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# Federal Reserve Release

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

*No. 37*

*Week Ending September 15, 2001*

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

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

### **Bank Branches, Domestic**

#### St. Louis

Central Bank and Trust, Little Rock, Arkansas, dba Arvest Bank -- to establish a branch at 3217 North Reynolds Road, Bryant.

- Approved, September 13, 2001

#### Secretary

Centura Bank, Rocky Mount, North Carolina -- to establish a branch at 2000 Wade Hampton Boulevard, Greenville, South Carolina.

- Approved, September 13, 2001

#### New York

The Chase Manhattan Bank, New York, New York -- to establish a branch at 345 Park Avenue.

- Approved, September 14, 2001

#### Chicago

Citizens Bank, Flint, Michigan -- to establish a branch at 2285 Cedar Street, Holt.

- Approved, September 10, 2001

#### Cleveland

Community First Bank & Trust, Celina, Ohio -- to establish a branch at 1301 Myers Road.

- Approved, September 10, 2001

#### Richmond

New Peoples Bank, Inc., Honaker, Virginia -- to establish a branch at 1221 Stafford Drive, Princeton, West Virginia.

- Approved, September 10, 2001

#### Minneapolis

The Peninsula Bank of Ishpeming, Ishpeming, Michigan -- to establish a branch at 1414 W. Fair Avenue, Marquette, and to retain a branch at 102 N. Front Street.

- Approved, September 10, 2001

**Bank Branches, Domestic**

Minneapolis

Rocky Mountain Bank, Billings, Montana -- to establish a branch at 2901 W. Main Street, Bozeman.

- Approved, September 10, 2001

Dallas

Texas Bank, Weatherford, Texas -- to establish a branch at 225 East Spring Street.

- Approved, September 10, 2001

Minneapolis

Valley Bank of Ronan, Ronan, Montana -- to establish a branch at 116 Main Street, St. Ignatius.

- Approved, September 10, 2001

**Bank Holding Companies**

Kansas City

AmeriBank Holding Company, Collinsville, Oklahoma -- to become a bank holding company through the acquisition of American Bank of Oklahoma.

- Approved, September 13, 2001

Chicago

Bank Iowa Holding Company, Clarinda, Iowa, and Panhandle Aviation, Inc. -- for Bank Iowa Holding Company to become a bank holding company through the acquisition of Farmers State Bank, Schleswig; and for Panhandle Aviation, Inc., Clarinda, to acquire both institutions.

- Withdrawn, September 13, 2001

Boston

Banknorth Group, Inc., Portland, Maine -- to merge with Andover Bancorp, Inc., Andover, Massachusetts, and thereby acquire its banking subsidiaries and shares of Gloucester Investment Corp., Gloucester, and thereby engage in community development activities.

- Approved, September 13, 2001

**Bank Holding Companies**

Dallas

Cisco Bancshares of Nevada, Inc., Carson City, Nevada, and Cisco Bancshares, Inc., Cisco, Texas -- for Cisco Bancshares of Nevada, Inc. to become a bank holding company through the acquisition of First National Bank, Cisco, Texas; and for Cisco Bancshares, Inc. to become a bank holding company through the acquisition of both institutions.

- Approved, September 12, 2001

Secretary

Citigroup Inc. and Citicorp, both in New York, New York, and Citigroup Holdings Company, Wilmington, Delaware -- to acquire Citibank USA, N.A., Sioux Falls, South Dakota.

- Approved, September 10, 2001

Atlanta

CNB Holdings, Inc., Alpharetta, Georgia -- commitment waiver request.

- Granted, September 14, 2001

Dallas

County Bancshares, Inc., Orange, Texas -- to become a bank holding company through the acquisition of Newton Bancshares, Inc., Newton; First National Bank of Newton; and Newton Delaware Financial Corporation, Dover, Delaware.

- Approved, September 12, 2001

Atlanta

F.N.B. Corporation, Naples, Florida -- to merge with Promistar Financial Corporation, Johnstown, Pennsylvania, and thereby acquire Promistar Bank.

- Approved, September 14, 2001

Dallas

Olney Bancshares of Texas, Inc., Olney, Texas, and Olney Bancorporation of Delaware, Inc., Wilmington, Delaware -- to acquire Friona State Bank, Friona, Texas.

- Approved, September 12, 2001

**Bank Holding Companies**

Chicago

Oswego Community Bank Employee Stock Ownership Plan, Oswego, Illinois -- to acquire additional shares of Oswego Bancshares, Inc. and thereby acquire Oswego Community Bank.

