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# Federal Reserve Release

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

*No. 20*

*Week Ending May 19, 2007*

**Bank Holding Companies**

1st Source Corporation, South Bend, Indiana -- to acquire FINA Bancorp, Inc., Valparaiso, and its subsidiary, First National Bank.  
- Approved, May 14, 2007

**Regulations And Policies**

Government Accountability Office -- response to the GAO report, "Financial Market Regulation: Agencies Engaged in Consolidated Supervision Can Strengthen Performance Measurement and Collaboration."  
- Approved, May 18, 2007

**Enforcement**

Orrstown Bank, Shippensburg, Pennsylvania -- issuance of a consent order of assessment of a civil money penalty.  
- Announced, May 16, 2007

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

**Bank Branches, Domestic**

Richmond

AmericasBank, Towson, Maryland -- to establish a branch at 1419 Forest Drive, Annapolis.  
- Approved, May 17, 2007

Chicago

Citizens Bank, Flint, Michigan -- to establish a branch at 21 North Beacon Street, Grand Haven.  
- Approved, May 16, 2007

Secretary

Comerica Bank, Detroit, Michigan -- to establish branches at 955 J Street, San Diego, California, and 13000 Saratoga-Sunnyvale Road, Saratoga.  
- Approved, May 15, 2007

Cleveland

Fifth Third Bank, Grand Rapids, Michigan -- to establish a branch at 7574 North Western Avenue, Chicago, Illinois.  
- Approved, May 18, 2007

Cleveland

Fifth Third Bank, Grand Rapids, Michigan -- to establish a branch at 100 South Halsted Street, Chicago, Illinois.  
- Approved, May 18, 2007

Cleveland

Fifth Third Bank, Grand Rapids, Michigan -- to establish a branch at 601 South Clark Street, Chicago, Illinois.  
- Approved, May 18, 2007

Cleveland

Fifth Third Bank, Grand Rapids, Michigan -- to establish a branch at 2504 West Cermak Road, Chicago, Illinois.  
- Approved, May 18, 2007

**Bank Branches, Domestic**

Cleveland

Fifth Third Bank, Grand Rapids, Michigan -- to establish a branch at 1255 Green Bay Road, Wilmette, Illinois.  
- Approved, May 18, 2007

St. Louis

First State Bank, Conway, Arkansas -- to establish a branch at 815 North Maple Street, Searcy.  
- Approved, May 15, 2007

St. Louis

First State Bank, Conway, Arkansas -- to establish a branch at 411 Hartsfield Drive, Searcy.  
- Approved, May 15, 2007

Dallas

HCSB, A State Banking Association, Plainview, Texas -- to establish a branch at 451 Guadalupe Street, Kerrville.  
- Approved, May 16, 2007

St. Louis

Legacy Bank & Trust Company, Plato, Missouri -- to establish a branch at 175 Johnstown Drive, Rogersville.  
- Approved, May 15, 2007

Atlanta

Regions Bank, Birmingham, Alabama -- to establish branches at 16046 Highway 280, Chelsea; the intersection of Highway 14 East and McQueen, Prattville; 4626 General Degaulle Drive, Algiers, Louisiana; 1300 Clayton Road, Ellisville, Missouri; the southwest quadrant of Three Oaks and Corkscrew Road, Estero, Florida; 8407 Little Road, New Port Richey; the intersection of Boy Scout and Summerlin Drive, Ft. Myers; the intersection of Parkstone Boulevard and SR 434, Winter Springs; 3080 Columbia Avenue, Franklin, Tennessee; and the intersection of Parkside Drive and Turkey Cove Lane, Knoxville.  
- Approved, May 16, 2007

**Bank Branches, Domestic**

Atlanta

Regions Bank, Birmingham, Alabama -- to establish a branch at Highway 441/27 and Rolling Acres, Lady Lake, Florida.

- Approved, May 18, 2007

Atlanta

TriSummit Bank, Kingsport, Tennessee -- to establish a branch at 600 North State of Franklin Road, Johnson City.

- Approved, May 16, 2007

Minneapolis

The Yellowstone Bank, Laurel, Montana -- to establish a branch at 1283 North 14th Avenue, Bozeman.

- Approved, May 17, 2007

**Bank Holding Companies**

New York

Australia and New Zealand Banking Group Limited, Melbourne, Australia -- to acquire Citizens Bancorp, Hagatna, Guam, and Citizen's Security Bank.

