# **Federal Reserve Release**



*H.2* 

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

No. 37

Week Ending September 15, 2012

# <u>Forms</u>

Forms -- initial Board review to extend without revision the Consolidated Bank Holding Company Report of Equity Investments in Nonfinancial Companies (FR Y-12) and Annual Report of Merchant Banking Investments Held for an Extended Period (FR Y-12A).

- Proposed, September 11, 2012

# **Enforcement**

Doral Financial Corporation, San Juan, Puerto Rico -- (1) written agreement with the Federal Reserve Bank of New York and (2) cease and desist order dated March 16, 2006, terminated September 11, 2012 (two notices).

- Announced, September 13, 2012

The State Bank of Geneva, Geneva, Illinois -- written agreement with the Federal Reserve Bank of Chicago and the Illinois Department of Financial and Professional Regulation, Division of Banking.

- Announced, September 13, 2012

# H.2 Actions under delegated authority

### **September 9, 2012 to September 15, 2012**

BS&R Banking Supervision and Regulation RBOPS Reserve Bank Operations and Payment Systems

C&CAConsumer and Community AffairsIFInternational FinanceFOMCFederal Open Market CommitteeMAMonetary Affairs

# Bank Branches, Domestic

# Chicago

ChoiceOne Bank, Sparta, Michigan -- to establish a courier service at 109 East Division Street, Sparta.

- Approved, September 10, 2012

#### Richmond

Citizens Bank and Trust Company, Blackstone, Virginia -- to establish a branch at Iron Bridge Road and Oliver's Way, Chesterfield.

- Approved, September 14, 2012

### Cleveland

Fifth Third Bank, Cincinnati, Ohio -- to establish a branch at 7911 U.S. Highway 42, Florence, Kentucky.

- Approved, September 13, 2012

### Kansas City

First Bank of Utica, Utica, Nebraska -- to establish a branch at 407 7th Street, Milligan.

- Approved, September 14, 2012

### Chicago

GNB Bank, Grundy Center, Iowa -- to establish a branch at 2504 South 2nd Street, Marshalltown.

- Approved, September 13, 2012

# Bank Branches, Domestic

### **Dallas**

LegacyTexas Bank, Plano, Texas -- to establish a branch at 7300 Dallas Parkway, Plano.

- Approved, September 14, 2012

### Richmond

Monarch Bank, Chesapeake, Virginia -- to establish a branch at 4097 Ironbound Road, Williamsburg.

- Approved, September 14, 2012

# **Bank Holding Companies**

### Minneapolis

American Bancor, Ltd., Dickinson, North Dakota -- to acquire North Country Bank, National Association, McClusky.

- Approved, September 14, 2012

### Secretary

American National Corporation, Omaha, Nebraska -- to acquire Western Bank, St. Paul, Minnesota.

- Approved, September 12, 2012

### Atlanta

First State Bank of the Florida Keys Holding Company, Key West, Florida -- relief from a commitment.

- Granted, September 14, 2012

# **Bank Holding Companies**

### **Dallas**

FVNB Corp., Victoria, Texas; MOW/RPW II, Ltd.; and MOW/RPW Holdings II, LLC -- to acquire First State Bank, New Braunfels.

- Approved, September 12, 2012

#### **Boston**

New Hampshire Mutual Bancorp, Manchester, New Hampshire -- to become a mutual bank holding company through the acquisition of Meredith Village Savings Bank, Meredith.

- Withdrawn, September 14, 2012

# Bank Mergers

### Kansas City

Equity Bank, Andover, Kansas -- to merge with First Community Bank, Lee's Summit, Missouri, and thereby establish branches.

- Approved, September 10, 2012

# Banks, Foreign

New York

Doha Bank, Doha, Qatar -- to establish a representative office in New York, New York.

- Withdrawn, September 13, 2012

# Change in Bank Control

#### Atlanta

Florida Bancshares, Inc., Dade City, Florida -- change in bank control of Florida Bancshares and its subsidiary bank, First National Bank of Pasco, Dade City.

- Permitted, September 13, 2012

# **Extensions of Time**

# Philadelphia

Susquehanna Bank, Lititz, Pennsylvania -- extension to December 18, 2012, to assume the deposit liabilities of Community First Bank, Pikesville, Maryland.

