
Federal Reserve Release



H.2

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

No. 41

Week Ending October 9, 2004

Regulations And Policies

Bank Broker Activities -- interagency letter to the Securities and Exchange Commission commenting on its proposed rules to implement the exceptions for bank "broker" activities in the Gramm-Leach-Bliley Act.

- Approved, October 7, 2004

Regulation D -- final rule implementing the annual adjustment of the low reserve tranche, reserve requirement exemption amount, deposit reporting cutoff level, and reduced reporting limit for 2005.

- Approved, October 4, 2004

Enforcement

Standard Chartered plc, London, United Kingdom; Standard Chartered Bank; and its New York, New York branch -- written agreement with the Federal Reserve Bank of New York and the New York State Banking Department.

- Announced, October 8, 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

Chicago

Ames Community Bank, Ames, Iowa -- to establish a branch at 4510 Mortensen Avenue.
- Approved, October 8, 2004

Richmond

The Bank of Williamsburg, Williamsburg, Virginia -- to establish a branch at 171 Monticello Avenue.
- Approved, October 7, 2004

Richmond

Bruceton Bank, Bruceton Mills, West Virginia -- to establish a branch at 1889 Earl Core Road, Morgantown.
- Approved, October 5, 2004

Secretary

Comerica Bank, Detroit, Michigan -- to establish branches at 1031 East Hillsdale Boulevard, Foster City, California; 9255 Towne Centre Drive, San Diego; and 2131 Westcliff Drive, Newport Beach.
- Approved, October 5, 2004

Atlanta

Compass Bank, Birmingham, Alabama -- to establish a branch at 7530 Montgomery Boulevard Northeast, Albuquerque, New Mexico.
- Approved, October 7, 2004

San Francisco

East-West Bank, San Marino, California -- to establish a branch at 1015 Nogales Street, Rowland Heights.
- Approved, October 6, 2004

San Francisco

Farmers and Merchants Bank of Central California, Lodi, California -- to establish a branch at 1303 J Street, Sacramento.
- Approved, October 7, 2004

Bank Branches, Domestic

Cleveland

Fifth Third Bank, Grand Rapids, Michigan -- to establish a branch at 8000 Maryland Avenue, St. Louis, Missouri.
- Approved, October 8, 2004

Chicago

First Commercial Bank, Chicago, Illinois -- to establish a branch at 7050 North Western Avenue.
- Approved, October 8, 2004

Richmond

Frederick County Bank, Frederick, Maryland -- to establish a branch at 6910 Crestwood Boulevard.
- Approved, October 6, 2004

Atlanta

Newnan Coweta Bank, Newnan, Georgia -- to establish a branch at 107 Lexington Circle, Peachtree City.
- Approved, October 8, 2004

Richmond

Pioneer Bank, Stanley, Virginia -- to establish a branch at 257 Ridge McIntire Road, Charlottesville.
- Approved, October 7, 2004

Atlanta

Regions Bank, Birmingham, Alabama -- to establish a branch at Highway 161 and Las Colinas Boulevard, Irving, Texas.
- Approved, October 4, 2004

Richmond

Southern Community Bank and Trust, Winston-Salem, North Carolina -- to establish branches at 1505 Highwoods Boulevard, Greensboro, and 116 Morrison Plantation Parkway, Mooresville.
- Approved, October 6, 2004

Bank Branches, Domestic

Atlanta

SunTrust Bank, Atlanta, Georgia -- to establish a branch at 700 Baltimore Boulevard, Westminster, Maryland.

- Approved, October 6, 2004

Minneapolis

Valley Bank of Ronan, Ronan, Montana -- to establish a branch at a food store at 34 Seventh Street, Pablo.

- Approved, October 8, 2004

Bank Holding Companies

New York

Arrow Financial Corporation, Glens Falls, New York -- to acquire Capital Financial Group, Inc., South Glens Falls, and thereby engage in insurance agency activities in a town with a population not exceeding 5,000.

- Withdrawn, October 7, 2004

Atlanta

BancTenn Corporation, Kingsport, Tennessee -- to acquire up to 20 percent of Paragon Commercial Corporation, Raleigh, North Carolina, and Paragon Commercial Bank.

