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# Federal Reserve Release

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

*No. 22*

*Week Ending May 29, 2004*

### **Bank Holding Companies**

FSB Bancshares, Inc., Henderson, Tennessee -- commenter's request for reconsideration of the approval by the Federal Reserve Bank of St. Louis of the application to acquire shares of Merchants and Planters Bancshares, Inc., Toone, and Merchants and Planters Bank.

- Denied, May 24, 2004

### **Regulations And Policies**

Overdraft Protection Services -- publication for comment of proposed revisions to Regulation DD (Truth in Savings) and its staff commentary concerning disclosures for overdraft protection services (Docket No. R-1197), and proposed interagency guidance to assist insured depository institutions to disclose and administer overdraft protection services (Docket No. OP-1198).

- Approved, May 17, 2004 (AC)

### **Enforcement**

Citigroup Inc., New York, New York, and CitiFinancial Credit Company, Baltimore, Maryland -- issuance of a consent cease and desist order and order of assessment of civil money penalty.

- Announced, May 27, 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**

St. Louis

Arvest Bank, Fayetteville, Arkansas -- to establish branches at 2619 Highway 62 East, Mountain Home, and 104 B War Eagle Street, Huntsville.

- Approved, May 26, 2004

Richmond

Cecil Federal Bank, Elkton, Maryland -- to establish a branch at 1223 Turkey Point Road, North East.

- Approved, May 24, 2004

Kansas City

Community Banks of the Rockies, La Jara, Colorado -- to establish branches at 339 East Highway 50, Salida, and 500 State Street, Alamosa.

- Approved, May 24, 2004

Cleveland

Fifth Third Bank, Grand Rapids, Michigan -- to establish branches at 49895 Grand River Avenue, Wixom; 1402 South Route 12, Fox Lake, Illinois; and 900 Beasley Street, Lexington, Kentucky.

- Approved, May 27, 2004

Chicago

M&I Marshall & Ilsley Bank, Milwaukee, Wisconsin -- to establish branches at Wisconsin Dells Parkway and Meadowview, Lake Delton; Crismon and Baseline Roads, Mesa, Arizona; Rittenhouse and Ellsworth Roads, Queen Creek; Scottsdale and Deer Valley Roads, Scottsdale; First Avenue and Oracle Road, Oro Valley; and Highway 303 and Bell Road, Surprise.

- Approved, May 27, 2004

Richmond

Sandy Spring Bank, Olney, Maryland -- to establish a branch at 8315 Ice Crystal Drive, Scaggsville.

- Approved, May 25, 2004

**Bank Branches, Domestic**

Atlanta

SouthTrust Bank, Birmingham, Alabama -- to establish a branch at 7550 IH-10 West, San Antonio, Texas.

- Approved, May 27, 2004

Atlanta

SunTrust Bank, Atlanta, Georgia -- to establish a branch at 5190 South John Young Parkway, Orlando, Florida.

- Approved, May 24, 2004

**Bank Holding Companies**

Minneapolis

Community Investment Services, Inc., North Branch, Minnesota -- relief from certain commitments.

- Granted, May 26, 2004

New York

First American International Corp, Brooklyn, New York -- to become a bank holding company with respect to First American International Bank.

- Approved, May 27, 2004

Chicago

Marshall & Ilsley Corporation, Milwaukee, Wisconsin -- to acquire through its subsidiary, Metavante Corporation, certain assets of Kirchman Corporation, Altamonte Springs, Florida, and thereby engage in data processing and management consulting activities.

- Approved, May 26, 2004

Cleveland

North Valley Bancshares, Inc., Zanesville, Ohio -- to acquire North Valley Bank, and for North Valley Bank to merge with North Valley Interim Bank.

- Approved, May 28, 2004

Chicago

River Valley Bancorp, Inc., Davenport, Iowa -- to acquire First State Bank of Fort Lauderdale, Fort Lauderdale, Florida.

