

---

# Federal Reserve Release

---



*H.2*

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

*No. 46*

*Week Ending November 12, 2005*

### **Bank Holding Companies**

Bank of Montreal, Montreal, Canada; Harris Financial Corp., Chicago; Illinois, and Harris Bankcorp, Inc. -- to acquire Edville Bankcorp, Inc., Villa Park, Illinois, and its subsidiary, Villa Park Trust & Savings Bank.

- Approved, November 10, 2005

Sky Financial Group, Inc., Bowling Green, Ohio -- to acquire Falls Bank, Stow, a state-chartered savings bank.

- Approved, November 9, 2005

### **Enforcement**

Planters Bank and Trust Company, Staunton, Virginia -- written agreement dated March 19, 2004, terminated October 28, 2005.

- Announced, November 7, 2005

Virginia Heartland Bank, Fredericksburg, Virginia -- written agreement dated March 19, 2004, terminated October 28, 2005.

- Announced, November 7, 2005

### **Forms**

Forms -- final Board review to extend without revision the Recordkeeping and Disclosure Requirements in Connection with Regulation M (Consumer Leasing).

- Approved, November 7, 2005

### **Testimony And Statements**

Basel II Implementation and Revisions to Basel I -- statement by Governor Bies before the Senate Committee on Banking, Housing, and Urban Affairs.

- Published, November 10, 2005

**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**

#### Atlanta

AmSouth Bank, Birmingham, Alabama -- to establish branches at 12562 Race Track Road, Tampa, Florida; 9907 North Dale Mabry Highway, Carrollwood; 20171 Summerlin Road, Ft. Myers; and 15580 Old Hickory Boulevard, Nashville, Tennessee.

- Approved, November 10, 2005

#### Chicago

Chemical Bank and Trust Company, Midland, Michigan -- to establish a branch at 310 North Shiawassee Street, Corunna.

- Approved, November 9, 2005

#### Chicago

Cole Taylor Bank, Chicago, Illinois -- to establish a branch at 9550 West Higgins Road, Rosemont.

- Approved, November 10, 2005

#### Secretary

Comerica Bank, Detroit, Michigan -- to establish branches at 23330 Westheimer Parkway, Katy, Texas, and 8707 Highway 6 South, Houston.

- Approved, November 10, 2005

#### San Francisco

County Bank, Merced, California -- to establish a branch at 1375 Exposition Boulevard, Sacramento.

- Approved, November 9, 2005

#### Secretary

First State Bank N. M., Taos, New Mexico -- to establish a branch at the southwest corner of Southern and Unser Boulevards, Rio Rancho.

- Approved, November 10, 2005

**Bank Branches, Domestic**

New York

Manufacturers and Traders Trust Company, Buffalo, New York -- to establish a branch at 95 Highland Avenue, Suite 105, Hanover Township, Pennsylvania.  
- Approved, November 9, 2005

Kansas City

MontroseBank, Montrose, Colorado -- to establish a branch at 218 Grand Avenue, Paonia.  
- Approved, November 10, 2005

Chicago

Salin Bank and Trust Company, Indianapolis, Indiana -- to establish a branch at 716 East Main Street, Gas City.  
- Approved, November 10, 2005

**Bank Holding Companies**

Secretary

ABC Bancorp, Moultrie, Georgia -- commenter's request to extend the comment period on the application to acquire First National Banc, Inc., St. Marys.  
- Denied, November 7, 2005

Secretary

Cross County Bancshares, Inc., Wynne, Arkansas -- to acquire up to 13.91 percent of the shares of First Southern Bank, Batesville.  
- Approved, November 8, 2005

St. Louis

First Banks, Inc., Hazelwood, Missouri -- to acquire an additional 10.09 percent, for total direct and indirect control of 24.99 percent, of the shares of Community West Bancshares, Goleta, California, and thereby acquire Community West Bank, National Association.  
- Approved, November 7, 2005

St. Louis

First Horizon National Corporation, Memphis, Tennessee -- to acquire Town and Country Bank of the Ozarks, Republic, Missouri.  
- Approved, November 9, 2005

### **Bank Holding Companies**

#### General Counsel

Julius Baer Holding, Ltd., Zurich, Switzerland -- temporary exemption to engage indirectly in certain nonbanking activities in the United States in connection with the proposed acquisition of GAM Holding AG.

