
Federal Reserve Release



H.2

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

No. 7

Week Ending February 14, 2004

Enforcement

Hocking Valley Bank, Athens, Ohio -- consent order of assessment of a civil money penalty.

- Announced, February 9, 2004

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

Chicago

Citizens Bank, Flint, Michigan -- to establish a branch at 9749 Dixie Highway, Springfield Township.

- Approved, February 13, 2004

Atlanta

Cumberland Bank South, Franklin, Tennessee -- to establish branches at 320 Main Street and 4922 Columbia Highway, Spring Hill.

- Approved, February 11, 2004

Chicago

Hinsdale Bank & Trust Company, Hinsdale, Illinois -- to establish a branch at 1111 Warren Avenue, Downers Grove.

- Approved, February 11, 2004

Dallas

PlainsCapital Bank, Lubbock, Texas -- to establish a branch at 1629 West Hebron Parkway, Carrollton.

- Approved, February 10, 2004

Cleveland

The Provident Bank, Cincinnati, Ohio -- to establish a branch at Union Centre Shopping Center at Union Center Boulevard and State Route 747, West Chester Township.

- Approved, February 11, 2004

Richmond

RBC Centura Bank, Rocky Mount, North Carolina -- to establish a branch at 3265 Peachtree Parkway, Suwanee, Georgia.

- Approved, February 11, 2004

Atlanta

Rivoli Bank & Trust, Macon, Georgia -- to establish a branch at 1551 Bass Road.

- Approved, February 12, 2004

Bank Branches, Domestic

Secretary

SunTrust Bank, Atlanta, Georgia -- to establish branches at the intersection of Camp Creek Parkway and North Commerce Drive, East Point, and at 1900 Gunbarrel Road, Chattanooga, Tennessee.

- Approved, February 12, 2004

Bank Holding Companies

St. Louis

Bancorp of Winona, Inc., Winona, Mississippi -- to become a bank holding company through the acquisition of Bank of Winona.

- Approved, February 9, 2004

Kansas City

Bank of Choice Holding Company, Evans, Colorado -- to become a bank holding company through the acquisition of Weld County Bank.

- Approved, February 9, 2004

St. Louis

City Bancorp, Springfield, Missouri -- to merge with Signature Bancshares, Inc. and thereby acquire Signature Bank.

- Approved, February 11, 2004

Atlanta

Community Bancshares of Mississippi, Inc., Brandon, Mississippi -- to acquire Security Bancshares, Inc., Amory, and Security Bank.

- Approved, February 12, 2004

Chicago

Fentura Financial, Inc., Fenton, Michigan -- to merge with West Michigan Financial Corporation, Hudsonville, and thereby acquire West Michigan Community Bank.

- Approved, February 9, 2004

Bank Mergers

Chicago

- Iowa State Bank, Hull, Iowa -- to purchase the assets and assume the liabilities of the Paullina branch of American Interstate Bank, Manning, and thereby establish a branch.
- Approved, February 13, 2004

Bank Premises

Richmond

- The Bank of Marion, Marion, Virginia -- to increase its investment in bank premises.
- Approved, February 10, 2004

Secretary

- Orrstown Bank, Shippensburg, Pennsylvania -- to increase its investment in bank premises and to establish a branch at 1 Giant Lane, Carlisle.
- Approved, February 12, 2004

Banks, Nonmember, And Miscellaneous Institutions

Director, BS&R

- Merrill Lynch Bank USA, Salt Lake City, Utah -- request for an exemption from section 23A of the Federal Reserve Act.
- Granted, February 10, 2004

Change In Bank Control

Minneapolis

- First National Agency Company of Deer River, Inc., Deer River, Minnesota -- change in bank control.
- Permitted, February 13, 2004

St. Louis

- Fredonia Valley Bancorp, Inc., Fredonia, Kentucky -- change in bank control.
- Permitted, February 10, 2004

Atlanta

- Phenix-Girard Bancshares, Inc., Phenix City, Alabama -- change in bank control.
- Permitted, February 13, 2004

Competitive Factors Reports

Dallas

American Bank of Commerce, Wolfforth, Texas -- report on competitive factors of the proposed merger with Haxtun Community Bank, Haxtun, Colorado.

- Submitted, February 12, 2004

San Francisco

Center Bank, Los Angeles, California -- report on competitive factors of the proposed merger with Korea Exchange Bank, Chicago, Illinois.

