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# Federal Reserve Release

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*H.2*

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

*No. 14*

*Week Ending April 6, 2002*

**Forms**

Real Estate -- initial review of proposal to extend without revision the Recordkeeping Requirements Associated with the Real Estate Lending Standards Regulation for State Member Banks (Reg H-5).  
- Proposed, April 1, 2002

**Regulations And Policies**

Regulation P -- publication of a draft compliance guide for small entities subject to Regulation P (Privacy of Consumer Financial Information).  
- Approved, April 1, 2002

**BS&R** Banking Supervision and Regulation  
**C&CA** Consumer and Community Affairs  
**FOMC** Federal Open Market Committee

**RBOPS** Reserve Bank Operations and Payment Systems  
**IF** International Finance  
**OSDM** Office of Staff Director for Management

**Bank Branches, Domestic**

Richmond

Allfirst Bank, Baltimore, Maryland -- to establish a branch at 1416 North Point Village Center, Reston, Virginia.

- Approved, April 4, 2002

New York

The Bank of New York, New York, New York -- to establish a branch at 1109 Mt. Kemble Avenue, Harding Township, New Jersey.

- Approved, April 5, 2002

Atlanta

Coconut Grove Bank, Miami, Florida -- to establish a branch at 14695 South Dixie Highway.

- Approved, April 1, 2002

Atlanta

Compass Bank, Birmingham, Alabama -- to establish branches at the intersections of Castle Pines Parkway and Interstate 25, Denver, Colorado, and U.S. Highway 17 and County Highway 220, Jacksonville, Florida.

- Approved, April 5, 2002

St. Louis

Leitchfield Deposit Bank & Trust Company, Leitchfield, Kentucky -- to establish a branch at 1687 Elizabethtown Road.

- Approved, April 4, 2002

Richmond

New Peoples Bank, Inc., Honaker, Virginia -- to establish a branch in the Colley Shopping Center, Highway 83, Clintwood.

- Approved, April 4, 2002

**Bank Branches, Domestic**

San Francisco

Pacific Mercantile Bank, Costa Mesa, California -- to establish a branch at 4225 Executive Square, Suite 150, La Jolla.  
- Approved, April 3, 2002

Dallas

PNB Financial Bank, Lubbock, Texas -- to establish a branch at 5821 82nd Street.  
- Approved, April 3, 2002

Cleveland

Provident Bank, Cincinnati, Ohio -- to establish a branch at 1788 Tamiami Trail South, Venice, Florida.  
- Approved, April 2, 2002

Secretary

RBC Centura Bank, Rocky Mount, North Carolina -- to establish a branch at 1868 India Hook Road, Rock Hill, South Carolina.  
- Approved, April 3, 2002

Secretary

SunTrust Bank, Atlanta, Georgia -- to establish a branch at 6335 Mechanicsville Turnpike, Mechanicsville, Virginia.  
- Approved, April 5, 2002

Atlanta

United Bank and Trust Company, St. Petersburg, Florida -- to establish a branch at the intersection of Northeast Coachman and Belcher Roads, Clearwater.  
- Approved, April 3, 2002

San Francisco

The Vintage Bank, Napa, California -- to establish a branch at the intersection of Devlin Road and Gateway Road East in the Napa Valley Gateway Business Park.  
- Approved, April 4, 2002

### **Bank Holding Companies**

#### Chicago

The Baraboo Bancorporation, Inc., Baraboo, Wisconsin -- to acquire The Bancorp, Inc., Cedarburg, and thereby indirectly acquire Northwoods State Bank, Elcho.

- Approved, April 5, 2002

#### St. Louis

Commercial Bancshares, Inc., Maryland Heights, Missouri -- to become a bank holding company through the acquisition of Commercial Bank.

- Approved, April 5, 2002

#### Atlanta

Compass Bancshares, Inc., Birmingham, Alabama -- waiver of a commitment.

- Granted, April 3, 2002

#### Minneapolis

CRSB Bancorp, Inc., Delano, Minnesota -- to become a bank holding company through the acquisition of shares of Crow River State Bank.

- Approved, April 3, 2002

#### Kansas City

Docking Bancshares, Inc., Arkansas City, Kansas -- to become a bank holding company through the acquisition of Union State Bank.

- Approved, April 5, 2002

#### New York

EuroBancshares, Inc., Hato Rey, Puerto Rico -- to become a bank holding company through the acquisition of EuroBank.

