
Federal Reserve Release



H.2

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

No. 12

Week Ending March 23, 2013

Bank Holding Companies

FirstMerit Corporation, Akron, Ohio -- to acquire Citizens Republic Bancorp, Inc., Flint, Michigan, and thereby acquire Citizens Bank (FRB Order No. 2013-3).

- Approved, March 22, 2013

Forms

Forms -- final Board review to revise the Capital Assessments and Stress Testing information collection (FR Y-14A/Q/M).

- Approved, March 22, 2013

Regulations and Policies

Leveraged Lending -- final interagency guidance on leveraged lending.

- Approved, March 7, 2013

(A/C)

Enforcement

Bank of Bartlett, Bartlett, Tennessee -- prompt corrective action directive dated January 30, 2012, terminated March 18, 2013.

- Announced, March 21, 2013

Bank of Little Rock, Little Rock, Arkansas -- written agreement dated May 18, 2010, terminated March 15, 2013.

- Announced, March 21, 2013

Bank VI, Salina, Kansas -- written agreement dated July 14, 2010, terminated March 13, 2013.

- Announced, March 19, 2013

Enforcement

Devon Bancorp, Inc., Chicago, Illinois -- written agreement with the Federal Reserve Bank of Chicago.

- Announced, March 19, 2013

Pembina County Bankshares, Ltd., Cavalier, North Dakota -- written agreement dated March 9, 2011, terminated March 18, 2013.

- Announced, March 21, 2013

H.2 Actions under delegated authority

March 17, 2013 to March 23, 2013

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

Dallas

Community Trust Bank, Choudrant, Louisiana -- to establish a mobile branch to serve Dallas, Texas, and the Dallas County area.

- Withdrawn, March 22, 2013

Atlanta

First Southern Bank, Boca Raton, Florida -- to establish a branch at 9965 San Jose Boulevard, Jacksonville.

- Approved, March 18, 2013

Dallas

Wellington State Bank, Wellington, Texas -- to establish a branch at 800 West Wise Street, Bowie.

- Approved, March 21, 2013

Bank Holding Companies

San Francisco

Carpenter Fund Manager GP, LLC, et al., Irvine, California -- to acquire shares of Pacific Mercantile Bancorp, Costa Mesa, and thereby indirectly acquire control of Pacific Mercantile Bank; and for Pacific Mercantile Bancorp, Carpenter Fund Manager, et al., to form a subsidiary of Pacific Mercantile Bancorp, PM Asset Management, Inc., Costa Mesa, and to engage in extending credit and servicing loans.

- Approved, March 18, 2013

Bank Holding Companies

Cleveland

F.N.B. Corporation, Hermitage, Pennsylvania -- waiver of application to acquire Annapolis Bancorp, Inc., Annapolis, Maryland, in connection with the merger of their respective subsidiaries, First National Bank of Pennsylvania, Hermitage, and BankAnnapolis, Annapolis.

- Granted, March 21, 2013

Kansas City

The Grace Investment Company, Inc. ESOP, Alva, Oklahoma, and Grace Investment Company, Inc. -- to acquire First Kiowa Bancshares, Inc., Kiowa, Kansas, and its subsidiary, The First State Bank, Kiowa, Kansas.

- Approved, March 21, 2013

Kansas City

Lexington B & L Financial Corp., Lexington, Missouri -- to become a bank holding company on conversion of its subsidiary federal savings bank, B & L Bank, Lexington, to a state-chartered commercial bank.

- Approved, March 21, 2013

Dallas

Third Coast Bancshares, Inc., Humble, Texas -- to become a bank holding company by acquiring Third Coast Bank, SSB, Humble.

- Approved, March 22, 2013

Kansas City

Weststar Bancorp, Albuquerque, New Mexico -- to become a bank holding company by acquiring Sunrise Bank of Albuquerque, Albuquerque.

- Withdrawn, March 20, 2013

Bank Holding Companies

Chicago

Wintrust Financial Corporation, Rosemont, Illinois -- to acquire First Lansing Bancorp, Inc., Lansing, and thereby acquire First National Bank of Illinois.

- Approved, March 22, 2013

Banks, State Member

Secretary

Bank of Hawaii, Honolulu, Hawaii -- to make a public welfare investment.

- Approved, March 21, 2013

Change in Bank Control

St. Louis

Banterra Corp, Eldorado, Illinois -- to retain control of Banterra Corp and its subsidiary, Banterra Bank, Marion.

