
Federal Reserve Release



H.2

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

No. 41

Week Ending October 13, 2012

Enforcement

Sunrise Bank, Cocoa Beach, Florida -- prompt corrective action directive dated August 26, 2010, terminated October 9, 2012.

- Announced, October 11, 2012

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**MA** Monetary Affairs**Bank Branches, Domestic**

Richmond

The First Bank and Trust Company, Lebanon, Virginia -- to establish a branch at 610 North Main Street, Bridgewater.

- Approved, October 11, 2012

San Francisco

Pacific Premier Bank, Costa Mesa, California -- to establish a branch at 12901 Von Karman Avenue, Irvine.

- Approved, October 11, 2012

Bank Holding Companies

Director, BS&R

Citigroup, Inc., New York, New York -- modification of a commitment.

- Granted, October 12, 2012

St. Louis

Financial FedCorp, Inc., Memphis, Tennessee -- to become a bank holding company on the conversion of its subsidiary savings bank, Financial Federal Savings Bank, Memphis, to a state-chartered commercial bank.

- Approved, October 11, 2012

Secretary

Fulton Financial Corporation, Lancaster, Pennsylvania -- to acquire shares in Bryn Mawr Bank Corporation, Bryn Mawr, and The Bryn Mawr Trust Company.

- Approved, October 12, 2012

Bank Holding Companies

St. Louis

Reliable Community Bancshares, Inc., Perryville, Missouri -- (1) to acquire First Southeast Missouri Bancorporation, Inc., Scott City, and its subsidiary bank, Security Bank and Trust Company and (2) for First Southeast Acquisition Corporation, Perryville, to become a bank holding company by acquiring First Southeast Missouri.

- Approved, October 9, 2012

San Francisco

Washington Federal, Inc., Seattle, Washington -- waiver of application to acquire South Valley Bancorp, Inc., Klamath Falls, Oregon, in connection with the merger of their respective subsidiaries, Washington Federal, Seattle, and South Valley Bank & Trust, Klamath Falls.

- Granted, October 12, 2012

Bank Premises

New York

The Adirondack Trust Company, Saratoga Springs, New York -- to increase its investment in bank premises.

- Approved, October 12, 2012

Change in Bank Control

St. Louis

Central Missouri Shares, Inc., Lebanon, Missouri -- change in bank control of Central Missouri and its subsidiary bank, Central Bank, Lebanon.

- Permitted, October 12, 2012

Extensions of Time

Chicago

Minier Financial, Inc. Employee Stock Ownership Plan with 401(k) Provisions, Minier, Illinois -- extension to January 20, 2013, to increase its ownership of Minier Financial, Inc., Minier, and its subsidiary bank, First Farmers State Bank.

- Granted, October 11, 2012

International Operations

Director, BS&R

State Street Bank and Trust Company, Boston, Massachusetts -- (1) to make investments in its Edge corporation subsidiary, State Street International Holdings (SSIH), Boston, in excess of the limit set in Regulation K and (2) prior notice by State Street and SSIH to make investments in certain of their subsidiaries, all in connection with the acquisition of the Goldman Sachs Administration Services business.

- Approved, October 10, 2012

Savings and Loan Holding Companies

Boston

Berkshire Hills Bancorp, Inc., Pittsfield, Massachusetts -- waiver of application to acquire Beacon Federal Bancorp, Inc., East Syracuse, New York, in connection with the merger of their respective subsidiaries, Berkshire Bank, Pittsfield, and Beacon Federal, East Syracuse.

- Granted, October 12, 2012

Philadelphia

Northfield Bancorp, MHC, Staten Island, New York, and Northfield Bancorp, Inc. -- (1) to acquire by merger Flatbush Federal Bancorp, MHC, Brooklyn, and its subsidiaries and (2) for Northfield MHC's subsidiary, Northfield Bancorp, Inc., to issue stock in connection with the proposed merger.

- Approved, October 5, 2012

(A/C)

District: 1

Federal Reserve Bank of Boston

Filings received during the week ending October 13, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
BROOKLINE BANK	* Branch	Application by Brookline Bank, Brookline, Massachusetts, to establish a full-service branch at 131 Clarendon Street, Boston, Massachusetts, pursuant to Section 208.6 of Regulation H.	Newspaper:	10/19/2012
			Federal Register:	Not applicable

District: 1

Federal Reserve Bank of Boston

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.

RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
NONE					

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

* Subject to the provisions of the Community Reinvestment Act

District: 2

Federal Reserve Bank of New York

Filings received during the week ending October 13, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
JPMORGAN CHASE & CO.	Investment	JPMorgan Chase & Co., New York, New York, provides prior notice to the Board, pursuant to Section 211.9(f) of Regulation K, of its intention to make an investment.	Newspaper: Federal Register:	Not applicable Not applicable
M&T BANK CORPORATION	* 4c8 * 18C	M&T Bank Corporation, Buffalo, New York, and Wilmington Trust Corporation, Wilmington, Delaware, to acquire Hudson City Bancorp, Inc. and thereby indirectly acquire Hudson City Savings Bank, FSB, both of Paramus, New Jersey, and thereby operate a savings association. Manufacturers and Traders Trust Company, Buffalo, New York, to merge with Hudson City Savings Bank, FSB.	Newspaper: Federal Register:	Not available 10/27/2012

District: 2

Federal Reserve Bank of New York

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.

RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
NONE					

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

* Subject to the provisions of the Community Reinvestment Act

District: 3

Federal Reserve Bank of Philadelphia

Filings received during the week ending October 13, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period
--------------	--------------------	------------------------	------------------------------

NONE

District: 3

Federal Reserve Bank of Philadelphia

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.

RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
NONE					

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

* Subject to the provisions of the Community Reinvestment Act

District: 4

Federal Reserve Bank of Cleveland

Filings received during the week ending October 13, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
FIRSTMERIT CORPORATION	* 3A5	Application by FirstMerit Corporation, Akron, Ohio, to acquire Citizens Republic Bancorp, Flint, Michigan	Newspaper: Federal Register:	Not available Not available
INFIRST BANCORP INC	* 3A1	InFirst Bancorp, MHC and InFirst Bancorp, Inc., both of Indiana, Pennsylvania to become bank holding companies by acquiring 100 percent of Indiana Savings Bank, Indiana, Pennsylvania pursuant to section 3 of the Bank Holding Company Act	Newspaper: Federal Register:	10/29/2012 11/09/2012
TONTI FINANCIAL CORP TRUST	CIC	Notice of Change in Control by Tonti Financial Corp Trust, Tonti Financial Corp Trust II, The Alfred E. Tonti Trust, and their trustee, Thomas Tonti, Columbus, Ohio, to acquire up to 49.9% of the voting shares of Tonti Financial Corp, Columbus, Ohio	Newspaper: Federal Register:	10/22/2012 10/29/2012

District: 4

Federal Reserve Bank of Cleveland

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.

RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
NONE					

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

* Subject to the provisions of the Community Reinvestment Act

District: 5

Federal Reserve Bank of Richmond

Filings received during the week ending October 13, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
BANQUE CENTRALE POPULAIRE	FBSEA	Banque Centrale Populaire, Casablanca, Morocco, to establish a representative office in Washington, D.C.	Newspaper: Federal Register:	Not available Not applicable
FIRST COMMUNITY BANK	* Branch	First Community Bank, Bluefield, Virginia, to establish a branch at 7290-17 Beach Drive SW, Ocean Isle Beach, North Carolina	Newspaper: Federal Register:	10/15/2012 Not applicable

District: 5

Federal Reserve Bank of Richmond

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.

RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
NONE					

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

* Subject to the provisions of the Community Reinvestment Act

District: 6

Federal Reserve Bank of Atlanta

Filings received during the week ending October 13, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
BANCTENN CORP.	* 3A5	BancTenn Corp., Kingsport Tennessee, to merge with Carter County Bancorp, Inc., and thereby acquire its subsidiary, Carter County Bank, both of Elizabethton, Tennessee.	Newspaper:	10/25/2012
			Federal Register:	11/05/2012
REGIONS FINANCIAL CORPORATION	4c8	Regions Financial Corporation, Birmingham, Alabama, to establish Regions Securities LLC, Atlanta, Georgia, and thereby engage in certain insitutional broker-dealer activities, pursuant to sections 4(k) and 4(j) of the Bank Holding Company Act.	Newspaper:	Not applicable
			Federal Register:	Not available

District: 6

Federal Reserve Bank of Atlanta

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.

RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
NONE					

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

* Subject to the provisions of the Community Reinvestment Act

District: 7

Federal Reserve Bank of Chicago

Filings received during the week ending October 13, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
CHEMICAL BANK	* 18C * Branch	Chemical Bank, Midland, Michigan, to purchase the assets and assume the liabilities of 21 branches of Independent Bank, Ionia, Michigan, and thereby establish 21 branches.	Newspaper: Federal Register:	Not available Not applicable
DUCLARKEE, INC.	CIC	Notice by the Job Family (Julia C. Job, Stuart L. Job, and Susan Job Hollingshead, all of Knoxville, Iowa), as a group acting in concert and individually by Stuart L. Job and Susan Job Hollingshead, for approval to gain control of Duclarkee, Inc., Knoxville, Iowa, and thereby indirectly Iowa State Savings Bank, Knoxville, Iowa.	Newspaper: Federal Register:	Not available 10/19/2012
KEYSTONE COMMUNITY BANCORPORATION	CIC	Notice by the Sindt Family (Darold, Paulette, and Derrick Sindt of Keystone, Iowa, and John and Krissa Sindt of Fairfax, Iowa) together as a group acting in concert, to gain control Keystone Community Bancorporation, Keystone, Iowa, and thereby indirectly control Keystone Savings Bank, Keystone, Iowa.	Newspaper: Federal Register:	10/24/2012 10/30/2012
ONTARIO BANCORPORATION, INC.	CIC	Richard P. DelMedico, Ontario, Wisconsin, Doreen M. Dahl, Cashton, Wisconsin, Denise M. Gunderson, Byron, Minnesota, Diana M. Fischer, Reno, Nevada, and Debra M. Schmitz, Norwalk, Wisconsin, together as a group acting in concert, to retain control of 25 percent or more of the outstanding shares of Ontario Bancorporation, Inc., and thereby indirectly retain control of Bank of Ontario, both of Ontario, Wisconsin.	Newspaper: Federal Register:	Not available 10/19/2012
TOWN AND COUNTRY BANK	* 18C * Branch	Town and Country Bank, Springfield, Illinois, to purchase 100 percent of the assets and assume liabilities of Logan County Bank, Lincoln, Illinois, and thereby establish branch offices, pursuant to section 18(c) of the Federal Deposit Insurance Act and Section 9 of the Federal Reserve Act.	Newspaper: Federal Register:	Not available Not applicable
TOWN AND COUNTRY FINANCIAL CORPORATION	CIC	Voting Trust and David E. Kirschner, Springfield, Illinois, as trustee of Voting Trust, to join the existing Kirschner Family Control Group through the acquisition of shares of Town and Country Financial Corporation, Springfield, Illinois, and thereby to indirectly acquire shares of Town and Country Bank, Springfield, Illinois, and Logan County Bank, Lincoln, Illinois.	Newspaper: Federal Register:	Not available 10/17/2012

* Subject to the provisions of the Community Reinvestment Act

District: 7

Federal Reserve Bank of Chicago

Filings received during the week ending October 13, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
UNITED COMMUNITY MHC	* MHC Conversion * SLHC Formation	United Community MHC, Lawrenceburg, Indiana, proposes to convert to stock form and merge with United Community Bancorp, Lawrenceburg, Indiana, an existing savings and loan holding company. The existing United Community Bancorp will merge with a new company, also called United Community Bancorp, Lawrenceburg, Indiana, which will become a savings and loan holding company through the acquisition of 100 percent of the outstanding stock of United Community Bank, Lawrenceburg, Indiana, a federal savings bank.	Newspaper: Federal Register:	Not available 10/22/2012
VISIONBANKSHARES, INC.	* 3A1	VisionBankshares, Inc., Boone, Iowa, to become a bank holding company by acquiring via merger 100 percent of Ogden Bancshares, Inc., Boone, Iowa, and thereby indirectly acquiring Ames Community Bank, Ames, Iowa.	Newspaper: Federal Register:	Not available 11/01/2012
WINTRUST FINANCIAL CORPORATION	* 3A3	Wintrust Financial Corporation, Rosemont, Illinois, for prior approval to acquire HPK Financial Corporation, Chicago, Illinois, and thereby indirectly acquire Hyde Park Bank & Trust Company, Chicago, Illinois, pursuant to section 3(a)(3) of the Bank Holding Company Act.	Newspaper: Federal Register:	Not available 10/29/2012

* Subject to the provisions of the Community Reinvestment Act

District: 7

Federal Reserve Bank of Chicago

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.

RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
NONE					

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

* Subject to the provisions of the Community Reinvestment Act

District: 8

Federal Reserve Bank of St. Louis

Filings received during the week ending October 13, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
AMERICAN FOUNDERS BANCORP, INC.	CIC	Notice by Clayton B. Patrick, individually, and as a member of a family control group to gain control of American Founders Bancorp, Lexington, Kentucky. The family control group consists of Clayton B. Patrick, Liz S. Patrick, Clayton M. Patrick, Carson B. Patrick, and Cooper A. Patrick, Frankfort, Kentucky.	Newspaper: Federal Register:	Not available 10/23/2012
C & J BENNETT FAMILY LIMITED PARTNERSHIP	* 3A1	C & J Bennett Family Limited Partnership, Hardinsburg, Kentucky, to become a bank holding company by acquiring 52.29 percent of Farmers Bancshares, Inc., Hardinsburg, Kentucky, and thereby indirectly acquire Farmers Bank, Hardinsburg, Kentucky, and Leitchfield Deposit Bank & Trust Company, Leitchfield, Kentucky.	Newspaper: Federal Register:	11/13/2012 11/08/2012

District: 8

Federal Reserve Bank of St. Louis

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.

RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
NONE					

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

* Subject to the provisions of the Community Reinvestment Act

District: 9

Federal Reserve Bank of Minneapolis

Filings received during the week ending October 13, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
C.F.C. BANCORP, INC.	CIC	Robert B. Flood, Jr., Marquette, Michigan, and Susan Flood-Dziubinski, Crystal Falls, Michigan, each propose to acquire control of 25 percent or more of the shares of C.F.C. Bancorp, Inc., Crystal Falls, Michigan, and thereby indirectly acquire First National Bank of Crystal Falls, Crystal Falls, Michigan. Additionally, these two individuals together with Susan J. Flood Revocable Living Trust, Crystal Falls, Michigan, Susan J. Flood-Dziubinski trustee; Mary Ann Flood Revocable Living Trust, Crystal Falls, Michigan, Robert B. Flood, Jr, and Susan J. Flood-Dziubinski, co-trustees; James Flood, Medford, Wisconsin; Lisa Flood, Marquette, Michigan; Mark A. Flood, Iron Mountain, Michigan; and Mark A. Flood Revocable Trust, Iron Mountain, Michigan, Mark A. Flood trustee as a group acting in concert to acquire 25 percent or more of the shares of C.F.C. Bancorp, Inc.	Newspaper: Federal Register:	Not available 10/30/2012
COMMUNITY PRIDE BANK CORPORATION	CIC	Change in Control Notice by Douglas Osborne and Donald Osborne, both of Ham Lake, Minnesota, as a group acting in concert, to acquire 25% percent or more of the shares of Community Pride Bank Corporation, Ham Lake, Minnesota, and thereby indirectly acquire Community Pride Bank, Isanti, Minnesota. In addition, Kenneth M. Welle and Lori M. Welle, both of Dayton, Minnesota, to acquire 10% or more of the shares of Community Pride Bank Corporation and thereby indirectly acquire control of Community Pride Bank. This proposal is related to the proposed redemption of subordinated debt issued by Community Pride Bank Corporation under the TARP CPP.	Newspaper: Federal Register:	10/24/2012 10/29/2012
FORSTROM BANCORPORATION, INC.	* 3A3	Forstrom Bancorporation, Inc., Clara City, Minnesota, to acquire 100 percent of Murdock Bancor, Inc., Mendota Heights, Minnesota, and thereby indirectly acquire First State Bank of Murdock, Murdock, Minnesota.	Newspaper: Federal Register:	Not available 10/29/2012
JOHNSON BANCSHARES, INC.	CIC	The Family Trust under the Last Will and Testament of Charles M. Johnson, Sr. dated March 13, 2007 (the "Trust"), and Charles M. Johnson, Jr., individually and as trustee of the Trust, propose to acquire 25 percent or more of the shares of Johnson Bancshares, Inc., Chatfield, Minnesota, and thereby indirectly gain control of Root River State Bank, Chatfield, Minnesota.	Newspaper: Federal Register:	Not available Not available

