
Federal Reserve Release



H.2

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

No. 17

Week Ending April 23, 2005

Testimony And Statements

Federal Budget Process Reforms -- statement by Chairman Greenspan before the Senate Budget Committee.

- Published, April 21, 2005

Recent Developments in the Payments System and Check Clearing for the 21st Century Act -- statement by Louise L. Roseman, Director, Division of Reserve Bank Operations and Payment Systems, before the Subcommittee on Financial Institutions and Consumer Credit of the House Committee on Financial Services.

- Published, April 20, 2005

Forms

Forms -- final Board review to extend without revision the Report of Net Debit Cap (FR 2226) and to extend with revision the Annual Daylight Overdraft Capital Report for U.S. Branches and Agencies of Foreign Banks (FR 2225), Application for Prior Approval to Become a Bank Holding Company or for a Bank Holding Company to Acquire an Additional Bank or Bank Holding Company (FR Y-3), Notification for Prior Approval to Become a Bank Holding Company or for a Bank Holding Company to Acquire an Additional Bank or Bank Holding Company (FR Y-3N), Notification for Prior Approval to Engage Directly or Indirectly in Certain Nonbanking Activities (FR Y-4), and International Applications and Prior Notifications under Subparts A and C of Regulation K (FR K-1).

- Approved, April 21, 2005

Enforcement

Bank of the Orient, San Francisco, California -- cease and desist order dated May 7, 2002, terminated April 18, 2005.

- Announced, April 20, 2005

Gold Bank, Leawood, Kansas, and Gold Banc Corporation, Inc. -- written agreement dated August 26, 2003, terminated April 19, 2005.

- Announced, April 20, 2005

Irwin Union Bank, Columbus, Indiana -- issuance of a consent order of assessment of a civil money penalty.

- Announced, April 20, 2005

The Bank, Warrior, Alabama -- issuance of a consent order of assessment of a civil money penalty.

- Announced, April 20, 2005

BS&R	Banking Supervision and Regulation	RBOPS	Reserve Bank Operations and Payment Systems
C&CA	Consumer and Community Affairs	IF	International Finance
FOMC	Federal Open Market Committee	OSDM	Office of Staff Director for Management

Bank Branches, Domestic

Richmond

Bank of the Commonwealth, Norfolk, Virginia -- to establish a branch at 4317
Pretty Lake Avenue.
- Withdrawn, April 18, 2005

Atlanta

First Georgia Community Bank, Jackson, Georgia -- to establish a branch at 3147
Highway 278, Covington.
- Approved, April 22, 2005

New York

Manufacturers and Traders Trust Company, Buffalo, New York -- to establish a
branch at 640 Johnson Avenue, Bohemia.
- Approved, April 22, 2005

Richmond

New Peoples Bank, Inc., Honaker, Virginia -- to establish a branch at 514
Commerce Drive, Bluefield.
- Approved, April 18, 2005

Atlanta

Regions Bank, Birmingham, Alabama -- to establish a branch at 2024 Corporate
Centre Drive, Myrtle Beach, South Carolina.
- Approved, April 22, 2005

Atlanta

Riverside Bank of the Gulf Coast, Cape Coral, Florida -- to establish a branch at
7370 College Parkway, Fort Myers.
- Approved, April 21, 2005

Bank Holding Companies

Minneapolis

Choice Financial Holdings, Inc., Grafton, North Dakota -- to acquire 85 percent of the shares of Peoples State Bank of Comfrey, Comfrey, Minnesota.

- Approved, April 20, 2005

Chicago

Edgebrook Bancorp, Inc., Chicago, Illinois -- to become a bank holding company and to acquire Edgebrook Bank, a de novo bank.

- Approved, April 20, 2005

St. Louis

Fayette Bancorp, Inc., Hickory Valley, Tennessee -- to become a bank holding company and to acquire at least 50 percent of the shares of Mason Bancorp, Inc. and thereby acquire The Bank of Mason, Mason.

