
Federal Reserve Release



H.2

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

No. 33

Week Ending August 16, 2003

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

Atlanta

AmSouth Bank, Birmingham, Alabama -- to establish branches at 751 Duval Station Road, Jacksonville, Florida; 4422 Southside Boulevard; 3524 Lakeland Highlands Road, Lakeland; 6070 Carothers Parkway, Franklin, Tennessee; and 10050 Coursey Boulevard, Baton Rouge, Louisiana.
- Approved, August 12, 2003

Atlanta

Compass Bank, Birmingham, Alabama -- to establish branches at the intersection of South Hulen Street and Bellaire Drive South, Fort Worth, Texas, and the intersection of FM 720 and FM 423, Dallas.
- Approved, August 14, 2003

Kansas City

Edmond Bank and Trust, Edmond, Oklahoma -- to establish a branch at 2800 North Kelly Avenue.
- Approved, August 14, 2003

Cleveland

Sky Bank, Salineville, Ohio -- to establish a branch at 501 West Schrock Road, Westerville.
- Approved, August 15, 2003

Richmond

Southern Financial Bank, Warrenton, Virginia -- to establish a branch at 1001 East Main Street, Richmond.
- Approved, August 11, 2003

Atlanta

SouthTrust Bank, Birmingham, Alabama -- to establish a branch at 12851 Bonita Beach Road Southeast, Bonita Springs, Florida.
- Approved, August 11, 2003

Bank Holding Companies

Atlanta

Carver Financial Corporation, Savannah, Georgia -- to become a bank holding company through the acquisition of The Carver State Bank.

- Approved, August 13, 2003

St. Louis

First National Bank of Berryville Employee Stock Ownership Trust, Berryville, Arkansas, and First Carroll Bankshares -- to engage in leasing personal property.

- Approved, August 12, 2003

San Francisco

Gaslight Leasing, Inc., Fremont, California -- to become a bank holding company through the acquisition of Fremont Bancorporation and Fremont Bank.

- Withdrawn, August 14, 2003

Chicago

Hinsbrook Bancshares, Inc., Willowbrook, Illinois -- to engage de novo in extending credit and servicing loans.

- Approved, August 12, 2003

Philadelphia

Pebblespring Holding Company, Berwyn, Pennsylvania -- to become a bank holding company through the acquisition of Eagle National Bank, Upper Darby.

- Approved, August 15, 2003

Atlanta

Red River Bancshares, Inc., Alexandria, Louisiana -- to acquire Bank of Lecompte, Lecompte, and to merge its subsidiary, Red River Bank, Alexandria, with Bank of Lecompte, and thereby establish a branch.

- Approved, August 14, 2003

Bank Holding Companies

Secretary

The Royal Bank of Scotland Group plc, Edinburgh, Scotland; The Royal Bank of Scotland plc; RBSG International Holdings; Citizens Financial Group, Inc., Providence, Rhode Island; and Citizens Bank of Massachusetts, Boston, Massachusetts -- waiver of application to acquire Community Bancorp, Inc., Hudson, Massachusetts, in connection with the merger of Community Bancorp's subsidiary, Community National Bank, and Citizens Financial Group's subsidiary, Citizens Bank of Massachusetts.
- Granted, August 11, 2003

Banks, State Member

Director, BS&R

Valley Independent Bank, El Centro, California -- request for an exemption from section 23A of the Federal Reserve Act.
- Granted, August 14, 2003

Change In Bank Control

Chicago

NorthStar Bancshares, Inc., Estherville, Iowa -- change in bank control.
- Permitted, August 12, 2003

Chicago

NorthWest Indiana Bancorp, Munster, Indiana -- change in bank control.
- Permitted, August 15, 2003

Kansas City

Spirit Bankcorp, Inc., Bristow, Oklahoma -- change in bank control.
- Permitted, August 12, 2003

Atlanta

Vernon Bancshares, Inc., Leesville, Louisiana -- change in bank control.
- Permitted, August 13, 2003

Competitive Factors Reports

Chicago

American National Bank, Holstein, Iowa -- report on competitive factors of the proposed merger with American National Bank, Sac City, and Western Bank & Trust, N.A., Merville.

- Submitted, August 13, 2003

Chicago

Beardstown Savings, SB, Beardstown, Illinois -- report on competitive factors of the proposed merger with the Mt. Sterling branch of First Federal Bank, Colchester.

