
Federal Reserve Release



H.2

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

No. 44

Week Ending November 3, 2012

Bank Holding Companies

Sumitomo Mitsui Financial Group, Inc., Tokyo, Japan, and Sumitomo Mitsui Banking Corporation -- to acquire up to 9.9 percent of the voting shares of The Bank of East Asia, Limited, Hong Kong SAR, People's Republic of China, which is a registered bank holding company (FRB Order No. 2012-11).

- Approved, October 31, 2012

Forms

Forms -- initial Board review to extend with revision the Consumer Satisfaction Questionnaire (FR 1379a), Federal Reserve Consumer Help (FRCH) - Consumer Survey (FR 1379b), and Consumer Online Complaint Form (FR 1379c), and Semiannual Report of Derivatives Activity (FR 2436); to extend without revision the Domestic Branch Notification (FR 4001); and to conduct the Central Bank Survey of Foreign Exchange and Derivatives Market Activity (FR 3036).

- Proposed, October 31, 2012

Monetary and Financial Policy

Term Deposit Facility -- TDF auction of \$3 billion in 28-day term deposits on November 5, 2012.

- Announced, October 31, 2012

Personnel

Division of Research and Statistics -- joint appointment of Janice Shack-Marquez as deputy director in Research and Statistics and the Division of Monetary Affairs; appointment of Thomas Laubach as associate director; Michael Kiley as senior adviser in Research and Statistics and associate director in the Office of Financial Stability Policy and Research; Robin Prager as senior adviser; and Jeremy Rudd as adviser.

- Announced, November 2, 2012

Personnel

Division of Reserve Bank Operations and Payment Systems -- appointment of Niel Willardson as acting deputy director.

- Approved, October 30, 2012

Office of the Secretary -- appointment of Angela Dirr as visiting assistant secretary.

- Announced, November 1, 2012

Office of the Secretary -- appointment of Margaret Shanks as deputy secretary.

- Announced, November 1, 2012

Enforcement

Liberty Bancorp of Georgia, Inc., Clayton, Georgia -- written agreement with the Federal Reserve Bank of Atlanta and the State of Georgia Department of Banking and Finance.

- Announced, November 1, 2012

Macatawa Bank Corporation, Holland, Michigan -- written agreement dated July 23, 2010, terminated October 26, 2012.

- Announced, November 1, 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**

New York

Elmira Savings Bank, Elmira, New York -- to establish a branch at 404 South Hamilton Street, Village of Painted Post.

- Approved, October 31, 2012

Cleveland

Fifth Third Bank, Cincinnati, Ohio -- to establish a temporary branch to operate November 12-16, 2012, at Highland Meadows Golf Club, 11330 Twin Eagles Boulevard, Naples, Florida.

- Approved, October 30, 2012

Bank Holding Companies

Kansas City

American Bancorporation, Inc., Sapulpa, Oklahoma -- to acquire The Highland Ban-Corp, Inc., Cleveland, and The Cleveland Bank; and for American Heritage Bank, Sapulpa, to merge with The Cleveland Bank, Cleveland, and thereby establish a branch.

- Approved, October 31, 2012

Kansas City

Exchange Bancorp of Missouri, Inc., Fayette, Missouri -- for Exchange Bancorp of Missouri and its parent company, Northern Missouri Bancshares, Inc., Unionville, to acquire Slater Bancshares, Inc., Slater, and State Bank of Slater; and for Exchange Bank of Missouri, Fayette, to merge with State Bank of Slater and thereby establish a branch.

- Approved, November 1, 2012

Bank Holding Companies

Atlanta

Independent Bancshares, Inc. Employee Stock Ownership Plan, Red Bay, Alabama -- to acquire additional shares of Independent Bancshares, Inc., Red Bay, and its subsidiary, Community Spirit Bank.

- Approved, November 2, 2012

San Francisco

Umpqua Holdings Corporation, Portland, Oregon -- waiver of application to acquire Circle Bancorp, Novato, California, in connection with the merger of their respective subsidiaries, Umpqua Bank, Roseburg, Oregon, and Circle Bank, an industrial bank, Novato, California.

