
Federal Reserve Release



H.2

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

No. 45

Week Ending November 8, 2003

Enforcement

Bank of Gassaway, Gassaway, West Virginia -- written agreement with the West Virginia Division of Banking and the Federal Reserve Bank of Richmond.

- Announced, November 4, 2003

Gulf Bank, Miami, Florida -- consent order of assessment of a civil money penalty.

- Announced, November 4, 2003

BS&R Banking Supervision and Regulation
C&CA Consumer and Community Affairs
FOMC Federal Open Market Committee

RBOPS Reserve Bank Operations and Payment Systems
IF International Finance
OSDM Office of Staff Director for Management

Bank Branches, Domestic

Atlanta

AmSouth Bank, Birmingham, Alabama -- to establish a branch at 13455 McCall Road, Port Charlotte, Florida.

- Approved, November 5, 2003

Atlanta

AmSouth Bank, Birmingham, Alabama -- to establish a branch at 50 Blake Boulevard, Building D, Celebration, Florida.

- Approved, November 6, 2003

Chicago

Byron Center State Bank, Byron Center, Michigan -- to establish a branch at 1963 Baldwin Street, Jenison.

- Approved, November 7, 2003

Cleveland

Fifth Third Bank, Kentucky, Inc., Louisville, Kentucky -- to establish a branch at 2864 Charlestown Road, New Albany, Indiana.

- Approved, November 4, 2003

New York

HSBC Bank USA, Buffalo, New York -- to establish a branch at 1441 Brickell Avenue, Miami, Florida.

- Approved, November 7, 2003

Atlanta

Regions Bank, Birmingham, Alabama -- to establish a branch at 9690 Highway 119, Alabaster.

- Approved, November 7, 2003

Richmond

SuffolkFirst Bank, Suffolk, Virginia -- to establish a branch at 1000 North Main Street.

- Approved, November 5, 2003

Bank Holding Companies

Richmond

Bank of the James Financial Group Inc., Lynchburg, Virginia -- to become a bank holding company through the acquisition of Bank of the James.

- Approved, November 4, 2003

Dallas

Blanco National Holdings, Inc., Blanco, Texas, and Blanco National Holdings of Delaware, Inc., Dover, Delaware -- to become bank holding companies through the acquisition of Blanco National Bank, Blanco, Texas.

- Approved, November 6, 2003

Minneapolis

Citizens Bancshares of Hutchinson, Inc., Hutchinson, Minnesota -- to acquire a book of business and thereby engage in the activities of financial planning and providing investment services through Citizens Investment Services, LLC.

- Approved, November 3, 2003

Kansas City

ColoEast Bankshares, Inc., Lamar, Colorado -- to acquire First National Bank of Tribune, Tribune, Kansas.

- Withdrawn, November 4, 2003

Atlanta

Community Bank of Georgia, Inc., Baxley, Georgia -- to become a bank holding company through the acquisition of Community Bank of Georgia, a de novo bank.

- Approved, November 6, 2003

Kansas City

Davis Bancorporation, Inc., Davis, Oklahoma -- to acquire, directly and indirectly, voting shares in Century Financial, Inc., Kilgore, Texas, and its subsidiary bank, City National Bank; and FBC Financial Corporation, Claremore, Oklahoma, and its subsidiary thrift, 1st Bank Oklahoma.

- Approved, October 29, 2003 (AC)

Bank Holding Companies

Atlanta

Farmers Bancorp, Inc., Lynchburg, Tennessee -- to become a bank holding company through the acquisition of The Farmers Bank of Lynchburg.

- Withdrawn, November 3, 2003

Kansas City

First Centralia Bancshares, Inc., Centralia, Kansas -- to acquire, directly and indirectly, voting shares in Century Capital Financial, Inc., Kilgore, Texas, and its subsidiary bank, City National Bank; and FBC Financial Corporation, Claremore, Oklahoma, and its subsidiary thrift, 1st Bank Oklahoma.

- Approved, October 29, 2003 (AC)

Atlanta

Greene County Bancshares, Inc., Greeneville, Tennessee -- to merge with Independent Bankshares Corporation, Gallatin, and thereby acquire its subsidiary banks, First Independent Bank, Gallatin, and Rutherford Bank & Trust Company, Murfreesboro.