- Granted, November 8, 2005

#### Atlanta

MoneyTree Corporation, Lenoir City, Tennessee -- to become a bank holding company and to acquire First National Bank.

- Approved, November 8, 2005

#### San Francisco

Westside Banking Company, University Place, Washington -- to become a bank holding company and to acquire Westside Community Bank.

- Approved, November 10, 2005

### **Banks, Foreign**

#### New York

R-G Premier Bank of Puerto Rico, Hato Rey, Puerto Rico -- to establish an agency in Casselberry, Florida.

- Withdrawn, November 8, 2005

### **Banks, State Member**

#### St. Louis

Allied Bank, Mulberry, Arkansas -- to establish General Mortgage Company as a financial subsidiary and thereby engage in title insurance activities as agent.

- Approved, November 10, 2005

### **Change In Bank Control**

#### Atlanta

Bonifay Holding Company, Inc., Bonifay, Florida -- to retain control of Bonifay Holding Company, Inc.

- Permitted, November 10, 2005

### **Change In Bank Control**

#### Atlanta

Bonifay Holding Company, Inc., Bonifay, Florida -- change in bank control.  
- Permitted, November 10, 2005

#### Atlanta

Jeanerette First National Bancorp, Inc., Jeanerette, Louisiana -- change in bank control.  
- Permitted, November 8, 2005

### **Competitive Factors Reports**

#### Secretary

Cadence Bank, N. A., Starkville, Mississippi -- report on competitive factors of the proposed merger with Enterprise National Bank, Memphis, Tennessee.  
- Submitted, November 4, 2005 (AC)

#### San Francisco

First California Bank, Camarillo, California -- report on competitive factors of the proposed acquisition of assets and assumption of liabilities of South Coast Commercial Bank, Irvine.  
- Submitted, November 9, 2005

#### Atlanta

First Federal Bank, Dickson, Tennessee -- report on competitive factors of the proposed purchase of assets and liabilities of four Dickson County branches of AmSouth Bank, Birmingham, Alabama.  
- Submitted, November 7, 2005

#### St. Louis

The First National Bank of De Queen, De Queen, Arkansas -- report on competitive factors of the proposed merger with The First National Bank, Ashdown, and First National Bank, Waldron.  
- Submitted, November 10, 2005

### **Competitive Factors Reports**

#### Kansas City

First National Bank of Las Animas, Las Animas, Colorado -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of the Fowler branch of Sunflower Bank, N.A., Salina, Kansas.

- Submitted, November 7, 2005

#### St. Louis

The First National Bank of Wynne, Wynne, Arkansas -- report on competitive factors of the proposed purchase of assets and assumption of liabilities of The Bank of Harrisburg, Harrisburg.

- Submitted, November 9, 2005

#### Philadelphia

Fulton Bank, Lancaster, Pennsylvania -- report on competitive factors of the proposed purchase of certain assets and assumption of liabilities of the York branch of Susquehanna Bank PA, Lititz.

- Submitted, November 7, 2005

#### St. Louis

M C M Savings Bank, Federal Savings Bank, Hannibal, Missouri -- report on competitive factors of the proposed purchase of assets and assumption of liabilities of Farmers & Merchants Bank and Trust Company.

- Submitted, November 8, 2005

#### St. Louis

Sun Security Bank, Ellington, Missouri -- report on competitive factors of the proposed purchase of assets and assumption of liability to pay deposits in eight branches of SolutionsBank, Overland Park, Kansas.

- Submitted, November 7, 2005

### **Financial Holding Companies**

#### Director, BS&R

Chinatrust Financial Holding Company, Ltd., Taipei, Taiwan; Chinatrust Commercial Bank, Ltd.; and Chinatrust Capital Corporation, Torrance, California -- elections to become financial holding companies.

- Effective, November 10, 2005

**International Operations**

Director, BS&R

Citibank, N.A., New York, New York -- modification of the aggregate investment limit under Regulation K for certain investments of Citibank Overseas Investment Corporation, New Castle, Delaware.

- Approved, November 10, 2005

**Membership**

Atlanta

Paradise Bank, Boca Raton, Florida -- to become a member of the Federal Reserve System.

