
Federal Reserve Release



H.2

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

No. 45

Week Ending November 10, 2012

Regulations and Policies

Regulatory Capital Rules -- interagency announcement that the proposed rules issued in June 2012 to revise the current regulatory capital rules are not expected to become effective on January 1, 2013.

- Announced, November 9, 2012

Enforcement

Boscobel Bancorp, Inc., Boscobel, Wisconsin, and Community First Bank -- written agreement dated December 23, 2010, terminated November 2, 2012.

- Announced, November 6, 2012

Foster Bankshares, Inc., Rolling Meadows, Illinois -- written agreement with the Federal Reserve Bank of Chicago.

- Announced, November 8, 2012

H.2 Actions under delegated authority

November 4, 2012 to November 10, 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

San Francisco

Bay Commercial Bank, Walnut Creek, California -- to establish a branch at 500 Ygnacio Valley Road, Walnut Creek.

- Approved, November 5, 2012

Bank Holding Companies

Kansas City

Banner County Ban Corporation Employee Stock Plan and Trust, Harrisburg, Nebraska -- to become a bank holding company by acquiring shares of Banner County Ban Corporation, Harrisburg, and Banner County Bank, Inc.

- Approved, November 8, 2012

Kansas City

BBJ Incorporated, Ord, Nebraska -- to acquire City National Bancshares, Inc., Greeley, and CNB Community Bank and to engage in insurance activities through acquisition of the assets of McQuillan Insurance Agency, a division of City National Bancshares.

- Approved, November 8, 2012

Director, BS&R

Castle Creek Advisors LLC, et al., Rancho Santa Fe, California -- relief from certain commitments.

- Granted, November 6, 2012

Bank Holding Companies

Dallas

Diamond A Financial, L.P., Dallas, Texas; Hilltop Holdings, Inc.; and Meadow Corporation -- to become bank holding companies by acquiring PlainsCapital Corporation, Dallas, and PlainsCapital Bank and to engage in mortgage lending activities through PrimeLending and its subsidiaries; and for Diamond A Financial and Hilltop Holdings to retain interests in SWS Group, Inc., Dallas, and Southwest Securities, FSB and its subsidiaries, and thereby operate a savings association and engage indirectly in certain other nonbanking activities.

- Approved, November 9, 2012

San Francisco

Grandpoint Capital, Inc., Los Angeles, California -- to acquire California Community Bank, Escondido.

- Approved, November 9, 2012

Chicago

Heartland Financial USA, Inc., Dubuque, Iowa -- waiver of application to acquire First Shares, Inc., Platteville, Wisconsin, in connection with the merger of their respective subsidiary banks, Wisconsin Bank & Trust, Madison, and First National Bank of Platteville, Platteville.

- Granted, November 9, 2012

Dallas

Henderson Citizens Bancshares, Inc., Henderson, Texas -- to acquire by merger First White Oak Bancshares, Inc., White Oak, and White Oak State Bank.

- Approved, November 7, 2012

Bank Holding Companies

Kansas City

Luxury Development Partners, Inc., Wichita, Kansas -- to acquire control of Community State Bancshares, Wichita, and Community State Bank and thereby become a bank holding company.

- Approved, November 5, 2012

Kansas City

Main Banc, Inc., Albuquerque, New Mexico -- to acquire Bank 1st Financial Corporation, Albuquerque, and Bank 1st.

- Approved, November 9, 2012

Kansas City

Pony Express Bancorp, Inc., Elwood, Kansas -- to acquire Don-Co Investment Company, Troy, and its subsidiary, 1st Bank of Troy.

- Approved, November 5, 2012

Boston

United Financial Bancorp, Inc., West Springfield, Massachusetts -- waiver of application to acquire New England Bancshares, Enfield, Connecticut, in connection with the merger of their respective subsidiary banks, United Bank, West Springfield, and New England Bank, Enfield.

- Granted, November 9, 2012

Kansas City

Vision Bancshares, Inc., Ada, Oklahoma -- to acquire Sulphur Community Bancshares, Inc., Sulphur, and its subsidiary, Community Bank of the Arbuckles.

