
Federal Reserve Release



H.2

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

No. 41

Week Ending October 12, 2002

Board Operations

Labor Relations Panels of the Federal Reserve System -- reappointment of Joan Parker to the System's two labor relations panels.

- Approved, October 10, 2002

Forms

Forms -- extension without revision of the recordkeeping and disclosure requirements of Regulations B (Equal Credit Opportunity) and E (Electronic Fund Transfers).

- Approved, October 11, 2002

Reserve Bank Operations

Reserve Bank Directors -- appointment of chairmen and deputy chairmen of the twelve Federal Reserve Banks for 2003.

- Announced, October 11, 2002

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

Bank Branches, Domestic

Secretary

AmSouth Bank, Birmingham, Alabama -- to establish branches at 1031 Winchester Road, N.E., Huntsville; 1619 County Road 220, Orange Park, Florida; 522 State Road 13, Jacksonville; 2000 North John Young Parkway, Kissimmee; 19203 Dale Mabry Highway North, Lutz; and 3614 Tennessee Avenue, Chattanooga, Tennessee.
- Approved, October 11, 2002

Chicago

Harris Trust and Savings Bank, Chicago, Illinois -- to establish branches at 558 West Diversey Parkway and 4801 West North Avenue.
- Approved, October 10, 2002

Atlanta

IberiaBank, New Iberia, Louisiana -- to establish a branch at 4909 Prytania Street, New Orleans.
- Approved, October 7, 2002

Atlanta

Newnan Coweta Bank, Newnan, Georgia -- to establish branches at 38 LaGrange Street and 41 Greenville Street.
- Approved, October 10, 2002

San Francisco

Oregon Pacific Banking Company, Florence, Oregon -- to establish a branch in a supermarket at 330 Dakota Street, Sutherlin.
- Approved, October 11, 2002

Chicago

Paramount Bank, Farmington Hills, Michigan -- to establish a branch at 39600 Garfield Road, Clinton Township.
- Returned, October 9, 2002

Bank Branches, Domestic

Kansas City

Pinnacle Bank, Papillion, Nebraska -- to establish a branch at 1016 Douglas on the Mall, Omaha.

- Approved, October 8, 2002

Atlanta

Regions Bank, Birmingham, Alabama -- to establish a branch at 101 East Washington Street, Greenville, South Carolina.

- Approved, October 10, 2002

Bank Holding Companies

Richmond

Allegheny Bancshares, Inc., Franklin, West Virginia -- to become a bank holding company through the acquisition of Pendleton County Bank.

- Approved, October 10, 2002

Philadelphia

Berkshire Financial Holdings, Inc., Collegeville, Pennsylvania -- to become a bank holding company through the acquisition of USABancShares.com, Inc., Philadelphia.

- Approved, October 9, 2002

Atlanta

Financial Corporation of Louisiana, Crowley, Louisiana -- to merge with Security Acadia Bancshares, Inc., Rayne, and thereby acquire Rayne State Bank & Trust Company.

- Approved, October 11, 2002

Richmond

First Community Bancshares, Inc., Bluefield, Virginia -- waiver of application to acquire Monroe Financial, Inc., Greenville, West Virginia, in connection with the merger of their subsidiary banks, Bank of Greenville and First Community Bank, N.A., Bluefield, Virginia.

- Granted, October 10, 2002

Chicago

First Mutual Bancorp of Illinois, Inc., Harvey, Illinois -- to acquire shares of Security Bancorp of Dupage, Inc., Naperville, and thereby acquire Security Bank of Dupage.

- Returned, October 9, 2002

Bank Holding Companies

Chicago

Franklin Bancorp, Inc., Southfield, Michigan -- to become a bank holding company through the acquisition of Franklin Bank, N.A.

- Approved, October 8, 2002

San Francisco

Greater Sacramento Bancorp, Sacramento, California -- to become a bank holding company through the acquisition of Bank of Sacramento.

- Approved, October 10, 2002

St. Louis

Kilmichael Bancorp, Inc., Kilmichael, Mississippi -- to become a bank holding company through the acquisition of Bank of Kilmichael.

- Approved, October 8, 2002

Chicago

Merchants & Manufacturers Bancorporation, Inc., New Berlin, Wisconsin, and Merchants Merger Corp. -- to merge with Fortress Bancshares, Inc., Westby, and thereby acquire Fortress Bank of Westby; Fortress Bank, N.A., Houston, Minnesota; and Fortress Bank of Cresco, Cresco, Iowa.

