Federal Reserve Release



H.2

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

No. 7

Week Ending February 12, 2011

Testimony and Statements

Economic Outlook and Monetary and Fiscal Policy -- statement by Chairman Bernanke before the House Committee on the Budget on the economic outlook, monetary policy, and issues related to the federal budget.

- Published, February 9, 2011

Regulations and Policies

Regulation Y -- publication for comment of proposed rules to establish criteria for determining whether a company is "predominantly engaged in financial activities" and to define the terms "significant nonbank financial company" and "significant bank holding company," in accordance with the Dodd-Frank Act.

- Announced, February 8, 2011

Regulation Y -- final rule to implement the conformance period during which banking entities and nonbank financial companies supervised by the Board must bring their activities and investments into compliance with the prohibitions and restrictions on proprietary trading and relationships with hedge funds and private equity funds imposed by the so-called Volcker Rule in the Dodd-Frank Act.

- Announced, February 9, 2011

Enforcement

BankVest, Inc., Castle Rock, Colorado -- written agreement with the Federal Reserve Bank of Kansas City.

- Announced, February 8, 2011

Community Banks of Colorado, Greenwood Village, Colorado -- issuance of a prompt corrective action directive with the consent of the bank.

- Announced, February 10, 2011

Enforcement

Financial Services of St. Croix Falls, Inc., St. Croix Falls, Wisconsin -- written agreement with the Federal Reserve Bank of Minneapolis.

- Announced, February 10, 2011

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

C&CAConsumer and Comminity AffairsIFInternational FinanceFOMCFederal Open Market CommitteeOSDOffice of Staff Director

Bank Branches, Domestic

Richmond

Sonabank, McLean, Virginia -- to establish a branch at 10 West Washington Street, Middleburg.

- Approved, February 11, 2011

Chicago

Wheaton Bank & Trust Company, Wheaton, Illinois -- to establish a branch at 1205 South Naper Boulevard, Naperville.

- Approved, February 9, 2011

Bank Holding Companies

Dallas

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

- Approved, February 10, 2011

Boston

Brookline Bancorp, Inc., Brookline, Massachusetts -- to become a bank holding company and to acquire First Ipswich Bancorp, Ipswich, and thereby acquire First National Bank of Ipswich; and, on becoming a bank holding company, to continue to control Brookline Bank, Brookline, and Eastern Funding LLC, New York, New York.

- Approved, February 11, 2011

Bank Holding Companies

Chicago

Choice Bancorp, Inc., Oshkosh, Wisconsin -- to become a bank holding company and to acquire Choice Bank, Oshkosh.

- Approved, February 10, 2011

Kansas City

Commerce Bank and Trust Holding Company Employee Stock Ownership Plan, Topeka, Kansas -- to acquire additional shares of Commerce Bank and Trust Holding Company, Topeka, and its subsidiary bank, CoreFirst Bank & Trust.

- Approved, February 8, 2011

Dallas

Family Bancorp, Inc., San Antonio, Texas -- to engage de novo in lending activities through the acquisition of loans from its subsidiary bank, San Antonio National Bank, Refugio.

- Approved, February 9, 2011

St. Louis

Rock Bancshares, Inc., Little Rock, Arkansas -- to engage in lending activities.

- Approved, February 10, 2011

Bank Mergers

San Francisco

Pacific Premier Bank, Costa Mesa, California -- to acquire Canyon National Bank, Palm Springs.

- Approved, February 11, 2011

Change in Bank Control

Minneapolis

Cherokee Bancshares, Inc., St. Paul, Minnesota -- to retain control of Cherokee and its subsidiary bank, BankCherokee, St. Paul.

- Permitted, February 8, 2011

Dallas

Family Bancorp, Inc., San Antonio, Texas -- change in bank control of Family and its subsidiary bank, San Antonio National Bank, Refugio.

- Permitted, February 9, 2011

Extensions of Time

Dallas

A.N.B. Holding Company, Ltd., Terrell, Texas -- extension to May 14, 2011, to acquire additional shares of The ANB Corporation, Terrell, and indirectly acquire The American National Bank of Texas; Lakeside Bancshares, Inc., Rockwall; and Lakeside National Bank.

- Granted, February 11, 2011

Chicago

Commercial Bancshares Corporation, Frontenac, Missouri -- extension to May 16, 2011, to become a bank holding company and to acquire shares of Centrust Financial, Inc., Northbrook, Illinois, and thereby acquire Centrust Bank, N.A.

