
Federal Reserve Release



H.2

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

No. 42

Week Ending October 21, 2006

Bank Holding Companies

Regions Financial Corporation, Birmingham, Alabama -- to merge with AmSouth Bancorporation and thereby acquire AmSouth Bank, and for Regions Bank to merge with AmSouth Bank and thereby establish branches.

- Approved, October 20, 2006

Wachovia Corporation, Charlotte, North Carolina -- commenter's request for reconsideration of the Board's approval of the application to acquire Golden West Financial Corporation, Oakland, California.

- Denied, October 20, 2006

| | | | |
|-----------------|------------------------------------|--------------|---|
| 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

St. Louis

Arvest Bank, Fayetteville, Arkansas -- to establish a branch at 2600 Donaghey Avenue, Conway.
- Approved, October 17, 2006

St. Louis

Bank of Evansville, Evansville, Indiana -- to establish a branch at 515 Dixie Lane.
- Approved, October 17, 2006

Richmond

Bank of the James, Lynchburg, Virginia -- to establish a branch at 164 South Main Street, Amherst.
- Approved, October 19, 2006

Richmond

Citizens Community Bank, South Hill, Virginia -- to establish a branch at 138 Roanoke Rapids Road, Gaston, North Carolina.
- Approved, October 16, 2006

Kansas City

Cottonwood Valley Bank, Cedar Point, Kansas -- to establish a branch at 200 Broadway Street, Cottonwood Falls.
- Approved, October 16, 2006

San Francisco

County Bank, Merced, California -- to establish a branch at the intersection of Shanks Road and Schiendel Avenue, Delhi.
- Approved, October 16, 2006

Richmond

Farmers & Mechanics Bank, Frederick, Maryland -- to establish a branch at 12916 Conamar Drive, Hagerstown.
- Approved, October 16, 2006

Bank Branches, Domestic

Richmond

Fidelity & Trust Bank, Bethesda, Maryland -- to establish a branch at 8601 Westwood Center Drive, Vienna, Virginia.
- Approved, October 20, 2006

Cleveland

Fifth Third Bank, Cincinnati, Ohio -- to establish a branch at 4653 Tuscarawas Street West, Perry Township.
- Approved, October 20, 2006

Cleveland

Fifth Third Bank, Grand Rapids, Michigan -- to establish a branch at 225 West State Street, Geneva, Illinois.
- Approved, October 17, 2006

Cleveland

Fifth Third Bank, Grand Rapids, Michigan -- to establish a branch at 400 East South Water Street, Chicago, Illinois.
- Approved, October 17, 2006

Cleveland

Fifth Third Bank, Grand Rapids, Michigan -- to establish a branch at 24653 West Higgins Road, Hoffman Estates, Illinois.
- Approved, October 17, 2006

St. Louis

First Bank, St. Louis, Missouri -- to establish a branch at 1788 Tribute Road, Suite 304, Sacramento, California.
- Approved, October 17, 2006

Richmond

RBC Centura Bank, Raleigh, North Carolina -- to establish a branch at 14495 Miramar Parkway, Miramar, Florida.
- Approved, October 18, 2006

Bank Branches, Domestic

Richmond

RBC Centura Bank, Raleigh, North Carolina -- to establish a branch at 4620 PGA Boulevard, Suite 101, Palm Beach Gardens, Florida.
- Approved, October 18, 2006

Secretary

Sandy Spring Bank, Olney, Maryland -- to establish a branch at 8677 Georgia Avenue, Silver Spring.
- Approved, October 18, 2006

Bank Holding Companies

Chicago

Baytree Bancorp, Inc., Lake Forest, Illinois -- to engage in riskless principal transactions through its subsidiary, Baytree Bancorp Investments, Inc.
- Approved, October 20, 2006

Kansas City

BBOK Bancshares, Inc., Wichita, Kansas -- to acquire First St. Louis Securities, St. Louis, Missouri, and thereby engage in securities brokerage, private placement services, and underwriting and dealing in government obligations and money market instruments.
- Approved, October 20, 2006

Kansas City

Blue Lion Bancshares, Inc., Prairie Village, Kansas -- to become a bank holding company and to acquire 99.95 percent of the shares of Hartford State Bank, Hartford.
- Approved, October 20, 2006

Kansas City

BOR Bancorp, Rothville, Missouri -- to become a bank holding company and to acquire Bank of Rothville.
- Approved, October 16, 2006

