
Federal Reserve Release



H.2

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

No. 35

Week Ending August 31, 2002

Regulations And Policies

Financial System Resilience -- request for comment on a Draft Interagency White Paper on Sound Practices to Strengthen the Resilience of the U.S. Financial System (Docket No. R-1128).

- Approved, August 22, 2002 (AC)

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

Secretary

AmSouth Bank, Birmingham, Alabama -- to establish a branch at 1415 West 5th Street, Laurel, Mississippi.

- Approved, August 27, 2002

Secretary

AmSouth Bank, Birmingham, Alabama -- to establish branches at 2531 John Hawkins Parkway, Hoover; 8455 Tuttle Avenue, Sarasota, Florida; 2320 South U.S. Highway 77, Lynn Haven; and 200 Grand Boulevard, Destin.

- Approved, August 30, 2002

Dallas

Community Bank, Granbury, Texas -- to establish a branch at 6224 Colleyville Boulevard, Suite B, Colleyville.

- Approved, August 28, 2002

Cleveland

Fifth Third Bank, Cincinnati, Ohio -- to establish a branch at 2211 Hayes Avenue, Sandusky.

- Approved, August 27, 2002

Chicago

First Banking Center, Burlington, Wisconsin -- to establish a branch at the intersection of State Highways 81 and 23, Darlington.

- Approved, August 30, 2002

Chicago

Le Mars Bank and Trust Company, Le Mars, Iowa -- to establish a branch at 1601 South Main Avenue, Sioux Center.

- Approved, August 29, 2002

Bank Branches, Domestic

Chicago

Northside Community Bank, Gurnee, Illinois -- to establish a branch at 8060 Oakton Street, Niles.

- Approved, August 26, 2002

Kansas City

Saline State Bank, Wilber, Nebraska -- to establish a branch at 5620 South 48th Street, Lincoln, and 221 West Fourth Street, Cortland.

- Approved, August 26, 2002

Richmond

Second Bank & Trust, Culpeper, Virginia -- to establish a branch at 1807 Seminole Trail, Charlottesville.

- Approved, August 27, 2002

Bank Holding Companies

Kansas City

American Bancshares, Inc., Baxter Springs, Kansas -- to acquire Southwest Missouri Bancshares, Inc., Ozark, Missouri, and for Southwest Missouri Bancshares' subsidiary, Southwest Community Bank, to merge with American Bancshares' subsidiary, American Bank, Baxter Springs.

- Withdrawn, August 26, 2002

Director, BS&R

American Financial Group, Inc., Cincinnati, Ohio, and Provident Bancorp, Inc. -- modification of a commitment.

- Granted, August 28, 2002

Chicago

FBOP Corporation, Oak Park, Illinois -- to acquire American Home Loan Corporation, Phoenix, Arizona, and thereby operate a savings association through the acquisition of Bank USA, Federal Savings Bank.

- Approved, August 27, 2002

Bank Holding Companies

Minneapolis

Hazen Bancorporation, Inc., Hazen, North Dakota; McIntosh County Bank Holding Company, Inc., Ashley; and Wishek Bancorporation, Inc., Wishek -- to acquire shares of North Star Holding Company, Inc., Jamestown.
- Approved, August 28, 2002

Dallas

ISB Holdings, Inc., Perryton, Texas, and ISB Delaware Holdings, Inc., Wilmington, Delaware -- to become bank holding companies through the acquisition of Interstate Bank, SSB, Perryton.
- Approved, August 30, 2002

New York

J.P. Morgan Chase & Co., New York, New York -- for J.P. Morgan Securities Limited to join Banque Centrale de Compensation, a mutual guarantee clearing house.
- Withdrawn, August 26, 2002

Minneapolis

North Star Holding Company, Inc., Jamestown, North Dakota -- to acquire Northern Plains Investment, Inc.
- Approved, August 28, 2002

Cleveland

Sky Financial Group, Inc., Bowling Green, Ohio -- to acquire Three Rivers Bancorp, Monroeville, Pennsylvania, and its subsidiary, The Three Rivers Bank and Trust, Jefferson Borough, and establish branches.
- Approved, August 26, 2002

Chicago

Southwest Company, Oakland, Iowa -- to retain existing ownership of Fremont County Savings Bank, Sidney, on its conversion to a federal savings association, and thereby operate a savings association.
- Approved, August 30, 2002