- Approved, November 9, 2012

Change in Bank Control

Cleveland

National Bancshares Corporation, Orrville, Ohio -- change in bank control of National Bancshares and its subsidiary, First National Bank, Orrville.

- Permitted, November 9, 2012

San Francisco

Oregon Pacific Bancorp, Florence, Oregon -- change in bank control of Oregon Pacific and its subsidiary, Oregon Pacific Banking Co., dba Oregon Pacific Bank, Florence.

- Permitted, November 8, 2012

Cleveland

Sutton Bancshares, Inc., Attica, Ohio -- change in bank control of Sutton Bancshares and its subsidiary, Sutton Bank, Attica.

- Permitted, November 5, 2012

Extensions of Time

St. Louis

Belleville Bancorp, Inc., Belleville, Illinois -- extension to February 24, 2013, to become a bank holding company by acquiring Bank of Belleville, Belleville.

- Granted, November 7, 2012

Director, BS&R

BNP Paribas, Paris, France -- extension of time to divest a merchant banking investment.

- Granted, November 7, 2012

Extensions of Time

St. Louis

Cabool State Bank Employee Stock Ownership Plan, Cabool, Missouri -- extension to February 24, 2013, to increase its ownership of Cabool Bancshares, Inc., Cabool, and thereby increase its indirect control of Cabool State Bank.

- Granted, November 9, 2012

Secretary

M&T Bank Corporation, Buffalo, New York -- extension of time to receive comments from certain commenters on the application to acquire Hudson City Bancorp, Inc., Paramus, New Jersey, and Hudson City Savings Bank, FSB.

- Granted, November 5, 2012

Financial Holding Companies

Dallas

Hilltop Holdings, Inc., Dallas, Texas; Diamond A Financial, L.P.; and Meadow Corporation -- election to become financial holding companies.

- Effective, November 9, 2012

Savings and Loan Holding Companies

Philadelphia

Northfield Bancorp, Inc., Woodbridge, New Jersey -- for Northfield Bancorp, MHC, Staten Island, New York, to convert from mutual to stock form and to merge with and into Northfield Bancorp, Inc., Woodbridge, New Jersey; and for Northfield Bancorp, Inc. to become a savings and loan holding company by acquiring Northfield Bank, Staten Island, New York.

- Approved, November 8, 2012

Savings and Loan Holding Companies

Chicago

United Community MHC, Lawrenceburg, Indiana -- to convert from mutual to stock form and to merge with United Community Bancorp, Lawrenceburg; and for United Community Bancorp to become a savings and loan holding company by acquiring United Community Bank, a federal savings bank.

- Approved, November 9, 2012

District: 1

Federal Reserve Bank of Boston

Filings received during the week ending November 10, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
NEW HAMPSHIRE MUTUAL BANCORP	* 3A1	New Hampshire Mutual Bancorp, Manchester, New Hampshire to become a mutual holding company through the acquisition of Meredith Village Savings Bank, Meredith, New Hampshire, pursuant to section 3(a)(1) of the BHC Act.	Newspaper:	Not available
			Federal Register:	Not available
NEW HAMPSHIRE MUTUAL BANCORP	* 3A3	New Hampshire Mutual Bancorp, Manchester, New Hampshire, to acquire Merrimack Bancorp, MHC, Concord, New Hampshire, and its subsidiary bank, Merrimack County Savings Bank, Concord, New Hampshire, pursuant to sections 3(a)(3) and 3(a)(5) of the BHC Act.	Newspaper:	Not available
	* 3A5		Federal Register:	Not available

District: 1

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	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 November 10, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period
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NONE

District: 2

Federal Reserve Bank of New York

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Institution	Location
NONE	

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District: 3

Federal Reserve Bank of Philadelphia

Filings received during the week ending November 10, 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 November 10, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
PNC BANK INTERNATIONAL	Investment	Prior Notice by PNC Bank International, Pittsburgh, Pennsylvania, to Make an Additional Investment Pursuant to Section 211.9(f) of Regulation K	Newspaper:	Not applicable
			Federal Register:	Not applicable