- Submitted, February 12, 2004

Dallas

The City National Bank of Sulphur Springs, Sulphur Springs, Texas -- report on competitive factors of the proposed merger with Franklin National Bank, Mount Vernon.

- Submitted, February 12, 2004

Kansas City

City State Bank, Sutton, Nebraska -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of the Clay Center branch of Bruning State Bank, Bruning.

- Submitted, February 13, 2004

St. Louis

Community National Bank, Monett, Missouri -- report on competitive factors of the proposed purchase of assets and assumption of liabilities of the Aurora branch of Commerce Bank, N.A., Kansas City.

- Submitted, February 9, 2004

Dallas

Dalhart Federal Mutual Holding Company, Dalhart, Texas, and Dalhart Federal Corporation -- report on competitive factors of the proposed acquisition of Dalhart Federal Savings & Loan Association.

- Submitted, February 12, 2004

St. Louis

First Security Bank, Searcy, Arkansas -- report on competitive factors of the proposed merger with Springdale Trust Company, Springdale.

- Submitted, February 11, 2004

Competitive Factors Reports

Dallas

Northwest National Bank of Arlington, Arlington, Texas -- report on competitive factors of the proposed merger with New Northwest National Bank, Fort Worth.

- Submitted, February 13, 2004

Extensions Of Time

San Francisco

Farmers and Merchants Bank of Long Beach, Long Beach, California -- extension to April 30, 2005, to establish a branch at 7125 Yorktown Avenue, Huntington Beach.

- Granted, February 9, 2004

Chicago

Merchants & Manufacturers Bancorporation, Inc., Brookfield, Wisconsin -- extension to May 21, 2004, to acquire Random Lake Bancorp, Limited, Random Lake, and Wisconsin State Bank.

- Granted, February 11, 2004

Financial Holding Companies

Chicago

Heartland Bancorp, Inc., Bloomington, Illinois -- election to become a financial holding company.

- Effective, February 9, 2004

Richmond

Millennium Bankshares Corporation, Reston, Virginia -- election to become a financial holding company.

- Effective, February 10, 2004

Director, BS&R

The Royal Bank of Scotland Group plc, Edinburgh, Scotland; The Royal Bank of Scotland plc; RBSG International Holdings Limited; National Westminster Bank plc, London, England; and Citizens Financial Group, Inc., Providence, Rhode Island -- elections to become financial holding companies.

- Effective, February 9, 2004

District 1
Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, February 14, 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, February 14, 2004

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
FBSEA	Corp Banca Chile, Santiago, Chile to establish a federal branch in New York, NY.	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)3 & 3(a)5	JP Morgan Chase & Co, requests prior approval of the Board of Governors of the Federal Reserve(the "Board") to acquire and merge Bank One Corporation, Chicago, Illinois, with and into JPMC pursuant Sections 3(a)(3) and 3(a)(5)of the Bank Holding Company Act of 1956, as amended (the "BHC Act"), and Sections 225.11(c) and 225.11(e)of the Board's Regulation Y. In addition, application by Bank One, for prior approval of the Board, pursuant Section 3(a)(3) of the BHC Act, to acquire up to 19.9 percent of the voting shares of JPMC.	Newspaper – 03/12/2004 Fed Reg – 03/15/2004

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>
Investment	JP Morgan Chase & Co, New York, NY submits prior notice of its intention to make an overseas investment, through its indirect wholly-owned Edge subsidiary JP Morgan International Finance Ltd.

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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 3

Federal Reserve Bank of Philadelphia

Applications and notifications filed during the week ending Saturday, February 14, 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

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

Section VI – CRA examinations scheduled for Quarter of

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

District 4

Federal Reserve Bank of Cleveland

Applications and notifications filed during the week ending Saturday, February 14, 2004

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
*Branch	The Genoa Banking Company, Genoa, Ohio, to establish a branch at 9920 Old US 20, Rossford, Ohio.	Newspaper - 02/14/2004
*Branch	Sky Bank, Salineville, Ohio, to establish branch facilities at 406 Granville Street, Gahanna, Ohio and 650 Smithfield Street, Pittsburgh, Pennsylvania.	Newspaper - 02/18/2004
*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>
*4(c)(8)	Application by First Commonwealth Financial Corporation, Indiana, Pennsylvania, to acquire GA Financial, Inc., Pittsburgh, Pennsylvania.	Newspaper - N/Avail Fed Reg - 03/08/2004
*Subject to the provisions of the Community Reinvestment Act		

