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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. 50*

*Week Ending December 11, 2010*

Currency

Federal Reserve Notes -- new currency budget for 2011.

- Approved, December 10, 2010

Personnel

Division of Banking Supervision and Regulation -- appointment of Steve Merriett as assistant director.

- Announced, December 8, 2010

Enforcement

Bank of America Corporation, Charlotte, North Carolina -- written agreement with the Federal Reserve Bank of Richmond.

- Announced, December 7, 2010

Lino Lakes Banc Shares, Inc., Forest Lake, Minnesota -- written agreement with the Federal Reserve Bank of Minneapolis.

- Announced, December 7, 2010

TCSB Bancorp, Inc., Traverse City, Michigan -- written agreement with the Federal Reserve Bank of Chicago.

- Announced, December 9, 2010

Village Bancshares, Inc., St. Francis, Minnesota -- written agreement with the Federal Reserve Bank of Minneapolis.

- Announced, December 7, 2010

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

**December 5, 2010 to December 11, 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

**OSD** Office of Staff Director

### **Bank Branches, Domestic**

#### Dallas

Southwest Bank, Fort Worth, Texas -- to establish a branch at Jerome Street and Rosedale Street, Fort Worth.

- Withdrawn, December 8, 2010

### **Bank Holding Companies**

#### Kansas City

Aslin Capital, LLC, Cape Haze, Florida -- to acquire shares of Aslin Opportunity Fund BK, LP, Cape Haze, and for Aslin Opportunity Fund to acquire shares of Aslin Group, Inc., Overland Park, Kansas, parent of Alterra Bank.

- Approved, December 7, 2010

#### Kansas City

Aslin Group, Inc., Overland Park, Kansas; Aslin Opportunity Fund BK, LP, Cape Haze, Florida; and Aslin Capital I, LLC -- to engage in servicing loans.

- Approved, December 10, 2010

#### Minneapolis

Bigfork Bancshares, Inc., Bigfork, Minnesota -- to acquire Kelliher Bancshares Inc., Kelliher, and thereby indirectly acquire Citizens State Bank of Kelliher.

- Approved, December 7, 2010

#### St. Louis

Carlson Bancshares, Inc., West Memphis, Arkansas -- to acquire shares of Central Bancshares, Inc., Little Rock, and thereby indirectly acquire Central Bank.

- Approved, December 10, 2010

**Bank Holding Companies**

Chicago

Chestnut Bancorp, Inc., Chestnut, Illinois -- to become a bank holding company and to acquire Bank of Chestnut, Chestnut.

- Withdrawn, December 9, 2010

Kansas City

Community Bancorp, Inc., Chanute, Kansas -- waiver of application to acquire Bedene Insurance Agency, Inc., Arma, in connection with the merger of their respective subsidiary banks, Community National Bank & Trust, Chanute, and The First State Bank, Arma.

- Granted, December 6, 2010

Atlanta

Feliciana Bancshares, Inc., Clinton, Louisiana -- to become a bank holding company and to acquire Feliciana Bank & Trust Company, Clinton.

- Approved, December 10, 2010

St. Louis

First National Bank of Berryville Employee Stock Ownership Trust, Berryville, Arkansas -- to acquire additional shares of First Carroll Bankshares, Inc., Berryville, and thereby increase its interest in The First National Bank of Berryville.

- Approved, December 8, 2010

Chicago

Hometown Community Bancorp, Inc., Employee Stock Ownership Plan and Trust, Morton, Illinois -- to increase its ownership in Hometown Community Bancorp, Inc., Morton, and thereby indirectly increase its ownership of Morton Community Bank.

- Approved, December 10, 2010

Bank Holding Companies

Richmond

Royal Bank of Canada, Montreal, Canada -- to indirectly acquire BlueBay Asset Management USA LLC, Darien, Connecticut, through BlueBay Asset Management plc, London, England, and engage in financial and investment advisory activities.

