
 - Life and Long-Term Care Insurance Planning

Insurance

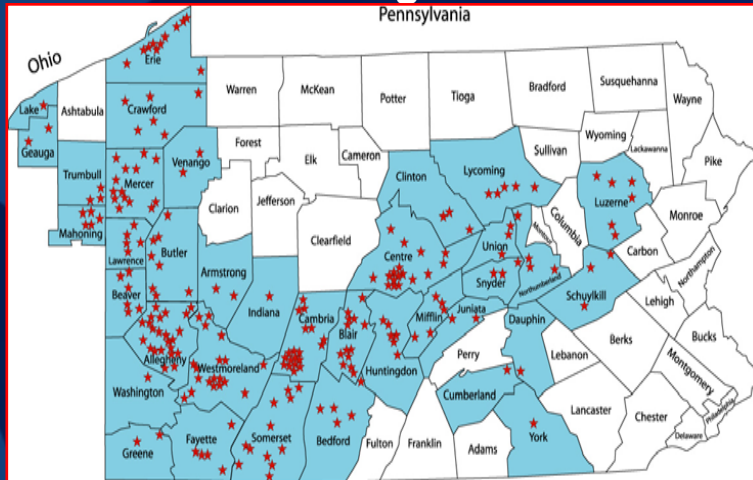
- Property, Casualty, Life and Employee Benefits
- Risk Management, Risk Transfer and Cost Containment Services
- Eight offices, located in Central and Western PA
- 80% Commercial; 20% Personal
 - 78% Property and Casualty
 - 22% Life and Benefits
- Annual premiums of \$96.7 Million

Merchant Banking

- Junior Capital Provider Offering Flexible Financing Solutions
 - Mezzanine debt, subordinated notes, equity capital
 - Growth or expansion capital, buyouts and ownership transition financing
 - No early stage or real estate financing
 - Typical investment between \$1 million and \$7 million
- Total Outstandings of \$17.1 million as of June 30, 2010
- Founded in 2005

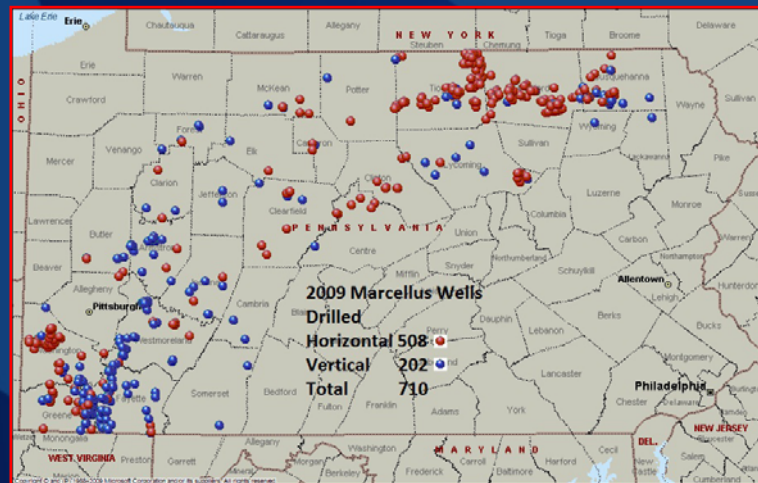
Pennsylvania Marcellus Shale

F.N.B. Banking Locations

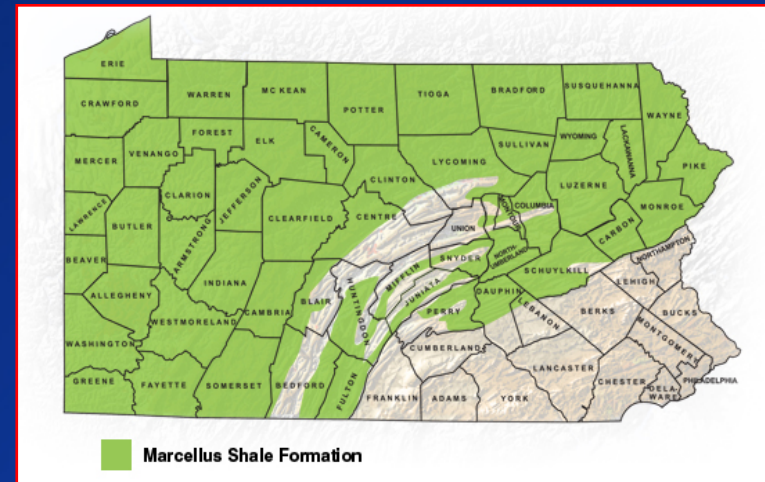


- Fully developed - Marcellus Shale has potential to be the second largest natural gas field in the world⁽¹⁾
- Estimated/projected Pennsylvania jobs⁽¹⁾:
 - 44,000, 111,000 and 212,000 - 2009, 2010 and 2020, cumulative, respectively
- FNB screened as second best positioned in Pennsylvania based on overlap of market share, drilling permits issued and wells being dug⁽²⁾

