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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. 15*

*Week Ending April 10, 2010*

**Personnel**

Division of Monetary Affairs -- appointment of Fabio M. Natalucci, Margaret DeBoer, William F. Bassett, Jane E. Ihrig, and J. David Lopez-Salido as assistant directors and Mary Hoffman as adviser, effective April 11, 2010.

- Announced, April 9, 2010

**Enforcement**

Atlantic Southern Financial Group, Inc., Macon, Georgia -- written agreement with the Federal Reserve Bank of Atlanta and the Banking Commissioner of the State of Georgia.

- Announced, April 6, 2010

Citizens Bancshares of Woodville, Inc., Hudson, Wisconsin -- written agreement with the Federal Reserve Bank of Minneapolis.

- Announced, April 5, 2010

FCB Florida Bancorporation, Inc., Orlando, Florida, and First Commercial Bank of Florida -- written agreement with the Federal Reserve Bank of Atlanta and the State of Florida, Office of Financial Regulation.

- Announced, April 7, 2010

Rosemount Financial Services, Inc., Rosemount, Minnesota -- written agreement with the Federal Reserve Bank of Minneapolis.

- Announced, April 8, 2010

## **H.2 Actions under delegated authority**

**April 4, 2010 to April 10, 2010**

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**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 Holding Companies**

#### Chicago

Hantz Holdings, Inc., Southfield, Michigan -- to become a bank holding company and to acquire Davison State Bank, Davison, and to acquire Tranex Financial, Inc., Southfield, and thereby engage in making and servicing loans.

- Approved, April 5, 2010

### **Change in Bank Control**

#### Cleveland

Benchmark Bancorp, Inc., Gahanna, Ohio -- change in bank control of Benchmark and its subsidiary bank, Benchmark Bank, Gahanna.

- Permitted, April 5, 2010

#### Secretary

Citizens Bancshares, Inc., Somerset, Kentucky -- change in bank control of Citizens and its subsidiary bank, The Citizens National Bank of Somerset, Somerset (two notices).

- Permitted, April 8, 2010

#### St. Louis

First State Bancorp, Inc., Caruthersville, Missouri -- change in bank control of First State and its subsidiary bank, First State Bank and Trust Company, Inc., Caruthersville.

- Permitted, April 5, 2010

Change in Bank Control

Philadelphia

Woodlands Financial Service Company, Williamsport, Pennsylvania -- to retain control of Woodlands and its subsidiary bank, Woodlands Bank, Williamsport.

- Permitted, April 8, 2010

Extensions of Time

Kansas City

Stockgrowers State Bank Employee Stock Ownership Plan, Ashland, Kansas -- extension to July 7, 2010, to acquire additional shares of Stockgrowers Banc Corporation, Ashland, and its subsidiary banks, Stockgrowers State Bank of Ashland, and Peoples Bank, Coldwater.

- Granted, April 7, 2010

Regulations and Policies

FOMC

Federal Open Market Committee -- minutes of the meeting on March 16, 2010.

- Published, April 6, 2010

**District: 1**

**Federal Reserve Bank of Boston**

**Filings received during the week ending April 10, 2010**

<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 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: 2**

**Federal Reserve Bank of New York**

**Filings received during the week ending April 10, 2010**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
AMERICAN COMMUNITY BANCORP INC.	* 3A1	American Community Bancorp Inc., to become a bank holding company by acquiring 100 percent of American Community Bank, both of Glen Cove, New York.	Newspaper: Federal Register:	Not available 05/07/2010
AMERICAN EXPRESS COMPANY	Investment	American Express Company and American Express Travel Related Services Company, Inc., both of New York, New York, request permission to continue to hold an investment in Swiss Bankers Prepaid Services AG, Grosshöchstetten, Switzerland ("SBPS"), upon the conversion of SBPS from a nonbanking subsidiary to a foreign bank.	Newspaper: Federal Register:	Not applicable Not applicable
BANK OF NEW YORK MELLON CORPORATION, THE	* 18C	The Bank of New York Mellon, New York, New York, to assume certain deposit liabilities of Arcus Bank, Salt Lake City, Utah, pursuant to Section 18(c) of the Federal Deposit Insurance Act.	Newspaper: Federal Register:	Not available Not applicable
FORTIS BANK NEDERLAND NV	FBSEA	Fortis Bank (Nederland) N.V., Amsterdam, Netherlands, to establish a representative office in New York, New York, pursuant to Section 10(a) of the International Banking Act of 1978, as amended, and Section 211.24(a)(1) of Regulation K.	Newspaper: Federal Register:	Not available Not applicable
GOLDMAN SACHS GROUP, INC., THE	* 3A3	Goldman Sachs Group, Inc., New York, New York, to acquire 24.9 percent of SKBHC Holdings LLC, Corona del Mar, California, which is applying to become a bank holding company, and thereby indirectly acquire Starbuck Bancshares, Inc. and The First National Bank of Starbuck, both of Starbuck, Minnesota.	Newspaper: Federal Register:	Not available 04/28/2010
MORGAN STANLEY	* 3A3	Morgan Stanley, New York, New York, to acquire 100 percent of Morgan Stanley Private Bank, N.A. ("MS Private Bank"), Jersey City, New Jersey, pursuant to Section 3(a)(3) of the Bank Holding Company Act and Section 225.15 of Regulation Y, that will be created from converting Morgan Stanley Trust, Jersey City, New Jersey, into a national bank. MS Private Bank will assume certain deposit liabilities of Morgan Stanley Bank, N.A., Salt Lake City, Utah and will be relocated to Purchase, New York.	Newspaper: Federal Register:	Not available 04/26/2010

