
Federal Reserve Release



H.2

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

No. 29

Week Ending July 17, 2004

Testimony And Statements

Monetary Policy Objectives -- statement by Chairman Greenspan before the Senate Committee on Banking, Housing, and Urban Affairs on July 20, and before the House Committee on Financial Services on July 21, 2004.

- Authorized, July 15, 2004

Bank Holding Companies

J.P. Morgan Chase & Co., New York, New York -- commenter's request for reconsideration of the Board's approval of the application to merge with Bank One Corporation, Chicago, Illinois.

- Denied, July 15, 2004

LBT Bancshares, Inc., Litchfield, Illinois -- to acquire shares of Security Bancshares, Inc., Witt, and Security National Bank.

- Approved, July 16, 2004

Regions Financial Corporation, Birmingham, Alabama -- commenter's request for reconsideration of the Board's approval of the application to merge with Union Planters Corporation, Memphis, Tennessee, and thereby acquire Union Planters Bank, National Association, and Union Planters Bank of the Lakeway Area, Morristown.

- Denied, July 14, 2004

Forms

Information Collection -- Final Board review to extend without revision the Investment in Bank Premises Notification (FR 4014).

- Approved, July 9, 2004 (AC)

Regulations And Policies

Community Reinvestment Act Regulations -- withdrawal of proposed interagency revisions (Docket No. R-1181).

- Approved, July 16, 2004

Monetary Policy -- report to the Congress.

- Authorized, July 13, 2004

Enforcement

First Midwest Bank, Itasca, Illinois -- written agreement with the Illinois Department of Financial and Professional Regulation and the Federal Reserve Bank of Chicago.
- Announced, July 12, 2004

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

Bank Branches, Domestic

Kansas City

The Citizens Bank of Edmond, Edmond, Oklahoma -- to establish a branch at 855 West Covell Road.

- Approved, July 16, 2004

San Francisco

Farmers and Merchants Bank of Central California, Lodi, California -- to establish a branch at 10330 Twin Cities Road, Galt.

- Approved, July 16, 2004

Cleveland

Fifth Third Bank, Cincinnati, Ohio -- to establish a temporary branch at the Pete Day Golf Course, 801 Aaron Smith Drive, Bridgeport, West Virginia.

- Approved, July 14, 2004

Cleveland

Fifth Third Bank, Grand Rapids, Michigan -- to establish branches at 2010 Whitaker Road, Ypsilanti; the southeast corner of Gratiot Avenue and East State Fair Street, Detroit; the northeast corner of East Jefferson Avenue and McDougall Street; 321 South Saginaw Road, Midland; 6620 South Tamiami Trail, Sarasota, Florida; the east side of Dixie Highway south of Kendall Road, Louisville, Kentucky; 3821 Ruckriegel Parkway; 1975 Highland Pike, Fort Wright; 333 West Army Trail Road, Bloomingdale, Illinois; and 837 West North Avenue, Chicago.

- Approved, July 14, 2004

St. Louis

First Bank, St. Louis, Missouri -- to establish a branch at 701 B Street, #150, San Diego, California.

- Approved, July 16, 2004

Minneapolis

Plaza Park State Bank, Waite Park, Minnesota -- to establish a branch at 6th Avenue South.

- Approved, July 16, 2004

Bank Branches, Domestic

Atlanta

Regions Bank, Birmingham, Alabama -- to establish branches at the intersection of Highway 280 and Doug Baker Boulevard in Village at Lee Branch, Pad C, and at the northwest corner of Heritage Drive and Highway 69, Tyler, Texas.

- Approved, July 12, 2004

Atlanta

SunTrust Bank, Atlanta, Georgia -- to establish a branch at 1738 Amherst Street, Winchester, Virginia.

- Approved, July 13, 2004

Kansas City

Webb City Bank, Webb City, Missouri -- to establish a branch at Airport Road and North Main Street, Airport Road Village.

- Approved, July 12, 2004

Kansas City

WestStar Bank, Vail, Colorado -- to establish a branch at 3401 Quebec Street, Suite 9300, Denver.

- Approved, July 16, 2004

Bank Holding Companies

Secretary

The Adirondack Trust Company Employee Stock Ownership Trust, Saratoga Springs, New York -- to acquire shares of 473 Broadway Holding Corporation and The Adirondack Trust Company.

- Approved, July 15, 2004

Chicago

Central Wisconsin Financial Services, Inc., Wausau, Wisconsin -- to become a bank holding company and to acquire Bank of Wausau.