- Submitted, August 13, 2003

Chicago

Blackhawk State Bank, Beloit, Wisconsin -- report on competitive factors of the proposed merger with First Bank, BC, Capron, Illinois.

- Submitted, August 11, 2003

Chicago

Citizens State Bank and Trust, Fort Atkinson, Wisconsin -- report on competitive factors of the proposed purchase of assets and assumption of liabilities of the Cambridge branch of M&I Marshall & Ilsley Bank, Milwaukee.

- Submitted, August 11, 2003

Cleveland

The Columbia Savings Bank, Cincinnati, Ohio -- report on competitive factors of the proposed merger with Corryville Savings Bank.

- Submitted, August 13, 2003

Chicago

Farmers Savings Bank, Colesburg, Iowa -- report on competitive factors of the proposed merger with the Arlington branch of Union Planters Bank, N.A., Memphis, Tennessee.

- Submitted, August 13, 2003

Kansas City

Farmers State Bank, Maywood, Nebraska -- report on competitive factors of the proposed merger with State Bank of Trenton, Trenton.

- Submitted, August 11, 2003

Competitive Factors Reports

Chicago

First Bank & Trust, SB, Paris, Illinois -- report on competitive factors of the proposed acquisition of the Savoy branch of First National Bank of Sullivan, Sullivan.

- Submitted, August 13, 2003

Atlanta

FSGBank, N.A., Chattanooga, Tennessee -- report on competitive factors of the proposed merger with FSGBank, N.A., Maynardville, and FSGBank, N.A., Dalton, Georgia, as part of a corporate reorganization.

- Submitted, August 15, 2003

Chicago

Johnson Bank, Racine, Wisconsin -- report on competitive factors of the proposed merger with Johnson Trust Company.

- Submitted, August 11, 2003

Cleveland

Kentucky Bank, Paris, Kentucky -- report on competitive factors of the proposed merger with First FSB, Cynthiana, Ohio.

- Submitted, August 13, 2003

San Francisco

Mid-State Bank & Trust, Arroyo Grande, California -- report on competitive factors of the proposed merger with Ojai Valley Bank, Ojai.

- Submitted, August 12, 2003

Chicago

The National Bank, Bettendorf, Iowa -- report on competitive factors of the proposed purchase of certain assets and assumption of certain deposit liabilities of the Sterling, Canton, and Havana, Illinois, branches of First Bank, Creve Coeur, Missouri.

- Submitted, August 14, 2003

Chicago

Perry State Bank, Perry, Iowa -- report on competitive factors of the proposed merger with Raccoon Valley State Bank, Adel.

- Submitted, August 13, 2003

Extensions Of Time

Kansas City

Citizens Bancshares, Inc., ESOP, Edmond, Oklahoma -- extension to November 19, 2003, to acquire shares of Citizens Bancshares, Inc. and Citizens Bank of Edmond.
- Granted, August 13, 2003

Kansas City

First United Bank, Englewood, Colorado -- extension to November 16, 2003, to establish a branch on South Wilcox Street, Castle Rock.
- Granted, August 13, 2003

Richmond

Highlands Union Bank, Abingdon, Virginia -- extension to November 20, 2003, to establish a branch at State Highway 394 and Blountville Boulevard, Bristol, Tennessee.
- Granted, August 15, 2003

Chicago

PNB Bancshares, Inc., Pekin, Illinois -- extension to November 20, 2003, to become a bank holding company through the acquisition of Pekin National Bank.
- Granted, August 14, 2003

Atlanta

UCB Financial Group, Inc., Atlanta, Georgia -- extension to November 20, 2003, to become a bank holding company through the acquisition of United Commercial Bank, a de novo bank.
- Granted, August 14, 2003

Membership

Kansas City

BancFirst, Oklahoma City, Oklahoma -- request to waive the six months' notice of withdrawal from membership in the Federal Reserve System.
- Granted, August 11, 2003

Boston

Marblehead Savings Bank, Marblehead, Massachusetts -- membership in the Federal Reserve System.
- Approved, August 13, 2003

Membership

Minneapolis

Peoples State Bank of Truman, Inc., Truman, Minnesota -- membership in the Federal Reserve System.

- Approved, August 14, 2003

Dallas

PointBank, Pilot Point, Texas -- membership in the Federal Reserve System.