Director, BS&R

UFS Bancorp, Whitinsville, Massachusetts -- relief from a commitment.
- Granted, August 30, 2002

Banks, State Member

Chicago

North Shore Community Bank & Trust, Wilmette, Illinois -- to become a financial subsidiary and acquire control of Wayne Hummer Investments LLC, Chicago.
- Withdrawn, August 29, 2002

St. Louis

Progress Bank of Missouri, Sullivan, Missouri -- to exercise limited trust powers.
- Approved, August 29, 2002

Change In Bank Control

Minneapolis

North Star Holding Company, Inc., Jamestown, North Dakota -- change in bank control.
- Permitted, August 28, 2002

Competitive Factors Reports

Minneapolis

21st Century Bank-North, Ham Lake, Minnesota -- report on competitive factors of the proposed merger with 21st Century Bank, Rogers.
- Submitted, August 27, 2002

Kansas City

Bank of Commerce, Duncan, Oklahoma, a de novo bank -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of the Duncan branch of NBanc, Tulsa.
- Submitted, August 30, 2002

St. Louis

Bank of England, England, Arkansas -- report on competitive factors of the proposed purchase of assets and assumption of liabilities of the England and Carlisle branches of First Community Bank, Jonesboro.
- Submitted, August 28, 2002

Cleveland

Bank One, National Association, Columbus, Ohio -- report on competitive factors of the proposed merger with Bank One Services Corporation.
- Submitted, August 26, 2002

Competitive Factors Reports

Chicago

The Baraboo National Bank, Baraboo, Wisconsin -- report on competitive factors of the proposed acquisition of State Bank of Wonewoc, Wonewoc.

- Submitted, August 27, 2002

Richmond

Capital Bank, Raleigh, North Carolina -- report on competitive factors of the proposed merger with High Street Banking Company, Asheville.

- Submitted, August 26, 2002

Richmond

Catawba Valley Bank, Hickory, North Carolina -- report on competitive factors of the proposed merger with Northwestern National Bank, Wilkesboro.

- Submitted, August 30, 2002

Cleveland

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

- Submitted, August 26, 2002

Cleveland

Fidelity Savings Bank, Pittsburgh, Pennsylvania -- report on competitive factors of the proposed merger with First Pennsylvania Savings Association.

- Submitted, August 23, 2002 (AC)

Richmond

First Liberty National Bank, Washington, D.C. -- report on competitive factors of the proposed merger with Enterprise Federal Savings Bank, Largo, Maryland.

- Submitted, August 27, 2002

Minneapolis

Flathead Bank of Bigfork, Bigfork, Montana -- report on competitive factors of the proposed merger with Valley Bank of Belgrade, Belgrade.

- Submitted, August 29, 2002

Competitive Factors Reports

Atlanta

Frontier National Bank, LaGrange, Georgia -- report on competitive factors of the proposed merger with Frontier National Bank, Sylacauga, Alabama.

- Submitted, August 28, 2002

Chicago

Household Bank (SB), National Association, Las Vegas, Nevada -- report on competitive factors of the proposed purchase of certain assets of National Bank of the Great Lakes, Elmhurst, Illinois.

- Submitted, August 27, 2002

Chicago

Illinois National Bank, Springfield, Illinois -- report on competitive factors of the proposed purchase of the Pleasant Plains branch of Pleasant Plains State Bank, Pleasant Plains.

- Submitted, August 27, 2002

Kansas City

Kanza Bank, Kingman, Kansas -- report on competitive factors of the proposed merger with The Citizens National Bank and Trust Company, Anthony.

- Submitted, August 30, 2002

Kansas City

The Morrill and Janes Bank and Trust Company, Hiawatha, Kansas -- report on competitive factors of the proposed merger with Morrill State Bank and Trust Company, Sabetha, and The First National Bank of Onaga, Onaga.

- Submitted, August 30, 2002

Richmond

Senator Savings Bank, Federal Savings Bank, Towson, Maryland -- report on competitive factors of the proposed merger with Ashburton Federal Savings and Loan Association, Inc., Westminster.

- Submitted, August 27, 2002

Competitive Factors Reports

Cleveland

Standard Bank, PASB, Murrysville, Pennsylvania -- report on competitive factors of the proposed purchase of two branches of Commercial National Bank of Pennsylvania, Latrobe.