- Granted, September 11, 2012

# Federal Reserve Bank of Boston

Filer	Filing Type	Filing Proposal	End of Commen	t Period
EASTERN BANK	* 3A3	Application by Eastern Bank Corporation,	Newspaper:	09/28/2012
CORPORATION		Boston, Massachusetts, to acquire Campello	Federal Register:	09/28/2012
		Bancorp, and its subsidiary bank, The		
		Community Bank, A Massachusetts		
		Co-operative Bank, both of Brockton,		
		Massachusetts, pursuant to sections 3(a)(3)		
		and 3(a)(5) of the Bank Holding Company Act		
		of 1956, as amended.		

<sup>\*</sup> Subject to the provisions of the Community Reinvestment Act

#### **Federal Reserve Bank of Boston**

#### **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.

RSSD

ID Institution / Location

Exam Date

Public Date

Rating

Exam Method

NONE

CRA Examinations scheduled for Quarter of

Institution Location

<sup>\*</sup> Subject to the provisions of the Community Reinvestment Act

# Federal Reserve Bank of New York

Filer	Filing Type	Filing Proposal	End of Commen	t Period
ADIRONDACK TRUST COMPANY EMPLOYEE STOCK OWNERSHIP TRUST, THE	* 3A3	The Adirondack Trust Company Employee Stock Ownership Trust, Saratoga Springs, New York, to acquire fifty additional shares of 473 Broadway Holding Corporation and acquire two thousand additional shares of The Adirondack Trust Company, both of Saratoga Springs, New York.	Newspaper: Federal Register:	Not available 09/17/2012
ORIENTAL FINANCIAL GROUP INC.	* 3A3	Oriental Financial Group Inc, San Juan, Puerto Rico, to acquire 100 percent of BBVAPR Holding Corporation, San Juan, Puerto Rico and thereby indirectly acquire Banco Bilbao Vizcaya Argentaria Puerto Rico, San Juan, Puerto Rico.	Newspaper: Federal Register:	08/30/2012 08/31/2012
RSB BANCORP, MHC	* 3A1	RSB Bancorp, MHC and RSB Bancorp, Inc., both of Roselle, New Jersey, to become bank holding companies by acquiring 100 percent of Roselle Savings Bank, Roselle, New Jersey.	Newspaper: Federal Register:	Not available 09/26/2012
WING LUNG BANK LIMITED	FBSEA	Wing Lung Bank Limited, Hong Kong, to establish a federal branch in San Francisco, California and to upgrade its Los Angeles federal limited branch to a full service branch, pursuant to Section 7(d) of the International Banking Act.	Newspaper: Federal Register:	Not available Not applicable

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#### Federal Reserve Bank of New York

#### **Availability of CRA Public Evaluations**

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# Federal Reserve Bank of Philadelphia

# Filings received during the week ending September 15, 2012

Filer Filing Type Filing Proposal End of Comment Period

<sup>\*</sup> Subject to the provisions of the Community Reinvestment Act

### Federal Reserve Bank of Philadelphia

#### **Availability of CRA Public Evaluations**

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# Federal Reserve Bank of Cleveland

Filer	Filing Type	Filing Proposal	End of Comment	Period
NATIONAL BANCSHARES CORPORATION	CIC	Notice by James Richard Smail and J.R. Smail, Inc., to gain control of National Bancshares Corporation, Orrville, Ohio	Newspaper: Federal Register:	Not available 09/30/2012

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### Federal Reserve Bank of Cleveland

#### **Availability of CRA Public Evaluations**

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# Federal Reserve Bank of Richmond

Filer	Filing Type	Filing Proposal	End of Comment	Period
CHESAPEAKE BANK	* Branch	Chesapeake Bank, Kilmarnock, Virginia, to establish a branch at 6000 Patriots Colony Drive, Williamsburg, Virginia	Newspaper: Federal Register:	09/24/2012 Not applicable

<sup>\*</sup> Subject to the provisions of the Community Reinvestment Act

#### Federal Reserve Bank of Richmond

#### **Availability of CRA Public Evaluations**

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# Federal Reserve Bank of Atlanta

