

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

No. 11 Week Ending March 15, 2003

Board of Governors of the Federal Reserve System, Washington, DC 20551

Bank Holding Companies

Forest Merger Corporation, Arlington, Virginia, and FBR TRS Holdings, Inc. -- to become bank holding companies through the acquisition of Friedman, Billings, Ramsey Group, Inc. through a corporate reorganization, and election to become financial holding companies.

- Approved, March 13, 2003

M&T Bank Corporation, Buffalo, New York, and Manufacturers & Traders Trust Company -- to merge with Allfirst Financial Inc., Baltimore, Maryland, and to acquire certain nonbanking subsidiaries of Allfirst; and for Manufacturers & Traders Trust Company to merge with Allfirst Bank.

- Approved, March 11, 2003

Banks, Foreign

The Wakashio Bank, Limited, Tokyo, Japan -- to become a bank holding company by merging with Sumitomo Mitsui Banking Corporation and acquiring Manufacturers Bank, Los Angeles, California, and to establish branches in New York, Los Angeles, and San Francisco.

- Approved, March 13, 2003

Currency

U.S. Efforts to Confront Global Counterfeiting -- joint report to the Congress on the success of efforts to combat international counterfeiting of U.S. currency.Published, March 14, 2003

Regulations And Policies

Regulation Y -- publication for comment of a proposed amendment to expand the scope of commodity derivative activities permissible for bank holding companies. - Approved, March 10, 2003

Enforcement

Banco Bilbao Vizcaya Argentario, S.A. and its New York branch and Miami agency -written agreement dated June 12, 2000, terminated February 21, 2003. - Announced, March 7, 2003 (AC)

Banco Popular de Puerto Rico, Hato Rey, Puerto Rico -- written agreement dated March 9, 2000, terminated January 16, 2003. - Announced, March 7, 2003 (AC)

Enforcement

Bank of Rogers, Rogers, Arkansas -- cease and desist order dated July 12, 2001, terminated December 12, 2002.

- Announced, March 7, 2003 (AC)

Belmont Bancorp, St. Clairsville, Ohio -- written agreement dated August 3, 1999, terminated January 10, 2003. - Announced, March 7, 2003 (AC)

Cerritos Valley Bancorp, Artesia, California, and Cerritos Valley Bank -- written agreement dated October 15, 2001, terminated August 14, 2002. - Announced, March 7, 2003 (AC)

CSB Bancorp, Inc., Millersburg, Ohio -- written agreement dated November 22, 2000, terminated June 17, 2002. - Announced, March 7, 2003 (AC)

The Daiwa Bank, Limited Osaka, Japan, and Daiwa Bank and Trust Company, New York, New York -- enforcement actions dated February 2, 1996, terminated September 25, 2002.

- Announced, March 7, 2003 (AC)

First Bank, Creve Coeur, Missouri -- issuance of a consent order of assessment of a civil money penalty.

- Announced, March 13, 2003

First Security Bancshares, Inc., Lake Park, Iowa, and Security State Bank, Milford -written agreement dated August 6, 1999, terminated September 25, 2002. - Announced, March 7, 2003 (AC)

First Western Bank, Cooper City, Florida -- issuance of consent orders against James C.Agee and Michael Sahlgren, institution-affiliated parties.Announced, March 5, 2003 (AC)

Grimes Capital Corporation, Houston, Texas -- written agreement dated July 14, 1999, terminated November 4, 2002.

- Announced, March 7, 2003 (AC)

Enforcement

Guaranty Financial Corporation, Charlottesville, Virginia, and Guaranty Bank -- written agreement dated October 26, 2000, terminated October 23, 2002. - Announced, March 7, 2003 (AC)

MSB Shares, Inc., Jonesboro, Arkansas, and Midsouth Bank -- issuance of an order to cease and desist and of prohibition against Terry Frierson, a former chief executive officer, president, and institution-affiliated party. - Announced, March 13, 2003

Valley Independent Bank, El Centro, California -- written agreement dated January 8, 2001, terminated October 31, 2002. - Announced, March 7, 2003 (AC)

H.2 Actions under delegated authority

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

RBOPSReserve Bank Operations and Payment Systems**IF**International Finance**OSDM**Office of Staff Director for Management

Bank Branches, Domestic

Atlanta

AmSouth Bank, Birmingham, Alabama -- to establish a branch at 5218 Hickory Hollow Boulevard, Antioch, Tennessee. - Approved, March 14, 2003

Richmond

Cecil Federal Bank, Elkton, Maryland -- to establish a branch at 56 Rising Sun Towne Center, Rising Sun.