- Permitted, March 18, 2013

Minneapolis

Finlayson Bancshares, Inc., Finlayson, Minnesota -- to retain control of Finlayson Bancshares and its subsidiaries, Northview Bank, Sandstone, and First Independent Bank, Russell.

- Withdrawn, March 22, 2013

Dallas

Legend Bancorp, Inc., Bowie, Texas -- to retain control of Legend Bancorp and its subsidiary, Legend Bank, N.A., Bowie.

- Withdrawn, March 18, 2013

International Operations

Director, BS&R

The PNC Financial Services Group, Inc., Pittsburgh, Pennsylvania -- waiver of remainder of prior-notice period for Harris Williams UK Holdings, LLC, Richmond, Virginia, to make an additional investment in Harris Williams & Co., Ltd., London, England.

- Granted, March 21, 2013

District: 1

Federal Reserve Bank of Boston

Filings received during the week ending March 23, 2013

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

NONE

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 March 23, 2013

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|-------------------------|-------------|--|---------------------------------|----------------------------------|
| CITIBANK, N.A. | Investment | Citibank N.A. Sioux Falls, South Dakota and Citibank Overseas Investment Corporation, New Castle, Delaware, pursuant to Section 211.9(f) of Regulation K, to make an investment in Citibank Distribuidora de Titulos e Valores Mobiliarios S.A., Sao Paulo, Brazil. | Newspaper: Federal Register: | Not applicable Not applicable |
| INVESTORS BANCORP, INC. | * 4c8 | Investors Bancorp, MHC and Investors Bancorp, Inc., both of Short Hills, New Jersey, providing notice pursuant to Section 4(c)(8) of the BHC Act and Section 225.24 of Regulation Y, to acquire Roma Financial Corporation MHC, Roma Financial Corporation, both of Robbinsville, New Jersey, and their wholly-owned subsidiaries, Roma Bank, Robbinsville, New Jersey and RomAsia Bank, South Brunswick Township, New Jersey. | Newspaper: Federal Register: | Not available 03/01/2013 |

District: 2

Federal Reserve Bank of New York

Availability of CRA Public Evaluations

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|--------------------------------|------------|
| 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 March 23, 2013

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|-----------------------|--------------------|---|------------------------------|----------------|
| CUSTOMERS BANK | * Branch | Customers Bank, Phoenixville, PA, to establish a branch office located at 99 Park Avenue, 15th Floor, Suite 1550, New York, NY. | Newspaper: | 04/13/2013 |
| | | | Federal Register: | Not applicable |
| SUNNYSIDE BANCORP INC | * SLHC Formation | Sunnyside Bancorp, Inc., Irvington, NY, to form a holding company by acquiring Sunnyside Federal Savings and Loan Association of Irvington, Irvington, NY, a federally chartered mutual savings and loan association converting to a federally chartered stock formation. | Newspaper: | Not available |
| | | | Federal Register: | 04/19/2013 |

District: 3

Federal Reserve Bank of Philadelphia

Availability of CRA Public Evaluations

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| 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 March 23, 2013

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|-------------------------------|--------------------|---|---------------------------------|-----------------------------|
| MADISON FINANCIAL CORPORATION | CIC | Interagency Notice of Change in Bank Control submitted by Michael R. Eaves, as an individual, Richmond, KY and Interagency Notice of Change in Bank Control submitted by Dr. William R. Allen and Pattris S. Allen and Dr. William R. Allen and Pattris S. Allen's IRA and/or 401K account(s); Michael R. Eaves and Ava M. Eaves and Michael R. Eaves and Ava M. Eaves' IRA and/or 401K account(s); Michael D. Eidson and Kathleen H. Eidson and Michael D. Eidson's IRA account(s); Jeffrey E. Neal and Debra G. Neal and Jeffrey E. Neal and Debra G. Neal's IRA and/or 401K account(s); Corey E. Neal; and Stuart K. Olds, all of Richmond, KY and J. Michael Burns, Nicholasville, KY to acquire 10% or more of the outstanding voting shares of Madison Financial Corporation, Richmond, KY. | Newspaper: Federal Register: | Not available 04/02/2013 |
| WVS FINANCIAL CORP. | CIC | Interagency Notice of Change in Bank Control submitted by WVS Financial Corp., ESOP and John W. Grace, Trustee, Pittsburgh, PA to retain 13.45% of the outstanding voting shares of WVS Financial Corp., Pittsburgh, PA and to acquire additional shares not to exceed 24.9% of WVS Financial Corp. total shares outstanding. | Newspaper: Federal Register: | Not available 03/25/2013 |

