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# Federal Reserve Release

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*H.2*

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

*No. 3*

*Week Ending January 18, 2003*

**Bank Holding Companies**

Royal Bank of Canada, Montreal, Canada, and RBC Centura Banks, Inc., Rocky Mount, North Carolina -- to acquire Admiralty Bancorp, Inc., Palm Beach Gardens, Florida, and Admiralty Bank; and for RBC Centura Banks' subsidiary, RBC Centura Bank, to merge with Admiralty Bank and establish branches.

- Approved, January 13, 2003

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

**Bank Branches, Domestic**

Secretary

Capital City Bank, Tallahassee, Florida -- to establish a branch at 10290 Regency Park Boulevard, Port Richey.

- Approved, January 16, 2003

Atlanta

Compass Bank, Birmingham, Alabama -- to establish branches at the following locations: the intersections of North Lake Pleasant and West Beardsley Roads Peoria, Arizona; North 75th Avenue and West Thunderbird Road; West Bell Road and West Grand Avenue, Surprise; North 67th Avenue and State Highway 101, Glendale; South Gilbert and West Warner Roads, Gilbert; East Baseline and North Cooper Roads; North Garland Avenue and State Highway 190, Garland, Texas; Gattis School and Red Bud Lane, Round Rock; East Smoky Hill Road and South Himalaya Street, Centennial, Colorado; East Florida Avenue and South Havana Street, Aurora; Highway 470 and Gartrell Road; West 80th Avenue and Wadsworth Boulevard, Arvada; and Central Avenue East and Tramway Boulevard Northeast, Albuquerque, New Mexico, and at 12434 North Tatum Boulevard, Phoenix, Arizona, and 4625 Centerview Drive, San Antonio, Texas.

- Approved, January 15, 2003

Chicago

M&I Marshall & Ilsley Bank, Milwaukee, Wisconsin -- to establish a branch at CR-KK and Eisenhower Drive, Appleton.

- Approved, January 14, 2003

Chicago

Tri-County Bank, Brown City, Michigan -- to establish a branch at 4436 Main Street.

- Approved, January 16, 2003

**Bank Holding Companies**

Philadelphia

CBT, Financial Corp., Clearfield, Pennsylvania -- to become a bank holding company through the acquisition of Clearfield Bank and Trust Company.

- Approved, January 17, 2003

### **Bank Holding Companies**

#### Director, BS&R

Citizens Financial Group, Inc., Providence, Rhode Island -- to invest in two companies in the United Kingdom and engage in activities permissible under Regulation K.  
- Approved, January 13, 2003

#### Kansas City

First Okmulgee Corporation, Okmulgee, Oklahoma -- to acquire First National of Henryetta, Inc.  
- Approved, January 15, 2003

#### San Francisco

Gold Country Financial Services, Inc., Marysville, California -- to become a bank holding company through the acquisition of Gold Country Bank, N.A.  
- Approved, January 17, 2003

#### Kansas City

Healthcare Bancorp, Inc., Broken Arrow, Oklahoma -- to become a bank holding company through the acquisition of Federal BankCentre.  
- Withdrawn, January 14, 2003

#### Chicago

Liberty Financial Services, Inc., Sioux City, Iowa -- to become a bank holding company through the acquisition of Liberty National Bank, Sioux City, a de novo bank.  
- Withdrawn, January 15, 2003

#### Minneapolis

Olmsted Holding Corporation, Byron, Minnesota -- to become a bank holding company through the acquisition of Olmsted National Bank, Rochester.  
- Approved, January 14, 2003

#### Boston

Port Financial Corp, Brighton, Massachusetts -- relief from a commitment.  
- Granted, January 15, 2003

### **Bank Mergers**

#### Dallas

Texas Regional Bancshares, Inc., McAllen, Texas, and Texas Regional Delaware, Inc., Wilmington, Delaware -- to merge with Corpus Christi Bancshares, Inc., Corpus Christi, Texas, and acquire CCB-Nevada, Inc., Carson City, Nevada, and The First State Bank, Bishop, Texas; and for Texas Regional Bancshares' subsidiary, Texas State Bank, to merge with The First State Bank and establish branches at existing locations.

- Approved, January 16, 2003

### **Bank Premises**

#### St. Louis

Citizens Bank & Trust Company, Van Buren, Arkansas -- to increase its investment in bank premises.

