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**Federal Reserve Release**

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*H.2*

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

*No. 23*

*Week Ending June 7, 2008*

**Testimony And Statements**

State of the Banking Industry -- statement by Vice Chairman Kohn before the U.S. Senate Committee on Banking, Housing, and Urban Affairs on June 5, 2008.

- Reviewed, June 2, 2008

**Bank Holding Companies**

Bank of America Corporation, Charlotte, North Carolina -- to acquire Countrywide Financial Corporation, Calabasas, California, and thereby indirectly acquire Countrywide Bank, FSB, Alexandria, Virginia, and certain other nonbanking subsidiaries of Countrywide.

- Approved, June 5, 2008

**Enforcement**

Banco de Chile and Banco de Chile Miami Branch, Miami, Florida -- cease and desist order dated February 1, 2005, terminated June 2, 2008.

- Announced, June 4, 2008

Millennium Bankshares Corporation, Reston, Virginia -- written agreement with the Federal Reserve Bank of Richmond.

- Announced, June 3, 2008

## H.2 Actions under delegated authority

June 1, 2008 to June 7, 2008

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**BS&R** Banking Supervision and Regulation

**RBOPS** Reserve Bank Operational and Payment System

**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 Highway 64 and Rudy Road, Alma.

- Approved, June 4, 2008

#### St. Louis

Arvest Bank, Fayetteville, Arkansas -- to establish a branch at 1404-A Highway 62/65 North, Harrison.

- Approved, June 5, 2008

#### Kansas City

Canadian State Bank, Yukon, Oklahoma -- to establish a branch at 620 East State Highway 152, Mustang.

- Approved, June 6, 2008

#### Cleveland

Fifth Third Bank, Cincinnati, Ohio -- to establish a branch at 1095 East Dayton Yellow Springs Road, Dayton.

- Approved, June 4, 2008

#### Cleveland

Fifth Third Bank, Cincinnati, Ohio -- to establish a temporary branch at Highland Meadows Golf Club, 7455 Erie Street, Sylvania.

- Approved, June 4, 2008

**Bank Branches, Domestic**

Cleveland

Fifth Third Bank, Grand Rapids, Michigan -- to establish a branch at 2710 Gulf to Bay Boulevard, Clearwater, Florida.

- Approved, June 4, 2008

Cleveland

Fifth Third Bank, Grand Rapids, Michigan -- to establish a branch at Woodward and Forrest, Detroit.

- Approved, June 4, 2008

Cleveland

Fifth Third Bank, Grand Rapids, Michigan -- to establish a branch at 680 North Lake Shore Drive, Chicago, Illinois.

- Approved, June 4, 2008

Cleveland

Fifth Third Bank, Grand Rapids, Michigan -- to establish a branch at 2660 U.S. Highway 34, Oswego, Illinois.

- Approved, June 4, 2008

Cleveland

Fifth Third Bank, Grand Rapids, Michigan -- to establish a branch at 7200 West 87th Street, Bridgeview, Illinois.

- Approved, June 4, 2008

**Bank Branches, Domestic**

Cleveland

Fifth Third Bank, Grand Rapids, Michigan -- to establish a branch at 1420 East 53rd Street, Chicago, Illinois.

- Approved, June 4, 2008

Cleveland

Fifth Third Bank, Grand Rapids, Michigan -- to establish a branch at 2353 63rd Street, Woodridge, Illinois.

- Approved, June 4, 2008

Cleveland

Fifth Third Bank, Grand Rapids, Michigan -- to establish a branch at 8001 Golf Road, Niles, Illinois.

- Approved, June 4, 2008

Cleveland

Fifth Third Bank, Grand Rapids, Michigan -- to establish a branch at Conroy and Turkey Lake, Orlando, Florida.

- Approved, June 4, 2008

Cleveland

Fifth Third Bank, Grand Rapids, Michigan -- to establish a branch at 3801 Pleasant Hill Road, Kissimmee, Florida.

- Approved, June 4, 2008

**Bank Branches, Domestic**

Cleveland

Fifth Third Bank, Grand Rapids, Michigan -- to establish a branch at 15 Mile and Gratiot, Clinton Township, Michigan.

