

There's opportunity here

BB&T

**State of West Virginia
Workforce West Virginia
Request for Quotation
WWV-09-853**

RECEIVED

2009 APR 16 AM 9:50

WV PURCHASING
DIVISION



April 16, 2009

Commercial Loans
300 Summers Street
Charleston, WV 25301

State of West Virginia Purchasing Division
2019 Washington Street, East
Charleston, WV 25305-0130

Dear Evaluation Committee:

We are delighted to deliver BB&T's proposal to continue providing the Banking Services to the State Purchasing Division and the Workforce West Virginia (Bureau of Employment Programs) office, as set forth in your Request for Quotation (WWV09853) dated April 3, 2009.

In delivering this proposal to you, we make our pledge to continue providing the highest level of LOCAL client service, each and every day. At BB&T, we differentiate ourselves by providing LOCAL responsive, competent, proactive and conscientious service to our clients. As you will see in our proposal, we have assigned a LOCAL TEAM of highly experienced officers and staff to the Workforce West Virginia accounts. These individuals have the decision-making authority to prepare this proposal and to service the banking needs for the Workforce West Virginia staff.

BB&T is proud to have made a substantial commitment to the State of West Virginia. This commitment is evident not only by our charitable contributions to many markets in West Virginia, but also by our substantial loan portfolio in the State of West Virginia.

BB&T's proposal shall remain valid for ninety (90) days after receipt of the proposal. We look forward to receiving your favorable response to this proposal. In the interim, if you have any questions and/or concerns, please do not hesitate to contact myself at 348-7281 or Dan Lanier at 348-7078.

Sincerely

Phyllis H. Arnold
Regional President – WV Central
State President WV

STATE OF WEST VIRGINIA
Purchasing Division

PURCHASING AFFIDAVIT

VENDOR OWING A DEBT TO THE STATE:

West Virginia Code §5A-3-10a provides that: No contract or renewal of any contract may be awarded by the state or any of its political subdivisions to any vendor or prospective vendor when the vendor or prospective vendor or a related party to the vendor or prospective vendor is a debtor and the debt owed is an amount greater than one thousand dollars in the aggregate.

PUBLIC IMPROVEMENT CONTRACTS & DRUG-FREE WORKPLACE ACT:

If this is a solicitation for a public improvement construction contract, the vendor, by its signature below, affirms that it has a written plan for a drug-free workplace policy in compliance with Article 1D, Chapter 21 of the *West Virginia Code*. The vendor must make said affirmation with its bid submission. Further, public improvement construction contract may not be awarded to a vendor who does not have a written plan for a drug-free workplace policy in compliance with Article 1D, Chapter 21 of the *West Virginia Code* and who has not submitted that plan to the appropriate contracting authority in timely fashion. For a vendor who is a subcontractor, compliance with Section 5, Article 1D, Chapter 21 of the *West Virginia Code* may take place before their work on the public improvement is begun.

ANTITRUST:

In submitting a bid to any agency for the state of West Virginia, the bidder offers and agrees that if the bid is accepted the bidder will convey, sell, assign or transfer to the state of West Virginia all rights, title and interest in and to all causes of action it may now or hereafter acquire under the antitrust laws of the United States and the state of West Virginia for price fixing and/or unreasonable restraints of trade relating to the particular commodities or services purchased or acquired by the state of West Virginia. Such assignment shall be made and become effective at the time the purchasing agency tenders the initial payment to the bidder.

I certify that this bid is made without prior understanding, agreement, or connection with any corporation, firm, limited liability company, partnership or person or entity submitting a bid for the same materials, supplies, equipment or services and is in all respects fair and without collusion or fraud. I further certify that I am authorized to sign the certification on behalf of the bidder or this bid.

LICENSING:

Vendors must be licensed and in good standing in accordance with any and all state and local laws and requirements by any state or local agency of West Virginia, including, but not limited to, the West Virginia Secretary of State's Office, the West Virginia Tax Department, West Virginia Insurance Commission, or any other state agencies or political subdivision. Furthermore, the vendor must provide all necessary releases to obtain information to enable the Director or spending unit to verify that the vendor is licensed and in good standing with the above entities.

CONFIDENTIALITY:

The vendor agrees that he or she will not disclose to anyone, directly or indirectly, any such personally identifiable information or other confidential information gained from the agency, unless the individual who is the subject of the information consents to the disclosure in writing or the disclosure is made pursuant to the agency's policies, procedures and rules. Vendor further agrees to comply with the Confidentiality Policies and Information Security Accountability Requirements, set forth in <http://www.state.wv.us/admin/purchase/privacy/noticeConfidentiality.pdf>.

Under penalty of law for false swearing (*West Virginia Code* §61-5-3), it is hereby certified that the vendor affirms and acknowledges the information in this affidavit and is in compliance with the requirements as stated.

Vendor's Name: BB&T
Authorized Signature: Samuel E. Gamm, Sr. Date: 4/6/09
SENIOR VICE PRESIDENT

State of West Virginia VENDOR PREFERENCE CERTIFICATE

Certification and application* is hereby made for Preference in accordance with *West Virginia Code*, §5A-3-37. (Does not apply to construction contracts). *West Virginia Code*, §5A-3-37, provides an opportunity for qualifying vendors to request (at the time of bid) preference for their residency status. Such preference is an evaluation method only and will be applied only to the cost bid in accordance with the *West Virginia Code*. This certificate for application is to be used to request such preference. The Purchasing Division will make the determination of the Resident Vendor Preference, if applicable.

