
Federal Reserve Release



H.2

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

No. 33

Week Ending August 17, 2013

Advisory Councils

Community Depository Institutions Advisory Council -- announcement of members and designation of Drake Mills as president and John B. Dicus as vice president for 2014.

- Announced, August 12, 2013

Bank Holding Companies

Hana Financial Group Inc., Seoul, Republic of Korea -- to acquire up to 71.4 percent of the voting shares of BNB Financial Services Corporation, New York, New York.

- Approved, August 13, 2013

Live Oak Bancshares, Inc., Wilmington, North Carolina -- to engage in certain nonbanking activities through the acquisition of Government Loan Solutions, Inc., Cleveland, Ohio.

- Approved, August 13, 2013

Forms

Forms -- final Board review (1) to extend with revision the Notices of Failure to Meet Capital or Management Requirements (FR 4012) and (2) to extend without revision the Declarations to Become a Financial Holding Company (FHC) (FR 4010), Requests for Determinations and Interpretations Regarding Activities Financial in Nature (FR 4011), Notices by State Member Banks to Invest in Financial Subsidiaries (FR 4017), Regulatory Relief Requests Associated with Merchant Banking Activities (FR 4019), and Recordkeeping Requirements Associated with Merchant Banking Activities (FR 4023).

- Approved, August 12, 2013

Regulations and Policies

Regulation TT (Supervision and Regulation Assessments of Fees) -- final rule on collection of assessments for the supervision and regulation of bank holding companies and savings and loan holding companies with \$50 billion or more in total consolidated assets and nonbank financial companies designated for Board supervision by the Financial Stability Oversight Council, in accordance with the Dodd-Frank Act.

- Announced, August 16, 2013

Enforcement

Bank of Virginia, Midlothian, Virginia -- written agreement dated January 14, 2010, terminated August 13, 2013.

- Announced, August 15, 2013

Marquette Financial Companies, Minneapolis, Minnesota -- written agreement dated February 17, 2011, terminated August 8, 2013.

- Announced, August 15, 2013

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
MA Monetary Affairs

Bank Branches, Domestic

Kansas City

ANB Bank, Denver, Colorado -- to establish a mobile branch to operate in and around Johnson County, Kansas.

- Approved, August 16, 2013

Kansas City

CoBiz Bank, Denver, Colorado -- to establish a branch at 1099 18th Street, Denver.

- Approved, August 13, 2013

Chicago

G.W. Jones Exchange Bank, Marcellus, Michigan -- to establish a branch at 332 North Main Street, Watervliet.

- Approved, August 12, 2013

Chicago

Libertyville Bank & Trust Company, Libertyville, Illinois -- to establish a branch at 169 North Lake Street, Mundelein.

- Withdrawn, August 15, 2013

Bank Holding Companies

Dallas

Athens, Tx Bancshares, Inc., Athens, Texas -- to become a bank holding company by acquiring First State Bank, Athens; and for the Jane Austin Chapman Limited Partnership, L.P., Frankston, and JSA Family Limited Partnership, Jacksonville, to acquire shares of Athens, Tx Bancshares, Inc., Athens.

- Approved, August 13, 2013

Bank Holding Companies

Kansas City

B.O.E. Bancshares, Inc., Lawton, Oklahoma -- to acquire, through its subsidiary, B.O.E. Chickasha Corp., Lawton, Chickasha Bancshares, Inc., Chickasha, and Chickasha Bank & Trust Company.

- Approved, August 15, 2013

Kansas City

BancFirst Corporation, Oklahoma City, Oklahoma -- request to bid to acquire shares of preferred stock of Spirit Bankcorp, Inc., Bristow, at an auction sponsored by the U.S. Department of the Treasury.

- Approved, August 15, 2013

Minneapolis

Dacotah Banks, Inc., Aberdeen, South Dakota -- to merge with Donnelly Bancshares, Inc., Morris, Minnesota, and thereby acquire United Farmers and Merchants State Bank; and for Dacotah Bank, Aberdeen, to merge with United Farmers and Merchants State Bank, Morris, and thereby establish branches in Morris and Chokio.