**District: 2**

**Federal Reserve Bank of New York**

**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: 3

Federal Reserve Bank of Philadelphia

Filings received during the week ending April 10, 2010

Filer	Filing Type	Filing Proposal	End of Comment Period	
BRYN MAWR BANK CORPORATION	* 4c8	Bryn Mawr Bank Corporation, Bryn Mawr, PA, to acquire First Keystone Financial, Inc., Media, PA, pursuant to Section 4(c)(8) of the Bank Holding Company Act.	Newspaper:	04/26/2010
	* 18C		Federal Register:	03/25/2010
	* 3A3			
TOWER BANCORP INC.	* 3A5	Tower Bancorp, Inc., Harrisburg, PA, to acquire First Chester County Corporation, West Chester, PA.	Newspaper:	Not available
			Federal Register:	04/09/2010

**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	

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**District: 4**

**Federal Reserve Bank of Cleveland**

**Filings received during the week ending April 10, 2010**

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

**District: 4**

**Federal Reserve Bank of Cleveland**

**Availability of CRA Public Evaluations**

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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: 5

Federal Reserve Bank of Richmond

Filings received during the week ending April 10, 2010

Filer	Filing Type	Filing Proposal	End of Comment Period	
CAPGEN CAPITAL GROUP III LP	* 3A3	CapGen Capital Group III LLC, and CapGen Capital Group III LP, both of New York, New York, to increase their investment in Seacoast Banking Corporation of Florida, Stuart, Florida, and its subsidiary, Seacoast National Bank, Stuart, Florida, from 10.2% to more than 50%.	Newspaper:	Not available
			Federal Register:	05/10/2010
FIRST CAROLINA BANCSHARES CORPORATION	CIC	David Muldrow Beasley, Society Hill, South Carolina, to individually retain 27.05% of the voting shares of First Carolina Bancshares Corporation, Darlington, South Carolina. Additionally, David Muldrow Beasley, Henry Wesley Beasley, Richard Lewis Beasley, and Richard Lee Beasley, as a group acting in concert, to retain 71.04% of the voting shares of First Carolina Bancshares Corporation, Darlington, South Carolina.	Newspaper:	Not available
			Federal Register:	Not available
FREDERICK COUNTY BANK	* Branch	Frederick County Bank, Frederick, Maryland, to establish a branch at 103 Monocacy Boulevard, Frederick Maryland.	Newspaper:	04/20/2010
			Federal Register:	Not applicable

**District: 5**

**Federal Reserve Bank of Richmond**

**Availability of CRA Public Evaluations**

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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 April 10, 2010

Filer	Filing Type	Filing Proposal	End of Comment Period	
OVATION HOLDINGS, INC.	* 3A1	Ovation Holdings, Inc., Naples, Florida, to become a bank holding company by acquiring 100 percent of the outstanding shares of National Bank of Southwest Florida, Port Charlotte, Florida.	Newspaper: Federal Register:	Not available 05/10/2010
PALM BANCORP, INC.	CIC	Prior change in control notice filed by Marty E. Adams, Salineville, Ohio; Kevin T. Thompson, Saint Augustine, Florida; and John S. Loeber, Travelers Rest, South Carolina; to acquire control of Palm Bancorp, Inc., and its subsidiary bank, The Palm Bank, both of Tampa, Florida.	Newspaper: Federal Register:	02/08/2010 02/09/2010
VALIDUS HOLDINGS, LLLP	* 3A1	Validus Holdings, LLLP, Tampa, Florida, to become a bank holding company by acquiring up to 40 percent of the outstanding shares of GulfShore Bancshares, Inc., and its subsidiary, GulfShore Bank, both of Tampa, Florida.	Newspaper: Federal Register:	04/25/2010 05/08/2010

**District: 6**

**Federal Reserve Bank of Atlanta**

**Availability of CRA Public Evaluations**

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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: 7**