District: 4

Federal Reserve Bank of Cleveland

Availability of CRA Public Evaluations

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| 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 March 23, 2013

| 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: | 11/12/2012 Not applicable |
| FIRST CITIZENS BANCSHARES, INC. | CIC | Olivia Britton Holding, Raleigh, North Carolina, to retain control of 11.5% of First Citizens BancShares, Inc., Raleigh, North Carolina. | Newspaper: Federal Register: | Not available Not available |
| FIRST CITIZENS BANCSHARES, INC. | CIC | Frank Brown Holding, Jr., Raleigh, North Carolina, to retain control of 10.5% of First Citizens BancShares, Inc., Raleigh, North Carolina. | Newspaper: Federal Register: | Not available Not available |
| INDEPENDENCE BANCSHARES, INC. | CIC | Gordon A. Baird, Darien, Connecticut, individually to control up to 12.11% of the outstanding voting shares of Independence Bancshares, Inc., Greenville, South Carolina. Additionally, Gordon A. Baird and Alvin G. Hageman, Westport, Connecticut, together with Baird Hageman & Co., LLC, Darien, Connecticut, as a group acting in concert to control up to 14.42% of the outstanding voting shares of Independence Bancshares, Inc., Greenville, South Carolina | Newspaper: Federal Register: | 04/13/2013 Not available |
| SURREY BANCORP | CIC | Betty J. Wright, Mount Airy, North Carolina, to individually control 11.21% of Surrey Bancorp, Mount Airy, North Carolina, and together with the Hylton Wright Living Trust Agreement and ARMAT Foundation, as a group acting in concert, to control 12.31% of Surrey Bancorp. | Newspaper: Federal Register: | Not available 03/14/2013 |

District: 5

Federal Reserve Bank of Richmond

Availability of CRA Public Evaluations

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|---------|------------------------|-----------|-----------------|------------|-------------|
| 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 March 23, 2013

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|--------------------------------------|--------------------|---|---------------------------------|---------------------------------|
| ENTERPRISE CAPITAL CORPORATION, INC. | CIC | Prior change in control notice filed by William Henry Carr, Enterprise, Alabama, and Jerry Newman Carr, Cornelius, North Carolina, to acquire 31.12 percent of the outstanding shares of Enterprise Capital Corporation, Inc., and its subsidiary bank, The Citizens Bank, both of Enterprise, Alabama. | Newspaper: Federal Register: | Not available 04/04/2013 |
| FIRST HOME BANCORP, INC. | CIC | After-the-fact notification filed by George and Calliope Apostolou, Panagiotis Apostolou, Mark S. and Linda C. Berset, Derek S. Berset, Gary N. and Eileen L. Berset, Jason N. Berset, Kristin N. Berset, Larry C. and Mary S. Cunningham, Dennis R. Deloach, III, Jeffory H. and Sherry B. Forbes, Mohamed and Amira Helal, Nadine Helal, Tarek Helal, K&M Insurance Investors, LLC, Trifon Houvardas, Paul Houvardas, Bruce T. and Sheba Lucas, Universal Finance & Investments LLC, Sanjay Madhu, Alex Madhu, Andrew Madhu, Felix & Fiona, LLC, Ahmad Nematbakhsh, Harish and Khyati Patel, Pareshbhai and Neha Patel, Gregory Politis, Christos and Effie Politis, Peter Politis, Anthony and Maria Z. Saravanos, Shane R. and Nicole F. Stowell, Martin Traber, Mary J. Vattamattam, Shaju and Miriam Vattamattam and Harold J. Winner, all of Seminole, Florida, to retain 49.32 percent of the outstanding shares of First Home Bancorp, Inc., and its subsidiary, First Home Bank, both of Seminole, Florida. | Newspaper: Federal Register: | Not available 03/05/2013 |
| FLORIDA CAPITAL GROUP, INC. | CIC | Prior change in control notice filed by Phillip Bruce Culpepper, Tallahassee, Florida; Richard Rene Dostie, Jacksonville, Florida; Charles Eldridge Hughes, Jr., Jacksonville, Florida; Jan Malcolm Jones, Jr., Jacksonville, Florida; James Thomas Katsur, Longwood, Florida; William Andrew Krusen, Jr., Tampa, Florida; Allan Scott Martin, Tampa, Florida; Linda Claire McGurn, Micanopy, Florida; and Manuel Gonzalo Sanchez, Gainesville, Florida; to collectively acquire 25.34 percent of the outstanding shares of Florida Capital Group, Inc., and its subsidiary, Florida Capital Bank, both of Jacksonville, Florida. | Newspaper: Federal Register: | Not available 04/04/2013 |
| OLD FLORIDA BANCSHARES, INC. | * 3A3 | Old Florida Bancshares, Inc., to acquire 100 percent of the outstanding shares of New Traditions National Bank, both of Orlando, Florida. | Newspaper: Federal Register: | 04/12/2013 03/15/2013 |
| UNITED LEGACY BANK | * Branch | United Legacy Bank, Longwood, Florida, to establish a branch located at 3825 Edgewater Drive, Orlando, Florida, to be known as United Legacy Bank - College Park Office. | Newspaper: Federal Register: | Not available Not applicable |

