
Federal Reserve Release



H.2

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

No. 27

Week Ending July 3, 2004

Bank Holding Companies

Haines Financial Corp, Woodward, Oklahoma -- to become a bank holding company and to acquire The First National Bank of Medford, Medford.

- Approved, July 1, 2004

Board Operations

Officer Appointment -- appointment of Scott G. Alvarez as General Counsel, effective July 1, 2004.

- Approved, June 29, 2004

Discount Rates

Discount and Advance Rates -- increase in the primary credit rate from 2 percent to 2-1/4 percent by twelve Federal Reserve Banks.

- Approved, June 30, 2004

Financial Holding Companies

Allianz AG, Munich, Germany, and Allianz Finanzbeteiligungsgesellschaft mbH -- elections to be treated as financial holding companies.

- Effective, June 30, 2004

Enforcement

Kenco Bancshares, Inc., Jayton, Texas -- written agreement with the Federal Reserve Bank of Dallas.

- Announced, July 2, 2004

BS&R	Banking Supervision and Regulation	RBOPS	Reserve Bank Operations and Payment Systems
C&CA	Consumer and Community Affairs	IF	International Finance
FOMC	Federal Open Market Committee	OSDM	Office of Staff Director for Management

Bank Branches, Domestic

Kansas City

1st Bank & Trust, Broken Bow, Oklahoma -- to establish a branch at 1912 East Washington Street, Idabel, and to increase its investment in bank premises.
- Approved, June 28, 2004

Kansas City

Central Bank of Missouri, Sedalia, Missouri -- to establish a branch at the southeast corner of Big Bear Avenue and Range Line Road, Columbia.
- Approved, June 30, 2004

Cleveland

Fifth Third Bank, Grand Rapids, Michigan -- to establish branches at 2001 Spring Arbor Road, Jackson; 251 Brook Forest Avenue, Shorewood, Illinois; 2710 North Narragansett Avenue, Chicago; 1725 North Harlem Avenue; 7150 Mannheim Road, Rosemont; and 9344 Skokie Boulevard, Skokie.
- Approved, July 1, 2004

New York

Manufacturers and Traders Trust Company, Buffalo, New York -- to establish a seasonal-use limited branch at McDaniel College, 2 College Hill, Westminster, Maryland.
- Approved, July 1, 2004

Richmond

New Peoples Bank, Inc., Honaker, Virginia -- to establish a branch at 350 West Main Street, Abingdon.
- Approved, July 1, 2004

Atlanta

Regions Bank, Birmingham, Alabama -- to establish a branch at 25 Buckwalter Parkway, Bluffton, South Carolina.
- Approved, July 2, 2004

Bank Branches, Domestic

Atlanta

SouthTrust Bank, Birmingham, Alabama -- to establish a branch at 3350 Pelham Parkway, Pelham.

- Approved, July 1, 2004

Atlanta

SunTrust Bank, Atlanta, Georgia -- to establish branches at 2365 Parr Drive, The Villages, Florida, and 2730 Race Track Road, Jacksonville.

- Approved, June 29, 2004

Bank Holding Companies

Chicago

American Metro Bancorp, Inc., Chicago, Illinois -- to become a bank holding company and to acquire American Metro Bank.

- Approved, July 2, 2004

Cleveland

Camco Financial Corporation, Cambridge, Ohio -- to become a bank holding company and to acquire London Financial Corporation, London, and its wholly-owned subsidiary, The Citizens Bank of London.

- Approved, June 28, 2004

Secretary

Cross County Bancshares, Inc., Wynne, Arkansas -- to acquire shares of Bank of Pocahontas, Pocahontas.

- Approved, June 28, 2004

Atlanta

The Desjardins Group, Levis, Quebec, Canada, Federation de Caisses Desjardins du Quebec, and La Caisse Centrale Desjardins du Quebec, Montreal, Quebec -- to establish a de novo subsidiary and thereby engage in extending credit and servicing loans.

- Approved, July 1, 2004

Bank Holding Companies

Chicago

East Dubuque Bancshares, Inc., Dubuque, Iowa -- to continue extending credit and servicing loans.

- Approved, July 1, 2004

St. Louis

First Banks, Inc., St. Louis, Missouri, and The San Francisco Company, San Francisco, California -- to acquire Continental Mortgage Corporation-Delaware, Aurora, Illinois, and thereby acquire Continental Community Bank and Trust Company.

- Approved, June 30, 2004

Atlanta

FNBG Bancshares, Inc., Duluth, Georgia -- commitment waiver request.

