
Federal Reserve Release



H.2

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

No. 2

Week Ending January 13, 2001

Forms

Bank reports -- initial review of proposals to extend without revision the report on outstanding traveler's checks (FR 2054); the government securities broker or dealer notice (FR G-FIN) and termination reports (FR G-FINW); and the uniform application (FR MSD-4) and termination forms (FR MSD-5) for municipal securities dealers or principals.

- Proposed, January 2, 2001 (AC)

Foreign exchange survey -- initial review of Central Bank Survey of Foreign Exchange and Derivatives Market Activity (FR 3036).

- Proposed, January 9, 2001

General Accounting Office

General Accounting Office -- response to GAO report, "Federal Reserve System: Mandated Report on Potential Conflicts of Interest."

- Approved, January 8, 2001

Regulations And Policies

Capital adequacy -- request for comment on revised proposal on regulatory capital treatment of merchant banking investments by financial holding companies and equity investment activities of bank holding companies and state member banks.

- Approved, January 10, 2001

Merchant banking activities -- amendment to Regulation Y governing merchant banking activities of financial holding companies [Docket No. R-1065].

- Approved, January 10, 2001

Enforcement

Maryland Permanent Capital Corporation, Owings Mills, Maryland -- written agreement dated December 21, 2000, with the Federal Reserve Bank of Richmond.

- Announced, January 12, 2001

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

St. Louis

Bank of Rogers, Rogers, Arkansas -- to establish a branch at 390 West Centerton Boulevard, Centerton.
- Approved, January 10, 2001

Atlanta

Colonial Bank, Montgomery, Alabama -- to establish a branch at 27200 Riverview Center Boulevard, Bonita Springs, Florida.
- Approved, January 10, 2001

San Francisco

Farmers & Merchants Bank of Rockford, Spokane, Washington -- to establish a branch at 3919 N. Market Street.
- Approved, January 4, 2001 (AC)

Minneapolis

First Interstate Bank, Billings, Montana -- to establish branches at 3555 Mullen Road, Missoula, and 3901 Harrison Avenue, Butte.
- Approved, January 10, 2001

Dallas

First National Bank West Texas, Hale Center, Texas -- to establish a branch at 701 Main Street.
- Approved, January 11, 2001

Kansas City

First State Bank, Taos, New Mexico -- to establish a branch at 3620 Juan Tabo Boulevard, NE, Albuquerque.
- Approved, January 2, 2001 (AC)

St. Louis

Heber Springs State Bank, Heber Springs, Arkansas -- to establish a branch at Highway 5 and Highway 36, Rose Bud.
- Approved, January 11, 2001

Bank Branches, Domestic

San Francisco

M&I Thunderbird Bank, Phoenix, Arizona -- to establish a branch at 7702 East Doubletree Ranch Road, Scottsdale.
- Approved, January 9, 2001

Chicago

Premier Bank, Dubuque, Iowa -- to establish a branch at 140 W. 9th Street.
- Approved, January 8, 2001

Kansas City

Shoshone First Bank, Cody, Wyoming -- to establish branches at 321 Yellowstone Avenue, Cody, and at 161 North Absaroka, Powell.
- Approved, January 3, 2001 (AC)

Bank Holding Companies

St. Louis

Arkansas State Bancshares, Inc., Siloam Springs, Arkansas -- to become a bank holding company through the acquisition of Arkansas State Bank.
- Approved, January 9, 2001

Atlanta

Bedwell Investments, Inc., Jackson, Alabama -- to become a bank holding company through retention of shares of Merchants Trust, Inc.
- Approved, January 12, 2001

Dallas

Bryan Family Management Trust, Bryan, Texas, and Bryan Heritage Limited Partnership -- to acquire The First National Bank of Bryan.
- Approved, January 9, 2001

San Francisco

BYL Bancorp, Orange, California -- to engage through CNL Commercial Finance, Inc., Mission Viejo, in making, purchasing, servicing, selling, and securitizing commercial loans.
- Withdrawn, January 9, 2001

Bank Holding Companies

New York

Citigroup Inc., New York, New York -- to acquire Geneva Group, Inc., Irvine, California, and thereby engage in financial and investment advisory activities.
- Approved, December 22, 2000 (AC)