- Approved, July 16, 2004

Bank Holding Companies

Richmond

First Community Corporation, Lexington, South Carolina -- to acquire DutchFork Bancshares, Inc., Newberry, and thereby acquire Newberry Federal Savings Bank.
- Approved, July 12, 2004

Kansas City

Metcalf Bancshares, Inc., Overland Park, Kansas -- to engage in lending activities.
- Withdrawn, July 13, 2004

New York

NRW.Bank, Duesseldorf, Germany -- to continue to engage in certain nonbanking activities currently conducted by its subsidiary, WestLB AG.
- Approved, July 15, 2004

Atlanta

NSB Holdings, Inc., Macon, Georgia -- to become a bank holding company and to acquire New Southern Bank.
- Approved, July 15, 2004

Chicago

Parkway Bancorp, Inc., Harwood Heights, Illinois -- to acquire United Arizona Bank, National Association, Cave Creek, Arizona.
- Approved, July 13, 2004

Cleveland

S&T Bancorp, Inc., Indiana, Pennsylvania -- to acquire shares of Fidelity Bancorp, Inc., Pittsburgh, and thereby acquire Fidelity Savings Bank.
- Approved, July 13, 2004

Chicago

Wintrust Financial Corporation, Lake Forest, Illinois -- to acquire Northview Financial Corporation, Northfield, and thereby acquire Northview Bank & Trust.
- Approved, July 13, 2004

Bank Mergers

Minneapolis

Pioneer Bank, Mapleton, Minnesota -- to purchase the assets and assume the liabilities of the North Mankato branch of 21st Century Bank, Ham Lake, and establish a branch at 1735 Commerce Drive, North Mankato.

- Approved, July 15, 2004

Banks, State Member

Atlanta

Bank of Alabama, Birmingham, Alabama -- to make an equity investment in CBAA Services, Inc.

- Approved, July 16, 2004

Change In Bank Control

Dallas

Cooper Lake Financial Corporation, Cooper, Texas -- change in bank control.

- Permitted, July 16, 2004

Kansas City

FNB Financial Services, Inc., Durant, Oklahoma -- to retain control of FNB Financial Services, Inc.

- Permitted, July 13, 2004

Dallas

New Mexico First Financial, Inc., Dover, Delaware -- change in bank control.

- Permitted, July 13, 2004

Competitive Factors Reports

Philadelphia

Abington Savings Bank, Jenkintown, Pennsylvania -- report on competitive factors of the proposed merger with Abington Interim Two in connection with a reorganization from a mutual savings bank to a mutual holding company.

- Submitted, July 16, 2004

Competitive Factors Reports

Richmond

Bank of America, National Association, Charlotte, North Carolina -- report on competitive factors of the proposed merger with Fleet National Bank, Providence, Rhode Island.

- Submitted, July 13, 2004

Atlanta

Capital City Bank, Tallahassee, Florida -- report on competitive factors of the proposed merger with Farmers & Merchants Bank, Dublin, Georgia.

- Submitted, July 13, 2004

Philadelphia

Chase Manhattan Bank USA, National Association, Newark, Delaware -- report on competitive factors of the proposed merger with Bank One Delaware, N.A., Wilmington, Delaware.

- Submitted, July 16, 2004

San Francisco

East-West Bank, San Marino, California -- report on competitive factors of the proposed merger with Trust Bank, Monterey Park.

- Submitted, July 16, 2004

Philadelphia

First Financial Bank, Downingtown, Pennsylvania -- report on competitive factors of the proposed acquisition of certain assets and assumption of certain deposit liabilities of the Exton branch of First Trust Savings Bank, Conshohocken.

- Submitted, July 16, 2004

Atlanta

MidCountry Financial Corporation, Macon, Georgia -- report on competitive factors of the proposed acquisition of FSF Financial Corporation, Hutchinson, Minnesota, and the proposed merger of FSF Financial Corporation's subsidiary, First Federal FSB, with Bayside Bank, Minnetonka, a subsidiary of MidCountry Financial Corporation.

- Submitted, July 12, 2004

Competitive Factors Reports

Atlanta

New South Federal Savings Bank, Birmingham, Alabama -- report on competitive factors of the proposed purchase of certain assets and acquisition of certain deposit liabilities of UMBRELLABANK, FSB, Chicago, Illinois.

