
Federal Reserve Release



H.2

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

No. 12

Week Ending March 18, 2000

Bank Holding Companies

Financial Holding Companies -- elections by 109 bank holding companies and eight foreign banks to become financial holding companies. The list of companies is available on the Board's public web site (www.federalreserve.gov) and in its Freedom of Information Office (20th Street and Constitution Avenue, NW, Room MP-500).

- Approved, March 10, 2000 (AC)

Wells Fargo & Company, San Francisco, California -- to acquire Ragen MacKenzie Group, Incorporated, Seattle, Washington, and thereby acquire Ragen MacKenzie Incorporated and Ragen MacKenzie Investment Services, Inc.; and to engage in underwriting and dealing, to a limited extent, in all types of debt and equity securities and in certain other nonbanking activities.

- , March 13, 2000

Forms

Customer Satisfaction Survey of Federal Reserve Bulletin Subscribers (FR1371) and Customer Satisfaction Survey of Publication Subscribers (FR1372) -- to execute a one-time survey.

- Approved, March 16, 2000

Interagency Notice of Change in Control (FR2081a), Interagency Notice of Change in Director or Senior Executive (FR2081b), and Interagency Biographical and Financial Report (FR2081c) -- extension without revision.

- Approved, March 16, 2000

Quarterly Report of Assets and Liabilities of Large Foreign Offices of U.S. Banks (FR2502q) -- extension with revisions.

- Approved, March 16, 2000

Quinquennial Finance Company Questionnaire and Survey (FR3033) -- extension without revision.

- Approved, March 16, 2000

Report of Medium-Term Note Issuance (FR 2600) -- discontinuation of a survey.

- Approved, March 16, 2000

Weekly Report of Eurodollar Liabilities Held by Selected U.S. Addressees at Foreign Offices of U.S. Banks (FR 2050) -- extension with revisions.

- Approved, March 16, 2000

Regulations And Policies

Regulation H -- interim rule to establish alternative criteria for debt ratings that certain large banks may satisfy in order to acquire a financial subsidiary and request for comment (Docket No. R-1066)

- Approved, March 13, 2000

Regulation Y -- interim rule concerning new merchant banking activities permitted for financial holding companies (Docket No. 1065) and request for comment and proposed rule concerning the regulatory capital treatment of certain investments in nonfinancial companies by bank holding companies (Docket No. 1067).

- Approved, March 16, 2000

Enforcement

The Bank of Tokyo-Mitsubishi, Ltd., Tokyo, Japan, Chicago Branch -- issuance of an order of prohibition against Vinay B. Malhotra, a former vice president and officer.

- Announced, March 17, 2000

First Western Bank, Cooper City, Florida -- issuance of a consent order against R&T Foundation and James R. Sellers, and against Sunshine Financial and Frederick K. Wall, institution-related parties.

- Announced, March 17, 2000

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

Bank Branches, Domestic

Chicago

Baylake Bank, Sturgeon Bay, Wisconsin -- to establish branches at 124 North Adams Street and 960 Hanson Road, Green Bay.
- Approved, March 15, 2000

Chicago

First American Bank, Carpentersville, Illinois -- to establish branches at the intersection of Golf and Algonquin Roads, Rolling Meadows, and Grand Avenue (State Route 132) and Stonebrook Drive, Gurnee.
- Approved, March 13, 2000

Richmond

The Heritage Bank, McLean, Virginia -- to establish a branch at 1650 Tysons Boulevard, Suite 100, and to operate a mobile branch for noncash deposits in Fairfax City, Falls Church, Alexandria, Fairfax County, and Loudon County.
- Approved, March 15, 2000

San Francisco

M&I Thunderbird Bank, Phoenix, Arizona -- to establish a branch at Elliot and McQueen Roads, Gilbert.
- Approved, March 15, 2000

Cleveland

Marblehead Bank, Marblehead, Ohio -- to establish a branch at the Northshore Retirement Community, 9400 Lakeshore Boulevard, Lakeside.
- Approved, March 15, 2000