- Submitted, August 26, 2002

Kansas City

State Bank of Kansas, Fredonia, Kansas -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of the Emporia branch of Intrust Bank, National Association, Wichita.

- Submitted, August 30, 2002

New York

TrustCo Bank, National Association, Glenville, New York -- report on competitive factors of the proposed merger with TrustCo Savings Bank, Canajoharie.

- Submitted, August 30, 2002

Minneapolis

U.S. Bank National Association, Cincinnati, Ohio -- report on competitive factors of the proposed purchase of assets and assumption of liabilities of 57 branches of Bay View Bank, National Association, San Mateo, California.

- Submitted, August 29, 2002

Extensions Of Time

Kansas City

First Capital Investments LLC, Lee's Summit, Missouri -- extension to November 30, 2002, to acquire shares of 1st Financial Bancshares, Inc., Overland Park, Kansas.

- Granted, August 29, 2002

St. Louis

Monticello Bancshares, Inc., Monticello, Missouri -- extension to November 4, 2002, to become a bank holding company through the acquisition of Bank of Monticello.

- Granted, August 29, 2002

Extensions Of Time

Boston

Port Financial Corp, Brighton, Massachusetts -- extension to November 23, 2002, to increase its interest in Cambridge Bancorp, Cambridge.

- Granted, August 28, 2002

Financial Holding Companies

Secretary

Almancora CVA, Leuven, Belgium -- election to be treated as a financial holding company.

- Effective, August 30, 2002

Kansas City

Eberly Investment Company, Inc., Stanton, Nebraska -- election to become a financial holding company.

- Effective, August 28, 2002

Atlanta

Old Florida Bankshares, Inc., Fort Myers, Florida -- election to become a financial holding company.

- Effective, August 29, 2002

Chicago

West Bend Bancorp., West Bend, Iowa -- election to become a financial holding company.

- Effective, August 27, 2002

District 1

Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, August 31, 2002

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) | Bridgewater Financial, MHC, Raynham, Massachusetts - application to become a bank holding company through the acquisition of Bridgewater Savings Bank, Raynham, Massachusetts | Newspaper - 09/23/2002 Fed Reg - 09/20/2002 |

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 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, August 31, 2002

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

Institution

Location

None

District 3

Federal Reserve Bank of Philadelphia

Applications and notifications filed during the week ending Saturday, August 31, 2002

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 4

Federal Reserve Bank of Cleveland

Applications and notifications filed during the week ending Saturday, August 31, 2002

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) | Received application from Deerfield Bancshares, Inc., Clarksburg, OH to acquire The Clarksburg Commercial Bank, Clarksburg, OH.* | Fed Reg – 09/16/2002 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> | <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> |
| 212522 | Somerset Trust Company 151 West Main Street Somerset, PA 15501 | 06/10/2002 | 08/27/2002 | S | X | |

Section VI – CRA examinations scheduled for

Quarter of

Institution

Location

None

District 5

Federal Reserve Bank of Richmond

Applications and notifications filed during the week ending Saturday, August 31, 2002

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 of Change in Control filed by Ralph Mann and Hazel E. Mann to increase their ownership position in Union Bankshares, Inc., Union, West Virginia, from 8.84% to 10.32% as a result of the holding company's planned redemption of shares. | Fed Reg - N/Avail Newspaper - 09/10/2002 |

Section III – Applications subject to Federal Register notice only

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

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

| <i>Type</i> | <i>Application</i> | <i>Ending date of comment period</i> |
|-------------|---|--------------------------------------|
| 3(a)(1) | Cecil Bancorp, Inc., Elkton, Maryland, to become a bank holding company through the acquisition of 100% of the voting shares of Cecil Federal Bank, Elkton, Maryland. | |
| Member | Cecil Federal Bank, Elkton, Maryland, for membership in the Federal Reserve System. | |

Section V – Availability of CRA public evaluations

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

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 6

Federal Reserve Bank of Atlanta

Applications and notifications filed during the week ending Saturday, August 31, 2002