- Granted, February 8, 2011

Federal Reserve Bank of Boston

Filer	Filing Type	Filing Proposal	End of Comment Period	
FIRST CONNECTICUT BANCORP, INC.	* 3A1	First Connecticut Bancorp, Inc., Farmington, Connecticut to acquire 100% of the outstanding capital stock of Farmington Bank, Farmington, Connecticut, pursuant to section 3(a)(1) of the BHC Act, in connection with the conversion of the holding company from mutual to stock form.	Newspaper: Federal Register:	Not available 03/10/2011

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

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

Public Date

Rating

Exam Method

NONE

CRA Examinations scheduled for Quarter of

Institution Location

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Federal Reserve Bank of New York

Filer	Filing Type	Filing Proposal	End of Comment Period	
BANCA POPOLARE VICENZA SCPAARL	FBSEA	Banca Popolare di Vicenza S.C.p.A, Vicenza, Italy, to establish a representative office in New York, New York, pursuant to Section 211.24(a) (1) of Regulation K.	Newspaper: Federal Register:	Not available Not applicable

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Federal Reserve Bank of New York

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Federal Reserve Bank of Philadelphia

Filings received during the week ending February 12, 2011

Filer Filing Type Filing Proposal End of Comment Period

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Federal Reserve Bank of Philadelphia

Availability of CRA Public Evaluations

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Federal Reserve Bank of Cleveland

NEXTIER INCORPORATED CIC Notice of Change in Bank Control by the Snyder Control Group to acquire an additional 41.1 percent of the outstanding voting shares of Nextier, Inc., Butler, PA resulting in a 51.0 Newspaper: 02/28/2011 Federal Register: 02/25/2011	Filer	Filing Type	Filing Proposal	End of Commen	t Period
percent controlling ownership interest.	NEXTIER INCORPORATED	CIC	Control Group to acquire an additional 41.1 percent of the outstanding voting shares of	• •	

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Federal Reserve Bank of Cleveland

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Federal Reserve Bank of Richmond

AMERICAN NATIONAL BANKSHARES INC.	Filing Type	Filing Proposal	End of Comment Period	
	* 3A5	American National Bankshares Inc., Danville, Virginia, to acquire 100% of the voting securities of MidCarolina Financial Corporation, Burlington, North Carolina, and thereby indirectly acquire MidCarolina Bank, Burlington, North Carolina.	Newspaper: Federal Register:	Not available 03/14/2011
BANCA CIVICA, S.A.	FBSEA	Banca Civica, S.A., Madrid, Spain, to establish a representative office in Washington, D.C.	Newspaper: Federal Register:	03/04/2011 Not applicable
HARVEST BANCORP, INC.	CIC	Notice by Mr. Mehrdad Elie of Redwood City, California, to individually acquire up to 32%, and as a group acting in concert with Mr. Mesfin Ayenew, Potomac, Maryland; Mr. David P. Como, Napa, California; Mr. Charles Turnbaugh, Baltimore, Maryland; Mr. Robert L. Gossard, Burlinggame, California; and Mr. Terrance M. Davis, Dillon Beach, California, to acquire in aggregate up to 41% of the voting securities of HarVest BanCorp, Inc., Gaithersburg, Maryland, and indirectly acquire shares of HarVest Bank of Maryland, Rockville, Maryland.	Newspaper: Federal Register:	Not available 02/18/2011
PIONEER BANKSHARES, INC.	CIC	Mr. Richard T. Spurzem, Charlottesville, Virginia, to individualy retain 10.02% and together with Sandbox, LLC to retain 10.05% of of the outstanding shares of Pioneer Bankshares, Inc., Stanley, Virginia	Newspaper: Federal Register:	02/23/2011 02/25/2011
UNION FIRST MARKET BANK	* Branch	Union First Market Bank, Richmond, Virginia, to establish a branch at 400 Gateway Drive, Winchester, Virginia.	Newspaper: Federal Register:	02/25/2011 Not applicable
UNION FIRST MARKET BANK	* Branch	Union First Market Bank, Richmond, Virginia, to establish a branch at 437 Tiffany Drive, Waynesboro, Virginia.	Newspaper: Federal Register:	02/11/2011 Not applicable
UNION FIRST MARKET BANK	* Branch	Union First Market Bank, Richmond, Virginia, to establish a branch at 240 Elizabeth Drive, Stephens City, Virginia.	Newspaper: Federal Register:	02/25/2011 Not applicable
UNION FIRST MARKET BANK	* Branch	Union First Market Bank, Richmond, Virginia, to establish a branch at 200 Rivendall Court, Winchester, Virginia.	Newspaper: Federal Register:	02/25/2011 Not applicable
UNION FIRST MARKET BANK	* Branch	Union First Market Bank, Richmond, Virginia, to establish a branch at 2035 East Market Street, Harrisonburg, Virginia.	Newspaper: Federal Register:	02/25/2011 Not applicable
UNION FIRST MARKET BANK	* Branch	Union First Market Bank, Richmond, Virginia, to establish a branch at 1015 Richmond Road, Staunton, Virginia.	Newspaper: Federal Register:	02/25/2011 Not applicable
UNION FIRST MARKET BANK	* Branch	Union First Market Bank, Richmond, Virginia, to establish a branch at 15371 Montanus Drive, Culpeper, Virginia.	Newspaper: Federal Register:	02/25/2011 Not applicable

