
Federal Reserve Release



H.2

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

No. 40

Week Ending October 5, 2013

Bank Mergers

First Farmers Bank & Trust, Converse, Indiana -- to acquire certain assets and assume certain liabilities from Bank of Indiana, National Association, Dana, and thereby establish branches.

- Approved, October 4, 2013

Forms

Forms -- final Board review to extend with revision the Intermittent Survey of Businesses (FR 1374).

- Approved, October 1, 2013

Forms -- final Board review to extend with revision the Savings Association Holding Company Report (FR H-(b)11).

- Approved, October 1, 2013

Enforcement

Alliance Financial Services, Inc., St. Paul, Minnesota -- written agreement dated December 8, 2011, terminated September 30, 2013.

- Announced, October 3, 2013

Trinity Capital Corporation, Los Alamos, New Mexico -- written agreement with the Federal Reserve Bank of Kansas City.

- Announced, October 1, 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**

San Francisco

Farmers and Merchants Bank of Long Beach, Long Beach, California -- to establish branches at 9001 Firestone Boulevard, Downey, and 2421 East Coast Highway, Corona Del Mar (two applications).

- Approved, October 2, 2013

Bank Holding Companies

Richmond

First Community Corporation, Lexington, South Carolina -- waiver of application to acquire Savannah River Financial Corporation, Augusta, Georgia, in connection with the merger of their respective subsidiaries, First Community Bank, Lexington, and Savannah River Banking Company, Aiken, South Carolina.

- Withdrawn, October 1, 2013

Boston

Independent Bank Corp., Rockland, Massachusetts -- to acquire Mayflower Bancorp, Inc., Middleboro, and its subsidiary, Mayflower Co-operative Bank.

- Approved, October 4, 2013

Dallas

Independent Bank Group, Inc., McKinney, Texas -- to acquire Collin Bank, Plano.

- Approved, October 4, 2013

Bank Holding Companies

Chicago

STC Bancshares Corp., Saint Charles, Illinois -- to acquire Bank of Palatine, Palatine.

- Withdrawn, September 30, 2013

Richmond

Union First Market Bankshares Corporation, Richmond, Virginia -- to acquire StellarOne Corporation, Charlottesville, and its subsidiary, StellarOne Bank, Christiansburg.

- Approved, September 30, 2013

Change in Bank Control

Chicago

FNBH Bancorp, Inc., Howell, Michigan -- change in bank control of FNBH Bancorp and its subsidiary, First National Bank in Howell, Howell.

- Permitted, October 1, 2013

Chicago

Marseilles Bancorporation, Inc., Marseilles, Illinois -- to retain control of Marseilles Bancorporation and its subsidiary, Marseilles Bank, Marseilles.

- Permitted, October 4, 2013

Extensions of Time

St. Louis

Macon-Atlanta State Bank, Macon, Missouri -- extension to January 8, 2014, to purchase certain assets and assume certain liabilities of the Monroe City branch of UMB Bank, National Association, Kansas City, and thereby establish a branch.

- Granted, October 1, 2013

Extensions of Time

Atlanta

Old Florida Bancshares, Inc., Orlando, Florida -- extension to January 19, 2014, to acquire New Traditions National Bank, Orlando.

- Granted, October 4, 2013

Membership

Secretary

Steele Street Bank & Trust, Denver, Colorado -- to become a member of the Federal Reserve System.

