
Federal Reserve Release



H.2

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

No. 1

Week Ending January 4, 2003

Regulations And Policies

Regulation K -- amendments to Subpart D relating to international lending supervision to conform to technical changes made by the other federal banking agencies.

- Approved, December 30, 2002

H.2 Actions under delegated authority

December 29, 2002 to January 4, 2003

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

Kansas City

American Exchange Bank, Eagle, Nebraska -- to establish a branch at 440 D Street and relocate its main office to Elmwood, Kansas.

- Approved, December 30, 2002

St. Louis

Arvest Bank, Fayetteville, Arkansas -- to establish a branch at 1930 Fayetteville Road, Van Buren.

- Approved, December 30, 2002

Kansas City

Bank of Blue Valley, Overland Park, Kansas -- to establish a branch at 7900 College Boulevard.

- Approved, December 30, 2002

New York

Bank of Smithtown, Smithtown, New York -- to establish a branch at 6249 Route 25A, Wading River.

- Approved, January 2, 2003

Kansas City

First Country Bank, Urich, Missouri -- to establish a branch at 325 Main Street and relocate its main office to Blue Springs.

- Approved, December 30, 2002

Minneapolis

First Interstate Bank, Billings, Montana -- to establish a branch at 120 East Broadway, Jackson, Wyoming.

- Approved, December 30, 2002

Chicago

Salin Bank and Trust Company, Indianapolis, Indiana -- to establish a branch at 6431 East State Boulevard, Fort Wayne.

- Approved, December 30, 2002

Bank Branches, Domestic

Atlanta

SouthTrust Bank, Birmingham, Alabama -- to establish a branch at 2002 Summit Boulevard, Atlanta, Georgia.
- Approved, December 31, 2002

Secretary

SunTrust Bank, Atlanta, Georgia -- to establish a branch at 4051 Stone Mountain Highway South, Lilburn.
- Approved, January 2, 2003

Bank Holding Companies

New York

Bridge Street Financial, Inc., Oswego, New York -- to become a bank holding company through the acquisition of Oswego County National Bank.
- Approved, December 31, 2002

Philadelphia

Commerce Bancorp, Inc., Cherry Hill, New Jersey -- to acquire shares of TheBancorp.com, Inc., Wilmington, Delaware.
- Approved, December 31, 2002

Atlanta

Community Bancshares of West Georgia, Villa Rica, Georgia -- to become a bank holding company through the acquisition of Community Bank of West Georgia, a de novo bank.
- Approved, January 2, 2003

Chicago

Goodfield Financial Corporation, Goodfield, Illinois -- to become a bank holding company through the acquisition of Goodfield State Bank.
- Approved, January 3, 2003

Kansas City

New West Banks of Colorado, Inc., Greeley, Colorado -- to become a bank holding company through the acquisition of New West Bank, a de novo bank.
- Approved, December 30, 2002

Bank Holding Companies

Atlanta

Red River Bancshares, Inc., Alexandria, Louisiana -- commitment waiver request.
- Granted, January 2, 2003

Atlanta

Resource Bankshares, Inc., Covington, Louisiana -- commitment waiver request.
- Granted, January 3, 2003

Atlanta

Tropical Bancshares of Florida, Inc., Englewood, Florida -- to become a bank holding company through the acquisition of Englewood Bank.
- Approved, January 3, 2003

Atlanta

Vision Bancshares, Inc., Gulf Shores, Alabama -- to acquire Vision Bank, FSB, Panama City, Florida.
- Approved, December 30, 2002

Bank Mergers

Richmond

FNB Southeast, Reidsville, North Carolina -- to purchase certain assets and assume certain liabilities of the Harrisonburg, Virginia, branch of Guaranty Bank, Charlottesville.
- Approved, January 3, 2003

Banks, Foreign

New York

Credit Agricole S.A., Paris, France -- request for an exemption to acquire shares of Credit Lyonnais.
- Withdrawn, December 16, 2002 (AC)