Section I – Applications subject to newspaper notice only

| <i>Type</i> | <i>Application</i> | <i>Ending date of comment period</i> |
|-------------|--|--------------------------------------|
| Branch | Riverside Bank of the Gulf Coast, Cape Coral, Florida, to establish a branch located at 4707 SE 9th Place, Cape Coral, Florida.* | 09/07/2002 |
| Branch | SunTrust Bank, Atlanta, Georgia, to establish a branch located at 4303 U.S. Highway 27, Clermont, Florida, to be known as the Kings Ridge Office.* | 09/04/2002 |

*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) | Commerce Bancshares, Inc., White Castle, Louisiana, to become a bank holding company by acquiring The Bank of Commerce, White Castle, Louisiana.* | Newspaper – 09/28/2002 Fed Reg – N/Avail |
| 3(a)(1) | CFB Bancshares, Inc., Wartburg, Tennessee, notice to become a bank holding company by acquiring Citizens First Bank, Wartburg, Tennessee.* | Newspaper – N/Avail Fed Reg – N/Avail |

*Subject to provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

| <i>Type</i> | <i>Application</i> | <i>Ending date of comment period</i> |
|-------------|--------------------|--------------------------------------|
| 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 7

Federal Reserve Bank of Chicago

Applications and notifications filed during the week ending Saturday, August 31, 2002

Section I – Applications subject to newspaper notice only

| <i>Type</i> | <i>Application</i> | <i>Ending date of comment period</i> |
|----------------|---|--------------------------------------|
| 18C & Branches | Central Bank, Storm Lake, Iowa, for prior approval to acquire through merger Central Bank, Spirit Lake, Iowa and thereby to establish a branch facility at 1400 18th Street, Spirit Lake, Iowa.* | Newspaper – N/Avail |
| 18C & Branches | Johnson Bank, Racine, Wisconsin, to merge with Capital Bank, Green Bay, Wisconsin and thereby to establish branches at 455 Riverdale Drive, Green Bay, Wisconsin and 840 Main Avenue, DePere, Wisconsin.* | Newspaper – 08/30/2002 |
| Branch | Johnson Bank, Racine, Wisconsin, to establish a branch facility to be located at 3801 N. Wright Road, Janesville, Wisconsin.* | Newspaper – 09/04/2002 |

* 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> |
|-------------|---|---|
| CC | Notice by Ross David Levin, Louis Jonathon Kolom, Shabsa Abraham Lis, Aaron L. Kolom, Sherwin Greenberg and Arthur Myer Goldrich, to retain control of First Equity Corp., Skokie, Illinois, and to thereby retain indirect control of 1 st Equity Bank, Skokie, Illinois. | Fed Reg – 09/17/2002 Newspaper – N/Avail |
| 3(a)(5) | Merchants and Manufacturers Bancorporation, Inc., New Berlin, Wisconsin and Merchants Merger Corp., New Berlin, Wisconsin, to merge with Fortress Bancshares, Inc., Westby, Wisconsin and thereby indirectly acquire Fortress Bank of Westby, Westby, Wisconsin, Fortress Bank, N.A., Houston, Minnesota, and Fortress Bank of Cresco, Cresco, Iowa.* | Fed Reg – 09/23/2002 Newspaper – N/Avail |
| 3(a)(1) | SCB Bancorp, Inc., East Lansing, Michigan, to become a bank holding company by acquiring 100 percent of Summit Community Bank (in organization), East Lansing, Michigan.* | Fed Reg – N/Avail 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> |
|-------------|---|--|
| CC | Notification filed pursuant to the Change in Bank Control Act of 1978 by Ramon J. Green, Jacksonville, Illinois, as general partner of Green Enterprises, L.P. Jacksonville, Illinois, as trustee of the Ramon J. Green Trust, Jacksonville, Illinois, and co-trustee of the Beverly J. Green Trust, Jacksonville, Illinois, and Beverly J. Green, Jacksonville, Illinois, as co-trustee of the Beverly J. Green Trust, to retain control and increase their ownership in West Plains Investors, Inc., Pleasant Plains, Illinois, and thereby to indirectly retain control and increase their ownership in Pleasant Plains State Bank, Pleasant Plains, Illinois. | Fed Reg – N/Avail Newspaper – N/Avail |

* Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

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

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

| <i>Type</i> | <i>Application</i> |
|-------------|---|
| 4(c)(8) | Community State Bancorporation, Spencer, Iowa, to propose to engage denovo in extending credit and servicing loans. |
| Other | Johnson Bank, Racine, Wisconsin, request approval for prepayment of \$6 million subordinated debt issued in 1997. |