- Approved, October 2, 2013

District: 1

Federal Reserve Bank of Boston

Filings received during the week ending October 5, 2013

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|-----------------------|-------------|--|-----------------------|---------------|
| COASTWAY BANCORP MHC | * 3A1 | Coastway Bancorp, Inc., Cranston, Rhode Island to acquire 100% of the outstanding capital stock of Coastway Community Bank, Cranston, Rhode Island, pursuant to section 3(a)(1) of the BHC Act, in connection with the conversion of Coastway Bancorp, MHC from mutual to stock form. | Newspaper: | Not available |
| | | | Federal Register: | 10/15/2013 |
| EQUITABLE BANCORP MHC | * 3A1 | Equitable Bancorp, MHC and Equitable Bancorp, Inc., both of Lynn, Massachusetts, to become a mutual bank holding company and a stock bank holding company, respectively, by acquiring Equitable Cooperative Bank, Lynn, Massachusetts, pursuant to sections 3(a)(1) and 3(a)(3) of the Bank Holding Company Act of 1956, as amended. | Newspaper: | Not available |
| | * 3A3 | | Federal Register: | 10/18/2013 |

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 October 5, 2013

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

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

* Subject to the provisions of the Community Reinvestment Act

District: 3

Federal Reserve Bank of Philadelphia

Filings received during the week ending October 5, 2013

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|------------------------|--------------------|---|---------------------------------|--------------------------------|
| QUAINT OAK BANCORP INC | CIC | Robert T. Strong and Kathleen M. Strong, Southampton, PA, to retain jointly 11.7% ownership of Quaint Oak Bancorp, Inc., Southampton, PA, and to potentially acquire up to 24.9%. | Newspaper: Federal Register: | Not available 10/22/2013 |
| QUAINT OAK BANCORP INC | CIC | Amended and Restate Quaint Oak Bancorp, Inc. Employee Stock Ownership Plan, Southampton, PA, and its Trustees, John J. Augustine and Diane J. Colyer, to retain 16.0 percent ownership of the common stock of Quaint Oak Bancorp, Inc., Southampton, PA and potentially acquire up to 24.9 percent. | Newspaper: Federal Register: | Not available Not available |

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 October 5, 2013

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

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 October 5, 2013

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|--|-------------|--|---------------------------------|----------------------------------|
| FIRST VIRGINIA COMMUNITY BANK | * Branch | First Virginia Community Bank, Fairfax, Virginia, to establish a branch at 6975 Springfield Boulevard, Springfield, Virginia | Newspaper: Federal Register: | 10/11/2013 Not applicable |
| VIRGINIA NATIONAL BANKSHARES CORPORATION | 3A1 | Virginia National Bankshares Corporation, Charlottesville, Virginia, to become a bank holding company through the acquisition of 100% of the outstanding shares of Virginia National Bank, Charlottesville, Virginia | Newspaper: Federal Register: | Not applicable Not applicable |

District: 5

Federal Reserve Bank of Richmond

Availability of CRA Public Evaluations

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|---------|--|------------|-----------------|------------|-------------|
| 590220 | BANK OF STANLY, ALBEMARLE, NORTH CAROLINA | 06/10/2013 | 09/18/2013 | S | Int Sm Bank |
| 3166729 | CABARRUS B&TC, CONCORD, NORTH CAROLINA | 06/10/2013 | 09/19/2013 | S | Small Bank |
| 2847432 | CITIZENS CMNTY BK, SOUTH HILL, VIRGINIA | 05/13/2013 | 09/11/2013 | S | Small Bank |
| 804422 | FARMERS & MRCH BK OF CRAIG CTY, NEW CASTLE, VIRGINIA | 06/24/2013 | 09/26/2013 | O | Small Bank |

| 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 October 5, 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 |
| C1 FINANCIAL, INC. | * 3A1 | C1 Financial, Inc., to become a bank holding company by acquiring 100 percent of the outstanding shares of C1 Bank, both of St. Petersburg, Florida. | Newspaper: Federal Register: | 10/29/2013 11/01/2013 |
| 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 |
| REGIONS BANK | PWI | Regions Bank, Birmingham, Alabama, request for approval to make 21 low income housing public welfare investments. | Newspaper: Federal Register: | Not applicable Not applicable |