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Federal Reserve Bank of Richmond

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NONE

CRA Examinations scheduled for Quarter of

Institution Location

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Federal Reserve Bank of Atlanta

Filer	Filing Type	Filing Proposal	End of Comment Period	
BANKSHARES, INC., THE	* 3A5	The BANKshares, Inc., Winter Park, Florida, to merge with The Commercial Bancorp, Inc., and its subsidiary, East Coast Community Bank, both of Ormond Beach, Florida.	Newspaper: Federal Register:	03/02/2011 03/07/2011
BISCAYNE BANCSHARES, INC.	CIC	After-the-fact change in control notice filed by Thomas Dunlap Lumpkin II, and Peyton White Lumpkin, Pinecrest, Florida, to retain 10.51 percent of the outstanding shares of Biscayne Bancshares, Inc. and its subsidiary bank, Biscayne Bank, both of Coconut Grove, Florida.	Newspaper: Federal Register:	02/15/2011 02/11/2011
CCB COMMUNITY BANK	* Branch	CCB Community Bank, Andalusia, Alabama, to establish a branch located at 1502 East John Sims Parkway, Niceville, Florida.	Newspaper: Federal Register:	02/18/2011 Not applicable
HANCOCK HOLDING COMPANY	* 3A5	Hancock Holding Company, Gulfport, Mississippi, to merge with Whitney Holding Corporation, and its subsidiary, Whitney National Bank, both of New Orleans, Louisiana.	Newspaper: Federal Register:	02/28/2011 03/07/2011
IBERIABANK	* Branch	IBERIABANK, Lafayette, Louisiana, to establish a branch located at 2555 West Holcombe Boulevard, Houston, Texas, to be known as the Medical Center Branch.	Newspaper: Federal Register:	02/20/2011 Not applicable
PEOPLES BANCSHARES, INC.	* 3A1	Peoples Bancshares, Inc., to become a bank holding company by acquiring 100 percent of the outstanding shares of People Bank, both of Mendenhall, Mississippi.	Newspaper: Federal Register:	Not available 02/28/2011

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Federal Reserve Bank of Atlanta

Availability of CRA Public Evaluations

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Federal Reserve Bank of Chicago

Filer	Filing Type	Filing Proposal	End of Comment Period	
BANK OF MONTREAL	* 3A3 * 3A1 4c8	Bank of Montreal, Montreal, Canada, Harris Financial Corp., Wilmington, Delaware, Harris Bankcorp, Inc., Chicago, Illinois, to acquire 100 percent of the voting shares of Marshall and Ilsley Corporation, Milwaukee, Wisconsin, and thereby indirectly acquire M&I Marshall & Ilsley Bank, Milwaukee, Wisconsin, M&I Bank of Mayville, Mayville, Wisconsin, and M&I Bank, FSB, Las Vegas, Nevada, and their nonbank subsidiaries, and the related application by Mike Merger Sub, LLC, Chicago, Illinois, to become a bank holding company by acquiring 100 percent of the voting shares of Marshall and Ilsley Corporation, Milwaukee, Wisconsin, and thereby indirectly acquire M&I Marshall & Ilsley Bank, Milwaukee, Wisconsin, and M&I Bank of Mayville, Mayville, Wisconsin, and M&I Bank, FSB, Las Vegas, Nevada, and their nonbank subsidiaries.	Newspaper: Federal Register:	Not available Not available
FIRST COMMUNITY BANCSHARES CORP.	CIC	Notice by Charles M. Shea, Wilmette, Illinois, as an individual, and by the control group including the Betty J. Bradshaw 2000 Irrevocable Trust dated 10/30/00, Chicago, Illinois, Charles M. Shea, Wilmette, Illinois, as Trustee, and Molly Boed, Wassenaar, Netherlands, as committee member of the Betty Bradshaw 2000 Irrevocable Trust dated 10/30/00, to acquire control of First Community Bancshares Corp., Anamosa, Iowa, and thereby indirectly acquire control of First Community Bank, Milton, Wisconsin and Citizens Savings Bank, Anamosa, Iowa.	Newspaper: Federal Register:	Not available 02/28/2011