- Approved, November 3, 2003

Kansas City

Morrill Bancshares, Inc., Merriam, Kansas -- to acquire, directly and indirectly, voting shares in Century Capital Financial, Inc., Kilgore, Texas, and its subsidiary bank, City National Bank; and FBC Financial Corporation, Claremore, Oklahoma, and its subsidiary thrift, 1st Bank Oklahoma.

- Approved, October 29, 2003 (AC)

Philadelphia

National Penn Bancshares, Inc., Boyertown, Pennsylvania -- to acquire shares of The Pennsylvania State Banking Company, Camp Hill, a de novo holding company.

- Approved, November 7, 2003

Dallas

NewFirst Financial Group, Inc., El Campo, Texas, and NewFirst Financial Company, Inc., Dover, Delaware -- to become bank holding companies through the acquisition of NewFirst National Bank, El Campo.

- Approved, November 6, 2003

Bank Holding Companies

Secretary

The PNC Financial Services Group, Inc., Pittsburgh, Pennsylvania, and PNC Bancorp, Inc., Wilmington, Delaware -- commenter's request for an extension of the comment period on the proposed application to acquire United National Bancorp, Bridgewater, New Jersey.

- Denied, November 3, 2003

Dallas

Tradition Bancshares, Inc., Houston, Texas -- to acquire shares of Katy Bank, N.A., Katy.

- Approved, November 6, 2003

Bank Mergers

Chicago

First Midwest Bancorp, Inc., Itasca, Illinois -- to acquire CoVest Bancshares, Inc., Des Plaines, and thereby acquire CoVest Banc, National Association; for First Midwest Bank, Itasca, to merge with CoVest Banc, National Association, Des Plaines, and thereby establish branches at 749 Lee Street; 2601 West Schaumburg Street, Schaumburg; and 770 West Dundee Road, Arlington Heights; and for First Midwest Bank, Des Plaines, to retain the deposits of CoVest Banc, National Association.

- Approved, November 5, 2003

Philadelphia

The Pennsylvania State Banking Company, Camp Hill, Pennsylvania -- to merge with Market Street Interim Bank, and to become a bank holding company through the acquisition of Pennsylvania State Bank.

- Approved, November 7, 2003

Banks, Foreign

Director, BS&R

HBOS Treasury Services plc, London, United Kingdom -- to establish a branch in New York, New York.

- Approved, November 7, 2003

Change In Bank Control

Minneapolis

Excelsior Financial Services, Inc., Shorewood, Minnesota -- change in bank control.
- Permitted, November 3, 2003

Atlanta

First Bankshares of St. Martin, Ltd. Breaux Bridge, Louisiana -- change in bank control.
- Returned, November 6, 2003

Chicago

Whitney Corporation of Iowa, Atlantic, Iowa -- to retain control of Whitney Corporation of Iowa and thereby acquire First Whitney Bank and Trust.
- Permitted, November 4, 2003

Competitive Factors Reports

Kansas City

Bank of Lovell, National Association, Lovell, Wyoming -- report on competitive factors of the proposed merger with Bank of Bridger, Bridger, Montana.
- Submitted, November 3, 2003

Dallas

City National Bank, Corsicana, Texas -- report on competitive factors of the proposed interim merger with New CNB National Bank.
- Submitted, November 5, 2003

Kansas City

First National Bank of Tribune, Tribune, Kansas -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of the Elkhart, Kansas branch of Gold Bank, Hennessey, Oklahoma.
- Submitted, November 4, 2003

Atlanta

Marine Bank & Trust Company, Vero Beach, Florida -- report on competitive factors of the proposal acquisition of shares by the Hazel Group.
- Submitted, November 5, 2003

Competitive Factors Reports

Philadelphia

National Penn Bank, Boyertown, Pennsylvania -- report on competitive factors of the proposed merger with NPB Interim Bank on its merger with HomeTown Heritage Bank, Lancaster.

- Submitted, November 6, 2003

Kansas City

New Tribune Bank, N.A., Tribune, Kansas -- report on competitive factors of the proposed merger with First National Bank of Tribune.

- Submitted, November 4, 2003

Chicago

Peoples Federal Savings Bank of Auburn, Auburn, Indiana -- report on competitive factors of the proposed acquisition of the trust accounts of First Federal Savings Bank, Huntington.

