
Federal Reserve Release



H.2

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

No. 17

Week Ending April 28, 2001

Bank Holding Companies

Amplicon, Inc., Santa Ana, California -- to become a bank holding company through the acquisition of California First National Bank, a de novo bank, and to engage in personal property leasing activities.

- Approved, April 23, 2001

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

Secretary

Allfirst Bank, Baltimore, Maryland -- to establish a branch at 17724 Garland Groh Boulevard, Hagerstown.
- Approved, April 23, 2001

Kansas City

BancFirst, Oklahoma City, Oklahoma -- to establish branches at 11001 North May and 7136 South Yale Avenue, Tulsa.
- Approved, April 26, 2001

Atlanta

Bank of Murfreesboro, Murfreesboro, Tennessee -- to establish a branch at 454 South Lowry Street, Smyrna.
- Approved, April 25, 2001

New York

Community Bank of Bergen County, Maywood, New Jersey -- to establish a branch at 12-79 River Road, Fair Lawn.
- Approved, April 27, 2001

San Francisco

Hanmi Bank, Los Angeles, California -- to establish a branch at 14474 Culver Drive, Irvine.
- Approved, April 26, 2001

Kansas City

MontroseBank, Montrose, Colorado -- to establish a branch at Highway 550 South and Ogden Road.
- Approved, April 26, 2001

Richmond

New Peoples Bank, Inc., Honaker, Virginia -- to establish a branch at U.S. Routes 19 and 460, Pounding Mill.
- Approved, April 25, 2001

Bank Holding Companies

St. Louis

Ambanc Holding Company, Inc., Bowling Green, Kentucky -- to become a bank holding company through the acquisition of American Bank & Trust Company, Inc.
- Approved, April 26, 2001

Cleveland

Charter One Financial, Inc., Cleveland, Ohio -- to acquire Alliance Bancorp, Hinsdale, Illinois, and its subsidiary, Liberty Federal Bank.
- Approved, April 23, 2001

Secretary

Citigroup Inc., New York, New York -- commenter's request to extend the comment period on the application to acquire European American Bank, Uniondale.
- Denied, April 27, 2001

Chicago

eZ Bancorp, Inc., Grand Rapids, Michigan -- to become a bank holding company through the acquisition of eZCommunityBank.com, a de novo bank.
- Approved, April 24, 2001

Richmond

Hampton Roads Bankshares, Inc., Chesapeake, Virginia -- to become a bank holding company through the acquisition of Bank of Hampton Roads.
- Approved, April 25, 2001

St. Louis

Jefferson County Bancshares, Inc., Festus, Missouri -- to acquire Perry County Financial Corporation, Perryville, and its subsidiary, Perry County Savings Bank, FSB.
- Approved, April 23, 2001

Chicago

MB Financial, Inc., Chicago, Illinois, and Manufacturers National Corporation -- to acquire FSL Holdings, Inc., South Holland, and First Savings & Loan Association of South Holland.
- Approved, April 26, 2001

Bank Holding Companies

Atlanta

Pelican Financial, Inc., Ann Arbor, Michigan -- commitment waiver request.
- Granted, April 25, 2001

Director, BS&R

The Royal Bank of Scotland Group plc, Edinburgh, Scotland; RBSG International Holdings Ltd.; and Citizens Financial Group, Inc., Providence, Rhode Island -- relief from certain commitments.
- Granted, April 27, 2001

Kansas City

State Bank of Slater ESOP & Trust, Slater, Missouri -- to acquire additional shares of Slater Bancshares, Inc., and thereby increase its ownership of State Bank of Slater.
- Withdrawn, April 24, 2001

Philadelphia

USABancShares.com, Inc., Philadelphia, Pennsylvania -- to acquire shares of Bondsonline Group, Inc., Mercer Island, Washington.
- Withdrawn, April 19, 2001 (AC)