- Approved, March 11, 2003

Bank Holding Companies

Kansas City

ABM Holding Company, Miltonvale, Kansas -- to become a bank holding company through the acquisition of Citizens State Bank. - Approved, March 12, 2003

San Francisco

American Pacific Bancorp, Portland, Oregon -- to become a bank holding company through the acquisition of American Pacific Bank. - Withdrawn, March 13, 2003

Atlanta

Bank of Commerce Holdings, Inc., Sarasota, Florida -- to become a bank holding company through the acquisition of The Bank of Commerce.Approved, March 14, 2003

Cleveland

Key Equipment Finance International Inc., Superior, Colorado -- to make equity investments and establish two subsidiaries, Key Nova Scotia Funding Company, Halifax, Nova Scotia, Canada; and Key Canada Funding Ltd., Calgary.
Approved, March 14, 2003

Bank Holding Companies

Secretary

The Northern Trust Company, Chicago, Illinois -- to acquire Legacy South, Inc., Atlanta, Georgia, through its subsidiary, Northern Trust Bank, Federal Savings Bank, Bloomfield Hills, Michigan.

- Approved, March 10, 2003

San Francisco

Palm Desert Investments, Palm Desert, California -- relief from certain commitments. - Granted, March 14, 2003

Boston

Putnam Bancorp MHC, Inc., Putnam, Connecticut, and PSB Holdings -- to become mutual and stock holding companies, respectively, through the reorganization of Putnam Savings Bank.

- Approved, March 11, 2003

Chicago

Standard Bancshares, Inc., Hickory Hills, Illinois -- to acquire East Side Bancorporation,
Inc., Chicago, and thereby acquire BankChicago.
- Approved, March 10, 2003

Richmond

Virginia Financial Group, Inc., Culpeper, Virginia -- to acquire shares of Albemarle First Bank, Charlottesville. - Withdrawn, March 13, 2003

Minneapolis

Waumandee Bancshares, Ltd., Waumandee, Wisconsin -- to acquire Waumandee State Bank.

- Approved, March 11, 2003

Bank Mergers

St. Louis

First Bank, St. Louis, Missouri -- to merge with First Bank & Trust, San Francisco, California, and retain its branches.- Approved, March 14, 2003

Bank Mergers

Chicago

First Banking Center, Burlington, Wisconsin -- to purchase the assets and assume the liabilities of the Walworth branch of North Shore Bank, FSB, Brookfield. - Approved, March 10, 2003

Atlanta

United Community Banks, Inc., Blairsville, Georgia -- to merge with First Georgia Holding, Inc., Brunswick, and thereby acquire its subsidiary, First Georgia Bank. - Approved, March 14, 2003

Bank Premises

Richmond

The Bank of Marion, Marion, Virginia -- to increase its investment in bank premises. - Approved, March 10, 2003

Change In Bank Control

Chicago

Centre I Bancorp, Inc., Beloit, Wisconsin -- change in bank control. - Permitted, March 11, 2003

Atlanta

FBT Bancorp, Baton Rouge, Louisiana -- change in bank control. - Permitted, March 11, 2003

Competitive Factors Reports

Kansas City

The American National Bank of Cheyenne, Cheyenne, Wyoming -- report on competitive factors of the proposed merger with The Bank of Laramie, N.A., Laramie; Stockgrowers State Bank, N.A., Worland; and Wyoming Bank and Trust Company, N.A., Buffalo. - Submitted, March 12, 2003