* Subject to the provisions of the Community Reinvestment Act

District: 6

Federal Reserve Bank of Atlanta

Availability of CRA Public Evaluations

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|---------|------------------------|-----------|-----------------|------------|-------------|
| 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 March 23, 2013

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|----------------------------------|--------------------|--|---------------------------------|--------------------------------|
| FNBH BANCORP, INC. | CIC | Stanley Dickson, Jr., Gross Pointe Park, Michigan, as an individual, and the group consisting of Stanley Dickson, Jr., Gross Pointe Park, Michigan, Steven Dickson, Rancho Santa Fe, California, Kathryn J. Dickson, Howell, Michigan and Riddle Limited Partnership, Howell, Michigan ("Riddle LP"), propose to acquire control of FNBH Bancorp, Inc., Howell, Michigan ("FNBH"), and thereby indirectly control First National Bank in Howell, Howell, Michigan. | Newspaper: Federal Register: | Not available 01/31/2013 |
| GREENWOODS FINANCIAL GROUP, INC. | CIC | LAF GW Investments, LLC (LAF GW), an Arkansas limited liability company, individually, with Stephen L. LaFrance, Jr., Little Rock, Arkansas, as the sole manager, and LAF GW and Stephen L. LaFrance, Jr., together as a group acting in concert with JSJ Properties, LLC, a Missouri limited liability company, with Stephen L. LaFrance, Jr., Jason P. LaFrance, and Joe Courtright, both of Little Rock, Arkansas, as managers, LAF Brothers Properties, LLC, an Arkansas limited liability company, with Stephen L. LaFrance, Jr. and Jason P. LaFrance as managers, the Stephen L. LaFrance, Sr. GW Investments Trust, with Stephen L. LaFrance, Jr. and Jason P. LaFrance as trustees, Jason P. LaFrance, and the Amy LaFrance Bancroft GW Investments Trust, with Stephen L. LaFrance, Sr., Pine Bluff, Arkansas, as trustee, to acquire 10 percent or more of the outstanding voting shares of Greenwood Financial Group, Inc., and thereby indirectly acquire control of The Greenwood's State Bank, both of Lake Mills, Wisconsin. | Newspaper: Federal Register: | 03/05/2013 Not available |
| JOHNSON FINANCIAL GROUP, INC. | CIC | Helen Johnson-Leipold, as trustee of the Exempt Family Trust u/a Imogene P. Johnson 2012 Gift Trust, to be added to the existing Johnson Family Control Group that currently controls Johnson Financial Group, Inc., Racine, Wisconsin, and thereby indirectly control Johnson Bank, Racine, Wisconsin. | Newspaper: Federal Register: | Not available Not available |
| LWCBANCORP, INC. | CIC | The Sharon L. Hearn Irrevocable Family Trust, James E. Hearn, as trustee of the Sharon L. Hearn Irrevocable Family Trust, James E. Hearn and Sharon L. Hearn, all of Naples, Florida, Keith E. Hearn and Natalie Guetierrez-Hearn, both of New Lenox, Illinois, and Gregory F. Steil, Hinsdale, Illinois, together as a group acting in concert, to acquire 10 percent or more of the voting shares of LWC Bancorp, Inc., and thereby indirectly acquire control of LincolnWay Community Bank, both of New Lenox, Illinois. | Newspaper: Federal Register: | Not available 04/04/2013 |

