
Federal Reserve Release



H.2

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

No. 42

Week Ending October 20, 2012

Advisory Councils

Community Depository Institutions Advisory Council -- announcement of members and designation of Charles H. Majors as president and Drake Mills as vice president for 2013.

- Announced, October 18, 2012

Bank Holding Companies

River Valley Bancorp, Madison, Indiana -- to acquire Dupont State Bank, Dupont, and to become a bank holding company (FRB Order No. 2012-10).

- Approved, October 17, 2012

Board Operations and Personnel

Official Staff Restructuring -- (1) establishment of the Office of the Chief Operating Officer and of the Division of Financial Management; (2) appointment of Don Hammond as chief operating officer; and (3) appointment of Michell Clark as director of the Management Division, Dave Harmon as acting deputy director of the Management Division, and Bill Mitchell as director of the Division of Financial Management.

- Approved, October 15, 2012

BS&R Banking Supervision and Regulation**RBOPS** Reserve Bank Operations and Payment Systems**C&CA** Consumer and Community Affairs**IF** International Finance**FOMC** Federal Open Market Committee**MA** Monetary Affairs**Bank Branches, Domestic**

Richmond

First Community Bank, Bluefield, Virginia -- to establish a branch at 7290-17 Beach Drive SW, Ocean Isle Beach, North Carolina.

- Approved, October 18, 2012

Dallas

Frost Bank, San Antonio, Texas -- to establish branches at 1111 West Beltline Road, Carrollton, and 6300 La Vista Road, Dallas.

- Approved, October 19, 2012

Bank Holding Companies

Atlanta

American Bancorp, Inc., Macon, Georgia -- commitment relief request.

- Granted, October 18, 2012

Kansas City

The Morrill and Janes Bank and Trust Company, Merriam, Kansas -- waiver of application to acquire JTB Bancshares, Inc., Lenexa, in connection with the merger of JTB's indirect subsidiary bank, United Bank of Kansas, with and into The Morrill and Janes Bank and Trust Company.

- Granted, October 19, 2012

Bank Mergers

St. Louis

Centennial Bank, Conway, Arkansas -- to purchase the assets and assume the deposit liabilities of GulfSouth Private Bank, Destin, Florida, and to retain the acquired facilities as branches.

- Withdrawn, October 19, 2012

Chicago

Chemical Bank, Midland, Michigan -- to purchase the assets and assume the liabilities of branches of Independent Bank, Ionia, and thereby establish 21 branches.

- Approved, October 15, 2012

Kansas City

First Missouri Bank, Brookfield, Missouri -- to merge with Citizens Bank of Blythedale, Blythedale, and thereby establish branches.

- Approved, October 15, 2012

Secretary

SmartBank, Pigeon Forge, Tennessee -- to purchase certain assets and assume certain liabilities of GulfSouth Private Bank, Destin, Florida, and to operate branches in Destin, Pensacola, Fort Walton Beach, and Santa Rosa Beach.

- Approved, October 19, 2012

Change in Bank Control

Cleveland

New Richmond Bancorporation, New Richmond, Ohio -- change in bank control of New Richmond Bancorporation and its subsidiary bank, RiverHills Bank, Milford.

- Permitted, October 18, 2012

Change in Bank Control

Kansas City

Valley Bancorp, Inc., Syracuse, Kansas -- to retain control of Valley Bancorp and its subsidiary bank, Valley State Bank, Syracuse.

- Permitted, October 19, 2012

International Operations

Director, BS&R

FIA Card Services, National Association, Wilmington, Delaware -- to acquire control of BankAmerica International Investment Corporation, an Edge Act corporation, Chicago, Illinois.

- Approved, October 16, 2012

Savings and Loan Holding Companies

General Counsel

Anchor Bancorp Wisconsin, Inc., Madison, Wisconsin, and AnchorBank, fsb -- temporary exemption under the Depository Institution Management Interlocks Act and Regulation LL.