- Withdrawn, January 15, 2003

### **Banks, Foreign**

#### Director, BS&R

Barclays Bank, PLC, London, England -- waiver of notification period to establish a branch in Miami, Florida.

- Granted, January 16, 2003

### **Change In Bank Control**

#### Atlanta

Community Bank of South Florida, Inc., Homestead, Florida -- change in bank control.

- Permitted, January 17, 2003

#### Kansas City

Hastings Bancorp, Inc., Hastings, Nebraska -- change in bank control.

- Permitted, January 13, 2003

#### San Francisco

Silver State Bancorp, Henderson, Nevada -- change in bank control notices.

- Permitted, January 17, 2003

#### St. Louis

Whittington Bancorp, Inc., Whittington, Illinois -- change in bank control.

- Permitted, January 14, 2003

### **Competitive Factors Reports**

#### New York

BPABank, National Association, Newark, New Jersey -- report on competitive factors of the proposed merger with Interbank of New York, New York, New York.  
- Submitted, January 17, 2003

#### Chicago

Citizens Bank, Clive, Iowa -- report on competitive factors of the proposed merger with Citizens Bank, Mount Ayr, and Citizens Bank of Princeton, Princeton, Missouri.  
- Submitted, January 16, 2003

#### Minneapolis

Eastwood Bank, Kasson, Minnesota -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of a Rochester branch of Merchants Bank, National Association, Winona.  
- Submitted, January 13, 2003

#### Kansas City

Emprise Bank, Iola, Kansas -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of the Chanute, Humboldt, and Iola branches of Enterprise Bank, Clayton, Missouri.  
- Submitted, January 10, 2003 (AC)

#### Chicago

First National Bank and Trust Co., Beloit, Wisconsin -- report on competitive factors of the proposed purchase of three branches of Amcore Bank, National Association, Rockford, Illinois.  
- Submitted, January 16, 2003

#### Atlanta

Legends Bank, Clarksville, Tennessee -- report on competitive factors of the proposed purchase of certain assets and assumption of deposits liabilities of three Clarksville branches of National Bank of Commerce, Memphis.  
- Submitted, January 15, 2003

### **Competitive Factors Reports**

#### Cleveland

Peoples Bank, National Association, Marietta, Ohio -- report on competitive factors of the proposed merger with Kentucky Bank & Trust, Russell, Kentucky.  
- Submitted, January 17, 2003

#### Chicago

Security State Bank, Independence, Iowa -- report on competitive factors of the proposed purchase of assets and assumption of deposit liabilities of the Dysart branch of Union Planters Bank, National Association, Memphis, Tennessee.  
- Submitted, January 16, 2003

#### Atlanta

Small Town Bank, Wedowee, Alabama -- report on competitive factors of the proposed purchase of assets and liabilities of the Roanoke branch of The Bank, Warrior.  
- Submitted, January 15, 2003

### **Extensions Of Time**

#### Secretary

Citibank, N.A., New York, New York -- extensions of time for Citicorp Finance (Thailand) Limited, Bangkok, Thailand, to divest interests in certain properties.  
- Granted, January 15, 2003

### **Financial Holding Companies**

#### Minneapolis

Midwest Bancorporation, Billings, Montana -- election to become a financial holding company.  
- Effective, January 16, 2003

### **Membership**

#### Kansas City

Auburn State Bank, Auburn, Nebraska -- to become a member of the Federal Reserve System.  
- Approved, January 17, 2003

**Membership**

Chicago

First Bank & Trust Company, Glidden, Iowa -- membership in the Federal Reserve System.

- Withdrawn, January 13, 2003

**Reserve Bank Services**

Director, RBOPS

Federal Reserve Information Technology -- to acquire equipment and software licenses and engage professional services.

- Approved, January 14, 2003



# District 1

## Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, January 18, 2003

### 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)	Butler Bancorp, MHC, and its subsidiary, Butler Bancorp, Inc., both of Lowell, Massachusetts - to become a mutual bank holding company and stock bank holding company, respectively, through the indirect and direct acquisition, respectively, of up to 100% of the common stock of Butler Bank, a Co-Operative Bank, Lowell, Massachusetts	Newspaper - 2/15/2003 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

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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.