- Submitted, July 15, 2004

Philadelphia

Omega Bank, National Association, State College, Pennsylvania -- report on competitive factors of the proposed merger with Sun Bank, Lewisburg.

- Submitted, July 16, 2004

Extensions Of Time

St. Louis

American Community Bancorp, Inc., Evansville, Indiana -- extension to September 1, 2004, to become a bank holding company and to acquire Bank of Evansville, National Association.

- Granted, July 16, 2004

Dallas

AmFin Holding Company, Silver City, New Mexico -- extension to October 21, 2004, to become a bank holding company and to acquire AmBank.

- Granted, July 12, 2004

Secretary

Citigroup Inc., New York, New York -- extensions of time for its subsidiary, Banco Nacional de Mexico, S.A., Mexico City, Mexico, to divest its interest in certain assets acquired in settlement of debts previously contracted (DPC).

- Granted, July 15, 2004

Kansas City

Gold Bank, Leawood, Kansas -- extension to November 4, 2004, to merge with Gold Bank, Bradenton, Florida, and establish branches.

- Granted, July 16, 2004

Extensions Of Time

Atlanta

SunTrust Bank, Atlanta, Georgia -- extension to August 28, 2005, to establish a branch at the intersection of Riverside Parkway and Lansdowne Boulevard, Leesburg, Virginia.
- Granted, July 13, 2004

Membership

St. Louis

Bank of Bartlett, Bartlett, Tennessee -- to become a member of the Federal Reserve System and to retain Bartlett Travel as a financial subsidiary.
- Approved, July 13, 2004

District 1

Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, July 17, 2004

Section I – Applications subject to newspaper notice only

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

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

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

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

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

Section VI – CRA examinations scheduled for Quarter of

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

District 2

Federal Reserve Bank of New York

Applications and notifications filed during the week ending Saturday, July 17, 2004

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
FBSEA	Banco De Chile, Santiago, Chile, to convert its Miami, Florida Agency to a Branch.	Newspaper – N/Avail
FBSEA	Banco Del Estado De Chile, Santiago, Chile, to establish a state-licensed branch in New York, New York.	Newspaper – N/Avail
Branch*	Bank of New York, New York, New York, to establish a full service branch at 1886 Eastchester Road, Bronx, New York.	Newspaper – 07/28/2004
Branch*	Bank of Smithtown, Smithtown, New York, to establish a branch office located at 100 Motor Parkway, Hauppauge, New York.	Newspaper – 07/31/2004
Branch*	Manufacturers and Traders Trust Company, Buffalo, New York, to establish a seasonal-use limited branch office at York Technical Institute, 1405 Williams Road, Springettsbury, Pennsylvania.	Newspaper – 07/26/2004

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

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

Section III – Applications subject to Federal Register notice only

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

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

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

Section VI – CRA examinations scheduled for Quarter of

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

District 3

Federal Reserve Bank of Philadelphia

Applications and notifications filed during the week ending Saturday, July 17, 2004

Section I – Applications subject to newspaper notice only

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

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

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

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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<i>number</i>	<i>Institution/Location</i>	<i>date</i>	<i>public date</i>	<i>rating</i>	<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for Quarter of

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

District 4

Federal Reserve Bank of Cleveland

Applications and notifications filed during the week ending Saturday, July 17, 2004

Section I – Applications subject to newspaper notice only

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

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
*3(a)(5)	F.N.B. Corporation, Hermitage, PA to acquire Slippery Rock Financial Corporation, Slippery Rock, PA and its subsidiary bank, First National Bank of Slippery Rock, Slippery Rock, PA pursuant to Section 3(a)(5) of the Bank Holding Company Act.	Newspaper – N/Avail Fed Reg – N/Avail
*3(a)(5)	First Citizens Banc Corp, Sandusky, Ohio, to acquire 100 percent of FNB Financial Corporation and its wholly-owned subsidiary, First National Bank of Shelby, both of Shelby, Ohio.	Newspaper – N/Avail Fed Reg – N/Avail
*3(a)(1)	Morgan Bancorp, Inc., Hudson, Ohio, to become a bank holding company by acquiring 100 percent of Morgan Bank, N.A., Hudson, Ohio.	Newspaper – N/Avail Fed Reg – N/Avail

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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</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 5

Federal Reserve Bank of Richmond

Applications and notifications filed during the week ending Saturday, July 17, 2004

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Virginia Commerce Bank, Arlington, Virginia, to establish a branch at 2701 Mount Vernon Avenue, Alexandria, Virginia.*	Newspaper – 07/26/2004
Branch	Bank of Floyd, Floyd, Virginia, to establish a branch at 1634 West Main Street, Salem, Virginia.*	Newspaper – 08/06/2004

*Subject to the provisions of the Community Reinvestment Act.