- Approved, September 10, 2001

Atlanta

Rivoli Bancorp, Inc., Macon, Georgia -- to become a bank holding company through the acquisition of Rivoli Bank and Trust.

- Approved, September 11, 2001

Boston

Southern Connecticut Bancorp, Inc., New Haven, Connecticut -- to become a bank holding company through the acquisition of Bank of Southern Connecticut, a de novo bank.

- Approved, September 14, 2001

Kansas City

The State Bank-Winfield Employee Stock Ownership Plan & Trust, Winfield, Kansas -- to become a bank holding company through the acquisition of shares of State Financial Investments, Inc.

- Approved, September 11, 2001

Chicago

WB Bancshares, Inc., Bloomington, Wisconsin -- to become a bank holding company through the acquisition of The Woodhouse & Bartley Bank.

- Approved, September 13, 2001

Secretary

Zions Bancorporation, Salt Lake City, Utah -- waiver of application in connection with the acquisition of Minnequa Bancorp, Inc., Pueblo, Colorado, and merger of The Minnequa Bank of Pueblo with Vectra Bank Colorado, National Association, Farmington, New Mexico.

- Granted, September 13, 2001

### **Bank Mergers**

#### Richmond

First Virginia Bank-Colonial, Richmond, Virginia -- to merge with First Colonial Bank, Hopewell.

- Approved, September 10, 2001

#### Chicago

M&I Marshall & Ilsley Bank, Milwaukee, Wisconsin -- to merge with National City Bank of Minneapolis, Minneapolis, Minnesota, and thereby establish branches in Minneapolis and Edina.

- Approved, September 14, 2001

#### Cleveland

Peoples Bank and Trust Company, Sunman, Indiana -- to merge with Union Bank and Trust Company, North Vernon; Farmers State Bank, Liberty; and Vevay Deposit Bank, Vevay, and thereby establish branches.

- Approved, September 12, 2001

#### Minneapolis

Western Security Bank, Billings, Montana -- to purchase certain assets and assume certain liabilities of two Billings branches of Glacier Bank, Kalispell, and thereby establish a branch at 670 North Main Street, Billings.

- Approved, September 13, 2001

### **Change In Bank Control**

#### Minneapolis

Blunt Bank Holding Company, Blunt, South Dakota -- change in bank control.

- Permitted, September 11, 2001

### **Competitive Factors Reports**

#### Chicago

AAL Bank and Trust, FSB, Appleton, Wisconsin -- report on competitive factors of the proposed merger with Lutheran Brotherhood, Minneapolis, Minnesota.

- Submitted, September 10, 2001

### **Competitive Factors Reports**

#### Chicago

Algonquin State Bank, National Association, Algonquin, Illinois -- report on competitive factors of the proposed merger with Interim National Bank of Algonquin.  
- Submitted, September 10, 2001

#### Chicago

Associated Bank, N.A., Green Bay, Wisconsin -- report on competitive factors of the proposed merger with Associated Commercial Mortgage, Inc., Milwaukee.  
- Submitted, September 11, 2001

#### Chicago

Bank One, National Association, Columbus, Ohio -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of First USA Bank, National Association, Wilmington, Delaware.  
- Submitted, September 11, 2001

#### St. Louis

Central Carolina Bank and Trust, Durham, North Carolina -- report on competitive factors of the proposed merger with National Bank of Commerce, Memphis, Tennessee.  
- Submitted, September 14, 2001

#### Chicago

Chemical Bank Shoreline, Benton Harbor, Michigan -- report on competitive factors of the proposed merger with Chemical Bank West, Marshall.  
- Submitted, September 11, 2001

#### San Francisco

Del Amo Savings Bank, Torrance, California, and Frontier State Bank, Redondo Beach -- report on competitive factors of the proposed merger with First Federal Bank of California, Santa Monica.  
- Submitted, September 13, 2001

#### Minneapolis

First Security Bank-West, Beulah, North Dakota -- report on competitive factors of the proposed merger with Fairview Bank, Fairview, Montana.  
- Submitted, September 12, 2001

### **Competitive Factors Reports**

#### Atlanta

Heritage MHC, Albany, Georgia, and Heritage Financial Group -- report on competitive factors of the proposed acquisition of HeritageBank of the South and formation of a mutual holding company.

