
Federal Reserve Release



H.2

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

No. 43

Week Ending October 24, 2015

Financial Holding Companies

The Desjardins Group, Levis, Canada; Federation des caisses Desjardins du Quebec; Caisse central Desjardins du Quebec, Montreal; and Desjardins FSB Holdings, Inc., Hallandale, Florida -- elections to become financial holding companies.
- Effective, October 22, 2015

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**

Richmond

Benchmark Community Bank, Kenbridge, Virginia -- to establish a branch at 1775 Graham Avenue, Henderson, North Carolina.

- Approved, October 19, 2015

Richmond

Farmers & Merchants Bank, Timberville, Virginia -- to establish branches at 125 West Craig Street, Craigsville, and at Gosnell Crossing, Fishersville (two applications).

- Approved, October 20, 2015

Secretary

Fifth Third Bank, Cincinnati, Ohio -- to establish a temporary branch at the Octagon LPGA Golf Tournament, 2520 Tiburon Drive, Naples, Florida.

- Approved, October 19, 2015

Atlanta

First Florida Bank, Destin, Florida -- to establish a branch at the intersection of U.S. Highway 331-S and Lagrange Road, Freeport.

- Approved, October 22, 2015

St. Louis

First Western Bank, Booneville, Arkansas -- to establish a branch at 1106 South Walton Boulevard, Bentonville.

- Approved, October 21, 2015

Bank Branches, Domestic

Chicago

Lake City Bank, Warsaw, Indiana -- to establish a branch at 818 Harrison Street, Fort Wayne.

- Approved, October 20, 2015

Boston

Marblehead Bank, Marblehead, Massachusetts -- to establish a branch at 125 Canal Street, Salem.

- Approved, October 23, 2015

Dallas

PlainsCapital Bank, Dallas, Texas -- to establish a branch at 201 West 5th Street, Austin.

- Approved, October 23, 2015

Richmond

Sandy Spring Bank, Olney, Maryland -- to establish a branch at 1299 Pennsylvania Avenue NW, Washington, D.C.

- Approved, October 21, 2015

Bank Holding Companies

Kansas City

Gemini Bancshares, Inc., Monument, Colorado -- to establish a nonbanking subsidiary, Integrity Trust Company, Colorado Springs.

- Approved, October 22, 2015

Bank Holding Companies

Minneapolis

Otto Bremer Foundation, St. Paul, Minnesota, and Bremer Financial Corporation -- to acquire, through Bremer Insurance Agencies, Inc., the insurance agency business of Nonprofit Insurance Advisors, St. Paul.

- Approved, October 19, 2015

Philadelphia

Riverview Financial Corporation, Harrisburg, Pennsylvania -- to acquire The Citizens National Bank of Meyersdale, Meyersdale, through its merger with and into Riverview Financial's subsidiary, Riverview Bank, Marysville.

- Approved, October 20, 2015

Richmond

Union Banc Corp., Oxford, North Carolina -- to become a bank holding company by acquiring Union Bank & Trust Company, Oxford.

- Approved, October 20, 2015

Change in Bank Control

Atlanta

Cumberland Bancorp, Inc., Clarksville, Tennessee -- to retain control of Cumberland Bancorp, Inc. and its subsidiary, Cumberland Bank & Trust Company, Clarksville.

- Permitted, October 22, 2015

Cleveland

First Blanchester Bancshares, Inc., Blanchester, Ohio -- to retain control of First Blanchester Bancshares, Inc. and its subsidiary, The First National Bank of Blanchester, Blanchester.

- Permitted, October 21, 2015

Change in Bank Control

Dallas

Lone Star National Bancshares-Texas, Inc., McAllen, Texas -- to retain control of Lone Star National Bancshares-Texas, Inc. and its subsidiary, Lone Star National Bank, Pharr.

- Permitted, October 19, 2015

Atlanta

Touchmark Bancshares, Inc., Alpharetta, Georgia -- change in bank control of Touchmark Bancshares, Inc. and its subsidiary, Touchmark National Bank, Alpharetta.