- Approved, June 4, 2008

San Francisco

Mission Community Bank, San Luis Obispo, California -- to establish a branch at 1670 South Broadway, Santa Maria.

- Approved, June 4, 2008

Kansas City

Peoples Bank, Lawrence, Kansas -- to establish a branch at 3045 Iowa Street, Lawrence.

- Approved, June 2, 2008

Atlanta

Regions Bank, Birmingham, Alabama -- to establish branches at Highway 94 and Florence Drive, St. Charles, Missouri; Campbell Drive and Kingman Road, Homestead, Florida; Main Street and U.S. Highway 41, Cartersville, Georgia; 1400 Augusta Road, Greenville, South Carolina; Pelham Road and Old Boiling Springs Road, Greenville; and 1614 Hendricks Avenue, Jacksonville, Florida.

- Approved, June 5, 2008

**Bank Branches, Domestic**

## Atlanta

Regions Bank, Birmingham, Alabama -- to establish branches at Wentzville Parkway and Interstate 70, Wentzville, Missouri; Ben Hill Parkway and Gulf Coast Town Center, Ft. Myers, Florida; Richardson Road and Richard Crossing, Arnold, Missouri; Highway K and Waterbury Falls Road, O'Fallon; 100 Congress Avenue, Austin, Texas; Hardin Valley Road and Pellissippi Highway, Knoxville, Tennessee; 8115 Camp Creek Boulevard, Olive Branch, Mississippi; Pine Island Road and Southwest 14th Avenue, Cape Coral, Florida; Highway 280 and Airport Road, Alexander City, Alabama; Highway 31 and Alabama Highway Department Road/CR 304, Calera; 3000 South Sixth Street, Springfield, Illinois; Highway 143 and Lincoln Lane, Highland; and 730 North Tyndall Parkway, Panama City, Florida.

- Approved, June 5, 2008

## Atlanta

Regions Bank, Birmingham, Alabama -- to establish branches at 3226 Dauphin Street, Mobile, Alabama; 3950 Airport Boulevard, Mobile; 7885 Moffett Road, Semmes; 1097 Industrial Parkway, Saraland; Highway 18 and Chadwick Drive, Jackson, Mississippi; South Mt. Juliet Road and Providence Boulevard, Mt. Juliet, Tennessee; Commerce Palms Drive and Bruce B. Downs Boulevard, Tampa, Florida; 28526 Highway 23, Port Sulphur, Louisiana; and Cottage Hill Road and Dawes Road.

- Approved, June 5, 2008

## Kansas City

Rocky Mountain Bank, Wilson, Wyoming -- to establish a branch at 890 West Broadway, Jackson.

- Withdrawn, June 5, 2008

## Philadelphia

Susquehanna Bank PA, Lititz, Pennsylvania -- to establish a branch at Koser Road and Fruitville Pike, Lancaster.

- Approved, June 6, 2008

**Bank Holding Companies**

Dallas

Allegiance Bancshares, Inc., Houston, Texas -- to become a bank holding company and to acquire Allegiance Bank Texas, Houston.

- Approved, June 6, 2008

Minneapolis

BancMidwest Corporation, Saint Paul, Minnesota -- to acquire Hiawatha Bancshares, Inc., Hager City, Wisconsin, and thereby acquire Hiawatha National Bank.

- Withdrawn, June 2, 2008

St. Louis

Central Banccompany, Jefferson City, Missouri -- to acquire Guaranty Bancshares, Inc., Strafford, and indirectly acquire The Greene County Bank; and for Guaranty Acquisition Corporation, Jefferson City, to become a bank holding company and to acquire Guaranty Bancshares, Inc., and The Greene County Bank.

- Approved, June 5, 2008

Kansas City

ENB Acquisition Corporation, Oklahoma City, Oklahoma -- to become a bank holding company and to acquire Exchange Bancshares of Moore, Inc., and Exchange National Bank of Moore.

- Withdrawn, June 3, 2008

Dallas

First Artesia Bancshares, Inc., Artesia, New Mexico -- to acquire First Financial Services, Inc., Chaparral, and engage in certain lending activities.

