
Federal Reserve Release



H.2

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

No. 19

Week Ending May 12, 2001

Bank Holding Companies

Juniper Financial Corporation, Wilmington, Delaware -- to become a bank holding company through the acquisition of First Bank CBC, Maryville, Missouri.

- Approved, May 9, 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

San Francisco

Bank of Coronado, Coronado, California -- to establish a branch at 550 West C Street, San Diego.

- Approved, May 9, 2001

St. Louis

The Callaway Bank, Fulton, Missouri -- to establish a branch at West Broadway and Broadfield Drive, Columbia, and a mobile branch to serve Boone and Callaway Counties.

- Approved, May 8, 2001

Bank Holding Companies

Minneapolis

BNCCORP, Inc., Bismarck, North Dakota -- to acquire BNC National Bank of Arizona, Tempe, Arizona.

- Approved, May 10, 2001

New York

C.C. Bancorp, Inc., Little Valley, New York -- to become a bank holding company with respect to Cattaraugus County Bank.

- Approved, May 7, 2001

Cleveland

Central Bancshares, Inc., Lexington, Kentucky -- to acquire The Salt Lick Deposit Bank, Salt Lick.

- Approved, May 9, 2001

Cleveland

Central Ohio Bancorp, Waverly, Ohio -- to become a bank holding company through the acquisition of The First National Bank of Waverly.

- Approved, May 9, 2001

Bank Holding Companies

Atlanta

Community Financial Services, Inc., Atlanta, Georgia -- to acquire CRE Valuation Group, Inc., and thereby engage de novo in real estate appraisal activities.
- Approved, May 10, 2001

Atlanta

Community First Banking Company, Carrollton, Georgia -- waiver of application in connection with the proposed merger of its subsidiary bank, Community First Bank, with Douglas Federal Bank, Douglasville, a subsidiary of First Deposit Bancshares, Inc.
- Granted, May 11, 2001

St. Louis

Farmers Financial Corporation, Milton, Kentucky -- to become a bank holding company through the acquisition of Farmers Bank of Milton.
- Approved, May 9, 2001

Chicago

First Indiana Corporation, Indianapolis, Indiana -- to become a bank holding company through the acquisition of First Indiana Bank, National Association, a de novo bank; to acquire First Indiana Bank, FSB; to engage in community development activities through its subsidiary, Pioneer Service Corporation; and to engage in financial and investment advisory, management consulting, real estate and personal property appraising, and data processing activities through its subsidiary, Somerset Financial Services, LLC.
- Withdrawn, May 11, 2001

Kansas City

FlatIrons Bank Holding Company, Boulder, Colorado -- to become a bank holding company through the acquisition of FlatIrons Bank.
- Returned, May 10, 2001

Chicago

Heartland Bancorp, Inc., Bloomington, Illinois -- to acquire Chenoa Corporation, Chenoa, and Bank of Chenoa.
- Approved, May 8, 2001

Bank Holding Companies

General Counsel

Louisville Development Bancorp, Inc., Louisville, Kentucky -- request for an exemption under the Depository Institutions Management Interlocks Act and Regulation L.

- Granted, May 8, 2001

Atlanta

Persons Banking Company, Lithonia, Georgia -- to acquire The Farmers Bank, Forsyth.

- Approved, May 11, 2001

St. Louis

Rockhold Bancorp, Kirksville, Missouri -- to acquire shares of La Plata Bancshares, Inc., La Plata.

- Approved, May 7, 2001

Director, BS&R

Rurban Financial Corporation, Defiance, Ohio -- transfer agent registration.

- Withdrawn, May 11, 2001

Kansas City

Sulphur Holdings, Inc., Sulphur, Oklahoma -- to acquire Sulphur Community Bancshares, Inc. and Sulphur Community Bank.

- Withdrawn, May 10, 2001

Atlanta

Synovus Financial Corp., Columbus, Georgia, and TB&C Bancshares, Inc. -- to acquire shares of Juniper Financial Corporation, Wilmington, Delaware, and thereby acquire Juniper Bank.

