
Federal Reserve Release



H.2

Actions of the Board, Its Staff, and the Federal Reserve Banks; Applications and Reports Received

No. 11

Week Ending March 17, 2001

Testimony And Statements

Payment of interest on reserves -- statement by Governor Meyer before the House Financial Services Subcommittee on Financial Institutions and Consumer Credit.

- Published, March 13, 2001

Bank Holding Companies

Citigroup Inc., New York, New York -- interpretation of Tier 2 capital guidelines on subordinated debt.

- Released, March 7, 2001 (AC)

Fifth Third Bancorp, Cincinnati, Ohio, and Fifth Third Financial Corporation -- to acquire Old Kent Bank Financial Corporation, Grand Rapids, Michigan, and thereby acquire its subsidiary banks and nonbanking subsidiaries; and election for Fifth Third Financial Corporation to become a financial holding company.

- Approved, March 12, 2001

Friedman, Billings, Ramsey Group, Inc., Arlington, Virginia; FBR Bancorp, Inc.; Money Management Associates, Inc.; and Money Management Associates (LP), Inc. -- to become bank holding companies through the acquisition of Money Management Associates, L.P., Bethesda, Maryland, and thereby acquire FBR National Bank; and election to become financial holding companies.

- Approved, March 12, 2001

Mitsubishi Tokyo Financial Group, Inc., Tokyo, Japan, a de novo organization -- to become a bank holding company through the acquisition of The Bank of Tokyo-Mitsubishi, Ltd. and The Mitsubishi Trust and Banking Corporation and their U.S. banking and nonbanking subsidiaries.

- Approved, March 14, 2001

Enforcement

Bankers Trust Company, New York, New York -- order dismissing the notice of charges and related notices issued on October 29, 1998, against Guillaume Henri Andre Fonkenell, a former institution-affiliated party.

- Authorized, March 14, 2001

BS&R	Banking Supervision and Regulation	RBOPS	Reserve Bank Operations and Payment
C&CA	Consumer and Community Affairs	IF	International Finance
FOMC	Federal Open Market Committee	OSDM	Office of Staff Director for Management

Bank Branches, Domestic

Kansas City

Bank of Colorado, Fort Lupton, Colorado -- to establish a branch at 205 Country Center Drive, Pagosa Springs.
- Approved, March 16, 2001

Kansas City

Centennial Bank of the West, Eaton, Colorado -- to establish a branch at 2102 North Main Street, Longmont.
- Approved, March 12, 2001

Cleveland

Fifth Third Bank, Cincinnati, Ohio -- to establish a branch at 281 Broad Street, Elyria.
- Approved, March 13, 2001

Chicago

First American Bank, Carpentersville, Illinois -- to establish a branch at Randall and Silver Glen Roads, South Elgin.
- Withdrawn, March 12, 2001

Cleveland

Portage Community Bank, Ravenna, Ohio -- to establish a mobile branch serving Summit, Portage, and Stark Counties.
- Approved, March 15, 2001

Atlanta

Southern Security Bank, Hollywood, Florida -- to establish a branch at 369 Palmetto Park Road, Boca Raton, and at 1000 Brickell Avenue, 9th Floor, Miami.
- Approved, March 14, 2001

Bank Holding Companies

Atlanta

ABC Bancorp, Inc., Moultrie, Georgia -- to acquire Tri-County Bank, Trenton, Florida.
- Approved, March 16, 2001

Bank Holding Companies

Chicago

Alpha Financial Group, Inc., Minonk, Illinois -- to engage de novo in extending credit and servicing loans.

- Approved, March 15, 2001

Kansas City

American State Bancshares, Inc., Great Bend, Kansas -- to become a bank holding company through the acquisition of American State Bank, National Association, a de novo bank.

- Approved, March 15, 2001

Kansas City

Astra Financial Corporation, Prairie Village, Kansas -- to acquire shares of First Missouri Bancshares, Inc., Brookfield, Missouri, and thereby acquire First Missouri National Bank.

- Approved, March 15, 2001

Chicago

Bank One Corporation, Chicago, Illinois -- to increase its investment in community development activities conducted by its subsidiaries to more than 5 percent of its total consolidated capital stock and surplus.

- Approved, March 16, 2001

Atlanta

Edison Bancshares, Inc., Fort Myers, Florida -- waiver of a commitment.