- Approved, December 9, 2010

Bank Mergers

Kansas City

Union Bank, Oklahoma City, Oklahoma -- to merge with First Coleman National Bank, Coleman, Texas; Graham National Bank, Graham; Citizens National Bank of Breckenridge, Breckenridge; First State Bank of Canadian, National Association, Canadian; First National Bank of Olney, Olney; Friona State Bank, National Association, Friona; Farmers National Bank of Seymour, Seymour; and InterBank, Elk City, Oklahoma; and thereby establish 15 branches in Texas and Oklahoma; and to purchase certain assets and assume certain liabilities of the Borger and Stinnett branches of First National Bank of Borger, Borger, Texas.

- Approved, December 9, 2010

Change in Bank Control

Dallas

First Dalhart Bancshares, Inc., Dalhart, Texas -- change in bank control of First Dalhart Bancshares and its subsidiary bank, First National Bank in Dalhart, Dalhart.

- Permitted, December 9, 2010

Extensions of Time

Kansas City

Community Bank Partners, Inc., Denver, Colorado -- extension to January 14, 2011, to become a bank holding company and to acquire The Palisades National Bank, Palisade.

- Granted, December 10, 2010

Extensions of Time

Cleveland

Community Trust Bank, Inc., Pikeville, Kentucky -- extension to March 7, 2011, to merge with First National Bank of LaFollette, LaFollette, Tennessee.

- Granted, December 6, 2010

Cleveland

Community Trust Bank, Inc., Pikeville, Kentucky -- extension to March 7, 2011, to establish branches at 106 South Tennessee Avenue, LaFollette, Tennessee; 2603 Jacksonboro Pike, Jacksonboro; 2205 Jacksonboro Pike, LaFollette; and 2106 Charles G. Seivers Boulevard, Clinton.

- Granted, December 6, 2010

St. Louis

Tennessee Central Bancshares, Inc., Parsons, Tennessee -- extension to March 10, 2011, for change in bank control of Tennessee and its subsidiary bank, Community South Bank, Parsons.

- Granted, December 9, 2010

International Operations

Director, BS&R

BankAmerica International Financial Corporation, San Francisco, California, and FIA Card Services, N.A., Wilmington, Delaware -- waiver of remainder of prior-notification period to make an investment in Marlin House Holdings Limited, Watford, England, and its wholly owned subsidiary, Loans.co.uk Limited.

- Approved, December 9, 2010

**Membership**

Kansas City

The Condon National Bank of Coffeyville, Coffeyville, Kansas -- to retain membership in the Federal Reserve System on conversion to a state-chartered bank, Condon Bank and Trust.

- Approved, December 7, 2010

**District: 1**

**Federal Reserve Bank of Boston**

**Filings received during the week ending December 11, 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 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: 2**