* Subject to the provisions of the Community Reinvestment Act

District: 7

Federal Reserve Bank of Chicago

Filings received during the week ending March 23, 2013

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|--|--------------------|--|---------------------------------|--------------------------------|
| MINIER FINANCIAL, INC. EMPLOYEE STOCK OWNERSHIP PLAN W/401(K) PROVISIONS | * 3A3 | Minier Financial, Inc. Employee Stock Ownership Plan with 401(k) Provisions, Minier, Illinois, to increase its ownership of Minier Financial, Inc., Minier, Illinois, from 35 percent to up to 51 percent, and thereby increase its indirect ownership of First Farmers State Bank, Minier, Illinois. | Newspaper: Federal Register: | Not available 04/19/2013 |
| NI BANCSHARES CORPORATION | CIC | The notice filed pursuant to the Change in Bank Control Act of 1978 by Ms. Marjorie Jane Danielson, Freeport, Maine, as an individual, Ms. Anne Danielson Pick, St. Paul, Minnesota, as an individual; and by the control group consisting of the Clifford and Marjorie Danielson for M. Jane Danielson Child?s Trust, Sycamore, Illinois; the Clifford and Marjorie Danielson for M. Jane Danielson?s Descendants Trust, Sycamore, Illinois; the Clifford and Marjorie Danielson for Anne Pick Child?s Trust, Sycamore, Illinois; the Clifford and Marjorie Danielson for Anne Pick?s Descendants Trust, Sycamore, Illinois; to retain control of NI Bancshares, Corporation, Sycamore, Illinois and thereby retain indirect control The National Bank & Trust Company, Sycamore, Illinois. | Newspaper: Federal Register: | Not available 03/28/2013 |
| OSB FINANCIAL CORPORATION | * 3A1 | OSB Financial Corporation, Brooklyn, Michigan, to become a bank holding company by acquiring 100 percent of OSB Community Bank, Brooklyn, Michigan. | Newspaper: Federal Register: | Not available Not available |
| QCR HOLDINGS, INC. | * 3A3 | QCR Holdings, Inc., Moline, Illinois, to acquire 100 percent of Community National Bancorporation, Waterloo, Iowa, and thereby indirectly acquire Community National Bank, Waterloo, Iowa. | Newspaper: Federal Register: | Not available 04/04/2013 |

Federal Reserve Bank of Chicago

Availability of CRA Public Evaluations

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|---------|---|------------|-----------------|------------|-------------|
| 863746 | FARMERS & MRCH SVG BK, MANCHESTER, IOWA | 11/05/2012 | 03/13/2013 | S | Int Sm Bank |

| 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 March 23, 2013

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|---------------------------------|--------------------|---|------------------------------|------------|
| MIDLAND STATES BANCORP, INC. | * 3A5 | Midland States Bancorp, Inc., Effingham, Illinois, to acquire through merger, Grant Park Bancshares, Inc., Grant Park, Illinois, and thereby indirectly acquire The First National Bank of Grant Park, Grant Park, Illinois. Also Midland States Bank, Effingham, Illinois, to merge with The First National Bank of Grant Park, Grant Park, Illinois, and to retain the acquired facilities as branch offices. | Newspaper: | 04/13/2013 |
| | * 18C | | Federal Register: | 04/18/2013 |
| | * Branch | | | |

District: 8

Federal Reserve Bank of St. Louis

Availability of CRA Public Evaluations

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|---------|--|------------|-----------------|------------|-------------|
| 273840 | COMMUNITY FIRST BK, MOUNT VERNON, ILLINOIS | 12/03/2012 | 03/08/2013 | O | Small Bank |
| 852544 | SOUTHERN BANCORP BK, ARKADELPHIA, ARKANSAS | 11/26/2012 | 03/11/2013 | S | Int Sm 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 March 23, 2013