- Granted, March 16, 2001

Minneapolis

First National Bank of Moose Lake Profit Sharing and ESOP, Moose Lake, Minnesota -- to become a bank holding company through the acquisition of shares of First Financial Services of Moose Lake, Inc.; and for the bank holding company to engage de novo in conducting general insurance agency activities in a town with a population of less than 5,000 through the acquisition of The First National Agency of Moose Lake.

- Approved, March 16, 2001

Bank Holding Companies

San Francisco

Innovative Bancorp, Calabasas, California -- to become a bank holding company through the acquisition of Bank of Oakland, Oakland.

- Approved, March 14, 2001

Atlanta

United Financial Holdings, Inc., St. Petersburg, Florida -- to acquire First Security Bank, Sarasota.

- Approved, March 16, 2001

Secretary

Wesbanco, Inc., Wheeling, West Virginia, and Wesbanco Bank, Inc. -- to acquire Freedom Bancshares, Inc., Belington, and for Wesbanco Bank, Inc. to merge with Belington Bank and establish branches.

- Approved, March 12, 2001

Banks, State Member

San Francisco

Placer Sierra Bank, Auburn, California -- to merge with Sacramento Commercial Bank, Sacramento, and establish a branch.

- Approved, February 22, 2001 (AC)

Change In Bank Control

Kansas City

FSB Bancorp, Inc., Altus, Oklahoma -- change in bank control.

- Permitted, March 14, 2001

St. Louis

Jefferson County Bancshares, Inc., Festus, Missouri. -- change in bank control.

- Permitted, March 16, 2001

Competitive Factors Reports

Atlanta

Bank of Greeneville, Greeneville, Tennessee -- report on competitive factors of the proposed acquisition of the Greeneville branch of First Community Bank of East Tennessee, Rogersville.

- Submitted, March 13, 2001

Secretary

California Bank & Trust, San Diego, California -- report on competitive factors of the proposed merger with Antelope Valley Bank, Lancaster, and Eldorado Bank, Tustin.

- Submitted, March 13, 2001

Kansas City

Citizens Bank and Trust Company, Chillicothe, Missouri -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of Juniper Bank, Wilmington, Delaware.

- Submitted, March 9, 2001 (AC)

Chicago

Citizens State Bank, Waukon, Iowa -- report on competitive factors of the proposed merger with First Postville Bancorporation, Inc., Postville.

- Submitted, March 16, 2001

Kansas City

Community National Bank, Chanute, Kansas -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of the Fredonia, Kansas, branch of Commercial Federal Bank, Omaha, Nebraska, a federal savings bank.

- Submitted, March 14, 2001

St. Louis

First Community Bank, Jonesboro, Arkansas -- report on competitive factors of the proposed merger with Pocahontas Federal Savings and Loan Association, Pocahontas.

- Submitted, March 12, 2001

Minneapolis

First National Bank of the North, Sandstone, Minnesota -- report on competitive factors of the proposed merger with Prairie National Bank, Belle Plaine.

- Submitted, March 16, 2001

Competitive Factors Reports

St. Louis

First National Bank, Houston, Missouri -- report on competitive factors of the proposed merger with First National Bank, Mountain View.

- Submitted, March 13, 2001

Philadelphia

Fulton Bank, Lancaster, Pennsylvania -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of the Kennett branch of Sovereign Bank, Wyomissing.

- Submitted, March 15, 2001

Cleveland

Industrial Savings and Loan Association, Bellevue, Ohio -- report on competitive factors of the proposed merger with Home Savings and Loan Company, Youngstown.

- Submitted, March 15, 2001

Kansas City

Lincoln Federal Savings Bank of Nebraska, Lincoln, Nebraska -- report on competitive factors of a proposed corporate reorganization.

- Submitted, March 12, 2001

San Francisco

Merrick Bank Corporation, South Jordan, Utah -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of United National Bank, Bridgewater, New Jersey.

- Submitted, March 16, 2001

Chicago

The National Bank, Bettendorf, Iowa -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of the Aledo, Illinois, branch of Amcore Bank, National Association, Rockford.

- Submitted, March 16, 2001

Cleveland

Northwest Savings Bank, Warren, Pennsylvania -- report on competitive factors of the proposed merger with Heritage Trust Company, Erie.

- Submitted, March 16, 2001

Competitive Factors Reports

Chicago

Peoples State Bank, Manchester, Iowa -- report on competitive factors of the proposed merger with First Winthrop Bancorporation, Inc., Winthrop.

- Submitted, March 16, 2001

San Francisco

South Bay Bank, N.A., Torrance, California -- report on competitive factors of the proposed merger with South Bay Interim Bank, N.A.

