
Federal Reserve Release



H.2

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

No. 29

Week Ending July 20, 2002

Change In Bank Control

Bryn Mawr Bank Corporation, Bryn Mawr, Pennsylvania -- change in bank control.
- Permitted, July 19, 2002

Enforcement

The PNC Financial Services Group, Inc., Pittsburgh, Pennsylvania -- written agreement,
dated July 12, 2002, with the Federal Reserve Bank of Cleveland.
- Announced, July 18, 2002

BS&R Banking Supervision and Regulation
C&CA Consumer and Community Affairs
FOMC Federal Open Market Committee

RBOPS Reserve Bank Operations and Payment Systems
IF International Finance
OSDM Office of Staff Director for Management

Bank Branches, Domestic

St. Louis

Allied Bank, Mulberry, Arkansas -- to establish a branch at 111 North Second Street, Ozark.

- Approved, July 18, 2002

Atlanta

Compass Bank, Birmingham, Alabama -- to establish branches at the intersections of Blanco Road and North Texas 1604 Loop West, San Antonio, Texas; Glade Road and Heritage Avenue, Fort Worth; and Rufe Snow Drive and North Tarrant Parkway; Farm-to-Market 407 and Morris Road, Dallas; East Thomas Road and North 40th Street, Phoenix, Arizona; and South Yosemite Street and Kimmer Drive, Denver, Colorado.

- Approved, July 17, 2002

Richmond

Four Oaks Bank & Trust Company, Four Oaks, North Carolina -- to establish a branch at 406 East Main Street, Wallace.

- Approved, July 19, 2002

Dallas

PNB Financial Bank, Lubbock, Texas -- to establish a branch at 2500 Legacy Drive, Frisco.

- Approved, July 17, 2002

Chicago

Sand Ridge Bank, Highland, Indiana -- to establish a branch at the intersection of U.S. Highway 231 and Broadway Avenue, Crown Point.

- Approved, July 15, 2002

Atlanta

SouthTrust Bank, Birmingham, Alabama -- to establish a branch at 3994 Tampa Road, Oldsmar, Florida.

- Approved, July 3, 2002 (AC)

Bank Branches, Domestic

Atlanta

The Terrace Bank of Florida, Tampa, Florida -- to establish a branch at 4005 South Dale Mabry Highway.

- Approved, July 5, 2002 (AC)

Bank Holding Companies

Atlanta

CenterState Banks of Florida, Inc., Winter Haven, Florida -- to acquire CenterState Bank of Florida.

- Approved, July 18, 2002

San Francisco

First Financial Holdings, MHC, Renton, Washington, and First Financial of Renton, Inc. -- to become bank holding companies through the acquisition of First Savings Bank of Renton, and elections to become financial holding companies.

- Approved, July 18, 2002

Kansas City

First Midwest Acquisition Corporation, Midwest City, Oklahoma -- to become a bank holding company through the acquisition of shares of First Midwest Bancorp, Inc. and to engage indirectly in lending activities through FinancePoint, Inc., Del City, a subsidiary of First Midwest Bancorp. Inc.

- Approved, July 17, 2002

Boston

Machias Bancorp, MHC, Machias, Maine, and Machias Bancorp, Inc.; and Merrill Merchants Bankshares, Inc., Bangor -- to acquire, through a joint venture, M&M Consulting LLC, and shares of Profit Protection LLC, Fort Lauderdale.

- Approved, July 18, 2002

Richmond

MainStreet BankShares, Inc., Martinsville, Virginia -- to acquire Franklin Community Bank, N.A., Rocky Mount, a de novo bank.

- Approved, July 18, 2002

Bank Holding Companies

Chicago

Marshall & Ilsley Corporation, Milwaukee, Wisconsin -- to acquire indirectly PAYTRUST, INC., Lawrenceville, New Jersey, through Metavante Corporation, a subsidiary of Marshall & Ilsley Corporation.
- Approved, July 18, 2002

Atlanta

Morton Bancorp, Inc., Morton, Mississippi -- to become a bank holding company through the acquisition of Bank of Morton.
- Withdrawn, July 19, 2002

Atlanta

P.C.B. Bancorp, Inc., Largo, Florida -- to merge with Gateway American Bancshares, Inc., Ft. Lauderdale, and thereby acquire Gateway American Bank of Florida.
- Withdrawn, July 19, 2002

Boston

Port Financial Corp, Brighton, Massachusetts -- relief from a commitment in connection with the proposed acquisition of shares of Cambridge Bancorp, Cambridge.
- Granted, July 17, 2002

San Francisco

TODAY'S BANCORP, Inc., Vancouver, Washington -- to become a bank holding company through the acquisition of Today's Bank.
- Withdrawn, July 17, 2002

Bank Mergers

Chicago

Midwest Bank and Trust Company, Elmwood Park, Illinois -- to merge with Midwest Bank of Hinsdale, Hinsdale, and Midwest Bank of McHenry County, Union.
- Approved, July 15, 2002

Banks, State Member

Chicago

M&I Marshall & Ilsley Bank, Milwaukee, Wisconsin -- to continue to operate M&I Mortgage Reinsurance Corporation as a financial subsidiary.

