
Federal Reserve Release



H.2

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

No. 4

Week Ending January 24, 2009

Bank Holding Companies

BB&T Corporation, Winston-Salem, North Carolina, and Branch Banking and Trust Company -- request for an exemption from section 23A of the Federal Reserve Act and Regulation W to allow Branch Banking and Trust Company's securities affiliate, Scott & Stringfellow, Inc., Richmond, Virginia, to hold and receive payments on certain instruments that are backed by a liquidity facility provided by the bank and to allow the bank to purchase these instruments from the securities affiliate.

- Granted, January 8, 2009

(A/C)

Banks, State Member

The Northern Trust Company, Chicago, Illinois -- request for an exemption from section 23A of the Federal Reserve Act and Regulation W to purchase auction-rate securities from its parent company, Northern Trust Corporation, Chicago.

- Granted, January 9, 2009

(A/C)

Regulations and Policies

Homeownership Preservation Policy -- establishment of a policy under the Emergency Economic Stabilization Act to require that, in the event of default of a discount window loan collateralized by residential mortgage assets, the Federal Reserve Banks take actions to prevent avoidable foreclosures in connection with such assets through sustainable loan modifications and other actions that are consistent with the Federal Reserve's obligation to maximize the net present value of the assets for the benefit of taxpayers, and voluntary application of the policy to the residential mortgage assets held by Maiden Lane LLC; Maiden Lane II, LLC; and Maiden Lane III, LLC.

- Approved, January 23, 2009

Enforcement

First Company, Cody, Wyoming -- written agreement with the Federal Reserve Bank of Kansas City.

- Announced, January 21, 2009

H.2 Actions under delegated authority

January 18, 2009 to January 24, 2009

BS&R Banking Supervision and Regulation

RBOPS Reserve Bank Operations and Payment Systems

C&CA Consumer and Community Affairs

IF International Finance

FOMC Federal Open Market Committee

OSDM Office of Staff Director for Management

Bank Branches, Domestic

Dallas

PlainsCapital Bank, Lubbock, Texas -- to establish a branch at 325 North St. Paul Street, Dallas.

- Approved, January 23, 2009

Bank Holding Companies

New York

Citigroup Inc., New York, New York -- to acquire five insured depository institution subsidiaries of Wachovia Corporation, Charlotte, North Carolina: Wachovia Bank, National Association; Wachovia Bank of Delaware, National Association, Wilmington, Delaware; Wachovia Card Services, National Association, Atlanta, Georgia; Wachovia Mortgage, FSB, Las Vegas, Nevada; and Wachovia Bank, FSB, Houston, Texas, and thereby operate a savings association.

- Withdrawn, January 22, 2009

Chicago

Glenwood Bancorporation, Glenwood, Iowa -- to acquire Tabor Enterprises, Inc., Tabor, and thereby acquire First State Bank.

- Approved, January 22, 2009

St. Louis

Midland States Bancorp, Inc., Effingham, Illinois -- to acquire through merger Waterloo Bancshares, Inc., Waterloo, and thereby acquire Commercial State Bank of Waterloo, and for Midland States Bank, Effingham, to merge with Commercial State Bank of Waterloo, Waterloo, and thereby establish branches.

- Approved, January 23, 2009

Bank Holding Companies

New York

New York Private Bank & Trust Corporation, New York, New York, Emigrant Bancorp, Inc., and Emigrant Bank -- to acquire DollarSavingsDirect.com (in formation), Ossining.

- Approved, January 21, 2009

Bank Mergers

Minneapolis

1st Bank, Evanston, Wyoming -- to merge with First National Bank of Morgan, Morgan, Utah, and thereby establish branches.

- Approved, January 23, 2009

St. Louis

Centennial Bank, Conway, Arkansas -- to merge with Community Bank, Cabot, and thereby establish branches and acquire its financial subsidiaries, Grand Prairie Title Company, Inc.; Community Insurance Agency, Inc., Jacksonville; and First State Insurance Agency, Inc., Conway.

- Approved, January 21, 2009

Extensions of Time

Dallas

Charter Bancshares, Inc., Corpus Christi, Texas, and Charter IBHC, Inc., Wilmington, Delaware -- extension to March 15, 2009, to acquire shares of Charter Alliance Bank, a de novo bank, Corpus Christi.

