
Federal Reserve Release



H.2

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

No. 4

Week Ending January 24, 2004

Regulations And Policies

Community Reinvestment Act Regulations -- publication for comment of proposed interagency revisions.

- Approved, January 21, 2004

H.2 Actions under delegated authority

January 18, 2004 to January 24, 2004

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

Chicago

1st Source Bank, South Bend, Indiana -- to establish a branch at 926 Erskine Plaza.
- Approved, January 23, 2004

Philadelphia

Equity Bank, Marlton, New Jersey -- to establish a branch at 160 Mount Holly By-Pass and Route 541, Lumberton.
- Approved, January 20, 2004

Philadelphia

Equity Bank, Marlton, New Jersey -- to establish a branch at Shops at Springton Pointe, Route 252, Newton Square, Pennsylvania.
- Approved, January 20, 2004

St. Louis

Pulaski Bank and Trust Company, Little Rock, Arkansas -- to establish a branch at 1605 North Germantown Parkway, Memphis, Tennessee.
- Approved, January 22, 2004

Atlanta

Riverside Bank of the Gulf Coast, Cape Coral, Florida -- to establish a branch at 5266 Golden Gate Parkway, Naples.
- Approved, January 23, 2004

Kansas City

Saline State Bank, Wilber, Nebraska -- to relocate a branch from 82nd Street between Pine Lake and Highway 2, Lincoln, to 5620 South 48th Street.
- Approved, January 23, 2004

St. Louis

Simmons First Bank of Russellville, Russellville, Arkansas -- to establish a branch at 1320 West Main Street, Clarksville.
- Approved, January 22, 2004

Bank Holding Companies

New York

Bayerische Hypo- und Vereinsbank AG, Munich, Germany, and Munchener Ruckversicherungs- Gesellschaft AG -- to engage de novo through HVB Global Assets Company, L.P. in extending and servicing loans or other extensions of credit.
- Approved, January 22, 2004

Bank Mergers

Richmond

Community Capital Corporation, Greenwood, South Carolina -- to acquire Abbeville Capital Corporation, Abbeville, and thereby acquire The Bank of Abbeville, and for CapitalBank, Greenwood, to merge with The Bank of Abbeville.
- Approved, January 20, 2004

Atlanta

IBERIABANK, Lafayette, Louisiana -- to merge with Alliance Bank of Baton Rouge, Baton Rouge.
- Approved, January 22, 2004

Richmond

The Patapsco Bank, Dundalk, Maryland -- to merge with Parkville Federal Savings Bank, Baltimore, a federally chartered savings bank.
- Approved, January 23, 2004

Chicago

Unionbank, Streator, Illinois -- to merge with Unionbank/Northwest, Hanover, and Unionbank/West, Macomb, and thereby establish seven branches.
- Approved, January 21, 2004

Change In Bank Control

Atlanta

CenterState Banks of Florida, Inc., Winter Haven, Florida -- change in bank control.
- Permitted, January 23, 2004

Minneapolis

Eitzen Independents, Inc., Eitzen, Minnesota -- change in bank control.
- Permitted, January 23, 2004

Competitive Factors Reports

Dallas

The Bank of Alice, Alice, Texas -- report on competitive factors of the proposed acquisition of the branch of First Community Bank, Corpus Christi, located at 300 East Main Street, Benavides.

- Submitted, January 22, 2004

Boston

Border Bancshares, Inc., South China, Maine -- report on competitive factors of the proposed acquisition by its subsidiary, Border Trust Company, of deposits and certain assets and liabilities of the Main Street, Jackman, branch of UnitedKingfield Bank, Bangor, and the proposed consolidation of the acquired activities into Border Trust Company's existing branch at Main Street, Jackman.

- Submitted, January 20, 2004

Boston

Camden National Corporation, Camden, Maine -- report on competitive factors of the proposed acquisition by its subsidiary, UnitedKingfield Bank, Bangor, of deposits and certain assets and liabilities of the Pritham Avenue, Greenville, branch of Border Trust Company, South China, and for UnitedKingfield Bank to consolidate the acquired banking activities into UnitedKingfield's existing branch at Main Street, Greenville.

- Submitted, January 20, 2004

Atlanta

Colony Bank Ashburn, Ashburn, Georgia -- report on competitive factors of the proposed purchase of the Thomaston branch of Flag Bank, Atlanta.

- Submitted, January 21, 2004

Kansas City

Osage Federal Savings and Loan Association of Pawhuska, Pawhuska, Oklahoma -- report on competitive factors of the proposed reorganization into a three-tiered mutual holding company structure.