- Approved, July 18, 2002

Change In Bank Control

Kansas City

First Bancorp of Oklahoma, Inc., Tonkawa, Oklahoma -- change in bank control.

- Permitted, July 17, 2002

Kansas City

First Centralia Bancshares, Inc., Centralia, Kansas -- change in bank control.

- Permitted, July 17, 2002

Richmond

First South Bancorp, Inc., Washington, North Carolina -- change in bank control.

- Permitted, July 19, 2002

Atlanta

Jordan Banking Company, Leary, Georgia -- change in bank control.

- Permitted, July 17, 2002

Atlanta

Tennessee Commerce Bancorp, Inc., Franklin, Tennessee -- change in bank control.

- Permitted, July 18, 2002

Competitive Factors Reports

Chicago

Bank of Prairie du Sac, Prairie du Sac, Wisconsin -- report on competitive factors of the proposed merger with PdS Interim Bank.

- Submitted, July 17, 2002

Chicago

Burlington Bank and Trust, Burlington, Iowa -- report on competitive factors of the proposed merger with Southeast Security Bank, Mediapolis.

- Submitted, July 17, 2002

Competitive Factors Reports

San Francisco

California National Bank, Los Angeles, California -- report on competitive factors of the proposed acquisition of Fidelity Federal Bank, a Federal Savings Bank, Glendale.
- Submitted, July 17, 2002

Secretary

Citizens Bank of Massachusetts, Boston, Massachusetts -- report on competitive factors of the proposed merger with Medford Savings Bank, Medford.
- Submitted, July 19, 2002

Cleveland

First Federal Savings Bank of Ironton, Ironton, Ohio -- report on competitive factors of the proposed merger with Interim FSB.
- Submitted, July 15, 2002

St. Louis

First National Bank, Paragould, Arkansas -- report on competitive factors of the proposed merger with Corning Bank, Corning.
- Submitted, July 15, 2002

Chicago

First State Bank of Beecher City, Beecher City, Illinois -- report on competitive factors of the proposed merger with Tri-County Interim Bank.
- Submitted, July 17, 2002

Cleveland

Foundation Bank, Cincinnati, Ohio -- report on competitive factors of the proposed merger with The Findlay Savings Bank.
- Submitted, July 15, 2002

Atlanta

Jordan Banking Company, Leary, Georgia -- report on competitive factors of the proposed merger with Horizon Mortgage Lending, Inc., Stockbridge, through a corporate reorganization.
- Submitted, July 17, 2002

Competitive Factors Reports

St. Louis

The Monticello Banking Company, Monticello, Kentucky -- report on competitive factors of the proposed merger with Bank of Clinton County, Inc., Albany.
- Submitted, July 18, 2002

Boston

The Pemigewasset National Bank of Plymouth, Plymouth, New Hampshire -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of three New Hampshire branches of Fleet National Bank, Providence, Rhode Island.
- Submitted, July 19, 2002

San Francisco

Security Business Bank of San Diego, San Diego, California, a de novo bank -- report on competitive factors of the proposed acquisition of the San Diego branch of Manufacturers Bank, Los Angeles.
- Submitted, July 17, 2002

Dallas

Sterling Bank, Houston, Texas -- report on competitive factors of the proposed merger with Eagle National Bank, Dallas.
- Submitted, July 19, 2002

Atlanta

Wheeler County State Bank, Alamo, Georgia -- report on competitive factors of the proposed merger with Wheeler Interim, Inc.
- Submitted, July 17, 2002

Extensions Of Time

Dallas

Tanglewood Bancshares, Inc., Houston, Texas, and Tanglewood Bancshares of Delaware, Inc., Wilmington, Delaware -- extension to September 27, 2002, to become bank holding companies through the acquisition of Bank of Tanglewood, National Association, Houston.
- Granted, July 16, 2002

Financial Holding Companies

Chicago

MB Financial, Inc., Chicago, Illinois -- election to become a financial holding company.
- Effective, July 16, 2002

Membership

Minneapolis

American State Bank of Olivia, Olivia, Minnesota -- to become a member of the Federal Reserve System.
- Approved, July 19, 2002

District 1

Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, July 20, 2002

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 2

Federal Reserve Bank of New York

Applications and notifications filed during the week ending Saturday, July 20, 2002

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.

