

**OFFICE OF THRIFT SUPERVISION**

**APPROVAL OF A STOCK REPURCHASE APPLICATION**

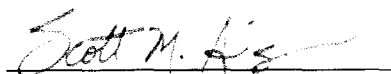
**Order No.:** 99-73

**Date:** November 16, 1999

First Place Financial Corporation, Warren, Ohio, (First Place) has applied, pursuant to 12 C.F.R. § 563b.3(g)(3)(ii), for permission to repurchase up to 2,093,990 shares of its stock in open market transactions. The shares are being repurchased in connection with First Place's acquisition of another financial institution in which First Place will issue up to 2,093,990 shares of common stock.

Section 563b.3(g)(3)(ii) provides that the Office of Thrift Supervision ("OTS") may permit stock repurchases in excess of the amounts specified in 12 C.F.R. § 563b.3(g)(3)(i), where exceptional circumstances are established. The OTS has considered the application, and, for the reasons set forth in the Central Regional Office's digest, a legal opinion from the Business Transactions Division, and a summary from the Office of Examination and Supervision, has determined that exceptional circumstances have been established to approve the proposed repurchase to the extent proposed in the application. Accordingly, the application is hereby approved.

By order of the Director of the Office of Thrift Supervision, or her designee, effective November 16, 1999.

  
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Scott M. Albinson  
Managing Director  
Office of Supervision