Federal Reserve Release



H.2

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

No. 3

Week Ending January 17, 2009

Testimony and Statements

Troubled Asset Relief Program -- statement by Vice Chairman Kohn before the House Committee on Financial Services.

- Published, January 13, 2009

Bank Holding Companies

Allianz SE, Munich, Germany -- to retain its interest in The Hartford Financial Services Group, Inc., Hartford, Connecticut, and thereby acquire an indirect interest in Federal Trust Bank, a federal savings association, Sanford, Florida.

- Approved, January 13, 2009

The PNC Financial Services Group, Inc., Pittsburgh, Pennsylvania -- commenter's request for reconsideration of the Board's approval of the application to acquire National City Corporation, Cleveland, Ohio, and its subsidiary bank, National City Bank.

- Denied, January 12, 2009

Protective Life Corporation, Birmingham, Alabama -- to become a bank holding company and to acquire Bonifay Holding Company, Inc., Bonifay, Florida, and its subsidiary bank, The Bank of Bonifay.

- Approved, January 15, 2009

Monetary and Financial Policy

Bank of America Corporation, Charlotte, North Carolina -- joint statement by the Board, Department of the Treasury, and Federal Deposit Insurance Corporation on an agreement with Bank of America to provide a package of guarantees, liquidity access, and capital.

- Announced, January 16, 2009

Monetary and Financial Policy

Term Auction Facility -- TAF auction in the amount of \$150 billion in 28-day credit on January 12, 2009.

- Announced, January 12, 2009

Regulations and Policies

Lending and Liquidity Facilities -- periodic report to Congress, required by the Emergency Economic Stabilization Act, on the outstanding lending facilities authorized under section 13(3) of the Federal Reserve Act.

- Approved, December 29, 2008 (A/C)

H.2 Actions under delegated authority

BS&R Banking Supervision and Regulation RBOPS Reserve Bank Operations and Payment Systems

C&CA Consumer and Comminity Affairs **IF** International Finance

FOMC Federal Open Market Committee OSDM Office of Staff Director for Management

Bank Branches, Domestic

Cleveland

Fifth Third Bank, Grand Rapids, Michigan -- to establish a branch at 11281 Ulmerton Road, Largo, Florida.

- Approved, January 14, 2009

Cleveland

Fifth Third Bank, Grand Rapids, Michigan -- to establish a branch at the southeast corner of Miramar Parkway and Flamingo Road, Miramar, Florida.

- Approved, January 14, 2009

Cleveland

Fifth Third Bank, Grand Rapids, Michigan -- to establish a branch at the southwest corner of Woolbright Road and Jog Road, Boynton Beach, Florida.

- Approved, January 14, 2009

Cleveland

Fifth Third Bank, Grand Rapids, Michigan -- to establish a branch at 2051 East Laraway Road, New Lenox, Illinois.

- Approved, January 14, 2009

Cleveland

Fifth Third Bank, Grand Rapids, Michigan -- to establish a branch at 28 Orland Square Drive, Orland Park, Illinois.

- Approved, January 14, 2009

Bank Branches, Domestic

Cleveland

Fifth Third Bank, Grand Rapids, Michigan -- to establish a branch at 275 South Weber Road, Romeoville, Illinois.

- Approved, January 14, 2009

Cleveland

Fifth Third Bank, Grand Rapids, Michigan -- to establish a branch at 2443 Ocoee Apopka Road, Ocoee, Florida.

- Approved, January 14, 2009

Cleveland

Fifth Third Bank, Grand Rapids, Michigan -- to establish a branch at 845 South Elmhurst Road, Des Plaines, Illinois.

- Approved, January 14, 2009

Cleveland

Fifth Third Bank, Grand Rapids, Michigan -- to establish a branch at 21403 Cicero Avenue, Matteson, Illinois.

- Approved, January 14, 2009

Cleveland

Fifth Third Bank, Grand Rapids, Michigan -- to establish a branch at the northwest corner of Bee Ridge Road and Beneva Road, Sarasota, Florida.

- Withdrawn, January 15, 2009

Bank Branches, Domestic

Richmond

Union Bank and Trust Company, Bowling Green, Virginia -- to establish a branch at 8983 Staples Mill Road, Richmond.

- Approved, January 12, 2009

Bank Holding Companies

Atlanta

First Trust Corporation, New Orleans, Louisiana, and First Bank and Trust -- to acquire Globe Bancorp, Inc., Metairie, and its subsidiary, Globe Homestead Savings Bank, FSA, and thereby engage in operating a savings association.

