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# Federal Reserve Release

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*H.2*

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

*No. 2*

*Week Ending January 11, 2003*

**Forms**

Forms -- extension without revision of the Report of Terms of Credit Card Plans (FR 2572).

- Approved, January 6, 2003

**Regulations And Policies**

Credit card lending -- interagency guidance for account management and loss allowance.

- Announced, January 8, 2003

**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 2213 Crestmoor Road, Nashville, Tennessee.

- Approved, January 8, 2003

#### St. Louis

Bank of Rogers, Rogers, Arkansas -- to relocate its branch from 390 West Centerton Boulevard, Centerton, to 350 East Centerton Boulevard.

- Approved, January 9, 2003

#### Richmond

Benchmark Community Bank, Kenbridge, Virginia -- to establish a branch at 410 Church Street, Blackstone.

- Approved, January 8, 2003

#### Richmond

The Marathon Bank, Winchester, Virginia -- to establish branches at 1725 North Shenandoah Avenue, Front Royal, and 199 Front Royal Pike, Winchester.

- Approved, January 10, 2003

#### Dallas

PNB Financial Bank, Lubbock, Texas -- to establish a branch at 2705 Bee Cave Road, Rollingwood.

- Approved, January 7, 2003

#### Secretary

SunTrust Bank, Atlanta, Georgia -- to establish a branch at 6704 Memorial Highway, Tampa, Florida.

- Approved, January 7, 2003

#### Secretary

SunTrust Bank, Atlanta, Georgia -- to establish a branch at 15375 U.S. Highway 441, Eustis, Florida.

- Approved, January 9, 2003

### **Bank Branches, Domestic**

#### San Francisco

Valley Independent Bank, El Centro, California -- to establish a branch at One El Paseo, 74-199 El Paseo Drive, Palm Desert.  
- Approved, January 6, 2003

### **Bank Holding Companies**

#### Dallas

Chillicothe Financial, Inc., Wilmington, Delaware -- to become a subsidiary holding company of Northern Bancshares, Inc., Chillicothe, Texas, through the acquisition of First National Bank of Chillicothe.  
- Registration granted, January 7, 2003

#### Atlanta

Citizens Bancshares Corporation, Atlanta, Georgia, and Citizens Trust Bank -- to acquire CFS Bancshares, Inc., Birmingham, Alabama, and its subsidiary, Citizens Federal Savings Bank, and thereby engage in operating a savings association; and for Citizens Bancshares' subsidiary, Citizens Trust Bank, to merge with Citizens Federal Savings Bank.  
- Approved, January 10, 2003

#### Chicago

F T Bancshares, Inc., Aurelia, Iowa -- to become a bank holding company through the acquisition of shares of Aurelia FT & S Bankshares, Inc. and The First Trust & Savings Bank, Marcus.  
- Approved, January 9, 2003

#### Chicago

FEB Bancshares, Inc., Neshkoro, Wisconsin -- to become a bank holding company through the acquisition of Golden Sands Bankshares, Inc., and Farmers Exchange Bank of Neshkoro.  
- Approved, January 9, 2003

#### Chicago

First Merchants Corporation, Muncie, Indiana -- to acquire CNBC Bancorp, Columbus, Ohio, and thereby indirectly acquire Commerce National Bank.  
- Approved, January 6, 2003

### **Bank Holding Companies**

#### Kansas City

First Olathe Bancshares, Inc., Overland Park, Kansas -- to acquire shares of Bannister Bancshares, Inc., Kansas City, Missouri.  
- Approved, January 8, 2003

#### Kansas City

Heritage Bancshares, Inc., Topeka, Kansas -- to become a bank holding company through the acquisition of Heritage Bank, a de novo bank, and for Heritage Bank to become a member of the Federal Reserve System.  
- Withdrawn, January 9, 2003

#### Chicago

MB Financial, Inc., Chicago, Illinois -- to acquire South Holland Bancorp, Inc., South Holland, and South Holland Trust & Savings Bank.  
- Approved, January 9, 2003

#### San Francisco

SunFirst Corporation, St. George, Utah -- to become a bank holding company through the acquisition of SunFirst Bank.  
- Returned, January 8, 2003

### **Change In Bank Control**

#### Kansas City

Central of Kansas, Inc., Junction City, Kansas -- change in bank control  
- Withdrawn, January 6, 2003

#### Kansas City

Fort Riley Bancshares, Inc., Fort Riley, Kansas -- to retain control of Fort Riley Bancshares, Inc.  
- Permitted, January 10, 2003

#### Kansas City

N.B.C. Bancshares in Pawhuska, Inc., Pawhuska, Oklahoma -- change in bank control.  
- Permitted, January 10, 2003

### **Change In Bank Control**

#### Minneapolis

Northern Wisconsin Bank Holding Company, Inc., Laona, Wisconsin -- change in bank control.