- 1. Application is made for 2.5% resident vendor preference for the reason checked:
 Bidder is an individual resident vendor and has resided continuously in West Virginia for four (4) years immediately preceding the date of this certification; or,
 Bidder is a partnership, association or corporation resident vendor and has maintained its headquarters or principal place of business continuously in West Virginia for four (4) years immediately preceding the date of this certification; or 80% of the ownership interest of Bidder is held by another individual, partnership, association or corporation resident vendor who has maintained its headquarters or principal place of business continuously in West Virginia for four (4) years immediately preceding the date of this certification; or,
 Bidder is a nonresident vendor which has an affiliate or subsidiary which employs a minimum of one hundred state residents and which has maintained its headquarters or principal place of business within West Virginia continuously for the four (4) years immediately preceding the date of this certification; or,
- 2. Application is made for 2.5% resident vendor preference for the reason checked:
 Bidder is a resident vendor who certifies that, during the life of the contract, on average at least 75% of the employees working on the project being bid are residents of West Virginia who have resided in the state continuously for the two years immediately preceding submission of this bid; or,
- 3. Application is made for 2.5% resident vendor preference for the reason checked:
 Bidder is a nonresident vendor employing a minimum of one hundred state residents or is a nonresident vendor with an affiliate or subsidiary which maintains its headquarters or principal place of business within West Virginia employing a minimum of one hundred state residents who certifies that, during the life of the contract, on average at least 75% of the employees or Bidder's affiliate's or subsidiary's employees are residents of West Virginia who have resided in the state continuously for the two years immediately preceding submission of this bid; or,
- ~~4. Application is made for 5% resident vendor preference for the reason checked:
 Bidder meets either the requirement of both subdivisions (1) and (2) or subdivision (1) and (3) as stated above; or,~~
- 5. Application is made for 3.5% resident vendor preference who is a veteran for the reason checked:
 Bidder is an individual resident vendor who is a veteran of the United States armed forces, the reserves or the National Guard and has resided in West Virginia continuously for the four years immediately preceding the date on which the bid is submitted; or,
- 6. Application is made for 3.5% resident vendor preference who is a veteran for the reason checked:
 Bidder is a resident vendor who is a veteran of the United States armed forces, the reserves or the National Guard, if, for purposes of producing or distributing the commodities or completing the project which is the subject of the vendor's bid and continuously over the entire term of the project, on average at least seventy-five percent of the vendor's employees are residents of West Virginia who have resided in the state continuously for the two immediately preceding years.

Bidder understands if the Secretary of Revenue determines that a Bidder receiving preference has failed to continue to meet the requirements for such preference, the Secretary may order the Director of Purchasing to: (a) reject the bid; or (b) assess a penalty against such Bidder in an amount not to exceed 5% of the bid amount and that such penalty will be paid to the contracting agency or deducted from any unpaid balance on the contract or purchase order.

By submission of this certificate, Bidder agrees to disclose any reasonably requested information to the Purchasing Division and authorizes the Department of Revenue to disclose to the Director of Purchasing appropriate information verifying that Bidder has paid the required business taxes, provided that such information does not contain the amounts of taxes paid nor any other information deemed by the Tax Commissioner to be confidential.

Under penalty of law for false swearing (*West Virginia Code*, §61-5-3), Bidder hereby certifies that this certificate is true and accurate in all respects; and that if a contract is issued to Bidder and if anything contained within this certificate changes during the term of the contract, Bidder will notify the Purchasing Division in writing immediately.

Bidder: BBET

Signed: David E. Lewis

Date: 4/6/09

Title: SENIOR VICE PRESIDENT

*Check any combination of preference consideration(s) indicated above, which you are entitled to receive.



State of West Virginia
 Department of Administration
 Purchasing Division
 2019 Washington Street East
 Post Office Box 50130
 Charleston, WV 25305-0130

Request for Quotation

RFQ NUMBER
WWV09853

PAGE
1

ADDRESS CORRESPONDENCE TO ATTENTION OF
FRANK WHITTAKER 304-558-2316

VENDOR

*417144036 304-348-7078
 BB&T BRANCH BANKING & TRUST
 300 SUMMERS STREET
 CHARLESTON WV 25301

SHIP TO

BUREAU OF EMPLOYMENT PROGRAMS
 OFFICE OF ADMIN. SUPPORT-5302
 112 CALIFORNIA AVENUE
 CHARLESTON, WV
 25305-0112 558-2634

DATE PRINTED	TERMS OF SALE	SHIP VIA	F.O.B	FREIGHT TERMS
03/11/2009				

BID OPENING DATE: 04/08/2009 BID OPENING TIME 01:30PM

LINE	QUANTITY	UOP	CAT NO	ITEM NUMBER	UNIT PRICE	AMOUNT
0001	1	LS		946-25		
<p>BANKING SERVICES</p> <p>THE WEST VIRGINIA PURCHASING DIVISION, FOR THE AGENCY, WORKFORCE WEST VIRGINIA IS SOLICITING FROM FINANCIAL INSTITUTIONS TO PROVIDE BANKING SERVICES FOR BENEFITS DISTRIBUTION TO CLIENTS AS WELL AS CLEARING ACCOUNT FUNCTIONS PER THE ATTACHED SPECIFICATIONS.</p> <p>TECHNICAL QUESTIONS MAY BE SUBMITTED TO THE PURCHASING DIVISION C/O FRANK WHITTAKER VIA FAX AT 304-558-4115 OR VIA EMAIL AT FRANK.M.WHITTAKER@WV.GOV. DEADLINE FOR TECHNICAL QUESTIONS IS 03/24/2009 AT 3:00 PM</p> <p>EXHIBIT 3</p> <p>LIFE OF CONTRACT: THIS CONTRACT BECOMES EFFECTIVE ON AND EXTENDS FOR A PERIOD OF ONE (1) YEAR OR UNTIL SUCH "REASONABLE TIME" THEREAFTER AS IS NECESSARY TO OBTAIN A NEW CONTRACT OR RENEW THE ORIGINAL CONTRACT. THE "REASONABLE TIME" PERIOD SHALL NOT EXCEED TWELVE (12) MONTHS. DURING THIS "REASONABLE TIME" THE VENDOR MAY TERMINATE THIS CONTRACT FOR ANY REASON UPON GIVING THE DIRECTOR OF PURCHASING 30 DAYS WRITTEN NOTICE.</p> <p>UNLESS SPECIFIC PROVISIONS ARE STIPULATED ELSEWHERE IN THIS CONTRACT DOCUMENT, THE TERMS, CONDITIONS AND PRICING SET HEREIN ARE FIRM FOR THE LIFE OF THE CONTRACT.</p> <p>RENEWAL: THIS CONTRACT MAY BE RENEWED UPON THE MUTUAL</p>						

SIGNATURE <i>David C. Young Sr.</i>				SEE REVERSE SIDE FOR TERMS AND CONDITIONS	
TITLE <i>Senior Vice President</i>		FEIN <i>56-1074313</i>	TELEPHONE <i>304-348-7078</i>	DATE <i>4/6/09</i>	
ADDRESS CHANGES TO BE NOTED ABOVE					

WHEN RESPONDING TO RFQ, INSERT NAME AND ADDRESS IN SPACE ABOVE LABELED 'VENDOR'



