
Federal Reserve Release



H.2

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

No. 19

Week Ending May 11, 2013

Financial Holding Companies

Sumitomo Mitsui Financial Group, Inc., Tokyo, Japan, and Sumitomo Mitsui Banking Corporation -- elections to become financial holding companies.

- Effective, May 6, 2013

Enforcement

Greer Bancshares Incorporated, Greer, South Carolina -- written agreement dated July 7, 2011, terminated May 3, 2013.

- Announced, May 7, 2013

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**MA** Monetary Affairs**Bank Branches, Domestic**

New York

Adirondack Bank, Utica, New York -- to establish a branch at 808 Main Street, Sylvan Beach.

- Approved, May 8, 2013

San Francisco

East West Bank, Pasadena, California -- to establish a branch at 4711 Spring Mountain Road, Las Vegas, Nevada.

- Approved, May 9, 2013

Atlanta

First Southern Bank, Boca Raton, Florida -- to establish a branch at 901 East Las Olas, Fort Lauderdale.

- Approved, May 8, 2013

Dallas

Frost Bank, San Antonio, Texas -- to establish a branch at 9300 Kirby Drive, Houston.

- Withdrawn, May 6, 2013

Bank Holding Companies

Atlanta

Bond Street Management, LLC, Fort Lauderdale, Florida; Bond Street Investors, LLC; and Bond Street Holdings, Inc. -- to acquire Atlantic Coast Financial Corporation, Jacksonville, and Atlantic Coast Bank, FSB, and thereby engage in operating a savings association.

- Approved, May 10, 2013

Atlanta

Bond Street Management, LLC, Fort Lauderdale, Florida; Bond Street Investors, LLC; and Bond Street Holdings, Inc. -- to acquire Atlantic Coast Bank, N.A., Waycross, Georgia, on its conversion from a federal savings bank to a national bank.

- Approved, May 10, 2013

San Francisco

PacWest Bancorp, Los Angeles, California; CapGen Capital Group II, LLC, New York, New York; and CapGen Capital Group II, LP -- waiver of application to acquire First California Financial Group, Westlake Village, California, in connection with the merger of their respective subsidiaries, Pacific Western Bank, Los Angeles, and First California Bank, Westlake Village.

- Granted, May 10, 2013

Kansas City

Security Bancshares Corporation, Wewoka, Oklahoma, and Security State Bank of Wewoka, Oklahoma -- waiver of applications to acquire The First State Bank, Fairfax, in connection with its merger with and into Bancshares's subsidiary, Security State Bank of Wewoka.

- Granted, May 10, 2013

Bank Mergers

Chicago

Central State Bank, Muscatine, Iowa -- to merge with West Chester Savings Bank, Washington, and Freedom Security Bank, Coralville, and thereby establish branches.

- Approved, May 10, 2013

Change in Bank Control

Minneapolis

Central Trust Company, Edina, Minnesota -- to retain control of Central Trust Company and its subsidiaries, CenBank, Buffalo Lake; Grand Marais State Bank, Grand Marais; and Central Bank and Trust, Lander, Wyoming.

- Permitted, May 10, 2013

Minneapolis

Fort Ridgely National Bancorporation, Inc., Fairfax, Minnesota -- to retain control of Fort Ridgely National Bancorporation and its subsidiary, First National Bank of Fairfax, Fairfax.

- Permitted, May 7, 2013

Cleveland

Hazard Bancorp, Hazard, Kentucky -- change in bank control of Hazard Bancorp and its subsidiary, Peoples Bank and Trust Company, Hazard.

- Permitted, May 9, 2013

Cleveland

John R Turner Holding Company, Jackson, Kentucky -- change in bank control of John R Turner Holding Company and its subsidiaries, Citizens Bank and Trust, Jackson, and Farmers Deposit Bank, Middleburg.

- Permitted, May 9, 2013

Change in Bank Control

Minneapolis

Leackco Bank Holding Company, Inc., Wolsey, South Dakota -- change in bank control of Leackco Bank Holding Company and its subsidiaries, American Bank & Trust, Wessington Springs, and American State Bank of Pierre, Pierre.

- Permitted, May 9, 2013

Cleveland

Madison Financial Corporation, Richmond, Kentucky -- change in bank control of Madison Financial Corporation and its subsidiary, Madison Bank, Richmond.

- Withdrawn, May 9, 2013

Extensions of Time

St. Louis

Cabool State Bank Employee Stock Ownership Plan, Cabool, Missouri -- extension to August 22, 2013, to acquire shares of Cabool Bancshares, Inc., Cabool, and thereby increase its indirect control of Cabool State Bank.

- Granted, May 9, 2013

Director, BS&R

General Electric Capital Corporation, Norwalk, Connecticut -- extension of time to meet certain regulatory reporting requirements.

