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# Federal Reserve Release

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

*No. 18*

*Week Ending April 30, 2005*

### **Bank Holding Companies**

Capital City Bank Group, Inc., Tallahassee, Florida -- to merge with First Alachua Banking Corporation, Alachua, and thereby acquire its subsidiary, First National Bank of Alachua; and for Capital City Bank Group's subsidiary, Capital City Bank, Tallahassee, to merge with First National Bank of Alachua, Alachua, and thereby establish branches.

- Approved, April 27, 2005

C-B-G, Inc., West Liberty, Iowa -- to acquire up to 24.35 percent of the shares of Washington Bancorp, Washington, and thereby acquire an interest in its subsidiary, Federation Bank.

- Approved, April 26, 2005

Citigroup Inc., New York, New York -- request for reconsideration of the Board's order approving the acquisition of First American Bank, SSB, Bryan, Texas, and request for an extension of the time to submit a request.

- Denied, April 29, 2005

The PNC Financial Services Group, Inc., Pittsburgh, Pennsylvania -- to acquire Riggs National Corporation, Washington, D.C., and Riggs Bank National Association, McLean, Virginia.

- Approved, April 26, 2005

Republic Bancorp, Inc., Munden, Kansas -- to become a bank holding company and to acquire 99.7 percent of the shares of National Family Bank.

- Approved, April 26, 2005

### **Regulations And Policies**

Banking services for money services businesses -- interagency guidance to clarify the requirements for, and assist banking organizations in, appropriately assessing and minimizing risks posed by providing banking services to money services businesses.

- Announced, April 26, 2005

Basel Capital Accord -- interagency agreement to conduct additional analysis before publishing a notice of proposed rulemaking on implementation of the Basel II Framework.

- Announced, April 29, 2005

**Enforcement**

Banco Industrial de Venezuela, C.A., Caracas, Venezuela; Banco Industrial de Venezuela, C.A. New York Agency, New York, New York; and Banco Industrial de Venezuela, C.A. Miami Agency, Miami, Florida -- written agreement with the New York State Banking Department, State of Florida Office of Financial Regulation, and Federal Reserve Banks of New York and Atlanta.

- Announced, April 29, 2005

Civitas BankGroup, Inc., Franklin, Tennessee -- written agreement with the Federal Reserve Bank of Atlanta.

- Announced, April 25, 2005

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

**Bank Branches, Domestic**

Atlanta

Bank of St. Petersburg, Tampa, Florida -- to establish a branch at 1110-B South Dale Mabry Highway.  
- Approved, April 28, 2005

Atlanta

Coconut Grove Bank, Miami, Florida -- to establish a branch at 290 Alhambra Circle, Coral Gables.  
- Approved, April 26, 2005

Cleveland

Fifth Third Bank, Cincinnati, Ohio -- to establish a branch at 5342 North Hamilton Road, Columbus.  
- Approved, April 27, 2005

Cleveland

Fifth Third Bank, Grand Rapids, Michigan -- to establish a branch at 1529 Waukegan Road, Glenview, Illinois.  
- Approved, April 27, 2005

Chicago

M&I Marshall & Isley Bank, Milwaukee, Wisconsin -- to establish a branch at 10995 North Market Street, Mequon.  
- Approved, April 26, 2005

Kansas City

Peoples Bank, Lawrence, Kansas -- to establish a branch at 121 East Main Street, Red River, New Mexico.  
- Approved, April 29, 2005

Atlanta

Regions Bank, Birmingham, Alabama -- to establish a branch at 1760 Bass Road, Macon, Georgia.  
- Approved, April 25, 2005

**Bank Branches, Domestic**

Atlanta

Regions Bank, Birmingham, Alabama -- to establish a branch at 52-A Persimmon Street, Bluffton, South Carolina.  
- Approved, April 26, 2005

**Bank Holding Companies**

Chicago

Capitol Bancorp Ltd., Lansing, Michigan -- to acquire Capitol Bancorp Colorado Limited and thereby acquire Fort Collins Commerce Bank, Fort Collins, Colorado, a de novo bank; and for Capitol Bancorp Colorado Limited to become a bank holding company and to acquire 51 percent of the shares of Fort Collins Commerce Bank.  
- Approved, April 29, 2005