- Approved, June 6, 2008



**Bank Holding Companies**

Chicago

First State Bancorporation, Inc., Milan, Illinois -- to become a bank holding company and to acquire Lamoine Bancorp, Inc., La Harpe, and thereby acquire First State Bank of Western Illinois.

- Approved, June 6, 2008

Chicago

First State Bancorporation, Inc., Milan, Illinois -- to acquire State Bank of Colusa, Colusa.

- Approved, June 6, 2008

Philadelphia

Integrity Bancshares, Inc., Camp Hill, Pennsylvania -- to become a bank holding company and to acquire Integrity Bank, Camp Hill.

- Approved, June 2, 2008

Atlanta

Verity Capital Group Inc., Dahlonega, Georgia -- to become a bank holding company and to acquire Verity Bank, Winder, (in organization).

- Approved, June 3, 2008

**Change In Bank Control**

Dallas

Haskell Bancshares, Inc., Haskell, Texas -- to retain control of Bancshares, Inc., and its subsidiary, Haskell National Bank, Haskell.

- Permitted, June 2, 2008

Extensions Of Time

St. Louis

Cabool State Bank Employee Stock Ownership Plan, Cabool, Missouri -- extension to September 6, 2008, to increase its ownership of Cabool Bancshares, Inc., Cabool, and thereby increase its indirect control of Cabool State Bank.

- Granted, June 6, 2008

Kansas City

HOTC Investment Company, Wray, Colorado -- extension to September 3, 2008, to become a bank holding company and to acquire Wray State Bank.

- Granted, June 3, 2008

Financial Holding Companies

Dallas

First Live Oak Bancshares, Inc., Three Rivers, Texas -- election to become a financial holding company.

- Effective, June 4, 2008

Kansas City

King Bancshares, Inc., Kingman, Kansas -- election to become a financial holding company.

- Effective, June 6, 2008

**District: 1**

**Federal Reserve Bank of Boston**

**Filings received during the week ending June 7, 2008**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>
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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
228000	FRANKLIN SVG BK, FARMINGTON, MAINE	10/29/2007	02/17/2008	S	Int Sm Bank
35301	STATE STREET B&TC, BOSTON, MASSACHUSETTS	04/09/2007	07/29/2007	O	Whole/Ltd Purp

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

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\* Subject to the provisions of the Community Reinvestment Act

**District: 2****Federal Reserve Bank of New York****Filings received during the week ending June 7, 2008**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
NATIONAL AGRICULTURAL COOPERATIVE FEDERATION, THE	FBSEA	National Agricultural Cooperative Federation, Seoul, Korea, to establish a branch in New York, New York.	Newspaper: Federal Register:	Not available Not applicable
NATIONAL AUSTRALIA BANK LIMITED	FBSEA	The National Australia Bank Limited, Melbourne, Australia, to establish a branch in Chicago, Illinois, under Section 211.24(a)(2) of Regulation K.	Newspaper: Federal Register:	Not available Not applicable
NORTH JERSEY COMMUNITY BANCORP INC.	3A1	North Jersey Community Bancorp Inc., to acquire 100 percent of the outstanding stock of North Jersey Community Bank, both of Englewood Cliffs, New Jersey, and thereby become a one-bank holding company.	Newspaper: Federal Register:	Not applicable Not applicable
STANDARD CHARTERED BANK	FBSEA	Standard Chartered Bank, London, England, to establish a representative office in Newark, New Jersey pursuant to Section 211.24(a)(2)(i)(B)(1) of Regulation K.	Newspaper: Federal Register:	06/29/2008 Not applicable

**District: 2**

**Federal Reserve Bank of New York**

**Availability of CRA Public Evaluations**

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RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
541101	BANK OF NY, NEW YORK, NEW YORK	05/21/2007	05/12/2008	O	Whole/Ltd Purp