- Submitted, November 3, 2003

Dallas

The State National Bank of Big Spring, Big Spring, Texas -- report on competitive factors of the proposed merger with First National Bank, O'Donnell.

- Submitted, November 7, 2003

Minneapolis

U.S. Bank National Association ND, Fargo, North Dakota -- report on competitive factors of the proposed merger with USB Services, Inc., Wilmington, Delaware.

- Submitted, November 6, 2003

Extensions Of Time

Atlanta

Compass Bank, Birmingham, Alabama -- extension to November 18, 2004, to establish branches at 4115 East Colfax Avenue, Denver, Colorado.

- Granted, November 4, 2003

Extensions Of Time

Richmond

Farmers Bank, Windsor, Virginia, Windsor, Virginia -- extension to December 6, 2004, to establish a branch at the intersection of Godwin Boulevard (Route 10) and Hillpoint Boulevard North, Suffolk.

- Granted, November 3, 2003

Kansas City

The Farmers State Bank of Fort Morgan Colorado Employee Stock Ownership Plan, Fort Morgan, Colorado -- extension to February 20, 2004, to acquire shares of F.S.B. Bancorporation of Fort Morgan and thereby acquire shares of Farmers State Bank.

- Granted, November 3, 2003

Atlanta

UCB Financial Group, Inc., Atlanta, Georgia -- extension to February 20, 2004, to become a bank holding company through the acquisition of United Commercial Bank, a de novo bank.

- Granted, November 6, 2003

District 1

Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, November 8, 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), 3(a)(3) & 3(a)(5)	NewAlliance Bancshares, Inc., New Haven, Connecticut - application to become a bank holding company in connection with the conversion of The New Haven Savings Bank, New Haven, Connecticut from mutual to stock form and the concurrent acquisitions of Connecticut Bancshares, Inc. and its subsidiary bank, Savings Bank of Manchester, both of Manchester, Connecticut, and Alliance Bancorp of New England, Inc. and its banking subsidiary, Tolland Bank, both of Vernon, Connecticut	Newspaper - 12/05/2003 Fed Reg – 12/05/2003

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>
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, November 8, 2003

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	JPMorgan Chase Bank, New York, New York, to establish a branch office to be located at Highway 6 and Spencer Highway, Houston, Texas.	Newspaper – 12/01/2003

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
CIC	Barry M. Snyder to acquire shares of Great Lake Bancorp, Inc., Buffalo, New York, the holding company of Greater Buffalo Savings Bank, Buffalo, New York.	Newspaper – 11/24/2003 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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<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, November 8, 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

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<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, November 8, 2003

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Application by The Killbuck Savings Bank Company, Killbuck, Ohio, to establish a branch at 4900 Oak Street, Berlin, Ohio.	Newspaper - 11/03/2003
Branch	Application by Savings Bank & Trust, Wadsworth, Ohio, to establish a branch at 3333 Massillon Road, Green, Ohio.	Newspaper - 11/07/2003
Branch	Application by Western Reserve Bank, Medina, Ohio, to establish a branch at 8747 Brecksville Road, Brecksville, Ohio.	Newspaper - 11/17/2003

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)(1)	PSB Holdings, Inc., New Matamoras, Ohio, proposes to become a bank holding company through the acquisition of The Peoples Savings Bank, New Matamoras, Ohio.	Newspaper - 12/04/2003 Fed Reg - 12/01/2003

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.

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<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, November 8, 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)	New Century Bancorp, Inc., Dunn, North Carolina, to acquire 100% of the voting shares of New Century Bank of Fayetteville, Fayetteville, North Carolina (an organizing bank).*	Fed Reg – 12/01/2003 Newspaper – 11/26/2003

*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>
4(c)(8)	Carolina Financial Corporation, Charleston, South Carolina, to purchase certain assets and assume certain liabilities of Crescent Mortgage Services, Inc., Atlanta, Georgia.