- Submitted, January 21, 2004

Competitive Factors Reports

Atlanta

The Prudential Savings Bank, FSB, Atlanta, Georgia -- report on competitive factors of the proposed merger with Prudential Bank and Trust Company and with CIGNA Bank and Trust Company, FSB, Hartford, Connecticut.

- Submitted, January 21, 2004

Dallas

Sabine State Bank and Trust Company, Many, Louisiana -- report on competitive factors of the proposed acquisition of branches of Hancock Bank of Louisiana, Baton Rouge, located at 1125 7th Avenue, Glenmora; 306 Walnut Street, Bunkie; 516 Main Street, Mamou; and 401 East 5th Street, Oakdale.

- Submitted, January 20, 2004

St. Louis

Town & Country Bank, Salem, Missouri -- report on competitive factors of the proposed acquisition of the Mountain Grove branch and two Ava branches of Union Bank, Kansas City.

- Submitted, January 20, 2004

Extensions Of Time

Kansas City

First Centralia Bancshares, Inc., Centralia, Kansas -- extension to April 29, 2004, to acquire, directly and indirectly, voting shares in Century Capital Financial, Inc., Kilgore, Texas, and its subsidiary bank, City National Bank; and FBC Financial Corporation, Claremore, Oklahoma, and its subsidiary thrift, 1st Bank Oklahoma.

- Granted, January 23, 2004

San Francisco

State Bank Corporation, Lake Havasu City, Arizona -- extension to April 22, 2004, to become a bank holding company through the acquisition of Mohave State Bank.

- Granted, January 21, 2004

Membership

Atlanta

Community Bank of West Georgia, Villa Rica, Georgia -- to become a member of the Federal Reserve System.

- Approved, January 20, 2004

Regulations And Policies

Secretary

Systems of Records -- request for comment on proposed amendments to three systems of records, Payroll and Leave, Biographical File of Federal Reserve Bank Officers, and Federal Reserve System Bank Supervision Staff Qualifications (Docket No. OP-1177).

- Approved, December 17, 2003 (AC)

District 1
Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, January 24, 2004

Section I – Applications subject to newspaper notice only

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

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

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

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

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

Section VI – CRA examinations scheduled for Quarter of

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

District 2

Federal Reserve Bank of New York

Applications and notifications filed during the week ending Saturday, January 24, 2004

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 111-121 River Street, Hoboken, New Jersey.	Newspaper – 02/11/2004
Branch	JP Morgan Chase Bank, New York, New York, to establish a branch office at 4155 Memorial Highway, Ronkonkoma, New York.	Newspaper – 02/23/2004
Branch	JP Morgan Chase Bank, New York, New York, to establish a branch office at 106 Seventh Street, Garden City, New York.	Newspaper – 02/15/2004

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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<i>number</i>	<i>Institution/Location</i>	<i>date</i>	<i>public date</i>	<i>rating</i>	<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for Quarter of

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

District 3

Federal Reserve Bank of Philadelphia

Applications and notifications filed during the week ending Saturday, January 24, 2004

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	East Penn Bank, Emmaus, PA, to establish a branch office located at 18 South Second Street, Borough of Emmaus, Lehigh County, PA.	Newspaper – 02/09/2004

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

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

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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					<i>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, January 24, 2004

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)	PSB Holdings, Inc., New Matamoras, Ohio, proposes to become a bank holding company through the acquisition of The Peoples Savings Bank, New Matamoras, Ohio.	Newspaper - 12/04/2003 Fed Reg - 12/01/2003
*Branch	Provident Bank, Cincinnati, Ohio to establish a branch at the Union Centre Shopping Center, which is located at the southeast corner of the intersection of Union Center Boulevard and State Route 747, West Chester Township, Ohio.	Newspaper - N/Avail Fed Reg - N/Avail

*Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

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

Section IV – Applications not subject to Federal Register or paper 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 tended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

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<i>number</i>	<i>Institution/Location</i>	<i>date</i>	<i>public date</i>	<i>rating</i>	<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for

Quarter of

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

District 5

Federal Reserve Bank of Richmond

Applications and notifications filed during the week ending Saturday, January 24, 2004

