
Federal Reserve Release



H.2

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

No. 34

Week Ending August 21, 2004

Bank Holding Companies

Associated Banc-Corp, Green Bay, Wisconsin -- to acquire First Federal Capital Corporation, La Crosse, and First Federal Capital Bank.

- Approved, August 16, 2004

The Royal Bank of Scotland Group plc, Edinburgh, Scotland; The Royal Bank of Scotland plc, RBSG International Holdings Ltd., and Citizens Financial Group, Inc., Providence, Rhode Island -- to acquire Charter One Financial, Inc., Cleveland, Ohio, and Charter One Bank, National Association.

- Approved, August 16, 2004

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

Kansas City

Chickasha Bank & Trust Company, Chickasha, Oklahoma -- to establish a branch at 5003 East Highway 37, Tuttle.

- Approved, August 19, 2004

San Francisco

Farmers and Merchants Bank of Central California, Lodi, California -- to establish a branch at 4612 McGaw Street, Stockton.

- Approved, August 19, 2004

San Francisco

Farmers and Merchants Bank of Central California, Lodi, California -- to establish a branch at 1387 North Lower Sacramento Road.

- Approved, August 20, 2004

Richmond

Peoples Community Bank, Montross, Virginia -- to establish a branch at 10899 Tidewater Trail, Fredericksburg.

- Approved, August 19, 2004

Atlanta

SouthTrust Bank, Birmingham, Alabama -- to establish branches at 7237 Eastchase Parkway, Montgomery, 700 Hyundai Boulevard, and 4175 Old Milton Parkway, Alpharetta, Georgia.

- Approved, August 19, 2004

Richmond

Virginia Commerce Bank, Arlington, Virginia -- to establish a branch at 4221 Walney Road, Chantilly.

- Approved, August 16, 2004

Bank Holding Companies

St. Louis

Cass Information Systems, Inc., Bridgeton, Missouri -- to acquire assets of PROFITLAB, Inc., Greenville, South Carolina, and thereby engage in data processing activities.

- Approved, August 19, 2004

Dallas

Chisholm Bancshares, Inc., Decatur, Texas, and Chisholm Holdings, Inc., Wilmington, Delaware -- to become bank holding companies and to acquire North Texas Bank, National Association, Decatur, a de novo bank.

- Approved, August 19, 2004

San Francisco

Columbia Banking System, Inc., Tacoma, Washington -- to acquire Bank of Astoria, Astoria, Oregon.

- Approved, August 18, 2004

Atlanta

Great Financial Corporation, Miami Lakes, Florida -- to become a bank holding company and to acquire Great Florida Bank, Miami.

- Withdrawn, August 18, 2004

Atlanta

Gulf Atlantic Financial Group, Inc., Tallahassee, Florida -- to become a bank holding company and to acquire First National Bank, Tarpon Springs.

- Approved, August 19, 2004

St. Louis

Liberty Bancshares, Inc., Jonesboro, Arkansas -- to acquire shares of Arkansas State Bancshares, Inc., Siloam Springs, and thereby acquire Arkansas State Bank.

- Approved, August 19, 2004

St. Louis

Liberty Bancshares, Inc., Jonesboro, Arkansas -- to acquire shares of Russellville Bancshares, Inc. and thereby acquire First Arkansas Valley Bank, Russellville.

- Approved, August 20, 2004

Bank Holding Companies

Atlanta

PrimeTrust Financial Corporation, Nashville, Tennessee -- to become a bank holding company and to acquire PrimeTrust Bank.

- Withdrawn, August 16, 2004

New York

Rhinebeck Bancorp, MHC, Poughkeepsie, New York -- to become a bank holding company and to acquire Rhinebeck Savings Bank, Rhinebeck.

- Approved, August 17, 2004

Cleveland

Rurban Financial Corp., Defiance, Ohio -- relief from a commitment.

- Granted, August 20, 2004

St. Louis

Russellville Bancshares, Inc., Jonesboro, Arkansas -- to acquire shares of Arkansas State Bancshares, Inc., Siloam Springs, and thereby acquire Arkansas State Bank.

- Approved, August 19, 2004

Secretary

Wachovia Corporation, Charlotte, North Carolina -- commenter's request to extend the comment period on the application to acquire SouthTrust Corporation, Birmingham, Alabama.

- Denied, August 17, 2004

Bank Mergers

Chicago

Iowa State Bank, Hull, Iowa -- to purchase the assets and assume the liabilities of the Orange City and Sheldon branches of First Federal Bank, Sioux City, and thereby establish branches.