Banks, Nonmember, And Miscellaneous Institutions

Dallas

Dixie Bell Credit Union, Fort Worth, Texas -- deregistration under Regulation U.
- Approved, April 25, 2001

Dallas

HCC Insurance Holdings, Inc., Houston, Texas -- deregistration under Regulation U.
- Approved, April 23, 2001

Change In Bank Control

Dallas

Fayetteville Bancshares, Inc., Fayetteville, Texas -- change in bank control.
- Permitted, April 27, 2001

Competitive Factors Reports

St. Louis

A.G. Edwards Trust Company, St. Louis, Missouri -- report on competitive factors of the proposed merger with A.G. Edwards Trust Company, FSB.
- Submitted, April 26, 2001

Secretary

Bank of Benton, Benton, Kentucky -- report on competitive factors of the proposed merger with Calvert Bank, Calvert City.
- Submitted, April 27, 2001

Secretary

CNB National Bank, Lake City, Florida -- report on competitive factors of the proposed purchase of assets and assumption of liabilities of the Lake City and Live Oak branches of Republic Bank, St. Petersburg.
- Submitted, April 23, 2001

Kansas City

CornerBank, National Association, Winfield, Kansas -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of the Arkansas City branch of Commercial Federal Bank, a Federal Savings Bank, Omaha, Nebraska.
- Submitted, April 25, 2001

San Francisco

Evergreen Bank, Bellevue, Washington -- report on competitive factors of the proposed merger with Interim Evergreen Bank.
- Submitted, April 18, 2001 (AC)

San Francisco

First Bank of Arizona, N.A., Scottsdale, Arizona -- report on competitive factors of the proposed consolidation with First National Bank of Arizona, Chandler.
- Submitted, April 23, 2001

Atlanta

First Charter Mutual Holding Company, West Point, Georgia, and Charter Financial Corporation -- report on competitive factors of the proposed acquisition of CharterBank as part of a restructuring from a mutual to a stock company.
- Submitted, April 25, 2001

Competitive Factors Reports

Cleveland

First National Bank of Florida, Naples, Florida -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of Citizens Community Bank of Florida, Marco Island.

- Submitted, April 24, 2001

Cleveland

First National Bank of Waverly, Waverly, Ohio -- report on competitive factors of the proposed merger with First Interim National Bank.

- Submitted, April 24, 2001

San Francisco

First Security Bank, N.A., Ogden, Utah -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of National Bank of Alaska, Anchorage, Alaska.

- Submitted, April 23, 2001

Atlanta

First State Bank, Sarasota, Florida -- report on competitive factors of the proposed acquisition of First State Bank of Pinellas, St. Petersburg.

- Submitted, April 27, 2001

Kansas City

Geneva State Bank, Geneva, Nebraska -- report on competitive factors of the proposed merger with Shickley State Bank, Shickley.

- Submitted, April 25, 2001

Minneapolis

Highland Bank, St. Michael, Minnesota -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of the Bloomington branch of Fidelity Federal Bank, FSB, Glendale, California.

- Submitted, April 25, 2001

Cleveland

Liberty Federal Bank, Hinsdale, Illinois -- report on competitive factors of the proposed merger with Charter One Bank, FSB, Cleveland, Ohio.

- Submitted, April 24, 2001

Competitive Factors Reports

Richmond

Perpetual Bank, a Federal Savings Bank, Anderson, South Carolina -- report on competitive factors of the proposed merger with Heritage Federal Bank, Laurens.
- Submitted, April 23, 2001

San Francisco

Redding Bank of Commerce, Redding, California -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of the Citrus Heights branch of FirstPlus Bank, Tustin.
- Submitted, April 24, 2001

Kansas City

TeamBank, National Association, Paola, Kansas -- report on competitive factors of the proposed merger with Fort Calhoun State Bank, Fort Calhoun, Nebraska.
- Submitted, April 25, 2001

Cleveland

Three Rivers Bank and Trust Company, Jefferson, Pennsylvania -- report on competitive factors of the proposed merger with The Pennsylvania Capital Bank, Pittsburgh.
- Submitted, April 24, 2001