- Approved, May 18, 2007

Kansas City

B Bank, Inc., Downs, Kansas -- waiver of application in connection with the proposed merger of State Bank of Downs with FirstBank of Greeley, Greeley, Colorado.

- Granted, May 17, 2007

Dallas

Community Bancshares, Inc., Bridgeport, Texas -- to become a bank holding company and to acquire The Community Bank, a de novo bank.

- Approved, May 16, 2007

Richmond

Cooperative Bankshares, Inc., Wilmington, North Carolina -- to acquire Bank of Jefferson, Jefferson, South Carolina.

- Approved, May 17, 2007

**Bank Holding Companies**

Kansas City

The Farmers State Bank of Fort Morgan Colorado Employee Stock Ownership Plan, Fort Morgan, Colorado -- to acquire up to 38 percent of the shares of F.S.B. Bancorporation of Fort Morgan, parent of Farmers State Bank of Fort Morgan.  
- Approved, May 17, 2007

Chicago

Fox River Financial Corporation, Burlington, Wisconsin -- to become a bank holding company and to acquire Fox River State Bank.  
- Withdrawn, May 14, 2007

Chicago

GC Bancorp, Inc., Chicago, Illinois -- to become a bank holding company and to acquire Gold Coast Bank, a de novo bank, and engage de novo in extending credit and servicing loans.  
- Approved, May 17, 2007

Chicago

LeRoy C. Darby, Inc. Employee Stock Ownership Plan, Elkader, Iowa -- to acquire additional shares to increase its ownership from 36 percent to 91.33 percent of LeRoy C. Darby, Inc. and thereby increase its ownership in Freedom Bank.  
- Approved, May 14, 2007

Atlanta

Old Southern Bancorp, Inc., Orlando, Florida -- to become a bank holding company and to acquire Old Southern Bank.  
- Approved, May 14, 2007

St. Louis

Renasant Corporation, Tupelo, Mississippi -- to merge with Capital Bancorp, Inc., Nashville, Tennessee, and thereby acquire Capital Bank & Trust Company.  
- Approved, May 14, 2007

### **Bank Holding Companies**

#### Kansas City

The State Bank of Wiley, Wiley, Colorado -- waiver of application in connection with the proposed acquisition of Cheyenne Mountain Bank, Colorado Springs; and waiver of application in connection with the acquisition of Cheyenne Mountain Bank by Four Corners Community Bank, Farmington, New Mexico.  
- Granted, May 18, 2007

### **Bank Mergers**

#### San Francisco

1st Pacific Bank of California, San Diego, California -- to merge with Landmark National Bank, Solana Beach, and thereby acquire three branches.  
- Approved, May 14, 2007

#### Dallas

TIB The Independent BankersBank, Irving, Texas -- to merge with South Bay Bank, National Association, Torrance, California, and establish a branch at 17011 Beach Boulevard, Huntington Beach, California.  
- Approved, May 17, 2007

### **Banks, State Member**

#### Secretary

First Western Bank, Eden Prairie, Minnesota -- to exercise full trust powers.  
- Approved, May 15, 2007

### **Change In Bank Control**

#### Kansas City

Green Country Bancorporation, Inc., Ketchum, Oklahoma -- change in bank control.  
- Permitted, May 16, 2007

### **Extensions Of Time**

#### Richmond

CapitalBank, Greenwood, South Carolina -- extension to February 29, 2008, to establish a branch at the intersection of Highway 14 and Westmoreland Drive, Greer.  
- Granted, May 14, 2007

**Extensions Of Time**

Kansas City

The Citizens Bank of Edmond, Edmond, Oklahoma -- extension to September 1, 2007, to establish a branch at 3600 South Boulevard.

- Granted, May 15, 2007

Kansas City

Colorado Community Bank, Yuma, Colorado -- extension to September 7, 2007, to establish a branch at 4625 Trail Boss Drive, Castle Rock.

- Granted, May 15, 2007

Richmond

First Charter Bank, Charlotte, North Carolina -- extension to November 24, 2007, to establish a branch at the intersection of Highway 73 and Shiloh Church Road, Kannapolis.

- Granted, May 17, 2007

Philadelphia

Orrstown Bank, Shippensburg, Pennsylvania -- extension to September 14, 2007, to merge with The First National Bank of Newport, Newport.