Section I – Applications subject to newspaper notice only

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

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(5)	Provident Bankshares Corporation, Baltimore, Maryland, to merge with Southern Financial Bancorp, Inc., Warrenton, Virginia.*	Fed Reg – N/Avail Newspaper – N/Avail
4(c)(8)	Provident Bankshares Corporation, Baltimore, Maryland, to acquire 100% of the voting shares of Essex Savings Bank, F.S.B., Norfolk, Virginia.*	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>
4(c)(8)	Provident Bankshares Corporation, Baltimore, Maryland, to acquire 100% of the voting shares of Southern WebTech.com, Inc., Warrenton, Virginia.	Fed Reg – N/Avail
4(c)(8)	Provident Bankshares Corporation, Baltimore, Maryland, to acquire 24.9% of LoanCare Servicing Center, Inc., Norfolk, Virginia.	Fed Reg – N/Avail

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

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

Section V – Availability of CRA public evaluations

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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>
844820	Bank of Tazewell County 846 East Fincastle Turnpike Tazewell, Virginia 24651	11/03/2003	01/18/2004	S	X	

Section VI – CRA examinations scheduled for

Quarter of

Institution

Location

None

District 6

Federal Reserve Bank of Atlanta

Applications and notifications filed during the week ending Saturday, January 24, 2004

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 US19/Berkeley Manor Commercial Center, Spring Hill, Florida, to be known as the Commercial Way Branch.*	Newspaper – 01/30/2004
Branch	Amsouth Bank, Birmingham, Alabama, to establish a branch located at 2626 Enterprise Road, Orange City, Florida, to be known as the Orange City Branch.*	Newspaper – 01/30/2004
Branch	LandMark Bank of Florida, Sarasota, Florida, to establish a branch located at 5201 Bahia Vista Street, Sarasota, Florida, to be known as the LandMark Bank of Florida Sunnyside Village Office.*	Newspaper – 01/27/2004

*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)(1)	Bainbridge Bancshares, Inc., Bainbridge, Georgia, to become a bank holding company by acquiring First National Bank of Decatur County, Bainbridge, Georgia (in organization).*	Newspaper – N/Avail Fed Reg – N/Avail
3(a)(1)	Allied Bancshares, Inc., Cumming, Georgia, to become a bank holding company by acquiring First National Bank of Forsyth County, Cumming, Georgia (in organization).*	Newspaper – N/Avail Fed Reg – N/Avail

*Subject to provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4(c)(8)	CNB Holdings, Inc., Alpharetta, Georgia, to engage in data processing activities, through its subsidiary, Capital Financial Software, LLC, Norcross, Georgia.	Fed Reg – N/Avail

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

<i>Type</i>	<i>Application</i>
COM	Community Bancshares of Mississippi, Inc., Brandon, Mississippi, commitment waiver request.

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>
358635	The Bank Post Office Box 490 Birmingham, Alabama 35180 (205) 714-5700	08/25/2003	01/18/2004	S		X

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, January 24, 2004

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18C & Branches	Iowa State Bank, Hull, Iowa, to purchase the assets and assume the liabilities of the Paullina, Iowa branch office of American Interstate Bank, Manning, Iowa, and thereby to establish a branch at 105 North Main, Paullina, Iowa.*	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)	Capitol Bancorp, Ltd., Lansing, Michigan, to acquire 100 percent of the voting shares of First Carolina State Bank, Rocky Mount, North Carolina.*	Fed Reg – 02/02/2004 Newspaper – N/Avail
CIC	Notice by Steven D. Dehnert, Lake Mills, Wisconsin, Cheryl A. Dobson, Fort Atkinson, Wisconsin, and Steven R. Hein, Edgerton, Wisconsin, as trustees, to acquire control of 9,947 shares of Citizens Financial Corporation Employee Stock Ownership Plan and Trust, and thereby indirectly acquire Citizens Bank and Trust Company, Fort Atkinson, Wisconsin.	Fed Reg – 02/12/2004 Newspaper – 02/04/2004
CIC	Notice by Charles A. Kennedy, Bancroft, Iowa, individually and acting in concert with Teresa R. Kennedy, also of Bancroft, Iowa, to gain control of Kennedy Bancshares, Inc., Bancroft, Iowa, and thereby indirectly The Farmers and Traders Savings Bank, Bancroft, Iowa.	Fed Reg – 02/04/2004 Newspaper – N/Avail
3(a)(3)	Mainsource Financial Group, Greensburg, Indiana, to acquire 100 percent of the voting shares of Peoples Financial Corporation, Linton, Indiana, and thereby indirectly acquire Peoples Trust Company, Linton, Indiana.*	Fed Reg – N/Avail Newspaper – N/Avail
3(a)(1)	Maximum Bancshares, Inc., Huxley, Iowa, to become a bank holding company by acquiring 100 percent of First State Bank, Huxley, Iowa.*	Fed Reg – 02/16/2004 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)	NRBC Holding Corporation, Chicago, Illinois, to become a bank holding company by acquiring 100 percent of the outstanding shares of National Republic Bank of Chicago, Chicago, 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>
None	