- Granted, October 19, 2012

District: 1

Federal Reserve Bank of Boston

Filings received during the week ending October 20, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period
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NONE

District: 1

Federal Reserve Bank of Boston

Availability of CRA Public Evaluations

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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	CRA Public Date	CRA Rating	Exam Method
NONE					

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

* Subject to the provisions of the Community Reinvestment Act

District: 2**Federal Reserve Bank of New York****Filings received during the week ending October 20, 2012**

Filer	Filing Type	Filing Proposal	End of Comment Period	
CITIBANK, N.A.	Investment	Citibank, N.A., Sioux Falls, South Dakota, pursuant to Section 211.9(f) of Regulation K, to make an investment in JSC Citibank Kazakhstan, Almaty, Kazakhstan.	Newspaper: Federal Register:	Not applicable Not applicable
M&T BANK CORPORATION	* 4c8 * 18C	M&T Bank Corporation, Buffalo, New York, and Wilmington Trust Corporation, Wilmington, Delaware, to acquire Hudson City Bancorp, Inc. and thereby indirectly acquire Hudson City Savings Bank, FSB, both of Paramus, New Jersey, and thereby operate a savings association. Manufacturers and Traders Trust Company, Buffalo, New York, to merge with Hudson City Savings Bank, FSB.	Newspaper: Federal Register:	10/31/2012 10/27/2012
MANUFACTURERS AND TRADERS TRUST COMPANY	* Branch	Manufacturers and Traders Trust Company, Buffalo, New York, to establish a full-service branch located at One Research Court, Rockville, Montgomery County, Maryland.	Newspaper: Federal Register:	Not available Not applicable
ORANGE COUNTY BANCORP, INC.	4c8	Orange County Bancorp, Inc., Middletown, New York, to acquire 100 percent of the voting shares of HV Capital Management, Inc. and indirectly acquire voting shares of Hudson Valley Investment Advisors, LLC, both of Goshen, New York, and thereby engage in investment advisory activities, pursuant to Section 225.28(b)(6)(i) of Regulation Y.	Newspaper: Federal Register:	Not applicable 11/08/2012

District: 2

Federal Reserve Bank of New York

Availability of CRA Public Evaluations

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NONE					

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Institution	Location
NONE	

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District: 3

Federal Reserve Bank of Philadelphia

Filings received during the week ending October 20, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period
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NONE

District: 3

Federal Reserve Bank of Philadelphia

Availability of CRA Public Evaluations

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NONE					

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Institution	Location
NONE	

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District: 4

Federal Reserve Bank of Cleveland

Filings received during the week ending October 20, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
FIRSTMERIT CORPORATION	* 3A5	Application by FirstMerit Corporation, Akron, Ohio, to acquire Citizens Republic Bancorp, Flint, Michigan	Newspaper:	11/13/2012
			Federal Register:	11/15/2012

District: 4

Federal Reserve Bank of Cleveland

Availability of CRA Public Evaluations

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CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

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District: 5**Federal Reserve Bank of Richmond****Filings received during the week ending October 20, 2012**

Filer	Filing Type	Filing Proposal	End of Comment Period	
BANQUE CENTRALE POPULAIRE	FBSEA	Banque Centrale Populaire, Casablanca, Morocco, to establish a representative office in Washington, D.C.	Newspaper: Federal Register:	Not available Not applicable
HIGHLANDS BANKSHARES, INC.	CIC	James D. Moore, Jr. and Judith S. Moore, both of Abingdon, Virginia, Heather M. Post of Asheville, North Carolina, and James D. Moore, III of Sterling, Virginia, as a group acting in concert to retain 10.93% of the outstanding voting shares of Highlands Bankshares, Inc., Abingdon, Virginia	Newspaper: Federal Register:	Not available Not available
SURREY BANCORP	CIC	Tamra Wright Thomas, Winston Salem, North Carolina, to acquire up to 10.06% of Surrey Bancorp, Mount Airy, North Carolina.	Newspaper: Federal Register:	Not available 11/08/2012

