
Federal Reserve Release



H.2

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

No. 25

Week Ending June 18, 2011

Testimony and Statements

Banking Supervision -- statement by Michael R. Foley, senior associate director, Division of Banking Supervision and Regulation, before a subcommittee of the Senate Committee on Banking, Housing, and Urban Affairs on the supervision and examination of financial institutions and changes to the Board's supervisory policies and procedures in response to the recent financial crisis.

- Published, June 15, 2011

Capital and Liquidity Standards -- statement by Governor Tarullo before the House Committee on Financial Services on capital and liquidity standards and their relationship to international competitiveness.

- Published, June 16, 2011

Dodd-Frank Act and Derivatives -- statement by Michael S. Gibson, senior associate director, Division of Research and Statistics, before the Senate Committee on Agriculture, Nutrition, and Forestry regarding the implementation of title VII of the Dodd-Frank Act and the Board's responsibilities for over-the-counter derivatives.

- Published, June 15, 2011

Bank Holding Companies

Mitsubishi UFJ Financial Group, Inc., Tokyo, Japan -- application to acquire up to 24.9 percent of the voting shares of Morgan Stanley, New York, New York, and indirectly acquire an interest in its subsidiary banks, Morgan Stanley Bank, National Association, Salt Lake City, Utah, and Morgan Stanley Private Bank, National Association, Purchase, New York, and in certain nonbanking operations of Morgan Stanley.

- Approved, June 14, 2011

Regulations and Policies

Regulation B (Equal Credit Opportunity) -- publication for comment of a proposed rule to clarify that motor vehicle dealers temporarily are not required to comply with certain data collection requirements in the Dodd-Frank Act until the Board issues final regulations.

- Approved, June 17, 2011

Enforcement

Heritage Commerce Corp., San Jose, California, and Heritage Bank -- written agreement dated February 17, 2010, terminated June 9, 2011.

- Announced, June 14, 2011

Northwest Bancorporation, Inc., Palatine, Illinois -- written agreement with the Federal Reserve Bank of Chicago.

- Announced, June 14, 2011

H.2 Actions under delegated authority

June 12, 2011 to June 18, 2011

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

Richmond

Heritage Bank, Norfolk, Virginia -- to establish a branch at 1403 Greenbrier Parkway, Chesapeake.

- Approved, June 16, 2011

Chicago

Morton Community Bank, Morton, Illinois -- to establish a branch at 3512 Court Street, Pekin.

- Approved, June 17, 2011

Dallas

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

- Approved, June 13, 2011

Bank Holding Companies

St. Louis

Canton Bancshares, Inc., Hannibal, Missouri -- to acquire Canton State Bank, Canton.

- Approved, June 16, 2011

Minneapolis

Leackco Bank Holding Company, Inc., Wolsey, South Dakota -- to acquire Kingsbury Bank Holding Company, De Smet, and thereby indirectly acquire Peoples State Bank.

- Approved, June 13, 2011

Bank Holding Companies

Chicago

North Central Bancshares, Inc., Fort Dodge, Iowa -- to become a bank holding company on the conversion of its subsidiary bank, First Federal Savings Bank of Iowa, Fort Dodge, from a federally chartered savings bank to a state-chartered bank.

- Approved, June 13, 2011

Atlanta

PB Bancshares, Inc., Employees Stock Ownership Plan, Clifton, Tennessee -- to become a bank holding company and to retain shares of PB Bancshares, Inc., Clifton, and its subsidiary bank, Peoples Bank.

- Approved, June 14, 2011

New York

Woori Finance Holdings Co., Ltd., Seoul, Korea -- to acquire shares of Hanmi Financial Corp., Los Angeles, California, and thereby indirectly acquire Hanmi Bank.

- Withdrawn, June 15, 2011

Bank Mergers

St. Louis

Centennial Bank, Conway, Arkansas -- to purchase the assets and assume the deposit liabilities of First Commercial Bank of Tampa Bay, Tampa, Florida, and to retain the acquired facilities as branches.

- Withdrawn, June 17, 2011

Banks, National

Secretary

Citibank, N.A., Las Vegas, Nevada -- location determination of master account at the Federal Reserve Bank of New York.

- Approved, June 16, 2011

Change in Bank Control

St. Louis

First United, Inc., Central City, Kentucky -- to retain control of First United, Inc. and its subsidiary bank, First National Bank of Muhlenberg County, Kentucky, Central City.

- Permitted, June 17, 2011

Extensions of Time

Chicago

C-B-G, Inc., West Liberty, Iowa -- extension to September 13, 2011, to acquire additional shares of Washington Bancorp, Washington, and thereby increase its indirect interest in Washington Bancorp's subsidiary bank, Federation Bank.