- Approved, April 5, 2002

#### Minneapolis

First Financial Corporation, Arthur, North Dakota -- to acquire Omega City Holding Company, La Moure, and thereby indirectly acquire First State Bank of La Moure.

- Approved, April 5, 2002

### **Bank Holding Companies**

#### Atlanta

Florida Community Banks, Inc., Immokalee, Florida -- to become a bank holding company through the acquisition of Florida Community Bank.

- Approved, April 5, 2002

#### Chicago

Gifford Bancorp, Inc. Employee Stock Ownership Plan, Gifford, Illinois -- to acquire Gifford Bancorp, Inc. and thereby acquire The Gifford State Bank.

- Approved, April 3, 2002

#### Atlanta

Legends Financial Holdings, Inc., Clarksville, Tennessee -- to become a bank holding company through the acquisition of Legends Bank.

- Approved, April 5, 2002

#### Atlanta

Omni Bancshares, Inc., Metairie, Louisiana -- to acquire a membership interest in FSV Funding, LLC, Houston, Texas, and thereby indirectly acquire FSV Payments System, Ltd. and engage in data processing activities.

- Withdrawn, April 5, 2002

#### Chicago

Savanna-Thomson Investment, Inc., Fulton, Illinois -- to become a bank holding company through the acquisition of Thomson Investment Company, Inc., Thomson, and thereby indirectly acquire Savanna State Bank, Savanna, and Thomson State Bank, Thomson, and engage in making and servicing loans through the establishment of Thomson LLC, Fulton.

- Approved, April 2, 2002

#### General Counsel

Spectrum Bancorporation, Inc., Omaha, Nebraska -- request for an exemption under the Depository Institutions Management Interlocks Act and Regulation L.

- Granted, April 5, 2002

### **Bank Holding Companies**

#### San Francisco

Town Center Bancorp, Portland, Oregon -- to become a bank holding company through the acquisition of Town Center Bank.

- Approved, April 3, 2002

#### St. Louis

Tru-Banc Holdings LLC, St. Louis, Missouri -- to become a bank holding company through the acquisition of shares of The Templar Fund, Inc., a registered bank holding company, and for The Templar Fund, Inc. to acquire additional shares of Truman Bancorp, Inc.

- Withdrawn, April 5, 2002

### **Banks, State Member**

#### St. Louis

Pulaski Bank and Trust Company, Little Rock, Arkansas -- to establish Pulaski Insurance Agency, Inc. as a financial subsidiary and thereby engage in the sale, as agent, of life and long-term care insurance and fixed and variable annuities.

- Approved, April 3, 2002

### **Change In Bank Control**

#### St. Louis

Central Bancompany, Jefferson City, Missouri -- change in bank control.

- Permitted, April 1, 2002

#### Richmond

Cooperative Bankshares, Inc., Wilmington, North Carolina -- change in bank control.

- Permitted, April 1, 2002

#### Richmond

Permanent Capital Corporation, Owings Mills, Maryland -- change in bank control.

- Permitted, April 1, 2002

### **Competitive Factors Reports**

#### Cleveland

Charter One Commercial, Albany, New York -- report on competitive factors of the proposed merger with Charter One Bank, N.A., Cleveland, Ohio, on its conversion from a federal savings bank.

- Submitted, April 1, 2002

#### New York

EuroBank, Hato Rey, Puerto Rico -- report on competitive factors of the proposed merger with Euro Interim Company.

- Submitted, April 5, 2002

#### St. Louis

First Commercial Bank, Gideon, Missouri -- report on competitive factors of the proposed merger with First Commercial Bank of Southeast Missouri, Chaffee.

- Submitted, April 3, 2002

#### San Francisco

Plumas Bank, Quincy, California -- report on competitive factors of the proposed merger with Plumas Merger Company.

- Submitted, April 1, 2002

#### Minneapolis

ProGrowth Bank, Nicollet, Minnesota -- report on competitive factors of the proposed merger with Citizens State Bank of Gaylord, Gaylord.

- Submitted, April 5, 2002

#### Chicago

Thomson State Bank, Thomson, Illinois -- report on competitive factors of the proposed merger with Savanna State Bank, Savanna.