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					<i>LrgBk</i>	<i>SmBk</i>
8547	Heritage Community Bank 426 Washington Street Columbus, Indiana 47201 (812) 375-5192	09/08/2003	01/21/2004	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, January 24, 2004

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 Amy Golden McCay, Little Rock, Arkansas, to retain control of ACME Holding Company, Inc., Mulberry, Arkansas, by becoming part of the Golden family control group. The control group currently consists of Alexander P. Golden III and Alexander P. Golden IV, both of Little Rock, Arkansas.	Newspaper – 01/30/2004 Fed Reg – N/Avail

Section III – Applications subject to Federal Register notice only

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

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

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

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					<i>LrgBk</i>	<i>SmBk</i>
None						

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

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

District 9

Federal Reserve Bank of Minneapolis

Applications and notifications filed during the week ending Saturday, January 24, 2004

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	Retroactive change in control notice by Erik McBride Thompson, Las Vegas, Nevada, to retain control of Milan Agency, Inc., Milan, Minnesota, and thereby indirectly retain control of Prairie Sun Bank in Milan, Milan, Minnesota.	Fed Reg – N/Avail Newspaper – N/Avail

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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>
648055	Valley Bank of Helena, Helena, Montana	09/29/2003	01/21/2004	O		X

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, January 24, 2004

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18(c)	Adams Bank & Trust, Ogallala, Nebraska, to merge with The Vista Bank, Colorado Springs, Colorado, and incident thereto, to establish two branches.	Newspaper - 02/15/2004
Branch	Anadarko Bank & Trust Company, Anadarko, Oklahoma, to establish a branch at 328 E. 4 th , Carnegie, Oklahoma.	Newspaper - 01/29/2004

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(1)	First Pioneer Holding, Inc., Denver, Colorado, to become a bank holding company through the retention of 100 percent of the voting shares of First Western Trust Bank, Denver, Colorado (in organization).	Newspaper - 02/09/2004 Fed Reg - 02/09/2004
CIC	Notification by David D. and Kristine A. Gale, Lincoln, Nebraska; David E. Rogers, Omaha, Nebraska; Jon C. and Deonne L. Bruning, Lincoln, Nebraska; Edward J. and Marliss G. Miller, Nebraska City, Nebraska; Paul and Andrea Mengedoth, Overland Park, Kansas; Roger and Mary Bruning, Lincoln, Nebraska; and Jennifer and David Brown, Mountain View, California, to acquire control of Davenport Community Bancshares, Inc., parent of Jennings State Bank, both of Davenport, Nebraska.	Newspaper - N/Avail Fed Reg - 02/11/2004
CIC	Notification by Scott Smiley, Avondale, Colorado, as trustee of the Carl W. Smiley Trust #1; Carl W. Smiley Trust #2; Julia Smiley Trust; Ward B. Smiley Trust A; and the Ward B. Smiley Trust B, to acquire control of First Norton Corporation, Norton, Kansas, parent of First Security Bank & Trust Company, Norton, Kansas.	Newspaper - 02/06/2004 Fed Reg - 02/03/2004

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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<i>RSSD 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>
463351	Olathe State Bank 500 Highway 50, Business Loop Olathe, Colorado 81425	10/20/2003	01/22/2004	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, January 24, 2004

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	First State Bank, Keene, TX, to establish a branch at 224 West Katherine P. Raines Drive, Cleburne, TX 76033*	Newspaper – 01/30/2004
Branch	PlainsCapital Bank, Lubbock, TX, to establish a branch at 1629 West Hebron Parkway, Carrollton, TX 75010*	Newspaper – 02/05/2004

*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>
Member Withdrawal	Sun Bank, Sunray, TX, request to voluntarily withdraw from membership in the Federal Reserve System

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>
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, January 24, 2004

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>
Investment	Zions First National Bank, Salt Lake City, Utah, to establish Zions Bank International, Las Vegas, Nevada, as an Edge Corporation, and a wholly owned subsidiary, Van der Moolen UK Limited, a foreign organization.	Fed Reg – 02/23/2004

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

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

Section V – Availability of CRA public evaluations

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

Section VI – CRA examinations scheduled for Quarter of

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