- Approved, October 7, 2002

Cleveland

The PNC Financial Services Group, Inc., Pittsburgh, Pennsylvania -- relief from certain commitments.

- Granted, October 10, 2002

San Francisco

Sumitomo Mitsui Financial Group, Inc., Tokyo, Japan -- to become a bank holding company through the acquisition of Manufacturers Bank, Los Angeles, California; and to engage in nonbanking activities through the acquisition of SMBC Capital Markets, Inc., New York, New York, SMBC Leasing and Finance, Inc., SMBC Securities, Inc., Daiwa SB Investments (USA), Ltd., and JRI America, Inc.

- Approved, October 9, 2002

Bank Holding Companies

Kansas City

Summit Bancshares, Inc., Prescott, Arizona -- to become a bank holding company through the acquisition of Summit Bank, a de novo bank.

- Approved, October 11, 2002

Bank Mergers

New York

The Fuji Bank and Trust Company, New York, New York -- to merge with The Industrial Bank of Japan Trust Company and to become a member of the Federal Reserve System.

- Approved, October 11, 2002

San Francisco

Heritage Bank of Commerce, San Jose, California -- to merge with Bank of Los Altos, Los Altos.

- Approved, October 7, 2002

Dallas

Texas Regional Bancshares, Inc., McAllen, Texas, and Texas Regional Delaware, Inc., Wilmington, Delaware -- to merge with San Juan Bancshares, Inc., San Juan, Texas, and thereby acquire San Juan Delaware Financial Corporation, Inc., Dover, Delaware, and Texas Country Bank, San Juan, Texas.

- Approved, October 10, 2002

Banks, Foreign

Director, BS&R

Eurohypo Aktiengesellschaft, Frankfurt, Germany -- to establish a branch in New York, New York, and representative offices in Chicago, Illinois, and Los Angeles, California.

- Approved, October 8, 2002

Director, BS&R

Fortis Bank S.A./N.V., Brussels, Belgium -- to establish branches in New York, New York, and Stamford, Connecticut.

- Approved, October 8, 2002

Change In Bank Control

Chicago

Golden Sands Bankshares, Inc., Neshkoro, Wisconsin -- change in bank control.
- Withdrawn, October 10, 2002

Competitive Factors Reports

Richmond

Bank of America, National Association, Charlotte, North Carolina -- report on competitive factors of the proposed merger with BA Merchant Services, Inc., San Francisco, California.
- Submitted, October 10, 2002

Cleveland

The Bank of Kentucky, Inc., Florence, Kentucky -- report on competitive factors of the proposed purchase of assets and assumption of liabilities of Peoples Bank of Northern Kentucky, Inc., Crestview Hills.
- Submitted, October 10, 2002

Cleveland

Brentwood Bank, Bethel Park, Pennsylvania -- report on competitive factors of the proposed purchase of assets and assumption of liabilities of the Bethel Park branch of Pittsburgh Savings Bank, Pittsburgh.
- Submitted, October 10, 2002

Dallas

Extraco Banks, National Association, Temple, Texas -- report on competitive factors of the proposed merger with Heights State Bank, Harker Heights.
- Submitted, October 9, 2002

Cleveland

First National Bank of Pennsylvania, Greenville, Pennsylvania -- report on competitive factors of the proposed purchase of assets and assumption of liabilities of a branch of Pittsburgh Savings Bank, Pittsburgh.
- Submitted, October 10, 2002

Competitive Factors Reports

Cleveland

Oak Hill Banks, Jackson, Ohio -- report on competitive factors of the proposed merger with Towne Bank, Blue Ash.

- Submitted, October 9, 2002

Cleveland

The Provident Bank, Cincinnati, Ohio -- report on competitive factors of the proposed merger with Provident Investment Management Corporation.

- Submitted, October 9, 2002

Extensions Of Time

Atlanta

Compass Bank, Birmingham, Alabama -- extensions to November 19, 2003, to establish a branch at FM 1960 and North Eldridge Parkway, Houston, Texas; and to December 26, 2003, to establish a branch at Elliot Road and Val Vista Drive, Mesa, Arizona.

- Granted, October 7, 2002

Financial Holding Companies

Director, BS&R

Fortis Bank S.A./N.V., Brussels, Belgium; Fortis Brussels S.A./N.V.; Fortis S.A./N.V.; and Fortis N.V., Utrecht, Netherlands -- elections to be treated as financial holding companies on establishment by Fortis Bank of branches in New York, New York, and Stamford, Connecticut.