- Granted, May 16, 2007

**Regulations And Policies**

Secretary

Regulation CC -- technical amendments to Appendix A to reflect the restructuring of check processing operations at the Federal Reserve Bank of Atlanta and to provide notice relating to future changes to Appendix A (Docket No. R-1287).

- Approved, May 15, 2007



**District: 1**  
**Federal Reserve Bank of Boston**  
**Filings received during the week ending May 19, 2007**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>
NONE			

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

**Availability of CRA Public Evaluations**

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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
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NONE

CRA Examinations scheduled for Institution	Quarter of Location
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NONE

\* Subject to the provisions of the Community Reinvestment Act

**District: 2****Federal Reserve Bank of New York****Filings received during the week ending May 19, 2007**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>
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.	Newspaper: 06/09/2007 Federal Register: 06/07/2007
INTESA SANPAOLO S.P.A.	FBSEA	Intesa Sanpaolo S.p.A., Turin, Italy, to retain the federally licensed branch of former Sanpoalo IMI, S.p.A., in New York, New York.	Newspaper: Not available Federal Register: Not applicable
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.	Newspaper: 05/26/2007 Federal Register: 05/21/2007

## District: 2

### Federal Reserve Bank of New York

#### Availability of CRA Public Evaluations

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

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SN = Substantial noncompliance

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RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
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NONE

CRA Examinations scheduled for Institution	Quarter of Location
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NONE

**District: 3**

**Federal Reserve Bank of Philadelphia**

**Filings received during the week ending May 19, 2007**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>
NORTHUMBERLAND BANCORP	CIC	J. Donald Steele, Jr., and Joanne K. Steele, Lewisburg, PA to purchase up to 35% of Northumberland Bancorp, PA.	Newspaper: 05/24/2007 Federal Register: 05/21/2007

## District: 3

### Federal Reserve Bank of Philadelphia

#### Availability of CRA Public Evaluations

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

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

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SN = Substantial noncompliance

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

RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
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NONE

CRA Examinations scheduled for Institution	Quarter of Location
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NONE

**District: 4**  
**Federal Reserve Bank of Cleveland**  
**Filings received during the week ending May 19, 2007**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>
NONE			

## District: 4

### Federal Reserve Bank of Cleveland

#### Availability of CRA Public Evaluations

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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

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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
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NONE

CRA Examinations scheduled for Institution	Quarter of Location
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NONE



**District: 5****Federal Reserve Bank of Richmond****Filings received during the week ending May 19, 2007**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>
BANK OF AMERICA CORPORATION	Other Foreign	Bank of America Corporation, Charlotte, North Carolina, to acquire U.S. Trust Corporation, New York, New York, and thereby indirectly acquire United States Trust Company International Corporation.	Newspaper: Not applicable Federal Register: Not available
CHESAPEAKE BANK	* Branch	Chesapeake Bank, Kilmarnock, Virginia, proposes to establish a branch between 608 and 644 North Main Street, Kilmarnock, Virginia.	Newspaper: 05/25/2007 Federal Register: Not applicable
NEW PEOPLES BANK, INC.	* 18C	New Peoples Bank, Inc., Honaker, Virginia, to acquire certain assets and assume certain liabilities of the Norton, Virginia, and Pennington Gap, Virginia, branch offices of FNB Southeast, Reidsville, North Carolina.	Newspaper: 06/01/2007 Federal Register: Not applicable
SHORE BANK	Premises	Shore Bank, Onley, Virginia, proposes to increase its investment in bank premises by \$2 million.	Newspaper: Not applicable Federal Register: Not applicable
UNITED BANKSHARES, INC.	* 3A5 * 18C * Branch * 18C * Branch * 18C * Branch	United Bankshares, Inc., Charleston, West Virginia, and George Mason Bankshares, Inc., Fairfax, Virginia, to acquire 100% of the voting securities of Premier Community Bankshares, Inc., Winchester, Virginia, and thereby indirectly acquire The Marathon Bank, Winchester, Virginia, Rockingham Heritage Bank, Harrisonburg, Virginia, and Premier Bank, Inc., Martinsburg, West Virginia.	Newspaper: Not available Federal Register: Not available
VIRGINIA COMMERCE BANK	* Branch	Virginia Commerce Bank, Arlington, Virginia, proposes to establish a branch at 10800-A Courthouse Road, Fredericksburg, Virginia.	Newspaper: 05/31/2007 Federal Register: Not applicable

## District: 5

### Federal Reserve Bank of Richmond

#### Availability of CRA Public Evaluations

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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