District: 5

Federal Reserve Bank of Richmond

Availability of CRA Public Evaluations

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NONE					

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

* Subject to the provisions of the Community Reinvestment Act

District: 6

Federal Reserve Bank of Atlanta

Filings received during the week ending October 20, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
FIRST VOLUNTEER CORPORATION	CIC	Prior change in control notice filed by Anderson Volunteer Holdings, LP, Chattanooga, Tennessee, and its general partners, Robert R. Anderson and Doralynn Elizabeth Garrison Anderson, both of Longboat Key, Florida, to acquire up to 20 percent of the outstanding voting shares of common stock of First Volunteer Corporation, and its subsidiary, First Volunteer Bank, both of Chattanooga, Tennessee.	Newspaper: Federal Register:	Not available Not available
ITAU BBA INTERNATIONAL LIMITED	Other Foreign	Itau BBA International Limited, London, England, to acquire control of Banco Itau Europa International, Miami, Florida, pursuant to section 211.5(d)(1) of Regulation K.	Newspaper: Federal Register:	Not applicable Not applicable
MIDSOUTH BANCORP, INC.	* 3A5	MidSouth Bancorp, Inc., Lafayette, Louisiana, to merge with PSB Financial Corporation, and thereby acquire its subsidiary, Peoples State Bank, both of Many, Louisiana.	Newspaper: Federal Register:	Not available 11/16/2012
OPTIMUMBANK HOLDINGS, INC.	CIC	Prior change in control notice filed by Moishe Gubin, Hillside, Illinois, to acquire approximately 3.88 percent of the outstanding shares of voting securities of OptimumBank Holdings, Inc., Ft. Lauderdale, Florida, and its subsidiary, OptimumBank, Plantation, Florida. Total pro forma ownership will equal 10.3 percent.	Newspaper: Federal Register:	Not available Not available
REGIONS FINANCIAL CORPORATION	4c8	Regions Financial Corporation, Birmingham, Alabama, to establish Regions Securities LLC, Atlanta, Georgia, and thereby engage in certain insitutional broker-dealer activities, pursuant to sections 4(k) and 4(j) of the Bank Holding Company Act.	Newspaper: Federal Register:	Not applicable Not available
SMARTBANK	* 18C * Branch	(Processed Under Emergency Procedures) SmartBank, Pigeon Forge, Tennessee, to purchase certain assets and deposits of Gulfsouth Private Bank, Destin, Florida.	Newspaper: Federal Register:	Not available Not applicable

District: 6

Federal Reserve Bank of Atlanta

Availability of CRA Public Evaluations

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NONE					

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

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District: 7

Federal Reserve Bank of Chicago

Filings received during the week ending October 20, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
DUCLARKEE, INC.	CIC	Notice by the Job Family (Julia C. Job, Stuart L. Job, and Susan Job Hollingshead, all of Knoxville, Iowa), as a group acting in concert and individually by Stuart L. Job and Susan Job Hollingshead, for approval to gain control of Duclarkee, Inc., Knoxville, Iowa, and thereby indirectly Iowa State Savings Bank, Knoxville, Iowa.	Newspaper: Federal Register:	Not available 10/19/2012
GREENWOODS FINANCIAL GROUP, INC.	* 3A3	Greenwoods Financial Group, Inc., Lake Mills, Wisconsin, is seeking prior approval for the acquisition of up to 100 per cent of the voting shares of Bank of Monticello, Monticello, Wisconsin.	Newspaper: Federal Register:	Not available 11/16/2012
HEARTLAND FINANCIAL USA, INC.	* 3A3	Heartland Financial USA, Inc., Dubuque, Iowa, to acquire 100 percent of Heritage Bank, N.A., Phoenix, Arizona.	Newspaper: Federal Register:	Not available 11/13/2012
MARSELLES BANCORPORATION, INC.	CIC	JPMorgan Chase Bank, N.A. as Trustee of the Jerry C. Bradshaw Family Trust - GST Non-Exempt Trust, JPMorgan Chase Bank, N.A., as Trustee of the Jerry C. Bradshaw Family Trust - GST Exempt Trust, both of Naperville, Illinois, Charles M. Shea, as a committee member of the Jerry C. Bradshaw Family Trust - GST Non-Exempt Trust and the Jerry C. Bradshaw Family Trust - GST Exempt Trust, Wilmette, Illinois, Molly Boed, as a committee member of the Jerry C. Bradshaw Family Trust - GST Non-Exempt Trust and the Jerry C. Bradshaw Family Trust - GST Exempt Trust, Wassaenaar, The Netherlands, Betty J. Bradshaw, as a committee member of the Jerry C. Bradshaw Family Trust - GST Non-Exempt Trust and the Jerry C. Bradshaw Family Trust - GST Exempt Trust, Wheaton, Illinois, together as a group acting in concert, to retain control of the outstanding shares of Marseilles Bancorporation, Inc.	Newspaper: Federal Register:	Not available Not available
ONTARIO BANCORPORATION, INC.	CIC	Richard P. DelMedico, Ontario, Wisconsin, Doreen M. Dahl, Cashton, Wisconsin, Denise M. Gunderson, Byron, Minnesota, Diana M. Fischer, Reno, Nevada, and Debra M. Schmitz, Norwalk, Wisconsin, together as a group acting in concert, to retain control of 25 percent or more of the outstanding shares of Ontario Bancorporation, Inc., and thereby indirectly retain control of Bank of Ontario, both of Ontario, Wisconsin.	Newspaper: Federal Register:	Not available 10/19/2012