- Permitted, October 22, 2015

San Francisco

Washington Bancorp, Inc., Lynnwood, Washington -- change in bank control of Washington Bancorp, Inc. and its subsidiary, Bank of Washington, Lynnwood.

- Permitted, October 23, 2015

Extensions of Time

Chicago

Mid Illinois Bancorp, Inc. Employee Stock Ownership Plan, Peoria, Illinois -- extension to January 29, 2016, to become a bank holding company by acquiring shares of Mid Illinois Bancorp, Inc., Peoria, and thereby acquire control of South Side Trust and Savings Bank; and to engage in extending credit and servicing loans.

- Granted, October 23, 2015

Extensions of Time

Chicago

Minier Financial, Inc. Employee Stock Ownership Plan w/401(k) Provisions, Minier, Illinois -- extension to January 23, 2016, to increase its ownership of Minier Financial, Inc., Minier, and thereby increase its indirect ownership of First Farmers State Bank.

- Granted, October 22, 2015

Membership

Kansas City

Charter West National Bank, West Point, Nebraska -- to retain membership in the Federal Reserve System on conversion to a state-chartered institution.

- Approved, October 21, 2015

District: 1

Federal Reserve Bank of Boston

Filings received during the week ending October 24, 2015

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|------------------------------|-----------------------------------|---|------------------------------|---------------|
| ESB BANCORP MHC | * 3A3 | Applications by: i) ESB Bancorp MHC, Easthampton, Massachusetts ("ESB MHC") to merge with Hometown Community Bancorp MHC, Oxford, Massachusetts ("Hometown MHC"), with ESB MHC as the surviving entity to be known as "Hometown Financial Group, MHC"; and ii) ESB Bancorp, Inc., Easthampton, Massachusetts ("ESB Bancorp"), to merge with Hometown Community Bancorp, Inc., Oxford, Massachusetts ("Hometown Bancorp"), with ESB Bancorp as the surviving entity to be known as "Hometown Financial Group, Inc." pursuant to sections 3(a)(3) and 3(a)(5) of the Bank Holding Company Act of 1956, as amended. Upon consummation of the merger, Easthampton Savings Bank and Hometown Bank will remain separate wholly-owned subsidiaries of Hometown Financial Group, Inc. | Newspaper: | Not available |
| | * 3A5 | | Federal Register: | Not available |
| MAINE COMMUNITY BANCORP, MHC | * 3A1 | Maine Community Bancorp, MHC and Maine Community Bancorp, Inc., both of Westbrook, Maine, to become a mutual bank holding company and a stock holding company, respectively, by acquiring Biddeford Savings Bank, Biddeford, Maine and Mechanics Savings Bank, Auburn, Maine, 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: | 10/30/2015 |
| PB BANCORP, INC. | * MHC | Application by PB Bancorp, Inc., a newly formed Maryland corporation, Putnam, Connecticut, to acquire 100% of the outstanding capital stock of Putnam Bank, also of Putnam, Connecticut, pursuant to regulations 12 CFR §§ 239.55 and 238.11, in connection with the second-step conversion of Putnam Bancorp, MHC from mutual to stock form and the merger of PB Bancorp, Inc., with and into a merged entity of Putnam Bancorp, MHC and PSB Holdings, Inc., with PB Bancorp, Inc. as the survivor. | Newspaper: | Not available |
| | Conversion * SLHC Formation | | Federal Register: | 10/15/2015 |

* Subject to the provisions of the Community Reinvestment Act

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 24, 2015

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|---------------|--------------------|---|------------------------------|----------------|
| POPULAR, INC. | Investment | Popular, Inc., San Juan, Puerto Rico, to indirectly acquire 65% of controlling interest in Processa S.A.S., Bogota, Columbia, pursuant to Section 211.9(f) of Regulation K. | Newspaper: | Not applicable |
| | | | Federal Register: | Not applicable |