Bank Holding Companies

Chicago

Capital Bancorp, Ltd., Lansing, Michigan; Sun Community Bancorp Limited, Phoenix, Arizona; and Nevada Community Bancorp Limited, Las Vegas, Nevada -- to acquire shares of Black Mountain Community Bank, Henderson, Nevada, a de novo bank.
- Approved, March 6, 2000 (AC)

Bank Holding Companies

Dallas

Corpus Christi Bancshares, Inc., Corpus Christi, Texas -- to become a bank holding company through the acquisition of The First State Bank, Bishop.
- Withdrawn, March 14, 2000

Philadelphia

Fidelity D & D Bancorp, Inc., Dunmore, Pennsylvania -- to become a bank holding company through the acquisition of The Fidelity Deposit and Discount Bank.
- Approved, March 6, 2000 (AC)

Secretary

First Security Corporation, Salt Lake City, Utah -- to acquire Bank Network Securities, Chicago, Illinois, through Star Systems, Inc., Maitland, Florida, and engage in extending credit and servicing loans, leasing property, providing financial and investment advisory services, and certain other nonbanking activities.
- Approved, March 15, 2000

Dallas

FVNB Corp., Victoria, Texas; FVNB Delaware Corporation, Wilmington, Delaware; and First Victoria National Bank, Victoria -- waiver of applications in connection with the proposed acquisition of Mid-Coast Savings Bank, SSB, Edna.
- Approved, March 13, 2000

Chicago

Kane Commerce Co., Davenport, Iowa -- to become a bank holding company through the acquisition of Community State Bank of Plymouth, Plymouth, Illinois.
- Approved, March 13, 2000

Chicago

The Leaders Group, Inc., Oak Brook, Illinois -- to become a bank holding company through the acquisition of The Leaders Bank, a de novo bank.
- Approved, March 13, 2000

Chicago

MSB Holding Company, Moorhead, Iowa -- to continue to engage in equipment leasing activities.
- Approved, March 15, 2000

Bank Holding Companies

Minneapolis

Parkers Prairie Bancshares, Inc., Parkers Prairie, Minnesota -- to redeem shares.
- Approved, March 14, 2000

San Francisco

Scottsdale Bancorp, Woodbury, Minnesota -- to become a bank holding company through the acquisition of Scottsdale Community Bank, Scottsdale, Arizona, a de novo bank.
- Approved, March 15, 2000

Atlanta

SouthTrust Corporation, Birmingham, Alabama, and SouthTrust of Alabama, Inc. -- waiver of application in connection with the proposed merger with Security Bancorp, Inc., San Antonio, Texas, and Security Bancorp of Delaware, Inc., Wilmington, Delaware; and acquisition of Security National Bank of San Antonio.
- Approved, March 16, 2000

New York

TLNB Financial Corp., Tupper Lake, New York -- to become a bank holding company through the acquisition of Tupper Lake National Bank.
- Approved, March 17, 2000

San Francisco

Wells Fargo and Company, San Francisco, California -- to acquire Michigan Financial Corporation, Marquette, Michigan, and thereby acquire branches of MFC First National Bank in Marquette, Menominee, Ironwood, Iron River, Iron Mountain, Houghton, and Escanaba; and engage in credit insurance activities through Michigan Financial Life Insurance Company, Marquette.
- Approved, March 15, 2000

Banks, Foreign

New York

UBS AG, Zurich, Switzerland -- to acquire shares of Prediction Company LLC, Santa Fe, New Mexico, and thereby engage in data processing advisory activities.
- Approved, March 17, 2000

Banks, State Member

Richmond

Atlantic Bank, Ocean City, Maryland -- to acquire three branches of Wilmington Trust FSB, Salisbury.
- Approved, March 13, 2000

St. Louis

Century Bank of the Ozarks, Gainesville, Missouri -- payment of a dividend.
- Approved, March 17, 2000

Chicago

Citizens Bank, Flint, Michigan -- to acquire three branches of Great Lakes National Bank Michigan, Ann Arbor, and thereby establish branches in Jackson at 1100 West Argyle, 1111 North Street, and 2229 4th Street.
- Approved, March 16, 2000

