
Federal Reserve Release



H.2

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

No. 7

Week Ending February 15, 2003

Bank Holding Companies

The Goldman Sachs Group, Inc., New York, New York -- determination that Goldman would not be deemed to have acquired control of Sumitomo Mitsui Financial Group, Inc., Tokyo, Japan, for purposes of the Bank Holding Company Act as a result of Goldman's proposed investment in, and business relationships with, Sumitomo.

- Approved, February 4, 2003 (AC)

Forms

Suspicious Activity Report (FR 2230) -- extension with revision.

- Approved, February 13, 2003

Enforcement

CoreStates Financial, Philadelphia, Pennsylvania -- order of prohibition against Marion L. Butler, a former employee and institution-affiliated party.

- Announced, February 13, 2003

Key Bank, N.A., Cleveland, Ohio -- order of prohibition against Cynthia Rowe, a former employee of the bank.

- Announced, February 13, 2003

H.2 Actions under delegated authority

February 9, 2003 to February 15, 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

Chicago

1st Source Bank, South Bend, Indiana -- to establish a branch at 926 Erskine Plaza.
- Withdrawn, February 14, 2003

St. Louis

Arvest Bank, Fayetteville, Arkansas -- to establish a branch at 5201 Southwest Lee Boulevard, Lawton, Oklahoma.
- Approved, February 12, 2003

Cleveland

Fifth Third Bank, Grand Rapids, Michigan -- to establish a branch at 2121 North Richmond, McHenry, Illinois.
- Approved, February 14, 2003

Chicago

Heritage Community Bank, Columbus, Indiana -- to establish a branch at 1665 National Road.
- Approved, February 14, 2003

Bank Holding Companies

Chicago

Amtrust, Inc., Dubuque, Iowa -- to acquire shares of United American Bank, San Mateo, California, a de novo bank.
- Approved, February 12, 2003

Atlanta

Coast Financial Holdings, Inc., Bradenton, Florida -- to become a bank holding company through the acquisition of Coast Bank of Florida.
- Approved, February 10, 2003

New York

First BanCorp, San Juan, Puerto Rico -- to acquire shares of PanAmerican Bancorp, Hollywood, Florida, and PanAmerican Bank.
- Approved, February 11, 2003

Bank Holding Companies

Atlanta

First Commerce Community Bankshares, Inc., Douglasville, Georgia -- to become a bank holding company through the acquisition of First Commerce Community Bank, a de novo bank.

- Approved, February 12, 2003

Chicago

First Mutual Bancorp of Illinois, Inc., Harvey, Illinois -- to acquire shares of Security Bancorp of Dupage, Inc., Naperville, and thereby acquire Security Bank of Dupage.

- Approved, February 12, 2003

St. Louis

Frontenac Bancshares, Inc., Earth City, Missouri -- to become a bank holding company through the acquisition of Frontenac Bank.

- Approved, February 10, 2003

Atlanta

Iberiabank Corporation, New Iberia, Louisiana -- to acquire shares of Cadence Holdings, LLC, Lafayette.

- Withdrawn, February 11, 2003

Atlanta

Iberiabank Corporation, New Iberia, Louisiana, and Iberiabank -- for Iberiabank Corporation to merge with Acadiana Bancshares, Inc., Lafayette, and thereby acquire its subsidiary, LBA Savings Bank; and for Iberiabank, New Iberia, to merge with LBA Savings Bank.

- Approved, February 12, 2003

Dallas

Kenco Capital, Inc., Wilmington, Delaware -- to become a subsidiary holding company of Kenco Bancshares, Inc., Jayton, Texas, through the acquisition of Kent County State Bank.