Section V – Availability of CRA public evaluations

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

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<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 6

Federal Reserve Bank of Atlanta

Applications and notifications filed during the week ending Saturday, November 8, 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 5455 Tara Boulevard, Bradenton, Florida, to be known as the Bradenton – Tara Branch.*	Newspaper-11/20/2003
Branch	LandMark Bank of Florida, Sarasota, Florida, to establish a branch located at the intersection of Cattlemen Road and Fruitville Road, on the northern side of Fruitville Road, Sarasota, Florida, to be known as the LandMark Bank of Florida Gateway Office.*	Newspaper-11/16/2003
Branch	Regions Bank, Birmingham, Alabama, to establish a branch located at 877 Military Cutoff Road, Wilmington, North Carolina.*	Newspaper-11/11/2003
Branch	Regions Bank, Birmingham, Alabama, to establish a branch located at the southwest corner of Debbie Lane and Highway 287, Mansfield, Texas.*	Newspaper-11/14/2003
Branch	Regions Bank, Birmingham, Alabama, to establish a branch located at the west side of Highway 181, 1/5 mile north of Interstate 10, Daphne, Alabama.*	Newspaper-11/13/2003
Branch	SunTrust Bank, Atlanta, Georgia, to establish a branch located at the intersection of West Colonial Drive and Daniels Road, Winter Garden, Florida, to be known as the Winter Garden Office.*	Newspaper-11/21/2003
Branch	SunTrust Bank, Atlanta, Georgia, to establish a branch located at 10575 Narcoosee Road, Orlando, Florida, to be known as the Lake Nona Office.*	Newspaper-11/21/2003
Branch	Tennessee State Bank, Sevierville, Tennessee, to establish a branch located at 939 Dolly Parton Parkway, Sevierville, Tennessee.*	Newspaper-11/15/2003
18(c)	PanAmerican Bank, Hollywood, Florida, to acquire certain assets and assume certain liabilities of Gulf Bank, Miami, Florida.*	Newspaper-N/Avail

*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)(5)	BancTrust Financial Group, Inc., Mobile, Alabama to merge with CommerceSouth, Inc., Eufaula, Alabama, and thereby directly acquire its subsidiary, CommerceSouth Bank, Eufaula, Alabama.*	Newspaper-10/02/2003 Fed Reg-12/08/2003
3(a)(1)	BG Financial Group, Inc., Greeneville, Tennessee, to become a bank holding company by acquiring Bank of Greeneville, Greeneville, Tennessee.*	Newspaper-12/01/2003 Fed Reg-12/08/2003
3(a)(1)	CBS Financial Corporation, Smyrna, Georgia, to become a bank holding company by acquiring Community Bank of the South, Smyrna, Georgia.*	Newspaper- 12/05/2003 Fed Reg-12/05/2003
3(a)(5)	KSB Bancorp, Inc., Kaplan, Louisiana, to merge with Teche Bancshares, Inc., and thereby directly acquire Teche Bank & Trust Co., both of St. Martinville, Louisiana.*	Newspaper-11/28/2003 Fed Reg-12/04/2003
3(a)(5)	Synovus Financial Corp., Columbus, Georgia, to merge with Peoples Florida Banking Corporation, and thereby acquire Peoples Bank, both of Palm Harbor, Florida.*	Newspaper-N/Avail Fed Reg-11/24/2003

*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>
4(c)(8)	Bonifay Holding Company, Inc., Bonifay, Florida, after-the-fact notification to continue making, acquiring, brokering, or servicing loans or other extensions of credit.	Fed Reg-11/21/2003

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

<i>Type</i>	<i>Application</i>
COM	The Buckhead Community Bancorp, Inc., Atlanta, Georgia, commitment waiver request.

Section V – Availability of CRA public evaluations

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<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, November 8, 2003

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Marquette Bank, Chicago, Illinois, to establish a branch facility to be located at 10000 West 151st Street, Orland Park, Illinois.*	Newspaper – 11/14/2003
Branch	Marquette Bank, Chicago, Illinois, to establish a branch facility to be located at 1876 W. Airport Road, Romeoville, Illinois.*	Newspaper – 11/14/2003

* 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>
3(a)(3)	Alpha Financial Group, Inc., Employee Stock Ownership Plan, Toluca, Illinois, to acquire an additional 12.58 percent of Alpha Financial Group, Inc. and thereby indirectly Alpha Community Bank, both of Toluca, Illinois, following the redemption of holding company stock. The ESOP will own 51.91%*.	Fed Reg – 11/28/2003 Newspaper – 11/30/2003
CIC	Notice by Randall E. Vail, to increase his ownership from 19 percent to 31 percent of The Greenwood's Bancorporation, Inc., Lake Mills, Wisconsin, and thereby indirectly acquire Greenwood State Bank, Lake Mills, Wisconsin.	Fed Reg – N/Avail Newspaper – N/Avail
3(a)(1)	MSB Holding, Inc., Montrose, Michigan, to become a bank holding company through the acquisition of Montrose State Bank, Montrose, Michigan.*	Fed Reg – 11/28/2003 Newspaper – 11/21/2003