Change In Bank Control

Chicago

Bay Port Financial Corporation, Bay Port, Michigan -- change in bank control.
- Permitted, March 14, 2000

Atlanta

CNB Holdings, Inc., Alpharetta, Georgia -- change in bank control.
- Permitted, March 13, 2000

Dallas

Robert Lee Bancshares, Inc., Robert Lee, Texas -- change in bank control.
- Permitted, March 16, 2000

Dallas

Round Top Bancshares, Inc., Round Top, Texas -- change in control.
- Permitted, March 13, 2000

Competitive Factors Reports

San Francisco

Bank of the Sierra, Porterville, California -- report on competitive factors of the proposed merger with Sierra National Bank, Tehachapi.
- Submitted, March 17, 2000

Secretary

Bank of the West, San Francisco, California -- reports on competitive factors of the proposed acquisition of 21 branches of First Security Bank, N.A., Salt Lake City, Utah, and 47 branches of Zions First National Bank.
- Submitted, March 13, 2000

Richmond

Branch Banking and Trust Company, Winston-Salem, North Carolina -- report on competitive factors of the proposed merger with First Liberty Bank, Macon, Georgia.
- Submitted, March 13, 2000

Atlanta

Citizens National Bank of Meridian, Meridian, Mississippi -- report on competitive factors of the proposed merger with New Citizens National Bank.
- Submitted, March 15, 2000

Dallas

First Victoria National Bank, Victoria, Texas -- reports on competitive factors of the proposed merger with Mid-Coast Savings Bank, SSB, Edna, through an interim de novo national bank.
- Submitted, March 15, 2000

Minneapolis

Frontier Trust Company, FSB, Fargo, North Dakota -- report on competitive factors of the proposed merger with Frontier Trust Company.
- Submitted, March 16, 2000

Boston

Glastonbury Bank and Trust Company, Glastonbury, Connecticut -- report on competitive factors of the proposed merger with First Massachusetts Bank, National Association, Worcester, Massachusetts.
- Submitted, March 14, 2000

Competitive Factors Reports

Dallas

Momentum Bank, SSB, Houston, Texas -- report on competitive factors of the proposed merger with Momentum Cash Systems, LLC.
- Submitted, March 15, 2000

Richmond

Wachovia Bank, National Association, Winston-Salem, North Carolina -- report on competitive factors of the proposed merger with Bank of Canton, Canton, Georgia.
- Submitted, March 15, 2000

Extensions Of Time

San Francisco

First Security Bank of Nevada, Las Vegas, Nevada -- extension to June 16, 2000, to consummate the merger with Nevada State Bank.
- Granted, March 15, 2000

International Operations

Director, BS&R

Citibank Overseas Investment Corporation, New Castle, Delaware -- waiver of notification period to invest in Bank Handlowy W Warszawie S.A., Warsaw, Poland.
- Granted, March 10, 2000 (AC)

Membership

San Francisco

Nevada First Bank, Las Vegas, Nevada -- to become a member of the Federal Reserve System.
- Approved, March 7, 2000 (AC)

Regulations And Policies

Secretary

Regulation Y -- extension to March 31, 2000, to receive comments from a commenter on the proposed amendment to anti-tying provisions to add an exception for private-label credit card operations of banks affiliated with retailers.
- Granted, March 15, 2000

District 1
Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, March 18, 2000

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</i>		<i>Examination</i>	<i>CRA</i>	<i>CRA</i>	<i>Exam type</i>	
<i>number</i>	<i>Institution/Location</i>	<i>date</i>	<i>public date</i>	<i>rating</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, March 18, 2000