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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 Third Quarter of 2002

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

District 3

Federal Reserve Bank of Philadelphia

Applications and notifications filed during the week ending Saturday, July 20, 2002

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, July 20, 2002

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
*Branch	Sky Bank, Salineville, OH to establish a branch at 800 South 115 th Street, Sebring, OH.	07/18/2002
*18(c) *Branch	Sky Bank, Salineville, OH to merge with Three Rivers Bank and Trust Company, Jefferson Boroughs, PA and incident thereto establish 25 branch facilities.	Not Yet Known

* 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	Notice of Change in Bank Control filed by the Romer Family (John Romer, Elizabeth Romer, Albert Romer, Rebecca Moorman, James Romer, and Margery Romer) of their intent to retain ownership and control of 54.3 percent of the outstanding voting shares of the Ottoville Bank Company, Ottoville, OH.	Newspaper – N/Avail Fed Reg – 08/02/2002
CIC	Notice of Change in Bank Control filed by the Romer Family (John Romer, Elizabeth Romer, Albert Romer, David Romer, Karla Clune, Kathryn Hart, Lynn Hemmelgarn, Rebecca Moorman, James Romer, and Margery Romer, Jacqueline Romer-Sensky, Jeffery Romer, Timothy Romer, Nancy Schroeder, and Douglas Roemer) of their intent to retain ownership and control of 67.7 percent of the outstanding voting shares of the St. Henry Bank, St. Henry, OH.	Newspaper – N/Avail Fed Reg – 08/02/2002
*3A5	Sky Financial Group, Inc., Bowling Green, OH to acquire up to 19 percent of the voting shares of NSD Bancorp, Inc., Pittsburgh, PA.	Newspaper – N/Avail Fed Reg – 08/19/2002
*3A5	Sky Financial Group, Inc., Bowling Green, OH to acquire Three Rivers Bancorp, Monroeville, PA and its sole bank subsidiary, The Three Rivers Bank and Trust, Jefferson Borough, PA.	Newspaper – N/Avail Fed Reg – 08/19/2002

*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.

The federal bank regulators use the following four 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 5

Federal Reserve Bank of Richmond

Applications and notifications filed during the week ending Saturday, July 20, 2002

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	NBRS Financial, Rising Sun, Maryland, to establish a branch at 3535 Conowingo Road, Street, Maryland.*	Newspaper - 07/26/2002
Branch	RBC Centura Bank, Rocky Mount, North Carolina, to establish a branch at 1136 Washington Street, Suite 503, Columbia, South Carolina.*	Newspaper - 07/27/2002

*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)	Capital Bank Corporation, Raleigh, North Carolina, to acquire 100% of the voting shares of High Street Corporation, Asheville, North Carolina.*	Fed Reg - 08/08/2002 Newspaper - 08/04/2002

*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>
3(a)(1)	United Financial, Inc., Graham, North Carolina, to become a bank holding company through the acquisition of 100% of the voting shares of Alamance National Bank, Graham, North Carolina.

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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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, July 20, 2002

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Colonial Bank, Montgomery, Alabama, to establish a branch located at 1200 Plantation Island, Suite 110, St. Augustine, Florida.	07/16/2002*
Branch	Colonial Bank, Montgomery, Alabama, to establish a branch located at 7204 Sand Lake Road, Suite 100, Orlando, Florida.	07/16/2002*
Branch	Colonial Bank, Montgomery, Alabama, to establish a branch located at 7797 N. Wickham Road, Melbourne, Florida.	07/16/2002*
Branch	Southern Exchange Bank, Tampa, Florida, to establish a branch located at 725 Harbour Post Drive, Tampa, Florida.	08/02/2002*
Branch	SouthTrust Bank, Birmingham, Alabama, to establish a branch located at 1620 West 49th Street, Miami, Florida.	07/17/2002*

*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>
CIC	Liberty Shares, Inc., Hinesville, Georgia, after-the-fact change in control notification filed by James M. Floyd, Sr., Floyd Stockholdings, LP, Floyd Real Estate Holdings, LP, Carolyn M. Floyd, James M. Floyd, Jr., Alicia L. Floyd, Meghann T. Floyd, Roscoe L. Floyd, Evanne L. Floyd (joint tenants with Right of Survivorship), O.C. Martin, Jr., Carroll W. Floyd, Billie G. Floyd, all of Hinesville, Georgia; Karen Floyd Boyer, Clayton D. Boyer, Mary Nichole Boyer, Nicholas C. Boyer, all of Richmond Hill, Georgia, O.C. Martin, III, and Janet P. Martin, both of Winston-Salem, North Carolina; to collectively retain 16.15 percent of the outstanding shares of Liberty Shares, Inc., Hinesville, Georgia.	Newspaper - 07/12/2002 Fed Reg – 07/05/2002