- Submitted, March 13, 2001

Philadelphia

Sun Bank, Selinsgrove, Pennsylvania -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of two branches of Mellon Bank, N.A., Pittsburgh.

- Submitted, March 13, 2001

St. Louis

Union Planters Bank, N.A., Memphis, Tennessee -- report on competitive factors of the proposed purchase of six branches of Jefferson Heritage Bank, Ballwin, Missouri.

- Submitted, March 13, 2001

Secretary

Wells Fargo Bank, N.A., San Francisco, California -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of First Security Bank, N.A., Ogden, Utah, and Wells Fargo Bank New Mexico, N.A., Albuquerque, New Mexico.

- Submitted, March 13, 2001

Philadelphia

Woodstown National Bank & Trust Company, Woodstown, New Jersey -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of nine New Jersey branches of Sovereign Bank, Wyomissing, Pennsylvania.

- Submitted, March 15, 2001

Extensions Of Time

Chicago

Amana Bancshares, Inc., Southfield, Michigan -- extension to June 22, 2001, to become a bank holding company through the acquisition of Amana Bank, Dearborn, a de novo bank.

- Granted, March 14, 2001

Atlanta

Capital City Bank, Tallahassee, Florida -- extension to June 1, 2001, to purchase certain assets and assume certain liabilities of six branches of First Union National Bank, Charlotte, North Carolina.

- Granted, March 1, 2001 (AC)

Chicago

First American Bank, Carpentersville, Illinois -- extension to February 25, 2002, to establish a branch at Willow Road and Ravine Way, Glenview; to March 13, 2002, to establish a branch in Rolling Meadows Shopping Center at Golf and Algonquin Roads, Rolling Meadows; and to March 13, 2002, to establish a branch at Grand Avenue (State Route 132) and Stonebrook Drive, Gurnee.

- Granted, March 12, 2001

San Francisco

Santa Barbara Bank & Trust, Santa Barbara, California -- extension to June 13, 2001, to merge with Los Robles Bank, Thousand Oaks.

- Granted, March 14, 2001

Financial Holding Companies

Richmond

BCC Bankshares, Inc., Phenix, Virginia -- election to become a financial holding company.

- Effective, March 16, 2001

Minneapolis

Hayward Bancshares, Inc., Eau Claire, Wisconsin -- election to become a financial holding company.

- Effective, March 16, 2001

Membership

Richmond

Farmers & Mechanics Bank, Frederick, Maryland -- to become a member of the Federal Reserve System.

- Approved, March 13, 2001

District 1

Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, March 17, 2001

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Change in Control	Boston Federal Savings Bank Employee Stock Ownership Plan, Burlington, Massachusetts - notification to acquire up to 24.9% of the voting shares of BostonFed Bancorp, Inc., Burlington, Massachusetts	Newspaper - 04/10/2001 Fed Reg - N/Avail.

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section IV – Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>
None	

Section V – Availability of CRA public evaluations

The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

The CRA requires that each depository institution's record in helping meet the credit needs of its entire community be evaluated periodically. That record is taken into account in considering an institution's application for deposit facilities.

A copy of an institution's CRA evaluation may be obtained directly from the institution or Reserve Bank.

Federal bank regulators use the following performance levels to rate an institution's performance under CRA:

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

The following state member banks have been examined and their CRA public evaluations are now available.

<i>RSSD</i>		<i>Examination</i>	<i>CRA</i>	<i>CRA</i>	<i>Exam type</i>	
<i>number</i>	<i>Institution/Location</i>	<i>date</i>	<i>public date</i>	<i>rating</i>	<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for **Quarter of**

<i>Institution</i>	<i>Location</i>
None	

District 2

Federal Reserve Bank of New York

Applications and notifications filed during the week ending Saturday, March 10, 2001

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Bank of Communications, People's Republic of China, to establish a representative office in Los Angeles, California.*	Newspaper – N/Avail
Branch	Abbey National Treasury Services plc, London, United Kingdom, to establish a branch in Stamford, Connecticut.*	Newspaper – 03/24/2001
Branch	Manufacturers and Traders Trust Company to establish a branch office in the Mid-City Plaza at 955-969 Payne Avenue, City of North Tonawanda, Niagara county, New York.	Newspaper – N/Avail
Branch	Banca Intesa, S.p.A., Milan, Italy, to establish branches in New York, New York, and Chicago, Illinois, and an agency in Los Angeles, California.	Newspaper – N/Avail