- Effective, October 8, 2002

District 1
Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, October 12, 2002

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>
Section 9	Community Guaranty Savings Bank, Plymouth, New Hampshire - 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.

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 2

Federal Reserve Bank of New York

Applications and notifications filed during the week ending Saturday, October 12, 2002

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 3

Federal Reserve Bank of Philadelphia

Applications and notifications filed during the week ending Saturday, October 12, 2002

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)	Franklin Financial Services Corporation, Chambersburg, PA, to acquire up to 23.5% of American Home Bank, National Association.	Newspaper - 11/10/2002 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 4

Federal Reserve Bank of Cleveland

Applications and notifications filed during the week ending Saturday, October 12, 2002

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>	<i>Ending date of comment period</i>
3A5(C)	Application by Prospect Bancshares, Worthington, OH to acquire Prospect Bank, Columbus, OH pursuant to section 3(a)(5)(C) of the Bank Holding Company Act, under “Notice procedures for one-bank holding company formations” as described in section 225.17 of Regulation Y *	

* Subject to the provisions of the CRA 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.

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</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 5

Federal Reserve Bank of Richmond

Applications and notifications filed during the week ending Saturday, October 12, 2002

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	First Charter Bank, Charlotte, North Carolina, to establish a branch at 16719 Birkdale Commons Parkway, Huntersville, North Carolina.*	Newspaper - 10/22/2002
18(c)	RBC Centura Bank, Rocky Mount, North Carolina, to merge with Admiralty Bank, Palm Beach Gardens, Florida.*	Newspaper - 11/04/2002

*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)	Royal Bank of Canada, Montreal, Quebec, Canada, and RBC Cenutra Bank, Inc., Rocky Mount, North Carolina, to acquire Admiralty BANCORP, Inc., Palm Beach Gardens, Florida.*	Fed Reg - 11/08/2002 Newspaper - 11/04/2002

*Subject to the provisions of 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>
274829	Miners and Merchants Bank and Trust Company Post Office Box 1010 Grundy, Virginia 24614	07/22/2002	10/06/2002	S		X
828530	Summit Community Bank 310 North Main Street Moorefield, West Virginia 26836	07/29/2002	10/11/2002	S		X

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, October 12, 2002

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Compass Bank, Birmingham, Alabama, to establish a branch located at the intersection of Valleydale Road and Highway 31, Birmingham, Alabama, to be known as the Birmingham - Valleydale Branch.*	Newspaper-10/14/2002
Branch	SunTrust Bank, Atlanta, Georgia, to establish a branch located at 2075 South Hairston Road, Decatur, Georgia, to be known as the Hairston Crossing In-Store Office.*	Newspaper-10/17/2002
Branch	SunTrust Bank, Atlanta, Georgia, to establish a branch located at 9259F Airport Boulevard, Orlando, Florida, to be known as the Orlando International Airport Office.*	Newspaper-10/17/2002
Branch	Regions Bank, Birmingham, Alabama, to establish a branch located at 8351 East Walker Springs Lane, Knoxville, Tennessee.*	Newspaper-10/17/2002
Branch	AmSouth Bank, Birmingham, Alabama, to establish a branch located at 2450 Treasury Drive S.E., Cleveland, Tennessee, to be known as the Sterling Pointe Branch.*	Newspaper-10/24/2002
Branch	AmSouth Bank, Birmingham, Alabama, to establish a branch located at 1470 Perimeter Parkway NW, Huntsville, Alabama, to be known as the (new) University Drive Branch.*	Newspaper-10/24/2002
Branch	AmSouth Bank, Birmingham, Alabama, to establish a branch located at 2266 North Monroe Street, Tallahassee, Florida, to be known as the North Monroe Branch.*	Newspaper-10/24/2002
Branch	AmSouth Bank, Birmingham, Alabama, to establish a branch located at 1401 Tamiami Trail, Punta Gorda, Florida, to be known as the Punta Gorda Branch.*	Newspaper-10/24/2002
Branch	AmSouth Bank, Birmingham, Alabama, to establish a branch located at 70 S. Blue Angel Parkway, Pensacola, Florida, to be known as the Blue Angel Parkway Branch.*	Newspaper-10/24/2002