- Granted, October 31, 2012

Bank Mergers

St. Louis

Centennial Bank, Conway, Arkansas -- to purchase the assets and assume the deposit liabilities of Heritage Bank of Florida, Lutz, Florida, and thereby establish branches.

- Approved, November 2, 2012

Dallas

Treaty Oak Bank, Austin, Texas -- to acquire through merger its affiliate, Northstar Bank of Texas, Denton, and thereby establish branches.

- Approved, October 31, 2012

Change in Bank Control

Chicago

Duclarkee, Inc., Knoxville, Iowa -- change in bank control of Duclarkee and its subsidiary, Iowa State Savings Bank, Knoxville.

- Permitted, November 1, 2012

Minneapolis

Liberty Financial Services, St. Cloud, Saint Cloud, Minnesota -- change in bank control of Liberty Financial and its subsidiary, Liberty Savings Bank, FSB, Saint Cloud.

- Returned, November 2, 2012

Extensions of Time

Philadelphia

The Bryn Mawr Trust Company, Bryn Mawr, Pennsylvania -- extension to February 6, 2013, to purchase the assets and assume the liabilities of First Bank of Delaware, Wilmington, Delaware.

- Granted, November 1, 2012

St. Louis

First Security Bancorp, Searcy, Arkansas -- extension to February 8, 2013, to increase its ownership in CrossFirst Holdings, LLC, Leawood, Kansas.

- Granted, October 30, 2012

Membership

Kansas City

Lawson Bank, Lawson, Missouri -- to become a member of the Federal Reserve System.

- Approved, October 30, 2012

Savings and Loan Holding Companies

General Counsel and Director, BS&R

The Capital Group Companies, Inc., Los Angeles, California -- to deregister as a savings and loan holding company.

- Approved, October 31, 2012

General Counsel and Director, BS&R

Curragh Capital Partners II L.P., New York, New York -- to deregister as a savings and loan holding company.

- Approved, October 31, 2012

General Counsel and Director, BS&R

Davidson Companies, et al., Great Falls, Montana -- to deregister as savings and loan holding companies.

- Approved, October 31, 2012

General Counsel and Director, BS&R

Everence Holdings, Inc., Goshen, Indiana, and Everence Association, Inc. -- to deregister as savings and loan holding companies.

- Approved, October 31, 2012

General Counsel and Director, BS&R

FMR LLC, Boston, Massachusetts, and Fidelity Thrift Holding Company, Inc. -- to deregister as savings and loan holding companies.

- Approved, October 31, 2012

Savings and Loan Holding Companies

General Counsel and Director, BS&R

Independence Holding Corporation, Franklin, Tennessee -- to deregister as a savings and loan holding company.

- Approved, October 31, 2012

General Counsel and Director, BS&R

The Jones Financial Companies L.L.P., St. Louis, Missouri -- to deregister as a savings and loan holding company.

- Approved, October 31, 2012

General Counsel and Director, BS&R

Massachusetts Mutual Life Insurance Company, Springfield, Massachusetts -- to deregister as a savings and loan holding company.

- Approved, October 31, 2012

General Counsel and Director, BS&R

National Advisors Holdings, Inc., Overland Park, Kansas -- to deregister as a savings and loan holding company.

- Approved, October 31, 2012

General Counsel and Director, BS&R

Prudential Financial Inc., Newark, New Jersey, and Prudential IBH Holdco, Inc. -- to deregister as savings and loan holding companies.

- Approved, October 31, 2012

Savings and Loan Holding Companies

General Counsel and Director, BS&R

Robert M. Devlin Investment Trust, New York, New York -- to deregister as a savings and loan holding company.

- Approved, October 31, 2012

General Counsel and Director, BS&R

TCV Financial Corp., Richmond, Virginia -- to deregister as a savings and loan holding company.