- Approved, August 19, 2004

Banks, State Member

Secretary

JPMorgan Chase Bank, New York, New York -- location determination of master account at the Federal Reserve Bank of New York.

- Permitted, August 20, 2004

Change In Bank Control

Atlanta

Vernon Bancshares, Inc., Leesville, Louisiana -- change in bank control.

- Permitted, August 15, 2004

Competitive Factors Reports

San Francisco

Bank of Astoria, Astoria, Oregon -- report on competitive factors of the proposed merger with New Bank of Astoria.

- Submitted, August 17, 2004

New York

Doral Bank, FSB, New York, New York -- report on competitive factors of the proposed acquisition of certain assets and assumption of certain liabilities of the Flushing branch of United Orient Bank.

- Submitted, August 19, 2004

Philadelphia

First Columbia Bank & Trust Company, Bloomsburg, Pennsylvania -- report on competitive factors of the proposed purchase of assets and assumption of liabilities of two branches of First Susquehanna Bank and Trust, Sunbury.

- Submitted, August 16, 2004

Boston

First State Bank of California, Granada Hills, California -- report on competitive factors of the proposed merger with Encino State Bank, Encino.

- Submitted, August 19, 2004

Competitive Factors Reports

Philadelphia

Leesport Bank, Wyomissing, Pennsylvania -- report on competitive factors of the proposed merger with The Madison Bank, Blue Bell.

- Submitted, August 16, 2004

New York

Rhinebeck Savings Bank, Rhinebeck, New York -- report on competitive factors of the proposed merger with Rhinebeck Interim Two Savings Bank as part of a reorganization as a mutual holding company.

- Submitted, August 17, 2004

San Francisco

Siuslaw Bank, Florence, Oregon -- report on competitive factors of the proposed purchase of assets and assumption of liabilities of the Veneta branch of Citizens Bank, Corvallis.

- Submitted, August 16, 2004

Dallas

Texas Savings Bank, State Savings Bank, Snyder, Texas -- report on competitive factors of the proposed merger with Texas Savings Bank Interim.

- Submitted, August 20, 2004

San Francisco

Timberland Bank, Hoquiam, Washington -- report on competitive factors of the proposed acquisition of seven branches of Venture Bank, Lacey.

- Submitted, August 16, 2004

Secretary

Union Bank of California, National Association, San Francisco, California -- report on competitive factors of the proposed merger with Jackson Federal Bank, Fullerton.

- Submitted, August 20, 2004

Richmond

WashingtonFirst Bank, Washington, D.C. -- report on competitive factors of the proposed acquisition of certain assets and assumption of certain liabilities of the Connecticut Avenue branch of Greater Atlantic Bank, Reston, Virginia.

- Submitted, August 20, 2004

Competitive Factors Reports

Boston

Windsor Federal Savings and Loan Association, Windsor, Connecticut -- report on competitive factors of the proposed acquisition of certain assets and assumption of certain liabilities of the Bloomfield branch of The Community's Bank, Bridgeport.

- Submitted, August 18, 2004

Extensions Of Time

Kansas City

Citizens Security Bank & Trust Company, Bixby, Oklahoma -- extension to November 15, 2004, to establish a branch at 3601 West Kenosha, Broken Arrow, and to increase its investment in bank premises.

- Granted, August 19, 2004

Atlanta

Regions Bank, Birmingham, Alabama -- extension to September 5, 2005, to establish branches at 1425 East Mitchell Hammock Road, Oviedo, Florida; the intersection of Military Trail and University Boulevard, Jupiter; and 100 Main Street, Ft. Worth, Texas.

- Granted, August 20, 2004

Atlanta

Upson Bankshares, Inc., Thomaston, Georgia -- extension to December 2, 2004, to merge with First Polk Bankshares, Inc., Cedartown, and thereby acquire First National Bank of Polk County.

- Granted, August 19, 2004

Financial Holding Companies

St. Louis

The Banc Ed Corp., Edwardsville, Illinois -- election to become a financial holding company.

- Effective, August 19, 2004

Dallas

Legacy Texas Group, Inc., Plano, Texas, and Plano Bancshares of Delaware, Inc., Dover, Delaware -- elections to become financial holding companies.

- Effective, August 19, 2004

Financial Holding Companies

Dallas

Texas Capital Bancshares, Inc., Dallas, Texas -- election to become a financial holding company.