- Approved, August 12, 2003

District 1

Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, August 16, 2003

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>	
3(a)(5)(c)	Community Guaranty Corporation, Plymouth, New Hampshire - notification to become a bank holding company and acquire 100% of the stock of Community Guaranty Savings Bank, Plymouth, New Hampshire	

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 4th Quarter of 2003

<i>Institution</i>	<i>Location</i>
Franklin Savings Bank	Farmington, Maine

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 2

Federal Reserve Bank of New York

Applications and notifications filed during the week ending Saturday, August 16, 2003

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	The Adirondack Trust Company, Saratoga Springs, New York, to establish a branch at 220 Church Street, Saratoga County, New York.	Newspaper – 09/08/2003

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	TrustCompany Bancorp, Jersey City, New Jersey, to become a one-bank holding company with respect to The Trust Company of New Jersey, Jersey City, New Jersey.	Newspaper – 09/10/2003 Fed Reg – 09/12/2003

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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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 Fourth Quarter of 2003

<i>Institution</i>	<i>Location</i>
Mizuho Corporate Bank	55 East 52 nd Street, New York, New York 10055
Redwood Bank	1000 Coffeen Street, Watertown, New York 13601
BPD International Bank	152 West 57 th Street, New York, New York 10019
Solvay Bank	1537 Milton Avenue, Solvay, New York 13209
Peapack Gladstone Bank	158 Route 206 North, Gladstone, New Jersey 07934

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 3

Federal Reserve Bank of Philadelphia

Applications and notifications filed during the week ending Saturday, August 16, 2003

Section I – Applications subject to newspaper notice only

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

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

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

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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

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

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NI = Needs to improve

SN = Substantial noncompliance

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

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

Section VI – CRA examinations scheduled for 4th Quarter of 2003

<i>Institution</i>	<i>Location</i>
Lafayette Ambassador Bank	Easton, PA

District 4

Federal Reserve Bank of Cleveland

Applications and notifications filed during the week ending Saturday, August 16, 2003

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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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>
213912	The Apple Creek Banking Company 3 West Main Street Apple Creek, Ohio 44606	06/02/2003	08/13/2003	O		X

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

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

District 5

Federal Reserve Bank of Richmond

Applications and notifications filed during the week ending Saturday, August 16, 2003

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Alliance Bank Corporation, Fairfax, Virginia, to establish a branch at 8221 Old Courthouse Road, Vienna, Virginia.*	Newspaper – 08/26/2003

*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>
25A	Bank of America, N. A., Charlotte, North Carolina, and its Edge Corporation subsidiary, Bank of America Overseas Corporation, both of Charlotte, North Carolina, to increase the investment in BoA Netherlands Cooperatieve U.A., Amsterdam, The Netherlands	

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

<i>Type</i>	<i>Application</i>
3(a)(1)	New Century Bancorp, Inc., Dunn, North Carolina, to become a bank holding company through the acquisition of 100% of the voting shares of New Century Bank, Dunn, 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.

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

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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>
804422	Farmers & Merchants Bank of Craig County 306 Main Street New Castle, Virginia 24127	06/02/2003	08/15/2003	O		X

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, August 16, 2003

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 4359 13 th Street, St. Cloud, Florida, to be known as the St. Cloud Branch.*	Newspaper-08/25/2003
Branch	AmSouth Bank, Birmingham, Alabama, to establish a branch located at 4501 Cortez Road West, Bradenton, Florida, to be known as the Bradenton-Cortez Road Branch.*	Newspaper-08/28/2003
Branch	AmSouth Bank, Birmingham, Alabama, to establish a branch located at 5221 Clark Road, Sarasota, Florida, to be known as the Sarasota-Clark Road Branch.*	Newspaper-08/28/2003
Branch	AmSouth Bank, Birmingham, Alabama, to establish a branch located at 5089 East State Road 64, Bradenton, Florida, to be known as the Bradenton-SR 64 Publix Branch.*	Newspaper-08/28/2003
Branch	SouthTrust Bank, Birmingham, Alabama, to establish a branch located at 648 Long Point Road, Mt. Pleasant, South Carolina, to be known as the Belle Hall Office.*	Newspaper-08/28/2003
Branch	SouthTrust Bank, Birmingham, Alabama, to establish a branch located at 19440 Bruce B Downs Boulevard, Tampa, Florida, to be known as the Pebble Creek Office.*	Newspaper-08/28/2003
Branch	SunTrust Bank, Atlanta, Georgia, to establish a branch located at 4338 Paces Ferry Road, Atlanta, Georgia, to be known as the Vining Office.*	Newspaper-08/23/2003
Branch	SunTrust Bank, Atlanta, Georgia, to establish a branch located at 4325 Atlanta Highway, Loganville, Georgia, to be known as the Publix at Loganville Towne Centre Office.*	Newspaper-08/23/2003
Branch	SunTrust Bank, Atlanta, Georgia, to establish a branch located at the intersection of Riverside Parkway and Lansdowne Boulevard, Leesburg, Virginia, to be known as the Lansdowne Office.*	Newspaper-08/23/2003
Branch	SunTrust Bank, Atlanta, Georgia, to establish a branch located at 43150 Broadlands Center Safeway, Ashburn, Virginia, to be known as the Broadlands Safeway In-Store Office.*	Newspaper-08/23/2003