- Granted, January 23, 2009

Extensions of Time

Richmond

City First Enterprises, Inc., Washington, D.C. -- extension to April 22, 2009, to engage in lending and community development activities.

- Granted, January 22, 2009

International Operations

New York

American Express Bank Limited, New York, New York -- to amend its articles of association to change its name to Standard Chartered International (USA) Limited, New York.

- Withdrawn, January 20, 2009

District: 1

Federal Reserve Bank of Boston

Filings received during the week ending January 24, 2009

Filer	Filing Type	Filing Proposal	End of Comment Period	
INDEPENDENT BANK CORP.	* 3A3	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:	Not available
	* 3A5		Federal Register:	02/20/2009
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:	02/16/2009
			Federal Register:	02/16/2009

District: 1

Federal Reserve Bank of Boston

Availability of CRA Public Evaluations

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

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

A copy of an institution's CRA evaluation may be obtained directly from the institution or Reserve Bank.

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

- O = Outstanding
- S = Satisfactory
- NI = Needs to improve
- SN = Substantial noncompliance

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

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

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

* Subject to the provisions of the Community Reinvestment Act

District: 2

Federal Reserve Bank of New York

Filings received during the week ending January 24, 2009

Filer	Filing Type	Filing Proposal	End of Comment Period	
BANK OF NOVA SCOTIA, THE	FBSEA	Bank of Nova Scotia, Toronto, Canada, to establish an agency in Miami, Florida, pursuant to Section 5(a)(3) of the International Banking Act and Section 211.24(a)(2)(i)(A) of Regulation K.	Newspaper: Federal Register:	Not available Not applicable
M&T BANK CORPORATION	* 3A3 * 3A5 * 18C	Allied Irish Banks, p.l.c., Dublin, Ireland, M&T Bank Corporation ("M&T"), and M&T's newly-formed subsidiary, First Empire State Holding Company ("First Empire"), both of Buffalo, New York, request prior approval of the Board of Governors of the Federal Reserve System (the "Board") to acquire Provident Bankshares Corporation ("Provident"), Baltimore, Maryland, and to merge Provident with and into First Empire and thereby to acquire Provident's wholly owned bank, Provident Bank of Maryland, ("Provident Bank"), Baltimore, Maryland pursuant to Sections 3(a)(3) and 3(a)(5) of the Bank Holding Company Act of 1956, as amended (the "BHC Act") and Section 225.15 of the Board's Regulation Y. Additionally, M&T requests prior approval to merge Provident Bank, with and into its subsidiary bank, Manufacturers and Traders Trust Company ("M&T Bank"), Buffalo, New York pursuant to Section 18(c) of the Federal Deposit Insurance Act, and to retain the current branch locations of Provident Bank pursuant to Section 9 of the Federal Reserve Act.	Newspaper: Federal Register:	01/20/2009 Not available
Madison National Bancorp, Inc.	3A1	Madison National Bancorp, Inc. to become a one-bank holding company by acquiring 100 percent of Madison National Bank, both of Hauppauge, New York, pursuant to Section 3(a)(C) of the BHC Act of 1956, as amended, and Section 225.17 of Regulation Y.	Newspaper: Federal Register:	Not applicable Not applicable
Max Bancorp, LLC	* 3A1	Max Bancorp, LLC, New York, New York, to become a one-bank holding company by acquiring majority of the voting shares of Allegiance Community Bank, South Orange, New Jersey, pursuant to Section 3(a)(1) of BHC Act and Section 225.15 of Regulation Y.	Newspaper: Federal Register:	Not available Not available
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

* Subject to the provisions of the Community Reinvestment Act

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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NONE					

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 January 24, 2009

Filer	Filing Type	Filing Proposal	End of Comment Period
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NONE

District: 3

Federal Reserve Bank of Philadelphia

Availability of CRA Public Evaluations

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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 January 24, 2009

Filer	Filing Type	Filing Proposal	End of Comment Period
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NONE