* Subject to the provisions of the Community Reinvestment Act

Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(1)/3(a)(5)/4(c)(8)	Royal Bank of Canada, Montreal and Rock Merger Subsidiary, Inc., Raleigh, North Carolina, to become bank holding companies by acquiring Centura Banks, Inc. and Centrua Bank, both of Rocky Mount, North Carolina.	Newspaper – N/Avail Fed Reg – 04/12/2001
3(a)(1)/3(a)(3)	Citigroup Inc., New York, New York, Citigroup Holding Company, Wilmington, Delaware, Citibank, N.A., New York, New York, and Citicorp, New York, New York, to acquire European American Bank, Uniondale, New York.*	Newspaper – N/Avail Fed Reg – 04/02/2001

* Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section IV – Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>
25	Citibank, N.A., New York, New York, and Citibank Overseas Investment Corporation, New Castle, Delaware, to make an investment pursuant to Section 25 of the Federal Reserve Act.
25	Citigroup Inc., New York, New York, and Travelers Group International LLC, New York, New York, to make an investment pursuant to Section 25 of the Federal Reserve Act.

Section V – Availability of CRA public evaluations

The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

The CRA requires that each depository institution's record in helping meet the credit needs of its entire community be evaluated periodically. That record is taken into account in considering an institution's application for deposit facilities.

A copy of an institution's CRA evaluation may be obtained directly from the institution or Reserve Bank.

Federal bank regulators use the following performance levels to rate an institution's performance under CRA:

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

The following state member banks have been examined and their CRA public evaluations are now available.

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for Quarter of

<i>Institution</i>	<i>Location</i>
None	

District 3

Federal Reserve Bank of Philadelphia

Applications and notifications filed during the week ending Saturday, March 17, 2001

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section IV – Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>	
None		

Section V – Availability of CRA public evaluations

The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

The CRA requires that each depository institution's record in helping meet the credit needs of its entire community be evaluated periodically. That record is taken into account in considering an institution's application for deposit facilities.

A copy of an institution's CRA evaluation may be obtained directly from the institution or Reserve Bank.

Federal bank regulators use the following performance levels to rate an institution's performance under CRA:

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

The following state member banks have been examined and their CRA public evaluations are now available.

<i>RSSD</i>		<i>Examination</i>	<i>CRA</i>	<i>CRA</i>	<i>Exam type</i>	
<i>number</i>	<i>Institution/Location</i>	<i>date</i>	<i>public date</i>	<i>rating</i>	<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for **Quarter of**

<i>Institution</i>	<i>Location</i>
None	

District 4

Federal Reserve Bank of Cleveland

Applications and notifications filed during the week ending Saturday, March 17, 2001

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Received notice on 03/12/2001 from Portage Community Bank, Ravenna, OH of its intent to establish a mobile branch operation throughout Portage, Summit, and Stark Counties, OH.	03/03/2001
18(c) Branch	Received application on 03/13/2001 from Old Kent Bank, Grand Rapids, MI to acquire certain branch offices of Old Kent Bank, NA, Jonesville, MI.	Not Yet Known
18(c) Branch	Received application on 03/13/2001 from Old Kent Bank, NA, Jonesville, MI to acquire certain branch offices of Old Kent Bank, Grand Rapids, MI.	Not Yet Known
18(c) Branch	Received application on 03/13/2001 from Old Kent Bank, NA, Jonesville, MI to merge with Fifth Third Bank, Indiana, St. Joseph, MI and incident thereto establish branch facilities	Not Yet Known

Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4(c)(8)	Received application on 03/16/2001 from Charter One Financial, Inc., Cleveland, OH to acquire Alliance Bancorp, Hinsdale, IL and its subsidiaries.	Not Yet Known

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section IV – Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>
Membership	Received application on 03/13/2001 from Old Kent Bank, NA, Jonesville, MI to become a member of the Federal Reserve System.

Section V – Availability of CRA public evaluations

The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

The CRA requires that each depository institution's record in helping meet the credit needs of its entire community be evaluated periodically. That record is taken into account in considering an institution's application for deposit facilities.

A copy of an institution's CRA evaluation may be obtained directly from the institution or Reserve Bank.

The federal bank regulators use the following four performance levels to rate an institution's performance under CRA:

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

The following state member banks have been examined and their CRA public evaluations are now available.

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for **Quarter of**

<i>Institution</i>	<i>Location</i>
None	

District 5

Federal Reserve Bank of Richmond

Applications and notifications filed during the week ending Saturday, March 17, 2001

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Allfirst Bank, Baltimore, Maryland, to establish a branch at 800 Bollinger Drive, Shrewsbury, Pennsylvania.*	Newspaper - 03/30/2001

*Subject to the provisions of the Community Reinvestment Act.

Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(1)	Waccamaw Bankshares, Inc., Whiteville, North Carolina, to become a bank holding company through the acquisition of 100% of the voting shares of Waccamaw Bank, Whiteville, North Carolina.*	Fed Reg - 04/13/2001 Newspaper - 04/05/2001
3(a)(3)	Carolina Financial Corporation, Charleston, South Carolina, to acquire Crescent Bank, Myrtle Beach, South Carolina (an organizing bank).*	Fed Reg - N/Avail Newspaper - 04/13/2001

*Subject to the provisions of the Community Reinvestment Act.

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section IV – Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>
25(a)	First Union National Bank, Charlotte, North Carolina, to establish two Agreement Corporations.
Member	Waccamaw Bank, Whiteville, North Carolina, for membership in the Federal Reserve System.

Section V – Availability of CRA public evaluations

The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

The CRA requires that each depository institution's record in helping meet the credit needs of its entire community be evaluated periodically. That record is taken into account in considering an institution's application for deposit facilities.

A copy of an institution's CRA evaluation may be obtained directly from the institution or Reserve Bank.

Federal bank regulators use the following performance levels to rate an institution's performance under CRA:

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

The following state member banks have been examined and their CRA public evaluations are now available.

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for **Quarter of**

<i>Institution</i>	<i>Location</i>
None	

District 6

Federal Reserve Bank of Atlanta

Applications and notifications filed during the week ending Saturday, March 17, 2001

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	SunTrust Bank, Atlanta, Georgia, to establish a branch located at 523 Luckie Street, Atlanta, Georgia, to be known as the Centennial Place Office.	03/15/2001*

*Subject to provisions of the Community Reinvestment Act

Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section IV – Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>
24A	The Brand Banking Company, Lawrenceville, Georgia, request to increase investment in bank premises.

Section IV – Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>
WAIVR	F.N.B. Corporation, Naples, Florida, application waiver request for the proposed acquisition of F.N.B. Corporation, Hermitage, Pennsylvania, and its subsidiaries, First National Bank of Florida, Naples, Florida, Metropolitan National Bank, Youngstown, Ohio, First National Bank of Pennsylvania, Greenville, Pennsylvania, Reeves Bank, Beaver Falls, Pennsylvania, Sun Bank, Selinsgrove, Pennsylvania, and Farmers National Bank, Emlenton, Pennsylvania.

Section V – Availability of CRA public evaluations

The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

The CRA requires that each depository institution's record in helping meet the credit needs of its entire community be evaluated periodically. That record is taken into account in considering an institution's application for deposit facilities.

A copy of an institution's CRA evaluation may be obtained directly from the institution or Reserve Bank.

Federal bank regulators use the following performance levels to rate an institution's performance under CRA:

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

The following state member banks have been examined and their CRA public evaluations are now available.

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for

Quarter of

<i>Institution</i>	<i>Location</i>
None	

District 7

Federal Reserve Bank of Chicago

Applications and notifications filed during the week ending Saturday, March 17, 2001

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Community Savings Bank, Robins, Iowa, for prior approval to establish a branch at 3414 Mt. Vernon Rd. SE, Cedar Rapids, Iowa.*	Newspaper – 03/24/2001
Merger & Branch	The Farmers Bank, Mt. Pulaski, Illinois, for prior approval to acquire the Mt. Pulaski, Illinois branch office of Citizens National Bank, Macomb, Illinois and thereby to establish a branch.*	Newspaper – N/Avail
Branch	First American Bank, Carpentersville, Illinois, for prior approval to establish a branch at the northwest corner of the intersection of Randall Road and Silver Glen Road, South Elgin, Illinois.*	Newspaper – 3/15/2001
Branch	Johnson Bank, Racine, Wisconsin, for prior approval to establish a branch at 701 North 8th Street, Sheboygan, Wisconsin.*	Newspaper – 3/14/2001
Branch	Prairie Bank and Trust Company, Bridgeview, Illinois, for prior approval to establish a branch at the southwest corner of 191st and 88th Avenue, Mokena, Illinois.*	Newspaper – 3/28/2001
Merger & Branch	Rolling Hills Bank and Trust, Atlantic, Iowa, for prior approval to merge with Rippey Savings Bank, Rippey, Iowa and thereby to establish a branch at 214 Main Street, Rippey, Iowa.*	Newspaper – N/Avail