Kansas City

First American Bank, Stonewall, Oklahoma -- report on competitive factors of the proposed merger with First American Bancorp, Inc. - Submitted, March 13, 2003

Competitive Factors Reports

Dallas

Franklin Bank, S.S.B., Austin, Texas -- report on competitive factors of the proposed merger with Highland Lakes Bank, Kingsland. - Submitted, March 14, 2003

Chicago

Mid America Bank, FSB, Clarendon Hills, Illinois -- report on competitive factors of the proposed purchase of the Chicago branch of UmbrellaBank, FSB, Chicago. - Submitted, March 12, 2003

St. Louis

National Bank of Commerce, Memphis, Tennessee -- report on competitive factors of the proposed merger with BancMortgage Financial Corp., Atlanta, Georgia. - Submitted, March 13, 2003

Chicago

Northern Trust Bank, Federal Savings Bank, Bloomfield Hills, Michigan -- report on competitive factors of the proposed merger with Legacy South, Inc., Atlanta, Georgia. - Submitted, March 11, 2003

Dallas

Prosperity Bank, El Campo, Texas -- report on competitive factors of the proposed merger with Abrams Centre National Bank, Dallas. - Submitted, March 13, 2003

Chicago

Standard Bank and Trust Company, Hickory Hills, Illinois -- report on competitive factors of the proposed merger with BankChicago, Chicago.Submitted, March 11, 2003

Chicago

Standard Bank and Trust Company, Hickory Hills, Illinois -- report on competitive factors of the proposed purchase of deposits and assumption of liabilities of the Dolton branch of UmbrellaBank, FSB, Chicago. - Submitted, March 12, 2003

Extensions Of Time

Dallas

A.N.B. Holding Company, Ltd., Terrell, Texas -- extension to June 13, 2003, to acquire shares of The A.N.B. Corporation, A.N.B. Delaware Corporation, and American National Bank.

- Granted, March 11, 2003

Secretary

M&T Bank Corporation, Buffalo, New York, and Olympia Financial Corp. -- extension to December 31, 2003, for their subsidiary, Manufacturers and Traders Trust Company, to divest certain investments.

- Granted, February 21, 2003 (AC)

Richmond

Sandy Spring Bank, Olney, Maryland -- extension to August 8, 2003, to establish a branch at 8921 Fingerboard Road, Frederick. - Granted, March 10, 2003

International Operations

Atlanta

Compass Bank, Birmingham, Alabama -- to establish a branch at Grand Cayman, Grand Cayman Island. - Approved, March 13, 2003

Richmond

Wachovia Bank, National Association, Charlotte, North Carolina -- to amend the articles of association of its Edge corporation subsidiary, First Union International Banking Corporation.

- Approved, March 11, 2003

Membership

Minneapolis

BANKFIRST, Sioux Falls, South Dakota -- withdrawal from membership in the Federal Reserve System.

- Withdrawn, March 10, 2003

Membership

Kansas City

Cottonwood Valley Bank, Cedar Point, Kansas -- to become a member of the Federal Reserve System.

- Approved, March 13, 2003

Regulations And Policies

Director, C&CA

Regulation C -- publication for comment of proposed amendments to the official staff commentary.

- Announced, March 3, 2003 (AC)

Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, March 15, 2003

Section I – Applications subject to newspaper notice only

Type	Application	Ending date of comment period
None		

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

Type	Application	Ending date of comment period
None	Inprication	comment period

Section III – Applications subject to Federal Register notice only

		Ending date of
Туре	Application	comment period
None		

Туре	Application	
None		

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 take n 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

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

Section VI – CRA examinations scheduled for	Quarter of
Institution	Location
None	

Federal Reserve Bank of New York

Applications and notifications filed during the week ending Saturday, March 15, 2003

Section I – Applications subject to newspaper notice only

Туре	Application	Ending date of comment period
None		

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

Type	Application	Ending date of comment period
None		

Section III – Applications subject to Federal Register notice only

Туре	Application	Ending date of comment period
None		

Туре	Application	
None		

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

Section VI – CRA examinations scheduled for	Quarter of
Institution	Location
None	

Federal Reserve Bank of Philadelphia

Applications and notifications filed during the week ending Saturday, March 15, 2003