- Approved, October 6, 2004

Director, BS&R

Emclaire Financial Corporation, Emlenton, Pennsylvania -- transfer agent registration.

- Withdrawn, October 7, 2004

Chicago

National Bancshares, Inc., Bettendorf, Iowa -- to acquire The National Bank, Edina, Minnesota, a de novo bank.

- Approved, October 7, 2004

St. Louis

Sterling Bancshares, Inc., Poplar Bluff, Missouri -- to become a bank holding company and to acquire Sterling Bank, a de novo bank.

- Approved, October 4, 2004

Bank Premises

Kansas City

- 1st Bank & Trust, Broken Bow, Oklahoma -- to increase its investment in bank premises.
- Approved, October 5, 2004

Banks, Nonmember, And Miscellaneous Institutions

Director, BS&R

- First Bankers Trust Services, Inc., Quincy, Illinois -- transfer agent registration.
- Approved, October 7, 2004

Change In Bank Control

Dallas

- Commerce National Financial Services, Inc., Lubbock, Texas -- change in bank control.
- Permitted, October 6, 2004

Richmond

- Peoples Bank of Virginia, Richmond, Virginia -- change in bank control notices.
- Permitted, October 6, 2004

Competitive Factors Reports

New York

- Alliance Bank, National Association, Syracuse, New York -- report on competitive factors of the proposed merger with HSBC New York Trust Company, New York, a de novo institution.
- Submitted, October 6, 2004

New York

- Cattaraugus County Bank, Little Valley, New York -- report on competitive factors of the proposed purchase of assets and assumption of liabilities of HSBC Bank USA, N.A., New Castle, Delaware.
- Submitted, October 6, 2004

Competitive Factors Reports

Secretary

Citizens Bank of Connecticut, New London, Connecticut -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of the Bristol, Manchester, Newington, Southington, Waterbury, and Rocky Hill branches of Charter One Bank, N.A., Cleveland, Ohio.

- Submitted, October 7, 2004

Secretary

Citizens Bank of Massachusetts, Boston, Massachusetts -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of the Pittsfield, Chicopee, Indian Orchard, Longmeadow, Ludlow, Springfield, Wilbraham, Belchertown, Marlborough, and Worcester branches of Charter One Bank, N.A., Cleveland, Ohio.

- Submitted, October 7, 2004

Secretary

Citizens Bank of Pennsylvania, Philadelphia, Pennsylvania -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of the Erie and Sayre branches of Charter One Bank, N.A., Cleveland, Ohio.

- Submitted, October 7, 2004

New York

Community Bank, National Association, Canton, New York -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of the Dansville branch of HSBC Bank USA, National Association, New Castle, Delaware.

- Submitted, October 6, 2004

San Francisco

Community First Bank, Kennewick, Washington -- report on competitive factors of the proposed purchase of assets and assumption of liabilities of the Connell branch of Baker Boyer National Bank.

- Submitted, October 4, 2004

Atlanta

First National Bank of Florida, Naples, Florida -- report on competitive factors of the proposed merger with First Bradenton Bank, Bradenton.

- Submitted, October 6, 2004

Competitive Factors Reports

Chicago

First State Bank, Sumner, Iowa -- report on competitive factors of the proposed purchase of assets and assumption of liabilities of the Fayette branch of Farmers State Bank, Jesup.

- Submitted, October 4, 2004

Chicago

Hoyne Savings Bank, Chicago, Illinois -- report on competitive factors of the proposed merger with Interim Two Federal Savings Bank.

- Submitted, October 4, 2004

Chicago

Hoyne Savings, MHC, Chicago, Illinois -- report on competitive factors of the proposed acquisition of Hoyne Savings Bank.

- Submitted, October 4, 2004

Philadelphia

Prudential Savings Bank, Philadelphia, Pennsylvania -- report on competitive factors of the proposed merger with Prudential Interim Two as part of a reorganization as a mutual holding company.

- Submitted, October 8, 2004

San Francisco

Silvergate Bank, La Jolla, California -- report on competitive factors of the proposed assumption of certain deposits of Pan American Bank, FSB, Burlingame.