* Subject to the provisions of the Community Reinvestment Act

Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(5)	AmericaUnited Bancorp, Inc., Schaumburg, Illinois, for prior approval to acquire 100 percent of the voting shares of National Bancorp, Inc., Sycamore, Illinois and thereby indirectly acquire American National Bank of DeKalb County, Sycamore, Illinois.*	Fed Reg – 3/09/2001 Newspaper – 3/24/2001

Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4(c)(8)	Ames National Corporation, Ames, Iowa, for permission to retain its current 5.39% investment in Mahaska Investment Company, Oskaloosa, Iowa, and thereby indirectly acquire Midwest Federal Savings and Loan Association of Eastern Iowa, Burlington, Iowa, and Central Valley Bank, Ottumwa, Iowa.*	Fed Reg – 2/05/2001 Newspaper – 3/15/2001
3(a)(3)	Grant County State Bancshares, Inc. Employees Stock Ownership Plan, Swayzee, Indiana, for prior approval to acquire an additional 1,620 shares (2.45%), for a total ownership of 19,813 shares (30.02%) of the voting shares of Grant County State Bancshares, Inc., Swayzee, Indiana and thereby indirectly acquire Grant County State Bank, Swayzee, Indiana.*	Fed Reg – 3/19/2001 Newspaper – 3/19/2001
3(a)(3)	Heartland Bancorp, Inc., Bloomington, Illinois, for prior approval to acquire 100 percent of the voting shares of Court Acceptance Company, Pekin, Illinois and thereby indirectly acquire First State Bank of Pekin, Pekin, Illinois.*	Fed Reg – 3/22/2001 Newspaper – 3/19/2001
3(a)(3)	Ida Grove Bancshares, Inc., Ida Grove, Iowa, proposes to acquire at least 80.1% and up to 100% of Alliance Bancshares, Inc., Rockwell City, Iowa, and thereby indirectly acquire Alliance Bank, Rockwell City, Iowa.*	Fed Reg – 3/12/2001 Newspaper – 3/09/2001
3(a)(3)	Peotone Bancorp, Inc., Peotone, Illinois, for prior approval to acquire 20.62 percent of the voting shares of SouthwestUSA Corporation, Las Vegas, Nevada and thereby indirectly acquire SouthwestUSA Bank (in organization), Las Vegas, Nevada.*	Fed Reg – 4/13/2001 Newspaper – N/Avail

* Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4(c)(8)	Bank One Corporation, Chicago, Illinois, notification of intent to expand its investment in existing community development activities currently conducted by its subsidiaries.	Fed Reg – 3/13/2001
4(c)(8)	Citizens Banking Corporation, Flint, Michigan, notification of intent to acquire, through NYCE Corporation, Woodcliff Lake, New Jersey, voting interests of SecureAccess Company, LLC.	Fed Reg – 3/20/2001
4(c)(8)	Comerica Incorporated, Detroit, Michigan, notification of intent to acquire, through NYCE Corporation, Woodcliff Lake, New Jersey, voting interests of SecureAccess Company, LLC.	Fed Reg – 3/20/2001
4(c)(8)	National Bancshares, Inc., Bettendorf, Iowa, for prior approval to acquire 100 percent of the outstanding voting stock of FirstCity Mortgage Corp., Bettendorf, Iowa, and to thereby engage in making and servicing loans.	Fed Reg – 3/22/2001

Section IV – Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>
4(c)(8)	Hawarden Banshares, Inc., Hawarden, Iowa, for prior approval to acquire G-W Insurance Services, Inc., Hawarden, Iowa.
3(a)(1)RN	Hustisford Community Bancorp, Inc., Hustisford, Wisconsin, for prior approval to become a bank holding company through the acquisition of 100 percent of the voting shares of Hustisford State Bank, Hustisford, Wisconsin.
4(c)(8)	Marshall & Ilsley Corporation, Milwaukee, Wisconsin, for prior approval to establish a joint venture to be known as Mortgagebot LLC, Cedarburg, Wisconsin and thereby to provide mortgage loan services directly to consumers via the Internet.
S/R	Madison Holding Company, Winterset, Iowa, for prior approval to redeem 124 shares of common stock.

Section V – Availability of CRA public evaluations

The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

The CRA requires that each depository institution's record in helping meet the credit needs of its entire community be evaluated periodically. That record is taken into account in considering an institution's application for deposit facilities.

A copy of an institution's CRA evaluation may be obtained directly from the institution or Reserve Bank.