*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>
CIC	Eagle National Holding Company, Miami, Florida, prior change in control notification filed by Mr. Mark Kardonski, the proposed trustee of GNB Holding Trust, Miami, Florida, to control 100 percent of the outstanding shares of common stock of Eagle National Holding Company, Inc., and its subsidiary, Eagle National Bank of Miami, both of Miami, Florida.	Newspaper-N/Avail Fed Reg – 11/07/2002
4(c)(8)	Citizens Bancsha res Corporation, Atlanta, Georgia, to acquire CFS Bancshares, Inc., Birmingham, Alabama, and thereby engage in operating a savings association.	Newspaper-N/Avail Fed Reg – 11/18/2002
CIC	Greater Rome Bancshares, Inc., Rome, Georgia, prior change in control notice by Mr. Thomas D. Caldwell, III, to acquire an additional 0.15 percent of the outstanding shares of Greater Rome Bancshares, Inc. Pro forma will equal 10.88 percent.	Newspaper-N/Avail Fed Reg – 11/07/2002

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>
SMBOTH	Citizens Trust Bank, Atlanta, Georgia, temporary waiver to allow them to momentarily hold the stock of CFS Bancshares, Inc., Birmingham, Alabama, in order to complete the transaction.	
COM	Premier Bancorp, Brentwood, Tennessee, request for waiver of the commitment to not incur debt.	

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 7

Federal Reserve Bank of Chicago

Applications and notifications filed during the week ending Saturday, October 12, 2002

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18C & Branches	Midwest Bank and Trust Company, Elmwood Park, Illinois, to merge with Fairfield Savings Bank, F.S.B., Long Grove, Illinois, and thereby to establish branches.*	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)(3)	Backlund Investment Co., Peoria, Illinois, to acquire 100 percent of Astoria Investment Company, Astoria, Illinois, and t hereby indirectly acquire Farmers State Bank, Astoria, Astoria, Illinois; Bartonville Investment Co., Peoria, Illinois, and thereby indirectly acquire Bartonville Bank, Bartonville, Illinois; Backlund-White, Inc., Peoria, Illinois, and thereby indirectly acquire Glasford State Bank, Glasford, Illinois; Backlund -Scott Company, Wyoming, Illinois and thereby indirectly acquire Wyoming Bank & Trust Company, Wyoming, Illinois; and Dunlap Bank, Dunlap, Illinois.*	Fed Reg – N/Avail Newspaper – N/Avail
3(a)(3) & 3(a)(1)	BTC Financial Corporation, Des Moines, Iowa, to acquire 100 percent of Midamerica Financial Corporation, Des Moines, Iowa, and thereby indirectly acquire Bankers Trust Company, N.A. (in organization), Cedar Rapids, Iowa, and by Midamerica Financia l Corporation, Des Moines, Iowa, to become a bank holding company by acquiring 100 percent of Bankers Trust Company, N.A. (in organization), Cedar Rapids, Iowa.*	Fed Reg – 11/01/2002 Newspaper – N/Avail
CIC	Notice by Steven M. Eldred, Beloit, Wisconsin, a s voting trustee of the Helen M. Eldred Voting Trust and the John M. Eldred Voting Trust; and the Eldred Family Limited Partnership I and Eldred Family Limited Partnership II, both located in Beloit, Wisconsin, to gain control of Centre 1 Bancorp, Inc., Beloit, Wisconsin, and thereby indirectly acquire First National Bank and Trust Company of Beloit, Beloit, Wisconsin.	Fed Reg – 10/22/2002 Newspaper – N/Avail

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)	Mahaska Investment Company, Oskaloosa, Iowa and Mahaska Investment Company ESOP, Oskaloosa, Iowa, to acquire 100 percent of Belle Plaine Service Corporation, Belle Plaine, Iowa, and thereby indirectly acquire Citizens Bank and Trust Company, Hudson, Iowa.*	Fed Reg – 11/18/2002 Newspaper – N/Avail
4(c)(8)	Midwest Banc Holdings, Inc., Elmwood Park, Illinois, to merge with Big Foot Financial Corporation, Long Grove, Illinois, and thereby indirectly acquire Fairfield Savings Bank, F.S.B., Long Grove, Illinois, and thereby operate a savings association.*	Fed Reg – N/Avail Newspaper – N/Avail
3(a)(1)	SCB Bancorp, Inc., East Lansing, Michigan, to become a bank holding company by acquiring 100 percent of Summit Community Bank (in organization), East Lansing, Michigan.*	Fed Reg – 10/04/2002 Newspaper – 10/15/2002

