
Federal Reserve Release



H.2

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

No. 22

Week Ending June 1, 2002

Bank Branches, Domestic

JPMorgan Chase Bank, New York, New York -- to establish a branch at Newport Center, 575 Washington Boulevard, Jersey City, New Jersey.

- Approved, May 29, 2002

BS&R	Banking Supervision and Regulation	RBOPS	Reserve Bank Operations and Payment Systems
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 Ephraim, Ephraim, Utah -- to establish a branch at 1095 South Highway 89, Mt. Pleasant.

- Approved, May 30, 2002

St. Louis

The Farmers & Merchants Bank, Stuttgart, Arkansas -- to establish a branch at 1950 Whitehead Drive, De Witt.

- Approved, May 30, 2002

St. Louis

Fifth Third Bank, Kentucky, Inc., Louisville, Kentucky -- to establish a branch at 100 Lawson Drive, Georgetown.

- Approved, May 30, 2002

Richmond

First Capital Bank, Glen Allen, Virginia -- to establish a branch at 1580 Koger Center Boulevard, Richmond.

- Approved, May 30, 2002

Richmond

James Monroe Bank, Arlington, Virginia -- to establish a drive-in branch at 10 West Market Street, Leesburg.

- Approved, May 28, 2002

New York

JPMorgan Chase Bank, New York, New York -- to establish branches at 2551 Broadway and 12 East 86th Street.

- Approved, May 30, 2002

Atlanta

Regions Bank, Birmingham, Alabama -- to establish a branch at 2009 Prince Avenue, Athens, Georgia.

- Approved, May 30, 2002

Bank Branches, Domestic

Richmond

Resource Bank, Virginia Beach, Virginia -- to establish a branch at 1616 Laskin Road.
- Approved, May 31, 2002

Bank Holding Companies

Richmond

Access National Corporation, Chantilly, Virginia -- to become a bank holding company through the acquisition of Access National Bank.
- Approved, May 31, 2002

Atlanta

Black Diamond Financial Group, Inc., Tampa, Florida -- to engage de novo in investment advisory activities through Black Diamond Wealth Management, Inc.
- Approved, May 30, 2002

Richmond

Carolina National Corporation, Columbia, South Carolina -- to become a bank holding company through the acquisition of Carolina National Bank and Trust Company, a de novo bank.
- Approved, May 31, 2002

Atlanta

Chestatee Bancshares, Inc., Dawsonville, Georgia -- to engage in financial planning and product sales through Chestatee Financial Services, Inc. and in mortgage loan origination through Chestatee Residential Mortgage, Inc.
- Withdrawn, May 29, 2002

St. Louis

Citizens Cumberland Bancshares, Inc., Burkesville, Kentucky -- to become a bank holding company through the acquisition of Citizens Bank of Cumberland County, Inc.
- Approved, May 31, 2002

Kansas City

The Farmers State Bank of Fort Morgan Colorado Employee Stock Ownership Plan, Fort Morgan, Colorado -- to acquire shares of FSB Bancorporation, Inc.
- Approved, May 31, 2002

Bank Holding Companies

Kansas City

First Capital Investments, LLC, Lee's Summit, Missouri -- to acquire shares of 1st Financial Bancshares, Inc., Overland Park, Kansas.
- Approved, May 30, 2002

Atlanta

Florida Community Banks, Inc., Immokalee, Florida -- commitment waiver request.
- Withdrawn, May 28, 2002

Kansas City

J.R. Montgomery Bancorporation, Lawton, Oklahoma -- to acquire additional shares of Fort Sill National Bank, Fort Sill.
- Approved, May 30, 2002

St. Louis

Midwest Bankers' Bancorporation, Inc., Jefferson City, Missouri -- to acquire Nebraska Bankers' Bank, National Association, Lincoln, Nebraska.
- Approved, May 30, 2002

New York

R&G Financial Corporation, San Juan, Puerto Rico -- to acquire The Crown Group, Inc., Casselberry, Florida, and Crown Bank, a federal savings bank.
- Approved, May 28, 2002

Bank Mergers

Philadelphia

Equity Bank, Marlton, New Jersey -- to merge with Founders Bank, Bryn Mawr, Pennsylvania, and thereby establish branches.
- Approved, May 28, 2002

Kansas City

The Union State Bank, Arkansas City, Kansas -- to purchase certain assets and assume certain liabilities of the Arkansas City branch of State Bank of Winfield, Winfield.
- Approved, May 30, 2002

Banks, Foreign

Director, BS&R

Natexis Banques Populaires, Paris, France -- waiver of remainder of notification period to establish a representative office in Miami, Florida.

- Granted, May 30, 2002

Change In Bank Control

Chicago

First Schaumburg Bancorporation, Inc., Schaumburg, Illinois -- change in bank control.