2009 PA Marcellus Wells⁽¹⁾



PA Marcellus Shale Formation⁽³⁾



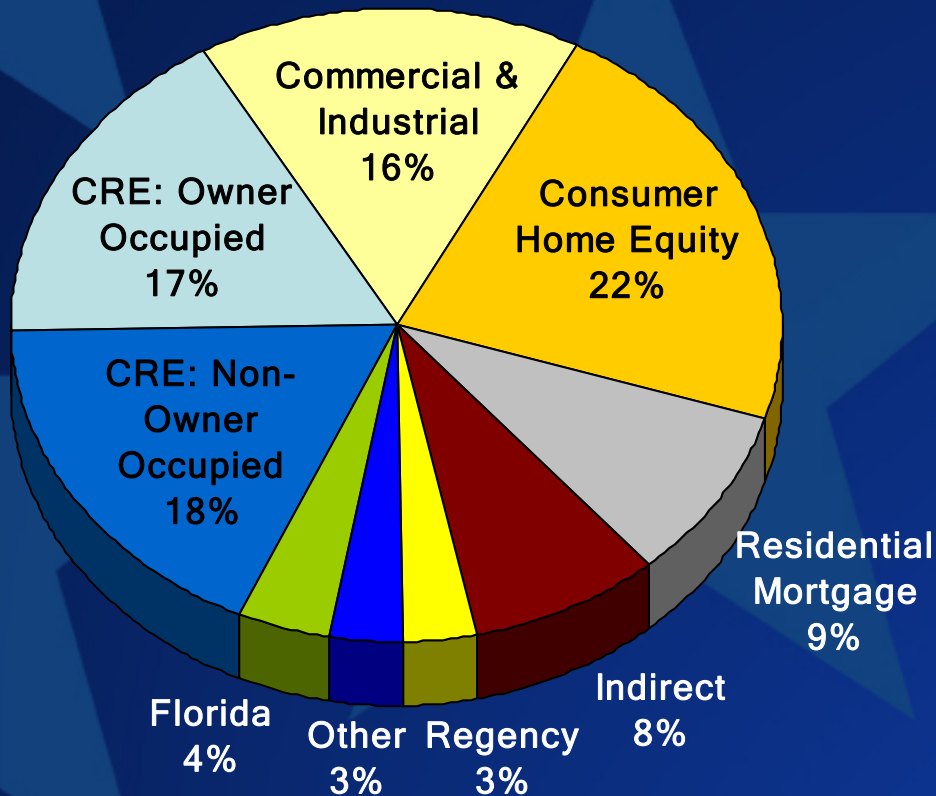
Sources: (1) "The Economic Impacts of the Pennsylvania Marcellus Shale Natural Gas Play: An Update", May 24, 2010, Penn State; (2) "Banking on the Marcellus", June 7, 2010, Sterne Agee Industry Report; (3) MarcellusCoalition.org



LOAN COMPOSITION & CREDIT QUALITY

Diversified Loan Portfolio

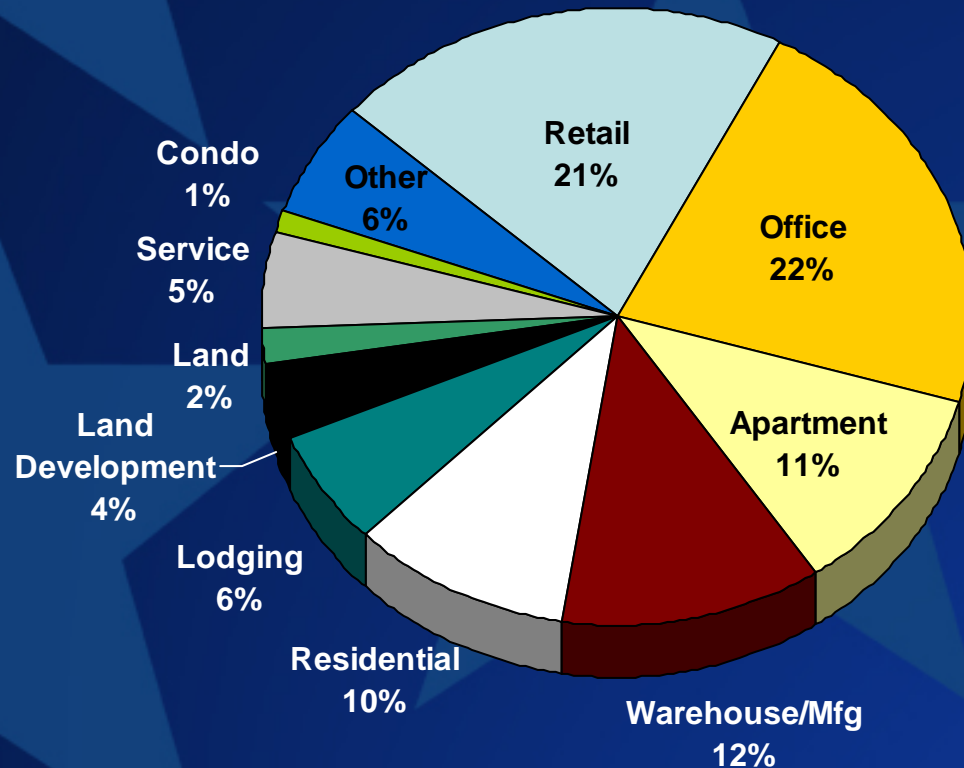
\$6.0 Billion Outstanding as of June 30, 2010