* 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)	CIB Marine Bancshares, Inc., Pewaukee, Wisconsin, to acquire ComCor Mortgage Corporation, Waukesha, Wisconsin, and thereby engage in mortgage business operations.	Fed Reg – N/Avail
4(c)(8)	Crystal Valley Financial Corporation, Middlebury, Indiana, proposes to acquire a 19.79 percent interest in Pedcor Investments-2001-L1 L.P., a limited partnership that will develop and own a low-income tax credit project containing 144 units, and thereby engage in community development activities.	Fed Reg – 10/25/2002

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>
244345	Sand Ridge Bank 2611 Highway Avenue Highland, Indiana 46322 (219) 838-9500	05/13/2002	10/08/2002	S	X	
139843	First Farmers Bank & Trust 123 N. Jefferson Converse, Indiana 46919 (765) 395-3316	11/05/2001	10/07/2002	S	X	

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

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

District 8

Federal Reserve Bank of St. Louis

Applications and notifications filed during the week ending Saturday, October 12, 2002

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Midwest BankCentre, St. Louis, Missouri, to establish a branch facility to be located at 2155 Barrett Station Road, St. Louis, Missouri.*	Newspaper – 10/28/2002

* 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>
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>
3A1 - Expedited	Gravett Bancshares, Inc., Gravette, Arkansas, to become a bank holding company by acquiring 100 percent of the voting shares of Bank of Gravett, Gravette, Arkansas.

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 9

Federal Reserve Bank of Minneapolis

Applications and notifications filed during the week ending Saturday, October 12, 2002

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)	State Bankshares, Inc., Fargo, North Dakota, to acquire 100% of State Bank of Moorhead, Moorhead, Minnesota.*	Fed Reg – 11/01/2002 Newspaper – N/Avail
3(a)(3)	TCF Financial Corporation, Wayzata, Minnesota, to acquire an additional 5.00%, thereby increasing its total ownership to 9.99%, of the voting shares of MainStreet BankShares, Inc., Martinsville, Virginia, which owns Smith River Community Bank, N.A., Martinsville, Virginia, and Franklin Community Bank, N.A., Rocky Mount, Virginia, a de novo bank.*	Fed Reg – 11/18/2002 Newspaper – N/Avail
CIC	Marie Gillespie, LaGrange Park, Illinois, as trustee of the Lake Bank Shares, Inc. Employee Stock Ownership Plan, Emmons, Minnesota, to gain control of Lake Bank Shares, Inc., Emmons, Minnesota, and thereby indirectly gain control of Security Bank of Minnesota, Albert Lea, Minnesota, and First State Bank of Emmons, Emmons, Minnesota.	Fed Reg – 10/21/2002 Newspaper – N/Avail
CIC	Robert B. Whitlock, Minneapolis, Minnesota, to retain control as trustee of Lake Bank Shares, Inc. Employee Stock Ownership Plan, Emmons, Minnesota, and thereby indirectly retain control of Lake Bank Shares, Inc., Emmons, Minnesota, which owns Security Bank of Minnesota, Albert Lea, Minnesota, and First State Bank of Emmons, Emmons, Minnesota.	Fed Reg – 10/21/2002 Newspaper – N/Avail
CIC	Jonathon H. Berg, M.D., Northwood, North Dakota, as trustee of the Herbert A. Lund Revocable Trust, to gain control of Lake Bank Shares, Inc., Emmons, Minnesota, and thereby indirectly gain control of Security Bank of Minnesota, Albert Lea, Minnesota, and First State Bank of Emmons, Emmons, Minnesota.	Fed Reg – 10/21/2002 Newspaper – N/Avail

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
CIC	Kevin L. Johnson, North Oaks, Minnesota, to acquire control of Johnson Holdings, Inc., Isanti, Minnesota, and thereby indirectly acquire control of East Central Holding Company, Isanti, Minnesota, which owns Landmark Community Bank, N.A., Isanti, Minnesota.	Fed Reg – 11/07/2002 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)	State Bankshares, Inc., Fargo, North Dakota, to acquire 100% of Northern Capital Holding Company, Fargo, North Dakota, and thereby engage in providing trust services, financial and investment advisory services, transactional services for customer investments, and payroll services and processing.	Fed Reg - 11/01/2002