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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
355821	BANK OF FLOYD, FLOYD, VIRGINIA	01/22/2007	04/25/2007	S	Small Bank
390925	FNB SOUTHEAST, REIDSVILLE, NORTH CAROLINA	07/31/2006	04/16/2007	S	Large Bank
3357910	HOMETOWN BK, ROANOKE, VIRGINIA	01/10/2007	04/09/2007	S	Small Bank
1401387	OLD LINE BK, BOWIE, MARYLAND	01/29/2007	04/25/2007	S	Small Bank
3374298	VIRGINIA HERITAGE BK, FAIRFAX, VIRGINIA	01/22/2007	04/16/2007	S	Small Bank

#### CRA Examinations scheduled for

#### Quarter of

Institution

Location

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NONE

**District: 6****Federal Reserve Bank of Atlanta****Filings received during the week ending May 19, 2007**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
CAPGEN CAPITAL GROUP LLC	* 3A1	CapGen Capital Group LLC, Washington, D.C., to become a bank holding company by acquiring 100 percent control of CapGen Capital Group LP, Washington, D.C., and thereby indirectly acquiring control of The BANKshares, Inc., Melbourne, Florida, and its subsidiaries, BankFIRST, Winter Park, Florida, and Bank Brevard, Melbourne, Florida (Banks); and by CapGen Capital Group LP, Washington, D.C., to become a bank holding company by acquiring 21.8 percent of The BANKshares, Inc., Melbourne, Florida, and Banks.	Newspaper:	Not available
			Federal Register:	06/14/2007
LANDMARK BANK OF FLORIDA	* Branch	LandMark Bank of Florida, Sarasota, Florida, to establish a branch located at 6020 Lakewood Ranch Boulevard, Bradenton, Florida, to be known as the Lakewood Ranch Office.	Newspaper:	05/29/2007
			Federal Register:	Not applicable
NEIGHBORHOOD COMMUNITY BANK	* Branch	Neighborhood Community Bank, Newnan, Georgia, to establish a branch located at 105 Carriage Oaks Drive, Tyrone, Georgia.	Newspaper:	05/31/2007
			Federal Register:	Not applicable
PINNACLE FINANCIAL CORPORATION	* 3A5	Pinnacle Financial Corporation, Elberton, Georgia, to merge with Georgia Central Bancshares, Inc., and thereby acquire its subsidiary, Georgia Central Bank, both of Social Circle, Georgia.	Newspaper:	Not available
			Federal Register:	06/18/2007
REGIONS BANK	* Branch	Regions Bank, Birmingham, Alabama, to establish branches at the following locations: 17900 Panama City Beach Parkway/Highway 98, Panama City, Florida, to be known as the Laguna Beach Branch; the intersection of Fruitville & Arthur Anderson Parkway, Sarasota, Florida, to be known as the Fruitville Branch; I-12 and Highway 21, Covington, Louisiana, to be known as the Covington - HWY 21 & I-12 Branch; 6460 Old Canton Road, Jackson, Mississippi, to be known as the Lake Harbour Branch; the corner of HWY 11-E and Clear Creek Road, Bristol, Tennessee, to be known as the Lee Highway Exit 7 Branch.	Newspaper:	05/29/2007
			Federal Register:	Not applicable
SECURITY BANK CORPORATION	* 3A5	Security Bank Corporation, Macon, Georgia, to merge with First Commerce Community Bankshares, Inc., and thereby acquire its subsidiary, First Commerce Community Bank, both of Douglasville, Georgia.	Newspaper:	06/12/2007
			Federal Register:	06/15/2007
SOUTHERN NATIONAL CORPORATION	* 3A3	Southern National Corporation, Andalusia, Alabama, to acquire 100 percent of the outstanding shares of People's Community Bank of the West Coast, Sarasota, Florida.	Newspaper:	Not available
			Federal Register:	06/08/2007

**District: 6**

**Federal Reserve Bank of Atlanta**

**Filings received during the week ending May 19, 2007**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>
SUNTRUST BANK	* Branch	SunTrust Bank, Atlanta, Georgia, to establish a branch located at 307 Unionville-Indian Trail Road, Indian Trail, North Carolina, to be known as the Indian Trail Office.	Newspaper: 05/30/2007 Federal Register: Not applicable

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

**Availability of CRA Public Evaluations**

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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
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NONE

CRA Examinations scheduled for Institution	Quarter of Location
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NONE