- Shared National Credits
 - 3.9% of total loan portfolio
 - In market customers and prospects
- Avoided subprime and Alt-A mortgages
- Construction and land development total only 3% and 1%, respectively, of FNB's total (non-Florida) loan portfolio

Commercial Real Estate Portfolio

**\$1.0 Billion in CRE Non-Owner Occupied as of June 30, 2010
(excluding Florida)**



➤ Diverse Portfolio

➤ Solid Credit Quality Results

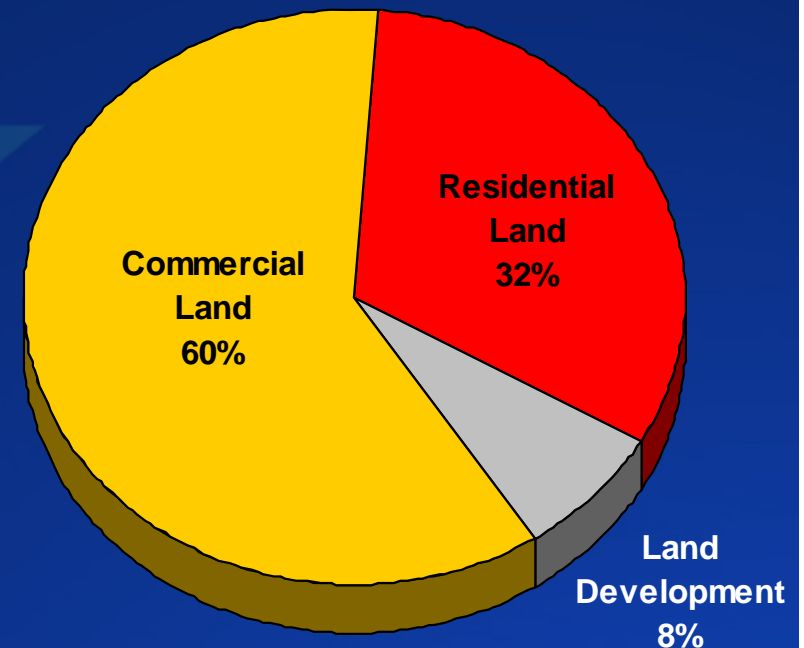
- 2.33% Total delinquency
- 2.25% Non-performing loans + OREO/Total loans + OREO

Florida Focus - Land-Related Loans

\$93 Million in Florida Land-Related Loans as of June 30, 2010

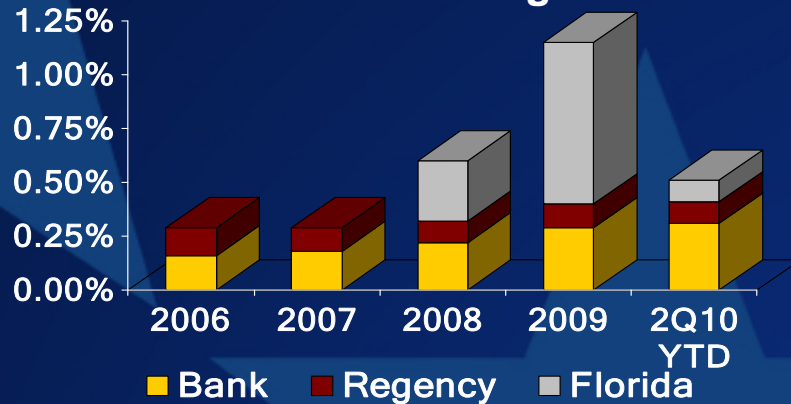
- **Florida Land-Related Loans**
 - Only 1.6% of total loan portfolio
 - Carried at 33.5% of original appraised value, post reserve
 - Strengthened reserve position to 17.22% of total land-related Florida loans
 - Annual appraisal policy - approximately 80% of appraisals expected second-half of 2010
- **Total Florida Portfolio**
 - \$231 million as of June 30, 2010 - only 3.9% of total loan portfolio
 - 96% of the \$138 million non-land related portfolio continues to perform

