

---

# Federal Reserve Release

---



*H.2*

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

*No. 30*

*Week Ending July 26, 2003*

---

<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**

#### Richmond

Bank of Clarke County, Berryville, Virginia -- to establish a branch at 1879 Berryville Pike, Winchester.

- Approved, July 22, 2003

#### Atlanta

Compass Bank, Birmingham, Alabama -- to establish a branch at the intersection of Antoine Drive and Tomball Parkway, Houston, Texas.

- Approved, July 23, 2003

#### San Francisco

Farmers and Merchants Bank of Rockford, Spokane, Washington -- to establish a branch at 2501 West Wellesley Avenue.

- Approved, July 23, 2003

### **Bank Holding Companies**

#### Atlanta

Alapaha Holding Company, Alapaha, Georgia -- to become a bank holding company through the acquisition of Bank of Alapaha.

- Approved, July 22, 2003

#### Kansas City

Bank Vest, Inc., Denver, Colorado -- to become a bank holding company through the acquisition of shares of BW Holdings, Inc., Castle Rock, and its subsidiary bank, Canon National Bank.

- Approved, July 25, 2003

#### Kansas City

Canon Bank Corporation, Canon City, Colorado -- to become a bank holding company through the acquisition of shares of Canon National Bank.

- Withdrawn, July 25, 2003

### **Bank Holding Companies**

#### Atlanta

CNB Holdings, Inc., Alpharetta, Georgia -- commitment waiver request.  
- Granted, July 23, 2003

#### Chicago

Community State Bank Employee Stock Ownership Plan & Trust, Union Grove, Wisconsin -- to become a bank holding company through the retention of shares of Union Bancorporation and the indirect acquisition of Community State Bank.  
- Approved, July 22, 2003

#### Atlanta

Marco Community Bancorp, Inc., Marco Island, Florida -- to become a bank holding company through the acquisition of Marco Community Bank, a de novo bank.  
- Approved, July 25, 2003

#### Secretary

Mercantile Bankshares Corporation, Baltimore, Maryland -- waiver of application in connection with the proposed formation of Townsend Interim Bank, Townsend, Delaware, and the proposed merger of Townsend Building and Loan Association with Mercantile's subsidiary bank, County Banking and Trust Company, Elkton, Maryland.  
- Granted, July 25, 2003

#### Chicago

Midamerica Financial Corporation, Des Moines, Iowa -- to engage de novo in investment advisory activities through Midamerica Investment Advisory Group, Inc. and for its parent, BTC Financial Corporation, to engage indirectly in investment advisory activities.  
- Approved, July 24, 2003

#### Secretary

Mitsubishi-Tokyo Financial Group, Inc., Tokyo, Japan, and The Mitsubishi Trust and Banking Corporation -- to acquire the remaining shares of Spectrum Capital, Ltd., Greenwich, Connecticut, and thereby engage in financing and leasing activities.  
- Approved, July 23, 2003

### **Bank Holding Companies**

#### San Francisco

State Bank Corporation, Lake Havasu City, Arizona -- to become a bank holding company through the acquisition of Mohave State Bank.

- Approved, July 25, 2003

#### Secretary

Wells Fargo & Company, San Francisco, California -- commenter's request to extend the comment period on the application to acquire Two Rivers Corporation, Grand Junction, Colorado, and Bank of Grand Junction.

- Granted, July 22, 2003

#### Secretary

Wells Fargo & Company, San Francisco, California -- commenters' requests to extend the comment period on the application to acquire Pacific Northwest Bancorp, Seattle, Washington, and Pacific Northwest Bank.

- Denied, July 25, 2003

### **Bank Premises**

#### Secretary

The Bank of Commerce, Wetumka, Oklahoma -- to increase its investment in bank premises.

- Approved, July 23, 2003

### **Competitive Factors Reports**

#### Atlanta

Bank of Lecompte, Lecompte, Louisiana -- report on competitive factors of the proposed merger with Red River Interim Bank, Alexandria, a de novo bank.

- Submitted, July 23, 2003

#### San Francisco

Bank of Visalia, Visalia, California -- report on competitive factors of the proposed acquisition of the Fresno branch of Humboldt Bank, Eureka.

