
Federal Reserve Release



H.2

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

No. 25

Week Ending June 19, 2004

Testimony And Statements

Nomination Hearing -- statement by Chairman Greenspan before the Senate Committee on Banking, Housing, and Urban Affairs on his renomination for a fifth term as Chairman of the Board.

- Published, June 15, 2004

Advisory Councils

Consumer Advisory Council -- request for nominations for eleven new members.

- Announced, June 17, 2004

Bank Holding Companies

J.P. Morgan Chase & Co., New York, New York -- to merge with Bank One Corporation, Chicago, Illinois, and thereby acquire Bank One, National Association and its other subsidiary banks.

- Approved, June 14, 2004

Regions Financial Corporation, Birmingham, Alabama -- to merge with Union Planters Corporation, Memphis, Tennessee, and thereby acquire Union Planters Bank, National Association, and Union Planters Bank of the Lakeway Area, Morristown.

- Approved, June 16, 2004

Extensions Of Time

Central Pacific Financial Corp., Honolulu, Hawaii -- extension to September 15, 2004, to acquire CB Bancshares, Inc., and City Bank.

- Granted, June 16, 2004

Forms

Report Proposals -- final Board review of proposals to extend with revision the Consolidated Report of Condition and Income for Edge and Agreement Corporations (FR 2886b); and to extend without revision the Notice of Branch Closure (FR 4031); Notice of Proposed Stock Redemption (FR 4008); Notice Claiming Status as an Exempt Transfer Agent (FR 4013); Reports Related to Securities Issued by State Member Banks as Required by Regulation H (Reg H-1); Declarations to Become a Financial Holding Company (FHC) (FR 4010); Requests for Determinations and Interpretations Regarding Activities Financial in Nature (FR 4011); Notices of Failure to Meet Capital or Management Requirements (FR 4012); Notices by State Member Banks to Invest in Financial Subsidiaries (FR 4017); Regulatory Relief Requests Associated with Merchant Banking Activities (FR 4019); and Recordkeeping Requirements Associated with Merchant Banking Activities.

- Approved, June 14, 2004

Regulations And Policies

Complex Structured Finance Activities -- extension to July 19, 2004, of the comment period on the proposed Interagency Statement on Sound Practices Concerning Complex Structured Finance Activities.

- Announced, June 18, 2004

Consumer Disclosure Standards -- withdrawal of proposed amendments to Regulations Z (Truth in Lending), B (Equal Credit Opportunity), E (Electronic Fund Transfers), M (Consumer Leasing), and DD (Truth in Savings) that sought to define more specifically the standard for providing clear and conspicuous disclosures and to provide a more uniform standard among these regulations (Docket Nos. R-1167 to R-1171).

- Approved, June 16, 2004

Enforcement

First Tennessee Bank, N.A., Memphis, Tennessee, and Bank of America, N.A., Charlotte, North Carolina -- issuance of a final decision and order of prohibition against Stephanie Edmond, a former employee.

- Approved, June 16, 2004

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

Atlanta

AmSouth Bank, Birmingham, Alabama -- to establish a branch at 4904 Tamiami Trail East, Naples, Florida.

- Approved, June 14, 2004

Atlanta

AmSouth Bank, Birmingham, Alabama -- to establish a branch at 1042 Glenbrook Way, Hendersonville, Tennessee.

- Approved, June 16, 2004

Atlanta

Compass Bank, Birmingham, Alabama -- to establish a branch at Culebra Road and Loop 1604, San Antonio, Texas.

- Approved, June 17, 2004

Philadelphia

First Penn Bank, Philadelphia, Pennsylvania -- to establish a branch at 1032 Arch Street.

- Approved, June 17, 2004

Chicago

Johnson Bank, Racine, Wisconsin -- to establish a branch at 8202 Highview Drive, Madison.

- Approved, June 15, 2004

New York

Manufacturers and Traders Trust Company, Buffalo, New York -- to establish a seasonal-use limited branch at Shippensburg University of Pennsylvania, Shippensburg, Pennsylvania.

- Approved, June 14, 2004

Chicago

Midwest Bank and Trust Company, Elmwood Park, Illinois -- to establish branches at 239-45 Addison Road, Addison, and 1441 Waukegan Road, Glenview.