Florida
Land-Related Loans
Composition

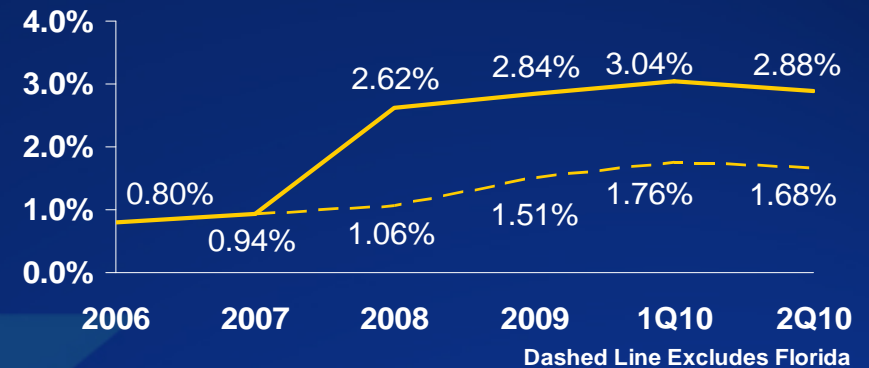


Credit Quality

NCOs % of Total Average Loans



NPAs ⁽¹⁾ % of Total Loans + OREO

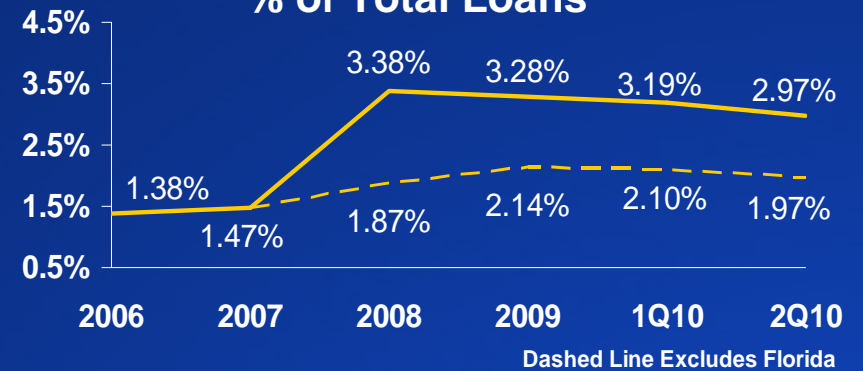


⁽¹⁾ Excludes non-performing investments

Reserves % of Total Loans



Total Past Due & Non-Accrual Loans % of Total Loans





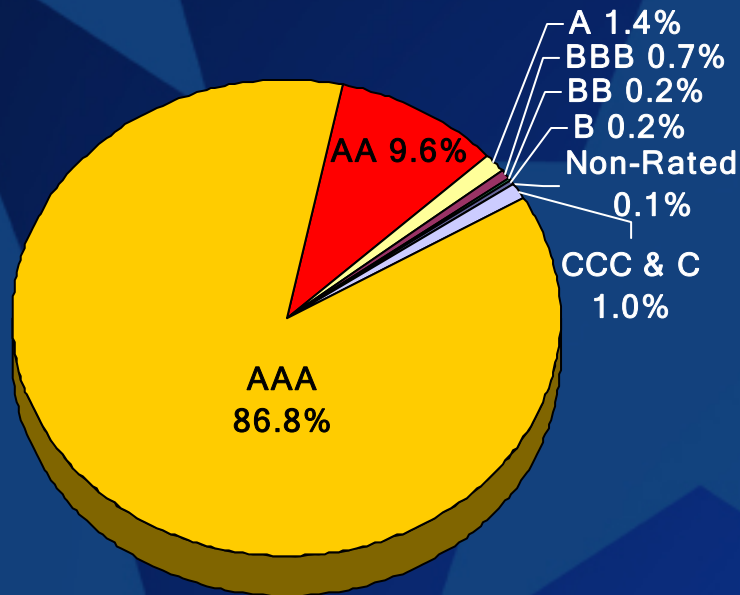
F.N.B. Corporation

FINANCIALS

Earning Assets - Investments

Investment Portfolio Ratings as of June 30, 2010

% of Total Portfolio



Investment	Ratings By Investment - %	Amount ⁽¹⁾ (in \$ millions)
Agency - MBS	AAA	\$886
Agency - Senior Notes	AAA	\$293
Municipals	AAA - 2% AA - 84% A - 11% BBB - 3%	\$181
Short-Term	AAA	\$60
CMO - Agency	AAA	\$187
CMO - Private Label	AAA - 50% AA - 20% CCC - 30%	\$42
Trust Preferred ⁽²⁾	A - 17% BBB - 28% BB - 16% B - 17% C - 22%	\$21
Bank Stocks	Non-Rated	\$2
Total		\$1,672

(1) Amounts shown reflect GAAP

(2) Original cost of \$55 million; adjusted cost of \$37 million; fair value of \$20 million