- Granted, May 8, 2013

Director, BS&R

H&R Block, Inc., Kansas City, Missouri -- extension of time to meet certain regulatory reporting requirements.

- Granted, May 8, 2013

Extensions of Time

St. Louis

M&P Community Bancshares, Inc. 401(k) Employee Stock Ownership Plan,
Newport, Arkansas -- extension to August 22, 2013, to acquire additional shares of
M&P Community Bancshares, Inc., Newport.

- Granted, May 10, 2013

Richmond

Old Line Bancshares, Inc., Bowie, Maryland -- extension to August 6, 2013, to
acquire WSB Holdings, Inc., Bowie, and thereby acquire Washington Savings Bank,
F.S.B.

- Granted, May 6, 2013

District: 1

Federal Reserve Bank of Boston

Filings received during the week ending May 11, 2013

Filer	Filing Type	Filing Proposal	End of Comment Period
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NONE

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 May 11, 2013

Filer	Filing Type	Filing Proposal	End of Comment Period	
CITIBANK, N.A.	Investment	Citibank N.A. Sioux Falls, South Dakota and Citibank Overseas Investment Corporation, New Castle, Delaware, pursuant to Section 211.9(f) of Regulation K, to make an investment in Canada Square Operations Ltd., Derby, England.	Newspaper: Federal Register:	Not applicable Not applicable
PROVIDENT NEW YORK BANCORP, INC.	* 3A1	Provident New York Bancorp, Inc., Montebello, New York ("Provident") to become a bank holding company upon the acquisition and merger of Sterling Bancorp, New York, New York, with and into Provident, and thereby indirectly acquire its subsidiary bank, Sterling National Bank, New York, New York. Provident intends to convert its subsidiary savings association, Provident Bank, Montebello, New York, into a national bank and merge Sterling National Bank into Provident Bank.	Newspaper: Federal Register:	Not available 06/07/2013

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District: 2

Federal Reserve Bank of New York

Availability of CRA Public Evaluations

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Institution	Location
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District: 3

Federal Reserve Bank of Philadelphia

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Filer	Filing Type	Filing Proposal	End of Comment Period	
DONEGAL GROUP, INC	CIC	Gregory M. Shepard, Bradenton, FL, to acquire up to 24.38 percent of Donegal Group Inc., Marietta, PA.	Newspaper:	05/27/2013
			Federal Register:	05/20/2013
MERCHANTS BANK OF BANGOR	Premises	Merchants Bank, Bangor, PA, request approval to establish a branch office located at 2 West Broad Street, Bethlehem, PA, therefore exceeding the 150% threshold investment in their bank premises.	Newspaper:	Not applicable
			Federal Register:	Not applicable

District: 3

Federal Reserve Bank of Philadelphia

Availability of CRA Public Evaluations

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NONE					

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Institution	Location
NONE	

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District: 4

Federal Reserve Bank of Cleveland

Filings received during the week ending May 11, 2013

Filer	Filing Type	Filing Proposal	End of Comment Period	
FIFTH THIRD BANK	* Branch	Fifth Third Bank, Cincinnati, OH to establish a branch at 18100 Meyers Road, Detroit, MI.	Newspaper:	05/18/2013
			Federal Register:	Not applicable

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 May 11, 2013**

Filer	Filing Type	Filing Proposal	End of Comment Period	
BANK OF STANLY	* 18C	Bank of Stanly, Albemarle, North Carolina, to merge with Anson Bank & Trust Co., Wadesboro, North Carolina, and Cabarrus Bank & Trust Company, Concord, North Carolina.	Newspaper:	06/02/2013
	* Branch		Federal Register:	Not applicable
	* 18C			
ESSEX BANK	* Branch	Essex Bank, Tappahannock, Virginia, to establish a branch location at 1835 West Street, Annapolis, Maryland.	Newspaper:	05/16/2013
			Federal Register:	Not applicable
SCBT FINANCIAL CORPORATION	* 3A5	SCBT Financial Corporation, Columbia, South Carolina, to acquire 100% of the voting securities of First Financial Holdings, Inc., Charleston, South Carolina, and thereby indirectly acquire First Federal Bank, Charleston, South Carolina.	Newspaper:	Not available
	4c8		Federal Register:	06/10/2013