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|--|--------------------|---|---------------------------------|--------------------------------|
| FINLAYSON BANCSHARES, INC. | CIC | Change in Control Notice by Tina Pogatchnik Rabe, Hinckley, Minnesota, individually and as trustee for the Bruce Pogatchnik Family Trust, Hinckley, Minnesota, and the D.A. Pogatchnik Family Trust, Hinckley, Minnesota; and Bruce Alan Pogatchnik, Finlayson, Minnesota, individually and as trustee for the Dean L. Pogatchnik Grandchildren's Trust, Finlayson, Minnesota, and as part of a group acting in concert with Lowell Pogatchnik, Finlayson, Minnesota, Carol Pogatchnik, Finlayson, Minnesota, D.A. Pogatchnik, Marshall, Minnesota, Dean L. Pogatchnik, Finlayson, Minnesota, and Paula Pogatchnik-Diaz, Wyoming, Minnesota, to retain 25 percent or more of the shares of Finlayson Bancshares, Inc., Finlayson, Minnesota, and thereby indirectly retain control of Northview Bank, Sandstone, Minnesota, and First Independent Bank, Russell, Minnesota. | Newspaper: Federal Register: | Not available Not available |
| FORT RIDGELY NATIONAL BANCORPORATION, INC. | CIC | Change in Control notice by Joseph Robert Dickson III, Citrus Heights, California, David W. Dickson, Northbrook, Illinois, and Samuel J. Dickson, Fairfax, Minnesota, to each retain 25 percent or more of the shares of Fort Ridgely National Bancorporation, Inc., Fairfax, Minnesota, and thereby indirectly retain control of First National Bank of Fairfax, Fairfax, Minnesota. | Newspaper: Federal Register: | Not available 04/01/2013 |
| LEACKCO BANK HOLDING COMPANY, INC. | CIC | The 2012 Jack W. Steele Irrevocable Trust and the 2012 Donna D. Steele Irrevocable Trust ("Trusts"), both of Huron, South Dakota; Preston B. Steele, individually and as trustee of Trusts, and Tasha J. Lee, individually and as trustee of Trusts, both of Huron, South Dakota; and American Bank & Trust, Wessington Springs, South Dakota, as trustee of Trusts, to retain and acquire control of Leackco Bank Holding Company, Inc., Wolsey, South Dakota, and thereby indirectly retain and acquire control of American Bank & Trust, Wessington Springs, South Dakota, and American State Bank of Pierre, Pierre, South Dakota. | Newspaper: Federal Register: | Not available 04/09/2013 |

* Subject to the provisions of the Community Reinvestment Act

District: 9

Federal Reserve Bank of Minneapolis

Filings received during the week ending March 23, 2013

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|------------------------------|--------------------|--|---------------------------------|-----------------------------|
| MIDWEST BANCORPORATION, INC. | * 3A1 4c8 | MidWest Bancorporation, Inc., Eden Prairie, Minnesota, to become a bank holding company as a result of the proposed conversion of its wholly-owned subsidiary, Star Bank, Bertha, Minnesota, from a federal savings bank to a Minnesota state-chartered commercial bank. Midwest Bancorporation, Inc., Eden Prairie, MN, through Todd County Agency, Inc., Eden Prairie, MN, and its subsidiary West Central Agency, Inc., Graceville, MN, to engage in general insurance agency activities under 225.28(b)(11)(iii)(A) of Regulation Y. | Newspaper: Federal Register: | Not available 04/29/2013 |
| MIDWEST BANCSHARES, INC. | * 3A3 4c8 | Midwest Bancshares, Inc., Tyndall, South Dakota, to acquire 100 percent of Commercial Bank of Minnesota, Heron Lake, Minnesota. In addition, Midwest Bancshares, Inc., Tyndall, South Dakota, to acquire 100 percent of Risk Management Partners, Inc., Heron Lake, Minnesota, an insurance agency engaged in general insurance agency activities in a town with a population not exceeding 5000. | Newspaper: Federal Register: | 04/06/2013 03/29/2013 |
| WEB, INC. | CIC | Change in Control notice by the William E. Blomster 2011 Irrevocable Trust, Fairmont, Minnesota, and Mark C. Hooper, as trustee of the Trust, to retain 25 percent or more of the shares of WEB, Inc., Fairmont, Minnesota, and thereby indirectly retain control of State Bank of Fairmont, Fairmont, Minnesota. | Newspaper: Federal Register: | Not available 04/11/2013 |

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 |
|---------|------------------------------------|------------|-----------------|------------|-------------|
| 256553 | DACOTAH BK, ABERDEEN, SOUTH DAKOTA | 08/13/2012 | 02/27/2013 | O | Large Bank |
| 613156 | FIRST MT BK, LIBBY, MONTANA | 11/26/2012 | 03/07/2013 | O | Int Sm Bank |
| 624956 | VALLEY BK OF RONAN, RONAN, MONTANA | 10/22/2012 | 03/04/2013 | O | Small 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 March 23, 2013