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(3)	Wachovia Corporation, Charlotte, North Carolina, to acquire 100% of the voting shares of SouthTrust Corporation, Birmingham, Alabama, and thereby indirectly acquire SouthTrust Bank, Birmingham, Alabama.*	Fed Reg – 08/16/2004 Newspaper – 08/11/2004

*Subject to the provisions of the Community Reinvestment Act.

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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

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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>
2718345	Monarch Bank 750 Volvo Parkway Chesapeake, Virginia 23320	05/03/2004	07/14/2004	S		X

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

<i>Institution</i>	<i>Location</i>
Congressional Bank	Potomac Maryland
United Bank	Fairfax, Virginia
Peoples Community Bank	Montross, Virginia
Bank of the Commonwealth	Norfolk, Virginia
Bank of Essex	Tappahannock, Virginia
United Bank, Inc.	Parkersburg, West Virginia

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

District 6

Federal Reserve Bank of Atlanta

Applications and notifications filed during the week ending Saturday, July 17, 2004

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	AmSouth Bank, Birmingham, Alabama, to establish a branch located at 6310 Gunn Highway, Tampa, Florida, to be known as the Gunn Highway Branch.*	Newspaper – 07/27/2004
Branch	First Commercial Bank of Cullman County, Cullman, Alabama, to establish a branch located at 8803 Madison Boulevard, Madison, Alabama.*	Newspaper – 07/24/2004
Branch	Regions Bank, Birmingham, Alabama, to establish a branch located at the southwest corner of Pleasant Run Road and Highway 67, Cedar Hill, Texas.*	Newspaper – 07/22/2004
Branch	SunTrust Bank, Atlanta, Georgia, to establish a branch located at the intersection of Highway 278 and Highway 92, Hiram, Georgia, to be known as the Hiram/Paulding Branch.*	Newspaper – 07/24/2004
18(c)	Capital City Bank, Tallahassee, Florida, to merge with Farmers and Merchants Bank, Dublin, Georgia.*	Newspaper – 08/02/2004

*Subject to provisions of the Community Reinvestment Act

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(3)	BancTenn Corp., Kingsport, Tennessee, to acquire up to 20 percent of the outstanding shares of Paragon Commercial Corporation, and its subsidiary, Paragon Commercial Bank, both of Raleigh, North Carolina.*	Newspaper – 08/02/2004 Fed Reg – 08/06/2004
3(a)(3)	Capital City Bank Group, Inc., Tallahassee, Florida, to acquire 100 percent of the outstanding shares of Farmers and Merchants Bank, Dublin, Georgia.*	Newspaper – 08/02/2004 Fed Reg – 08/06/2004
3(a)(3)	Vision Bancshares, Inc., Gulf Shores, Alabama, to acquire 100 percent of the outstanding shares of BankTrust of Florida Wewahitchka, Florida.	Newspaper – 08/15/2004 Fed Reg – 07/16/2004

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
CIC	Pointe Financial Corporation, Boca Raton, Florida, after-the-fact change in control notice filed by Clarita Kassin, North Beach Miami, Florida, Kassin Family Partnership, Ltd., North Miami, Florida, and its general partner, Foreign Financial Investments, North Miami, Florida, Delta Holding Corporation, North Miami, Florida, Samuel Papu, Miami, Florida, Dorita Ojalvo, North Miami, Florida, Moris Ruben, Bogota, Colombia, and Salomon Kassin, Aventura, Florida, to collectively retain 16.81 percent of the outstanding shares of Pointe Financial Corporation, and its subsidiary, Pointe Bank, both of Boca Raton, Florida.	Newspaper – 07/23/2004 Fed Reg – 07/23/2004

*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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					<i>LrgBk</i>	<i>SmBk</i>
601733	Peoples Southern Bank Post Office Box 269 Clanton, Alabama 35046-0269 (205) 755-2240	03/22/2004	07/12/2004	O		X
479839	Tennessee State Bank 2210 Parkway Pigeon Forge, Tennessee (865) 453-0873	03/29/2004	07/15/2004	S	X	

Section VI – CRA examinations sche duled 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, July 17, 2004