- Approved, June 15, 2004

Bank Branches, Domestic

Atlanta

Pointe Bank, Boca Raton, Florida -- to establish a branch at 3386 South Douglas Road, Miami.

- Approved, June 18, 2004

Atlanta

Regions Bank, Birmingham, Alabama -- to establish a branch at 2601 Ridge Road, Rockwall, Texas.

- Approved, June 14, 2004

Cleveland

Sky Bank, Salineville, Ohio -- to establish a branch at 68011 Mall Ring Road, St. Clairsville.

- Approved, June 18, 2004

Chicago

Southwest Bank of St. Louis, St. Louis, Missouri -- to establish a branch at 10923 Olive Boulevard, Creve Coeur.

- Approved, June 18, 2004

Atlanta

SunTrust Bank, Atlanta, Georgia -- to establish a branch at 40 Shining Willow Way, La Plata, Maryland.

- Approved, June 17, 2004

Bank Holding Companies

Kansas City

Centennial C Corp, Rancho Santa Fe, California -- to become a bank holding company and to acquire Centennial Bank Holdings, Inc., Fort Collins, Colorado, and Centennial Bank of the West.

- Approved, June 15, 2004

New York

Emigrant Bancorp, Inc., New York, New York, and ESB Acquisition Corp. -- to acquire Emigrant Bank, a de novo limited purpose commercial bank.

- Approved, June 17, 2004

Bank Holding Companies

St. Louis

Farmers Capital Bank Corporation, Frankfort, Kentucky -- to acquire Citizens Bank (KY), Inc., Georgetown.

- Approved, June 15, 2004

Atlanta

Flint River Bancshares, Inc., Camilla, Georgia -- to become a bank holding company and to acquire Flint River National Bank, a de novo bank.

- Approved, June 17, 2004

Atlanta

Floridian Community Holdings, Inc., Davie, Florida -- to become a bank holding company and to acquire Floridian Community Bank, Inc.

- Approved, June 18, 2004

Minneapolis

Hopkins Financial Corporation, Mitchell, South Dakota -- to engage de novo in lending activities.

- Approved, June 14, 2004

Chicago

Marshall & Ilsley Corporation, Milwaukee, Wisconsin -- to acquire through its subsidiary, Metavante Corporation, Advanced Financial Solutions, Inc. and the limited liability company interests of CheckClear, LLC, Oklahoma City, Oklahoma, and Medical Banking Exchange, LLC.

- Approved, June 17, 2004

Chicago

Marshall & Ilsley Corporation, Milwaukee, Wisconsin -- to acquire through its subsidiary, Metavante Corporation, NYCE Corporation, Montvale, New Jersey, and its Canadian subsidiary, Everlink Payment Systems, Inc., and thereby engage in data processing activities abroad.

- Approved, June 18, 2004

Bank Holding Companies

Chicago

Metropolitan Bank Group, Inc., Chicago, Illinois -- to acquire Citizens Bank-Illinois, National Association, Berwyn.
- Approved, June 16, 2004

Secretary

North Fork Bancorporation, Inc., Melville, New York -- commenter's request to extend the comment period on the application to acquire Greenpoint Financial Corporation, New York.
- Denied, June 14, 2004

Kansas City

Pinnacle Bancorp, Inc., Central City, Nebraska -- to acquire Financial Services of the Rockies, Inc., Colorado Springs, Colorado, and First National Bank of Colorado Springs; and for Pinnacle Bancorp's subsidiary, Bank of Colorado, Fort Collins, to merge with First National Bank of Colorado Springs, and thereby establish branches.
- Approved, June 16, 2004

Kansas City

Union National Bancshares, Inc., ESOP, Chandler, Oklahoma -- to become a bank holding company and to acquire shares of Union National Bancshares, Inc. and Union Bank of Chandler.
- Approved, June 16, 2004

Bank Mergers

Cleveland

Community First Bank & Trust, Celina, Ohio -- to merge with Indiana Lawrence Bank, North Manchester, Indiana, and The Clyde Savings Bank, Clyde, Ohio, and thereby establish branches.
- Approved, June 16, 2004

Atlanta

Cumberland Bank South, Franklin, Tennessee -- to merge with Cumberland Bank, Carthage.
- Approved, June 18, 2004

Bank Mergers

Secretary

Placer Sierra Bank, Auburn, California -- to merge with Bank of Orange County, Orange, and thereby establish branches.

