
Federal Reserve Release



H.2

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

No. 37

Week Ending September 13, 2003

Board Operations

Office of Board Members -- promotions of Michelle A. Smith to Director, Office of Board Members and Winthrop P. Hambley to Assistant to the Board and Director of the Congressional Liaison Office and appointment of Laricke D. Blanchard as Special Assistant to the Board.

- Approved, September 5, 2003 (AC)

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

Bank of Nichols Hills, Oklahoma City, Oklahoma -- to establish a branch at 610 South Kelly, Edmond.

- Approved, September 12, 2003

Chicago

The Farmers and Mechanics Bank, Galesburg, Illinois -- to establish a branch at 1202 North Henderson Street.

- Approved, September 9, 2003

New York

Peapack-Gladstone Bank, Gladstone, New Jersey -- to establish branches at 223 South Street, Morristown, and the intersection of Routes 517 and 523, Tewksbury.

- Approved, September 11, 2003

Secretary

RBC Centura Bank, Rocky Mount, North Carolina -- to establish a branch at 101 Northeast Third Avenue, Suite 100, Ft. Lauderdale, Florida.

- Approved, September 12, 2003

Atlanta

SouthTrust Bank, Birmingham, Alabama -- to establish a branch at 9811 Brook Road, Glen Allen, Virginia.

- Approved, September 11, 2003

Boston

Union Trust Company, Ellsworth, Maine -- to establish a branch at 75 Elm Street, Camden.

- Approved, September 8, 2003

Bank Holding Companies

Chicago

Cincinnati Bancgroup, Inc., Mason, Ohio -- to become a bank holding company through the acquisition of Bank of Kenney, Kenney, Illinois.

- Withdrawn, September 11, 2003

Boston

Community Guaranty Corporation, Plymouth, New Hampshire -- to become a bank holding company through the acquisition of Community Guaranty Savings Bank.

- Approved, September 12, 2003

Philadelphia

East Penn Financial Corporation, Emmaus, Pennsylvania -- to acquire shares of Berkshire Bank, Wyomissing.

- Approved, September 8, 2003

Minneapolis

Farmers & Merchants Financial Services, Inc., St. Paul, Minnesota -- to merge with Eau Claire Financial Services, Inc. and thereby acquire American Bank, Eau Claire, Wisconsin; and American Bank, Lake City, Minnesota; and acquire Lake City Agency, Inc. and thereby engage in general insurance agency activities in a town with a population of less than 5,000.

- Approved, September 9, 2003

Dallas

Myers Bancshares, Inc., Fort Worth, Texas; and Myers Intermediate Bancshares, Inc., Dover, Delaware -- to become bank holding companies through the acquisition of Woodhaven National Bank.

- Approved, September 11, 2003

Richmond

New Century Bancorp, Inc., Dunn, North Carolina -- to become a bank holding company through the acquisition of New Century Bank.

- Approved, September 11, 2003

Bank Holding Companies

Chicago

New City Bancorp, Inc., Chicago, Illinois -- to become a bank holding company through the acquisition of New City Bank, a de novo bank.
- Approved, September 12, 2003

Secretary

New York Community Bancorp, Inc., Westbury, New York -- commenter's request for reconsideration of the waiver of the application requirement in connection with the acquisition of Roslyn Bancorp, Inc., Jericho, and thereby the merger of The Roslyn Savings Bank with New York Community Bank.
- Denied, September 12, 2003

Dallas

North American Bancshares, Inc., Sherman, Texas -- to acquire Pioneer Bankshares, Inc., Fredericksburg, and indirectly acquire Pioneer National Bank.
- Approved, September 9, 2003

Chicago

Northwest Equity Corp., Buffalo Grove, Illinois -- to become a bank holding company through the acquisition of 1st Equity Bank Northwest, a de novo bank.
- Approved, September 8, 2003

Minneapolis

Quality Bankshares, Inc., Fingal, North Dakota -- to acquire Page Bank Holding Company, Page, and thereby acquire Page State Bank.
- Approved, September 9, 2003

San Francisco

Rainier Pacific Financial Group, Inc., Fife, Washington -- to become a bank holding company through the acquisition of Rainier Pacific Savings Bank.
- Approved, September 9, 2003

Dallas

Rio Financial Services, Inc., McAllen, Texas, and Rio Delaware Corporation, Wilmington, Delaware -- to become bank holding companies through the acquisition of Rio Bank, McAllen.
- Approved, September 12, 2003