- Approved, May 25, 2004

### **Bank Holding Companies**

Director, BS&R

Service Bancorp, Inc., Medway, Massachusetts -- relief from a commitment.  
- Granted, May 28, 2004

Dallas

Vintage Shares, Inc., Waxahachie, Texas, and Vintage Shares Delaware, Inc.,  
Wilmington, Delaware -- to become bank holding companies and to acquire Vintage  
Bank, Waxahachie.  
- Approved, May 26, 2004

### **Bank Premises**

Richmond

The Bank of Romney, Romney, West Virginia -- to invest in bank premises.  
- Approved, May 24, 2004

### **Change In Bank Control**

Cleveland

Citizens National Bancshares, Inc., Nicholasville, Kentucky -- to retain control of Citizens  
National Bancshares, Inc.  
- Permitted, May 25, 2004

Chicago

Spring Bancorp, Inc., Springfield, Illinois -- to retain control of Spring Bancorp.  
- Permitted, May 25, 2004

### **Competitive Factors Reports**

Richmond

Baltimore Trust Company, Selbyville, Delaware -- report on competitive factors of the  
proposed mergers with Farmers and Merchants Bank-Eastern Shore, Onley, Virginia,  
and Peninsula Bank, Princess Anne, Maryland.  
- Submitted, May 24, 2004

Richmond

Chesapeake Bank of Maryland, Baltimore, Maryland -- report on competitive factors of  
the proposed merger with CB Stock Interim Bank.  
- Submitted, May 24, 2004

### **Competitive Factors Reports**

#### New York

City National Bank of New Jersey, Newark, New Jersey -- report on competitive factors of the proposed acquisition of certain deposit liabilities of Prudential Bank and Trust, FSB, Hartford, Connecticut.  
- Submitted, May 26, 2004

#### Atlanta

Colonial Bank, National Association, Montgomery, Alabama -- reports on competitive factors of the proposed purchase of assets and assumption of liabilities of a branch of Union State Bank, Pell City, and of three branches of Premier Community Bank of South Florida, Fort Lauderdale, Florida.  
- Submitted, May 25, 2004

#### New York

First American International Bank, Brooklyn, New York -- report on competitive factors of the proposed merger with First American Interim Bank.  
- Submitted, May 27, 2004

#### Dallas

Royal Oaks Bank, SSB, Houston, Texas -- report on competitive factors of the proposed merger with Royal Oaks Interim Bank, SSB.  
- Submitted, May 26, 2004

#### Atlanta

Whitney National Bank, New Orleans, Louisiana -- report on competitive factors of the proposed merger with Madison Bank, Palm Harbor, Florida.  
- Submitted, May 25, 2004

### **Extensions Of Time**

#### Chicago

Blairstown Bancorp, Inc., Blairstown, Iowa -- extension to September 19, 2004, to engage de novo in extending credit and servicing loans.  
- Granted, May 25, 2004

### **Extensions Of Time**

#### Minneapolis

Dacotah Bank, Aberdeen, South Dakota -- extension to May 28, 2005, to establish a branch at 125 Main Street, Rapid City.

- Granted, May 28, 2004

#### Cleveland

S&T Bancorp, Inc., Indiana, Pennsylvania -- extension to August 25, 2004, to acquire shares of IBT Bancorp, Inc., Irwin, and CBT Financial Corp., Clearfield.

- Granted, May 25, 2004

### **Financial Holding Companies**

#### Kansas City

Buerge Bancshares, Inc., Joplin, Missouri -- election to become a financial holding company.

- Effective, May 28, 2004

#### Chicago

First Oak Brook Bancshares, Inc., Oak Brook, Illinois -- election to become a financial holding company.

- Effective, May 26, 2004

### **Membership**

#### Richmond

River City Bank, Mechanicsville, Virginia -- to become a member of the Federal Reserve System.