Second Quarter Results

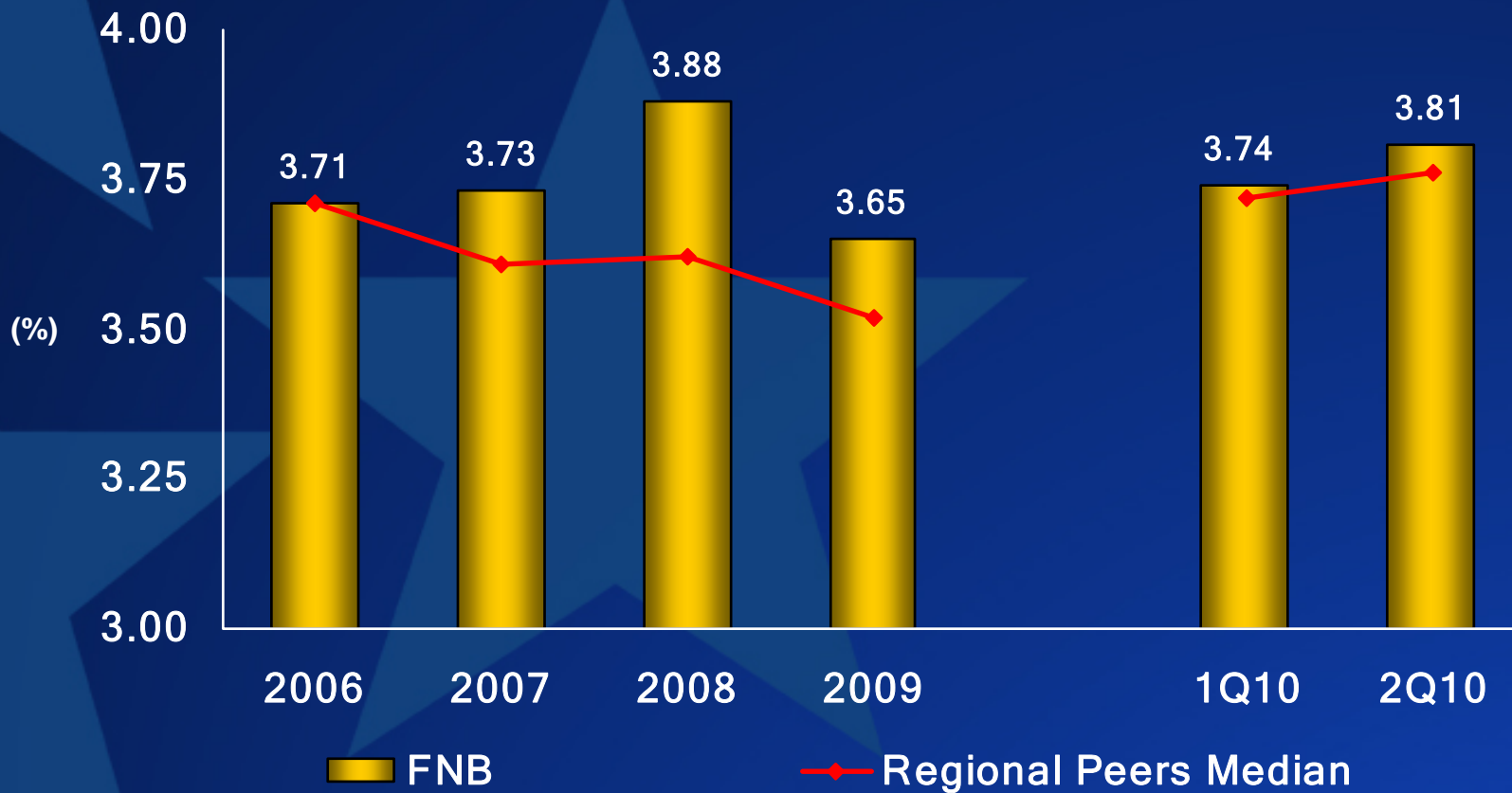
	2Q10	1Q10	2Q09
Profitability			
Earnings per Common Share	\$ 0.16	\$ 0.14	\$ 0.10
Return on Tangible Common Equity ⁽¹⁾	15.65%	14.43%	10.84%
Return on Tangible Assets ⁽²⁾	0.92%	0.85%	0.59%
Operating			
Loan Growth ⁽³⁾	3.3%	0.9%	2.0%
Deposit and TM Growth ⁽³⁾	9.2%	9.4%	11.0%
Transaction Deposits and TM Growth ⁽³⁾	13.7%	12.8%	19.2%
Net Interest Margin	3.81%	3.74%	3.60%
Efficiency Ratio	60.45%	63.55%	67.65%

(1) Calculated by dividing net income less amortization of intangibles by average common equity less average intangibles.

(2) Calculated by dividing net income less amortization of intangibles by average assets less average intangibles.

(3) Annualized linked-quarter data, based on average balances.