- Granted, June 28, 2004

San Francisco

Franklin Resources, Inc., San Mateo, California -- to acquire shares of Centennial C Corp, Rancho Santa Fe, and thereby acquire Centennial Bank of the West, Fort Collins, Colorado.

- Approved, June 30, 2004

Secretary

Lonokey Bancshares, Inc., Lonokey, Arkansas -- to acquire shares of Bank of Pocahontas, Pocahontas.

- Approved, June 28, 2004

Secretary

Mabrey Bancorporation, Inc., Okmulgee, Oklahoma -- to acquire CSB, Inc., Bixby; Citizens Security Bancshares, Inc., and Citizens Security Bank & Trust Company.

- Approved, June 30, 2004

Atlanta

Piedmont Bancshares, Inc., Atlanta, Georgia -- to become a bank holding company and to acquire Piedmont Bank of Georgia.

- Approved, July 1, 2004

Bank Holding Companies

St. Louis

Porter Bancorp, Inc., Shepherdsville, Kentucky -- to acquire United Community Bank, Glasgow.

- Approved, July 1, 2004

Richmond

The South Financial Group, Greenville, South Carolina -- to acquire Florida Bank, Inc., Jacksonville, Florida, and thereby acquire FB Financial Services, Inc., and Florida Bank, N.A., Tampa; and to acquire CNB Florida Bancshares, Inc., Jacksonville, and thereby acquire CNB National Bank, Lake City.

- Approved, June 28, 2004

Dallas

Sovereign Bancshares, Inc., Dallas, Texas -- to become a bank holding company and to acquire Sovereign Bank, National Association, Irving, a de novo bank.

- Approved, June 30, 2004

Secretary

TrustBanc Financial Group, Inc., Mountain Home, Arkansas -- to acquire shares of Bank of Pocahontas, Pocahontas.

- Approved, June 28, 2004

Bank Mergers

St. Louis

First Bank, St. Louis, Missouri -- to merge with Continental Community Bank and Trust Company, Aurora, Illinois, and retain the Aurora and Villa Park branches of Continental Community Bank and Trust Company.

- Approved, June 30, 2004

Bank Premises

Kansas City

FirstBank, Antlers, Oklahoma -- to increase its investment in bank premises.

- Approved, July 2, 2004

Banks, Foreign

Director, BS&R

FirstBank Puerto Rico, San Juan, Puerto Rico -- to establish an agency in Miami, Florida.
- Approved, July 1, 2004

Change In Bank Control

Cleveland

First West Virginia Bancorp, Inc., Wheeling, West Virginia -- change in bank control.
- Permitted, July 1, 2004

Chicago

Old O'Brien Banc Shares, Inc., Sutherland, Iowa -- change in bank control.
- Permitted, June 30, 2004

Minneapolis

Ravalli County Bankshares, Inc., Hamilton, Montana -- change in bank control.
- Permitted, June 28, 2004

Competitive Factors Reports

Dallas

Broadway National Bank, San Antonio, Texas -- report on competitive factors of the proposed merger with Eisenhower National Bank.
- Submitted, June 30, 2004

Richmond

The Capital State Bank, Inc., Charleston, West Virginia -- report on competitive factors of the proposed merger with Summit Community Bank, Inc., Moorefield.
- Submitted, July 2, 2004

St. Louis

The Central Bank USA, Inc., Greensburg, Kentucky -- report on competitive factors of the proposed merger with United Community Bank, Glasgow.
- Submitted, July 1, 2004

Competitive Factors Reports

Dallas

The First National Bank of Claude, Claude, Texas -- report on competitive factors of the proposed merger with Citizens Bank, Tucumcari, New Mexico.

- Submitted, July 2, 2004

Dallas

The First National Bank of Eagle Lake, Eagle Lake, Texas -- report on competitive factors of the proposed acquisition of the Columbus branch of Colorado Valley Bank, La Grange.

- Submitted, July 2, 2004

Atlanta

First National Bank of Florida, Naples, Florida -- report on competitive factors of the proposed merger with Southern Community Bank of Central Florida, Orlando; Southern Community Bank of South Florida, Boca Raton; and Southern Community Bank of Southwest Florida, Bonita Springs.

- Submitted, June 28, 2004

Boston

Naugatuck Valley Savings and Loan, S.B., Naugatuck, Connecticut -- report on competitive factors of the proposed mergers with Naugatuck Valley Interim Federal Savings Bank and Naugatuck Valley MHC Interim Federal Savings Bank.

- Submitted, July 1, 2004

Dallas

Southwest Bank of Texas, N.A., Houston, Texas -- report on competitive factors of the proposed merger with Klein Bank, Klein.