- Submitted, July 21, 2003

### **Competitive Factors Reports**

#### Richmond

Carolina First Bank, Greenville, South Carolina -- report on competitive factors of the proposed merger with MountainBank, Hendersonville, North Carolina.  
- Submitted, July 22, 2003

#### Cleveland

Cheviot Savings Bank, Cincinnati, Ohio -- report on competitive factors of the proposed merger with Cheviot Interim Bank I and Cheviot Interim Bank II.  
- Submitted, July 21, 2003

#### San Francisco

Community Bank of Arizona, National Association, Wickenburg, Arizona -- report on competitive factors of the proposed merger with Valley Bank of Arizona, Phoenix.  
- Submitted, July 21, 2003

#### Philadelphia

Eagle National Bank, Upper Darby, Pennsylvania -- report on competitive factors of the proposed merger with Eagle Interim Bank, National Association.  
- Submitted, July 25, 2003

#### Kansas City

First Financial Bank, Englewood, Colorado -- report on competitive factors of the proposed acquisition of certain assets and assumption of certain liabilities of Concord EFS National Bank, Memphis, Tennessee.  
- Submitted, July 22, 2003

#### San Francisco

Heritage Oaks Merger Corp., Paso Robles, California -- report on competitive factors of the proposed merger with Hacienda Bank, Santa Maria.  
- Submitted, July 25, 2003

#### Secretary

Plumas Bank, Quincy, California -- report on competitive factors of the proposed acquisition of certain branches of Placer Sierra Bank, Auburn.  
- Submitted, July 25, 2003

### **Competitive Factors Reports**

#### Dallas

Sabine State Bank and Trust Company, Many, Louisiana -- report on competitive factors of the proposed acquisition of the Hineston branch of Hancock Bank of Louisiana, Baton Rouge.

- Submitted, July 24, 2003

### **Extensions Of Time**

#### Kansas City

Bank of Blue Valley, Overland Park, Kansas -- extension to October 9, 2003, to establish a branch at 13401 Mission Road, Leawood.

- Granted, July 25, 2003

#### Chicago

First Banking Center, Burlington, Wisconsin -- extension to August 30, 2004, to establish a branch at 15999 Highway 81, Darlington.

- Granted, July 22, 2003

#### Kansas City

First United Bank, Englewood, Colorado -- extension to October 22, 2003, to establish a branch at 6500 West 104th Avenue, Westminster.

- Granted, July 22, 2003

#### Atlanta

Regions Bank, Birmingham, Alabama -- extension to August 21, 2004, to establish a branch at 3577 Hacks Cross Road, Memphis, Tennessee.

- Granted, July 23, 2003

#### Richmond

Resource Bank, Virginia Beach, Virginia -- extension to February 22, 2004, to establish a branch at One Columbus Center, Suite 105.

- Granted, July 23, 2003

# District 1

## Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, July 26, 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>	
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, July 26, 2003

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
BRANCH	Peapack-Gladstone Bank, Gladstone, New Jersey, to establish branches at (i) The Morristown branch located at 223 South Street, Morristown, New Jersey and (ii) The Tewksbury Branch located at the corner of Routes 517 and 523, Tewksbury, New Jersey.	Newspaper – 8/15/2003

#### 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>
4c8	Banco Bilbao Vizcaya Argentaria, S.A., Bilbao Vizcaya, Spain and Grupo Financiero BBVA Bancomer, S.A. de C.V., Mexico City, Mexico, to engage de novo, through 4 U.S. nonbank subsidiaries of BBVA Bancomer, in the following activities that have been previously approved by Board order; domestic and international money transmission; check cashing and bill payments; and to engage in issuing and selling money orders, Traveler's checks, and prepaid telephone cards.	Fed Reg – 8/13/2003

**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**

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, July 26, 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>	
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, July 26, 2003

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Notice by Sky Bank, Salineville, Ohio, to establish a branch at 2417 Tuscarawas Street West, Canton, Ohio	Newspaper - 07/30/2003

#### 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>	
Other Foreign	KeyBank, National Association, Cleveland, Ohio, seeks authority to invest in the aggregate an amount up to 13% of its capital stock and surplus in all Edge and Agreement corporation subsidiaries. KeyBank would effect this proposed increase in its aggregate foreign investments through a long-range investment plan contemplated by section 211.9(a)(4) of Regulation K.	

