
Federal Reserve Release



H.2

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

No. 11

Week Ending March 11, 2000

Bank Holding Companies

Financial holding companies -- elections by 109 domestic bank holding companies and eight foreign banks to become financial holding companies.

- Approved, March 10, 2000

Regulations And Policies

Regulation D -- interpretation to designate the European Central Bank as a supranational entity for purposes of certain time deposits.

- Approved, March 6, 2000

Regulation H -- interim rule to authorize state member banks to own financial subsidiaries that underwrite, deal, and make a market in securities and request for comment on the rule (Docket No. R-1064).

- Approved, March 10, 2000

Regulation Y -- interim rule to list financial activities permissible for financial holding companies and to provide procedures for additional activities to be added to the list, and request for comment on the rule (Docket No. R- 1062).

- Approved, March 10, 2000

Regulation Y -- interim rule to impose two section 20 operating standards on financial holding companies engaged in securities underwriting, dealing, or market-making activities and request for comment on the rule (Docket No. R-1063).

- Approved, March 10, 2000

Enforcement

Banco Nacional de Mexico, Mexico City, Mexico; Banco Internacional, S.A., and Banco Santander, Madrid, Spain -- termination of temporary cease and desist orders and notices of charges issued May 18, 1998.

- Approved, March 10, 2000

Banco Popular de Puerto Rico, Hato Rey, Puerto Rico -- written agreement dated March 9, 2000, with the Federal Reserve Bank of New York.

- Announced, March 9, 2000

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

Bank Branches, Domestic

Kansas City

Community Bank-Dove Creek, Dove Creek, Colorado -- to establish a branch at 1438 Main, Cortez.
- Approved, March 9, 2000

Secretary

Security Bank, Coos Bay, Oregon -- to establish a branch at 567 SE Jackson, Roseburg.
- Approved, March 6, 2000

Atlanta

SunTrust Bank, Atlanta, Georgia -- to establish a branch at 1313 London Towne Boulevard, Sykesville, Maryland.
- Approved, March 6, 2000

Bank Holding Companies

Chicago

Bank of Montreal, Montreal, Canada, and Bankmont Financial Corp., Chicago, Illinois -- to establish Lending, Inc., Chicago, and engage in extending credit and servicing loans.
- Approved, March 10, 2000

Chicago

BGC Bancorp, Inc., Gibson City, Illinois -- to become a bank holding company through the acquisition of American National Bank, Sac City, Iowa.
- Withdrawn, March 9, 2000

Kansas City

Central Financial Corporation, Hutchinson, Kansas -- to acquire shares of NorthStar Bancshares, Inc., Riverside, Missouri.
- Approved, March 9, 2000

Bank Holding Companies

St. Louis

Community National Corporation, Lexington, Tennessee -- to redeem shares.
- Approved, March 10, 2000

Richmond

Davis Trust Financial Corporation, Elkins, West Virginia -- to become a bank holding company through the acquisition of Davis Trust Company.
- Approved, March 7, 2000

Secretary

Dime Bancorp, Inc., New York, New York -- commenter's request to extend the public comment period for the proposed merger with Hudson United Bancorp, Mahwah, New Jersey.
- Denied, March 8, 2000

St. Louis

Exchange National Bancshares, Inc., Jefferson City, Missouri -- waiver of notification requirement in connection with the proposed acquisition of CNS Bancorp, Inc., and its subsidiary thrift, City National Savings Bank, FSB.
- Granted, March 9, 2000

San Francisco

First Northern Community Bancorp, Dixon, California -- to become a bank holding company as a result of a corporate reorganization involving First Northern Bank of Dixon, and to acquire First Northern Bank of Dixon.
- Approved, March 8, 2000

Minneapolis

Liberty Bancshares, Inc., Saint Paul, Minnesota -- to redeem shares.
- Approved, March 7, 2000

Minneapolis

Marquette Bancshares, Inc., Minneapolis, Minnesota -- to acquire Apocalypse Corporation and thereby engage in financial and investment advisory, and securities brokerage activities.
- Approved, March 9, 2000

Bank Holding Companies

Secretary

Old Kent Financial Corporation, Grand Rapids, Michigan -- to merge with Grand Premier Financial, Inc., Wauconda, Illinois, and thereby acquire Grand National Bank; and for Old Kent Bank, Grand Rapids, to merge with Grand National Bank and to retain and operate the current main office and branches.

