

FEDERAL RESERVE BANK *of* CLEVELAND

Stephen H. Jenkins
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Supervision and Regulation Department

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March 5, 2009

Ms. Dawn McCarthy
c/o Probation Officer Lindsey Smith
Adult Probation
225 North Clifton Avenue
Louisville, Kentucky 40203

Re: Criminal Conviction – Prohibition from Banking Industry

Dear Ms. McCarthy:

The Federal Reserve Bank of Cleveland has become aware that you were convicted upon a plea of guilty of Theft by Deception, in violation of Kentucky Revised Statutes: 514.040, in connection with your employment by Fifth Third Bank. A copy of your judgment of conviction is attached. Because you have been convicted of a crime involving dishonesty or breach of trust, you are automatically subject to the prohibitions set forth in Section 19 of the Federal Deposit Insurance Act, as amended (“Section 19”) (12 U.S.C. § 1829) for banking organizations and in Section 205 of the National Credit Union Act, as amended (“Section 205(d)”) (12 U.S.C. § 1785(d)) for insured credit unions.

Section 19 and Section 205(d) prohibit you from becoming or continuing as an institution-affiliated party with respect to any of the banking organizations or credit unions described below. This means that you may not, among other things, act as an employee, officer, director, or agent of these banking organizations or credit unions, nor may you otherwise participate, directly or indirectly, in the conduct of the affairs of any of these organizations. You are also prohibited from directly or indirectly owning or controlling any insured depository institution or holding company. These statutes do not prohibit you from being a normal, arms-length customer of a banking organization or credit union, such as having a loan, checking or savings account.

The prohibitions of Section 19 and Section 205(d) cover all insured depository institutions, including, but not limited to, any bank, savings association or credit union, and their holding companies, as well as Edge corporations and Agreement corporations. The Federal Deposit Insurance Corporation may grant written consent for you to engage in otherwise prohibited conduct with respect to insured depository institutions, and the Federal Reserve may grant written consent with respect to bank holding companies and Edge and Agreement corporations. The Office of Thrift Supervision may grant consent with respect to savings and loan association holding companies. The National Credit Union Administration Board may grant consent for insured credit unions. The automatic prohibition does not cover non-bank subsidiaries of bank holding companies or uninsured branches or agencies of foreign banks, unless the appropriate federal banking agency takes further action against you.

Ms. Dawn McCarthy

- 2 -

March 5, 2009

Should you engage in prohibited conduct without obtaining the required consent from the appropriate agency, you could be subject to daily criminal fines of up to \$1,000,000 or up to five years' imprisonment.

This letter will be posted on the website of the Board of Governors of the Federal Reserve System. If you believe that the prohibitions of Section 19 and Section 205(d) do not apply to you, because, for example, your conviction has been reversed on appeal, or for any other reason, please contact Jason Tarnowski of the Supervision and Regulation Enforcement Division in writing at this Reserve Bank.

Sincerely,



Stephen H. Jenkins
Senior Vice President

SHJ/cr

cc: Mr. Steve Meyer, Board of Governors of the Federal Reserve System
Ms. Gail Jensen, Board of Governors of the Federal Reserve System
Mr. A.T. Dill, Federal Deposit Insurance Corporation
Mr. David Coyle, Kentucky Department of Financial Institutions
Mr. Lindsey Smith, Probation Officer

Order on Guilty Plea, dated May 31, 2007, and Judgment of Conviction, dated August 6, 2007, concerning *Commonwealth of Kentucky v. Dawn McCarthy*, Case No. 06-CR-2031, in the Circuit Court of Jefferson County on file.