*Subject to provisions of the Community Reinvestment Act

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(5)	The Colonial BancGroup, Inc., Montgomery, Alabama, to merge with Sarasota Bancorporation, Inc., Sarasota, Florida, and thereby acquire its subsidiary, Sarasota, Bank, Sarasota, Florida.*	Newspaper-09/11/2003 Fed Reg-09/04/2003
3(a)(3)	Community Capital Bancshares, Inc., Dothan, Alabama, to acquire 100 percent of the outstanding shares of First Bank of Dothan, Inc., Dothan, Alabama.*	Newspaper-09/06/2003 Fed Reg-09/04/2003
3(a)(1)	Freedom Bancshares, Inc., Commerce, Georgia, to become a bank holding company by acquiring Freedom Bank of Georgia, Commerce, Georgia (in organization).*	Newspaper-N/Avail Fed Reg-09/15/2003
CIC	First Bankshares of St. Martin, Ltd., Breaux Bridge, Louisiana, prior change in control notice by Mr. John Alfred Melancon to acquire an additional 5.32 percent of the outstanding shares of First Bankshares of St. Martin, Ltd., Breaux Bridge, Louisiana. Total ownership will equal 15.01 percent.	Newspaper-N/Avail Fed Reg-09/03/2003

*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>
COM	Horizon Bancorp, Inc., commitment waiver request.
3(a)(1)	KSB Bancorp, Inc., Kaplan, Louisiana, notice to become a bank holding company by acquiring Kaplan State Bank, Kaplan, Louisiana.

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>
360834	Bank of Dadeville Post Office Box 38 Dadeville, Alabama 36853 (256) 825-4284	04/21/2003	08/06/2003	S	X	

Section VI – CRA examinations scheduled for Fourth Quarter of 2003

<i>Institution</i>	<i>Location</i>
Regions Bank	Birmingham, Alabama
First Western Bank	Cooper City, Florida
Peoples Bank & Trust	Birmingham, Alabama
Bank of Alabama	Birmingham, Alabama
Capital City Bank	Tallahassee, Florida
First Navy Bank	Pensacola, Florida
PanAmerican Bank	Hollywood, Florida
Brand Banking Company	Lawrenceville, Georgia
Coconut Grove Bank	Miami, Florida
United Bank & Trust Company	St. Petersburg, Florida
Metro Bank of Dade County	Miami, Florida

Section VI – CRA examinations scheduled for Fourth Quarter of 2003

<i>Institution</i>	<i>Location</i>
The Farmers Bank	Union Point, Georgia
Red River Bank	Alexandria, Louisiana
Peoples Southern Bank	Clanton, Alabama
Commercial Bank of Harrogate	Harrogate, Tennessee

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District 7

Federal Reserve Bank of Chicago

Applications and notifications filed during the week ending Saturday, August 16, 2003

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18C & Branches	Baylake Bank, Sturgeon Bay, Wisconsin, to purchase the assets of the Kewaunee, Wisconsin branch of M&I Marshall & Ilsley Bank, Milwaukee, Wisconsin, and thereby to establish a branch at 1334 Ellis Street, Kewaunee, Wisconsin.*	Newspaper – N/Avail