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|--------------------------|--------------------|--|---------------------------------|----------------------------------|
| BIG MAC BANCSHARES, INC. | CIC | Notice submitted by Troy and Crystal Faulkender, Oakley, Kansas; Jay and Brandy Todd, Rexford, Kansas; Darvin and Tammi Strutt, Colby, Kansas; Sharon and Ronnie Schamberger, Hoxie, Kansas; Crystal Ann Trauer, trustee of the Laurence Duane Trauer Tax Shelter Trust and the Crystal Ann Trauer Revocable Trust, both in Hays, Kansas; Nichole and Bret Tremblay, Manhattan, Kansas; Leslea and Brett Oelke, Hoxie, Kansas; Brittany Schamberger, Hoxie, Kansas, Taylore Schamberger, Hoxie, Kansas; Jerry and Melissa Spresser, Hoxie, Kansas; Larry and Julia Spresser, Pittsburg, Kansas; Brian and Sheri Baalman, Menlo, Kansas; and Samuel Brookover, Scott City, Kansas, as a group acting in concert, to acquire control of Big Mac Bancshares, Inc., Hoxie, Kansas, parent of Peoples State Bank, McDonald, Kansas. | Newspaper: Federal Register: | Not available 03/25/2013 |
| FIRST NATIONAL BANK | Member | First National Bank, Independence, Kansas, (to be known as FirstBank of Independence) to retain its membership in the Federal Reserve System following its conversion from a national to a state charter. | Newspaper: Federal Register: | Not applicable Not applicable |
| VISION BANCSHARES, INC. | CIC | Notice by the Bill and Twylah Horne Irrevocable Trust and Bill J. Horne, Jr., Ada, Oklahoma; Twylah Jenonne Kesler, Edmond, Oklahoma; and Jeanetta Bagwell, Ada, Oklahoma; as trustees and parties to the Vision Bancshares, Inc. Voting Agreement, to retain control of Vision Bancshares, Inc., parent of Vision Bank, National Association, both of Ada, Oklahoma. | Newspaper: Federal Register: | Not available 03/20/2013 |

District: 11

Federal Reserve Bank of Dallas

Filings received during the week ending March 23, 2013

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|---------------------------------|--------------------|---|---------------------------------|---------------------------------|
| COMMUNITY TRUST BANK | * Branch | Community Trust Bank, Choudrant, Louisiana, to establish a branch to be located at 800 Gessner, Houston, Texas 77024. | Newspaper: Federal Register: | 03/22/2013 Not applicable |
| COMMUNITY TRUST BANK | * Branch | Community Trust Bank, Choudrant, Louisiana, to establish a mobile branch to serve the Tarrant County area, including the city of Fort Worth, Texas. | Newspaper: Federal Register: | Not available Not applicable |
| COMMUNITY TRUST BANK | * Branch | Community Trust Bank, Choudrant, Louisiana, to establish a mobile branch to serve the Dallas County area, including the city of Dallas, Texas. | Newspaper: Federal Register: | 03/30/2013 Not applicable |
| IBT BANCORP, INC. | CIC | Notice by Larry Alton Jobe, Dallas, Texas; Leland A. Jobe, Dallas, Texas; Jennifer M. Jobe, Dallas, Texas; Lezlie MacElroy, Pilot Point, Texas; and Lorrie J. Fry, Austin, Texas, collectively a group acting in concert, to control, retain, and acquire 10 percent or more of IBT Bancorp, Inc., Irving, Texas, and indirectly, Independent Bank of Texas, Irving, Texas. | Newspaper: Federal Register: | Not available Not available |
| R CORP FINANCIAL | * 3A1 | R Corp Financial, Round Rock, Texas, to become a bank holding company by acquiring 100 percent of R Bank, Round Rock, Texas. | Newspaper: Federal Register: | 03/20/2013 03/18/2013 |
| TEXAS HERITAGE BANCSHARES, INC. | * 3A3 | Texas Heritage Bancshares, Inc., Hondo, Texas, to acquire 100 percent of the common stock of Uvalde National Bank, Uvalde, Texas. | Newspaper: Federal Register: | Not available 04/04/2013 |

