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

No. 39

Week Ending September 24, 2005
Board Operations

   - Approved, September 19, 2005

   Division of Consumer and Community Affairs -- appointment of Leonard Chanin as Associate Director.
   - Approved, September 15, 2005 (AC)

   Division of Consumer and Community Affairs -- appointment of Sheila F. Maith as Assistant Director.
   - Approved, September 22, 2005

Discount Rates

   Discount and Advance Rates -- increase in the primary credit rate from 4-1/2 percent to 4-3/4 percent by the Federal Reserve Banks of Boston, New York, Philadelphia, Richmond, Chicago, St. Louis, Minneapolis, Kansas City, and San Francisco.
   - Approved, September 20, 2005

   Discount and Advance Rates -- increase in the primary credit rate from 4-1/2 percent to 4-3/4 percent by the Federal Reserve Bank of St. Louis.
   - Approved, September 21, 2005

   Discount and Advance Rates -- increase in the primary credit rate from 4-1/2 percent to 4-3/4 percent by the Federal Reserve Banks of Cleveland, Atlanta, and Dallas.
   - Approved, September 22, 2005

Enforcement

   National City Bank, Cleveland, Ohio -- issuance of a final decision and order of prohibition against Brian Bonetti, a former employee.
   - Approved, September 19, 2005

Regulations And Policies

   Transfer Agent Exemption -- order granting member banks and bank holding companies a temporary exemption from complying with transfer agent rules in connection with securities transactions for individuals and businesses affected by Hurricane Katrina.
   - Approved, September 22, 2005
Testimony And Statements

Financial Services Regulatory Relief Act of 2005 -- statement by Governor Olson before the Subcommittee on Financial Institutions and Consumer Credit of the House Committee on Financial Services.
- Published, September 22, 2005
Bank Branches, Domestic

New York

Banco Popular North America, New York, New York -- to establish a branch at 5601 East Ramon Road, Palm Springs, California.
- Approved, September 22, 2005

New York

Banco Popular, North America, New York, New York -- to establish a branch at 3948 West 55th Street and Pulaski Road, Chicago, Illinois.
- Approved, September 22, 2005

San Francisco

Nevada First Bank, Las Vegas, Nevada -- to establish a branch on Double R Boulevard, between South Meadows Parkway and Sandhill Road, Reno.
- Approved, September 20, 2005

San Francisco

Oak Valley Community Bank, Oakdale, California -- to establish a branch at 5250 Claremont Avenue, Stockton.
- Approved, September 20, 2005

Chicago

Pinnacle Bank, Marshalltown, Iowa -- to establish a branch at 1275 Southeast University Avenue, Waukee.
- Approved, September 22, 2005

Richmond

Potomac Bank of Virginia, Fairfax, Virginia -- to establish a branch at 14231 Willard Road, Chantilly.
- Approved, September 22, 2005

St. Louis

Premier Bank of Jacksonville, Jacksonville, Illinois -- to establish a branch at 2110 B Troy Road, Edwardsville.
- Approved, September 22, 2005

(AC) = Addition or Correction
Bank Branches, Domestic

Atlanta

Riverside Bank of Central Florida, Winter Park, Florida -- to establish branches at 1017 East Vine Street, Kissimmee, and 4587 and 4589 HC Yates Lane, St. Cloud.
- Withdrawn, September 22, 2005

Richmond

Southern Community Bank and Trust, Winston-Salem, North Carolina -- to establish a branch at 210 Knob Hill Road, Mooresville.
- Approved, September 19, 2005

Atlanta

SunTrust Bank, Atlanta, Georgia -- to establish branches at 210 Cobb Parkway, South, Marietta; and at the intersection of Route 214 and Pike Ridge Road, Edgewater, Maryland.
- Approved, September 19, 2005

Bank Holding Companies

Atlanta

Florida Gulf Bancorp, Inc., Fort Myers, Florida -- to become a bank holding company and to acquire Florida Gulf Bank.
- Withdrawn, September 22, 2005