- Permitted, January 6, 2003

#### Minneapolis

Piesco, Inc., Springfield, Minnesota -- change in bank control.

- Permitted, January 9, 2003

### **Competitive Factors Reports**

#### Atlanta

Atlantic Coast Federal, Waycross, Georgia -- report on competitive factors of the proposed purchase of assets and assumption of liabilities of The Gordon Bank, Gordon.

- Submitted, January 8, 2003

#### Chicago

Bank One, National Association, Chicago, Illinois -- report on competitive factors of the proposed merger with First Chicago NBD Auto Lease Corporation, Detroit, Michigan.

- Submitted, January 8, 2003

#### Chicago

Bank One, National Association, Columbus, Ohio -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of Bank One, National Association, Chicago, Illinois; Bank One, Kentucky, National Association, Louisville, Kentucky; Bank One, Oklahoma, National Association, Oklahoma City, Oklahoma; Bank One, West Virginia, National Association, Huntington, West Virginia; and Bank One, Wheeling-Steubenville, National Association, Wheeling.

- Submitted, January 8, 2003

#### Richmond

Carolina Trust Bank, Lincolnton, North Carolina -- report on competitive factors of the proposed purchase of assets and assumption of deposit liabilities of the Vale branch of Bank of Granite, Granite Falls.

- Submitted, January 6, 2003

### **Competitive Factors Reports**

#### Atlanta

Coast Bank of Florida, Bradenton, Florida -- report on competitive factors of the proposed merger with Coast Interim Bank.

- Submitted, January 8, 2003

#### Atlanta

Community Bank of Pickens County, Jasper, Georgia -- report on competitive factors of the proposed notice of acquisition by Donald T. Keeter.

- Submitted, January 8, 2003

#### Richmond

E\*Trade Bank, Arlington, Virginia -- report on competitive factors of the proposed assumption of certain deposit liabilities of Amicus, FSB, Cicero, Illinois, and CIBC National Bank, Maitland, Florida.

- Submitted, January 6, 2003

#### Kansas City

Emprise Bank, Iola, Kansas -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of the Humboldt, Chanute, and Iola branches of Enterprise Bank, Clayton, Missouri.

- Submitted, January 10, 2003

#### Philadelphia

Farmers & Mechanics Bank, Burlington Township, New Jersey -- report on competitive factors of the proposed acquisition of certain assets and assumption of certain liabilities of the Florence branch of Sun National Bank, Vineland.

- Submitted, January 6, 2003

#### Chicago

First Bank of the Americas, S.S.B., Chicago, Illinois -- report on competitive factors of the proposed acquisition of the Chicago branch of Amicus, FSB, Cicero.

- Submitted, January 8, 2003

#### Dallas

First Community Bank, N.A., Houston, Texas -- report on competitive factors of the proposed merger with The Express Bank, Alvin.

- Submitted, January 8, 2003

### **Competitive Factors Reports**

#### San Francisco

Five Star Bank, Rocklin, California -- report on competitive factors of the proposed merger with FSB Merger Company.

- Submitted, January 9, 2003

#### Chicago

Goodfield State Bank, Goodfield, Illinois -- report on competitive factors of the proposed merger with Republic Bank of Goodfield.

- Submitted, January 6, 2003

#### Chicago

MB Financial Bank, National Association, Chicago, Illinois -- report on competitive factors of the proposed merger with South Holland Trust & Savings Bank, South Holland.

- Submitted, January 9, 2003

#### Chicago

Mutual Savings Bank, Milwaukee, Wisconsin -- report on competitive factors of the proposed merger with First Northern Savings Bank, Green Bay.