- Approved, November 10, 2005

St. Louis

Reelfoot Bank, Union City, Tennessee -- to become a member of the Federal Reserve System.

- Approved, November 7, 2005



**District: 1**

**Federal Reserve Bank of Boston**

**Filings received during the week ending November 12, 2005**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>
BUTLER BANCORP, MHC	* 3A1 * 3A3	Application by Butler Bancorp, MHC and Butler Bancorp, Inc., both of Lowell, Massachusetts, to become a mutual bank holding company and a stock bank holding company, respectively, by acquiring Butler Bank, Lowell, Massachusetts, pursuant to section 3(a)(1) and section 3(a)(3) of the Bank Holding Company Act of 1956, as amended.	Newspaper: 10/15/2005 Federal Register: 10/14/2005

**District: 1**  
**Federal Reserve Bank of Boston**

**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.

RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
---------	------------------------	-----------	-----------------	------------	-------------

---

NONE

CRA Examinations scheduled for Institution	Quarter of Location
--	---------------------

---

NONE

**District: 2**  
**Federal Reserve Bank of New York**  
**Filings received during the week ending November 12, 2005**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>
--------------	--------------------	------------------------	------------------------------

---

NONE

**District: 2**  
**Federal Reserve Bank of New York**

**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.

RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
------------	------------------------	-----------	--------------------	---------------	-------------

---

NONE

CRA Examinations scheduled for Institution	Quarter of Location
---	------------------------

---

NONE

**District: 3**

**Federal Reserve Bank of Philadelphia**

**Filings received during the week ending November 12, 2005**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>
NATIONAL PENN BANCSHARES, INC.	4c8	National Penn Bancshares, Inc., Boyertown, PA, to acquire 100% of Nittany Financial Corp., State College, PA, and thereby indirectly acquire Nittany Bank, State College, PA.	Newspaper: Not applicable Federal Register: 12/08/2005

## District: 3

### Federal Reserve Bank of Philadelphia

#### 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.

RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
------------	------------------------	-----------	--------------------	---------------	-------------

---

NONE

CRA Examinations scheduled for Institution	Quarter of Location
---	------------------------

---

NONE

**District: 4**

**Federal Reserve Bank of Cleveland**

**Filings received during the week ending November 12, 2005**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>
WHITAKER BANK CORPORATION OF KENTUCKY	* 3A3	Whitaker Bank Corporation of Kentucky, Lexington, KY to acquire the voting shares of Berea Community Bank, Inc., Berea, KY (fka Berea National Bank) pursuant to Section 3(a)(3) of the Bank Holding Company Act.	Newspaper: 12/03/2005 Federal Register: 12/05/2005

\* Subject to the provisions of the Community Reinvestment Act

## District: 4

### Federal Reserve Bank of Cleveland

#### 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.

RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
------------	------------------------	-----------	--------------------	---------------	-------------

---

NONE

CRA Examinations scheduled for Institution	Quarter of Location
---	------------------------

---

NONE



**District: 5**

**Federal Reserve Bank of Richmond**

**Filings received during the week ending November 12, 2005**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>
Congressional Bancshares, Inc.	3A1	Congressional Bancshares, Inc., Potomac, Maryland, to become a bank holding company by acquiring 100% of the voting shares of Congressional Bank, Potomac, Maryland.	Newspaper: Not applicable Federal Register: Not applicable

## District: 5

### Federal Reserve Bank of Richmond

#### 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.

RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
------------	------------------------	-----------	--------------------	---------------	-------------

---

NONE

CRA Examinations scheduled for Institution	Quarter of Location
---	------------------------