Cleveland

Community Trust Bancorp., Pikeville, Kentucky -- waiver of application in connection with the acquisition of Bank of Mt. Vernon, Mt. Vernon.
- Granted, January 12, 2001

Richmond

F&M National Corporation, Winchester, Virginia -- to merge with Atlantic Financial Corp., Newport News, and to acquire an interest in Johnson Mortgage Company, LLC.
- Approved, January 9, 2001

San Francisco

First Community Bancorp, Rancho Santa Fe, California -- to merge with Professional Bancorp, Inc., Santa Monica, and thereby acquire First Professional Bank, N.A.; and for Eggemeyer Advisory Corp, Rancho Santa Fe, WJR Corp., Castle Creek Capital, LLC, and Castle Creek Capital Partners Funds I, IIa, and IIb, to acquire an interest in First Professional Bank, N.A.
- Approved, December 21, 2000 (AC)

Atlanta

First Deposit Bancshares, Inc., Douglasville, Georgia -- to become a bank holding company through the acquisition of Douglas Federal Bank.
- Approved, January 11, 2001

Kansas City

Garden City Bancshares Acquisition Corporation, Garden City, Missouri -- to become a bank holding company through the acquisition of shares of Garden City Bank.
- Approved, January 12, 2001

Bank Holding Companies

Director, BS&R

Wells Fargo Bank South Dakota, N.A., Sioux Falls, South Dakota -- request for an exemption from section 23A of the Federal Reserve Act with respect to a corporate restructuring of certain activities of Wells Fargo & Company, San Francisco, California.

- Granted, January 8, 2001

Bank Mergers

Chicago

M&I Marshall & Ilsley Bank, Milwaukee, Wisconsin -- to merge with M&I Citizens American Bank, Merrill; M&I Central Bank & Trust, Marshfield; M&I Bank of Eagle River, Eagle River; M&I Merchants Bank, Rhinelander; M&I First American Bank, Wausau; M&I Bank, Ashland; M&I Bank, Superior; and M&I Mid State Bank, Stevens Point, and thereby establish branches.

- Approved, January 10, 2001

Chicago

M&I Marshall & Ilsley Bank, Milwaukee, Wisconsin -- to merge with M&I Central State Bank, Oshkosh; M&I Bank of Shawano, Shawano; M&I Bank Fox Valley, Appleton; and M&I Bank Northeast, Green Bay, and thereby establish branches.

- Approved, January 11, 2001

Capital Stock

St. Louis

Casey County Bancorp, Inc., Liberty, Kentucky -- redemption of stock.

- Approved, January 10, 2001

Change In Bank Control

Minneapolis

Freedom Bancorporation, Inc., Lindstrom, Minnesota -- change in bank control.

- Permitted, January 8, 2001

San Francisco

Heritage Oaks Bancorp, Paso Robles, California -- change in bank control.

- Permitted, January 11, 2001

Change In Bank Control

New York

Patriot National Bancorp, Inc., Stamford, Connecticut -- change in bank control.
- Permitted, January 12, 2001

Dallas

Ranco Bancshares, Inc., Spur, Texas -- change in bank control.
- Permitted, January 11, 2001

St. Louis

Security Bancshares, Inc., Amory, Mississippi -- change in bank control.
- Permitted, January 10, 2001

Atlanta

Valrico Bancorp, Inc., Valrico, Florida -- change in bank control notices.
- Permitted, January 12, 2001

Chicago

Washington Bancorp, Washington, Iowa -- change in bank control.
- Permitted, January 12, 2001

Competitive Factors Reports

Richmond

Branch Banking and Trust Company, Winston-Salem, North Carolina -- report on competitive factors of the proposed merger with FCNB Bank, Frederick, Maryland.
- Submitted, January 12, 2001

San Francisco

BYL Bank, Orange, California -- report on competitive factors of the proposed merger with People's Bank of California, Los Angeles.
- Submitted, January 10, 2001

Dallas

Comanche National Bank, Comanche, Texas -- report on competitive factors of the proposed merger with Interim Comanche National Bank.
- Submitted, January 11, 2001

Competitive Factors Reports

St. Louis

CUB Interim Bank, Dupont, Indiana -- report on competitive factors of the proposed merger with Dupont State Bank.