Change In Bank Control

Chicago

Arneson Bancshares, Inc., Clear Lake, Iowa -- change in bank control.
- Permitted, December 30, 2002

Competitive Factors Reports

New York

Oswego County Savings Bank, Oswego, New York -- report on competitive factors of the proposed merger with Oswego County Interim Savings Bank I.
- Submitted, December 31, 2002

San Francisco

Panhandle State Bank, Sandpoint, Idaho -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of the Ontario, Oregon, branch of Household Bank, FSB, Wood Dale, Illinois.
- Submitted, January 2, 2003

Dallas

South Texas National Bank of Laredo, Laredo, Texas -- report on competitive factors of the proposed acquisition of the Eagle Pass branch from Sterling Bank, Houston.
- Submitted, January 3, 2003

Extensions Of Time

Dallas

IBT Bancorp, Inc., Dallas, Texas, and IBT Delaware Bancorp, Inc., Dover, Delaware -- extension to April 17, 2003, to become bank holding companies through the acquisition of Independent Bank of Texas, Irving, a de novo bank.
- Granted, December 31, 2002

Dallas

Overton Financial Corporation, Overton, Texas, and Overton Delaware Corporation, Dover, Delaware -- extension to April 1, 2003, to increase ownership in Longview Financial Corporation, Longview, and thereby maintain ownership in Longview Delaware Corporation, Dover, Delaware, and its subsidiaries, Longview Bank and Trust Company, Longview, Texas, and First State Bank, Van.
- Granted, December 31, 2002

Financial Holding Companies

Chicago

SBC, Incorporated, Countryside, Illinois -- election to become a financial holding company.
- Effective, December 31, 2002

Membership

Chicago

Community National Bank, Oregon, Wisconsin -- membership in the Federal Reserve System on conversion to a state-chartered institution known as Oregon Community Bank & Trust.

- Approved, December 30, 2002

Minneapolis

Dacotah Bank-Valley City, Valley City, North Dakota -- membership in the Federal Reserve System.

- Approved, January 3, 2003

District 1

Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, January 4, 2003

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>
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>	
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 **Quarter of**

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

District 2

Federal Reserve Bank of New York

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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>
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>	
None		

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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 3

Federal Reserve Bank of Philadelphia

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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>
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>	
None		

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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 4

Federal Reserve Bank of Cleveland

Applications and notifications filed during the week ending Saturday, January 4, 2003

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, Grand Rapids, MI to establish a branch at 345 West Dundee Road, Buffalo Grove, IL.	Newspaper - 01/10/2003
Branch*	Application by Fifth Third Bank, Grand Rapids, MI to establish a branch at 3245 East Michigan, Jackson, MI.	Newspaper - 01/11/2003
Branch*	Application by Fifth Third Bank, Grand Rapids, MI to establish a branch at 10390 East Grand River Avenue, East Lansing, MI.	Newspaper - 01/11/2003
Branch*	Application by Fifth Third Bank, Naples, FL to establish a branch at 21321 South Tamiami Trail, Estero, FL.	Newspaper - 01/07/2003

*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>
None	

Section V – Availability of CRA public evaluations

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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 5

Federal Reserve Bank of Richmond

Applications and notifications filed during the week ending Saturday, January 4, 2003