---

NONE

**District: 6****Federal Reserve Bank of Atlanta****Filings received during the week ending November 12, 2005**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
BANK INDEPENDENT	* Branch	Bank Independent, Sheffield, Alabama, to establish a branch located at 304 East Dr. Hicks Boulevard, Florence, Alabama.	Newspaper:	Not available
			Federal Register:	Not applicable
CORNERSTONE BANCSHARES, INC.	4c8	Cornerstone Bancshares, Inc., along with its subsidiary, EFI Acquisition, Inc., both of Chattanooga, Tennessee, to acquire substantially all of the assets and assume substantially all of the liabilities of Eagle Financial, LLC, and Eagle Funding, LLC, both of Chattanooga, Tennessee, and thereby engage in providing factoring services to small business and also provide services as a loan broker serving as a facilitator to small businesses to access the national credit markets.	Newspaper:	Not applicable
			Federal Register:	Not available
FIRST VISION BANK OF TENNESSEE	Member	First Vision Bank of Tennessee, Tullahoma, Tennessee, to become a member of the Federal Reserve System.	Newspaper:	Not applicable
			Federal Register:	Not applicable
SUNTRUST BANK	* Branch	SunTrust Bank, Atlanta, Georgia, to establish a branch located at 121 Rolling Hill Road, Suite 225, Lakeside Professional Building, Mooresville, North Carolina, to be known as the Motorsports-Mooresville Office.	Newspaper:	11/18/2005
			Federal Register:	Not applicable

**District: 6**  
**Federal Reserve Bank of Atlanta**

**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.

RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
---------	------------------------	-----------	-----------------	------------	-------------

---

NONE

CRA Examinations scheduled for Institution	Quarter of Location
--	---------------------

---

NONE

**District: 7****Federal Reserve Bank of Chicago****Filings received during the week ending November 12, 2005**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
BANK OF MONTREAL	4c8	Bank of Montreal, Montreal, Canada; Harris Financial Corp., Wilmington, Delaware; and Harris Bankcorp, Inc., Chicago, Illinois, proposes to engage de novo in financial and investment advisory activities and securities brokerage through Harris Investor Services, Inc., Chicago, Illinois.	Newspaper:	Not applicable
			Federal Register:	11/29/2005
Belmont Financial Group, Inc.	* 3A1	Belmont Financial Group, Inc., Chicago, Illinois, to become a bank holding company by acquiring 100 percent of the voting shares of Belmont Bank & Trust Company (in organization), Chicago, Illinois.	Newspaper:	Not available
			Federal Register:	Not available
CAPITOL BANCORP LTD.	* 3A3	Capitol Bancorp, Ltd. Lansing, Michigan and Capitol Development Bancorp Limited III, Lansing, Michigan, to acquire 51 percent of the voting shares of Bank of Santa Barbara (in organization), Santa Barbara, California.	Newspaper:	Not available
			Federal Register:	11/28/2005
CENTERBANK FINANCIAL, INC.	* 3A1	CenterBank Financial, Inc., Northfield, Illinois, to become a bank holding company by acquiring 100 percent of the voting shares of CenterBank and Trust, National Association (in organization), Deerfield, Illinois.	Newspaper:	Not available
			Federal Register:	11/18/2005
CHEMICAL BANK AND TRUST COMPANY	* 18C * Branch	Chemical Bank and Trust Company, Midland, Michigan, to merge with Chemical Bank West, Walker, Michigan and Chemical Bank Shoreline, Benton Harbor, Michigan, and thereby to establish branches.	Newspaper:	Not available
			Federal Register:	Not applicable
COMERICA BANK	* Branch	Comerica Bank, Detroit, Michigan, to establish branch facilities to be located at 6812 Katella Ave., Cypress, California; 318A Diablo Road, Ste. 100, Danville, California; and 6301 Wilshire Blvd., Los Angeles, California.	Newspaper:	Not available
			Federal Register:	Not applicable
COMERICA BANK	* Branch	Comerica Bank, Detroit, Michigan, to establish branch facilities to be located at 1825 S. Val Vista Drive, Mesa, Arizona and 14801 N. Scottsdale Road, Scottsdale, Arizona.	Newspaper:	11/10/2005
			Federal Register:	Not applicable
FIRST CITIZENS FINANCIAL CORP.	* 3A3	First Citizens Financial Corp., Mason City, Iowa, to acquire 100 percent of Kanabec Credit Company, Mora, Minnesota, and thereby indirectly acquire Kanabec State Bank, Mora, Minnesota.	Newspaper:	Not available
			Federal Register:	12/05/2005
FIRST MIDWEST BANK	* 18C * Branch	First Midwest Bank, Itasca, Illinois, to purchase the assets and assume the liabilities of the Carpentersville, Illinois branch of Elgin State Bank, Elgin, Illinois, and thereby to establish a branch located at 2250 Randall Road, Carpentersville, Illinois.	Newspaper:	Not available
			Federal Register:	Not applicable