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

\* Subject to the provisions of the Community Reinvestment Act

District: 3

Federal Reserve Bank of Philadelphia

Filings received during the week ending June 7, 2008

Filer	Filing Type	Filing Proposal	End of Comment Period	
ORRSTOWN BANK	* Branch	Orrstown Bank, Shippensburg, PA, proposes to establish a branch office located at 1020 Professional Court, Hagerstown, Washington County, MD, pursuant to Section 9 of the FRA.	Newspaper:	06/14/2008
			Federal Register:	Not applicable
ORRSTOWN BANK	Premises	Orrstown Bank, Shippensburg, PA requesting approval to establish a branch office at 1020 Professional Court, Washington Co, Maryland which will exceed the 150% threshold investment in their bank premises.	Newspaper:	Not applicable
			Federal Register:	Not applicable
SUSQUEHANNA BANK PA	* 18C	Susquehanna Bank DV, Bryn Mawr, PA, and Susquehanna Bank, Hagerstown, MD, to merge with and into Susquehanna Bank PA, Lancaster, PA.	Newspaper:	Not available
			Federal Register:	Not applicable

**District: 3**

**Federal Reserve Bank of Philadelphia**

**Availability of CRA Public Evaluations**

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

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

\* Subject to the provisions of the Community Reinvestment Act



**District: 4**

**Federal Reserve Bank of Cleveland**

**Filings received during the week ending June 7, 2008**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
OHIO HERITAGE BANK	* Branch	Ohio Heritage Bank, Coshocton, OH to establish a branch at 1066 Hebron Road, Heath, OH.	Newspaper:	Not available
			Federal Register:	Not applicable

**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.

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

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

\* Subject to the provisions of the Community Reinvestment Act

District: 5

Federal Reserve Bank of Richmond

Filings received during the week ending June 7, 2008

Filer	Filing Type	Filing Proposal	End of Comment Period	
EAGLE BANCORP, INC.	* 3A5	Eagle Bancorp, Inc., Bethesda, Maryland, to acquire 100% of the voting securities of Fidelity & Trust Financial Corporation, Bethesda, Maryland and thereby indirectly acquire Fidelity & Trust Bank, Bethesda, Maryland.	Newspaper:	06/14/2008
	* 18C		Federal Register:	06/16/2008
	* Branch			
VIRGINIA BANCORP, INC.	* 3A1	Virginia BanCorp, Inc., Petersburg, Virginia, to become a bank holding company through the acquisition of 100% of the voting securities of Virginia Commonwealth Bank, Peterburg, Virginia (formerly First Federal Savings Bank of Virginia).	Newspaper:	07/07/2008
			Federal Register:	07/03/2008

**District: 5**

**Federal Reserve Bank of Richmond**

**Availability of CRA Public Evaluations**

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- 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
NONE					

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CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

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\* Subject to the provisions of the Community Reinvestment Act

**District: 6**

**Federal Reserve Bank of Atlanta**

**Filings received during the week ending June 7, 2008**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
CAIXA DE AFORROS DE VIGO, OURENSE E PONTEVEDRA	FBSEA	Caixa de Aforros de Vigo, Ourense e Pontevedra, Vigo, Spain, to establish international bank branches in New York, New York, Chicago, Illinois, Los Angeles, California, and Houston, Texas.	Newspaper: Federal Register:	Not available Not applicable
GUARDIAN BANCSHARES, INC.	CIC	Prior change in control notice filed by Charles R. Vawter and Janet J. Vawter, both of Sylacauga, Alabama, to acquire 13 percent of the outstanding shares of Guardian Bancshares, Inc., and its subsidiary, Alabama Trust Bank, N.A., both of Sylacauga, Alabama.	Newspaper: Federal Register:	Not available 06/18/2008
GUARDIAN BANCSHARES, INC.	CIC	Prior change in control notice filed by Oliver H. Allen, Debbie Allen Armstrong, Timothy W. Allen, Bill Hamilton, Mary-Harmon Armstrong, Olivia C. Armstrong, Katlyn B. Allen, Robert K. Allen, Sr., Peggy H. Allen, Robert K. Allen, Jr., and William Keith Allen, Sr., all of Sylacauga, Alabama, to collectively acquire 19 percent of the outstanding shares of Guardian Bancshares, Inc., and its subsidiary, Alabama Trust Bank, N.A., both of Sylacauga, Alabama.	Newspaper: Federal Register:	Not available 06/18/2008
MONTE DE PIEDAD Y CAJA DE AHORROS SAN FERNANDO DE HUELVA	FBSEA	Monte de Piedad y Caja de Ahorros San Fernando de Huelva, Sevilla, Spain (CAJASOL), to establish a representative office in Miami, Florida.	Newspaper: Federal Register:	Not available Not applicable