- Submitted, June 30, 2004

Secretary

Union Bank of California, National Association, San Francisco, California -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of CNA Trust Corporation, Costa Mesa.

- Submitted, July 1, 2004

Extensions Of Time

Atlanta

Community Bancshares, Inc., Blountsville, Alabama -- extension to September 30, 2004, to engage de novo in making, acquiring, brokering, or servicing loans or other extensions of credit, through Community Funding Corporation.
- Granted, June 30, 2004

St. Louis

First Bankers Trustshares, Inc., Quincy, Illinois -- extension to July 15, 2004, to engage in trust activities through the acquisition of First Bankers Trust Services, Inc.
- Granted, June 28, 2004

Chicago

MB Financial, Inc., Chicago, Illinois -- extension to October 14, 2004, to acquire First Security Fed Financial, Inc. and thereby acquire First Security Federal Savings Bank.
- Granted, July 2, 2004

Chicago

Oregon Community Bank & Trust, Oregon, Wisconsin -- extension to October 15, 2004, to establish a branch at the southwest corner of County Trunk Highway CC and Alpine Boulevard.
- Granted, June 29, 2004

San Francisco

Wilshire Bancorp, Inc., Los Angeles, California -- extension to September 12, 2004, to become a bank holding company and to acquire Wilshire State Bank.
- Granted, July 1, 2004

Regulations And Policies

FOMC

Short-term Interest Rates -- increase in the target for the federal funds rate from 1 percent to 1-1/4 percent.
- Approved, June 30, 2004

District 1

Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, July 3, 2004

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)	Northeast Bancorp, Auburn, Maine – to become a bank holding company through the acquisition of 100% of Northeast Bank, FSB, Auburn, Maine, which is in the process of converting to a state member bank.	Newspaper – 07/19/2004 Fed Reg – 07/23/2004

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

Applications and notifications filed during the week ending Saturday, July 3, 2004

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
FBSEA	Depfa Bank, Plc, Dublin, Ireland, to upgrade its agency in New York, New York, to a branch.	Newspaper – 07/30/2004

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, 3a3, & 4c8	Banco Bilbao Vizcaya Argentaria, S.A., Bilbao, Spain, BBVA International Investment Corporation, Hato Rey, Puerto Rico, Grupo Financiero BBVA Bancomer, S.A. de C.V., Mexico City, Mexico, BBVA Bancomer, S.A., Mexico City, Mexico, and BBVA Bancomer Financial Holdings, Inc., Houston, Texas, request prior approval of the Board of Governors of the Federal Reserve System to directly and indirectly acquire all of the outstanding shares of Valley Bank, Moreno Valley, California, pursuant to Sections 3(a)(3) and 3(a)(1) of the Bank Holding Company Act. BBVA Bancomer Financial Holdings, Inc., also requests prior approval of the Board of Governors to engage in permissible nonbanking activities upon becoming a Bank Holding Company, pursuant to Section 4(c)(8) of the Bank Holding Company Act.	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>
INV	30 days prior notice by Citibank, N.A., New York, New York and Citibank Overseas Investment Corporation, New Castle, Delaware, to make investments, pursuant to Section 211.9(f) 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.

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.

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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, July 3, 2004

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>
3A1	Penn Liberty Financial Corp, Wayne, PA., to become a bank holding company by acquiring Penn Liberty Bank, Wayne, PA.	Newspaper – N/Avail Fed Reg – N/Avail
CIC	A notice filed by Vincent Joseph Fumo, Philadelphia, PA., to acquire up to 20% of the outstanding shares of PSB Bancorp, Inc., Philadelphia, PA.	Newspaper – N/Avail Fed Reg – 07/21/2004
3A3	Yardville National Bancorp, Hamilton, NJ., to acquire up to 19.9% ownership interest in Buck County Bank, Warminster, PA.	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.

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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>
1954294	Premier Bank, Doylestown, PA.	01/05/2004	06/24/2004	S	X	

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, July 3, 2004

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)	Morgan Bancorp, Inc., Hudson, Ohio, to become a bank holding company by acquiring 100 percent of Morgan Bank, N.A., Hudson, Ohio.	Newspaper – N/Avail Fed Reg – N/Avail
*3(a)(5) & 4(c)(8)	National City Corporation, Cleveland, Ohio, to acquire Wayne Bancorp, Inc., Wooster, Ohio, pursuant to sections 3 and 4 of the Bank Holding Company Act.	Newspaper – N/Avail Fed Reg – 07/16/2004

*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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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>
853112	Heartland Bank 850 Hamilton Road Gahanna, Ohio 43230	04/15/2004	06/30/2004	S	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, July 3, 2004