**District: 7****Federal Reserve Bank of Chicago****Filings received during the week ending November 12, 2005**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
FIRST STATE ASSOCIATES, INC.	* 3A3	First State Associates, Inc., Inc., Hawarden, Iowa, to acquire the remaining 50 percent of The Hawarden Banking Company, Hawarden, Iowa, and thereby indirectly own 100 percent of First State Bank, Hawarden, Iowa.	Newspaper:	12/03/2005
			Federal Register:	12/09/2005
INDIANA BANK CORP.	* 3A1	Indiana Bank Corp., Terre Haute, Indiana, to become a bank holding company by acquiring 100 percent of the voting shares of The First National Bank of Dana, Dana, Indiana.	Newspaper:	Not available
			Federal Register:	12/09/2005
STC BANCSHARES CORP.	* 3A1 4c8	STC Bancshares Corp., St. Charles, Illinois, to become a bank holding company by acquiring 100 percent of the voting shares of STC Capital Bank (in organization), St. Charles, Illinois, and the notification to engage de novo in extending credit and servicing loans.	Newspaper:	Not available
			Federal Register:	12/12/2005
WEST BANCORPORATION, INC.	4c8	12 Day prior notice - West Bancorporation, West Des Moines, Iowa, proposes to acquire 100 percent of Investors Management Group, Des Moines, Iowa, and thereby engage in financial and investment advisory activities and agency transactional services for customer investments pursuant to Section 225.28(b)(6) and (7) of Regulation Y.	Newspaper:	Not applicable
			Federal Register:	Not applicable

**District: 7**  
**Federal Reserve Bank of Chicago**

**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.

RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
---------	------------------------	-----------	-----------------	------------	-------------

---

NONE

CRA Examinations scheduled for Institution	Quarter of Location
--	---------------------

---

NONE

**District: 8****Federal Reserve Bank of St. Louis****Filings received during the week ending November 12, 2005**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
CLAY COUNTY STATE BANCSHARES, INC.	* 3A1	Clay County State Bancshares, Inc., Louisville, Illinois, to become a bank holding company by acquiring 100 percent of Clay County State Bank, Louisville, Illinois.	Newspaper:	11/26/2005
			Federal Register:	12/08/2005
CLAYTON BANCORP, INC	* 3A5 4c8	Clayton Bancorp, Inc., Henderson, Tennessee, to merge with Bancshares of Camden, Inc., Camden, Tennessee, and thereby indirectly acquire Bank of Camden, Camden, Tennessee. Also, Clayton Bancorp, Inc., Henderson, Tennessee, to indirectly engage in reinsuring credit life, credit accident, and health insurance activities through the indirect acquisition of BOC Reinsurance Company, Ltd., Crossville, Tennessee.	Newspaper:	12/04/2005
			Federal Register:	Not available
CLAYTON BANCORP, INC	Investment	Clayton Bancorp, Inc., Henderson, Tennessee, to indirectly acquire BOC Reinsurance Company, Ltd., Turks and Caicos Islands, British West Indies, pursuant to Section 211.10(a)(5) of Regulation K.	Newspaper:	Not applicable
			Federal Register:	Not applicable
COMMUNITY FIRST BANCSHARES, INC.	* 3A3	Community First Bancshares, Inc., Harrison, Arkansas ("Community"), to acquire additional shares of White River Bancshares Company, Fayetteville, Arkansas ("Bancshares"), and thereby indirectly acquire Signature Bank, Fayetteville, Arkansas. The acquisition will result in Community retaining ownership of up to 23.33 percent of Bancshares stock.	Newspaper:	11/28/2005
			Federal Register:	12/12/2005
HOLLY SPRINGS BANCSHARES INC	CIC	Notice by the Carlisle Family Control Group, Holly Springs, Mississippi, to retain control of Holly Springs Bancshares, Inc., Holly Springs, Mississippi. The Carlisle Family Control Group consists of Dennis C. Carlisle, Sr., Martha Carlisle, Dennis Carlisle, Jr., Fred Carlisle, and the Dennis Carlisle Trust, all of Holly Springs, Mississippi.	Newspaper:	11/16/2005
			Federal Register:	11/29/2005
HOLLY SPRINGS BANCSHARES INC	CIC	Notice by John Dabney Brown, Holly Springs, Mississippi, to retain control of Holly Springs Bancshares, Inc., Holly Springs, Mississippi.	Newspaper:	11/16/2005
			Federal Register:	11/29/2005
HOLLY SPRINGS BANCSHARES INC	CIC	Notice by the Gresham Family Control Group, Holly Springs, Mississippi, to retain control of Holly Springs Bancshares, Inc., Holly Springs, Mississippi. The Gresham Family Control Group consists of Sparkman Boothe Gresham, Frances McGill Gresham, Steven McGill Gresham, Anita Barnett, and Amanda Barnett, all of Holly Springs, Mississippi.	Newspaper:	11/16/2005
			Federal Register:	11/29/2005



