
Federal Reserve Release



H.2

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

No. 46

Week Ending November 13, 2004

Bank Holding Companies

Barclays PLC, London, England, Barclays Bank PLC, and Barclays Group US Inc., Wilmington, Delaware -- to become bank holding companies and to acquire Juniper Financial Corp. and Juniper Bank.

- Approved, November 8, 2004

First National Bank Group, Inc., Edinburg, Texas -- to acquire up to 14.99 percent of the shares and control of Alamo Corporation of Texas, Alamo, and thereby acquire control of Alamo Corporation of Delaware, Wilmington, Delaware, and Alamo Bank of Texas, Alamo.

- Approved, November 12, 2004

Wachovia Corporation, Charlotte, North Carolina -- commenter's request for reconsideration of the Board's order approving the application to merge with SouthTrust Corporation, Birmingham, Alabama, and to acquire SouthTrust Bank.

- Denied, November 8, 2004

Discount Rates

Discount and Advance Rates -- increase in the primary credit rate from 2-3/4 percent to 3 percent by the Federal Reserve Banks of Boston, New York, Philadelphia, Cleveland, Richmond, Atlanta, Chicago, St. Louis, Minneapolis, Kansas City, and San Francisco.

- Approved, November 10, 2004

Discount and Advance Rates -- increase in the primary credit rate from 2-3/4 percent to 3 percent by the Federal Reserve Bank of Dallas.

- Approved, November 12, 2004

Regulations And Policies

Debit Card Fee Disclosures -- report to the Congress on the adequacy of existing disclosures of debit card fees imposed by financial institutions on customers who use their Personal Identification Number (PIN) at point-of-sale.

- Approved, November 10, 2004

H.2 Actions under delegated authority

November 7, 2004 to November 13, 2004

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

Atlanta

SunTrust Bank, Atlanta, Georgia -- to establish branches at State Road 261 and Blairstone Road, Tallahassee, Florida; Walton County Road 395 and East Lake Drive, Sea Grove Beach; and 731 Cool Springs East, Franklin, Tennessee.
- Approved, November 12, 2004

Bank Holding Companies

Chicago

Bancshares Holding Corp., Downers Grove, Illinois -- to become a bank holding company and to acquire The Bank of Commerce.
- Approved, November 12, 2004

Boston

Boston Private Financial Holdings, Inc., Boston, Massachusetts -- to acquire 81 percent of the shares of KLS Professional Advisers Group, LLC, New York, New York, and thereby engage in financial and investment advisory activities.
- Approved, November 9, 2004

Kansas City

Centennial Bank Holdings, Inc., Fort Collins, Colorado -- for its subsidiary, Newco Front Range, Inc., to become a bank holding company and to acquire Guaranty Corporation, Denver, and its subsidiary, Guaranty Bank and Trust Company; Collegiate Peaks Bank, Buena Vista; and First National Bank of Strasburg, Strasburg; for Centennial Bank Holdings, Inc. to engage in trust activities through the acquisition of Guaranty Corporation's subsidiary, AMG/Guaranty Trust, N.A., Greenwood Village; and for Guaranty Bank and Trust Company to become a member of the Federal Reserve System.
- Approved, November 10, 2004

Minneapolis

DCNB Holding Company, Clear Lake, South Dakota -- to become a bank holding company and to acquire Deuel County National Bank.
- Approved, November 12, 2004

Bank Holding Companies

Secretary

First Bank Corp, Fort Smith, Arkansas -- to acquire BOR Bancshares, Inc., Rogers, and thereby acquire Bank of Rogers.

- Approved, November 8, 2004

San Francisco

First National Bank Holding Company, Scottsdale, Arizona -- to acquire First Heritage Bank, FSB, Albuquerque, New Mexico, and thereby establish a de novo savings association.

- Approved, November 12, 2004

St. Louis

Jamestown Bancshares, Inc., Jamestown, Missouri -- to become a bank holding company and to acquire Peoples Bank of Jamestown.

- Approved, November 10, 2004

St. Louis

The Peoples Holding Company, Tupelo, Mississippi -- to merge with Heritage Financial Holding Corporation, Decatur, Alabama, and thereby acquire Heritage Bank.

- Approved, November 10, 2004

Atlanta

Sunshine Bankshares, Inc., Port Orange, Florida -- to become a bank holding company and to acquire Sunshine State Community Bank.