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Virginia Bank & Trust, Danville, Virginia, to provide a courier service to pick up deposits from business customers at locations in the city of Danville, Town of Chatham and Pittsylvania County, Virginia.*	Newspaper – 07/12/2004
Branch	RBC Centura Bank, Rocky Mount, North Carolina, to establish a branch at 5320 Flynn Crossing Drive, Alpharetta, Georgia.*	Newspaper – 07/14/2004
Branch	Union Bank & Trust Company, Bowling Green, Virginia, to establish a branch at 6479 Mechanicsville Turnpike, Mechanicsville, Virginia.*	Newspaper – 07/14/2004

*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)(1)	Coastal South Bancshares, Inc., Hilton Head, South Carolina, to become a bank holding company through the acquisition of 100% of the voting shares of Coastal States Bank, Hilton Head, South Carolina.*	Fed Reg – 07/16/2004 Newspaper – 07/15/2004

*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 6

Federal Reserve Bank of Atlanta

Applications and notifications filed during the week ending Saturday, July 3, 2004

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	First Community Bank, DeBary, Florida, to establish a branch located at 941 Village Trail, Port Orange, Florida.*	Newspaper – 07/05/2004
Branch	Regions Bank, Birmingham, Alabama, to establish a branch located at the northwest corner of Heritage Drive and Highway 69, Tyler, Texas.*	Newspaper – 07/03/2004
Branch	The Brand Banking Company, Lawrenceville, Georgia, to establish a mobile branch to service the Gwinnett County area.*	Newspaper – 07/15/2004
Branch	SunTrust Bank, Atlanta, Georgia, to establish a branch located at 1738 Amherst Street, Winchester, Virginia, to be known as the James Wood Office.*	Newspaper – 07/07/2004

*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)	MidSouth Bancorp, Inc., Lafayette, Louisiana, to merge with Lamar Bancshares, Inc., Beaumont, Texas, and thereby acquire Lamar Delaware Financial Corporation, Dover, Delaware, and Lamar Bank, Beaumont, Texas.*	Newspaper – N/Avail Fed Reg – 08/02/2004
CIC	Pointe Financial Corporation, Boca Raton, Florida, after-the-fact change in control notice filed by Clarita Kassin, North Beach Miami, Florida, Kassin Family Partnership, Ltd., North Miami, Florida, and its general partner, Foreign Financial Investments, North Miami, Florida, Delta Holding Corporation, North Miami, Florida, Samuel Papu, Miami, Florida, Dorita Ojalvo, North Miami, Florida, Moris Ruben, Bogota, Colombia, and Salomon Kassin, Aventura, Florida, to collectively retain 16.81 percent of the outstanding shares of Pointe Financial Corporation, and its subsidiary, Pointe Bank, both of Boca Raton, Florida.	Newspaper – N/Avail Fed Reg – 06/29/2004
3(a)(3)	First National Bankers Bankshares, Inc., Baton Rouge, Louisiana, to acquire Alabama Bankers Bank, Birmingham, Alabama (in organization).*	Newspaper – N/Avail Fed Reg – 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>
3(a)(1)	Gulf Atlantic Financial Group, Inc., Tallahassee, Florida, to become a bank holding company by acquiring 100 percent of the outstanding shares of First National Bank, Tarpon Springs, Florida.*	Newspaper – 07/29/2004 Fed Reg – 07/30/2004

*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>
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:

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.

Section V – Availability of CRA public evaluations

<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 7

Federal Reserve Bank of Chicago

Applications and notifications filed during the week ending Saturday, July 3, 2004

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	DeMotte State Bank, DeMotte, Indiana, to establish a branch facility to be located at 5650 State Road 10, Roselawn, Indiana.*	Newspaper – 06/28/2004
Branch	North Shore Community Bank and Trust Company, Wilmette, Illinois, to establish a branch facility to be located at 4343 W. Peterson Avenue, Chicago, Illinois.*	Newspaper – 07/13/2004
Branch	Town & Country Bank of Springfield, Springfield, Illinois, to establish a branch facility to be located at 2601 North Dirksen Parkway, Springfield, Illinois.*	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>
4(c)(8)	Associated Banc-Corp., Green Bay, Wisconsin, to acquire 100 percent of the voting shares of First Federal Capital Corp., LaCrosse, Wisconsin, and thereby indirectly acquire First Federal Capital Bank, LaCrosse, Wisconsin, and thereby operate a savings association, and engage in credit insurance activities.*	Fed Reg – 07/19/2004 Newspaper – 07/18/2004
3(a)(3)	Oswego Community Bank Employee Stock Ownership Plan, Oswego, Illinois, to increase its ownership percentage from 33.45 percent to 51 percent of Oswego Bancshares, Inc., Oswego, Illinois, and thereby indirectly acquire Oswego Community Bank, Oswego, Illinois.*	Fed Reg – 07/26/2004 Newspaper – 07/17/2004
3(a)(3)	Parkway Bancorp, Inc., Harwood Heights, Illinois, to acquire 100 percent of the voting shares of United Arizona Bank, National Association, Cave Creek, Arizona.*	Fed Reg – 06/07/2004 Newspaper – 06/05/2004
CIC	Notice by Paul E. Menzel, Hartland, Wisconsin, to retain 19.32 percent of Ridgestone Financial Services, Inc., Brookfield, Wisconsin, and thereby indirectly control Ridgestone Bank, Brookfield, Wisconsin.	Fed Reg – 06/03/2004 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 8