District: 2

Federal Reserve Bank of New York

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: 3

Federal Reserve Bank of Philadelphia

Filings received during the week ending October 24, 2015

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|-----------------------------------|--------------------|--|------------------------------|------------|
| CORNERSTONE FINANCIAL CORPORATION | CIC | George K. Miller, Ft. Lauderdale, Florida, individually and as part as a group acting in concert with OceanFirst Bank as the voting trustee of the George K. Miller Voting Trust, Toms River, New Jersey; to acquire up to 30.26% of the voting shares of Cornerstone Financial Corporation, and thereby indirectly acquire voting shares of Cornerstone Bank, both in Mt. Laurel, New Jersey. | Newspaper: | 08/13/2015 |
| | | | Federal Register: | 11/05/2015 |

District: 3

Federal Reserve Bank of Philadelphia

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: 4

Federal Reserve Bank of Cleveland

Filings received during the week ending October 24, 2015

| Filer | Filing Type | Filing Proposal | End of Comment Period |
|--------------|--------------------|------------------------|------------------------------|
| NONE | | | |

District: 4

Federal Reserve Bank of Cleveland

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: 5**Federal Reserve Bank of Richmond****Filings received during the week ending October 24, 2015**

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|---------------------------------|--------------------|---|------------------------------|----------------|
| BB&T CORPORATION | * 3A5 | BB&T Corporation, Winston-Salem, North Carolina, to acquire 100% of the voting securities of National Penn Bancshares, Inc., Allentown, Pennsylvania, and thereby indirectly acquire National Penn Bank, Allentown, Pennsylvania. | Newspaper: | Not available |
| | | | Federal Register: | 10/30/2015 |
| BNC BANCORP | * 3A5 | BNC Bancorp, High Point, North Carolina, to acquire 100% of the voting securities of Southcoast Financial Corporation, Mount Pleasant, South Carolina, and thereby indirectly acquire Southcoast Community Bank, Mount Pleasant, South Carolina. | Newspaper: | Not available |
| | | | Federal Register: | 11/13/2015 |
| FRONTIER COMMUNITY BANK | * Branch | Frontier Community Bank, Waynesboro, Virginia, intends to open a new branch at 1013 Richmond Avenue, Staunton, Virginia. | Newspaper: | 10/26/2015 |
| | | | Federal Register: | Not applicable |
| PREMIER FINANCIAL BANCORP, INC. | * 3A5 | Premier Financial Bancorp, Inc., Huntington, West Virginia, has submitted an application to acquire First National Bankshares Corporation, Ronceverte, West Virginia, and thereby indirectly acquire its subsidiary First National Bank, Ronceverte, West Virginia. | Newspaper: | Not available |
| | | | Federal Register: | Not available |

District: 5

Federal Reserve Bank of Richmond

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: 6**Federal Reserve Bank of Atlanta****Filings received during the week ending October 24, 2015**

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|-------------------------|--------------------|---|---------------------------------|---------------------------------|
| CUMBERLAND BANCORP, INC | CIC | Anthony T. Moore, Allison T. Moore, both of Burns, Tennessee, and Southeastern Bancorp, Inc., Dickson, Tennessee, to retain 10 percent or more of the outstanding shares of Cumberland Bancorp, Inc., and its subsidiary, Cumberland Bank & Trust, both of Clarksville, Tennessee. | Newspaper: Federal Register: | Not available 10/15/2015 |
| FIRST FLORIDA BANK | * Branch | First Florida Bank, Destin, Florida, to establish a branch located at the intersection of U.S. highway 331-S and Lagrange Road, Freeport, Florida. | Newspaper: Federal Register: | Not available Not applicable |
| OCEAN BANKSHARES, INC. | CIC | After-the-fact notification filed by: 1) A. Alfonso Macedo, Adriana Macedo Moncayo, Olga E. Macedo, and Sandra Macedo Moncayo (the Macedo Family); 2) Javier Macedo Rodriguez, Belkis Macedo de Graterol, Candida Isabel Macedo Rodriguez, and Nelly Macedo Rodriguez (the Rodriguez Family); and 3) Ernesto de Abreu Gonzalez, Carmen Elena de Abreu, Mercedes Coromoto de Abreu Gonzalez, and Jose Alberto de Abreu Gonzalez (the Gonzalez Family) and the Macedo, Rodriguez, and Gonzalez Families' multiple related companies, partnerships, trusts, and trustees to maintain control of Ocean Bankshares, Inc. (Bankshares) and its subsidiary, Ocean Bank (Bank), both of Miami, Florida, pursuant to the Change in Bank Control Act of 1978. | Newspaper: Federal Register: | 08/27/2015 Not available |
| REGIONS BANK | * Branch | Regions Bank, Birmingham, Alabama, to establish a branch located at 6700 Nolensville Road, Brentwood, Tennessee, to be known as the Mill Creek Branch. | Newspaper: Federal Register: | 10/26/2015 Not applicable |