Secretary

Lonoke Bancshares, Inc., Lonoke, Arkansas -- to acquire up to 14.68 percent of the shares of First Southern Bank, Batesville.
- Approved, September 19, 2005

Kansas City

Peak Banks of Colorado, Inc., Nederland, Colorado -- to acquire Clear Creek Bank Corp., Idaho Springs, and thereby acquire First State Bank.
- Approved, September 19, 2005
Bank Holding Companies

Richmond

River Bancorp, Inc., Martinsville, Virginia -- to become a bank holding company and to acquire Smith River Community Bank, N.A.
- Approved, September 19, 2005

Minneapolis

Riverland Bancorporation, Jordan, Minnesota -- to become a bank holding company and to acquire Riverland Bank, a de novo bank.
- Approved, September 22, 2005

Kansas City

UMB Financial Corporation, Kansas City, Missouri -- to acquire UMB Bank Arizona, National Association, Phoenix, Arizona, a de novo bank.
- Approved, September 22, 2005

Secretary

Zions Bancorporation, Salt Lake City, Utah -- to acquire The Commerce Bank of Oregon, Portland, Oregon, a de novo bank.
- Approved, September 23, 2005

Banks, Foreign

Director, BS&R

The Bank of Ireland, Dublin, Ireland -- waiver of remainder of notification period to establish a representative office in Los Angeles, California.
- Granted, September 21, 2005

Director, BS&R

La Caisse centrale Desjardins du Quebec, Montreal, Canada -- waiver of remainder of notification period to establish a branch in Hallandale, Florida.
- Granted, September 21, 2005

Change In Bank Control

Kansas City

Central Bancshares, Inc., Cambridge, Nebraska -- change in bank control.
- Withdrawn, September 20, 2005
Change In Bank Control

Chicago

- Permitted, September 21, 2005

St. Louis

Town & Country Bancshares, Inc., Salem, Missouri -- change in bank control.
- Permitted, September 23, 2005

Competitive Factors Reports

Dallas

American State Bank, Lubbock, Texas -- report on competitive factors of the proposed merger with First National Bank in Cisco, Cisco.
- Submitted, September 20, 2005

Minneapolis

- Submitted, September 20, 2005

Dallas

The First National Bank of Bridgeport, Bridgeport, Texas -- report on competitive factors of the proposed merger with First Financial Interim Bank, National Association, Southlake.
- Submitted, September 23, 2005

Dallas

Independent Bank, Waco, Texas -- report on competitive factors of the proposed merger with First State Bank, Italy.
- Submitted, September 20, 2005

Dallas

Independent Bank, Waco, Texas -- report on competitive factors of the proposed merger with First State Bank, Mount Calm.
- Submitted, September 23, 2005
Competitive Factors Reports

Richmond

Sonabank, National Association, Charlottesville, Virginia -- report on competitive factors of the proposed acquisition of certain assets and assumption of certain liabilities of the Clifton Forge branch of First Community Bank, National Association, Bluefield.
- Submitted, September 21, 2005

San Francisco

United Commercial Bank, San Francisco, California -- report on competitive factors of the proposed merger with Asian American Bank & Trust Company, Boston, Massachusetts.
- Submitted, September 22, 2005

Extensions Of Time

St. Louis

Bearden Bancshares, Inc., Bearden, Arkansas -- extension to November 22, 2005, to engage in general insurance agency activities in a town with a population of less than 5,000 through the acquisition of BBI Insurance Agency, Inc.
- Granted, September 21, 2005

Atlanta

CNLBancshares, Inc., Orlando, Florida -- extension to January 29, 2006, to acquire CNLBank, First Coast, Jacksonville, a de novo bank.
- Granted, September 20, 2005

Secretary

NBT Bancorp Inc., Norwich, New York -- commenter's request to extend the comment period on the application to acquire CNB Bancorp, Inc., Gloversville.
- Granted, September 19, 2005