- Approved, March 6, 2000

Richmond

Omni Financial Services, Inc., Atlanta, Georgia -- to become a bank holding company through the acquisition of United National Bank, Fayetteville, North Carolina.

- Approved, March 7, 2000

Chicago

Oswego Community Bank Employee Stock Ownership Plan, Oswego, Illinois -- to become a bank holding company through retention and acquisition of shares of Oswego Bancshares, Inc. and thereby acquire Oswego Community Bank.

- Withdrawn, March 10, 2000

Cleveland

Park National Corporation, Newark, Ohio -- to acquire UB Bancshares, Inc., Bucyrus, and SNB Corp., Greenville.

- Approved, March 6, 2000

Chicago

Republic Bancorp Co., Orland Park, Illinois -- to continue to engage de novo in loan participations with its subsidiary, Republic Bank of Chicago, Darien.

- Approved, March 7, 2000

Atlanta

Vision Bancshares, Inc., Gulf Shores, Alabama -- to become a bank holding company through the acquisition of Vision Bank, a de novo bank.

- Approved, March 7, 2000

San Francisco

Wells Fargo and Company, San Francisco, California -- to acquire an equity interest in Billpoint, Inc., San Jose.

- Approved, March 7, 2000

Bank Mergers

Secretary

AmSouth Bank, Birmingham, Alabama -- to merge with First American Federal Savings Bank, Dalton, Georgia, and establish branches at the current locations of First American.

- Approved, March 8, 2000

Banks, State Member

Atlanta

Citizens Trust Bank, Atlanta, Georgia -- to acquire the deposits and certain assets of Mutual Federal Savings Bank of Atlanta and to establish branches at 2577 Martin Luther King Jr. Drive and 205 Auburn Avenue.

- Approved, March 7, 2000

Chicago

CSB Bank, Capac, Michigan -- to acquire branches of Old Kent Bank, Grand Rapids, at 3 North Main Street, Yale, and 8111 Main Street, Memphis, and establish branches at those locations.

- Approved, March 6, 2000

Competitive Factors Reports

Kansas City

Bank of Wood River, Wood River, Nebraska -- report on competitive factors of the proposed merger with Stromsburg Bank, Stromsburg, and First National Bank and Trust Company, Aurora.

- Submitted, March 8, 2000

Minneapolis

Bremer Bank, National Association, Menomonie, Wisconsin -- report on competitive factors of the proposed merger with Northwest Savings Bank, Amery.

- Submitted, March 9, 2000

Atlanta

First Charter Mutual Holding Company, West Point, Georgia -- report on competitive factors of the proposed formation of a mutual holding company through the acquisition of CharterBank.

- Submitted, March 8, 2000

Competitive Factors Reports

Cleveland

First County Bank, N.A., Chardon, Ohio -- report on competitive factors of the proposed merger with Metropolitan National Bank, Youngstown.
- Submitted, March 8, 2000

Cleveland

First Federal Savings and Loan Association of Warren, Warren, Ohio -- report on competitive factors of the proposed merger with Ravenna Savings Bank, Ravenna.
- Submitted, March 3, 2000 (AC)

St. Louis

Lippo Bank, San Francisco, California -- report on competitive factors of the proposed merger with First Bank of California, Sacramento.
- Submitted, March 9, 2000

Cleveland

Milton Federal Savings Bank, West Milton, Ohio -- report on competitive factors of the proposed merger with The First National Bank of Zanesville.
- Submitted, March 8, 2000

St. Louis

NBC National Bank, Knoxville, Tennessee -- report on competitive factors of the proposed merger with National Bank of Commerce, Memphis.
- Submitted, March 9, 2000

Minneapolis

North Country Bank and Trust, Manistique, Michigan -- report on competitive factors of the proposed acquisition of the Alanson and Glen Arbor branches of Old Kent Bank, Grand Rapids.
- Submitted, March 10, 2000

Cleveland

Powell County Bank, Stanton, Kentucky -- report on competitive factors of the proposed merger with Whitaker Bank, N.A., Lexington.
- Submitted, March 8, 2000

Competitive Factors Reports

Kansas City

Prairie State Bank, Augusta, Kansas -- report on competitive factors of the proposed merger with Suburban West State Bank, Goddard.
- Submitted, March 8, 2000