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.

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: 7

Federal Reserve Bank of Chicago

Filings received during the week ending October 24, 2015

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|--------------------------|--------------------|---|---------------------------------|---------------------------------|
| BAYLAKE BANK | * 18C * Branch | Baylake Bank, Sturgeon Bay, Wisconsin, to merge with Union State Bank. As a result of the merger, Baylake Bank, Sturgeon Bay, Wisconsin, will establish branch offices at 222 Ellis Street, Kewaunee, Wisconsin; 3223 Main Street, Green Bay, Wisconsin; 931 Maquette Drive, Kewaunee, Wisconsin; and, 2221 Lincoln Avenue, Two Rivers, Wisconsin. | Newspaper: Federal Register: | Not available Not applicable |
| CHEMICAL BANK | * Branch | Chemical Bank, Midland, Michigan applied to the Federal Reserve Board for permission to establish a mobile branch (courier service) that will serve business customers in the following counties: Alcona, Allegan, Alpena, Antrim, Arenac, Bay, Barry, Benzie, Berrien, Branch, Calhoun, Cass, Cheboygan, Charlevoix, Clare, Crawford, Emmet, Gladwin, Grand Traverse, Gratiot, Hillsdale, Huron, Ionia, Iosco, Isabella, Kalamazoo, Kalkaska, Kent, Lake, Leelanau, Manistee, Mason, Mecosta, Midland, Missaukee, Montcalm, Montmorency, Newaygo, Ogemaw, Osceola, Oscoda, Otsego, Ottawa, Presque Isle, Roscommon, Saginaw, Sanilac, Tuscola, Van Buren, and Wexford. | Newspaper: Federal Register: | Not available Not applicable |
| EASTER ENTERPRISES, INC. | CIC | Notice by Paul D. Easter, Des Moines, Iowa, individually, and the Easter Family Control Group, as a group acting in concert, to retain control of Easter Enterprises, Inc., Spencer, Iowa, and thereby indirectly retain control of Farmers Trust and Savings Bank, Spencer, Iowa. The Easter Family Control Group consists of Paul D. Easter, Des Moines, Iowa; Sandra Easter, Des Moines, Iowa; L. Donald Easter Trust, Des Moines, Iowa (Co-Trustees: Paul Easter, Jane Bahls, David Easter, and Martha Easter-Wells.); Estate of the Marian W. Easter Trust, Des Moines, IA (Paul Easter Executor); Jane Bahls, Rock Island, Illinois; David and Maud Easter, Delmar, New York; Martha Easter-Wells and Kriss Wells, LeClaire, Iowa; Ken Easter, Des Moines, Iowa; Jeremy Easter, West Des Moines, Iowa; Greg Easter, Minneapolis, Minnesota; Matt Easter, DPO, AP; Jeff Easter, San Francisco, California; Austin Wells, Mentor, OH and Linda Wells, Minneapolis, Minnesota; Jan Stump, West Des Moines, Iowa; Daniel Bahls, Springfield, Massachusetts; Timothy Bahls, Madison, Wisconsin; and Angela Cummins, Tucson, Arizona. | Newspaper: Federal Register: | Not available 10/22/2015 |