**Federal Reserve Bank of New York**

**Filings received during the week ending December 11, 2010**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
CHEMUNG CANAL TRUST COMPANY	* 18C	Chemung Canal Trust Company, Elmira, New York (the "Applicant") for approval of the merger of Capital Bank & Trust Company, Albany, New York, pursuant to Section 18(c) of the Federal Deposit Insurance Act, with and into Applicant.	Newspaper: Federal Register:	Not available Not applicable
CHEMUNG FINANCIAL CORPORATION	* 3A3 * 3A5	Chemung Financial Corporation, Elmira, New York, to acquire Fort Orange Financial Corp., and thereby acquire its wholly owned subsidiary Capital Bank & Trust Company, both located in Albany, New York, pursuant to Sections 3(a)(3) and 3(a)(5) of the BHC Act and Section 225.14 of Regulation Y.	Newspaper: Federal Register:	Not available 12/23/2010
CITIBANK, N.A.	Investment	Citibank, N.A., Las Vegas, Nevada, and Citibank Overseas Investment Corporation, New Castle, Delaware, pursuant to Section 211.9(f) of Regulation K, to make additional investments in Banco Citibank, S.A. and Banco Citicard S.A., both of Sao Paulo, Brazil.	Newspaper: Federal Register:	Not applicable Not applicable
FIRST NIAGARA FINANCIAL GROUP, INC.	* 3A3 * 3A5	First Niagara Financial Group, Inc., Buffalo, New York ("FNFG"), to acquire all of the shares of NewAlliance Bancshares, Inc., New Haven, Connecticut ("NAB, Inc.") and thereby NAB, Inc.'s subsidiary, NewAlliance Bank, New Haven Connecticut, and subsequently merge NAB, Inc. with and into FNFG.	Newspaper: Federal Register:	Not available 12/03/2010
M&T BANK CORPORATION	* 3A3 4c8 * 18C * Branch * 4c8	M&T Bank Corporation, Buffalo, New York, to acquire Wilmington Trust Corporation and thereby indirectly acquire Wilmington Trust Company, both of Wilmington, Delaware; and thereby indirectly to acquire Wilmington Trust FSB, Baltimore, Maryland, and other non-banking subsidiaries of Wilmington Trust Corporation and thereby operate a savings association and engage in other non-banking activities. Manufacturers and Traders Trust Company, Buffalo, New York, to purchase certain assets and assume certain liabilities of Wilmington Trust Company and Wilmington Trust FSB.	Newspaper: Federal Register:	12/25/2010 Not available

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

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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: 3

Federal Reserve Bank of Philadelphia

Filings received during the week ending December 11, 2010

Filer	Filing Type	Filing Proposal	End of Comment Period	
ASIAN FINANCIAL CORPORATION	CIC	James Wang, individually, and James Wang and Ellen Ruth Kao Wang, Villanova, PA, Tony Yi Ping Wang and Michelle Yichun Yang, Gladwyne, PA, Elliot Hong Wai Wong, Philadelphia, PA and Josephine Wang, Gladwyne, PA, Aubrey Hui-Ju Wang, Havertown, PA, and Janet Wang Calilung, Irvine, CA, to acquire up 70.0% of Asian Financial Corporation, Philadelphia, PA.	Newspaper: Federal Register:	12/24/2010 12/17/2010
WARBURG PINCUS PRIVATE EQUITY X, L.P.	CIC	Warburg Pincus Private Equity S, L.P., New York, NY, to acquire up to 19.7% of National Penn Bancshares, Inc, Boyertown, PA.	Newspaper: Federal Register:	Not available 12/08/2010

**District: 3**

**Federal Reserve Bank of Philadelphia**

**Availability of CRA Public Evaluations**

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

RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
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 December 11, 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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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:

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- S = Satisfactory
- NI = Needs to improve
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RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
746513	PEOPLES B&TC OF MADISON CTY, BEREA, KENTUCKY	08/16/2010	12/03/2010	S	Int Sm Bank

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 December 11, 2010**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
BANK OF MCKENNEY	* Branch	Bank of McKenney, McKenney, Virginia, to establish a branch at 13117 Rivers Bend Boulevard, Chester, Virginia	Newspaper:	Not available
			Federal Register:	Not applicable



**District: 5**

**Federal Reserve Bank of Richmond**

**Availability of CRA Public Evaluations**

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

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

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

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- 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
1434826	BANKANNAPOLIS, ANNAPOLIS, MARYLAND	08/23/2010	11/25/2010	S	Int Sm Bank
713926	FARMERS & MERCHANTS BK, TIMBERVILLE, VIRGINIA	08/16/2010	11/17/2010	S	Int Sm Bank
3019982	FREEDOM BK OF VIRGINIA, VIENNA, VIRGINIA	07/19/2010	11/04/2010	S	Small Bank
506922	SANDY SPRING BK, OLNEY, MARYLAND	08/02/2010	11/25/2010	S	Large Bank