- Approved, January 15, 2009

Chicago

Freeport Bancshares, Inc., Freeport, Illinois -- to acquire Community Redevelopment, LLC, Freeport, and thereby engage in extending credit and servicing loans.

- Withdrawn, January 16, 2009

Dallas

Marion Bancshares, Inc., Marion, Texas -- to become a bank holding company and to acquire Marion State Bank, Marion.

- Approved, January 12, 2009

New York

Shinhan Bank America New York, New York -- waiver of application to acquire The Bank of Vernon, Vernon, Texas, in connection with the merger of the two banks and establishment of a branch in Dallas under Bank of Vernon's charter.

- Granted, January 12, 2009

Bank Holding Companies

San Francisco

Silvergate Capital Corporation, La Jolla, California -- to become a bank holding company on the conversion of Silvergate Bank, La Jolla, from an industrial bank to a commercial bank.

- Approved, January 14, 2009

Atlanta

SunSouth Bancshares, Inc., Dothan, Alabama -- relief from a commitment.

- Granted, January 15, 2009

Banks, Foreign

Director, BS&R

DekaBank Deutsche Girozentrale, Frankfurt am Main, Germany -- to establish a representative office in New York, New York.

- Approved, January 13, 2009

Banks, National

Director, BS&R

HSBC Bank USA, National Association, McLean, Virginia -- request for exemptions from section 23A of the Federal Reserve Act and Regulation W to acquire automobile loans, retail installment contracts, and certain credit card receivables and related securitization interests from several subsidiaries of its affiliate, HSBC Finance Corporation, Mettawa, Illinois.

- Granted, January 14, 2009

Banks, Nonmember, and Miscellaneous Institutions

Director, BS&R

GE Money Bank, Salt Lake City, Utah -- request for an exemption from section 23A of the Federal Reserve Act and Regulation W to purchase consumer loan receivables from an affiliate, GE Consumer Finance, Inc., Stamford, Connecticut.

- Granted, January 12, 2009

Change in Bank Control

Minneapolis

Community Pride Bank Corporation, Ham Lake, Minnesota -- change in bank control of Community Pride Bank Corporation and its subsidiary bank, Community Pride Bank, Isanti.

- Permitted, January 16, 2009

Atlanta

FMB Banking Corporation, Monticello, Florida -- change in bank control of FMB Banking and its subsidiary bank, Farmers & Merchants Bank, Monticello.

- Permitted, January 12, 2009

Extensions of Time

Chicago

Grundy Bank, Morris, Illinois -- extension to April 27, 2009, to establish a branch at 2650 East Division Street, Diamond.

- Granted, January 13, 2009

Extensions of Time

Chicago

M&I Marshall & Ilsley Bank, Milwaukee, Wisconsin -- extension to April 2, 2009, to establish branches at the corner of 135th Street and Fontana Avenue, Leawood, Kansas, and the corner of Rogers Drive and Commerce Boulevard, Rogers, Minnesota.

- Granted, January 15, 2009

San Francisco

Mitsubishi UFJ Financial Group, Inc., Tokyo, Japan -- extension to January 6, 2011, to acquire shares of Morgan Stanley, New York, New York, and indirectly its subsidiaries, Morgan Stanley Capital Management LLC; Morgan Stanley Domestic Holdings, Inc.; and Morgan Stanley Bank, N.A., Salt Lake City, Utah; and to acquire an indirect interest in Morgan Stanley Trust, Jersey City, New Jersey, and Morgan Stanley Trust, N.A., Wilmington, Delaware.

- Granted, January 6, 2009 (A/C)

Richmond

Old Line Bank, Bowie, Maryland -- extension to July 15, 2009, to establish a branch at 12100 Annapolis Road, Glenn Dale.

- Granted, January 13, 2009

Philadelphia

Reliance Bancorp, MHC (in formation), Altoona, Pennsylvania, and Reliance Bancorp, Inc. (in formation) -- extension to April 22, 2009, to become bank holding companies in connection with the reorganization of Reliance Savings Bank, Altoona, from a state-chartered mutual savings bank to a stock savings bank.

- Granted, January 15, 2009

Extensions of Time

Kansas City

The Citizens Bank of Edmond, Edmond, Oklahoma -- extension to April 19, 2009, to establish a branch at the southwest corner of Pennsylvania Avenue and 164th Street, Oklahoma City.