Net Interest Margin

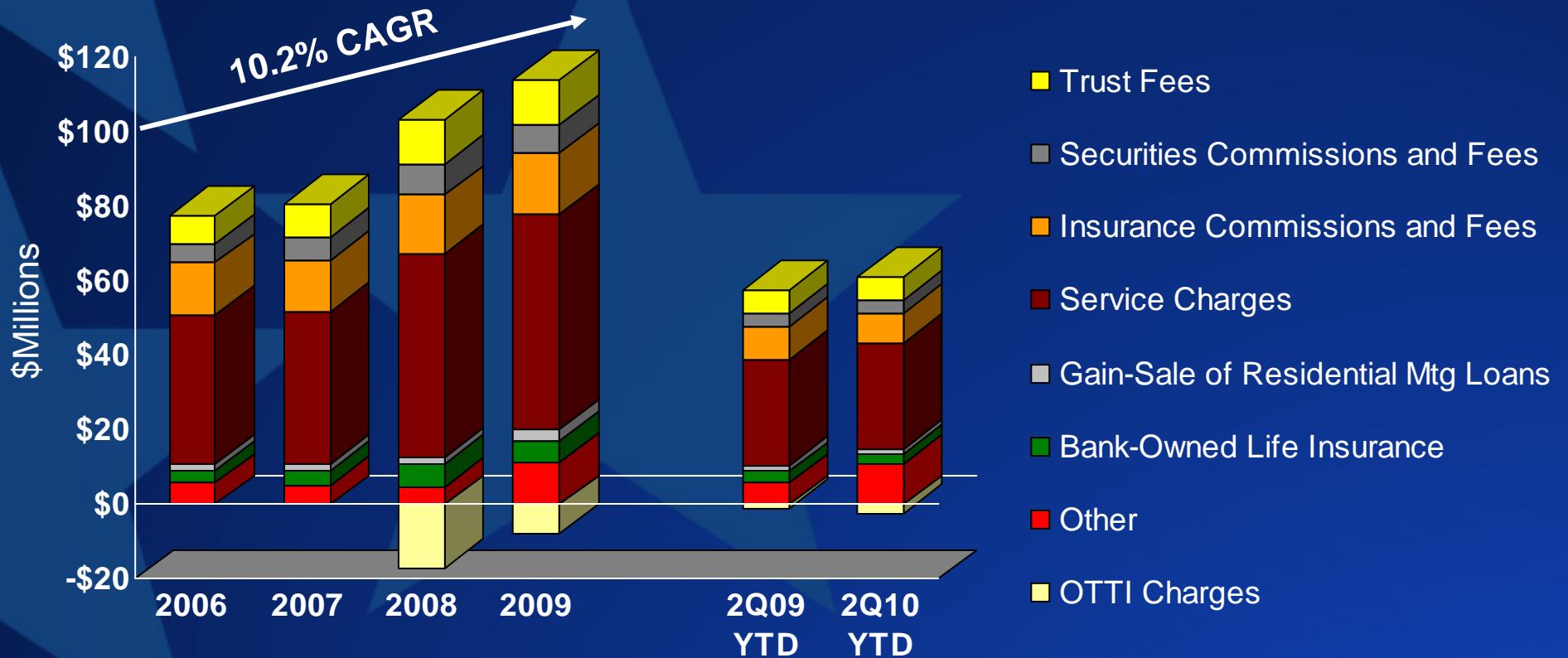


Source: SNL Financial

Regional peers include: CSE, CBC, CBSH, CHFC, CBU, CRBC, FCF, FFBC, FMBI, FMER, FULT, HTLF, MBFI, NBTB, NPBC, ONB, PRK, PVTB, SBNY, SRCE, STBA, SUSQ, TAYC, TCB, UBSI, UMBF, VLY, WL, WSBC, WL and WTFC