- Effective, August 19, 2004

International Operations

Director, BS&R

U.S. Bank National Association, Cincinnati, Ohio -- to establish NOVA Canadian Holdings Company, Minneapolis, Minnesota, as an agreement corporation and for NOVA Canadian Holdings Company to invest in CanadaConex Company, Toronto, Ontario, Canada.

- Approved, August 20, 2004

Membership

San Francisco

Bank of Whitman, Colfax, Washington -- to become a member of the Federal Reserve System.

- Approved, August 19, 2004

District 1

Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, August 21, 2004

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) & 3(a)(5)	Eastern Bank Corporation, Boston, Massachusetts - to merge with Plymouth Bancorp, Inc., Wareham, Massachusetts and thereby acquire 100% of the voting shares of Plymouth Savings Bank, Wareham, Massachusetts	Newspaper – 09/20/2004 Fed Reg – N/Avail

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

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

Section VI – CRA examinations scheduled for Quarter of

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

District 2

Federal Reserve Bank of New York

Applications and notifications filed during the week ending Saturday, August 21, 2004

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	JP Morgan Chase Bank, New York, New York to establish a branch office at 65 Worth Street, New York, New York.	Newspaper – 09/17/2004
Branch	JP Morgan Chase Bank, New York, New York to establish a branch office at Route 9 North & Lanes Mill Road, Howell, Monmouth County, New Jersey.	Newspaper – 09/17/2004
Branch	JP Morgan Chase Bank, New York, New York to establish a branch office at 32 Broad Street Red Bank, Monmouth County, New Jersey.	Newspaper – 09/17/2004
Branch	JP Morgan Chase Bank, New York, New York to establish a branch office at 8921 Queens Blvd., Elmhurst, Queens County, New York.	Newspaper – 09/17/2004
Branch	JP Morgan Chase Bank, New York, New York to establish a branch office at 125 Broad Street, Elizabeth, Union County, New Jersey.	Newspaper – 09/17/2004

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>
4c8	Deutsche Bank, AG, Frankfurt, Germany and Taunus Corporation, New York, New York, purpose to acquire all of the assets of Berkshire Mortgage Finance Limit Partnership, Boston, Massachusetts.

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, August 21, 2004

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)(5)	Sterling Financial Corporation, Lancaster, PA, to acquire The Pennsylvania State Banking, Company, Camp Hill, PA.	Newspaper – N/Avail Fed Reg – 09/09/2004

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 4th Quarter of 2004

<i>Institution</i>	<i>Location</i>
Susquehanna Patriot Bank	Marlton, NJ
Wilmington Trust of PA	Villanova, PA

District 4

Federal Reserve Bank of Cleveland

Applications and notifications filed during the week ending Saturday, August 21, 2004

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
*Branch	Fifth Third Bank, Cincinnati, Ohio to establish a branch facility inside the Kroger Grocery Store at 7747 Old Troy Pike, Huber Heights, Ohio.	Newspaper – 08/28/2004
*Branch	Fifth Third Bank, Grand Rapids, Michigan to establish a branch facility at 11050 Presbyterian Drive, Indianapolis, Indiana.	Newspaper – 09/01/2004

*Subject to the provisions of the Community Reinvestment Act

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
*3(a)(5)	First Citizens Banc Corp, Sandusky, Ohio, to acquire 100 percent of FNB Financial Corporation and its wholly-owned subsidiary, First National Bank of Shelby, both of Shelby, Ohio.	Newspaper – N/Avail Fed Reg – 08/12/2004
*3(a)(5) & 4(c)(8)	PNC Financial Services Group, Inc., Pittsburgh, Pennsylvania, to acquire 100 percent of Riggs National Corporation, Washington, DC, and thereby indirectly acquire certain of its nonbank subsidiaries and Riggs Bank, N.A., McLean, Virginia.	Newspaper – N/Avail Fed Reg – N/Avail
*3(a)(3)	S&T Bancorp, Inc., Indiana, Pennsylvania, proposes to acquire up to 24.99 percent of the voting shares outstanding of Allegheny Valley Bancorp, Inc., Pittsburgh, Pennsylvania.	Newspaper – N/Avail Fed Reg – N/Avail

*Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
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, August 21, 2004