- Submitted, October 7, 2004

Extensions Of Time

Dallas

A.N.B. Holding Company, Ltd., Terrell, Texas -- extension to December 13, 2004, to acquire shares of The A.N.B. Corporation, A.N.B. Delaware Corporation, and American National Bank.

- Granted, October 4, 2004

Extensions Of Time

Atlanta

Bank of St. Petersburg, St. Petersburg, Florida -- extension to October 2, 2005, to establish a branch at 4105 North Himes Avenue, Tampa.

- Granted, October 5, 2004

Secretary

Citibank, N.A., New York, New York -- extension of time for Citibank Overseas Investment Corporation, New Castle, Delaware, and CitiCapital Ltd., Bangkok, Thailand, to divest their interest in certain property acquired in settlement of debts previously contracted (DPC).

- Granted, October 7, 2004

Chicago

First Bank & Trust, Evanston, Illinois -- extension to January 18, 2005, to establish a branch at 824 Emerson Street.

- Granted, October 4, 2004

Kansas City

First Centralia Bancshares, Inc., Centralia, Kansas -- extension to January 9, 2005, to acquire, directly and indirectly, shares of Century Capital Financial, Inc., Kilgore, Texas, and its subsidiaries, Century Capital Financial-Delaware, Inc., Wilmington, Delaware, and City National Bank, Kilgore; and FBC Financial Corporation, Claremore, Oklahoma, and its subsidiary thrift, 1st Bank of Oklahoma.

- Granted, October 8, 2004

New York

Hilltop Community Bancorp, Inc., Summit, New Jersey -- extension to October 1, 2004, to become a bank holding company and to acquire Hilltop Community Bank.

- Granted, October 6, 2004

Atlanta

SunTrust Bank, Atlanta, Georgia -- extension to November 26, 2005, to establish a branch at West Colonial Drive and Daniels Road, Winter Garden, Florida.

- Granted, October 6, 2004

Membership

Chicago

Bank One, Dearborn, National Association, Dearborn, Michigan -- to retain membership in the Federal Reserve System on conversion to a state-chartered institution, to be known as JP Morgan Chase Bank, Dearborn.

- Approved, October 8, 2004

District 1

Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, October 9, 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>
3(a)(1)	OceanPoint Financial Partners, MHC and OceanPoint Financial Partners, LLC, both of Newport, Rhode Island - to become a mutual bank holding company and stock bank holding company, respectively, through the acquisition of Bank of Newport, Newport, Rhode Island	Newspaper – 11/08/2004 Fed Reg – 11/08/2004

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, October 9, 2004

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18C	Adirondack Bank, Utica, New York, to purchase the assets and assume the liabilities of the Herkimer branch, Herkimer, New York, and the Ilion branch, Ilion, New York, of HSBC Bank USA, National Association, Buffalo, New York.	Newspaper – 11/01/2004
FBSEA	Bank of Baroda, Mumbai, Baroda, to establish a state-licensed branch 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>
4C8	UFJ Holdings Inc., Osaka, Japan and UFJ Bank Limited, Nagoya, Japan to retain approximately 31.11 percent of the voting shares of UJF Central Leasing, Nagoya, Japan, and to therefore through Central Leasing (U.S.A.), Inc., Florence, Kentucky, indirectly engage in certain leasing activities determined by the Board to be so closely related to banking as to be a proper incident thereto.	Fed Reg – 11/02/2004

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

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 3

Federal Reserve Bank of Philadelphia

Applications and notifications filed during the week ending Saturday, October 9, 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>
3(a)(5)	Fulton Financial Corporation, Lancaster, PA request approval to merge with Washington Financial Corp, Windsor, NJ, and thereby indirectly acquire First Washington State Bank, Windsor, NJ	Newspaper – 10/29/2004 Fed Reg – 10/28/2004
CIC	A notice filed by Anthony S. DiSandro, Blue Bell, PA to acquire up to 15% of the outstanding shares of PSB Bancorp, Inc., Philadelphia, PA	Newspaper – N/Avail Fed Reg – 09/27/2004