- Approved, November 10, 2004

Kansas City

UniBanc Corporation, Maywood, Nebraska -- to acquire Farmers State Bank, Big Springs, and to engage in general insurance activities through the acquisition of Hendrickson-Kjeldgaard Agency.

- Approved, November 10, 2004

Bank Holding Companies

Kansas City

Vision Bancshares, Inc., Ada, Oklahoma -- to become a bank holding company and to acquire First Ada Bancshares, Inc., and its subsidiary, First National Bank and Trust Company of Ada, and to engage in credit insurance agency and consumer finance activities through the acquisition of Witherspoon Finance Company, Inc.

- Approved, November 10, 2004

Change In Bank Control

Kansas City

Hanston Insurance Agency, Inc., Hanston, Kansas -- change in bank control.

- Permitted, November 9, 2004

Competitive Factors Reports

Richmond

Bank of America, National Association (USA), Phoenix, Arizona -- report on competitive factors of the proposed merger with Fleet Bank (RI), National Association, Providence, Rhode Island.

- Submitted, November 9, 2004

Chicago

The Baraboo National Bank, Baraboo, Wisconsin -- report on competitive factors of the proposed merger with Northwoods State Bank, Rhinelander.

- Submitted, November 9, 2004

Chicago

Citizens Community Bank of Illinois, National Association, Berwyn, Illinois -- report on competitive factors of the proposed purchase of certain assets and assumption of certain deposit liabilities of the Broadview branch of Cole Taylor Bank, Chicago.

- Submitted, November 9, 2004

Kansas City

Emprise Bank, Wichita, Kansas -- report on competitive factors of the proposed merger with Emprise Bank, National Association, Hillsboro, and Emprise Bank, Iola.

- Submitted, November 8, 2004

Competitive Factors Reports

Chicago

Linn County State Bank, Coggon, Iowa -- report on competitive factors of the proposed merger with North Linn Corporation, Fairfield.
- Submitted, November 9, 2004

Atlanta

R-G Crown Bank, Casselberry, Florida -- report on competitive factors of the proposed purchase and assumption of 18 branches of SouthTrust Bank, Birmingham, Alabama.
- Submitted, November 8, 2004

Extensions Of Time

Secretary

Citibank, N.A., New York, New York -- extension of time for Citibank Overseas Investment Corporation, New Castle, Delaware, and KorAm Bank, Seoul, South Korea, to divest their interest in certain property acquired in settlement of debts previously contracted (DPC).
- Granted, November 9, 2004

Atlanta

Regions Bank, Birmingham, Alabama -- extension to December 9, 2005, to establish a branch at 1112 East Las Olas Boulevard, Ft. Lauderdale, Florida.
- Granted, November 9, 2004

Dallas

TexasBank, Fort Worth, Texas -- extension to February 9, 2005, to merge with Northwest National Bank of Arlington, Arlington, and to establish a branch at 610 West Randol Mill Road.
- Granted, November 12, 2004

Regulations And Policies

FOMC

Short-term Interest Rates -- increase in the target for the federal funds rate from 1-3/4 percent to 2 percent.
- Approved, November 10, 2004

District 1

Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, November 13, 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.

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

A copy of an institution's CRA evaluation may be obtained directly from the institution or Reserve Bank.

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

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

Section VI – CRA examinations scheduled for First Quarter of 2005

<i>Institution</i>	<i>Location</i>
Connecticut Bank and Trust Company	Hartford, Connecticut
Northeast Savings Bank	Auburn, Maine
State Street Bank and Trust Company	Boston, Massachusetts

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

District 2

Federal Reserve Bank of New York

Applications and notifications filed during the week ending Saturday, November 13, 2004

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
FBSEA	Bank of Baroda, Mumbai, Baroda, to establish a state-licensed branch in Houston, Texas.	Newspaper – N/Avail
Branch	Manufacturers and Traders Trust Company, Buffalo, New York, to establish a full-service branch office at 200 Fifth Avenue, New York, New York.	Newspaper – 11/26/2004

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
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 First Quarter of 2005

<i>Institution</i>	<i>Location</i>
Banco Popular North America	9600 West Bryn Mawr, Rosemont, IL 60018

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 3

Federal Reserve Bank of Philadelphia

Applications and notifications filed during the week ending Saturday, November 13, 2004