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

<i>Type</i>	<i>Application</i>
Investment	KeyBank, N.A., Cleveland, Ohio, acting through its wholly-owned agreement corporation subsidiary, KRM Holdings, Inc., Albany, New York, has provided 30-day prior notice of its intent to invest an additional US\$220 million in its wholly-owned subsidiary, KRM Leasing, Ltd., Hamilton, Bermuda, pursuant to section 211.9(f) of Regulation K. This proposal required concurrent processing with a related request by KeyBank, N.A., to make additional aggregate investments in an amount up to 13% of its capital stock and surplus in all Edge and Agreement corporation subsidiaries pursuant to section 211.5(h) of Regulation K.

**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 5

## Federal Reserve Bank of Richmond

Applications and notifications filed during the week ending Saturday, July 26, 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>	
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>
2471239	AmericasBank 500 York Road Towson, Maryland 21204	04/07/2003	07/20/2003	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, July 26, 2003

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	AmSouth Bank, Birmingham, Alabama, to establish a branch located at 3242 Little Road, Trinity, Florida, to be known as the Mitchell Plaza Branch.*	Newspaper-07/29/2003
Branch	AmSouth Bank, Birmingham, Alabama, to establish a branch located at 751 Duval Station Road, Jacksonville, Florida, to be known as the Duval Station Branch.*	Newspaper-08/06/2003
Branch	AmSouth Bank, Birmingham, Alabama, to establish a branch located at 4422 Southside Boulevard, Jacksonville, Florida, to be known as the Deerwood Lake Branch.*	Newspaper-08/06/2003
Branch	AmSouth Bank, Birmingham, Alabama, to establish a branch located at 6070 Carothers Parkway, Franklin, Tennessee, to be known as the Cool Springs East Branch.*	Newspaper-08/06/2003
Branch	AmSouth Bank, Birmingham, Alabama, to establish a branch located at 3524 Lakeland Highlands Road, Lakeland, Florida, to be known as the South Lakeland Branch.*	Newspaper-08/06/2003
Branch	AmSouth Bank, Birmingham, Alabama, to establish a branch located at 10050 Coursey Boulevard, Baton Rouge, Louisiana, to be known as the Airline Branch.*	Newspaper-08/06/2003
Branch	Compass Bank, Birmingham, Alabama, to establish a branch located at the intersection of South Hulen Street and Bellaire Drive South, Fort Walton Beach, Florida.*	Newspaper-07/29/2003
Branch	Compass Bank, Birmingham, Alabama, to establish a branch located at the intersection of FM 720 and FM 423, Dallas, Texas, to be known as the Dallas-FM 720 Branch.*	Newspaper-07/29/2003

