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# Federal Reserve Release

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*H.2*

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

*No. 44*

*Week Ending November 2, 2002*

### **Bank Holding Companies**

Citigroup Inc., New York, New York -- to acquire Golden State Bancorp Inc., San Francisco, California, and California Federal Bank.

- Approved, October 28, 2002

### **Regulations And Policies**

Discount Window Programs -- final amendments to Regulation A to replace the adjustment and extended credit programs with new primary and secondary credit programs (Docket No. R-1123); and related technical amendment to the reserve deficiency penalty provision of Regulation D (Docket No. R-1134).

- Approved, October 31, 2002

Regulation W (Transactions between Member Banks and their Affiliates) -- final new Regulation W to comprehensively implement sections 23A and 23B of the Federal Reserve Act; final rule to rescind existing interpretations of sections 23A and 23B that have been incorporated into Regulation W; and request for comment on a proposed rule to limit the availability of an exemption from section 23A for loans purchased by a bank from its affiliate.

- Approved, October 31, 2002

### **Reserve Bank Services**

Federal Reserve Priced Services -- fee schedules for 2003.

- Approved, October 31, 2002

Federal Reserve Priced Services -- private sector adjustment factor for 2003.

- Approved, October 31, 2002

**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**

Secretary

AmSouth Bank, Birmingham, Alabama -- to establish branches at 1470 Perimeter Parkway NW, Huntsville; 2266 North Monroe Street, Tallahassee, Florida; 1401 Tamiami Trail, Punta Gorda; 70 South Blue Angel Parkway, Pensacola; and 2450 Treasury Drive SE, Cleveland, Tennessee.  
- Approved, October 29, 2002

Secretary

AmSouth Bank, Birmingham, Alabama -- to establish a branch at 2435 Brentwood Boulevard, Naples, Florida.  
- Approved, November 1, 2002

Atlanta

Colonial Bank, Montgomery, Alabama -- to establish a branch at 5220 Summerlyn Commons Boulevard, Ft. Myers, Florida.  
- Approved, October 31, 2002

Chicago

Community First Bank, Boscobel, Wisconsin -- to establish a branch at 715 Broadway Street, Baraboo.  
- Approved, October 29, 2002

Richmond

Farmers & Merchants Bank, Timberville, Virginia -- to establish a branch at 207 University Boulevard, Suite 100, Harrisonburg.  
- Approved, October 30, 2002

Cleveland

Fifth Third Bank, Grand Rapids, Michigan. -- to establish a branch at 430 South Randal Road, Algonquin, Illinois.  
- Approved, October 29, 2002

### **Bank Branches, Domestic**

#### St. Louis

Midwest BankCentre, St. Louis, Missouri -- to establish a branch at 2155 Barrett Station Road.

- Approved, October 31, 2002

#### Atlanta

Regions Bank, Birmingham, Alabama -- to establish a branch at 2000 Island Circle Park, Mt. Pleasant, South Carolina.

- Approved, October 30, 2002

### **Bank Holding Companies**

#### Chicago

CIB Marine Bancshares, Inc., Pewaukee, Wisconsin -- to acquire ComCor Mortgage Corporation, Waukesha, and thereby engage in mortgage business operations.

- Approved, October 30, 2002

#### Chicago

Crystal Valley Financial Corporation, Middlebury, Indiana -- to acquire an interest in Pedcor Investments-2001-L1 LP, a limited partnership, and thereby engage in community development activities.

- Approved, October 30, 2002

#### Kansas City

Davis Bancorporation, Inc., Davis, Oklahoma -- to acquire additional shares of Century Capital Financial, Inc., Kilgore, Texas, and FBC Financial Corporation, Claremore, Oklahoma, parent of 1st Bank Oklahoma, and thereby engage in the operation of a savings association.

- Approved, November 1, 2002

#### Richmond

Four Oaks Fincorp, Inc., Four Oaks, North Carolina -- to engage de novo in mortgage banking through the acquisition of Four Oaks Mortgage Services, LLC, which will hold an interest in Four Oaks Mortgage Company, LP, Clayton.