- Approved, June 16, 2004

Banks, Foreign

Director, BS&R

Hypothekebank in Essen AG, Essen, Germany -- to establish a representative office in New York, New York.

- Approved, June 18, 2004

Change In Bank Control

St. Louis

ACME Holding Company, Inc., Mulberry, Arkansas -- to retain control of ACME Holding Company, Inc.

- Permitted, June 18, 2004

Cleveland

Citizens Bancorp of Morehead Incorporated, Morehead, Kentucky -- to retain control of Citizens Bancorp.

- Permitted, June 18, 2004

Cleveland

Empire Bancshares, Inc., Hicksville, Ohio -- to retain control of Empire Bancshares, Inc.

- Permitted, June 18, 2004

Chicago

Itasca Bancorp, Inc., Itasca, Illinois -- to retain control of Itasca Bancorp, Inc.

- Permitted, June 16, 2004

Competitive Factors Reports

Minneapolis

Bremer Bank, National Association, Moorhead, Minnesota -- report on competitive factors of the proposed merger with Bremer Bank, National Association, Minot, North Dakota.

- Submitted, June 15, 2004

Competitive Factors Reports

Atlanta

Enterprise National Bank of Palm Beach, North Palm Beach, Florida -- report on competitive factors of the proposed purchase of the Jupiter branch of Security Bank, N.A., North Lauderdale.
- Submitted, June 15, 2004

Chicago

Harris Bank Glencoe-Northbrook, National Association, Glencoe, Illinois -- report on competitive factors of the proposed merger with its 25 affiliated national and state banks into Harris National Association.
- Submitted, June 16, 2004

Minneapolis

Home State Bank, Litchfield, Minnesota -- report on competitive factors of the proposed purchase of assets and assumption of liabilities of the Hutchinson branch of Bremer Bank, National Association, Willmar.
- Submitted, June 16, 2004

Chicago

Independent Bank, Bay City, Michigan -- report on competitive factors of the proposed merger with First National Bank of Gaylord, Gaylord.
- Submitted, June 16, 2004

Minneapolis

Northview Bank, Finlayson, Minnesota -- report on competitive factors of the proposed purchase of certain assets and assumption of deposit liabilities of the Grand Rapids branch of American National Bank of Minnesota, Baxter.
- Submitted, June 14, 2004

Dallas

Prosperity Bank, El Campo, Texas -- report on competitive factors of the proposed merger with Village Bank & Trust, SSB, Lakeway.
- Submitted, June 15, 2004

Competitive Factors Reports

Atlanta

United Bank, Atmore, Alabama -- report on competitive factors of the proposed merger with Premier Community Bank of Southwest Florida, Fort Myers, Florida.
- Submitted, June 16, 2004

Financial Holding Companies

Chicago

RNB Corp., Brazil, Indiana -- election to become a financial holding company.
- Effective, June 18, 2004

District 1

Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, June 19, 2004

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, June 19, 2004

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Manufacturers and Traders Trust Company, Buffalo, New York, to establish a seasonal-use limited branch office at McDaniel College, 2 College Hill, Westminster, Maryland.	Newspaper – 06/28/2004
FBSEA	ICICI Bank Limited, Mumbai, India, to establish a federal branch 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>
None		

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4C8	NRW.Bank, Dusseldorf, Germany, to continue to engage in certain non-banking activities currently conducted by NRW.Bank's subsidiary, WestLB AG, Dusseldorf, Germany.	Fed Reg – 07/08/2004

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

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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 3

Federal Reserve Bank of Philadelphia

Applications and notifications filed during the week ending Saturday, June 19, 2004

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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<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, June 19, 2004