- Granted, June 13, 2011

St. Louis

M&P Community Bancshares, Inc. 401(k) Employee Stock Ownership Plan, Newport, Arkansas -- extension to September 16, 2011, to acquire additional shares of M&P Community Bancshares, Inc., Newport.

- Granted, June 16, 2011

Membership

Richmond

First Community Bank, National Association, Bluefield, Virginia -- to retain membership in the Federal Reserve System on conversion to a state-chartered bank, First Community Bank, Bluefield.

- Approved, June 17, 2011

Regulations and Policies

Director, C&CA

Regulation Z (Truth in Lending) -- annual adjustment of the dollar amount that triggers additional disclosure requirements for home mortgage loans with rates or fees above a certain dollar amount.

- Approved, June 13, 2011

District: 1

Federal Reserve Bank of Boston

Filings received during the week ending June 18, 2011

Filer	Filing Type	Filing Proposal	End of Comment Period	
BROOKLINE BANCORP, INC.	* 3A3	Brookline Bancorp, Inc., Brookline, Massachusetts, to acquire Bancorp Rhode Island, Inc. and its subsidiary bank, Bank Rhode Island, both of Providence, Rhode Island pursuant to sections 3(a)(3) and 3(a)(5) of the Bank Holding Company Act, as amended.	Newspaper:	Not available
	* 3A5		Federal Register:	07/15/2011
BSB BANCORP INC	* 3A1	BSB Bancorp, Inc., Belmont, Massachusetts to acquire 100% of the outstanding capital stock of Belmont Savings Bank, Belmont, Massachusetts, 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:	Not available
			Federal Register:	Not available
SOUTH SHORE SAVINGS BANK	Member	Application by South Shore Savings Bank, South Weymouth, Massachusetts, to become a member of the Federal Reserve System pursuant to section 9 of the Federal Reserve Act and section 208.3 of Regulation H.	Newspaper:	Not applicable
			Federal Register:	Not applicable

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
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NONE

CRA Examinations scheduled for	Quarter of
Institution	Location

NONE

District: 2**Federal Reserve Bank of New York****Filings received during the week ending June 18, 2011**

Filer	Filing Type	Filing Proposal	End of Comment Period	
ADIRONDACK BANK	* Branch	Adirondack Bank, Utica, New York, requests to establish two branches located at (i) 1 Main Street, Richfield Springs, New York and (ii) 808 Main Street, Sylvan Beach, New York.	Newspaper: Federal Register:	06/04/2011 Not applicable
BANCO BPI, S.A.	FBSEA	Banco BPI, S.A., Porto, Portugal, to establish representative offices in Newark, New Jersey and Fall River, Massachusetts, 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
BANCO DO BRASIL S.A.	* 3A1	Banco do Brasil S.A., Brasilia, Brazil and Caixa de Previdencia dos Funcionarios do Banco do Brasil, Rio de Janeiro, Brazil, to become bank holding companies by acquiring 51 percent of Eurobank, Boca Raton, Florida.	Newspaper: Federal Register:	Not available 07/15/2011
BNP PARIBAS	FBSEA	BNP Paribas, Paris, France, to establish an additional branch 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)(2)(i)(A) of Regulation K.	Newspaper: Federal Register:	07/08/2011 Not applicable

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 June 18, 2011

Filer	Filing Type	Filing Proposal	End of Comment Period	
CUSTOMERS BANCORP, INC	* 3A1	Customers Bancorp, Inc., Phoenixville, PA, to become a bank holding company through the reorganization of Customers Bank, Phoenixville, PA, resulting from the merger of New Century Interim Bank, Phoenixville, PA, with and into Customers Bank. Subsequently, Berkshire Bancorp, Wyomissing, PA, will merge with and into Customers Bancorp, Inc., and Berkshire Bank, Wyomissing, PA, will merge with and into Customers Bank, Phoenixville, PA.	Newspaper:	Not available
	* 18C		Federal Register:	07/08/2011
	* 3A5			

District: 3

Federal Reserve Bank of Philadelphia

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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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 June 18, 2011

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

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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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: 5

Federal Reserve Bank of Richmond

Filings received during the week ending June 18, 2011

Filer	Filing Type	Filing Proposal	End of Comment Period	
ASB BANCORP, INC.	* 3A1	ASB Bancorp, Inc., Asheville, North Carolina, to become a bank holding company upon the conversion of Asheville Savings Bank, S.S.B., Asheville, North Carolina, from a mutual to stock form of ownership.	Newspaper: Federal Register:	Not available 07/01/2011
Crescent Financial Bancshares, Inc.	* 3A1	Crescent Financial Bancshares, Inc., Cary, North Carolina, to merge with Crescent Financial Corporation, Cary, North Carolina, and acquire control of Crescent State Bank, Cary, North Carolina. Crescent Financial Bancshares, Inc., a newly formed subsidiary of Crescent Financial Corporation, the holding company of Crescent State Bank, was formed for the purpose of reincorporating the holding company as a Delaware corporation.	Newspaper: Federal Register:	07/01/2011 07/01/2011
XENITH BANK	* 18C	Xenith Bank, Richmond, Virginia, to acquire certain assets and assume certain liabilities of the Richmond, Virginia, branch office of Paragon Commercial Bank, Raleigh, North Carolina.	Newspaper: Federal Register:	07/09/2011 Not applicable