- Approved, October 31, 2012

District: 1**Federal Reserve Bank of Boston****Filings received during the week ending November 3, 2012**

Filer	Filing Type	Filing Proposal	End of Comment Period	
GREENFIELD CO-OPERATIVE BANK	Member	Application by Greenfield Co-operative Bank, Greenfield, Massachusetts, to become a member of the Federal Reserve System pursuant to section 9 of the Federal Reserve Act and section 208.3 of Regulation H.	Newspaper: Federal Register:	Not applicable Not applicable
NEW HAMPSHIRE MUTUAL BANCORP	* 3A1	New Hampshire Mutual Bancorp, Manchester, New Hampshire to become a mutual holding company through the acquisition of Meredith Village Savings Bank, Meredith, New Hampshire, pursuant to section 3(a)(1) of the BHC Act.	Newspaper: Federal Register:	Not available Not available
NEW HAMPSHIRE MUTUAL BANCORP	* 3A3 * 3A5	New Hampshire Mutual Bancorp, Manchester, New Hampshire, to acquire Merrimack Bancorp, MHC, Concord, New Hampshire, and its subsidiary bank, Merrimack County Savings Bank, Concord, New Hampshire, pursuant to sections 3(a)(3) and 3(a)(5) of the BHC Act.	Newspaper: Federal Register:	Not available Not available
STOUGHTON CO-OPERATIVE BANK	Member	Application by Stoughton Co-Operative Bank, Stoughton, Massachusetts, to become a member of the Federal Reserve System pursuant to section 9 of the Federal Reserve Act and section 208.3 of Regulation H.	Newspaper: Federal Register:	Not applicable 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 November 3, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period
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NONE

District: 2

Federal Reserve Bank of New York

Availability of CRA Public Evaluations

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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 November 3, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period
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NONE

District: 3

Federal Reserve Bank of Philadelphia

Availability of CRA Public Evaluations

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RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
140018	LAFAYETTE AMBASSADOR BK, EASTON, PENNSYLVANIA	06/04/2012	10/25/2012	S	Large Bank

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 November 3, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period
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NONE

District: 4

Federal Reserve Bank of Cleveland

Availability of CRA Public Evaluations

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

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

- O = Outstanding
- S = Satisfactory
- NI = Needs to improve
- SN = Substantial noncompliance

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

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 November 3, 2012**

Filer	Filing Type	Filing Proposal	End of Comment Period	
ATLANTIC BANCSHARES, INC.	CIC	Edgar L. Woods, Bluffton, South Carolina, to retain control of 34.70% of Atlantic Bancshares, Inc., Bluffton, South Carolina.	Newspaper: Federal Register:	Not available Not available
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
LIVE OAK BANCSHARES, INC.	4c8	Live Oak Bancshares, Inc., Wilmington, North Carolina, to acquire 100% of the voting securities of Government Loan Solutions, Inc., Cleveland, Ohio, and thereby provide support services in connection with the settlement, accounting, and securitization processes for government guaranteed loans, including loans originated under the U.S. Small Business Administration loan programs and USDA loans.	Newspaper: Federal Register:	Not applicable Not applicable
SURREY BANCORP	CIC	Tamra Wright Thomas, Winston Salem, North Carolina, to acquire up to 10.06% of Surrey Bancorp, Mount Airy, North Carolina.	Newspaper: Federal Register:	Not available 11/08/2012

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
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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
1009420	STELLARONE BK, CHRISTIANSBURG, VIRGINIA	04/09/2012	09/27/2012	S	Large Bank

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 November 3, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period
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NONE

District: 6

Federal Reserve Bank of Atlanta

Availability of CRA Public Evaluations

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

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- S = Satisfactory
- NI = Needs to improve
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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
3532641	SMARTBANK, PIGEON FORGE, TENNESSEE	06/11/2012	10/29/2012	S	Int Sm Bank
3546899	TRISUMMIT BK, KINGSPORT, TENNESSEE	04/30/2012	10/28/2012	S	Small Bank