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:

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> |
| 865544 | Clear Lake Bank & Trust Co. 322 Main Avenue Clear Lake, Iowa 50428 (641) 357-7121 | 04/15/2002 | 08/27/2002 | O | | X |
| 982348 | Iowa State Bank 1101 Main Street Hull, Iowa 51239 (712) 439-1025 | 04/01/2002 | 08/27/2002 | 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, August 31, 2002

Section I – Applications subject to newspaper notice only

| <i>Type</i> | <i>Application</i> | <i>Ending date of comment period</i> |
|-------------|--|--------------------------------------|
| Branch | First State Bank of DeQueen, DeQueen, Arkansas, to establish a branch facility to be located at 3402 North Camellia Street, Lockesburg, Arkansas | Newspaper – 09/05/2002 |

* 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 | Commerce Holding Corporation, Corinth, Mississippi, to become a bank holding company by acquiring 100 percent of the voting shares of Commerce National Bank, Corinth, Mississippi.* | Newspaper – 09/17/2002 Fed Reg – 10/03/2002 |
| 3A1 | Kilmichael Bancorp, Inc., Kilmichael, Mississippi, to become a bank holding company by acquiring 100 percent of the voting shares of Bank of Kilmichael, Kilmichael, Mississippi.* | Newspaper – 09/23/2002 Fed Reg – 10/03/2002 |
| 3A3 | Sun Financial Corporation, St. Peters, Missouri, to acquire at least 88 percent of the voting shares of The Quad County State Bank, Viburnum, Missouri.* | Newspaper – 08/29/2002 Fed Reg – 09/27/2002 |

* 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> |
|-------------|--|
| Other | Progress Bank of Missouri, Sullivan, Missouri, to expand its banking powers by exercising limited trust powers as originating trustee. |

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> |
| 748441 | Warren Bank and Trust Company Warren, Arkansas | 05/13/2002 | 08/29/2002 | S | | X |

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

| <i>Institution</i> | <i>Location</i> |
|--------------------|-----------------|
| None | |

District 9

Federal Reserve Bank of Minneapolis

Applications and notifications filed during the week ending Saturday, August 31, 2002

Section I – Applications subject to newspaper notice only

| <i>Type</i> | <i>Application</i> | <i>Ending date of comment period</i> |
|----------------|---|--------------------------------------|
| 18(c) & Branch | Wadena State Bank, Wadena, Minnesota proposes to merge with Security State Bank of Deer Creek, Deer Creek, Minnesota and incident thereto establish branches in Deer Creek, Minnesota, and Bluffton, Minnesota* | 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) | First Sleepy Eye Bancorporation, Inc., Sioux Falls, South Dakota, to acquire 96 percent of Stearns Bank Canby National Association, Canby, Minnesota.* | Fed Reg – 09/09/2002 Newspaper – 09/09/2002 |
| CIC | Kenneth D. and Suzanne M. Roeder, De Smet, South Dakota to gain control of Kingsbury Bank Holding Company, De Smet, South Dakota, and thereby indirectly gain control of Peoples State Bank, De Smet, South Dakota. | Fed Reg – 08/23/2002 Newspaper – 08/28/2002 |
| CIC | Marcelle McVay, Chicago, Illinois, to retain control of Minnwest Corporation, Montevideo, Minnesota, and thereby indirectly retain control of Minnwest Bank Luverne, Luverne, Minnesota; Minnwest Bank Central, Montevideo, Minnesota; Minnwest Bank Ortonville, Ortonville, Minnesota; Minnwest Bank, M.V., Redwood Falls, Minnesota; Minnwest Bank South, Tracy, Minnesota; and Minnwest Bank Sioux Falls, Sioux Falls, South Dakota. | Fed Reg – 08/23/2002 Newspaper – 09/12/2002 |