Kansas City

United Bank of Kansas, Whiting, Kansas -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of the Lancaster branch of Missouri Bank and Trust Company, Kansas City, Missouri.
- Submitted, April 25, 2001

Extensions Of Time

Atlanta

Employee Stock Ownership Trust of People's Bank and Trust Company of Pickett County, Byrdstown, Tennessee -- extension to July 30, 2001, to acquire shares of Upper Cumberland Bancshares, Inc.
- Granted, April 27, 2001

Extensions Of Time

Richmond

First Bancorp, Troy, North Carolina -- extension to August 16, 2001, to merge with Century Bancorp, Inc., Thomasville.
- Granted, April 17, 2001 (AC)

Kansas City

First Mountain Company KSOP Plan and Trust, Montrose, Colorado -- extension to January 25, 2003, to acquire shares of First Mountain Company.
- Granted, April 25, 2001

Richmond

Gateway Financial Corporation, Elizabeth City, North Carolina -- extension to July 31, 2001, to become a bank holding company through the acquisition of Gateway Bank and Trust Co.
- Granted, April 26, 2001

Financial Holding Companies

Dallas

First West Texas Bancshares, Inc., Midland, Texas, and First Delaware Bancshares, Inc., Dover, Delaware -- election to become financial holding companies.
- Effective, April 27, 2001

Cleveland

Heritage Capital Corporation, Ashland, Pennsylvania -- election to become a financial holding company.
- Effective, April 26, 2001

St. Louis

Peoples Bancorporation, Inc., Cuba, Missouri -- election to become a financial holding company.
- Effective, April 23, 2001

Cleveland

S&T Bancorp, Indiana, Pennsylvania -- election to become a financial holding company.
- Effective, April 26, 2001

International Operations

Richmond

First Union National Bank, Charlotte, North Carolina -- to extend the corporate existence of its Edge corporation, Philadelphia International Investment Corporation, Philadelphia, Pennsylvania.

- Approved, April 20, 2001 (AC)

Director, BS&R

Sterling National Bank, New York, New York -- to establish an agreement corporation, Sterling Trade Services, Inc.

- Approved, April 23, 2001

District 1
Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, April 28, 2001

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, April 28, 2001

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Bayerische Hypo- und Vereinsbank Aktiengesellschaft, Munich, Germany, to establish additional branches at 622 Third Avenue and 245 Park Avenue, both in New York, New York.*	Newspaper – 05/14/2001
Representative Office	China Merchants Bank, Shenzhen, People’s Republic of China, to establish a representative office in New York, New York.	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)(3)	First BanCorp, San Juan, Puerto, to acquire up to 8.73 percent of the voting shares of Southern Security Bank Corporation, Hollywood, Florida.	Newspaper - 05/06/01 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:

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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>
	Chemung Canal Trust Company One Chemung Canal Plaza Elmira, New York 14902-1522	02/14/2000	08/22/2000	O		
	United States Trust Company of NY 114 West 47 th Street New York, New York 10036	04/03/2000	10/26/2000	O		
	Manufacturers & Traders Trust Co. One M&T Plaza Buffalo, New York 14240	04/03/2000	11/20/2000	O		
	Banco Popular de Puerto Rico POBox 2708 San Juan, Puerto Rico 00936-2708	06/05/2000	12/14/2000	O		
	Bank of Smithtown One East Main Street Smithtown, New York 11787	08/28/2000	02/12/2000	S		
	Bankers Trust Company 130 Liberty Street New York, New York 10006	06/05/2000	12/27/2000	O		
	European American Bank One EAB Plaza Uniondale, New York 11555	10/02/2000	05/24/2001	S		

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, April 28, 2001

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.