Section I – Applications subject to newspaper notice only

Type	Application	Ending date of comment period
None		

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

Type	Application	Ending date of comment period
None		

Section III – Applications subject to Federal Register notice only

Type	Application	Ending date of comment period
None		

Туре	Application	
None		

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

Section VI – CRA examinations scheduled for	Quarter of
Institution	Location
None	

Federal Reserve Bank of Cleveland

Applications and notifications filed during the week ending Saturday, March 15, 2003

Section I – Applications subject to newspaper notice only

Туре	Application	Ending date of comment period
None		

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

		Ending date of
Туре	Application	comment period
None		

Section III – Applications subject to Federal Register notice only

Туре	Application	Ending date of comment period
4(c)(8)	Wayne Bancorp, Wooster, Ohio, proposes to engage in permissible finance company activities through the acquisition of Access Financial Corp., Massillon, Ohio, pursuant to section 4(c)(8) of the Bank Holding Company Act.	Fed Reg - 03/31/2003

Туре	Application
None	

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RSSD number		Examination	CRA public date	CRA rating	Exam type
	Institution/Location	date			LrgBk SmBk
230610	Hocking Valley Bank 7 West Stimson Athens, Ohio 45701	12/16/2002	03/11/2003	S	Х
27614	The Andover Bank 19 Public Square Andover, Ohio 44003	12/02/2002	03/13/2003	S	Х

Section VI – CRA examinations scheduled for	Quarter of
Institution	Location
None	

Federal Reserve Bank of Richmond

Applications and notifications filed during the week ending Saturday, March 15, 2003

Type	Application	Ending date of comment period
Branch	Potomac Bank of Virginia, Vienna, Virginia, to establish a branch at 9910 Main Street, Fairfax, Virginia, and to subse- quently designate this location as the bank's main office location. The old main office at 133 Maple Avenue, East, Vienna, Virginia, would be retained as a branch but would be relocated to 414 Maple Avenue, East, Vienna, Virginia.*	Newspaper – 03/28/2003

*Subject to the provisions of the Community Reinvestment Act.

Type	Application	Ending date of comment period
3(a)(5)	(5) BB&T Corporation, Winston-Salem, North Carolina, to Fed Reg – 1 acquire First Virginia Banks, In c., Falls Church, Virginia.* Newspaper	
CIC	Richmond Community Hospital Foundation, Richmond, Virginia, to acquire up to 21.3% of the voting shares of Consolidated Bank and Trust Company, Richmond, Virginia.	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

Type	Application	Ending date of comment period
4(c)(8)	BB&T Corporation, Winston-Salem, North Carolina, to acquire First Virginia Banks, In c., Falls Church, Virginia, and thereby engage in certain nonbanking activities.	Fed Reg – N/Avail

Туре	Application
4(c)(8)	FNB Corp., Asheboro, North Carolina, to acquire Dover Mortgage Company, Charlotte, North Carolina.

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

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 take n 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

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

Section VI – CRA examinations scheduled for	Quarter of
Institution	Location
None	

Federal Reserve Bank of Atlanta

Applications and notifications filed during the week ending Saturday, March 15, 2003