- Approved, May 26, 2004

# District 1

## Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, May 29, 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)(3)/3(a)(5)	The Royal Bank of Scotland Group plc, The Royal Bank of Scotland plc, and RBSG International Holdings Ltd., all of Edinburgh, Scotland and Citizens Financial Group, Inc., Providence, Rhode Island (CFG) - to acquire Charter One Financial, Inc. (Charter One Financial) and Charter One Bank, National Association, both of Cleveland, Ohio and to merge Charter One Financial with and into (CFG)	Newspaper – 06/14/2004 Fed Reg – 06/17/2004

### 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

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

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

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

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

**O = Outstanding**

**S = Satisfactory**

**NI = Needs to improve**

**SN = Substantial noncompliance**

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

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

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## Section VI – CRA examinations scheduled for Quarter of

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

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## District 2

### Federal Reserve Bank of New York

Applications and notifications filed during the week ending Saturday, May 29, 2004

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Manufacturers and Traders Trust Company, Buffalo, New York, to establish a seasonal-use limited branch office at Shippensburg University of Pennsylvania, Shippensburg, Pennsylvania.	Newspaper – 06/07/2004

#### 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

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

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

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

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## Section VI – CRA examinations scheduled for Quarter of

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

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# District 3

## Federal Reserve Bank of Philadelphia

Applications and notifications filed during the week ending Saturday, May 29, 2004

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

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

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

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

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

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

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

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

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## Section V – Availability of CRA public evaluations

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

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

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

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

**O = Outstanding**

**S = Satisfactory**

**NI = Needs to improve**

**SN = Substantial noncompliance**

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

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

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## Section VI – CRA examinations scheduled for 3rd Quarter of 2004

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<i>Institution</i>	<i>Location</i>
First Penn Bank	Philadelphia

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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 4

### Federal Reserve Bank of Cleveland

Applications and notifications filed during the week ending Saturday, May 29, 2004

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
*18(c) & *Branch	Community First Bank & Trust, Celina, Ohio, to merge with Indiana Lawrence Bank, North Manchester, IN and The Clyde Savings Bank, Clyde, OH pursuant to Section 18(c) of the Federal Deposit Insurance Act and incident thereto establish branches pursuant to Section 9 of the Federal Reserve Act.	Newspaper – 06/09/2004
*Branch	Fifth Third Bank, Grand Rapids, MI to establish a branch at 8430 Windfall Lane, Camby, IN.	Newspaper – 05/08/2004
*Branch	Fifth Third Bank, Cincinnati, OH to establish a branch at Broadview Road and Royalton Road, Broadview Hts., OH.	Newspaper – 05/22/2004
*Branch	Fifth Third Bank, Cincinnati, OH to establish a branch at 5067 Portage Street, N.W., North Canton, OH.	Newspaper – 05/22/2004
*Branch	Fifth Third Bank, Cincinnati, OH to establish a branch at 15530 South Telegraph Road, Monroe, MI.	Newspaper – 05/22/2004
*Branch	Fifth Third Bank, Cincinnati, OH to establish a branch at 3739 Navarre Avenue, Oregon, OH.	Newspaper – 05/22/2004
*Branch	Fifth Third Bank, Cincinnati, OH to establish a branch at West Garfield Road and South Bissell Road, Aurora, OH.	Newspaper – 05/22/2004
*Branch	Fifth Third Bank, Cincinnati, OH to establish a branch at the northeast corner of State Route 747 and Union Center Boulevard, West Chester, OH.	Newspaper – 05/22/2004
*Branch	Fifth Third Bank, Cincinnati, OH to establish a branch at the southeast corner of Snow Road and Delores Boulevard, Brook Park, OH.	Newspaper – 05/22/2004

\*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)(1) & 3(a)(5)	Camco Financial Corporation, Cambridge, Ohio, to become a bank holding company by acquiring 100 percent of London Financial Corporation and its wholly-owned subsidiary, The Citizens Bank of London, both of London, Ohio.	Newspaper – N/Avail Fed Reg – 06/18/2004