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)	Friedman, Billings, Ramsey Group, Inc. (currently known as Forest Merger Corporation), and FBR TRS Holdings, Inc., both of Arlington, Virginia, to become bank holding companies with respect to FBR Bancorp, Inc., Arlington, Virginia, and its subsidiary, FBR National Bank and Trust, Bethesda, Maryland.	Fed Reg - N/Avail Newspaper - N/Avail
3(a)(3)	Friedman, Billings, Ramsey Group, Inc. (currently known as Forest Merger Corporation), and FBR TRS Holdings, Inc., both of Arlington, Virginia, to acquire 5.58% of the voting shares of Pacific Crest Capital, Inc., Aqoura Hills, California.	Fed Reg - N/Avail Newspaper - N/Avail
3(a)(3)	Friedman, Billings, Ramsey Group, Inc. (currently known as Forest Merger Corporation), and FBR TRS Holdings, Inc., both of Arlington, Virginia, to acquire 5.2% of the voting shares of ITLA Capital Corporation, La Jolla, California.	Fed Reg - N/Avail Newspaper - N/Avail
3(a)(3)	Friedman, Billings, Ramsey Group, Inc. (currently known as Forest Merger Corporation), and FBR TRS Holdings, Inc., both of Arlington, Virginia, to acquire 5.77% of the voting shares of Hingham Institution for Savings, Hingham, Massachusetts.	Fed Reg - N/Avail Newspaper - N/Avail
4(c)(8)	Friedman, Billings, Ramsey Group, Inc. (currently known as Forest Merger Corporation), and FBR TRS Holdings, Inc., both of Arlington, Virginia, to acquire 5.58% of the voting shares of Quaker City Bancorp, Inc., Whittier, California.	Fed Reg - N/Avail Newspaper - N/Avail

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4(c)(8)	Friedman, Billings, Ramsey Group, Inc. (currently known as Forest Merger Corporation), and FBR TRS Holdings, Inc., both of Arlington, Virginia, to acquire 5.74% of the voting shares of First Bell Bancorp, Inc., Pittsburgh, Pennsylvania.	Fed Reg - N/Avail Newspaper - N/Avail

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

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					<i>LrgBk</i>	<i>SmBk</i>
13037	Traders Bank 303 Main Street Spencer, West Virginia 25276	10/21/2002	12/19/2002	S		X

Section VI – CRA examinations scheduled for	Quarter of
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<i>Institution</i>	<i>Location</i>
None	

District 6

Federal Reserve Bank of Atlanta

Applications and notifications filed during the week ending Saturday, January 4, 2003

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	SouthTrust Bank, Birmingham, Alabama, to merge with Founders National Bank, Dallas, Texas.*	Newspaper-01/13/2003
Branch	SunTrust Bank, Atlanta, Georgia, to establish a branch located at 6704 Memorial Highway, Tampa, Florida, to be known as the Hillsborough Square Office.*	Newspaper-01/03/2003

*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>
3(a)(1)	Buford Banking Group, Inc., Buford, Georgia, to become a bank holding company by acquiring Lanier Community Bank, Buford, Georgia (in organization).*	Newspaper-01/20/2003 Fed Reg-01/27/2003
3(a)(1)	Coast Financial Holdings, Inc., Bradenton, Florida, to become a bank holding company by acquiring Coast Bank of Florida, Bradenton, Florida.*	Newspaper-01/27/2003 Fed Reg-02/03/2003
3(a)(3)	F.N.B. Corporation, Naples, Florida, to acquire up to 20 percent of the outstanding voting shares of Sun Bancorp, Inc., and its subsidiary, Sun Bank, both of Selinsgrove, Pennsylvania.*	Newspaper-01/13/2003 Fed Reg-01/27/2003

*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>
4(c)(8)	Bancshares of Florida, Inc., Naples, Florida, (formerly Citizens Bancshares of Southwest Florida), to acquire Florida Trust Company, Inc., Ft. Lauderdale, Florida, and thereby engage in trust company activities.	Fed Reg-01/22/2003

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

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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, January 4, 2003