\*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>
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 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, July 26, 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 Harry S. Coin, Moline, Illinois, to acquire control of more than 25 percent of the outstanding shares of Ambank Holdings, Inc., Rock Island, Illinois, and thereby indirectly acquire American Bank & Trust Company, N.A., Davenport, Iowa.	Fed Reg – 08/01/2003 Newspaper – 08/05/2003
3(a)(1)	East Dubuque Bancshares, Inc., Dubuque, Iowa, to become a bank holding company when its subsidiary, East Dubuque Savings Bank, East Dubuque, Illinois, converts from a federal savings bank to a state chartered bank.*	Fed Reg – 08/11/2003 Newspaper – 08/14/2003
3(a)(3) & 4(c)(8)	First Fontanelle Bancorporation, Inc., Fontanelle, Iowa, to acquire 100 percent of the voting shares of Corn Belt Bancorporation, Inc., Anita, Iowa, and thereby indirectly acquire Union National Bank, Anita, Iowa, and to acquire Corn Belt Insurance Agency, Massena, Iowa, and thereby to engage in insurance agency activities.*	Fed Reg – 08/18/2003 Newspaper – N/Avail
CIC	Notice by Daniel A. Hamann, Omaha, Nebraska, Esther Hamann Brabec, Omaha, Nebraska, and Julie Hamann Bunderson, Elkhorn, Nebraska, both "acting in concert" and each individually to gain control of Great Western Bancorporation, Inc., Omaha, Nebraska.	Fed Reg – 08/01/2003 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) & 4(c)(8)	Kankakee Bancorp, Inc., Kankakee, Illinois, to become a bank holding company by merging with Aviston Financial Corporation, Aviston, Illinois, and thereby indirectly acquiring 100 percent of the voting shares of State Bank of Aviston, Aviston, Illinois; to retain control of KFS Bank, F.S.B., Kankakee, Illinois, and thereby operate a savings association; to engage in real estate appraisal services through KFS Service Corp., Kankakee, Illinois, a wholly-owned subsidiary of KFS Bank F.S. B., Kankakee, Illinois, and to engage in securities brokerage activities through KFS Insurance Agency, Inc., Kankakee, Illinois, a wholly-owned subsidiary of KFS Service Corp., Kankakee, Illinois, which is a wholly-owned subsidiary of KFS Bank, F.S.B., Kankakee, Illinois.*	Fed Reg – 07/12/2003 Newspaper – 07/07/2003
3(a)(5)	Merchants & Manufacturers Bancorporation, Inc., Brookfield, Wisconsin and Merchants Merger Corp., Brookfield, Wisconsin, to acquire 100 percent of the voting shares of Random Lake Bancorp, Limited, Random Lake, Wisconsin, and thereby indirectly acquire Wisconsin State Bank, Random Lake, Wisconsin.*	Fed Reg – 08/15/2003 Newspaper – N/Avail
3(a)(3)	Merchants & Manufacturers Bancorporation, Inc., Brookfield, Wisconsin and Merchants New Merger Corp., Brookfield, Wisconsin, to acquire 100 percent of the voting shares of Reedsburg Bancorporation, Inc., Reedsburg, Wisconsin, and thereby indirectly acquire The Reedsburg Bank, Reedsburg, Wisconsin.	Fed Reg – 08/15/2003 Newspaper – N/Avail
3(a)(3)	Oswego Community Bank Employee Stock Ownership Plan, Oswego, Illinois, to increase their ownership from 32.96 percent to 51 percent of Oswego Bancshares, Inc., Oswego, Illinois, and thereby indirectly acquire Oswego Community Bank, Oswego, Illinois.*	Fed Reg – 08/15/2003 Newspaper – 08/09/2003
3(a)(1)	TeamCo, Inc., Oak Lawn, Illinois, to become a bank holding company through the acquisition of 100 percent of the voting shares of Oak Lawn Bank, Oak Lawn, Illinois.*	Fed Reg – 08/15/2003 Newspaper – N/Avail
CIC	Notice by Frank E. Powers, Defiance, Iowa, to acquire 22.33 percent interest in Union Bancorporation, Defiance, Iowa, and thereby indirectly acquire Defiance State Bank, Defiance, Iowa.	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>
4(c)(8)	North Salem State Bancorporation, North Salem, Indiana, proposes to acquire 50 percent of the voting shares of Lenders'-North Salem, LLC, New Albany, 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.

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>
68840	Union Bank & Trust Co. 2 E. Main Street Evansville, Wisconsin 53536 (608) 882-5200	03/17/2003	07/23/2003	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, July 26, 2003

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	First Bank, St. Louis, Missouri, to establish a branch facility to be located at 1375 Harbor Boulevard, Fullerton, California. (Previously submitted during the week ending July 19, 2003)*	Newspaper – 08/02/2003