- Submitted, January 8, 2001

Dallas

First Bank and Trust East Texas, Diboll, Texas -- report on competitive factors of the proposed merger with The First State Bank, Jasper.

- Submitted, January 11, 2001

St. Louis

First National Bank of St. Louis, Clayton, Missouri -- report on competitive factors of the proposed merger with Mid-America Bank of St. Clair County, O'Fallon, Illinois.

- Submitted, January 8, 2001

New York

KFSB Interim Bank, Kearny, New Jersey, and Kearny Interim Bank -- report on competitive factors of the proposed merger with Kearny Federal Savings Bank.

- Submitted, January 8, 2001

St. Louis

Old National Bank, Evansville, Indiana -- report on competitive factors of the proposed merger with Orange County Bank, Paoli.

- Submitted, January 8, 2001

New York

Pennstar Bank, National Association, Scranton, Pennsylvania -- report on competitive factors of the proposed merger with NBT Bank, National Association, Norwich, New York.

- Submitted, January 11, 2001

Philadelphia

The Peoples State Bank, East Berlin, Pennsylvania -- report on competitive factors of the proposed merger with The Glen Rock State Bank, Glen Rock.

- Submitted, January 11, 2001

Competitive Factors Reports

St. Louis

Security Interim National Bank, Witt, Illinois -- report on competitive factors of the proposed merger with Security National Bank.
- Submitted, January 11, 2001

Minneapolis

U.S. Bank National Association, Minneapolis, Minnesota -- report on competitive factors of the proposed merger with U.S. Bank National Association ND, Fargo, North Dakota.
- Submitted, January 8, 2001

Extensions Of Time

San Francisco

Hancock Park Acquisition, LLC, Washington, D.C., and Hancock Park Acquisition, LP -- extension to March 29, 2001, to become a bank holding company through the acquisition of Bank of Coronado, Coronado, California.
- Granted, January 11, 2001

Kansas City

JTB Bancshares, Inc., Mission Hills, Kansas -- extension to April 11, 2001, to acquire Whiting Bankshares, Inc., Whiting.
- Granted, January 11, 2001

Atlanta

Southern Exchange Bank, Tampa, Florida -- extension to January 21, 2002, to establish a branch at 153 Treasure Island Causeway, Treasure Island.
- Granted, January 10, 2001

New York

Summit Bank, Princeton, New Jersey -- extension to June 30, 2001, to establish a branch at 2000 Windrow Drive.
- Granted, January 8, 2001

Minneapolis

Waumandee Bancshares, Ltd., Waumandee, Wisconsin -- extension to April 13, 2001, to acquire Waumandee State Bank.
- Granted, January 11, 2001

Extensions Of Time

San Francisco

Western Acquisitions, LLC, Washington, D.C., and Western Acquisitions, LP -- extension to March 29, 2001, to acquire West Coast Bancorp, Tustin, California.
- Granted, January 11, 2001

St. Louis

WestTenn Bancorp, Inc., Jackson, Tennessee -- extension to February 15, 2001, to become a bank holding company through the acquisition of The Bank of Jackson.
- Granted, January 11, 2001

Financial Holding Companies

Chicago

Clintonville Bancshares, Inc., Clintonville, Wisconsin -- election to become a financial holding company.
- Effective, January 11, 2001

Richmond

Summit Financial Group, Inc., Moorefield, West Virginia -- election to become a financial holding company.
- Effective, January 11, 2001

Membership

San Francisco

Bank of Los Altos, Los Altos, California -- membership in the Federal Reserve System.
- Approved, January 11, 2001

Dallas

First National Bank West Texas, Hale Center, Texas -- membership in the Federal Reserve System.
- Approved, January 10, 2001

Richmond

Southern Community Bank and Trust, Winston-Salem, North Carolina -- membership in the Federal Reserve System.
- Approved, January 10, 2001

Reserve Bank Services

Secretary

Payments System -- revisions to the 1990 policy statement, "The Federal Reserve in the Payments System."