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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<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, October 9, 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, Cincinnati, Ohio - to establish a branch at 199 Graceland Boulevard, Columbus, Ohio 43214	Newspaper – 10/08/2004
*Branch	Fifth Third Bank, Grand Rapids, Michigan, to establish a branch at 6801 Telegraph Road, Bloomfield Hills, Michigan 48103	Newspaper – 10/12/2004
*Branch	Fifth Third Bank, Grand Rapids, Michigan, to establish a branch at 259950 Gratiot Avenue, Roseville, Michigan 48066	Newspaper – 10/12/2004
*Branch	Fifth Third Bank, Grand Rapids, Michigan, to establish a branch at 20065 Mack Avenue, Grosse Pointe Woods, Michigan 48263	Newspaper – 10/12/2004
*Branch	Fifth Third Bank, Grand Rapids, Michigan, to establish a branch at 66 Kercheval Avenue, Grosse Pointe Farms, Michigan 48236	Newspaper – 10/12/2004

*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>
CIC	Notice of Change in Bank Control by Roger L. Moler and Janet L. Moler (collectively, "The Moler Family Control Group") to retain control of 10.20 percent of the outstanding shares of BNB Bancorp, Brookville, Ohio	Newspaper – N/Avail Fed Reg – N/Avail
*18(c), *3(a)(3) & Branch	Croghan Bancshares, Inc., Fremont, OH to acquire The Custar State Bank, Custar, OH pursuant to section 3(a)(3) of the Bank Holding Company Act	Newspaper – 11/05/2004 Fed Reg – 11/08/2004
*3(a)(1) & 4(c)(8)	Peoples Community Bancorp, Inc., West Chester, OH, to acquire 38% of the outstanding voting shares of Columbia Bancorp, Inc., Cincinnati, OH, pursuant to Section 3(a)(1) of the Bank Holding Company Act and Peoples Community Bancorp, Inc., West Chester, OH, to retain 100% of the voting shares of Peoples Community Bank, West Chester, OH, pursuant to Section 4(c)(8) of the Bank Holding Company Act	Newspaper – N/Avail Fed Reg – 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>
*18(c), *3(a)(5) & Branch	Sky Financial Group, Inc., Bowling Green, OH to acquire 100 percent of the voting shares of Prospect Bancshares, Inc., Worthington, OH pursuant to Section 3(a)(5) of the Bank Holding Company Act and thereby acquire its wholly-owned subsidiary, Prospect Bank, Columbus, OH and Sky Bank, Salineville, OH to merge with and into Prospect Bank, Columbus, OH pursuant Section 18(c) of the Federal Deposit Insurance Act and incident thereto establish branch offices pursuant to Section 9 of the Federal Reserve Act.	Newspaper – N/Avail Fed Reg – N/Avail

*Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

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

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

<i>Type</i>	<i>Application</i>
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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Federal bank regulators use the following performance levels to rate an institution's performance under CRA:

O = Outstanding

S = Satisfactory

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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>
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, October 9, 2004

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	RBC Centura Bank, Rocky Mount, North Carolina, to establish a branch at 18210 Collins Avenue, Sunny Isles Beach, Florida.*	Newspaper – 10/15/2004
Branch	RBC Centura Bank, Rocky Mount, North Carolina, to establish a branch at 24123 A-14 Peachland Boulevard, Port Charlotte, Florida.*	Newspaper – 10/15/2004
18(c)	NBRS Financial, Rising Sun, Maryland, to purchase the assets and assume the deposit liabilities of the Aberdeen, Maryland, branch office of Susquehanna Bank, Baltimore, Maryland.*	Newspaper – 11/01/2004

*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)	Palmetto Heritage Bancshares, Inc., Pawleys Island, South Carolina, to become a bank holding company through the acquisition of 100% of the voting shares of Palmetto Heritage Bank & Trust, Pawleys Island, South Carolina.*	Fed Reg – N/Avail Newspaper – 11/06/2004

*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>
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>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, October 9, 2004