- Submitted, January 8, 2003

#### Chicago

National Exchange Bank and Trust, Fond du Lac, Wisconsin -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of four branches of Amcore Bank, National Association, Rockford.

- Submitted, January 8, 2003

#### Boston

Scituate Federal Savings Bank, Scituate, Massachusetts -- report on competitive factors of the proposed merger with Scituate Federal Interim Savings Bank and Scituate Federal MHC Interim Savings Bank.

- Submitted, January 7, 2003

#### St. Louis

Union Planters Bank, National Association, Memphis, Tennessee -- report on competitive factors of the proposed purchase of assets and assumption of liabilities of two branches of EFS National Bank.

- Submitted, January 7, 2003



### **Competitive Factors Reports**

#### Kansas City

The Wilson State Bank, Wilson, Kansas -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of the Russell branch of The Citizens State Bank, Grainfield.

- Submitted, January 6, 2003

### **Extensions Of Time**

#### Director, BS&R

Bay View Capital Corporation, San Mateo, California -- extension to May 1, 2003, to divest certain investments.

- Granted, January 6, 2003

### **Financial Holding Companies**

#### New York

Associated Community Bancorp, Inc., Greenwich, Connecticut -- election to become a financial holding company.

- Effective, January 8, 2003

#### Richmond

Harbor Bankshares Corporation, Baltimore, Maryland -- election to become a financial holding company.

- Effective, January 9, 2003

### **Membership**

#### Boston

Franklin Savings Bank, Farmington, Maine -- to become a member of the Federal Reserve System.

- Approved, January 8, 2003

# District 1

## Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, January 11, 2003

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

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

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

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

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

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

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

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

## Section V – Availability of CRA public evaluations

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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, January 11, 2003

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

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

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

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

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

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

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

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

## Section V – Availability of CRA public evaluations

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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 3

## Federal Reserve Bank of Philadelphia

Applications and notifications filed during the week ending Saturday, January 11, 2003

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

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

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

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

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

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

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

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

## Section V – Availability of CRA public evaluations

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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 4

### Federal Reserve Bank of Cleveland

Applications and notifications filed during the week ending Saturday, January 11, 2003

#### 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	Change in Control notice by David B. Cook, Middlesboro, KY; J.D. Cook Testamentary Trust, David B. Cook, Trustee, Middlesboro, KY; Bobbie Cook, Middlesboro, KY; David Alexander Cook, Middlesboro, KY; and Erin Elizabeth Bell (Cook), Louisville, KY to retain approximately 10.94 percent of the outstanding voting shares of HFB Financial Corporation, Middlesboro, KY and Home Federal Bank Corporation.	Newspaper – N/Avail Fed Reg – N/Avail

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

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

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

<i>Type</i>	<i>Application</i>	<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 5

### Federal Reserve Bank of Richmond

Applications and notifications filed during the week ending Saturday, January 11, 2003

#### 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)	Friedman, Billings, Ramsey Group, Inc. (currently known as Forest Merger Corporation), and FBR TRS Holdings, Inc., both of Arlington, Virginia, to become bank holding companies with respect to FBR Bancorp, Inc., Arlington, Virginia, and its subsidiary, FBR National Bank and Trust, Bethesda, Maryland.	Fed Reg - 02/07/2003 Newspaper - 01/28/2003
3(a)(3)	Friedman, Billings, Ramsey Group, Inc. (currently known as Forest Merger Corporation), and FBR TRS Holdings, Inc., both of Arlington, Virginia, to acquire 5.58% of the voting shares of Pacific Crest Capital, Inc., Aqoura Hills, California.	Fed Reg - 02/07/2003 Newspaper - 01/28/2003
3(a)(3)	Friedman, Billings, Ramsey Group, Inc. (currently known as Forest Merger Corporation), and FBR TRS Holdings, Inc., both of Arlington, Virginia, to acquire 5.2% of the voting shares of ITLA Capital Corporation, La Jolla, California.	Fed Reg - 02/07/2003 Newspaper - 02/07/2003
3(a)(3)	Friedman, Billings, Ramsey Group, Inc. (currently known as Forest Merger Corporation), and FBR TRS Holdings, Inc., both of Arlington, Virginia, to acquire 5.77% of the voting shares of Hingham Institution for Savings, Hingham, Massachusetts.	Fed Reg - 02/07/2003 Newspaper - 01/28/2003
4(c)(8)	Friedman, Billings, Ramsey Group, Inc. (currently known as Forest Merger Corporation), and FBR TRS Holdings, Inc., both of Arlington, Virginia, to acquire 5.58% of the voting shares of Quaker City Bancorp, Inc., Whittier, California.	Fed Reg - 02/07/2003 Newspaper - 01/28/2003
4(c)(8)	Friedman, Billings, Ramsey Group, Inc. (currently known as Forest Merger Corporation), and FBR TRS Holdings, Inc., both of Arlington, Virginia, to acquire 5.74% of the voting shares of First Bell Bancorp, Inc., Pittsburgh, Pennsylvania.	Fed Reg - 02/07/2003 Newspaper - 01/28/2003

