
Federal Reserve Release



H.2

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

No. 49

Week Ending December 3, 2011

Bank Holding Companies

Goering Management Company, LLC, Moundridge, Kansas; Goering Financial Holding Company Partnership, L.P.; and Bon, Inc. -- to acquire Home State Bancshares, Inc., McPherson, and thereby acquire Home State Bank & Trust Company.

- Approved, November 28, 2011

Bank Mergers

The Croghan Colonial Bank, Fremont, Ohio -- to acquire four branches from The Home Savings and Loan Company of Youngstown, Ohio, in Tiffin, Fremont, and Clyde, and to establish branches at three of those locations.

- Approved, November 28, 2011

Forms

Forms -- final Board review to extend with revision the Recordkeeping and Disclosure Requirements Associated with Loans Secured by Real Estate Located in Flood Hazard Areas (Reg H-2).

- Approved, November 28, 2011

Forms -- initial Board review to extend with revision the Quarterly Report of Assets and Liabilities of Large Foreign Offices of U.S. Banks (FR 2502q), Automobile Finance Terms (FR 2005), and Passenger Auto Contract Collection Trends (FR 2012); and to extend without revision the Weekly Report of Selected Assets and Liabilities of Domestically Chartered Commercial Banks and U.S. Branches and Agencies of Foreign Banks (FR 2644), Quarterly Report of Interest Rates on Selected Direct Consumer Installment Loans (FR 2835), and Quarterly Report of Credit Card Plans (FR 2835a).

- Proposed, November 28, 2011

Personnel

Division of Banking Supervision and Regulation -- appointment of Michael S. Gibson as director, effective January 1, 2012.

- Announced, November 30, 2011

Enforcement

First State Bank of DeQueen, DeQueen, Arkansas -- issuance of a consent order of assessment of a civil money penalty.

- Announced, November 29, 2011

H.2 Actions under delegated authority

November 27, 2011 to December 3, 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

Kansas City

Commerce Bank, Kansas City, Missouri -- to establish a branch at 8450 East Crescent Parkway, Suite 150, Greenwood Village, Colorado.

- Approved, November 28, 2011

Richmond

EagleBank, Bethesda, Maryland -- to establish a branch at 2905 District Avenue, Suite 190, Fairfax, Virginia.

- Approved, December 1, 2011

Cleveland

Fifth Third Bank, Cincinnati, Ohio -- to establish a branch at NWC South Cobb Drive and Concord Road, Smyrna, Georgia.

- Approved, December 1, 2011

Kansas City

The F&M Bank & Trust Company, Tulsa, Oklahoma -- to establish a branch at 11970 North Central Expressway, Suite 210, Dallas, Texas.

- Approved, December 2, 2011

Bank Holding Companies

Chicago

Blue Grass Bancorporation, Inc., Corning, Iowa -- to become a bank holding company and to acquire Okey-Vernon First National Bank, Corning; and to acquire 1st Choice Agency, Corning, and engage in insurance agency activities in a town with a population not exceeding 5,000.

- Approved, November 29, 2011

Richmond

BNC Bancorp, Thomasville, North Carolina -- waiver of application in connection with the merger of Regent Bank, Greenville, South Carolina, with and into BNC's subsidiary bank, Bank of North Carolina, Thomasville, North Carolina; and waiver of savings and loan holding company application in connection with Bank of North Carolina's acquisition and merger with Regent Bank (a federal savings bank).

- Granted, December 2, 2011

Atlanta

Clayton Bancorp, Inc., Knoxville, Tennessee -- to engage in making, acquiring, brokering, or servicing loans or other extensions of credit and to engage in activities related to extending credit.

- Approved, November 28, 2011

Cleveland

FFD Financial Corp., Dover, Ohio -- to become a bank holding company and to acquire First Federal Community Bank, Dover, on its conversion from a thrift institution to a national bank.

- Approved, December 2, 2011

Bank Holding Companies

Richmond

First Carolina Financial Services, Inc., Rocky Mount, North Carolina -- to become a bank holding company and to acquire shares of First Carolina State Bank, Rocky Mount, and Pisgah Community Bank, Asheville.

- Withdrawn, November 30, 2011

Minneapolis

Midwest Bancshares, Inc., Tyndall, South Dakota -- to become a bank holding company and to acquire Security State Bank, Tyndall; to acquire Dakota Heritage State Bank, Chancellor; and to acquire Chancellor Insurance Agency, LLC, and thereby engage in insurance agency activities in a town with a population not exceeding 5,000.