- Approved, April 18, 2005

Kansas City

First National of Nebraska, Inc., Omaha, Nebraska -- relief from and revisions to certain commitments.

- Granted, April 22, 2005

St. Louis

FSB Bancorp, Inc., Houston, Texas -- to become a bank holding company and to acquire Evergreen Bancshares, Inc., Crossett, Arkansas, and thereby acquire First State Bank.

- Withdrawn, April 20, 2005

St. Louis

Home Bancshares, Inc., Conway, Arkansas -- to merge with Marine Bancorp, Inc., Marathon, Florida, and thereby acquire Marine Bank of the Florida Keys.

- Approved, April 22, 2005

Atlanta

Jones County Bancshares, Inc., Laurel, Mississippi -- to become a bank holding company and to acquire Bank of Jones County.

- Approved, April 18, 2005

Bank Holding Companies

St. Louis

Mason Bancorp, Inc., Hickory Valley, Tennessee -- to become a bank holding company and to acquire The Bank of Mason, Mason.

- Approved, April 18, 2005

Atlanta

NSB Holdings, Inc., Macon, Georgia -- relief from a commitment.

- Granted, April 21, 2005

Cleveland

S&T Bancorp, Inc., Indiana, Pennsylvania -- to acquire up to 9.9 percent of CBT Financial Corp., Clearfield, and thereby acquire its subsidiary, The Clearfield Bank and Trust Company.

- Approved, April 18, 2005

Richmond

The South Financial Group, Greenville, South Carolina -- to acquire Pointe Financial Corporation, Boca Raton, Florida.

- Approved, April 21, 2005

San Francisco

Uniti Financial Corporation, Buena Park, California -- to become a bank holding company and to acquire Uniti Bank, and election to become a financial holding company.

- Approved, April 22, 2005

Bank Mergers

Kansas City

The Citizens-Farmers Bank of Cole Camp, Cole Camp, Missouri -- to purchase certain assets and assume certain liabilities of the Stover branch of Concordia Bank, Concordia, and thereby establish a branch, and to increase its investment in bank premises.

- Approved, April 21, 2005

Banks, Foreign

Director, BS&R

Banco Financiera Comercial Hondurena, S.A., Tegucigalpa, Honduras -- to establish a representative office in Miami, Florida.

- Approved, April 20, 2005

Change In Bank Control

Kansas City

F&C Bancorp, Inc., Holden, Missouri -- change in bank control.

- Permitted, April 18, 2005

Competitive Factors Reports

Boston

The First National Bank of Ipswich, Ipswich, Massachusetts -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of the Boston branch of Atlantic Bank of New York, New York, New York.

- Submitted, April 18, 2005

Philadelphia

The First National Bank of McConnellsburg, McConnellsburg, Pennsylvania -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of the Hancock, Maryland, branch of Hagerstown Trust Company, Hagerstown.

- Submitted, April 19, 2005

St. Louis

The New Washington State Bank, New Washington, Indiana -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of the Borden branch of Springs Valley Bank & Trust Company, French Lick.

- Submitted, April 22, 2005

San Francisco

Uniti Bank, Buena Park, California -- report on competitive factors of the proposed merger with Uniti Merger Corporation.

- Submitted, April 19, 2005

Extensions Of Time

Chicago

Arthur R. Murray, Inc., Milford, Illinois -- extension to August 8, 2005, to acquire Dewey State Bank, Dewey.
- Granted, April 18, 2005

Chicago

CSB Bancorp, Inc., Chelsea, Michigan -- extension to June 22, 2005, to become a bank holding company and to acquire Chelsea State Bank.
- Granted, April 21, 2005

San Francisco

Mitsubishi Tokyo Financial Group, Inc., Tokyo, Japan, and The Bank of Tokyo-Mitsubishi, Ltd. -- extension to October 14, 2005, to acquire UFJ Futures L.L.C., Chicago, Illinois, and Central Leasing (U.S.A.) Inc., Florence, Kentucky; and for Mitsubishi Tokyo Financial Group and The Mitsubishi Trust and Banking Corporation, Tokyo, to acquire UFJ Trust Company of New York, New York, New York.
- Granted, April 22, 2005