State of West Virginia
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03/11/2009				
BID OPENING DATE: 04/08/2009		BID OPENING TIME 01:30PM		

LINE	QUANTITY	UOP	CAT NO	ITEM NUMBER	UNIT PRICE	AMOUNT
<p>WRITTEN CONSENT OF THE SPENDING UNIT AND VENDOR, SUBMITTED TO THE DIRECTOR OF PURCHASING THIRTY (30) DAYS PRIOR TO THE EXPIRATION DATE. SUCH RENEWAL SHALL BE IN ACCORDANCE WITH THE TERMS AND CONDITIONS OF THE ORIGINAL CONTRACT AND SHALL BE LIMITED TO TWO (2) ONE (1) YEAR PERIODS.</p> <p>CANCELLATION: THE DIRECTOR OF PURCHASING RESERVES THE RIGHT TO CANCEL THIS CONTRACT IMMEDIATELY UPON WRITTEN NOTICE TO THE VENDOR IF THE COMMODITIES AND/OR SERVICES SUPPLIED ARE OF AN INFERIOR QUALITY OR DO NOT CONFORM TO THE SPECIFICATIONS OF THE BID AND CONTRACT HEREIN.</p> <p>OPEN MARKET CLAUSE: THE DIRECTOR OF PURCHASING MAY AUTHORIZE A SPENDING UNIT TO PURCHASE ON THE OPEN MARKET, WITHOUT THE FILING OF A REQUISITION OR COST ESTIMATE, ITEMS SPECIFIED ON THIS CONTRACT FOR IMMEDIATE DELIVERY IN EMERGENCIES DUE TO UNFORESEEN CAUSES (INCLUDING BUT NOT LIMITED TO DELAYS IN TRANSPORTATION OR AN UNANTICIPATED INCREASE IN THE VOLUME OF WORK.)</p> <p>QUANTITIES: QUANTITIES LISTED IN THE REQUISITION ARE APPROXIMATIONS ONLY, BASED ON ESTIMATES SUPPLIED BY THE STATE SPENDING UNIT. IT IS UNDERSTOOD AND AGREED THAT THE CONTRACT SHALL COVER THE QUANTITIES ACTUALLY ORDERED FOR DELIVERY DURING THE TERM OF THE CONTRACT, WHETHER MORE OR LESS THAN THE QUANTITIES SHOWN.</p> <p>BANKRUPTCY: IN THE EVENT THE VENDOR/CONTRACTOR FILES FOR BANKRUPTCY PROTECTION, THIS CONTRACT IS AUTOMATICALLY NULL AND VOID, AND IS TERMINATED WITHOUT FURTHER ORDER.</p> <p>THE TERMS AND CONDITIONS CONTAINED IN THIS CONTRACT</p>						

SIGNATURE		SEE REVERSE SIDE FOR TERMS AND CONDITIONS		
<i>Alan C. Gann, Sr.</i>		TELEPHONE	DATE	
Senior Vice President		304-348-7078	4/6/09	
FEIN	ADDRESS CHANGES TO BE NOTED ABOVE			
56-1074313				

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ADDRESS CORRESPONDENCE TO ATTENTION OF:
**FRANK WHITTAKER
 304-558-2316**

POSTAL

***417144036 304-348-7078**
BB&T BRANCH BANKING & TRUST
300 SUMMERS STREET

CHARLESTON WV 25301

SHIP TO

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112 CALIFORNIA AVENUE
CHARLESTON, WV
25305-0112 558-2634

DATE PRINTED 03/11/2009	TERMS OF SALE	SHIP VIA	F.O.B.	FREIGHT TERMS
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BID OPENING DATE: **04/08/2009** BID OPENING TIME **01:30PM**

LINE	QUANTITY	UOP	CAT NO	ITEM NUMBER	UNIT PRICE	AMOUNT
<p>SHALL SUPERSEDE ANY AND ALL SUBSEQUENT TERMS AND CONDITIONS WHICH MAY APPEAR ON ANY ATTACHED PRINTED DOCUMENTS SUCH AS PRICE LISTS, ORDER FORMS, SALES AGREEMENTS OR MAINTENANCE AGREEMENTS, INCLUDING ANY ELECTRONIC MEDIUM SUCH AS CD-ROM.</p> <p>REV. 04/11/2001 EXHIBIT 6</p> <p>PRICE ADJUSTMENT PROVISION: THE STATE OF WEST VIRGINIA WILL ONLY CONSIDER PRICE ADJUSTMENTS AT THE TIME OF CONTRACT RENEWAL, PROVIDED THAT SUCH PRICE ADJUSTMENT COVERS BOTH UPWARD AND DOWNWARD MOVEMENT OF THE COMMODITY PRICE, AND THAT ADJUSTMENT IS BASED ON THE "PASS THROUGH" INCREASE OR DECREASE OF RAW MATERIALS AND/OR LABOR, WHICH MAKE UP ALL OR A SUBSTANTIAL PART OF A PRODUCT. ADJUSTMENTS ARE TO BE BASED UPON AN ACTUAL DOLLAR FIGURE, NOT A PERCENTAGE. ALL PRICE ADJUSTMENT REQUESTS MUST BE SUBSTANTIATED IN A MANNER ACCEPTABLE TO THE DIRECTOR PURCHASING, E.G. GOVERNMENTAL BENCH MARKS, GENERAL MARKET INCREASE, PUBLISHED PRICE LISTS. SUCH REQUESTS FOR AND INCREASE SHOULD BE RECEIVED IN WRITING BY THE DIRECTOR OF PURCHASING AT LEAST 30 DAYS IN ADVANCE OF THE EFFECTIVE DATE OF THE INCREASE. ANY TIME THE VENDOR REQUESTS A PRICE ADJUSTMENT, THE PURCHASING DIVISION MAY EITHER ACCEPT THE PRICE ADJUSTMENT AND AMEND THE CONTRACT ACCORDINGLY OR REJECT THE ADJUSTMENT IN ITS ENTIRETY AND CANCEL THE CONTRACT.</p> <p style="text-align: center;">NOTICE</p> <p>A SIGNED BID MUST BE SUBMITTED TO:</p>						

SEE REVERSE SIDE FOR TERMS AND CONDITIONS

SIGNATURE: *David E. ...* TELEPHONE: *304-348-7078* DATE: *4/6/09*

TITLE: *Senior Vice President* FEIN: *56-1074313* ADDRESS CHANGES TO BE NOTED ABOVE