- Approved, November 28, 2011

Dallas

Viewpoint Financial Group, Inc., Plano, Texas -- to become a bank holding company and to acquire ViewPoint Bank, National Association, Plano.

- Approved, December 2, 2011

Chicago

WCF Financial, M.H.C., Webster City, Iowa, and Webster City Federal Bancorp -- to become bank holding companies on conversion of Webster City Federal Savings Bank, Webster City, from a federal savings bank to a state-chartered bank.

- Withdrawn, November 29, 2011

Banks, State Member

Secretary

First Commerce Bank, Lakewood, New Jersey -- location determination of master account at the Federal Reserve Bank of New York.

- Approved, November 30, 2011

Change in Bank Control

Richmond

CB Financial Corporation, Wilson, North Carolina -- change in bank control of CB Financial and its subsidiary bank, Cornerstone Bank, Wilson.

- Withdrawn, December 1, 2011

St. Louis

Midland States Bancorp, Inc., Effingham, Illinois -- change in bank control of Midland and its subsidiary bank, Midland States Bank, Effingham.

- Permitted, December 1, 2011

Membership

Kansas City

Verus Bank, N.A., Derby, Kansas -- to retain membership in the Federal Reserve System on conversion to a state-chartered bank (Verus Bank), and to increase its investment in bank premises.

- Approved, December 2, 2011

Chicago

Webster City Federal Savings Bank, Webster City, Iowa -- to become a member of the Federal Reserve System on conversion from a federal savings bank to a state-chartered bank.

- Withdrawn, November 29, 2011

District: 1

Federal Reserve Bank of Boston

Filings received during the week ending December 3, 2011

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|------------------------|--------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------|----------------|
| PATRIOT COMMUNITY BANK | Member | Application by Patriot Community Bank, Woburn, 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 |
|---------|------------------------|-----------|-----------------|------------|-------------|
| NONE | | | | | |

| CRA Examinations scheduled for | Quarter of |
|--------------------------------|------------|
| Institution | Location |
| NONE | |

* Subject to the provisions of the Community Reinvestment Act

District: 2

Federal Reserve Bank of New York

Filings received during the week ending December 3, 2011

| Filer | Filing Type | Filing Proposal | End of Comment Period |
|--------------|--------------------|------------------------|------------------------------|
|--------------|--------------------|------------------------|------------------------------|

NONE

District: 2

Federal Reserve Bank of New York

Availability of CRA Public Evaluations

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| 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 3, 2011**

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|---------------------------------------|--------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------|----------------------------------|
| 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 |
| FIRST NATIONAL BANK OF LIVERPOOL, THE | Member | The First National Bank of Liverpool, Liverpool, PA, to become a member of the Federal Reserve System. | Newspaper: Federal Register: | Not applicable Not applicable |
| FIRST NATIONAL BANK OF PALMERTON, THE | Member | The First National Bank of Palmerton, Palmerton, PA to become a member of the Federal Reserve System and to be known as First Northern Bank and Trust Co., Palmerton, PA. | Newspaper: Federal Register: | Not applicable Not applicable |
| 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 | | | | | |

| 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 3, 2011

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|---------------------------|--------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------|------------------------------|
| PARK NATIONAL CORPORATION | 4c8 | Notice by Park National Corporation, Newark, Ohio, for approval for its subsidiary, SE Property Holdings, LLC, Newark, Ohio, to engage in credit extending activities, pursuant to Section 225.28(b)(1) of Regulation Y. | Newspaper: Federal Register: | Not applicable 12/22/2011 |

District: 4

Federal Reserve Bank of Cleveland

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: 5

Federal Reserve Bank of Richmond

Filings received during the week ending December 3, 2011

| Filer | Filing Type | Filing Proposal | End of Comment Period |
|--------------|--------------------|------------------------|------------------------------|
|--------------|--------------------|------------------------|------------------------------|

NONE

District: 5

Federal Reserve Bank of Richmond

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: 6**Federal Reserve Bank of Atlanta****Filings received during the week ending December 3, 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 12/16/2011 |
| FIRST ADVANTAGE BANCORP | * 3A1 | First Advantage Bancorp, to become a bank holding company by acquiring First Advantage Bank (upon its conversion to a state nonmember bank), both of Clarksville, Tennessee. | Newspaper: Federal Register: | 12/15/2011 12/30/2011 |
| Haven Capital Corporation | 3A1 | Haven Capital Corporation, notice to become a bank holding company by acquiring Bank of Brookhaven, both of Brookhaven, Mississippi. | Newspaper: Federal Register: | Not applicable Not applicable |
| 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: | 12/30/2011 12/27/2011 |