* 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>
None	

Section V – Availability of CRA public evaluations

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					<i>LrgBk</i>	<i>SmBk</i>
41647	First Banking Center 8700 75 th Street Kenosha, Wisconsin 53142 (262) 763-3581	06/09/2003	11/04/2003	S	X	
280044	Baylake Bank 217 N. Fourth Avenue Sturgeon Bay, Wisconsin 54235 (920) 743-5551	05/19/2003	11/04/2003	O	X	

Section VI – CRA examinations scheduled for First Quarter of 2004

<i>Institution</i>	<i>Location</i>
Old Second Bank of Yorkville	Yorkville, Illinois
First Bank of Berne	Berne, Indiana
State Bank	Spencer, Iowa

Section VI – CRA examinations scheduled for First Quarter of 2004

<i>Institution</i>	<i>Location</i>
Bank of Lenawee	Adrian, Michigan
Lapeer County Bank and Trust Co.	Lapeer, Michigan
Bank of Oakfield	Oakfield, Wisconsin
Bank of Elmwood	Racine, Wisconsin

The inclusion on the list of institutions that are scheduled to undergo CRA examinations in the next calendar quarter is not determinative of whether the institution will be examined in that quarter. Reserve Banks may need to defer a planned examination or conduct an unforeseen examination because of scheduling difficulties or other circumstances.

District 8

Federal Reserve Bank of St. Louis

Applications and notifications filed during the week ending Saturday, November 8, 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 the Norma Smith Revocable Living Trust ("Trust"), Norma Lee Smith, as trustee, both of Poplar Bluff, Missouri, and a control group consisting of Trust, Joseph Thomas McLane, Poplar Bluff, Missouri, Jana Lee Poteet, Poplar Bluff, Missouri, and Jerri Ann Williams, Roswell, Georgia, to gain control of Poplar Bluff Banc Company, Poplar Bluff, Missouri.	Newspaper – 11/21/2003 Fed Reg – 11/26/2003
3A5	Simmons First National Corporation, Pine Bluff, Arkansas, to acquire Alliance Bancorporation, Inc., Hot Springs, Arkansas, and thereby indirectly acquire Alliance Bank of Hot Springs, Hot Springs, Arkansas.*	Newspaper – N/Avail Fed Reg – 12/08/2003

* 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

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 First Quarter of 2004

<i>Institution</i>	<i>Location</i>
Scott County Bank	Scottsburg, Indiana
Citizens Bank	Hartford, Kentucky
Bank of Hillsboro	Hillsboro, Missouri
Bank of Iberia	Iberia, Missouri
Exchange Bank of Northeast Missouri	Kahoka, Missouri
Bank of Cairo and Moberly	Moberly, Missouri
Legacy Bank and Trust	Plato, Missouri
Southern Commercial	St. Louis, Missouri
First State Bank of St. Robert	St. Robert, Missouri
Patriot Bank	Millington, Tennessee
Farmers Bank	Parsons, Tennessee

The inclusion on the list of institutions that are scheduled to undergo CRA examinations in the next calendar quarter is not determinative of whether the institution will be examined in that quarter. Reserve Banks may need to defer a planned examination or conduct an unforeseen examination because of scheduling difficulties or other circumstances.

District 9

Federal Reserve Bank of Minneapolis

Applications and notifications filed during the week ending Saturday, November 8, 2003

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	State Bank of La Crosse, La Crosse, Wisconsin, proposes to establish a branch facility at 108 West 82 nd Street, Marshfield, Wisconsin.*	Newspaper – 11/10/2003

*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	Michael Dennis Watters, Lakeville, Minnesota, to gain control of Provincial Corp., Lakeville, Minnesota, and thereby indirectly gain control of Provincial Bank, Lakeville, Minnesota.	Fed Reg- 11/17/2003 Newspaper – N/Avail
3(a)(3)	State Bank of Cokato ESOP II, Cokato, Minnesota, to acquire an additional 441 shares of common stock of Cokato Bancshares, Inc., Cokato, Minnesota, and thereby increasing its ownership interest to 100%.*	Fed Reg- 12/05/2003 Newspaper – 12/04/2003

*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>
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, November 8, 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 Christian A. Royer, St. Marys, Kansas, to acquire control of PCI Holdings, Inc., parent of St. Marys State Bank, both of St. Marys, Kansas.	Newspaper - N/Avail Fed Reg - 11/28/2003

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.