- Granted, January 16, 2009

Membership

Atlanta

Security Federal Savings Bank of McMinnville, McMinnville, Tennessee -- to become a member of the Federal Reserve System.

- Withdrawn, January 16, 2009

Regulations and Policies

Secretary

Regulation CC (Availability of Funds and Collection of Checks) -- technical amendments to appendix A to reflect the restructuring of check processing operations in the Richmond and Atlanta Federal Reserve Districts.

- Approved, January 16, 2009

Federal Reserve Bank of Boston

Filer	Filing Type	Filing Proposal	End of Commen	t Period
INDEPENDENT BANK CORP.	* 3A3 * 3A5	Application by Independent Bank Corp., Rockland, MA to merge with Benjamin Franklin Bancorp, Inc.,and thereby acquire its subsidiary bank Benjamin Franklin Bank, both of Franklin, MA pursuant to sections 3(a)(3)/3(a)(5) of the BHC Act.	Newspaper: Federal Register:	Not available Not available
NEWSTAR FINANCIAL, INC.	* 3A1	Application by NewStar Financial, Inc., Boston, Massachusetts to become a bank holding company through the acquisition of 100% of the outstanding common stock of Southern Commerce Bank, National Association, Tampa, Florida, pursuant to section 3(a)(1) of the Bank Holding Company Act of 1956, as amended.	Newspaper: Federal Register:	Not available 02/16/2009

^{*} Subject to the provisions of the Community Reinvestment Act

Federal Reserve Bank of Boston

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.

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

Public Date

Rating

Exam Method

NONE

CRA Examinations scheduled for Quarter of

Institution Location

^{*} Subject to the provisions of the Community Reinvestment Act

Federal Reserve Bank of New York

Filer	Filing Type	Filing Proposal	End of Commen	t Period
STANDARD CHARTERED BANK	FBSEA	Standard Chartered Bank, London, United Kingdom to establish a representative office in Houston, Texas.	Newspaper: Federal Register:	Not available Not applicable

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Federal Reserve Bank of New York

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NONE

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Institution Location

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Federal Reserve Bank of Philadelphia

Filings received during the week ending January 17, 2009

Filer Filing Type Filing Proposal End of Comment Period

^{*} Subject to the provisions of the Community Reinvestment Act

Federal Reserve Bank of Philadelphia

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NONE

CRA Examinations scheduled for Quarter of

Location

CRA

CRA

Institution NONE

RSSD

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Federal Reserve Bank of Cleveland

Filings received during the week ending January 17, 2009

Filer Filing Type Filing Proposal End of Comment Period

^{*} Subject to the provisions of the Community Reinvestment Act

Federal Reserve Bank of Cleveland

Availability of CRA Public Evaluations

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NONE

CRA Examinations scheduled for Quarter of

Location

CRA

CRA

Institution NONE

RSSD

^{*} Subject to the provisions of the Community Reinvestment Act

Federal Reserve Bank of Richmond

Filer	Filing Type	Filing Proposal End of Comment Perio Bank of America National Association Newspaper No.		t Period
BANK OF AMERICA, NATIONAL ASSOCIATION	Other Foreign	Bank of America, National Association, Charlotte, North Carolina, to amend the articles of association for its wholly-owned Edge corporation subsidiary, Boston Overseas Financial Corporation, New York, New York.	Newspaper: Federal Register:	Not applicable Not applicable
COMMUNITY BANK INVESTORS OF AMERICA, LP	* 4c8	FA Capital, LLC and Community Bank Investors of America, L.P., both located in Richmond, Virginia, to acquire up to 18.0% of the voting securities of Gateway Bank, FSB, San Francisco, California.	Newspaper: Federal Register:	02/05/2009 02/05/2009
GATEWAY BANK & TRUST CO.	* Branch	Gateway Bank & Trust Co., Elizabeth City, North Carolina, proposes to establish a branch at 4725 SW Cary Parkway, Cary, North Carolina.	Newspaper: Federal Register:	01/27/2009 Not applicable

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Federal Reserve Bank of Richmond