Federal bank regulators use the following performance levels to rate an institution's performance under CRA:

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

The following state member banks have been examined and their CRA public evaluations are now available.

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
728443	M&I Bank Southern Wisconsin 1 W. Main Street P.O. Box 8998 Madison, Wisconsin 53708-8998 (608) 252-5800	12/20/1999	3/14/2001	O	X	
2685504	Warren Bank 30068 Schoenherr Road Warren, Michigan 48093 (810) 498-3300	12/05/2000	3/14/2001	S		X

Section VI – CRA examinations scheduled for **Quarter of**

Institution

Location

None

District 8

Federal Reserve Bank of St. Louis

Applications and notifications filed during the week ending Saturday, March 17, 2001

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Notice by Fifth Third Bank, Kentucky, Inc., Louisville, Kentucky, to establish a branch at 1501 W. Broadway, Louisville, Kentucky.*	3/23/2001

* Subject to the provisions of the Community Reinvestment Act

Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4(c)(8)	Notice by Jefferson County Bancshares, Inc., Festus, Missouri, to acquire Perry County Financial Corporation, Perryville, Missouri, and its thrift subsidiary, Perry County Savings Bank, FSB, Perryville, Missouri.*	Newspaper – 4/13/2001 Fed Reg – 4/16/2001

* Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section IV – Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>
Commitments	Request by Douglas T. Breeden, Chapel Hill, North Carolina, for relief from commitments involving Community First Financial Group, Inc., English, Indiana, and its subsidiary bank, English State Bank, English, Indiana.

Section V – Availability of CRA public evaluations

The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

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NI = Needs to improve

SN = Substantial noncompliance

The following state member banks have been examined and their CRA public evaluations are now available.

<i>RSSD</i>		<i>Examination</i>	<i>CRA</i>	<i>CRA</i>	<i>Exam type</i>	
<i>number</i>	<i>Institution/Location</i>	<i>date</i>	<i>public date</i>	<i>rating</i>	<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for

Quarter of

<i>Institution</i>	<i>Location</i>
None	

District 9

Federal Reserve Bank of Minneapolis

Applications and notifications filed during the week ending Saturday, March 17, 2001

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(3)	Glacier Bancorp, Inc., Kalispell, Montana, to acquire 100% of the voting shares of Western Security Bank, Billings, Montana, a <u>de novo</u> bank.*	Fed. Reg. – 04/13/2001 Newspaper – N/Avail.
3(a)(1)	Alliance Bank Shares Corporation, Andover, Minnesota, for prior approval to become a bank holding company through the acquisition of 100% of the voting shares of 1 st Regions Bank, Andover, Minnesota, a <u>de novo</u> bank.*	Fed. Reg. – 04/06/2001 Newspaper – 04/09/2001

*Subject to the provisions of the Community Reinvestment Act.

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section IV – Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section V – Availability of CRA public evaluations

The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

The CRA requires that each depository institution's record in helping meet the credit needs of its entire community be evaluated periodically. That record is taken into account in considering an institution's application for deposit facilities.

A copy of an institution's CRA evaluation may be obtained directly from the institution or Reserve Bank.

Federal bank regulators use the following performance levels to rate an institution's performance under CRA:

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SN = Substantial noncompliance

The following state member banks have been examined and their CRA public evaluations are now available.

<i>RSSD</i>		<i>Examination</i>	<i>CRA</i>	<i>CRA</i>	<i>Exam type</i>	
<i>number</i>	<i>Institution/Location</i>	<i>date</i>	<i>public date</i>	<i>rating</i>	<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for Quarter of

<i>Institution</i>	<i>Location</i>
None	

District 10

Federal Reserve Bank of Kansas City

Applications and notifications filed during the week ending Saturday, March 17, 2001

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(1)	Missouri Bancorp, Inc., Richmond, Missouri, for prior approval to become a bank holding company through the acquisition of 100 percent of the voting shares of Community Bank of Missouri, Richmond, Missouri, a de novo bank.	Newspaper – 04/13/2001 Fed Reg – 04/16/2001
3(a)(1)	Shamrock Bancshares Employee Stock Ownership Plan, Coalgate, Oklahoma, for prior approval to become a bank holding company through the acquisition of an additional .74 percent, for a total of 25.08 percent of the voting shares of Shamrock Bancshares, Inc., Coalgate, Oklahoma, and thereby indirectly acquire First National Bank, Coalgate; First National Bank, Mountain View; Bryan County National Bank, Caddo; Clayton State Bank, Clayton, and First Bank of Apache, Apache, all of Oklahoma.	Newspaper – 03/23/2001 Fed Reg – 04/02/2001
3(a)(3)	First Okmulgee Corporation, Okmulgee, Oklahoma, for prior approval to acquire 8 percent of the initial issue of voting shares of Missouri Bancorp, Inc., Richmond, Missouri.	Newspaper – 04/13/2001 Fed Reg – 04/16/2001
CIC	J. David Burrage 1985 Trust – David Burrage, Trustee, Antlers, Oklahoma, for approval to retain 25.34 percent of the voting shares of First Antlers Bancorporation, Inc., Antlers, Oklahoma.	Newspaper – 04/10/2001 Fed Reg – 04/03/2001