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 May 11, 2013

Filer	Filing Type	Filing Proposal	End of Comment Period	
CEDARSTONE FINANCIAL, INC.	* 3A1	CedarStone Financial, Inc., to become a bank holding company by acquiring 100 percent of the outstanding shares of CedarStone Bank, both of Lebanon, Tennessee.	Newspaper:	05/13/2013
			Federal Register:	05/17/2013
ENTERPRISE CAPITAL CORPORATION, INC.	CIC	Prior change in control notice filed by William Henry Carr, Enterprise, Alabama, and Jerry Newman Carr, Cornelius, North Carolina, to acquire 31.12 percent of the outstanding shares of Enterprise Capital Corporation, Inc., and its subsidiary bank, The Citizens Bank, both of Enterprise, Alabama.	Newspaper:	04/04/2013
			Federal Register:	04/04/2013
HCBF HOLDING COMPANY, INC.	* 4c8	HCBF Holding Company, Inc., Palm City, Florida, to acquire BSA Financial Services, Inc., and its subsidiary, Bank of St. Augustine, both of St. Augustine, Florida, and thereby engage in operating a savings association, pursuant to section 225.28(b)(4)(ii) of Regulation Y and section 4(c)(8) of the Bank Holding Company Act.	Newspaper:	Not available
			Federal Register:	Not available
PROGRESS FINANCIAL CORPORATION	* 3A1	Progress Financial Corporation, notice to become a bank holding company by acquiring 100 percent of the outstanding shares of Progress Bank and Trust, both of Huntsville, Alabama.	Newspaper:	Not available
			Federal Register:	Not available

District: 6

Federal Reserve Bank of Atlanta

Availability of CRA Public Evaluations

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NONE					

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

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District: 7

Federal Reserve Bank of Chicago

Filings received during the week ending May 11, 2013

Filer	Filing Type	Filing Proposal	End of Comment Period	
CHEMICAL FINANCIAL CORPORATION	PWI	Chemical Bank, Midland, Michigan, to make a public welfare investment in Grow Michigan LLC.	Newspaper: Federal Register:	Not applicable Not applicable
HERKY HAWK FINANCIAL CORP.,	CIC	Notice by Daniel Kumley, Mount Vernon, Iowa, Matthew Kumley, Monticello, Iowa, and Sarah Jones, Dyer, Indiana, to join the Audrey G. Savage Family Control group and thereby gain control of Herky Hawk Financial Corp., Monticello, Iowa and thereby indirectly control Citizens State Bank, Monticello, Iowa.	Newspaper: Federal Register:	04/30/2013 05/07/2013
IXONIA BANCSHARES, INC.	CIC	Notice filed by John D. Crouch, Fox Point, Wisconsin, to join the existing Lubar Family Control Group and retain voting shares of Ixonia Bancshares, Inc., Ixonia, Wisconsin, and thereby indirectly retain shares of Ixonia Bank, Ixonia, Wisconsin.	Newspaper: Federal Register:	05/17/2013 05/14/2013

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 May 11, 2013

Filer	Filing Type	Filing Proposal	End of Comment Period	
MIDLAND STATES BANK	* Branch	Midland States Bank, Effingham, Illinois, to establish a branch facility to be located at 38 West Countryside Parkway, Yorkville, Illinois.	Newspaper:	05/24/2013
			Federal Register:	Not applicable
WILDCAT BANCSHARES, INC.	* 3A1	Wildcat Bancshares, Inc., Rogersville, Missouri to acquire 100 percent of the CBR Bancshares, Corporation, Rogersville, Missouri, and thereby indirectly acquiring Citizens Bank of Rogersville, Rogersville, Missouri.	Newspaper:	06/03/2013
			Federal Register:	06/07/2013

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 May 11, 2013**

Filer	Filing Type	Filing Proposal	End of Comment Period	
FIRST STATE BANK SOUTHWEST 2010 AMENDED AND RESTATED KSOP PLAN AND TRUST	CIC	Change in Control notice by Connie Jean Lonneman, Adrian, Minnesota, individually and as proposed co-trustee to acquire control of the First State Bank Southwest 2010 Amended and Restated KSOP Plan and Trust, and thereby acquire 25 percent or more of the shares of First Rushmore Bancorporation, Inc., Worthington, Minnesota, which controls First State Bank Southwest, Pipestone, Minnesota.	Newspaper: Federal Register:	05/24/2013 05/15/2013
FIRST WESTERN BANK AND TRUST	* Branch	First Western Bank & Trust, Minot, North Dakota, to establish a branch facility to be located at 2105 16th Street Northwest, Minot, North Dakota.	Newspaper: Federal Register:	05/18/2013 Not applicable
LAKE SHORE III CORPORATION	* 3A1	Lake Shore III Corporation, Glenwood City, Wisconsin, to become a bank holding company by acquiring 100 percent of Hiawatha National Bank, Hager City, Wisconsin.	Newspaper: Federal Register:	05/31/2013 06/03/2013
SECURITY FINANCIAL BANK	* Branch	Security Financial Bank, Durand, Wisconsin, to establish a branch facility to be located at 4217 Southtowne Drive, Eau Claire, Wisconsin.	Newspaper: Federal Register:	05/15/2013 Not applicable