* Subject to the provisions of the Community Reinvestment Act

District: 7

Federal Reserve Bank of Chicago

Filings received during the week ending October 24, 2015

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|--------------------------------|----------------------------|--|---------------------------------|---------------------------------|
| FFW CORPORATION | * 3A1 | FFW Corporation, Wabash, Indiana, to become a Bank Holding Company following the conversion of its subsidiary bank, Crossroads Bank, Wabash, Indiana, from a federal savings bank to an Indiana state chartered Commercial Bank. | Newspaper: Federal Register: | Not available Not available |
| FIRST INDEPENDENCE CORPORATION | CIC | Proposal by the Donald Davis Living Trust, West Bloomfield Township, Michigan, and Kenneth Kelly as trustee, McDonough, Georgia, to acquire control of 25 percent or more of the voting shares of First Independence Corporation, and thereby to indirectly acquire control of First Independence Bank, both of Detroit, Michigan. | Newspaper: Federal Register: | Not available 10/15/2015 |
| FIRST MERCHANTS CORPORATION | * 3A5 | First Merchants Corporation, Muncie, Indiana, to acquire via merger 100 percent of Ameriana Bancorp, New Castle, Indiana, and thereby indirectly acquire Ameriana Bank, New Castle, Indiana. | Newspaper: Federal Register: | Not available 11/02/2015 |
| FIRST MIDWEST BANCORP, INC. | * 3A5 * 18C * Branch | First Midwest Bancorp, Inc., Itasca, Illinois, to acquire Peoples Bancorp, Inc., Arlington Heights, Illinois and thereby indirectly acquire The Peoples Bank of Arlington Heights, Illinois and the related merger proposal pursuant to section 18c of the Federal Deposit Insurance Act and section 9 of the Federal Reserve Act, by First Midwest Bank, Itasca, Illinois to merge with The Peoples Bank of Arlington Heights, Arlington Heights, Illinois ("TPB") and to establish two branches at the current locations of TPB. | Newspaper: Federal Register: | Not available 10/30/2015 |
| FORT MADISON FINANCIAL COMPANY | * 3A3 | Fort Madison Financial Company, Fort Madison, Iowa, to acquire 100 percent of Keokuk Savings Bank & Trust Company, Keokuk, Iowa. | Newspaper: Federal Register: | Not available Not available |
| GNB BANK | * 18C * Branch | GNB Bank, Grundy Center, Iowa, to merge with its sister bank, Ackley State Bank, Ackley, Iowa. As a result of the merger, all locations of Ackley State Bank will become branches of GNB Bank. | Newspaper: Federal Register: | Not available Not applicable |
| LEVEL ONE BANCORP, INC. | CIC | Notice by James L. Bellinson, Bloomfield Township, MI, Eric Todd, York Township, MI, Neil Glaser, Brooklyn, NY, and Susan Bellinson, City Island, NY, as a group acting in concert, to acquire control of 10 percent or more of the voting shares of Level One Bancorp, Inc., and thereby indirectly acquire control of Level One Bank, both of Farmington Hills, MI | Newspaper: Federal Register: | Not available 10/27/2015 |

Federal Reserve Bank of Chicago

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: 8**Federal Reserve Bank of St. Louis****Filings received during the week ending October 24, 2015**