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
CIC	Notice of Change in Bank Control by Susan Neff, Robert Neff, Ryan Neff, Heather Neff and Jennifer Neff-Markwell (collectively known as the "Neff Family") of their intent to retain control of 25 percent or more of the outstanding shares of The Citizens Bancorp, Morehead, Kentucky.	Newspaper – 05/17/2004 Fed Reg – 05/19/2004
CIC	Notice by the Elder Group and Deborah Bagenstose, Columbus, Ohio, to retain control of Empire Bancshares, Inc., Hicksville, Ohio.	Newspaper – 06/15/2004 Fed Reg – 05/18/2004
CIC	Notice of Change in Control filed by The Dlesk Family (Rosalie J. Dlesk and Sylvan J. Dlesk and Randall Dlesk and Jane Dlesk), Wheeling, WV of their intent to acquire an additional 9,000 voting shares of First West Virginia Bancorp, Inc., Wheeling, WV and increase their ownership position to 161,442 shares or 10.56% of the total shares outstanding.	Newspaper – 05/20/2004 Fed Reg – 06/01/2004
*3(a)(5)	Huntington Bancshares Incorporated, Columbus, Ohio, to acquire Unizan Financial Corp., Canton, Ohio.	Newspaper – 04/28/2004 Fed Reg – 04/23/2004
*3(a)(5), 4(c)(8)	National City Corporation, Cleveland, Ohio, to acquire 100 percent of Provident Financial Group, Inc., Cincinnati, Ohio, and thereby indirectly acquire Provident Bank, Cincinnati, Ohio.	Newspaper – 03/22/2004 Fed Reg – 03/19/2004
*18(c), *3(a)(5) & *Branch	Sky Financial Group, Inc., Bowling Green, Ohio, to acquire Second Bancorp, Inc., Warren, Ohio.	Newspaper – 04/26/2004 Fed Reg – 04/26/2004
*18(c), *4(c)(8) & *Branch	Wesbanco, Inc., and WFCO, Inc., both of Wheeling, WV to acquire Western Ohio Financial Corporation, Springfield, OH and its subsidiary, Cornerstone Bank, Springfield, OH pursuant to Section 4(c)(8) of the Bank Holding Company Act and Wesbanco Bank, Wheeling, WV to merge with Cornerstone Bank, pursuant to Section 18(c) of the Federal Deposit Insurance Act and incident thereto establish branch facilities pursuant to Section 9 of the Federal Reserve Act.	Newspaper – 06/17/2004 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	

**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 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, May 29, 2004

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Virginia Commerce Bank, Arlington, Virginia, to establish a branch at 7901 Richmond Highway, Alexandria, Virginia.*	Newspaper – 06/07/2004
Branch	CapitalBank, Greenwood, South Carolina, to establish a branch drive-through facility at 536 West Greenwood Street, Abbeville, South Carolina.*	Newspaper – 06/07/2004
18(c)	Southern Community Bank and Trust, Winston-Salem, North Carolina, to merge with The Community Bank, Pilot Mountain, North Carolina.*	Newspaper – 06/16/2004

\*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)	First Community Corporation, Lexington, South Carolina, to acquire 100% of the voting shares of DutchFork Bancshares, Inc., Newberry South Carolina.*	Fed Reg – 06/28/2004 Newspaper – 06/27/2004

\*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

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

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<i>RSSD 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>
831727	Second Bank & Trust 102 South Main Street Culpeper, Virginia 22701-3028	03/08/2004	05/23/2004	S	X	

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## Section VI – CRA examinations scheduled for