- Registration granted, February 11, 2003

Bank Holding Companies

San Francisco

- Utah Community Bancorp, Sandy, Utah -- to become a bank holding company through the acquisition of Utah Community Bank.
- Approved, February 10, 2003

Bank Premises

Richmond

- Traders Bank, Spencer, West Virginia -- to increase its investment in bank premises.
- Approved, February 10, 2003

Competitive Factors Reports

Richmond

- Bank of Granite, Granite Falls, North Carolina -- report on competitive factors of the proposed merger with First Commerce Bank, Charlotte.
- Submitted, February 10, 2003

New York

- J.P. Morgan Chase Interim National Bank, Chicago, Illinois -- report on competitive factors of the proposed merger with The Chase Manhattan Trust Company of Illinois.
- Submitted, February 11, 2003

Chicago

- Liberty Bank, FSB, Arnolds Park, Iowa -- report on competitive factors of the proposed merger with Hancock County Bank & Trust, Garner.
- Submitted, February 10, 2003

Cleveland

- May National Bank of Ohio, Lorain, Ohio -- report on competitive factors of the proposed merger with May National Bank of Arizona, Phoenix, Arizona.
- Submitted, February 12, 2003

Cleveland

- Mellon Bank, N.A., Pittsburgh, Pennsylvania -- report on competitive factors of the proposed merger with Mellon Bank (DE), National Association, Greenville, Delaware.
- Submitted, February 13, 2003

Competitive Factors Reports

Cleveland

The Union Bank Company, Columbus Grove, Ohio -- reports on competitive factors of the proposed mergers with three branches of RFC Banking Company, Findlay, and with The Bank of Leipsic Company, Leipsic, and Citizens Bank of Delphos, Delphos.
- Submitted, February 12, 2003

Extensions Of Time

Kansas City

Citizens Bancshares, Inc., ESOP, Edmond, Oklahoma -- extension to February 26, 2003, to become a bank holding company through the acquisition of shares of Citizens Bancshares, Inc.
- Granted, February 10, 2003

Minneapolis

The Yellowstone Bank, Laurel, Montana -- extension to February 22, 2004, to establish a branch at Shiloh Road and Avenue B, Billings.
- Granted, February 13, 2003

Financial Holding Companies

St. Louis

Ozarks Heritage Financial Group, Inc., Gainesville, Missouri -- election to become a financial holding company.
- Effective, February 12, 2003

International Operations

Richmond

Bank of America, National Association, Charlotte, North Carolina -- to increase its investment in Bank of America Brasil S.A., Sao Paulo, Brazil, through its Edge corporations, BankAmerica International Financial Corporation and Bank of America Overseas Corporation.
- Approved, February 14, 2003

District 1

Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, February 15, 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 Second Quarter of 2003

<i>Institution</i>	<i>Location</i>
Community Guaranty Savings Bank	Plymouth, New Hampshire

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, February 15, 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>
4(c)(8)	The Sumitomo Trust & Banking Co., Ltd, Osaka, Japan, to engage de novo in Trust Company activities through Sumitomo Trust & Banking Co. (USA).	Fed Reg – N/Avail
4(c)(8)	Commerzbank AG, Frankfurt, Germany, to engage directly or indirectly in certain nonbanking activities through its existing wholly-owned U.S. broker-dealer subsidiary, Commerzbank Capital Markets Corporation, New York, New York.	Fed Reg – 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

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 Second Quarter of 2003

<i>Institution</i>	<i>Location</i>
Great Eastern Bank	235 Fifth Avenue, New York, New York
The Bank of New York	One Wall Street, New York, New York

District 3

Federal Reserve Bank of Philadelphia

Applications and notifications filed during the week ending Saturday, February 22, 2003

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Orrstown Bank, Orrstown, PA, to establish a branch office at 1355 Orchard Drive, Borough of Chambersburg, Franklin, PA	Newspaper - 02/26/2003

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>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for Second Quarter of 2003

<i>Institution</i>	<i>Location</i>
AmeriServ	Johnstown, PA

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District 4

Federal Reserve Bank of Cleveland

Applications and notifications filed during the week ending Saturday, February 15, 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>
Prior Notice	Key Equipment Finance International, Inc., Superior, CO proposes to make equity investments up to US \$632 million and establish two subsidiaries: Key Nava Scotia Funding Company, Halifax, Nova Scotia, Canada and Key Canada Funding Ltd., Calgary, Canada, pursuant to Section 211.9 of Regulation K.