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

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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>
315357	St. Marys State Bank 905 E. Bertrand St. Marys, Kansas 66536-1620	08/04/2003	11/05/2003	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, November 8, 2003

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	TexasBank, Fort Worth, TX, to establish a branch at 2200 West Southlake Boulevard, Southlake, TX 76092*	Newspaper – 11/14/2003

*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>
3(a)(1)	Tolleson Wealth Management, Inc., Dallas, TX, and Tolleson Wealth Management of Delaware, Inc., Dallas, TX, to acquire Tolleson Private Bank, Dallas, TX* (previously reported the week ending November 1, 2003)	Fed Reg – 12/01/2003 Newspaper – 12/01/2003
3(a)(1)	Tolleson Wealth Management of Delaware, Inc., Dallas, TX, to acquire Tolleson Private Bank, Dallas, TX* (previously reported the week ending November 1, 2003)	Fed Reg – 12/01/2003 Newspaper – 12/01/2003
3(a)(1)	Daingerfield Holding Company, Daingerfield, TX, to acquire The National Bank of Daingerfield, Daingerfield, TX*	Fed Reg – N/Avail Newspaper – N/Avail
3(a)(1)	Hillsboro Bancshares, Inc., Hillsboro, TX, and Hillsboro Holdings, Inc., Wilmington, DE, to acquire The Citizens National Bank of Hillsboro, Hillsboro, TX*	Fed Reg – 12/05/2003 Newspaper – 12/03/2003
3(a)(1)	Hillsboro Holdings, Inc., Wilmington, DE, to acquire The Citizens National Bank of Hillsboro, Hillsboro, TX*	Fed Reg – 12/05/2003 Newspaper – 12/03/2003

*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>
4(c)(8)	Tolleson Wealth Management, Inc., Dallas, TX, and Tolleson Wealth Management of Delaware, Inc., Dallas, TX, through TTG Services, Inc., Dallas, TX, to engage in extending credit and servicing loans and in financial and investment advisory activities (previously reported the week ending November 1, 2003)	Fed Reg – 12/01/2003
4(c)(8)	Tolleson Wealth Management, Inc., Dallas, TX, and Tolleson Wealth Management of Delaware, Inc., Dallas, TX, through Tolleson Private Wealth Management LP, Dallas, TX, to engage in financial and investment advisory activities (previously reported the week ending November 1, 2003)	Fed Reg – 12/01/2003
4(c)(8)	Tolleson Wealth Management, Inc., Dallas, TX, and Tolleson Wealth Management of Delaware, Inc., Dallas, TX, through Tolleson Funding LP, Dallas, TX, to engage in extending credit and servicing loans (previously reported the week ending November 1, 2003)	Fed Reg – 12/01/2003

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.

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

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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.

Section V – Availability of CRA public evaluations

<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>
1005262	Plaza Bank 400 West Houston St. San Antonio, TX 78207-3162	07/28/2003	11/10/2003	S		X

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, November 8, 2003

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18C & Branch	North Valley Bank, Redding, California, to merge with Six Rivers Bank, Eureka, California, and to acquire eight Northern California branch offices of Six Rivers Bank.*	Newspaper – N/Avail
18C	Sun Country Bank, Upland, California, to merge with PriVest Bank, Santa Ana, California.*	Newspaper – 12/06/2003

* 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 David and Verla Sorensen, Salt Lake City, Utah, and Jeffrey and Sheila Smith, Midland, Texas; to retain voting shares of Community Bancorp, and thereby retain shares of Community Bank of Nevada, both of Las Vegas, Nevada. In addition, David and Verla Sorensen to acquire up to 25 percent of Community Bancorp, Las Vegas, Nevada.*	Newspaper – 11/25/2003 Fed Reg – 11/21/2003

* 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>	
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.

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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	
