
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 12, 2005

Board Operations

Office of the Secretary -- appointment of Margaret McCloskey Shanks as Associate Secretary.

- Approved, February 10, 2005

Forms

Forms -- Final Board review to extend without revision the Registration Statement for Persons Who Extend Credit Secured by Margin Stock (Other Than Banks, Brokers, or Dealers) (FR G-1), Deregistration Statement for Persons Registered Pursuant to Regulation U (FR G-2), Statement of Purpose for an Extension of Credit Secured by Margin Stock by a Person Subject to Registration Under Regulation U (FR G-3), Annual Report (FR G-4), Statement of Purpose for an Extension of Credit by a Creditor (FR T-4), and Statement of Purpose for an Extension of Credit Secured by Margin Stock (FR U-1).

- Approved, February 11, 2005

Regulations And Policies

Monetary Policy -- report to Congress.

- Authorized, February 10, 2005

Enforcement

Bank of America Corporation, Charlotte, North Carolina -- written agreement with the Federal Reserve Bank of Richmond.

- Announced, February 9, 2005

The NorCrown Trust, Livingston, New Jersey -- interagency issuance of consent cease and desist order, assessment of civil money penalties, and order of prohibition against The NorCrown Trust and Charles Kushner, an institution-affiliated party.

- Announced, February 10, 2005

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

St. Louis

Cass Commercial Bank, Bridgeton, Missouri -- to establish a branch at 3000 West MacArthur Boulevard, Santa Ana, California.
- Approved, February 9, 2005

Atlanta

Regions Bank, Birmingham, Alabama -- to establish a branch at 21-A West I-65 Service Road North, Mobile.
- Approved, February 8, 2005

Bank Holding Companies

Chicago

Alpha Financial Group Inc., Employee Stock Ownership Plan, Toluca, Illinois -- to acquire up to 45.57 percent of the shares of Alpha Financial Group, Inc., and thereby acquire Alpha Community Bank.
- Approved, February 10, 2005

Chicago

Arthur R. Murray, Inc., Milford, Illinois -- to acquire Dewey State Bank, Dewey.
- Approved, February 9, 2005

Boston

Benjamin Franklin Bancorp, MHC, Franklin, Massachusetts -- to convert from a mutual holding company to a stock holding company, to be known as Benjamin Franklin Bancorp, Inc.
- Approved, February 10, 2005

Chicago

Blue River Bancshares, Inc., Shelbyville, Indiana -- to become a bank holding company and to acquire Heartland Bancshares, Inc., Franklin, and Heartland Community Bank, and to retain Paramount Bank, Lexington, Kentucky, a federal savings bank.
- Withdrawn, February 10, 2005

Bank Holding Companies

Director, BS&R

Citigroup Inc., New York, New York -- relief from a condition.
- Granted, February 10, 2005

Chicago

Country Bancorporation, Crawfordsville, Iowa -- to acquire White State Bank, South English.
- Approved, February 9, 2005

San Francisco

Franklin Resources, Inc., San Mateo, California -- to retain 6.54 percent of the shares of First State Bancorporation, Albuquerque, New Mexico, and thereby acquire First State Bank N.M., Taos; and to retain 7.93 percent of the shares of Peoples Bancorp Inc., Marietta, Ohio, and thereby acquire Peoples Bank, National Association.
- Approved, February 9, 2005

Chicago

Freedom Bancshares, Inc., Sheldon, Iowa -- to become a bank holding company and to acquire Freedom Bank, a de novo bank.
- Withdrawn, February 9, 2005

St. Louis

Liberty Financial Inc., Louisville, Kentucky -- to become a bank holding company and to acquire Middleburg Bancorp, Inc., Middleburg, and its subsidiary, Farmers Deposit Bank.
- Withdrawn, February 10, 2005

Atlanta

Naples Bancorp, Inc., Naples, Florida -- relief from a commitment.
- Granted, February 10, 2005

Boston

The Royal Bank of Scotland Group plc, Edinburgh, Scotland; The Royal Bank of Scotland plc; RBSG International Holdings Ltd; and Citizens Financial Group, Inc., Providence, Rhode Island -- to acquire Citizens Bank, National Association, Albany, New York, a de novo bank.
- Approved, February 10, 2005

Bank Premises

Cleveland

The Apple Creek Banking Company, Apple Creek, Ohio -- to invest in bank premises.