- Submitted, April 3, 2002



**Extensions Of Time**

Boston

Williamstown Mutual Holding Company, Williamstown, Massachusetts -- extension to July 9, 2002, to become a mutual bank holding company through the acquisition of Williamstown Savings Bank.

- Granted, April 4, 2002

**Regulations And Policies**

Director, C&CA

Regulation Z -- revisions to the official staff commentary to clarify certain disclosure procedures and definitions.

- Published, April 3, 2002

# District 1

## Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, April 6, 2002

### Section I – Applications subject to newspaper notice only

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

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

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

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### Section III – Applications subject to Federal Register notice only

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

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

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

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**Section V – Availability of CRA public evaluations**

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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.

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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						

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

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

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## District 2

### Federal Reserve Bank of New York

Applications and notifications filed during the week ending Saturday, April 6, 2002

#### Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	JP Morgan Chase Bank, New York, New York, to establish a branch office at 2551 Broadway, New York, New York.	Newspaper – 04/27/2002
Branch	Banco Popular North America, New York, New York, to establish a branch office at 1610 Main Avenue, Clifton, New York.	Newspaper – 04/17/2002

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

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

#### Section III – Applications subject to Federal Register notice only

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

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

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

## Section V – Availability of CRA public evaluations

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The 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.

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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						

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## Section VI – CRA examinations scheduled for Quarter of

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

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# District 3

## Federal Reserve Bank of Philadelphia

Applications and notifications filed during the week ending Saturday, April 6, 2002

### 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

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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.

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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						

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## Section VI – CRA examinations scheduled for Quarter of

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

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# District 4

## Federal Reserve Bank of Cleveland

Applications and notifications filed during the week ending Saturday, April 6, 2002

### Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Received application from Fifth Third Bank, Grand Rapids, MI on 04/05/2002 of its intent to establish branches at 30700 Van Dyke Ave., Warren, MI; 31700 14 Miole Rd., West Bloomfield, MI; and 1620 North Telegraph Rd., Dearborn, MI.*	03/08/2002

\* Subject to the provisions of the Community Reinvestment Act.

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

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

### Section III – Applications subject to Federal Register notice only

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

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

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



## Section V – Availability of CRA public evaluations

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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.

The federal bank regulators use the following four 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.

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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						

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## Section VI – CRA examinations scheduled for Quarter of

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

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## District 5

### Federal Reserve Bank of Richmond

Applications and notifications filed during the week ending Saturday, April 6, 2002

#### Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Southern Community Bank and Trust, Winston-Salem, North Carolina, to establish a branch in the North Main Village Shopping Center, 205 Neal Place, Suite 105, High Point, North Carolina.*	Newspaper - 04/15/2002
Branch	Union Bank and Trust Company, Bowling Green, Virginia, to establish a branch at 5510 Morris Road, Thornburg, Virginia.*	Newspaper - 04/15/2002
18(c)	Virginia Heartland Bank, Fredericksburg, Virginia, to merge with Caroline Savings Bank, Bowling Green, Virginia.*	Newspaper - 05/03/2002

\*Subject to the provisions of the Community Reinvestment Act.

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

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

#### Section III – Applications subject to Federal Register notice only

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

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

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

## Section V – Availability of CRA public evaluations

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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.

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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						

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## Section VI – CRA examinations scheduled for Quarter of

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

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## District 6

### Federal Reserve Bank of Atlanta

Applications and notifications filed during the week ending Saturday, April 6, 2002

#### Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	United Bank of the Gulf Coast, Sarasota, Florida, to establish a branch located at the northeast corner of 26 <sup>th</sup> Street and Manatee Avenue.	04/13/2002*
Branch	Compass Bank, Birmingham, Alabama, to establish a branch located at the intersection of U.S. Highway 17 and County Highway 220, Jacksonville, Florida.	04/02/2002*
Branch	SouthTrust Bank, Birmingham, Alabama, to establish a branch located at 9151 Warren Parkway, Frisco, Texas, to be known as the Stone Briar Branch.	04/08/2002*
Branch	First Florida Bank, Naples, Florida, to establish a branch located at 972 A Orange Avenue, Winter Park, Florida, to be known as the First Florida Bank Winter Park Office.	04/12/2002*

\*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	Southern Bancorp, Inc., Marietta, Georgia, after-the-fact change in control notification filed by Southern Bancorp, Inc. Employee Stock Ownership Plan With 401K Provisions, Marietta, Georgia, to retain 19.49 percent of the outstanding shares of Southern Bancorp, Inc., Marietta, Georgia.	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>
FBSEA	Bancolumbia S.A., Medellin, Colombia, to establish an international branch to be located in Miami, Florida.