Kansas City

Security First Bank, Sidney, Nebraska -- report on competitive factors of the proposed merger with First State Bank of Gothenburg.
- Submitted, March 8, 2000

Philadelphia

The Union National Bank of Mount Carmel, Mount Carmel, Pennsylvania -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of the Numidia branch, Catawissa, of First Columbia Bank & Trust Company, Bloomsburg.
- Submitted, March 8, 2000

San Francisco

Wells Fargo and Company, San Francisco, California -- report on competitive factors of the proposed consolidation of Wells Fargo Bank (Texas), Houston, Texas; Norwest Bank El Paso, N.A., El Paso; and Norwest Bank Texas, N.A., San Antonio, under the charter and title of Norwest Bank Texas, N.A., San Antonio.
- Submitted, March 7, 2000

Extensions Of Time

Minneapolis

American Bank of Montana, Bozeman, Montana -- extension to April 22, 2001, to establish a branch at 501 East Main Street.
- Granted, March 7, 2000

Atlanta

Citizens Trust Bank, Atlanta, Georgia -- extension to March 11, 2001, to establish a branch at Cascade Crossing Phase II.
- Granted, March 10, 2000

Extensions Of Time

Richmond

Smith River Bankshares, Inc., Martinsville, Virginia -- extension to June 10, 2000, to become a bank holding company through the acquisition of Smith River Community Bank, N.A., a de novo bank.

- Granted, March 9, 2000

Membership

Kansas City

Lamar Bank and Trust Company, Lamar, Missouri -- to become a member of the Federal Reserve System.

- Approved, March 7, 2000

Regulations And Policies

Secretary

Regulation Y -- extension to March 31, 2000, to receive comments from a commenter on proposed amendment to anti-tying provisions to add an exception for private-label credit card operations of banks affiliated with retailers.

- Granted, March 8, 2000

District 1

Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, March 11, 2000

Section I – Applications subject to newspaper notice only

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

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

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

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

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

Section VI – CRA examinations scheduled for Quarter of

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

District 2

Federal Reserve Bank of New York

Applications and notifications filed during the week ending Saturday, March 11, 2000

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
FBSEA	Credit Commercial de France, Paris, France, to establish a representative office in New York, New York.	Newspaper – N/Avail
FBSEA	Banco Comercial Portugues, S.A., Porto, Portugal, to establish a representative office in Miami, Florida.	Newspaper – N/Avail
FBSEA	Arab Banking Corporation (B.S.C.), Manama, Bahrain, to establish a federally licensed uninsured branch in Greenwich, Connecticut.	Newspaper – N/Avail
FBSEA	UBS, AG, Zurich, Switzerland, to establish a representative office in Beverly Hills, California.	Newspaper – N/Avail
FBSEA	Banco Itau S.A., Sao Paulo, Brazil, to establish a representative office in Miami, Florida.	Newspaper – N/Avail
FBSEA	Deutsche Hypothekenbank Frankfurt-Hamburg AG, Frankfurt, Germany, to establish a representative office in New York, New York.	Newspaper – N/Avail
FBSEA	The Chuo Trust & Banking Co., Ltd., Tokyo, Japan, to establish a representative office in New York, New York.	Newspaper – N/Avail

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(1)/3(a)(3)/4(c)(8)	The Charles Schwab Corporation, San Francisco, California, (1) to become a bank holding company by acquiring directly or indirectly all of the shares of U.S. Trust Corporation, New York, New York, and its bank subsidiaries, United States Trust Company, U.S. Trust Company National Association, U.S. Trust Company, U.S. Trust Company of New Jersey; and an intermediate bank holding company, U.S.T.L.P.O. Corp., New York, New York, and its bank subsidiary, U.S. Trust Company of Texas, National Association; (2) to retain control	Newspaper – 04/02/2000 Fed Reg – 04/07/2000

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
(cont'd)	of U.S. Trust Company of North Carolina, currently a non-deposit trust company, after it becomes a "bank" as defined in the Bank Holding Company Act, and to retain control of NCT Holdings, Inc. when it becomes an intermediate bank holding company; (3) to acquire the shares of U.S. Trust Company of Florida Savings Bank and operate a savings association; to acquire the shares of U.S. Trust Company of North Carolina and U.S. Trust Company of Delaware and engage in trust company functions; to acquire the shares of NCT Opportunities Inc and CTC Consulting, Inc. and engage in providing financial and investment advice.*	

* Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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

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

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

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SN = Substantial noncompliance

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

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

Section VI – CRA examinations scheduled for Quarter of

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

District 3

Federal Reserve Bank of Philadelphia

Applications and notifications filed during the week ending Saturday, March 11, 2000

Section I – Applications subject to newspaper notice only

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

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

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

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

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

Section VI – CRA examinations scheduled for Quarter of

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

District 4

Federal Reserve Bank of Cleveland

Applications and notifications filed during the week ending Saturday, March 11, 2000

Section I – Applications subject to newspaper notice only

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

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

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

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

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

Section VI – CRA examinations scheduled for Quarter of

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

District 5

Federal Reserve Bank of Richmond

Applications and notifications filed during the week ending Saturday, March 11, 2000

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	FNB Southeast, Reidsville, North Carolina, to establish a branch at 7210 Wrightsville Avenue, Wilmington, North Carolina.*	Newspaper – 03/20/2000
Branch	F&M Bank – Richmond, Richmond, Virginia, to establish a branch at 14100 Hull Street Road, Chesterfield, Virginia.*	Newspaper – 03/20/2000
Branch	F&M Bank – Emporia, Emporia, Virginia, to establish a branch at 100 Dominion Drive, Emporia, Virginia.*	Newspaper – 03/24/2000

*Subject to the provisions of the Community Reinvestment Act.

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(5)	Anderson Bancshares, Inc., Hemingway, South Carolina, to merge with Anderson Brothers Bancshares, Inc., Mullins, South Carolina.*	Fed Reg – 04/07/2000 Newspaper - N/Avail

*Subject to the provisions of the Community Reinvestment Act.

Section III – Applications subject to Federal Register notice only

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

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

<i>Type</i>	<i>Application</i>
4(J)	Centura Banks, Inc., Rocky Mount, North Carolina, to purchase certain assets and assume certain liabilities of NCS Mortgage Services, L.L.C., and National Consumer Services Corp. II, L.L.C., both of Norcross, Georgia.

Section V – Availability of CRA public evaluations

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

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

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

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

Section VI – CRA examinations scheduled for Quarter of

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

District 6

Federal Reserve Bank of Atlanta

Applications and notifications filed during the week ending Saturday, March 11, 2000

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	SunTrust Bank, Atlanta, Georgia, to establish a branch located at the Northeast quadrant of the Intersection of Pooler Parkway and Benton Drive, Pooler, Georgia, to be known as the Pooler Godley Station Office.	03/14/2000*
Branch	Red River Bank, Alexandria, Louisiana, to establish a branch located at 2154 North Mall Drive, Alexandria, Louisiana.	03/18/2000*

*Subject to provisions of the Community Reinvestment Act

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(1)	Futurus Financial Services, Inc., Roswell, Georgia, to become a bank holding company by acquiring Futurus Bank, N.A., Roswell, Georgia (in organization).	Fed Reg – 04/07/2000*

*Subject to provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

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

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

<i>Type</i>	<i>Application</i>
WAIVR	SouthTrust Corporation, Birmingham, Alabama, application waiver request for the proposed merger with Security Bancorp, Inc., San Antonio, Texas, and indirect acquisition of Security National Bank of San Antonio, San Antonio, Texas.
COM	Appalachian Bancshares, Inc., Ellijay, Georgia, commitment waiver request.
3(a)(1)	Tennessee Commerce Bancorp, Inc., Franklin, Tennessee, notice to become a bank holding company by acquiring Tennessee Commerce Bank, Franklin, Tennessee.

Section V – Availability of CRA public evaluations

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

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

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
237936	Peoples Bank & Trust Company Post Office Box 799 Selma, Alabama 36702 (334) 875-1000	11/11/1999	03/06/2000	O	X	
664336	Metro Bank of Dade County 1320 S. Dixie Highway Miami, Florida 33156 (305) 670-0200	11/11/1999	03/09/2000	S		X

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

Institution *Location*

None

District 7

Federal Reserve Bank of Chicago

Applications and notifications filed during the week ending Saturday, March 11, 2000