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|------------------------------|--------------------|--|------------------------------|----------------|
| FIRST ILLINOIS BANCORP, INC | * 3A5 | First Illinois Bancorp, Inc., East Saint Louis, Illinois, request to become a bank holding company by acquiring 100 percent of control of Concord Bancshares, Inc. and Concord Bank both of Saint Louis, Missouri. | Newspaper: | 11/20/2015 |
| | | | Federal Register: | Not available |
| FIRST NATIONAL BANCORP, INC. | * 3A3 | First National Bancorp, Inc., Green Forest, Arkansas request approval to acquire 100 percent of the voting shares of Twin Lakes Community Bank, Flippin, Arkansas. | Newspaper: | 11/21/2015 |
| | | | Federal Register: | Not available |
| LINCOLN COUNTY BANCORP, INC. | * 3A3 | Lincoln County Bancorp, Inc., Troy, Missouri, to acquire 48.61 percent of New Frontier Bancshares, Inc., Saint Charles, Missouri, and thereby indirectly acquire New Frontier Bank, Saint Charles, Missouri. | Newspaper: | 11/27/2015 |
| | | | Federal Register: | 11/20/2015 |
| LINDELL BANK & TRUST COMPANY | * 18C * Branch | Lindell Bank & Trust Company, St. Louis, Missouri, to merge with Concord Bank, St. Louis, Missouri, and to retain the acquired facility as a branch office. | Newspaper: | 11/20/2015 |
| | | | Federal Register: | Not applicable |

District: 8

Federal Reserve Bank of St. Louis

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: 9

Federal Reserve Bank of Minneapolis

Filings received during the week ending October 24, 2015

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|---|--------------------|---|------------------------------|---------------|
| FIDELITY HOLDING COMPAN | CIC | Change in Control Notice by the 2015 Grandchildren's Fidelity Trust under Agreement dated February 24, 2015, Paul Bennett Lewis and Russell Craig Flom as co-trustees, of the "Grandchildren's Fidelity Trust", to acquire 25 percent or more of the shares of Fidelity Holding Company, Minnetonka, Minnesota, and thereby indirectly gain control of Fidelity Bank, Edina, Minnesota. | Newspaper: | Not available |
| | | | Federal Register: | 11/12/2015 |
| HAMBURG FINANCIAL, INC. | CIC | Change in Control notice by HCR Trust U/A dated August 14, 1986, as amended, Excelsior, Minnesota, Beth Ann Brackett, Excelsior, Minnesota, Trustee, Michael M. Reget, Plymouth, Minnesota, Trustee, and Thomas Kaliher, Waconia, Minnesota, Trustee, to retain 25 percent or more of the shares of Hamburg Financial, Inc., Excelsior, Minnesota, and thereby indirectly retain control of State Bank of Hamburg, Hamburg, Minnesota. | Newspaper: | Not available |
| | | | Federal Register: | 11/03/2015 |
| LIBERTY FINANCIAL SERVICE OF ST. CLOUD, INC. | * 3A1 Member | Liberty Financial Services of Saint Cloud, Inc., Saint Cloud, Minnesota, to become a bank holding company by converting its wholly-owned subsidiary, Liberty Savings Bank, FSB, Saint Cloud, Minnesota, from a federal savings bank to a Minnesota state-chartered bank to be known as Liberty Bank Minnesota. In addition, Liberty Financial Services of Saint Cloud, Inc., Saint Cloud, Minnesota elects to be a financial holding company. Also, Liberty Savings Bank, FSB, Saint Cloud, Minnesota, to be known as Liberty Bank Minnesota, seeks to become a member of the Federal Reserve System. | Newspaper: | 11/09/2015 |
| | | | Federal Register: | 11/06/2015 |
| POE INVESTMENT COMPANY | CIC | Change in Control notice by HCR Trust U/A dated August 14, 1986, as amended, Excelsior, Minnesota, Beth Ann Brackett, Excelsior, Minnesota, Trustee, Michael M. Reget, Plymouth, Minnesota, Trustee, and Thomas Kaliher, Waconia, Minnesota, Trustee, to retain 25 percent or more of the shares of Poe Investment Company, Excelsior, Minnesota, and thereby indirectly retain control of Farmers and Merchants State Bank of Sacred Heart, Sacred Heart, Minnesota. | Newspaper: | Not available |
| | | | Federal Register: | 11/03/2015 |
| WALKER BAN CO. | CIC | Change in Control Notice by Michael J. Elsenpeter, Walker, Minnesota, to individually acquire control of Walker Ban Co., Walker, Minnesota, and thereby indirectly gain control of First National Bank North, Walker, Minnesota. | Newspaper: | Not available |
| | | | Federal Register: | Not available |