- Approved, August 14, 2013

St. Louis

The McGehee Bank Employee Stock Ownership Plan, McGehee, Arkansas -- to acquire additional shares of Southeast Financial Bankstock Corp., McGehee, and thereby increase its indirect control of McGehee Bank.

- Approved, August 16, 2013

Bank Holding Companies

Philadelphia

Prudential Mutual Holding Company, Philadelphia, Pennsylvania, and Prudential Bancorp, Inc. -- to merge with and into Prudential Bancorp, Inc. (a new bank holding company), Philadelphia; and for the new Prudential to acquire Prudential Saving Bank, in connection with the reorganization of Prudential Mutual Holding Company from mutual to stock form.

- Approved, August 13, 2013

St. Louis

Renasant Corporation, Tupelo, Mississippi -- to merge with First M & F Corporation, Kosciusko, and thereby acquire Merchants & Farmers Bank.

- Approved, August 14, 2013

Atlanta

Savannah River Financial Corporation, Augusta, Georgia -- commitment relief request.

- Granted, August 15, 2013

St. Louis

Sigma Holdings, Inc., Little Rock, Arkansas -- to become a bank holding company by acquiring The Bank of Rison, Rison.

- Approved, August 12, 2013

St. Louis

Southern Missouri Bancorp, Inc., Poplar Bluff, Missouri -- waiver of application to acquire Ozarks Legacy Community Financial, Inc., Thayer, in connection with the merger of their respective subsidiary banks, Southern Bank, Poplar Bluff, and Bank of Thayer, Thayer.

- Granted, August 15, 2013

Bank Holding Companies

Chicago

Town Center Bancorp, Inc., New Lenox, Illinois -- to become a bank holding company by acquiring control of Town Center Bank, Frankfort.

- Withdrawn, August 15, 2013

Bank Mergers

St. Louis

Cross County Bank, Wynne, Arkansas -- to purchase certain assets and assume certain liabilities of the Brinkley branch of Evolve Bank & Trust, West Memphis, and to retain the acquired facility as a branch.

- Approved, August 15, 2013

Banks, State Member

Director, BS&R

Goldman Sachs Bank USA, New York, New York -- to make a public welfare investment.

- Approved, August 16, 2013

Change in Bank Control

Minneapolis

DuBois Bankshares, Inc., Sauk Centre, Minnesota -- to retain control of DuBois Bankshares, and its subsidiary, First State Bank of Sauk Centre, Sauk Centre.

- Permitted, August 15, 2013

Change in Bank Control

Atlanta

Georgia Community Bancorp, Incorporated, Dawson, Georgia -- to retain control of Georgia Community Bancorp and its subsidiary, The Citizens State Bank of Taylor County, Reynolds.

- Withdrawn, August 14, 2013

Chicago

LWCBancorp, Inc., New Lenox, Illinois -- to retain control of LWCBancorp and its subsidiary, LincolnWay Community Bank, New Lenox.

- Permitted, August 16, 2013

Minneapolis

Maple Banc Shares, Inc., Maple Plain, Minnesota -- to retain control of Maple Banc Shares and its subsidiary, Bank of Maple Plain, Maple Plain.

- Permitted, August 15, 2013

Extensions of Time

Secretary

Ameris Bancorp, Moultrie, Georgia -- commenter's request to extend the comment period on the application to merge with The Prosperity Banking Company, St. Augustine, Florida, and thereby acquire Prosperity Bank.

- Denied, August 16, 2013

Extensions of Time

Secretary

United Bankshares, Inc., Charleston, West Virginia; George Mason Bankshares, Inc., Fairfax, Virginia; and United Bank -- commenter's request to extend the comment periods on the applications by United Bankshares and George Mason Bankshares to acquire Virginia Commerce Bancorp, Inc., Arlington, Virginia, and by United Bank, Fairfax, to merge with Virginia Commerce Bank, Arlington.

- Denied, August 16, 2013

Savings and Loan Holding Companies

Chicago

AJS Bancorp, MHC, Midlothian, Illinois -- to convert to stock form and to merge with AJS Bancorp, Inc., Midlothian; for AJS Bancorp, Inc. to merge into a new Maryland corporation named AJS Bancorp, Inc.; and for that company to become a savings and loan holding company by acquiring A.J. Smith Federal Savings Bank, Midlothian.