Availability of CRA Public Evaluations

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Exam Method

NONE

CRA Examinations scheduled for Quarter of

Institution Location

^{*} Subject to the provisions of the Community Reinvestment Act

Federal Reserve Bank of Atlanta

Filer	Filing Type	Filing Proposal	End of Commen	t Period
AMERICAN GATEWAY FINANCIAL CORPORATION	CIC	After-the-fact change in control notice filed by Marshall Truman Reynolds and Douglas Vernon Reynolds, both of Huntington, West Virginia, Samuel George Kapourales, Williamson, West Virginia, and Todd R. Fry, Barboursville, West Virginia, to collectively retain 6.64 percent of the outstanding shares of American Gateway Financial Corporation, Port Allen, Louisiana, and its subsidiary, American Gateway Bank, Baton Rouge, Louisiana. Total pro forma ownership is 16.57 percent.	Newspaper: Federal Register:	Not available 01/30/2009
CAPITALSOUTH BANCORP	CIC	Prior change in control notice filed by David Weir Wood, II, Laura Halsey Wood, John Halsey Wood, David Weir Wood, III, Sidney Clapp Wood, Katherine Wood Hamilton, all of Birmingham, Alabama, and Susan Soule Wood, Pensacola, Florida, to collectively acquire 5.03 percent of the outstanding shares of common stock of Capital South Bancorp, and its subsidiary CapitalSouth Bank, both of Birmingham, Alabama. Total pro forma ownership will equal 14.83.	Newspaper: Federal Register:	Not available Not available
CAPITALSOUTH BANCORP	CIC	Prior change in control notice filed by Harold B. Dunn, Birmingham, Alabama, Harold Crockett Dunn, Salinas, California, and Rebecca Dunn Bryant, Fairhope, Alabama, to collectively acquire 1.77 percent of the outstanding shares of CapitalSouth Bancorp, and its subsidiary, CapitalSouth Bank, both of Birmingham, Alabama. Total pro forma ownership will equal 11.53 percent.	Newspaper: Federal Register:	Not available Not available
SUNTRUST BANK	* Branch	SunTrust Bank, Atlanta, Georgia, to establish a branch located at 6653 Jog Road, Boca Raton, Florida, to be known as the Clint Moore Road Office.	Newspaper: Federal Register:	01/25/2009 Not applicable

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Federal Reserve Bank of Atlanta

Availability of CRA Public Evaluations

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NONE

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Location

CRA

CRA

NONE

Institution

RSSD

^{*} Subject to the provisions of the Community Reinvestment Act

Federal Reserve Bank of Chicago

Filer	Filing Type	Filing Proposal End of Comment Period		t Period
CITY STATE BANCORPORATION, INC.	* 3A1	City State Bancorporation, Inc., Central City, Iowa, to become a bank holding company by acquiring 51.3 percent of MSB Corporation, Central City, Iowa, and thereby indirectly control City State Bank, Central City, Iowa.	Newspaper: Federal Register:	Not available 02/02/2009
TYGRIS COMMERCIAL FINANCE GROUP, INC.	* 3A1 4c8	Tygris Commercial Finance Group, Inc., Parsippany, New Jersey, to become a bank holding company by acquiring 100 percent of the voting shares of Texico Bancshares Corporation, Texico, Illinois, and thereby indirectly acquire Texico State Bank, Texico, Illinois, and to engage in permissible nonbanking activities through Tygris Vendor Finance, Inc., Parsippany, New Jersey, Tygris Asset Finance, Inc., Chicago, Illinois, Tygris Corporate Finance, Inc., Wilton, Connecticut, TAF Funding I, LLC, Chicago, Illinois, USXL	Newspaper: Federal Register:	01/26/2009 02/09/2009
		Funding I, LLC, Parsippany, New Jersey, USXL Funding II, LLC, Parsippany, New Jersey, and Pro-Lease, Inc., Parsippany, New Jersey.		

^{*} Subject to the provisions of the Community Reinvestment Act

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.

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CRA

CRA

CRA Examinations scheduled for

Quarter of

Institution Location

NONE

RSSD

^{*} Subject to the provisions of the Community Reinvestment Act

Federal Reserve Bank of St. Louis

Filings received during the week ending January 17, 2009

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^{*} Subject to the provisions of the Community Reinvestment Act