- Approved, October 30, 2002

### **Bank Holding Companies**

#### St. Louis

Gravett Bancshares, Inc., Gravette, Arkansas -- to become a bank holding company through the acquisition of Bank of Gravett.  
- Withdrawn, October 31, 2002

#### Kansas City

Heritage Bancshares, Inc., Topeka, Kansas -- to become a bank holding company through the acquisition of Heritage Bank, a de novo bank, and for Heritage Bank to become a member of the Federal Reserve System.  
- Withdrawn, November 1, 2002

#### Dallas

IB Bancshares, Inc., McKinney, Texas, and VB Bancshares, Inc., Wilmington, Delaware -- to become bank holding companies through the acquisition of Independent Bank, McKinney, Texas.  
- Approved, October 29, 2002

#### Atlanta

Putnam-Greene Financial Corporation, Eatonton, Georgia -- to acquire The Citizens Bank of Cochran, Cochran.  
- Approved, October 28, 2002

#### Atlanta

Red River Bancshares, Inc., Alexandria, Louisiana -- request for waiver of a commitment.  
- Withdrawn, October 29, 2002

### **Bank Mergers**

#### San Francisco

Heritage Bank of Commerce, San Jose, California -- to merge with Heritage Bank South Valley, Morgan Hill.  
- Approved, November 1, 2002

### **Banks, State Member**

#### Secretary

SunTrust Bank, Atlanta, Georgia -- to make certain community development and public welfare investments through its subsidiary, Atlanta Community Investment Corporation.  
- Approved, November 1, 2002

### **Change In Bank Control**

#### Atlanta

FMB Bancshares, Inc., Lakeland, Georgia -- change in bank control.  
- Withdrawn, October 31, 2002

#### Chicago

Northpointe Bancshares, Inc., Grand Rapids, Michigan -- change in bank control.  
- Permitted, October 31, 2002

#### Dallas

Trenton Bankshares, Inc., Trenton, Texas -- change in bank control.  
- Permitted, October 30, 2002

### **Competitive Factors Reports**

#### San Francisco

Citibank (West), FSB, San Francisco, California -- report on competitive factors of the proposed merger with California Federal Bank and the acquisition of the California branches of Citibank, Federal Savings Bank and the Nevada branch of Citibank (Nevada), N.A., Las Vegas, Nevada.  
- Submitted, October 29, 2002

#### San Francisco

First National Bank of Nevada, Reno, Nevada -- report on competitive factors of the proposed acquisition of three Nevada branches of First Republic Bank, Las Vegas, and the sale of certain deposits and other liabilities associated with the branches.  
- Submitted, November 1, 2002

#### Dallas

The First National Bank of Shiner, Shiner, Texas -- report on competitive factors of the proposed acquisition of the Shiner branch of Guaranty Bank, FSB, Dallas.  
- Submitted, November 1, 2002

### **Competitive Factors Reports**

#### Minneapolis

National Bank of Commerce in Duluth, Duluth, Minnesota -- report on competitive factors of the proposed merger with National Bank of Commerce in Superior, Superior.  
- Submitted, November 1, 2002

#### Minneapolis

S&C Bank, New Richmond, Wisconsin -- report on competitive factors of the proposed purchase of assets and assumption of liabilities of the Eau Claire branch of Wisconsin Community Bank, Cottage Grove.  
- Submitted, October 31, 2002

#### Richmond

Wachovia Bank, National Association, Charlotte, North Carolina -- report on competitive factors of the proposed mergers with The First National Bank of Atlanta, New Castle, Delaware, and Atlantic Savings Bank, FSB, Hilton Head Island, South Carolina.  
- Submitted, October 28, 2002

### **Extensions Of Time**

#### Atlanta

SouthTrust Bank, Birmingham, Alabama -- extension to January 31, 2003, to establish a branch at 19631 West Catawba Avenue, Cornelius, North Carolina.  
- Granted, October 30, 2002

# District 1

## Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, November 2, 2002

### 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)	Boston Private Financial Holdings, Inc., Boston, Massachusetts - notice to acquire up to 33% of Coldstream Holdings, Inc. and its wholly-owned subsidiaries, Coldstream Capital Management, Inc. and Coldstream Securities, Inc., all of Bellevue, Washington	Fed Reg - 11/18/2002