- Approved, May 9, 2001

Bank Mergers

Chicago

Citizens First State Bank of Walnut, Walnut, Illinois -- to acquire the branch of Peoples National Bank of Kewanee, Kewanee, at 135 Main Street, Wyand, and thereby establish a branch.

- Approved, May 8, 2001

Bank Mergers

Richmond

Farmers & Mechanics Bank, Frederick, Maryland -- to merge with Home Federal Savings Bank, Hagerstown.
- Approved, May 8, 2001

San Francisco

Valley Independent Bank, El Centro, California -- to merge with its affiliates, Kings River State Bank, Reedley, and Bank of Stockdale, FSB, Bakersfield, and thereby establish branches.
- Approved, May 9, 2001

Change In Bank Control

Atlanta

Coffee County Bancshares, Inc., Manchester, Tennessee -- change in bank control.
- Permitted, May 7, 2001

Minneapolis

Elgin Bancshares, Inc., Elgin, North Dakota -- change in bank control.
- Permitted, May 11, 2001

Atlanta

Independent Bancshares, Inc., Red Bay, Alabama, and Community Spirit Bank -- change in bank control.
- Permitted, May 8, 2001

Atlanta

Peoples Bancshares of Pointe Coupee Parish, Inc., New Roads, Louisiana -- change in bank control.
- Permitted, May 8, 2001

Competitive Factors Reports

Chicago

Associated Bank Green Bay, National Association, Green Bay, Wisconsin -- report on competitive factors of the proposed merger with Associated Banc-Corp Services, Inc., and Associated Leasing, Inc., Menomonee Falls.
- Submitted, May 7, 2001

Competitive Factors Reports

St. Louis

Bank of the Ozarks, Little Rock, Arkansas -- report on competitive factors of the proposed purchase of assets and assumption of liabilities of the Lonoke branch of Union Planters Bank, N.A. Memphis, Tennessee.

- Submitted, May 7, 2001

San Francisco

Centennial Bank, Portland, Oregon -- report on competitive factors of the proposed merger with Centennial Mortgage Co., Eugene.

- Submitted, May 9, 2001

St. Louis

The Citizens Bank and Trust Company of Grayson County, Leitchfield, Kentucky, and Bankers Mortgage Corporation, Louisville -- report on competitive factors of the proposed merger with Wilson & Muir Bank & Trust Company, Bardstown.

- Submitted, May 7, 2001

Chicago

Community National Bank, Waterloo, Iowa -- report on competitive factors of the proposed purchase of assets and assumption of liabilities of three branches of Commercial Federal Bank, a Federal Savings Bank, Omaha, Nebraska.

- Submitted, May 7, 2001

St. Louis

Delta Bank & Trust, Drew, Mississippi -- report on competitive factors of the proposed purchase of assets and assumption of liabilities of the Friars Point, Lambert, Lula, and Sledge branches of Union Planters Bank, N.A., Memphis, Tennessee.

- Submitted, May 7, 2001

Competitive Factors Reports

Chicago

First USA Bank, N.A., Wilmington, Delaware; Bank One, N.A., Columbus, Ohio; Bank One, Arizona, N.A., Phoenix, Arizona; Bank One, Colorado, N.A., Denver, Colorado; Bank One, Illinois, N.A., Springfield, Illinois; and Bank One, Indiana, N.A., Indianapolis, Indiana -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of The First National Bank of Atlanta, New Castle, Delaware, and Wachovia Bank, N.A., Winston-Salem, North Carolina.

- Submitted, May 7, 2001

San Francisco

GNB Interim Bank, Alhambra, California -- report on competitive factors of the proposed merger with Grand National Bank.

- Submitted, May 9, 2001

Richmond

Hagerstown Trust Company, Hagerstown, Maryland -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of the Frederick branch of The Drivers Mechanics Bank, York, Pennsylvania.

- Submitted, May 8, 2001

Chicago

Hancock County Bank & Trust, Garner, Iowa -- report on competitive factors of the proposed purchase of assets and assumption of liabilities of the Klemme branch of Commercial Federal Bank, FSB, Omaha, Nebraska.

- Submitted, May 7, 2001

Chicago

Heartland Bank and Trust Company, Bloomington, Illinois -- report on competitive factors of the proposed merger with Bank of Chenoa, Chenoa.