- Submitted, September 12, 2001

#### Chicago

MAF Bancorp, Clarendon Hills, Illinois -- report on competitive factors of the proposed acquisition of Mid Town Bancorp, Inc., Chicago, and Mid Town Bank and Trust Company.

- Submitted, September 11, 2001

#### Atlanta

Northwest Bank, National Association, Houston, Texas -- report on competitive factors of the proposed merger with Whitney National Bank, New Orleans, Louisiana.

- Submitted, September 12, 2001

#### Chicago

Polish National Alliance of the United States of North America, Chicago, Illinois, PNA Holding Company, and Alliance, FSB, Niles -- report on competitive factors of the proposed merger with PS Financial Inc., Chicago, and Preferred Savings Bank.

- Submitted, September 10, 2001

#### San Francisco

Umpqua Bank, Roseburg, Oregon -- report on competitive factors of the proposed merger with Independent Financial Network, Coos Bay; Pacific State Bank, Reedsport; Lincoln Security Bank, Newport; Family Security Bank, Brookings; Oregon State Bank, Corvallis; and McKenzie State Bank, Springfield.

- Submitted, September 10, 2001

#### Chicago

Union Federal Bank of Indianapolis, Indianapolis, Indiana -- report on competitive factors of the proposed merger with The First Bank of Mitchell, Mitchell.

- Submitted, September 13, 2001



### **Competitive Factors Reports**

Secretary

Zions First National Bank, Salt Lake City, Utah -- report on competitive factors of the proposed purchase of assets and assumption of deposit liabilities of the Tremonton branch of Washington Federal Savings and Loan Association, Seattle, Washington.

- Submitted, September 13, 2001

### **Currency**

Director, RBOPS

Federal Reserve Notes -- reduction in print order for notes in fiscal year 2001.

- Approved, September 13, 2001

### **Extensions Of Time**

Dallas

A.N.B. Holding Company, Ltd., Terrell, Texas -- extension to December 13, 2001, to acquire The ANB Corporation, The ANB Delaware Corporation, and The American National Bank of Texas.

- Granted, September 13, 2001

Kansas City

First Western Bank Shares, Inc., Huron, South Dakota -- extension to December 15, 2001, to become a bank holding company through the acquisition of Marquette Bank Nebraska, N.A., O'Neill, Nebraska.

- Granted, September 10, 2001

Richmond

Park Meridian Bank, Charlotte, North Carolina -- extension to December 15, 2001, to become a member of the Federal Reserve System.

- Granted, September 14, 2001

### **Financial Holding Companies**

Chicago

Herget Financial Corporation, Pekin, Illinois -- election to become a financial holding company.

- Effective, September 13, 2001

**Financial Holding Companies**

Chicago

- Old Second Bancorp, Inc., Aurora, Illinois -- election to become a financial holding company.
- Effective, September 12, 2001

**Membership**

Chicago

- Bank of Palmyra, Palmyra, Illinois -- membership in the Federal Reserve System.
- Approved, September 12, 2001

San Francisco

- Business Bank of California, San Bernardino, California -- membership in the Federal Reserve System.
- Approved, September 14, 2001

Chicago

- Logan County Bank, Lincoln, Illinois -- membership in the Federal Reserve System.
- Approved, September 12, 2001

Chicago

- Town and Country Bank of Springfield, Springfield, Illinois -- membership in the Federal Reserve System.
- Approved, September 12, 2001

Chicago

- Town and Country Bank, Buffalo, Illinois -- membership in the Federal Reserve System.
- Approved, September 12, 2001

# District 1

## Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, September 15, 2001

### Section I – Applications subject to newspaper notice only

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

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(1)	Williamstown Mutual Holding Company (in formation), Williamstown, Massachusetts - application to become a mutual holding company through the acquisition of Williamstown Savings Bank, Williamstown, Massachusetts	Newspaper – 10/13/2001 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

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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.