District: 4

Federal Reserve Bank of Cleveland

Availability of CRA Public Evaluations

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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 January 24, 2009

Filer	Filing Type	Filing Proposal	End of Comment Period
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NONE

District: 5

Federal Reserve Bank of Richmond

Availability of CRA Public Evaluations

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NONE					

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

* Subject to the provisions of the Community Reinvestment Act

District: 6

Federal Reserve Bank of Atlanta

Filings received during the week ending January 24, 2009

Filer	Filing Type	Filing Proposal	End of Comment 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 Wood Clapp, Katherine Wood Hamilton, all of Birmingham, Alabama, and Susan Wood Soule, 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:	02/03/2009 02/09/2009
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:	02/03/2009 02/09/2009
SUNTRUST BANK	* Branch	SunTrust Bank, Atlanta, Georgia, to establish a branch located at 3330 Forum Boulevard, Fort Myers, Florida, to be known as the The Forum Office.	Newspaper: Federal Register:	01/29/2009 Not applicable

District: 6

Federal Reserve Bank of Atlanta

Availability of CRA Public Evaluations

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

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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 January 24, 2009

Filer	Filing Type	Filing Proposal	End of Comment 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:	02/09/2009 02/02/2009
INDIANA BANK CORP.	4c8	12-day Notice - Indiana Bank Corp., Dana, Indiana, proposes to engage de novo in extending credit and servicing loans.	Newspaper: Federal Register:	Not applicable Not applicable

Federal Reserve Bank of Chicago

Availability of CRA Public Evaluations

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NONE					

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 January 24, 2009

Filer	Filing Type	Filing Proposal	End of Comment Period
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NONE

District: 8

Federal Reserve Bank of St. Louis

Availability of CRA Public Evaluations

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NONE					

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

* Subject to the provisions of the Community Reinvestment Act

District: 9

Federal Reserve Bank of Minneapolis

Filings received during the week ending January 24, 2009

Filer	Filing Type	Filing Proposal	End of Comment Period	
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:	02/15/2009 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 02/20/2009

District: 9

Federal Reserve Bank of Minneapolis

Availability of CRA Public Evaluations

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CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

* Subject to the provisions of the Community Reinvestment Act

District: 10

Federal Reserve Bank of Kansas City

Filings received during the week ending January 24, 2009

Filer	Filing Type	Filing Proposal	End of Comment Period	
EMPRISE FINANCIAL CORPORATION	CIC	Notice by Matthew A. Michaelis, New York, New York, and Amy L. Madsen, Wichita, Kansas, as proposed co-trustees of the M. D. Michaelis Trust F, the Paula Sue Michaelis Trust F, the Matthew Michaelis Trust F, the Amy Loflin Trust F, and the Laura Haunschild Trust F, all dated October 27, 2003, Wichita, Kansas, to acquire control of Emprise Financial Corporation, parent of Emprise Bank, both in Wichita, Kansas, through the acquisition of voting shares.	Newspaper: Federal Register:	Not available 02/09/2009
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 02/20/2009
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 02/20/2009

District: 10

Federal Reserve Bank of Kansas City

Availability of CRA Public Evaluations

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Institution	Location
NONE	

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District: 11

Federal Reserve Bank of Dallas

Filings received during the week ending January 24, 2009

Filer	Filing Type	Filing Proposal	End of Comment Period
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NONE

District: 11

Federal Reserve Bank of Dallas

Availability of CRA Public Evaluations

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NONE					

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

* Subject to the provisions of the Community Reinvestment Act

District: 12**Federal Reserve Bank of San Francisco****Filings received during the week ending January 24, 2009**

Filer	Filing Type	Filing Proposal	End of Comment Period	
ALLIANCE BANK OF ARIZONA	Member	Alliance Bank of Arizona, Phoenix, Arizona, to become a member of the Federal Reserve System.	Newspaper: Federal Register:	Not applicable Not applicable
NARA BANK	* Branch	Nara Bank, Los Angeles, California, to establish a branch office at 1741-A Route 27, Edison, New Jersey.	Newspaper: Federal Register:	02/05/2009 Not applicable
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

District: 12

Federal Reserve Bank of San Francisco

Availability of CRA Public Evaluations

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