**District: 6**

**Federal Reserve Bank of Atlanta**

**Availability of CRA Public Evaluations**

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- SN = Substantial noncompliance

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

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

\* Subject to the provisions of the Community Reinvestment Act

**District: 7**

**Federal Reserve Bank of Chicago**

**Filings received during the week ending June 7, 2008**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
C-B-G, INC.	* 3A3	C-B-G, Inc., West Liberty, Iowa, to acquire an additional \$5 million (only \$500,000 from C-B-G, Inc. and the remaining from executive officers, directors, and shareholders of CBG all considered to be acting in concert) of common stock, or up to 50.01 percent, in Washington Bancorp, Washington, Iowa, and thereby increase it's indirect interest in Washington Bancorp's subsidiary, Federation Bank, Washington, Iowa.	Newspaper: Federal Register:	Not available 06/27/2008
CAPITOL BANCORP LTD.	* 3A3	Capitol Bancorp, Ltd., Lansing, Michigan and Capitol Development Bancorp Limited VII, Lansing, Michigan, to acquire 51 percent of the voting shares of Central Arizona Bank (in organization), Casa Grande, Arizona.	Newspaper: Federal Register:	Not available 06/20/2008
CAPITOL BANCORP LTD.	* 3A3	Capitol Bancorp, Ltd., Lansing, Michigan and Capitol Development Bancorp Limited VII, Lansing, Michigan, to acquire 51 percent of the voting shares of Sunrise Bank of Norman (in organization), Norman, Oklahoma.	Newspaper: Federal Register:	Not available 06/20/2008
CAPITOL BANCORP LTD.	* 4c8	Capitol Bancorp, Ltd., Lansing, Michigan, to acquire 51 percent of the voting shares of FFBSB Financial Corporation, Lansing, Michigan, and thereby indirectly acquire Forethought Federal Savings Bank, Batesville, Indiana, and thereby operate a savings association.	Newspaper: Federal Register:	Not available 06/27/2008
CEDAR INVESTMENT COMPANY	4c8	12-day Notice - Cedar Investment Company, Waverly, Iowa, proposes to engage de novo in extending credit and servicing loans.	Newspaper: Federal Register:	Not applicable Not applicable
IBT BANCORP, INC.	* 3A3	IBT Bancorp, Inc., Mt. Pleasant, Michigan, to retain 5.9 percent of the voting shares of Valley Financial Group, Ltd., Saginaw, Michigan, and thereby indirectly retain shares of 1st State Bank, Saginaw, Michigan.	Newspaper: Federal Register:	Not available 06/02/2008
ITEAM COMPANIES, INC.	CIC	Notice by James A. Button, Mequon, Wisconsin, Michael J. McGuire, Oak Lawn, Illinois, Robert C. Olson, Palos Hills, Illinois, Mark S. Poker, Brookfield, Wisconsin, and Thomas W. Tice, Key Largo, Florida, to acquire control of iTeam Companies, Inc., Brookfield, Wisconsin, and thereby indirectly acquire Kenney Bank and Trust, Kenney, Illinois.	Newspaper: Federal Register:	Not available Not available
JOHNSON BANK	* Branch	Johnson Bank, Racine, Wisconsin, to establish a branch facility to be located at 700 S. River Street, Spooner, Wisconsin.	Newspaper: Federal Register:	06/16/2008 Not applicable