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Orrstown Bank, Shippensburg, PA, to establish a branch office at 1725 Lincoln Way East, Guilford Township, PA	Newspaper – 11/24/2004

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
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>
342410	Orrstown Bank, Shippensburg, PA	06/21/2004	10/20/2004	O	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, November 13, 2004

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
*Branch	Fifth Third Bank, Cincinnati, OH, to establish a branch facility at 1619 North Main Street, North Canton, OH.	Newspaper – 11/20/2004
*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>
*4(c)(8)	Park National Corporation, Newark, Ohio, to acquire First Clermont Bank, Milford, Ohio, pursuant to Section 4(c)(8) of the Bank Holding Company Act.	Newspaper – N/Avail Fed Reg – 11/19/2004
*3(a)(1) & 4(c)(8)	Peoples Community Bancorp, Inc., West Chester, OH, to acquire 38% of the outstanding voting shares of Columbia Bancorp, Inc., Cincinnati, OH, pursuant to Section 3(a)(1) of the Bank Holding Company Act and Peoples Community Bancorp, Inc., West Chester, OH, to retain 100% of the voting shares of Peoples Community Bank, West Chester, OH, pursuant to Section 4(c)(8) of the Bank Holding Company Act.	Newspaper – 12/03/2004 Fed Reg – 10/29/2004
*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 5

Federal Reserve Bank of Richmond

Applications and notifications filed during the week ending Saturday, November 13, 2004

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Sandy Spring Bank, Olney, Maryland, to establish a branch at 425 East Ridgeville Boulevard, Mt. Airy, Maryland.*	Newspaper – 11/18/2004
Branch	Citizens Bank and Trust Company, Blackstone, Virginia, to establish a branch at 497 Southpark Circle, Colonial Heights, Virginia.*	Newspaper – 11/19/2004
Branch	MainStreet Bank, Herndon, Virginia, to provide a courier service to pick up noncash deposits from business customers at locations in the cities of Alexandria and Fairfax, Virginia, and in the counties of Fairfax, Loudoun, Arlington, Alexandria, and Prince William, Virginia.*	Newspaper – 11/30/2004

*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>
25A	Capital One Bank, Glen Allen, Virginia, to make an additional investment in Capital One Bank (Europe) plc, London, England, and for Capital One Bank (Europe) plc to make an investment in HFS Group Ltd., Macclesfield, Cheshire in the United Kingdom.

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>
753324	Bank of Clarke County 2 East Main Street Berryville, Virginia 22611	08/30/2004	11/13/2004	O		X

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

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

District 6

Federal Reserve Bank of Atlanta

Applications and notifications filed during the week ending Saturday, November 13, 2004

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	SunTrust Bank, Atlanta, Georgia, to establish a branch located at 1900 Abbey Road, Charlottesville, Virginia, to be known as the Charlottesville Pantops.*	Newspaper – 11/19/2004

*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>
CIC	DeKalb Bancshares, Inc., Fort Payne, Alabama, prior change in control notice filed by Mr. William Reuben Broyles, Rainsville, Alabama, to acquire 9.95 percent of the outstanding shares of common stock of DeKalb Bancshares, Inc., and its subsidiary, DeKalb Bank, Crossville, Alabama. Total ownership will equal 33.95 percent.	Newspaper – 11/24/2004 Fed Reg – 11/19/2004
CIC	Frontier National corporation, Sylacauga, Alabama, prior change in control notice filed by the CM/FS Reeves Investment, L.P., Frances Skiller Reeves, Charles Monroe Reeves, all of West Point, Georgia, and Steven deRalph Townson, Chelsea, Alabama, to acquire 31.35 percent of the outstanding shares of Frontier National Corporation, Sylacauga, Alabama, and its subsidiary Frontier Bank, LaGrange, Georgia.	Newspaper – N/Avail Fed Reg – 11/30/2004
3(a)(3)	The Colonial BancGroup, Inc., Montgomery, Alabama, to acquire 100 percent of the outstanding shares of Union Bank of Florida, Lauderhill, Florida.*	Newspaper – 12/09/2004 Fed Reg – 12/05/2004
3(a)(1)	Great Financial Corporation, Miami Lakes, Florida, to become a bank holding company by acquiring 100 percent of the outstanding shares of Great Florida Bank, Miami, Florida.*	Newspaper – 12/05/2004 Fed Reg – 12/09/2004

*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>
4(c)(8)	DBT Holding Company, Vidalia, Georgia, to own 47.5 percent investment in DBW Technologies, LLC, Atlanta, Georgia, and thereby engage de novo in data processing activities.	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.