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
FBSEA	Credit Commercial de France, Paris, France, to establish a representative office in New York, New York.	Newspaper – N/Avail
FBSEA	Banco Comercial Portugues, S.A., Porto, Portugal, to establish a representative office in Miami, Florida.	Newspaper – N/Avail
FBSEA	Arab Banking Corporation (B.S.C.), Manama, Bahrain, to establish a federally licensed uninsured branch in Greenwich, Connecticut.	Newspaper – N/Avail
FBSEA	UBS, AG, Zurich, Switzerland, to establish a representative office in Beverly Hills, California.	Newspaper – N/Avail
FBSEA	Banco Itau S.A., Sao Paulo, Brazil, to establish a representative office in Miami, Florida.	Newspaper – N/Avail
FBSEA	Deutsche Hypothekenbank Frankfurt-Hamburg AG, Frankfurt, Germany, to establish a representative office in New York, New York.	Newspaper – N/Avail
FBSEA	The Chuo Trust & Banking Co., Ltd., Tokyo, Japan, to establish a representative office in New York, New York.	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>
4(c)(8)	North Fork Bancorporation, Inc., Melville, New York, to acquire at least 50.1 percent of the voting shares of Dime Bancorp, Inc., New York, New York (“Dime”), an existing thrift holding company, and thereby indirectly acquire Dime’s bank subsidiary, The Dime Savings Bank of New York, FSB, New York, New York.*	Newspaper – 04/17/2000 Fed Reg – N/Avail

* Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

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

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

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

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 3

Federal Reserve Bank of Philadelphia

Applications and notifications filed during the week ending Saturday, March 18, 2000

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 3 Baden Powell Lane, Suite 1, Mechanicsburg, Silver Spring Township, Cumberland County, PA.	04/12/2000

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

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

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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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.

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

Section VI – CRA examinations scheduled for

Quarter of

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

District 4

Federal Reserve Bank of Cleveland

Applications and notifications filed during the week ending Saturday, March 18, 2000

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Received notification on 03/16/2000 from Western Reserve Bank, Medina, OH of its intent to establish a branch facility at The Oaks at Medina, 4931 Nettleton Road, Median, OH.	03/24/2000

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)	Received application from SNB Bancorp, Inc., Salyersville, KY on 03/15/2000 of its intent to acquire Salyersville National Bank, Salyersville, KY.	Newspaper: 04/13/2000

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>
2730477	Western Reserve Bank 4015 Medina Road Medina, OH 44258-0585	12/31/1999	3/13/2000	S		X
1390342	Fifth Third Bank, Florida 4099 Tamiami Trail North Naples, FL 43101	3/08/1999	3/14/2000	S	X	

Section VI – CRA examinations scheduled for 3rd Quarter of 2000

<i>Institution</i>	<i>Location</i>
Community First Bank	225 North Main Street Celina, OH 45822
Provident Bank of Florida	1549 Ringling Blvd. Sarasota, FL 34236
Citizens Banking Company	100 E. Water Street Sandusky, OH 44870

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 5

Federal Reserve Bank of Richmond

Applications and notifications filed during the week ending Saturday, March 18, 2000

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18(c)	FNB Southeast, Reidsville, North Carolina, to merge with Black Diamond Savings Bank, F.S.B., Norton, Virginia.*	Newspaper – 04/25/2000

*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>
91521	*F&M Bank Massanutten 1855 East Market Street Harrisonburg, Virginia 22801	11/29/1999	02/27/2000	S	X	

*This information was inadvertently omitted from Bulletin No. 10 for week ending March 4, 2000.

Section VI – CRA examinations scheduled for Quarter of

Institution *Location*

None

District 6

Federal Reserve Bank of Atlanta

Applications and notifications filed during the week ending Saturday, March 18, 2000

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Compass Bank, Birmingham, Alabama, to establish a branch located at 3202 East Bell Road, Phoenix, Arizona.	03/31/2000*
Branch	Compass Bank, Birmingham, Alabama, to establish a branch located at 1802 E. Camelback Road, Phoenix, Arizona.	04/05/2000*
Branch	Compass Bank, Birmingham, Alabama, to establish a branch located at 7155 East Thunderbird Road, Scottsdale, Arizona.	04/05/2000*