Chicago

Oswego Community Bank Employee Stock Ownership Plan, Oswego, Illinois -- extension to July 30, 2005, to increase its ownership from 33.45 percent to 51 percent of the shares of Oswego Bancshares, Inc. and thereby acquire Oswego Community Bank.
- Granted, April 22, 2005

Chicago

Sand Ridge Bank, Highland, Indiana -- extension to May 26, 2005, to establish a branch at County Road 350 South and Concord Road, Lafayette.
- Granted, April 18, 2005

Richmond

Sandy Spring Bank, Olney, Maryland -- extension to November 25, 2005, to establish a branch at 8315 Ice Crystal Drive, Scaggsville.
- Granted, April 21, 2005

Financial Holding Companies

Kansas City

Oklahoma State Bancshares, Inc., Vinita, Oklahoma -- election to become a financial holding company.
- Effective, April 21, 2005

Regulations And Policies

Secretary

Regulation CC -- technical amendments to appendix A to reflect the restructuring of check processing operations in the Kansas City and San Francisco Federal Reserve Districts (Docket No. R-1228).
- Approved, April 19, 2005

District 1

Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, April 23, 2005

Section I – Applications subject to newspaper notice only

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

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

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

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

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

Section VI – CRA examinations scheduled for

Quarter of

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

District 2

Federal Reserve Bank of New York

Applications and notifications filed during the week ending Saturday, April 23, 2005

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
FBSEA	Banco Latinoamericano De Exportaciones, S.A., Panama City, Panama, to establish a representative office in Miami, Florida.	Newspaper – N/Avail
FBSEA	Banco Votorantim, Sao Paulo, Brazil, to establish a representative office in New York, New York.	Newspaper – N/Avail
FBSEA	Lloyds TSB Offshore Limited, St. Helier, Jersey, to establish a representative office in Miami, Florida.	Newspaper – N/Avail

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
CIC	Change in Bank Control by the Scharphf Family, Old Bridge, New Jersey, to acquire up to 37.08 percent of the common stock of Amboy Bancorporation, Old Bridge, New Jersey.	Newspaper- 5/10/2005 Fed Reg - 5/11/2005
* 3A3	Hudson Valley Holding corp., Yonkers, New York, proposes to acquire 100 percent of New York National Bank, Bronx, New York.	Newspaper - 5/18/2005 Fed Reg - N/Avail
* 3A1	Treetops Acquisition Group LP, Treetops Acquisition Group II LP, Treetops Acquisition Group Ltd., Treetops Acquisition Group II Ltd., CAM Discount Ltd. and the Edgar M. Bronfman Trusts A, B, C, D, E, F and G, all of New York, New York, (the “Application”) for prior approval of the Board of Governors of the Federal Reserve System (the “Board”), pursuant to Section 3(a)(1) of the Bank Holding Company Act of 1956, as amended, to become bank holding companies through the acquisition of up to fifty-one percent of the outstanding shares of Israel Discount Bank, Ltd., Tel Aviv, Israel, and thereby acquire Discount Bancorp, New York, New York and its New York State-chartered bank, Israel Discount Bank of New York, New York, New York.	Newspaper - N/Avail Fed Reg - 5/13/2005

* Subject to the provisions of the Community Reinvestment Act.

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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					<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for Quarter of

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

District 3

Federal Reserve Bank of Philadelphia

Applications and notifications filed during the week ending Saturday, April 23, 2005

Section I – Applications subject to newspaper notice only

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

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

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

Section III – Applications subject to Federal Register notice only

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

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

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

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<i>number</i>	<i>Institution/Location</i>	<i>date</i>	<i>public date</i>	<i>rating</i>	<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for Quarter of

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

District 4

Federal Reserve Bank of Cleveland

Applications and notifications filed during the week ending Saturday, April 23, 2005