Bank Holding Companies

Chicago

Wintrust Financial Corporation, Lake Forest, Illinois -- to acquire Advantage National Bancorp, Inc., Elk Grove Village, and thereby acquire Advantage National Bank.
- Approved, September 11, 2003

Bank Mergers

Secretary

RBC Centura Bank, Rocky Mount, North Carolina -- to purchase certain assets and assume certain liabilities of thirteen Florida branches of The Provident Bank, Cincinnati, Ohio, and to operate branches at the existing locations.
- Approved, September 12, 2003

Change In Bank Control

St. Louis

First Arkansas Bancshares, Inc., Jacksonville, Arkansas -- notices of change in bank control and retention of shares.
- Permitted, September 12, 2003

Competitive Factors Reports

Chicago

Bank of Kenney, Kenney, Illinois -- report on competitive factors of the proposed merger with BK Acquisition Bank, an interim bank.
- Withdrawn, September 11, 2003

Atlanta

BankTrust, Mobile, Alabama -- report on competitive factors of the proposed merger with BankTrust of Brewton, Brewton.
- Submitted, September 10, 2003

New York

Beacon Federal, East Syracuse, New York -- report on competitive factors of the proposed mergers of Beacon Interim Savings Bank I and Beacon Savings Bank II in connection with the proposed reorganization of Beacon Federal from a savings and loan association into a mutual holding company.
- Submitted, September 11, 2003

Competitive Factors Reports

New York

Community Bank, National Association, Canton, New York -- report on competitive factors of the proposed acquisition of Grange National Bank, Laceyville, Pennsylvania.
- Submitted, September 9, 2003

Atlanta

Community Capital Bancshares, Inc., Albany, Georgia -- report on competitive factors of the proposed acquisition of First Bank of Dothan, Inc., Dothan, through the merger of First Bank of Dothan with Community Capital Bancshares' subsidiary, Community Capital Interim Bank.
- Submitted, September 10, 2003

Chicago

Community Central Bank, Mount Clemens, Michigan -- report on competitive factors of the proposed merger with North Oakland Community Bank, Rochester Hills.
- Submitted, September 11, 2003

Minneapolis

The Fingal State Bank, Fingal, North Dakota -- report on competitive factors of the proposed merger with Page State Bank, Page.
- Submitted, September 9, 2003

Chicago

Mid America Bank, FSB, Clarendon Hills, Illinois -- report on competitive factors of the proposed acquisition of certain deposit liabilities of Second Federal Savings and Loan Association of Chicago, Chicago.
- Submitted, September 11, 2003

Chicago

Northstar Bank, Estherville, Iowa -- report on competitive factors of the proposed acquisition of the Armstrong branch of Bank Plus, Estherville.
- Submitted, September 11, 2003

Dallas

Prosperity Bank, El Campo, Texas -- report on competitive factors of the proposed merger with MainBank, National Association, Dallas.
- Submitted, September 11, 2003

Competitive Factors Reports

San Francisco

Valley Commerce Bank, Phoenix, Arizona -- report on competitive factors of the proposed acquisition of Valley Commerce Merger Corporation.

- Submitted, September 8, 2003

Extensions Of Time

Dallas

A.N.B. Holding Company, Ltd. Terrell, Texas -- extension to December 13, 2003, to acquire shares of The ANB Corporation and its subsidiaries, The ANB Delaware Corporation and American National Bank.

- Granted, September 11, 2003

Cleveland

North Side Deposit Bank & Trust Company, Cincinnati, Ohio -- extension to December 11, 2003, to establish a branch at 11628 Springfield Pike, Springdale.

- Granted, September 11, 2003

Membership

Richmond

The Community Bank of Virginia, Midlothian, Virginia -- to become a member of the Federal Reserve System.

- Approved, September 12, 2003

Regulations And Policies

Director, C&CA

Regulation B -- technical amendment to update the model application form "Uniform Residential Loan Application" in Appendix B of the regulation.