- Approved, August 12, 2013

Boston

SI Financial Group Inc., Willimantic, Connecticut -- waiver of application to acquire Newport Bancorp, Inc., Newport, Rhode Island, in connection with the merger of their respective subsidiaries, Savings Institute Bank and Trust Company, Willimantic, and Newport Federal Savings Bank, Newport.

- Granted, August 16, 2013

District: 1

Federal Reserve Bank of Boston

Filings received during the week ending August 17, 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 August 17, 2013

Filer	Filing Type	Filing Proposal	End of Comment Period
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NONE

District: 2

Federal Reserve Bank of New York

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Institution	Location
NONE	

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District: 3

Federal Reserve Bank of Philadelphia

Filings received during the week ending August 17, 2013

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NONE

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 August 17, 2013

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

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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 August 17, 2013

Filer	Filing Type	Filing Proposal	End of Comment Period	
WESTERN ACQUISITIONS, L.L.C.	* 4c8	Western Acquisition Partners LLC, Washington, D.C. (to be relocated and renamed H Bancorp, Columbia, Maryland) proposes to: 1) acquire 22.83% of the voting securities of Carrollton Bancorp, Lutherville, Maryland, and thereby indirectly acquire a controlling interest in Bay Bank, FSB, Lutherville, Maryland; and 2) acquire 6.84% of FirstAtlantic Financial Holdings, Inc., Jacksonville, Florida, and thereby indirectly acquire a similar interest in FirstAtlantic Bank, Jacksonville, Florida.	Newspaper:	Not available
			Federal Register:	Not available

District: 5

Federal Reserve Bank of Richmond

Availability of CRA Public Evaluations

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NONE					

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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 August 17, 2013

Filer	Filing Type	Filing Proposal	End of Comment Period	
BANCO DE CREDITO E INVERSIONES S.A.	* 3A1	Banco De Credito E Inversiones, Empresas Juan Yarur S.A.C., Inversiones Petro S.A., Inversiones Baquio LTDA., Inversiones Nueve LTDA., and Administraciones Baquio LTDA., all of Santiago, Chile, to become bank holding companies by acquiring 100 percent of CM Florida Holdings, Inc., Coral Gables, Florida, and its subsidiary, City National Bank of Florida, Miami, Florida.	Newspaper: Federal Register:	Not available 08/08/2013
FIRST FLORIDA BANCORP, INC.	* 3A1	First Florida Bancorp, Inc., to become a bank holding company by acquiring 100 percent of the outstanding shares of First Florida Bank, both of Destin, Florida.	Newspaper: Federal Register:	Not available 09/12/2013
LOUISIANA BANCORP, INC.	CIC	After-the-fact change of control notice filed by Louisiana Bancorp, Inc. Employee Stock Ownership Plan (ESOP), George Vernon Curry, Jr., and Lisa Rae Whittington, the trustees of the ESOP, both of Metairie, Louisiana, to retain approximately 17.9 percent of the outstanding shares and to acquire additional shares not to exceed 24.9 percent of the shares of Louisiana Bancorp, Inc. and its subsidiary, Bank of New Orleans, both of Metairie, Louisiana.	Newspaper: Federal Register:	Not available 07/12/2013
NCG BANCO, S.A.	FBSEA	NCG Banco, S.A., A Coruna, Spain, to establish an international representative-administrative office located in Miami, Florida.	Newspaper: Federal Register:	Not available Not applicable