Type	Application	Ending date of comment period
Branch	AmSouth Bank, Birmingham, Alabama, to establish a branch located at 360 W. State Road 436, Altamonte Springs, Florida, to be known as the Altamonte Branch.*	Newspaper-03/21/2003
Branch	AmSouth Bank, Birmingham, Alabama, to establish a branch located at 4095 Millenia Boulevard, Orlando, Florida, to be known as the Millenia Mall.*	Newspaper-03/21/2003
Branch	AmSouth Bank, Birmingham, Alabama, to establish a branch located at 130 St. Johns Common Road, Jacksonville, Florida, to be known as the County Road 210.*	Newspaper-03/25/2003
Branch	AmSouth Bank, Birmingham, Alabama, to establish a branch located at 8350 Millicent Way, Shreveport, Louisiana, to be known as the Southeast Shreveport Branch.*	Newspaper-03/26/2003
Branch	Compass Bank, Birmingham, Alabama, to establish a branch located at the intersection of 4th Street Northwest and Griegos Road Northwest, Albuquerque, New Mexico, to be known as the Albuquerque - Griegos Branch.*	Newspaper-03/18/2003
Branch	Compass Bank, Birmingham, Alabama, to establish a branch located at the intersection of Cinco Ranch Boulevard and South Mason Road, Houston, Texas, to be known as the Houston - Cinco Ranch Branch.*	Newpaper-03/18/2003
Branch	Compass Bank, Birmingham, Alabama, to establish a branch located at the intersection of McCart Avenue and Sycamore School Road, Ft. Worth, Texas, to be known as the Forth Worth - McCart Branch.*	
Branch	Compass Bank, Birmingham, Alabama, to establish a branch located at the intersection of West Magee Road and North LaCholla Boulevard, Tucson, Arizona, to be known as the Tucson- LaCholla Branch.*	Newspaper-03/18/2003
Branch	Compass Bank, Birmingham, Alabama, to establish a branch located at the intersection of Barker Cypress Road and State Highway 529, Houston, Texas, to be known as the Houston - Barker Cypress Branch.*	Newspaper-03/18/2003

Section I – Applications subject to newspaper notice only

*Subject to provisions of the Community Reinvestment Act

Type	Application	Ending date of comment period	
3(a)(3)	Community Bancshares of Mississippi, Inc., Brandon, Mississippi, to acquire at least 80 percent of the outstanding shares of First Lucedale Bancorp, Inc., and its subsidiary, First National Bank of Lucedale, both of Lucedale, Mississippi.*	Newspaper-04/11/2003 Fed Reg-N/Avail	
CIC	Prior change in control notice by Neil D. McCurry, Jr., Liane McCurry, J. Steadman McCurry, Neil D. McCurry, Sr., and Bettye S. McCurry, collectively as the McCurry Family Group, to acquire an additional 3.69 percent of the outstanding shares of People's Community BancShares, Inc., Sarasota, Florida. Total ownership will equal 11.78 percent.	Newspaper-03/27/2003 Fed Reg-03/26/2003	

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

*Subject to provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

Type	Application	Ending date of comment period
None		

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

<i>Type Applice</i> None	0	ē		
None	ation			

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 take n 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 followin	g state member banks have been examined	and their CRA	public evaluatio	ns are nov	v available.
RSSD number	Institution/Location	Examination date	CRA public date	CRA rating	Exam type LrgBk SmBk
None					

Section VI – CRA examinations scheduled for	Quarter of
Institution	Location
None	

Federal Reserve Bank of Chicago

Applications and notifications filed during the week ending Saturday, March 15, 2003

Section I – Applications subject to newspaper notice only

Type	Application	Ending date of comment period
None		

Type	Application	Ending date of comment period
3(a)(3)	Iroquois Bancorp, Inc., Gilman, Illinois, to acquire 42.19 percent of the voting shares of JW Bancorp, Inc., Winchester, Illinois, and thereby indirectly acquire John Warner Financial Corporation, Clinton, Illinois and The John Warner Bank, Clinton, Illinois.*	Fed Reg – 03/24/2003 Newspaper – 03/24/2003
3(a)(1)	JW Bancorp, Inc., Winchester, Illinois, to become a bank holding company by acquiring 100 percent of the voting shares of John Warner Financial Corpor ation, Clinton, Illinois, and thereby indirectly acquire The John Warner Bank, Clinton, Illinois.*	Fed Reg - 03/24/2003 Newspaper – 03/24/2003
CIC	Notice by Ronald W. Plassman, Fort Wayne, Indiana, to acquire an additional 1,360 shares or 34 percent and thereby increase his aggregate ownership to 54 percent, of Knisely Financial Corp., Butler, Indiana, and thereby indirectly acquire Knisely Bank, Butler, Indiana.	Fed Reg – 02/24/2003 Newspaper – N/Avail
3(a)(1)	PSB Group, Inc., Madison Heights, Michigan, to become a bank holding company by acquiring 100 percent of the voting shares of Peoples State Bank, Hamtramck, Michigan.*	Fed Reg – 04/11/2003 Newspaper – 04/06/2003
4(c)(8)	Standard Bancshares, Inc., Hi ckory Hills, Illinois, to acquire 100 percent of the voting shares of Security Financial Bancorp, Inc., St. John, Indiana, and thereby indirectly acquire Security Federal Bank and Trust, St. John, Indiana, and thereby operate a savings association.	Fed Reg – N/Avail Newspaper – N/Avail