- Approved, September 5, 2003 (AC)

District 1

Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, September 13, 2003

Section I – Applications subject to newspaper notice only

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

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

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

Section III – Applications subject to Federal Register notice only

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

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

| <i>Type</i> | <i>Application</i> | |
|-------------|--------------------|--|
| None | | |

Section V – Availability of CRA public evaluations

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

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

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

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

Section VI – CRA examinations scheduled for Quarter of

| <i>Institution</i> | <i>Location</i> |
|--------------------|-----------------|
| None | |

District 2

Federal Reserve Bank of New York

Applications and notifications filed during the week ending Saturday, September 13, 2003

Section I – Applications subject to newspaper notice only

| <i>Type</i> | <i>Application</i> | <i>Ending date of comment period</i> |
|-------------|---|--------------------------------------|
| FBSEA | Bank Hapoalim, B.M., Tel Aviv, Israel to upgrade its Miami, Florida agency to a branch. | Newspaper – 10/08/2003 |

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

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

Section III – Applications subject to Federal Register notice only

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

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

| <i>Type</i> | <i>Application</i> | |
|-------------|--------------------|--|
| None | | |

Section V – Availability of CRA public evaluations

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

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| <i>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 3

Federal Reserve Bank of Philadelphia

Applications and notifications filed during the week ending Saturday, September 13, 2003

Section I – Applications subject to newspaper notice only

| <i>Type</i> | <i>Application</i> | <i>Ending date of comment period</i> |
|-------------|---|--------------------------------------|
| 18C | Pennsylvania State Bank, Camp Hill, PA, to merge with Market Street Interim Bank, Camp Hill, PA | Newspaper – 10/10/2003 |

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

| <i>Type</i> | <i>Application</i> | <i>Ending date of comment period</i> |
|-------------|--|---|
| 3(a)(1) | The Pennsylvania State Banking Company, Camp Hill, PA, will form a Bank Holding Company by acquiring, Pennsylvania State Bank, Camp Hill, PA | Newspaper – 10/10/2003 Fed Reg – N/Avail |

Section III – Applications subject to Federal Register notice only

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

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

| <i>Type</i> | <i>Application</i> | |
|-------------|--------------------|--|
| None | | |

Section V – Availability of CRA public evaluations

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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NI = Needs to improve

SN = Substantial noncompliance

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

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

Section VI – CRA examinations scheduled for Quarter of

| <i>Institution</i> | <i>Location</i> |
|--------------------|-----------------|
| None | |

District 4

Federal Reserve Bank of Cleveland

Applications and notifications filed during the week ending Saturday, September 13, 2003

Section I – Applications subject to newspaper notice only

| <i>Type</i> | <i>Application</i> | <i>Ending date of comment period</i> |
|-------------|---|--------------------------------------|
| Branch | Applications by Fifth Third Bank, Grand Rapids, Michigan, to establish one branch office in Michigan and four branch offices in Illinois. | 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> |
|-------------|--------------------|--------------------------------------|
| None | | |

Section III – Applications subject to Federal Register notice only

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

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

| <i>Type</i> | <i>Application</i> | |
|-------------|--------------------|--|
| None | | |

Section V – Availability of CRA public evaluations

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

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

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

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

Section VI – CRA examinations schedule d 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, September 13, 2003

Section I – Applications subject to newspaper notice only

| <i>Type</i> | <i>Application</i> | <i>Ending date of comment period</i> |
|-------------|---|--------------------------------------|
| Branch | New Peoples Bank, Inc., Honaker, Virginia, to establish a branch at 2975 Lee Highway, Bristol, Virginia.* | Newspaper – 09/18/2003 |
| Branch | RBC Centura Bank, Rocky Mount, North Carolina, to establish a branch at 2875 PGA Boulevard, Palm Beach Gardens, Florida.* | Newspaper – 09/19/2003 |

*Subject to the provisions of the Community Reinvestment Act.

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

| <i>Type</i> | <i>Application</i> | <i>Ending date of comment period</i> |
|-------------|---|--|
| 3(a)(1) | Fidelity & Trust Financial Corporation, Chevy Chase, Maryland, to become a bank holding company through the acquisition of 100% of the voting shares of Fidelity & Trust Bank, Bethesda, Maryland (in organization).* | Fed Reg – 10/10/2003 Newspaper – 09/29/2003 |

*Subject to the provisions of the Community Reinvestment Act.