Chicago

Prairieland Bancorp Employee Stock Ownership Plan and Trust, Bushnell, Illinois -- extension to January 4, 2006, to increase its ownership from 44.97 percent to 49.69 percent of the shares of Prairieland Bancorp, Inc. and thereby acquire Farmers and Merchants State Bank of Bushnell.
- Granted, September 21, 2005
Financial Holding Companies

Kansas City

Columbian Financial Corporation, Overland Park, Kansas -- election to become a financial holding company.
- Effective, September 21, 2005

Atlanta

DBT Holding Company, Vidalia, Georgia -- election to become a financial holding company.
- Effective, September 21, 2005

Director, BS&R

DEPFA BANK plc, Dublin, Ireland -- election to be treated as a financial holding company.
- Effective, September 22, 2005

Membership

Chicago

Bank Iowa, Denison, Iowa -- to become a member of the Federal Reserve System.
- Approved, September 20, 2005

Regulations And Policies

FOMC

Short-term Interest Rates -- increase in the target for the federal funds rate from 3-1/2 percent to 3-3/4 percent.
- Approved, September 20, 2005
<table>
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<tr>
<th>Filer</th>
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<tbody>
<tr>
<td>BUTLER BANCORP, MHC</td>
<td>* 3A1</td>
<td>Application by Butler Bancorp, MHC and Butler Bancorp, Inc., both of Lowell, Massachusetts, to become a mutual bank holding company and a stock bank holding company, respectively, by acquiring Butler Bank, Lowell, Massachusetts, pursuant to section 3(a)(1) and section 3(a)(3) of the Bank Holding Company Act of 1956, as amended.</td>
<td>Newspaper: Not available</td>
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<tr>
<td></td>
<td>* 3A3</td>
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<td>Federal Register: 10/14/2005</td>
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<td>Federal Register: 10/10/2005</td>
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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:

0 = 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

Filings received during the week ending September 24, 2005

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<tbody>
<tr>
<td>BANK OF MILLBROOK</td>
<td>* Branch</td>
<td>Bank of Millbrook, Millbrook, NY application for a branch office located at 5094 Route 22, Amenia, NY</td>
<td>09/23/2005</td>
</tr>
<tr>
<td>CITIBANK, N.A.</td>
<td>Investment</td>
<td>Citibank, N.A. (Citibank) and its Edge corporation subsidiary, Citibank Overseas Investment Corporation (COIC) 30 days' Prior Notice under Section 211.9(f) of Reg. K for COIC to make two additional investments in excess of the individual limits set forth in Section 211.9(c)(1) of Regulation K in Citicorp Finance (India) Limited</td>
<td>Not applicable</td>
</tr>
<tr>
<td>DEUTCHENOSSENSCHAFTSHYPOTH EKENBANK AG</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>Magyar Bancorp, MHC</td>
<td>* 3A1</td>
<td>Application by Magyar Bancorp, MHC and Magyar Bancorp, Inc., both of New Brunswick, New Jersey, for prior approval of the Board to control directly and indirectly, respectively, 100% of the voting shares of Magyar Bank, New Brunswick, New Jersey.</td>
<td>Not available</td>
</tr>
<tr>
<td>NEW YORK COMMUNITY BANCORP, INC.</td>
<td>* 3A5</td>
<td>New York Community Bancorp, Inc., Westbury, New York, requests approval to acquire Long Island Financial Corp., and Long Island Commercial Bank, both of Islandia, New York, pursuant to Section 3(a)(5) of Regulation Y.</td>
<td>10/17/2005</td>
</tr>
<tr>
<td>TORONTO-DOMINION BANK, THE</td>
<td>* 3A3</td>
<td>The Toronto-Dominion Bank, Toronto, Ontario, Canada, and TD Banknorth Inc., Portland, Maine, propose to acquire 100 percent of the voting shares of Hudson United Bancorp, and it wholly-owned subsidiary, Hudson United Bank, both of Mahwah, New Jersey, pursuant to Section 3(a)(3) of the Bank Holding Company Act, and Section 225.15 of Regulation Y.</td>
<td>10/20/2005</td>
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* Subject to the provisions of the Community Reinvestment Act
**District: 2**