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

* Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

Type	Application	Ending date of comment period
None		

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

Type	Application
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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RSSD	Institution/Location	Examination	CRA	CRA	Exam type
number		date	public date	rating	LrgBk SmBk
None					

Section VI – CRA examinations scheduled for	Quarter of
Institution	Location
None	

Federal Reserve Bank of St. Louis

Applications and notifications filed during the week ending Saturday, March 15, 2003

Section I – Applications subject to newspaper notice only

Type	Application	Ending date of comment period
None		

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

Type	Application	Ending date of comment period	
CIC	Notice by Steven Earl Shock, Poplar Bluff, Missouri, to become trustee and thereby gain control of Midwest Bancorporation, Inc. and Affiliates ESOP, Poplar Bluff, Missouri. The ESOP is a bank holding company by virtue of its ownership of 42.24 percent of Midwest Bancorporation, Inc., Poplar Bluff, Missouri.	orporation, Inc. Fed Reg – N/Avail ESOP is a of 42.24	
CIC	Notice by R.W. Butler Irrevocable Family Trust #1, Little Rock, Arkansas, to increase its control of First Paris Holding Company, Paris, Arkansas. Also, by Beth Eaton, Little Rock, Arkansas, Patricia Butler, Little Rock, Arkansas, and James T. Butler, Harrisburg, Arkansas, as trustees, to increase their individual direct and indirect ownership, control or the power to vote.	Newspaper – N/Avail Fed Reg – N/Avail	

Section III – Applications subject to Federal Register notice only

Type	Application	Ending date of comment period
None		

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

Туре	Application
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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RSSD		Examination	CRA	CRA	Exam type
number	Institution/Location	date	public date	rating	LrgBk SmBk
None					

Section VI – CRA examinations scheduled for	Quarter of
Institution	Location
None	

Federal Reserve Bank of Minneapolis

Applications and notifications filed during the week ending Saturday, March 15, 2003

Section I – Applications subject to newspaper notice only

Type	Application	Ending date of comment period
18c & Branch	First State Bank Southwest, Pipestone, Minnesota, to purchase the assets and assume the liabilities of the Edgerton and Leota, Minnesota, offices of Bremer Bank, National Association, Marshall, Minnesota, and incident thereto establish a branch facility at 423 Main Street, Leota, Minnesota.*	Newspaper – N/Avail

*Subject to the provisions of the Community Reinvestment Act.

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

Type	Application	Ending date of comment period
CIC	Change in control notice by Curtis J. Neumann to gain control of First Hawley Bancshares, Inc. Hawley, Minnesota, and thereby indirectly gain control of First National Bank, Hawley, Minnesota.	Fed Reg- 03/31/2003 Newspaper- N/Avail
CIC	Change in control notice by Helen M. Olson to gain control of First Hawley Bancshares, Inc. Hawley, Minnesota, and thereby indirectly gain control of First National Bank, Hawley, Minnesota.	Fed Reg-03/31/2003 Newspaper- N/Avail
CIC	Change in control notice by the Neumann Family Limited Partnership of Detroit Lakes, Minnesota to gain control of First Hawley Bancshares, Inc. Hawley, Minnesota, and thereby indirectly gain control of First National Bank, Hawley, Minnesota.	Fed Reg- 03/31/2003 Newspaper- N/Avail

*Subject to the provisions of the Community Reinvestment Act.