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>
612618	Provident Bank 1 East Fourth Street Cincinnati, Ohio 45202	03/11/2002	01/13/2003	S	X	
615217	North Side Bank and Trust Company 4125 Hamilton Avenue Cincinnati, Ohio 45223	11/04/2002	01/28/2003	S	X	
560214	The Corn City State Bank 201 Main Street Deshler, Ohio 43516	11/12/2002	01/28/2003	S		X
504311	Genoa Banking Company 801 Main Street Genoa, Ohio 43430	11/18/2002	02/10/2003	O		X

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, February 15, 2003

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18(c)	The First Bank and Trust Company, Lebanon, Virginia, to merge with First Commonwealth Bank, Wise, Virginia.*	Newspaper - 03/12/2003

*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>
3(a)(3)	Uwharrie Capital Corp, Concord, North Carolina, to acquire 100% of the voting shares of Cabarrus Bank & Trust Company, Concord, North Carolina.*	Fed Reg - 03/10/2003 Newspaper - N/Avail
3(a)(3)	First Bancorp, Inc., Lebanon, Virginia, to acquire 100% of the voting shares of First Commonwealth Bank, Wise, Virginia.*	Fed Reg - 03/14/2003 Newspaper - 03/12/2003
3(a)(3)	Virginia Financial Group, Inc., Culpeper, Virginia, to acquire 9.9% of the voting shares of Albemarle First Bank, Charlottesville, Virginia.*	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.

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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 Second Quarter of 2003

<i>Institution</i>	<i>Location</i>
Pamplico Bank & Trust Co.	Pamplico, South Carolina
James Monroe Bank	Arlington, Virginia
Alliance Bank Corporation	Fairfax, Virginia
Capital One Bank	Glen Allen, Virginia
Chesapeake Bank	Kilmarnock, Virginia
The Bank of Marion	Marion, Virginia
Farmers & Merchants Bank of Craig County	New Castle, Virginia
Farmers & Miners Bank	Pennington Gap, Virginia
The Capon Valley Bank	Wardensville, West Virginia

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District 6

Federal Reserve Bank of Atlanta

Applications and notifications filed during the week ending Saturday, February 15, 2003

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Orion Bank, Naples, Florida, to establish a branch located at 2815 University Parkway, Sarasota, Florida, to be known as the University Walk Office.*	Newspaper-02/21/2003
Branch	SunTrust Bank, Atlanta, Georgia, to establish a branch located at 825 Martin Luther King Junior Drive, Suite C, Atlanta, Georgia, to be known as the Westside Village Office.*	Newspaper-02/20/2003
Branch	SunTrust Bank, Atlanta, Georgia, to establish a branch located at the intersection of Elden and Post Drive, Herndon, Virginia, to be known as the Herndon Safeway In-Store Office.*	Newspaper-02/20/2003

*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)(5)	F.N.B. Corporation, Naples, Florida, to merge with Charter Banking Corp., and thereby acquire its subsidiary, Southern Exchange Bank, both of Tampa, Florida.*	Newspaper-03/03/2003 Fed Reg-03/14/2003

*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>
None		

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

<i>Type</i>	<i>Application</i>
3(a)(1)	Bank of Commerce Holdings, Inc., Sarasota, Florida, notice to become a bank holding company by acquiring The Bank of Commerce, Sarasota, Florida.
COM	East Alabama Financial Group, Inc., Wetumpka, Alabama, commitment waiver request.
USBR	Compass Bank, Birmingham, Alabama, to establish a branch located in Grand Cayman, Grand Cayman Island.