- Approved, February 11, 2005

Banks, Foreign

Director, BS&R

Nacional Financiera, S.N.C., Mexico City, Mexico -- to establish a representative office in Los Angeles, California.

- Approved, February 11, 2005

Change In Bank Control

Richmond

Community First Financial Corporation, Lynchburg, Virginia -- change in bank control.

- Permitted, February 9, 2005

Competitive Factors Reports

St. Louis

The Fairfield National Bank, Fairfield, Illinois -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of the Grayville, Wayne City, and Bridgeport branches of Integra Bank National Association, Evansville, Indiana.

- Submitted, February 8, 2005

Kansas City

First United Bank and Trust Company, Durant, Oklahoma -- report on competitive factors of the proposed merger with Farmers & Merchants State Bank of Krum, Krum, Texas.

- Submitted, February 7, 2005

Chicago

Heartland Community Bank, Franklin, Indiana -- report on competitive factors of the proposed merger with Shelby County Bank, Shelbyville.

- Withdrawn, February 10, 2005

Competitive Factors Reports

Minneapolis

U.S. Bank National Association, Cincinnati, Ohio -- report on competitive factors of the proposed merger of State Street Bank and Trust of Connecticut, National Association, Hartford, Connecticut, with U.S. Bank Trust Interim, National Association, Connecticut.
- Submitted, February 11, 2005

Extensions Of Time

Dallas

First National Bank Group, Inc., Edinburg, Texas -- extension to May 12, 2005, to acquire 14.99 percent of Alamo Corporation of Texas, Alamo, and thereby acquire Alamo Corporation of Delaware, Wilmington, Delaware, and Alamo Bank of Texas, Alamo.
- Granted, February 9, 2005

Regulations And Policies

Secretary

Regulation CC -- technical amendments to appendix A to reflect the restructuring of check processing operations in the Atlanta Federal Reserve District (Docket No. R-1221).
- Approved, February 7, 2005

Director, BS&R

Shared National Credits -- extension to April 7, 2005, of the comment period on proposed changes to the data collection process that supports the Shared National Credit review of large syndicated loans (Docket No. OP-1218).
- Granted, February 7, 2005

District 1

Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, February 12, 2005

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)	BankFive, MHC and BankFive Corporation, both of Fall River, Massachusetts - application to become a mutual bank holding company and a stock bank holding company respectively, by acquiring Fall River Five Cents Savings Bank, also of Fall River, Massachusetts	Newspaper – N/Avail Fed Reg – 03/03/2005

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

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

Section VI – CRA examinations scheduled for 2nd Quarter of 2005

<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 12, 2005

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
FBSEA	Banco LatinoAmericano De Exportaciones, S.A., Panama City, Panama, to establish a representative office in Miami, Florida.	Newspaper – N/Avail
FBSEA	Banco Votorantim, Sao Paulo, Brazil, to establish a representative office in New York, New York.	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>
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>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, February 12, 2005

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)	Sterling Financial Corporation, Lancaster, PA, to retain 100% ownership of Delaware Sterling Bank & Trust Company, Christiana, DE.	Newspaper – N/Avail Fed Reg – 03/11/2005

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>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 12, 2005

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)	Central Bancshares, Inc., Lexington, KY to acquire First Bank, Inc., Louisville, KY pursuant to Section 3(a)(3) of the Bank Holding Company Act.	Newspaper – 02/15/2005 Fed Reg – 02/21/2005

* 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>
Premises	Notice by The Apple Creek Banking Company, Apple Creek Banking Company, Apple Creek, OH for permission to invest in bank premises above the limits of Section 24A of the Federal Reserve Act.	

