
Federal Reserve Release



H.2

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

No. 47

Week Ending November 23, 2002

Bank Holding Companies

Citigroup Inc., New York, New York -- commenters' requests for reconsideration of the Board's approval of the application to acquire Golden State Bancorp, San Francisco, California, and California Federal Bank.
- Denied, November 21, 2002

Securities Regulation

Working Group on Government Securities Clearance and Settlement -- to establish a working group of market participants and members of the staff of the Board, Treasury Department, and Securities and Exchange Commission to recommend steps to mitigate risks in the clearing and settlement process for U.S. government securities.
- Approved, November 19, 2002

Enforcement

Deutsche Bank, AG, New York, New York -- order of prohibition against Eduardo Del Rio, a former employee and institution-affiliated party.
- Announced, November 22, 2002

H.2 Actions under delegated authority

November 17, 2002 to November 23, 2002

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
OSDM Office of Staff Director for Management

Bank Branches, Domestic

Richmond

Allfirst Bank, Baltimore, Maryland -- to establish branches at Route 23 and Heritage Drive, Morgantown, Pennsylvania; the southeast corner of Stoke Park Road and Wegmans Drive, Hanover Township, Bethlehem; and the intersection of Reston and New Dominion Parkways, Reston, Virginia.
- Approved, November 22, 2002

St. Louis

Arvest Bank, Fayetteville, Arkansas -- to establish a branch at 110 South Rockwood Road, Suite 2, Cabot.
- Approved, November 21, 2002

Atlanta

Compass Bank, Birmingham, Alabama -- to establish branches at 4115 East Colfax Avenue, Denver, Colorado; North Dysart and West Indian School Roads, Litchfield Park, Arizona; and North Alma School and West Elliot Roads, Chandler.
- Approved, November 18, 2002

Cleveland

Fifth Third Bank, Grand Rapids, Michigan -- to establish a branch at 1114 North Mission Street, Mt. Pleasant.
- Approved, November 18, 2002

Cleveland

Fifth Third Bank, Indiana, Indianapolis, Indiana -- to establish a branch at 12626 U.S. 41, Evansville.
- Approved, November 22, 2002

Kansas City

First American Bank and Trust Company, Purcell, Oklahoma -- to establish a branch at 570 24th Avenue Northwest, Norman.
- Approved, November 18, 2002

Bank Branches, Domestic

Atlanta

First Community Bank, Debary, Florida -- to establish a branch at 450 North McDonald Avenue, Deland.

- Approved, November 21, 2002

Kansas City

SpiritBank, Tulsa, Oklahoma -- to establish a mobile branch to provide service at 9618 South Memorial Drive.

- Approved, November 21, 2002

Secretary

SunTrust Bank, Atlanta, Georgia -- to establish a branch at 405 Manning Road East, Accokeek, Maryland.

- Approved, November 18, 2002

Chicago

Washington State Bank, Washington, Iowa -- to establish branches at 1203 East Washington Street and 1015 South Iowa Street.

- Approved, November 18, 2002

Bank Holding Companies

Kansas City

Commerce Bancorp, Inc., Duncan, Oklahoma -- to become a bank holding company through the acquisition of Bank of Commerce, a de novo bank.

- Approved, November 20, 2002

Kansas City

Community Bankshares, Inc., Greenwood Village, Colorado -- to acquire Community Banks of Tracy, Tracy, California.

- Approved, November 22, 2002

St. Louis

Farmers Bancorp Inc., Blytheville, Arkansas, and Farmers Bank and Trust Company -- to acquire First State Bank, Kenton, Tennessee; and for Farmers Bank and Trust Company to merge with First State Bank and retain the facility as a branch.

- Approved, November 21, 2002

Bank Holding Companies

San Francisco

First Financial Holding Company, Ltd., Taipei, Taiwan, and Bank of Taiwan -- to become a bank holding company through the acquisition of First Commercial Bank Co., Ltd., Taipei, and thereby indirectly acquire First Commercial Bank (USA), Alhambra, California; and for Bank of Taiwan to acquire shares of First Financial Holding Co., Ltd., and thereby indirectly acquire First Commercial Bank (USA).

- Approved, November 19, 2002

Chicago

Mahaska Investment Company ESOP, Oskaloosa, Iowa -- to acquire Belle Plaine Service Corporation, Belle Plaine, and thereby indirectly acquire Citizens Bank and Trust Company, Hudson.