Richmond

CB Financial Corporation, Wilson, North Carolina -- to acquire Cornerstone Bank.  
- Approved, April 25, 2005

Boston

Charter Oak Community Bank Corp., Rockville, Connecticut -- to acquire 55 percent of the shares of Rockville Financial, Inc., Rockville, and for Rockville Financial to become a bank holding company and to acquire Rockville Bank.  
- Approved, April 29, 2005

Atlanta

FirstFed Bancorp, Inc. Employee Stock Ownership Plan, Bessemer, Alabama -- to become a bank holding company and to acquire 32 percent of the shares of FirstFed Bancorp, Inc. and its subsidiary, First Financial Bank.  
- Withdrawn, April 25, 2005

St. Louis

German American Bancorp, Jasper, Indiana -- to acquire 9.8 percent of the shares of Eclipse Bank, Inc., Louisville, Kentucky, a de novo bank.  
- Withdrawn, April 29, 2005

### **Bank Holding Companies**

#### San Francisco

NNB Holdings, Inc., Reno, Nevada -- to become a bank holding company and to acquire at least 67 percent of the shares of Northern Nevada Bank.

- Approved, April 29, 2005

#### Minneapolis

Security State Bank Holding Company, Jamestown, North Dakota -- to acquire CNB, Inc., Walker, Minnesota, and thereby acquire Centennial National Bank.

- Approved, April 29, 2005

### **Change In Bank Control**

#### Chicago

Preferred Bancorp, Inc., Casey, Illinois -- to retain control of Preferred Bancorp, Inc. and thereby retain control of Preferred Bank.

- Permitted, April 25, 2005

### **Competitive Factors Reports**

#### San Francisco

Bank of the West, San Francisco, California -- report on competitive factors of the proposed merger with Trinity Capital Corporation.

- Submitted, April 25, 2005

#### St. Louis

First Security State Bank of Charleston, Charleston, Missouri -- report on competitive factors of the proposed mergers with First Security State Bank of Southeast Missouri, Caruthersville, and Bank of Paragould, Paragould, Arkansas.

- Submitted, April 25, 2005

#### Chicago

Horizon Bank, National Association, Michigan City, Indiana -- report on competitive factors of the proposed merger with Alliance Banking Company, New Buffalo, Michigan.

- Submitted, April 27, 2005

**Competitive Factors Reports**

St. Louis

Independence Bank of Kentucky, Owensboro, Kentucky -- report on competitive factors of the proposed purchase of certain assets and assumption of the deposits of the Lewisport branch of South Central Bank of Daviess County, Inc.  
- Submitted, April 25, 2005

San Francisco

Landmark National Bank, Solana Beach, California -- report on competitive factors of the proposed merger with Legacy Bank, National Association, La Jolla.  
- Submitted, April 27, 2005

San Francisco

Northern Nevada Bank, Reno, Nevada -- report on competitive factors of the proposed merger with Interim Northern Nevada Bank.  
- Submitted, April 25, 2005

**Membership**

St. Louis

First Community Bank of Eastern Arkansas, Marion, Arkansas -- to become a member of the Federal Reserve System.  
- Approved, April 29, 2005

# District 1

## Federal Reserve Bank of Boston

**Applications and notifications filed during the week ending Saturday, April 30, 2005**

### **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	John D. Doherty together with the Joseph R. Doherty Family Limited Partnership, L.P. - notification to acquire greater than 10% of the outstanding shares of Central Bancorp, Inc., Somerville, Massachusetts, pursuant to the Change in Bank Control Act of 1978	Newspaper – N/Avail Fed Reg – N/Avail
3(a)(1)	First Valley Bancorp, Inc., Bristol, Connecticut – to become a bank holding company through the acquisition of 100% of the shares of Valley Bank, Bristol, Connecticut	Newspaper – N/Avail Fed Reg – N/Avail