- Permitted, May 31, 2002

Competitive Factors Reports

New York

Bank Leumi USA, New York, New York -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of the Miami agency of Bank Leumi le-Israel, Tel Aviv, Israel.

- Submitted, May 29, 2002

Kansas City

Bank of Lovell, National Association, Lovell, Wyoming -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of the Greybull branch of First Interstate Bank, Billings, Montana.

- Submitted, May 28, 2002

St. Louis

Banterra Bank, Marion, Illinois -- report on competitive factors of the proposed merger with Fifth Third Bank, Indiana, Indianapolis, Indiana.

- Submitted, May 29, 2002

New York

Beacon Federal, East Syracuse, New York -- report on competitive factors of the proposed merger with Salt City Interim Federal Savings Association, Syracuse.

- Submitted, May 29, 2002

Competitive Factors Reports

St. Louis

EFS National Bank, Memphis, Tennessee -- report on competitive factors of the proposed merger with EFS Federal Savings Bank, Cordova.
- Submitted, May 28, 2002

Kansas City

First Bank of Missouri, Gladstone, Missouri -- report on competitive factors of the proposed merger with Security Bank of Kansas City, Kansas City.
- Submitted, May 28, 2002

St. Louis

The First National Bank of De Witt, De Witt, Arkansas -- report on competitive factors of the proposed purchase of assets and assumption of liabilities of Bank of Lockesburg, Lockesburg.
- Submitted, May 29, 2002

St. Louis

The First National Bank of Vandalia, Vandalia, Illinois -- report on competitive factors of the proposed purchase of assets and assumption of liabilities of the Vandalia branch of Fifth Third Bank, Indiana, Indianapolis, Indiana.
- Submitted, May 29, 2002

Kansas City

First State Bank and Trust, Tonganoxie, Kansas -- report on competitive factors of the proposed merger with The Bank of Perry, Perry.
- Submitted, May 31, 2002

New York

FirstBank Puerto Rico, San Juan, Puerto Rico -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of JPMorgan Chase Bank, New York, New York.
- Submitted, May 29, 2002

Dallas

Prosperity Bank, El Campo, Texas -- report on competitive factors of the proposed merger with The First State Bank, Needville.
- Submitted, May 31, 2002

Competitive Factors Reports

Kansas City

Security Bank of Kansas City, Kansas City, Kansas -- report on competitive factors of the proposed merger with Guaranty Bank & Trust Company.

- Submitted, May 31, 2002

Atlanta

Southern Community Bank of South Florida, Boca Raton, Florida -- report on competitive factors of the proposed purchase of assets and assumption of deposit liabilities of a Boca Raton branch of Southern Community Bank, Orlando.

- Submitted, May 29, 2002

Minneapolis

TCF National Bank, Minneapolis, Minnesota -- report on competitive factors of the proposed merger with TCF National Bank Colorado, Englewood, Colorado.

- Submitted, May 31, 2002

Dallas

Texas Bank, Brownwood, Texas -- report on competitive factors of the proposed acquisition of the Bangs branch of State National Bank of West Texas, Lubbock.

- Submitted, May 30, 2002

Financial Holding Companies

Atlanta

Citrus & Chemical Bancorporation, Inc., Bartow, Florida -- election to become a financial holding company.

- Effective, May 30, 2002

International Operations

Director, BS&R

Citibank Overseas Investment Corporation, New Castle, Delaware -- waiver of remainder of notification period to invest through its subsidiary, Yonder Investment Corporation, in Solvay Finance (Jersey) Limited, St. Helier, Jersey.

- Granted, May 31, 2002

District 1

Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, June 1, 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

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

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

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

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

Section VI – CRA examinations scheduled for Quarter of

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

District 2

Federal Reserve Bank of New York

Applications and notifications filed during the week ending Saturday, June 1, 2002

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	HSBC Bank USA, Buffalo, New York, to establish a branch office at 101 N. Federal Highway, Boca Raton, Florida.	06/12/2002
Branch	Banco Popular North America, New York, New York, to establish a branch office at 5504 Bergenline Avenue, West New York, New Jersey.	06/10/2002
Branch	JP Morgan Chase Bank, New York, New York, to establish a branch office at 3 Times Square, New York, New York.	06/21/2002

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4C8	Citigroup Inc., New York, New York, to acquire all of the common stock of California Federal Bank (Cal Fed), a federal savings bank, through the acquisition of the stock of Cal Fed's ultimate parent, Golden State Bancorp Inc., a savings and loan holding company; and to acquire Citibank (West) FSB, a to-be-formed federal savings association.	06/30/2002

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

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 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 2002

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

District 3

Federal Reserve Bank of Philadelphia

Applications and notifications filed during the week ending Saturday, June 1, 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

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 4
Federal Reserve Bank of Cleveland

Applications and notifications filed during the week ending Saturday, June 1, 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

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.