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	

* Subject to the provisions of the Community Reinvestment Act

District: 7

Federal Reserve Bank of Chicago

Filings received during the week ending August 17, 2013

Filer	Filing Type	Filing Proposal	End of Comment Period	
CHARLEVOIX FIRST CORPORATION	CIC	Members of the Irish and Hodgson family which include: Ann Kennedy Irish, Harbor Springs, Michigan, as trustee of the Ann Kennedy Irish Trust; the Ann Kennedy Irish Trust, Harbor Springs, Michigan, David H. Irish, Harbor Springs, Michigan, as trustee of the David H. Irish Trust; the David H. Irish Trust, Harbor Springs, Michigan; Tracy Irish Texter, Middleville, Michigan and John F. Texter, Middleville, Michigan, as trustees of the John F. Texter and Tracy I. Texter Trust; the John F. Texter and Tracy I. Texter Trust, Middleville, Michigan; Susan Irish Stewart, Harbor Springs, Michigan, as trustee of the Susan Irish Stewart Revocable Intervivos Trust; the Susan Irish Stewart Revocable Intervivos Trust, Harbor Springs, Michigan; Colin David Irish, Marquette, Michigan; Perry Irish Hodgson, Charlevoix, Michigan; Liam Foster Hodgson, Beaver Island, Michigan; Alexander Irish Hodgson, Charlevoix, Michigan; and Raymond Earhart Hodgson, Charlevoix, Michigan, to be added to the Hodgson Family Control Group and to thereby retain control of 25 percent or more of Charlevoix First Corporation, Charlevoix, Michigan and indirectly Charlevoix State Bank, Charlevoix, Michigan.	Newspaper: Federal Register:	08/22/2013 Not available
CLEAR LAKE BANK AND TRUST COMPANY	* 18C * Branch	Clear Lake Bank & Trust Co., Clear Lake, Iowa, to purchase the assets and assume the liabilities of two Mason City, Iowa, branch offices of Community National Bank, Waterloo, Iowa. Clear Lake Bank & Trust Co. will establish a branch at 100 E State Street, Mason City, Iowa. The office located at 3124 Fourth Street SW, will immediately be consolidated with Clear Lake Bank & Trust Co.'s branch office located at 425 Tiffany Drive, both of Mason City, Iowa.	Newspaper: Federal Register:	07/06/2013 Not applicable
COMMUNITY HOLDINGS CORPORATION	CIC	Jay D. Bergman, Joliet, Illinois, to acquire up to 100 percent of the outstanding voting stock of Community Holdings Corp., Palos Hills, Illinois.	Newspaper: Federal Register:	Not available Not available
FNBH BANCORP, INC.	CIC	Stanley Dickson, Jr., Gross Pointe Park, Michigan, as an individual, and the group consisting of Stanley Dickson, Jr., Gross Pointe Park, Michigan, Steven Dickson, Rancho Santa Fe, California, Kathryn J. Dickson, Howell, Michigan and Riddle Limited Partnership, Howell, Michigan ("Riddle LP"), propose to acquire control of FNBH Bancorp, Inc., Howell, Michigan ("FNBH"), and thereby indirectly control First National Bank in Howell, Howell, Michigan.	Newspaper: Federal Register:	Not available 08/28/2013

* Subject to the provisions of the Community Reinvestment Act

District: 7

Federal Reserve Bank of Chicago

Filings received during the week ending August 17, 2013

Filer	Filing Type	Filing Proposal	End of Comment Period	
MARSEILLES BANCORPORATION, INC.	CIC	Charles M. Shea, of Wilmette, Illinois, as an individual, and the group consisting of JP Morgan Chase Bank, N.A., Naperville, Illinois, as Trustee of the Jerry C. Bradshaw Family Trust-GST Non-Exempt Trust, Naperville, Illinois, and the Jerry C. Bradshaw Family Trust-GST Exempt Trust, Naperville, Illinois; Charles M. Shea, Wilmette, Illinois, as a committee member of the Jerry C. Bradshaw Family Trust-GST Non-Exempt Trust and the Jerry C. Bradshaw Family Trust-GST Exempt Trust; Molly Baed, Wassenaar, Netherlands, as a committee member of the Jerry C. Bradshaw Family Trust - GST Non-Exempt Trust and the Jerry C. Bradshaw Family Trust - GST Exempt Trust; Betty J. Bradshaw, Wheaton, Illinois, as a committee member of the Jerry C. Bradshaw Family Trust - GST Non-Exempt Trust and the Jerry C. Bradshaw Family Trust- GST Exempt Trust, to retain control of the outstanding shares of Marseilles Bancorporation, Inc., Marseilles, Illinois. Marseilles Bancorporation, Inc., Marseilles, Illinois, controls Marseilles Bank, Marseilles, Illinois.	Newspaper: Federal Register:	Not available 09/03/2013
NORTH SHORE COMMUNITY BANK & TRUST COMPANY	* 18C	North Shore Community Bank & Trust Company, Wilmette, Illinois, to merge with or purchase the assets and assume the liabilities of Diamond Bank, FSB, Schaumburg, Illinois.	Newspaper: Federal Register:	Not available Not applicable
WINTRUST FINANCIAL CORPORATION	* 3A3	Wintrust Financial Corporation, Rosemont, Illinois, to acquire 100 per cent of issued and outstanding stock of Diamond Bancorp, Inc., Schaumburg, Illinois, and thereby indirectly acquire Diamond Bank FSB, Schaumburg, Illinois, pursuant to section 3(a)(3) of the Bank Holding Company Act.	Newspaper: Federal Register:	09/16/2013 Not available