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(5)	MountainBank Financial Corporation, Hendersonville, North Carolina, to acquire CNB Holdings, Inc., Pulaski, Virginia.*	Fed Reg - 02/07/2003 Newspaper - 02/10/2003
3(a)(5)	MountainBank Financial Corporation, Hendersonville, North Carolina, to acquire Cardinal Bankshares Corporation, Floyd, Virginia.*	Fed Reg - 02/07/2003 Newspaper - 02/10/2003

\*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.

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

<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>
991621	Citizens Bank & Trust Company 126 South Main Street Blackstone, Virginia 23824	10/28/2002	01/11/2003	S		X
679826	Middleburg Bank 111 W. Washington Street Middleburg, Virginia 20117	10/28/2002	01/11/2003	S		X

**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, January 11, 2003

#### 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 2010-2030 Metairie Road, Metairie, Louisiana, to be known as the Metairie Road Branch.*	Newspaper-01/22/2003
Branch	SunTrust Bank, Atlanta, Georgia, to establish a branch located at 5080 Newberry Road, Gainesville, Florida, to be known as the SunTrust Plaza Office.*	Newspaper-01/24/2003
Branch	Compass Bank, Birmingham, Alabama, to establish a branch located at the intersection of North Lake Pleasant Road and West Beardsley Road, Peoria, Arizona, to be known as the Peoria - Lake Pleasant Branch.*	Newspaper-01/09/2003
Branch	Compass Bank, Birmingham, Alabama, to establish a branch located at 12434 North Tatum Boulevard, Phoenix, Arizona, to be known as the Phoenix - Tatum Branch.*	Newspaper-01/09/2003
Branch	Compass Bank, Birmingham, Alabama, to establish a branch located at the intersection of North 75th Avenue and West Thunderbird Road, Peoria, Arizona, to be known as the Peoria – Thunderbird Branch.*	Newspaper-01/09/2003
Branch	Compass Bank, Birmingham, Alabama, to establish a branch located at the intersection of West Bell Road and West Grand Avenue, Surprise, Arizona, to be known as the Surprise-Grand Branch.*	Newspaper-01/09/2003
Branch	Compass Bank, Birmingham, Alabama, to establish a branch located at the intersection of North 67th Avenue and State Highway 101, Glendale, Arizona, to be known as the Glendale - 67th Avenue Branch.*	Newspaper-01/09/2003
Branch	Compass Bank, Birmingham, Alabama, to establish a branch located at the intersection of South Gilbert Road and West Warner Road, Gilbert, Arizona, to be known as the Gilbert – Warner Branch.*	Newspaper-01/09/2003
Branch	Compass Bank, Birmingham, Alabama, to establish a branch located at the intersection of North Garland Avenue and State Highway 190, Garland, Texas, to be known as the Garland – Highway 190 Branch.*	Newspaper-01/09/2003