* Subject to the provisions of the Community Reinvestment Act

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(3) & 4(c)(8)	First Fontanelle Bancorporation, Inc., Fontanelle, Iowa, to acquire 100 percent of the voting shares of Corn Belt Bancorporation, Inc., Anita, Iowa, and thereby indirectly acquire Union National Bank, Anita, Iowa, and to acquire Corn Belt Insurance Agency, Massena, Iowa, and thereby to engage in insurance agency activities.*	Fed Reg – 08/18/2003 Newspaper – 08/23/2003
CIC	Notice by Daniel A. Hamann, Omaha, Nebraska, Esther Hamann Brabec, Omaha, Nebraska, and Julie Hamann Bunderson, Elkhorn, Nebraska, both "acting in concert" and each individually to gain control of Great Western Bancorporation, Inc., Omaha, Nebraska.	Fed Reg – 08/01/2003 Newspaper – 08/13/2003
3(a)(1)	TeamCo, Inc., Oak Lawn, Illinois, to become a bank holding company through the acquisition of 100 percent of the voting shares of Oak Lawn Bank, Oak Lawn, Illinois.*	Fed Reg – 08/15/2003 Newspaper – 08/17/2003
CIC	Notice by Frank E. Powers, Defiance, Iowa, to acquire 22.33 percent interest in Union Bancorporation, Defiance, Iowa, and thereby indirectly acquire Defiance State Bank, Defiance, Iowa.	Fed Reg – 08/15/2003 Newspaper – N/Avail
3(a)(3)	Wintrust Financial Corporation, Lake Forest, Illinois, to acquire 100 percent of the voting shares of Advantage National Bancorp, Inc., Elk Grove Village, Illinois, and thereby indirectly acquire Advantage National Bank, Elk Grove Village, Illinois.*	Fed Reg – 09/05/2003 Newspaper – 08/30/2003

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>
COM	Town Bankshares, Ltd., Deerfield, Wisconsin, request relief from the commitment not to incur any debt without the approval of the Reserve Bank.

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>
412135	Cole Taylor Bank 850 W. Jackson Blvd. Chicago, Illinois 60607 (312) 738-2000	12/02/2002	08/11/2003	O	X	

Section VI – CRA examinations scheduled for

Quarter of

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

District 8

Federal Reserve Bank of St. Louis

Applications and notifications filed during the week ending Saturday, August 16, 2003

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Legacy Bank & Trust Company, Plato, Missouri, to establish a branch facility to be located at 721 North Main Street, Mountain Grove, Missouri.*	Newspaper – 08/28/2003

* 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 The Mike Wilson Descendents' Trust, Jacksonville, Arkansas, to increase its control of First Arkansas Bancshares, Inc., Jacksonville, Arkansas ("Bancshares"). Also, The Wilson Family Control Group to retain control of Bancshares. The Wilson Family Control Group consists of Larry T. Wilson, Michael K. Wilson, Kathryn W. Roberts, and the following trusts for whom they serve as trustees; the Kenneth Pat Wilson Annual Gift Trust, the Larry Timothy Wilson Annual Gift Trust, the Kathryn Patricia Wilson Roberts Annual Gift Trust, the Michael K. Wilson Annual Gift Trust, and The Mike Wilson Descendents' Trust, all of Jacksonville, Arkansas.	Newspaper – 09/02/2003 Fed Reg – 09/04/2003

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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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>
825940	Bank of Buffalo Buffalo, Kentucky	06/02/2003	08/15/2003	N/A		X
145059	Bank of Halls Halls, Tennessee	06/02/2003	08/16/2003	N/A		X

Section VI – CRA examinations scheduled for Quarter of

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

District 9

Federal Reserve Bank of Minneapolis

Applications and notifications filed during the week ending Saturday, August 16, 2003

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	Change in control notice by Gale Mark Hoese, David Kurt Hoese, Terry Clayton Hoese, Glencoe, Minnesota, and Todd Curtis Hoese, Waconia, Minnesota, to gain control of Commercial Bancshares, Inc., Bloomington, Minnesota.	Fed Reg- 09/04/2003 Newspaper- 09/02/2003
3(a)(5)	Farmers & Merchants Financial Services Inc., St. Paul, Minnesota, to merge with Eau Claire Financial Services, Inc., St. Paul, Minnesota, and thereby indirectly acquire American Bank, Eau Claire, Wisconsin, and American Bank, Lake City, Minnesota.*	Fed Reg- 09/02/2003 Newspaper- 09/01/2003

*Subject to the provisions of the Community Reinvestment Act.