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	MidSouth Bank, Murfreesboro, Tennessee, to establish a mobile branch to service the Rutherford, Wilson, Davidson, Williamson, and Bedford counties, Tennessee.*	Newspaper – 10/11/2004
Branch	MidSouth Bank, Murfreesboro, Tennessee, to establish a branch located on Memorial Boulevard near the Castlewood intersection, Murfreesboro, Tennessee.*	Newspaper – 10/11/2004
Branch	MidSouth Bank, Murfreesboro, Tennessee, to establish a branch located on Franklin Road (Highway 96), near the St. Andrews intersection, Murfreesboro, Tennessee.*	Newspaper – 10/11/2004
Branch	MidSouth Bank, Murfreesboro, Tennessee, to establish a branch located on Sam Ridley Parkway, Smyrna, Tennessee.*	Newspaper – 10/11/2004
Branch	MidSouth Bank, Murfreesboro, Tennessee, to establish a branch located on Highway 231 South, near the Caroline Street intersection, Murfreesboro, Tennessee.*	Newspaper – 10/11/2004
Branch	Regions Bank, Birmingham, Alabama, to establish a branch located at 2310 Highway 6 South, Sugar Land, Texas.*	Newspaper – 10/09/2004
Branch	Regions Bank, Birmingham, Alabama, to establish a branch located on the west side of Ocoee Crossing, south of the intersection of Ocoee Crossing and Keith Street, Cleveland, Tennessee.*	Newspaper – 10/09/2004
Branch	Regions Bank, Birmingham, Alabama, to establish a branch located at 2404 East Parkway Drive, Russellville, Alabama.*	Newspaper – 10/14/2004
Branch	SunTrust Bank, Atlanta, Georgia, to establish a branch located at 2911-53rd Avenue East, Bradenton, Florida, to be known as the Oneco Wal-Mart Office.*	Newspaper – 10/17/2004
Branch	SunTrust Bank, Atlanta, Georgia, to establish a branch located at 600 U.S. Highway 27, Clermont, Florida, to be known as the U.S. 27 & 192 Wal-Mart Office.*	Newspaper – 10/17/2004
Branch	SunTrust Bank, Atlanta, Georgia, to establish a branch located at 4770 Colonial Boulevard, Ft. Myers, Florida, to be known as the Colonial Boulevard Wal-Mart Office.*	Newspaper – 10/17/2004
Branch	SunTrust Bank, Atlanta, Georgia, to establish a branch located at 14821 Six Mile Cypress Highway, Ft. Myers, Florida, to be known as the Six Mile Cypress & U.S. 41 Wal-Mart Office.*	Newspaper – 10/17/2004

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	SunTrust Bank, Atlanta, Georgia, to establish a branch located at 545 Pine Island Road, Ft. Myers, Florida, to be known as the North Ft. Myers Wal-Mart Office.*	Newspaper – 10/17/2004
Branch	SunTrust Bank, Atlanta, Georgia, to establish a branch located at 3175 Cheney Highway, Titusville, Florida, to be known as the Titusville Wal-Mart Office.*	Newspaper – 10/17/2004
Branch	SunTrust Bank, Atlanta, Georgia, to establish a branch located at 1500 E. Merritt Island Causeway, Merritt Island, Florida, to be known as the Merritt Island Wal-Mart Office.*	Newspaper – 10/17/2004
18(c)	Cumberland Bank, Franklin, Tennessee, to merge with Bank of Dyer, Dyer, Tennessee.*	Newspaper – 10/07/2004

*Subject to provisions of the Community Reinvestment Act

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(1)	Enterprise Banking Company, Inc., Stockbridge, Georgia, to become a bank holding company by acquiring 100 percent of the outstanding shares of The Dorsey State Bank, Abbeville, Georgia.*	Newspaper – 10/31/2004 Fed Reg – 10/25/2004
3(a)(1)	Heritage Mutual Corporation, Albany, Georgia, to become a bank holding company by acquiring 100 percent of the outstanding shares of HeritageBank of the South, Albany, Georgia.*	Newspaper – N/Avail Fed Reg – 11/08/2004
3(a)(1)	Heritage Financial, Inc., Albany, Georgia, to become a bank holding company by acquiring 100 percent of the outstanding shares of HeritageBank of the South, Albany, Georgia.*	Newspaper – N/Avail Fed Reg – 11/08/2004

