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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. 48*

*Week Ending November 26, 2011*

Advisory Councils

Community Depository Institutions Advisory Council -- announcement of members and designation of Howard Boyle as president and Peter Humphrey as vice president for 2012.

- Announced, November 21, 2011

Bank Holding Companies

Green Dot Corporation, Monrovia, California -- to acquire Bonneville Bancorp, Provo, Utah, and thereby acquire its subsidiary bank, Bonneville Bank; and elections by Green Dot and Bonneville Bancorp to become financial holding companies.

- Approved, November 22, 2011

Enforcement

Mountain National Bancshares, Inc., Sevierville, Tennessee -- written agreement with the Federal Reserve Bank of Atlanta.

- Announced, November 22, 2011

Tennessee Commerce Bancorp, Inc., Franklin, Tennessee -- written agreement with the Federal Reserve Bank of Atlanta.

- Announced, November 22, 2011

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

**November 20, 2011 to November 26, 2011**

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**BS&R** Banking Supervision and Regulation

**C&CA** Consumer and Community Affairs

**FOMC** Federal Open Market Committee

**RBOPS** Reserve Bank Operations and Payment Systems

**IF** International Finance

**OSD** Office of Staff Director

### **Bank Branches, Domestic**

#### Atlanta

IBERIABANK, Lafayette, Louisiana -- to establish a branch at 4894 Poplar Avenue, Memphis, Tennessee.

- Approved, November 21, 2011

#### Atlanta

IBERIABANK, Lafayette, Louisiana -- to establish a branch at 2824 Cahaba Road, Birmingham, Alabama.

- Approved, November 21, 2011

### **Bank Holding Companies**

#### New York

Community Bank System, Inc., Dewitt, New York -- to acquire CAI Benefits, Inc., New York, and thereby engage in employee benefits consulting services.

- Approved, November 22, 2011

#### Dallas

Happy Bancshares, Inc., Canyon, Texas, and SBI Acquisition Corp., Amarillo -- to acquire Signature Bancshares, Inc., Dallas, and thereby indirectly acquire Signature Bank; and for SBI Acquisition Corp. to become a bank holding company.

- Approved, November 22, 2011

**Change in Bank Control**

Minneapolis

Northern Financial Corporation, Independence, Wisconsin -- change in bank control of Northern Financial and its subsidiary bank, Independence State Bank, Independence.

- Permitted, November 21, 2011

Minneapolis

Northern Financial Corporation, Independence, Wisconsin -- to retain control of Northern Financial and its subsidiary bank, Independence State Bank, Independence.

- Permitted, November 23, 2011

**Financial Holding Companies**

New York

Canandaigua National Corporation, Canandaigua, New York -- election to become a financial holding company.

- Effective, November 21, 2011

**Regulations and Policies**

FOMC

Federal Open Market Committee -- minutes of the meeting on November 1-2, 2011.

- Published, November 22, 2011

**District: 1**

**Federal Reserve Bank of Boston**

**Filings received during the week ending November 26, 2011**

<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.

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

**CRA Examinations scheduled for First Quarter of 2012 (January 1, 2012 - March 31, 2012)**

Institution	Location
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**District: 2**

**Federal Reserve Bank of New York**

**Filings received during the week ending November 26, 2011**

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

**District: 2**

**Federal Reserve Bank of New York**

**Availability of CRA Public Evaluations**

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NONE

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\* Subject to the provisions of the Community Reinvestment Act