## Quarter of

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

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## District 6

### Federal Reserve Bank of Atlanta

Applications and notifications filed during the week ending Saturday, May 29, 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 4904 Tamiami Trail East, Naples, Florida, to be known as the Hammock Cove Branch.*	Newspaper – 06/08/2004
Branch	AmSouth Bank, Birmingham, Alabama, to establish a branch located at 1042 Glenbrook Way, Hendersonville, Tennessee, to be known as the Glenbrook Branch.*	Newspaper – N/Avail
Branch	Capital City Bank, Tallahassee, Florida, to establish a mobile branch to service the Citrus, Hernando, Levy, and Pasco Counties, Florida.*	Newspaper – 05/28/2004
Branch	Regions Bank, Birmingham, Alabama, to establish a branch located at 1299 Industrial Drive, Crestview, Florida.*	Newspaper – N/Avail
Branch	Regions Bank, Birmingham, Alabama, to establish a branch located at 2601 Ridge Road, Rockwall, Texas.*	Newspaper – N/Avail
Branch	SouthTrust Bank, Birmingham, Alabama, to establish a branch located at 6244 University Drive, Huntsville, Alabama.*	Newspaper – 06/02/2004
Branch	SouthTrust Bank, Birmingham, Alabama, to establish a branch located at 812 Providence Road, Brandon, Florida.*	Newspaper – 06/02/2004
Branch	SouthTrust Bank, Birmingham, Alabama, to establish a branch located at Goodman Road and Elmore Road, Southaven, Mississippi.*	Newspaper – 06/02/2004
Branch	SouthTrust Bank, Birmingham, Alabama, to establish a branch located at Moore's Lane at West Gate Commons, Brentwood, Tennessee.*	Newspaper – 06/02/2004

\*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)	NSB Holdings, Inc., Macon, Georgia, to become a bank holding company by acquiring 100 percent of the outstanding shares of New Southern Bank, Macon, Georgia.*	Newspaper – 05/17/2004 Fed Reg – 06/03/2004

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

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<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(1)	Piedmont Bancshares, Inc., Atlanta, Georgia, to become a bank holding company by acquiring 100 percent of the outstanding shares of Piedmont Bank of Georgia, Atlanta, Georgia.*	Newspaper – N/Avail Fed Reg – N/Avail

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\*Subject to provisions of the Community Reinvestment Act

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

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<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4(c)(8)	Commercial Capital Corp., DeKalb, Mississippi, to engage in insurance agency activities, through its subsidiary, Southern Insurance Marketers, Inc., DeKalb, Mississippi.	Fed Reg – N/Avail

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

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

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

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					<i>LrgBk</i>	<i>SmBk</i>
11837	The Farmers Bank Post Office Box 301 Union Point, Georgia 30669 (706) 486-4121	02/02/2004	05/26/2004	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, May 29, 2004

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Citizens Bank, Flint, Michigan, to establish a branch facility to be located at 28001 Cabot Drive, Novi, Michigan.*	Newspaper – N/Avail
Branch	Midwest Bank and Trust Company, Elmwood Park, Illinois, to establish branch facilities to be located at 239-45 Addison Road, Addison, Illinois, and 1441 Waukegan Road, Glenview, Illinois.*	Newspaper – 06/08/2004
Branch	Southwest Bank of St. Louis, St. Louis, Missouri, to establish a branch facility to be located at 10923 Olive Boulevard, Creve Coeur, Missouri.*	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, and First California Southern Bancorp, Escondido, California, to acquire 51 percent of the voting shares of Point Loma Community Bank (in organization), San Diego, California.*	Fed Reg – 06/17/2004 Newspaper – N/Avail
CIC	Notice by Darin J. Johnson, Sutherland, Iowa, to gain control of Old O'Brien Banc Shares, Inc., Sutherland, Iowa, and thereby indirectly Security State Bank, Sutherland, Iowa, and Hawarden Banking Company, Hawarden, Iowa.	Fed Reg – 05/26/2004 Newspaper – N/Avail
3(a)(3)	Parkway Bancorp, Inc., Harwood Heights, Illinois, to acquire 100 percent of the voting shares of United Arizona Bank, National Association, Cave Creek, Arizona.*	Fed Reg – 06/07/2004 Newspaper – N/Avail
CIC	Notice by Paul E. Menzel, Hartland, Wisconsin, to retain 19.32 percent of Ridgestone Financial Services, Inc., Brookfield, Wisconsin, and thereby indirectly control Ridgestone Bank, Brookfield, Wisconsin.	Fed Reg – 06/03/2004 Newspaper – N/Avail