- Approved, January 9, 2001

District 1

Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, January 13, 2001

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Regulation K	The Royal Bank of Scotland plc, Edinburgh, Scotland to establish a state-licensed representative office in Houston, Texas	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>
None		

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

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

Section VI – CRA examinations scheduled for

Quarter of

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

District 2

Federal Reserve Bank of New York

Applications and notifications filed during the week ending Saturday, January 13, 2001

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
FBSEA	Sparkasse Stockerau AG, Vienna, Austria, to establish federal branches in Greenwich, Connecticut, and New York, New York, and representative offices in San Francisco, California, and Atlanta, Georgia.*	Newspaper – N/Avail
FBSEA	RheinHyp Rheinische Hypothekenbank, AG, Frankfurt, Germany, to establish a representative office in New York, New York.*	Newspaper – N/Avail

* 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	Change in Bank Control with regard to Warwick Community Bancorp, Inc. Employee Stock Ownership Plan to acquire up to 10.32 percent of the outstanding stock of Warwick Community Bancorp, Inc., Warwick, New York.*	Newspaper – N/Avail Fed Reg – 01/03/2001
3(a)(3)/3(a)(5)	Financial Institutions, Inc., Warsaw, New York, to acquire Bath National Corporation, and its wholly-owned subsidiary, Bath National Bank, both of Bath, New York.	Newspaper – 02/14/2001 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>	
Investment	BBVA APR Holding Corporation, San Juan, Puerto Rico, a domestic bank holding company, to make its initial investment in its first nonbank subsidiary, BBVA Insurance Agency, Rio Piedras, Puerto Rico, pursuant to Section 211.5(c)(4) of Regulation K.	N/Avail

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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SN = Substantial noncompliance

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<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 First Quarter of 2001

<i>Institution</i>	<i>Location</i>
HSBC	One HSBC Center Buffalo, New York 14203
Adirondack Trust Company	473 Broadway Saratoga Springs, New York 12866
Great Eastern Bank	235 Fifth Avenue New York, New York 10016

District 3

Federal Reserve Bank of Philadelphia

Applications and notifications filed during the week ending Saturday, January 13, 2001

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, January 13, 2001

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Section 18(c) Branch	Received application from Fifth Third Bank Indiana, St. Joseph, MI on 01/12/2001 to merge with Old Kent Bank, Grand Rapids, MI and, incident thereto, establish branches.	02/11/2001

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, January 13, 2001

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Valley Bank, Roanoke, Virginia, to establish a branch at 1518 Hershberger Road, Roanoke, Virginia.*	Newspaper - 01/25/2001

*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)	First Bancorp, Troy, North Carolina, to merge with Century Bancorp, Inc., Thomasville, North Carolina.*	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</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 6

Federal Reserve Bank of Atlanta

Applications and notifications filed during the week ending Saturday, January 13, 2001

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	AmSouth Bank, Birmingham, Alabama, to establish a branch located at 15000 Tamiami Trail, North Port, Florida.	01/08/2001*
Branch	Compass Bank, Birmingham, Alabama, to establish a branch located at 655 Broadway, Denver, Colorado, to be known as the Broadway Branch.	01/26/2001*
Branch	SouthTrust Bank, Birmingham, Alabama, to establish a mobile branch serving Tarrant, Dallas, Collin, and Denton Counties in Texas with the base branch located at 1521 North Cooper, Suite 100, Arlington, Texas.	01/13/2001*
Branch	SunTrust Bank, Atlanta, Georgia, after-the-fact application for an established branch located at 207 Russell Parkway, Warner Robins, Georgia, known as the Houston Square In-Store Office.	01/09/2001*

*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>
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>
WAIVR	Cumberland Bancorp, Inc., Nashville, Tennessee, application waiver request for the proposed acquisition of Cumberland Interim Bank, Brentwood, Tennessee, to facilitate the acquisition through merger of the remaining 46 percent of the outstanding common stock in the Bank of Mason, Mason, 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>
None						

Section VI – CRA examinations scheduled for

Quarter of

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

District 7

Federal Reserve Bank of Chicago

Applications and notifications filed during the week ending Saturday, January 13, 2001