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 | Jerry E. Gerber, Rice Lake, Wisconsin; Terry G. Gerber, Cameron, Wisconsin; Susan J. Gerber, Blaine, Minnesota; Ernest J. Gerber, Bruce, Wisconsin; Alan F. Gerber, Radisson, Wisconsin; Kathleen L. Gerber, Quincy, Massachusetts; and Holly A. Barnes, Hayward, Wisconsin, to gain control of Old Murry Bancorp, Inc., Cameron, Wisconsin, and thereby indirectly gain control of Owen-Curtiss Financial Corporation, Rice Lake, Wisconsin, which owns Brill Bancshares, Inc., Rice Lake, Wisconsin, and its subsidiary bank, Brill State Bank, Rice Lake, Wisconsin, and Gilman Corporation, Gilman, Wisconsin, which owns the State Bank of Gilman, Gilman, Wisconsin. | Fed Reg – 08/23/2002 Newspaper – 08/20/2002 |
| CIC | Craig L. Larson, Bismarck, North Dakota, to gain control of First Southwest Bancorporation, Bismarck, North Dakota, and thereby indirectly gain control of First Southwest Bank, Bismarck, North Dakota. | Fed Reg – 08/27/2002 Newspaper – 08/30/2002 |
| 3A1 | Eagle Community Bancshares, Inc, Brooklyn Park, Minnesota, to become a bank holding company by acquiring 100% of Eagle Community Bank, Maple Grove, Minnesota, a de novo bank.* | Fed Reg – 09/20/2002 Newspaper – 09/20/2002 |

* 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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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 10

Federal Reserve Bank of Kansas City

Applications and notifications filed during the week ending Saturday, August 31, 2002

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) | Summit Bancshares, Inc., Prescott, Arizona, to become a bank holding company through the acquisition of 100 percent of the voting shares of Summit Bank, Prescott, Arizona (in organization). | Newspaper - N/Avail Fed Reg - 09/27/2002 |
| 3(a)(1) | Healthcare Bancorp, Inc., Broken Arrow, Oklahoma, to become a bank holding company through the acquisition of 100 percent of the voting shares of Federal BankCentre, Broken Arrow, Oklahoma, a federal savings bank. | Newspaper - N/Avail Fed Reg - N/Avail |
| 3(a)(3) | Central Financial Corporation, Hutchinson, Kansas, to acquire 25 percent of the voting shares of Summit Bancshares, Inc., Prescott, Arizona, parent of Summit Bank, Prescott, Arizona (in organization). | Newspaper - N/Avail Fed Reg - 09/27/2002 |

Section III – Applications subject to Federal Register notice only

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

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

| <i>Type</i> | <i>Application</i> | |
|-------------|--------------------|--|
| None | | |

Section V – Availability of CRA public evaluations

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

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|------------------------|-----------------------------|-----------------------------|----------------------------|-----------------------|------------------|-------------|
| | | | | | <i>LrgBk</i> | <i>SmBk</i> |
| None | | | | | | |

Section VI – CRA examinations scheduled for Quarter of

| <i>Institution</i> | <i>Location</i> |
|--------------------|-----------------|
| None | |

District 11

Federal Reserve Bank of Dallas

Applications and notifications filed during the week ending Saturday, August 31, 2002

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 | First La Grange Bancshares, Inc., Employee Stock Ownership Plan, La Grange, TX, (Falcon National Bank, San Antonio, TX, and National Bank & Trust, La Grange, TX, co -trustees), to acquire an interest in First La Grange Bancshares, Inc., La Grange, TX | Fed Reg – 09/18/2002 Newspaper – N/Avail |

Section III – Applications subject to Federal Register notice only

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

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

| <i>Type</i> | <i>Application</i> | |
|-------------|--------------------|--|
| None | | |

Section V – Availability of CRA public evaluations

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

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|--------------------|--|-------------------------|------------------------|-------------------|------------------|-------------|
| | | | | | <i>LrgBk</i> | <i>SmBk</i> |
| 723653 | Western Bank 140 East Motel Avenue Lordsburg, NM 88045 | 06/17/2002 | 09/03/2002 | O | | X |

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, August 31, 2002

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) | Sumitomo Mitsui Financial Group, Inc., Tokyo, Japan, to become a bank holding company by acquiring 100 percent of Manufacturers Bank, Los Angeles, California.* | Newspaper – N/Avail Fed Reg – 9/23/2002 |
| 3(a)(1) | SunFirst Corporation to become a bank holding company by acquiring 100 percent of SunFirst Bank, both of St. George, Utah.* | Newspaper – 09/30/2002 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.

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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 | |