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
*Branch	Fifth Third Bank, Cincinnati, OH to establish a temporary branch at The Pete Dye Golf Club, 801 Aaron Smith Drive, Bridgeport, WV	Newspaper - 04/23/2005
*Branch	Fifth Third Bank, Grand Rapids, MI to establish a branch at 4370 Highland Road, Waterford, MI	Newspaper - 04/27/2005
*Branch	Fifth Third Bank, Grand Rapids, MI to establish a branch at 640 West Diersey Parkway, Chicago, IL	Newspaper - 04/30/2005
*Branch	Fifth Third Bank, Grand Rapids, MI to establish a branch at 5930 West US 52, New Palestine, IN	Newspaper - 04/23/2005

*Subject to the provisions of the Community Reinvestment Act

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
*3(a)(5)	Peoples Community Bancorp, Inc., West Chester, OH to acquire American State Corporation and its wholly-owned subsidiary American State Bank, both of Lawrenceburg, IN	Newspaper - N/Avail Fed Reg - 04/07/2005

*Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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					<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for Quarter of

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

District 5

Federal Reserve Bank of Richmond

Applications and notifications filed during the week ending Saturday, April 23, 2005

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	The Marathon Bank, Winchester, Virginia, to establish a branch at 2252 Valley Avenue, Winchester, Virginia.*	Newspaper – 05/02/2005
Branch	Farmers & Merchants Bank, Timberville, Virginia, to operate a courier service to pick up deposits from business customers in the city of Harrisonburg, Virginia, and in the county of Rockingham, Virginia.*	Newspaper – 05/05/2005

*Subject to the provisions of the Community Reinvestment Act.

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(1)	Square 1 Financial, Inc., Pinehurst, North Carolina, to become a bank holding company through the acquisition of 100% of the voting shares of Square 1 Bank, Durham, North Carolina (in organization).	Fed Reg – 05/20/2005 Newspaper – N/Avail
3(a)(3)	Abigail Adams National Bancorp, Inc., Washington, D. C., to acquire 100% of the voting shares of Consolidated Bank & Trust Company, Richmond, Virginia.*	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>
None	

Section V – Availability of CRA public evaluations

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					<i>LrgBk</i>	<i>SmBk</i>
821120	Bank of the Commonwealth 403 Boush Street Norfolk, Virginia 23510	02/07/2005	04/23/2005	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, April 23, 2005

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	MidSouth Bank, Murfreesboro, Tennessee, to establish a mobile branch to operate in Rutherford, Bedford, Cannon, Coffee, Davidson, Williamson, and Wilson counties in Tennessee.*	Newspaper - 04/28/2005

*Subject to provisions of the Community Reinvestment Act

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(1)	Copiah Bancshares, Inc., Hazlehurst, Mississippi, to become a bank holding company by acquiring 100 percent of the outstanding shares Copiah Bank, National Association, Hazlehurst, Mississippi.*	Newspaper - 05/09/2005 Fed Reg - 05/13/2005
3(a)(1)	FirstFed Bancorp, Inc. Employee Stock Ownership Plan, Bessemer, Alabama, to become a bank holding company by acquiring 32 percent of the outstanding shares of FirstFed Bancorp, Inc., and its subsidiary, First Financial Bank, both of Bessemer, Alabama.*	Newspaper - 05/14/2005 Fed Reg - 05/20/2005
3(a)(3)	Habersham Bancorp, Cornelia, Georgia, to acquire 100 percent of the outstanding shares of Liberty Bank & Trust, Toccoa, Georgia.*	Newspaper - 05/19/2005 Fed Reg - 05/20/2005

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

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

<i>Type</i>	<i>Application</i>
3(a)(1)	Neighborhood Bank Corporation, Palatka, Florida, notice to become a bank holding company by acquiring 100 percent of the outstanding shares of Putnam State Bank, Palatka, Florida.