**Federal Reserve Bank of New York**

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

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**District: 3**

**Federal Reserve Bank of Philadelphia**

Filings received during the week ending September 24, 2005

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<tr>
<td>PENN BANCSHARES, INC.</td>
<td>* 3A3</td>
<td>Penn Bancshares, Inc., Pennsville, NJ, to purchase 24.89% of the voting shares of Harvest Community Bank, Pennville, NJ.</td>
<td>Newspaper: 10/20/2005</td>
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Availability of CRA Public Evaluations

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District: 4  
Federal Reserve Bank of Cleveland  
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* Subject to the provisions of the Community Reinvestment Act
## District: 5

**Federal Reserve Bank of Richmond**

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<tr>
<td>FARMERS &amp; MERCHANTS BANK</td>
<td>* Branch</td>
<td>Farmers &amp; Merchants Bank, Timberville, Virginia to establish a branch at 1085 Port Republic Road, Harrisonburg, Virginia.</td>
<td>Newspaper: 09/28/2005 Federal Register: Not applicable</td>
</tr>
<tr>
<td>JAMES MONROE BANK</td>
<td>* Branch</td>
<td>James Monroe Bank, Arlington, Virginia, to establish a branch at 12165 Darnestown Road, Gaithersburg, Maryland.</td>
<td>Newspaper: 09/28/2005 Federal Register: Not applicable</td>
</tr>
<tr>
<td>VIRGINIA HERITAGE BANK</td>
<td>Member</td>
<td>Virginia Heritage Bank, Fairfax, Virginia, an organizing bank, to become a member of the Federal Reserve System.</td>
<td>Newspaper: Not applicable Federal Register: Not applicable</td>
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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.

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</table>
| Alarion Financial Services, Inc.               | 3A1         | Alarion Financial Services, Inc., Ocala, Florida, notice to become a bank holding company by acquiring 100 percent of the outstanding shares of Alarion Bank, Ocala, Florida.                                                                                                                                                                                                                                         | Newspaper: Not applicable  
                                                                                                                                   | Federal Register: Not applicable                                              |
| **ALIANT BANK**                                 | * Branch    | Aliant Bank, Alexander City, Alabama, to establish a branch located at 50 Jimmy Gould Drive, Alabaster, Alabama.                                                                                                                                                                                                                                                                                                                               | Newspaper: 09/23/2005  
                                                                                                                                   | Federal Register: Not applicable                                              |
| **BANCO POPULAR ESPANOL, S.A.**                 | FBSEA       | Banco Popular Espanol, S.A., Madrid, Spain, to establish an international representative office in Miami, Florida.                                                                                                                                                                                                                                                                                                                    | Newspaper: Not available  
                                                                                                                                   | Federal Register: Not applicable                                              |
| **CAPITAL CITY BANK**                           | * Branch    | Capital City Bank, Tallahassee, Florida, to establish a branch located at 1601 Bass Road, Macon, Georgia.                                                                                                                                                                                                                                                                                                                                 | Newspaper: 10/30/2005  
                                                                                                                                   | Federal Register: Not applicable                                              |
| **CORNERSTONE BANCSHARES, INC.**                | 4c8         | 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 provide factoring services to small businesses and also provide services as a loan broker serving as a facilitator to small businesses to access the national credit markets, pursuant to section 225.28(b)(1) of Regulation Y and section 4(c)(8) of the Bank Holding Company Act.                                                                 | Newspaper: Not applicable  
                                                                                                                                   | Federal Register: 10/11/2005                                                   |
| **GENERAL BANCSHARES, INC.**                    | CIC         | 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. | Newspaper: Not available  
                                                                                                                                   | Federal Register: 09/29/2005                                                   |
| **GENERAL BANCSHARES, INC.**                    | CIC         | 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.                                                                                                                                                                                                  | Newspaper: Not available  
                                                                                                                                   | Federal Register: 09/29/2005                                                   |