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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 August 17, 2013

Filer	Filing Type	Filing Proposal	End of Comment Period	
GREENVILLE BANCSHARES, INC.	* 3A5	Greenville Bancshares, Inc., Piedmont, Missouri, to merge with Ripley County Bancshares, Inc., Piedmont, Missouri, and thereby indirectly acquire Peoples Community State Bank, Doniphan, Missouri.	Newspaper:	09/16/2013
			Federal Register:	09/16/2013

District: 8

Federal Reserve Bank of St. Louis

Availability of CRA Public Evaluations

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Institution	Location
NONE	

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District: 9**Federal Reserve Bank of Minneapolis****Filings received during the week ending August 17, 2013**

Filer	Filing Type	Filing Proposal	End of Comment Period	
FIRST INTERSTATE BANK	* Branch	First Interstate Bank, Billings, Montana, to establish a branch facility to be located at 830 Shiloh Crossing Boulevard, Billings, Montana.	Newspaper:	08/23/2013
			Federal Register:	Not applicable
LAKE SHORE III CORPORATION	* 3A3	Lake Shore III Corporation, Glenwood City, Wisconsin, to acquire 100 percent of Union Bank of Blair, Blair, Wisconsin.	Newspaper:	Not available
			Federal Register:	Not available
MEDR BANCSHARES, INC.	CIC	Change in Control Notice by Jay Charles Erie, Rochester, Minnesota, John Kenneth Erie, Fargo, North Dakota, and Jane Kathryn Erie Moen, Eden Prairie, Minnesota, to retain voting shares of MEDR Bancshares, Inc., Erskine, Minnesota, and join the Erie Family Shareholder group which owns 25 percent or more of MEDR Bancshares, Inc., and thereby indirectly controls American State Bank of Erskine, Erskine, Minnesota.	Newspaper:	Not available
			Federal Register:	09/03/2013
OLMSTED BANCORPORATION, INC.	CIC	Change in Control notice by Krista B. Ryan, individually and as trustee of the KBR 2008 Irrevocable Trust, Byron, Minnesota, to acquire 25 percent or more of the voting shares of Olmsted Bancorporation, Inc., Byron, Minnesota, and thereby indirectly gain control of First Security Bank, Byron, Minnesota.	Newspaper:	Not available
			Federal Register:	Not available