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 10

Federal Reserve Bank of Kansas City

Applications and notifications filed during the week ending Saturday, October 12, 2002

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Peoples National Bank & Trust, Ottawa, Kansas, to establish 434 S. Main Street, Ottawa, Kansas as a branch office and to relocate its main office to Lawrence, Kansas.	Newspaper - N/Avail
18(c)	Peoples National Bank & Trust, Ottawa, Kansas, to merge with Peoples Bank, Taos, New Mexico and to operate under the charter and title of Peoples National Bank & Trust, Ottawa, Kansas.	Newspaper - N/Avail
18(c)	Peoples National Bank & Trust, Ottawa, Kansas, to purchase certain assets and assume certain liabilities of the following branches of Peoples Bank, Overland Park, Kansas: 13180 Metcalf Avenue, Overland Park, Kansas; 7810 W. 151 st Street, Overland Park, Kansas; 7404 W. 199 th Street, Stilwell, Kansas; 212 S. Broadway, Louisburg, Kansas; 29 West Wea, Paola, Kansas; 2220 Harper, Suite A, Lawrence, Kansas; and 4831 W. 6 th Street, Lawrence, Kansas.	Newspaper - N/Avail

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)	Summit Bancshares, Inc., Prescott, Arizona, to become a bank holding company through the acquisition of 100 percent of the voting shares of Summit Bank, Prescott, Arizona (in organization).	Newspaper - 09/29/2002 Fed Reg - 09/27/2002
3(a)(3)	Nodaway Valley Banc shares, Inc., Maryville, Missouri, to acquire 100 percent of the voting shares of Buchanan County Bancshares, Inc., parent of Heritage Bank, both in Saint Joseph, Missouri.	Newspaper - 10/31/2002 Fed Reg - 10/25/2002
3(a)(3)	First Okmulgee Corporation, Okmulgee, Oklahoma, to acquire up to 100 percent of the voting shares of First National of Henryetta, Inc., parent of First National Bank of Henryetta, both of Henryetta, Oklahoma.	Newspaper - N/Available Fed Reg - N/Available

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>
Member	Peoples National Bank & Trust, Ottawa, Kansas, to become a member of the Federal Reserve System upon its conversion from a national to a state chartered bank.

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>
782650	Citizens State Bank of Cortez 77 W. Main Street Cortez, Colorado 81321-3133	07/22/2002	10/07/2002	S		X
330659	Webb City Bank 100 N. Main Street Webb City, Missouri 64870-1936	03/31/2002	10/10/2002	S	X	

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, October 12, 2002

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>
CIC	Lewis W. and Bonnie C. Donaghey, Trenton, TX, to acquire an interest in Trenton Bankshares, Inc., Trenton, TX (previously reported the week ending October 5, 2002)	Fed Reg – 10/25/2002 Newspaper – 10/23/2002
3(a)(1)	MSB Financial Corp., Dallas, TX, to acquire MSB Delaware Financial Corp., Wilmington, DE, and Millennium State Bank of Texas, Dallas, Texas *	Fed Reg – N/Avail Newspaper – N/Avail
3(a)(1)	MSB Delaware Financial Corp., Wilmington, DE, to acquire Millennium State Bank of Texas, Dallas, Texas *	Fed Reg – N/Avail 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>
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. Th at 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 perform ance 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 12

Federal Reserve Bank of San Francisco

Applications and notifications filed during the week ending Saturday, October 12, 2002

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Oregon Pacific Banking Company, Florence, Oregon, to establish a supermarket in-store branch office located in Ray's Food Place, 3 Dakota Street, Sutherlin, Oregon.*	Newspaper – 9/09/2002

* 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)	Liberty Financial Group, Inc., Eugene, Oregon, to become a bank holding company by acquiring 99.97 percent of Liberty Bank, Eugene, Oregon.*	Fed Reg – 11/18/2002 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>
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>
1162017	United Security Bank 1525 East Shaw Avenue Fresno, California 93710 (559) 225-0101	6/10/2002	10/07/2002	S	X	
1884140	Verdugo Banking Co. 400 North Branch Boulevard, Suite 900 Glendale, California 91203 (818) 549-1000	6/24/2002	10/08/2002	S		X

The above listing has been prepared as a courtesy by the Federal Reserve Bank of San Francisco, and is not intended to replace formal notices required by statute or regulation; the Reserve Bank assumes no responsibility for errors or omissions.

Section VI – CRA examinations scheduled for

Quarter of

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