**District: 8****Federal Reserve Bank of St. Louis****Filings received during the week ending November 12, 2005**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>
HOLLY SPRINGS BANCSHARES INC	CIC	Notice by the Fant Family Control Group, to retain control of Holly Springs Bancshares, Inc., Holly Springs, Mississippi. The Fant Family Control Group consists of L.G. Fant, III, Washington, D.C.; William H.S. Fant, Potomoc, Maryland; James Fant, San Francisco, California; Cordelia Fantova, Atlanta, Georgia; Nancy Fant Smith, Oxford, Mississippi; Nancy Tissue, Knoxville, Tennessee; L.G. Fant Smith, Murfreesboro, Tennessee; Margaret Rhodes, Atlanta, Georgia; Catherine Smith, Nashville, Tennessee; and Orma R. Smith, III, Corinth, Mississippi.	Newspaper: 11/16/2005 Federal Register: 11/29/2005
HOME BANCSHARES, INC.	* 3A3	Home Bancshares, Inc., Conway, Arkansas ("Home"), to acquire additional shares of White River Bancshares Company, Fayetteville, Arkansas ("Bancshares"), and thereby indirectly acquire Signature Bank, Fayetteville, Arkansas. The acquisition will result in Home retaining ownership of up to 20.0 percent of Bancshares stock.	Newspaper: 11/26/2005 Federal Register: Not available
MEMPHISFIRST CORPORATION	CIC	Notice by a group acting in concert to gain control of MemphisFirst Corporation, Memphis, Tennessee. The group consists of Scott Lee Bolding, Fayetteville, Arkansas; John Spellings Everett, Collierville, Tennessee; John Edgar Griffin, Columbus, Mississippi; Dayton Reid Hedgepeth, Memphis, Tennessee; Donald Lee Hutson, Memphis, Tennessee; Pritesh Bhagubhai Patel, Fort Worth, Texas; Jon Abner Reeves, Southaven, Mississippi; James Lee Stafford, West Point, Mississippi; James Lynn Teel, Winter Park, Florida; Brent Derek Trulove, Memphis, Tennessee; Frank Pearson Uhlhorn, Germantown, Tennessee; Theodore Gaillard Uhlhorn, V, Memphis, Tennessee; John Bullington Walker, Germantown, Tennessee; and William Gerald Washington, Randolph, Mississippi.	Newspaper: Not available Federal Register: Not available
REELFOOT BANK	Member	Reelfoot Bank, Union City, Tennessee, to become a member of the Federal Reserve System.	Newspaper: Not applicable Federal Register: Not applicable

**District: 8**  
**Federal Reserve Bank of St. Louis**

**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.

RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
------------	------------------------	-----------	--------------------	---------------	-------------

NONE

CRA Examinations scheduled for Institution	Quarter of Location
---	------------------------