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 December 11, 2010**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
FIRST GUARANTY BANCSHARES, INC.	* 3A5	First Guaranty Bancshares, Inc., Hammond, Louisiana, to merge with Greensburg Bancshares, Inc., and thereby acquire its subsidiary, Bank of Greensburg, both of Greensburg, Louisiana.	Newspaper:	Not available
			Federal Register:	01/06/2011

**District: 6**

**Federal Reserve Bank of Atlanta**

**Availability of CRA Public Evaluations**

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

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

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

RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
701736	BRAND BKG CO, LAWRENCEVILLE, GEORGIA	05/17/2010	11/24/2010	S	Large Bank
3715444	CAPSTAR BK, NASHVILLE, TENNESSEE	07/12/2010	11/15/2010	S	Small Bank

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 December 11, 2010**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
DENTEL BANCORPORATION	CIC	Notice by Robert John Dentel, Victor, Iowa, and Mary P. Howell, Ames, Iowa, individually, and the Robert John Dentel Family (Robert J. Dentel, Patricia A. Dentel, and three minor children) all of Victor, Iowa, and the Mary P. Howell Family (Mary P. Howell, Stephen J. Howell, and three minor) all of Ames, Iowa, for permission for each Family to control more than 25 percent of the shares of Dentel Bancorporation, Victor, Iowa, and thereby indirectly control of Victor State Bank, Victor, Iowa; Corydon State Bank, Corydon, Iowa; First State Bank of Colfax, Colfax, Iowa; Maxwell State Bank, Maxwell, Iowa; Pocahontas State Bank, Pocahontas, Iowa; and Panora State Bank, Panora, Iowa.	Newspaper: Federal Register:	12/01/2010 11/26/2010
FIRST COMMUNITY BANCSHARES CORP.	CIC	Notice by Betty J. Bradshaw 2000 Irrevocable Trust dated 10/30/00-Charles M. Shea, Trustee, to acquire shares of First Community Bancshares Corp., Anamosa, Iowa, and thereby indirectly acquire shares of First Community Bank, Milton, Wisconsin.	Newspaper: Federal Register:	Not available 08/23/2010
INDEPENDENCE BANCSHARES, INC.	CIC	Notice filed by the James Blin Family (James Lee Blin and Randy Alan Blin, both of Independence, Iowa; Timothy Lee Blin, Ponte Vedra Beach, Florida; Sandra Blin Burgard, Bozeman, Montana; and Tamara Blin Diamond, Mesa, Arizona) to retain control of more than 25 percent of the voting shares of Independence Bancshares, Inc., Independence, Iowa, and thereby indirectly control voting shares of Security State Bank, Independence, Iowa and Northeast Security Bank, Sumner, Iowa.	Newspaper: Federal Register:	12/13/2010 12/06/2010

\* Subject to the provisions of the Community Reinvestment Act

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
457547	CENTRUE BK, STREATOR, ILLINOIS	06/07/2010	11/21/2010	S	Large Bank
366247	TEMPLETON SVG BK, TEMPLETON, IOWA	07/26/2010	11/22/2010	S	Small Bank
2693264	TOWN BK, HARTLAND, WISCONSIN	04/19/2010	11/01/2010	S	Large 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 December 11, 2010**