Filer	Filing Type	Filing Proposal	End of Comment	Period
EDBANCORP, INC.	* 3A5	EdBancorp, Inc. and its parent company, Educational Services of America, Inc., both of Knoxville, Tennessee, to merge with SouthEast Bancshares, Inc., and its subsidiary, SouthEast Bank & Trust, both of Athens, Tennessee.	Newspaper: Federal Register:	09/30/2012 10/12/2012

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#### Federal Reserve Bank of Atlanta

#### **Availability of CRA Public Evaluations**

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# Federal Reserve Bank of Chicago

Filer	Filing Type	Filing Proposal	End of Commen	t Period
CHEMICAL BANK	* 18C * Branch	Chemical Bank, Midland, Michigan, to purchase the assets and assume the liabilities of 21 branches of Independent Bank, Ionia, Michigan, and thereby establish 21 branches.	Newspaper: Federal Register:	Not available Not applicable
GNB BANK	* Branch	GNB Bank, Grundy Center, Iowa, to establish a full service branch at 2504 South 2nd Street, Marshalltown, Iowa.	Newspaper: Federal Register:	08/31/2011 Not applicable
PERRY INVESTMENT COMPANY	CIC	Notice by the Garst Family (Elizabeth Garst, Edward Garst and Rachel Garst of Coon Rapids, Iowa; Jennifer Garst, Ames, Iowa; Kate Garst Revocable Trust, Des Moines, Iowa, Kate Garst Trustee; Sarah Garst, West Des Moines, Iowa), as a group acting in concert and individually by Elizabeth Garst, Sarah Garst, and Sally Garst Haerr, Fairfield, Iowa, for approval to increase control to more than 25 percent of Perry Investment Company, Perry, Iowa, and thereby indirectly control Raccoon Valley Bank, Perry, Iowa.	Newspaper: Federal Register:	Not available Not available
UNITED COMMUNITY MHC	* MHC Conversion * SLHC Formation	United Community MHC, which currently owns 59.4 percent of the common stock of United Community Bancorp, will merge with and into United Community Bancorp being the surviving entity; United Community Bancorp will merge with and into new United Community Bancorp, an Indiana corporation formed to be the holding company for United Community Bank, with new United Community Bancorp being the surviving entity; the outstanding shares of United Community Bancorp, other than those held by United Community MHC, will be converted into shares of common stock of new United Community Bancorp; and new United Community Bancorp will offer shares of its common stock for sale in a subscription offering and, if necessary, in a direct community offering or an underwritten public offering.	Newspaper: Federal Register:	Not available Not available

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#### Federal Reserve Bank of Chicago

#### **Availability of CRA Public Evaluations**

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# Federal Reserve Bank of St. Louis

Filer	Filing Type	Filing Proposal	End of Commen	t Period
AMERICAN FOUNDERS BANCORP, INC.	CIC	Notice by Clayton B. Patrick, Frankfort, Kentucky, to gain control of American Founders Bancorp, Inc., Lexington, Kentucky.	Newspaper: Federal Register:	Not available 10/02/2012
FINANCIAL SERVICES HOLDING CORPORATION	* 3A3	Financial Services Holding Corporation, Henderson, Kentucky, to acquire 100 percent of Harrison Bancorporation, Cynthiana, Kentucky, and thereby indirectly acquire The Harrison Deposit Bank and Trust Company, Cynthiana, Kentucky.	Newspaper: Federal Register:	10/12/2012 10/09/2012
HOME BANCSHARES, INC.	* 3A3 * 18C * Branch	Home BancShares, Inc., Conway, Arkansas, to acquire 100 percent of Premier Bank, Tallahassee, Florida. Also Centennial Bank, Conway, Arkansas, to merge with Premier Bank Tallahassee, Florida, and to retain the acquired facilities as branch offices.	Newspaper: Federal Register:	09/22/2012 09/21/2012

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#### Federal Reserve Bank of St. Louis

#### **Availability of CRA Public Evaluations**

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# Federal Reserve Bank of Minneapolis

Filer	Filing Type	Filing Proposal	End of Commen	t Period
FRANDSEN FINANCIAL CORPORATION	* 3A3	Frandsen Financial Corporation, Arden Hills, Minnesota, to acquire 100% of Clinton State Bank, Clinton, Minnesota.	Newspaper: Federal Register:	09/17/2012 09/07/2012
LAKESIDE BANK HOLDING COMPANY	CIC	Retroactive change in control notice by Brian Darold Petersen, Livingston, Montana, to retain 25% or more of the shares of Lakeside Bank Holding Company, New Town, North Dakota, and thereby indirectly retain control of Lakeside State Bank, New Town, North Dakota, and McKenzie County Bank, Watford City, North Dakota.	Newspaper: Federal Register:	Not available 09/24/2012