*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)	United Community Banks, Inc., Blairsville, Georgia, to merge with North Point Bancshares, Inc., Dawsonville, Georgia, and thereby acquire Dawson County Bank, Dawsonville, Georgia.	N/Avail*
3(a)(5)	United Community Banks, Inc., Blairsville, Georgia, to merge with Independent Bancshares, Inc., Powder Springs, Georgia, and thereby acquire Independent Bank & Trust Company, Powder Springs, Georgia.	N/Avail*

*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>
4(c)(8)	Mid State Banks, Inc., Cordele, Georgia, prior notice to purchase assets of Cobb Insurance Agency, and thereby engage in insurance agency activities through its subsidiary, Mid State Financial Group, Inc., d/b/a Mid State Insurance Agency, Hawkinsville, Georgia.
COM	The Commercial Bancorp, Inc., Ormond Beach, Florida, commitment waiver request.

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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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, March 18, 2000

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Johnson Bank, Racine, Wisconsin, for prior approval to establish a branch at S.C. Johnson Waxdale Campus, 2512 Willow Road, Sturtevant, Wisconsin.*	Newspaper – 03/22/2000

* 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)	Fortress Bancshares, Inc., Westby, Wisconsin, for prior approval to acquire 100 percent of the voting shares of Fortress Bank of Cresco, Cresco, Iowa. Fortress Bank will then convert its charter to a federal savings bank.*	Fed Reg – 04/03/2000 Newspaper – 04/01/2000
3(a)(3)	First Business Bancshares, Inc., Madison, Wisconsin, for prior approval to acquire 51 percent of the voting shares of The Business Banc Group, Ltd., Brookfield, Wisconsin, and thereby indirectly acquire First Business Bank-Milwaukee (in organization), Brookfield, Wisconsin.*	Fed Reg – 04/07/2000 Newspaper – 04/05/2000
3(a)(1)	The Business Banc Group, Ltd., Brookfield, Wisconsin, for prior approval to become a bank holding company through the acquisition of 100 percent of the voting shares of First Business Bank-Milwaukee (in organization), Brookfield, Wisconsin.*	Fed Reg – 04/07/2000 Newspaper – 04/05/2000
CIC	Notification by the Garst Family (Stephen, Elizabeth, Edward, Sarah, Rachel, Katherine, and Jennifer) – as a family acting in concert – proposal to acquire an additional 33 percent of Audubon Investment Company, and thereby own 100 percent. In addition, individually Elizabeth Garst will hold power to vote 40 percent of the Audubon Investment Company.	Fed Reg – 03/31/2000 Newspaper – N/Avail
CIC	Notification by William W. Parish, of a change in control to acquire up to 49 percent of the voting shares of Parish Bank and Trust Company, Momence, Illinois.	Fed Reg – 03/31/2000 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>
3(a)(3)	Dentel Bancorporation, Victor, Iowa, to acquire 100 percent of Pocahontas Bancorporation, Pocahontas, Iowa, and thereby indirectly acquire Pocahontas State Bank, Pocahontas, Iowa.*	Fed Reg – 04/13/2000 Newspaper – N/Avail
CIC	Notification by Ruth Womack, as trustee for the L.T. Womack Family Trust and the L.T. Womack Marital Trust, of a change in control to retain 40 percent of Corn Belt Bancorporation, Lincoln, Nebraska.	Fed Reg – N/Avail Newspaper – N/Avail

* Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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

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

Section V – Availability of CRA public evaluations

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>
868349	F&M Bank – Hilbert P.O. Box 391 Hilbert, Wisconsin 54129-0391 (920) 853-3551	10/18/1999	03/15/2000	S	X	
63041	F&M Bank – East Troy P.O. Box 17 East Troy, Wisconsin 53120-0017 (414) 642-7391	10/18/1999	03/15/2000	O	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, March 18, 2000

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)	Notice by First Banks, Inc., Creve Coeur, Missouri, to indirectly acquire certain assets and liabilities of First Capital Group, Inc., Albuquerque, New Mexico, and thereby engage in leasing activities, pursuant to Section 225.28(b)(3) of Regulation Y.	4/7/2000