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

**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
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: 9****Federal Reserve Bank of Minneapolis****Filings received during the week ending December 11, 2010**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
BIGFORK BANCSHARES, INC.	4c8	Retroactive notice by Bigfork Bancshares, Inc., Bigfork, Minnesota to engage, de novo, in extending credit and servicing loans.	Newspaper: Federal Register:	Not applicable 12/28/2010
BOZEMAN BANCORP, INC.	CIC	Retroactive Change in Control Notice by James A. Jorgenson, Kenmare, North Dakota, as an individual, to acquire and retain 18 percent or more of the shares of Bozeman Bancorp, Inc., Bozeman, Montana, and thereby indirectly acquire and retain control of Bank of Bozeman, Bozeman, Montana.	Newspaper: Federal Register:	12/08/2010 12/20/2010
FIRST HARVEY BANCORPORATION, INC.	4c8	First Harvey Bancorporation, Inc., Harvey, North Dakota, to acquire 100% of First State Bank Agency, LLC, Harvey, North Dakota, and thereby indirectly engage in insurance agency activities, in a place with a population not exceeding 5,000.	Newspaper: Federal Register:	Not applicable Not applicable
FLATHEAD LAKE BANCORPORATION, INC.	CIC	Change in control notice by Rick E. Skates and Kathy A. Skates, both of Polson, Montana, individually, and with Scott Farley and Natalie Farley, both of Enterprise, Alabama, Richard Pedersen, Everett, Washington, and Debbie Denton, Polson, Montana, as a group acting in concert, to acquire and retain 25 percent or more of the shares of Flathead Lake Bancorporation, Inc., Polson, Montana, and thereby indirectly acquire and retain control of First Citizens Bank of Polson, National Association, Polson, Montana.	Newspaper: Federal Register:	Not available 12/17/2010



**District: 9**

**Federal Reserve Bank of Minneapolis**

**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: 10****Federal Reserve Bank of Kansas City****Filings received during the week ending December 11, 2010**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
CITIZENS NATIONAL CORPORATION	* 3A3	Citizens National Corporation, Wisner, Nebraska to acquire up to an additional 2 percent for a total of 34.33 percent of the voting shares of Republic Corporation, parent of United Republic Bank, both in Omaha, Nebraska.	Newspaper: Federal Register:	Not available 01/12/2011
FIRST STATE BANK OF COLORADO	* Branch	First State Bank of Colorado, Hotchkiss, Colorado, to establish a branch at 564 Main Street, Delta, Colorado.	Newspaper: Federal Register:	12/09/2010 Not applicable
FRONTIER HOLDINGS, LLC	* 3A3	Frontier Holdings, LLC, Omaha, Nebraska, to acquire 100 percent of the voting shares of ARSEBECO, Inc., parent of Richardson County Bank & Trust Company, both in Falls City, Nebraska. Frontier Management, LLC, Omaha, Nebraska, to acquire indirect control of 100 percent of the voting shares of ARSEBECO, Inc., parent of Richardson County Bank & Trust Company, both in Falls City, Nebraska, by virtue of its control of the affairs of Frontier Holdings, LLC, Omaha, Nebraska.	Newspaper: Federal Register:	12/25/2010 01/07/2011
NORCON FINANCIAL CORP.	CIC	Notice submitted by Jeffrey J. Heiman and Jerod J. Heiman, both of Wichita, Kansas, to retain control of Norcon Financial Corp., parent of Conway Bank, National Association, both in Conway Springs, Kansas.	Newspaper: Federal Register:	Not available Not available

**District: 10**

**Federal Reserve Bank of Kansas City**

**Availability of CRA Public Evaluations**

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RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
311050	AMERICAN HERITAGE BK, SAPULPA, OKLAHOMA	08/16/2010	11/22/2010	S	Int Sm Bank