WHEN RESPONDING TO RFQ, INSERT NAME AND ADDRESS IN SPACE ABOVE LABELED 'VENDOR'



State of West Virginia
 Department of Administration
 Purchasing Division
 2019 Washington Street East
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 Charleston, WV 25305-0130

Request for Quotation

RFQ NUMBER
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ADDRESS CORRESPONDENCE TO ATTENTION OF:
**FRANK WHITTAKER
 304-558-2316**

POSTAL POINT

***417144036 304-348-7078**
BB&T BRANCH BANKING & TRUST
300 SUMMERS STREET

CHARLESTON WV 25301

SHIP TO

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OFFICE OF ADMIN. SUPPORT-5302

112 CALIFORNIA AVENUE
CHARLESTON, WV
25305-0112 558-2634

DATE PRINTED	TERMS OF SALE	SHIP VIA	F.O.B.	FREIGHT TERMS
03/11/2009				

BID OPENING DATE: **04/08/2009** BID OPENING TIME **01:30PM**

LINE	QUANTITY	UOP	CAT NO	ITEM NUMBER	UNIT PRICE	AMOUNT
***** THIS IS THE END OF RFQ WWV09853 ***** TOTAL: _____						

SEE REVERSE SIDE FOR TERMS AND CONDITIONS

SIGNATURE *Frank Whittaker Sr* TELEPHONE *304-348-7078* DATE *4/6/09*

TITLE *Senior Vice President* FEIN *56-1074313* ADDRESS CHANGES TO BE NOTED ABOVE

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 25305-0112 558-2634

DATE PRINTED	TERMS OF SALE	SHIP VIA	F.O.B.	FREIGHT TERMS
04/03/2009				

BID OPENING DATE: 04/16/2009 BID OPENING TIME 01:30PM

LINE	QUANTITY	UOP	CAT. NO.	ITEM NUMBER	UNIT PRICE	AMOUNT
***** ADDENDUM NO.1 *****						
THIS ADDENDUM IS ISSUED TO REPLACE PAGES 6 THROUGH 12 OF THE ORIGINAL SPECIFICATIONS WITH THE ATTACHED REVISED SPECIFICATIONS, PROVIDE THE ATTACHED TECHNICAL QUESTIONS AND ANSWERS, ATTACHMENTS A & B, AND EXHIBIT 1						
THE BID OPENING DATE AND TIME HAVE BEEN EXTENDED TO: APRIL 16, 2009 AT 1:30 PM						
0001	1	LS		946-25		
BANKING SERVICES						
***** THIS IS THE END OF RFQ WWV09853 ***** TOTAL:						

SEE REVERSE SIDE FOR TERMS AND CONDITIONS

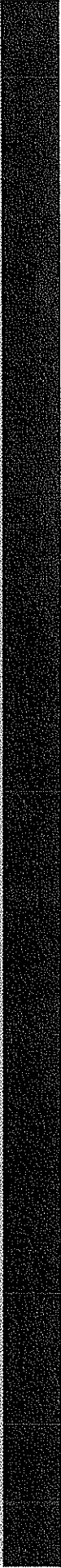
SIGNATURE <i>Paul E. Gamm</i>	TELEPHONE 304-348-7078	DATE 4/6/09
TITLE Senior Vice President	FEIN 56-1074313	ADDRESS CHANGES TO BE NOTED ABOVE

WHEN RESPONDING TO RFQ, INSERT NAME AND ADDRESS IN SPACE ABOVE LABELED 'VENDOR'

There's opportunity here

The logo for BB&T, consisting of the letters 'BB&T' in a white, serif font, centered within a solid black rectangular background.

Overview of BB&T Corporation



There's opportunity here

The logo for BB&T, consisting of the letters 'BB&T' in a bold, serif font, set against a dark rectangular background.

A Leading Financial Institution

Founded in 1872, BB&T Corporation is one of the nation's largest bank holding companies.

- Headquartered in Winston-Salem, N.C.
- More than 1,511 branch locations in 11 states and Washington, D.C.
- Total assets: \$152 billion as of 12/31/2208
- Ranked as the 11th largest banking organization in the United States

BB&T is a values-driven, profitable growth organization. During the 1990s and the first part of this decade, BB&T's growth came largely from mergers because the economics of combinations were compelling. More recently, the corporation's focus has been on organic growth.

While growth is important, BB&T's most important objective is to create a Perfect Client Experience for each of its clients so that BB&T offers the best value proposition in the market. The corporation's over arching purpose is to achieve its vision and mission, consistent with BB&T's values, with the ultimate goal of maximizing shareholder returns.

There's opportunity here

The logo for BB&T, consisting of the letters "BB&T" in a bold, white, sans-serif font, centered within a solid black rectangular background.

Subsidiaries & Affiliates

Through strategic acquisitions and internal specialization, we continually work to enhance our product offerings, information processes and delivery systems in order to deliver a differentiated level of expertise and client service. Among our subsidiaries and affiliates are:

BB&T Commercial Finance

Arranges asset-based working capital financing, supply-chain financing, accounts receivable management, and credit enhancement for commercial and corporate clients.

BB&T Insurance Services, Inc.

Offers individuals and companies one-stop shopping for all types of coverage. It is the seventh-largest independent insurance agency in the nation, and the eighth-largest in the world.

BB&T Leasing Corp.

Offers a full range of commercial equipment leasing options for small businesses and large corporations.

BB&T Investment Services, Inc.

Helps clients structure a diversified portfolio, tailored to specific financial goals and objectives.

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Subsidiaries & Affiliates (continued)

Scott & Stringfellow

A full-service securities firm that offers brokerage services, equity research, fixed-income products and investment banking services for clients ranging from individual investors to large institutions, corporations and municipalities. Scott & Stringfellow is the oldest member of the New York Stock Exchange in the Southeast.

BB&T Asset Management, Inc.

Provides tailored investment management solutions to meet the financial goals and objectives of affluent individuals, businesses and institutional clients in more than 20 states.

Stanley, Hunt, DuPree & Rhine, Inc. (SHDR)

A single-source provider of consulting and administration for employee benefit plans and programs.

Laureate Capital

A full-service commercial mortgage banking company that arranges permanent commercial and multi-family real estate loans, services loan portfolios, and provides asset and portfolio management and real estate brokerage services.

There's opportunity here

The logo for BB&T, consisting of the letters 'BB&T' in a bold, white, sans-serif font, centered within a solid black square.