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
*Branch	Fifth Third Bank, Grand Rapids, MI to establish a branch at 251 Brook Forest Avenue, Shorewood, IL.	Newspaper – 06/12/2004
*Branch	Fifth Third Bank, Grand Rapids, MI to establish a branch at 2710 North Narragansett Avenue, Chicago, IL.	Newspaper – 06/12/2004
*Branch	Fifth Third Bank, Grand Rapids, MI to establish a branch at 1725 North Harlem Avenue, Chicago, IL.	Newspaper – 06/12/2004
*Branch	Fifth Third Bank, Grand Rapids, MI to establish a branch at 7150 Mannheim Road, Rosemont, IL.	Newspaper – 06/12/2004
*Branch	Fifth Third Bank, Grand Rapids, MI to establish a branch at 9344 Skokie Boulevard, Skokie, IL.	Newspaper – 06/12/2004
*Branch	Fifth Third Bank, Grand Rapids, MI to establish a branch at 2001 Spring Arbor Road, Jackson, MI.	Newspaper – 06/12/2004
*Branch	Fifth Third Bank, Cincinnati, OH to establish a temporary branch at The Pete Day Golf Course, 801 Aaron Smith Drive, Bridgeport, WV.	Newspaper – 06/29/2004
*Branch	Fifth Third Bank, Grand Rapids, MI to establish a branch at 2010 Whitaker Road, Ypsilanti, MI.	Newspaper – 06/22/2004
*Branch	Fifth Third Bank, Grand Rapids, MI to establish a branch at the southeast corner of Gratiot Avenue and East State Fair Street, Detroit, MI.	Newspaper – 06/22/2004
*Branch	Fifth Third Bank, Cincinnati, OH to establish a branch at the northeast corner of East Jefferson Avenue and McDougall Street, Detroit, MI.	Newspaper – 06/22/2004
*Branch	Fifth Third Bank, Grand Rapids, MI to establish a branch at 321 South Saginaw Road, Midland, MI.	Newspaper – 06/22/2004
*Branch	Fifth Third Bank, Grand Rapids, MI to establish a branch at 6620 South Tamiami Trail, Sarasota, FL.	Newspaper – 06/22/2004
*Branch	Fifth Third Bank, Grand Rapids, MI to establish a branch at the east side of Dixie Highway south of Kendall Road, Louisville, KY.	Newspaper – 06/22/2004

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
*Branch	Fifth Third Bank, Grand Rapids, MI to establish a branch at 3821 Ruckriegel Parkway, Louisville, KY.	Newspaper – 06/22/2004
*Branch	Fifth Third Bank, Grand Rapids, MI to establish a branch at 1975 Highland Pike, Fort Wright, KY.	Newspaper – 06/22/2004
*Branch	Fifth Third Bank, Grand Rapids, MI to establish a branch at 333 West Army Trail Road, Bloomingdale, IL.	Newspaper – 06/22/2004
*Branch	Fifth Third Bank, Grand Rapids, MI to establish a branch at 837 West North Avenue, Chicago, IL.	Newspaper – 06/24/2004
*18(c), *Branch	Whitaker Bank, Inc., Lexington, KY to merge with Mount Sterling Bank, Inc., Mount Sterling, KY, and Morehead Bank, Inc., Morehead, KY, pursuant to section 18(c) of the Federal Deposit Insurance Act and incident thereto establish branches pursuant to section 9 of the Federal Reserve Act.	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)(1), *3(a)(5)	Camco Financial Corporation, Cambridge, Ohio, to become bank holding company by acquiring 100 percent of London Financial Corporation and its wholly-owned subsidiary, The Citizens Bank of London, both of London, Ohio.	Newspaper – N/Avail Fed Reg – 06/18/2004
CIC	Notice of Change in Control filed by The Dlesk Family (Rosalie J. Dlesk and Sylvan J. Dlesk and Randall Dlesk and Jane Dlesk), Wheeling, WV of their intent to acquire an additional 9,000 voting shares of First West Virginia Bancorp, Inc., Wheeling, WV and increase their ownership position to 161,442 shares or 10.56% of the total shares outstanding.	Newspaper – 05/20/2004 Fed Reg – 06/01/2004
*3(a)(5)	Huntington Bancshares Inc., Columbus, OH, to acquire Unizan Financial Corp., Canton, OH.	Newspaper – 04/28/2004 Fed Reg – 04/23/2004
*3(a)(5), 4(c)(8)	National City Corp., Cleveland, OH, to acquire Wayne Bancorp, Inc., Wooster, OH pursuant to sections 3 and 4 of the Bank Holding Company Act.	Newspaper – N/Avail Fed Reg – N/Avail
*3(a)(3)	S&T Bancorp, Inc., Indiana, PA to acquire up to 9.9 percent of Fidelity Bancorp, Inc., Pittsburgh, PA and thereby indirectly acquire Fidelity Savings Bank, Pittsburgh, PA.	Newspaper – N/Avail Fed Reg – 07/08/2004

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
*18(c), *4(c)(8), *Branch	Wesbanco, Inc., and WFCO, Inc., both of Wheeling, WV, to acquire Western Ohio Financial Corp., Springfield, OH and its subsidiary, Cornerstone Bank, Springfield, OH pursuant to section 4(c)(8) of the Bank Holding Company Act and Wesbanco Bank, Wheeling, WV to merge with Cornerstone Bank pursuant to section 18(c) of the Federal Deposit Insurance Act and incident thereto establish branch facilities pursuant to section 9 of the Federal Reserve Act.	Newspaper – 06/17/2004 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>
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.