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

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

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

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



## Section V – Availability of CRA public evaluations

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

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

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

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

**O = Outstanding**

**S = Satisfactory**

**NI = Needs to improve**

**SN = Substantial noncompliance**

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

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

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## Section VI – CRA examinations scheduled for Quarter of

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

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## District 2

### Federal Reserve Bank of New York

Applications and notifications filed during the week ending Saturday, April 30, 2005

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
FBSEA	Banco Latinoamericano De Exportaciones, S.A., Panama City, Panama, to establish a representative office in Miami, Florida.	Newspaper – N/Avail
FBSEA	Banco Votorantim, Sao Paulo, Brazil, to establish a representative office in New York, New York.	Newspaper – N/Avail
FBSEA	Lloyds TSB Offshore Limited, St. Helier, Jersey, to establish a representative office in Miami, Florida.	Newspaper – N/Avail

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
CIC	Change in Bank Control by the Scharphf Family, Old Bridge, New Jersey, to acquire up to 37.08 percent of the common stock of Amboy Bancorporation, Old Bridge, New Jersey.	Newspaper – 05/10/2005 Fed Reg – 05/11/2005
*3A3	Hudson Valley Holding Corp., Yonkers, New York, proposes to acquire 100 percent of New York National Bank, Bronx, New York.	Newspaper – 05/18/2005 Fed Reg – 05/24/2005
*3A1	Treetops Acquisition Group LP, Treetops Acquisition Group II LP, Treetops Acquisition Group Ltd., Treetops Acquisition Group II Ltd., CAM Discount Ltd. and the Edgar M. Bronfman Trusts A, B, C, D, E, F and G, all of New York, New York, (the “Application”) for prior approval of the Board of Governors of the Federal Reserve System (the “Board”), pursuant to Section 3(a)(1) of the Bank Holding Company Act of 1956, as amended, to become bank holding companies through the acquisition of up to fifty-one percent of the outstanding shares of Israel Discount Bank, Ltd., Tel Aviv, Israel, and thereby acquire Discount Bancorp, New York, New York and its New York State-chartered bank, Israel Discount Bank of New York, New York, New York.	Newspaper – N/Avail Fed Reg – 05/13/2005

\* 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>
475215	Bank of Smithtown Smithtown, New York	11/08/2004	04/13/2005	S	X	

**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, April 30, 2005

#### 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)	Univest Corporation of Pennsylvania, Souderton, PA, to retain 8.53% ownership of the outstanding stock of New Century Ban, Phoenixville, PA	Newspaper – 05/06/2005 Fed Reg – 05/16/2005

#### 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.

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**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 4

### Federal Reserve Bank of Cleveland

Applications and notifications filed during the week ending Saturday, April 30, 2005

#### 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)	Peoples Community Bancorp, Inc., West Chester, OH to acquire American State Corporation and its wholly-owned subsidiary American State Bank, both of Lawrenceburg, IN	Newspaper – 04/11/2005 Fed Reg – 04/07/2005

\*Subject to the provisions of the Community Reinvestment Act

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

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

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

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

## Section V – Availability of CRA public evaluations

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

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

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

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

**O = Outstanding**

**S = Satisfactory**

**NI = Needs to improve**

**SN = Substantial noncompliance**

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

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

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## Section VI – CRA examinations scheduled for Quarter of

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

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## District 5

### Federal Reserve Bank of Richmond

Applications and notifications filed during the week ending Saturday, April 30, 2005

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Union Bank and Trust Company, Bowling Green, Virginia, to establish a branch at 13700 Midlothian Turnpike, Midlothian, Virginia.*	Newspaper – 05/07/2005
18(c)	Consolidated Bank and Trust Company, Richmond, Virginia, to merge with Abigail Adams Interim Bank, Washington, D. C. (an organizing interim bank).	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)(1)	Square 1 Financial, Inc., Pinehurst, North Carolina, to become a bank holding company through the acquisition of 100% of the voting shares of Square 1 Bank, Durham, North Carolina (in organization).*	Fed Reg – 05/20/2005 Newspaper – 05/13/2005
3(a)(3)	Abigail Adams National Bancorp, Inc., Washington, D. C., to acquire 100% of the voting shares of Consolidated Bank and Trust Company, Richmond, Virginia.*	Fed Reg – 05/24/2005 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**

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

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**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.