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Compass Bank, Birmingham, Alabama, to establish a branch located at the intersection of East Smoky Hill Road and South Himalaya Street, Centennial, Colorado, to be known as the Centennial - Himalaya Branch.*	Newspaper-01/09/2003
Branch	Compass Bank, Birmingham, Alabama, to establish a branch located at the intersection of East Baseline Road and North Cooper Road, Gilbert, Arizona, to be known as the Gilbert - Cooper Branch.*	Newspaper-01/09/2003
Branch	Compass Bank, Birmingham, Alabama, to establish a branch located at the intersection of East Florida Avenue and South Havana Street, Aurora, Colorado, to be known as the Aurora - Florida Branch.*	Newspaper-01/09/2003
Branch	Compass Bank, Birmingham, Alabama, to establish a branch located at the intersection of West 80th Avenue and Wadsworth Boulevard, Arvada, Colorado, to be known as the Arvada – Wadsworth Branch.*	Newspaper-01/09/2003
Branch	Compass Bank, Birmingham, Alabama, to establish a branch located at 4625 Centerview Drive, San Antonio, Texas, to be known as the San Antonio - Centerview Branch.*	Newspaper-01/09/2003
Branch	Compass Bank, Birmingham, Alabama, to establish a branch located at the intersection of Central Avenue East and Tramway Boulevard Northeast, Albuquerque, New Mexico, to be known as the Albuquerque – Central Branch.*	Newspaper-01/09/2003
Branch	Compass Bank, Birmingham, Alabama, to establish a branch located at the intersection of Gattis School and Red Bud Lane, Round Rock, Texas, to be known as the Round Rock –Red Bud Branch.*	Newspaper-01/09/2003
Branch	Compass Bank, Birmingham, Alabama, to establish a branch located at the intersection of Highway 470 and Gartrell Road, Aurora, Colorado, to be known as the Aurora - Gartrell Branch.*	Newspaper-01/09/2003

\*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	BOL Bancshares, Inc., New Orleans, Louisiana, prior change in control notification filed by Scott Family Limited Liability Partnership (G. Harrison Scott, Shannon R. Scott, Sharry R. Scott, J. Slade Lewis), to acquire 10.21 percent of the outstanding shares of BOL Bancshares, Inc., New Orleans, Louisiana. Total pro forma ownership will be 12.14 percent.	Newspaper-01/30/2003 Fed Reg-01/29/2003

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(5)	CBS Banc Corp, Russellville, Alabama, to merge with Community Financial Services, Inc. and thereby acquire its subsidiary, Bank of Bolivar, both of Bolivar, Tennessee.*	Newspaper-02/04/2003 Fed Reg-02/03/2003
CIC	FBT Bancorp, Inc., Baton Rouge, Louisiana, prior change in control notice by L. Michael Ashbrook and Charles T. Bruce, to acquire in the aggregate up to approximately 40 percent of the outstanding shares of FBT Bancorp, Inc., Baton Rouge, Louisiana, and its subsidiary, Fidelity Bank and Trust Company, Baton Rouge, Louisiana.	Newspaper-01/06/2003 Fed Reg-N/Avail
3(a)(5)	United Community Banks, Inc., Blairsville, Georgia, to merge with First Central Bancshares, Inc., and thereby acquire First Central Bank, both of Lenoir City, 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>
4(c)(8)	IBERIABANK Corporation, New Iberia, Louisiana, to acquire 40 percent of the outstanding shares of Cadence Holdings, Inc., L.L.C., Lafayette, Louisiana.	Fed Reg-01/24/2003

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

<i>Type</i>	<i>Application</i>
COM	FCB Florida Bancorporation, Orlando, Florida, commitment waiver request.

## 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>
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 7

### Federal Reserve Bank of Chicago

Applications and notifications filed during the week ending Saturday, January 11, 2003