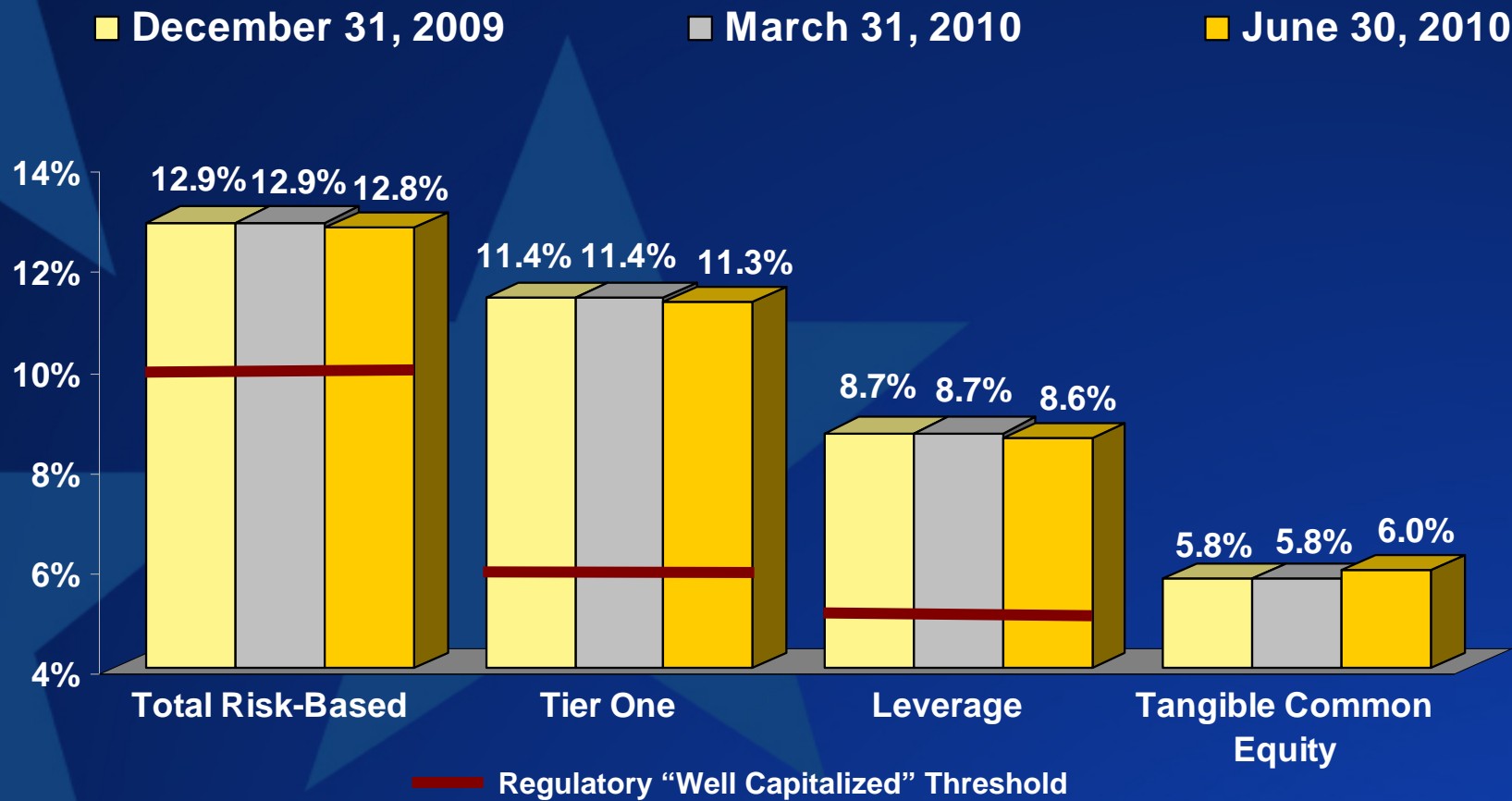
Fee Income

2010 YTD Fee Income as Percentage of Operating Revenue 28%⁽¹⁾



(1) Through June 30, 2010, excluding other-than-temporary impairment charges.

Well Capitalized





F.N.B. Corporation

INVESTMENT THESIS



Long-Term Investment Thesis

Targeted EPS Growth 5-6%

Expected Dividend Yield 4-6%
(Payout Ratio 60-70%)

= Total Shareholder Return 9-12%



Relative Valuation Multiples

	F.N.B. Corporation	Peer Median	
		Regional Banks	National Banks
Price⁽¹⁾/Earnings Ratio FY10 Consensus EPS (F.N.B.=\$0.61)	14.41x	16.18x	15.57x
Price⁽¹⁾-to-Tangible Common Book Value⁽²⁾	2.04x	1.39x	1.38x
Dividend Yield⁽¹⁾	5.46%	1.29%	1.15%

(1) Based on August 2, 2010 closing prices (F.N.B.=\$8.79)

(2) Represents total common equity less intangibles

- Leading market share among community banks in Central and Western PA
- Executing organic growth strategy and capitalizing on opportunities presented in markets of operation
- Experienced management team with proven ability to integrate acquisitions
- Diversified revenue stream

APPENDIX

- Loan Risk Profile
- Established Board of Directors
- GAAP to Non-GAAP Reconciliations
- Second Quarter 2010 Earnings Release (July 26, 2010)



Loan Risk Profile

Loan Risk Profile as of June 30, 2010

	Balance ⁽¹⁾	% of Loans	YTD Net Charge-Offs/Loans ⁽²⁾	Total Past Due / Loans	NPL/Loans
Commercial Real Estate	2,089,547	35%	0.18%	2.84%	2.27%
Commercial & Industrial	983,709	16%	0.42%	1.59%	1.20%
Home Equity & Other Consumer	1,337,236	22%	0.47%	0.89%	0.74%
Indirect Consumer	504,317	8%	0.34%	0.91%	0.12%
Residential Mortgage	557,655	9%	0.11%	2.24%	1.29%
Florida	231,237	4%	2.43%	27.70%	27.70%
Regency Finance	159,599	3%	3.84%	3.96%	5.01%
Other	104,270	3%	1.0%	2.4%	0.8%
Total	5,967,570	100.0%	0.53%	2.97%	2.51%

