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

No. 37

Week Ending September 10, 2005


**Bank Holding Companies**

Associated Banc-Corp, Green Bay, Wisconsin -- to merge with State Financial Services Corporation, Milwaukee, and thereby acquire State Financial Bank, National Association, Hales Corners.
- Approved, September 6, 2005

**Testimony And Statements**

Commodity Futures Modernization Act of 2000 -- statement by Patrick M. Parkinson, Deputy Director, Division of Research and Statistics, before the Senate Committee on Banking, Housing, and Urban Affairs.
- Published, September 8, 2005
Bank Branches, Domestic

New York

Banco Popular North America, New York, New York -- to establish a branch at 310 East Houston Street.
- Approved, September 8, 2005

Chicago

M&I Marshall & Ilsley Bank, Milwaukee, Wisconsin -- to establish branches at Mill Road and Sixth Street, Tempe, Arizona; and Beam Avenue and Southlawn Drive, Maplewood, Minnesota.
- Approved, September 8, 2005

Atlanta

SunTrust Bank, Atlanta, Georgia -- to establish branches at 74 Blake Boulevard, Celebration, Florida, and 6289 PGA Boulevard, Palm Beach Gardens.
- Approved, September 9, 2005

Richmond

Virginia Bank and Trust Company, Danville, Virginia -- to establish a branch near the intersection of Highway 58 West and Charming Road.
- Approved, September 8, 2005

Kansas City

WestStar Bank, Vail, Colorado -- to establish a branch temporarily at 123 West Hampden Avenue, Unit A, Englewood, to be moved to 500 West Hampden Avenue.
- Approved, September 8, 2005

Bank Holding Companies

New York

Norddeutsche Landesbank Girozentrale, Hannover, Germany -- to engage de novo, through Nord/LB Financial Services LLC, in financial and investment advisory services.
- Approved, September 9, 2005
Bank Holding Companies

Atlanta

Northside Bancshares, Inc., Adairsville, Georgia -- to become a bank holding company and to acquire Northside Bank, a de novo bank.
- Approved, September 9, 2005

Richmond

Sandy Spring Bancorp, Inc., Olney, Maryland -- to acquire West Financial Services, Inc., McLean, Virginia, and thereby engage in investment advisory and related activities.
- Approved, September 9, 2005

Change In Bank Control

St. Louis

Citizens First Corporation, Bowling Green, Kentucky -- change in bank control.
- Permitted, September 8, 2005

Competitive Factors Reports

Chicago

Associated Bank, National Association, Green Bay, Wisconsin -- report on competitive factors of the proposed merger with State Financial Bank, National Association, Hales Corner.
- Submitted, September 9, 2005

San Francisco

Citibank USA, National Association, Sioux Falls, South Dakota -- report on competitive factors of the proposed purchase of assets and assumption of liabilities of Associates Capital Bank, Inc., Salt Lake City, Utah.
- Submitted, September 6, 2005

Chicago

Farmers State Bank, LaGrange, Indiana -- report on competitive factors of the proposed merger with First National Bank of Fremont, Fremont.
- Submitted, September 8, 2005
Competitive Factors Reports

Chicago
First Bank & Trust, SB, Paris, Illinois -- report on competitive factors of the proposed merger with Rantoul First Bank, S.B., Rantoul.
- Submitted, September 8, 2005

Cleveland
First Financial Bank, National Association, Hamilton, Ohio -- report on competitive factors of the proposed merger with First Financial Bancorp Services, Middletown.
- Submitted, September 6, 2005

St. Louis
First Security Bank, Searcy, Arkansas -- report on competitive factors of the proposed purchase of certain assets and assumption of deposit liabilities of First Security Bank of Clarksville, Clarksville.
- Submitted, September 7, 2005

Cleveland
GE Money Bank, Salt Lake City, Utah -- report on competitive factors of the proposed assumption of certain liabilities of GE Capital Financial Inc.
- Submitted, September 6, 2005

New York
JPMorgan Chase Bank, National Association, Columbus, Ohio -- report on competitive factors of the proposed merger with Bank One Trust Company, N.A.
- Submitted, September 8, 2005

New York
Lakeland Bank, Newfoundland, New Jersey -- report on competitive factors of the proposed corporate reorganization with Newton Trust Company, Newton.
- Submitted, September 8, 2005

Richmond
MVB Bank, Inc., Fairmont, West Virginia -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of the Charles Town, West Virginia, branch of Susquehanna Bank, Hagerstown, Maryland.
- Submitted, September 8, 2005
Competitive Factors Reports

Philadelphia

Royal Asian Bank, Philadelphia, Pennsylvania -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of Royal Bank America, PA, in connection with a reorganization.
- Submitted, September 7, 2005