District: 9

Federal Reserve Bank of Minneapolis

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: 10**Federal Reserve Bank of Kansas City****Filings received during the week ending October 24, 2015**

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|---|--------------------|--|---------------------------------|--------------------------------|
| CARROLL COUNTY BANCSHARES, INC. | * 3A3 | Carroll County Bancshares, Inc., Carrollton, Missouri, to acquire up to 24.99 percent of the voting shares of Adams Dairy Bancshares, Inc., Blue Springs, Missouri, and thereby indirectly acquire Adams Dairy Bank, Blue Springs, Missouri. | Newspaper: Federal Register: | Not available Not available |
| CB BANCSHARES CORP | CIC | CB Bancshares Trust and Suresh Ramamurthi, as trustee, both in Topeka, Kansas, to acquire control of CB Bancshares Corp, parent of CBW Bank, both in Weir, Kansas. | Newspaper: Federal Register: | 10/20/2015 10/14/2015 |
| CORNERSTONE ALLIANCE, LTD. | CIC | Notice submitted by Howard Errol Snyder, Arlee, Montana, to acquire control of Cornerstone Alliance, Ltd., parent of CornerBank, both in Winfield, Kansas. | Newspaper: Federal Register: | Not available Not available |
| DONIPHAN BANCSHARES, INC | CIC | Notification submitted by Steven L. Anderson and L.F. Anderson, both of Hastings, Nebraska, and Linda K. Anderson, Rochester, Minnesota, to acquire control of Doniphan Bancshares, Inc., Doniphan, Nebraska, parent of the Bank of Doniphan, Doniphan, Nebraska. | Newspaper: Federal Register: | Not available 10/28/2015 |
| DONIPHAN BANCSHARES, INC | CIC | Notification submitted by Kenneth S. Turner and Steven R. Turner, both of Trumbull, Nebraska, and Dennis E. Turner, Hastings, Nebraska, to acquire control of Doniphan Bancshares, Inc., Doniphan, Nebraska, parent of the Bank of Doniphan, Doniphan, Nebraska. | Newspaper: Federal Register: | Not available 10/28/2015 |
| FARMERS EXCHANGE BANCORPORATION, INC. | * 3A3 | Farmers Exchange Bancorporation, Inc., Cherokee, Oklahoma, to acquire 100 percent of the voting shares of The First National Bank of Nash, Nash, Oklahoma. | Newspaper: Federal Register: | Not available 11/19/2015 |
| FIRST NATIONAL BANCSHARES CORPORATION OF FREDONIA | CIC | Notification submitted by the Franklin D. Gaines Wife's Trust and Beverly J. Tipton, individually and as trustee, both of Fredonia, Kansas; and Betheny L. Winkler, Santa Fe, New Mexico, and Michael D. Jeffers, Fredonia, Kansas, as trustees; to acquire control of First National Bancshares Corporation of Fredonia, parent of First National Bank in Fredonia, both of Fredonia, Kansas. | Newspaper: Federal Register: | Not available 11/09/2015 |

