
Federal Reserve Release



H.2

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

No. 18

Week Ending May 5, 2007

Board Operations

Office of Inspector General -- appointment of Elizabeth A. Coleman as Inspector General.

- Approved, May 4, 2007

Regulations And Policies

Home Equity Lending -- to hold a public hearing on June 14, 2007, under the authority of the Home Ownership and Equity Protection Act of 1994, on how to curb abusive lending practices in the home mortgage market.

- Announced, May 3, 2007

Enforcement

Bank of Durango, Durango, Colorado -- issuance of a consent order of prohibition against Cheryl McMillan, a former cashier and institution-affiliated party.

- Announced, April 30, 2007

First Interstate Bank, Casper, Wyoming -- issuance of a consent order of prohibition against Bonnie C. Milne, a former employee and institution-affiliated party.

- Announced, April 30, 2007

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

Atlanta

Bank Independent, Sheffield, Alabama -- to establish a branch at The Crossings of Decatur, 2606 Highway 31, Decatur.
- Approved, May 3, 2007

St. Louis

Bank of Little Rock, Little Rock, Arkansas -- to establish a branch at 1201 Rahling Road; and to make an additional investment in bank premises.
- Approved, May 2, 2007

Cleveland

Community Trust Bank, Inc., Pikeville, Kentucky -- to establish a branch at Pullman Square, Huntington, West Virginia.
- Approved, May 2, 2007

Chicago

Johnson Bank, Racine, Wisconsin -- to establish branches at 5215 Douglas Avenue and at 1702 South River Road, Janesville.
- Approved, May 4, 2007

Richmond

New Peoples Bank, Inc., Honaker, Virginia -- to establish a branch at 155 East Lee Highway, Chilhowie.
- Approved, May 3, 2007

Dallas

Peoples Bank, Lubbock, Texas -- to establish a branch at 8001 CR 1540, the intersection of U.S. Highway 84 and County Road 1540, Shallowater.
- Approved, April 30, 2007

Secretary

SunTrust Bank, Atlanta, Georgia -- to establish a branch at 2550 Nimmo Parkway, Virginia Beach, Virginia.
- Approved, May 2, 2007

Bank Holding Companies

General Counsel

The Bank of New York Company, Inc., New York, New York -- request for an exemption under the Depository Institutions Management Interlocks Act and Regulation L.

- Granted, May 3, 2007

Boston

Boston Private Financial Holdings, Inc., Boston, Massachusetts -- to acquire Charter Financial Corporation, Bellevue, Washington, and its subsidiaries, Charter Bank, and Banc Support, Inc., Kent.

- Approved, May 3, 2007

Atlanta

CNLBancshares, Inc., Orlando, Florida -- to acquire CNLBank, Southwest Florida, Bonita Springs, a de novo bank.

- Approved, April 30, 2007

New York

Community Bank System, Inc., DeWitt, New York -- waiver of application in connection with the merger with TLNB Financial Corp.

- Granted, April 30, 2007

Secretary

Franklin Bank Corp., Houston, Texas -- waiver of application to acquire The First National Bank of Bryan, Bryan, in connection with the merger of The First National Bank of Bryan with Franklin Bank, S.S.B., Houston.

- Granted, May 3, 2007

Richmond

Gateway Financial Holdings, Inc., Virginia Beach, Virginia -- to acquire The Bank of Richmond, N.A., Richmond.

- Approved, May 2, 2007

Atlanta

Guardian Bancshares, Inc., Sylacauga, Alabama -- to acquire Adair Asset Management and thereby engage in certain investment advisory and securities brokerage activities.

- Approved, May 2, 2007

Bank Holding Companies

Chicago

Layton Park Financial Group, Inc., Milwaukee, Wisconsin -- to become a bank holding company and to acquire Layton State Bank and engage de novo in extending credit and servicing loans.

- Approved, April 30, 2007

St. Louis

Lea M. McMullan Trust, Shelbyville, Kentucky -- to acquire Fort Knox National Bancorp, Inc., Radcliff, and thereby acquire Fort Knox National Bank; and for Citizens Union Bancorp of Shelbyville, Inc., Shelbyville, to acquire Fort Knox National Bancorp, Inc., Radcliff, and thereby acquire Fort Knox National Bank.

- Approved, April 30, 2007

Chicago

Maunsha Bancshares, Inc., Waterloo, Wisconsin -- to engage de novo in extending credit and servicing loans.