Section III – Applications subject to Federal Register notice only

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

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

| <i>Type</i> | <i>Application</i> |
|-------------|---|
| Member | Fidelity & Trust Bank, Bethesda, Maryland (in organization), for membership in the Federal Reserve System |

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

| <i>Type</i> | <i>Application</i> |
|-------------|--|
| Member | The Community Bank of Virginia, Midlothian, Virginia (in organization), for membership in the Federal Reserve System |
| 3(a)(1) | MVB Financial Corp., Fairmont, West Virginia, to become a bank holding company through the acquisition of 100% of the voting shares of The Monongahela Valley Bank, Inc., Fairmont, West Virginia. |

Section V – Availability of CRA public evaluations

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

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

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

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, September 13, 2003

Section I – Applications subject to newspaper notice only

| <i>Type</i> | <i>Application</i> | <i>Ending date of comment period</i> |
|-------------|--|--------------------------------------|
| Branch | Cumberland Bank South, Nashville, Tennessee (formerly The Community Bank), to establish a branch located at Lot 2A, Campbell Station, Spring Hill, Tennessee.* | Newspaper-09/20/2003 |
| Branch | Cumberland Bank South, Nashville, Tennessee (formerly The Community Bank), to establish a branch located at 320 Main Street, Franklin, Tennessee.* | Newspaper-09/18/2003 |
| Branch | Regions Bank, Birmingham, Alabama, to establish a branch located at 6029 Luther Lane, Dallas, Texas.* | Newspaper-09/26/2003 |

*Subject to provisions of the Community Reinvestment Act

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

| <i>Type</i> | <i>Application</i> | <i>Ending date of comment period</i> |
|-------------|---|--|
| CIC | Community Bancorp of Louisiana, Inc., Raceland, Louisiana, prior change in control notification filed by Gloria B. Callais and Charles Michael Callais of Golden Meadow, Louisiana; Peter W. Callais of Cut Off, Louisiana; Corey J. Callais of Galliano, Louisiana; and Paul A. Callais of Gonzales, Louisiana; to acquire 52.64 percent of the outstanding shares of Community Bancorp of Louisiana, Inc., Raceland, Louisiana, and its subsidiaries, Community Bank, Raceland, Louisiana, and American Bank, Welsh, Louisiana. Total ownership will equal 71.11 percent. | Newspaper-09/24/2003 Fed Reg-10/02/2003 |
| 3(a)(5) | Greene County Bancshares, Inc., Greeneville, Tennessee, to merge with Independent Bankshares Corporation, Gallatin, Tennessee, and thereby acquire its subsidiary banks, First Independent Bank, Gallatin, Tennessee and Rutherford Bank & Trust Company, Murfreesboro, Tennessee.* | Newspaper-N/Avail Fed Reg-09/26/2003 |

*Subject to provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

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

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

| <i>Type</i> | <i>Application</i> |
|-------------|--|
| 3(a)(1) | Bancsouth Financial Corporation, Crystal Springs, Mississippi, notice to become a bank holding company by acquiring Bank of the South, Crystal Springs, Mississippi. |

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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NI = Needs to improve

SN = Substantial noncompliance

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

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

Section VI – CRA examinations scheduled for Quarter of

| <i>Institution</i> | <i>Location</i> |
|--------------------|-----------------|
| None | |

District 7

Federal Reserve Bank of Chicago

Applications and notifications filed during the week ending Saturday, September 13, 2003

Section I – Applications subject to newspaper notice only

| <i>Type</i> | <i>Application</i> | <i>Ending date of comment period</i> |
|----------------|--|--------------------------------------|
| Branch | Ames Community Bank, Ames, Iowa, to establish a branch facility at 604 N. Highway 69, Huxley, Iowa.* | Newspaper – 09/13/2003 |
| 18C | Baylake Bank, Sturgeon Bay, Wisconsin, to acquire the assets and assume the liabilities of the branch office of M&I Marshall & Ilsley Bank, Milwaukee, Wisconsin located at 1334 Ellis Street, Kewaunee, Wisconsin.* | Newspaper – N/Avail |
| Branch | Hinsbrook Bank and Trust, Willowbrook, Illinois, to establish a branch facility to be located at 200 Village Drive, Downers Grove, Illinois.* | Newspaper – 09/08/2003 |
| 18C & Branches | Rolling Hills Bank and Trust, Atlantic, Iowa, to purchase the assets and assume liabilities of the Walnut, Iowa, and Atlantic, Iowa branch offices of American Interstate bank, Manning, Iowa, and thereby to establish branches at 10 West 6th Street, Atlantic, Iowa and at 300 Antique City Drive, Walnut, Iowa.* | Newspaper – N/Avail |
| 18C & Branches | Southwest Bank of St. Louis, St. Louis, Missouri, to merge with Southwest Bank, Belleville, Illinois, and thereby to establish a branch at 2 Carlyle Park Drive, Belleville, Illinois.* | 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> |
|-------------|---|--|
| CIC | Notice by Alfred H. Peterson, III and Jane E. Peterson, Brighton, Michigan to retain control of 11.24 percent of the outstanding shares of FNB Financial Corporation, Three Rivers, Michigan, and thereby indirectly control The First National Bank of Three Rivers, Three Rivers, Michigan. | Fed Reg – 09/29/2003 Newspaper – 09/17/2003 |