- Approved, November 21, 2002

Chicago

Midwest Banc Holdings, Inc., Melrose Park, Illinois -- to merge with Big Foot Financial Corporation, Long Grove, and thereby indirectly acquire Fairfield Savings Bank, F.S.B. and operate a savings association; and for Midwest Banc Holdings' subsidiary, Midwest Bank and Trust Company, to merge with Big Foot Financial Corporation's subsidiary, Fairfield Savings Bank, F.S.B., and thereby to establish branches

- Approved, November 21, 2002

New York

NSB Holding Corp., Staten Island, New York, a mutual holding company, and Northfield Holdings Corp., a de novo company -- to acquire Liberty Bank, Avenel, New Jersey, a federal savings bank, and Liberty Bancorp MHC through the mergers of Liberty Bancorp MHC with Northfield Holdings Corp.; Liberty Bank with Northfield Savings Bank; and Liberty Bancorp MHC with NSB Holding Corp.

- Approved, November 21, 2002

Atlanta

Resource Bankshares, Inc., Mandeville, Louisiana -- waiver of a commitment.

- Returned, November 19, 2002

Bank Holding Companies

Chicago

River Valley Bancorp, Inc., Davenport, Iowa -- to acquire State Bank of Seaton, Seaton, Illinois.

- Approved, November 20, 2002

St. Louis

Sun Financial Corporation, Saint Peters, Missouri -- to acquire shares of The Quad County State Bank, Viburnum.

- Approved, November 19, 2002

Minneapolis

TCF Financial Corporation, Wayzata, Minnesota -- to acquire additional shares of MainStreet BankShares, Inc., Martinsville, Virginia.

- Approved, November 21, 2002

Bank Mergers

Kansas City

Peoples National Bank & Trust, Ottawa, Kansas -- to reorganize certain subsidiary banks of its parent holding company, Winter Trust of 12/3/74, through the following transactions: to convert Peoples National Bank & Trust to a state charter bank, known as Peoples Bank, and to become a member of the Federal Reserve System; to acquire by merger Peoples Bank, Taos, New Mexico; to purchase certain assets and assume certain liabilities of branches of Peoples Bank, Overland Park, Kansas, at 13180 Metcalf Avenue; 7810 West 151st Street; 7404 West 199th Street, Stilwell; 212 South Broadway, Louisburg; 29 West Wea Street, Paola; 2220 Harper, Suite A, Lawrence; and 4831 West Sixth Street; and to relocate its main office to Lawrence and operate a branch at 434 South Main Street, Ottawa, the former location of its main office.

- Approved, November 22, 2002

Banks, State Member

Director, BS&R

SunTrust Bank, Atlanta, Georgia -- exemption from section 23A to acquire Premium Assignment Corporation, Tallahassee, Florida.

- Granted, November 20, 2002

Change In Bank Control

Chicago

- Centre I Bancorp, Inc., Beloit, Wisconsin -- change in bank control.
- Permitted, November 22, 2002

Atlanta

- People's Community Bancshares, Inc., Sarasota, Florida -- change in bank control.
- Withdrawn, November 21, 2002

Competitive Factors Reports

Boston

- Acadia Trust, National Association, Portland, Maine -- report on competitive factors of the proposed merger with Trust Company of Maine, Inc., Bangor.
- Submitted, November 18, 2002

Dallas

- American National Bank, Gonzales, Texas -- report on competitive factors of the proposed acquisition of the Gonzales branch of Guaranty Bank, Dallas.
- Submitted, November 22, 2002

Secretary

- Bath National Bank, Bath, New York -- report on competitive factors of the proposed purchase of certain assets and acquisition of certain liabilities of the Elmira and Elmira Heights branches of BSB Bank & Trust Company, Binghamton.
- Submitted, November 19, 2002

Chicago

- Capstone Bank, National Association, Watseka, Illinois -- report on competitive factors of the proposed purchase of the Hoopeston branch of Kankakee Federal Savings Bank, Kankakee.
- Submitted, November 18, 2002

Chicago

- Dunlap Bank, Dunlap, Illinois -- report on competitive factors of the proposed merger with DB Interim Bank.
- Submitted, November 18, 2002

Competitive Factors Reports

Secretary

Elk Horn Bank and Trust Company, Arkadelphia, Arkansas -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of the Malvern and Arkadelphia branches of Superior Bank, Fort Smith.
- Submitted, November 19, 2002