### 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, November 2, 2002

#### 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>
3a3/4c8	Allied Irish, Plc, Dublin, Ireland, to acquire up to 25 percent of the voting shares of M&T Bank Corporation, Buffalo, New York.	Newspaper – N/A Fed. Reg. – N/A
3a1/3a3	M&T Bank Corporation, Buffalo, New York, ("M&T") to acquire Allfirst Financial Inc., and Allfirst Bank, both of Baltimore, Maryland and Allfirst Financial Center, N.A., Millsboro, Delaware, and to merge Allfirst Bank, with and into M&T's subsidiary bank, Manufacturers and Traders Trust Company, Buffalo.	Newspaper – 11/28/2002 Fed. Reg. – N/A
3a1/4c8	Elran (D.D.) Investments Ltd. And Elran (D.D.) Holdings Ltd., both of Tel Aviv, Israel, in connection with its indirect ownership of Bank Hapoalim B.M., to become bank holding companies by acquiring indirect control of Signature Bank, New York, New York.	Newspaper – 11/28/2002 Fed. Reg. – N/A

\* Subject to 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>
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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.

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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>

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None
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**Section VI – CRA examinations scheduled for**                      **Quarter of**

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<i>Institution</i>	<i>Location</i>
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None
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# District 3

## Federal Reserve Bank of Philadelphia

Applications and notifications filed during the week ending Saturday, November 2, 2002

### 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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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.

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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 4

### Federal Reserve Bank of Cleveland

Applications and notifications filed during the week ending Saturday, November 2, 2002

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18C Branch*	Application by The Citizens Banking Company, Sandusky, OH to merge with The Castalia Banking Company, Castalia, OH pursuant to Section 18(c) of the Federal Deposit Insurance Act and incident thereto establish a branch pursuant to Section 9 of the Federal Reserve Act. *	Newspaper - 11/23/2002

\*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 Bank Control filed by the Forcht Family Control Group of their intent to acquire up to 100 percent of the outstanding voting shares of Laurel Bancorp, Inc., Corbin, KY.	Fed Reg – N/Avail Newspaper – N/Avail
CIC	Notice of Change in Bank Control filed by the Forcht Family Control Group of their intent to acquire up to 100 percent of the outstanding voting shares of Somerset Bancorp, Inc., Corbin, KY.	Fed Reg – N/Avail Newspaper – N/Avail
CIC	Notice of Change in Bank Control filed by the Forcht Family Control Group of their intent to acquire up to 100 percent of the outstanding voting shares of Tri-County Bancorp, Inc., Corbin, KY.	Fed Reg – N/Avail Newspaper – N/Avail
CIC	Notice of Change in Bank Control filed by the Forcht Family Control Group of their intent to acquire up to 100 percent of the outstanding voting shares of Williamsburg Bancorp, Inc., Corbin, KY.	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**

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

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

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**NI = Needs to improve**

**SN = Substantial noncompliance**

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

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
820310	Community First Bank & Trust 225 North Main Street Celina, OH 45822	07/22/2002	10/29/2002	S	X	

**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 2, 2002

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Allfirst Bank, Baltimore, Maryland, to establish a branch at the southeast corner of Stoke Park Road and Wegmans Drive, Bethlehem, Pennsylvania.*	Newspaper - 11/18/2002

\*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)	TCB S-Corp, Inc., Greenwood, South Carolina, to become a bank holding company through the acquisition of Countybank, Greenwood, South Carolina. The transaction would be accomplished through the merger of Countybank's parent company, TCB Corporation, Greenwood, South Carolina, into TCB S-Corp, Inc.*	Fed Reg - 12/02/2002 Newspaper - 11/30/2002

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

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

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

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

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

## Section V – Availability of CRA public evaluations

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

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

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**NI = Needs to improve**

**SN = Substantial noncompliance**

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

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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 6

## Federal Reserve Bank of Atlanta

**Applications and notifications filed during the week ending Saturday, November 2, 2002**

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	SouthTrust Bank, Birmingham, Alabama, to establish a branch located at 15700 NW 67 <sup>th</sup> Avenue, Suite 100, to be known as the Miami Lakes Branch, Miami Lakes, Florida.*	Newspaper-10/30/2002
Branch	SouthTrust Bank, Birmingham, Alabama, to establish a branch located at 405 Manning Road, East Accokeek, Maryland, to be known as Manokeek Village Office.*	Newspaper-11/09/2002