District: 6

Federal Reserve Bank of Atlanta

Filings received during the week ending June 18, 2011

Filer	Filing Type	Filing Proposal	End of Comment Period	
COMMERCE UNION BANCSHARES, INC.	* 3A1	Commerce Union Bancshares, Inc., to become a bank holding company by acquiring 100 percent of the outstanding shares of Commerce Union Bank, both of Springfield, Tennessee.	Newspaper: Federal Register:	07/14/2011 07/18/2011
SAVANNAH RIVER FINANCIAL CORPORATION	* 3A1	Savannah River Financial Corporation, Augusta, Georgia, to become a bank holding company by acquiring Savannah River Banking Company, Aiken, South Carolina, upon its conversion to a state non-member bank.	Newspaper: Federal Register:	07/05/2011 07/11/2011
SUNTRUST BANK	* Branch	SunTrust Bank, Atlanta, Georgia, to establish the following branches: 1702 N Main Street, Jacksonville, Florida, to be known as the Historic Springfield Branch; 3604 Memorial Drive, Decatur, Georgia, to be known as the Avondale Estates Branch; and 548 E Belvedere Avenue, Baltimore, Maryland, to be known as the Belvedere Square Branch.	Newspaper: Federal Register:	06/28/2011 Not applicable

District: 6

Federal Reserve Bank of Atlanta

Availability of CRA Public Evaluations

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RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
3368635	PARADISE BK, BOCA RATON, FLORIDA	02/14/2011	06/05/2011	S	Int Sm Bank

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

District: 7**Federal Reserve Bank of Chicago****Filings received during the week ending June 18, 2011**

Filer	Filing Type	Filing Proposal	End of Comment Period	
FIRST AMERICAN BANK CORPORATION	4c8	First American Bank Corporation, Elk Grove Village, Illinois, proposes to engage de novo in extending credit and servicing loans.	Newspaper: Federal Register:	Not applicable 07/01/2011
FIRST FEDERAL SAVINGS BANK OF IOWA	Member	First Federal Savings Bank of Iowa, Fort Dodge, Iowa, to become a member of the Federal Reserve System following its conversion from a federal savings bank to a state chartered bank.	Newspaper: Federal Register:	Not applicable Not applicable
NORTHERN TRUST COMPANY, THE	4c8	Northern Trust Corporation and The Northern Trust Company, both located in Chicago, Illinois, to acquire 100 percent of the outstanding voting membership interests in Omnium LLC, a Delaware limited liability company, Chicago, Illinois.	Newspaper: Federal Register:	Not applicable 07/07/2011
WCF FINANCIAL, M.H.C.	* 3A1	WCF Financial, M.H.C. and Webster City Federal Bancorp, both of Webster City, Iowa, to become bank holding companies following the conversion Webster City Federal Savings Bank, Webster City, Iowa, from a federally chartered savings association to a state chartered bank.	Newspaper: Federal Register:	Not available Not available

Federal Reserve Bank of Chicago

Availability of CRA Public Evaluations

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

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RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
807348	BANK OF OAKFIELD, OAKFIELD, WISCONSIN	01/24/2011	06/13/2011	S	Small 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 June 18, 2011

Filer	Filing Type	Filing Proposal	End of Comment Period	
ALTON BANCSHARES, INC.	* 3A3	Alton Bancshares, Inc., Alton, Missouri, to acquire 100 percent of First Community Bank of the Ozarks, Branson, Missouri.	Newspaper:	Not available
			Federal Register:	Not available
FIRST DELTA BANK	Member	First Delta Bank, Marked Tree, Arkansas to become member of the Federal Reserve System.	Newspaper:	Not applicable
			Federal Register:	Not applicable

District: 8

Federal Reserve Bank of St. Louis

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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RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
169653	FIRST BK, CREVE COEUR, MISSOURI	08/16/2010	06/10/2011	S	Large Bank

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 June 18, 2011

Filer	Filing Type	Filing Proposal	End of Comment Period
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NONE

District: 9

Federal Reserve Bank of Minneapolis

Availability of CRA Public Evaluations

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564856	1ST BK, SIDNEY, MONTANA	01/31/2011	06/07/2011	S	Small Bank
630555	AMERICAN BK, BOZEMAN, MONTANA	02/07/2011	06/08/2011	S	Int Sm Bank