- Approved, April 30, 2007

Atlanta

Omni Financial Services, Inc., Atlanta, Georgia, and Omni National Bank -- waiver of application in connection with the proposed acquisition of Wilson State Bank, Wilson, Texas.

- Granted, May 4, 2007

Atlanta

Omni National Bank, Atlanta, Georgia -- waiver of application in connection with the proposed acquisition of Wilson State Bank, Wilson, Texas.

- Granted, May 4, 2007

Dallas

Opportunity Bancshares, Inc., Richardson, Texas -- to become a bank holding company and to acquire Opportunity Bank, National Association.

- Approved, May 2, 2007

Bank Holding Companies

Secretary

Sandy Spring Bancorp, Inc., Olney, Maryland -- to acquire CN Bancorp, Inc., Glen Burnie, and County National Bank; and for Sandy Spring Bank, Olney, to merge with County National Bank, and to operate branches at the existing locations of County National Bank.

- Approved, May 3, 2007

Bank Premises

Kansas City

The Bank at Broadmoor, Colorado Springs, Colorado -- to increase its investment in bank premises.

- Approved, May 2, 2007

Change In Bank Control

Secretary

Dickinson Financial Corporation II, Kansas City, Missouri -- to retain control of Dickinson Financial Corporation II.

- Permitted, May 3, 2007

Atlanta

RB Bancorporation, Athens, Alabama -- change in bank control.

- Permitted, May 4, 2007

Extensions Of Time

Cleveland

S & T Bancorp, Inc., Indiana, Pennsylvania -- extension to July 31, 2007, to acquire up to 9.9 percent of the shares of CBT Financial Corporation, Clearfield.

- Granted, April 30, 2007

Financial Holding Companies

Chicago

F & M Bankshares, Inc., Marinette, Wisconsin -- election to become a financial holding company.

- Effective, May 4, 2007

District: 1
Federal Reserve Bank of Boston
Filings received during the week ending May 5, 2007

Filer	Filing Type	Filing Proposal	End of Comment Period
NONE			

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 May 5, 2007

Filer	Filing Type	Filing Proposal	End of Comment Period
BANCO BILBAO VIZCAYA ARGENTARIA, S.A.	* 3A3 * 3A1	<p>Banco Bilbao Vizcaya Argentaria, S.A. ("BBVA"), Bilbao, Spain, to acquire Compass Bancshares, Inc., Birmingham, Alabama, and thereby indirectly acquire its U.S. bank subsidiaries, Compass Bank, Birmingham, Alabama, and Central Bank of the South, Anniston, Alabama.</p> <p>In addition, Circle Merger Corp., Birmingham, Alabama, a wholly-owned subsidiary of Compass Bancshares, Inc., to become a bank holding company by acquiring Compass Bancshares Inc., for a moment in time, to facilitate the acquisition of Compass Bancshares, Inc. by BBVA.</p> <p>Furthermore, Blue Transaction Corporation, The Woodlands, Texas, a wholly-owned subsidiary of BBVA, proposes to become a bank holding company through the merger of Circle Merger Corp., with and into Blue Transaction Corporation.</p>	<p>Newspaper: 05/10/2007 Federal Register: 05/04/2007</p>
CITIGROUP INC.	Investment	30 days' prior notice by Citigroup Inc., New York, New York, under Section 211.9(f) of Regulation K to make an indirect investment in excess of Citigroup's general consent limits under Section 211.9(b) of Regulation K.	<p>Newspaper: Not applicable Federal Register: Not applicable</p>
Citizens Community Bancorp, Inc.	* 3A1	Citizens Community Bancorp Inc., to acquire 100 percent of the voting shares of Citizens Community Bank both of Ridgewood, New Jersey.	<p>Newspaper: Not available Federal Register: Not available</p>
INDUSTRIAL AND COMMERCIAL BANK OF CHINA, LIMITED, THE	FBSEA	The Industrial and Commercial Bank of China, Limited, Beijing, Peoples Republic of China is applying to establish a branch in New York.	<p>Newspaper: Not available Federal Register: Not applicable</p>
INTESA SANPAOLO S.P.A.	FBSEA	Intesa Sanpaolo S.p.A., Turin, Italy, to retain the federally licensed branch of former Sanpaolo IMI, S.p.A., in New York, New York.	<p>Newspaper: Not available Federal Register: Not applicable</p>
MANUFACTURERS AND TRADERS TRUST COMPANY	* Branch	Manufacturers and Traders Trust Company requests approval to open and occupy a branch to be located at 21877 Towne Center Drive , Town of Watertown, Jefferson County, New York 13601.	<p>Newspaper: 05/13/2007 Federal Register: Not applicable</p>
Orange County Bancorp	* 3A1	Orange County Bancorp, Inc., to acquire 100 percent of the voting shares of Orange County Trust Company, both of Middletown, New York.	<p>Newspaper: Not available Federal Register: 05/21/2007</p>