District: 9

Federal Reserve Bank of Minneapolis

Availability of CRA Public Evaluations

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NONE					

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

* Subject to the provisions of the Community Reinvestment Act

District: 10

Federal Reserve Bank of Kansas City

Filings received during the week ending May 11, 2013

Filer	Filing Type	Filing Proposal	End of Comment Period	
ADAMS BANK & TRUST	* Branch	Adams Bank and Trust, Ogallala, Nebraska, to establish a branch at 370 North Franklin Avenue, Colby, Kansas.	Newspaper: Federal Register:	05/24/2013 Not applicable
ALTERRA BANK	* Branch	Alterra Bank, Overland Park, Kansas, to establish a branch at 11120 West 135th Street, Overland Park, Kansas.	Newspaper: Federal Register:	Not available Not applicable
COMMERCE BANK AND TRUST HOLDING COMPANY	CIC	Aaron W. Anderson, Topeka, Kansas, Angela Anderson Swift, Overland Park, Kansas, Emery Kent Fager, Olathe, Kansas, John Fontron Fager, Auburn, Kansas, and Melissa Fager Hiestand, Topeka, Kansas, in their individual capacities, as fiduciaries and/or as grantors or trustees of the following trusts: Aaron W. Anderson Trust, Angela Anderson Swift Trust, Emery Kent Fager Trust, John Fontron Fager Trust, Melissa Fager Hiestand Trust, Adam William Anderson Trust, Joshua Robert Anderson Trust, Sydney Ellen Anderson Trust, Andrew Timothy Swift Trust, Sarah Ann Swift Trust, Samuel James Swift Trust, Amelia Lynn Fager Trust, Greysen Hartline Fager Trust, Holden Emery Fager Trust, Jackson Duane Fager Trust, Gabrielle Elizabeth Fager Trust, Kaitlin Elizabeth Hiestand Trust, Ella Claire Hiestand Trust and Blake Michael Hiestand Trust; and the Emery E. Fager Trust, the Duane Fager Special Trust, and the Jane Anderson Trust, all as members of the Fager Family Group to retain control of Commerce Bank and Trust Holding Company, parent of CoreFirst Bank & Trust, both in Topeka, Kansas.	Newspaper: Federal Register:	05/22/2013 05/21/2013
COMMERCE BANK AND TRUST HOLDING COMPANY	CIC	Notification by Jerry K. Anderson, acting as Plan Administrator of the Commerce Bank and Trust Holding Company Employee Stock Ownership Plan, to retain control of Commerce Bank and Trust Holding Company, parent of CoreFirst Bank & Trust, all of Topeka, Kansas.	Newspaper: Federal Register:	Not available 05/28/2013
FARMBANK HOLDING, INC.	CIC	Notification by Timothy H. Hume, Leslie J. Hume, James H. Hume, and Kay L. Hume, all of Walsh, Colorado; and Samuel A. Hume, Fort Worth, Texas; to acquire control of FarmBank Holding, Inc., parent of First FarmBank, both in Greeley, Colorado.	Newspaper: Federal Register:	04/28/2013 04/30/2013

District: 10

Federal Reserve Bank of Kansas City

Availability of CRA Public Evaluations

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Institution	Location
NONE	

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District: 11

Federal Reserve Bank of Dallas

Filings received during the week ending May 11, 2013

Filer	Filing Type	Filing Proposal	End of Comment Period	
FROST BANK	* Branch	Frost Bank, San Antonio, Texas, to establish a branch to be located at 9300 Kirby Drive, Suite 600, Houston, Texas 77054.	Newspaper: Federal Register:	Not available Not applicable
HENDERSON CITIZENS BANCSHARES, INC.	* 3A3	Henderson Citizens Bancshares, Inc., Henderson, Texas, to acquire 100 percent of the common stock of The East Texas National Bank of Palestine, Palestine, Texas.	Newspaper: Federal Register:	Not available 05/09/2013
SOUTHWEST BANK	* Branch	Southwest Bank, Fort Worth, Texas, to establish a branch to be located at 5151 Beltline Road, Suite 600, Dallas, Texas 75254.	Newspaper: Federal Register:	Not available Not applicable

District: 11

Federal Reserve Bank of Dallas

Availability of CRA Public Evaluations

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District: 12

Federal Reserve Bank of San Francisco

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Filer	Filing Type	Filing Proposal	End of Comment Period	
CITIC GROUP CORPORATION	4c8	CITIC Group Corporation and CITIC Limited, both of Beijing, The People's Republic of China, to indirectly acquire CLSA Americas, LLC, New York, New York, and thereby engage in certain permissible nonbanking activities under Section 225.28(b)(6) and b(7) of Regulation Y.	Newspaper:	Not applicable
			Federal Register:	Not available

District: 12

Federal Reserve Bank of San Francisco

Availability of CRA Public Evaluations

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