Extensions Of Time

Kansas City

Central Financial Corporation, Hutchinson, Kansas -- extension to December 8, 2005, to acquire up to 17.66 percent of the shares of Parkway National Bancshares, Inc., Plano, Texas.
- Granted, September 8, 2005

Kansas City

MontroseBank, Montrose, Colorado -- extension to December 9, 2005, to establish a branch at the intersection of Highway 133 and Grand Avenue, Paonia.
- Granted, September 9, 2005

Atlanta

Regions Bank, Birmingham, Alabama -- extension to October 4, 2006, to establish a branch at the intersection of Highway 161 and Las Colinas Boulevard, Irving, Texas.
- Granted, September 8, 2005

Cleveland

- Granted, September 6, 2005

Financial Holding Companies

Atlanta

Southern Community Bancshares, Inc., Fayetteville, Georgia -- election to become a financial holding company.
- Effective, September 8, 2005
**International Operations**

Boston

Charter One Bank, National Association, Cleveland, Ohio -- to establish a branch in the Cayman Islands, British West Indies.
- Approved, September 9, 2005

Boston

Citizens Bank, National Association, Albany, New York -- to establish a branch in the Cayman Islands, British West Indies.
- Approved, September 9, 2005

**Membership**

Chicago

Community First Bank-Chicago, Chicago, Illinois, a de novo bank -- to become a member of the Federal Reserve System.
- Approved, September 8, 2005

Philadelphia

Susquehanna Bank PA, Lititz, Pennsylvania -- to become a member of the Federal Reserve System.
- Approved, September 9, 2005

Richmond

Susquehanna Bank, Hagerstown, Maryland -- to become a member of the Federal Reserve System.
- Approved, September 9, 2005
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<tbody>
<tr>
<td>CONNECTICUT BANK &amp; TRUST COMPANY, THE</td>
<td>* Branch</td>
<td>Application by The Connecticut Bank and Trust Company to open two branches, one at 148 Broad Street, Windsor, Connecticut and the second at 435 Hartford Turnpike, Vernon, Connecticut, pursuant to section 9 of the Federal Reserve Act and section 208.6 of Regulation H.</td>
<td>Newspaper: Not available</td>
</tr>
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* Subject to the provisions of the Community Reinvestment Act
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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## District: 2

### Federal Reserve Bank of New York

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<tr>
<td><strong>DEUTCHE GENOSSENSCHAFTS-HYPOTENBANK AG</strong></td>
<td>FBSEA</td>
<td>Deutsche Genossenschafts-Hypothekenbank AG, Hamburg, Germany, requests prior approval to establish a NY rep office.</td>
<td>Not available</td>
</tr>
<tr>
<td><strong>FIRST TIER BANK &amp; TRUST</strong></td>
<td>* 18C</td>
<td>First Tier Bank and Trust, Olean, New York seeks prior approval for Bath National Bank, Bath, New York, National Bank of Geneva, Geneva, New York, and Wyoming County Bank, Warsaw, New York, to merge with and into First Tier Bank, pursuant to Section 18(c) of the Federal Deposit Insurance Act and, incident thereto, pursuant to Section 9 of the Federal Reserve Act, to establish branches.</td>
<td>10/02/2005</td>
</tr>
<tr>
<td><strong>GOVERNOR AND COMPANY OF THE BANK OF IRELAND, THE</strong></td>
<td>FBSEA</td>
<td>The Governor and Company of The Bank of Ireland, Dublin, Ireland to establish a representative office in Los Angeles, California, pursuant to Section 10(a) of the International Banking Act of 1978, and Section 211.24(a)(2)(i)(B) of Reg K.</td>
<td>Not available</td>
</tr>
<tr>
<td><strong>NBT BANCORP INC.</strong></td>
<td>* 3A5</td>
<td>NBT Bancorp Inc., Norwich, New York, proposes to merge with CNB Bancorp, Inc., and thereby indirectly acquire City National Bank and Trust Company, both of Gloversville, New York, pursuant to Section 3(a)(5) of the Bank Holding Company Act and 225.15 of Regulation Y.</td>
<td>09/11/2005</td>
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<tr>
<td>ORRSTOWN BANK</td>
<td>* Branch</td>
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## District: 4

### Federal Reserve Bank of Cleveland

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<tr>
<td>CB Financial Services, Inc.</td>
<td>* 3A1</td>
<td>Application by CB Financial Services, Inc., Carmichaels, PA to acquire 100 percent of the voting shares of Community Bank, N.A., Washington, PA</td>
<td>Newspaper: Not available, Federal Register: 10/07/2005</td>
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Availability of CRA Public Evaluations