Section I – Applications subject to newspaper notice only

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

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(3)	Indiana United Bancorp, Greensburg, Indiana, for prior approval to acquire 100 percent of the voting shares of First Affiliated Bancorp, Inc., Watseka, Illinois, and thereby indirectly acquire Capstone Bank, National Association, Watseka, Illinois.*	Fed Reg – 03/23/2000 Newspaper – 03/12/2000
3(a)(1)	FAB Merger Corporation, Greensburg, Indiana, for prior approval to acquire 100 percent of the voting shares of First Affiliated Bancorp, Inc., Watseka, Illinois, and thereby indirectly acquire Capstone Bank, National Association, Watseka, Illinois.*	Fed Reg – 03/23/2000 Newspaper – 03/12/2000
3(a)(1)	Terre Haute Savings MHC, Inc., Terre Haute, Indiana, for prior approval to become a bank holding company through the acquisition of 100 percent of the voting shares of Terre Haute Savings Bank, Terre Haute, Indiana.*	Fed Reg – 03/27/2000 Newspaper – 03/29/2000
3(a)(1)	Oswego Community Bank Employee Stock Ownership Plan, Oswego, Illinois, for prior approval to become a bank holding company through the acquisition of 30 percent of the voting shares of Oswego Bancshares, Inc., Oswego, Illinois, and thereby indirectly acquire Oswego Community Bank, Oswego, Illinois.*	Fed Reg – 03/31/2000 Newspaper – 03/30/2000
CIC	Notification by Angela Tinervia of a change in control to acquire 100 percent of New Century Bancorp, Inc., Southfield, Michigan.	Fed Reg – 03/28/2000 Newspaper – N/Avail
3(a)(1)	BGC Bancorp, Inc., Gibson City, Illinois, for prior approval to become a bank holding company through the acquisition of 100 percent of the voting shares of Bank of Gibson City, Gibson City, Illinois.*	Fed Reg – 04/03/2000 Newspaper – N/Avail

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(3)	First Business Bancshares, Inc., Madison, Wisconsin, for prior approval to acquire 51 percent of the voting shares of The Business Banc Group, Ltd., Brookfield, Wisconsin, and thereby indirectly acquire First Business Bank-Milwaukee (in organization), Brookfield, Wisconsin.*	Fed Reg – 04/07/2000 Newspaper – N/Avail
3(a)(1)	The Business Banc Group, Ltd., Brookfield, Wisconsin, for prior approval to become a bank holding company through the acquisition of 100 percent of the voting shares of First Business Bank-Milwaukee (in organization), Brookfield, Wisconsin*	Fed Reg – 04/07/2000 Newspaper – N/Avail
CIC	Notification by the Garst Family (Stephen, Elizabeth, Edward, Sarah, Rachel, Katherine, and Jennifer) – as a family acting in concert – proposal to acquire an additional 33 percent of Audubon Investment Company, and thereby own 100 percent. In addition, individually Elizabeth Garst will hold power to vote 40 percent of the Audubon Investment Company.	Fed Reg – N/Avail Newspaper – N/Avail
CIC	Notification by William W. Parish, of a change in control to acquire up to 49 percent of the voting shares of Parish Bank and Trust Company, Momence, Illinois.	Fed Reg – N/Avail Newspaper – N/Avail

* Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
2693264	Delafield State Bank 417 Genesee Street Delafield, Wisconsin 53018 (414) 646-7636	10/12/1999	03/08/2000	S		X
451246	Wayne Bank & Trust Co. 145 W. Main Street Cambridge City, Indiana 47327 (765) 478-3561	11/08/1999	03/09/2000	S		X
49148	Rushville State Bank P.O. Box 50 Rushville, Illinois 62681 (217) 322-3323	09/07/1999	03/09/2000	O		X

Section VI – CRA examinations scheduled for

Quarter of

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

District 8

Federal Reserve Bank of St. Louis

Applications and notifications filed during the week ending Saturday, March 11, 2000

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Notice by Citizens Bank, New Haven, Missouri, to establish a branch at High and Fourteenth Streets, Washington, Missouri.*	4/1/2000

* Subject to the provisions of the Community Reinvestment Act

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(3)	Notice by Maries County Bancorp, Inc., Vienna, Missouri, to indirectly acquire through its subsidiary bank holding company, Progress Bancshares, Inc., Sullivan, Missouri, a controlling interest in Tritten Bancshares, Inc., St. Robert, Missouri. A companion Section 3(a)(3) notice accompanies this notice.*	Newspaper – 4/7/2000 Fed Reg – 4/10/2000
3(a)(3)	Notice by Progress Bancshares, Inc., Sullivan, Missouri, to directly acquire a controlling interest in Tritten Bancshares, Inc., St. Robert, Missouri. A companion Section 3(a)(3) notice accompanies this notice.*	Newspaper – 4/7/2000 Fed Reg – 4/10/2000
3(a)(5)	Notice by BancPlus Corporation, Belzoni, Mississippi, to acquire First Holmes Corporation, Lexington, Mississippi.*	Newspaper – N/Avail. Fed Reg – N/Avail.

* Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

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

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

<i>Type</i>	<i>Application</i>
SMBOTH	Notice by Century Bank of the Ozarks, Gainesville, Missouri, to make a dividend payment.

Section V – Availability of CRA public evaluations

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

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

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

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SN = Substantial noncompliance

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

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

Section VI – CRA examinations scheduled for Quarter of

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

District 9

Federal Reserve Bank of Minneapolis

Applications and notifications filed during the week ending Saturday, March 11, 2000

Section I – Applications subject to newspaper notice only

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

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(1)	Waumandee Bancshares, Ltd., Waumandee, Wisconsin, for prior approval to become a bank holding company through the acquisition of 100% of the voting shares of Waumandee State Bank, Waumandee, Wisconsin.	Newspaper – 4/10/2000

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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

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

Section VI – CRA examinations scheduled for Quarter of

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

District 10

Federal Reserve Bank of Kansas City

Applications and notifications filed during the week ending Saturday, March 11, 2000

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Bank of Nichols Hills, Oklahoma City, Oklahoma, for prior approval to establish a branch at 701 N. Broadway, Oklahoma City, Oklahoma.	Newspaper – 03/18/2000

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(1)	NBM Corp Employee Stock Ownership Plan, McAlester, Oklahoma, to become a bank holding company through the acquisition of 30.48 percent of the voting shares of NBM Corp, McAlester, Oklahoma.	Newspaper – N/Available FedReg – 04/07/2000
3(a)(1)	State Bank of Slater Employee Stock Ownership Plan and Trust, Slater, Missouri to become a bank holding company through the acquisition of Slater Bancshares, Inc., Slater, Missouri, and thereby indirectly acquire State Bank of Slater, Slater, Missouri.	Newspaper – N/Available FedReg – N/Available

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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

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

Section VI – CRA examinations scheduled for Quarter of

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

District 11

Federal Reserve Bank of Dallas

Applications and notifications filed during the week ending Saturday, March 11, 2000

Section I – Applications subject to newspaper notice only

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

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
CIC	William Henry Terry, Jr., Tuscola, TX, only notificant, to acquire an interest in South Taylor County Bancshares, Inc., Tuscola, TX	Fed Reg – 03/14/2000 Newspaper – 03/19/2000
3(a)(1)	Corpus Christi Bancshares, Inc., Corpus Christi, TX, to acquire The First State Bank, Bishop, TX*	Fed Reg – 04/07/2000 Newspaper – N/Avail
3(a)(1)	CPBK Holdings, Inc., Houston, TX, to acquire CPBK Holdings of Delaware, Inc., Wilmington, DE, and CompuBank, N.A., Houston, TX*	Fed Reg – N/Avail Newspaper – N/Avail
3(a)(1)	CPBK Holdings of Delaware, Inc., Wilmington, DE, to acquire CompuBank, N.A., Houston, TX*	Fed Reg – N/Avail Newspaper – N/Avail

*Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

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

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

<i>Type</i>	<i>Application</i>
S/R	Notice by South Taylor County Bancshares, Inc., Tuscola, TX, to repurchase 5,525 shares of its common stock

Section V – Availability of CRA public evaluations

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

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

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

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

District 12

Federal Reserve Bank of San Francisco

Applications and notifications filed during the week ending Saturday, March 11, 2000

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Expedited notice by M&I Thunderbird Bank, Phoenix, Arizona, to establish a branch office at the corner of Elliot Road and McQueen Road, Gilbert, Arizona.*	Newspaper – 03/11/2000

* Subject to the provisions of the Community Reinvestment Act

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Change in control	Notice by Bank of Lodi Employee Stock Ownership Plan, Lodi, California, to acquire more than 9.9 percent and up to 24.9 percent of First Financial Bancorp, Lodi, California.*	Newspaper – Not Available Fed Reg – 04/3/2000

* Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

Section VI – CRA examinations scheduled for

Quarter of

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