- Submitted, May 8, 2001

St. Louis

Laclede County Bank, Lebanon, Missouri, and Tri-County State Bank of El Dorado Springs, El Dorado Springs -- report on competitive factors of the proposed merger with Polk County Bank, Bolivar.

- Submitted, May 7, 2001

Competitive Factors Reports

Chicago

Manufacturers Bank, Chicago, Illinois -- report on competitive factors of the proposed merger with First Savings & Loan Association of South Holland, South Holland.

- Submitted, May 7, 2001

Chicago

Northeast Security Bank, Sumner, Iowa -- report on competitive factors of the proposed merger with Fairbank State Bank, Fairbank, and Fairbank Bancshares, Inc.

- Submitted, May 7, 2001

Chicago

Peoples National Bank of Kewanee, Kewanee, Illinois -- report on competitive factors of the proposed purchase of assets and assumption of liabilities of two branches of Amcore Bank, N.A., Rockford.

- Submitted, May 7, 2001

St. Louis

Planters Interim Bank, Inc., Hopkinsville, Kentucky -- report on competitive factors of the proposed merger with Planters Bank, Inc.

- Submitted, May 7, 2001

Chicago

Pocahontas State Bank, Pocahontas, Iowa -- report on competitive factors of the proposed purchase of assets and assumption of liabilities of the Pocahontas and Palmer offices of Commercial Federal Bank, FSB, Omaha, Nebraska.

- Submitted, May 7, 2001

Philadelphia

Royal Bank of Pennsylvania, Narbeth, Pennsylvania -- report on competitive factors of the proposed merger with Crusader Savings Bank, FSB, Philadelphia.

- Submitted, May 10, 2001

Extensions Of Time

Atlanta

The Bank of Nashville, Nashville, Tennessee -- extension to May 22, 2002, to establish a branch at Carothers Parkway and Bakers Bridge Road, Franklin.
- Granted, May 11, 2001

Dallas

Dickinson Holdings, Inc., Dickinson, Texas, and Dickinson Holdings of Delaware, Inc., Wilmington, Delaware -- extension to May 17, 2001, to acquire The Citizens State Bank of Dickinson, Dickinson, and League City Bank & Trust, League City.
- Granted, May 9, 2001

Richmond

Islands Bancorp, Beaufort, South Carolina -- extension to August 9, 2001, to become a bank holding company through the acquisition of Islands Community Bank, N.A., a de novo bank.
- Granted, May 9, 2001

Chicago

National Australia Bank Limited, Melbourne, Australia -- extension to August 16, 2001, to acquire, through its subsidiary, 02-e Limited, shares of thinkorswim, Inc., a de novo Delaware corporation, and thereby engage in providing Internet retail securities brokerage services.
- Granted, May 11, 2001

San Francisco

Western Acquisitions, LLC, Washington, D.C., and Western Acquisition Partners, LP, Inverness, Illinois -- extension to June 29, 2001, to acquire additional shares of West Coast Bancorp, Tustin, California.
- Granted, May 10, 2001

San Francisco

Zions Bancorporation, Salt Lake City, Utah -- extension to July 25, 2001, to acquire an interest in Garban-Intercapital plc, London, United Kingdom.
- Granted, May 10, 2001

Financial Holding Companies

Chicago

F.S. Bancorp, LaGrange, Indiana -- election to become a financial holding company.
- Effective, May 10, 2001

Richmond

First National Corporation, Strasburg, Virginia -- election to become a financial holding company.
- Effective, May 10, 2001

Membership

Richmond

Four Oaks Bank & Trust Company, Four Oaks, North Carolina -- membership in the Federal Reserve System.
- Approved, May 11, 2001

District 1
Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, May 12, 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, May 12, 2001

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Representative Office	China Merchants Bank, Shenzhen, People's Republic of China, to establish a representative office in New York, New York.	Newspaper – N/Avail
18(c)	Chase Manhattan Bank, New York, New York, to merge with its affiliate, Chase Bank of Texas - San Angelo, N.A., San Angelo, Texas.	Newspaper – 06/09/2001

* 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>
None		

* 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

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>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 3