* 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 May 5, 2007

Filer	Filing Type	Filing Proposal	End of Comment Period
NORTHUMBERLAND BANCORP	CIC	J. Donald Steele, Jr., and Joanne K. Steele, Lewisburg, PA to purchase up to 35% of Northumberland Bancorp, PA.	Newspaper: Not available Federal Register: 05/21/2007

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 May 5, 2007

Filer	Filing Type	Filing Proposal	End of Comment Period
FIFTH THIRD BANK	* Branch	Fifth Third Bank, Grand Rapids, MI to establish a branch at 7574 North Western Avenue, Chicago, IL.	Newspaper: 05/11/2007 Federal Register: Not applicable
FIFTH THIRD BANK	* Branch	Fifth Third Bank, Grand Rapids, MI to establish a branch at 100 South Halsted Street, Chicago, IL.	Newspaper: 05/11/2007 Federal Register: Not applicable
FIFTH THIRD BANK	* Branch	Fifth Third Bank, Grand Rapids, MI to establish a branch at 601 South Clark Street, Chicago, IL.	Newspaper: 05/11/2007 Federal Register: Not applicable
FIFTH THIRD BANK	* Branch	Fifth Third Bank, Grand Rapids, MI to establish a branch at 2504 West Cermak Road, Chicago, IL.	Newspaper: 05/04/2007 Federal Register: Not applicable
FIFTH THIRD BANK	* Branch	Fifth Third Bank, Grand Rapids, MI to establish a branch at 1255 Green Bay Road, Wilmette, IL.	Newspaper: 05/11/2007 Federal Register: Not applicable

* 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 May 5, 2007

Filer	Filing Type	Filing Proposal	End of Comment Period
CHAIN BRIDGE BANCORP, INC.	* 3A1	Chain Bridge Bancorp, Inc., McLean, Virginia, to become a bank holding company through the acquisition of 100% of the voting securities of Chain Bridge Bank, National Association, McLean, Virginia (in organization).	Newspaper: 05/31/2007 Federal Register: 05/31/2007

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 May 5, 2007**

Filer	Filing Type	Filing Proposal	End of Comment Period
BUCKHEAD COMMUNITY BANCORP, INC.	* 3A5	Buckhead Community Bancorp, Inc., Atlanta, Georgia, to merge with Allied Bancshares, Inc., and thereby acquire its subsidiary, First National Bank of Forsyth County, both of Cumming, Georgia.	Newspaper: 05/25/2007 Federal Register: 05/29/2007
CAPITALSOUTH BANCORP	* 4c8 * 18C * Branch	CapitalSouth Bancorp, Birmingham, Alabama (Applicant), to acquire 100 percent of the outstanding shares of Monticello Bancshares, Inc., and its subsidiary, Monticello Bank, both of Jacksonville, Florida, and thereby engage in operating a savings association; and for Applicant's subsidiary, CapitalSouth Bank, Birmingham, Alabama, to merge with Monticello Bank, Jacksonville, Florida.	Newspaper: 05/27/2007 Federal Register: 05/31/2007
COVINGTON COUNTY BANK	* Branch	Covington County Bank, Andalusia, Alabama, to establish a branch located at 1290 N. Ferdon Boulevard, Crestview, Florida.	Newspaper: 05/09/2007 Federal Register: Not applicable
FOOTHILLS BANK & TRUST	Member	Foothills Bank & Trust, Maryville, Tennessee, to become a member of the Federal Reserve System.	Newspaper: Not applicable Federal Register: Not applicable
GB&T BANCSHARES, INC.	4c8	GB&T Bancshares, Inc., Gainesville, Georgia, to acquire 100 percent of the outstanding shares of GB&T Mortgage, Inc., Cumming, Georgia, and thereby engage de novo in making, acquiring, brokering, or servicing loans or other extensions of credit.	Newspaper: Not applicable Federal Register: Not available
REGIONS BANK	* Branch	Regions Bank, Birmingham, Alabama, to establish a branch located at Highway 441/27 and Rolling Acres, Lady Lake, Florida, to be known as the Lady Lake Branch.	Newspaper: 05/09/2007 Federal Register: Not applicable
REGIONS BANK	* Branch	Regions Bank, Birmingham, Alabama, to establish branches at the following locations: 4741 Military Trail, Jupiter, Florida, to be known as the Abacoa Branch; 191 East Eau Gallie, Melbourne (Satellite Beach), Florida, to be known as the Eau Gallie Beachside Branch; US Highway 41 and Miramar Avenue, Punta Gorda, Florida, to be known as the Burnt Store Branch; 600 S. Rosemary Avenue, West Palm Beach, Florida, to be known as the West Palm Beach Branch; 14795 Sunny Dell Lane, Noblesville, Indiana, to be known as the Hazel Dell Branch; and 5570 Highway 153, Chattanooga, Tennessee, to be known as the Highway 153 Branch.	Newspaper: 05/16/2007 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
147174	STERLING BK, LANTANA, FLORIDA	01/08/2007	04/25/2007	S	Small Bank