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

| <i>Type</i> | <i>Application</i> | <i>Ending date of comment period</i> |
|-------------|---|--|
| CIC | Notice by Frances E. Powers, Defiance, Iowa, to acquire an additional 49.78 percent and thereby control 52.44 percent of Union Bancorporation, Defiance, Iowa, and thereby indirectly control Defiance State Bank, Defiance, Iowa. | Fed Reg – 09/22/2003 Newspaper – 09/29/2003 |
| 3(a)(3) | Wintrust Financial Corporation, Lake Forest, Illinois, to acquire 100 percent of the voting shares of Village Bancorp, Inc., Arlington Heights, Illinois, and thereby indirectly acquire Village Bank and Trust of Arlington Heights, Arlington Heights, Illinois.* | Fed Reg – 10/09/2003 Newspaper – N/Avail |
| CIC | Notice by Jason Christopher Nicholas, Atlantic, Iowa, to retain control of 19.01 percent of Whitney Corporation of Iowa, Atlantic, Iowa, and thereby indirectly acquire First Whitney Bank and Trust, Atlantic, Iowa. | Fed Reg – 09/29/2003 Newspaper – N/Avail |

* Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

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

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

| <i>Type</i> | <i>Application</i> |
|-------------|--|
| 4(c)(8) | Dunn Investment Company, Manchester, Iowa, proposes to engage in investment advisory and brokerage services. |

Section V – Availability of CRA public evaluations

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S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

| <i>RSSD</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 8

Federal Reserve Bank of St. Louis

Applications and notifications filed during the week ending Saturday, September 13, 2003

Section I – Applications subject to newspaper notice only

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

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

| <i>Type</i> | <i>Application</i> | <i>Ending date of comment period</i> |
|-------------|---|--|
| CIC | Notice by Wafik William Malek, Manchester, Missouri, to retain control of Gateway Bancshares, Inc., St. Louis, Missouri. (Previously submitted during the week ending September 6, 2003.) | Newspaper – 09/30/2003 Fed Reg – 09/29/2003 |
| CIC | Notice by the William L. Wilson Trust and its trustee William Lee Wilson, both of Ava, Illinois, to increase control of Headquarters Holding Company, Ava, Illinois. (Previously submitted during the week ending September 6, 2003.) | Newspaper – 09/23/2003 Fed Reg – 09/29/2003 |
| 3A1 & 3A3 | Home Bancshares, Inc., Conway, Arkansas, and its subsidiary TCBancorp, Inc., North Little Rock, Arkansas, to acquire at least 80 percent and 20 percent, respectively, of CB Bancorp, Inc., Conway, Arkansas, and indirectly acquire Community Financial Group, Inc., Cabot, Arkansas and its subsidiary, Community Bank, Cabot, Arkansas. Also, CB Bancorp, Inc. to become a bank holding company by acquiring 100 percent of Community Financial Group, Inc. and its subsidiary, Community Bank.* | Newspaper – 10/10/2003 Fed Reg – 10/14/2003 |
| 3A3 | Mid-Missouri Bancshares, Inc., Springfield, Missouri, to acquire at least 96.3 percent of Town and Country Bank of the Ozarks, Republic, Missouri.* | Newspaper – 10/13/2003 Fed Reg – 10/10/2003 |

* Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

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

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

| <i>Type</i> | <i>Application</i> |
|-------------|--------------------|
| None | |

Section V – Availability of CRA public evaluations

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

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

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

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

Section VI – CRA examinations scheduled for Quarter of

| <i>Institution</i> | <i>Location</i> |
|--------------------|-----------------|
| None | |

District 9

Federal Reserve Bank of Minneapolis

Applications and notifications filed during the week ending Saturday, September 13, 2003

Section I – Applications subject to newspaper notice only

| <i>Type</i> | <i>Application</i> | <i>Ending date of comment period</i> |
|--------------|---|--------------------------------------|
| 18C & Branch | Peoples State Bank of Truman, Inc., Truman, Minnesota, to merge with Martin County National Bank of Fairmont, Fairmont, Minnesota, and thereby establish a branch at 105 Lake Avenue, Fairmont, Minnesota.* | 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> |
|-------------|--------------------|--------------------------------------|
| 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.