* Subject to the provisions of the Community Reinvestment Act

District: 9

Federal Reserve Bank of Minneapolis

Filings received during the week ending October 13, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
M & H FINANCIAL SERVICES, INC.	CIC	Retroactive Change in Control Notice by Quoin Financial Bank 401(K) Profit Sharing Plan, Miller, South Dakota (First Bank & Trust, Brookings, South Dakota, trustee; Tom, Jerry, and Garry Peterka with power to vote), and Goodman Group Management Deferred Compensation Rabbi Trust Plan, F/B/O Dan Peterka, Phoenix, Arizona (Wilmington Trust Retirement and Institutional Services Company, Phoenix, Arizona, trustee; Dan Peterka with power to vote), to join the Peterka Family Group which controls 25 % or more of the shares of M & H Financial Services Inc., Miller, South Dakota, and thereby indirectly controls Quoin Financial Bank, Miller, South Dakota.	Newspaper: Federal Register:	Not available Not available
PALMER BANCSHARES, INC.	CIC	Change in Control notice by Brooke L. Distad, Kasson, Minnesota, and Jeffrey C. Palmer, Mantorville, Minnesota, to acquire 25 percent or more of the shares of Palmer Bancshares, Inc., Kasson, Minnesota, and thereby indirectly gain control of Kasson State Bank, Kasson, Minnesota.	Newspaper: Federal Register:	Not available Not available

District: 9

Federal Reserve Bank of Minneapolis

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.

RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
NONE					

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

* Subject to the provisions of the Community Reinvestment Act

District: 10

Federal Reserve Bank of Kansas City

Filings received during the week ending October 13, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
BBJ INCORPORATED	* 3A5 4c8	BBJ Incorporated, Ord, Nebraska, to acquire 100 percent of the voting shares of City National Bancshares, Inc., parent of CNB Community Bank, both in Greeley, Nebraska. BBJ Incorporated, Ord, Nebraska, to engage in insurance activities through the acquisition of the assets of McQuillan Insurance Agency, a division of City National Bancshares, Inc., both in Greeley, Nebraska.	Newspaper: Federal Register:	10/27/2012 11/02/2012
CHEYENNE BANKING CORPORATION	CIC	Notification by Mikael Lowell Males, individually and as co-trustee of the Males Family Trust, the Males Family Trust, the Males 2010 Trust, The James L. Males Trust, and the William L. Males Living Trust, all of Edmond, Oklahoma, and Toni Darlene Swartwood, Elk City, Oklahoma, as co-trustee of the Males Family Trust, all as members of the Males Family group, to acquire control of Cheyenne Banking Corporation, parent of Security State Bank, both in Cheyenne, Oklahoma.	Newspaper: Federal Register:	10/17/2012 Not available
FREEPORT BANCSHARES, INC.	* 3A1	Freeport Bancshares, Inc., Argonia, Kansas, to become a bank holding company through the acquisition of 100 percent of the outstanding voting shares of Freeport State Bank, Harper, Kansas.	Newspaper: Federal Register:	Not available 11/01/2012
KCB BANK	* 18C * Branch	KCB Bank, Kearney, Missouri, to purchase certain assets and assume certain liabilities of Northland National Bank, Gladstone, Missouri, and incident thereto, to establish branches in Gladstone, Missouri and Overland Park, Kansas.	Newspaper: Federal Register:	Not available Not applicable
LEGACY FINANCIAL, INC.	* 3A1	Legacy Financial, Inc., Johnson, Kansas, to become a bank holding company through the acquisition of 100 percent of the outstanding voting shares of First National Bank of Syracuse, Syracuse, Kansas.	Newspaper: Federal Register:	Not available 11/01/2012
LUXURY DEVELOPMENT PARTNERS, INC.	* 3A1	Luxury Development Partners, Inc., Wichita, Kansas ("Luxury Development"), to acquire control of Community State Bancshares, parent company of Community State Bank, both of Wichita, Kansas, and, thus, to become a bank holding company. Luxury Development is applying to become a bank holding company by virtue of its direct control, together with that of its owners (Mark B. Hutton, Andrew W. Hutton, and Bill Warren), of over 25 percent of Community State Bancshares.	Newspaper: Federal Register:	Not available 10/27/2012

District: 10

Federal Reserve Bank of Kansas City

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.

RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
NONE					

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

* Subject to the provisions of the Community Reinvestment Act

District: 11

Federal Reserve Bank of Dallas

Filings received during the week ending October 13, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
FROST BANK	* Branch	Frost Bank, San Antonio, Texas, to establish two branches at the following locations: 1111 W. Beltline Road, Carrollton, Texas 75006; and 6300 La Vista Road, Dallas, Texas 75214.	Newspaper: Federal Register:	Not available Not applicable
GROESBECK BANCSHARES, INC.	CIC	Notice by James Leon Bradley, Sr., individually and as Trustee of the Bradley 2012 Irrevocable Trust, Groesbeck, Texas; The Bradley 2012 Irrevocable Trust, Groesbeck, Texas; Diana McBay Bradley, Groesbeck, Texas; Bryan Lee Bradley, Wortham, Texas; James Leon Bradley, Jr., Groesbeck, Texas; and Christopher Richard Bradley, Groesbeck, Texas, to retain 25 per cent or more of the shares in Groesbeck Bancshares, Inc., Groesbeck, Texas. Groesbeck Bancshares, Inc., controls Farmers State Bank, Groesbeck, Texas.	Newspaper: Federal Register:	10/24/2012 10/30/2012
HENDERSON CITIZENS BANCSHARES, INC.	* 3A5	Henderson Citizens Bancshares, Inc., Henderson, Texas, to acquire by merger 100 percent of First White Oak Bancshares, Inc., White Oak, Texas, and indirectly acquire White Oak State Bank, White Oak, Texas.	Newspaper: Federal Register:	Not available 10/19/2012
STRATEGIC GROWTH BANK INCORPORATED	* 3A3	Strategic Growth Bank Incorporated, El Paso, Texas, and Strategic Growth Bancorp Incorporated, El Paso, Texas, to acquire 100 percent of the outstanding shares of Mile High Banks, Longmont, Colorado.	Newspaper: Federal Register:	10/31/2012 11/09/2012
TREATY OAK BANK	* 18C * Branch	Treaty Oak Bank, Austin, Texas, to acquire through merger its affiliate Northstar Bank of Texas, Denton, Texas, pursuant to Section 18(c) of the Federal Deposit Insurance Act, and to establish branch offices at each of the present branch office locations of the target bank, and at its current head office location, pursuant to Section 9 of the Federal Reserve Act.	Newspaper: Federal Register:	Not available Not applicable

District: 11

Federal Reserve Bank of Dallas

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.

RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
NONE					

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

* Subject to the provisions of the Community Reinvestment Act

District: 12

Federal Reserve Bank of San Francisco

Filings received during the week ending October 13, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
FNB BANCORP	CIC	Notice by Thomas Galt Atwood, Glen Ellen, California, and Cypress Abbey Company, Colma, California, to retain 10 percent or more of the outstanding shares of capital stock of FNB Bancorp, and thereby indirectly retain 10 percent or more of the voting shares of First National Bank of Northern California, both of South San Francisco, California.	Newspaper: Federal Register:	Not available Not available
GRANDPOINT CAPITAL, INC.	* 3A3 4c8	Grandpoint Capital, Inc., Los Angeles, California, to acquire 100 percent of Bank Capital Corporation and The Biltmore Bank of Arizona, both of Phoenix, Arizona and 2) Grandpoint Capital, Inc., Los Angeles, California, to acquire 5055 Holdings, LLC, 5055-1 LLC and 5055-2 LLC, all of Phoenix, Arizona, and thereby engage in extending credit and servicing loans, pursuant to section 225.28(b)(1) of Regulation Y..	Newspaper: Federal Register:	11/08/2012 11/09/2012
ORIENT BANCORPORATION	CIC	Notice by Tieming Chen, Missouri, Texas, to acquire voting shares of Oreintal Bancorporation and thereby indirectly acquire voting shares of Bank of The Orient, both of San Francisco, California.	Newspaper: Federal Register:	Not available 10/17/2012

District: 12

Federal Reserve Bank of San Francisco

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.

RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
NONE					

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

* Subject to the provisions of the Community Reinvestment Act