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

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<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
CIC	Notice by Mark Bradley Richardson, Thetford, Vermont, and Kimberly Ann Richardson, Atlanta, Georgia, to acquire control of Wellington Bancorp, Inc., Springfield, Illinois, and thereby indirectly acquire Community Bank, Hoopeston, Illinois.	Fed Reg – 06/16/2004 Newspaper – N/Avail

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\* Subject to the provisions of the Community Reinvestment Act

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

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<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4(c)(8)	Hasten Bancshares, Inc., Indianapolis, Indiana, proposes to engage de novo in extending credit and servicing loans.	Fed Reg – 06/16/2004
4(c)(8)	Irwin Financial Corporation, Columbus, Indiana, proposes to acquire 51 percent ownership interest in Waterway Financial, LLC, Grandville, Michigan, through its indirect subsidiary Irwin Mortgage Corporation, and thereby engage in mortgage origination and mortgage brokering activities.	Fed Reg – N/Avail

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

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<i>Type</i>	<i>Application</i>
Reg K	The Northern Trust Company, Chicago, Illinois, and Northern Trust Global Services Limited, London, England, proposes to establish a foreign branch to be located in Luxembourg, Luxembourg.

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**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>
653648	First American Bank 1207 Central Ave. Fort Dodge, Iowa 50501 (515) 573-1956	10/20/2003	05/24/2004	S	X	
983448	M&I Marshall & Ilsley Bank 770 N. Water St. Milwaukee, Wisconsin 53202 (414) 765-7856	08/11/2003	05/27/2004	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, May 29, 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 the Amy Golden McCay Children's Trust, Little Rock, Arkansas, with Amy Golden McCay as trustee, and the Alex Golden Children's Trust, Little Rock, Arkansas, with Alexander P. Golden IV as trustee, to retain their existing ownership of ACME Holding Company, Inc., Mulberry, Arkansas, and thereby become members of the Golden Family control group. The Golden Family control group consists of the aforementioned trusts, Amy Golden McCay, Alexander P. Golden IV, and Alexander P. Golden III, all of Little Rock, Arkansas. The Golden Family group's aggregate ownership will remain at 43.29 percent.	Newspaper – 06/10/2004 Fed Reg – 06/15/2004

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

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

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

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

**O = Outstanding**

**S = Satisfactory**

**NI = Needs to improve**

**SN = Substantial noncompliance**

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

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

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## Section VI – CRA examinations scheduled for Quarter of

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

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## District 9

### Federal Reserve Bank of Minneapolis

Applications and notifications filed during the week ending Saturday, May 29, 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	Charles Dale Shonkwiler, Hamilton, Montana, to acquire control of Ravalli County Bankshares, Inc., Hamilton, Montana, and thereby indirectly acquire control of Ravalli County Bank, Hamilton, Montana, and West One Bank Kalispell, Montana.	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

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

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

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

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

**O = Outstanding**

**S = Satisfactory**

**NI = Needs to improve**

**SN = Substantial noncompliance**

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

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<i>RSSD 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>
685555	Community Bank, Inc., Ronan, Montana	02/09/2004	05/24/2004	O		X

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## Section VI – CRA examinations scheduled for Quarter of