(1) Period end balances, in \$ millions

(2) Annualized

Appendix



Established Board of Directors

<u>Name</u>	<u>Age</u>	<u>Director Since</u>	<u>Biography</u>
Stephen J. Gurgovits	67	1981	President and Chief Executive Officer
William B. Campbell	71	1975	Chairman of the Board
Henry M. Ekker	71	1994	Partner with Ekker, Kuster, McConnell & Epstein, LLP
Philip E. Gingerich	72	2008	Director of Omega from 1994 to 2008; Retired Real Estate Appraiser and Consultant
Robert B. Goldstein	69	2003	Principal of CapGen Financial Advisors LLC since 2007; Former Chairman of Bay View Capital
Dawne S. Hickton	52	2006	Vice Chairman and CEO of RTI International Metals, Inc. since 2007
David J. Malone	55	2005	President and CEO of Gateway Financial since 2004
D. Stephen Martz	67	2008	Former Director, President & COO of Omega
Peter Mortensen	74	1974	Chairman of F.N.B. from 1988 to 2007
Harry F. Radcliffe	59	2002	Investment Manager
Arthur J. Rooney II	57	2006	President, Pittsburgh Steelers Sports, Inc.; of Counsel with Buchanan, Ingersoll & Rooney LLP
John W. Rose	61	2003	Principal of CapGen Financial Advisors LLC since 2007; President of McAllen Capital Partners, Inc. since 1991
Stanton R. Sheetz	55	2008	CEO and Director of Sheetz, Inc.; Director of Omega from 1994 to 2008; Director of Quaker Steak and Lube Restaurant, Inc
William J. Strimbu	49	1995	President of Nick Strimbu, Inc. since 1994
Earl K. Wahl, Jr.	69	2002	Owner, J.E.D. Corporation



GAAP to Non-GAAP Reconciliation

	2010		2009
	Second Quarter	First Quarter	Second Quarter
<u>Return on average tangible common equity (1):</u>			
Net income available to common shareholders (annualized)	\$71,886	\$64,810	\$36,616
Amortization of intangibles, net of tax (annualized)	4,376	4,447	4,727
	<u>76,262</u>	<u>69,257</u>	<u>41,343</u>
Average total shareholders' equity	1,052,569	1,047,094	1,049,464
Less: Average preferred shareholders' equity	0	0	(95,389)
Less: Average intangibles	<u>(565,294)</u>	<u>(566,983)</u>	<u>(572,701)</u>
	<u>487,275</u>	<u>480,111</u>	<u>381,374</u>
Return on average tangible common equity (1)	<u>15.65%</u>	<u>14.43%</u>	<u>10.84%</u>
<u>Return on average tangible assets (2):</u>			
Net income (annualized)	\$71,886	\$64,810	\$42,508
Amortization of intangibles, net of tax (annualized)	4,376	4,447	4,727
	<u>76,262</u>	<u>69,257</u>	<u>47,235</u>
Average total assets	8,874,430	8,745,138	8,604,059
Less: Average intangibles	<u>(565,294)</u>	<u>(566,983)</u>	<u>(572,701)</u>
	<u>8,309,136</u>	<u>8,178,155</u>	<u>8,031,358</u>
Return on average tangible assets (2)	<u>0.92%</u>	<u>0.85%</u>	<u>0.59%</u>

(1) Return on average tangible common equity is calculated by dividing net income less amortization of intangibles by average common equity less average intangibles.

(2) Return on average tangible assets is calculated by dividing net income less amortization of intangibles by average assets less average intangibles.



GAAP to Non-GAAP Reconciliation

	2010		2009
	Second Quarter	First Quarter	Second Quarter
<u>Tangible common book value per share:</u>			
Total shareholders' equity	\$1,058,004	\$1,047,395	\$1,151,147
Less: preferred shareholders' equity	0	0	(95,462)
Less: intangibles	(564,495)	(566,176)	(571,665)
	<u>493,509</u>	<u>481,219</u>	<u>484,020</u>
Ending shares outstanding	114,532,890	114,404,945	113,965,669
Tangible common book value per share	<u>\$4.31</u>	<u>\$4.21</u>	<u>\$4.25</u>
<u>Tangible equity/tangible assets (period end):</u>			
Total shareholders' equity	\$1,058,004	\$1,047,395	\$1,151,147
Less: intangibles	(564,495)	(566,176)	(571,665)
	<u>493,509</u>	<u>481,219</u>	<u>579,482</u>
Total assets	8,833,060	8,799,534	8,710,320
Less: intangibles	(564,495)	(566,176)	(571,665)
	<u>8,268,565</u>	<u>8,233,358</u>	<u>8,138,655</u>
Tangible equity/tangible assets (period end)	<u>5.97%</u>	<u>5.84%</u>	<u>7.12%</u>
<u>Tangible common equity/tangible assets (period end):</u>			
Total shareholders' equity	\$1,058,004	\$1,047,395	\$1,151,147
Less: preferred shareholders' equity	0	0	(95,462)
Less: intangibles	(564,495)	(566,176)	(571,665)
	<u>493,509</u>	<u>481,219</u>	<u>484,020</u>
Total assets	8,833,060	8,799,534	8,710,320
Less: intangibles	(564,495)	(566,176)	(571,665)
	<u>8,268,565</u>	<u>8,233,358</u>	<u>8,138,655</u>
Tangible common equity/tangible assets (period end)	<u>5.97%</u>	<u>5.84%</u>	<u>5.95%</u>