\*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)(3)	CenterState Banks of Florida, Inc., Winter Haven, Florida, to acquire CenterState Bank of Florida., Winter Haven, Florida.*	Newspaper-11/22/02 Fed Reg-N/Avail
3(a)(1)	Commerce National Bankshares of Florida, Inc., Winter Park, Florida, to become a bank holding company by acquiring Commerce National Bank of Florida, Winter Park (in organization).*	Newspaper-11/23/2002 Fed Reg-11/29/2002
3(a)(1)	Pinnacle S-Corp, Inc., Elberton, Georgia, to become a bank holding company by acquiring Pinnacle Financial Corporation, and its subsidiary, Pinnacle Bank, both of Elberton, Georgia.*	Newspaper-11/30/2002 Fed Reg-11/25/2002

\*Subject to provisions of the Community Reinvestment Act

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

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

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

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

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

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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**SN = Substantial noncompliance**

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

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

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

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

## District 7

### Federal Reserve Bank of Chicago

Applications and notifications filed during the week ending Saturday, November 2, 2002

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	M&I Marshall & Ilsley Bank, Milwaukee, Wisconsin, to establish a branch facility to be located at 7025 North Scottsdale Road, Scottsdale, Arizona.*	Newspaper – 11/05/2002
18C & Branches	Midwest Bank and Trust Company, Elmwood Park, Illinois, to merge with Fairfield Savings Bank, F.S.B., Long Grove, Illinois and thereby to establish branches.*	Newspaper – 11/06/2002
Branch	Tri-County Bank, Brown City, Michigan, to establish a branch facility to be located at 4436 Main Street, Brown City, Michigan.*	Newspaper – 11/21/2002
Branch	Washington State Bank, Washington, Iowa, to establish branch facilities to be located at 1203 East Washington, and 1015 South Iowa, Washington, Iowa.*	Newspaper – 11/08/2002

\* 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)	Ambanc Financial Services, Inc., Beaver Dam, Wisconsin, to acquire 100 percent of Central Lakes Bancorporation, Inc., Necedah, Wisconsin, and thereby indirectly acquire Necedah Bank, Necedah, Wisconsin.*	Fed Reg – N/Available Newspaper – 11/25/2002
3(a)(3)	First State Associates, Inc., Hawarden, Iowa, and Old O'Brien Banc Shares, Inc., Sutherland, Iowa, to each acquire an additional 16.67 percent of Hawarden Banking Company, Hawarden, Iowa. The shares are being acquired through Hawarden Banking Company redemption of 65 shares, or 33.33 percent of its 195 shares outstanding.*	Fed Reg – N/Available Newspaper – N/Available
CIC	Notice by Donald Dean Nolan, Hawarden, Iowa, to acquire an additional 661 shares, or 15 percent of First State Associates, Inc., Hawarden, Iowa, and thereby increase his aggregate ownership to 31 percent.	Fed Reg – N/Available Newspaper – N/Available

**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)	Herky Hawk Financial Corp., Monticello, Iowa, to acquire 100 percent of Munter Agency, Inc., Strawberry Point, Iowa, and thereby indirectly acquire Union Bank & Trust Company, Strawberry Point, Iowa.*	Fed Reg – 11/22/2002 Newspaper – N/Avail
3(a)(3)	Mahaska Investment Company, Oskaloosa, Iowa, to acquire 100 percent of Belle Plaine Service Corporation, Belle Plaine, Iowa, and thereby indirectly acquire Citizens Bank and Trust Company, Hudson, Iowa.*	Fed Reg – 11/18/2002 Newspaper – N/Avail
4(c)(8)	Midwest Banc Holdings, Inc., Elmwood Park, Illinois, to merge with Big Foot Financial Corporation, Long Grove, Illinois, and thereby indirectly acquire Fairfield Savings Bank, F.S.B., Long Grove, Illinois, and thereby operate a savings association.*	Fed Reg – 11/15/2002 Newspaper – 11/18/2002

\* 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>
2929075	Goshen Community Bank 511 W. Lincoln Avenue Goshen, Indiana 46527 (219) 523-2006	07/22/2002	11/01/2002	S		X

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## Section VI – CRA examinations scheduled for Quarter of