* Subject to the provisions of the Community Reinvestment Act

District: 7

Federal Reserve Bank of Chicago

Filings received during the week ending October 20, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
TOWN AND COUNTRY BANK	* 18C * Branch	Town and Country Bank, Springfield, Illinois, to purchase 100 percent of the assets and assume liabilities of Logan County Bank, Lincoln, Illinois, and thereby establish branch offices, pursuant to section 18(c) of the Federal Deposit Insurance Act and Section 9 of the Federal Reserve Act.	Newspaper: Federal Register:	10/10/2012 Not applicable
TOWN AND COUNTRY FINANCIAL CORPORATION	CIC	Voting Trust and David E. Kirschner, Springfield, Illinois, as trustee of Voting Trust, to join the existing Kirschner Family Control Group through the acquisition of shares of Town and Country Financial Corporation, Springfield, Illinois, and thereby to indirectly acquire shares of Town and Country Bank, Springfield, Illinois, and Logan County Bank, Lincoln, Illinois.	Newspaper: Federal Register:	Not available 10/17/2012
UNITED COMMUNITY MHC	* MHC Conversion * SLHC Formation	United Community MHC, Lawrenceburg, Indiana, proposes to convert to stock form and merge with United Community Bancorp, Lawrenceburg, Indiana, an existing savings and loan holding company. The existing United Community Bancorp will merge with a new company, also called United Community Bancorp, Lawrenceburg, Indiana, which will become a savings and loan holding company through the acquisition of 100 percent of the outstanding stock of United Community Bank, Lawrenceburg, Indiana, a federal savings bank.	Newspaper: Federal Register:	Not available 10/22/2012
VISIONBANKSHARES, INC.	* 3A1	VisionBankshares, Inc., Boone, Iowa, to become a bank holding company by acquiring via merger 100 percent of Ogden Bancshares, Inc., Boone, Iowa, and thereby indirectly acquiring VisionBank of Iowa, Ames, Iowa.	Newspaper: Federal Register:	11/12/2012 11/01/2012
WINTRUST FINANCIAL CORPORATION	* 3A3	Wintrust Financial Corporation, Rosemont, Illinois, for prior approval to acquire HPK Financial Corporation, Chicago, Illinois, and thereby indirectly acquire Hyde Park Bank & Trust Company, Chicago, Illinois, pursuant to section 3(a)(3) of the Bank Holding Company Act.	Newspaper: Federal Register:	Not available 10/29/2012

Federal Reserve Bank of Chicago

Availability of CRA Public Evaluations

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NONE					

CRA Examinations scheduled for	Quarter of	Institution	Location
NONE			

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District: 8

Federal Reserve Bank of St. Louis

Filings received during the week ending October 20, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
AMERICAN FOUNDERS BANCORP, INC.	CIC	Notice by Clayton B. Patrick, individually, and as a member of a family control group to gain control of American Founders Bancorp, Lexington, Kentucky. The family control group consists of Clayton B. Patrick, Liz S. Patrick, Clayton M. Patrick, Carson B. Patrick, and Cooper A. Patrick, Frankfort, Kentucky.	Newspaper:	10/28/2012
			Federal Register:	10/23/2012