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 7

Federal Reserve Bank of Chicago

Applications and notifications filed during the week ending Saturday, November 13, 2004

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Citizens Bank, Flint, Michigan, to establish branch facilities to be located at 546 Pontiac Trail, Walled Lake, Michigan, and 4983 Baldwin Road, Lake Orion, Michigan.*	Newspaper – 11/18/2004
Branch	Comerica Bank, Detroit, Michigan, to establish branch facilities to be located at 2730 W. Maple, Commerce Township, Michigan, 444 S. El Camino Real, San Mateo, California, and 800 North Haven, Ontario, California.*	Newspaper – N/Avail
Branch	Iowa State Bank, Hull, Iowa, to establish a branch facility to be located at 209 Main Street, Sanborn, Iowa.*	Newspaper – 11/05/2004
18C	Rockford Bank and Trust Company (in organization), Rockford, Illinois, to purchase the assets and assume the liabilities of the Rockford, Illinois branch of Quad City Bank and Trust Company, Bettendorf, Iowa.*	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)(1)	Metropolitan Capital Bancorp, Inc., Chicago, Illinois, to become a bank holding company by acquiring 100 percent of the voting shares of Metropolitan Capital Bank (in organization), Chicago, Illinois.*	Fed Reg – 11/30/2004 Newspaper – 11/26/2004
3(a)(1) & 3(a)(3)	Nashua Bancshares, Inc., Saint Paul, Minnesota, to become a bank holding company by acquiring 100 percent of First State Bank (in organization), Nashua, Iowa, and by FNSB Bancorp, Inc., Nashua, Iowa; Readlyn Bancshares, Inc., St. Paul, Minnesota; Britt Bancshares, Inc., St. Paul, Minnesota; Tripoli Bancshares, Inc., St. Paul, Minnesota, and Ashton Bancshares, Inc., St. Paul, Minnesota, to acquire shares of Nashua Bancshares, Inc., St. Paul, Minnesota, and thereby indirectly acquire First State Bank (in organization), Nashua, Iowa.*	Fed Reg – 11/22/2004 Newspaper – 11/20/2004

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) & 3(a)(1)	Peotone Bancorp, Inc., Peotone, Illinois, to acquire 74.19% of the voting shares (48.39% directly and 25.81% indirectly) of Legacy Integrity Group, Inc., Scottsdale, Arizona, and thereby indirectly acquire Legacy Bank (in organization), Scottsdale, Arizona; Founders Group, Inc., Worth, Illinois, to acquire 12.90% of the voting shares of Legacy Integrity Group, Inc., Scottsdale, Arizona, and thereby indirectly acquire Legacy Bank (in organization), Scottsdale, Arizona; Terrapin Bancorp, Inc., Elizabeth, Illinois, to acquire 25.81 %of the voting shares of Legacy Integrity Group, Inc., Scottsdale, Arizona, and thereby indirectly acquire Legacy Bank (in organization), Scottsdale, Arizona; Rock River Bancorporation, Inc., Oregon, Illinois, to acquire 12.9% of the voting shares of Legacy Integrity Group, Inc., Scottsdale, Arizona, and thereby indirectly acquire Legacy Bank (in organization), Scottsdale, Arizona, and by Legacy Integrity Group, Inc., Scottsdale, Arizona, to become a bank holding company by acquiring 100% of the voting shares of Legacy Bank (in organization), Scottsdale, Arizona.*	Fed Reg – 12/05/2004 Newspaper – 12/06/2004
3(a)(3)	QCR Holdings, Inc., Moline, Illinois, to acquire 100 percent of Rockford Bank and Trust Company (in organization), Rockford, Illinois.*	Fed Reg – 12/10/2004 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>
4(c)(8)	Parkway Bancorp, Inc., Harwood Heights, Illinois, proposes to establish a wholly owned subsidiary, Parkway Financial, Inc., Harwood Heights, Illinois, to acquire a 49.9 percent interest in Parkway Mortgage & Financial Center, LLC, Des Moines, Iowa, and thereby engage in residential real estate mortgage lending activities.	Fed Reg – 11/24/2004

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

<i>Type</i>	<i>Application</i>
Membership	Rockford Bank and Trust Company (in organization), Rockford, Illinois, to become a member of the Federal Reserve System.