* Subject to the provisions of the Community Reinvestment Act

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 October 5, 2013

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|--------------------------------|--------------------|--|---------------------------------|------------------------------|
| 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: | 10/08/2013 10/17/2013 |
| Edgewater Bancorp, Inc. | * SLHC Formation | Edgewater Bancorp, Inc., St. Joseph, Michigan, to become a savings and loan holding company through the acquisition of all of the outstanding voting stock of Edgewater Bank, St. Joseph, Michigan. The savings and loan holding company will be formed in connection with the proposed mutual-to-stock conversion of Edgewater Bank, a federally chartered mutual savings bank. | Newspaper: Federal Register: | Not available 09/17/2013 |
| MB FINANCIAL, INC | * 3A5 | MB Financial, Inc., Chicago, Illinois, to merge with Taylor Capital Group, Inc., Rosemont, Illinois, and thereby indirectly acquire Cole Taylor Bank, Chicago, Illinois. | Newspaper: Federal Register: | 10/21/2013 10/25/2013 |
| MERCANTILE BANK CORPORATION | * 3A5 | Mercantile Bank Corporation, Grand Rapids, Michigan, to merge with Firstbank Corporation, Alma, Michigan, and thereby indirectly acquire Firstbank, Mount Pleasant, Michigan and Keystone Community Bank, Kalamazoo, Michigan. | Newspaper: Federal Register: | 10/15/2013 10/21/2013 |
| VILLAGE BANK & TRUST | * Branch | Village B&T to open a branch located at 606 N. Milwaukee Ave., Prospect Heights, Illinois. | Newspaper: Federal Register: | 10/15/2013 Not applicable |

Federal Reserve Bank of Chicago

Availability of CRA Public Evaluations

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|---------|-----------------------------------|------------|-----------------|------------|-------------|
| 3303917 | ROCKFORD B&TC, ROCKFORD, ILLINOIS | 05/28/2013 | 09/24/2013 | S | Int Sm Bank |

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

* Subject to the provisions of the Community Reinvestment Act

District: 8

Federal Reserve Bank of St. Louis

Filings received during the week ending October 5, 2013

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|---------------------------------|--------------------|--|------------------------------|------------|
| MIDLAND STATES BANCORP, INC. | * 4c8 | Midland States Bancorp, Inc., Effingham, | Newspaper: | 10/20/2013 |
| | * 18C | Illinois, to acquire 100 percent of Heartland | Federal Register: | 10/28/2013 |
| | * Branch | Bank, St. Louis, Missouri. Also Midland States Bank, Effingham, Illinois, to merge with Heartland Bank, St. Louis, Missouri, and to retain the acquired facilities as branch offices. | | |

District: 8

Federal Reserve Bank of St. Louis

Availability of CRA Public Evaluations

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|---------|---|------------|-----------------|------------|-------------|
| 677644 | FARMERS & MERCHANTS BK, STUTTGART, ARKANSAS | 06/10/2013 | 09/16/2013 | S | Int Sm Bank |

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

* Subject to the provisions of the Community Reinvestment Act

District: 9**Federal Reserve Bank of Minneapolis****Filings received during the week ending October 5, 2013**

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|---|--------------------|--|---------------------------------|-----------------------------|
| DAIRY STATE BANCORP, INC. | * 3A3 | Dairy State Bancorp, Inc., Rice Lake, Wisconsin, to acquire 100 percent of Bank of Turtle Lake, Turtle Lake, Wisconsin. | Newspaper: Federal Register: | Not available 11/01/2013 |
| FORSTROM BANCORPORATION, INC. | * 3A3 | Forstrom Bancorporation, Inc., Clara City, Minnesota, to acquire 100% of First Bank of Lincoln, Lincoln, Montana. | Newspaper: Federal Register: | 10/12/2013 10/16/2013 |
| JAMES M. AND DEVON J. GOETZ FAMILY TRUST FOUR | * 3A1 | James M. and Devon J. Goetz Family Trust Four, to acquire 39.53% of Oliver Bancorporation, Inc., Center, North Dakota, and thereby indirectly acquire Security First Bank of North Dakota, New Salem, North Dakota. | Newspaper: Federal Register: | 10/21/2013 10/21/2013 |
| WARROAD BANCSHARES, INC. | CIC | Change in Control Notice by Roderick J. Heneman Warroad, Minnesota, to retain 25% or more of the shares of Warroad Bancshares, Inc., Warroad, Minnesota and thereby indirectly retain control of Security State Bank of Warroad, Warroad, Minnesota. | Newspaper: Federal Register: | Not available 10/17/2013 |