<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 5

Federal Reserve Bank of Richmond

Applications and notifications filed during the week ending Saturday, June 1, 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>	
Member	NBRS Financial, Rising Sun, Maryland (successor by conversion to The National Bank of Rising Sun, Rising Sun, Maryland), for membership in the Federal Reserve System.	
3(a)(1)	High Country Financial Corporation, Boone, North Carolina, to become a bank holding company through the acquisition of 100% of the voting shares of High Country Bank, Boone, North Carolina.	

Section V – Availability of CRA public evaluations

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

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

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

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

Section VI – CRA examinations scheduled for Quarter of

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

District 6

Federal Reserve Bank of Atlanta

Applications and notifications filed during the week ending Saturday, June 1, 2002

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Flagler Bank, West Palm Beach, Florida, to establish a branch located at 3650 North Federal Highway, Suite E, Lighthouse Point, Florida, to be known as the Lighthouse Point Office.	05/30/2002*

*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>
3(a)(3)	Southern Community Bancorp, Inc., Orlando, Florida, to acquire Southern Community Bank of South Florida, Boca Raton, Florida (in organization).	Fed Reg – 07/01/2002*

*Subject to provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

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

Section VI – CRA examinations scheduled for Quarter of

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

District 7

Federal Reserve Bank of Chicago

Applications and notifications filed during the week ending Saturday, June 1, 2002

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	First Farmers Bank and Trust Company, Converse, Indiana, to establish a branch facility to be located at 2040 S. Reed Road, Kokomo, Indiana.*	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>
CC	Notice by the Friday Family (Beth Gore Friday, Mesa, Arizona; Allen Gore Friday, Atlantic, Iowa; Arthur Randall Friday, Houston, Texas; and Nola Kathleen Friday, Dallas, Texas) to retain control of Anita Bancorporation, Atlantic, Iowa and thereby to retain Rolling Hills Bank and Trust, Atlantic, Iowa.	Fed Reg – 05/14/2002 Newspaper – N/Avail
CC	Notice by Kenneth A. and Diane M. Hendricks to acquire greater than 10 percent of the outstanding shares of Blackhawk Bancorp, Inc., Beloit, Wisconsin, and thereby indirectly acquire Blackhawk State Bank, Beloit, Wisconsin.	Fed Reg – 06/05/2002 Newspaper – N/Avail
3(a)(1)	Cincinnati BancGroup, Inc., Mason, Ohio, to become a bank holding company by acquiring 100 percent of Bank of Kenney, Kenney, Illinois.*	Fed Reg – N/Avail Newspaper – N/Avail
CC	Notice by David Lee Gross to acquire greater than 10 percent of the outstanding shares of First Beardstown Bancorp, Inc., Beardstown, Illinois and thereby indirectly acquire First State Bank of Beardstown, Beardstown, Illinois.	Fed Reg – 05/15/2002 Newspaper – N/Avail
3(a)(1)	Franklin Bancorp, Inc., Southfield, Michigan, to become a bank holding company by acquiring 100 percent of Franklin Bank, N.A., Southfield, Michigan.*	Fed Reg – 06/07/2002 Newspaper – N/Avail

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

CC	Notice by Gary F. Pribyl, Cedar Rapids, Iowa, of a Change in Control, to acquire 26.82 percent of Herky Hawk Financial Corp., Monticello, Iowa, as independent trustee of an irrevocable voting trust, and thereby indirectly acquire Citizens State Bank, Monticello, Iowa.	Fed Reg – 05/22/2002 Newspaper – N/Avail
3(a)(1)	Orchid Financial Bancorp, Inc., St. Charles, Illinois, to become a bank holding company by acquiring 100 percent of American Eagle Bank (in organization), South Elgin, Illinois.*	Fed Reg – 06/24/2002 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>
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:

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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>
489641	Markesan State Bank 84 North Bridge Street Markesan, Wisconsin 53946 (920) 398-2358	01/10/2002	05/29/2002	S		X
596848	American Trust & Savings Bank 895 Main Street Dubuque, Iowa 52001 (319) 582-1841	07/23/2001	05/29/2002	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, June 1, 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>
CIC	Notice by The New Washington State Bank Employee Stock Ownership Plan, New Washington, Indiana ("ESOP"), to acquire up to 24.00 percent of New Independent Bancshares, Inc., New Washington, Indiana. The stock of New Independent Bancshares, Inc., is voted by Scott Walters in his capacity as trust officer for the Monroe County Bank, Bloomington, Indiana, in conjunction with the ESOP committee consisting of Scott R. Benner, Jeffersonville, Indiana; Brenda G. Bridges, Sellersburg, Indiana; Betty A. Carver, Henryville, Indiana; Rhonda K. Clapp, Memphis, Indiana; Patrick J. Glotzbach, New Albany, Indiana; Cathy L. Tinsley, Marysville, Indiana; and Max H. Zimmerman, Charlestown, Indiana.	Newspaper – N/AvailFed Reg – 6/20/2002
CIC	Notice by the First National Bank Employees Profit Sharing Plan and Trust, Carmi, Illinois ("Plan") to acquire up to 10.18 percent of Southern Illinois Bancorp, Carmi, Illinois ("Bancorp"). The notice also seeks approval for Plan's trustees (Alvin Fritschle, Carmi, Illinois; Mary Sailer, Carmi, Illinois; and Jack Martin, Carmi, Illinois) to collectively own, on an individual basis, an additional 2.98 percent, for total combined control of 13.16 percent of Bancorp's stock. (Previously submitted during the week ending May 25, 2002.)	Newspaper – 6/18/2002 Fed Reg – 6/18/2002