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Section V – Availability of CRA public evaluations

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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 5

Federal Reserve Bank of Richmond

Applications and notifications filed during the week ending Saturday, June 19, 2004

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	New Peoples Bank, Inc., Honaker, Virginia, to establish a branch at 350 West Main Street, Abingdon, Virginia.*	Newspaper – 06/28/2004

*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)(1)	Coastal South Bancshares, Inc., Hilton Head, South Carolina, to become a bank holding company through the acquisition of 100% of the voting shares of Coastal States Bank, Hilton Head, South Carolina.*	Fed Reg – 07/16/2004 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

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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	

District 6

Federal Reserve Bank of Atlanta

Applications and notifications filed during the week ending Saturday, June 19, 2004

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Regions Bank, Birmingham, Alabama, to establish a branch located at 2893 North Druid Hill Road, N.E., Atlanta, Georgia.*	Newspaper – 06/17/2004
Branch	SouthTrust Bank, Birmingham, Alabama, to establish a branch located at 3350 Pelham Parkway, Pelham, Alabama, to be known as the North Shelby County Branch.*	Newspaper – N/Avail
Branch	Regions Bank, Birmingham, Alabama, to establish a branch located at 25 Buckwalter Parkway, Bluffton, South Carolina.*	Newspaper – N/Avail

*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)(5)	SunTrust Banks, Inc., Atlanta, Georgia, to merge with National Commerce Financial Corporation, and thereby acquire its subsidiary, National Bank of Commerce, both of Memphis, Tennessee.*	Newspaper – N/Avail Fed Reg – N/Avail
4(c)(8)	SunTrust Banks, Inc., Atlanta, Georgia, to acquire NBC Bank, F.S.B., Memphis, Tennessee, and thereby engage in operating a savings association.*	Newspaper – N/Avail Fed Reg – N/Avail
4(c)(8)	SunTrust Banks, Inc., Atlanta, Georgia, to acquire First Market Bank, F.S.B., Memphis, Tennessee, and thereby engage in operating a savings association.*	Newspaper – N/Avail Fed Reg – N/Avail
3(a)(1)	Beach Community Bancshares, Inc., Fort Walton Beach, Florida, to become a bank holding company by acquiring 100 percent of the outstanding shares of Beach Community Bank, Fort Walton Beach, Florida.*	Newspaper – N/Avail Fed Reg – N/Avail
3(a)(1)	PCNB Bancshares, Inc., Bremen, Georgia, to become a bank holding company by acquiring 100 percent of the outstanding shares of Peoples Community National Bank, Bremen, Georgia.*	Newspaper – 07/10/2004 Fed Reg – 07/12/2004