Federal Reserve Bank of St. Louis

Applications and notifications filed during the week ending Saturday, July 3, 2004

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	First Bank, St. Louis, Missouri, to establish a branch facility to be located at 701 B Street #150, San Diego, California.*	Newspaper – 07/13/2004

* 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

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 9

Federal Reserve Bank of Minneapolis

Applications and notifications filed during the week ending Saturday, July 3, 2004

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)	Crosstown Holding Company, Blaine, Minnesota, to acquire control of all the issued and outstanding voting stock of State Bank of Loretto, Loretto, Minnesota.*	Fed Reg – 07/26/2004 Newspaper – N/Avail
3(a)(1) & 4(c)(8)	Western Transaction Corporation, Duluth, Minnesota, to become a bank holding company by acquiring 100% of Western National Bank, Duluth, Minnesota; and 100% of Cass Lake Company, Duluth, Minnesota; and thereby indirectly acquiring The First National Bank of Cass Lake, Cass Lake, Minnesota. Applicant also proposes to acquire 100% of Premier Credit Corporation, Duluth, Minnesota, an industrial loan company, and, through Cass Lake Company, Duluth, Minnesota, to engage in insurance agency activities in a town with a population not exceeding 5,000.*	Fed Reg – 07/06/2004 Newspaper – 07/03/2004

* 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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<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, July 3, 2004

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18(c)	Farmers State Bank, Phillipsburg, Kansas, to purchase certain assets and assume certain liabilities of the Phillipsburg, Kansas branch of the Landmark National Bank, Manhattan, Kansas.	Newspaper – N/Avail
Branch	WestStar Bank, Vail, Colorado, to establish a branch at 3401 Quebec Street, Suite 9300, Denver, Colorado	Newspaper – 07/10/2004

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)	Astra Financial Corporation, Prairie Village, Kansas, to acquire up to 16.73 percent of the voting shares of First Missouri Bancshares, Inc., Brookfield, Missouri, and thereby indirectly acquire First Missouri National Bank, Brookfield, Missouri.	Newspaper – N/Avail Fed Reg – 08/05/2004

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>
4(c)(8)	Metcalf Bancshares, Inc., Overland Park, Kansas, to engage in lending activities.
Investment in Bank Premises	FirstBank, Antlers, Oklahoma, to increase its investment in bank premises.

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>
723756	Peoples Bank 101 E. Main Street Coldwater, Kansas 67029	04/05/2004	06/29/2004	S		X
440352	Union Colony Bank 1701 23 rd Avenue Greeley, Colorado 80634	03/29/2004	06/30/2004	O	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, July 3, 2004

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)	Texas Country Bancshares, Inc., Brady, TX, to acquire Clarity Holdings, Inc., Uvalde, TX, and National American Bank, Uvalde, TX*	Fed Reg – 07/30/2004 Newspaper – 07/29/2004
3(a)(5)	Texas United Bancshares, Inc., La Grange, TX, and Texas United Nevada, Carson City, NV, to acquire GNB Bancshares, Inc., Gainesville, TX, Guaranty National Bancshares, Inc., Wilmington, DE, and GNB Financial, N.A., Gainesville, TX*	Fed Reg – 07/30/2004 Newspaper – 07/28/2004
CIC	New Mexico First Financial, Inc., Voting Trust, Lucinda Loveless, Hondo, NM, et al, to acquire an interest in New Mexico First Financial, Inc., Dover, DE	Fed Reg – 07/08/2004 Newspaper – 07/08/2004

* 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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					<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, July 3, 2004

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>LrgBk</i>	<i>SmBk</i>
150071	Frontier Bank 332 S.W. Everett Mall Way Everett, Washington 98204 (425) 514-0719	02/23/2004	06/29/2004	S	X	

Section VI – CRA examinations scheduled for

Quarter of

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