*Subject to provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

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

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

<i>Type</i>	<i>Application</i>
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>
749635	Auburn Bank 100 North Gay Street Auburn, Alabama 36831 (334) 887-2732	06/14/2004	10/03/2004	S	X	

Section VI – CRA examinations schedule d 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, October 9, 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>
3(a)(3)	Cornerstone Financial Services Group, Inc., Ottumwa, Iowa, to acquire 100 percent of West Liberty Holding Co., West Liberty, Iowa, and thereby indirectly acquire West Liberty State Bank, West Liberty, Iowa.*	Fed Reg – 11/01/2004 Newspaper – N/Avail
CIC	Notice by Marlene D. Huls, Gifford, Illinois, to retain 29.8 percent of the voting shares of Illini Corporation, Springfield, Illinois, and thereby indirectly acquire Illini Bank, Springfield, Illinois.	Fed Reg – 10/13/2004 Newspaper – N/Avail
3(a)(1)	Rural Bancshares of Wisconsin, Inc., Fennimore, Wisconsin, to become a bank holding company by acquiring 80 percent of the voting shares of LSB Holding Company, Livingston, Wisconsin, and thereby indirectly acquire Livingston State Bank, Livingston, Wisconsin.*	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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<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 8

Federal Reserve Bank of St. Louis

Applications and notifications filed during the week ending Saturday, October 9, 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>
3A3	First Bank Corp, Fort Smith, Arkansas, to acquire 100 percent of BOR Bancshares, Inc., Rogers, Arkansas, and thereby indirectly acquire Bank of Rogers, Rogers, Arkansas. (Previously reported during the week ended October 2, 2004)*	Newspaper – 10/30/2004 Fed Reg – 11/01/2004

* 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>	
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>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 9

Federal Reserve Bank of Minneapolis

Applications and notifications filed during the week ending Saturday, October 9, 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	American Bank of St. Paul, St. Paul, Minnesota, to merge with Americana National Bank, Albert Lea, Minnesota and incident thereto establish branches at 217 South Newton Avenue, Albert Lea, Minnesota, and 195 North Broadway, Alden, Minnesota.*	Newspaper-10/09/2004

* 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)	DCNB Holding Company, Clear Lake, South Dakota, to become a bank holding company by acquiring 100 percent of Deuel County National Bank, Clear Lake, South Dakota.*	Fed Reg – 11/08/2004 Newspaper – N/Avail
3(a)(3)	Marshall Bancorp, Inc., Minneapolis, Minnesota, to acquire 100% of BANKFIRST Corporation, Sioux Falls, South Dakota, and thereby indirectly acquire BANKFIRST, Sioux Falls, South Dakota.*	Fed Reg – 10/22/2004 Newspaper – N/Avail
CIC	Notice by Todd L. Johnson, Superior, Wisconsin, to gain control of NATCOM Bancshares, Inc., Superior, Wisconsin, and thereby indirectly gain control of National Bank of Commerce, Superior, Wisconsin.	Fed Reg – 10/27/2004 Newspaper – N/Avail
3(a)(3)	State Bankshares, Inc., Fargo, North Dakota, to acquire 100 percent of the voting shares of First State Bank of Audubon, Audubon, Minnesota.*	Fed Reg – 10/22/2004 Newspaper-10/28/2004
3(a)(3)	The Tysan Corporation, Minneapolis, Minnesota, to acquire 100 percent of the voting stock of Blaine State Bank, Blaine, Minnesota.*	Fed Reg – 10/25/2004 Newspaper-10/27/2004

* 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>
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:

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S = Satisfactory

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SN = Substantial noncompliance

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

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

Section VI – CRA examinations scheduled for Quarter of

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

District 10

Federal Reserve Bank of Kansas City

Applications and notifications filed during the week ending Saturday, October 9, 2004

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Union Colony Bank, Greeley, Colorado, to establish a branch on the northwest corner of 35 th Avenue and 37 th Street, Evans, Colorado.	Newspaper – 10/12/2004