Bank Holding Companies

Secretary

Cadence Financial Corporation, Starkville, Mississippi -- amended request for waiver of application to acquire Seasons Bancshares, Inc., Blairsville, Georgia, and Seasons Bank; and for Seasons Bank to merge with Cadence Financial Corporation's subsidiary, Cadence Bank, N.A., Starkville.
- Granted, October 16, 2006

Atlanta

CP Capital Asset Acquisition, Inc., Miami, Florida -- to become a bank holding company and to acquire Security Bank, N.A., North Lauderdale.
- Approved, October 20, 2006

Chicago

Heartland Financial USA, Inc., Dubuque, Iowa -- to acquire Summit Acquisition Corporation, Broomfield, Colorado, and Summit Bank & Trust, a de novo bank; and for Summit Acquisition Corporation to become a bank holding company and to acquire Summit Bank & Trust.
- Approved, October 16, 2006

Atlanta

Jacksonville Bancorp, Inc., Jacksonville, Florida -- relief from a commitment.
- Withdrawn, October 18, 2006

Cleveland

National City Corporation, Cleveland, Ohio -- to acquire Fidelity Bankshares, Inc., West Palm Beach, Florida, Fidelity Federal Bank & Trust, and Fidelity Realty & Appraisal Services, Inc. and thereby engage in real estate appraisal services.
- Approved, October 16, 2006

Chicago

PrivateBancorp, Inc., Chicago, Illinois -- to acquire Piedmont Bancshares, Inc., Atlanta, Georgia, and Piedmont Bank of Georgia.
- Approved, October 18, 2006

Bank Holding Companies

Richmond

RBC Centura Banks, Inc., Raleigh, North Carolina; Royal Bank of Canada, Montreal, Quebec, Canada; Royal Bank Holding Inc., Toronto, Ontario; RBC Holding (USA) Inc., New York, New York; RBC USA Holdco Corporation; RBC Holdings (Delaware) Inc., Wilmington, Delaware; Prism Financial Corporation, Chicago, Illinois; and FLAG Acquisition Sub, Inc., Rocky Mount, North Carolina -- to acquire FLAG Financial Corporation, Atlanta, Georgia, and FLAG Bank.
- Approved, October 18, 2006

Chicago

S.B.C.P. Bancorp, Inc., Cross Plains, Wisconsin -- waiver of application to acquire Verona Bancshares, Limited, Verona, and Independent Bank, in connection with the merger of Independent Bank and State Bank of Cross Plains, Cross Plains.
- Granted, October 20, 2006

St. Louis

St. Elizabeth Bancshares, Inc., St. Elizabeth, Missouri -- to acquire Bank of Freeburg, Freeburg.
- Approved, October 16, 2006

San Francisco

Sterling Financial Corporation, Spokane, Washington -- waiver of application to merge with FirstBank NW Corp, Clarkston, in connection with the merger of FirstBank Northwest and Sterling Savings Bank, Spokane.
- Granted, October 20, 2006

Bank Premises

Richmond

Farmers and Miners Bank, Pennington Gap, Virginia -- to increase its investment in bank premises.
- Approved, October 19, 2006

Richmond

Peoples Community Bank, Montross, Virginia -- to increase its investment in bank premises.
- Approved, October 17, 2006

Change In Bank Control

Richmond

Big Coal River Bancorp, Inc., Whitesville, West Virginia -- to retain control of Big Coal River Bancorp, Inc.
- Permitted, October 20, 2006

St. Louis

Dearmin Bancorp, Inc., Odon, Indiana -- change in bank control.
- Permitted, October 16, 2006

Philadelphia

Landmark Community Bank, Pittston, Pennsylvania -- change in bank control.
- Permitted, October 18, 2006

Competitive Factors Reports

Atlanta

American Banking Company, Moultrie, Georgia -- report on competitive factors of the proposed merger with Islands Community Bank, N.A., Beaufort, South Carolina.
- Submitted, October 16, 2006

Cleveland

The Citizens Bank, Morehead, Kentucky -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of the Owingsboro and Sharpsburg branches of Farmers Bank & Trust Company, Georgetown.
- Submitted, October 16, 2006

Chicago

First Bank & Trust, SB, Paris, Illinois -- report on competitive factors of the proposed purchase of assets and assumption of deposit liabilities of the Rantoul branch of Central Illinois Bank, Champaign.
- Submitted, October 16, 2006

Minneapolis

First Security Bank, Underwood, Underwood, North Dakota -- report on competitive factors of the proposed merger with The First National Bank of McClusky, McClusky.
- Submitted, October 18, 2006

Competitive Factors Reports

Dallas

Franklin Bank, S.S.B., Houston, Texas -- report on competitive factors of the proposed acquisition of the Mount Vernon and Winnsboro branches of Equity Bank, SSB, Dallas.