Section III – Applications subject to Federal Register notice only

Type	Application	Ending date of comment period
None		

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

Туре	Application
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 take n 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

RSSD	Institution/Location	Examination	CRA	CRA	Exam type
number		date	public date	rating	LrgBk SmBk
168759	American State Bank of Olivia, Olivia, Minnesota	11/18/2002	03/11/2003	S	Х

Section VI – CRA examinations scheduled for	Quarter of
Institution	Location
None	

Federal Reserve Bank of Kansas City

Applications and notifications filed during the week ending Saturday, March 15, 2003

Section I – Applications subject to newspaper notice only

Type	Application	Ending date of comment period
Branch	First State Bank, N.M., Taos, New Mexico, to establish a branch at 3000 Central Boulevard, SE, Albuquerque, New Mexico.	Newspaper - 03/13/2003

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

Type	Application	Ending date of comment period
3(a)(1)	Steele Street Bank Corporation, Denver, Colorado, to become a bank holding company through the acquisition of 100 percent of the voting shares of Steele Street State Bank, Denver, Colorado (in organization).	Newspaper - 04/07/2003 Fed Reg - N/Avail
3(a)(3)	Central Financial Corporati on, Hutchinson, Kansas, to acquire up to 45 percent of the voting shares of Mid-American Bancorp, Inc., parent of Heartland Ba nk, both in Jewell, Kansas.	Newspaper - N/Avail Fed Reg - N/Avail

Section III – Applications subject to Federal Register notice only

Type	Application	Ending date of comment period
None		

Туре	Application
None	

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

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

O = Outstanding S = Satisfactory NI = Needs to improve SN = Substantial noncompliance

RSSD		Examination	CRA	CRA	Exam type
number	Institution/Location	date	public date	rating	LrgBk SmBk
555658	Sheridan State Bank 29 N. Gould Street Sheridan, Wyoming 82801-6316	12/09/2002	03/10/2003	0	Х
12656	State Bank of Burden 333 Main Street Burden, Kansas 67019	12/09/2002	03/11/2003	S	Х
255659	Bank of Colorado 1609 East Harmony Road Fort Collins, Colorado 80525-3238	12/02/2002	03/14/2003	0	Х

Section VI – CRA examinations scheduled for	Quarter of
Institution	Location
None	

Federal Reserve Bank of Dallas

Applications and notifications filed during the week ending Saturday, March 15, 2003

Section I – Applications subject to newspaper notice only

Type	Application	Ending date of comment period
Branch	Peoples Bank, Lorenzo, TX, to establish a branch at 3801 34 th Street, Lubbock, TX 79410*	Newspaper - 03/21/2003

* Subject to the provisions of the Community Reinvestment Act

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

Type	Application	Ending date of comment period
None		

Section III – Applications subject to Federal Register notice only

Type	Application	Ending date of comment period
None		

Туре	Application	
None		

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

Section VI – CRA examinations scheduled for	Quarter of
Institution	Location
None	

Federal Reserve Bank of San Francisco

Applications and notifications filed during the week ending Saturday, March 15, 2003

Section I – Applications subject to newspaper notice only

Application	Ending date of comment period
1 st Pacific Bank of California, San Diego, California, to establish a branch facility to be located at 8889 Rio San Diego Drive, San Diego, California.*	Newspaper – 03/18/2003
-	1 st Pacific Bank of California, San Diego, California, to establish a branch facility to be located at 8889 Rio San Diego Drive, San

* Subject to the provisions of the Community Reinvestment Act

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

Type	Application	Ending date of comment period
CIC	Notice by Alan Wilber Rolley, Dallas, Texas, and Blake Alan Rolley, Flagstaff, Arizona, acting in concert, to increase their ownership up to 33.06 percent of Arizona Bancshares, Inc., Flagstaff, Arizona.*	Newspaper – N/Avail Fed Reg – 02/04/2003

* Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

Type	Application	Ending date of comment period
None		

Туре	Application	
None		

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

Section VI – CRA examinations scheduled for	Quarter of	
Institution	Location	
None		