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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>
551315	Wilmington Trust of PA, Villanova, PA	09/21/2000	03/15/2001	O	X	
160545	Main Street Bank, Reading, PA	07/24/2000	02/17/2001	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, April 28, 2001

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>
362717	The Croghan Colonial Bank Fremont, OH	01/29/2001	04/16/2001	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, April 28, 2001

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)	First Virginia Bankshares, Inc., Falls Church, Virginia, to merge with James River Bankshares, Inc., Suffolk, Virginia.*	Fed Reg - 05/21/2001 Newspaper - 05/07/2001

*Subject to the provisions of the Community Reinvestment Act.

Section III – Applications subject to Federal Register notice only

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

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

<i>Type</i>	<i>Application</i>
3(a)(1)	Paragon Commercial Corporation, Raleigh, North Carolina, to become a bank holding company through the acquisition of Paragon Commercial Bank, Raleigh, North Carolina.
Member	Four Oaks Bank & Trust Company, Four Oaks, North Carolina, for membership in the Federal Reserve System.
Member	The Freedom Bank of Virginia, Vienna, Virginia (in organization), for membership in the Federal Reserve System.

Section V – Availability of CRA public evaluations

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

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

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
829032	Barbour County Bank 107 Pike Street Philippi, West Virginia 26416	02/12/2001	04/26/2001	S		X

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, April 28, 2001

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)	GB&T Bancshares, Inc., Gainesville, Georgia, to merge with Community Trust Financial Services Corporation, Hiram, Georgia, and thereby acquire Community Trust Bank, Hiram, Georgia.	Fed Reg – 05/17/2001
3(a)(3)	Wewahitchka State Bank Employee Stock Ownership Plan, Wewahitchka, Florida, to increase its ownership interest in Gulf Coast Community Bancshares, Inc., Wewahitchka, Florida, and Wewahitchka State Bank, Wewahitchka, Florida, by more than 50 percent.	Fed Reg – 05/29/2001
CIC	FCB Financial, Inc., Tampa, Florida, prior notification filed by Mr. Albert Salem, Jr. to acquire an additional 11.92 percent of the outstanding shares of FCB Financial, Inc., Tampa, Florida, and its subsidiary, First Commercial Bank of Tampa, Tampa, Florida. Total ownership will equal 21.68 percent.	N/Avail
3(a)(1)	Georgia Banking Company, Inc., Atlanta, Georgia, to become a bank holding company by acquiring Georgia Banking Company, Atlanta, Georgia (in organization).	Newspaper – 05/31/2001

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)	GB&T Bancshares, Inc., Gainesville, Georgia, to engage in extending credit and servicing loans (consumer finance business), credit insurance, and tax planning and preparation servicing by acquiring Community Loan Company, Inc., Cartersville, Georgia.	05/17/2001

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)	GB&T Bancshares, Inc., Gainesville, Georgia, to engage in real estate and personal property appraising by acquiring Metroplex Appraisals, Inc., Hiram, Georgia.	05/17/2001
4(c)(8)	GB&T Bancshares, Inc., Gainesville, Georgia, to engage in data processing activities by acquiring 49 percent of Cash Transactions, LLC, Dallas, Georgia.	05/17/2001

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

<i>Type</i>	<i>Application</i>
COM	SunTrust Banks, Inc., Atlanta, Georgia, commitment waiver request.
3(a)(1)	Capital Bancorp, Inc., Nashville, Tennessee, notice to become a bank holding company by acquiring Capital Bank and Trust Company, Nashville, Tennessee.