- Submitted, October 18, 2006

Dallas

Franklin Bank, S.S.B., Houston, Texas -- report on competitive factors of the proposed acquisition of the Mount Vernon and Winnsboro branches of Equity Bank, SSB, Dallas.

- Submitted, October 20, 2006

Boston

Gardiner Savings Institution Federal Savings Bank, Gardiner, Maine -- report on competitive factors of the proposed acquisition of First Citizens Bank, Presque Isle.

- Submitted, October 17, 2006

Boston

Hampden Bank, Springfield, Massachusetts -- report on competitive factors of the proposed merger with Hampden Bancorp, MHC, in connection with a reorganization of the mutual holding company into a stock bank holding company.

- Submitted, October 18, 2006

Atlanta

Mountain State Bank, Dawsonville, Georgia -- report on competitive factors of the proposed acquisition of assets and liabilities of the two Dahlonega branches of Gainesville Bank & Trust, Gainesville.

- Submitted, October 19, 2006

Minneapolis

Northview Bank, Finlayson, Minnesota -- report on competitive factors of the proposed merger with The First National Bank of Deer River, Deer River.

- Submitted, October 18, 2006

Competitive Factors Reports

Chicago

The Old Second National Bank of Aurora, Aurora, Illinois -- report on competitive factors of the proposed merger with Old Second Mortgage Company, St. Charles.
- Submitted, October 16, 2006

Dallas

Patriot Bank, Houston, Texas -- report on competitive factors of the proposed merger with Northeast National Bank, Mesquite.
- Submitted, October 20, 2006

Dallas

Prosperity Bank, El Campo, Texas -- report on competitive factors of the proposed merger with Northwest Bank, Roanoke.
- Submitted, October 20, 2006

Dallas

Prosperity Bank, El Campo, Texas -- report on competitive factors of the proposed merger with Gateway National Bank, Dallas.
- Submitted, October 20, 2006

Dallas

Prosperity Bank, El Campo, Texas -- report on competitive factors of the proposed merger with GNB Financial N.A., Gainesville.
- Submitted, October 20, 2006

Richmond

RBC Centura Bank, Raleigh, North Carolina -- report on competitive factors of the proposed merger with FLAG Financial Corporation, Atlanta, Georgia.
- Submitted, October 18, 2006

New York

Shinhan Bank America, New York, New York -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of the Oradell, New Jersey, branch of The Provident Bank, Jersey City.
- Submitted, October 19, 2006

Competitive Factors Reports

San Francisco

Sterling Savings Bank, Spokane, Washington -- report on competitive factors of the proposed merger with FirstBank Northwest, Clarkston.

- Submitted, October 19, 2006

San Francisco

United Commercial Bank, San Francisco, California -- report on competitive factors of the proposed merger with The Summit National Bank, Atlanta, Georgia.

- Submitted, October 18, 2006

Extensions Of Time

Atlanta

IBERIABANK, Lafayette, Louisiana -- extension to November 4, 2007, to establish a branch at Highway 21, Covington.

- Granted, October 17, 2006

Atlanta

SunTrust Bank, Atlanta, Georgia -- extension to November 25, 2007, to establish a branch at 121 Rolling Hill Road, Suite 225, Mooresville, North Carolina.

- Granted, October 19, 2006

District: 1

Federal Reserve Bank of Boston

Filings received during the week ending October 21, 2006

| Filer | Filing Type | Filing Proposal | End of Comment Period |
|-----------------|--------------------|---|--|
| HIGHER ONE, INC | * 3A1 4c8 | Higher One, Inc., New Haven, Connecticut - to become a bank holding company pursuant to section 3(a)(1) of the BHC Act in connection with the formation of Higher One Bank, New Haven, Connecticut. | Newspaper: Not available Federal Register: 11/13/2006 |