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4(c)(8)	First Sleepy Eye Bancorporation, Inc., Sioux Falls, South Dakota, to acquire First State Agency, Storden, Minnesota, and thereby engage in general insurance agency activities in a town with a population of less than 5,000.	Fed Reg- 08/28/2003

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 4th Quarter of October 1, 2003-December 31, 2003

<i>Institution</i>	<i>Location</i>
Citizen's State Bank of Ontonagon	Ontonagon, Michigan
United Bankers' Bank	Bloomington, Minnesota
Ridgedale State Bank	Minnetonka, Minnesota
Plaza Park State Bank	Waite Park, Minnesota
American Bank of Montana	Bozeman, Montana
Valley Bank of Helena	Helena, Montana
First Valley Bank	Seeley Lake, Montana
First PREMIER Bank	Sioux Falls, South Dakota
Peoples Bank of Wisconsin	Hayward, Wisconsin

Section VI – CRA examinations scheduled for 4th Quarter of October 1, 2003-December 31, 2003

Institution

Location

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.

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 Mr. Jim Colwell at the Federal Reserve Bank of Minneapolis, Supervision Regulation and Credit Division. P.O. Box 291, Minneapolis, Minnesota 55480-0291

District 10

Federal Reserve Bank of Kansas City

Applications and notifications filed during the week ending Saturday, August 16, 2003

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18(c)	Gold Bank, Leawood, Kansas, to merge with Gold Bank, Hennessey, Oklahoma, and incident thereto, to establish several branches.	Newspaper - 09/11/2003
18(c)	The Ravenna Bank, Ravenna, Nebraska (to be renamed Town & Country Bank, Ravenna, Nebraska), to merge with Pleasanton State Bank, Pleasanton, Nebraska, and incident thereto, to establish several branches.	Newspaper - 09/13/2003

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 submitted by the Clarence R. Wright, Jr. 2003 Family Trusts and its trustees: Clarence Rankin ("Randy") Wright, III, Yukon Oklahoma; and Roger Dean Rinehart, El Reno, Oklahoma, to acquire control of International Bancshares of Oklahoma, Inc., Yukon, Oklahoma, parent of Yukon National Bank, Yukon, Oklahoma.	Newspaper - N/Avail Fed Reg - 09/02/2003

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>
Premises	1 st Bank and Trust, Broken Bow, Oklahoma, to increase its investment in bank premises in the amount of \$400,000.

Section V – Availability of CRA public evaluations

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

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

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

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

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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>
59754	Bank of Wyandotte Main & Broadway Wyandotte Oklahoma	06/02/2003		S		X
139553	Citizens Security Bank & Trust Company 14821 S. Memorial Bixby, Oklahoma 74008-4459	05/19/2003	08/14/2003	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, August 16, 2003

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>	<i>Ending date of comment period</i>
3(a)(1)	Myers Bancshares, Inc., Fort Worth, TX, and Myers Intermediate Bancshares, Inc., Dover, DE, to acquire Woodhaven National Bank, Fort Worth, TX*	
3(a)(1)	Myers Intermediate Bancshares, Inc., Dover, DE, to acquire Woodhaven National Bank, Fort Worth, TX*	
3(a)(1)	Rio Financial Services, Inc., McAllen, TX, and Rio Delaware Corporation, Wilmington, DE, to acquire Rio Bank, McAllen, TX*	

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

<i>Type</i>	<i>Application</i>
3(a)(1)	Rio Delaware Corporation, Wilmington, DE, to acquire Rio Bank, McAllen, 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.

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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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 Fourth Quarter of 2003

<i>Institution</i>	<i>Location</i>
Texas Bank	Weatherford, Texas 491569
First State Bank	Keene, Texas 867650

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 12

Federal Reserve Bank of San Francisco

Applications and notifications filed during the week ending Saturday, August 16, 2003

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>	
3(a)(5)(C)	Valley Commerce Bancorp, Ltd., Phoenix, Arizona, to become a bank holding company by acquiring 100 percent of Valley Commerce Bank, Phoenix, Arizona.	
Member	Community Banks of Tracy, Tracy, California, 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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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.

<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 4th Quarter of 2003

<i>Institution</i>	<i>Location</i>
Central California Bank	Sonora, California
Northstar Bank	Seattle, Washington
Silicon Valley Bank	Santa Clara, California
Vintage Bank	Napa, California

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.