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Federal Reserve Bank of Chicago

Filer	Filing Type	Filing Proposal	End of Commen	t Period
TAYLOR CAPITAL GROUP, INC.	CIC	Notice by Jennifer Wells Steans, Evanston,	Newspaper:	02/23/2011
		Illinois, Heather Steans and Robin Steans,	Federal Register:	02/24/2011
		Chicago, Illinois, as trustee of The Steans 1996		
		Family Trust; The Steans 1996 Family Trust,		
		Chicago, Illinois; Trilogy Investment Group,		
		LLC, Chicago, Illinois; Adeline Steans		
		Morrison, Lake Forest, Illinois; Helen Harrison		
		Morrison, Washington, D.C.; Lois Langdon		
		Morrison, Chicago, Illinois; Justin William		
		Daab, Chicago, Illinois; Margot Morrison		
		Brinley, Charlotte, North Carolina; Charles		
		Edward Brinley, Charlotte, North Carolina, Amy		
		Morrison Heinrich, Grayslake, Illinois;		
		Foursquare Investments, LLC, Chicago, Illinois;		
		Thomas Benton Hunter IV, Lake Forest, Illinois;		
		Willard Morrison Hunter, Lake Bluff, Illinois,		
		individually and as custodian for Willard K.		
		Hunter; Benjamin James Hunter, Chicago,		
		Illinois; Peter Morrison Hunter, New York, New		
		York; Tscharner de Graffenried Hunter, New		
		York, New York; and Thomas Ruffin Hunter,		
		Lake Forest, Illinois, to retain and acquire shares		
		of Taylor Capital Group, Inc., Rosemont, Illinois,		
		and indirectly Cole Taylor Bank, Chicago,		
		Illinois, and thereby join the existing Steans		
		Family Control Group.		

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Federal Reserve Bank of Chicago

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Quarter of

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Federal Reserve Bank of St. Louis

Filer	Filing Type	Filing Proposal	End of Comment Period	
CITIZENS BANCORP OF HICKMAN, INC.	CIC	Notice by the Coffey Family control group, Hickman, Kentucky, to retain control of Citizens Bancorp of Hickman, Inc., Hickman, Kentucky. The Coffey Family control group consists of Avery Coffey, Carla Coffey, Briley N. Coffey, James Coffey, Harold P. Coffey, Jr., Jill Coffey, Brooke Coffey, James Benjamin Coffey, Jentrie Coffey, Sue Werner, all of Hickman, Kentucky; and Patsy Campbell, Fulton, Kentucky.	Newspaper: Federal Register:	02/03/2011 02/01/2011

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Federal Reserve Bank of St. Louis

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Federal Reserve Bank of Minneapolis