District: 6

Federal Reserve Bank of Atlanta

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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|---------|------------------------|-----------|-----------------|------------|-------------|
| NONE | | | | | |

| CRA Examinations scheduled for | Quarter of |
|--------------------------------|------------|
| Institution | Location |
| NONE | |

* Subject to the provisions of the Community Reinvestment Act

District: 7

Federal Reserve Bank of Chicago

Filings received during the week ending December 3, 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: Federal Register: | Not available Not available |
| EXCHANGE FINANCIAL, INC. | CIC | Notice by the Carl E. Stukenholtz, Perry, Iowa, individually for approval to control more than 60 percent, and acting in concert with James E. Wendl, Trustee of the James Wendl Revocable Trust, Panora, Iowa; Carol A. Wendl, Trustee of the Carol Wendl Revocable Trust, Panora, Iowa; Brian L. Thielges, Des Moines, Iowa; and Mary R. Thielges, Des Moines, Iowa, for approval to control more than 90 percent of the shares of Exchange Financial, Inc., Adair, Iowa, and thereby indirectly control Exchange State Bank, Adair, Iowa. | Newspaper: Federal Register: | Not available Not available |
| GRUNDY NATIONAL BANK OF GRUNDY CENTER | Member | The Grundy National Bank of Grundy Center, Grundy Center, Iowa(t/b/k as GNB Bank), to become an Iowa state chartered member of the Federal Reserve System following its conversion from a national bank to a state bank. | Newspaper: Federal Register: | Not applicable Not applicable |
| ISB Bancorp, Inc. | * 3A1 | Notice from ISB Bancorp, Inc., Tonica, Illinois, to become a bank holding company through the acquisition of Tonica Bancorp, Inc., Tonica, Illinois and control of Illini State Bank, Oglesby, Illinois. | Newspaper: Federal Register: | 12/23/2011 12/30/2011 |
| ROCK RIVERS BANCORP | CIC | Notice by the Schneidermann Family (George K. Schneidermann, Doris K. Schneidermann, Scott A. Schneidermann, Craig A. Schneidermann and Amy L. Schulte, all of Rock Rapids, Iowa), as a group acting in concert and George K. Schneidermann, individually, for approval to increase control to more than 25 percent of the shares of Rock Rivers Bancorp, Rock Rapids, Iowa, and thereby indirectly control Frontier Bank, Rock Rapids, Iowa. | Newspaper: Federal Register: | Not available Not available |

District: 7

Federal Reserve Bank of Chicago

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: 8

Federal Reserve Bank of St. Louis

Filings received during the week ending December 3, 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 12/27/2011 |
| CENTENNIAL BANK | * 18C * Branch | Centennial Bank, Conway, Arkansas, to purchase certain assets and assume certain liabilities of Vision Bank, Panama City, Florida, and to retain the acquired facilities as branches. | Newspaper: Federal Register: | 12/30/2011 Not applicable |
| FIRST ARKANSAS BANCSHARES, INC. | 4c8 | First Arkansas BancShares, Inc., Jacksonville, Arkansas, to increase its ownership in BVCA, LLC, from 18 percent to 100 percent, and continue to engage in lending. | Newspaper: Federal Register: | Not applicable Not applicable |
| 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: | 12/14/2011 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: | 12/16/2011 Not applicable |
| LEWISBURG BANKING COMPANY | Member | Lewisburg Banking Company, Lewisburg, Kentucky, to become a member of the Federal Reserve System. | Newspaper: Federal Register: | Not applicable Not applicable |
| LIBERTY BANK OF ARKANSAS | * Branch | Liberty Bank of Arkansas, Jonesboro, Arkansas, to establish a branch facility to be located at 1400 East Joyce Boulevard, Fayetteville, Arkansas. | Newspaper: Federal Register: | 12/06/2011 Not applicable |
| SOUTHERN BANK | * Branch | Southern Bank, Poplar Bluff, Missouri, to establish a branch facility to be located at 2080 Three Rivers Boulevard, Poplar Bluff, Missouri. | Newspaper: Federal Register: | 12/13/2011 Not applicable |

District: 8

Federal Reserve Bank of St. Louis

Availability of CRA Public Evaluations

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|---------|------------------------|-----------|-----------------|------------|-------------|
| NONE | | | | | |

| CRA Examinations scheduled for | Quarter of |
|--------------------------------|------------|
| Institution | Location |
| NONE | |