Section V – Availability of CRA public evaluations

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					<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for

Quarter of

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

District 7

Federal Reserve Bank of Chicago

Applications and notifications filed during the week ending Saturday, April 23, 2005

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Comeric a Bank, Detroit, Michigan, to establish a branch facility to be located at the northeast corner of Bellaire Boulevard and Rogersdale, Houston, Texas.*	Newspaper – N/Avail
18C & Branches	Village Bank and Trust of Arlington Heights, Arlington Heights, Illinois, to merge with First Northwest Bank, Arlington Heights, Illinois, and thereby to establish branches at 234 West Northwest Highway, Arlington Heights, Illinois, and at 150 East Rand Road, Arlington Heights, Illinois.*	Newspaper – 05/01/2005

* Subject to the provisions of the Community Reinvestment Act

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
CIC	Notice by the Hansen family (Jutta Hansen, DeWitt, Iowa and Chris Hansen III, Grand Mound, Iowa individually and as trustees of the Chris F. Hansen, Jr. Trust, DeWitt, Iowa; Pamela A. Swahn IRA, Granite Bay, California; Pamela A. Swahn, Granite Bay, California; Anne H. Fergus, Whitefish Bay, Wisconsin; and Melanie K. Boosalis, Long Grove, Iowa) to acquire control of 30.66 percent of the common stock of DeWitt Bancorp, Inc., DeWitt, Iowa, and thereby indirectly DeWitt Bank and Trust Company, DeWitt, Iowa.	Fed Reg – 04/20/2005 Newspaper – 4/29/2005
CIC	Notice by Walter Carlson, Naples, Florida, and Dennis Shull, Indianola, Iowa, to increase their ownership of Morning Sun Bank Corp., Morning Sun, Iowa, and thereby indirectly Iowa State Bank, Wapello, Iowa, to 66.67 percent and 33.33 percent, respectively.	Fed Reg – 05/11/2005 Newspaper – N/Avail
3(a)(3)	Peotone Bancorp, Inc., Peotone, Illinois, to acquire up to 20.06 percent of the voting shares of SouthwestUSA Corporation, Las Vegas, Nevada, and thereby indirectly acquire SouthwestUSA Bank, Las Vegas, Nevada.*	Fed Reg – 05/13/2005 Newspaper – N/Avail

* Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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					<i>LrgBk</i>	<i>SmBk</i>
49148	Rushville State Bank Liberty & Lafayette P.O. Box 50 Rushville, Illinois 62681 (217) 322-3323	11/29/2004	04/15/2005	S		X
2744063	Tower Bank & Trust Co. 116 E. Berry Street Fort Wayne, Indiana 46801 (260) 427-7000	12/06/2004	04/15/2005	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, April 23, 2005

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	The Bank of Fayette County, Moscow, Tennessee, to establish a branch facility to be located at 3155 Highway 64, Eads, Tennessee.*	Newspaper – 05/06/2005

* Subject to the provisions of the Community Reinvestment Act

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3A1	ESB Bancorp, Inc., Elberfeld, Indiana, to become a bank holding company by acquiring 100 percent of The Elberfeld State Bank, Elberfeld, Indiana.*	Newspaper – 05/18/2005 Fed Reg – N/Avail
3A3	German American Bancorp, Jasper, Indiana, to acquire 9.8 percent of Eclipse Bank, Inc., Louisville, Kentucky (in organization).*	Newspaper – 05/20/2005 Fed Reg – N/Avail
3A3	Mercantile Bancorp, Inc., Quincy, Illinois, to increase its ownership from 13.75 percent up to 21 percent of NorthStar Bancshares, Inc., Kansas City, Missouri, and thereby increase its indirect control of NorthStar Bank, National Association, Kansas City, Missouri. (Previously submitted during the week ending April 16, 2005).*	Newspaper – 05/16/2005 Fed Reg – 05/20/2005

* Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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

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>
2594240	The Capital Bank Little Rock, AR	01/10/2005	04/22/2005	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, April 23, 2005

Section I – Applications subject to newspaper notice only

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

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(5)	Deerwood Bancshares, Inc., Deerwood, Minnesota, to acquire 100 percent of Northome Bancshares, Inc., Northome, Minnesota, and thereby indirectly acquire Northland Community Bank, Northome, Minnesota.*	Fed Reg - 04/22/2005 Newspaper - 04/29/2005

* Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

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

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
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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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, April 23, 2005

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Kearney Commercial Bank, Kearney, Missouri, to relocate its main office to 950 W. 92 Highway, Kearney, Missouri, and to establish a branch at 100 W. 92 Highway, Kearney, Missouri.	Newspaper - 04/29/2005

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(1)	Second Capital Investments, LLC, Lee's Summit, Missouri, to become a bank holding company through the acquisition of up to 33.90 percent of the voting shares of 1 st Financial Bancshares, Inc., Overland Park, Kansas, parent of 1 st Financial Bank, Overland Park, Kansas.	Newspaper - N/Avail. Fed Reg - N/Avail.
CIC	Notification by T. Coleman Andrews, III, Jackson, Wyoming; Everette G. Allen, Jr., Richmond, Virginia; Allen S. Andrews, Middleburg, Virginia; Timothy A. Anonick, Midlothian, Virginia; John C. Backus, Jr., Great Falls, Virginia; David F. Bullock, Alpine, Utah; Marvin P. Bush, Alexandria, Virginia; Christopher H. Daniell, Hopkinton, New Hampshire; Laurence C. Fentriss, Richmond, Virginia; Davila Jaime, McAllen, Texas; Ronald P. Mika, Alpine, Utah; Geoffrey S. Rehnert, Weston, Massachusetts; Kevin W. Wilson, Virginia Beach, Virginia; and Marc B. Wolpow, Wellesley, Massachusetts, to acquire control of Rock Springs American Bancorporation, Inc., parent of American National Bank of Rock Springs, both of Rock Springs, Wyoming.	Newspaper - 05/11/2005 Fed Reg - 05/11/2005
CIC	Notification by Stephen Sherlock, Lamar, Colorado, individually and as trustee for Colorado East Bank & Trust Employee Stock Ownership Plan, Lamar, Colorado, to retain control of ColoEast Bankshares, Inc., Lamar, Colorado, parent of First National Bank of Tribune, Tribune, Kansas, and Colorado East Bank & Trust, Lamar, Colorado.	Newspaper - 05/04/2005 Fed Reg - 04/25/2005

Section III – Applications subject to Federal Register notice only

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

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

<i>Type</i>	<i>Application</i>
Investment in Bank Premises	Kearney Commercial Bank, Kearney, Missouri, to increase its investment in bank premises.

Section V – Availability of CRA public evaluations

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

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

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					<i>LrgBk</i>	<i>SmBk</i>
990352	United Bank & Trust Company 823 Broadway Marysville, Kansas 66508	01/24/2005	04/22/2005	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, April 23, 2005

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Texas State Bank, McAllen, TX, to establish a branch to be located at 325 North St. Paul Street, Dallas, TX 75201.*	Newspaper - 05/03/2005

*Subject to the provisions of the Community Reinvestment Act.

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(1)	CSAB Holdings, L.L.C., Dallas, TX, to become a bank holding company by acquiring 36 percent of Parkway National Bancshares, Inc., Plano, TX, and indirectly acquire Parkway National Bancshares of Delaware, Inc., Wilmington, DE, and Parkway Bank, N.A., Plano, TX.*	Fed Reg – 05/20/2005 Newspaper – N/Avail
3(a)(3)	Olney Bancshares of Texas, Inc., Olney, TX, and Olney Bancorp of Delaware, Inc., Wilmington, DE, to acquire 100 percent of Rose Rock Bank, OK (de novo).*	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>
None	

Section V – Availability of CRA public evaluations

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<i>number</i>	<i>Institution/Location</i>	<i>date</i>	<i>public date</i>	<i>rating</i>	<i>LrgBk</i>	<i>SmBk</i>
None						

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

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

District 12

Federal Reserve Bank of San Francisco

Applications and notifications filed during the week ending Saturday, April 23, 2005

Section I – Applications subject to newspaper notice only

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

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

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

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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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	