**District: 3****Federal Reserve Bank of Philadelphia****Filings received during the week ending November 26, 2011**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
Continental Bank	CIC	Messrs. W. Kirk Wycoff, Philadelphia, PA, Ira M. Lubert, Philadelphia, PA, and James J. Lynch, Philadelphia, PA, collectively to acquire up to 18% of Continental Bank Holdings, Inc., Plymouth Meeting, PA.	Newspaper: Federal Register:	Not available 12/02/2011
FRANKLIN SECURITY BANCORP, INC.	CIC	Arthur J. Kania, St. Davids, PA, to acquire up to 23% of Franklin Security Bancorp, Inc., Wilkes Barre, PA.	Newspaper: Federal Register:	Not available 12/02/2011
PATRIOT FINANCIAL PARTNERS LP	CIC	Patriot Financial Partners, GP, L.P., Patriot Financial Partners, L.P., Patriot Financial Partners Parallel, L.P., Patriot Financial Partners, GP, LLC, Patriot Financial Managers, L.P., Patriot Financial Manager, LLC. and Messrs. Ira M. Lubert, W. Kirk Wycoff and James J. Lynch, all of Philadelphia, Pennsylvania, to purchase up to 24.9 percent of Porter Bancorp, Inc., Louisville, KY.	Newspaper: Federal Register:	Not available 09/21/2011

**District: 3**

**Federal Reserve Bank of Philadelphia**

**Availability of CRA Public Evaluations**

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NONE

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**District: 4**

**Federal Reserve Bank of Cleveland**

**Filings received during the week ending November 26, 2011**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
WVS FINANCIAL CORP.	CIC	Notice of Change in Bank Control submitted by David J. Bursic and Valerie L. Brusic, Pittsburgh, PA of their intent to retain/acquire in excess of 10% of the outstanding voting shares of WVS Financial Corp., Pittsburgh, PA.	Newspaper:	12/12/2011
			Federal Register:	12/09/2011

**District: 4**

**Federal Reserve Bank of Cleveland**

**Availability of CRA Public Evaluations**

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Institution	Location
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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 November 26, 2011

Filer	Filing Type	Filing Proposal	End of Comment Period	
CB FINANCIAL CORPORATION	CIC	S. Christopher Williford, Wilson, North Carolina, to control up to 24.69% of the voting shares of CB Financial Corporation, Wilson, North Carolina.	Newspaper:	Not available
			Federal Register:	Not available
SECURITY FEDERAL CORPORATION	* 3A1	Security Federal Corporation, Aiken, South Carolina, to become a bank holding company upon the conversion of Security Federal Bank, Aiken, South Carolina, from a federal stock savings bank to a state chartered commercial bank.	Newspaper:	11/28/2011
			Federal Register:	12/01/2011

**District: 5**

**Federal Reserve Bank of Richmond**

**Availability of CRA Public Evaluations**

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NONE

**CRA Examinations scheduled for First Quarter of 2012 (January 1, 2012 - March 31, 2012)**

Institution	Location
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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 November 26, 2011

Filer	Filing Type	Filing Proposal	End of Comment Period	
CENTERSTATE BANKS, INC.	4c8	CenterState Banks, Inc., Davenport, Florida, to engage in making, acquiring, brokering, or servicing loans, or other extensions of credit through its nonbank subsidiary, R4ALL, Inc., Davenport, Florida.	Newspaper: Federal Register:	Not applicable Not available
HCBF HOLDING COMPANY, INC.	* 3A1	HCBF Holding Company, Inc., Palm City, Florida, to become a bank holding company by acquiring 100 percent of the outstanding shares of Grand Bankshares, Inc., and its subsidiary, Grand Bank and Trust of Florida, both of West Palm Beach, Florida.	Newspaper: Federal Register:	12/02/2011 12/08/2011
TGR FINANCIAL, INC.	* 3A1	TGR Financial, Inc., Naples, Florida, to become a bank holding company by acquiring 100 percent of the outstanding shares of First National Bank of the Gulf Coast, Naples, Florida.	Newspaper: Federal Register:	Not available Not available

**District: 6**

**Federal Reserve Bank of Atlanta**

**Availability of CRA Public Evaluations**

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NONE

**CRA Examinations scheduled for First Quarter of 2012 (January 1, 2012 - March 31, 2012)**

Institution	Location
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District: 7

Federal Reserve Bank of Chicago

Filings received during the week ending November 26, 2011

Filer	Filing Type	Filing Proposal	End of Comment Period	
BURLING BANCORP, INC.	* 3A1	Burling Bancorp, Inc., Chicago, Illinois, to become a bank holding company by acquiring 100 percent of the voting shares of Burling Bank, Chicago, Illinois.	Newspaper:	Not available
			Federal Register:	Not available