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 Second Quarter of 2003

<i>Institution</i>	<i>Location</i>
Compass Bank	Birmingham, Alabama
Cavalry Bank	Murfreesboro, Tennessee
Bank of Gueydan	Gueydan, Louisiana

Section VI – CRA examinations scheduled for Second Quarter of 2003

<i>Institution</i>	<i>Location</i>
Merchants & Farmers Bank	Eutaw, Alabama
Bank of Dadeville	Dadeville, Alabama
SouthTrust Bank	Birmingham, Alabama
Iberia Bank	New Iberia, Louisiana
First Georgia Community Bank	Jackson, Georgia
The Farmers Bank	Union Point, Georgia
Bank of York	York, Alabama
Farmers & Merchants Bank	Centre, Alabama
Southern Exchange Bank	Tampa, Florida

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 7

Federal Reserve Bank of Chicago

Applications and notifications filed during the week ending Saturday, February 15, 2003

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18(c)	First Banking Center, Burlington, Wisconsin, to purchase the assets and assume liabilities of the Walworth branch of North Shore Bank, FSB, Brookfield, Wisconsin.*	Newspaper – N/Avail
Branch	1st Source Bank, South Bend, Indiana, to establish a branch facility to be located at 926 Erskine Plaza, South Bend, Indiana.*	Newspaper – 02/18/2003

* 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>
CIC	Notice by the Eldred 2002 Family Trust, Beloit, Wisconsin, and Co-Trustees Helen M. Eldred, Beloit, Wisconsin, Susan E. Boettcher, Wauwatosa, Wisconsin, Steven M. Eldred, Beloit, Wisconsin, and Richard J. Langer, Madison, Wisconsin, to acquire control of Centre 1 Bancorp, Inc., Beloit, Wisconsin, and thereby indirectly acquire First National Bank and Trust Company of Beloit, Beloit, Wisconsin.	Fed Reg – 02/10/2003 Newspaper – N/Avail
3(a)(3)	Iroquois Bancorp, Inc., Gilman, Illinois, to acquire 42.19 percent of the voting shares of JW Bancorp, Inc., Winchester, Illinois, and thereby indirectly acquire John Warner Financial Corporation, Clinton, Illinois and The John Warner Bank, Clinton, Illinois.*	Fed Reg – N/Avail Newspaper – N/Avail
3(a)(1)	JW Bancorp, Inc., Winchester, Illinois, to become a bank holding company by acquiring 100 percent of the voting shares of John Warner Financial Corporation, Clinton, Illinois, and thereby indirectly acquire The John Warner Bank, Clinton, Illinois.*	Fed Reg – N/Avail Newspaper – N/Avail

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 Ronald W. Plassman, Fort Wayne, Indiana, to acquire an additional 1,360 shares or 34 percent and thereby increase his aggregate ownership to 54 percent, of Knisely Financial Corp., Butler, Indiana, and thereby indirectly acquire Knisely Bank, Butler, Indiana.	Fed Reg – 02/24/2003 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>
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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Section V – Availability of CRA public evaluations

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					<i>LrgBk</i>	<i>SmBk</i>
209139	NAB Bank 222 W. Cermak Road Chicago, Illinois 60616 (312) 225-5991	09/23/2002	02/10/2003	S		X
1007846	First Midwest Bank 555 W. Dundee Road Buffalo Grove, Illinois 60089 (847) 398-1515	04/08/2002	02/11/2003	O	X	
2360904	Pacific Global Bank 2323 S. Wentworth Avenue Chicago, Illinois 60616 (312) 225-2323	10/07/2002	02/12/2003	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, February 15, 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 Reuben S. Rhea, Sr., Reuben S. Rhea, Jr., and the Whitney Burnette Rhea Trust, all of Somerville, Tennessee, as a group, to gain control of Moscow Bancshares, Inc., Moscow, Tennessee.	Newspaper – 03/03/2003 Fed Reg – 03/05/2003

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>
Premises	First State Bank of De Queen, De Queen, Arkansas, to increase its investment in premises in the amount of \$160,000, for pro forma investment in premises of \$2.71 million, representing 173 percent of capital stock and surplus.