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Bank of Elmwood, Racine, Wisconsin, for prior approval to establish a branch at State Highway 31 and Washington Road, Kenosha, Wisconsin.*	Newspaper – 01/15/2001
18c & Branch	M&I Marshall & Ilsley Bank, Milwaukee, Wisconsin, for prior approval to merge with M&I Citizens American Bank, Merrill; M&I Central Bank & Trust, Marshfield; M&I Bank of Eagle River, Eagle River; M&I Merchants Bank, Rhinelander; M&I First American Bank, Wausau; M&I Bank, Ashland; M&I Bank, Superior; and M&I Mid State Bank, Stevens Point; all in Wisconsin, and thereby establish 36 branch offices.*	Newspaper – 01/07/2001
18c & Branch	M&I Marshall I Ilsley Bank, Milwaukee, Wisconsin, for prior approval to merge with M&I Central State Bank, Oshkosh, Wisconsin, M&I Bank of Shawano, Shawano, Wisconsin, M&I Bank Fox Valley, Appleton, Wisconsin and M&I Bank Northeast, Green Bay, Wisconsin, and thereby establish 44 branch offices.*	Newspaper – 01/08/2001
18c & Branch	Security State Bank, New Hampton, Iowa, for prior approval to merge with its affiliate bank, Security State Bank, Calmar, Iowa and thereby establish branch offices at 102 W. Main, Calmar, Iowa and 106 E. Main, Ossian, Iowa*	Newspaper – N/Avail

* 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)	Admiral Family Banks, Inc., Alsip, Illinois, for prior approval to acquire 81.4 percent of the voting shares of Federated Bancorp, Inc., Onarga, Illinois, and thereby indirectly acquire Federated Bank, Onarga, Illinois.*	Fed Reg – N/Avail Newspaper – 02/02/2001
3(a)(1)	Alpha Financial Group, Inc. Employee Stock Ownership Plan, Toluca, Illinois, for prior approval to become a bank holding company through the acquisition of 31.61 percent of the voting shares of Alpha Financial Group, Inc. Minonk, Illinois; and thereby indirectly acquire Alpha Community Bank, Toluca, Illinois.*	Fed Reg – 02/01/2001 Newspaper – 01/28/2001

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)	American Bancorporation, Cedar Falls, Iowa, for prior approval to become a bank holding company through the acquisition of 100 percent of The Newburg Corporation, Saint Ansgar, Iowa, and thereby indirectly acquire Cedar Valley State Bank, Saint Ansgar, Iowa.*	Fed Reg – N/Avail Newspaper – 02/02/2001
3(a)(3) & 4(c)(8)	Ames National Corporation, Ames, Iowa, for permission to retain its current 5.39% investment in Mahaska Investment Company, Oskaloosa, Iowa, and thereby indirectly acquire Midwest Federal Savings and Loan Association of Eastern Iowa, Burlington, Iowa, Mahaska State Bank, Oskaloosa, Iowa, Pella State Bank, Pella, Iowa and Central Valley Bank, Ottumwa, Iowa.*	Fed Reg – 02/05/2001 Newspaper – N/Avail
4(c)(8)	FBOP Corporation, Oak Park, Illinois, for prior approval to acquire 100 percent of the voting shares of PBOC Holdings, Inc., Los Angeles, California and thereby indirectly acquire Peoples Bank of California, Los Angeles, California.*	Fed Reg – 01/02/2001 Newspaper – N/Avail
3(a)(1)	First BancTrust Corporation, Paris, Illinois, for prior approval to become a bank holding company through the acquisition of 100 percent of the voting shares of First Bank & Trust, S.B., Paris, Illinois.*	Fed Reg – 01/22/2001 Newspaper – 02/12/2001
3(a)(3)	First Capital Bankshares, Incorporated, Peoria, Illinois, for prior approval to acquire 20 percent of the voting shares of Community Bank of Lemont (in organization), Lemont, Illinois.*	Fed Reg – 01/05/2001 Newspaper – 02/04/2001
CIC	Notification by Frank D. Neese, of a Change in Control of First Community Bancshares, Inc., Bargersville, Indiana.	Fed Reg – N/Avail Newspaper – N/Avail
CIC	Notification by James Albert Kaldenberg and Caryl Kaldenberg Sharp of a Change in Control to retain current ownership of 31.81 percent and 30.08 percent, respectively, of the outstanding voting shares of First Iowa State Shares, Inc., Albia, Iowa.	Fed Reg – 01/16/2001 Newspaper – 01/22/2001
CIC	Notification by Rick R. Messerschmidt and William R. Messerschmidt, as Trustees of the Roy W. Messerschmidt 2000 Irrevocable Trust, to control up to 46.9 percent of the outstanding voting shares of FNB Holding Co., West Des Moines, Iowa.	Fed Reg – 01/10/2001 Newspaper – 01/11/2001
3(a)(3)	Indiana United Bancorp, Greensburg, Indiana, for prior approval to acquire 100 percent of the voting shares of Regional Federal Savings Bank, New Albany, Indiana. (Bank will convert to a state chartered commercial bank to be known as Regional Bank).*	Fed Reg – 01/11/2001 Newspaper – 01/05/2001