Federal Reserve Bank of Chicago

Availability of CRA Public Evaluations

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NONE

CRA Examinations scheduled for First Quarter of 2012 (January 1, 2012 - March 31, 2012)

Institution	Location
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District: 8

Federal Reserve Bank of St. Louis

Filings received during the week ending November 26, 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: Federal Register:	Not available Not available
FIRST BANK CORP	CIC	Samuel T. Sicard, individually and as trustee of the Samuel M. Sicard Living Trust, to retain ownership of 11.80% of the voting shares of First Bank Corp., Fort Smith, Arkansas. Samuel T. Sicard became trustee and acquired voting control of the trust's shares upon the death of his father, Samuel M. Sicard.	Newspaper: Federal Register:	Not available 12/07/2011
HEBER SPRINGS STATE BANK	* 18C * Branch	Heber Springs State Bank, Heber Springs, Arkansas, to merge with Eagle Bank and Trust Company, Little Rock, Arkansas, and to retain the acquired facilities as branch offices.	Newspaper: Federal Register:	Not available Not applicable

**District: 8**

**Federal Reserve Bank of St. Louis**

**Availability of CRA Public Evaluations**

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NONE

**CRA Examinations scheduled for First Quarter of 2012 (January 1, 2012 - March 31, 2012)**

Institution	Location
BANK OF IBERIA	IBERIA, MISSOURI
BANK OF MCCRORY	MCCRORY, ARKANSAS
CALLAWAY BK	FULTON, MISSOURI
CITIZENS B&TC	VAN BUREN, ARKANSAS
CITIZENS BK	BATESVILLE, ARKANSAS
CITIZENS BK	HARTFORD, KENTUCKY
FARMERS BK	HARDINSBURG, KENTUCKY
FIRST CITIZENS BK	ELIZABETHTOWN, KENTUCKY
FIRST DELTA BK	MARKED TREE, ARKANSAS
FIRST FINANCIAL BK	EL DORADO, ARKANSAS
FORDYCE B&TC	FORDYCE, ARKANSAS
MIDWEST BANKCENTRE	LEMAY, MISSOURI
PATRIOT BK	MILLINGTON, TENNESSEE
REELFOOT BK	UNION CITY, TENNESSEE
SUMMIT BK	ARKADELPHIA, ARKANSAS

**District: 9**

**Federal Reserve Bank of Minneapolis**

**Filings received during the week ending November 26, 2011**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
FIRST BEMIDJI HOLDING COMPANY	CIC	Change in Control Notice by the Eugene Joseph Welle Irrevocable HJW Trust, Hugh J. Welle, Trustee, Bemidji, Minnesota, and by Paulette E. Welle, Bemidji, Minnesota, for retroactive permission to join the Welle family shareholder group, which controls 25% or more of First Bemidji Holding Company, Bemidji, Minnesota, and thereby indirectly controls The First National Bank of Bemidji, Bemidji, Minnesota.	Newspaper: Federal Register:	Not available Not available
LEACKCO BANK HOLDING COMPANY, INC.	CIC	Retroactive change in control notice by Colleen S. Yunker Revocable Trust, Sturgis, Michigan (trustees Jack Steele, Wolsey, South Dakota, and Sturgis Bank and Trust Company, Sturgis, Michigan), to retain 25% or more of the shares of Leackco Bank Holding Company, Inc., Wolsey, South Dakota, and thereby indirectly retain control of American Bank & Trust, Wessington Springs, South Dakota.	Newspaper: Federal Register:	Not available Not available
MINNWEST CORPORATION	CIC	Change in Control Notice by Danita ("Kita") Louise McVay, Minneapolis, Minnesota, as executor of the M.D. McVay Estate, and Trustee of the Mary M. McVay Family Trust, the Elizabeth McVay Greene Irrevocable Trust, and the Marianna Marcelle Greene Irrevocable Trust, to retain 25% or more of the shares of Minnwest Corporation, Minnetonka, Minnesota. Jenny Lynn Verner, Victoria, Minnesota, Zachary Miller Zacek, Chicago, Illinois, Elizabeth McVay Greene, Brooklyn, New York, and Marianna Marcelle Greene, Minneapolis, Minnesota, to join the McVay Family Group, which controls 25% or more of the shares of Minnwest Corporation, Minnetonka, Minnesota, and thereby indirectly retain control of Minnwest Bank, M.V., Redwood Falls, Minnesota, Minnwest Bank South, Tracy, Minnesota, Minnwest Bank Luverne, Luverne, Minnesota, Minnwest Bank Central, Montevideo, Minnesota, Minnwest Bank Metro, Eagan, Minnesota, and Minnwest Bank Sioux Falls, Sioux Falls, South Dakota.	Newspaper: Federal Register:	Not available 12/09/2011