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<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						

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## Section VI – CRA examinations scheduled for Quarter of

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

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## District 2

### Federal Reserve Bank of New York

Applications and notifications filed during the week ending Saturday, January 18, 2003

#### Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	J.P. Morgan Chase, New York, New York, to establish a branch office at 277 Park Avenue, New York, New York.	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>
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

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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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<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						

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## Section VI – CRA examinations scheduled for Quarter of

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

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## District 3

### Federal Reserve Bank of Philadelphia

Applications and notifications filed during the week ending Saturday, January 18, 2003

#### 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>	
3(a)(1)	CBT Financial Corp, Clearfield, PA to form a holding company by acquiring Clearfield Bank and Trust Company, Clearfield, PA.	

**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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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 4

## Federal Reserve Bank of Cleveland

**Applications and notifications filed during the week ending Saturday, January 18, 2003**

### **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	Change in Control notice filed by David B. Cook with intent to retain up to 10.940 percent of the outstanding voting shares of HFB Financial Corporation, Middlesboro, KY.	Newspaper-N/Avail Fed Reg- 01/29/2003
3A1	McCreary National Bancorp, Inc., Corbin, Ky to acquire McCreary National Bank, Whitley City, KY.*	Newspaper - 02/10/2003 Fed Reg - 02/18/2003

\*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**

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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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<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, January 18, 2003

#### 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)	Friedman, Billings, Ramsey Group, Inc. (currently known as Forest Merger Corporation), and FBR TRS Holdings, Inc., both of Arlington, Virginia, to acquire more than 5% of the voting shares of Bancorp Rhode Island, Inc., Providence, Rhode Island, and thereby indirectly acquire Bank Rhode Island, East Providence, Rhode Island.	Fed Reg - 02/18/2003 Newspaper - 02/14/2003
3(a)(3)	Friedman, Billings, Ramsey Group, Inc. (currently known as Forest Merger Corporation), and FBR TRS Holdings, Inc., both of Arlington, Virginia, to acquire more than 5% of the voting shares of The Banc Corporation, Birmingham, Alabama, and thereby indirectly acquire The Bank, Warrior, Alabama.	Fed Reg - 02/18/2003 Newspaper - 02/14/2003
4(c)(8)	Friedman, Billings, Ramsey Group, Inc. (currently known as Forest Merger Corporation), and FBR TRS Holdings, Inc., both of Arlington, Virginia, to acquire more than 5% of the voting shares of Hawthorne Financial Corporation, El Segundo, California, and thereby indirectly acquire Hawthorne Savings, F.S.B., El Segundo, California.	Fed Reg - N/Avail Newspaper - 02/11/2003
3(a)(3)	Friedman, Billings, Ramsey Group, Inc. (currently known as Forest Merger Corporation), and FBR TRS Holdings, Inc., both of Arlington, Virginia, to acquire more than 5% of the voting shares of Pacific Union Bank, Los Angeles, California.	Fed Reg - 02/18/2003 Newspaper - 02/14/2003

**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>
25A	Bank of America, N. A., Charlotte, North Carolina, to increase its investment in Bank of America Brasil S.A., Sao Paulo, Brazil.

**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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**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>
310875	Shore Bank 25253 Lankford Highway Onley, Virginia 23418-0920	11/04/2002	01/18/2003	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, January 18, 2003

#### Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	SouthTrust Bank, Birmingham, Alabama, to establish a branch located at 8994 S.W. 40th Street, Miami, Florida, to be known as the Westchester Office, and at 2090 N.W. 107 Avenue, Miami, Florida, to be known as Doral Pointe Office.*	Newspaper-01/23/2003