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>
4c8	Tennessee Central Bancshares, Inc., Parsons, Tennessee, proposes to develop, support, and sell financial software used in bank data processing applications through the acquisition of Systems Ventures, Inc., Parsons, 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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<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for

Quarter of

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

District 9

Federal Reserve Bank of Minneapolis

Applications and notifications filed during the week ending Saturday, June 1, 2002

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18C & Branch	Farmers State Bank of Madelia, Inc., Madelia, Minnesota, to purchase certain assets and assume certain liabilities of Merchants State Bank of Lewisville, Lewisville, Minnesota, and incident thereto establish a branch facility to be located at 301 West Lewis Street, Lewisville, Minnesota.*	Newspaper: 06/29/2002

* 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	Charles Harley Johnson to acquire control of Eastbank Corporation, Minneapolis, Minnesota and thereby indirectly acquire control of EastBank, Minneapolis, Minnesota.	Newspaper: 06/21/2002 Fed Register: 06/24/2002

* 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>
Member	Peoples National Bank, Hayward, Wisconsin to be known as Peoples Bank of Wisconsin, Hayward, Wisconsin, to convert to a state charter and 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.

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 10

Federal Reserve Bank of Kansas City

Applications and notifications filed during the week ending Saturday, June 1, 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>
3(a)(1)	Countryside Square Bancshares, Inc., Meriden, Kansas, to become a bank holding company through the acquisition of 100 percent of the voting shares of Countryside Bank, Meriden, Kansas.	Newspaper – N/Available Fed Reg – 06/28/2002
CIC	John W. Sutherland, Jr., Andover, Kansas, to acquire control of Ottawa Bancshares, Inc., Salina, Kansas, parent of Kansas State Bank, Ottawa, Kansas; First Kansas Bank, Hoisington, Kansas; Lyon County State Bank, Emporia, Kansas; and First Bank Kansas, Salina, Kansas.	Newspaper - N/Available Fed Reg - N/Available
CIC	Mark W. Whitaker, of Wichita, Kansas, and Deanna Kay Melchert, of Edmond, Oklahoma, to acquire control of Citizens Financial Corporation, parent of Citizens State Bank, both of Liberal, Kansas.	Newspaper – 05/31/2002 Fed Reg – 05/29/2002
CIC	Notice by Blair Lauritzen Gogel, Mission Hills, Kansas, and Clarkson Davis Lauritzen, Boston, Massachusetts, to acquire control of K.B.J. Enterprises, Inc., Omaha, Nebraska, parent of the Sibley State Bank, Sibley, Iowa.	Newspaper – 02/26/02 Fed Reg – 06/11/02

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)	First Community Bancshares, Inc., Overland Park, Kansas, to engage in management consulting and financial advisory activities.	Fed Reg - 05/29/2002

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 direct ly from the institution or Reserve Bank.

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

O = Outstanding

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NI = Needs to improve

SN = Substantial noncompliance

The following sta te 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>
271752	Bank of Cushing & Trust Company 224 E. Broadway Cushing, Oklahoma 74023-3336	09/30/2001	05/29/2002	S		X

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, June 1, 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>
3(a)(3)	Overton Financial Corporation, Overton, TX, and Overton Delaware Corporation, Dover, DE, to acquire Longview Financial Corporation, Longview, TX, and indirectly, Longview Delaware Corporation, Dover, DE, Longview Bank and Trust Company, Longview, TX, and First State Bank, Van, TX*	Fed Reg – 06/28/2002 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>	<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.

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

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

Section VI – CRA examinations scheduled for Quarter of

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

District 12

Federal Reserve Bank of San Francisco

Applications and notifications filed during the week ending Saturday, June 1, 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>
CIC	Notice by Shawn Leslie Devlin, Santa Rosa, California, to acquire additional voting shares of RCB Corporation, Sacramento, California, and thereby indirectly acquire voting shares of River City Bank, Sacramento, California.*	Newspaper – 06/06/2002 Fed Reg – 06/20/2002

* 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>	<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</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	