Federal Reserve Bank of Philadelphia

Applications and notifications filed during the week ending Saturday, May 12, 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)(3)	Franklin Financial Services Corporation, Chambersburg, PA, to acquire 15.8% of the voting shares of American Home Bank, National Association, Lancaster, PA.	Newspaper: 06/06/2001 Fed. Reg.: N/Avail

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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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 4

Federal Reserve Bank of Cleveland

Applications and notifications filed during the week ending Saturday, May 12, 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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<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 Third Quarter of 2001

<i>Institution</i>	<i>Location</i>
Sky Bank	10 East Main Street Salineville, Ohio 43945
Sky Bank – Ohio Bank Region	236 South Main Street Findlay, Ohio 45820
Cortland Savings & Banking Company	194 West Main Street Cortland, Ohio 44410
Richwood Banking Company	28 North Franklin Street Richwood, Ohio 43344
The Citizens Banking Company	132 East Front Street Pemberville, Ohio 43450

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District 5

Federal Reserve Bank of Richmond

Applications and notifications filed during the week ending Saturday, May 12, 2001

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	The Marathon Bank, Winchester, Virginia, to establish a branch at 139 North Cameron Street, Winchester, Virginia.*	Newspaper - 05/21/2001
Branch	Hanover Bank, Mechanicsville, Virginia, to establish a branch at 201 North Washington Highway, Ashland, Virginia.*	Newspaper - 05/25/2001

*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)(5)	BB&T Corporation, Winston-Salem, North Carolina, to merge with F&M National Corporation, Winchester, Virginia.*	Fed Reg - 06/01/2001 Newspaper - 06/01/2001
3(a)(5)	First Union Corporation, Charlotte, North Carolina, to merge with Wachovia Corporation, Winston-Salem, North Carolina.*	Fed Reg - 06/11/2001 Newspaper - 06/13/2001

*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.

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 Third Quarter of 2001

<i>Institution</i>	<i>Location</i>
Farmers Bank of Maryland	Annapolis, Maryland
First Vantage Bank/Tri-Cities	Abingdon, Virginia
Bank of Hampton Roads	Chesapeake, Virginia
First Virginia Bank	Falls Church
Cardinal Bank - Potomac	McLean, Virginia
First Virginia Bank - Hampton Roads	Norfolk, Virginia
First Sentinel Bank	Richlands, Virginia
First Virginia Bank - Colonial	Richmond, Virginia
The Commonwealth Bank	Richmond, Virginia
First Virginia Bank-Southwest	Roanoke, Virginia
Prosperity Bank & Trust Company	Springfield, Virginia
First Virginia Bank-Blue Ridge	Staunton, Virginia
Bank of Tazewell County	Tazewell, Virginia

Section VI – CRA examinations scheduled for Third Quarter of 2001

<i>Institution</i>	<i>Location</i>
The Bank of Tidewater	Virginia Beach, Virginia
First Commonwealth Bank	Wise, Virginia
Putnam County Bank	Hurricane, West Virginia

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District 6

Federal Reserve Bank of Atlanta

Applications and notifications filed during the week ending Saturday, May 12, 2001

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	AmSouth Bank, Birmingham, Alabama, to establish a branch located at 24037 Perdido Beach Boulevard, Orange Beach, Alabama.	05/24/2001*
Branch	AuburnBank, Auburn, Alabama, to establish a branch located at 950 Auburn Road, Notasulga, Alabama, to be known as the Notasulga Branch of AuburnBank.	N/Avail*

*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	Vernon Bancshares, Inc., Leesville, Louisiana, prior notification filed by Murphy O'Banion to acquire in the aggregate up to 11.80 percent of the outstanding shares of Vernon Bancshares, Inc., and its subsidiary, The Vernon Bank, both of Leesville, Louisiana.	Newspaper – 06/11/2001
3(a)(5)	Hancock Holding Company, Gulfport, Mississippi, to merge with Lamar Capital Corporation, and thereby acquire Lamar Bank, both of Purvis, Mississippi.	Fed Reg – 06/08/2001*

*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)	Hancock Holding Company, Gulfport, Mississippi, to acquire Lamar Data Solutions. Inc., Purvis, Mississippi, and thereby engage in providing data processing and data transmission services for financial institutions.	06/04/2001

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

<i>Type</i>	<i>Application</i>
Member	Regions Bank, Birmingham, Alabama, to become a member of the Federal Reserve System.