\* 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>
3A1	BCAC, Inc., Rosiclare, Illinois, to become a bank holding company by acquiring at least 66.7 percent of Banterra Corp., Eldorado, Illinois, and thereby indirectly acquire First of Murphysboro Corp., Murphysboro, Illinois, The First Bank and Trust Company of Murphysboro, Murphysboro, Illinois, and Banterra Bank, Marion, Illinois.*	Newspaper – 08/24/2003 Fed Reg – N/Avail
CIC	Notice by Darryl L. Woods, Kristy L. Woods, and the Darryl L. Woods Living Trust, all of Ashland, Missouri, to gain control of Calvert Financial Corporation, Inc., Jefferson City, Missouri.	Newspaper – 08/13/2003 Fed Reg – N/Avail
3A3	Campbell Hill Bancshares, Inc., Campbell Hill, Illinois, to acquire 100 percent of Southwest Illinois Bancshares, Inc., Coulterville, Illinois, and thereby indirectly acquire The First National Bank of Coulterville, Coulterville, Illinois. (Previously submitted during the week ending July 19, 2003)*	Newspaper – 08/24/2003 Fed Reg – 08/21/2003

\* 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	First National Bank of Berryville Employee Stock Ownership Trust, Berryville, Arkansas, and its subsidiary First Carroll Bankshares, Inc., Berryville, Arkansas, propose to engage in leasing personal property.

**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, July 26, 2003

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Dacotah Bank Rolla, North Dakota, to establish a branch facility to be located at 1121 South Broadway, Minot, North Dakota.*	Newspaper - 07/25/2003

\*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>
CIC	Retroactive notice by Fredrick Bernard Gariepy and the Peter Gariepy Estate Trust, Fredrick Gariepy as trustee, both of St. Ignatius, Montana, to retain control of Lake County Bank, St. Ignatius, Montana.	Fed Reg- 08/07/2003 Newspaper- 08/10/2003

#### 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>
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>
655651	Montana State Bank, Plentywood, Montana	03/31/2003	07/22/2003	S		X

---

## Section VI – CRA examinations scheduled for Quarter of

---

*Institution* *Location*

---

None

---

# District 10

## Federal Reserve Bank of Kansas City

Applications and notifications filed during the week ending Saturday, July 26, 2003

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	The Tilden Bank, Tilden, Nebraska, to establish a branch at 709 Peabody Avenue, Creighton, Nebraska.	Newspaper - 08/01/2003

### 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)	Shamrock Bancshares, Inc. Employee Stock Ownership Plan, Coalgate, Oklahoma, to acquire an additional 43.12 percent, for a total of 68.46 percent of the voting shares of Shamrock Bancshares, Inc., parent of Shamrock Bank, National Association, both in Coalgate, Oklahoma.	Newspaper - 08/15/2003 Fed Reg - 08/22/2003

### 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>	
Withdrawal of Membership	SpiritBank, Tulsa, Oklahoma requests to withdraw from membership of the Federal Reserve System.	

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

<i>Type</i>	<i>Application</i>
Extension Request	Bank of Blue Valley, Overland Park, Kansas requests an extension of time from July 9, 2003 to October 9, 2003, in which to consummate the establishment of a branch at 13401 Mission Road, Leawood, Kansas.

**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>
2380470	Premier Bank 1630 Stout Street Denver, Colorado 80202	04/21/2003	07/23/2003	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, July 26, 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>	
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 12

### Federal Reserve Bank of San Francisco

Applications and notifications filed during the week ending Saturday, July 26, 2003

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Home Valley Branch, Grants Pass, Oregon, to establish a branch facility to be located at 290 Union Avenue, Grants Pass, Oregon.*	Newspaper – 07/26/2003

\* 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>
CIC	Notice by Robert Lee McKean, North Plains, Oregon, to increase his ownership in Albina Community Bancorp, Portland, Oregon.*	Newspaper – N/Avail Fed Reg – 07/17/2003

\* 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>	<i>Ending date of comment period</i>
3(a)(5)(C)	Coastal Financial Corporation, Everett, Washington, to become a bank holding company by acquiring 100 percent of Coastal Community Bank, Everett, Washington.	

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

<i>Type</i>	<i>Application</i>
4(c)(8)	Bank of Hawaii Corporation, Honolulu, Hawaii, proposes to engage de novo in a joint venture between Bank of Hawaii, Honolulu, Hawaii, and Chicago Equity Partners, Chicago, Illinois, to be known by the name of Bankoh Investment Partners, LLC, Honolulu, Hawaii.

**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	