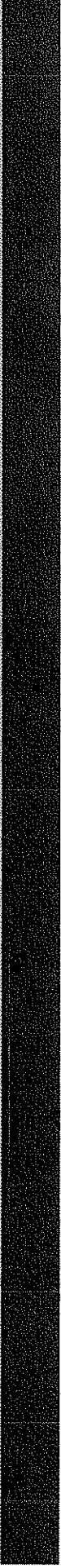
West Virginia Distinctions

- BB&T employs more West Virginians (approximately 1900) than any other banking institution in the state
- BB&T has the #1 deposit market share in the state
- BB&T has more capital invested in West Virginia businesses than any other banking institution in the state
- BB&T has more branch locations in West Virginia than any other financial institution in the state
- BB&T provides more community support than any other banking institution in the state (over \$1.2MM annually)
- BB&T is proud to serve as financial partner to more West Virginia businesses and individuals than any other banking institution

There's opportunity here



Why Choose BB&T?



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The logo for BB&T, consisting of the letters 'BB&T' in a bold, serif font, set against a dark rectangular background.

Why Choose BB&T?

Face-to-Face Banking and Local Decision Making

Today, BB&T is one of the nation's largest — and most successful — financial holding companies. However, we retain our **appreciation of the entrepreneurial spirit of local businesses.**

We bring the experience and scale that is part of being one of the nation's largest financial institutions and **deliver those capabilities one-on-one** through our professional bankers to clients of all sizes and industries across the Southeast and Mid-Atlantic.

Solid Core Values

With a philosophy based on Integrity, Innovation, Quality, Accountability and Collaboration, BB&T stands apart from its competitors.

There's opportunity here

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Why Choose BB&T?

Consistency

We consistently deliver the resources, products, insight and expertise to help companies **achieve economic success and financial security.**

Relationship Management

We provide our commercial and corporate clients **a true Charleston based relationship manager** who can structure and implement solutions tailored to each client's business – a connection that can be counted on for a consistent, dependable, responsive experience, one that has become all too rare in commercial banking today.

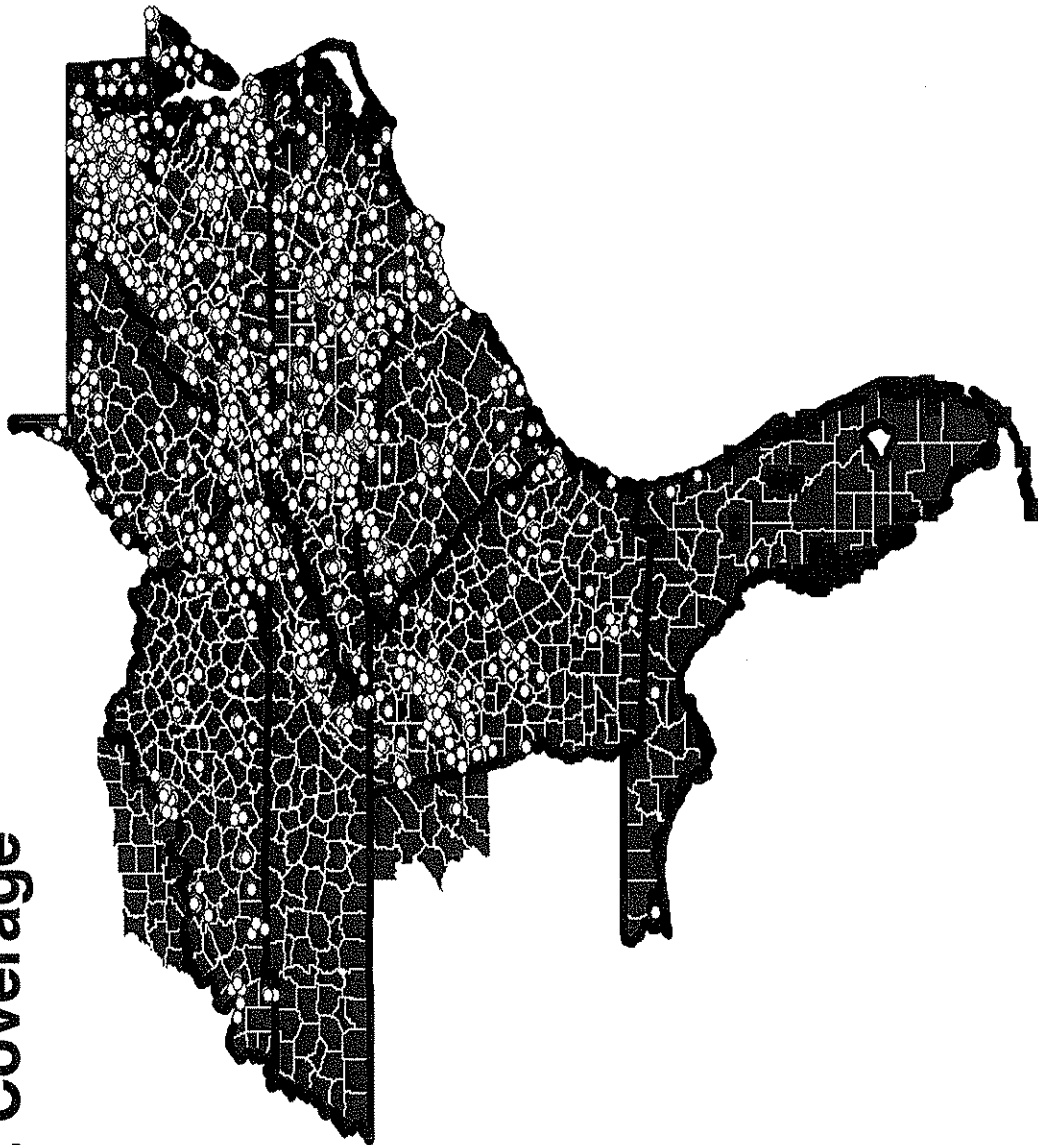
Market Coverage

In addition to a comprehensive array of products and services, we offer our corporate clients the convenience of 1,511 branch locations, spanning the Carolinas, Virginia, Maryland, Georgia, Alabama, Tennessee, Kentucky, West Virginia, Florida, Indiana, and Washington, D.C.