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

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

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

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## District 6

### Federal Reserve Bank of Atlanta

Applications and notifications filed during the week ending Saturday, April 30, 2005

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	1 <sup>st</sup> United Bank, Boca Raton, Florida, to establish a branch located at 300 West Broward Boulevard, Ft. Lauderdale, Florida.*	Newspaper – 05/03/2005
Branch	Pilot Bank, Tampa, Florida, to establish a branch located at 439 South Florida Avenue, Lakeland, Florida.*	Newspaper – 05/05/2005
Branch	SunTrust Bank, Atlanta, Georgia, to establish a branch located at 14100 Whitney Road, Gainesville, Virginia.*	Newspaper – 05/05/2005

\*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>
4(c)(8)	BankEast Corporation, Knoxville, Tennessee, proposes to acquire 100 percent of the outstanding shares of Curtis Mortgage Company, Inc., Knoxville, Tennessee, and thereby engage in brokering residential and investor real estate loans in the secondary market.	Fed Reg – 05/17/2005

#### 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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**NI = Needs to improve**

**SN = Substantial noncompliance**

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<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
2849212	Landmark Bank of Florida 544 South Washington Boulevard Sarasota, Florida 34236 (941) 954-5100	01/10/2005	04/28/2005	S		X

**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, April 30, 2005

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Comerica Bank, Detroit, Michigan, to establish a branch facility to be located at the northeast corner of Bellaire Boulevard and Rogersdale, Houston, Texas.*	Newspaper – N/Avail
Branch	Johnson Bank, Racine, Wisconsin, to establish a branch facility to be located at 3001 W. Rawson Avenue, Franklin, Wisconsin.*	Newspaper – 05/06/2005
Branch	M&I Marshall & Ilsley Bank, Milwaukee, Wisconsin, to establish a branch facility to be located at 4252 Southtowne Drive, Eau Claire, Wisconsin.*	Newspaper – 05/06/2005
18C & Branch	Templeton Savings Bank, Templeton, Iowa, to purchase the assets and assume the liabilities of the Manning, Iowa branch office of American Interstate Bank, Elkhorn, Nebraska, and to establish a branch at 223 Main Street, Manning, Iowa.*	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) & 3(a)(1)	Capitol Bancorp, Ltd., Lansing, Michigan, to acquire 51 percent of the voting shares of Capitol Development Bancorp Limited II, Lansing, Michigan, and thereby indirectly acquire Bank of Auburn Hills (in organization), Auburn Hills, Michigan, and by Capitol Development Bancorp Limited II, Lansing, Michigan, to become a bank holding company by acquiring 51 percent of the voting shares of Bank of Auburn Hills (in organization), Auburn Hills, Michigan.*	Fed Reg – N/Avail Newspaper – N/Avail
3(a)(3)	Evans Bancshares, Inc., Evansdale, Iowa, to acquire 100 percent of First Resource Bank (in organization), Savage, Minnesota.*	Fed Reg – 05/27/2005 Newspaper – N/Avail
CIC	Notice by Terence P. Greenley, Sigourney, Iowa and Frances S. Fleck, Sigourney, Iowa (husband and wife) to gain control of Fountain View Bancorp., Inc., and thereby indirectly Keokuk County State Bank, Sigourney, Iowa.	Fed Reg – N/Avail Newspaper – N/Avail