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 Bancorporation, Longwood, Florida, prior change in control notification filed by C. David Brown, II, Windermere, Florida; Tracy S. Forrest, Winter Park, Florida; Jeffrey B. Fuqua and Michael J. Nelson, both of Orlando, Florida; to collectively acquire up to 100 percent of outstanding shares of Liberty Bancorporation, and its subsidiary, Liberty National Bank, both of Longwood, Florida.	Newspaper – 07/01/2004 Fed Reg – 07/06/2004
CIC	Pointe Financial Corporation, Boca Raton, Florida, after-the-fact change in control notice filed by Clarita Kassin, North Beach Miami, Florida, Kassin Family Partnership, Ltd., North Miami, Florida, and its general partner, Foreign Financial Investments, North Miami, Florida, Delta Holding Corporation, North Miami, Florida, Samuel Papu, Miami, Florida, Dorita Ojalvo, North Miami, Florida, and Salomon Kassin, Aventura, Florida, to collectively retain 16.13 percent of the outstanding shares of Pointe Financial Corporation, and its subsidiary, Pointe Bank, both of Boca Raton, Florida.	Newspaper – N/Avail Fed Reg – N/Avail
3(a)(3)	Southwest Florida Community Bancorp, Inc., Fort Myers, Florida, to acquire at least 80 percent of the outstanding shares of Community Bank of Cape Coral, Cape Coral, Florida (in organization).*	Newspaper – N/Avail Fed Reg – N/Avail
CIC	Vernon Bancshares, Inc., Leesville, Louisiana, prior change in control notification by Ms. Billie Sims McRae, Mr. Ralph Dillion McRae, Sr., and Mr. William Vernon McRae, all of Leesville, Louisiana, to collectively acquire an additional 6.25 percent of the outstanding shares of Vernon Bancshares, and its subsidiary, Vernon Bank, both of Leesville, Louisiana. Total ownership will equal 27.99 percent.	Newspaper – N/Avail Fed Reg – N/Avail
3(a)(3)	Vision Bancshares, Inc., Gulf Shores, Alabama, to acquire 100 percent of the outstanding shares of BankTrust of Florida, Wewahitchka, Florida.*	Newspaper – N/Avail Fed Reg – N/Avail

* 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>
4(c)(8)	SunTrust Banks, Inc., Atlanta, Georgia, to acquire First Mercantile Trust Company, Memphis, Tennessee, and thereby engage in operating nonbank depository institutions and to engage in financial and investment advisory activities.	Fed Reg – N/Avail

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)	SunTrust Banks, Inc., Atlanta, Georgia, to acquire FMT Capital Management, Inc., Memphis, Tennessee, and thereby engage in financial and investment advisory activities.	Fed Reg – N/Avail
4(c)(8)	SunTrust Banks, Inc., Atlanta, Georgia, to acquire TransPlatinum Service Corp., Nashville, Tennessee, and thereby engage in data processing activities.	Fed Reg – N/Avail
4(c)(8)	SunTrust Banks, Inc., Atlanta, Georgia, to acquire Commerce Capital Management, Inc., Memphis, Tennessee, and thereby engage in financial and investment advisory activities.	Fed Reg – N/Avail
4(c)(8)	SunTrust Banks, Inc., Atlanta, Georgia, to acquire USI Alliance Corp., Memphis, Tennessee, and thereby engage in leasing personal or real property activities, and to engage in community development activities.	Fed Reg – N/Avail
4(c)(8)	SunTrust Banks, Inc., Atlanta, Georgia, to acquire Senior Housing Crime Prevention Foundation Investment Corporation, Memphis, Tennessee, and thereby engage in community development activities.	Fed Reg – N/Avail
4(c)(8)	SunTrust Banks, Inc., Atlanta, Georgia, to acquire Brooks, Montague & Associates, Inc., Chattanooga, Tennessee, and thereby engage in financial and investment advisory activities.	Fed Reg – N/Avail

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

<i>Type</i>	<i>Application</i>
5B	Bank of Alabama, Birmingham, Alabama, proposes to make an equity investment in CBAA Services, Inc. (the Company), an Alabama Corporation, all of the stock of which is owned by The Community Bankers Association of Alabama, Inc. The Company is a non-profit entity providing services and promoting products for its members.

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>
648130	Coconut Grove Bank 2701 S. Bayshore Drive Miami, Florida 33133 (305) 858-6666	02/23/2004	06/17/2004	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, June 19, 2004