CRA Examinations scheduled for **Quarter of**

Institution	Location
NONE	

District: 7

Federal Reserve Bank of Chicago

Filings received during the week ending November 3, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
BANK OF PONTIAC	* 18C	Interagency Bank Merger Application requesting approval of the merger of Bluestem National Bank, Fairbury, Illinois with and into Bank of Pontiac, Pontiac, Illinois.	Newspaper: Federal Register:	Not available Not applicable
CENTRAL STATE BANK	* 18C * Branch	Central State Bank, Elkader, Iowa, to merge with Farmers Savings Bank, Walford, Iowa. As a result of the merger, Central State Bank, will establish a branch office at 345 Highway 151, Walford, Iowa.	Newspaper: Federal Register:	Not available Not applicable
FIRST STATE BANCORP OF MONTICELLO, INC. EMPLOYEE STOCK OWNERSHIP PLAN	* 3A3	First State Bancorp of Monticello, Employee Stock Ownership Plan, Monticello, Illinois, to increase its ownership of First State Bancorp of Monticello, Inc., Monticello, Illinois, from 25.51 percent to 100 percent, and thereby increase its indirect ownership of First State Bank, Monticello, Illinois and First State Bank of Bloomington, Bloomington, Illinois.	Newspaper: Federal Register:	Not available 11/30/2012
HEARTLAND FINANCIAL USA, INC.	* 3A3	Heartland Financial USA, Inc., Dubuque, Iowa, to acquire 100 percent of Heritage Bank, NA., Phoenix, Arizona.	Newspaper: Federal Register:	11/14/2012 11/13/2012
MARSEILLES BANCORPORATION, INC.	CIC	Notice by the group consisting of: JPMorgan Chase Bank, N.A., Naperville, Illinois as Trustee of the Jerry C. Bradshaw Family Trust - GST Non-Exempt Trust and the Jerry C. Bradshaw Family Trust - GST Exempt Trust; Charles M. Shea, Wilmette, Illinois, as committee member of the Jerry C. Bradshaw Family Trust - GST Non-Exempt Trust and the Jerry C. Bradshaw Family Trust - GST Exempt Trust; Molly Boed, Wassenaar, Netherlands, as committee member of the Jerry C. Bradshaw Family Trust - GST Non-Exempt Trust and the Jerry C. Bradshaw Family Trust - GST Exempt Trust; Betty J. Bradshaw, Wheaton, Illinois, as committee member of the Jerry C. Bradshaw Family Trust - GST Non-Exempt Trust and the Jerry C. Bradshaw Family Trust - GST Exempt Trust, to retain control of the outstanding shares of Marseilles Bancorporation, Inc., and thereby retain indirect control Marseilles Bank, both of Marseilles, Illinois.	Newspaper: Federal Register:	Not available 11/20/2012
NORTHERN TRUST COMPANY, THE	* Branch	The Northern Trust Company, Chicago, Illinois, to establish a branch facility to be located at 14624 North Scottsdale Road, Scottsdale, Arizona.	Newspaper: Federal Register:	Not available Not applicable

District: 7

Federal Reserve Bank of Chicago

Filings received during the week ending November 3, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
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
SALIN BANK AND TRUST COMPANY	* Branch	Letter of application to establish a branch office at 9929 Lima Road, Fort Wayne, Indiana on or around 2/4/2013.	Newspaper: Federal Register:	Not available Not applicable
TALMER BANCORP INC.	* 4c8	Talmer Bancorp, Inc., Troy, Michigan, requests approval to acquire First Place Bank, Warren, Ohio, a savings Association.	Newspaper: Federal Register:	Not available 11/30/2012
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
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

Federal Reserve Bank of Chicago

Availability of CRA Public Evaluations

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RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
139843	FIRST FARMERS B&T, CONVERSE, INDIANA	02/27/2012	10/20/2012	S	Int Sm Bank
716833	MARQUETTE BK, CHICAGO, ILLINOIS	05/09/2011	10/16/2012	O	Large Bank