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 October 21, 2006**

| Filer | Filing Type | Filing Proposal | End of Comment Period |
|---|--------------------|--|---|
| BANCO SANTANDER INTERNATIONAL | Other Foreign | Banco Santander International, Miami, Florida, an indirectly held Edge Corporation of Banco Santander Central Hispano, Madrid, Spain, provided notice to the Board of Governors of the Federal Reserve System of its intention to establish a domestic branch in Los Angeles, California. | Newspaper: Not available Federal Register: Not applicable |
| CITIGROUP INC. | Investment | Citigroup, Inc., New York, New York ("Citigroup"), request for specific consent pursuant to Section 211.9(g) of Regulation K for the reorganization of Citigroup subsidiaries and related prior notice for investments in excess of the single company general consent limit under Section 211.9(f) of Regulation K. | Newspaper: Not applicable Federal Register: Not applicable |
| DISCOUNT BANCORP, INC. | 4c8 | Notice by Treetops Acquisition Group LP, Treetops Acquisition Group II LP, Treetops Acquisition Group Ltd., Treetops Acquisition Group II Ltd., CAM Discount Ltd. all of Georgetown, Grand Cayman, the Edgar M. Bronfman Trusts A, B, C, D, E, F and G, all of Montreal, Canada, Israel Discount Ltd, Tel Aviv, Israel and Discount Bancorp, New York, New York, ("Discount") for prior approval of the Board of Governors to permit Discount to acquire IDB Capital Corp, New York, New York a Securities and Exchange Commission-registered securities broker from its FDIC-insured, state non-member bank subsidiary Israel Discount Bank of New York, New York, New York pursuant to Section 4(c)(8) of the Bank Holding Company Act and Section 228.25(a)(7) of Regulation Y. | Newspaper: Not applicable Federal Register: Not available |
| FORT ORANGE FINANCIAL CORPORATION | * 3A1 | Fort Orange Financial Corp. requests to become a one-bank holding company, pursuant to Section 3(a)1 of the BHC Act, and Section 225.15 of Regulation Y, by acquiring Capital Bank & Trust Company, both of Albany, New York. | Newspaper: Not available Federal Register: 11/03/2006 |
| STATE EXPORT-IMPORT BANK OF UKRAINE, INC. | FBSEA | Export-Import Bank of Ukraine ("EXIM Bank")Kiev, Ukraine, to establish a representative office in New York, New York, pursuant to Section 10(a) of the International Banking Act of 1978, as amended, and Section 211.24(a)(1) of Regulation K. | Newspaper: Not available Federal Register: Not applicable |
| UBS AG | FBSEA | UBS AG, Zurich, Switzerland to establish an additional federal limited branch to be located in Tampa, Florida pursuant to Section 211.24(a)(2)(i)(A) of Regulation K. | Newspaper: 10/29/2006 Federal Register: Not applicable |

* Subject to the provisions of the Community Reinvestment Act

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 October 21, 2006

| Filer | Filing Type | Filing Proposal | End of Comment Period |
|--------------|--------------------|------------------------|------------------------------|
| NONE | | | |

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 October 21, 2006**

| Filer | Filing Type | Filing Proposal | End of Comment Period |
|-----------------------------------|--------------------|---|---|
| KEYBANK NATIONAL ASSOCIATION | Investment | KeyBank is seeking prior Board approval to invest an additional amount in excess of 10 percent of its capital and surplus in its agreement corporations. KeyBank requests that the Board grant authorization for an investment by KeyBank in it agreement corporations of up to an additional \$45,000,000 pursuant to Section 211.5(h)of Reg K | Newspaper: Not applicable Federal Register: Not applicable |
| STATE BANK AND TRUST COMPANY, THE | * Branch | The State Bank and Trust Company, Defiance, OH to establish a branch at 12832 Coldwater Road, Fort Wayne, IN. | Newspaper: Not available Federal Register: Not applicable |

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 October 21, 2006**

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|---|--------------------|---|------------------------------|----------------|
| BANK OF HAMPTON ROADS | * Branch | Bank of Hampton Roads, Norfolk, Virginia, proposes to establish a branch at 204 Carmichael Way, Chesapeake, Virginia. | Newspaper: | 10/28/2006 |
| | | | Federal Register: | Not applicable |
| PALMETTO STATE BANKSHARES, INC. | * 3A5 * 3A3 | Palmetto State Bankshares, Inc., Hampton, South Carolina, to acquire 100% of the voting securities of The Exchange Bankshares, Inc., Estill, South Carolina, and thereby indirectly acquire The Exchange Bank, Estill, South Carolina. Also, Palmetto State Bankshares, Inc. to acquire 100% of the voting securities of Carolina Commercial Bank, Allendale, South Carolina. | Newspaper: | Not available |
| | | | Federal Register: | 11/13/2006 |
| TRANSCOMMUNITY FINANCIAL CORPORATION | * 3A3 | TransCommunity Financial Corporation, Glen Allen, Virginia, to acquire 100% of the voting securities of Bank of Rockbridge, Lexington, Virginia (in organization). | Newspaper: | Not available |
| | | | Federal Register: | 11/09/2006 |