Section V – Availability of CRA public evaluations

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

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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>
675332	SunTrust Bank Post Office Box 4418 Atlanta, Georgia 30302 (404) 588-7711	11/06/2000	05/10/2001	S	X	

Section VI – CRA examinations scheduled for Second Quarter of 2001

<i>Institution</i>	<i>Location</i>
SouthTrust Bank	Birmingham, Alabama
Covington County Bank	Andalusia, Alabama
First Florida Bank	Naples, Florida
Equitable Bank	Fort Lauderdale, Florida
Bank of Nashville	Nashville, Tennessee
Bank of Independent	Sheffield, Alabama

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District 7

Federal Reserve Bank of Chicago

Applications and notifications filed during the week ending Saturday, May 12, 2001

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Merger & Branch	Central State Bank, Muscatine, Iowa, for prior approval to acquire the Muscatine, Iowa branch of Commercial Federal Bank, FSB, Omaha, Nebraska and thereby to establish a branch at 2400 Second Avenue, Muscatine, Iowa.*	Newspaper – N/Avail
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 establish a branch at 135 Main Street, Wyanet, Illinois.*	Newspaper – 5/02/2001
Merger & Branches	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 – 5/04/2001
Branch	1st Source Bank, South Bend, Indiana, for prior approval to establish a branch at 265 US Highway 131, Three Rivers, Michigan.*	Newspaper – 5/21/2001
Merger & Branches	M&I Marshall & Ilsley Bank, Milwaukee, Wisconsin, for prior approval to purchase and assume the loans and deposits from Fifth Third Bank, Southwest F.S.B., Scottsdale, Arizona and thereby to establish nine branches.*	Newspaper – N/Avail
Branch	Tri-County Bank, Brown City, Michigan, for prior approval to establish a branch at 2575 Van Dyke, Marlette, Michigan.*	Newspaper – 6/01/2001

* 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 – 6/01/2001

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)	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
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 – 5/25/2001
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)(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)(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 – 5/29/2001 Newspaper – 5/26/2001
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 – 5/14/2001
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
CIC	Notification by William Robert Phelps, Fairmont, MN, of a Change in Control, for approval to retain his current 25.31 percent of the outstanding voting shares of Swea City Bancorporation, Inc., Estherville, Iowa.	Fed Reg – 5/31/2001 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>
Membership	Comerica Bank-California, San Jose, California, for prior approval to become a member of the Federal Reserve System.
Membership	First Midwest Bank, N.A. (to be known as First Midwest Bank), Buffalo Grove, Illinois, for prior approval to become a member of the Federal Reserve System.
4(c)(8)	Marshall & Ilsley Corporation, Milwaukee, Wisconsin, notification of intent to acquire, indirectly through its subsidiary, Metavante Corporation, all of the assets of Derivion Corporation, Atlanta, Georgia, which is a leading provider of e-bill presentment and payment technology with operations in Atlanta, Georgia and Toronto, Canada and a sales office in London, England.
4(c)(8)	Republic Bancorp, Inc., Owosso, Michigan, notification of intent to acquire, through its indirect subsidiary, Market Street Mortgage Corporation, 30 percent of the voting interest of NeuMark Mortgage Services, LLC, Schaumburg, Illinois, and thereby to engage in residential mortgage loan brokerage services.

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>
222147	Citizens Bank 328 S. Saginaw Street Flint, Michigan 48502 (810) 766-6330	6/26/2000	5/09/2001	S	X	
1017443	M&I Bank of Shawano P.O. Box 496 Shawano, Wisconsin 54166 (715) 526-6101	12/27/2000	5/11/2001	S	X	
231149	Security State Bank 25 N. Chestnut New Hampton, Iowa 50659 (515) 394-3021	1/08/2001	5/11/2001	S		X