District: 9

Federal Reserve Bank of Minneapolis

Availability of CRA Public Evaluations

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| RSSD ID | Institution / Location | Exam Date | CRA Public Date | CRA Rating | Exam Method |
|---------|---|------------|-----------------|------------|-------------|
| 132152 | FIRST ST BK OF WARNER, WARNER, SOUTH DAKOTA | 06/03/2013 | 09/18/2013 | S | Small Bank |

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

* Subject to the provisions of the Community Reinvestment Act

District: 10

Federal Reserve Bank of Kansas City

Filings received during the week ending October 5, 2013

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|--|--------------------|---|---------------------------------|---------------------------------|
| CITIZENS BANK OF OKLAHOMA | * Branch | Citizens Bank of Oklahoma, Pawhuska, Oklahoma, to establish a branch at 400 North Broadway, Cleveland, Oklahoma. | Newspaper: Federal Register: | 10/11/2013 Not applicable |
| FIRST BROKEN ARROW CORPORATION | CIC | Anne Graham, as trustee of the Scott L. Graham Revocable Trust, Broken Arrow, Oklahoma, to acquire control of First Broken Arrow Corporation, Broken Arrow, Oklahoma, parent of First National Bank and Trust Company of Broken Arrow, Broken Arrow, Oklahoma. | Newspaper: Federal Register: | Not available Not available |
| FIRSTBANK | * 18C | FirstBank, Lakewood, Colorado, to purchase certain assets and assume certain liabilities of the Market Place branch of Frontier Bank, FSB, (d/b/a/ El Paseo Bank) Palm Desert, California. | Newspaper: Federal Register: | Not available Not applicable |
| FSB INVESTMENTS, LLC | CIC | Notification by D Frank Plater, Jr., Oklahoma City, Oklahoma, to acquire control of FSB Investments, LLC, parent of The First State Bank, all of Oklahoma City, Oklahoma. | Newspaper: Federal Register: | Not available 10/15/2013 |
| FSC BANCSHARES, INC. | * 4c8 | FSC Bancshares, Inc., Cameron, Missouri, to acquire St. Joseph Bancorp, Inc., St. Joseph, Missouri, parent of Midwest Federal Savings and Loan Association of St. Joseph, St. Joseph, Missouri, and thereby engage in the operation of a savings association. | Newspaper: Federal Register: | Not available Not available |
| G. JEFFREY RECORDS, JR. 2003 FAMILY TRUST | * SLHC Merger | The G. Jeffrey Records, Jr. 2003 Family Trust (GJR) and the G. Jeffrey Records, Jr. 2003 Family Trust (NJR) to retain ownership of Midland Financial Co., Oklahoma City, Oklahoma, as a result of their merger, with the resultant trust, G. Jeffrey Records, Jr. 2003 Family Trust, retaining the shares. | Newspaper: Federal Register: | Not available Not available |
| KATHRYN R. RYAN 2007 GST EXEMPT FAMILY TRUST | CIC | A notification submitted by Kathryn R. Ryan, Englewood, Colorado, as co-trustee, to acquire control of the Kathryn R. Ryan 2007 GST Exempt Family Trust, Oklahoma City, Oklahoma, and thereby acquire control of additional shares of Midland Financial Co., Oklahoma City, Oklahoma, parent of MidFirst Bank, Oklahoma City, Oklahoma. | Newspaper: Federal Register: | Not available Not available |
| KATHRYN R. RYAN 2007 NON-EXEMPT FAMILY TRUST | CIC | A notification submitted by Kathryn R. Ryan, Englewood, Colorado, as co-trustee, to acquire control of the Kathryn R. Ryan 2007 Non-Exempt Family Trust, Oklahoma City, Oklahoma, and thereby acquire control of additional shares of Midland Financial Co., Oklahoma City, Oklahoma, parent of MidFirst Bank, Oklahoma City, Oklahoma. | Newspaper: Federal Register: | Not available Not available |
| SUMMERFIELD FINANCIAL SERVICES, LLC | * 3A3 | Summerfield Financial Services, LLC, Lincoln, Nebraska, to acquire 100 percent of the voting shares of State Bank of Chester, Chester, Nebraska. | Newspaper: Federal Register: | 10/26/2013 10/28/2013 |