Cleveland

Eureka Bank, Pittsburgh, Pennsylvania -- report on competitive factors of the proposed merger of Eureka Interim Savings Bank with Eureka Bank.
- Submitted, November 22, 2002

Dallas

The Farmers National Bank of Seymour, Seymour, Texas -- report on competitive factors of the proposed acquisition of the Childress branch of First National Bank, Borger.
- Submitted, November 21, 2002

Cleveland

Fifth Third Bank, Cincinnati, Ohio -- report on competitive factors of the proposed merger with USB, Inc., Milwaukee, Wisconsin.
- Submitted, November 22, 2002

Dallas

Friona State Bank, National Association, Friona, Texas -- report on competitive factors of the proposed acquisition of the Vega branch of First National Bank, Borger.
- Submitted, November 22, 2002

Kansas City

Great Western Bank, Omaha, Nebraska -- report on competitive factors of the proposed merger with Peoples Bank, Overland Park, Kansas.
- Submitted, November 20, 2002

Chicago

Heritage Bank, National Association, Holstein, Iowa -- report on competitive factors of the proposed merger with Interim National Bank of Holstein.
- Submitted, November 18, 2002

Competitive Factors Reports

Dallas

The Jacksboro National Bank, Jacksboro, Texas -- report on competitive factors of the proposed merger with JNB Merger Corporation, an interim corporation.

- Submitted, November 22, 2002

Philadelphia

Lehman Brothers Bank, FSB, Wilmington, Delaware -- report on competitive factors of the proposed acquisition of certain certificate of deposit portfolios from Household Bank, FSB, Wood Dale, Illinois.

- Submitted, November 20, 2002

Chicago

Macatawa Bank, Zeeland, Michigan -- report on competitive factors of the proposed merger with Grand Bank, Grand Rapids.

- Submitted, November 18, 2002

Chicago

MetroBank, Indianapolis, Indiana -- report on competitive factors of the proposed merger with First Indiana Bank, National Association.

- Submitted, November 18, 2002

Kansas City

North American Savings Bank, FSB, Grandview, Missouri -- report on competitive factors of the proposed merger with Community Bank of Excelsior Springs, Excelsior Springs.

- Submitted, November 20, 2002

New York

Northfield Savings Bank, Staten Island, New York -- report on competitive factors of the proposed merger with Liberty Bank, Avenel, New Jersey.

- Submitted, November 21, 2002

Dallas

Prosperity Bank, El Campo, Texas -- report on competitive factors of the proposed merger with Bank of the Southwest of Dallas, Dallas.

- Submitted, November 20, 2002

Competitive Factors Reports

Cleveland

The Second National Bank of Warren, Warren, Ohio -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of the Howland branch of Metropolitan National Bank, Youngstown.
- Submitted, November 22, 2002

St. Louis

State Bank & Trust Company, Cleveland, Mississippi -- report on competitive factors of the proposed merger with Mississippi Southern Bank, Port Gibson.
- Submitted, November 21, 2002

Chicago

State Bank of Seaton, Seaton, Illinois -- report on competitive factors of the proposed merger with Seaton Interim Bank.
- Submitted, November 20, 2002

Chicago

U.S. Bank, National Association, Cincinnati, Ohio -- report on competitive factors of the proposed merger with Boulevard Technical Services, Incorporated, Chicago, Illinois.
- Submitted, November 18, 2002

Chicago

Union Bank of Arizona, National Association, Gilbert, Arizona -- report on competitive factors of the proposed merger with First Community National Bank, Corning, Iowa.
- Submitted, November 18, 2002

Kansas City

Washita State Bank, Burns Flat, Oklahoma -- report on competitive factors of the proposed merger with Washita Bancshares, Inc.
- Submitted, November 20, 2002

Kansas City

Western Union Bank, Englewood, Colorado -- report on competitive factors of the proposed merger with First Financial Bank, Atlanta, Georgia.
- Submitted, November 20, 2002

Extensions Of Time

Boston

- Port Financial Corp, Brighton, Massachusetts -- extension to January 23, 2003, to increase its ownership interest in Cambridge Bancorp, Cambridge.
- Granted, November 22, 2002

Financial Holding Companies

Director, BS&R

- Barclays PLC, London, England, and Barclays Bank PLC -- elections to be treated as financial holding companies.
- Effective, November 22, 2002

Membership

San Francisco

- Central California Bank, Sonoma, California -- to become a member of the Federal Reserve System.
- Approved, November 20, 2002

District 1

Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, November 23, 2002

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4(c)(8)	Putnam Bancorp MHC, Inc. and PSB Holdings, Inc., both of Putnam, Connecticut - to become mutual and stock holding companies, respectively, through the reorganization of Putnam Savings Bank, Putnam, Connecticut	Newspaper - 12/09/2002 Fed Reg - 12/16/2002

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section IV – Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>
None	

Section V – 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.