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18C & Branches	Citizens Bank, Flint, Michigan, to merge with F&M Bank-Wisconsin, Kaukauna, Wisconsin, and thereby to establish 51 branches.*	Newspaper – N/Avail
Branch	Town & Country Bank of Springfield, Springfield, Illinois, to establish a branch facility to be located at 2601 North Dirksen Parkway, Springfield, 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>
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)	Amtrust, Inc., Dubuque, Iowa, to engage de novo in extending credit and servicing loans.	Fed Reg – 08/06/2004

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

<i>Type</i>	<i>Application</i>
Membership	Providence Bank, LLC (in organization), South Holland, Illinois, to become a member of the Federal Reserve System.

Section V – Availability of CRA public evaluations

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					<i>LrgBk</i>	<i>SmBk</i>
264941	Bank of Elmwood 2704 Lathrop Avenue Racine, Wisconsin 53408 (262) 554-5321	01/20/2004	07/14/2004	O		X
2636083	Paramount Bank 31000 Northwestern Highway Farmington Hills, Michigan 48334 (248) 538-8600	12/09/2002	07/13/2004	S		X

Section VI – CRA examinations scheduled for Quarter of

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

District 8

Federal Reserve Bank of St. Louis

Applications and notifications filed during the week ending Saturday, July 17, 2004

Section I – Applications subject to newspaper notice only

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

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3A3	Century Bancshares, Inc., Gainesville, Missouri ("Century"), to acquire additional shares, and thereby retain approximately 24 percent ownership, of Ozarks Heritage Financial Group, Inc., Gainesville, Missouri ("Ozarks") and thereby indirectly retain ownership of Legacy Bank & Trust Company, Plato, Missouri. Concurrently with this transaction, Century and Ozarks propose to acquire 100 percent of The Citizens Bank of Sparta, Sparta, Missouri.*	Newspaper – N/Avail Fed Reg – 08/16/2004
3A3	Liberty Bancshares, Inc., Jonesboro, Arkansas, to acquire 26.34 percent of Russellville Bancshares, Inc., Jonesboro, Arkansas, and thereby indirectly acquire First Arkansas Valley Bank, Russellville, Arkansas.*	Newspaper – 08/14/2004 Fed Reg – N/Avail
3A3	Russellville Bancshares, Inc., Jonesboro, Arkansas, to acquire 20 percent of Arkansas State Bancshares, Inc., Siloam Springs, Arkansas, and thereby indirectly acquire Arkansas State Bank, Siloam Springs, Arkansas.*	Newspaper – 08/13/2004 Fed Reg – 08/16/2004
3A1	Progress Acquisition, Inc., Sullivan, Missouri, to become a bank holding company by acquiring 100 percent of Progress Bancshares, Inc., Sullivan, Missouri, and thereby indirectly acquiring its subsidiary bank, Progress Bank of Missouri, Sullivan, Missouri. In addition, Progress Acquisition, Inc. will briefly and indirectly acquire 96.86 percent of Progress Bancshares, Inc.'s subsidiary bank holding company, Tritten Bancshares, Inc., Waynesville, Missouri, which owns 89.53 percent of First State Bank of St. Robert, St. Robert, Missouri.*	Newspaper – 08/06/2004 Fed Reg – 08/16/2004

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
CIC	Notice by the Douglas E. Hazel Revocable Trust (Douglas E. Hazel trustee), Washington, Missouri; the Cynthia Hazel Gilbertson Revocable Trust (Cynthia Hazel Gilbertson trustee), Faribault, Minnesota; and Hazel Investments, Limited Partnership, Washington, Missouri, as a group acting in concert to gain control of Cardinal Bancorp, Inc., St. Louis, Missouri.	Newspaper – N/Avail Fed Reg – N/Avail
3A3	Liberty Bancshares, Inc., Jonesboro, Arkansas, to acquire 80 percent of Arkansas State Bancshares, Inc., Siloam Springs, Arkansas, and thereby indirectly acquire Arkansas State Bank, Siloam Springs, Arkansas.*	Newspaper – 08/13/2004 Fed Reg – 08/16/2004

* Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

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

Section VI – CRA examinations scheduled for Quarter of

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

District 9

Federal Reserve Bank of Minneapolis

Applications and notifications filed during the week ending Saturday, July 17, 2004