\*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>
3(a)(1)	Coastal Commerce Bancshares, Inc., Houma, Louisiana, to become a bank holding company by acquiring Coastal Commerce Bank, Houma, Louisiana.*	Newspaper-02/10/2003 Fed Reg-02/14/2003
CIC	FBT Bancorp, Inc., Baton Rouge, Louisiana, prior change in control notice by L. Michael Ashbrook and Charles T. Bruce, to acquire in the aggregate up to approximately 40 percent of the outstanding shares of FBT Bancorp, Inc., Baton Rouge, Louisiana, and its subsidiary, Fidelity Bank and Trust Company, Baton Rouge, Louisiana.	Newspaper-02/02/2003 Fed Reg-02/04/2003
3(a)(1)	First Commerce Community Bankshares, Inc., Douglasville, Georgia, to become a bank holding company by acquiring First Commerce Community Bank, Douglasville, Georgia (in organization).*	Newspaper-12/28/2002 Fed Reg-01/02/2003
3(a)(5)	SouthTrust Corporation, Birmingham, Alabama, to merge with Founders Bancshares, Inc., and its subsidiaries, Founders National Bank, both of Dallas, Texas.*	Newspaper-N/Avail Fed Reg-02/14/2003
3(a)(5)	United Community Banks, Inc., Blairsville, Georgia, to merge with First Central Bancshares, Inc., and thereby acquire First Central Bank, both of Lenoir City, Tennessee.*	Newspaper-02/14/2003 Fed Reg-02/14/2003

\*Subject to 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

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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>
2581905	Rivoli Bank & Trust 5980 Zebulon Road Macon, Georgia 31210 (478) 742-5040	10/15/2002	01/13/2003	O		X
699534	Southwest Georgia Bank Post Office Box 3488 Moultrie, Georgia 31776 (229) 985-1120	10/07/2002	01/16/2003	O		X

**Section VI – CRA examinations scheduled for**

**Quarter of**

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*Institution*

*Location*

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None

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## District 7

### Federal Reserve Bank of Chicago

Applications and notifications filed during the week ending Saturday, January 18, 2003

#### Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	First Midwest Bank, Itasca, Illinois, to establish two branch facilities to be located at 19305 Sandlake Road, Lindenhurst, Illinois, and at the intersection of 179th and Wolf Road, Orland Park, Illinois.*	Newspaper – 01/07/2003
Branch	Heritage Community Bank, Columbus, Indiana, to establish a branch facility to be located at 1665 National Road, Columbus, Indiana.*	Newspaper – 01/27/2003
18C & Branches	Unionbank, Streator, Illinois, to merge with Unionbank/Central, Princeton, Illinois, and thereby to establish 5 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)	Amtrust, Inc., Dubuque, Iowa, to acquire 9.9 percent of United American Bank, San Mateo, California, a de novo bank in organization.*	Fed Reg – 02/06/2003 Newspaper – 02/06/2003
CIC	Notice by the Eldred 2002 Family Trust, Beloit, Wisconsin, and Co-Trustees Helen M. Eldred, Beloit, Wisconsin, Susan E. Boettcher, Wauwatosa, Wisconsin, Steven M. Eldred, Beloit, Wisconsin, and Richard J. Langer, Madison, Wisconsin, to acquire control of Centre 1 Bancorp, Inc., Beloit, Wisconsin, and thereby indirectly acquire First National Bank and Trust Company of Beloit, Beloit, Wisconsin.	Fed Reg – N/Avail Newspaper – N/Avail
3(a)(5)	First Mutual Bancorp of Illinois, Inc., Harvey, Illinois, to acquire 90 percent of the voting shares of Security Bancorp of Dupage, Inc., Naperville, Illinois, and thereby indirectly acquire Security Bank of Dupage, Naperville, Illinois.*	Fed Reg – 11/01/2002 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)	Bank One Corporation, Chicago, Illinois, proposes to expand to not more than 15 percent of its total consolidated capital stock and surplus its investments in community development activities.	Fed Reg – 02/06/2003

**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**

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<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>
465645	Unionbank/Central 601 S. Main Street Princeton, Illinois 61356 (815) 879-6010	08/26/2002	01/14/2003	S		X
786041	Unionbank/West 440 N. Lafayette Macomb, Illinois 61455 (309) 837-6664	07/15/2002	01/16/2003	S		X

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

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*Institution* *Location*

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None

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## District 8

### Federal Reserve Bank of St. Louis

Applications and notifications filed during the week ending Saturday, January 18, 2003

#### Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Southern Bank of Commerce, Paragould, Arkansas, to establish a branch facility to be located at 601 North Holman, Brookland, Arkansas.*	Newspaper – 01/29/2003

\* 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>
None	

## Section V – Availability of CRA public evaluations

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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.