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
CIC	Notice by Walter Carlson, Naples, Florida, and Dennis Shull, Indianola, Iowa, to increase their ownership of Morning Sun Bank Corp., Morning Sun, Iowa, and thereby indirectly Iowa State Bank, Wapello, Iowa, to 66.67 percent and 33.33 percent, respectively.	Fed Reg – 05/11/2005 Newspaper – N/Avail
3(a)(3)	Peotone Bancorp, Inc., Peotone, Illinois, to acquire up to 20.06 percent of the voting shares of SouthwestUSA Corporation, Las Vegas, Nevada, and thereby indirectly acquire SouthwestUSA Bank, Las Vegas, Nevada.*	Fed Reg – 05/13/2005 Newspaper – 05/18/2005
3(a)(3)	Peotone Bancorp, Inc., Peotone, Illinois, and Founders Group, Worth, Illinois, to acquire 100 percent of the voting shares of Vermilion Bancorp, Inc., Danville, Illinois, and thereby indirectly acquire American Savings Bank of Danville, Danville, Illinois.*	Fed Reg – N/Avail Newspaper – N/Avail
3(a)(5)	Private Bancorp, Inc., Chicago, Illinois, to acquire 100 percent of the voting shares of Bloomfield Hills Bancorp, Inc., Bloomfield Hills, Michigan, and thereby indirectly acquire The Private Bank, Bloomfield Hills, Michigan.*	Fed Reg – N/Avail Newspaper – N/Avail
3(a)(1)	Symphony Bancorp, Indianapolis, Indiana, to become a bank holding company by acquiring 100 percent of the voting shares of Symphony Bank (in organization), Indianapolis, Indiana.*	Fed Reg – N/Avail Newspaper – N/Avail

\* Subject to the provisions of the Community Reinvestment Act

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

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

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

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

**Section V – Availability of CRA public evaluations**

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<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
882242	Rolling Hills Bank & Trust 1307 E. 7 <sup>th</sup> Street Atlantic, Iowa 50022 (712) 243-2244	12/06/2004	04/25/2005	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, April 30, 2005

#### 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>
3A1	Trubank Securities Trust, St. Louis, Missouri, to become a bank holding company by acquiring 16 percent of Truman Bancorp, Inc., St. Louis, Missouri, and there indirectly acquire Truman Bank, St. Louis, Missouri.*	Newspaper – 06/06/2005 Fed Reg – 05/27/2005
3A5	First Horizon National Corporation, Memphis, Tennessee, to merge with West Metro Financial Services, Inc., Dallas, Georgia, and thereby indirectly acquire First National Bank West Metro, Dallas, Georgia.*	Newspaper – 05/25/2005 Fed Reg – 05/28/2005
3A1	ESB Bancorp, Inc., Elberfeld, Indiana, to become a bank holding company by acquiring 100 percent of The Elberfeld State Bank, Elberfeld, Indiana. (Previously submitted during the week ending April 23, 2005)*	Newspaper – 05/18/2005 Fed Reg – 05/24/2005
3A3	German American Bancorp, Jasper, Indiana, to acquire 9.7 percent of Symphony Bancorp, Indianapolis, Indiana (in organization), and thereby indirectly acquire Symphony Bank, Indianapolis, Indiana (in organization).*	Newspaper – 05/31/2005 Fed Reg – 05/24/2005
3A3	First National Bancorp, Inc., Green Forest, Arkansas, to acquire additional shares of Legacy National Bank, Springdale, Arkansas, and thereby retain ownership of 9.99 percent.*	Newspaper – 05/29/2005 Fed Reg – 05/28/2005

\* 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 Community Bank of Eastern Arkansas, Marion, Arkansas, 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 9

### Federal Reserve Bank of Minneapolis

Applications and notifications filed during the week ending Saturday, April 30, 2005

#### 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	Severson Family Limited Partnership, Apple Valley, Minnesota, and Larry S. Severson, Lakeville, Minnesota as general partner, to become part of a group acting in concert, and thereby acquire control of Financial Services of St. Croix Falls, St. Croix Falls, Wisconsin.	Fed Reg – N/Avail Newspaper – N/Avail

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

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

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

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

## Section V – Availability of CRA public evaluations

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

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

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

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

**O = Outstanding**

**S = Satisfactory**

**NI = Needs to improve**

**SN = Substantial noncompliance**

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

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

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## Section VI – CRA examinations scheduled for Quarter of