Section I – Applications subject to newspaper notice only

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

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
CIC	The Marvin T. Loosbrock Residuary Trust U/A dated April 9, 1984; the Marvin T. Loosbrock QTIP Trust U/A dated April 9, 1984 (collectively, the "Trusts"); Lois M. Loosbrock, individually and as trustee of the Trusts; Mark L. Loosbrock, individually and as trustee of the Trusts; and Gary M. Loosbrock, individually and as trustee of the Trusts; a group acting in concert, all of Lismore, Minnesota, to gain control of Lismore Financial Services, Inc., Lismore, Minnesota, and thereby indirectly gain control of the State Bank of Lismore, Lismore, Minnesota.*	Fed Reg – 08/04/2004 Newspaper – N/Avail

* Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

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

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

<i>Type</i>	<i>Application</i>
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:

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 10

Federal Reserve Bank of Kansas City

Applications and notifications filed during the week ending Saturday, July 17, 2004

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18(c)	Community Banks of Colorado, Greenwood Village, Colorado, to purchase certain assets and assume certain liabilities of the Community Banks of the Rockies, La Jara, Colorado, and incident thereto, to establish eleven branches located at 501 Main Street, La Jara, Colorado; 2061 Main Street, Alamosa, Colorado; P.O. Box 71, Antonito, Colorado; P.O. Box 82, San Luis, Colorado; 592 Grand Avenue, Del Norte, Colorado; 215 South Worth, Center, Colorado; 116 Creede Avenue, Creede, Colorado; 59 North Broadway, Monte Vista, Colorado; 30359 A Highway 160, South Fork, Colorado, 305 South Guyrene, Dove Creek, Colorado; and 1438 East Main, Cortez, Colorado.	Newspaper – 07/29/2004
18(c)	Community Banks of Colorado, Greenwood Village, Colorado, to purchase certain assets and assume certain liabilities of the Community Banks of Southern Colorado, Rocky Ford, Colorado, and incident thereto, to establish six branches located at 201 North Main Street, Rocky Ford, Colorado; 220 First Street, Ordway, Colorado; 501 Main Street, Walsenburg, Colorado; 102 East Field Street, La Veta, Colorado; 123 West First Street, Pueblo, Colorado; and 301 North Main Street, Pueblo, Colorado.	Newspaper – 07/29/2004

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(1)	UCSB Financial Corporation, Fort Wayne, Indiana, to become a bank holding company through the acquisition of up to 79 percent of the voting shares of Uinta County State Bank, Mountain View, Wyoming.	Newspaper – N/Avail Fed Reg – 08/16/2004

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
727156	Farmers State Bank 123 Main Street Wallace, Nebraska 69169	04/12/2004	07/09/2004	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, July 17, 2004

Section I – Applications subject to newspaper notice only

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

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(1)	Chisholm Bancshares, Inc., Decatur, TX, and Chisholm Holdings, Inc., Wilmington, DE, to acquire Texas North Bank, N.A., Decatur, TX (de novo)*	Fed Reg – 08/16/2004 Newspaper – 08/09/2004

* Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

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

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</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</i>		<i>Examination</i>	<i>CRA</i>	<i>CRA</i>	<i>Exam type</i>	
<i>number</i>	<i>Institution/Location</i>	<i>date</i>	<i>public date</i>	<i>rating</i>	<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for Quarter of

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

District 12

Federal Reserve Bank of San Francisco

Applications and notifications filed during the week ending Saturday, July 17, 2004

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Community Bank of Nevada, Las Vegas, Nevada, to establish a branch facility at 8945 W. Russell Road, Las Vegas, Nevada.*	Newspaper – 07/06/2004
Branch	Valley Independent Bank, El Centro, California, to establish a branch facility at 3400 Inland Empire Boulevard, Ontario, California.*	Newspaper – 07/16/2004

* Subject to the provisions of the Community Reinvestment Act

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(3)	Columbia Banking System, Inc., Tacoma, Washington, to acquire 100 percent of Bank of Astoria, Astoria, Oregon.*	Newspaper – 08/11/2004 Fed Reg – 08/13/2004

* Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

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

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

<i>Type</i>	<i>Application</i>
3(a)(5)(C)	Bridge Bancorp, San Jose, California, to become a bank holding company by acquiring 100 percent of Bridge Bank, N.A., San Jose, California.

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>
181169	Foothill Independent Bank 4550 Mangels Boulevard Fairfield, California 94585 (707) 863-6805	03/15/2004	07/12/2004	S	X	

Section VI – CRA examinations scheduled for Quarter of

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