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

<i>Type</i>	<i>Application</i>
3(a)(1) Notice	Wisconsin Bancshares, Inc., Kenosha, Wisconsin, to become a bank holding company by acquiring 100 percent of the voting shares of Bank of Kenosha, Kenosha, Wisconsin.

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, November 13, 2004

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	The Callaway Bank, Fulton, Missouri, to establish a branch facility to be located at 302 Meadowlark Drive, Fulton, Missouri.*	Newspaper – 11/15/2004
Branch	Arvest Bank, Fayetteville, Arkansas, to establish a branch facility to be located at 342 Commercial Drive, Pineville, Missouri.*	Newspaper – 11/18/2004

* 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>
3A1	Centennial Bancshares, Inc., Little Rock, Arkansas, to become a bank holding company by acquiring 100 percent of Pine State Bancshares, Inc., Kingsland, Arkansas, and thereby indirectly acquire Pine State Bank, Kingsland, Arkansas.*	Newspaper – 12/08/2004 Fed Reg – 12/06/2004
3A3	Porter Bancorp, Inc., Shepherdsville, Kentucky, to acquire 100 percent of Citizens Financial Bank, Inc., Glasgow, Kentucky.	Newspaper – N/Avail Fed Reg – 12/13/2004

* 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>
4c8	Bancshares of Camden, Inc., Camden, Tennessee, to engage in reinsuring credit life, accident and health insurance through the acquisition of 100 percent of BOC Reinsurance Company, Ltd., Crossville, Tennessee.	Fed Reg – 12/02/2004

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

<i>Type</i>	<i>Application</i>
Investment	Bancshares of Camden, Inc., Camden, Tennessee, to establish BOC Reinsurance Company, Ltd., Turks and Caicos Islands, British West Indies, as a subsidiary pursuant to Section 211.9(g) 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.

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 9

Federal Reserve Bank of Minneapolis

Applications and notifications filed during the week ending Saturday, November 13, 2004

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18(c) & Branch	Dacotah Bank, Aberdeen, South Dakota, to merge with Dacotah Bank, Rolla, North Dakota, and Dacotah Bank, Valley City, North Dakota, and thereby establish 7 branches.*	Newspaper – N/Avail
18(c) & Branch	Peoples State Bank of Plainview, Plainview, Minnesota, to merge with Red Cedar Bank, National Association, Boyceville, Wisconsin, and thereby establish branches at 715 Highway 79, Boyceville, Wisconsin, and 1428 North Broadway, Menomonie, Wisconsin.*	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)(1)	Dolphin Family Limited Partnership, Blaine, Minnesota, to become a bank holding company by acquiring 13.55 percent of the voting shares of Crosstown Holding Company, Blaine, Minnesota, parent of 21st Century Bank, Loretto, Minnesota. Dolphin Family Management Co., Blaine, Minnesota, to become a bank holding company by acquiring indirect control of 13.55 percent of the voting shares of Crosstown Holding Company, Blaine, Minnesota, parent of 21st Century Bank, Loretto, Minnesota, as general partner of Dolphin Family Limited Partnership, Blaine, Minnesota.*	Fed Reg – 12/13/2004 Newspaper – N/Avail
CIC	Notice by Lyndon L. Krause, Winnebago, Minnesota, and David D. Krause, Winnebago, Minnesota, to gain control of Krause Financial, Inc., Winnebago, Minnesota, and thereby indirectly gain control of First National Bank in Winnebago, Winnebago, Minnesota.	Fed Reg – 11/24/2004 Newspaper – N/Avail
CIC	Notice by Todd L. Johnson, Hillary K. Johnson, and Matthew S. Johnson, all of Duluth, Minnesota, to gain control of NATCOM Bancshares, Inc., Superior, Wisconsin, and thereby indirectly gain control of National Bank of Commerce, Superior, Wisconsin.	Fed Reg – 11/29/2004 Newspaper – 11/29/2004