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section V – Availability of CRA public evaluations

The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

The CRA requires that each depository institution's record in helping meet the credit needs of its entire community be evaluated periodically. That record is taken into account in considering an institution's application for deposit facilities.

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Federal bank regulators use the following performance levels to rate an institution's performance under CRA:

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NI = Needs to improve

SN = Substantial noncompliance

The following state member banks have been examined and their CRA public evaluations are now available.

<i>RSSD</i>		<i>Examination</i>	<i>CRA</i>	<i>CRA</i>	<i>Exam type</i>	
<i>number</i>	<i>Institution/Location</i>	<i>date</i>	<i>public date</i>	<i>rating</i>	<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for **Quarter of**

<i>Institution</i>	<i>Location</i>
None	

District 11

Federal Reserve Bank of Dallas

Applications and notifications filed during the week ending Saturday, March 17, 2001

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Security State Bank, Pecos, TX, to establish a branch office at 109 Highway 90, Marathon, TX, 79842*	03/23/2001

*Subject to the provisions of the Community Reinvestment Act

Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(5)	Community Bank Holdings of Texas, Inc., Corsicana, TX, and Corsicana Holding, Inc., Dover, DE, to acquire Eagle Bancshares, Inc., Fairfield, TX, Fairfield Holdings, Inc., Wilmington, DE, First National Bank, Fairfield, TX, and Texas Bank, SSB, Buffalo, TX*	Fed Reg – 04/13/2001 Newspaper – N/Avail
4(c)(8)	East Texas Financial Corporation, Kilgore, TX, to engage in operating a savings association by acquiring East Texas Financial Services, Inc., Tyler, TX, and First Federal Savings and Loan Association, Tyler, TX*	Fed Reg – 04/13/2001 Newspaper – 04/07/2001

*Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section IV – Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>
None	

Section V – Availability of CRA public evaluations

The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

The CRA requires that each depository institution's record in helping meet the credit needs of its entire community be evaluated periodically. That record is taken into account in considering an institution's application for deposit facilities.

A copy of an institution's CRA evaluation may be obtained directly from the institution or Reserve Bank.

Federal bank regulators use the following performance levels to rate an institution's performance under CRA:

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

The following state member banks have been examined and their CRA public evaluations are now available.

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for **Quarter of**

<i>Institution</i>	<i>Location</i>
None	

District 12

Federal Reserve Bank of San Francisco

Applications and notifications filed during the week ending Saturday, March 17, 2001

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(1)	SouthwestUSA Corporation to become a bank holding company by acquiring SouthwestUSA Bank, both of Las Vegas, Nevada.	Newspaper – 03/21/2001 Fed Reg – 03/26/2001

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section IV – Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>	
3(a)(5)(C)	Coast Bancorp to become a bank holding company by acquiring Coast National Bank, both of San Luis Obispo, California.	
3(a)(5)(C)	Center Financial Corporation to become a bank holding company by acquiring California Center Bank, both of Los Angeles, California.	

Section IV – Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>
Waiver	Zions Bancorporation, Salt Lake City, Utah, requests waiver of any Bank Holding Company Act application requirement in connection with its proposed merger with Eldorado Bancshares, Inc., and thereby acquiring Eldorado’s wholly-owned subsidiaries, Antelope Valley Bank and Eldorado Bank.
4(c)(8)	Greater Bay Bancorp, Palo Alto, California, to acquire CAPCO Financial Company, Inc., Bellevue, Washington.
4(c)(8)	Wells Fargo & Company, San Francisco, California, to acquire ACO Brokerage Holdings Corporation, Chicago, Illinois.

Section V – Availability of CRA public evaluations

The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

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The following state member banks have been examined and their CRA public evaluations are now available.

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for **Quarter of**

<i>Institution</i>	<i>Location</i>
None	