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#### Federal Reserve Bank of Minneapolis

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# Federal Reserve Bank of Kansas City

Filer	Filing Type	Filing Proposal	End of Commen	t Period
AMERICAN BANCORPORATION, INC.	* 4c8 * 18C * Branch	American Bancorporation, Inc., Sapulpa, Oklahoma, to acquire Osage Bancshares, Inc., parent of Osage Federal Bank, both in Pawhuska, Oklahoma, and thereby engage in the operation of a savings association. American Heritage Bank, Sapulpa, Oklahoma, to merge with Osage Federal Bank, Pawhuska, Oklahoma, and incident thereto, to establish branches in Barnsdale, Bartlesville, and Pawhuska, Oklahoma.	Newspaper: Federal Register:	09/17/2012 09/21/2012
BATES COUNTY BANCSHARES, INC.	CIC	Notification by Randal S. Shannon, Drexel, Missouri, to acquire control of Bates County Bancshares, Inc., parent of Security Bank, both in Rich Hill, Missouri.	Newspaper: Federal Register:	09/06/2012 09/06/2012
CHEYENNE BANKING CORPORATION	CIC	Notification by the Males Family Trust and Males 2010 Trust, Mikael Lowell Males, trustee; Mikael Lowell Males, individually, all of Edmond, Oklahoma, and all as members of the Males Family group, to acquire control of Cheyenne Banking Corporation, parent of Security State Bank, both in Cheyenne, Oklahoma.	Newspaper: Federal Register:	Not available Not available
FIRST MISSOURI BANK	* 18C * Branch	First Missouri Bank, Brookfield, Missouri, to merge with Citizens Bank of Blythedale, Blythedale, Missouri, and incident thereto, to establish 3 branches in Blythedale, Eagleville, and Ridgeway, Missouri.	Newspaper: Federal Register:	Not available Not applicable
ST. JOSEPH BANCORP, INC.	CIC	Notice by Billy D. Cole and Joy Y. Cole, St. Joseph, Missouri; Nancy Stonner, Blue Springs, Missouri; Norma Cole, Redmond, Washington; Mary Benson, New York, New York; and Thomas Cole, Liberty, Missouri; as a group acting in concert, to acquire control of St. Joseph Bancorp, Inc., parent of Midwest Federal Savings and Loan Association of St. Joseph, both in St. Joseph, Missouri.	Newspaper: Federal Register:	09/25/2012 09/18/2012
VALLEY BANCORP, INC.	CIC	Notice by Timothy C. Kohart, Syracuse, Kansas, individually, including as co-trustee of the Valley Bancorp, Inc. ESOP, and together with his spouse, Marilyn S. Kohart, Syracuse, Kansas, acting as a group in concert, to retain control of Valley Bancorp, Inc., parent of Valley State Bank, both in Syracuse, Kansas.	Newspaper: Federal Register:	Not available 09/20/2012
WEED INVESTMENT GROUP, INC.	* 3A3	Weed Investment Group, Inc., Cheyenne Wells, Colorado, to acquire 100 percent of the voting shares of Kit Carson Insurance Agency, Inc., Kit Carson, Colorado, parent of The Kit Carson State Bank, Kit Carson, Colorado.	Newspaper: Federal Register:	Not available 10/05/2012

<sup>\*</sup> Subject to the provisions of the Community Reinvestment Act

# Federal Reserve Bank of Kansas City

Filer	Filing Type	Filing Proposal	End of Commen	t Period
YORKTOWN FINANCIAL	* 3A1	Yorktown Financial Holdings, Inc., Tulsa,	Newspaper:	Not available
HOLDINGS, INC.	4c8	Oklahoma, to become a bank holding company through the acquisition of 100 percent of the voting shares of CNBO Bancorp, Inc., parent of Century Bank of Oklahoma, both in Pryor, Oklahoma. Yorktown Financial Holdings, Tulsa, Oklahoma, to engage indirectly in mortgage lending activities, through the acquisition of 100 percent of CNBO Bancorp, Inc., parent of Century Bank of Oklahoma, both in Pryor, Oklahoma, which owns a 51 percent interest in Century Home Mortgage of Oklahoma, LLC, Tulsa, Oklahoma, which owns a 32.67 percent interest in Oklahoma Mortgage Lenders, a series of The Lending Partners, Ltd., Plano, Texas.	Federal Register:	Not available