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
CIC	Notice by Joel D. Neisen, Burnsville, Minnesota, Jeffery A. Neisen, Vadnais Heights, Minnesota, Timothy J. Neisen, Ormsby, Minnesota, Mary K. Laxen, Shakopee, Minnesota, and Brian J. Neisen, Sugarland, Texas, to gain control of Ormsby Bancshares, Inc., Ormsby, Minnesota, and thereby indirectly acquire Ormsby State Bank, Ormsby, Minnesota.	Fed Reg – N/Avail Newspaper – 11/29/2004
CIC	Notice by Craig K. Potts, Henderson, Nevada, to gain control of Security State Agency of Aitkin, Inc., Aitkin, Minnesota, and thereby indirectly gain control of Security State Bank of Aitkin, Aitkin, Minnesota.	Fed Reg – 11/24/2004 Newspaper – 11/23/2004
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 – 12/09/2004 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 1st Quarter of January 1, 2005 – March 31, 2005

<i>Institution</i>	<i>Location</i>
The State Bank of Ewen	Ewen, Michigan
First Interstate Bank	Billings, Montana
First State Bank of Warner	Warner, South Dakota

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. James A. Colwell at the Federal Reserve Bank of Minneapolis, Division of Supervision, Regulation, and Credit, 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, November 13, 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>
CIC	Notification by Willard L. Frickey, Las Vegas, Nevada, to acquire control of Hanston Insurance Agency, Inc., parent of Hanston State Bank, both of Hanston, Kansas.	Newspaper – 09/14/2004 Fed Reg – 09/21/2004
CIC	Notification by Embry W. Williams, Jr., Amarillo, Texas, to acquire control of Union Bancshares, Inc., Clayton, New Mexico, parent of First National Bank of New Mexico, Clayton, New Mexico.	Newspaper – N/Avail Fed Reg – N/Avail
CIC	Notification by Walter David Scott, Amy Scott, and Sandra Parker, all of Omaha, Nebraska; and Karen Dixon, Leawood, Kansas, to acquire control of DB Holding Company, Inc., parent of Omaha State Bank, both in Omaha, Nebraska.	Newspaper – 11/25/2004 Fed Reg – 11/29/2004

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)	SSB Management LLC , Wilber, Nebraska, to engage indirectly in insurance activities through the acquisition of 100 percent of the voting shares of Hickman Agency, LLC, Hickman, Nebraska.
4(c)(8)	First National Johnson Bancshares, Inc., Johnson, Nebraska, to engage indirectly in insurance activities through the acquisition of 100 percent of the voting shares of Hickman Agency, LLC, Hickman, Nebraska.
4(c)(8)	Wilber Co., Wilber, Nebraska, to engage in insurance activities through the acquisition of 100 percent of the voting shares of Hickman Agency, LLC, Hickman, Nebraska.

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 11

Federal Reserve Bank of Dallas

Applications and notifications filed during the week ending Saturday, November 13, 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)(5)	IB Bancshares, Inc., McKinney, TX, and VB Bancshares, Inc., New Castle, DE, to acquire First Celina Corporation, Celina, TX, and The First State Bank, Celina, TX*	Fed Reg – 11/26/2004 Newspaper – 11/27/2004

*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>
844567	Pointbank 200 South Highway 377 Pilot Point, Texas 76258-9264	07/12/2004	11/13/2004	S	X	

Section VI – CRA examinations scheduled for First Quarter of 2005

<i>Institution</i>	<i>Location</i>
Colorado Valley Bank 935858	143 North Main La Grange, Texas 78945-2616
Crowell State Bank 701857	100 East Commerce Crowell, Texas 79227-0848
First State Bank 367552	1025 Main Matador, Texas 79244
Texas Coastal Bank 783965	6731 Spencer Highway Pasadena, Texas 77505-1755

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, November 13, 2004

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18C & Branch	Westamerica Bank, San Rafael, California, to merge with National Bank of the Redwoods, Santa Rosa, California, and thereby acquire six additional branch offices of National Bank of the Redwoods.*	Newspaper – 12/01/2004

* 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.

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>
868376	Barnes Banking Company 33 South Main Street Kaysville, Utah 84037 (801) 544-3424	07/19/2004	11/08/2004	S	X	

Section VI – CRA examinations scheduled for 1st Quarter of 2005

<i>Institution</i>	<i>Location</i>
Business Bank of Nevada	Las Vegas, NV
County Bank	Merced, CA
North Valley Bank	Redding, CA
Pacific Mercantile Bank	Costa Mesa, CA
Placer Sierra Bank	Auburn, CA

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.