CRA Examinations scheduled for Quarter of

Institution Location

NONE

District: 8

Federal Reserve Bank of St. Louis

Filings received during the week ending November 3, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
CASS COMMERCIAL BANK	* Branch	Cass Commercial Bank, Bridgeton, Missouri, to establish a branch facility to be located at 12412 Powerscourt Drive, St. Louis, Missouri.	Newspaper:	11/16/2012
			Federal Register:	Not applicable
MORGANTOWN DEPOSIT BANCORP, INC.	CIC	R. Forest Taylor and Zora Taylor, Morgantown, Kentucky, as the largest individual shareholders, and in concert with their immediate family members (Sue Ann Bond, Louisville, Kentucky; Patty Jo Murphy, Alvaton, Kentucky; Callie Jo Cromer, New Orleans, Louisiana; Amanda Kay Johnson, Spring Hill, Tennessee; Emily Ann Romans, Russellville, Kentucky; Robert Daniel Taylor, Morgantown, Kentucky; and Sharon Kay Taylor, Morgantown, Kentucky), to gain control of 10 percent or more of Morgantown Deposit Bancorp, Inc., Morgantown, Kentucky.	Newspaper:	11/20/2012
			Federal Register:	11/20/2012

District: 8

Federal Reserve Bank of St. Louis

Availability of CRA Public Evaluations

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RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
192147	CITIZENS B&TC, VAN BUREN, ARKANSAS	07/09/2012	10/16/2012	S	Int Sm Bank
772745	FIRST ILLINOIS BK, EAST SAINT LOUIS, ILLINOIS	05/23/2011	10/22/2012	S	Small Bank
397755	LEGACY BK & TR CO, ROGERSVILLE, MISSOURI	07/09/2012	10/26/2012	S	Small Bank

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 November 3, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
BEULAH BANCORPORATION, INC.	CIC	Notice of Change in Control by the Philip G. Amundson 2012 Irrevocable Grantor Trust, Sioux Falls, South Dakota, Matt Amundson, Trustee, Hendricks, Minnesota, Angie Mixner, Trustee, Sioux Falls, South Dakota, and Blair Folkens, Trustee, Brandson, South Dakota, to acquire 25 percent or more of the shares of Beulah Bancorporation, Inc., Sioux Falls, South Dakota, and thereby indirectly acquire control of First Security Bank - West, Beulah, North Dakota, and Valley Bank and Trust, Mapleton, Iowa. In addition, Philip G. Amundson 2012 Irrevocable Grantor Trust and its trustees, propose to join the Amundson Family group, which controls Beulah Bancorporation, Sioux Falls, South Dakota, and thereby indirectly controls, First Security Bank - West, Beulah, North Dakota, and Valley Bank and Trust, Mapleton, Iowa.	Newspaper: Federal Register:	Not available 11/15/2012
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
CENTRA VENTURES, INC.	* 3A3	Centra Ventures, Inc., Foley, Minnesota, to acquire 100 percent of Richmond Bank Holding Company, Richmond, Minnesota, and thereby indirectly acquire State Bank of Richmond, Richmond, Minnesota.	Newspaper: Federal Register:	11/23/2012 11/19/2012
COMMERCIAL HOLDING COMPANY	CIC	Notice of Change in Control by Jill M. Frei Trust, Wagner, South Dakota, (Security National Bank of South Dakota, Dakota Dunes, South Dakota, trustee; Jill M. Frei with power to vote shares), to acquire control of Commercial Holding Company, Wagner, South Dakota, and thereby indirectly acquire control of Commercial State Bank of Wagner, Wagner, South Dakota.	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 November 3, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
FIRST LEROY BANCORPORATION, INC.	CIC	Change in Control Notice by Howard J. Rubin, Minneapolis, Minnesota, as Trustee of the Jeanie Rae Thorson 2012 Generation Skipping Trust, the Kristi Jo Jacobsen 2012 Generation Skipping Trust, and the Barbara Kay Billings 2012 Generation Skipping Trust, Minneapolis, Minnesota (collectively "the three GSTs"), to acquire 25 percent or more of the shares of First LeRoy BanCorporation, Inc., LeRoy, Minnesota, and thereby indirectly acquire First State Bank Minnesota, LeRoy, Minnesota. In addition, the three GSTs intend to join the Hanson family shareholder group acting in concert which controls First LeRoy BanCorporation, Inc., and thereby indirectly controls First State Bank Minnesota.	Newspaper: Federal Register:	Not available 11/14/2012
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 11/02/2012
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 11/05/2012
PROFINIUM FINANCIAL, INC.	* Branch	Profinium Financial to establish a detached facility to be located at 124 East Walnut Street, Suite 320, Mankato, Minnesota.	Newspaper: Federal Register:	Not available Not applicable
WESSINGTON BANKSHARES, INC.	CIC	Change in Control Notice by Paul Arnold Domke, Tulare, South Dakota; Rodney Domke, Highmore, South Dakota; Scott Allen Domke, Redfield, South Dakota; and Naomi Ruth Reinhardt, Wessington, South Dakota, to individually and as a group acting in concert, acquire control of Wessington Bankshares, Inc., Wessington, South Dakota, and thereby indirectly acquire control of Heartland State Bank, Redfield, South Dakota.	Newspaper: Federal Register:	Not available 11/06/2012