Filer	Filing Type F	Filing Proposal	End of Comment Period	
FIDELITY HOLDING COMPANY	CIC	Change in Control Notice by Russell Craig Flom, Edina, Minnesota, to gain control of Fidelity Holding Company, Minnetonka, Minnesota, and thereby indirectly gain control of Fidelity Bank, Edina, Minnesota.	Newspaper: Federal Register:	02/21/2011 02/23/2011
JORGENSON WILLISTON HOLDING COMPANY	* 3A1	Jorgenson Williston Holding Company, Kenmare, North Dakota, to become a bank holding company by acquiring 100 percent of First National Bank & Trust Company of Williston, Williston, North Dakota.	Newspaper: Federal Register:	03/11/2011 03/14/2011
WEST 12 BANCORPORATION, INC.	CIC	Change in Control notice by John D. Connolly, Danvers, Minnesota, to acquire and retain 25% or more of the shares of West 12 Bancorporation, Inc., Danvers, Minnesota, and thereby indirectly acquire and retain control of State Bank of Danvers, Danvers, Minnesota.	Newspaper: Federal Register:	02/26/2011 Not available
WILCOX BANCSHARES, INC.	CIC	Notice by Noah W. Wilcox, Grand Rapids, Minnesota, as an individual and as trustee of the Noah W. Wilcox Trust, Grand Rapids, to acquire 25% or more of the shares of Wilcox Bancshares, Grand Rapids, Minnesota, and thereby indirectly control Grand Rapids State Bank, Grand Rapids, Minnesota. Additionally, the Noah W. Wilcox Trust, trustees Noah W. Wilcox and Dorsey & Whitney Trust Company LLC, Sioux Falls, South Dakota, will acquire 10% or more of Wilcox Bancshares, and thus join the Wilcox Family Group, and thereby indirectly control Grand Rapids State Bank, Grand Rapids, Minnesota.	Newspaper: Federal Register:	Not available 03/03/2011

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Federal Reserve Bank of Minneapolis

Availability of CRA Public Evaluations

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Federal Reserve Bank of Kansas City

Filer	Filing Type Filing Proposal	Filing Proposal	End of Comment Period	
AMSTERDAM BANCSHARES, INC.	CIC	Notification by Randal S. Shannon, Drexel, Missouri, to acquire control of Amsterdam Bancshares, Inc., parent of Citizens Bank, both in Amsterdam, Missouri.	Newspaper: Federal Register:	Not available Not available
SHELTON ENTERPRISES, INC.	CIC	Notice submitted by the D. Vaughn Gangwish, Albuquerque, New Mexico and Karin Walsh, Shelton, Nebraska, in an individual capacity; and Lois Gangwish, Shelton, Nebraska, as a member of the family group acting in concert, to acquire control of Shelton Enterprises, Inc., parent of First State Bank of Shelton, both in Shelton, Nebraska.	Newspaper: Federal Register:	Not available 03/02/2011

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Federal Reserve Bank of Kansas City

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Federal Reserve Bank of Dallas

Filer	Filing Type	Filing Proposal	End of Commen	t Period
PLAINSCAPITAL BANK	* Branch	PlainsCapital Bank, Lubbock, Texas, to establish a branch to be located at 5010 University Avenue, Lubbock, Texas 79413.	Newspaper: Federal Register:	02/16/2011 Not applicable
SHELBY BANCSHARES, INC.	CIC	Notice by James Edward Campbell; Rick Lane Campbell, individually, and as Trustee for the Collin McElroy Trust; Angela Lee Koonce, individually, and as Trustee for the Collin McElroy Trust; and Cameron James McElroy all of Center, Texas (the "Campbell Family Group"); Aaron Weldon Boles and Lisa Gayle McAdams, both of Center, Texas (the "Boles Family Group"); Clyde Donald Monroe, Center, Texas; and Brenda Monroe Humble, Shelbyville, Texas (the "Monroe Family Group"); Sammy Dean Dance and Connie Mettauer, both of Center, Texas (the "Dance Family Group") (collectively "Notificants"), to retain 25 percent or more of the shares of, and thereby control of, Shelby Bancshares, Inc. and indirectly Shelby Savings Bank, SSB, both of Center, Texas.	Newspaper: Federal Register:	02/23/2011 02/17/2011

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Federal Reserve Bank of Dallas

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

RSSD CRA CRA

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 San Francisco

Filer	Filing Type	Filing Proposal	End of Commen	t Period
BANK OF TAIWAN	FBSEA	Bank of Taiwan, Taipei, Taiwan, to upgrade its New York Agency to a branch office pursuant to section 211.24(a)(2)(ii)(a) of Regulation K and seciton 7(d) of FBSEA.	Newspaper: Federal Register:	Not available Not applicable
CENTRAL PACIFIC FINANCIAL CORP.	CIC	1) 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 Management, 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; and Central Pacific Corp, Honolulu, Hawaii, to appoint Alvaro Jose Aguirre as a Director.	Newspaper: Federal Register:	Not available 12/17/2010
PACIFIC PREMIER BANK	* 18C	Pacific Premier Bank, Costa Mesa, California, to acquire Canyon National Bank, Palm Springs, California.	Newspaper: Federal Register:	Not available Not applicable

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Federal Reserve Bank of San Francisco

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

CRA Examinations scheduled for Quarter of

Institution Location

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