\* Subject to the provisions of the Community Reinvestment Act

**District: 7****Federal Reserve Bank of Chicago****Filings received during the week ending May 19, 2007**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>
CAPITOL BANCORP LTD.	* 3A3	Capitol Bancorp, Ltd., Lansing, Michigan and Capitol Development Bancorp Limited VI, Lansing, Michigan, to acquire 51 percent of the voting shares of Issaquah Community Bank (in organization), Issaquah, Washington.	Newspaper: Not available Federal Register: 06/15/2007
CAPITOL BANCORP LTD.	* 4c8	Capitol Bancorp, Ltd., Lansing, Michigan and Capitol Development Bancorp Limited VI, Lansing, Michigan, to acquire 51 percent of the voting shares of High Desert Bank (in organization), Bend, Oregon, and thereby operate a savings association.	Newspaper: Not available Federal Register: Not available
CITIZENS BANK	* Branch	Citizens Bank, Flint, Michigan, to establish a branch facility to be located at 21 N. Beacon, Grand Haven, Michigan.	Newspaper: 04/13/2007 Federal Register: Not applicable
FAMILY MERCHANTS BANCORPORATION, INC.	CIC	Notice by Audrey G. Savage, Monticello, Iowa, individually and as trustee of the Audrey G. Savage Revocable Inter Vivos Trust, to gain control of Family Merchants Bancorporation, Cedar Rapids, Iowa, and thereby indirectly Family Merchants Bank, Cedar Rapids, Iowa.	Newspaper: Not available Federal Register: 06/04/2007
M&I MARSHALL & ILSLEY BANK	* 18C * Branch	M&I Marshall & Ilsley Bank, Milwaukee, Wisconsin, to merge with Excel Bank Minnesota, Minneapolis, Minnesota, and thereby to establish 4 branches.	Newspaper: Not available Federal Register: Not applicable
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

**District: 7**

**Federal Reserve Bank of Chicago**

**Availability of CRA Public Evaluations**

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RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
919241	CENTRAL BK, RUSSIAVILLE, INDIANA	11/13/2006	05/02/2007	S	Small Bank

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 19, 2007**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>
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: 06/09/2007 Federal Register: 05/29/2007
FIRST STATE BANK OF DEQUEEN	* Branch	First State Bank of De Queen, De Queen, Arkansas, to establish a branch facility to be located at 202 Main Street, Dierks, Arkansas.	Newspaper: 05/27/2007 Federal Register: Not applicable
FIRST STATE BANK OF DEQUEEN	* Branch	First State Bank of De Queen, De Queen, Arkansas, to establish a branch facility to be located at 201 S. Washington Avenue, Suite A, Murfreesboro, Arkansas.	Newspaper: 05/27/2007 Federal Register: Not applicable
FIRST STATE BANK OF RED BUD	* Branch	First State Bank of Red Bud, Red Bud, Illinois, to establish a branch facility to be located at 2100 South Illinois Street, Belleville, Illinois.	Newspaper: 06/01/2007 Federal Register: Not applicable
FIRST TENNESSEE BANK NATIONAL ASSOCIATION MEMPHIS	Other Foreign Investment	First Tennessee Bank National Association, Memphis, Tennessee ("Bank"), to make an investment in FTN Financial Investment Corp, Memphis, Tennessee, pursuant to Section 211.5(g) of Regulation K. In connection with this investment, Bank will be making its initial overseas investment through its indirect investment in FTN Financial Asia, Limited, Hong Kong, pursuant to 211.5(c)(3) of Regulation K.	Newspaper: Not applicable Federal Register: Not applicable
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: 06/09/2007 Federal Register: 05/29/2007
MRV FINANCIAL CORP	* 3A1	MRV Financial Corp, Ste. Genevieve, Missouri, to become a bank holding company by acquiring 100 percent of MRV Banks, Ste. Genevieve, Missouri (in organization).	Newspaper: 06/08/2007 Federal Register: 06/18/2007



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

**Availability of CRA Public Evaluations**

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- NI = Needs to improve
- SN = Substantial noncompliance

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

RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
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NONE

CRA Examinations scheduled for Institution	Quarter of Location
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NONE