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 June 18, 2011**

Filer	Filing Type	Filing Proposal	End of Comment Period	
COMMERCE BANK, NATIONAL ASSOCIATION	Member	Commerce Bank, National Association, Kansas City, Missouri, to convert from a national to a state charter bank and retain its membership with the Federal Reserve.	Newspaper: Federal Register:	Not applicable Not applicable
FARMERS BANK OF NORTHERN MISSOURI, NATIONAL ASSOCIATION	Member	Farmers Bank of Northern Missouri, National Association, Unionville, Missouri, to convert from a national to a state charter bank and retain its membership with the Federal Reserve.	Newspaper: Federal Register:	Not applicable Not applicable
FIRSTBANK	* Branch	FirstBank, Lakewood, Colorado, to establish a de novo branch at 2100 Broadway Street, Boulder, Colorado.	Newspaper: Federal Register:	Not available Not applicable
KEYSTONE INVESTMENT, INC.	CIC	Notification by Teresa L. Keslar, Beatrice, Nebraska, to acquire control of Keystone Investment, Inc., parent of Bank of Keystone, both in Keystone, Nebraska.	Newspaper: Federal Register:	Not available 06/21/2011

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
348159	BANK OF BENNINGTON, BENNINGTON, NEBRASKA	03/07/2011	06/07/2011	S	Small Bank
883959	BANK OF KREMLIN, KREMLIN, OKLAHOMA	02/28/2011	05/30/2011	S	Small Bank
988452	FIRST BETHANY BK & TR, BETHANY, OKLAHOMA	03/14/2011	06/01/2011	S	Small Bank
1187001	INTERBANK, OKLAHOMA CITY, OKLAHOMA	02/28/2011	06/02/2011	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 June 18, 2011

Filer	Filing Type	Filing Proposal	End of Comment Period	
CARLILE BANCSHARES, INC.	* 3A3	Carlile Bancshares, Inc., Fort Worth, Texas, to acquire 100% of the common stock of The Bank at Broadmoor, Colorado Springs, Colorado.	Newspaper:	Not available
			Federal Register:	07/15/2011
COMERICA BANK	* Branch	Comerica Bank, Dallas, Texas, to establish a branch to be located at 411 West Lafayette Boulevard, Detroit, Michigan.	Newspaper:	Not available
			Federal Register:	Not applicable

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 June 18, 2011

Filer	Filing Type	Filing Proposal	End of Comment 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 section 7(d) of FBSEA.	Newspaper: Federal Register:	Not available Not applicable
INTERMOUNTAIN COMMUNITY BANCORP	CIC	Interagency Notice of Change in Control by Castle Creek Capital Partners IV, LP, Castle Creek Advisors IV, LLC, Castle Creek Capital IV, LLC, John T. Pietrzak, Pietrzak Advisory Corp., John M. Eggemeyer, JME Advisory Corp., William J. Ruh, Ruh Advisory Corp., Mark G. Merlo, Legions IV Advisory Corp., Joseph Mikesell Thomas, and Mikesell Advisory Corp., all of Rancho Santa Fe, California, to acquire up to 24.9% of the voting shares of Intermountain Community Bancorp, a bank holding company that is the sole shareholder of Panhandle State Bank, a state non-member bank, both of Sandpoint, Idaho.	Newspaper: Federal Register:	Not available 06/21/2011
INTERMOUNTAIN COMMUNITY BANCORP	CIC	Interagency Notice of Change in Control by Stadium Capital Partners, L.P., Stadium Capital Qualified Partners, L.P., Stadium Capital Management LLC, and John Welborn, all of Bend, Oregon, to acquire up to 24.9 percent of Intermountain Community Bancorp, and thereby indirectly Panhandle State Bank, both of Sandpoint, Idaho.	Newspaper: Federal Register:	Not available Not available
WESTERN LIBERTY BANCORP	4c8	Western Liberty Bancorp, Las Vegas, Nevada, to form a wholly-owned subsidiary, OREOSUB, Las Vegas, Nevada, to engage in extending credit and servicing loans, pursuant to sections 225.28(b)(1) and (2) of Regulation Y.	Newspaper: Federal Register:	Not applicable 07/01/2011

District: 12

Federal Reserve Bank of San Francisco

Availability of CRA Public Evaluations

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RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
1471577	AMERICAN SCTY BK, NEWPORT BEACH, CALIFORNIA	02/28/2011	06/14/2011	S	Int Sm Bank
207872	FIRST UT BK, SALT LAKE CITY, UTAH	02/28/2011	06/15/2011	S	Int Sm Bank
2209553	HERITAGE BK OF CMRC, SAN JOSE, CALIFORNIA	01/31/2011	06/03/2011	S	Large Bank

CRA Examinations scheduled for Quarter of

Institution	Location
NONE	

* Subject to the provisions of the Community Reinvestment Act