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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<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 2nd Quarter of 2004

<i>Institution</i>	<i>Location</i>
Buckeye Community Bank	105 Sheffield Center Lorain, Ohio 44055
Settlers Bank	115 Third Street Marietta, Ohio 45750

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 5

Federal Reserve Bank of Richmond

Applications and notifications filed during the week ending Saturday, February 14, 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)	American Community Bancshares, Inc., Charlotte, North Carolina, to acquire 100% of the voting shares of FNB Bancshares, Inc., Gaffney, South Carolina.*	Fed Reg – 03/18/2004 Newspaper – 03/01/2004

*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

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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 6

Federal Reserve Bank of Atlanta

Applications and notifications filed during the week ending Saturday, February 14, 2004

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Regions Bank, Birmingham, Alabama, to establish a branch located at 11882 E. Colonial Drive, Orlando, Florida.*	Newspaper – 02/16/2004
Branch	SunTrust Bank, Atlanta, Georgia, to establish a branch located at 1250 U Street, N.W., Washington, D.C., to be known as the 13 th & U Street Office.*	Newspaper – 02/15/2004

*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)	CBB Bancorp, Cartersville, Georgia, to become a bank holding company by acquiring 100 percent of the outstanding shares of Century Bank of Bartow County, Cartersville, Georgia.*	Newspaper – 03/08/2004 Fed Reg – 03/12/2004
3(a)(5)	The Colonial BancGroup, Inc., Montgomery, Alabama, to merge with P.C.B. Bancorp, Inc., Clearwater, Florida, and thereby acquire Premier Community Bank of Southwest Florida, Fort Myers, Florida; Premier Community Bank of South Florida, Fort Lauderdale, Florida; Premier Community Bank, Venice, Florida; and Premier Community Bank of Florida, Largo, Florida.*	Newspaper – N/Avail Fed Reg – 03/12/2004
3(a)(1)	Gulf Atlantic Financial Group, Inc., Tallahassee, Florida, to become a bank holding company by acquiring 100 percent of the outstanding shares of First National Bank, Tarpon Springs, Florida.*	Newspaper – N/Avail Fed Reg – 03/15/2004
3(a)(1)	Privee Financial, Inc., Miami, Florida, to become a bank holding company by acquiring 100 percent of the outstanding shares of Hemisphere National Bank, Miami, Florida.*	Newspaper – N/Avail Fed Reg – 03/15/2004
3(a)(1)	Privee LLC, Miami, Florida, to become a bank holding company by acquiring 100 percent of the outstanding shares of Hemisphere National Bank, Miami, Florida.*	Newspaper – N/Avail Fed Reg – 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)	Remo DuQuoin LLC, Miami, Florida, to become a bank holding company by acquiring 100 percent of the outstanding shares of Hemisphere National Bank, Miami, Florida.*	Newspaper – N/Avail Fed Reg – N/Avail
CIC	Southern National Corporation, Andalusia, Alabama, after-the-fact change in control notice by Catherine Dixon Roland, to retain 13.6 percent of the outstanding shares of Southern National Corporation, and its subsidiary, Covington County Bank, both of Andalusia, Alabama.	Newspaper – N/Avail Fed Reg – N/Avail
3(a)(1)	New Horizons Bancshares, Inc., East Ellijay, Georgia, to become a bank holding company by acquiring New Horizons Bank, East Ellijay, Georgia (in organization).*	Newspaper – N/Avail Fed Reg – 03/08/2004

*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)	Firsttrust Corporation, New Orleans, Louisiana, after-the-fact notice to acquire FBT Advisors, Inc., New Orleans, Louisiana, and thereby engage in financial and investment advisory activities.	Fed Reg – N/Avail
4(c)(8)	Firsttrust Corporation, New Orleans, Louisiana, after-the-fact notice to acquire FBT Investments, Inc., New Orleans, Louisiana, and thereby engage in agency transactional services for customer investments.	Fed Reg – N/Avail

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

<i>Type</i>	<i>Application</i>
Membership	Trustmark National Bank, Jackson, Mississippi, to become a member of the Federal Reserve System, upon its conversion from a national bank to a state-chartered bank. The name will be Trustmark Bank.