**District: 9**

**Federal Reserve Bank of Minneapolis**

**Availability of CRA Public Evaluations**

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Institution	Location
FIRST PREMIER BK	SIOUX FALLS, SOUTH DAKOTA
FIRST ST BK OF MALTA	MALTA, MONTANA
MONTANA ST BK	PLENTYWOOD, MONTANA
PEOPLES BK WI	HAYWARD, WISCONSIN
PLAZA PARK ST BK	WAITE PARK, MINNESOTA
STATE SVG BK OF MANISTIQUE	MANISTIQUE, MICHIGAN
WADENA ST BK	WADENA, MINNESOTA

\* Subject to the provisions of the Community Reinvestment Act

**District: 10****Federal Reserve Bank of Kansas City****Filings received during the week ending November 26, 2011**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
OKLAHOMA BANCSHARES HOLDINGS, INC.	* 3A1	Oklahoma Bancshares Holdings, Inc., Norman, Oklahoma, to become a bank holding company through the acquisition of 100 percent of the voting shares of Town & Country Bancshares, Inc., parent of Oklahoma State Bank, both in Guthrie, Oklahoma.	Newspaper: Federal Register:	Not available 12/19/2011
VERUS BANK, N.A.	Member Premises	Verus Bank, N.A. (to be known as Verus Bank), Derby, Kansas, to retain its membership in the Federal Reserve System following its conversion from a national to a state charter. Verus Bank, Derby, Kansas, to increase its investment in bank premises in the amount of \$69,000.	Newspaper: Federal Register:	Not applicable Not applicable
WILBER CO.	CIC	Notice by Gerald L. Lentfer, Firth, Nebraska; Steven J. Miller, Lincoln, Nebraska; and Thomas F. Oerter, Hickman, Nebraska, all as members of the Wilber Co. Voting Trust; and Steven J. Buchanan, Omaha, Nebraska, individually and as co-trustee of the Wilber Co. Voting Trust, to acquire control of Wilber Co., Lincoln, Nebraska, parent of First State Bank, Lincoln, Nebraska. Notice by Wilber Co., Lincoln, Nebraska, to redeem 19.72 percent of its outstanding common stock.	Newspaper: Federal Register:	Not available Not available

**District: 10**

**Federal Reserve Bank of Kansas City**

**Availability of CRA Public Evaluations**

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NONE

**CRA Examinations scheduled for First Quarter of 2012 (January 1, 2012 - March 31, 2012)**

Institution	Location
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District: 11

Federal Reserve Bank of Dallas

Filings received during the week ending November 26, 2011

Filer	Filing Type	Filing Proposal	End of Comment Period	
COMERICA BANK	* Branch	Comerica Bank, Dallas, Texas, to establish a branch at 5450 Jackson Drive, La Mesa, California, 91942.	Newspaper: Federal Register:	Not available Not applicable
WOODFOREST FINANCIAL GROUP EMPLOYEE STOCK OWNERSHIP PLAN (WITH 401(K) PROVISIONS) (AMENDED AND RESTATED EFF. 03/01/06)	* 3A3	Woodforest Financial Group Employee Stock Ownership Plan (with 401(k) Provisions) (Amended and Restated Effective March 1, 2006) and the related Woodforest Financial Group Employee Stock Ownership Trust, The Woodlands, Texas, collectively the Applicant, to acquire up to 30 percent of Woodforest Financial Group, Inc., The Woodlands, Texas, and indirectly acquire Woodforest National Bank, Houston, Texas.	Newspaper: Federal Register:	Not available 11/08/2011