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18C & Branches	Unionbank, Streator, Illinois, to merge with Unionbank/Central, Princeton, Illinois and thereby to establish 5 branches.*	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)(5)	First Mutual Bancorp of Illinois, Inc., Harvey, Illinois, to acquire 90 percent of the voting shares of Security Bancorp of Dupage, Inc., Naperville, Illinois, and thereby indirectly acquire Security Bank of Dupage, Naperville, Illinois.*	Fed Reg – N/Avail Newspaper – N/Avail
CIC	Notice by Antonia Whalen, Clementine Whalen and Nathaniel Whalen, all of Chicago, Illinois, and Amanda Whalen, Portland, Oregon, acting in concert with their parents, Wayne W. Whalen and Paula Wolff, Chicago, Illinois, to retain ownership of the outstanding shares of Unionbancorp, Inc., Ottawa, Illinois, and thereby indirectly retain voting shares of Unionbank, Streator, Illinois; Unionbank/Central, Princeton, Illinois; Unionbank/West, Macomb, Illinois, and Unionbank/Northwest, Hanover, Illinois.	Fed Reg – 01/15/2003 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>
4(c)(8)	Bancroft State Bancshares, Inc., Bancroft, Wisconsin, proposes to form Hometown Insurance Agency L.L.C., Bancroft, Wisconsin, which will acquire all the assets of Rayome Insurance Agency, Inc., Bancroft, Wisconsin, and thereby engage in insurance agency activity in a town with a population not exceeding 5,000.	Fed Reg – 01/17/2003

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

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					<i>LrgBk</i>	<i>SmBk</i>
2533119	Northside Community Bank 5103 Washington Gurnee, Illinois 60031 (847) 244-5100	07/17/2002	12/30/2002	S		X

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

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

District 8

Federal Reserve Bank of St. Louis

Applications and notifications filed during the week ending Saturday, January 4, 2003

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Arvest Bank, Fayetteville, Arkansas, to establish a branch facility to be located at 8415 Sylvan Hills Highway, Sherwood, Arkansas.*	Newspaper – 01/26/2003

* 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>
3A1	Frontenac Bancshares, Inc., Earth City, Missouri, to become a bank holding company by acquiring 100 percent of Frontenac Bank, Earth City, Missouri. (Previously submitted during the week ending December 28, 2002)*	Newspaper – 01/30/2003 Fed Reg – 02/03/2003
3A3	Bank of Mulberry Employee Stock Ownership Trust, Mulberry, Arkansas, and its subsidiary, ACME Holding Company, Inc., Mulberry, Arkansas, to acquire 81.65 percent of Madison Corporation, Little Rock, Arkansas, and thereby indirectly acquire Madison Bank & Trust Company, Kingston, Arkansas.*	Newspaper – N/Avail Fed Reg – 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	

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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 9

Federal Reserve Bank of Minneapolis

Applications and notifications filed during the week ending Saturday, January 4, 2003

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 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 – 10/23/2002
CIC	Notice by Sabina Bosshard, Winona, Minnesota and William H. Bosshard, La Crosse, Wisconsin, to gain control of Clayton Bankshares Inc., Clayton, Wisconsin, and thereby indirectly gain control of Citizens State Bank of Clayton, Clayton, Wisconsin.	Fed Reg – N/Avail Newspaper – N/Avail
3A3	Finlayson Bancshares, Inc., Finlayson, Minnesota proposes to acquire 100% of the voting shares of Floodwood Agency, Inc., Duluth, Minnesota, and thereby indirectly acquire First State Bank of Floodwood, Floodwood, Minnesota.*	Fed Reg – N/Avail 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.

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 **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, January 4, 2003

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>
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>
Member	Auburn State Bank, Auburn, 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>
None						

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, January 4, 2003

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>
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>	
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 12

Federal Reserve Bank of San Francisco

Applications and notifications filed during the week ending Saturday, January 4, 2003

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)	Utah Community Bancorp to become a bank holding company by acquiring 100 percent of Utah Community Bank, both of Sandy, Utah.*	Newspaper – 01/24/2003 Fed Reg – 02/03/2003

* 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)	Southwest Community Bancorp to become a bank holding company by acquiring 100 percent of Southwest Community Bank, both of Encinitas, California.

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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<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>
738367	Bank of Orange County 170 South Main Street Orange, CA 92868 (714) 964-6607	9/09/2002	1/03/2003	S		X

The above listing has been prepared as a courtesy by the Federal Reserve Bank of San Francisco, and is not intended to replace formal notices required by statute or regulation; the Reserve Bank assumes no responsibility for errors or omissions.

Section VI – CRA examinations scheduled for

Quarter of

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