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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						

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## Section VI – CRA examinations scheduled for Quarter of

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

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## District 2

### Federal Reserve Bank of New York

Applications and notifications filed during the week ending Saturday, September 15, 2001

#### Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Representative Office	Banca Comerciala Romana S.A., Bucharest, Romania, to establish a representative office in New York, New York.*	Newspaper – N/Avail
Representative Office	Royal Bank of Canada, Montreal, Canada, to establish a representative office in Wilmington, Delaware.*	Newspaper – N/Avail
Branch	NCF Bank Plc (formerly known as Nordea Companies Finland (NCF) Plc formerly known as MeritaNordbanken Plc), to establish a state-licensed branch at 437 Madison Avenue, New York, New York.*	Newspaper – N/Avail
Branch	Manufacturers and Traders Trust Company, Buffalo, New York, to establish a branch in the Kings Way Retirement Home, 5000 Queen Philomena Boulevard, Schenectady, Schenectady County, New York.*	Newspaper – 09/19/2001

\* Subject to the provisions of the Community Reinvestment Act

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

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

#### Section III – Applications subject to Federal Register notice only

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

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

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

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**Section V – Availability of CRA public evaluations**

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

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

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**SN = Substantial noncompliance**

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

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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						

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

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

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# District 3

## Federal Reserve Bank of Philadelphia

Applications and notifications filed during the week ending Saturday, September 15, 2001

### Section I – Applications subject to newspaper notice only

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

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

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

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### Section III – Applications subject to Federal Register notice only

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

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

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

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## Section V – Availability of CRA public evaluations

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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.

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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						

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## Section VI – CRA examinations scheduled for Quarter of

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

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## District 4

### Federal Reserve Bank of Cleveland

Applications and notifications filed during the week ending Saturday, September 15, 2001

#### Section I – Applications subject to newspaper notice only

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

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

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

#### Section III – Applications subject to Federal Register notice only

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

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

<i>Type</i>	<i>Application</i>	
S/R	Received request from Hamler State Bank, Hamler, OH on 09/12/2001 to reduce its capital stock by means of a repurchase and cancellation of shares.	

## Section V – Availability of CRA public evaluations

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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.

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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						

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## Section VI – CRA examinations scheduled for Quarter of

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

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## District 5

### Federal Reserve Bank of Richmond

Applications and notifications filed during the week ending Saturday, September 15, 2001

#### Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Centura Bank, Rocky Mount, North Carolina, to establish a branch at 110 Matthews Station Street, Suite 1-F, Matthews, North Carolina.*	Newspaper - 09/24/2001
Branch	The Page Valley Bank, Luray, Virginia, to establish a branch at 600 Third Street, Shenandoah, Virginia.	Newspaper - 10/01/2001
18(c)	Northern Neck State Bank, Warsaw, Virginia, to acquire certain assets and assume certain liabilities of the Tappahannock, Virginia, branch office located at 1649 Tappahannock Boulevard, of Citizens & Farmers Bank, West Point, Virginia.*	Newspaper - 10/12/2001

\*Subject to the provisions of the Community Reinvestment Act.

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(5)	Virginia Financial Corporation, Staunton, Virginia, to merge with Commonwealth Financial Corporation, Culpeper, Virginia.*	Fed Reg - 10/12/2001 Newspaper - 10/12/2001
4(c)(8)	Virginia Financial Corporation, Staunton, Virginia, to engage in trust activities through the acquisition of Virginia Commonwealth Trust Company, Culpeper, Virginia.	Fed Reg - 10/12/2001 Newspaper - 10/12/2001

\*Subject to the provisions of the Community Reinvestment Act.

#### Section III – Applications subject to Federal Register notice only

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

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

<i>Type</i>	<i>Application</i>
Membership	Sandy Spring Bank, Olney, Maryland (successor to Sandy Spring National Bank), for membership in the Federal Reserve System.
3(a)(1)	New Peoples Bankshares, Inc., Honaker, Virginia, to become a bank holding company through the acquisition of 100% of the voting shares of New Peoples Bank, Honaker, Virginia.

**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>
2253891	Capital One Bank 11011 West Broad Street Glen Allen, Virginia 23060	05/07/2001	09/09/2001	O	LP	