* Subject to the provisions of the Community Reinvestment Act
### District: 6

**Federal Reserve Bank of Atlanta**

Filings received during the week ending September 24, 2005

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Federal Register: 10/11/2005 |
| OMNI BANCSHARES, INC.                      | * 3A3       | OMNI BANCSHARES, INC., Metairie, Louisiana, to acquire 100 percent of the outstanding shares of voting stock of OMNI BANK of Baton Rouge, Baton Rouge, Louisiana (in organization).                                         | Newspaper: 10/02/2005  
Federal Register: 09/29/2005 |
Federal Register: Not applicable |
| RIVERSIDE BANK OF CENTRAL FLORIDA          | * Branch    | Riverside Bank of Central Florida, Winter Park, Florida, to establish branches at the following locations: 1017 E. Vine Street, Kissimmee, Florida, to be known as the Kissimmee Korners Office; and 4587 & 4589 HC Yates Lane, St. Cloud, Florida, to be known as the St. Cloud Office. | Newspaper: 09/29/2005  
Federal Register: Not applicable |

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Availability of CRA Public Evaluations

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<td>FIRST MIDWEST BANCORP, INC.</td>
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<td>Integrity First Bancorporation, Inc.</td>
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<td>NORTHERN TRUST INTERNATIONAL BANKING CORPORATION, THE</td>
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<td>OGDEN BANCSHARES, INC.</td>
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<td>TOWER BANK &amp; TRUST COMPANY</td>
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Availability of CRA Public Evaluations

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### District: 8

**Federal Reserve Bank of St. Louis**

**Filings received during the week ending September 24, 2005**

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</table>
Federal Register: 10/11/2005 |

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District: 8
Federal Reserve Bank of St. Louis

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### District: 9

**Federal Reserve Bank of Minneapolis**

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<tr>
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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: 10/11/2005 |
| 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 |
| DAVIS BANCSHARES, INC                 | * 3A5       | Davis Bancshares, Inc., McClusky, North Dakota, to merge with Underwood Holding Company, Underwood, North Dakota, and thereby indirectly acquire First Security Bank, Underwood, North Dakota. | Newspaper: Not available  
Federal Register: 10/17/2005 |

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**Availability of CRA Public Evaluations**

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<tr>
<td>COMMUNITY BANKS OF COLORADO</td>
<td>* Branch</td>
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<tr>
<td>FIRST FIDELITY BANCORP, INC.</td>
<td>CIC</td>
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<tr>
<td>ROCKY MOUNTAIN BANK</td>
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## District: 11

**Federal Reserve Bank of Dallas**

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</table>
| FC HOLDINGS, INC.                          | * 3A3       | FC Holdings, Inc., Houston, Texas, and FC Holdings of Delaware, Inc., Wilmington, Delaware, to acquire 100 percent of Lake Area National Bank, Trinity, Texas. | Newspaper: 10/09/2005  
Federal Register: 10/13/2005 |
| QUADCO BANCSHARES, INC.                    | * 3A3       | Patriot Bancshares, Inc., Ladonia, Texas (currently named Quadco Bancshares, Inc., Ladonia, Texas), to acquire 100 percent of Patriot Bank, Houston, Texas. | Newspaper: Not available  
Federal Register: Not available |

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District: 12
Federal Reserve Bank of San Francisco
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<tr>
<td>CATHAY GENERAL BANCORP</td>
<td>* 3A3</td>
<td>Cathay General Bancorp, Los Angeles, California, to acquire up to 100 percent of</td>
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<td>Great Eastern Bank, New York, New York.</td>
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<td></td>
<td></td>
<td>Newspaper: Not available</td>
<td>Federal Register: 10/10/2005</td>
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<tr>
<td>FAR WEST BANCORPORATION</td>
<td>CIC</td>
<td>Notice by Enoch Andrus Ludlow to retain his ownership in Far West Bancorporation,</td>
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<td></td>
<td>Provo, Utah, and thereby indirectly increase his ownership in Far West Bank, Provo, Utah.</td>
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<td>Newspaper: Not available</td>
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