Section VI – CRA examinations scheduled for Third Quarter of 2001

<i>Institution</i>	<i>Location</i>
The Peoples Bank of Arlington Heights	Arlington Heights, Illinois
Midwest Bank & Trust Company	Elmwood Park, Illinois
Hartsburg State Bank	Hartsburg, Illinois
Farmers State Bank of Mt. Pulaski	Mount Pulaski, Illinois
Foxdale Bank	South Elgin, Illinois
Midwest Bank of McHenry County	Union, Illinois
Hendricks County Bank and Trust Company	Brownsburg, Indiana
Bank of Geneva	Geneva, Indiana
American Trust & Savings Bank	Dubuque, Iowa
Fort Madison Bank & Trust Co.	Fort Madison, Iowa
Security Savings Bank	Gowrie, Iowa
Titonka Savings Bank	Titonka, Iowa
Old Kent Bank	Grand Rapids, Michigan
First Community Bank	Harbor Springs, Michigan
Legacy Bank	Milwaukee, Wisconsin
M&I Marshall & Ilsley Bank	Milwaukee, Wisconsin

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 8

Federal Reserve Bank of St. Louis

Applications and notifications filed during the week ending Saturday, May 12, 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)(1)	Notice by Timberland Bancshares, Inc., Eldorado, Arkansas, to acquire Timberland Bank, Eldorado, Arkansas.*	Newspaper – N/Avail. Fed Reg – N/Avail.
CIC	Notice involving First Security, Inc., Owensboro, Kentucky, by Howard R. Sanders, to acquire up to 13.5 percent.	Newspaper – 6/3/2001 Fed Reg – N/Avail.
3(a)(3)	Notice by Porter Bancorp, Inc., Shepherdsville, Kentucky, to acquire USAccess Holdings, Inc., Louisville, Kentucky (in organization). Companion notices by Porter Bancorp, Inc., USAccess Holdings, Inc. (in organization), and USAccess Bank, Inc. accompany this notice. (Previously submitted during the week ending May 5, 2001).*	Newspaper – 6/9/2001 Fed Reg – 6/4/2001
3(a)(1)	Companion notice by USAccess Holdings, Inc., Louisville, Kentucky (in organization), to acquire USAccess Bank, Inc., Louisville, Kentucky. (Previously submitted during the week ending May 5, 2001).*	Newspaper – 6/9/2001 Fed Reg – 6/4/2001
3(a)(1)	Companion notice by USAccess Bank, Louisville, Kentucky, to acquire Interim Henry County Bank, Inc., Pleasureville, Kentucky. (Previously submitted during the week ending May 5, 2001).*	Newspaper – 6/9/2001 Fed Reg – 6/4/2001
3(a)(3)	Companion notice by USAccess Holdings, Inc., Louisville, Kentucky, to acquire Interim Henry County Bank, Inc., Pleasureville, Kentucky. (Previously submitted during the week ending May 5, 2001).*	Newspaper – 6/9/2001 Fed Reg – 6/4/2001
3(a)(3)	Companion notice by Porter Bancorp, Inc., Shepherdsville, Kentucky, to acquire Interim Henry County Bank, Inc., Pleasureville, Kentucky. (Previously submitted during the week ending May 5, 2001).*	Newspaper – 6/9/2001 Fed Reg – 6/4/2001

* 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.

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 Third Quarter of 2001

<i>Institution</i>	<i>Location</i>
Simmons First Bank	Searcy, Arkansas
The State Bank of Jerseyville	Jerseyville, Illinois
Area Bank	Owensboro, Kentucky
Midwest BankCentre	Lemay, Missouri
Peoples Bank and Trust Company	Troy, 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, May 12, 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)(1)	American Summit Financial Holding, LLC, Eden Prairie, Minnesota, for prior approval to become a bank holding company through the acquisition of up to 60% of Superior Financial Holding Corporation, Two Harbors, Minnesota.*	Fed. Reg. – 05/29/2001 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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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>
2352057	BANKFIRST Sioux Falls, South Dakota	12/27/2000	05/07/2001	S	X	

Section VI – CRA examinations scheduled for Third Quarter of 2001

<i>Institution</i>	<i>Location</i>
Citizens Bank and Trust	Big Timber, Montana
First Community Bank	Glasgow, Montana
Flint Creek Valley Bank	Philipsburg, Montana
Security State Bank of Edgeley	Edgeley, North Dakota
Dacotah Bank	Rolla, North Dakota
Farmers State Bank	Faith, South Dakota
First PREMIER Bank	Sioux Falls, South Dakota
First State Bank of Warner	Warner, South Dakota

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 Ms. JoAnne Lewellen at the Federal Reserve Bank of Minneapolis, Banking Supervision Department, P. O. Box 291, Minneapolis, Minnesota 55480-0291.