CRA Examinations scheduled for Institution	Quarter of Location
NONE	

District: 7**Federal Reserve Bank of Chicago****Filings received during the week ending May 5, 2007**

Filer	Filing Type	Filing Proposal	End of Comment Period
BROADWAY BANCORP, INC.	* 3A1	Broadway Bancorp, Inc., Chicago, Illinois, to become a bank holding company by acquiring 100 percent of the voting shares of Broadway Bank, Chicago, Illinois.	Newspaper: 05/21/2007 Federal Register: 05/18/2007
COMERICA BANK	* Branch	Comerica Bank, Detroit, Michigan, to establish two branch facilities to be located at 13000 Saratoga-Sunnyvale Road, Saratoga, California and 955 J Street, San Diego, California.	Newspaper: 05/03/2007 Federal Register: Not applicable
FIRST PERSONAL FINANCIAL CORP.	CIC	Notice by Randall R. Schwartz, Orland Park, Illinois, to acquire 14.15 percent of the voting shares of First Personal Financial Corp., Orland Park, Illinois, and thereby indirectly acquire First Personal Bank, Orland Park, Illinois.	Newspaper: Not available Federal Register: 05/24/2007
FOX RIVER FINANCIAL CORPORATION	* 3A1	Fox River Financial Corporation, Burlington, Wisconsin, to become a bank holding company by acquiring 100 percent of the voting shares of Fox River State Bank, Burlington, Wisconsin.	Newspaper: 05/07/2007 Federal Register: 05/03/2007
MIDWEST BANC HOLDINGS, INC.	* 3A5 * 18C * Branch	Midwest Banc Holdings, Inc., Melrose Park, Illinois, to merge with Northwest Suburban Bancorp, Inc., Mount Prospect, Illinois, and thereby indirectly acquire Mount Prospect National Bank, Mount Prospect, Illinois, and the related application by Midwest Bank and Trust Company, Elmwood Park, Illinois, to merge with Mount Prospect National Bank, Mount Prospect, Illinois, and thereby to establish 5 branches.	Newspaper: Not available Federal Register: 06/04/2007
PRAIRIELAND BANCORP EMPLOYEE STOCK OWNERSHIP PLAN AND TRUST	* 3A3	Prairieland Bancorp Employee Stock Ownership Plan and Trust, Bushnell, Illinois, to increase its ownership from 43.13 percent to 48.01 percent of Prairieland Bancorp, Inc., Bushnell, Illinois, and thereby indirectly increase its ownership of Farmers and Merchants State Bank, Bushnell, Illinois.	Newspaper: 05/30/2007 Federal Register: Not available

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

* Subject to the provisions of the Community Reinvestment Act

District: 8**Federal Reserve Bank of St. Louis****Filings received during the week ending May 5, 2007**