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

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# District 10

## Federal Reserve Bank of Kansas City

Applications and notifications filed during the week ending Saturday, April 30, 2005

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	AllNations Bank, Calumet, Oklahoma, to establish a branch at 2023 South Gordon Cooper, Shawnee, Oklahoma.	Newspaper – 05/12/2005

### 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)	Second Capital Investments, LLC, Lee's Summit, Missouri, to become a bank holding company through the acquisition of up to 33.90 percent of the voting shares of 1 <sup>st</sup> Financial Bancshares, Inc., Overland Park, Kansas, parent of 1 <sup>st</sup> Financial Bank, Overland Park, Kansas.	Newspaper – N/Avail Fed Reg – 05/24/2005
3(a)(3)	Central Financial Corporation, Hutchinson, Kansas, to acquire up to 9.93 percent of the voting shares of Fort Worth Bancshares, Inc., parent of Fort Worth National Bank, both in Fort Worth, Texas.	Newspaper – N/Avail Fed Reg – 05/27/2005
3(a)(3)	Central Financial Corporation, Hutchinson, Kansas, to acquire up to 17.66 percent of the voting shares of Parkway National Bancshares, Inc., Plano, Texas, parent of Parkway National Bancshares of Delaware, Inc., Wilmington, Delaware, and Parkway Bank, N.A., Plano, Texas.	Newspaper – N/Avail 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>
Membership	First Bethany Bank and Trust Company, N.A., Bethany, Oklahoma, 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 11

## Federal Reserve Bank of Dallas

Applications and notifications filed during the week ending Saturday, April 30, 2005

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18C	TexasBank, Fort Worth, TX, to merge with Northwest National Bank of Arlington, Arlington, TX.*	Newspaper – N/Avail
Branch	TexasBank, Fort Worth, TX, to establish a branch at 610 W. Randol Mill Road, Arlington, TX. 76011.*	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)(1)	CSAB Holdings, L.L.C., Dallas, TX, to become a bank holding company by acquiring 36 percent of Parkway National Bancshares, Inc., Plano, TX, and indirectly acquire Parkway National Bancshares of Delaware, Inc., Wilmington, DE, and Parkway Bank, N.A., Plano, TX.* (previously reported the week ending April 23, 2005)	Fed Reg – 05/20/2005 Newspaper – 05/20/2005
3(a)(3)	Olney Bancshares of Texas, Inc., Olney, TX, and Olney Bancorp of Delaware, Inc., Wilmington, DE, to acquire 100 percent of Rose Rock Bank, Oklahoma City, OK (de novo).* (previously reported the week ending April 23, 2005)	Fed Reg – 05/24/2005 Newspaper – 05/23/2005

\* 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>
3(a)(1)	FBC Bancshares, Inc., Conroe, TX, and FBC Delaware, Corporation, Wilmington, DE, to become bank holding companies by acquiring 100 percent of First Bank of Conroe, N.A., Conroe, TX.*

\* Subject to the provisions of the Community Reinvestment Act.

**Section V – Availability of CRA public evaluations**

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

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

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

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>
367552	First State Bank 1025 Main Matador, Texas 79244	01/10/2005	04/11/2005	S		X
783965	Texas Coastal Bank 6731 Spencer Hwy. Pasadena, Texas 77505	02/07/2005	04/25/2005	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, April 30, 2005

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Barnes Banking Company, Kaysville, Utah, to establish a branch facility to be located at 1220 South State, Orem, Utah.*	Newspaper – 04/25/2005

\* Subject to the provisions of the Community Reinvestment Act

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

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

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

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

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

<i>Type</i>	<i>Application</i>	
3(a)(5)(C)	Washington Bancorp, Inc., Lynwood, Washington, to become a bank holding company by acquiring 100 percent of The Bank of Washington, Lynwood, Washington.	

## Section V – Availability of CRA public evaluations

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

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

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

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

**O = Outstanding**

**S = Satisfactory**

**NI = Needs to improve**

**SN = Substantial noncompliance**

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

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

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## Section VI – CRA examinations scheduled for Quarter of

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

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