There's opportunity here

BB&T

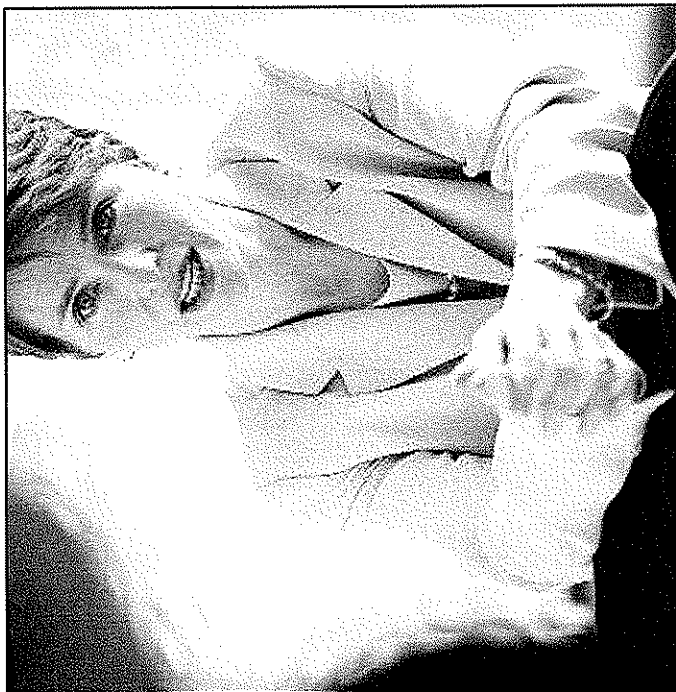
Market Coverage



There's opportunity here

BB&T

Benefit Accounts



There's opportunity here

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Account Structure

BB&T will provide depository accounts for all of the Benefit Accounts listed:

- Unemployment Compensation Benefit Payment Account
- Trade Readjustment Act Account
- Disaster Unemployment Act Account
- Special Account
- Trade Adjustment Assistance Account
- Alternative Trade Adjustment Assistance Account
- Health Care Tax Credit

These accounts will be placed in BB&T's Public Fund Regular Checking Account. This is noninterest bearing account with unlimited check writing privileges. Public Fund Checking accounts are analyzed monthly, comparing average balance maintained and bank services utilized. Service charges may be offset by an earnings credit based upon the average collected balance, less 10% reserves.

Treasury Management is provided by Branch Banking and Trust Company and its affiliated banks. Each a Member of FDIC. Only Deposit Products are FDIC insured.

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Service Requirements

BB&T will comply with all service requirements as listed in the RFQ, Addendum No.1 and outlined specifically under Section II Service Requirements. We have detailed the solutions provided by BB&T to WFWV for the required services.

At BB&T, our goal is to optimize the value you receive from your banking relationship by delivering superior products which allow room for our relationship to grow and change as your business evolves. This proposal describes the products and services that we feel will benefit your company and continue our ability to provide timely, efficient, and cost effective products and services in an effort to exceed WFWV expectations.

The services described in the following pages are:

- Cash Manager Online 2
- Positive Pay
- Account Reconciliation
- CD-ROM Check Imaging

Treasury Management is provided by Branch Banking and Trust Company and its affiliated banks. Each a Member of FDIC. Only Deposit Products are FDIC insured.

There's opportunity here



Cash Manager Online 2

Cash Manager OnLine 2 from BB&T is a comprehensive solution that combines the power of the Internet with new levels of service and support.

Solutions

BB&T recognizes that the Internet offers the unmatched advantages of speed, convenience, and service. We also understand that it's vital today to be able to access and manage financial information quickly and accurately from remote locations. That's why we've developed Cash Manager OnLine 2 – to provide you with a secure and flexible solution to access real-time account information, allowing for time-sensitive transactions with the convenience of the Internet.

Control

- Cash Manager OnLine 2 is a virtual window to a variety of BB&T cash management services that enables you to:
- Access current and previous day account information – summary level or detailed by transaction; more than 11 reports available in all
 - Place stop payments and inquire on the status of checks
 - Make real-time account transfers
 - Obtain check images as needed
 - Receive immediate online confirmations
 - Perform ACH transactions such as Direct Deposit and tax payments
 - Initiate real-time domestic and international (USD) wire transfers

Security

Rest assured. Cash Manager Online 2 incorporates multiple levels of security, so you can be confident that sensitive account information is protected. These security measures include the most advanced encryption levels available, Secure Socket Layer (SSL), authentication, and firewall technologies. All that, plus additional operator limits, password protection, password token authentication, and secondary authorization.

There's opportunity here

The logo for BB&T, consisting of the letters "BB&T" in a bold, serif font, positioned inside a dark rectangular box.

Positive Pay

BB&T's Positive Pay allows you to manage risk and protect your organization from illegal activity by detecting counterfeit or fraudulent checks.

How It Works:

- You send a file to BB&T containing issued check information before the checks are released to your payees.
- The encoded information from your posted checks is systematically compared to your company's issued checks on file to identify any check number or dollar amount mismatches.
- Suspect checks are manually examined by BB&T for encoding errors and misreads; if applicable the mistakes are corrected.
- Suspect checks and images are available for your company to review via CMOL, free of processing errors. Your company then advises BB&T of suspect checks to be paid or returned each business day by the decision deadline.
- Suspect checks with a return decision will be processed through BB&T's return channels.
- Suspect checks can be identified immediately by the BB&T Teller Systems when trying to be cashed.

There's opportunity here



Account Reconciliation

BB&T has several account reconciliation options from which to choose. All of these options are designed to save you time and money, and help your company become more efficient. Reconciliation options include:

- **Serial Sort:** Through this service, BB&T sorts your company's cancelled checks into numerical order according to the MICR encoded check numbers. This service is available although is not outlined by the WFWV RFQ.
- **Full Reconciliation:** This reconciliation service provides the most comprehensive account reconciliation reporting. With Full Reconciliation, your company receives a detailed listing by check number of all checks issued, paid, and outstanding since the last reconciliation period. To accomplish this, your company provides BB&T with a file of issued checks, total dollar amount and total number of checks issued for the period. BB&T processes the Full Reconciliation report by matching paid checks against your issued check file. The information on the report is also available on diskette or for transmission, to interface with your company's software.
- **Paid List Reconciliation:** This reconciliation service provides a computer report that lists all checks paid (with dollar amount and date paid), in check number order. Checks may also be subtotaled by location or division, at your option. This report summarizes all disbursement account activity and provides a total of all paid checks. The information on the report is also available on diskette or for transmission, to interface with your company's automated check register or reconciliation software.
- **Range Reconciliation:** This reconciliation service provides a computer report that lists all checks paid (with dollar amount and date paid), in check number order. Checks may also be subtotaled by location or division, at your option. This report summarizes all disbursement account activity and provides a total of all paid checks. This reconciliation service also reports checks that are outstanding (not cashed) however, in a Range Reconciliation, the dollar amounts of outstanding checks are not reported since this is not part of the issue file that is sent to the Bank. To accomplish the Range Reconciliation, a company is required to send the range of checks (without dollar amounts) that were issued during the last reconciliation period. That issue information must be received before the Range Reconciliation is generated for that period, to be included in the reconciliation. The information on the report is also available on diskette or for transmission, to interface with your company's automated check register or reconciliation software.