NONE

\* Subject to the provisions of the Community Reinvestment Act

**District: 9****Federal Reserve Bank of Minneapolis****Filings received during the week ending November 12, 2005**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>
AMERICAN STATE BANK HOLDING COMPANY, INC.	CIC	Shirley A. Davidson; the Shirley A. Davidson Marital Trust, Shirley A. Davidson trustee; Tamara M. Davidson-Sogard; the Tamara M. Davidson-Sogard Family Generation Skipping Trust, Tamara M. Davidson-Sogard trustee; Patrick Oliver Sogard; Barrett W. Sogard; the Barrett W. Sogard Trust; Isabella M. Sogard; the Isabella M. Sogard Trust; Oliver T. Sogard; the Oliver T. Sogard Trust; Thomas P. Sogard; and the Thomas P. Sogard Trust all of Williston, North Dakota and Thomas M. Davidson, Jr. and the Thomas M. Davidson Jr. Family Generation Skipping Trust, Thomas M. Davidson Jr. trustee of Minneapolis, Minnesota, a group acting in concert, to acquire 25 percent or more of the shares of American State Bank Holding Company, Inc., Williston, North Dakota, and thereby indirectly gain control of American State Bank & Trust Company of Williston, Williston, North Dakota. In addition, Shirley A. Davidson, Tamara M. Davidson-Sogard, and Patrick O. Sogard to individually acquire 25 percent or more of the shares of American State Bank Holding Company, Inc., Williston, North Dakota, and thereby indirectly gain control of American State Bank & Trust Company of Williston, Williston, North Dakota.	Newspaper: Not available Federal Register: Not available
FIRST SLEEPY EYE BANCORPORATION, INC.	* 3A3	First Sleepy Eye Bancorporation, Inc., Sioux Falls, South Dakota, to acquire 100 percent of Stearns Bank Evansville, N.A., Evansville, Minnesota.	Newspaper: Not available Federal Register: 12/05/2005
WALKER BAN CO.	CIC	Notice by the John C. Elsenpeter 2004 Term Trust and the John C. Elsenpeter 2005 Term Trust ("JCE Trusts"); John C. Elsenpeter, individually and as trustee of the JCE Trusts; The Vicki J. Elsenpeter 2004 Term Trust and The Vicki J. Elsenpeter 2005 Term Trust ("VJE Trusts"); and Vicki J. Elsenpeter, individually and as trustee of the VJE Trusts, all of Walker, Minnesota, a group acting in concert, to acquire 25 percent or more of the shares of Walker Ban Co., Walker, Minnesota, and thereby indirectly gain control of First National Bank of Walker, Walker, Minnesota and Lakes State Bank, Pequot Lakes, Minnesota.	Newspaper: Not available Federal Register: 11/22/2005

**District: 9**

**Federal Reserve Bank of Minneapolis**

**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.

RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
---------	------------------------	-----------	-----------------	------------	-------------

---

NONE

CRA Examinations scheduled for Institution	Quarter of Location
--	---------------------

---

NONE

\* Subject to the provisions of the Community Reinvestment Act

**District: 10****Federal Reserve Bank of Kansas City****Filings received during the week ending November 12, 2005**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
FIRST STATE BANK N.M.	* 5D3 * Branch * 18C * Branch	First State Bank, N.M., Taos, New Mexico, to merge with Access Bank, Clovis, New Mexico, and Ranchers Banks, Belen, New Mexico, and incident thereto, to establish several branches.	Newspaper:	Not available
			Federal Register:	Not applicable
FIRST STATE BANK N.M.	* Branch	First State Bank, N.M., Taos, New Mexico, to establish a branch at 5225 N. Academy, Suite 100, Colorado Springs, Colorado.	Newspaper:	11/18/2005
			Federal Register:	Not applicable
FIRSTTIER II BANCORP.	3A1	FirsTier II Bancorp, Cheyenne, Wyoming, to become a bank holding company through the reorganization of 100 percent of the voting shares of FirsTier Bank, Nebraska, Kimball, Nebraska.	Newspaper:	Not applicable
			Federal Register:	Not applicable
FIRSTTIER III BANCORP.	3A1	FirsTier III Bancorp, Broomfield, Colorado, to become a bank holding company through the reorganization of 100 percent of the voting shares of FirsTier Bank, Colorado, Louisville, Colorado.	Newspaper:	Not applicable
			Federal Register:	Not applicable
SELKO BANCO, INC.	CIC	Notification by Scott Neil Selko, Mead, Nebraska, to acquire control of Selko Banco, Inc., parent of Bank of Mead, both in Mead, Nebraska.	Newspaper:	11/30/2005
			Federal Register:	12/01/2005
VIKING CORPORATION, THE	CIC	Notification by Clarkson D. Lauritzen, Omaha, Nebraska, to acquire control of The Viking Corporation, Omaha, Nebraska, parent of Crawford County Trust and Savings Bank, Denison, Iowa; and Landmands National Bank, Audubon, Iowa.	Newspaper:	Not available
			Federal Register:	11/22/2005
WELLS BANCSHARES, INC.	CIC	Notice by Robert J. Barmann, Jr., Platte City, Missouri; and James L. Baber, Weston, Missouri, as individuals; and Robert J. Barmann, Jr., Platte City, Missouri; James L. Baber, Weston, Missouri, and Robert M. McGinness, Platte City, Missouri; as a group acting in concert, to acquire control of Wells Bancshares, parent of Wells Bank of Platte City, both in Platte City, Missouri.	Newspaper:	11/28/2005
			Federal Register:	11/29/2005
WESTERN STATE BANCSHARES, INC.	* 3A1	Western State Bancshares, Waterloo, Nebraska, to become a bank holding company through the acquisition of up to 100 percent of the voting shares of Western State Bank, Waterloo, Nebraska.	Newspaper:	10/29/2005
			Federal Register:	12/08/2005