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

Section VI – CRA examinations scheduled for 2nd Quarter of 2000

<i>Institution</i>	<i>Location</i>
Southern Commercial Bank	St. Louis, Missouri

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, March 18, 2000

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Big Sky Western Bank, Big Sky, Montana, to establish a branch in Big Sky, Montana.*	03/24/2000

*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	Gunter Family Limited Partnership to acquire control of 33.33% of the voting shares of Norkitt Bancorp, Inc., Hallock, Minnesota.	N/Avail.
3(a)(1)A	The First Security Group, Inc., Deer Lodge, Montana, for prior approval to become a bank holding company through the acquisition on 89.4% of the voting shares of First Security Bank of Deer Lodge, Deer Lodge, Montana.*	Newspaper – 04/15/2000

*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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<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>
52755	M&I Merchants Bank Rhineland, Wisconsin	11/15/1999	03/16/2000	S	X	

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, March 18, 2000

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18(c)/Branch	Legacy Bank ACB, Binger, Oklahoma, for prior approval to acquire the assets and assume the liabilities of Legacy Bank TC, Blanchard, Oklahoma, and Legacy Bank, Hinton, Oklahoma, and retain the existing 5 locations as branches.	Newspaper/N/Available
18(c)	Bank in Boulder, Boulder, Colorado, for prior approval to establish a branch at the intersection of 96th street and Interlocken Loop in Broomfield, Colorado	Newspaper/N/Available

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	First National Agency, Cimarron, Kansas for The Joe D. Butcher Family Trust, Kimberly Jo Fairbank, Grant Butcher, Robert Butcher, and Harold Ott, for prior approval to acquire voting shares of First National Agency, Cimarron, Kansas.	Newspaper – N/Available FedReg – 04/04/2000

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 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, March 18, 2000

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)	CPBK Holdings, Inc., Houston, TX, to acquire CPBK Holdings of Delaware, Inc., Wilmington, DE, and CompuBank, N.A., Houston, TX* (Previously reported the week ending March 11, 2000)	Fed Reg – 04/13/2000 Newspaper – 04/11/2000
3(a)(1)	CPBK Holdings of Delaware, Inc., Wilmington, DE, to acquire CompuBank, N.A., Houston, TX* (Previously reported the week ending March 11, 2000)	Fed Reg – 04/13/2000 Newspaper – 04/11/2000
3(a)(1)	ETN Leasing, Inc., Palestine, TX, to acquire East Texas National, Inc., Palestine, TX, East Texas – Dover, Inc., Wilmington, DE, and East Texas National Bank, Palestine, TX*	Fed Reg – 04/10/2000 Newspaper – 04/01/2000
3(a)(1)	Burton Bancshares, Inc., Burton, TX, to acquire Burton Holdings, Inc., Wilmington, DE, and Burton State Bank, Burton, TX*	Fed Reg – 04/14/2000 Newspaper – 04/13/2000
3(a)(1)	Burton Holdings, Inc., Wilmington, DE, to acquire Burton State Bank, Burton, TX*	Fed Reg – 04/14/2000 Newspaper – 04/13/2000
CIC	Kelsoe Management Partnership, Ltd., Dallas, TX, only notificant, to acquire an interest in WB&T Bancshares, Inc., Duncanville, TX, and Western Bank & Trust, Duncanville, TX	Fed Reg – 04/06/2000 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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					<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, March 18, 2000

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>
Bank Holding Company Formation	Application by Earthbank Corporation, San Mateo, California, to merge with Monument Bancshares, Inc., Poland, Ohio, and to thereby acquire Monument National Bank, Ridgecrest, California.*	Newspaper – 4/18/2000 Fed Reg – Awaiting
Change in control	Notice by Bank of Lodi Employee Stock Ownership Plan, Lodi, California, to increase its ownership in First Financial Bancorp, Lodi, California, from 9.9 percent up to 24.9 percent.*	Newspaper – 4/5/2000 Fed Reg – 4/3/2000

* 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>	<i>Ending date of comment period</i>
None		

Section V – Availability of CRA public evaluations

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<i>number</i>	<i>Institution/Location</i>	<i>date</i>	<i>public date</i>	<i>rating</i>	<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for

Quarter of

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