District: 11

Federal Reserve Bank of Dallas

Availability of CRA Public Evaluations

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|---------|------------------------|-----------|-----------------|------------|-------------|
| 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 March 23, 2013

| 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 |
| GOLD CANYON BANK | CIC | Notice of Change in Control by Peter John Kovalski, Metuchen, New Jersey, to acquire up to 24.9 percent of the voting common stock of Gold Canyon Bank, Gold Canyon, Arizona. | Newspaper: Federal Register: | Not available 04/08/2013 |
| ONE PACIFICCOAST BANCORP, INC. | * 3A1 * 4c8 | One PacificCoast Foundation and One PacificCoast Bancorp, Inc., both of Oakland, California, to 1) become bank holding companies by acquiring 91 percent of Albina Community Bank, Portland, Oregon, pursuant to section 3(a)(1) of the BHC Act and 2)retain 100 percent control of One PacificCoast Bank FSB, Oakland, California, and thereby engage in operating a nonbank thrift subsidiary, pursuant to section 225.28(b)(4)(ii) of Regulation Y and 3) acquire from Albina Community Bancorp, Inc., the building located at 430 NW 10th Avenue, Portland, Oregon, that currently houses the headquarters and a branch of Albina Community Bank, pursuant to section 238.53(b) (7) of Regulation LL. | Newspaper: Federal Register: | 04/08/2013 03/25/2013 |
| PACIFIC PREMIER BANK | * 18C | Pacific Premier Bank, Irvine, California, to acquire San Diego Trust Bank, San Diego, California, and thereby acquire two branch offices. | Newspaper: Federal Register: | Not available Not applicable |
| RBB BANCORP | CIC | Interagency Notice of Change in Control by the Thian Control Group, including Yee Phong (Alan) Thian, Fen Fen Thian, Min Yaw Thian, Min Tat Thian, and Gim Tie (Tony) Kheng, all of Arcadia, California; Fui Ming (Catherine) Thian, Lawrence S K Law, and Jor Leong Law all of Calabasas, California; Yee Chin (Victor) Thian of Glendale, California; Jennifer Wei Lim Kheng of San Francisco, California; Jor Teck Law of Beijing, China; Min Yang Thian of Kuala Lumpur, Malaysia; Min Jie Thian of New York, New York; United Overseas Investment, Inc. and Eastern Union, Inc., both of Sherman Oaks, California; and their related family members and interests, to retain 10 percent or more of the voting stock of RBB Bancorp, and thereby indirectly retain 10 percent or more of the voting stock of Royal Business Bank, both of Los Angeles, California. | Newspaper: Federal Register: | Not available 02/15/2013 |

* Subject to the provisions of the Community Reinvestment Act

District: 12

Federal Reserve Bank of San Francisco

Filings received during the week ending March 23, 2013

| Filer | Filing Type | Filing Proposal | End of Comment Period | |
|-------------|-------------|--|-----------------------|---------------|
| RBB BANCORP | CIC | Interagency Notice of Change in Control by the Kao Control Group, including Dr. Ruey Chyr Kao, Je Tsu Kao, and James Kao, all of Las Vegas, Nevada; Dr. Min Hwan Kao and Yu Fan Kao of Leawood, Kansas; Daniel J. Kao and Linda Lee Kao of La Jolla, California; Christina Kao of Piscataway, New Jersey; and their related family members, to acquire 10 percent or more of the voting stock of RBB Bancorp, and thereby indirectly acquire 10 percent or more of the voting stock of Royal Business Bank, both of Los Angeles, California. | Newspaper: | Not available |
| | | | Federal Register: | 02/15/2013 |
| RBB BANCORP | CIC | Interagency Notice of Change in Control by the Chang Control Group, including Louis C. Chang and Su-Cheng C. Chang, both of Palos Verdes Estates, California; Peter Ming Chang of Los Alamitos, California; and their related family members, to acquire 10 percent or more of the voting stock of RBB Bancorp, and thereby indirectly acquire 10 percent or more of the voting stock of Royal Business Bank, both of Los Angeles, California. | Newspaper: | Not available |
| | | | Federal Register: | 02/15/2013 |

District: 12

Federal Reserve Bank of San Francisco

Availability of CRA Public Evaluations

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|---------|------------------------|-----------|-----------------|------------|-------------|
| NONE | | | | | |

| CRA Examinations scheduled for | Quarter of |
|--------------------------------|------------|
| Institution | Location |
| NONE | |

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