**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, September 15, 2001

#### 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 2900 Delk road, Suite 1150, Marietta, Georgia, to be known as the Delk Spectrum Publix In-Store Office.	09/13/2001*
Branch	SunTrust Bank, Atlanta, Georgia, to establish a branch located at 3870 Peachtree Industrial Boulevard, Duluth, Georgia, to be known as the Tree Summit Village Publix In-Store Office.	09/13/2001*
Branch	SunTrust Bank, Atlanta, Georgia, to establish a branch located at 5727 Burke Center, Burke, Virginia, to be known as the Burke Center Safeway In-Store Office.	09/13/2001*
Branch	SunTrust Bank, Atlanta, Georgia, to establish a branch located at 5980 Kingston Center, Alexandria, Virginia, to be known as Franconia Safeway In-Store Office.	09/13/2001*
Branch	SunTrust Bank, Atlanta, Georgia, to establish a branch located at 10 King Street, Waldorf, Maryland, to be known as the Smallwood Plaza Safeway In-Store Office.	09/13/2001*
Branch	Compass Bank, Birmingham, Alabama, to establish a branch located at the corner of Chandler Boulevard and North Price Road, Chandler, Arizona.	09/12/2001*
Branch	Compass Bank, Birmingham, Alabama, to establish a branch located at the corner of Preston Road and Stone Crest Road, Frisco, Texas.	09/12/2001*
Branch	SouthTrust Bank, Birmingham, Alabama, to establish a branch located at 1201 Main Street, Columbia, South Carolina.	09/12/2001*
Branch	SouthTrust Bank, Birmingham, Alabama, to establish a branch located at 3535 Wheeler Road, Augusta, Georgia.	09/06/2001*
Branch	SouthTrust Bank, Birmingham, Alabama, to establish a branch located at 3336 Hebron Parkway, Carrollton, Texas.	09/15/2001*
Branch	PointeBank, Boca Raton, Florida, to establish a branch located at 500 South Pointe Drive, Miami Beach, Florida.	09/10/2001

\*Subject to provisions of the Community Reinvestment Act

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

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

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## Section III – Applications subject to Federal Register notice only

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

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

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<i>Type</i>	<i>Application</i>	
3(a)(1)	FPB Bancorp, Inc., Port St. Lucie, Florida, to become a bank holding company by acquiring First Peoples Bank, Port St. Lucie, Florida.	

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## Section V – Availability of CRA public evaluations

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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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**SN = Substantial noncompliance**

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

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**Section V – Availability of CRA public evaluations**

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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 SmBk</i>	
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None

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

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

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## District 7

### Federal Reserve Bank of Chicago

Applications and notifications filed during the week ending Saturday, September 15, 2001

#### Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18(c) & Branches	1st Source Bank, South Bend, Indiana, for prior approval to acquire the Fort Wayne, Huntington, Bluffton, New Haven, Columbia City and Auburn, Indiana branches of Standard Federal Bank, Troy, Michigan and thereby to establish 13 branches.*	Newspaper – 9/20/2001
Branch	Frontier Savings Bank, Council Bluffs, Iowa, to establish a branch at 500 block of 23rd Avenue, Council Bluffs, Iowa.*	Newspaper – 8/28/2001
Branch	Warren Bank, Warren, Michigan, for prior approval to establish a branch at approximately 38876 Garfield Road, Clinton Township, Michigan.*	Newspaper – 9/14/2001

\* Subject to the provisions of the Community Reinvestment Act

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
CC	Notification by J. D. Bergman Corporation, Hinsdale, Illinois, of a Change in Control to acquire additional stock of American Heartland Bancshares, Inc., Sugar Grove, Illinois.	Fed Reg – 10/02/2001 Newspaper – N/Avail
CC	Helen M. Paul proposes to acquire an additional 50 shares of APM Bancorp, Inc., Buffalo, Iowa.	Fed Reg – 9/19/2001 Newspaper- 9/21/2001
3(a)(3)	Capitol Bancorp, Ltd., Lansing, Michigan, Sun Community Bancorp Limited, Phoenix, Arizona and Nevada Community Bancorp Limited, Las Vegas, Nevada, for prior approval to acquire 51 percent of the voting shares of Bank of Las Vegas (in organization), Las Vegas, Nevada.*	Fed Reg – 9/28/2001 Newspaper – 9/22/2001
3(a)(3)	Capitol Bancorp, Ltd., Lansing, Michigan and Sun Community Bancorp Limited, Phoenix, Arizona, for prior approval to acquire 51 percent of the voting shares of Napa Community Bank (in organization), Napa, California. California.*	Fed Reg – 9/28/2001 Newspaper – 9/22/2001