Section V – Availability of CRA public evaluations

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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 Second Quarter of 2003

<i>Institution</i>	<i>Location</i>
Pulaski Bank and Trust Company	Little Rock, Arkansas
The Bank of Yellville	Yellville, Arkansas
Effingham State Bank	Effingham, Illinois
The Elberfeld State Bank	Elberfeld, Indiana
Fifth Third Bank, Kentucky, Inc.	Louisville, Kentucky
Cass Commercial Bank	Bridgeton, Missouri
Lindell Bank & Trust Company	St. Louis, Missouri
Bank of Dyer	Dyer, Tennessee
The Bank of Jackson	Jackson, Tennessee

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 9

Federal Reserve Bank of Minneapolis

Applications and notifications filed during the week ending Saturday, February 15, 2003

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18c & Branch	State Bank of La Crosse, La Crosse, Wisconsin to merge with First National Bank, La Crescent, Minnesota, and incident thereto establish a branch facility in La Crescent, Minnesota.*	Newspaper- 3/15/2003

* 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>
CIC	Notice by Philip R. Forstrom, Clara City, Minnesota, Perry D. Forstrom, Spicer, Minnesota, and John T. Forstrom, Independence, Minnesota; as a group acting in concert, to gain control of First State Agency of Lake Lillian, Inc., Lake Lillian, Minnesota, and thereby indirectly gain control of First State Bank, Lake Lillian, Minnesota.	Fed Reg- 2/28/2003 Newspaper-2/25/2003

* 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>
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 Second Quarter of 2003

<i>Institution</i>	<i>Location</i>
The State Savings Bank of Manistique	Manistique, Michigan
Central Savings Bank	Saulte Ste. Marie, Michigan
Crow River State Bank	Delano, Minnesota
Kanabec State Bank	Mora, Minnesota
Belt Valley Bank	Belt, Montana
The First State Bank of Malta	Malta, Montana
Montana State Bank	Plentywood, Montana
First Valley Bank	Seeley Lake, Montana
Dacotah Bank-Valley City	Valley City, North Dakota
Pioneer Bank & Trust	Belle Fourche, South Dakota
Merchants State Bank	Freeman, South Dakota
BankFirst	Sioux Falls, South Dakota

Section VI – CRA examinations scheduled for Second Quarter of 2003

<i>Institution</i>	<i>Location</i>
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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.

Examinations may have to be rescheduled during the calendar quarter in which they are designated to begin. If an institution's examination is rescheduled for a date later than the end of the date range reflected in a published schedule, the institution's name will be republished in an appropriate later listing. Any comments received, as a result of either the first publication or subsequent publications will be considered during the examination. Written comments regarding the CRA performance of these institutions should be directed to Mr. Jim Colwell at the Federal Reserve Bank of Minneapolis, Banking Supervision Department, P. O. Box 291, Minneapolis, Minnesota 55480-0291.

District 10

Federal Reserve Bank of Kansas City

Applications and notifications filed during the week ending Saturday, February 15, 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)	ABM Holding Company, Miltonvale, Kansas, to become a bank holding company through the acquisition of 100 percent of the voting shares of Citizens State Bank, Miltonvale, Kansas.	Newspaper - 03/07/2003 Fed Reg - 02/28/2003
3(a)(3)	International Brotherhood of Boilermakers, Iron Ship Builders, Blacksmiths, Forgers and Helpers, Kansas City, Kansas, to acquire, over a period of 60 months, up to 47.5 percent of the voting shares of Brotherhood Bancshares, Inc., parent of Brotherhood Bank & Trust Company, both in Kansas City, Kansas.	Newspaper - 03/15/2003 Fed Reg - 03/14/2003

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	Cottonwood Valley Bank, Cedar Point, Kansas, 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>
579252	Gold Bank 11301 Nall Avenue Leawood, Kansas 66211	10/28/2002	02/13/2003	S	X	

Section VI – CRA examinations scheduled for First Quarter of 2003

<i>Institution</i>	<i>Location</i>
Heritage Bank	Louisville, Colorado
First Bank Medicine Lodge	Medicine Lodge, Kansas
1 st Financial Bank	Overland Park, Kansas
Mainstreet Bank	Bunceton, Missouri
Exchange Bank of Missouri	Fayette, Missouri
Community Bank and Trust Company	Neosho, Missouri
Bank of Bennington	Bennington, Nebraska
Butte State Bank	Butte, Nebraska
First State Bank	Anadarko, Oklahoma
Farmers & Merchants Bank	Crescent, Oklahoma
Bank of Cherokee County	Hulbert, Oklahoma
BancFirst Bank	Oklahoma City, Oklahoma