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

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S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

| <i>RSSD number</i> | <i>Institution/Location</i> | <i>Examination date</i> | <i>CRA public date</i> | <i>CRA rating</i> | <i>Exam type</i> | |
|------------------------|--|-----------------------------|----------------------------|-----------------------|------------------|-------------|
| | | | | | <i>LrgBk</i> | <i>SmBk</i> |
| 65559 | Pioneer Bank & Trust, Belle Fourche, South Dakota | 05/19/2003 | 09/09/2003 | 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, September 13, 2003

Section I – Applications subject to newspaper notice only

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

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

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

Section III – Applications subject to Federal Register notice only

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

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

| <i>Type</i> | <i>Application</i> | |
|-----------------------------|--|--|
| Investment in Bank Premises | Bank at Broadmoor, Colorado Springs, Colorado, to increase its investment in bank premises in the amount of \$125,000. | |

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> |
| 294359 | Weleetka State Bank 102 W. 9 th Weleetka, Oklahoma 74880 | 06/16/2003 | 09/11/2003 | S | | X |

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

| <i>Institution</i> | <i>Location</i> |
|--------------------|-----------------|
| None | |

District 11

Federal Reserve Bank of Dallas

Applications and notifications filed during the week ending Saturday, September 13, 2003

Section I – Applications subject to newspaper notice only

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

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

| <i>Type</i> | <i>Application</i> | <i>Ending date of comment period</i> |
|-------------|--|--|
| 3(a)(1) | Vision Bancshares, Inc., Laredo, TX, to acquire Somerset Bancshares Corporation, Inc., Somerset, TX, and Somerset National Bank, Somerset, TX* (previously reported the week ending September 6, 2003) | Fed Reg – 10/06/2003 Newspaper – 10/06/2003 |
| 3(a)(3) | Sterling Bancshares, Inc., Houston, TX, to acquire South Capital Group, Inc., San Antonio, TX, and Plaza Bank, San Antonio, TX* | Fed Reg – 10/10/2003 Newspaper – 10/06/2003 |

* Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

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

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

| <i>Type</i> | <i>Application</i> |
|-------------|---|
| Member | Bevans State Bank of Menard, Menard, TX, 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:

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S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

| <i>RSSD number</i> | <i>Institution/Location</i> | <i>Examination date</i> | <i>CRA public date</i> | <i>CRA rating</i> | <i>Exam type</i> | |
|------------------------|---|-----------------------------|----------------------------|-----------------------|------------------|-------------|
| | | | | | <i>LrgBk</i> | <i>SmBk</i> |
| 643368 | Citizens State Bank 112 West Highway 380 Princeton, Texas 75407 | 06/02/2003 | 09/13/2003 | S | | X |

Section VI – CRA examinations scheduled for

Quarter of

| <i>Institution</i> | <i>Location</i> |
|--------------------|-----------------|
| None | |

District 12

Federal Reserve Bank of San Francisco

Applications and notifications filed during the week ending Saturday, September 13, 2003

Section I – Applications subject to newspaper notice only

| <i>Type</i> | <i>Application</i> | <i>Ending date of comment period</i> |
|---------------------|---|--------------------------------------|
| Branch and Premises | North Valley Bank, Redding, California, to establish a branch facility to be located at 480 South Pioneer Avenue, Woodland, California, and to increase its investment in bank premises.* | Newspaper – 08/26/2003 |
| Branch | Placer Sierra Bank, Auburn, California, to establish a branch facility to be located at the corner of Blue Oaks Boulevard and Lonetree Boulevard, Rocklin, California.* | Newspaper – 09/19/2003 |

* Subject to the provisions of the Community Reinvestment Act

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

| <i>Type</i> | <i>Application</i> | <i>Ending date of comment period</i> |
|-------------|--|--|
| 3(a)(1) | Sun West Capital Corporation, Las Vegas, Nevada, to become a bank holding company by acquiring 100 percent of Sun West Bank, Las Vegas, Nevada.* | Newspaper – 10/02/2003 Fed Reg – 10/03/2003 |

* Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

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

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

| <i>Type</i> | <i>Application</i> |
|-------------|--|
| 4(c)(8) | Sinopac Bancorp, Los Angeles, California, Sinopac Holdings, Taipei, Taiwan, and Bank Sinopac, Taipei, Taiwan, to directly and indirectly acquire 100 percent of FENB Securities, Inc., Alhambra, California, and thereby engage in broker-dealer activities. |

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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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 | |