There's opportunity here

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CD ROM Check Imaging

Today, you can take advantage of a faster, more reliable way to research and retrieve paid checks, all the while saving important storage space. Utilizing BB&T's CD-ROM Imaging capabilities, you can possess a paper-free, digitized record of all paid checks. The efficiencies attained will benefit your bottom line, and BB&T will help you through the implementation process.

How it Works

- BB&T's CD-ROM imaging service takes a digital picture of the front and the back of each of your paid checks and stores these images on a CD-ROM
- Each statement period, you will receive a CD-ROM containing indexed paid check information and comprehensive check images of all checks written during that monthly statement cycle.
- Additionally, BB&T will also image your corresponding DDA statement.
- The Hypertext feature allows you to point and click on any check detail item on the statement and receive a clear digitized image of the check

There's opportunity here

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Compensation

BB&T will provide a monthly analysis statement that will be subject to verification by WFWV. BB&T will provide the reserve requirement to WFWV for verification.

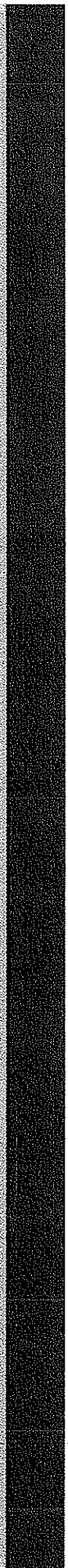
The best possible earnings credit rate for the WFWV Benefit Accounts will be determined periodically by the BB&T Asset/Liability Committee based on current economic trends and local competition.

BB&T will complete form 84-13 at the conclusion of each month and will compare the compensable service charges (Expense Analysis) with the Bank's total earnings credit allowance (Income Analysis). BB&T will then submit an invoice for the difference of Expense over Income to WFWV.

There's opportunity here

BB&T

Clearing Accounts



There's opportunity here

The logo for BB&T, consisting of the letters 'BB&T' in a bold, white, sans-serif font, centered within a solid black rectangular background.

Account Structure

BB&T will provide depository accounts Clearing Account A and Clearing Account B. These accounts will be placed in BB&T's Public Fund Regular Checking Account, which is a noninterest bearing account with unlimited check writing privileges. Public Fund Checking accounts are analyzed monthly, comparing average balance maintained and bank services utilized. Service charges may be offset by an earnings credit based upon the average collected balance, less 10% reserves.

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There's opportunity here

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Service Requirements

BB&T will comply with all service requirements as listed in the RFQ, Addendum No. 1 and as outlined specifically in Section II Service Requirements for the Clearing Accounts.

BB&T's Cash Manager Online is the internet portal that will allow WFWV the online access to the Clearing Accounts. WFWV will have the ability to view account balances, deposit information, account activity, ACH detail, and to transfer between accounts. BB&T's Cash Manager Online is further detailed on the following page.

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Cash Manager Online 2

Cash Manager OnLine 2sm from BB&T is a comprehensive solution that combines the power of the Internet with new levels of service and support.

Solutions

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Control

- Cash Manager OnLine 2 is a virtual window to a variety of BB&T cash management services that enables you to:
- Access current and previous day account information – summary level or detailed by transaction; more than 11 reports available in all.
- Place stop payments and inquire on the status of checks.
- Make real-time account transfers.
- Initiate real-time domestic and international (USD) wire transfers.
- Receive immediate online confirmations.
- Perform ACH transactions such as Direct Deposit and tax payments

Security

Rest assured. Cash Manager OnLine 2 incorporates multiple levels of security, so you can be confident that sensitive account information is protected. These security measures include the most advanced encryption levels available, Secure Socket Layer (SSL), authentication, and firewall technologies. All that, plus additional operator limits, password protection, password token authentication, and secondary authorization.

There's opportunity here

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Compensation

BB&T will furnish the reserve requirement to WFWV which is will be subject to verification by WFWV.

BB&T will furnish the number of items processed to WFWV on the monthly account analysis statement which will be subject to verification by WFWV.

The earnings credit rate for the WVWF Clearing Accounts will be determined periodically by the BB&T Asset/Liability Committee based on current economic trends and local competition.

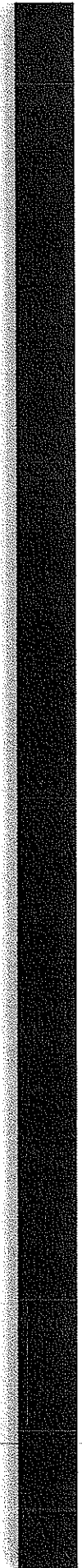
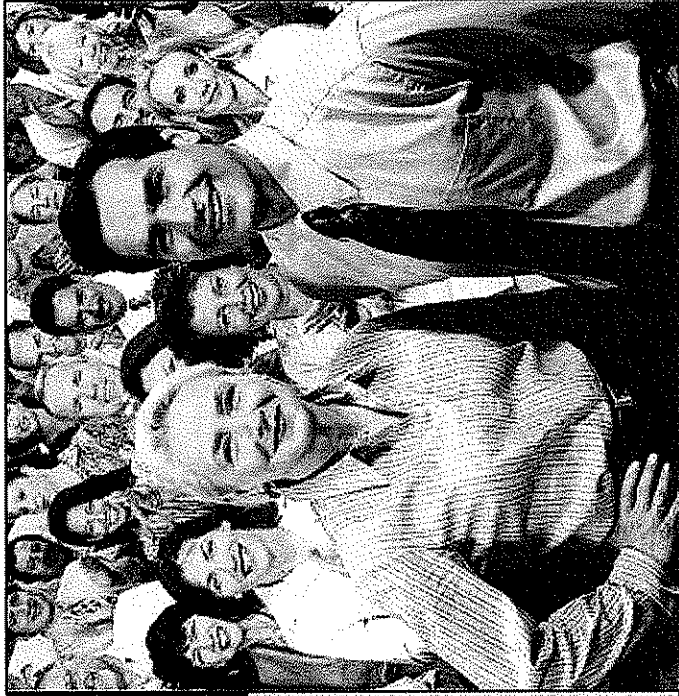
At the conclusion of each month, BB&T will complete form 84-14 for Clearing Account A and will compare the compensable service charges (Expense Analysis) with the earnings credit analysis (Income Analysis). BB&T will review the analysis and then submit and invoice for the difference of Expense over Income.