Section V – Availability of CRA public evaluations

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					<i>LrgBk</i>	<i>SmBk</i>
14931	First Western Bank 5854 South Flamingo Road Cooper City, Florida 33330 (954) 434-7600	10/06/2003	02/08/2004	S		X
567231	Bank of Alabama 2340 Woodcrest Place Birmingham, Alabama 35209 (205) 870-1939	10/20/2003	02/09/2004	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, February 14, 2004

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Bank Iowa, Altoona, Iowa, to establish a branch facility to be located at 13375 University Avenue, #200, Clive, Iowa.*	Newspaper – 02/13/2004
Branch	Harris Trust and Savings Bank, Chicago, Illinois, to establish a branch facility to be located at 1300 South Wabash Street, Chicago, Illinois.*	Newspaper – 02/04/2004

* 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>
CIC	Notice by John R. Barlow, Mound, Minnesota and Cinda Mae Classon, Dows, Iowa, to retain 26.16 percent of the voting shares of Barlow Banking Corporation, Iowa Falls, Iowa, and thereby indirectly acquire Iowa Falls State Bank, Iowa Falls, Iowa.	Fed Reg – N/Avail Newspaper – N/Avail
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

* 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>
4(c)(8)	First Citizens Financial Corp., Mason City, Iowa, proposes to engage denovo in extending credit and servicing loans.
4(c)(8)	Village Investment Company, Libertyville, Iowa, proposes to engage denovo in extending credit and servicing loans.

Section V – Availability of CRA public evaluations

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					<i>LrgBk</i>	<i>SmBk</i>
41245	Farmers & Merchants Bank 303 Spring Street P.O. Box 499 Orfordville, Wisconsin 53576 (608) 879-2911	09/08/2003	02/09/2004	S		X
409649	Union State Bank 400 Main Street Rockwell City, Iowa 50579 (712) 297-7556	10/07/2003	02/13/2004	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, February 14, 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>
3A1	Bancorp IV, Inc., Stilwell, Kansas, to become a bank holding company by acquiring 100 percent of Bank of Montgomery County, Wellsville, Missouri.*	Newspaper – 03/18/2004 Fed Reg – N/Avail
3A3	Bank of the Ozarks, Inc., Little Rock, Arkansas, to acquire 100 percent of Sun Bank, Sunray, Texas.*	Newspaper – 03/16/2004 Fed Reg – N/Avail
3A1	Patriot of Tennessee Corporation, Millington, Tennessee, to become a bank holding company by acquiring 100 percent of Patriot Bank, Millington, Tennessee.*	Newspaper – 03/11/2004 Fed Reg – 03/15/2004
3A3	Security Bancorp of Tennessee, Inc., Halls, Tennessee, to acquire 44.93 percent of Patriot of Tennessee Corporation, Millington, Tennessee, and thereby indirectly acquire Patriot Bank, Millington, Tennessee.*	Newspaper – 03/12/2004 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 newspaper notice

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

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

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

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

District 9

Federal Reserve Bank of Minneapolis

Applications and notifications filed during the week ending Saturday, February 14, 2004

Section I – Applications subject to newspaper notice only

Type	Application	Ending date of comment period
None		

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

Type	Application	Ending date of comment period
3(a)(1)	Pinehurst Bancorp, Inc., St. Paul, Minnesota, to become a bank holding company by acquiring 100% of Pinehurst Bank, St. Paul, Minnesota, a de novo bank.*	Fed Reg – 03/03/2004 Newspaper – 02/28/2004
3(a)(3)	Forstrom Bancorporation, Inc., Clara City, Minnesota, proposes to acquire 100% of the voting shares of First State Agency of Lake Lillian, Inc., Lake Lillian, Minnesota, and thereby indirectly acquire First State Bank, Lake Lillian, Lake Lillian, Minnesota.*	Fed Reg – 03/08/2004 Newspaper – N/Avail

*Subject to the provisions of the Community Reinvestment Act.

Section III – Applications subject to Federal Register notice only

Type	Application	Ending date of comment period
None		

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

Type	Application
4(c)(8)	Mountain West Financial Corporation, Helena, Montana, request retroactive approval to engage in the activities of extending credit and servicing loans.