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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(1)	Eagle Bancshares, Inc., Cashton, Wisconsin, for prior approval to become a bank holding company through the acquisition of 100 percent of the outstanding shares of Cashton Bancshares, Inc., Cashton, Wisconsin and thereby indirectly Bank of Cashton, Cashton, Wisconsin.*	Fed Reg – 9/20/2001 Newspaper – 9/21/2001
4(c)(8)	FBOP Corporation, Oak Park, Illinois, for prior approval to acquire 100 percent of the voting shares of Bank Plus Corporation, Los Angeles, California and thereby indirectly acquire Fidelity Federal Bank, FSB, Glendale, California.*	Fed Reg – 10/09/2001 Newspaper – N/Avail
3(a)(1)	First California Northern Bancorp, Napa, California, to become a bank holding company through the acquisition of 51 percent of the voting shares of Napa Community Bank (in organization), Napa, California.*	Fed Reg – 9/28/2001 Newspaper – 9/22/2001
3(a)(3)	Great River Financial Group, Inc., Burlington, Iowa, for prior approval to acquire 100% of the voting shares of Southeast Security Bank, Mediapolis, Iowa.*	Fed Reg – 9/28/2001 Newspaper – 9/28/2001
3(a)(3)	Mid-Iowa Bancshares Co., Algona, Iowa, for prior approval to acquire in excess of 5% but not to exceed 10% of Horizon Bank (in organization), Encino, California.*	Fed Reg – 9/11/2001 Newspaper – 9/22/2001
3(a)(3)	Northstar Financial Group, Inc., Bad Axe, Michigan, for prior approval to acquire 100 percent of the voting shares of Seaway Community Bank (in organization), St. Clair, Michigan.*	Fed Reg – 10/12/2001 Newspaper – N/Avail
3(a)(3)	Prairieland Employee Stock Ownership Plan, Bushnell, Illinois, for prior approval to acquire 45.85 percent of the voting shares of Prairieland Bancorp, Inc., Bushnell, Illinois and thereby indirectly acquire Farmers and Merchants State Bank, Bushnell, Illinois.*	Fed Reg – 10/05/2001 Newspaper – 10/03/2001
3(a)(3)	River Valley Bancorp, Inc., Eldridge, Iowa, for prior approval to acquire 100 percent of State Bank of Latham, Latham, Illinois.*	Fed Reg – 9/28/2001 Newspaper – N/Avail
CC	Notification by John G. Rosholt, of a Change in Control to retain control, and by Gary C. Rosholt to acquire control, of Rosholt Bancorporation, Inc., Rosholt, Wisconsin.	Fed Reg – 8/27/2001 Newspaper – N/Avail
3(a)(1)	WB Bancshares, Inc., Bloomington, Wisconsin, for prior approval to become a bank holding company through the acquisition of 100 percent of the voting shares of Woodhouse and Bartley Bank, Bloomington, Wisconsin.*	Fed Reg – 9/10/2001 Newspaper – 9/10/2001

\* Subject to the provisions of the Community Reinvestment Act

### Section III – Applications subject to Federal Register notice only

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

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

<i>Type</i>	<i>Application</i>
4(c)(8)	Marshall & Ilsley Corporation, Milwaukee, Wisconsin, notification of intent to acquire, indirectly through its subsidiary Metavante Corporation, all of the assets of Brokat Technologies Inc. and Brokat Technologies AFS, Inc.
Regulation K	Shorebank Corporation, Chicago, Illinois, for prior approval to invest, through its subsidiary, Shorebank Advisory Services, Inc., Chicago, Illinois, in Shorebank Advisory Services Romania, Bucharest, Romania.

### 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>
478449	Alpha Community Bank 201 N. Main Street Toluca, Illinois 61369 (815) 452-2321	3/05/2001	9/13/2001	S		X

**Section VI – CRA examinations scheduled for**

**Quarter of**

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*Institution*

*Location*

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None

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## District 8

### Federal Reserve Bank of St. Louis

Applications and notifications filed during the week ending Saturday, September 15, 2001

#### Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Notice by Midwest BankCentre, St. Louis, Missouri, to establish a branch at 16650 Chesterfield Grove Road, Suite 110, Chesterfield, Missouri.*	9/26/2001
Branch	Notice by Bank of Mulberry, Mulberry, Arkansas, to relocate its branch from 1020 West 2 <sup>nd</sup> Street, Little Rock, Arkansas, to 1022 West Capitol, Little Rock, Arkansas.*	10/2/2001

\* Subject to the provisions of the Community Reinvestment Act

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
CIC	Notice involving Hardeman County Investment Company, Inc., Bolivar, Tennessee, by Betty L. Woodside, Jackson, Tennessee, to retain 66.66 percent.	Newspaper – 10/2/2001 Fed Reg. – 10/2/2001

#### Section III – Applications subject to Federal Register notice only

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

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

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

## Section V – Availability of CRA public evaluations

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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.