**Federal Reserve Bank of Chicago**

**Filings received during the week ending April 10, 2010**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
AMES COMMUNITY BANK	* 18C	Ames Community Bank, Ames, Iowa, to merge with VisionBank of Iowa, Grimes, Iowa. As a result of the merger, Ames Community Bank, will establish a branch office at 925 Gateway Drive, Grimes, Iowa.	Newspaper:	04/02/2010
	* Branch		Federal Register:	Not applicable
HOMETOWN COMMUNITY BANCORP, INC.	* 3A5	Hometown Community Bancorp, Inc. and Hometown Community Bancorp, Inc. Employee Stock Ownership Plan and Trust, both located in Morton, Illinois, to merge with TSB Financial, Inc., Tremont, Illinois, and thereby indirectly acquire Tremont Savings Bank, Tremont, Illinois, and the related application by Morton Community Bank, Morton, Illinois, to merge with Tremont Savings Bank, Tremont, Illinois, and thereby to establish two branches.	Newspaper:	Not available
	* 18C		Federal Register:	Not available
	* Branch			
SOUTHPORT FINANCIAL CORPORATION	CIC	Notice by Gaetano M. Cecchini, Canton, Ohio, as trustee of the Gaetano Mattioli Cecchini Living Trust, Canton, Ohio, to acquire 50 percent or more of the voting shares of Southport Financial Corporation, Kenosha, Wisconsin, and thereby indirectly acquire Southport Bank, Kenosha, Wisconsin.	Newspaper:	Not available
			Federal Register:	03/30/2010

**District: 7**

**Federal Reserve Bank of Chicago**

**Availability of CRA Public Evaluations**

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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: 8**

**Federal Reserve Bank of St. Louis**

**Filings received during the week ending April 10, 2010**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
SOUTHERN MISSOURI BANCORP, INC.	CIC	Notice by Southern Missouri Savings Bank Employee Stock Ownership Plan (Rebecca J. Brooks, L. Douglas Bagby, and Samuel H. Smith as trustees), Poplar Bluff, Missouri, to gain control of Southern Missouri Bancorp, Inc., Poplar Bluff, Missouri.	Newspaper:	04/05/2010
			Federal Register:	04/21/2010

**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	

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**District: 9**

**Federal Reserve Bank of Minneapolis**

**Filings received during the week ending April 10, 2010**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
BORDER BANCSHARES, INC.	CIC	Notice by Dennis and Terri Brazier, Greenbush, Minnesota, to gain control of Border Bancshares, Inc., Greenbush, Minnesota, and thereby indirectly gain control of Border State Bank, Greenbush, Minnesota. In addition, notice by the Vivian Y. Miller Revocable Trust, Roseau, Minnesota; Vivian Y. Miller, Naples, Florida, as trustee of the Vivian Y. Miller Revocable Trust; the Michael J. Miller Trust, Roseau, Minnesota; Jon L. Miller, Naples, Florida, individually and as trustee of the Vivian Y. Miller Revocable Trust and the Michael J. Miller Trust; the William I. Hagen Revocable Trust, Roseau, Minnesota; William I. Hagen, Warroad, Minnesota, individually and as trustee of the William I. Hagen Revocable Trust; William M. Hagen, Salol, Minnesota; Lori Ann Minard, Bozeman, Montana; Melissa L. Tedford, Fargo, North Dakota; Neal L. Broten, River Falls, Wisconsin; Sally T. Broten, River Falls, Wisconsin; Susan L. Miller, Minneapolis, Minnesota; and Brian J. MacLellan, Minneapolis, Minnesota, as a group acting in concert to acquire and retain control of Border Bancshares, Inc., Greenbush, Minnesota, and thereby indirectly acquire and retain control of Border State Bank, Greenbush, Minnesota.	Newspaper: Federal Register:	04/15/2010 04/12/2010
TCF BANK INTERNATIONAL, INC.	Investment	TCF National Bank, Wayzata, Minnesota, through TCF Bank International, Wayzata, Minnesota, an edge corporation, is proposing to increase its investment in a foreign organization, TCF Commercial Finance Canada, Inc., Oakville, Canada, to \$173,027,000.	Newspaper: Federal Register:	Not applicable Not applicable

**District: 9**

**Federal Reserve Bank of Minneapolis**

**Availability of CRA Public Evaluations**

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NONE					

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Institution	Location
NONE	

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**District: 10**

**Federal Reserve Bank of Kansas City**

**Filings received during the week ending April 10, 2010**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
FIRST STATE BANK	* 18C	First State Bank, Lincoln, Nebraska, to purchase certain assets and assume certain liabilities of Farmers Bank, Lincoln, Nebraska and De Witt State Bank, De Witt, Nebraska. As a result, all offices of Farmers Bank and De Witt State Bank will become branches of First State Bank.	Newspaper:	04/17/2010
			Federal Register:	Not applicable