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## District: 5

**Federal Reserve Bank of Richmond**

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<tr>
<td>FNB SOUTHEAST</td>
<td>* Branch</td>
<td>FNB Southeast, Reidsville, North Carolina to establish a branch at 1001 Military Cutoff Road, Wilmington, North Carolina.</td>
<td>09/16/2005</td>
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<td>MARATHON BANK, THE</td>
<td>* Branch</td>
<td>The Marathon Bank, Winchester, Virginia, to establish a branch at 2051 Northwestern Pike, Winchester, Virginia.</td>
<td>09/20/2005</td>
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<tr>
<td>POTOMAC BANK OF VIRGINIA</td>
<td>* Branch</td>
<td>Potomac Bank of Virginia, Fairfax, Virginia, to establish a branch at Land Unit 2 Riverside Parkway, Loudoun County, Virginia.</td>
<td>09/16/2005</td>
</tr>
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* Subject to the provisions of the Community Reinvestment Act
District: 5
Federal Reserve Bank of Richmond

Availability of CRA Public Evaluations

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# District: 6

Federal Reserve Bank of Atlanta

Filing Proposal: To establish an international representative office in Miami, Florida.

**BANCO POPULAR ESPANOL, S.A.**

**Filing Type: FBSEA**

Newspaper: Not available

Federal Register: Not applicable

**Filing Proposal:** Banco Popular Espanol, S.A., Madrid, Spain, to establish an international representative office in Miami, Florida.

**CORNERSTONE BANCSHARES, INC.**

**Filing Type: 4c8**

Newspaper: Not applicable

Federal Register: Not applicable

**Filing Proposal:** Cornerstone Bancshares, Inc., Chattanooga, Tennessee, to acquire 100 percent of the outstanding shares of Eagle Financial LLC., and Eagle Funding, LLC, both of Chattanooga, Tennessee, and thereby engage in making, acquiring, brokering or servicing loans or other extensions of credit, pursuant to section 225.28(b)(1) of Regulation Y and section 4(c)(8) of the Bank Holding Company Act.

**Florida Gulf Bancorp, Inc.**

**Filing Type: 3A1**

Newspaper: Not applicable

Federal Register: Not applicable

**Filing Proposal:** Florida Gulf Bancorp, Inc., notice to become a bank holding company by acquiring 100 percent of the outstanding shares of Florida Gulf Bank, both of Fort Myers, Florida.

**GENERAL BANCSHARES, INC.**

**Filing Type: CIC**

Newspaper: Not available

Federal Register: Not available

**Filing Proposal:** General Bancshares, Inc., Jasper, Tennessee, prior change in control filed by Robert Thomas, Monteagle, Tennessee; Robert Thomas, Jr., Signal Mountain, Tennessee; David Thomas, Chattanooga, Tennessee; and Frank Thomas; Monteagle, Tennessee, to acquire 3.60 percent of the outstanding stock of General Bancshares, Inc., and its subsidiary bank, Citizens State Bank, both of Jasper, Tennessee. Pro forma total ownership will be 27.35 percent.

**GENERAL BANCSHARES, INC.**

**Filing Type: CIC**

Newspaper: Not available

Federal Register: Not available

**Filing Proposal:** General Bancshares, Inc., Jasper, Tennessee, prior change in control filed by Clara Brown, Jasper, Tennessee, to acquire 1.62 percent of the outstanding stock of General Bancshares, Inc., and its subsidiary bank, Citizens State Bank, Jasper, Tennessee. Pro forma total ownership will be 12.32 percent.

**SUNTRUST BANK**

**Filing Type: * Branch**

Newspaper: 09/13/2005

Federal Register: Not applicable

**Filing Proposal:** SunTrust Bank, Atlanta, Georgia, to establish a branch located at 415 - 14th Street S.E., Washington, D.C., to be known as the 14th & Kentucky Safeway Office.

**SUNTRUST BANK**

**Filing Type: * Branch**

Newspaper: 09/13/2005

Federal Register: Not applicable

**Filing Proposal:** SunTrust Bank, Atlanta, Georgia, to establish branches at the following locations: the intersection of Route 214 and Pike Ridge Road, Edgewater, Maryland, to be known as the Edgewater Safeway Office; and 210 Cobb Parkway, South, Marietta, Georgia, to be known as the Marietta Trade Center Wal-Mart Money Center.