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

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# District 10

## Federal Reserve Bank of Kansas City

Applications and notifications filed during the week ending Saturday, May 29, 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)(3)	Mabrey Bancorporation, Inc., Okmulgee, Oklahoma, to acquire an additional 51.2 percent, for a total of 100 percent of the voting shares of CSB, Inc., Bixby, Oklahoma, parent of Citizens Security Bancshares, Inc., and Citizens Security Bank & Trust Company, both in Bixby, Oklahoma.	Newspaper – 06/25/2004 Fed Reg – 06/25/2004
CIC	Notice by Cass S. Young, Hugoton, Kansas, as co-trustee of the Young Family Trust; Dennis L. Rowland, Montrose, Colorado, as successor special appointee of the Young Family Trust; Craig D. Young, Wichita, Kansas, as co-trustee of the Young Family Trust and the Mary F. Young Trust, to acquire control of Hugoton Bancshares, Inc., parent of Citizens State Bank, both in Hugoton, Kansas.	Newspaper – N/Avail Fed Reg – 06/17/2004

### 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**

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

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**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.

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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						

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

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

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# District 11

## Federal Reserve Bank of Dallas

Applications and notifications filed during the week ending Saturday, May 29, 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)	Sovereign Bancshares, Inc., Dallas, TX, to acquire Sovereign Bank, N.A., Irving, TX (de novo)*	Fed Reg – 06/25/2004 Newspaper – 06/20/2004

\*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**

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

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

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

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

**O = Outstanding**

**S = Satisfactory**

**NI = Needs to improve**

**SN = Substantial noncompliance**

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

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

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

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



## District 12

### Federal Reserve Bank of San Francisco

Applications and notifications filed during the week ending Saturday, May 29, 2004

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Business Bank of Nevada, Las Vegas, Nevada, to establish a branch facility at 6518 South McCarran Boulevard, Reno, Nevada.*	Newspaper – 06/07/2004

\* 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)	BNP Paribas, Paris, France, and BancWest Corporation, Honolulu, Hawaii, to acquire 100 percent of USDB Bancorp, Stockton, California, and its wholly-owned subsidiary, Union Safe Deposit Bank, Stockton, California.*	Newspaper – N/Avail Fed Reg – 07/01/2004
3(a)(3)	Eggemeyer Advisory Corp., WJR Corp., Castle Creek Capital LLC, Castle Creek Capital Partners Fund I, LP, Castle Creek Capital Partners Fund IIa, LP, and Castle Creek Capital Partners Fund IIb, LP, all of Rancho Santa Fe, California, on an aggregate basis, directly and indirectly acquire up to 35 percent of State National Bancshares, Inc., Lubbock, Texas, and indirectly acquire Mercantile Bank Texas, Fort Worth, Texas; and 2) State National Bancshares, Inc., Lubbock, Texas, to acquire 100 percent of Mercantile Bank Texas, Fort Worth, Texas.*	Newspaper – 06/30/2004 Fed Reg – 06/25/2004
3(a)(3)	WJR Corp., Eggemeyer Advisory Corp., Castle Creek Capital LLC, Castle Creek Capital Partners Fund I, LP, Castle Creek Capital Partners Fund IIa, LP, and Castle Creek Capital Partners Fund IIb, LP, all of Rancho Santa Fe, California, on an aggregate basis, directly and indirectly acquire up to 35 percent of State National Bancshares, Inc., Lubbock, Texas, and indirectly acquire Mercantile Bank Texas, Fort Worth, Texas; and 2) State National Bancshares, Inc., Lubbock, Texas, to acquire 100 percent of Mercantile Bank Texas, Fort Worth, Texas.*	Newspaper – 06/30/2004 Fed Reg – 06/25/2004

\* 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>
Investment	Silicon Valley Bank, Santa Clara, California (“SVB”), to establish an Agreement Corporation, SVB Global Financial, Inc., Santa Clara, California (“SVB Global”), and to invest through SVB Global in SVB Technology Capital, Ltd., London, England, and SVB India Advisors Private Ltd., Bangalore, India.

### 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>
496171	Farmers & Merchants Bank of Rockford 25 North Mullan Road Spokane Valley, Washington 99206 (509) 921-2265	02/02/2004	05/25/2004	S		X

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

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

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

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