District: 10

Federal Reserve Bank of Kansas City

Filings received during the week ending October 5, 2013

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|-------------------------|--------------------|---|------------------------------|---------------|
| VISION BANCSHARES, INC. | CIC | Clea Alsip, Brooklyn, New York; Patti Janese Hager, Edmond, Oklahoma; Zela Mae Hanson, Tulsa, Oklahoma; Patricia Ann McCortney, Farmers Branch, Texas; Vicki Lynn Patton, Ada, Oklahoma; Jerry Scott Grandchildren's Trust, Ada, Oklahoma; Kamberly Dawn or Richard Clay Skoch, Yukon, Oklahoma; and Tammy Key, Sulphur, Oklahoma, as shareholders and members to the Vision Bancshares, Inc. Voting Agreement, to retain common voting shares of Vision Bancshares, Inc., and thereby indirectly retain voting shares of Vision Bank, National Association, both in Ada, Oklahoma. | Newspaper: | Not available |
| | | | Federal Register: | 09/13/2013 |

District: 10

Federal Reserve Bank of Kansas City

Availability of CRA Public Evaluations

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|---------|---|------------|-----------------|------------|-------------|
| 2957014 | AMERICAN ST B&TC, GREAT BEND, KANSAS | 06/10/2013 | 09/23/2013 | S | Small Bank |
| 139553 | CITIZENS SECURITY B&TC, BIXBY, OKLAHOMA | 06/17/2013 | 09/20/2013 | S | Int Sm Bank |
| 736550 | UNION ST BK, EVEREST, KANSAS | 06/24/2013 | 09/18/2013 | S | Small Bank |

CRA Examinations scheduled for Quarter of

| Institution | Location |
|-------------|----------|
| NONE | |

* Subject to the provisions of the Community Reinvestment Act

District: 11

Federal Reserve Bank of Dallas

Filings received during the week ending October 5, 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 |
| CENTRAL TEXAS FINANCIAL CORP. | 4c8 | Retroactive notice by Central Texas Financial Corp., Cameron, Texas, to engage in lending activities pursuant to section 225.28(b)(1) of Regulation Y. | Newspaper: Federal Register: | Not applicable Not available |
| CULLEN/FROST BANKERS, INC. | * 3A5 * 18C * Branch | Cullen/Frost Bankers, Inc., San Antonio, Texas, to acquire by merger 100 percent of WNB Bancshares, Inc., Odessa, Texas, and to indirectly acquire Western National Bank, Odessa, Texas. In addition, Frost Bank, San Antonio, Texas, to acquire by merger Western National Bank and to establish all 8 branches of Western National Bank as branches of Frost Bank. | Newspaper: Federal Register: | Not available 09/27/2013 |
| INDEPENDENT BANK GROUP, INC. | * 3A5 | Independent Bank Group, Inc., McKinney, Texas, to acquire by merger 100 percent of Live Oak Financial Corp., Dallas, Texas, and indirectly acquire Live Oak State Bank, Dallas, Texas. | Newspaper: Federal Register: | 10/28/2013 10/28/2013 |
| MANSFIELD BANCSHARES, INC. | CIC | Retroactive notice of Change in Control filed by William E. Dorroh, Shreveport, Louisiana, individually and as trustee for the Stephanie D. O'Dowd Family Trust; Catherine B. Dorroh, Houston, Texas; Walter E. Dorroh, Jr., Jena, Louisiana; Mary Elizabeth Dorroh, Jena, Louisiana; Tjaden O'Dowd Cox, Mobile, Alabama; John Michael O'Dowd, Jr., Tuscaloosa, Alabama; and John Michael O'Dowd, Sr., Mobile, Alabama, individually and as trustee for the George W. O'Dowd Trust and the Stephanie D. O'Dowd Family Trust, to control, acquire and retain greater than 25 percent of Mansfield Bancshares, Inc., Mansfield, Louisiana, and indirectly, Community Bank of Louisiana, Mansfield, Louisiana. | Newspaper: Federal Register: | Not available 10/24/2013 |