Filer	Filing Type	Filing Proposal	End of Comment Period
COMMERCE BANCORP, INC	CIC	Notice by the Wilson-Gardner Family Control Group, Jackson, Mississippi, to retain control of Commerce Bancorp, Inc., Greenwood, Mississippi. The Control Group consists of Alice King Harrison, Forrest City, Arkansas; Fred Gillaspay Wilson (individually and as sole trustee of the Gardner Trust), Jackson, Mississippi; John Frederick Wilson, Jackson, Mississippi; Margaret Gardner Wilson, Ridgeland, Mississippi; Margaret Wilson Ethridge, Madison, Mississippi; Ermis King Wilson, Sterlington, Louisiana; Edna Earl Douglas, Memphis, Tennessee; Alison Wilson Page, Sterlington, Louisiana; and Ermis M. Wilson, Sterlington, Louisiana.	Newspaper: 05/15/2007 Federal Register: 05/18/2007
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 23.13 percent of Bancshares stock.	Newspaper: 05/27/2007 Federal Register: 05/29/2007
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 at least 20.0 percent of Bancshares stock.	Newspaper: 05/27/2007 Federal Register: 05/29/2007
JACKSON FINANCIAL CORPORATION	CIC	Notice by Peter Mahurin, Bowling Green, Kentucky, and Ben Lovell Cundiff, Cadiz, Kentucky, individually and as members of a group acting in concert, to gain control of Jackson Financial Corporation, Mayfield, Kentucky. The group consists of Messrs. Mahurin and Cundiff, Damon Salvatore Vitale, Bowling Green, Kentucky, and Charles Lester Key, Franklin, Kentucky.	Newspaper: 05/03/2007 Federal Register: 05/21/2007

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
324854	BANK OF CROCKETT, BELLS, TENNESSEE	01/22/2007	04/20/2007	S	Small Bank

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 May 5, 2007**

Filer	Filing Type	Filing Proposal	End of Comment Period	
1ST BANK	* 18C * Branch	1st Bank, Sidney, Montana, to purchase certain assets and assume certain liabilities of the Broadus, Montana branch of Rocky Mountain Bank, Billings, Montana, and incident thereto proposes to establish a branch at 201 North Wilber, Broadus, Montana.	Newspaper:	Not available
			Federal Register:	Not applicable
BLOOMER BANCSHARES, INC.	CIC	Notice by Archie Pecha, and Ardella Pecha, both of Arcadia, Florida, Terry Pecha, Bloomer, Wisconsin, Todd Pecha, Bloomer, Wisconsin, Cindy Dachel, Capitola, California, Melanie Pecha Rubenzer, Bloomer, Wisconsin, and Rhonda Prince, Bloomer, Wisconsin, to retain control of Bloomer Bancshares, Inc., Bloomer, Wisconsin, and thereby indirectly gain control of Peoples State Bank of Bloomer, Bloomer, Wisconsin.	Newspaper:	Not available
			Federal Register:	05/17/2007
FIRST AMERICAN INVESTMENT, INC.	* 3A1	First American Investment, Inc., Lake Elmo, Minnesota to become a bank holding company by acquiring 100 percent of First American Bank, National Association, Hudson, Wisconsin, a de novo bank.	Newspaper:	05/21/2007
			Federal Register:	05/17/2007
FIRST NATIONAL BANK OF LEWISTOWN	Member * 18C * Branch	First National Bank of Lewistown, Lewistown, Montana, to be known as First Bank of Montana, Lewistown, Montana, proposes to become a member of the Federal Reserve System. In addition, First Bank of Montana, Lewistown, Montana, to merge with Western Bank of Chinook, N.A., Chinook, Montana, and incident thereto proposes to establish a branch at 327 Indiana Street, Chinook, Montana.	Newspaper:	Not available
			Federal Register:	Not applicable
RELIANCE BANCORPORATION, INC.	* 3A1	Reliance Bancorporation, Inc., Faribault, Minnesota to become a bank holding company by acquiring 100 percent of Reliance Bank, Faribault, Minnesota, a de novo bank.	Newspaper:	05/28/2007
			Federal Register:	05/24/2007
YELLOWSTONE BANK, THE	* Branch	The Yellowstone Bank, Laurel, Montana, to establish a branch facility to be located at 1283 North 14th Avenue, Suite 201, Bozeman, Montana.	Newspaper:	05/10/2007
			Federal Register:	Not applicable