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Availability of CRA Public Evaluations

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Institution Location

NONE
### District: 7

#### Federal Reserve Bank of Chicago

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Federal Register: 09/26/2005 |
| BANK IOWA | Member | Bank Iowa, Denison, Iowa, to become a member in the Federal Reserve System. | Newspaper: Not applicable  
Federal Register: Not applicable |
| CAPITOL BANCORP LTD. | * 3A3  
* 3A1 | Capitol Bancorp, Ltd., Lansing, Michigan, to acquire 51 percent of the voting shares of Capitol Development Bancorp Limited III, Lansing, Michigan, and thereby indirectly acquire Bank of Belleville (in organization), Belleville, Illinois, and by Capitol Development Bancorp Limited III, Lansing, Michigan, to become a bank holding company by acquiring 51 percent of the voting shares of Bank of Belleville (in organization), Belleville, Illinois. | Newspaper: Not available  
Federal Register: Not available |
| M&I MARSHALL & ILSLEY BANK | * Branch | M&I Marshall & Ilsley Bank, Milwaukee, Wisconsin, to establish two branch facilities to be located at Mill Road and Sixth Street, Tempe, Arizona, and Beam Avenue & Southlawn Drive, Maplewood, Minnesota. | Newspaper: 08/25/2005  
Federal Register: Not applicable |
Federal Register: 08/22/2005 |

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<td>PREMIER BANK OF JACKSONVILLE</td>
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District: 8  
Federal Reserve Bank of St. Louis

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## District: 9

**Federal Reserve Bank of Minneapolis**

**Filings received during the week ending September 10, 2005**

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<tr>
<th>Filer</th>
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</table>
| ABDO INVESTMENTS, INC.        | * 3A1       | Abdo Investments, Inc., Edina, Minnesota, to become a bank holding company by acquiring up to 24.2 percent of Rivers Ridge Holding Company, Edina, Minnesota, which owns BankVista, Sartell, Minnesota.                  | Newspaper: Not available  
Federal Register: Not available |
| BRIDGEWATER BANCSHARES, INC.  | * 3A1       | Bridgewater Bancshares, Inc., Bloomington, Minnesota to become a bank holding company by acquiring 100% of Bridgewater Bank, Bloomington, Minnesota, a de novo bank.                                             | Newspaper: Not available  
Federal Register: 10/06/2005 |
| FIRST SECURITY BANK OF MISSOULA | * 18C  
Federal Register: Not applicable |

* Subject to the provisions of the Community Reinvestment Act
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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**District: 10**

**Federal Reserve Bank of Kansas City**

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Federal Register: Not applicable |
| **DE SOTO STATE BANK** | * 18C  
* Branch | De Soto State Bank, De Soto, Kansas, to merge with Great American Bank, Claycomo, Missouri, and incident thereto, to establish a branch. | Newspaper: 10/03/2005  
Federal Register: Not applicable |
| **FIRSTBANK** | Premises | FirstBank, Antlers, Oklahoma, to increase its investment in bank premises in the amount of $2,410,390. | Newspaper: Not applicable  
Federal Register: Not applicable |
| **HOMETOWN BANCSHARES, INC.** | * 3A3 | Hometown Bancshares, Inc., Carthage, Missouri, to acquire 51 percent of the voting shares of OakStar Bancshares, Inc., and thereby indirectly acquire OakStar Bank, National Association, both of Springfield, Missouri. | Newspaper: 09/29/2005  
Federal Register: 09/26/2005 |
| **OAKSTAR BANCSHARES, INC.** | * 3A1 | OakStar Bancshares, Inc., Springfield, Missouri, to become a bank holding company through the acquisition of 100 percent of the voting shares of OakStar Bank, National Association (in organization), Springfield, Missouri. | Newspaper: 09/29/2005  
Federal Register: 09/26/2005 |

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Availability of CRA Public Evaluations

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<tr>
<td>FC HOLDINGS, INC.</td>
<td>* 3A5</td>
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<tr>
<td>PROSPER BANCSHARES, INC.</td>
<td>* 3A1</td>
</tr>
<tr>
<td>SOUTH TEXAS BANCSHARES, INC.</td>
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<tr>
<td>TEXASBANK</td>
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District: 11
Federal Reserve Bank of Dallas

Availability of CRA Public Evaluations

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**District: 12**

**Federal Reserve Bank of San Francisco**

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<td>CATHAY GENERAL BANCORP</td>
<td>* 3A3</td>
<td>Cathay General Bancorp, Los Angeles, California, to acquire up to 100 percent of Great Eastern Bank, New York, New York.</td>
<td>Newspaper: Not available Federal Register: Not available</td>
</tr>
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<td>OAK VALLEY COMMUNITY BANK</td>
<td>* Branch</td>
<td>Oak Valley Community Bank, Oakdale, California, to establish a branch facility at 5250 Claremont Avenue, Stockton, California.</td>
<td>Newspaper: 09/15/2005 Federal Register: Not applicable</td>
</tr>
<tr>
<td>ZIONS BANCORPORATION</td>
<td>* 3A3</td>
<td>Zions Bancorporation, Salt Lake City, Utah, to acquire 100 percent of Amegy Bancorporation, Inc., and thereby indirectly acquire its subsidiary, Amegy Bank, N.A., both of Houston, Texas.</td>
<td>Newspaper: 10/03/2005 Federal Register: 10/03/2005</td>
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