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 October 21, 2006**

| Filer | Filing Type | Filing Proposal | End of Comment Period |
|---|--------------------|--|---|
| ATLANTIC SOUTHERN FINANCIAL GROUP, INC. | * 3A5 | Atlantic Southern Financial Group, Inc., Macon, Georgia, to merge with Sapelo Bancshares, Inc., and thereby acquire Sapelo National Bank, both of Darien, Georgia. | Newspaper: 11/10/2006 Federal Register: 11/13/2006 |
| SUNTRUST BANK | * Branch | SunTrust Bank, Atlanta, Georgia, SunTrust Bank, Atlanta, Georgia, to establish a branch located at 1508 Branan Field Road, Middleburg, Florida, to be known as the Branan Field Wal-Mart Office. | Newspaper: 10/29/2006 Federal Register: Not applicable |
| TENNESSEE STATE BANK | * Branch | Tennessee State Bank, Pigeon Forge, Tennessee, to establish a branch located at 3177 Wears Valley Road, Sevierville, Tennessee, to be known as the Wears Valley Branch. | Newspaper: 11/01/2006 Federal Register: Not applicable |
| UNITED COMMUNITY BANCSHARES, INC. | CIC | United Community Bancshares, Gonzales, Louisiana, prior change in control notification filed by Gloria Bienvenu Callais, Charles Michael Callais, Corey Joseph Callais, Paul Abdon Callais, and Peter Wade Callais to acquire an additional 6.2 percent of the outstanding shares of United Community Bancshares, Inc. and its subsidiary, United Community Bank, both of Gonzales, Louisiana. Proforma total ownership will equal 78.8 percent. | Newspaper: 10/26/2006 Federal Register: 10/24/2006 |

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.

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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.

| 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: 7**Federal Reserve Bank of Chicago****Filings received during the week ending October 21, 2006**

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|-----------------------------------|--------------------|--|------------------------------|---|
| BANCORP FINANCIAL, INC. | * 3A1 | Bancorp Financial, Inc., Evergreen Park, Illinois, to become a bank holding company by acquiring 100 percent of the voting shares of Evergreen Interim Bank (in organization), Evergreen Park, Illinois. | Newspaper: | Not available Federal Register: 11/03/2006 |
| COMERICA BANK | * Branch | Comerica Bank, Detroit, Michigan, to establish a branch facility to be located at 4901 N. Belt Line Rd., Irving, Texas. | Newspaper: | 10/20/2006 Federal Register: Not applicable |
| COMERICA BANK | * Branch | Comerica Bank, Detroit, Michigan, to establish three branch facilities to be located at: 1) 1503 Eldridge Parkway, Houston, Texas, 2) 8899 Katy Freeway, Houston, Texas, and 3) 10489 Briar Forest Drive, Houston, Texas. | Newspaper: | Not available Federal Register: Not applicable |
| FBOP CORPORATION | * 3A3 | FBOP Corporation, Oak Park, Illinois, to acquire 100 percent of the voting shares of Bank USA, National Association, Phoenix, Arizona. FBOP Corporation currently owns 100 percent of Bank USA, FSB, Phoenix, Arizona, which is being converted into a national bank, operating under the name of Bank USA, National Association, Phoenix, Arizona. | Newspaper: | Not available Federal Register: 11/16/2006 |
| FBOP CORPORATION | * 3A3 | FBOP Corporation, Oak Park, Illinois, to acquire 100 percent of the voting shares of Pacific National Bank, San Francisco, California. FBOP Corporation currently owns 100 percent of California Savings Bank, San Francisco, California, which is being converted into a national bank, operating under the name of Pacific National Bank, San Francisco, California. | Newspaper: | Not available Federal Register: 11/16/2006 |
| GREAT RIVER FINANCIAL GROUP, INC. | * 4c8 | Great River Financial Group, Inc., Burlington, Iowa, to operate a savings bank following the conversion of its wholly-owned subsidiary, Burlington Bank and Trust, Burlington, Iowa, from a state chartered bank to a federal savings bank. | Newspaper: | Not available Federal Register: 10/25/2006 |
| JOHNSON BANK | * Branch | Johnson Bank, Racine, Wisconsin, to establish a branch facility to be located at 1740 Condor Lane, Green Bay, Wisconsin. | Newspaper: | 09/21/2006 Federal Register: Not applicable |
| LABE BANK | * 18C * Branch | Labe Bank, Chicago, Illinois, to merge with Bloomingdale Bank and Trust, Bloomingdale, Illinois, and thereby to establish 6 branches. | Newspaper: | Not available Federal Register: Not applicable |
| NORTHSTAR FINANCIAL GROUP, INC. | * 3A5 | Northstar Financial Group, Inc., Bad Axe, Michigan, to acquire 100 percent of the voting shares of Valley Financial Corp., Caro, Michigan, and thereby indirectly acquire Community Bank, Caro, Michigan. | Newspaper: | Not available Federal Register: 11/09/2006 |