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*Institution* *Location*

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None

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## District 8

### Federal Reserve Bank of St. Louis

Applications and notifications filed during the week ending Saturday, November 2, 2002

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Arvest Bank, Fayetteville, Arkansas, to establish a branch facility to be located at 110 South Rockwood Road, Suite 2, Cabot, Arkansas.*	Newspaper – 11/18/2002

\* 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 immediate family members consisting of Terry E. Forcht, Marion C. Forcht, Theodore B. Forcht, Rodney S. Shockley, and Laurie S. Shockley, acting in concert to retain control of Campbellsville Bancorp, Inc., Corbin, Kentucky. (Previously submitted during the week ending October 26, 2002)	Newspaper – 11/20/2002 Fed Reg – 11/18/2002
CIC	Notice by immediate family members consisting of Terry E. Forcht, Marion C. Forcht, Theodore B. Forcht, Rodney S. Shockley, and Laurie S. Shockley, acting in concert to retain control of Green County Bancshares, Inc., Corbin, Kentucky. (Previously submitted during the week ending October 26, 2002)	Newspaper – 11/20/2002 Fed Reg – 11/18/2002
CIC	Notice by immediate family members consisting of Terry E. Forcht, Marion C. Forcht, Theodore B. Forcht, Rodney S. Shockley, and Laurie S. Shockley, acting in concert to retain control of PRP Bancorp, Inc., Corbin, Kentucky. (Previously submitted during the week ending October 26, 2002)	Newspaper – 11/20/2002 Fed Reg - 11/18/2002
CIC	Notice by Harrell Investment Partners Limited Partnership, Camden, Arkansas, and Searcy W. Harrell, Jr. and Peggy Harrell, as general partners, to gain control of Harrell Bancshares, Inc., Camden, Arkansas. (Previously submitted during the week ending October 26, 2002)	Newspaper – 11/15/2002 Fed Reg – 11/12/2002
CIC	Notice by Stephen R. Green Revocable Trust, Stephen R. Green, Trustee, Farmington, Missouri, to increase control of New Era Bancorporation, Inc., Fredericktown, Missouri.	Newspaper – 11/27/2002 Fed Reg – 11/22/2002

**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	Gravett Bancshares, Inc., Gravette, Arkansas, to become a bank holding company by acquiring 100 percent of the voting shares of Bank of Gravett, Gravette, Arkansas.*	Newspaper – 11/27/2002 Fed Reg – 11/25/2002
3A3	Harrodsburg First Financial Bancorp, Inc., Harrodsburg, Kentucky, to acquire at least 22.5 percent of Independence Bancorp, New Albany, Indiana, and thereby indirectly acquire Independence Bank, New Albany, Indiana.*	Newspaper – 11/30/2002 Fed Reg – 11/29/2002

\* Subject to the provisions of the Community Reinvestment Act

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

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

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

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

## Section V – Availability of CRA public evaluations

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

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 9

### Federal Reserve Bank of Minneapolis

Applications and notifications filed during the week ending Saturday, November 2, 2002

#### 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)	State Bankshares, Inc., Fargo, North Dakota, to acquire 100% of State Bank of Moorhead, Moorhead, Minnesota.*	Fed Reg – 11/01/2002 Newspaper – N/Avail
3(a)(3)	Merchants Financial Group, Inc., Winona Minnesota, to acquire 100% of the voting shares of Merchants Bank, National Association, La Crescent, Minnesota, a de novo bank, in connection with the relocation of the charter of the existing Merchants Bank, National Association, La Crescent, Minnesota, to Onalaska, Wisconsin.*	Fed Reg – 11/25/2002 Newspaper – N/Avail
CIC	Notice by David C. Arnold, North Mankato, Minnesota, to gain control of Voyager Financial Services Corporation, Edina, Minnesota, and thereby indirectly gain control of Voyager Bank, Eden Prairie, Minnesota.	Fed Reg – 11/18/2002 Newspaper – 11/22/2002
CIC	Marie Gillespie, LaGrange Park, Illinois, as trustee of the Lake Bank Shares, Inc. Employee Stock Ownership Plan, Emmons, Minnesota, to gain control of Lake Bank Shares, Inc., Emmons, Minnesota, and thereby indirectly gain control of Security Bank of Minnesota, Albert Lea, Minnesota, and First State Bank of Emmons, Emmons, Minnesota.	Fed Reg – 10/21/2002 Newspaper – 11/04/2002
CIC	Jonathan H. Berg, M.D., Northwood, North Dakota, as trustee of the Herbert A. Lund Revocable Trust, to gain control of Lake Bank Shares, Inc., Emmons, Minnesota, and thereby indirectly gain control of Security Bank of Minnesota, Albert Lea, Minnesota, and First State Bank of Emmons, Emmons, Minnesota.	Fed Reg – 10/21/2002 Newspaper – 11/04/2002