\* Subject to the provisions of the Community Reinvestment Act

**District: 7**

**Federal Reserve Bank of Chicago**

**Filings received during the week ending June 7, 2008**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
LAFAYETTE COMMUNITY BANCORP	CIC	Notices by John B. Scheumann, Lafayette, Indiana, individually and as trustee of the John B. Scheumann Grantor Retained Annuity Trust dated April 20, 2004, and the John B. Scheumann Grantor Retained Annuity Trust dated April 20, 2004, to acquire 20.76 percent of Lafayette Community Bancorp, Lafayette, Indiana, and thereby indirectly acquire Lafayette Community Bank, Lafayette, Indiana, and together with the John B. Scheumann Trust dated December 27, 2002, and June M. Scheumann, Lafayette, Indiana, as trustee of the John B. Scheumann Trust dated December 27, 2002, as a group acting in concert to acquire 25.24 percent of Lafayette Community Bancorp, Lafayette, Indiana, and thereby indirectly acquire Lafayette Community Bank, Lafayette, Indiana.	Newspaper: Federal Register:	Not available 06/25/2008
PRAIRIELAND BANCORP EMPLOYEE STOCK OWNERSHIP PLAN AND TRUST	* 3A3	Prairieland Bancorp Employee Stock Ownership Plan and Trust, Bushnell, Illinois, to increase its ownership to 47.13 percent of Prairieland Bancorp, Inc., Bushnell, Illinois, as a result of stock redemptions, and thereby indirectly increase its ownership of Farmers and Merchants State Bank of Bushnell, Bushnell, Illinois.	Newspaper: Federal Register:	Not available 07/03/2008
TOWN & COUNTRY BANK	* Branch	Town & Country Bank, Buffalo, Illinois, to establish a branch facility to be located at 445 North Franklin Street, Decatur, Illinois.	Newspaper: Federal Register:	06/16/2008 Not applicable



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
517441	BANK OF BROADHEAD, BROADHEAD, WISCONSIN	01/14/2008	05/26/2008	S	Small Bank

CRA Examinations scheduled for	Quarter of	Institution	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 June 7, 2008**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
CLARK COUNTY BANCSHARES, INC.	CIC	Notice by David F. Alderton, Jr., Gorin, Missouri, and Brian W. Alderton, Kahoka, Missouri, to individually and collectively gain control of Clark County Bancshares, Inc., Wyaconda, Missouri.	Newspaper: Federal Register:	06/16/2008 06/24/2008
MEMPHIS BANCSHARES, INC.	CIC	Notice by Carol S. Alderton, Kahoka, Missouri, to gain control of Memphis Bancshares, Inc., Memphis, Missouri.	Newspaper: Federal Register:	06/18/2008 06/24/2008

**District: 8**

**Federal Reserve Bank of St. Louis**

**Availability of CRA Public Evaluations**

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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**      **Quarter of**

Institution	Location
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NONE

District: 9

Federal Reserve Bank of Minneapolis

Filings received during the week ending June 7, 2008

Filer	Filing Type	Filing Proposal	End of Comment Period	
CBT CORPORATION, INC.	* 3A3	CBT Corporation, Inc., which owns Citizens Bank & Trust Company, both of Big Timber, Montana, to acquire 100% of The Continental National Bank of Harlowton, Harlowton, Montana. Citizens Bank & Trust Company to merge with The Continental National Bank of Harlowton and incident thereto establish branch facilities to be located at 332 North Central Avenue, Harlowton, and 121 East 1st Avenue, Ryegate, Montana.	Newspaper:	Not available
	* 18C		Federal Register:	07/03/2008
	* Branch			
CHARTER BANKSHARES, INC.	* 3A3	Charter Bankshares, Inc., Eau Claire, Wisconsin, to acquire 100% of Peregrine Corporation, Chaska, Minnesota, and thereby indirectly acquire Community Bank Corporation, Chaska, Minnesota.	Newspaper:	06/14/2008
			Federal Register:	06/13/2008

**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.

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

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CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

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\* Subject to the provisions of the Community Reinvestment Act

**District: 10****Federal Reserve Bank of Kansas City****Filings received during the week ending June 7, 2008**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
BOR BANCORP	CIC	Notice submitted by Peter Joseph Fiene and Jane Frances Fiene, both of Overland Park, Kansas; and the Patrick Robert Fiene Family Irrevocable Trust No. 1, Peter Joseph Fiene, trustee, to acquire control of BOR Bancorp, parent of Bank of Rothville, both in Rothville, Missouri.	Newspaper: Federal Register:	Not available 06/26/2008
PINNACLE BANCORP, INC.	* 3A3	Pinnacle Bancorp, Inc., Central City, Nebraska, to acquire 100 percent of the voting shares of First Azle Bancshares, Inc., parent of First Bank, both in Azle, Texas.	Newspaper: Federal Register:	06/24/2008 07/03/2008
STOCKMENS FINANCIAL CORPORATION	* 3A3	Stockmens Financial Corporation, Rapid City, South Dakota, to acquire 100 percent of the voting shares of Homestead Financial Corporation, parent of The First National Bank and Trust, both in Beatrice, Nebraska.	Newspaper: Federal Register:	07/02/2008 06/30/2008