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	M&I Marshall & Ilsley Bank, Milwaukee, Wisconsin, to establish a branch facility to be located at CR-KK and Eisenhower Drive, Appleton, Wisconsin.*	Newspaper – 01/07/2003
18C & Branches	Unionbank, Streator, Illinois, to merge with Unionbank/Central, Princeton, Illinois, and thereby to establish 5 branches.*	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)	Amtrust, Inc., Dubuque, Iowa, to acquire 9.9 percent of United American Bank, San Mateo, California, a de novo bank in organization.*	Fed Reg – 02/06/2003 Newspaper – N/Avail
CIC	Notice by Steven M. Eldred, as Co-Trustee of the Eldred 2002 Family Trust, to gain control of Centre 1 Bancorp, Inc., Beloit, Wisconsin, and thereby indirectly acquire First National Bank and Trust Company of Beloit, Beloit, Wisconsin.	Fed Reg – N/Avail Newspaper – N/Avail
3(a)(5)	First Mutual Bancorp of Illinois, Inc., Harvey, Illinois, to acquire 90 percent of the voting shares of Security Bancorp of Dupage, Inc., Naperville, Illinois, and thereby indirectly acquire Security Bank of Dupage, Naperville, Illinois.*	Fed Reg – N/Avail Newspaper – N/Avail
3(a)(1)	Liberty Financial Services, Inc., Sioux City, Iowa, to become a bank holding company by acquiring 100 percent of Liberty National Bank (in organization), Sioux City, Iowa.*	Fed Reg – 02/10/2003 Newspaper – N/Avail
CIC	Notice by WPW Associates, L.P., Chicago, Illinois, and Antonia Whalen, Clementine Whalen and Nathaniel Whalen, all of Chicago, Illinois, and Amanda Whalen, Portland, Oregon, acting in concert with their parents, Wayne W. Whalen and Paula Wolff, Chicago, Illinois, to retain ownership of the outstanding shares of Unionbancorp, Inc., Ottawa, Illinois, and thereby indirectly retain voting shares of Unionbank, Streator, Illinois; Unionbank/Central, Princeton, Illinois; Unionbank/West, Macomb, Illinois, and Unionbank/Northwest, Hanover, Illinois.	Fed Reg – 01/15/2003 Newspaper – 01/10/2003

\* 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 Quarter of**

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

## District 8

### Federal Reserve Bank of St. Louis

Applications and notifications filed during the week ending Saturday, January 11, 2003

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Bank of Rogers, Rogers, Arkansas, to relocate its branch facility from 390 W. Centerton Boulevard, Centerton, Arkansas, to 350 E. Centerton Boulevard, Centerton, Arkansas.*	Newspaper – 11/23/2002

\* 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>
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>
Premises	Citizens Bank & Trust Company, Van Buren, Arkansas, to increase its investment in bank premises in the amount of \$150,000.

## 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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**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>
1397471	Bank of Little Rock Little Rock, Arkansas	9/16/2002	1/7/2003	S		X

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## Section VI – CRA examinations scheduled for

## Quarter of

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*Institution*

*Location*

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None

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## District 9

### Federal Reserve Bank of Minneapolis

Applications and notifications filed during the week ending Saturday, January 11, 2003

#### 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>
3A5	First National Bancorp, Inc., Libby, Montana, to merge with Montana First National Bancorporation, Kalispell, Montana, and thereby indirectly acquire Montana First National Bank, Kalispell, Montana.*	Fed Reg – 02/10/2003 Newspaper – N/Avail
CIC	Notice by Sabina Bosshard, Winona, Minnesota and William H. Bosshard, La Crosse, Wisconsin, to gain control of Clayton Bankshares Inc., Clayton, Wisconsin, and thereby indirectly gain control of Citizens State Bank of Clayton, Clayton, Wisconsin.	Fed Reg – 01/27/2003 Newspaper – N/Avail
3A3	Finlayson Bancshares, Inc., Finlayson, Minnesota proposes to acquire 100% of the voting shares of Floodwood Agency, Inc., Duluth, Minnesota, and thereby indirectly acquire First State Bank of Floodwood, Floodwood, Minnesota.*	Fed Reg – 02/06/2003 Newspaper – 02/06/2003

\*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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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 10

## Federal Reserve Bank of Kansas City

Applications and notifications filed during the week ending Saturday, January 11, 2003

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Five Points Bank, Grand Island, Nebraska, to establish a branch at 19 <sup>th</sup> Street & 39 <sup>th</sup> Avenue, Kearney, Nebraska.	Newspaper - 01/17/2003

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

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

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

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

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

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

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

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

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

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**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>
698957	CSB Bank 473 E. 69 Highway Claycomo, Missouri 64119	10/07/2002	01/08/2003	S		X
455150	Payne County Bank 202 S. Main Street Perkins, Oklahoma 74059	10/15/2002	01/08/2003	S		X

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

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



# District 11

## Federal Reserve Bank of Dallas

Applications and notifications filed during the week ending Saturday, January 11, 2003

### 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.

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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 12

## Federal Reserve Bank of San Francisco

Applications and notifications filed during the week ending Saturday, January 11, 2003

### 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.

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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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