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Bank of Hampton Roads, Chesapeake, Virginia, to establish a branch at 239 Battlefield Boulevard South, Chesapeake, Virginia.*	Newspaper – 08/31/2004
Branch	New Peoples Bank, Honaker, Virginia, to establish a branch at 75 Commonwealth Avenue, Bristol, Virginia.*	Newspaper – 09/01/2004
Branch	First Charter Bank, Charlotte, North Carolina, to establish a branch at 7809 Colony Road, Charlotte, North Carolina.*	Newspaper – 09/03/2004
Branch	First Charter Bank, Charlotte, North Carolina, to establish a branch at 2402 West Roosevelt Boulevard, Monroe, North Carolina.*	Newspaper – 09/03/2004
Branch	Chesapeake Bank, Kilmarnock, Virginia, to establish a branch at 6601 Richmond Road, Lightfoot, Virginia.*	Newspaper – 09/07/2004

*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 of Change in Control filed by William Samuel Carnes, Paul Richard Carnes, Constance Swift Carnes, Blair Madison Carnes, William Hunter Carnes, John William Carnes, Wyndi Roberson Carnes, Chloe Alden Carnes, Mackenzie Elizabeth Carnes, Mark Wendell Carnes, Jr., Teri Carnes Pruitt, Thomas William Pruitt, Braxton Carnes Pruitt, Austin Elizabeth Pruitt and Joan Seate Ellis, all of Midlothian, Virginia, to control up to 12.78% of the voting shares of Peoples Bank of Virginia, Richmond, Virginia.*	Fed Reg – 09/07/2004 Newspaper – 09/07/2004

*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 6

Federal Reserve Bank of Atlanta

Applications and notifications filed during the week ending Saturday, August 21, 2004

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Bank of Alabama, Birmingham, Alabama, to establish a branch located at 2123 Whitesburg Drive, Huntsville, Alabama.*	Newspaper – 08/28/2004
Branch	Regions Bank, Birmingham, Alabama, to establish a branch located at 2517 River Oaks Boulevard, Houston, Texas.*	Newspaper – 08/21/2004
Branch	Regions Bank, Birmingham, Alabama, to establish a branch located at the corner of Forum Drive and Marketplace Common, Columbia, South Carolina.*	Newspaper – 08/21/2004
Branch	Regions Bank, Birmingham, Alabama, to establish a branch located +/- 300 feet east of the intersection of GA Highway 53 and Lumpkin Campground Road, Dawsonville, Georgia.*	Newspaper – 08/26/2004

*Subject to provisions of the Community Reinvestment Act

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
CIC	SBT Bancshares, Inc., Golden Meadow, Louisiana, prior change in control notice by James Bernard Cantrelle, Raceland, Louisiana, Albert Anthony Cheramie, Golden Meadow, Louisiana, Huey Joseph Cheramie, Cut Off, Louisiana, Eldon Joseph Frazier, Cut Off, Louisiana, and Walter Harold Maples, Grand Isle, Louisiana, to increase their collective ownership by 45.45 percent of the outstanding shares of SBT Bancshares, Inc., and its subsidiary, State Bank & Trust Company, both of Golden Meadow, Louisiana. The total ownership will equal 100 percent.	Newspaper – N/Avail Fed Reg – 08/31/2004
3(a)(3)	Bancshares of Florida, Inc., Naples, Florida, to acquire Bank of Florida – Tampa Bay, Tampa, Florida (in organization).*	Newspaper – 09/14/2004 Fed Reg – 09/17/2004
3(a)(1)	Cygnit Financial Corporation, Ponte Vedra Beach, Florida, to become a bank holding company by acquiring 100 percent of the outstanding shares of Cygnit Private Bank, Ponte Vedra Beach, Florida.*	Newspaper – N/Avail Fed Reg – N/Avail

*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)	Jones Bancshares, L.P., Waycross, Georgia, along with its parent company, PrimeSouth Bancshares, Inc., Blackshear, Georgia, d/b/a PrimeSouth Mortgage Company, Jessup, Georgia, to engage in making, acquiring, servicing loans, or other extensions of credit.	Fed Reg – 09/08/2004

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

<i>Type</i>	<i>Application</i>
Membership	Alabama Banker's Bank, Birmingham, Alabama (in organization), to become a member of the Federal Reserve System.
3(a)(1)	FGBC Bancshares, Inc., Franklin, Georgia, notice to become a bank holding company by acquiring 100 percent of the outstanding shares of First Georgia Banking Company, Franklin, 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.

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.