District: 8

Federal Reserve Bank of St. Louis

Availability of CRA Public Evaluations

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NONE					

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

* Subject to the provisions of the Community Reinvestment Act

District: 9

Federal Reserve Bank of Minneapolis

Filings received during the week ending October 20, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
C.F.C. BANCORP, INC.	CIC	Robert B. Flood, Jr., Marquette, Michigan, and Susan Flood-Dziubinski, Crystal Falls, Michigan, each propose to acquire control of 25 percent or more of the shares of C.F.C. Bancorp, Inc., Crystal Falls, Michigan, and thereby indirectly acquire First National Bank of Crystal Falls, Crystal Falls, Michigan. Additionally, these two individuals together with Susan J. Flood Revocable Living Trust, Crystal Falls, Michigan, Susan J. Flood-Dziubinski trustee; Mary Ann Flood Revocable Living Trust, Crystal Falls, Michigan, Robert B. Flood, Jr, and Susan J. Flood-Dziubinski, co-trustees; James Flood, Medford, Wisconsin; Lisa Flood, Marquette, Michigan; Mark A. Flood, Iron Mountain, Michigan; and Mark A. Flood Revocable Trust, Iron Mountain, Michigan, Mark A. Flood trustee as a group acting in concert to acquire 25 percent or more of the shares of C.F.C. Bancorp, Inc.	Newspaper: Federal Register:	Not available 10/30/2012
CATTAIL BANCSHARES, INC.	* 3A3	Cattail Bancshares, Inc., Atwater, Minnesota, to acquire 100 percent of Citizens State Bank of Waverly (Incorporated), Waverly, Minnesota.	Newspaper: Federal Register:	Not available 11/19/2012
CENTRA VENTURES, INC.	* 3A3	Centra Ventures, Inc., Foley, Minnesota, to acquire 100 percent of Richmond Bank Holding Company, Richmond, Minnesota, and thereby indirectly acquire State Bank of Richmond, Richmond, Minnesota.	Newspaper: Federal Register:	Not available 11/19/2012
COMMERCIAL HOLDING COMPANY	CIC	Notice of Change in Control by Jill M. Frei Trust, Wagner, South Dakota, to acquire control of Commercial Holding Company, Wagner, South Dakota, and thereby indirectly acquire control of Commercial State Bank of Wagner, Wagner, South Dakota.	Newspaper: Federal Register:	Not available Not available
FIRST LEROY BANCORPORATION, INC.	CIC	Change in Control Notice by Howard J. Rubin, as Trustee of the Jeanie Rae Thorson 2012 Generation Skipping Trust, the Kristi Jo Jacobsen 2012 Generation Skipping Trust, and the Barbara Kay Billings 2012 Generation Skipping Trust, Minneapolis, Minnesota, to acquire 25 percent or more of the shares of First LeRoy BanCorporation, Inc., LeRoy, Minnesota, and thereby indirectly acquire First State Bank Minnesota, LeRoy, Minnesota.	Newspaper: Federal Register:	Not available Not available
FORSTROM BANCORPORATION, INC.	* 3A3	Forstrom Bancorporation, Inc., Clara City, Minnesota, to acquire 100 percent of Murdock Bancor, Inc., Mendota Heights, Minnesota, and thereby indirectly acquire First State Bank of Murdock, Murdock, Minnesota.	Newspaper: Federal Register:	Not available 10/29/2012

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District: 9

Federal Reserve Bank of Minneapolis

Filings received during the week ending October 20, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
INDEPENDENT BANCSHARES, INC.	* 3A3	Independent Bancshares, Inc., Clarkfield, Minnesota, to acquire 100 percent of Security State Bank of Fergus Falls, Fergus Falls, Minnesota.	Newspaper: Federal Register:	Not available Not available
JOHNSON BANCSHARES, INC.	CIC	The Family Trust under the Last Will and Testament of Charles M. Johnson, Sr. dated March 13, 2007 (the "Trust"), and Charles M. Johnson, Jr., individually and as trustee of the Trust, propose to acquire 25 percent or more of the shares of Johnson Bancshares, Inc., Chatfield, Minnesota, and thereby indirectly gain control of Root River State Bank, Chatfield, Minnesota.	Newspaper: Federal Register:	10/23/2012 11/05/2012
M & H FINANCIAL SERVICES, INC.	CIC	Retroactive Change in Control Notice by Quoin Financial Bank 401(K) Profit Sharing Plan, Miller, South Dakota (First Bank & Trust, Brookings, South Dakota, trustee; Tom, Jerry, and Garry Peterka with power to vote), and Goodman Group Management Deferred Compensation Rabbi Trust Plan, F/B/O Dan Peterka, Phoenix, Arizona (Wilmington Trust Retirement and Institutional Services Company, Phoenix, Arizona, trustee; Dan Peterka with power to vote), to join the Peterka Family Group which controls 25 % or more of the shares of M & H Financial Services Inc., Miller, South Dakota, and thereby indirectly controls Quoin Financial Bank, Miller, South Dakota.	Newspaper: Federal Register:	Not available 11/02/2012
PALMER BANCSHARES, INC.	CIC	Change in Control notice by Brooke L. Distad, Kasson, Minnesota, and Jeffrey C. Palmer, Mantorville, Minnesota, to acquire 25 percent or more of the shares of Palmer Bancshares, Inc., Kasson, Minnesota, and thereby indirectly gain control of Kasson State Bank, Kasson, Minnesota.	Newspaper: Federal Register:	Not available 11/05/2012
WESSINGTON BANKSHARES, INC.	CIC	Change in Control Notice by Paul Arnold Domke, Tulare, South Dakota; Rodney Domke, Highmore, South Dakota; Scott Allen Domke, Tulare, South Dakota; and Naomi Ruth Reinhardt, Wessington, South Dakota, to individually and as a group acting in concert, acquire control of Wessington Bankshares, Inc., Wessington, South Dakota, and thereby indirectly acquire control of Heartland State Bank, Redfield, South Dakota.	Newspaper: Federal Register:	Not available 11/06/2012