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There's opportunity here

BB&T

Data Transmission



There's opportunity here

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Data Transmission Service Requirements

BB&T will include design features that safeguard against fraud, abuse and waste.

BB&T will provide WFWV with a secure Communications Protocol site to transfer data and electronic reports to and from BB&T and the State WFWV office.

BB&T will protect the right to privacy of all WFWV clients.

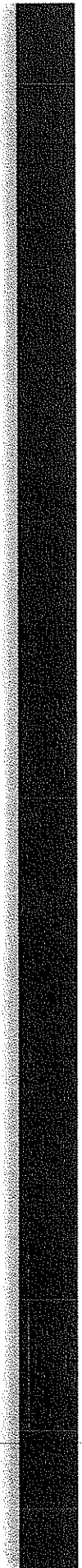
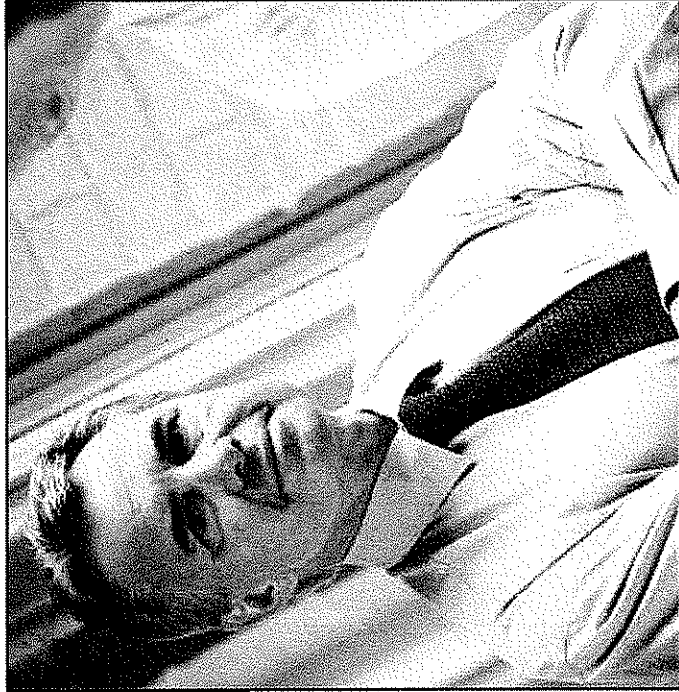
BB&T will use tried and state of the art products, services, and techniques for WFWV. WFWV will not be the subject of any untested technology.

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There's opportunity here

BB&T

Vendor Requirements



There's opportunity here

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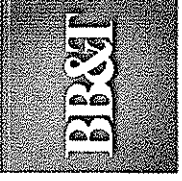
Project Management

Dan Lanier, Senior Vice President, will be the Project Manager for WFWV. Dan has been with BB&T 42 years and has been the relationship manager for WFWV for 12 years and other State entities for over 22 years. BB&T has a dedicated and qualified State Government Staff that is located in Charleston, WV. Our State Government Staff is led by Dan Lanier and works only on State Government accounts and is the only dedicated State Government team in the state of West Virginia. The knowledge and expertise of this group is unsurpassed in the West Virginia market and is often used as a guide post for bank relations in other BB&T regions.

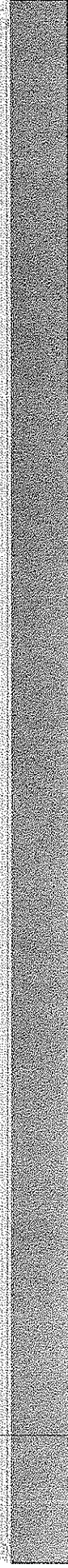
Dan Lanier and his staff will be responsible for testing all aspects of the banking system prior to implementation. All test results will be documented in writing by BB&T and will be verified and accepted by WFWV.

BB&T will comply with all vendor requirements and additional mandatory requirements as stated in the RFQ and Addendum #1.

There's opportunity here



Services Bid Sheet for Account



**WORFORCE West Virginia
Services Bid Sheet for Accounts – Service A**

This Bid Sheet covers processing benefits for the following accounts:

1. Unemployment Compensation Benefit Payment Account
2. Trade Readjustment Act Account
3. Disaster Unemployment Act Account
4. Special Account
5. Trade Adjustment Assistance Account
6. Alternative Trade Adjustment Assistance Account
7. Health Care Tax Credit

Monthly Unemployment checks submitted to the financial institution
Monthly ACH transfers

1.	Price per draft presented, edited, and paid* *estimated at 600,000 per calendar year	<u>\$0.05</u> per draft
2.	Stop payment per draft** **estimated 400 per calendar year	<u>\$0.02</u> per draft
3.	Daily Balance/Reporting On-line	<u>\$0.05</u> per draft
4.	Daily Reconciliation and Exception Report	<u>\$0.08</u> per draft
5.	Other (Check-Imaging CD ROM)	<u>\$0.05</u> per draft
	TOTAL PER DRAFT FOR SERVICE A (1+2+3+5)	<u>\$0.25</u> per draft

Services Bid Sheet for Clearing Accounts – Service B

This bid sheet covers the following accounts:

Clearing Account A
Clearing Account B

1.	Price per deposit* *Deposits are made on a daily basis	<u>\$0.074</u> per draft
2.	Daily Balance/Reporting On-line	<u>\$0.074</u> per draft
	TOTAL PER DRAFT FOR SERVICE B (1+2)	<u>\$0.148</u> per draft

GRAND TOTAL OF SERVICE A TOTAL AND SERVICE B TOTAL **\$0.398 per draft**

NOTE: WORKFORCE West Virginia supplies its own check drafts

NOTE: Costs/charges not specifically identified above will not be allowable. The above list contains all items or which the successful vendor will be permitted to charge under any resulting Purchase Order.