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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NI = Needs to improve

SN = Substantial noncompliance

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

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

Institution *Location*

None

District 7

Federal Reserve Bank of Chicago

Applications and notifications filed during the week ending Saturday, April 28, 2001

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Merger & Branch	Citizens First State Bank of Walnut, Walnut, Illinois, for prior approval to acquire the Wyanet, Illinois branch of Peoples National Bank of Kewanee, Kewanee, Illinois and thereby to establish a branch at 135 Main Street, Wyanet, Illinois.*	Newspaper – N/Avail
Merger & Branch	1st Source Bank, South Bend, Indiana, for prior approval to acquire the two branches of Old Kent Bank, Grand Rapids, Michigan and thereby to establish branches at 4009 Red Arrow Highway, St. Joseph, Michigan and 715 Ship Street, St. Joseph, Michigan.*	Newspaper – N/Avail
Branch	First Banking Center, Burlington, Wisconsin, for prior approval to establish a branch at 200 Main Street, Darlington, Wisconsin.*	Newspaper – 4/27/2001
Merger & Branch	M&I Marshall & Ilsley Bank, Milwaukee, Wisconsin, for prior approval to acquire of the Phoenix, Arizona branch of Harris Trust Bank of Arizona, Scottsdale, Arizona and thereby to establish a branch at 19828 North 27th Avenue, Phoenix, Arizona.*	Newspaper – 4/29/2001

* 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)	Advantage Bancorp, Woodbury, Minnesota, for prior approval to become a bank holding company through the acquisition of 100 percent of the voting shares of First Choice Bank (in organization), Geneva, Illinois.*	Fed Reg – 5/29/2001 Newspaper – N/Avail
3(a)(1)	Ameriana Bancorp, New Castle, Indiana, for prior approval to become a bank holding company through the acquisition of 100 percent of the voting shares of Ameriana Bank and Trust, SB, New Castle, Indiana (formerly known as Ameriana Bank & Trust of Indiana).*	Fed Reg – 5/14/2001 Newspaper – 5/14/2001

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)	American National Bank of Beaver Dam Employee Stock Ownership Trust, Beaver Dam, Wisconsin, for prior approval to become a bank holding company through the acquisition of 30 percent of the voting shares of Ambanc Financial Services, Inc., Beaver Dam, Wisconsin and thereby indirectly acquire American National Bank of Beaver Dam, Beaver Dam, Wisconsin and Bank of Helenville, Helenville, Wisconsin.*	Fed Reg – 4/25/2001 Newspaper – 4/21/2001
3(a)(5)	CIB Marine Bancshares, Inc., Pewaukee, Wisconsin, for prior approval to acquire 100 percent of the voting shares of Citrus Financial Services, Inc., Vero Beach, Florida and thereby indirectly acquire Citrus Bank, N.A., Vero Beach, Florida.*	Fed Reg – 5/29/2001 Newspaper – N/Avail
3(a)(1) & 4(c)(8)	First Indiana Corporation, Indianapolis, Indiana, for prior approval to become a bank holding company through the acquisition of 100 percent of the voting shares of First Indiana Bank, National Association (in organization), Indianapolis, Indiana; to engage in community development activities through its wholly-owned subsidiary, Pioneer Service Corporation; and in the following nonbanking activities through its wholly-owned subsidiary, Somerset Financial Services, LLC, Indianapolis, Indiana: financial and investment advisory activities; management consulting and counseling activities; real estate and personal property appraising related to extending of credit and data processing and to acquire 100 percent of the voting shares of First Indiana Bank, FSB, Indianapolis, Indiana.*	Fed Reg – 5/04/2001 Newspaper – 4/30/2001
3(a)(5)	First Merchants Corporation, Muncie, Indiana, for prior approval to acquire 100 percent of the voting shares of Francor Financial, Inc., Wabash, Indiana and thereby indirectly acquire Frances Slocum Bank and Trust Company, Wabash, Indiana.*	Fed Reg – 4/27/2001 Newspaper – 4/30/2001
3(a)(3)	Foresight Financial Group, Inc., Rockford, Illinois, for prior approval to acquire 100 percent of the voting shares of Lena Bancorp, Inc., Lena, Illinois and thereby indirectly acquire Lena State Bank, Lena, Illinois.*	Fed Reg – 5/11/2001 Newspaper – 5/10/2001
3(a)(3)	Heartland Bancorp, Inc., Bloomington, Illinois, for prior approval to acquire 100 percent of the voting shares of Chenoa Corporation, Chenoa, Illinois and thereby indirectly acquire Bank of Chenoa, Chenoa, Illinois.*	Fed Reg – 5/03/2001 Newspaper – 4/30/2001
3(a)(1)	Henry State Bancorp, Inc., Henry, Illinois, for prior approval to become a bank holding company through the acquisition of 100 percent of the voting shares of Henry State Bank, Henry, Illinois.*	Fed Reg – N/Avail Newspaper – N/Avail
3(a)(1)	Hustisford Community Bancorp, Inc., Hustisford, Wisconsin, for prior approval to become a bank holding company through the acquisition of 100 percent of the voting shares of Hustisford State Bank, Hustisford, Wisconsin.*	Fed Reg – 5/29/2001 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)	Mahaska Investment Company ESOP, Oskaloosa, Iowa, for prior approval to acquire an additional 30,000 shares, or 0.76% of the voting shares of Mahaska Investment Company, Oskaloosa, Iowa.*	Fed Reg – 5/10/2001 Newspaper – 5/11/2001
3(a)(3)	Marshall & Ilsley Corporation, Milwaukee, Wisconsin, for prior approval to acquire 100 percent of the voting shares of M&I Bank of Mayville (in organization), Mayville, Wisconsin.*	Fed Reg – 4/27/2001 Newspaper – 4/26/2001