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District: 9

Federal Reserve Bank of Minneapolis

Availability of CRA Public Evaluations

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District: 10

Federal Reserve Bank of Kansas City

Filings received during the week ending October 20, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
AMERICAN STATE BANCSHARES, INC.	* 3A3	American State Bancshares, Inc., Great Bend, Kansas, to acquire 100 percent of the voting shares of Holcomb Bancshares, Inc., Holcomb, Kansas, the parent company of First National Bank of Holcomb, Holcomb, Kansas.	Newspaper: Federal Register:	Not available 11/16/2012
CHEYENNE BANKING CORPORATION	CIC	Notification by Mikael Lowell Males, individually and as co-trustee of the Males Family Trust, the Males Family Trust, the Males 2010 Trust, The James L. Males Trust, and the William L. Males Living Trust, all of Edmond, Oklahoma, and Toni Darlene Swartwood, Elk City, Oklahoma, as co-trustee of the Males Family Trust, 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:	10/17/2012 11/02/2012
FREEMPORT BANCSHARES, INC.	* 3A1	Freeport Bancshares, Inc., Argonia, Kansas, to become a bank holding company through the acquisition of 100 percent of the outstanding voting shares of Freeport State Bank, Harper, Kansas.	Newspaper: Federal Register:	11/10/2012 11/01/2012
KCB BANK	* 18C * Branch	KCB Bank, Kearney, Missouri, to purchase certain assets and assume certain liabilities of Northland National Bank, Gladstone, Missouri, and incident thereto, to establish branches in Gladstone, Missouri and Overland Park, Kansas.	Newspaper: Federal Register:	Not available Not applicable
LEGACY FINANCIAL, INC.	* 3A1	Legacy Financial, Inc., Johnson, Kansas, to become a bank holding company through the acquisition of 100 percent of the outstanding voting shares of First National Bank of Syracuse, Syracuse, Kansas.	Newspaper: Federal Register:	Not available 11/01/2012
LUXURY DEVELOPMENT PARTNERS, INC.	* 3A1	Luxury Development Partners, Inc., Wichita, Kansas ("Luxury Development"), to acquire control of Community State Bancshares, parent company of Community State Bank, both of Wichita, Kansas, and, thus, to become a bank holding company. Luxury Development is applying to become a bank holding company by virtue of its direct control, together with that of its owners (Mark B. Hutton, Andrew W. Hutton, and Bill Warren), of over 25 percent of Community State Bancshares.	Newspaper: Federal Register:	10/22/2012 10/27/2012
PLATTE COUNTY BANCSHARES, INC.	CIC	Notice submitted by The E.L. Burch Irrevocable Trust of 2012, Parkville, Missouri, together with its trustees, Kyle Burch, Parkville, Missouri, and Michele Jones, Overland Park, Kansas, to acquire control of Platte County Bancshares, Inc., Platte City, Missouri, parent of Platte Valley Bank of Missouri, Platte City, Missouri.	Newspaper: Federal Register:	Not available 11/08/2012

District: 10

Federal Reserve Bank of Kansas City

Filings received during the week ending October 20, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
S G BANCSHARES, INC.	CIC	Notice submitted by Byron Dirk Bagenstos, Cherokee, Oklahoma; Gregory Earl Glass, Alva, Oklahoma; Kevin Russell Murrow, Alva, Oklahoma; Warren Dean Hughes, Carmen, Oklahoma; and Mike Lee Mackey, Alva, Oklahoma, as a group acting to concert to acquire control of S G Bancshares, Inc., Okeene, Oklahoma, parent of State Guaranty Bank, Okeene, Oklahoma.	Newspaper:	Not available
			Federal Register:	Not available