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<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						

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## Section VI – CRA examinations scheduled for Quarter of

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

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## District 9

### Federal Reserve Bank of Minneapolis

Applications and notifications filed during the week ending Saturday, January 18, 2003

#### 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	Notice by Sabina Bosshard, Winona, Minnesota and William H. Bosshard, La Crosse, Wisconsin, to gain control of Clayton Bankshares Inc., Clayton, Wisconsin, and thereby indirectly gain control of Citizens State Bank of Clayton, Clayton, Wisconsin.	Fed Reg – 01/27/2003 Newspaper – 01/31/2003
3(a)(3)	Ravalli County Bankshares, Inc., Hamilton, Montana, to acquire 32.86% of the voting shares of West One Bank, Kalispell, Montana, a <i>de novo</i> bank.*	Fed Reg – 02/14/2003 Newspaper – N/Avail
3(a)(3)	Bitterroot Holding Company, Lolo, Montana, to acquire 32.86% of the voting shares of West One Bank, Kalispell, Montana, a <i>de novo</i> bank.*	Fed Reg – 02/14/2003 Newspaper – N/Avail
3(a)(1)	American Eagle Financial Corporation, Albertville, Minnesota, to become a bank holding company by acquiring 100% of Riverview Community Bank, Otsego, Minnesota, a <i>de novo</i> bank.*	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>
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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**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>
823656	First State Bank Southwest Pipestone, Minnesota	09/16/2002	01/14/2003	O		X
663058	Rocky Mountain Bank Billings, Montana	08/26/2002	01/15/2003	S	X	

**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, January 18, 2003

### 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)	Campbell State Company, Lincoln, Nebraska, to acquire 100 percent of the voting shares of Blue Hill Agency, Inc., Blue Hill, Nebraska, parent of Commercial Bank, Blue Hill, Nebraska.	Newspaper - 02/14/2003 Fed Reg - 02/14/2003
3(a)(3)	Hometown Banc Corp, Grand Island, Nebraska, to acquire 51 percent of the voting shares of Five Points Bank of Hastings, Hastings, Nebraska (formerly known as Hometown Bank, Hastings, Nebraska) upon its conversion from a federal savings bank to a state-chartered commercial bank.	Newspaper - 01/20/2003 Fed Reg - 01/13/2003
CIC	Notice by Central of Kansas, LP and Thomas Rolfs, Christine Munson, and James Waters, as co-trustees of CKI Management Trust, dated January 1, 2003, to acquire control of Central of Kansas, Inc., Junction City, Kansas, parent of Central National Bank, Junction City, Kansas.	Newspaper - 12/04/2002 Fed Reg - 12/02/2002

### 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>
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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**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>
152851	First Community Bank 2160 W. Highway 50 Emporia, Kansas 66801	10/28/2002	01/13/2003	O		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, January 18, 2003

### Section I – Applications subject to newspaper notice only

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

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

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

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### Section III – Applications subject to Federal Register notice only

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

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

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

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## Section V – Availability of CRA public evaluations

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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:

**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.

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<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						

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## Section VI – CRA examinations scheduled for Quarter of

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

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# District 12

## Federal Reserve Bank of San Francisco

Applications and notifications filed during the week ending Saturday, January 18, 2003

### 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	Notice by Alan Wilber Rolley, Dallas, Texas, and Blake Alan Rolley, Flagstaff, Arizona, acting in concert, to increase their ownership up to 33.06 percent of Arizona Bancshares, Inc., Flagstaff, Arizona.*	Newspaper – N/Avail Fed Reg – 02/04/2003

\* 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>
4c8	Wells Fargo & Company, San Francisco, California, Wells Fargo Financial Services, Inc., and Wells Fargo Financial, Inc., both of Des Moines, Iowa, to indirectly acquire through their wholly owned subsidiary, Wells Fargo Financial Leasing, Inc., Des Moines, Iowa, substantially all of the assets and assume certain liabilities of Telmark LLC, DeWitt, New York, and its subsidiaries, Telease Financial Services, Ltd., Ontario, Canada, Telmark Lease Funding II, LLC and Telmark Lease Funding III, LLC, DeWitt, New York.

## Section V – Availability of CRA public evaluations

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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:

**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.

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<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>
995076	Cache Valley Bank 101 N. Main Street Logan, Utah 84321 435-753-3020	09/23/2002	01/14/2003	S		X
2453132	Pierce Commercial Bank 5821 S. Sprague Ct. Tacoma, Washington 98409 235-471-1500	09/23/2002	01/17/2003	S		X

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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

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*Institution* *Location*

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None

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