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.

RSSD number	Institution/Location	Examination date	CRA public date	CRA rating	Exam type	
					LrgBk	SmBk
382050	Central Savings Bank, Sault Ste Marie, MI	07/14/2003	02/11/2004	S		X

Section VI – CRA examinations scheduled for 2nd Quarter of April 1, 2004 - June 30, 2004

Institution	Location
First Commercial Bank	Bloomington, Minnesota
Western Security Bank	Billings, Montana
Ravalli County Bank	Hamilton, Montana
Glacier Bank	Kalispell, Montana
First Security Bank of Malta	Malta, Montana
First Western Bank & Trust	Minot, North Dakota
Dacotah Bank	Aberdeen, South Dakota

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, February 14, 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	Notification by Robert D. Hanhardt, LaCrosse, Kansas, as trustee of the Hanhardt Family Trust, to acquire control of NSB Bancshares, Inc., parent of Nekoma State Bank, both in LaCrosse, Kansas.	Newspaper - N/Avail Fed Reg - 02/04/2004
CIC	Notification by Robert J. Barmann, Jr. Maryville, Missouri; James L. Baber, Weston, Missouri; and Robert M. McGinness, Platte City, Missouri, to acquire control of Wells Bancshares, parent of Wells Bank of Platte City, both in Platte City, Missouri.	Newspaper – N/Avail Fed Reg - 03/08/2004

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>
3(a)(1)Riegle	Peoples State Bancshares, Inc., Tulsa, Oklahoma, to become a bank holding company through the reorganization of 100 percent of the voting shares of Peoples State Bank, Tulsa, Oklahoma.

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>
83450	Centennial Bank of the West 4650 Royal Vista Circle Fort Collins, Colorado 80528-9370	11/03/2003	02/09/2004	S	X	

Section VI – CRA examinations scheduled for

Quarter of

Institution

Location

None

District 11

Federal Reserve Bank of Dallas

Applications and notifications filed during the week ending Saturday, February 14, 2004

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	TexasBank, Fort Worth, TX, to establish a branch at 610 W. Randol Mill Road, Arlington, TX 76011* (previously reported the week ending February 7, 2004)	Newspaper – 02/29/2004
18C	TexasBank, Fort Worth, TX, to acquire Northwest National Bank of Arlington, Arlington, TX* (previously reported the week ending February 7, 2004)	Newspaper – 02/29/2004
Branch	Tradition Bank, Houston, TX, to establish two branches at 2117 Fry Road, Katy, TX 77449 and 701 Pin Oak, Katy, TX 77494* (previously reported the week ending February 7, 2004)	Newspaper – 03/04/2004
18C	Tradition Bank, Houston, TX, to acquire Katy Bank, N.A., Katy, TX* (previously reported the week ending February 7, 2004)	Newspaper – 03/04/2004
Branch	PlainsCapital Bank, Lubbock, TX, to establish a branch at 70 N.E. Loop 410, San Antonio, TX*	Newspaper – 02/20/2004

* 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>
3(a)(3)	Tradition Bancshares, Inc., Houston, TX, to acquire Katy Bank, N.A., Katy, TX* (previously reported the week ending February 7, 2004)	Fed Reg – 03/05/2004 Newspaper – 03/04/2004

* 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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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 Second Quarter of 2004

<i>Institution</i>	<i>Location</i>
First Bank 239659	300 E 3 rd Street Burkburnett, Texas 76354
Security Bank 645465	901 Main Street Ralls, Texas 79357
Wellington State Bank 371362	1000 8 th Street Wellington, Texas 79095
Independent Bank of Texas 3129902	4300 N Beltline Road Irving, Texas 75038

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, February 14, 2004

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18C Branch	Hanmi Bank, Los Angeles, California, to merge with Pacific Union Bank, Los Angeles, California, and thereby acquire 12 branch offices of Pacific Union Bank, all located in California.*	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>
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 2nd Quarter of 2004

<i>Institution</i>	<i>Location</i>
Barnes Banking Company	Kaysville, Utah
Community Bank of Nevada	Las Vegas, Nevada
Community First Bank	Prineville, Oregon
North Valley Bank	Redding, California
Pacific Liberty Bank	Huntington Beach, California
United Security Bank	Fresno, California
Westamerica Bank	San Rafael, 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.