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4(c)(8)	Michigan National Corporation, Farmington Hills, Michigan, for prior approval to acquire 100 percent of the voting shares of Standard Federal Bancorporation, Inc., Troy, Michigan and thereby indirectly acquire Standard Federal Bank, Troy, Michigan and thereby engage in the nonbanking activity of operating a savings association.*	Fed Reg – 01/16/2001 Newspaper – 01/12/2001
3(a)(3)	Stichting Prioriteit ABN AMRO Holding, Stichting Administratiekantoor ABN AMRO Holding, ABN AMRO Holding N.V., ABN AMRO Bank N.V., all located in Amsterdam, The Netherlands; ABN AMRO North America Holdings Company and ABN AMRO North America, Inc., both located in Chicago, Illinois, for prior approval to acquire 100 percent of the voting shares of Michigan National Corporation, Farmington Hills, Michigan, and thereby indirectly acquire Michigan National Bank, Farmington Hills, Michigan.*	Fed Reg – 01/16/2001 Newspaper – 01/12/2001
CIC	Notification by Lyle P. Campbell, Craig L. Campbell, Verna C. Malone and Thomas E. Malone, of a Change in Control, to acquire 53 percent of Terrapin Bancorp, Inc., Elizabeth, Illinois.	Fed Reg – 01/19/2001 Newspaper – 01/16/2001
3(a)(1)	Thumb National Bank & Trust Company Employee Stock Ownership Plan, Pigeon, Michigan, for prior approval to become a bank holding company through the acquisition of 30.52 percent of the voting shares of Thumb Bancorp, Inc., Pigeon, Michigan and thereby indirectly acquire Thumb National Bank & Trust Company, Pigeon, Michigan.*	Fed Reg – 01/29/2001 Newspaper – 01/25/2001
3(a)(1)	Worth Bancorp, Spartanburg, Indiana, for prior approval to become a bank holding company through the acquisition of 100 percent of the voting shares of Greensfork Township State Bank, Spartanburg, Indiana.*	Fed Reg – 01/11/2001 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>
4(c)(8)	Alpha Financial Group, Inc. Employee Stock Ownership Plan, Toluca, Illinois, notification of intent to acquire Alpha Insurance Services, Inc., Washburn, Illinois; and thereby indirectly engage in insurance agency activities.	Fed Reg – 02/01/2001
4(c)(8)	National Australia Bank Limited, Melbourne, Australia, notification of intent to acquire, indirectly through its wholly-owned subsidiary, 02-e Limited, up to 70 percent of the outstanding voting shares of thinkorswim, Inc., a newly formed Delaware corporation and thereby engage in providing retail securities brokerage services over the Internet.	Fed Reg – 01/26/2001

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4(c)(8)	Northwest Suburban Bancorp, Inc., Mount Prospect, Illinois, notification of intent to continue to engage in purchasing loan participations from its subsidiary banks.	Fed Reg – N/Avail
4(c)(8)	Stichting Prioriteit ABN AMRO Holding, Stichting Administratiekantoor ABN AMRO Holding, ABN AMRO Holding N.V., ABN AMRO Bank N.V., all located in Amsterdam, The Netherlands; ABN AMRO North America Holdings Company and ABN AMRO North America, Inc., both located in Chicago, Illinois, for prior approval to acquire 100 percent of the voting shares of Independence Life Insurance Company, Phoenix, Arizona, and Independence One Capital Management Corporation, Farmington Hills, Michigan and thereby to engage in providing financial and investment advisory services.	Fed Reg – 01/16/2001

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.