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 10

Federal Reserve Bank of Kansas City

Applications and notifications filed during the week ending Saturday, May 12, 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)(1)	Sulphur Holdings, Inc., Sulphur, Oklahoma, for prior approval to become a bank holding company through the acquisition of 100 percent of the votings shares of Sulphur Community Bancshares, Inc., Sulphur, Oklahoma, and thereby indirectly acquire Sulphur Community Bank, Sulphur, Oklahoma.	Newspaper – 05/25/2001 Fed Reg – 06/01/2001
3(a)(3)	Ottawa Bancshares, Inc., Salina, Kansas, for prior approval to acquire 100 percent of the voting shares of Admire Bancshares, Inc., Emporia, Kansas, and thereby indirectly acquire Admire Bank, Emporia, Kansas.	Newspaper – 05/29/2001 Fed Reg – 06/07/2001
3(a)(3)	First Liberty Capital Corporation ESOP, Hugo, Colorado, for prior approval to acquire an additional 2.8 percent for a total of 28.2 percent of the voting shares of First Liberty Capital Corporation, Hugo, Colorado, parent company of The First National Bank of Hugo, Hugo, Colorado.	Newspaper – 05/26/2001 Fed Reg – 05/21/2001

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, May 12, 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)(1)	First National Bancshares of Huntsville, Inc., Huntsville, TX, and Huntsville Delaware Holdings, Inc., Wilmington, DE, to acquire First National Bank of Huntsville, Huntsville, TX* (previously reported the week ending May 5, 2001)	Fed Reg – 06/01/2001 Newspaper – 06/08/2001
3(a)(1)	Huntsville Delaware Holdings, Inc., Wilmington, DE, to acquire First National Bank of Huntsville, Huntsville, TX* (previously reported the week ending May 5, 2001)	Fed Reg – 06/01/2001 Newspaper – 06/08/2001
3(a)(3)	GNB Bancshares, Inc., Gainesville, TX, and Guaranty National Bancshares, Inc., Wilmington, DE, to acquire First Bank and Trust, Ennis, TX (de novo)* (previously reported the week ending May 5, 2001)	Fed Reg – 06/01/2001 Newspaper – 05/30/2001

*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>
S/R	Notice by First Artesia Bancshares, Inc., Artesia, NM, to repurchase 4,480 shares of its preferred stock and 3,200 shares of its common stock
3(a)(1)	Republic Bancshares of Texas, Inc., Houston, TX, and RBT Holdings, Inc., Dover, DE, to acquire Republic National Bank, Houston, TX*
3(a)(1)	RBT Holdings, Inc., Dover, DE, to acquire Republic National Bank, Houston, TX*

*Subject to the provisions of the Community Reinvestment Act

Section V – Availability of CRA public evaluations

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

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

Section VI – CRA examinations scheduled for Quarter of

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

District 12

Federal Reserve Bank of San Francisco

Applications and notifications filed during the week ending Saturday, May 12, 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)(1)	Washington First Financial Group, Inc., to become a bank holding company by acquiring Washington First International Bank, both of Seattle, Washington.*	Fed Reg – 05/29/2001 Newspaper – 04/23/2001
CIC	Terrence Ray Sullivan and Carol Ann Sullivan, Elko, Nevada, to acquire up to 25 percent of Great Basin Financial Corporation, Elko, Nevada.*	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>	<i>Ending date of comment period</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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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>
Bank of the Orient	San Francisco, CA
Bank of Utah	Ogden, UT
Hanmi Bank	Los Angeles, CA
Oak Valley Community Bank	Oakdale, CA
Spectrum Bank	Montebello, CA
Tehama Bank	Red Bluff, CA
Verdugo Bank	Glendora, CA