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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						

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## Section VI – CRA examinations scheduled for Quarter of

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

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## District 9

### Federal Reserve Bank of Minneapolis

Applications and notifications filed during the week ending Saturday, September 15, 2001

#### Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18(c) & Branch	First Interstate Bank, Billings, Montana, to merge with First Interstate Bank, Sheridan, Wyoming, and incident thereto establish 21 branches.*	09/27/2001

\* Subject to the provisions of the Community Reinvestment Act.

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(1)	Credit Riviere Bancorporation, Inc., Austin, Texas, for prior approval to become a bank holding company through the acquisition of 100% of the voting shares of First State Bank of Sinai, Sinai, South Dakota.*	Fed. Reg. – 10/09/2001 Newspaper – N/Avail.
3(a)(1)	Venture Bancshares, Inc., Bloomington, Minnesota, for prior approval to become a bank holding company through the acquisition of 100% of the voting shares of Venture Bank, Bloomington, Minnesota, a <u>de novo</u> bank.*	Fed. Reg. – 10/15/2001 Newspaper – N/Avail.

\* Subject to the provisions of the Community Reinvestment Act.

#### Section III – Applications subject to Federal Register notice only

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

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

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

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**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.

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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						

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

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

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# District 10

## Federal Reserve Bank of Kansas City

Applications and notifications filed during the week ending Saturday, September 15, 2001

### Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Bank of Colorado, Fort Lupton, Colorado, for prior approval to relocate its charter from 605 Fourth Street, Fort Lupton, Colorado, to 1609 East Harmony Road, Fort Collins, Colorado and to retain 605 Fourth Street, Fort Lupton, Colorado as a branch office.	Newspaper – 09/15/2001

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

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

### Section III – Applications subject to Federal Register notice only

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

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

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



## Section V – Availability of CRA public evaluations

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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.

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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>
913856	Pinnacle Bank 1200 Golden Gate Drive Papillion, Nebraska 68046-2838	06/04/2001	09/13/2001	S	X	

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## Section VI – CRA examinations scheduled for

## Quarter of

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

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# District 11

## Federal Reserve Bank of Dallas

Applications and notifications filed during the week ending Saturday, September 15, 2001

### Section I – Applications subject to newspaper notice only

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

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(3)	Overton Financial Corporation, Overton, TX, and Overton Delaware Corporation, Dover, DE, to acquire Longview Financial Corporation, Longview, TX, Longview Delaware Corporation, Dover, DE, Longview Bank and Trust, Longview, TX, and First State Bank, Van, TX* (previously reported the week ending September 8, 2001)	Fed Reg – 10/05/2001 Newspaper – 10/05/2001
3(a)(1)	DNB Bancshares, Inc., Dallas, TX, to acquire DNB Delaware Financial Corporation, Inc., Dover, DE, and Dallas National Bank, Dallas, TX*	Fed Reg – N/Avail Newspaper – N/Avail
3(a)(1)	DNB Delaware Financial Corporation, Inc., Dover, DE, to acquire Dallas National Bank, Dallas, TX*	Fed Reg – N/Avail Newspaper – N/Avail
3(a)(1)	Outsource Holdings, Inc., Lubbock, TX, to acquire Outsource Delaware Holdings, Inc., Dover, DE, Falcon Bancorporation, Inc., Memphis, TX, and First Bank and Trust of Memphis, Memphis, TX*	Fed Reg – N/Avail Newspaper – N/Avail
3(a)(1)	Outsource Delaware Holdings, Inc., Dover, DE, to acquire Falcon Bancorporation, Inc., Memphis, TX, and First Bank and Trust of Memphis, Memphis, TX*	Fed Reg – N/Avail Newspaper – N/Avail

\*Subject to the provisions of the Community Reinvestment Act

**Section III – Applications subject to Federal Register notice only**

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

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

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

**Section V – Availability of CRA public evaluations**

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

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

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

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

**O = Outstanding**

**S = Satisfactory**

**NI = Needs to improve**

**SN = Substantial noncompliance**

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

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

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

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

# District 12

## Federal Reserve Bank of San Francisco

Applications and notifications filed during the week ending Saturday, September 15, 2001

### Section I – Applications subject to newspaper notice only

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

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

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

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### Section III – Applications subject to Federal Register notice only

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

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

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

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**Section V – Availability of CRA public evaluations**

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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.

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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						

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

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

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