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#### Federal Reserve Bank of Kansas City

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# Federal Reserve Bank of Dallas

Filer	Filing Type	Filing Proposal	End of Commen	t Period
BSJ BANCSHARES, INC.	CIC	Rebecca Watson Vizard, St. Joseph Louisiana; Michael Rene Vizard, St. Joseph, Louisiana; Sarah Scott Vizard, New Orleans, Louisiana; Michael Ross Vizard, Nashville, Tennessee; and William Wade Watson, St. Joseph, Louisiana, (collectively known as the "Vizard Family Group") to retain control of 25 percent or more of the shares of, and thereby control of, BSJ Bancshares, Inc., St. Joseph, Louisiana, and indirectly Cross Keys Bank, St. Joseph, Louisiana.	Newspaper: Federal Register:	09/18/2012 09/18/2012
SOUTHWEST BANK	* Branch	Southwest Bank, Fort Worth, Texas, to establish a branch to be located at 2200 Pool Road, Suite 108, Grapevine, Texas 76051.	Newspaper: Federal Register:	09/21/2012 Not applicable

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#### Federal Reserve Bank of Dallas

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# Federal Reserve Bank of San Francisco

Filer	Filing Type	Filing Proposal	End of Commen	t Period
COMMERCEWEST BANK, NATIONAL ASSOCIATION	Member	CommerceWest Bank, National Association, Newport Beach, California, to become a member of the Federal Reserve System.	Newspaper: Federal Register:	Not applicable Not applicable
FNB BANCORP	* 3A3	FNB Bancorp, South San Francisco, California, requests a waiver from filing a Section 3 application in connection with the merger of Oceanic Bank, San Francisco, California, into First National Bank of Northern California, South San Francisco, California.	Newspaper: Federal Register:	Not available Not available
GREEN DOT BANK DBA BONNEVILLE BANK	* 18C	Green Dot Bank, Provo, Utah, to acquire certain assets and assume certain liabilities of Synovus Bank, Columbus, Georgia.	Newspaper: Federal Register:	Not available Not applicable
OREGON PACIFIC BANCORP	CIC	Gapstow Capital Partners, L.P.; CJA Private Equity Financial Restructuring Master Fund I, L.P.; CJA Private Equity Financial Restructuring Fund I, Ltd., and its investors; CJA Private Equity Financial Restructuring GP I, Ltd.; Christopher J. Acito & Associates GP, LLC; Christopher J. Acito; and Jack T. Thompson; all of New York, New York; and Timothy S.F. Jackson, Newtown, Connecticut; to acquire voting shares of Oregon Pacific Bancorp, and thereby indirectly acquire voting shares of Oregon Pacific Banking Co. DBA Oregon Pacific Bank, both of Florence, Oregon.	Newspaper: Federal Register:	09/23/2012 09/18/2012
WESTERN ALLIANCE BANCORPORATION	* 3A5 4c8	Western Alliance Bancorporation, Phoenix, Arizona, to merge with Western Liberty Bancorp, and thereby indirectly acquire its subsidiary bank, Service1st Bank of Nevada, both of Las Vegas, Nevada; and 2) Western Alliance Bancorporation, Phoenix, Arizona, to acquire Las Vegas Sunset Properties, Las Vegas, Nevada, and thereby engage in extending credit and servicing loans, pursuant to section 225.28 (b)(1) of Regulation Y.	Newspaper: Federal Register:	Not available 09/21/2012

<sup>\*</sup> Subject to the provisions of the Community Reinvestment Act

#### Federal Reserve Bank of San Francisco

#### **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.

RSSD CRA CRA Rating ID Institution / Location Exam Date Public Date Exam Method NONE

CRA Examinations scheduled for Quarter of

Institution Location

<sup>\*</sup> Subject to the provisions of the Community Reinvestment Act