**District: 10**

**Federal Reserve Bank of Kansas City**

**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.

RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
---------	------------------------	-----------	-----------------	------------	-------------

---

NONE

CRA Examinations scheduled for Institution	Quarter of Location
--	---------------------

---

NONE

\* Subject to the provisions of the Community Reinvestment Act

**District: 11****Federal Reserve Bank of Dallas****Filings received during the week ending November 12, 2005**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
PATRIOT BANCSHARES, INC.	* 3A1	Patriot Bancshares, Inc., Houston, Texas, to become a bank holding company by acquiring 100 percent of Patriot Bank, Houston, Texas.	Newspaper:	11/20/2005
			Federal Register:	12/05/2005
RIVERBEND FINANCIAL CORPORATION	3A1	Riverbend Financial Corporation, Fort Worth, Texas, and Riverbend Financial Corporation - Nevada, Carson City, Nevada, to become bank holding companies by acquiring 100 percent of Riverbend Bank, Fort Worth, Texas.	Newspaper:	Not applicable
			Federal Register:	Not applicable
SPEARMAN BANCSHARES, INC.	CIC	Notice by Mr. Bill Don Pittman and Mrs. Ginger Carol Pittman, Spearman, Texas, to increase ownership and voting control from 30.64 percent to 30.73 percent in Spearman Bancshares, Inc., Spearman, Texas, and indirectly Spearman Financial Corporation, Dover, Delaware, and First National Bank, Spearman, Texas.	Newspaper:	11/11/2005
			Federal Register:	11/22/2005

**District: 11**  
**Federal Reserve Bank of Dallas**

**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.

RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
------------	------------------------	-----------	--------------------	---------------	-------------

---

NONE

CRA Examinations scheduled for Institution	Quarter of Location
---	------------------------

---

NONE



**District: 12****Federal Reserve Bank of San Francisco****Filings received during the week ending November 12, 2005**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
BANK OF THE FEDERATED STATES OF MICRONESIA	FBSEA	Bank of the Federated States of Micronesia, Kolonia, Pohnpei, Federated States of Micronesia, to establish a limited service non-insured branch in Honolulu, Hawaii, pursuant to section 7(d) of the International Banking Act, and section 211.24(a)(1) of Regulation K.	Newspaper:	Not available
			Federal Register:	Not applicable
COUNTY BANK	* Branch	County Bank, Merced, California, to establish a branch facility at 1375 Exposition Boulevard, Sacramento, California.	Newspaper:	10/13/2005
			Federal Register:	Not applicable
EAST WEST BANK	* Branch	East West Bank, San Marino, California, to establish a branch facility to be located at 15333 Culver Drive, Irvine, California.	Newspaper:	11/04/2005
			Federal Register:	Not applicable

**District: 12**

**Federal Reserve Bank of San Francisco**

**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.

RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
---------	------------------------	-----------	-----------------	------------	-------------

---

NONE

CRA Examinations scheduled for Institution	Quarter of Location
--	---------------------

---

NONE

\* Subject to the provisions of the Community Reinvestment Act