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

\* Subject to the provisions of the Community Reinvestment Act

**District: 11****Federal Reserve Bank of Dallas****Filings received during the week ending December 11, 2010**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
CARLILE BANCSHARES, INC.	* 3A3	Carlile Bancshares, Inc., Fort Worth, Texas, to acquire 100 percent of Community State Bank, Austin, Texas.	Newspaper: Federal Register:	Not available 01/03/2011
CONNEMARA BANCORP, INC.	* 3A1	Connemara Bancorp, Inc., Dallas, Texas, to become a bank holding company by acquiring 100 percent of First Amherst Bancshares, Inc., Amherst, Texas, and indirectly acquire First National Bank, Amherst, Texas.	Newspaper: Federal Register:	Not available Not available
FIRST STATE BANK OF MINERAL WELLS	* 18C * Branch	First State Bank of Mineral Wells, Mineral Wells, Texas, to purchase certain assets and assume certain liabilities of the West Crockett National Bank, San Angelo, Texas, and establish a branch to be located at 1901 Wall Street, Weatherford, Texas.	Newspaper: Federal Register:	12/22/2010 Not applicable
SBT BANCSHARES, INC.	CIC	Notice by Chandrakant B. Patel, Surekha Patel, Bipin Patel, Sandhya Patel, and Chandrakant B. Patel, as trustee of the following trusts: Sushil Patel 2010 Irrevocable Trust, Rajan Patel 2010 Irrevocable Trust, Shetal Patel 2010 Irrevocable Trust, and Toral Balakrishnan 2010 Irrevocable Trust (the "Patel Family Group")(collectively the "Notificants"), all of Irving, Texas, to acquire 25 percent or more of the shares and thereby control of SBT Bancshares, Inc., Dallas, Texas, and indirectly acquire State Bank of Texas, Dallas, Texas.	Newspaper: Federal Register:	12/17/2010 12/28/2010

**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.

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: 12**

**Federal Reserve Bank of San Francisco**

**Filings received during the week ending December 11, 2010**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
CARPENTER FUND MANAGER GP, LLC	* 3A3 4c8	Carpenter Fund Manager GP, LLC, Carpenter Fund Management Company, LLC, Carpenter Community Bancfund, L.P., Carpenter Community Bancfund-A, L.P., Carpenter Community Bancfund-CA, L.P., CGB Holdings, Inc., CCFW, Inc., and SCJ, Inc., all of Irvine, California, to acquire 100 percent of Professional Business Bank, Pasadena, California, in connection with the merger of Professional Business Bank with and into California General Bank, Pasadena, California; and 2)CGB Holdings, Inc., Irvine, California, to form a wholly-owned subsidiary, CGB Asset Management, Inc., Irvine, California, to engage in extending credit and servicing loans, pursuant to section 225.28 (b)(1) of Regulation Y.	Newspaper: Federal Register:	Not available 11/22/2010
CASCADE BANCORP	CIC	1)LG C-Co, LLC, Green Equity Investors V, L.P., Leonard Green & Partners, L.P., Green Equity Investors Side V, L.P., GEI V Offshore Investors, L.P., GEI V Special Investors, L.P., Green V Holdings, LLC, GEI Capital V, LLC, and LGP Management, Inc., all of Los Angeles, California, John G. Danhagl, Pacific Palisades, California, Peter J. Nolan, Manhattan Beach, California; and Jonathan D. Sokoloff, Los Angeles, California, to acquire 10 percent or more of Cascade Bancorp, and thereby indirectly acquire control of Bank of the Cascades, both of Bend, Oregon; and 2) Cascade Bancorp, Bend, Oregon, to appoint Michael John Connolly as a Director.	Newspaper: Federal Register:	Not available 12/17/2010
CASCADE BANCORP	CIC	1) WLR CB AcquisitionCo LLC, WL Ross & Co. LLC, WLR Recovery Fund IV, L.P., WLR IV Parallel ESC, L.P. IV, Invesco North America Holdings, Inc., Invesco WLR IV Associates LLC, WLR Recovery Associates IV LLC, WL Ross Group L.P., El Vedado LLC, all of New York, New York, Wilbur L. Ross, Jr., Palm Beach, Florida, Invesco Ltd., Invesco Group Services, IVZ, Inc., Invesco Group Services, Inc., Invesco Advisers, Inc., Invesco Private Capital, Inc.,all of Atlanta, Georgia, Invesco Holding Company Limited, London, United Kingdom, and Invesco AIM Management Group, Inc., Houston, Texas, to acquire 10 percent or more of Cascade Bancorp, and thereby indirectly acquire control of Bank of the Cascades, both of Bend, Oregon; and 2) Cascade Bancorp, Bend, Oregon, to appoint James Bicknell Lockhart III as a Director.	Newspaper: Federal Register:	Not available 12/17/2010