**District: 9****Federal Reserve Bank of Minneapolis****Filings received during the week ending May 19, 2007**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>
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 BANK OF BALDWIN, THE	* 18C * Branch	First Bank of Baldwin, Baldwin, Wisconsin to merge with Bank of Spring Valley Spring Valley, Wisconsin and thereto establish branches at 320 McKay Street Spring Valley, Wisconsin and 409 Main Street Plum City, Wisconsin.	Newspaper: Not available Federal Register: Not applicable
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
MESABA BANCSHARES, INC.	* 3A3	Mesaba Bancshares, Inc., Grand Rapids, Minnesota, to acquire 100 percent of Evergreen Bancshares, Inc., Two Harbors, Minnesota, and thereby indirectly acquire The Lake Bank, Two Harbors, Minnesota.	Newspaper: Not available Federal Register: 06/05/2007

## District: 9

### Federal Reserve Bank of Minneapolis

#### Availability of CRA Public Evaluations

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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
271154	STATE BK OF ALCESTER, ALCESTER, SOUTH DAKOTA	01/29/2007	05/11/2007	S	Small Bank

CRA Examinations scheduled for Institution	Quarter of Location
NONE	

**District: 10**  
**Federal Reserve Bank of Kansas City**  
**Filings received during the week ending May 19, 2007**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>
CLEARWATER DEVELOPMENT CO., INC.	CIC	Notice by Susie Covolik, Omaha, Nebraska, to retain control of Clearwater Development Co., Inc., parent of Citizens State Bank, both in Clearwater, Nebraska, through the retention of voting shares.	Newspaper: Not available Federal Register: 06/07/2007
FIRST CENTRALIA BANCSHARES, INC.	* 3A3	First Centralia Bancshares, Inc., Centralia, Kansas, to acquire up to 100 percent of the voting shares of Vermillion Bankshares, Inc., parent of Vermillion State Bank, both in Vermillion, Kansas.	Newspaper: Not available Federal Register: 06/18/2007
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

**District: 10**

**Federal Reserve Bank of Kansas City**

**Availability of CRA Public Evaluations**

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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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- NI = Needs to improve
- SN = Substantial noncompliance

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

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RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
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NONE

CRA Examinations scheduled for Institution	Quarter of Location
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NONE

\* Subject to the provisions of the Community Reinvestment Act

**District: 11**  
**Federal Reserve Bank of Dallas**  
**Filings received during the week ending May 19, 2007**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>
Rice Bancshares, Inc.	* 3A1	Rice Bancshares, Inc., Ennis, Texas, to become a bank holding company through the acquisition of First State Bank, Rice, Texas.	Newspaper: Not available Federal Register: Not available
UMPHREY II FAMILY LIMITED PARTNERSHIP	* 3A1	Umphrey II Family Limited Partnership and Hillister Enterprises II, Inc., Beaumont, Texas, to become bank holding companies by acquiring 19.61 percent of CBFH, Inc., Beaumont, Texas, and indirectly acquire County Bancshares, Inc., Newton, Texas; Newton Delaware Financial Corporation, Dover, Delaware; and CountyBank, National Association, Newton, Texas, also, CBFH, Inc., Beaumont, Texas, to become a bank holding company by acquiring 100 percent of County Bancshares, Inc., Newton, Texas, and indirectly acquire Newton Delaware Financial Corporaton, Dover, Delaware, and CountyBank, National Association, Newton, Texas.	Newspaper: 06/12/2007 Federal Register: 06/11/2007

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

**Availability of CRA Public Evaluations**

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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
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NONE

CRA Examinations scheduled for Institution	Quarter of Location
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NONE

**District: 12**

**Federal Reserve Bank of San Francisco**

**Filings received during the week ending May 19, 2007**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>
AMERICAN HERITAGE HOLDINGS	* 3A1	American Heritage Holdings to become a bank holding company by acquiring 100 percent of Borrego Springs Bank, N.A., both of La Mesa, California.	Newspaper: Not available Federal Register: Not available
FRANKLIN RESOURCES, INC.	* 3A3	Franklin Resources, Inc., San Mateo, California, to retain 16 percent of The BANKshares, Inc., Melbourne, Florida, and thereby indirectly retain control of its subsidiaries, The Bank Brevard, Melbourne, Florida, and BankFIRST, Winter Park, Florida.	Newspaper: Not available Federal Register: 06/18/2007



**District: 12**

**Federal Reserve Bank of San Francisco**

**Availability of CRA Public Evaluations**

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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.

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RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
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NONE

CRA Examinations scheduled for Institution	Quarter of Location
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NONE

\* Subject to the provisions of the Community Reinvestment Act