Section VI – CRA examinations scheduled for First Quarter of 2003

<i>Institution</i>	<i>Location</i>
Exchange Bank and Trust Company	Perry, Oklahoma
Citizens Bank	Velma, Oklahoma
Shoshone First Bank	Cody, Wyoming
Lusk State Bank	Lusk, Wyoming

CRA exams scheduled for Second Quarter of 2003

Bank of Durango	Durango, Colorado
Community Bank of Rockies	La Jara, Colorado
First State Bank	Ness City, Kansas
Kearney Commercial Bank	Kearney, Nebraska
Central Bank of Missouri	Sedalia, Missouri
Adams Bank and Trust	Ogallala, Nebraska
Ravenna Bank	Ravenna, Nebraska
Citizens Security Bank and Trust Company	Bixby, Oklahoma
Bank of Commerce	Chelsea, Oklahoma
Chickasha Bank and Trust Company	Chickasha, Oklahoma
First Bank of Haskell	Haskell, Oklahoma
Morris State Bank	Morris, Oklahoma
Territory Bank	Muskogee, Oklahoma
Citizens Bank and Trust Company	Oklmulgee, Oklahoma
First State Bank	Picher, Oklahoma
Weleetka State Bank	Weleetka, Oklahoma
Bank of Commerce	Wetumka, Oklahoma
Bank of Wyandotte	Wyandotte, Oklahoma
Cowboy State Bank	Ranchester, Wyoming

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 11

Federal Reserve Bank of Dallas

Applications and notifications filed during the week ending Saturday, February 15, 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)	Ruff Management LLC, Longview, TX, to acquire Ruff Partners, Ltd., Longview, TX, and The First State Bank, Hallsville, TX*	Fed Reg - 03/14/2003 Newspaper - 03/03/2003

* 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>
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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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 Second Quarter of 2003

<i>Institution</i>	<i>Location</i>
The First State Bank 403058	119 East DaVilla Granger, Texas 76530
Legacy Bank of Texas 913267	5000 Legacy Drive Plano, Texas 75024
Citizens State Bank 643368	112 West Highway 380 Princeton, Texas 75407
Texas State Bank 1017658	3900 North 10 th Street McAllen, Texas 78501
Plaza Bank 1005262	400 West Houston San Antonio, Texas 78207
First State Bank 867650	309 South Old Betsy Road Keene, Texas 76059

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 12

Federal Reserve Bank of San Francisco

Applications and notifications filed during the week ending Saturday, February 15, 2003

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Valley Independent Bank, El Centro, California, to establish a branch facility to be located at 6715 N. Palm Avenue, Suite 208, Fresno, California.*	Newspaper – 02/15/2003

* 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>
CIC	Notice by Alan Wilber Rolley, Dallas, Texas, and Blake Allan Rolley, Flagstaff, Arizona, acting in concert, to increase their ownership up to 33.06 percent of Arizona Bancshares, Inc., Flagstaff, Arizona.*	Newspaper – N/Avail Fed Reg – 02/04/2003

* 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>
4(c)(8)	Bay View Capital Corporation, San Mateo, California, to engage directly in certain nonbanking activities through the acquisition of Bay View Acceptance Corporation, San Mateo, California, pursuant to section 225.28(b) of Regulation Y.	Fed Reg – N/Avail

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

<i>Type</i>	<i>Application</i>
4(c)(8)	City National Corporation, Beverly Hills, California, proposes to engage in financial and investment advisory activities through the acquisition of Convergent Capital Management LLC, CCM Newco III, Inc., and certain membership units in Matthews International Capital Management, LLC, pursuant to section 225.28(b)(6) of Regulation Y.

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

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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	