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(1)	Signature Bank Corporation, Windsor, Colorado, to become a bank holding company through the acquisition of 100 percent of the voting shares of Signature Bank, Windsor, Colorado (in organization).	Newspaper – 10/27/2004 Fed Reg – 11/08/2004
3(a)(1)	Newco Front Range, Inc., Fort Collins, Colorado, to become a bank holding company through the acquisition of 100 percent of the voting shares of Guaranty Corporation, Denver, Colorado, parent of Guaranty Bank and Trust Company, Denver, Colorado; Collegiate Peaks Bank, Buena Vista, Colorado; and First National Bank of Strasburg, Strasburg, Colorado.	Newspaper – N/Avail Fed Reg – 10/29/2004
3(a)(3)	Centennial Bank Holdings, Inc., Fort Collins, Colorado, to acquire, through its wholly owned subsidiary Newco Front Range, Inc., Fort Collins, Colorado, 100 percent of the voting shares of Guaranty Corporation, Denver, Colorado, parent of Guaranty Bank and Trust Company, Denver, Colorado; Collegiate Peaks Bank, Buena Vista, Colorado; and First National Bank of Strasburg, Strasburg, Colorado.	Newspaper – N/Avail Fed Reg – 10/29/2004
4(c)(8)	Centennial Bank Holdings, Inc., Fort Collins, Colorado, to engage in trust activities through the acquisition of Guaranty Corporation, Denver, Colorado, parent of AMG Guaranty Trust, N.A., Greenwood Village, Colorado.	Newspaper – N/Avail Fed Reg – 10/29/2004

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 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>
42055	Anadarko Bank and Trust Company 110 W. Oklahoma Street Anadarko, Oklahoma 73005-3499	07/12/2004	10/06/2004	S		X

Section VI – CRA examinations scheduled for 4th Quarter of 2004

<i>Institution</i>	<i>Location</i>
Castle Rock Bank	Castle Rock, Colorado
Heritage Bank	Louisville, Colorado
WestStar Bank	Vail, Colorado
First Option Bank	Osawatomie, Kansas
Thunder Bank	Sylvan Grove, Kansas
First State Bank New Mexico	Taos, New Mexico
Bank of Eufaula	Eufaula, Oklahoma
Edmond Bank and Trust	Edmond, Oklahoma
Uinta County State Bank	Mountain View, Wyoming
Bank of Commerce	Rawlins, Wyoming

Section VI – CRA examinations scheduled for 1st Quarter of 2005

<i>Institution</i>	<i>Location</i>
Chetopa State Bank and Trust	Chetopa, Kansas
Union State Bank	Everest, Kansas
Gold Bank	Leawood, Kansas
United Bank and Trust	Marysville, Kansas
First Neodesha Bank	Neodesha, Kansas
Bank of Parsons	Parsons, Kansas
Five Points Bank of Hastings	Hastings, Nebraska
Adams Bank and Trust	Ogallala, Nebraska
Guarantee State Bank	Lawton, Oklahoma

The inclusion on the list of institutions that are scheduled to undergo CRA examinations in the next calendar quarter is not determinative of whether the institution will be examined in that quarter. Reserve Banks may need to defer a planned examination or conduct an unforeseen examination because of scheduling difficulties or other circumstances.

District 11

Federal Reserve Bank of Dallas

Applications and notifications filed during the week ending Saturday, October 9, 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 12

Federal Reserve Bank of San Francisco

Applications and notifications filed during the week ending Saturday, October 9, 2004

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18C Branch	Placer Sierra Bank, Auburn, California, to merge with Bank of Lodi, N.A., Lodi, California, and thereby acquire nine additional branch offices of Bank of Lodi, N.A.*	Newspaper – 10/29/2004

* 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>
3A3	Wells Fargo & Company, San Francisco, California, to acquire First Community Capital Corporation, Houston, Texas, and thereby indirectly acquire its wholly-owned subsidiaries, First Community Capital Corporation of Delaware, Inc., Wilmington, Delaware, First Community Bank N.A., Houston, Texas, First Community Bank San Antonio N.A., San Antonio, Texas, and First Community Advisors, Inc., Houston, Texas.*	Newspaper – 10/01/2004 Fed Reg – 11/08/2004

* 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>
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	