District: 9

Federal Reserve Bank of Minneapolis

Availability of CRA Public Evaluations

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Institution	Location
NONE	

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District: 10

Federal Reserve Bank of Kansas City

Filings received during the week ending August 17, 2013

Filer	Filing Type	Filing Proposal	End of Comment Period	
FIRST STATE BANCSHARES, INC.	CIC	Notification by the Jennifer L. Wolgamott 2012 Legacy Trust, Cathleen R. Hefti, as trustee and individually, both of Scottsbluff, Nebraska; the Christie L. Coletti Christensen 2012 Legacy Trust and the Michael P. Coletti 2012 Legacy Trust, both of Greeley, Colorado; and the Kay Lorraine Hefti Coletti Living Trust, Kay L. Coletti and David C. Coletti, trustees, all of Cheyenne, Wyoming; to acquire control of First State Bancshares, Inc., parent of First State Bank, both of Scottsbluff, Nebraska, and Security First Bank, Cheyenne, Wyoming.	Newspaper: Federal Register:	08/27/2013 09/03/2013
KANSASLAND BANCSHARES, INC.	CIC	Notification by Scott R. Bird and Sheryl L. Bird, to retain control of KansasLand Bancshares, Inc., parent of KansasLand Bank, all of Quinter, Kansas.	Newspaper: Federal Register:	Not available 09/05/2013
PREMIER BANCSHARES, INC.	CIC	Notification by Norman W. Waitt, Jr., Dakota Dunes, South Dakota; Christopher M. Mayer, Omaha, Nebraska; the John S. Schuele Irrevocable Trust, Mary A. Schuele and Dana C. Bradford, co-trustees, all of Omaha, Nebraska; Todd P. Clevenger, Omaha, Nebraska; and the Dana C. Bradford IV Revocable Trust, Dana C. Bradford, trustee, both of Omaha, Nebraska; all as members of a group acting in concert, to acquire control of Premier Bancshares, Inc., parent of Premier Bank, both in Omaha, Nebraska.	Newspaper: Federal Register:	08/27/2013 09/03/2013
REGENT CAPITAL CORPORATION	CIC	Notification by Dow R. Hughes, Tulsa, Oklahoma, individually and as fiduciary, to retain control of Regent Capital Corporation, parent of Regent Bank, both in Nowata, Oklahoma. In addition, notification by the following members of the Hughes Family Group acting in concert to retain control of Regent Capital Corporation, parent of Regent Bank, both in Nowata, Oklahoma: the Dow R. Hughes Revocable Trust, Dow Hughes, trustee; the Deanne D. Hughes Revocable Trust, Deanne D. Hughes, trustee; DRH, LLC; Dave Hughes; Michelle Hughes; and the David G. Dutton Living Trust, David Dutton, trustee; all of Tulsa, Oklahoma.	Newspaper: Federal Register:	08/06/2013 08/05/2013

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 August 17, 2013

Filer	Filing Type	Filing Proposal	End of Comment Period	
2009 TCRT	* 3A1 4c8	Ford Financial Fund II, L.P., Ford Management II, L.P., Ford Ultimate Management II, LLC, 2009 TCRT, GJF Financial Management II, LLC, Ford Fund Investment LP, and LR Acquisition Company LLC, all of Dallas, Texas, each to become a bank holding company by directly or indirectly acquiring control of Metropolitan National Bank, Little Rock, Arkansas. Additionally, 2009 TCRT; GJF Financial Management II, LLC; Ford Ultimate Management II, LLC; and Ford Management II, L.P., all of Dallas, Texas, propose to engage de novo in financial and investment advisory activities pursuant to Section 225.28(b)(6) of Regulation Y.	Newspaper: Federal Register:	Not available 08/13/2013
CARLSBAD BANCORPORATION, INC.	CIC	Richard John Forrest, Sr., individually, as Trustee of the Richard J. Forrest, Sr. and Betty J. Forrest Revocable Trust, and as Trustee of the Forrest Tire Company, Inc. Profit Sharing Plan; Betty J. Forrest, individually and as Trustee of the Richard J. Forrest, Sr. and Betty J. Forrest Revocable Trust; Robert Hudnall Forrest, Sr., individually, as Trustee of the Robert H. Forrest, Sr. and Barbara J. Forrest Revocable Trust and as Trustee of the Forrest Tire Company, Inc. Profit Sharing Plan; Barbara J. Forrest, individually and as Trustee of the Robert H. Forrest, Sr. and Barbara J. Forrest Revocable Trust; Robert Hudnall Forrest, Jr., individually and as Trustee of the Forrest Tire Company, Inc. Profit Sharing Plan; Brenda Elaine Forrest, individually; Richard John Forrest, Jr., as Trustee of the Forrest Tire Company, Inc. Profit Sharing Plan; the Forrest Tire Company, Inc. Profit Sharing Plan, all of Carlsbad, New Mexico, and Michael Dale Forrest, individually and JoAnn Forrest, individually, both of Odessa, Texas, all together a group acting in concert, to acquire 25 percent or more of Carlsbad Bancorporation, Inc., Carlsbad, New Mexico, and indirectly, Carlsbad National Bank, Carlsbad, New Mexico.	Newspaper: Federal Register:	Not available Not available