**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>
None						

**Section VI – CRA examinations scheduled for**

**Quarter of**

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

## District 7

### Federal Reserve Bank of Chicago

Applications and notifications filed during the week ending Saturday, April 6, 2002

#### Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Irwin Union Bank and Trust Company, Columbus, Indiana, to establish a branch facility to be located at 2502 Lake Lansing Road, Lansing, Michigan.*	Newspaper – 04/20/2002

\* 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)	Ames National Corporation, Ames, Iowa, to acquire 100 percent of United Bank & Trust N.A., Marshalltown, Iowa (in organization).*	Fed Reg – 04/23/2002 Newspaper – N/Avail
3(a)(1)	Hometown Community Bancorp, Inc., Morton, Illinois, to become a bank holding company by acquiring 100 percent of Hometown Independent Bancorp, Inc., Morton, Illinois and thereby indirectly acquire Morton Community Bank, Morton, Illinois.*	Fed Reg – N/Avail Newspaper – N/Avail
3(a)(3)	Metropolitan Bank Group, Inc., Chicago, Illinois, Metropolitan Bancorp, Inc., Chicago, Illinois, and Plaza Bancorp, Inc., Norridge, Illinois, to acquire 100 percent of Firstcom Bancorp, Inc., Chicago, Illinois and thereby indirectly acquire The First Commercial Bank, Chicago, Illinois.*	Fed Reg – 04/23/2002 Newspaper – N/Avail
3(a)(1)	Nicolet Bankshares, Inc., Green Bay, Wisconsin, to become a bank holding company by acquiring 100 percent of Nicolet National Bank, Green Bay, Wisconsin.*	Fed Reg – 04/26/2002 Newspaper – 04/22/2002
3(a)(1) & 4(c)(8)	Peoples Bancorp., Rock Valley, Iowa, to become a bank holding company by acquiring 100 percent of Peoples Bank, Rock Valley, Iowa and to retain Peoples Financial Inc., Rock Valley, Iowa and thereby engage in insurance activities.*	Fed Reg – 04/24/2002 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)(1)	Schaumburg Bancshares, Inc., Hinsdale, Illinois, to become a bank holding company by acquiring 100 percent of First Schaumburg Bancorporation, Inc., Schaumburg, Illinois and thereby indirectly acquire Heritage Bank of Schaumburg, Schaumburg, Illinois.*	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>
3(a)(1) Notice	Capital Bancshares, Inc., Primghar, Iowa, to become a bank holding company by acquiring at least 80 percent of Primghar Savings Bank, Primghar, Iowa.
3(a)(1) Notice	Franklin Bancorp, Inc., Southfield, Michigan, to become a bank holding company by acquiring 100 percent of Franklin Bank, N.A., Southfield, Michigan.
Membership	Grundy County National Bank, Morris, Illinois, to become a member of the Federal Reserve System.

## Section V – Availability of CRA public evaluations

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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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**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.

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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>
334648	Titonka Savings Bank 173 Main Street Titonka, Iowa 50480 (515) 928-2142	11/26/2001	04/03/2002	S		X7

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## Section VI – CRA examinations scheduled for Quarter of

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*Institution* *Location*

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None

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## District 8

### Federal Reserve Bank of St. Louis

Applications and notifications filed during the week ending Saturday, April 6, 2002

#### Section I – Applications subject to newspaper notice only

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

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3A1	ESB Bancorp, Inc., Elberfeld, Indiana, to become a bank holding company by acquiring 100 percent of The Elberfeld State Bank, Elberfeld, Indiana.*	Newspaper – 05/10/2002 Fed Reg – 05/06/2002

\* Subject to the provisions of the Community Reinvestment Act

#### Section III – Applications subject to Federal Register notice only

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

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

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

**Section V – Availability of CRA public evaluations**

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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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**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.