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for First Quarter of 2003

<i>Institution</i>	<i>Location</i>
State Street Bank and Trust Company	Boston, Massachusetts

The inclusion on the list of institutions that are scheduled to undergo CRA examinations in the next calendar quarter is not determinative of whether the institution will be examined in that quarter. Reserve Banks may need to defer a planned examination or conduct an unforeseen examination because of scheduling difficulties or other circumstances.

District 2

Federal Reserve Bank of New York

Applications and notifications filed during the week ending Saturday, November 23, 2002

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Tioga State Bank, Spencer, New York, to establish a branch office at 1250 Vestal Parkway East, Spencer, New York.	Newspaper – 12/04/2002

Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3a1, 4c8	Danran Holdings Ltd., Shamdar Holdings Ltd., Elran (D.D.) Investments Ltd. and Elran (D.D.) Holdings Ltd., all of Tel Aviv, Israel, to become bank holding companies by acquiring indirect control of Signature Bank, New York, New York.	Newspaper – 12/14/2002

* Subject to the Community Reinvestment Act.

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section IV – Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>
None	

Section V – 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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<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for

Quarter of

<i>Institution</i>	<i>Location</i>
None	

District 3

Federal Reserve Bank of Philadelphia

Applications and notifications filed during the week ending Saturday, November 23, 2002

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(3)	Commerce Bancorp, Inc., Cherry Hill, NJ, to acquire up to 8% of the voting shares of TheBancorp.com, Inc., Wilmington, DE.	Newspaper - N/Avail Fed. Reg. - N/Avail

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section IV – Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>
None	

Section V – 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

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NI = Needs to improve

SN = Substantial noncompliance

The following state member banks have been examined and their CRA public evaluations are now available.

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for First Quarter of 2003

<i>Institution</i>	<i>Location</i>
Landmark Community Bank	Pittston, PA
New Century Bank	Phoenixville, PA
Community Bank & Trust Company	Clarks Summit, PA

The inclusion on the list of institutions that are scheduled to undergo CRA examinations in the next calendar quarter is not determinative of whether the institution will be examined in that quarter. Reserve Banks may need to defer a planned examination or conduct an unforeseen examination because of scheduling difficulties or other circumstances.

District 4

Federal Reserve Bank of Cleveland

Applications and notifications filed during the week ending Saturday, November 23, 2002

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Application by Fifth Third Bank, Cincinnati, OH to establish a branch at 612 South Burnett Road, Springfield, OH.*	Newspaper - 11/13/2002

* Subject to the provisions of the Community Reinvestment Act.

Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section IV – Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>
Membership	Application by Community Trust Bank, Inc., Pikeville, KY to become a member of the Federal Reserve System (converting from a national bank fka Community Trust Bank, N.A., Pikeville, KY)

Section V – 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:

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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.

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for First Quarter of 2003

<i>Institution</i>	<i>Location</i>
Minster Bank	95 West 4 th Street, Minster, OH 45865
The Custar State Bank	22973 Defiance Pike, Custar, OH 43511
Croghan Colonial Bank	323 Croghan Street, Fremont, OH 43420
The Commercial and Savings Bank of Millersburg	6 West Jackson Street, Millersburg, OH 44654-1302
Buckeye Community Bank	105 Sheffield Center, Lorain, OH 44055
North Valley Bank	2775 Maysville Pike, Zanesville, OH 43701

District 5

Federal Reserve Bank of Richmond

Applications and notifications filed during the week ending Saturday, November 23, 2002

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	The Marathon Bank, Winchester, Virginia, to establish branches at 1725 North Shenandoah Avenue, Front Royal, Virginia, and 199 Front Royal Pike, Winchester, Virginia.*	Newspaper - 12/02/2002
Branch	Farmers Bank, Windsor, Virginia, to establish a branch at the intersection of Godwin Boulevard (Route 10) and Hillpoint Boulevard North, Suffolk, Virginia.*	Newspaper - 12/03/2002
Branch	Southern Financial Bank, Warrenton, Virginia, to establish a branch at 2208 Ivy Road, Charlottesville, Virginia.*	Newspaper - 12/06/2002

*Subject to the provisions of the Community Reinvestment Act.

Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4(c)(8)	BB&T Corporation, Winston-Salem, North Carolina, to acquire up to 19.99% of the voting shares of Equitable Bank, Wheaton, Maryland.*	Fed Reg - 12/20/2002 Newspaper - 12/14/2002

*Subject to the provisions of the Community Reinvestment Act.

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section IV – Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>
None	

Section V – Availability of CRA public evaluations

The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

The CRA requires that each depository institution's record in helping meet the credit needs of its entire community be evaluated periodically. That record is taken into account in considering an institution's application for deposit facilities.

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Federal bank regulators use the following performance levels to rate an institution's performance under CRA:

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SN = Substantial noncompliance

The following state member banks have been examined and their CRA public evaluations are now available.

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for Quarter of

<i>Institution</i>	<i>Location</i>
None	

District 6

Federal Reserve Bank of Atlanta

Applications and notifications filed during the week ending Saturday, November 23, 2002

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Capital City Bank, Tallahassee, Florida, to establish a branch located at 10290 Regency Park Boulevard, Port Richey, Florida.*	Newspaper-11/30/2002
Branch	SouthTrust Bank, Birmingham, Alabama, to establish a branch located at 2310 Dallas Highway, Marietta, Georgia, to be known as the West Cobb Branch.*	Newspaper-11/23/2002

*Subject to provisions of the Community Reinvestment Act

Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
CIC	Community Bank of South Florida, Inc., Homestead, Florida, after-the-fact notification filed by Mr. George H. Eicher, Mrs. Mary Ethel Eicher, and Mr. George P. Eicher, to collectively retain 10.33 percent of the outstanding shares of Community Bank of South Florida, Inc., and its subsidiary, Community Bank of Florida, both Homestead, Florida.	Newspaper-N/Avail Fed Reg-12/13/2002
3(a)(1)	Neighbors Bancshares, Inc., Roswell, Georgia, to become a bank holding company by acquiring Neighbors Bank, Roswell, Georgia (in organization).*	Newspaper-12/13/2002 Fed Reg-12/13/2002
3(a)(5)	Synovus Financial Corporation, Columbus, Georgia, to merge with FNB Newton Bankshares, Inc., and thereby acquire its subsidiary, First Nation Bank, both of Covington, Georgia.*	Newspaper-12/14/2002 Fed Reg-12/09/2002

*Subject to provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section IV – Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>
Member	The Citizens Bank of Cochran, Cochran, Georgia, to become a member of the Federal Reserve System.

Section V – 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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					<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for **Quarter of**

<i>Institution</i>	<i>Location</i>
None	

District 7

Federal Reserve Bank of Chicago

Applications and notifications filed during the week ending Saturday, November 23, 2002

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	American Trust & Savings Bank, Dubuque, Iowa, to establish a branch at the corner of Old Farley Road and Pleasant Grove Road, Farley, Iowa.*	Newspaper – 12/05/2002
18C & Branches	M&I Marshall & Ilsley Bank, Milwaukee, Wisconsin, to merge with Southwest Bank of Phoenix, Phoenix, Arizona and thereby to establish a branch at 2222 East Camelback Road, Phoenix, Arizona.*	Newspaper – N/Avail

* Subject to the provisions of the Community Reinvestment Act

Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
CIC	Notice by Mark Charles Hewitt, Ventura, Iowa, to increase his ownership in Arneson Bancshares, Inc., Clear Lake, Iowa, from 19.71 percent to 43.21 percent.	Fed Reg – N/Avail Newspaper – N/Avail
3(a)(3)	FBOP Corporation, Oak Park, Illinois, to acquire an additional 50 percent for a total ownership of 100 percent of the voting shares of PNB Financial Corp., Chicago, Illinois, and thereby indirectly acquire Park National Bank and Trust of Chicago, Chicago, Illinois.*	Fed Reg – 12/23/2002 Newspaper – 12/20/2002
3(a)(3)	Herky Hawk Financial Corp., Monticello, Iowa, to acquire 100 percent of Munter Agency, Inc., Strawberry Point, Iowa, and thereby indirectly acquire Union Bank & Trust Company, Strawberry Point, Iowa.*	Fed Reg – 11/22/2002 Newspaper – 11/23/2002
3(a)(3)	Prairieland Employee Stock Ownership Plan, Bushnell, Illinois, to increase its ownership of Prairieland Bancorp, Inc., Bushnell, Illinois, from 44.73 percent to 49.77 percent, and thereby indirectly acquire Farmers and Merchants State Bank, Bushnell, Illinois.*	Fed Reg – 12/13/2002 Newspaper – 12/16/2002

* Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section IV – Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>
Other	First Bank & Trust Co., Glidden, Iowa, to voluntarily withdraw from membership in the Federal Reserve System.
Membership	InvestorsBank, Pewaukee, Wisconsin, to become a member of the Federal Reserve System.
Membership	Knisely National Bank of Butler, Butler, Indiana, to become a member of the Federal Reserve System.

Section V – 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.

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
897545	Parish Bank & Trust Company 29 Dixie Hwy P.O. Box 228 Mokena, Illinois 60954 (815) 472-2676	07/01/2002	11/21/2002	S		X

Section VI – CRA examinations scheduled for**Quarter of**

*Institution**Location*

None

District 8

Federal Reserve Bank of St. Louis

Applications and notifications filed during the week ending Saturday, November 23, 2002

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
CIC	Notice by the Magers Family Control Group consisting of 1) William G. Magers, Springfield, Missouri 2) William Bryan Magers, Springfield, Missouri 3) Randall Wood Magers, Springfield, Missouri 4) Magers Enterprises II, LLLP (“Partnership”), W. Bryan and Randall W. Magers, General Partners, Springfield, Missouri and 5) Magers Family Irrevocable Trust (“Trust”), W. Bryan and Randall W. Magers, Trustees, Springfield, Missouri, to gain control of Marshfield Investment Company, Springfield, Missouri (“Company”). In connection with this proposal, William Bryan Magers and Randall Wood Magers, Springfield, Missouri, individually and as general partners of Partnership and Trustees of Trust, will increase their aggregate voting control of Company's voting stock.	Newspaper – N/Avail Fed Reg – 12/13/2002

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section IV – Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>
None	

Section V – 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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The following state member banks have been examined and their CRA public evaluations are now available.

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for **Quarter of**

<i>Institution</i>	<i>Location</i>
None	

District 9

Federal Reserve Bank of Minneapolis

Applications and notifications filed during the week ending Saturday, November 23, 2002

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18c & Branch	First Interstate Bank, Billings, Montana, to merge with United States National Bank of Red Lodge, Red Lodge, Montana, and incident thereto establish a branch facility in Red Lodge, Montana.*	Newspaper – N/Avail

* Subject to the provisions of the Community Reinvestment Act.

Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(3)	State Bankshares, Inc., Fargo, North Dakota, to acquire 100% of State Bank of Moorhead, Moorhead, Minnesota.*	Fed Reg – 11/01/2002 Newspaper – N/Avail
CIC	Notice by Patrick A. Wick, Turtle Lake, Wisconsin to acquire control of Turtle Bancshares, Inc., Turtle Lake, Wisconsin, and thereby indirectly acquire control of Bank of Turtle Lake, Turtle Lake, Wisconsin.	Fed Reg – 12/02/2002 Newspaper – N/Avail
CIC	Change in control notice by Todd Haugan, Long Lake, Minnesota, Tom P. Kell, Duluth, Minnesota and Richard Lefcowitz, Minong, Wisconsin to retain control of Superior Financial Holding, Inc., Two Harbors, Minnesota, and thereby indirectly retain control of the Lake Bank, National Association, Two Harbors, Minnesota.	Fed Reg – 11/19/2002 Newspaper – N/Avail

* Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section IV – Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>
None	

Section V – Availability of CRA public evaluations

The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

The CRA requires that each depository institution's record in helping meet the credit needs of its entire community be evaluated periodically. That record is taken into account in considering an institution's application for deposit facilities.

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The following state member banks have been examined and their CRA public evaluations are now available.