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 October 24, 2015

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|---------------------------------------|--------------------|---|---------------------------------|---------------------------------|
| CENTRABANC CORPORATION | CIC | Prior Notice by Thomas George Chase, Jr., Waco, Texas, to acquire and control 14.29 percent or more of CentraBanc Corporation, Waco, Texas, and indirectly Central National Bank, Waco, Texas. | Newspaper: Federal Register: | 10/05/2015 10/15/2015 |
| COMMUNITY BANK HOLDING OF TEXAS, INC. | * 3A3 | Community Bank Holdings of Texas, Inc., Corsicana, Texas, to acquire 100 percent of StarBanc Holding Company, Fort Worth, Texas, and indirectly, Star Bank of Texas, Fort Worth, Texas. | Newspaper: Federal Register: | Not available Not available |
| FIRST ELDORADO BANCSHARES, INC. | CIC | Prior notice by Mary Ann Blaylock, Midland, Texas, individually and Martha Sue Oliver, San Angelo, Texas, individually and as trustee of the Maxine Page 2015 Bank Stock Trust and the James Page Trust, to acquire 10 percent or more of First Eldorado Bancshares, Inc., Eldorado, Texas, and therefore indirectly, The First National Bank of Eldorado, Eldorado, Texas. | Newspaper: Federal Register: | 11/04/2015 11/05/2015 |
| JLL ASSOCIATES G. P. FCH, L.L.C. | * 3A3 | JLL Associates G.P. FCH, LLC; JLL Associates FCH, L.P.; JLL Partners Fund FCH, L.P.; and JLL/FCH Holdings I, LLC, all of New York, New York, to acquire Pioneer Bancshares, Inc., and indirectly, Pioneer Bank SSB, both of Dripping Springs, Texas. | Newspaper: Federal Register: | Not available 11/13/2015 |
| RELATIONSHIP FINANCIAL CORPORATION | CIC | Kent Steven McKinney and Janet Martin McKinney, as trustees of the McKinney Living Revocable Trust u/a/d 8/3/99, all of Kerrville, Texas, individually, and together with the trust constituting a "McKinney Family Control Group", to acquire control of Relationship Financial Corporation, and therefore indirectly, Guadalupe National Bank, both of Kerrville, Texas. | Newspaper: Federal Register: | Not available 10/29/2015 |
| WELLINGTON STATE BANK | * 18C * Branch | Wellington State Bank, Wellington, Texas, to acquire by merger, Security State Bank, Littlefield, Texas, and establish three branches at 501 Phelps Avenue, Littlefield, Texas 79339; 7801 Quaker Avenue, Lubbock, Texas 79424; and, 816 Main Street, Olton, Texas 79064. | Newspaper: Federal Register: | Not available Not applicable |
| WSB BANCSHARES, INC. | * 3A3 | WSB Bancshares, Inc., Wellington, Texas, to acquire 100 percent of the voting and non-voting common stock of XIT Bancshares, Inc., Littlefield, Texas, and therefore, indirectly Security State Bank, Littlefield, Texas. | Newspaper: Federal Register: | 11/06/2015 11/16/2015 |

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

District: 12**Federal Reserve Bank of San Francisco****Filings received during the week ending October 24, 2015**

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|-------------------------------|----------------------------|---|---------------------------------|----------------------------------|
| Community 1st Bancorp | 3A1 | Community 1st Bancorp, to become a bank holding company by acquiring 100 percent of Community 1st Bank, both of Auburn, California. | Newspaper: Federal Register: | Not applicable Not applicable |
| NHB HOLDINGS, INC. | CIC | Brink Investments, Christina Ann Fink, Orlando, Florida, Robert Thomas Fink, Fayetteville, Arkansas, and Timothy Russell Brose, St. Petersburg, Florida, for approval to retain over 10 percent of the voting shares of NHB Holdings, Inc., which owns Proficio Bank, both of Cottonwood Heights, Utah. | Newspaper: Federal Register: | 07/15/2014 Not available |
| OAK VALLEY COMMUNITY BANK | * 18C * Branch | Oak Valley Community Bank, Oakdale, California, to merge Mother Lode Bank, Sonora, California, with and into Oak Valley Community Bank, Oakdale, California, with Oak Valley Community Bank being the surviving Bank; and thereby acquire two branch offices of Mother Lode Bank, Sonora, California. | Newspaper: Federal Register: | Not available Not applicable |
| PACIFIC PREMIER BANCORP, INC. | * 3A3 * 18C * Branch | Pacific Premier Bancorp, Inc., Irvine, California, to acquire via merger Security California Bancorp, and thereby indirectly acquire Security Bank of California, both of Riverside, California; 2)Pacific Premier Bank, Irvine, California, to merge with Security Bank of California, Riverside, California; and 3)Pacific Premier Bank, Irvine, California, to acquire six branch offices of Security Bank of California, Riverside, California. | Newspaper: Federal Register: | Not available 11/09/2015 |

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.

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