**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 April 10, 2010**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
COMERICA BANK	* Branch	Comerica Bank, Dallas, Texas, to establish three branches at the following locations: 1433 5th Street, Santa Monica, CA 90401; 824 Fair Oaks Avenue, S. Pasadena, CA 91030; and 625 S. Melrose Drive, Vista, CA 92081.	Newspaper: Federal Register:	Not available Not applicable
OPPORTUNITY BANCSHARES, INC.	CIC	Notice by Moelis Capital Partners Opportunity Fund I, LP, New York, New York; Moelis Capital Partners Opportunity Fund I-A, LP, New York, New York; Moelis Capital Partners Opportunity Fund, I, LLC, New York, New York; Moelis Capital Partners LLC, New York, New York; Moelis & Company Holdings LLC, New York, New York; Moelis & Company Manager LLC, New York, New York; and Ken Moelis, New York, New York; to apply to the Federal Reserve Board for permission to acquire more than 10 percent of the shares of Opportunity Bancshares, Inc., Bettendorf, Iowa, and indirectly control its subsidiary, Opportunity Bank, NA, Richardson, Texas.	Newspaper: Federal Register:	Not available 04/20/2010
OSB FINANCIAL SERVICES, INC.	CIC	Notice by Mr. Ross H. Smith, Jr. and Eva J. Smith, Bridge City, Texas, to increase their ownership and control, from 9.97 percent to more than 10 percent, of OSB Financial Services, Inc., Orange, Texas, and indirectly, Orange Savings Bank, SSB, Orange, Texas.	Newspaper: Federal Register:	04/05/2010 04/07/2010
VERITEX HOLDINGS, INC.	* 3A1	Veritex Holdings, Inc., Dallas, Texas, to become a bank holding company by acquiring 100 percent of Professional Capital, Inc., Dallas, Texas, and indirectly acquire Professional Bank, N.A., Dallas, Texas.	Newspaper: Federal Register:	04/26/2010 04/27/2010

**District: 11**

**Federal Reserve Bank of Dallas**

**Availability of CRA Public Evaluations**

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Institution	Location
NONE	

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**District: 12**

**Federal Reserve Bank of San Francisco**

**Filings received during the week ending April 10, 2010**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
ANCHOR BANCORP, INC.	* 3A1	Anchor Bancorp, Inc., Lacey, Washington, to become a bank holding company by acquiring 100 percent of Anchor Mutual Savings Bank, Aberdeen, Washington, upon conversion from a mutual savings bank to a stock savings bank.	Newspaper: Federal Register:	Not available Not available
CARPENTER FUND MANAGER GP, LLC	* 3A3	Carpenter Fund Manager GP, LLC, Carpenter Fund Management, LLC, Carpenter Community Bancfund, L.P., Carpenter Community Bancfund-A, LP, Carpenter Community Bancfund-CA, L.P., SCJ, Inc., and CCFW, Inc., all of Irvine, California, to acquire up to 87 percent of the outstanding voting shares of Mission Community Bancorp and thereby indirectly acquire a greater controlling interest in Mission Community Bank, both of San Luis Obispo, California; and 2) Mission Community Bancorp and Mission Community Bank, both of San Luis Obispo, California, to appoint Stephen P. Yost as a director of both Bancorp and Bank.	Newspaper: Federal Register:	Not available 01/29/2010
GOLDEN PACIFIC BANCORP, INC.	* 3A1	Golden Pacific Bancorp, Inc., Sacramento, California, to become a Bank Holding Company by acquiring 100 percent of the voting stock of Gold Country Financial Services, Inc., and indirectly its subsidiary, Gold Country Bank, National Association, both of Marysville, California.	Newspaper: Federal Register:	Not available 12/07/2009
NORTH ASIA INVESTMENT CORPORATION	* 3A1	North Asia Investment Corporation, Seoul, Korea, to become a bank holding company by acquiring 100 percent of Pacific City Financial Corporation, and indirectly its subsidiary, Pacific City Bank, both of Los Angeles, California.	Newspaper: Federal Register:	04/15/2010 Not available
ONE MAIN STREET, LLC	* 3A1	One Main Street, LLC, and One Main Street Management, LLC, both of New York, New York, to become bank holding companies by acquiring 100 percent of Liberty Bank, Inc., Salt Lake City, Utah.	Newspaper: Federal Register:	Not available 04/08/2010
SKBHC HOLDINGS, LLC	* 3A1	SKBHC Holdings, LLC, Corona del Mar, California, to become a bank holding company by acquiring 100 percent of Starbuck Bancshares, Inc. and thereby indirectly the First National Bank of Starbuck, both of Starbuck, Minnesota.	Newspaper: Federal Register:	Not available Not available

**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.

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