District: 7**Federal Reserve Bank of Chicago****Filings received during the week ending October 21, 2006**

| Filer | Filing Type | Filing Proposal | End of Comment Period |
|--------------------------------------|--------------------|---|---|
| PETEFISH, SKILES BANCSHARES, INC. | * 3A3 | Petefish, Skiles Bancshares, Inc., Virginia, Illinois, to acquire 100 percent of the voting shares of Chandlerville Bancshares, Inc., Chandlerville, Illinois, and thereby indirectly acquire Peoples State Bank of Chandlerville, Chandlerville, Illinois. | Newspaper: Not available Federal Register: 11/17/2006 |
| TOWER BANK & TRUST COMPANY | * Branch | Tower Bank & Trust Company, Fort Wayne, Indiana, to establish a branch facility to be located at 103 East Center Street, Warsaw, Indiana. | Newspaper: 10/31/2006 Federal Register: Not applicable |

District: 7

Federal Reserve Bank of Chicago

Availability of CRA Public Evaluations

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S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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| RSSD ID | Institution / Location | Exam Date | CRA Public Date | CRA Rating | Exam Method |
|------------|------------------------------------|------------|--------------------|---------------|-------------|
| 433943 | WASHINGTON ST BK, WASHINGTON, IOWA | 05/15/2006 | 10/16/2006 | S | Small Bank |

| CRA Examinations scheduled for Institution | Quarter of Location |
|---|------------------------|
| NONE | |

District: 8**Federal Reserve Bank of St. Louis****Filings received during the week ending October 21, 2006**

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|---|--------------------|--|---|--|
| ARVEST BANK | * 18C * Branch | Arvest Bank, Fayetteville, Arkansas, to merge with Caney Valley National Bank, Caney, Kansas, and to retain the acquired facility as a branch office. | Newspaper: 11/15/2006 Federal Register: Not applicable | |
| Cabool State Bank Employee Stock Ownership Plan | * 3A1 | Cabool State Bank Employee Stock Ownership Plan, Cabool, Missouri, to become a bank holding company by acquiring 25.45 percent of Cabool Bancshares, Inc., Cabool, Missouri, and thereby indirectly acquire Cabool State Bank, Cabool, Missouri. | Newspaper: Not available Federal Register: 11/17/2006 | |
| COMMUNITY BANCSHARES, INC. | CIC | Notice by the Pitchford Stock, L.P., Nashville, Illinois, and Sheila R. Burcham, Nashville, Illinois, as general partner, to gain control of Community Bancshares, Inc., Irvington, Illinois. | Newspaper: Not available Federal Register: 11/06/2006 | |
| DEWITT FIRST BANKSHARES CORPORATION | * 3A3 | DeWitt First Bankshares Corporation, DeWitt, Arkansas, to acquire 100 percent of First National Bank of Stuttgart, Stuttgart, Arkansas. | Newspaper: Not available Federal Register: 11/16/2006 | |

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

District: 9**Federal Reserve Bank of Minneapolis****Filings received during the week ending October 21, 2006**