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**District: 12**

**Federal Reserve Bank of San Francisco**

**Filings received during the week ending December 11, 2010**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
CASCADE BANCORP	CIC	BOTC Holdings LLC and persons that are acting with or control BOTC Holdings LLC (Lightyear Fund II, L.P., Lightyear Co-Invest Partnership II, L.P., Lightyear Fund II GP, L.P., Lightyear Fund II GP Holdings, LLC, Marron & Associates, LLC, Chestnut Venture Holdings, LLC, Lightyear Capital II, LLC, Lightyear Capital LLC and Donald B. Marron), all of New York, New York, to acquire 24.35 percent of Cascade Bancorp, and thereby indirectly acquire control of The Bank of the Cascades, both of Bend, Oregon.	Newspaper: Federal Register:	Not available 12/20/2010
CENTRAL PACIFIC FINANCIAL CORP.	CIC	1)DBD Cayman, Limited, TCG Holdings Cayman II, L.P., TC Group Cayman Investment Holdings, L.P., Carlyle Financial Services, Ltd., TCG Financial Services, L.P., all of Grand Cayman, Cayman Islands, and Carlyle Financial Services Harbor, L.P., Wilmington, Delaware, to acquire up to 24.9 percent of Central Pacific Financial Corp., Honolulu, Hawaii, and thereby indirectly acquire control of Bancorp's subsidiary, Central Pacific Bank, Honolulu, Hawaii; and 2)Central Pacific Corp, Honolulu, Hawaii, to appoint James Floyd Burr as a Managing Director.	Newspaper: Federal Register:	12/14/2010 12/17/2010
CENTRAL PACIFIC FINANCIAL CORP.	CIC	ACMO-CPF, L.L.C., New York, New York, and persons that are acting with or control ACMO-CPF, L.L.C. (Anchorage Capital Master Offshore, Ltd., ACPO Master, L.P., Anchorage Capital Partners Offshore, Ltd., ACPO Master, Ltd., all of Grand Cayman, Cayman Islands; Anchorage Capital Partners, L.P., Anchorage Capital Group, L.L.C. (f/k/a Anchorage Advisors, L.L.C.), Anchorage Capital, L.L.C. (f/k/a Anchorage Capital Group, L.L.C.), Anchorage Capital Management, L.L.C., Anchorage Advisors Management, L.L.C., all of Wilmington, Delaware; and Kevin Ulrich and Anthony Davis, both of New York, New York, to acquire up to 24.9 percent of Central Pacific Financial Corp., Honolulu, Hawaii, and thereby indirectly acquire control of Bancorp's subsidiary, Central Pacific Bank, Honolulu, Hawaii.	Newspaper: Federal Register:	Not available 12/17/2010
FRANKLIN RESOURCES, INC.	* 3A3	Franklin Resources, Inc., San Mateo, California, to acquire additional voting shares of First Chicago Bancorp, and thereby indirectly acquire shares of First Chicago Bank & Trust, both of Chicago, Illinois.	Newspaper: Federal Register:	Not available 12/09/2010

**District: 12**

**Federal Reserve Bank of San Francisco**

**Filings received during the week ending December 11, 2010**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
MISSION VALLEY BANCORP	CIC	Marc Jonathan Foulkrod and Jamie Foulkrod, both of Moorpark, California, to acquire additional voting shares of Mission Valley Bancorp, Sun Valley, California, and thereby indirectly acquire shares of Mission Valley Bank, Sun Valley, California.	Newspaper:	Not available
			Federal Register:	Not available
OAK VALLEY COMMUNITY BANK	* Branch	Oak Valley Community Bank, Oakdale, California, to establish a branch office at 3508 McHenry Avenue, Modesto, California.	Newspaper:	Not available
			Federal Register:	Not applicable



**District: 12**

**Federal Reserve Bank of San Francisco**

**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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