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>
2623356	First Bradenton Bank 5305 26 th Street W. Bradenton, Florida 34207 (941) 727-2500	05/03/2004	08/15/2004	O		X

Section VI – CRA examinations scheduled for 4th Quarter of 2004

<i>Institution</i>	<i>Location</i>
Peachtree Bank	Duluth, Georgia
SunTrust Bank	Atlanta, Georgia
Horizon Bank	Bradenton, Georgia
Citizens Trust Bank	Atlanta, Georgia

District 7

Federal Reserve Bank of Chicago

Applications and notifications filed during the week ending Saturday, August 21, 2004

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Bloomington Bank and Trust, Bloomington, Illinois, to establish a branch facility to be located at 890 N. State Street, Elgin, Illinois.*	Newspaper – 08/30/2004
18C & Branches	First Trust and Savings Bank of Watseka, Watseka, Illinois, to merge with First National Bank of Clifton, Clifton, Illinois, and thereby to establish a branch at 145 E. 5th Avenue, Clifton, Illinois.*	Newspaper – N/Avail
Branch	Michigan Heritage Bank, Farmington Hills, Michigan, to establish a branch facility to be located at 18770 Farmington Road, Livonia, Michigan.*	Newspaper – 09/07/2004
Branch	Paramount Bank, Farmington Hills, Michigan, to establish a branch to be located at 39600 Garfield, Road, Clinton Township, Michigan.*	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)	National Bancshares, Inc., Bettendorf, Iowa, to acquire 100 percent of The National Bank (in organization), Edina, Minnesota.*	Fed Reg – 09/17/2004 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>
Membership	First Trust and Savings Bank of Watseka, Watseka, Illinois, to become a member of the Federal Reserve System.
Membership	Village Bank and Trust of Arlington Heights, Arlington Heights, Illinois, to become a member of the Federal Reserve System.

Section V – Availability of CRA public evaluations

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

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

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

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

Section VI – CRA examinations scheduled for Quarter of

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

District 8

Federal Reserve Bank of St. Louis

Applications and notifications filed during the week ending Saturday, August 21, 2004

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 20016 Hawthorne Boulevard, Torrance, California.*	Newspaper – 09/09/2004

* 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 the James Stephen Turner control group, which consists of James Stephen Turner, the James Stephen Turner 1994 trust, James Stephen Turner as trustee, and Judith Turner all of Nashville, Tennessee, to retain control of FNB Financial Corporation, Scottsville, Kentucky. (Previously reported during the week ending August 14, 2004.)	Newspaper – 08/31/2004 Fed Reg – 09/07/2004

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>
3A1	First National Capital Corporation, Walnut Ridge, Arkansas, to become a bank holding company by acquiring 100 percent of The First National Bank of Lawrence County at Walnut Ridge, Walnut Ridge, Arkansas.	

Section V – Availability of CRA public evaluations

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

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

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
420457	Southern Commercial Bank St. Louis, Missouri	04/26/2004	08/18/2004	S	X	

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, August 21, 2004

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>
687951	First Western Bank & Trust Co. Minot, North Dakota	05/10/2004	08/17/2004	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, August 21, 2004

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Adrian Bank, Adrian, Missouri, to establish a branch at 302 SW Outer Road, Archie, Missouri.	Newspaper – 08/27/2004

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)	Timberline Bancorporation, Grand Junction, Colorado, to become a bank holding company through the acquisition of 100 percent of the voting shares of Timberline Bank, Grand Junction, Colorado (in organization).	Newspaper – N/Avail Fed Reg – N/Avail
3(a)(3)	Wilber Co., Wilber, Nebraska, to acquire 100 percent of the voting shares of Hickman Corporation, Hickman, Nebraska, and thereby indirectly acquire First State Bank, Lincoln, Nebraska.	Newspaper – 09/11/2004 Fed Reg – 09/03/2004
3(a)(3)	Wilber Co., Wilber, Nebraska, to acquire 100 percent of the voting shares of Yutan Bancorp., Inc., Yutan, Nebraska, and thereby indirectly acquire Bank of Yutan, Yutan, Nebraska.	Newspaper – 09/11/2004 Fed Reg – 09/03/2004
4(c)(8)	Wilber Co., Wilber, Nebraska, to engage in insurance activities through the acquisition of Yutan Bancorp., Inc., Yutan, Nebraska, parent of Yutan Insurance Agency, Inc., Yutan, Nebraska.	Newspaper – 09/11/2004 Fed Reg – 09/03/2004

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 11

Federal Reserve Bank of Dallas

Applications and notifications filed during the week ending Saturday, August 21, 2004

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, August 21, 2004

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>
4(c)8	MNB Holdings Corporation, San Francisco, California, to engage directly in extending credit and servicing loans pursuant to section 225.28(b)(1) of Regulation Y.	Fed Reg – 09/09/2004

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	