District: 10

Federal Reserve Bank of Kansas City

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	CRA Public Date	CRA Rating	Exam Method
NONE					

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

* Subject to the provisions of the Community Reinvestment Act

District: 11

Federal Reserve Bank of Dallas

Filings received during the week ending October 20, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
BASTROP BANCSHARES, INC.	CIC	Prior notice by Robert Edward Berryhill, individually and as co-trustee of the Bastrop Bancshares, Inc., Employee Stock Ownership Plan, Smithville, Texas, to acquire and retain 12.96 percent or more of the shares and thereby control of Bastrop Bancshares, Inc., Bastrop, Texas, and indirectly First National Bank, Bastrop, Texas.	Newspaper: Federal Register:	Not available Not available
CIRCLE I BANK GROUP, INC.	* 3A1	Circle I Bank Group, Inc., Amarillo, Texas, to become a bank holding company through merger, acquiring 100 percent of the outstanding shares of Western Bancshares, Inc., Coahoma, Texas, and indirectly acquire 100 percent of the outstanding shares of Western Bank, Coahoma, Texas.	Newspaper: Federal Register:	Not available Not available
HCSB, A STATE BANKING ASSOCIATION	* 18C * Branch	HCSB, A State Banking Association, Plainview, Texas, to merge with affiliate Citizens Bank, Slaton, Texas, and to establish 5 branches of Citizens Bank, Slaton, Texas, as branches of HCSB, A State Banking Association, Plainview, Texas.	Newspaper: Federal Register:	Not available Not applicable
HENDERSON CITIZENS BANCSHARES, INC.	* 3A5	Henderson Citizens Bancshares, Inc., Henderson, Texas, to acquire by merger 100 percent of First White Oak Bancshares, Inc., White Oak, Texas, and indirectly acquire White Oak State Bank, White Oak, Texas.	Newspaper: Federal Register:	Not available 10/19/2012
STRATEGIC GROWTH BANK INCORPORATED	* 3A3	Strategic Growth Bank Incorporated, El Paso, Texas, and Strategic Growth Bancorp Incorporated, El Paso, Texas, to acquire 100 percent of the outstanding shares of Mile High Banks, Longmont, Colorado.	Newspaper: Federal Register:	10/31/2012 11/09/2012
TREATY OAK BANK	* 18C * Branch	Treaty Oak Bank, Austin, Texas, to acquire through merger its affiliate Northstar Bank of Texas, Denton, Texas, pursuant to Section 18(c) of the Federal Deposit Insurance Act, and to establish branch offices at each of the present branch office locations of the target bank, and at its current head office location, pursuant to Section 9 of the Federal Reserve Act.	Newspaper: Federal Register:	Not available Not applicable

District: 11

Federal Reserve Bank of Dallas

Availability of CRA Public Evaluations

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

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

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

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- 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	CRA Public Date	CRA Rating	Exam Method
NONE					

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

* Subject to the provisions of the Community Reinvestment Act

District: 12**Federal Reserve Bank of San Francisco****Filings received during the week ending October 20, 2012**

Filer	Filing Type	Filing Proposal	End of Comment Period	
FNB BANCORP	CIC	Notice by Thomas Galt Atwood, Glen Ellen, California, and Cypress Abbey Company, Colma, California, to retain 10 percent or more of the outstanding shares of capital stock of FNB Bancorp, and thereby indirectly retain 10 percent or more of the voting shares of First National Bank of Northern California, both of South San Francisco, California.	Newspaper: Federal Register:	Not available 10/30/2012
ORIENT BANCORPORATION	CIC	Notice by Tieming Chen, Missouri, Texas, to acquire voting shares of Oreintal Bancorporation and thereby indirectly acquire voting shares of Bank of The Orient, both of San Francisco, California.	Newspaper: Federal Register:	10/11/2012 10/17/2012
PACIFIC PREMIER BANK	* 18C	Pacific Premier Bank, Costa Mesa, California, proposes to acquire the assets and assume the liabilities of First Associations Bank, Dallas, Texas.	Newspaper: Federal Register:	Not available Not applicable

District: 12

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

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

* Subject to the provisions of the Community Reinvestment Act