**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	Robert B. Whitlock, Minneapolis, Minnesota, to retain control as trustee of Lake Bank Shares, Inc. Employee Stock Ownership Plan, Emmons, Minnesota, and thereby indirectly retain control of Lake Bank Shares, Inc., Emmons, Minnesota, which owns Security Bank of Minnesota, Albert Lea, Minnesota, and First State Bank of Emmons, Emmons, Minnesota.	Fed Reg – 10/21/2002 Newspaper – 11/04/2002
CIC	Change in control notice by Todd Haugan, Long Lake, Minnesota, Tom P. Kell, Duluth, Minnesota and Richard Lefcowitz, Minong, Wisconsin to retain control of Superior Financial Holding, Inc., Two Harbors, Minnesota, and thereby indirectly retain control of the Lake Bank, National Association, Two Harbors, Minnesota.	Fed Reg – 11/19/2002 Newspaper – N/Avail
CIC	Change in control notice for David A. Beito, Trustee of the David A. Beito 2002 GST Trust A, Kathryn A. Beito 2002 GST Trust A, Laura E. Beito 2002 GST Trust A, David A. Beito 2002 GST Trust B, Kathryn A. Beito 2002 GST Trust B, and Laura E. Beito 2002 GST Trust B to acquire control of GATO Holdings, Inc., Thief River Falls, Minnesota.	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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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 10

## Federal Reserve Bank of Kansas City

Applications and notifications filed during the week ending Saturday, November 2, 2002

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	First American Bank, Purcell, Oklahoma, to establish a branch at 570 Northwest 24th Avenue, Norman, Oklahoma.	Newspaper - 11/08/2002

### 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)	Heritage Bancshares, Inc., Topeka, Kansas, to become a bank holding company through the acquisition of 100 percent of the voting shares of Heritage Bank, Topeka, Kansas (in organization).	Newspaper - 11/25/2002 Fed Reg - 11/29/2002
CIC	Notice by Nancy Louise Smith and Patrick Allen Brooks, both of Chickasha, Oklahoma, to acquire control of First Independent Bancorp, Inc., Chickasha, Oklahoma, parent of First National Bank & Trust Company, Chickasha, Oklahoma.	Newspaper - 11/11/2002 Fed Reg - 11/12/2002

### 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)	Craco, Inc., Vinita, Oklahoma, to retain 100 percent of the voting shares of First Acquisition Corporation, Vinita, Oklahoma, and thereby engage indirectly in leasing and lease financing on personal property.	Fed Reg - 10/15/2002

### 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 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 11

## Federal Reserve Bank of Dallas

Applications and notifications filed during the week ending Saturday, November 2, 2002

### 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)	Reynolds, Teague, Thurman Financial Corporation, Moody, TX, to acquire RTT Delaware Holdings, Inc., Wilmington, TX, and First National Bank of Moody, Moody, TX*	Fed Reg – 11/29/2002 Newspaper – N/Avail
CIC	Harvey E. Zinn, Sugar Land, TX, to acquire an interest in SNB Bancshares, Inc., Sugar Land, TX	Fed Reg – 11/19/2002 Newspaper – N/Avail

\*Subject to the provisions of the Community Reinvestment Act

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
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 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 12

## Federal Reserve Bank of San Francisco

Applications and notifications filed during the week ending Saturday, November 2, 2002

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

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

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

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

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

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

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

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

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## Section V – Availability of CRA public evaluations

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

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

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

**O = Outstanding**

**S = Satisfactory**

**NI = Needs to improve**

**SN = Substantial noncompliance**

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

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

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## Section VI – CRA examinations scheduled for Quarter of

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

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