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|--------------------------------|--------------------|---|------------------------------|----------------|
| COMMERCIAL BANCSHARES, INC. | CIC | Eric W. Hilgenberg Living Trust, Eric W. Hilgenberg and Jennifer J. Hilgenberg, as individuals and trustees, Rosemount, Minnesota, Walter W. Hilgenberg, Prior Lake, Minnesota, as a group acting in concert; and Stuart A. Voigt, Apple Valley, Minnesota, as an individual, to gain control of Commercial Bancshares, Inc., Bloomington, Minnesota. | Newspaper: | Not available |
| | | | Federal Register: | 11/01/2006 |
| DACOTA BANK | * 18C * Branch | Dacotah Bank, Aberdeen, South Dakota, proposes to purchase the assets and assume the liabilities of the Brookings, South Dakota, branch of BankFirst, Sioux Falls, South Dakota, and incident thereto establish a branch at 425 22nd Avenue South, Brookings, South Dakota. | Newspaper: | Not available |
| | | | Federal Register: | Not applicable |
| FRANSDEN FINANCIAL CORPORATION | * 3A5 | Frandsen Financial Corporation, Forest Lake, Minnesota, to merge with Pine Bankshares, Pine City, Minnesota, and thereby indirectly acquire The First National Bank of Pine City, Pine City, Minnesota. | Newspaper: | Not available |
| | | | Federal Register: | 11/17/2006 |
| Heywood Bancshares, Inc. | * 3A1 | Heywood Bancshares, Inc., Northfield, Minnesota, to become a bank holding company by acquiring 100 percent of The First National Bank of Northfield, Northfield, Minnesota. | Newspaper: | Not available |
| | | | Federal Register: | 11/09/2006 |
| JOHN T. VUCUREVICH FOUNDATION | * 3A1 | John T. Vucurevich Foundation, Rapid City, South Dakota, to become a bank holding company by acquiring 100% of the voting shares of United Bancorporation, Osseo, Wisconsin, and Midwest Bancorporation, Billings, Montana. | Newspaper: | Not available |
| | | | Federal Register: | Not available |
| PEREGRINE CORPORATION | CIC | Change in control notice by Jeffrey F. Burzinski, Chaska, Minnesota, to acquire 20.01 percent of the shares of Peregrine Corporation, Chaska, Minnesota and thereby indirectly acquire control of Community Bank Corp., Chaska, Minnesota. | Newspaper: | Not available |
| | | | Federal Register: | Not available |
| UNITED BANCORPORATION | * 3A5 | United Bancorporation, Osseo, Wisconsin, to merge with Midwest Bancorporation, Billings, Montana. | Newspaper: | Not available |
| | | | Federal Register: | 11/09/2006 |

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:

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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 October 21, 2006

| Filer | Filing Type | Filing Proposal | End of Comment Period |
|---|--------------------------|---|---|
| CITIZENS SECURITY BANK & TRUST COMPANY | * 18C * Branch | Citizens Security Bank & Trust Company, Bixby, Oklahoma, to merge with The First Bank of Haskell, Haskell, Oklahoma, and incident thereto, to establish a branch. | Newspaper: 11/11/2006 Federal Register: Not applicable |
| COMMUNITY BANK OF PLEASANT HILL | Member * 3A1 * 3A3 | Community Bank of Pleasant Hill, Pleasant Hill, Missouri, in organization, to become a member of the Federal Reserve System. Arcadia Financial Corporation, Raymore, Missouri, to become a bank holding company through the acquisition of 52.26 percent of the voting shares of Community Bank of Pleasant Hill, Pleasant Hill, Missouri. LoLyn Financial Corporation, Raymore, Missouri, to acquire 60 percent of the voting shares of Arcadia Financial Corporation, Raymore, Missouri, proposed parent of Community Bank of Pleasant Hill, Pleasant Hill, Missouri (in organization). | Newspaper: 11/14/2006 Federal Register: 11/13/2006 |
| FIRST COMMUNITY BANK | * Branch | First Community Bank, Taos, New Mexico, to establish a branch at the corner of Lohman Avenue and Foothills Road, Las Cruces, New Mexico. | Newspaper: 10/27/2006 Federal Register: Not applicable |
| MIDWEST COMMUNITY FINANCIAL CORPORATION | CIC | Notification by Jeffrey D. and Ruby L. Johnson, both of Midwest City, Oklahoma, and Jack L. and Linda J. Justice, both of Pauls Valley, Oklahoma, to acquire control of MidWest Community Financial Corporation, Midwest City, Oklahoma, parent of Canute Bancshares, Inc., Midwest City, Oklahoma, which is the parent company of The First State Bank of Canute, Canute, Oklahoma. | Newspaper: Not available Federal Register: 11/01/2006 |
| PEOPLES, INC. | 4c8 | Winter Trust of 12/3/74, Ottawa, Kansas, and its subsidiary, Peoples, Inc., Colorado Springs, Colorado, to engage indirectly in mortgage lending activities, through the acquisition of a 60 percent interest in Oread Mortgage, L.L.C., Lawrence, Kansas, by Peoples Bank, Lawrence, Kansas. | Newspaper: Not applicable Federal Register: 11/06/2006 |

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.

