

MAINE BUREAU OF FINANCIAL INSTITUTIONS
ORDER APPROVING APPLICATION OF THE ABRAMSON GRANDCHILDREN
TRUST TO ACQUIRE 100% OF THE VOTING INTEREST OF THE MAINE
MERCHANT BANK, LLC, PORTLAND, MAINE

The Abramson Grandchildren Trust filed an application with the Superintendent of the Maine Bureau of Financial Institutions (the "Superintendent"), pursuant to 9-B M.R.S.A. Chapter 105, to acquire 100% of the voting interests of The Maine Merchant Bank, LLC, Portland, Maine ("MMB").

The application was accepted for processing on April 19, 2005. Public notice, as required by Title 9-B M.R.S.A. 252.2(B), was provided by publication, posting on the Bureau's website and mail to interested parties affording them an opportunity to submit written comments or request a hearing. The Bureau received no comments during the public comment period ending May 22, 2005.

A Principal Bank Examiner of the Maine Bureau of Financial Institutions conducted an investigation of this transaction. All evidence and pertinent material which were considered by the Examiner were also considered by the Superintendent in reaching his decision.

MMB is a limited purpose merchant bank organized by Leonard Abramson that commenced operations in January 1998. MMB was granted trust powers in January 2001 and its current focus is on providing trust services to Leonard Abramson and related family interests. The voting interests in MMB are currently controlled by Jerome Goodman pursuant to three voting trusts. Jerome Goodman is also the trustee of The Abramson Grandchildren Trust. Therefore, while this transaction will result in a transfer of the beneficial ownership, there will be no change in the voting control of the equity interests of MMB.

This is merely an intra-family transfer of the equity interests that will have no effect on the management, capital, financial condition or operations of MMB nor will it have any effect on public convenience and needs. Therefore, the application for the change of ownership of The Maine Merchant Bank, LLC is approved. The applicant has requested a waiver of the thirty-day waiting period so that the transaction may be consummated as soon as possible, citing estate planning coordination and documentation. The Superintendent has determined that these factors constitute extraordinary or unusual conditions and, therefore, the Superintendent agrees to grant the waiver in order that the transaction may be consummated on or after May 27, 2005. The transaction shall be completed within one year of the effective date of this Order, unless a written extension is granted by the Superintendent.

Pursuant to 9-B M.R.S.A. § 256, any person aggrieved by this Order shall be entitled to a judicial review of the Order in accordance with the Maine Administrative Procedure Act, Title 5, chapter 375, subchapter VII.

By order of the Superintendent, effective May 27, 2005.

/s/ Lloyd P. LaFountain III
Superintendent
Gardiner, Maine
May 27, 2005