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 May 5, 2007

Filer	Filing Type	Filing Proposal	End of Comment Period
CITIZENS BANCSHARES CO.	* 3A3	Young Partners, L.P. and Young Corporation, both of Chillicothe, Missouri, to indirectly acquire, and Citizens Bancshares Co., Chillicothe, Missouri, to directly acquire additional shares, for a total of 22.1 percent of the voting stock of First Community Bancshares, Inc., Overland Park, Kansas, parent of First Community Bank, Lee's Summit, Missouri.	Newspaper: 05/20/2007 Federal Register: 05/18/2007
CNBO BANCORP, INC.	CIC	Notifications filed by Richard W. Willhour, Jr., Inola, Oklahoma and Tommy L. Woods, Tulsa, Oklahoma, to individually control and by Richard W. Willhour, Jr., Inola, Oklahoma; Tommy L. Woods, Thomas J. O'Brien, Matthew Q. Klimisch, and John R. Woolman, all of Tulsa, Oklahoma; Stephen M. Murphy and Curtis L. Roberts, both of Jenks, Oklahoma, all acting as a group in concert to acquire control of the voting common stock of CNBO Bancorp, Inc., Pryor, Oklahoma, parent of Century National Bank of Oklahoma, Pryor, Oklahoma.	Newspaper: Not available Federal Register: 05/07/2007
GREEN COUNTRY BANCORPORATION, INC.	CIC	Notification by William Scott Martin Trust, and William S. Martin, Miami Beach, Florida, as trustee, to acquire control of Green Country Bancorporation, Inc., parent of The First State Bank, both in Ketchum, Oklahoma.	Newspaper: Not available Federal Register: 04/10/2007
MIDWEST REGIONAL BANCORP, INC.	* 3A1	Midwest Regional Bancorp, Inc., Festus, Missouri, to become a bank holding company through the acquisition of 100 percent of the voting shares of Federated Bancshares, Inc., Stilwell, Kansas, parent of The Bank of Otterville, Otterville, Missouri.	Newspaper: Not available Federal Register: 05/14/2007
SOUTHWEST BANCORP, INC.	* 3A3	Southwest Bancorp, Inc., Stillwater, Oklahoma, to acquire up to 100 percent of the voting shares of Hart Food Stores, Inc., Hutchinson, Kansas, parent of Bank of Kansas, South Hutchinson, Kansas.	Newspaper: Not available Federal Register: 06/04/2007

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 May 5, 2007

Filer	Filing Type	Filing Proposal	End of Comment Period
FIRST TEXAS BHC, INC.	* 3A3	First Texas BHC, Inc., Fort Worth, Texas, to acquire SWB Bancshares, Inc., Fort Worth, Texas, and therefore indirectly acquire S W Financial, Inc., Dover, Delaware, and Southwest Bank, Fort Worth, Texas.	Newspaper: Not available Federal Register: Not available
HCSB, A STATE BANKING ASSOCIATION	* Branch	HCSB, a state banking association, Plainview, Texas, to establish a branch to be located at Dietert Center, 451 Guadalupe Street, Suite 204, Kerrville, Texas 78028.	Newspaper: 05/12/2007 Federal Register: Not applicable
PROFESSIONAL CAPITAL, INC.	4c8	Professional Capital, Inc., Dallas, Texas, to engage in Management Consulting Activities thru the BHC pursuant to Section 225.28(b)(i)(9)(A) of Regulation Y.	Newspaper: Not applicable Federal Register: 05/18/2007
SOUTHWEST BANCSHARES, INC.	* 3A1	Southwest Bancshares, Inc., San Antonio, Texas, to become a bank holding company by acquiring 100 percent of The Bank of San Antonio, San Antonio, Texas (de novo).	Newspaper: 05/23/2007 Federal Register: 05/25/2007
TIB THE INDEPENDENT BANKERSBANK	* 18C * Branch	TIB The Independent BankersBank, Irving, Texas, to merge with South Bay Bank, National Association, Torrance, California, and to establish a branch to be located at 17011 Beach Boulevard, Suite 1260, Huntington Beach, California.	Newspaper: Not available Federal Register: Not applicable

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 May 5, 2007

Filer	Filing Type	Filing Proposal	End of Comment Period
FRANKLIN RESOURCES, INC.	4c8	Franklin Resources, Inc., San Mateo, California, to retain 5.04 percent of TrustCo Bank Corp NY, Glenville, New York, a Federal Savings Bank, pursuant to section 4(c)(8) of the Bank Holding Company Act and section 225.28(b)(4) of Regulation Y.	Newspaper: Not applicable Federal Register: Not available
HERITAGE BANK OF COMMERCE	* 18C * Branch	Heritage Bank of Commerce, San Jose, California, to merge with Diablo Valley Bank, Danville, California, and thereby acquire one branch office.	Newspaper: 05/20/2007 Federal Register: Not applicable
MANHATTAN BANCORP	* 3A1	Manhattan Bancorp to become a bank holding company by acquiring 100 percent of Bank of Manhattan, N.A. (In Organization), both of El Segundo, California.	Newspaper: Not available Federal Register: 05/21/2007

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