Section V – Availability of CRA public evaluations

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

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

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					<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, February 12, 2005

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	First Bank and Trust Company, Lebanon, Virginia, to establish a branch at 1880 East Market Street, Harrisonburg, Virginia.*	Newspaper – 02/18/2005
Branch	Community First Bank, Lynchburg, Virginia, to establish a branch at 985 Independence Boulevard, Bedford, Virginia.*	Newspaper – 02/25/2005
18(c)	Farmers & Mechanics Bank, Frederick, Maryland, to merge with The Fidelity Bank, Hagerstown, Maryland.*	Newspaper – 03/04/2005

*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)	Independence Bankshares, Inc., Greenville, South Carolina, to become a bank holding company through the acquisition of 100% of the voting shares of Independence National Bank, Greenville, South Carolina (a <u>de novo</u> bank).*	Fed Reg – 03/14/2005 Newspaper – 03/07/2005

*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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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>
947628	**Peoples Community Bank 15960 Kings Highway Montross, Virginia 22520	11/15/2004	01/27/2005	S		X
3187630	Congressional Bank 11325 Seven Locks Road, Suite 222 Potomac, Maryland 20854	12/06/2004	02/09/2005	S		X

**Inadvertently omitted from bulletin week ending January 29, 2004.

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, February 12, 2005

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Bank of St. Petersburg, Tampa, Florida, to establish a branch located at 500 4 th Street, North, St. Petersburg, Florida.*	Newspaper – 02/19/2005
Branch	Capital City Bank, Tallahassee, Florida, to establish a branch located at 2592 Crawfordville Highway, Crawfordville, Florida.*	Newspaper – 02/23/2005
Branch	Regions Bank, Birmingham, Alabama, to establish a branch located at 4400 Post Oak Parkway, Suite 2670, Houston, Texas.*	Newspaper – 02/12/2005
Branch	SunTrust Bank, Atlanta, Georgia, to establish a branch located at 3042 Nutley Street, Fairfax, Virginia.*	Newspaper – 02/20/2005
Branch	SunTrust Bank, Atlanta, Georgia, to establish a branch located at 11380 Plaza Drive, Waldorf, Maryland, to be known as the Waldorf Marketplace Safeway Office.*	Newspaper – 02/20/2005

*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>
CIC	Frontier National Corporation, Sylacauga, Alabama, prior change in control notice filed by the CM/FS Reeves Investment, L.P., Frances Skinner Reeves, Charles Monroe Reeves, Craig Jody Berlin, all of West Point, Georgia; Steven deRalph Townson, Chelsea, Alabama; Steven Jeffrey Eisen, Nashville, Tennessee; Harold Beryl Kushner, Birmingham, Alabama; and Christopher Noel Zodrow, Auburn, Alabama; to acquire 32 percent of the outstanding shares of Frontier National Corporation, Sylacauga, Alabama, and its subsidiary, Frontier Bank, LaGrange, Georgia.	Newspaper – N/Avail Fed Reg – 02/15/2005

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)	BankEast Corporation, Knoxville, Tennessee, proposes to acquire 100 percent of the outstanding shares of Curtis Mortgage Company, Inc., Knoxville, Tennessee, and thereby engage in brokering residential and investor real estate loans in the secondary market.	Fed Reg – 03/02/2005

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

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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 7

Federal Reserve Bank of Chicago

Applications and notifications filed during the week ending Saturday, February 12, 2005

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Comerica Bank, Detroit, Michigan, to establish a branch facility to be located at 1092 Blossom Hill Road, San Jose, California.*	Newspaper – 02/12/2005
Branch	Hinsbrook Bank & Trust, Willowbrook, Illinois, to establish a branch facility to be located at 2400 S. Finley Road, Lombard, Illinois.*	Newspaper – 03/04/2005