Federal Reserve Bank of St. Louis

Availability of CRA Public Evaluations

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CRA

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Institution Location

NONE

RSSD

^{*} Subject to the provisions of the Community Reinvestment Act

Federal Reserve Bank of Minneapolis

Filer	Filing Type	Filing Proposal	End of Commen	t Period
1ST BANK	* 18C * Branch	1st Bank, Evanston, Wyoming, to merge with First National Bank of Morgan, Morgan, Utah, and incident thereto establish branches at 120 North State Street, Morgan, Utah, and 5015 West Old Hwy Road, Morgan, Utah.	Newspaper: Federal Register:	Not available Not applicable
EASTWOOD FINANCIAL CORPORATION EMPLOYEE PROFIT SHARING AND STOCK OWNERSHIP PLAN	* 3A1	Eastwood Financial Corporation Employee Profit Sharing and Stock Ownership Plan, Rochester, Minnesota, to become a bank holding company by increasing its ownership of Eastwood Financial Corporation, Rochester, Minnesota, to 27 percent and thereby indirectly acquire Eastwood Bank, Kasson, Minnesota.	Newspaper: Federal Register:	Not available 02/09/2009
Lake Shore Wisconsin Corporation	* 3A1	Lake Shore Wisconsin Corporation, Sheboygan, Wisconsin, to become a bank holding company by acquiring 100 percent of Hiawatha Bancshares, Inc., Hager City, Wisconsin, and thereby indirectly acquire Hiawatha National Bank, Hager City, Wisconsin.	Newspaper: Federal Register:	Not available Not available

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Federal Reserve Bank of Minneapolis

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NONE

CRA Examinations scheduled for

Quarter of

Institution Location

^{*} Subject to the provisions of the Community Reinvestment Act

Federal Reserve Bank of Kansas City

Filer	Filing Type	Filing Proposal	End of Commen	t Period
MANHATTAN BANKING CORPORATION	* 3A3	Manhattan Banking Corporation, Manhattan, Kansas, to retain 5.380973 percent of the voting shares of Sonoran Bank, National Association, Phoenix, Arizona.	Newspaper: Federal Register:	01/15/2009 Not available
MANHATTAN BANKING CORPORATION	* 3A3	Manhattan Banking Corporation, Manhattan, Kansas, to retain 5.122296 percent of the voting shares of BOTS, Inc., parent of Vision Bank, both in Topeka, Kansas.	Newspaper: Federal Register:	01/15/2009 Not available

^{*} Subject to the provisions of the Community Reinvestment Act

Federal Reserve Bank of Kansas City

Availability of CRA Public Evaluations

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CRA CRA

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NONE

CRA Examinations scheduled for Quarter of

Institution Location

^{*} Subject to the provisions of the Community Reinvestment Act

Federal Reserve Bank of Dallas

Filer	Filing Type	Filing Proposal	End of Commen	t Period
COMMUNITY GROUP, INC., THE	CIC	Notice by John B. Jones and Emma D. Jones, Anna, Texas, John G. Jones and Wendy D. Jones, McKinney, Texas, and Jennifer Jones Perkins and Michael W. Perkins, Carrollton, Texas, acting in concert, to acquire control of	Newspaper: Federal Register:	01/29/2009 02/04/2009
		The Community Group, Inc., Highland Village, Texas, and indirectly acquire United Community Bank, N.A., Highland Village, Texas.		

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Federal Reserve Bank of Dallas

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RSSD CRA CRA

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NONE

CRA Examinations scheduled for Quarter of

Institution Location

^{*} Subject to the provisions of the Community Reinvestment Act

Federal Reserve Bank of San Francisco

Filer	Filing Type	Filing Proposal	End of Commen	t Period
AMERICAN EXPRESS CENTURION BANK	Member	American Express Centurion Bank, Salt Lake City, Utah, to become a member of the Federal Reserve System.	Newspaper: Federal Register:	Not applicable Not applicable
FRANKLIN RESOURCES, INC.	* 3A3	Franklin Resources, Inc., San Mateo, California, to acquire up to 5.9 percent of CIT Group, Inc., New York, New York, and thereby indirectly its subsidiary, CIT Bank, Salt Lake City, Utah, pursuant to section 3(a)(3) of the Bank Holding Company Act.	Newspaper: Federal Register:	Waived 02/17/2009
TRANS PACIFIC BANCORP	CIC	Notice by Dorothy Margaret Daly, Oak Brook, Illinois, individually and as executor of the estate of Denis J. Daly, Sr., or trustee of various trusts, to retain 45.6 percent of Trans Pacific Bancorp, Inc., and indirectly its subsidiary, Trans Pacific National Bank, both of San Francisco, California.	Newspaper: Federal Register:	Not available 02/04/2009

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Federal Reserve Bank of San Francisco

Availability of CRA Public Evaluations

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Location

CRA

CRA

NONE

Institution

RSSD

^{*} Subject to the provisions of the Community Reinvestment Act