* Subject to the provisions of the Community Reinvestment Act

District: 11

Federal Reserve Bank of Dallas

Filings received during the week ending August 17, 2013

Filer	Filing Type	Filing Proposal	End of Comment Period	
DELHI BANCSHARES, INC.	CIC	Retroactive notice by James A. Hopson, Delhi, Louisiana; W. Briggs Hopson, MD, Vicksburg, Mississippi; W. Briggs Hopson, III, Vicksburg, Mississippi; James W. Hopson, Vicksburg, Mississippi; Stacey Hopson Burgess, Haltom City, Texas; David Doughty, Rayville, Louisiana; Suzette Hopson Doughty, Rayville, Louisiana; James O. Doughty, Rayville, Louisiana; Mary C. Doughty, Rayville, Louisiana; and Mary K. Ricks, Vicksburg, Mississippi; collectively a group acting in concert, to control, retain, and acquire more than 25 percent of Delhi Bancshares, Inc., Delhi, Louisiana, and indirectly, Guaranty Bank & Trust Company of Delhi, Louisiana, Delhi, Louisiana.	Newspaper: Federal Register:	Not available 08/29/2013
FROST BANK	* Branch	Frost Bank, San Antonio, Texas, to establish a branch to be located at 1204A West 38th Street, Austin, Texas 78705-1007.	Newspaper: Federal Register:	Not available Not applicable
FROST BANK	* Branch	Frost Bank, San Antonio, Texas, to establish a branch to be located at 10767 Kuykendahl Road, The Woodlands, Texas 77382-2772.	Newspaper: Federal Register:	Not available Not applicable
FROST BANK	* Branch	Frost Bank, San Antonio, Texas, to establish a branch to be located at Promenade Boulevard and U.S. Highway 90, Stafford, Texas 77477.	Newspaper: Federal Register:	Not available Not applicable
FROST BANK	* Branch	Frost Bank, San Antonio, Texas, to establish a branch to be located at 6319 Hillcrest Avenue, Suite 400, Dallas, Texas 78205-1850.	Newspaper: Federal Register:	Not available Not applicable
PEOPLES BANK	* Branch	Peoples Bank, Lubbock, Texas, to establish a branch to be located at 615 North Broadway, Post, Texas 79356.	Newspaper: Federal Register:	08/17/2013 Not applicable
PROGRESSIVE BANCORP, INC.	CIC	Prior notice by George W. Cummings, III and Nanette Weaver Cummings, both of Monroe, Louisiana, to acquire and control greater than 10 percent of Progressive Bancorp, Inc., Monroe, Louisiana, and indirectly, Progressive Bank, Monroe, Louisiana.	Newspaper: Federal Register:	Not available 08/16/2013
WESTSTAR BANK	* Branch	WestStar Bank, El Paso, Texas, to establish a branch to be located at 1790 North Lee Trevino Drive, El Paso, Texas 79936.	Newspaper: Federal Register:	08/26/2013 Not applicable

District: 11

Federal Reserve Bank of Dallas

Availability of CRA Public Evaluations

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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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- S = Satisfactory
- NI = Needs to improve
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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: 12

Federal Reserve Bank of San Francisco

Filings received during the week ending August 17, 2013

Filer	Filing Type	Filing Proposal	End of Comment Period	
BANK OF HAWAII	* Branch	Bank of Hawaii, Honolulu, Hawaii, to establish a branch located within the Safeway Maui Lani Store at 58 Maui Lani Parkway, Wailuku, Hawaii.	Newspaper:	08/08/2013
			Federal Register:	Not applicable
CBOA FINANCIAL, INC.	* 3A3	CBOA Financial, Inc., Tucson, Arizona, to acquire First Scottsdale Bank, National Association, Scottsdale, Arizona.	Newspaper:	Not available
			Federal Register:	08/15/2013
WILSHIRE BANCORP, INC.	* 3A3	Wilshire Bancorp, Inc. to acquire Saehan Bancorp, both of Los Angeles, California.	Newspaper:	Not available
			Federal Register:	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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NONE					

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

* Subject to the provisions of the Community Reinvestment Act