* Subject to the provisions of the Community Reinvestment Act

District: 9

Federal Reserve Bank of Minneapolis

Filings received during the week ending December 3, 2011

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|------------------------------------|--------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------|--------------------------------|
| 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 12/16/2011 |
| HEADWATERS BANCORP, INC. | CIC | Change in Control Notice by the R. Joseph Olk Revocable Trust Agreement Dated August 1, 2001 ("Trust") to acquire 10% or more of the shares of Headwaters Bancorp, Inc., Land O' Lakes, Wisconsin, which owns Headwaters State Bank, Land O' Lakes, Wisconsin, and to join the Olk Family Group, which controls Headwaters Bancorp, Inc. R. Joseph Olk, M.D., Chesterfield, Missouri, trustee of Trust, to retain control of Headwaters Bancorp, Inc. and thereby indirectly retain control of Headwaters State Bank. | 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: | 12/06/2011 12/16/2011 |
| 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 |

* Subject to the provisions of the Community Reinvestment Act

District: 9

Federal Reserve Bank of Minneapolis

Filings received during the week ending December 3, 2011

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|-------------------------------|--------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------|---------------|
| MOUNTAIN IRON HOLDINGS LLC | * 3A1 | Mountain Iron Holdings, LLC, Buhl, Minnesota, to become a bank holding company by acquiring 100 percent of Timberland Bancorporation, Baxter, Minnesota, and thereby indirectly acquire First National Bank of Buhl, Buhl, Minnesota. | Newspaper: | Not available |
| | | | Federal Register: | 01/03/2012 |

District: 9

Federal Reserve Bank of Minneapolis

Availability of CRA Public Evaluations

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|--------------------------------|------------|
| 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 3, 2011

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|---------------------------------------|--------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------|----------------------------------|
| ELKHART FINANCIAL CORPORATION | * 3A1 | Elkhart Financial Corporation, Elkhart, Kansas, to become a bank holding company through the acquisition of 100 percent of the voting shares of First National Bank of Elkhart, Elkhart, Kansas. | Newspaper: Federal Register: | 12/26/2011 12/29/2011 |
| FIRST FEDERAL OF OLATHE BANCORP, INC. | * 3A1 | First Federal Olathe Bancorp, Inc., Olathe, Kansas, to become a bank holding company through the retention of 100 percent of the voting shares of First Federal Savings and Loan Bank, Olathe, Kansas. | Newspaper: Federal Register: | 12/31/2011 01/30/2012 |
| FIRST FEDERAL OF OLATHE BANCORP, INC. | CIC | Notice by Dale Mitchell Ashlock, Gravois Mills, Missouri; Donald Kinahan Ashlock, Olathe, Kansas; and Pershing LLC, Jersey City, New Jersey; to become part of the group acting in concert to acquire control of First Federal of Olathe Bancorp., Inc., parent of First Federal Savings and Loan Bank, both in Olathe, Kansas. | Newspaper: Federal Register: | 12/21/2011 12/22/2011 |
| FIRST MISSOURI NATIONAL BANK | Member | First Missouri National Bank (to be known as First Missouri Bank), Brookfield, Missouri, to retain its membership in the Federal Reserve System following its conversion from a national to a state charter. | Newspaper: Federal Register: | Not applicable Not applicable |
| 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 |
| 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 12/19/2011 |

District: 10

Federal Reserve Bank of Kansas City

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 |
|---------|------------------------|-----------|-----------------|------------|-------------|
| NONE | | | | | |

| 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 3, 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: | Not available |
| | | | Federal Register: | 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: | Not available |
| | | | Federal Register: | 12/08/2011 |

District: 11

Federal Reserve Bank of Dallas

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.

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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: 12

Federal Reserve Bank of San Francisco

Filings received during the week ending December 3, 2011

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|--------------------------------|--------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------|---------------------------------|
| 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 |
| BAY COMMERCIAL BANK | * Branch | Bay Commercial Bank, Walnut Creek, California, to establish a branch at 960 School Street, Napa, California. | Newspaper: Federal Register: | 12/03/2011 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 |
| GRANDPOINT CAPITAL, INC. | * 3A3 4c8 | Grandpoint Capital, Inc., Los Angeles, California, to acquire 100 percent of Regents Bancshares, Inc., Vancouver, Washington, and thereby indirectly acquire Regents Bank NA, La Jolla, California. | Newspaper: Federal Register: | Not available Not available |

District: 12

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.

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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