District: 11

Federal Reserve Bank of Dallas

Filings received during the week ending October 5, 2013

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|--|---------------------|---|---------------------------------|---------------------------------|
| NORTHEAST TEXAS BANCSHARES, INC. | * 3A1 | Northeast Texas Bancshares, Inc., Mount Pleasant, Texas, to become a bank holding company by acquiring 100 percent of the outstanding shares of The American National Bank of Mount Pleasant, Mount Pleasant, Texas. | Newspaper: Federal Register: | Not available 10/16/2013 |
| TEXAS FIRST BANK | * 18C * Branch | Texas First Bank, Texas City, Texas, to acquire by merger Hull State Bank, Hull, Texas, and to establish branches at 100 Walnut Lane, Hull, Texas 77564; and 2103 North Main Street, Liberty, Texas 77575. | Newspaper: Federal Register: | Not available Not applicable |
| THE GMDK TRUST FBO CHRISTOPHER J. KEYLAND | * SLHC Formation | The GMDK Trust fbo Christopher J. Keyland, The GMDK Trust fbo Kathryn J. Roberts, The JLD/GMDK Irrevocable Asset Trust fbo Christopher J. Keyland, The JLD/GMDK Irrevocable Asset Trust fbo Kathryn J. Roberts, The JLD-Christopher J. Keyland Descendant Trust #3, The JLD-Kathryn J. Roberts Descendant Trust #4, The JSD-Christopher J. Key land Descendant Trust #3, and The JSD-Kathryn J. Roberts Descendant Trust #4, all of Fort Worth, Texas, to become savings and loan holding companies through the acquisition of controlling interests in First Western Mortgage Corporation, Colonial Holding Company, and therefore indirectly, Colonial Savings, FA, all of Fort Worth, Texas. | Newspaper: Federal Register: | 09/26/2013 09/27/2013 |
| ZT FINANCIAL HOLDINGS, INC. | * 3A1 | ZT Acquisitions, Inc., and ZT Financial Holdings, Inc., both of Houston, Texas, to become bank holding companies pursuant to Section 3(a)(1) through the acquisition of First National Bank of Colorado City, Colorado City, Texas. | Newspaper: Federal Register: | 10/12/2013 10/15/2013 |

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.

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: 12

Federal Reserve Bank of San Francisco

Filings received during the week ending October 5, 2013

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|-----------------------|--------------------|---|---------------------------------|------------------------------|
| NCAL BANCORP | CIC | Change in Bank Control Notice by Alex Meruelo, Newport Coast, California, to acquire up to 89 percent of NCAL Bancorp, and thereby indirectly acquire National Bank of California, both of Los Angeles, California. | Newspaper: Federal Register: | Not available 10/24/2013 |
| PACIFIC COMMERCE BANK | * Branch | Pacific Commerce Bank, Los Angeles, California, to establish a branch facility to be located at 12730 High Bluff Drive, Suite 180, San Diego, California. | Newspaper: Federal Register: | 10/09/2013 Not applicable |

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