**District: 11**

**Federal Reserve Bank of Dallas**

**Availability of CRA Public Evaluations**

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**District: 12**

**Federal Reserve Bank of San Francisco**

**Filings received during the week ending November 26, 2011**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
ALTAPACIFIC BANK	* 18C * Branch	AltaPacific Bank, Santa Rosa, California, to merge with Stellar Business Bank, Covina, California, and thereby acquire one branch office.	Newspaper: Federal Register:	Not available Not applicable
AMERICA START-UP FINANCIAL INSTITUTIONS INVESTMENTS I, L.P.	* 3A1 4c8	America Start-Up Financial Institutions Investments, I, L.P., and CKH Capital, Inc, both of Monterey Park, California, to become bank holding companies by acquiring up to 62 percent of New Omni Bank, National Association, Alhambra, California, pursuant to section 3(a)(1) of the BHC Act, and 2) to retain 5.9 percent interest of the voting shares of First PacTrust Bancorp, Inc., and thereby indirectly retain Pacific Trust Bank, both in Chulva Vista, California, and engage in operating as savings and loan association, pursuant to section 225.28(b)(4)(ii) of Regulation Y.	Newspaper: Federal Register:	12/16/2011 12/16/2011
BAY COMMERCIAL BANK	* Branch	Bay Commercial Bank, Walnut Creek, California, to establish a branch at 960 School Street, Napa, California.	Newspaper: Federal Register:	Not available Not applicable
CALIFORNIA REPUBLIC BANK	* 18C	California Republic Bank, Newport Beach, California, to purchase certain assets and assume certain liabilities of the Westlake Village branch of National Bank of California, N.A., Los Angeles, California.	Newspaper: Federal Register:	Not available Not applicable
CARPENTER FUND MANAGER GP, LLC	* 3A3	Carpenter Fund Manager GP, LLC, Carpenter Fund Management Company, LLC, Carpenter Community Bancfund, L.P., Carpenter Community BanFund -A, L.P., Carpenter Community BandFund - CA, L.P., SCJ, Inc., and CCFW, Inc., all of Irvine, California, and all existing controlling parties, to acquire more than 24.9% of the voting securities of Pacific Mercantile Bancorp, Costa Mesa, California through an investment preferred and common shares of Pacific Mercantile Bancorp and thereby indirectly acquire additional voting shares of Pacific Mercantile Bank, Costa Mesa, California.	Newspaper: Federal Register:	Not available 12/05/2011
COASTAL FINANCIAL CORPORATION	CIC	Interagency Notice of Change in Control by Montlake Capital II, L.P, a limited partnership and Montlake Capital II-B, L.P., a limited partnership, Seattle, Washington, to acquire voting shares of Coastal Financial Corporation, and thereby indirectly acquire Coastal Community Bank, both of Everett, Washington; and 2) Coastal Financial Corporation and Coastal Community Bank, both of Everett, Washington to appoint Andrew Russell Dale as a Director.	Newspaper: Federal Register:	Not available 10/27/2011

\* Subject to the provisions of the Community Reinvestment Act

**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.

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

**CRA Examinations scheduled for First Quarter of 2012 (January 1, 2012 - March 31, 2012)**

Institution	Location
BANK OF THE ORIENT	SAN FRANCISCO, CALIFORNIA
COMMONWEALTH BUS BK	LOS ANGELES, CALIFORNIA
NARA BK	LOS ANGELES, CALIFORNIA
WESTAMERICA BK	SAN RAFAEL, CALIFORNIA

\* Subject to the provisions of the Community Reinvestment Act