* Subject to the provisions of the Community Reinvestment Act

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
475354	FARMERS ST BK, VICTOR, MONTANA	07/09/2012	10/24/2012	S	Int Sm Bank
680457	YELLOWSTONE BK, LAUREL, MONTANA	06/04/2012	10/09/2012	S	Int Sm Bank

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 November 3, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
AMERICAN STATE BANCSHARES, INC.	* 3A3	American State Bancshares, Inc., Great Bend, Kansas, to acquire 100 percent of the voting shares of Holcomb Bancshares, Inc., Holcomb, Kansas, the parent company of First National Bank of Holcomb, Holcomb, Kansas.	Newspaper: Federal Register:	Not available 11/16/2012
CACHE HOLDINGS, INC.	CIC	Notice submitted by Gentner Drummond and Wendy Drummond, both of Tulsa, Oklahoma; and Jonathan Drummond, Stillwater, Oklahoma, as a group acting in concert, to acquire control of Cache Holdings, Inc., Broken Arrow, Oklahoma, parent of Patriot Bank, Broken Arrow, Oklahoma.	Newspaper: Federal Register:	Not available 11/20/2012
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:	11/08/2012 Not applicable
MARTHA E. RECORDS 2009 GST EXEMPT FAMILY TRUST	CIC	Notice submitted by G. Jeffrey Records, Jr., Oklahoma City, Oklahoma, as trustee, to acquire control of the Martha E. Records 2009 GST Exempt Family Trust, the Martha E. Records 2009 Non-Exempt Family Trust, the Kathryn R. Ryan 2007 GST Exempt Family Trust, the Kathryn R. Ryan 2007 Non-Exempt Family Trust, and the George J. and Nancy J. Records 1990 Irrevocable Trust, all of Oklahoma City, Oklahoma, and thereby acquire control of additional shares of Midland Financial Co., parent of MidFirst Bank, both of Oklahoma City, Oklahoma.	Newspaper: Federal Register:	Not available Not available
PLATTE COUNTY BANCSHARES, INC.	CIC	Notice submitted by The E.L. Burch Irrevocable Trust of 2012, Parkville, Missouri, together with its trustees, Kyle Burch, Parkville, Missouri, and Michele Jones, Overland Park, Kansas, to acquire control of Platte County Bancshares, Inc., Platte City, Missouri, parent of Platte Valley Bank of Missouri, Platte City, Missouri.	Newspaper: Federal Register:	Not available 11/08/2012
STURM FINANCIAL GROUP, INC.	CIC	Notification by Number One-A Irrevocable Trust, Number Two-A Irrevocable Trust, and John A. Fox, trustee, all of Denver, Colorado, to become members of the Sturm control group and thereby acquire control of Sturm Financial Group, Inc., parent of ANB Bank, both in Denver, Colorado.	Newspaper: Federal Register:	Not available 11/13/2012
TOWSEND HOLDING COMPANY	* 3A1	Townsend Holding Company to become a bank holding company through the acquisition of 100 percent of the outstanding voting shares of Bank of Grove, both in Grove, Oklahoma.	Newspaper: Federal Register:	12/01/2012 Not available

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.