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for**Quarter of**

<i>Institution</i>	<i>Location</i>
None	

District 10

Federal Reserve Bank of Kansas City

Applications and notifications filed during the week ending Saturday, November 23, 2002

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(1)	New West Banks of Colorado, Inc., Greeley, Colorado, to become a bank holding company through the acquisition of 100 percent of the voting shares of New West Bank, Greeley, Colorado (in organization).	Newspaper - N/Available Fed Reg - N/Available
CIC	Notice by Stephen Randolph Buford, Sam Dunkin Buford, Gentner Frederick Drummond, all of Tulsa, Oklahoma and Sharon Buford Linsenmeyer, Beatrice, Nebraska, to acquire control of NBC Bancshares in Pawhuska, Inc., Pawhuska, Oklahoma, parent of NBC Bank, Pawhuska, Oklahoma.	Newspaper - 12/10/2002 Fed Reg - 12/03/2002

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section IV – Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>
Membership	Bank of Yutan, Yutan, Nebraska, to become a member of the Federal Reserve System.

Section V – 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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<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
3027763	Cornerstone Bank 12814 W. 131 st Overland Park, Kansas 66213	08/19/2002	11/19/2002	S		X
230553	Mountain State Bank 1635 E. Colfax Avenue Denver, Colorado 80218-2506	08/19/2002	11/21/2002	S	X	

Section VI – CRA examinations scheduled for Quarter of

<i>Institution</i>	<i>Location</i>
None	

District 11

Federal Reserve Bank of Dallas

Applications and notifications filed during the week ending Saturday, November 23, 2002

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18(c)	Texas State Bank, McAllen, TX, to merge with The First State Bank, Bishop, TX*	Newspaper - 12/10/2002
Branch	Texas State Bank, McAllen, TX, to establish two branch offices at 203 East Main Street, Bishop, TX 78343, and 555 North Carancahua Street, Corpus Christi, TX*	Newspaper - 12/10/2002

* Subject to the provisions of the Community Reinvestment Act

Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(5)	Texas Regional Bancshares, Inc., McAllen, TX, and Texas Regional Delaware, Inc., Wilmington, DE, to acquire Corpus Christi Bancshares, Inc., Corpus Christi, TX, CCB-Nevada, Inc., Carson City, NV, and The First State Bank, Bishop, TX*	Fed Reg – 12/19/2002 Newspaper – 12/10/2002

* Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section IV – Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>
None	

Section V – 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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SN = Substantial noncompliance

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<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for Quarter of

<i>Institution</i>	<i>Location</i>
None	

District 12

Federal Reserve Bank of San Francisco

Applications and notifications filed during the week ending Saturday, November 23, 2002

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
CIC	Joyce Anne Chiles, Centerville, Washington, William John Firstenburg and Bruce Edward Firstenburg, Vancouver, Washington, to acquire additional voting shares of First Independent Investment Group, Inc., Vancouver, Washington, and thereby indirectly acquire voting shares of First Independent Bank, Vancouver, Washington.*	Newspaper – N/Avail Fed Reg – 12/03/2002
3(a)(1)	Gold Country Financial Services, Inc., Marysville, California, to become a bank holding company by acquiring 100 percent of Gold Country Bank, N.A., Marysville, California.*	Newspaper – 12/23/2002 Fed Reg – 12/20/2002
3(a)(1)	New CCB, Inc., Sandy, Oregon, to become a bank holding company by acquiring 100 percent of CCB Financial Corporation, and its wholly-owned subsidiary, Clackamas County Bank, both of Sandy, Utah.	Newspaper – 12/16/2002 Fed Reg – 12/20/2002
CIC	Ronald Carl Yanke, Bryan Scott Norby, and Daniel Ronald Yanke, all of Boise, Idaho, to increase their ownership of Silver State Bancorp, and thereby indirectly acquire voting shares of Silver State Bank, both of Henderson, Nevada.*	Newspaper – N/Avail Fed Reg – 12/11/2002
CIC	Thomas Taylor Nicholson and Black Creek Limited Partnership, both of Boise, Idaho, to increase their ownership of Silver State Bancorp, and thereby indirectly acquire voting shares of Silver State Bank, both of Henderson, Nevada.*	Newspaper – N/Avail Fed Reg – 12/11/2002

* Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section IV – Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>
3(a)(5)(C)	First State Bancorp to become a bank holding company by acquiring 100 percent of First State Bank of California, both of Granada Hills, California.
3(a)(5)(C)	Oregon Pacific Bancorp to become a bank holding company by acquiring 100 percent of Oregon Pacific Banking Company, both of Florence, Oregon.

Section V – 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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<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for**Quarter of***Institution**Location*

None