**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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- 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
NONE					

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CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

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\* Subject to the provisions of the Community Reinvestment Act

**District: 11****Federal Reserve Bank of Dallas****Filings received during the week ending June 7, 2008**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
HAPPY BANCSHARES, INC.	4c8	Happy Bancshares, Inc., Canyon, Texas and Happy Bancshares of Delaware, Inc., Dover, Delaware, to acquire indirectly through its sole bank subsidiary, Happy State Bank, Happy, Texas, 50 percent interest in Happy Dub, LLC, Amarillo, Texas, and therefore engage in leasing personal or real property pursuant to section 4(c)(8) of the Bank Holding Company Act and Section 225.28(b)(3) of Regulation Y.	Newspaper: Federal Register:	Not applicable Not applicable
LEGACYTEXAS BANK	* Branch	LegacyTexas Bank, Plano, Texas, to establish a branch to be located at 1111 Santa Fe Drive, Weatherford, Texas 76086.	Newspaper: Federal Register:	06/16/2008 Not applicable
MENARD BANCSHARES, INC.	CIC	Notice by Carolyn V. Kothmann, Menard, Texas, Carl G. Kothmann, Menard, Texas, Benny F. Kothmann, Menard, Texas, Dora L. Wright, Menard, Texas, Stanley C. Kothmann, Southlake, Texas, LaVerne C. Kothmann, Menard, Texas, and Kaddo F. Kothmann, Garden City, Texas, to acquire an interest in Menard Bancshares, Inc., Menard, Texas, and thereby indirectly acquire Menard National Bank, Menard, Texas.	Newspaper: Federal Register:	Not available 06/12/2008



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

- O = Outstanding
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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
NONE					

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CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

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\* Subject to the provisions of the Community Reinvestment Act

**District: 12**

**Federal Reserve Bank of San Francisco**

**Filings received during the week ending June 7, 2008**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
BANK OF WHITMAN EMPLOYEE STOCK OWNERSHIP PLAN	* 3A3	Bank of Whitman Employee Stock Ownership Plan, Colfax Washington, to acquire 56 percent of Whitman Bancorporation Incorporated, Colfax, Washington, and thereby indirectly acquire Whitman Bank, Colfax, Washington.	Newspaper: Federal Register:	Not available 06/09/2008
COASTAL COMMUNITY BANK	Member	Coastal Community Bank, Everett, Washington, to become a member of the Federal Reserve System.	Newspaper: Federal Register:	Not applicable Not applicable
COEUR D'ALENE BANCORP	* 3A1	Coeur d'Alene Bancorp, Coeur d'Alene, Idaho, to become a bank holding company by acquiring 100 percent of bankcda, Coeur d'Alene, Idaho.	Newspaper: Federal Register:	Not available 06/03/2008
FIRST UTAH BANK	* Branch	First Utah Bank, Salt Lake City, Utah, to retroactively establish a branch office at 4168 West 12600 South, Riverton, Utah.	Newspaper: Federal Register:	06/06/2008 Not applicable
UTAH INDEPENDENT BANK	CIC	Notice by Craig Allen White and Julie White, Beaver, Utah, Brent R. White and Julie H. White, Elsinore, Utah, the Robert B. White Jr. Family Trust, and the Elinor B. White Family Trust, Susan Williams, Redlands, California, Eric White, Glendale, California, and Cheryl W. Newton and George F. Newton, Morgan, Utah, a family group, to retain up to 33.85 percent of Utah Independent Bank, Salina, Utah; and Craig Allen White individually to increase his ownership above 10 percent of Utah Independent Bank, Salina, Utah.	Newspaper: Federal Register:	06/21/2008 06/24/2008

**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.

RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
777366	BANK OF THE ORIENT, SAN FRANCISCO, CALIFORNIA	01/28/2008	05/22/2008	S	Large Bank

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

\* Subject to the provisions of the Community Reinvestment Act