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Town & Country Bank of Springfield, Springfield, Illinois, to establish a branch facility to be located at 2601 North Dirksen Parkway, Springfield, Illinois.*	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)	Associated Banc Corp., Green Bay, Wisconsin, to acquire 100 percent of the voting shares of First Federal Capital Corp., La Crosse, Wisconsin, and thereby indirectly acquire First Federal Capital Bank, La Crosse, Wisconsin, and thereby operate a savings association, and engage in credit insurance activities.	Fed Reg – N/Avail Newspaper – N/Avail
3(a)(1)	Central Wisconsin Financial Services, Inc., Wausau, Wisconsin, to become a bank holding company by acquiring 100 percent of the voting shares of Bank of Wausau, Wausau, Wisconsin.*	Fed Reg – 07/09/2004 Newspaper – N/Avail
CIC	Notice by Darin J. Johnson, Sutherland, Iowa, to gain control of Old O'Brien Banc Shares, Inc., Sutherland, Iowa, and thereby indirectly Security State Bank, Sutherland, Iowa, and Hawarden Banking Company, Hawarden, Iowa.	Fed Reg – 05/26/2004 Newspaper – N/Avail
3(a)(3)	Parkway Bancorp, Inc., Harwood Heights, Illinois, to acquire 100 percent of the voting shares of United Arizona Bank, National Association, Cave Creek, Arizona.*	Fed Reg – 06/07/2004 Newspaper – N/Avail
CIC	Notice by Paul E. Menzel, Hartland, Wisconsin, to retain 19.32 percent of Ridgestone Financial Services, Inc., Brookfield, Wisconsin, and thereby indirectly control Ridgestone Bank, Brookfield, Wisconsin.	Fed Reg – 06/03/2004 Newspaper – N/Avail
3(a)(3)	Wintrust Financial Corporation, Lake Forest, Illinois, to acquire 100 percent of the voting shares of Northview Financial Corporation, Northfield, Illinois, and thereby indirectly acquire Northview Bank & Trust, Northfield, Illinois.*	Fed Reg – 07/06/2004 Newspaper – 07/05/2004

* 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(c)(8)	East Dubuque Bancshares, Inc., East Dubuque, Illinois, proposes to continue extending credit and servicing loans.

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>
37949	Bank of Rantoul 201 E. Champaign Rantoul, Illinois 61866 (217) 892-2143	12/01/2003	06/14/2004	O		X
184142	Lapeer County Bank & Trust 83 W. Nepessing St. Lapeer, Michigan 48446 (810) 664-2977	01/05/2004	06/18/2004	S		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, June 19, 2004

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>
Membership	Bank of Bartlett, Bartlett, Tennessee, to become a member of the Federal Reserve System and to retain Bartlett Travel, Bartlett, Tennessee, as 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.

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 9

Federal Reserve Bank of Minneapolis

Applications and notifications filed during the week ending Saturday, June 19, 2004

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18(c) & Branch	Pioneer Bank, Mapleton, Minnesota, proposes to purchase the assets and assume the liabilities of the North Mankato, Minnesota, branch of the 21 st Century Bank, Ham Lake, Minnesota, and incident thereto establish a branch at 1735 Commerce Drive, North Mankato, Minnesota.*	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)(1) & 4(c)(8)	Western Transaction Corporation, Duluth, Minnesota, to become a bank holding company by acquiring 100% of Western National Bank, Duluth, Minnesota; and 100% of Cass Lake Company, Duluth, Minnesota; and thereby indirectly acquiring The First National Bank of Cass Lake, Cass Lake, Minnesota. Applicant also proposes to acquire 100% of Premier Credit Corporation, Duluth, Minnesota, an industrial loan company, and, through Cass Lake Company, Duluth, Minnesota, to engage in insurance agency activities in a town with a population not exceeding 5,000.*	Fed Reg – 07/06/2004 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:

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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 10

Federal Reserve Bank of Kansas City

Applications and notifications filed during the week ending Saturday, June 19, 2004

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Central Bank of Missouri, Sedalia, Missouri, to establish a branch at the southeast corner of Big Bear Avenue and Range Line Road, Columbia, Missouri.	Newspaper – 06/26/2004

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)	Pioneer Bancshares, Inc., Ponca City, Oklahoma, to acquire 4.99 percent of the voting shares of Brazos Valley Bank, N.A., College Station, Texas (in organization).	Newspaper – N/Avail Fed Reg – N/Avail

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, June 19, 2004

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	New Mexico First Financial, Inc., Voting Trust, Lucinda Loveless, Hondo, NM, et al, to acquire an interest in New Mexico First Financial, Inc., Dover, DE	Fed Reg – 07/08/2004 Newspaper – N/Avail

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>
1447639	Bank of the West 500 North Mesa Street El Paso, Texas 79901	02/23/2004	06/21/2004	O	X	

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, June 19, 2004

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Nevada First Bank, Las Vegas, Nevada, to establish a branch facility at 4985 #B Kietzke Lane, Reno, Nevada.*	Newspaper – 06/20/2004

* 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)	Pacific International Bancorp, Seattle, Washington, to become a bank holding company by acquiring at least 67 percent of Pacific International Bank, Seattle, Washington.

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	