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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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>
2906311	Newnan Coweta Bank Post Office Box 71699 Newnan, Georgia 30271 (770) 683-6222	04/08/2002	07/16/2002	S		X

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, July 20, 2002

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18C & Branches	Salin Bank & Trust Company, Indianapolis, Indiana, to merge with Blue River Federal Savings Bank, Edinburg, Indiana and thereby to establish branches.*	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>
4(c)(8)	FBOP Corporation, Oak Park, Illinois, to acquire 100 percent of American Home Loan Corporation, Phoenix, Arizona, and thereby indirectly acquire Bank USA, a Federal Savings Bank, Phoenix, Arizona, and thereby to operate a savings association.	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.

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S = Satisfactory

NI = Needs to improve

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>
716833	Marquette Bank 6316 S. Western Avenue Chicago, Illinois 60636 (773) 476-5100	01/11/2002	07/19/2002	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, July 20, 2002

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	Notice by The Ernest Hazel III Trust and Kay Hammond Hazel, Vero Beach, Florida, as trustee, to gain control of Cardinal Bancorp Inc., Saint Louis, Missouri. (Previously submitted during the week ending July 13, 2002)	Newspaper – 08/08/2002 Fed Reg – 07/30/2002
CIC	Notice by L & T Investment Limited Partnership, to gain control of First Service Bancshares, Inc., Dermott, Arkansas.	Newspaper – N/Avail Fed Reg – N/Avail
3A1	Independent Holdings, Inc., Memphis, Tennessee, to become a bank holding company by acquiring 100 percent of the voting shares of Independent Bank, Memphis, Tennessee. (Previously submitted during the week ending July 13, 2002)*	Newspaper – 08/16/2002 Fed Reg – 08/15/2002
3A3	Rockhold BanCorp., Kirksville, Missouri, to acquire 8 percent of La Plata Bancshares, Inc., La Plata, Missouri, and thereby indirectly acquire La Plata State Bank, La Plata, Missouri.*	Newspaper – 08/09/2002 Fed Reg – 08/19/2002

* 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.

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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, July 20, 2002

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	The John M. Morrison Florida Intangible Trust #5 dated 5/16/02, Naples, Florida, to gain control of Central Bancshares, Inc., Golden Valley, Minnesota, and thereby indirectly gain control of Central Bank, Stillwater, Minnesota	Fed Reg – 07/29/2002 Newspaper – 07/17/2002
CIC	Kari A. M. and Peter J. Nelson, Glenwood, Minnesota, and Paul Martinson, Eden Prairie, Minnesota, and Eric W. and Kirsten R. M. Nelson, Glenwood, Minnesota, to gain control of Financial Services of Lowry, Inc., Lowry, Minnesota, and thereby indirectly gain control of Lowry State Bank, Lowry, Minnesota.	Fed Reg – 08/01/2002 Newspaper – 08/14/2002

*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

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 10

Federal Reserve Bank of Kansas City

Applications and notifications filed during the week ending Saturday, July 20, 2002

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>	
SMB Financial Subsidiary	First State Bank, Taos, New Mexico, to acquire 50 percent of the ownership interest of New Mexico Title of Albuquerque, LLC, Albuquerque, New Mexico, a financial subsidiary.	

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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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>
973252	Swedish-American State Bank Main & Liberty Street Courtland, Kansas 66939	04/22/2002	07/17/2002	S		X

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, July 20, 2002

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 12

Federal Reserve Bank of San Francisco

Applications and notifications filed during the week ending Saturday, July 20, 2002

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	F. Kemper Freeman, Jr., Betty J. Freeman, Suzanne L. McQuaid, Amy C. Schreck, Bellevue Square Managers I Limited Partnership, and Bellevue Square Managers, Inc., all of Bellevue, Washington, to acquire ownership of 15.85 percent of First Mutual Bancshares, Inc., Bellevue, Washington.*	Newspaper – 07/05/2002 Fed Reg – 07/24/2002

* 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)	Security Pacific Bancorp, Ontario, California, to engage in nonbanking activities through the formation of Security Pacific Finance Company, Ontario, California.	Fed Reg – 08/08/2002

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	