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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
804758	BANK VI, SALINA, KANSAS	07/23/2012	10/23/2012	S	Small Bank
114859	FIRST BK&TC, MINDEN, NEBRASKA	07/09/2012	10/08/2012	S	Small Bank
524953	FIRST PRYORITY BK, PRYOR, OKLAHOMA	07/16/2012	10/17/2012	S	Small Bank
666657	GUARANTY B&TC, DENVER, COLORADO	06/18/2012	10/04/2012	O	Large Bank
865759	UNION ST BK, CLAY CENTER, KANSAS	07/09/2012	10/08/2012	S	Small Bank
728452	VERUS BK NA, DERBY, KANSAS	06/11/2012	10/10/2012	S	Small Bank

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 November 3, 2012**

Filer	Filing Type	Filing Proposal	End of Comment Period	
CIRCLE I BANK GROUP, INC.	* 3A1	Circle I Bank Group, Inc., Amarillo, Texas, to become a bank holding company through merger, acquiring 100 percent of the outstanding shares of Western Bancshares, Inc., Coahoma, Texas, and indirectly acquire 100 percent of the outstanding shares of Western Bank, Coahoma, Texas.	Newspaper: Federal Register:	11/20/2012 11/19/2012
COMMUNITY TRUST BANK	* Branch	Community Trust Bank, Choudrant, Louisiana, to establish a branch to be located at 203 Promenade Boulevard, Flowood, Mississippi 39232.	Newspaper: Federal Register:	10/31/2012 Not applicable
HCSB, A STATE BANKING ASSOCIATION	* 18C * Branch	HCSB, A State Banking Association, Plainview, Texas, to merge with affiliate Citizens Bank, Slaton, Texas, and to establish 5 branches of Citizens Bank, Slaton, Texas, as branches of HCSB, A State Banking Association, Plainview, Texas.	Newspaper: Federal Register:	Not available Not applicable
MASON NATIONAL BANK, THE	Member	The Mason National Bank, Mason, Texas, to become a member of the Federal Reserve System through the conversion from a national bank charter.	Newspaper: Federal Register:	Not applicable Not applicable
VERITEX COMMUNITY BANK, NATIONAL ASSOCIATION	Member	Veritex Community Bank, N.A., Dallas, Texas, to become a member of the Federal Reserve System through the conversion from a national bank charter.	Newspaper: Federal Register:	Not applicable 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.

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

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- NI = Needs to improve
- SN = Substantial noncompliance

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

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 November 3, 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 10/30/2012
MALAGA FINANCIAL CORPORATION	CIC	Notice of Change in Control by Barbara Marie Kershaw, Newport Beach, California, to retain her controlling interest of approximately 17.1% of the voting common stock of Malaga Financial Corporation and thereby indirectly Malaga Bank, FSB, both of Palos Verdes Estates, California.	Newspaper: Federal Register:	Not available 11/21/2012
PACIFIC PREMIER BANK	* 18C	Pacific Premier Bank, Costa Mesa, California, proposes to acquire the assets and assume the liabilities of First Associations Bank, Dallas, Texas.	Newspaper: Federal Register:	11/18/2012 Not applicable
SOUND FINANCIAL BANCORP, INC.	* 3A1	Sound Financial Bancorp, Inc., Seattle, Washington, to become a bank holding company through the conversion of Sound Community Bank from a federal stock savings bank to a state chartered commercial bank, both of Seattle, Washington.	Newspaper: Federal Register:	Not available 11/30/2012

* Subject to the provisions of the Community Reinvestment Act

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.

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- 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
243375	BONNEVILLE BK, PROVO, UTAH	06/04/2012	10/16/2012	S	Small Bank

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

* Subject to the provisions of the Community Reinvestment Act