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- 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 October 21, 2006

| Filer | Filing Type | Filing Proposal | End of Comment Period |
|--------------------------|--------------------|--|--|
| PATRIOT BANCSHARES, INC. | * 3A5 | Patriot Bancshares, Inc., Houston, Texas, to acquire by merger 100 percent of Northeast Bancshares, Inc., Mesquite, Texas, and indirectly acquire Northeast Bancshares-Delaware, Inc., Wilmington, Delaware, and Northeast National Bank, Mesquite, Texas. | Newspaper: Not available Federal Register: 11/17/2006 |

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.

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| 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 October 21, 2006**

| Filer | Filing Type | Filing Proposal | End of Comment Period |
|---|--------------------|---|--|
| BELVEDERE CAPITAL PARTNERS II LLC | * 3A1 * 3A3 | 1) Green Bancorp, Inc. to become a bank holding company by acquiring 100 percent of Redstone Bank, N.A., both of Houston, Texas; 2) Belvedere Texas Holdings L.P., San Francisco, California to become a bank holding company by acquiring 49 percent of Green Bancorp, Inc., and thereby indirectly acquire Redstone Bank, N.A., both of Houston, Texas; and 3) Belvedere Capital Partners II, LLC, and Belvedere Capital Fund II L.P., both of San Francisco, California, to acquire up to 49 percent of Green Bancorp, Inc., and thereby indirectly acquire Redstone Bank, N.A., Houston, Texas. | Newspaper: Not available Federal Register: 10/30/2006 |
| CASTLE CREEK CAPITAL PARTNERS III, L.P. | * 3A3 | Castle Creek Capital Partners III, L.P., Castle Creek Capital III LLC, Eggemeyer Capital LLC, Ruh Capital LLC, Western States Opportunity LLC, Eggemeyer Family Trust, William J. Ruh Trust, Legions IV Advisory Corp., all located in Rancho Santa Fe, California, and LDF, Inc., located in Chicago, Illinois, to acquire 100 percent of BB&T Bancshares, Corp., and thereby indirectly acquire Bloomingdale Bank and Trust, both of Bloomingdale, Illinois. | Newspaper: 11/04/2006 Federal Register: 11/03/2006 |
| FIRST CALIFORNIA FINANCIAL GROUP | * 3A1 * 3A5 | 1) First California Financial Group to become a bank holding company by acquiring 100 percent of National Mercantile Bancorp, both of Los Angeles, California, and thereby indirectly acquire its subsidiary banks, Mercantile National Bank, Los Angeles, California, and South Bay Bank, N.A., Torrance, California; and 2) First California Financial Group, Los Angeles, California, to merge with FCB Bancorp, Camarillo, California, and thereby indirectly acquire its subsidiary bank, First California Bank, Camarillo, California. | Newspaper: Not available Federal Register: 11/17/2006 |
| NHB HOLDINGS, INC. | * 3A1 | NHB Holdings, Inc., Jacksonville, Florida, to become a bank holding company by acquiring 100 percent of Volvo Commercial Credit Corp. of Utah, which will be renamed Globility Bank, Salt Lake City, Utah. | Newspaper: Not available Federal Register: 09/22/2006 |
| WEST VALLEY BANCORP, INC. | * 3A1 | West Valley Bancorp, Inc., to become a bank holding company by acquiring 100 percent of West Valley National Bank (In Organization), both of Avondale, Arizona. | Newspaper: Not available Federal Register: 11/03/2006 |

District: 12

Federal Reserve Bank of San Francisco

Availability of CRA Public Evaluations

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| RSSD ID | Institution / Location | Exam Date | CRA Public Date | CRA Rating | Exam Method |
|---------|------------------------------------|------------|-----------------|------------|-------------|
| 197478 | EAST WEST BK, PASADENA, CALIFORNIA | 05/15/2006 | 10/06/2006 | S | Large Bank |

| CRA Examinations scheduled for Institution | Quarter of Location |
|--|---------------------|
| NONE | |

* Subject to the provisions of the Community Reinvestment Act