* 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)	Northern Trust Corporation, Chicago, Illinois, notification of intent to acquire more than 5 percent of the outstanding voting securities of Hub Co., LLC. New York, New York.	Fed Reg – N/Avail

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

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

Section V – Availability of CRA public evaluations

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

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.

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>
717746	M&I Bank South 100 N. Main Street Janesville, Wisconsin 53547 (608) 754-7771	12/20/2000	4/23/2001	S	X	

Section VI – CRA examinations scheduled for Quarter of

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

District 8

Federal Reserve Bank of St. Louis

Applications and notifications filed during the week ending Saturday, May 5, 2001

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Notice by Arvest Bank, Fort Smith, Arkansas, to establish a branch at 4800 Kelley Highway, Fort Smith, Arkansas.*	5/18/2001

* 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), 4(c)(8)	Notice by Harrodsburg First Financial Bancorp, Inc., Harrodsburg, Kentucky, to become a bank holding company through the acquisition of 51 percent of the voting shares of Citizens Financial Bank, Inc., Glasgow, Kentucky. Also, a companion notice by Harrodsburg First Financial Bancorp, Inc. to retain its existing thrift subsidiary, First Financial Bank, Harrodsburg, Kentucky.*	Newspaper – 5/27/2001 Fed Reg – 5/21/2001
3(a)(5), 3(a)(3)	Notice by Bank of Mulberry Employee Stock Ownership Plan, Mulberry, Arkansas, to acquire up to 55.54 percent of Acme Holding Company, Inc., Mulberry, Arkansas. Also, a companion notice by Acme Holding Company to acquire Mansfield Bankstock, Inc., Mansfield, Arkansas.*	Newspaper – 5/12/2001 Fed Reg – 5/11/2001
3(a)(1)	Notice by Russellville Bancshares, Inc., Jonesboro, Arkansas, to acquire First Arkansas Valley Bank, Russellville, Arkansas.*	Newspaper – 5/17/2001 Fed Reg – 5/29/2001
3(a)(3)	Notice by Home Bancshares, Inc., Conway, Arkansas, to directly and indirectly acquire 28.64 percent of Russelleville Bancshares, Inc., Russellville, Arkansas.*	Newspaper – 5/24/2001 Fed Reg – 5/29/2001
CIC	Notice involving Citizens Bancshares of Eldon Missouri, Inc, Eldon, Missouri, by D.R. Harrison, L.L.P., Eldon, Missouri (Donnan R. And Jean E. Harrison general partners).	Newspaper – 5/17/2001 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>
Commitment Termination Request	Notice by Concord EFS, Inc., Memphis, Tennessee, requesting relief from commitments inherited in connection with its 1999 acquisition of Electronic Payment Systems, Inc., Wilmington, Delaware.