* 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 51 percent of the voting shares of Peoples State Bank, Jeffersonville, Georgia.*	Fed Reg – 02/22/2005 Newspaper – N/Avail
CIC	Notice by Michael J. Rivers, Winona, Minnesota, to acquire approximately 22.07 percent of the voting shares of Central Wisconsin Financial Services, Inc., Wausau, Wisconsin, and thereby indirectly acquire Bank of Wausau, Wausau, Wisconsin.	Fed Reg – 02/22/2005 Newspaper – N/Avail
3(a)(3)	LeRoy C. Darby, Inc. Employee Stock Ownership Plan With 401(k) Provisions, Monona, Iowa, to acquire an additional 17 shares of common stock, or 11.33 percent, of LeRoy C. Darby, Inc., Monona, Iowa, for an aggregate ownership of up to 36 percent, and thereby indirectly acquire Peoples State Bank, Elkader, Iowa, and Union State Bank, Monona, Iowa.*	Fed Reg – 03/04/2005 Newspaper – N/Avail
3(a)(3)	LeRoy C. Darby, Inc., Monona, Iowa, and LeRoy C. Darby, Inc. Employee Stock Ownership Plan With 401(k) Provisions, Monona, Iowa, to acquire 100 percent of PSB Bancshares, Ltd., Postville, Iowa, and thereby indirectly acquire Postville State Bank, Postville, Iowa.*	Fed Reg – 03/04/2005 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>
CIC	Notice by Douglas M. Kratz, Bettendorf, Iowa, and Perry B. Hansen, Rapids City, Illinois, to acquire more than 24.99 percent of the voting shares of Ridgestone Financial Services, Inc., Brookfield, Wisconsin, and thereby indirectly acquire Ridgestone Bank, Brookfield, Wisconsin.	Fed Reg – 02/22/2005 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)	First Eagle Bancshares, Inc., Hanover Park, Illinois, to continue to engage in making or extending loans or credit.	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>LrgBk</i>	<i>SmBk</i>
58243	Johnson Bank 555 Main Street Racine, Wisconsin 53403 (262) 619-2790	06/14/2004	02/02/2005	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, February 12, 2005

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Arvest Bank, Fayetteville, Arkansas, to establish a branch facility to be located at 4901 South Mill Road, Pryor, Oklahoma.*	Newspaper – 02/14/2005

* 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>
3A1	BNA Bancshares, Inc., New Albany, Mississippi, to become a bank holding company by acquiring 100 percent of Bank of New Albany, New Albany, Mississippi.*	Newspaper – 03/07/2005 Fed Reg – N/Avail
3A3	First National Bancorp, Inc., Green Forest, Arkansas, to acquire 9.9 percent of Legacy National Bank, Springdale, Arkansas (in formation). (Previously submitted during the weeks ending January 29, 2005 and February 5, 2005.)*	Newspaper – 02/27/2005 Fed Reg – 02/28/2005

* 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>
None						

Section VI – CRA examinations scheduled for 2nd Quarter of 2005

<i>Institution</i>	<i>Location</i>
First State Bank of DeQueen	DeQueen, Arkansas
Eagle Bank and Trust Company	Little Rock, Arkansas
Effingham State Bank	Effingham, Illinois
Community First Bank	Corydon, Indiana
Bay-Herman-Berger Bank	Hermann, Missouri
Lindell Bank & Trust Company	St. Louis, Missouri
Bank of Bartlett	Bartlett, Tennessee
Gates Banking and Trust Company	Gates, Tennessee

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 9

Federal Reserve Bank of Minneapolis

Applications and notifications filed during the week ending Saturday, February 12, 2005

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 Notice by The Brian C. Barenscheer 2004 Revocable Trust - A, Minneapolis, Minnesota; Charles F. Diessner, trustee, Maple Grove, Minnesota; James P. Barenscheer, trustee, Bloomington, Minnesota; and John M. MacKany, trustee, Eden Prairie, Minnesota to gain control of American Bancorporation, St. Paul, Minnesota, and thereby indirectly gain control of American Bank of St. Paul, St. Paul, Minnesota and Olivia Bancorporation, Inc., St. Paul, Minnesota, the parent company of American State Bank of Olivia, Olivia, Minnesota.	Fed Reg – 02/28/2005 Newspaper – N/Avail
CIC	Notice by William E. Blomster, Keri Hilgendorf and Lance Blomster all of Fairmont, Minnesota acting in concert to gain control of B & M Bancshares, Inc., Fairmont, Minnesota and thereby indirectly gain control of State Bank of Fairmont, Fairmont, Minnesota.	Fed Reg – 02/16/2005 Newspaper – N/Avail
3(a)(1)	Bozeman Bancorp, Inc., Manhattan, Montana, to become a bank holding company by acquiring 100 percent of the voting shares of Bank of Bozeman, Bozeman, Montana.*	Fed Reg – N/Avail Newspaper – N/Avail
CIC	Retroactive Notice by The Brian C. Barensche er 2004 Revocable Trust - B, Minneapolis, Minnesota; Charles F. Diessner, trustee, Maple Grove, Minnesota; James P. Barenscheer, trustee, Bloomington, Minnesota; and John M. MacKany, trustee, Eden Prairie, Minnesota to gain control of Citizens Bancshares of Woodville, Inc., Woodville, Wisconsin and thereby indirectly gain control of Citizens State Bank, Hudson, Wisconsin.	Fed Reg – 02/28/2005 Newspaper – N/Avail

* Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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

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 2nd Quarter of 2005 (April 1, 2005 – June 30, 2005)

<i>Institution</i>	<i>Location</i>
First Interstate Bank	Billings, Montana
First State Bank of Warner	Warner, South Dakota
Welcome State Bank	Welcome, Minnesota
Pioneer Bank	Mapleton, Minnesota
Pioneer Bank and Trust	Belle Fourche, South Dakota
Farmers State Bank of West Concord	West Concord, Minnesota
BANKFIRST	Sioux Falls, SD
Victoria State Bank	Victoria, Minnesota

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. James A. Colwell at the Federal Reserve Bank of Minneapolis, Division of Supervision, Regulation, and Credit, 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 12, 2005

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18(c)	Guaranty Bank & Trust Company, Denver, Colorado, to merge with First National Bank of Strasburg, Strasburg, Colorado, and incident thereto, to establish several branches.	Newspaper – 03/06/2005
Branch	Castle Rock Bank, Castle Rock, Colorado, to establish a branch at 506 Castle Pines Parkway, Castle Rock, Colorado.	Newspaper – 02/25/2005

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 Shawn D. Penner, Wichita, Kansas, individually and as general partner of Shamrock Partners, L.P., Wichita, Kansas, to retain control of Equity Bancshares, Inc., parent of Equity Bank, a National Association, both of Andover, Kansas.	Newspaper – 02/16/2005 Fed Reg – 02/17/2005
CIC	Notification by Bill D. Inhofe, Muskogee, Oklahoma, to acquire control of Boynton Holding Company, parent of Territory Bank, both in Muskogee, Oklahoma.	Newspaper – N/Avail Fed Reg – 02/22/2005

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>
285852	First Option Bank 6 th & Main Street Osawatomie, Kansas 66064	11/15/2004	02/08/2005	O		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, February 12, 2005

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	PlainsCapital Bank, Lubbock, TX, to establish two branches at 2705 Bee Cave Road, Rollingwood, TX 78746, and 400 Sundance Parkway, Round Rock, TX 78681*	Newspaper – 02/12/2005

* 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>	
3(a)(1)	Clovis Bancshares, Inc., Clovis, NM, to acquire The Bank of Clovis, Clovis, NM*	

* Subject to the provisions of the Community Reinvestment Act

Section V – Availability of CRA public evaluations

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

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

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 Second Quarter of 2005

<i>Institution</i>	<i>Location</i>
Tradition Bank 468954	5501 Bissonnet Houston, Texas 77081
First Bank of Snook 260838	9981 FM 2155 Snook, Texas 77878
Community Bank 268257	500 S Morgan St. Granbury, Texas 76048
Legacy Bank of Texas 913267	5000 Legacy Plano, Texas 75024

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 12, 2005

Section I – Applications subject to newspaper notice only

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

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

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

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
2646523	Nevada First Bank 777 North Rainbow Blvd., Suite 100 Las Vegas, Nevada 89107 (702) 310-4000	11/15/2004	02/08/2005	S		X

Section VI – CRA examinations scheduled for 2nd Quarter of 2005

<i>Institution</i>	<i>Location</i>
Bank of Utah	Ogden, Utah
Desert Community Bank	Victorville, California
First Utah Bank	Salt Lake City, Utah
Heritage Bank of Commerce	San Jose, California
Home Valley Bank	Cave Junction, Oregon
Pacific Mercantile Bank	Costa Mesa, 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.