Section V – Availability of CRA public evaluations

<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>
15536	Pullman Bank & Trust Co. 1000 E. 111 th Street Chicago, Illinois 60628-4697 (773) 602-8200	06/26/2000	01/10/2001	O	X	
58243	Johnson Bank 4001 N. Main Street Racine, Wisconsin 53402 (414) 639-6010	07/05/2000	01/10/2001	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, January 13, 2001

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Notice by Bank of Rogers, Inc., Rogers, Arkansas, to establish a branch office at 390 W. Centerton Boulevard, Centerton, Arkansas.*	11/23/2000

* 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 Republic Bancorp, Inc., Louisville, Kentucky, to acquire Republic Bank & Trust Company of Indiana, Clarksville, Indiana (in organization). (Previously submitted during the weeks ending December 30, 2000, and January 6, 2001. Resubmitted here because the end date of the newspaper comment period was previously incorrect.)*	Newspaper – 1/29/2001 Fed Reg – 1/26/2001

* 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)(5)(B)	Notice by Mid-America Bancorp, Louisville, Kentucky, to establish a wholly owned subsidiary, MAB Investment Group, Inc., Louisville, Kentucky, through which it will engage in financial and investment advisory activities, pursuant to Section 225.28(b)(6) of Regulation Y.	N/Avail.

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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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 9

Federal Reserve Bank of Minneapolis

Applications and notifications filed during the week ending Saturday, January 13, 2001

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	First Interstate Bank, Billings, Montana, to establish a branch at 3555 Mullen Road, Missoula, Montana.*	01/03/2001
Branch	First Interstate Bank, Billings, Montana, to establish a branch 3901 Harrison Avenue, Butte, Montana.*	01/03/2001

*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>
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>	<i>Ending date of comment period</i>
None		

Section V – Availability of CRA public evaluations

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

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 10

Federal Reserve Bank of Kansas City

Applications and notifications filed during the week ending Saturday, January 13, 2001

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Gold Bank, Hennessey, Oklahoma, for prior approval to establish a branch at 10900 Hefner Pointe Drive, Oklahoma City, Oklahoma.	Newspaper – 01/22/2001

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	Margaret Lauritzen Dodge, Omaha, Nebraska, to acquire voting shares of Loomis Company, Omaha, Nebraska, and thereby indirectly acquire First State Bank, Loomis, Nebraska.	Newspaper – N/A Fed Reg – N/A
CIC	Michael Leo Dahir, Omaha, Nebraska, to acquire voting shares of DB Holding Company, Inc., Omaha, Nebraska, and thereby indirectly acquire Omaha State Bank, Omaha, Nebraska.	Newspaper – 01/03/2001 Fed Reg – 01/05/2001

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 11

Federal Reserve Bank of Dallas

Applications and notifications filed during the week ending Saturday, January 13, 2001

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	PNB Financial Bank, Lubbock, TX, to establish a branch office at 5010 University Avenue, Lubbock, TX, 79413*	01/25/2001

*Subject to the provisions of the Community Reinvestment Act

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
CIC	Citizens National Bank of Bossier City Employee Stock Ownership Plan, Bossier City, LA, to acquire an interest in Citizens National Bancshares of Bossier, Inc., Bossier City, LA (previously reported the week ending January 6, 2001)	Fed Reg – 01/25/2001 Newspaper – 01/30/2001

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 12

Federal Reserve Bank of San Francisco

Applications and notifications filed during the week ending Saturday, January 13, 2001

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Cache Valley Bank, Logan, Utah, to establish a branch office at 1710 North Main, North Logan, Utah.*	Newspaper - 01/07/2001
Branch	Pacific Liberty Bank, Huntington Beach, California, to establish a branch office at 16001 Springdale Street, Huntington Beach, California.*	Newspaper - 01/11/2001

* 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>
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>	
3(a)5(C)	Sierra Bancorp to become a Bank Holding Company by acquiring Bank of the Sierra, both of Porterfield, California.	

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:

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	