Section V – Availability of CRA public evaluations

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

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

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

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NI = Needs to improve

SN = Substantial noncompliance

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

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
894151	Mid America Bank & Trust Co. Dixon, Missouri	12/11/2000	4/27/2001	S		X

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, April 28, 2001

Section I – Applications subject to newspaper notice only

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

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

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

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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<i>RSSD</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 10

Federal Reserve Bank of Kansas City

Applications and notifications filed during the week ending Saturday, April 28, 2001

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Bank of Colorado, Fort Lupton, Colorado, for prior approval to establish a mobile branch at 1199 Main Avenue, Durango, Colorado.	Newspaper – 04/23/2001

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)	Commerce Financial Corporation ESOP, Topeka, Kansas, for prior approval, for a period of three years from date of approval, to acquire up to 35 percent of the voting shares of Commerce Financial Corporation, and indirect ownership of its subsidiary bank, Commerce Bank & Trust, both of Topeka, Kansas.	Newspaper – 05/20/2001 Fed Reg – N/Available

Section III – Applications subject to Federal Register notice only

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

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

<i>Type</i>	<i>Application</i>	
Member	American National Bank and Trust Company, Sapulpa, Oklahoma, for prior approval to retain membership in the Federal Reserve System following conversion to a state charter.	

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

<i>Type</i>	<i>Application</i>
S/R	Commerce Financial Corporation ESOP, Topeka, Kansas, for prior approval to redeem 5,328 shares of its voting common stock.

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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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 Third Quarter of 2001

<i>Institution</i>	<i>Location</i>
Centennial Bank	Englewood, Colorado
The Heritage Bank of St. Joseph	St. Joseph, Missouri
Farmers State Bank	Stanberry, Missouri
Platte Valley State Bank and Trust	Kearney, Nebraska
Citizens State Bank	Polk, Nebraska
Citizens Bank and Trust Company	Ardmore, Oklahoma

Section VI – CRA examinations scheduled for Third Quarter of 2001

<i>Institution</i>	<i>Location</i>
The Atoka State Bank	Atoka, Oklahoma
Union Bank of Chandler	Chandler, Oklahoma
Citizens Bank of Edmond	Edmond, Oklahoma
Gold Bank Oklahoma	Hennessey, Oklahoma
Grant County Bank	Medford, Oklahoma
Peoples Bank	Oklahoma City, Oklahoma
Security Bank	Pawnee, Oklahoma
First Priority Bank	Pryor, Oklahoma
The Community State Bank	Poteau, Oklahoma
Oregon Trail Bank	Guernsey, Wyoming
Pinnacle Bank-Wyoming	Torrington, Wyoming
Union State Bank	Upton, Wyoming

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

District 11

Federal Reserve Bank of Dallas

Applications and notifications filed during the week ending Saturday, April 28, 2001

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)	First Financial Bancshares, Inc., Abilene, TX, to acquire City Bancshares, Inc., Mineral Wells, TX, City Delaware Financial Corporation, Dover, DE, and City National Bank, Mineral Wells, TX* (previously reported the week ending April 21, 2001)	Fed Reg – 05/18/2001 Newspaper – 05/17/2001

*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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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 12

Federal Reserve Bank of San Francisco

Applications and notifications filed during the week ending Saturday, April 28, 2001

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Hanmi Bank, Los Angeles, California, to establish a branch office at 14474 Culver Drive, Suite C/D, Irvine, California.*	Newspaper – 04/20/2001

* 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	Peter Eliades, Las Vegas, Nevada, retroactive notice to retain 10.69 percent of Business Bank Corporation, Las Vegas, Nevada.*	Newspaper – 05/14/2001 Fed Reg. – 05/08/2001

* 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</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	