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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						

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

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

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## District 9

### Federal Reserve Bank of Minneapolis

Applications and notifications filed during the week ending Saturday, April 6, 2002

#### Section I – Applications subject to newspaper notice only

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

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3A1	Peoples State Bancorp, Inc., Munising, Michigan to become a bank holding company by acquiring 100 percent of Peoples State Bank of Munising, Munising, Michigan.*	Newspaper – N/Avail Fed Reg – 04/26/2002
CIC	Nancy C. Day to retain control of Menahga Bancshares, Inc., Menahga, Minnesota and thereby indirectly retain control of First National Bank of Menahga, Menahga, Minnesota.	Newspaper – 04/18/2002 Fed Reg – 04/16/2002

\*Subject to the provisions of the Community Reinvestment Act.

#### Section III – Applications subject to Federal Register notice only

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

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

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

## Section V – Availability of CRA public evaluations

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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						

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## Section VI – CRA examinations scheduled for Quarter of

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

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## District 10

### Federal Reserve Bank of Kansas City

Applications and notifications filed during the week ending Saturday, April 6, 2002

#### Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Arvest Bank, Tulsa, Oklahoma, to establish a branch at 218 S. Memorial, Tulsa, Oklahoma.	Newspaper – 04/08/2002
Branch	Arvest Bank, Tulsa, Oklahoma, to establish a branch at 3233 S. Yale, Tulsa, Oklahoma.	Newspaper – 04/08/2002
Branch	First United Bank, Englewood, Colorado, to establish a branch at 6500 W. 104 <sup>th</sup> Avenue, Westminster, Colorado.	Newspaper – 04/15/2002

#### 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	Harold A. Hartzog, Hoxie, Kansas, to acquire control of State Bank Employee Stock Ownership Plan, Hoxie, Kansas, parent of Prairie State Bancshares, Inc., and State Bank of Hoxie, both of Hoxie, Kansas.	Newspaper – 04/20/2002 Fed Reg – 04/22/2002
CIC	Gertrude Myers 1988 Revocable Trust, Alva, Oklahoma and Marilyn Myers Bouziden, Alva, Oklahoma, as trustee, to acquire control of Myers Bancshares, Inc., Alva, Oklahoma, parent of The Central National Bank in Alva, Alva, Oklahoma.	Newspaper – 04/11/2002 Fed Reg – 04/11/2002

#### Section III – Applications subject to Federal Register notice only

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

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

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

**Section V – Availability of CRA public evaluations**

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

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

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

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

# District 11

## Federal Reserve Bank of Dallas

Applications and notifications filed during the week ending Saturday, April 6, 2002

### 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>
4(c)(8)	Texas United Bancshares, Inc., La Grange, TX, and Texas United Nevada, Inc., Carson City, NV, to engage in operating a savings association by acquiring The Bryan-College Station FHC, Bryan, TX, and First Federal Savings Bank, FSB, Bryan, TX*	Fed Reg – 05/06/2002 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>
Member	Citizens State Bank, Princeton, TX, to become a member of the Federal Reserve System

## 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						

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## Section VI – CRA examinations scheduled for Quarter of

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

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## District 12

### Federal Reserve Bank of San Francisco

Applications and notifications filed during the week ending Saturday, April 6, 2002

#### Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18C	Westamerica Bank, San Rafael, California, to merge with Kerman State Bank, Kerman, California.*	Newspaper – N/Avail
Branch	Oak Valley Community Bank, Oakdale, California, to establish a branch facility to be located at 568 West Line Street, Bishop, California.*	Newspaper – 4/19/2002
Branch	The Vintage Bank, Napa, California, to establish a branch facility to be located at the Southwest Corner of Delvin Road and Gateway Road East, Napa Valley Gateway Business Park, Napa County, California.*	Newspaper – 3/27/2002

\* 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	Notice by David F. Moorhouse to increase his shares in San Juan Bank holding Company, Friday Harbor, Washington.*	Newspaper – N/Avail Fed Reg – 04/16/2002

\* Subject to the provisions of the Community Reinvestment Act

#### Section III – Applications subject to Federal Register notice only

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

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

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

## Section V – Availability of CRA public evaluations

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<i>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>
2959700	Southwest Bank of Phoenix 2222 Camelback Phoenix, Arizona 85016 (602) 748-2222	12/10/2001	04/05/2002	S	X	

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The above listing has been prepared as a courtesy by the Federal Reserve Bank of San Francisco, and is not intended to replace formal notices required by statute or regulation; the Reserve Bank assumes no responsibility for errors or omissions.

## Section VI – CRA examinations scheduled for

## Quarter of

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

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