District: 4

Federal Reserve Bank of Cleveland

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: 5

Federal Reserve Bank of Richmond

Filings received during the week ending November 10, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
ATLANTIC BANCSHARES, INC.	CIC	Edgar L. Woods, Bluffton, South Carolina, to individually acquire up to 28.01% of Atlantic Bancshares, Inc., Bluffton, South Carolina. Additionally, Edgar Woods, Woods Holdings Inc., RPM Palmetto Grain Brokerage LLC Profit Sharing Plan DTD 12/01/01 FBO Edgar L. Woods, Milton Woods Jr. and Susan H Woods, both of Ridgeland, South Carolina, and J. Eric Woods, Bluffton, South Carolina, as a group acting in concert, to collectively acquire up to 33.26% of Atlantic Bancshares, Inc.	Newspaper: Federal Register:	11/28/2012 Not available
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
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:	11/16/2012 11/08/2012
VIRGINIA HERITAGE BANK	CIC	Mr. Thomas F. Dungan, III, Ms. Teri Dungan, and Mr. Thomas F. Dungan, Jr., all of Fairfax, Virginia, together with Andover Investments, LLC as a group acting in concert to control up to 15% of the outstanding voting shares of Virginia Heritage Bank, Tysons Corner, Virginia	Newspaper: Federal Register:	Not available Not available

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 November 10, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period
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NONE

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	

* Subject to the provisions of the Community Reinvestment Act

District: 7

Federal Reserve Bank of Chicago

Filings received during the week ending November 10, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
BANK OF PONTIAC	* 18C	Interagency Bank Merger Application requesting approval of the merger of Bluestem National Bank, Fairbury, Illinois with and into Bank of Pontiac, Pontiac, Illinois.	Newspaper: Federal Register:	Not available Not applicable
CENTRAL STATE BANK	* 18C * Branch	Central State Bank, Elkader, Iowa, to merge with Farmers Savings Bank, Walford, Iowa. As a result of the merger, Central State Bank, will establish a branch office at 345 Highway 151, Walford, Iowa.	Newspaper: Federal Register:	Not available Not applicable
CHARLEVOIX FIRST CORPORATION	CIC	Members of the Irish and Hodgson family which include: Ann Kennedy Irish, Harbor Springs, Michigan, as trustee of the Ann Kennedy Irish Trust; David H. Irish, Harbor Springs, Michigan, as trustee of the David H. Irish Trust; Tracy Irish Texter, Middleville, Michigan and John F. Texter, Middleville, Illinois, as trustees of John F. Texter and Tracy I. Texter Trust; Susan Irish Stewart, Harbor Springs, Michigan, as trustee of the Susan Irish Stewart Revocable Intervivos Trust; Colin David Irish, Marquette, Michigan; Perry Irish Hodgson, Charlevoix, Michigan; Liam Foster Hodgson, Beaver Island, Michigan; Alexander Irish Hodgson, Charlevoix, Michigan; and Raymond Earhart Hodgson, Charlevoix, Michigan, to be added to the Hodgson Family Control Group and to thereby retain control of 25 percent or more of Charlevoix First Corporation, Charlevoix, Michigan and indirectly Charlevoix State Bank, Charlevoix, Michigan.	Newspaper: Federal Register:	Not available Not available
FIRST STATE BANCORP OF MONTICELLO, INC. EMPLOYEE STOCK OWNERSHIP PLAN	* 3A3	First State Bancorp of Monticello, Employee Stock Ownership Plan, Monticello, Illinois, to increase its ownership of First State Bancorp of Monticello, Inc., Monticello, Illinois, from 25.51 percent to 100 percent, and thereby increase its indirect ownership of First State Bank, Monticello, Illinois and First State Bank of Bloomington, Bloomington, Illinois.	Newspaper: Federal Register:	11/24/2012 11/30/2012
GUTHRIE COUNTY BANCSHARES, INC.	CIC	Notice by Roger D. Underwood, individually and acting in concert with Michael L. Underwood, both of Guthrie Center, Iowa, to gain control of Guthrie County Bancshares, Inc., Guthrie Center, Iowa and thereby Guthrie County State Bank, Panora, Iowa.	Newspaper: Federal Register:	Not available Not available

* Subject to the provisions of the Community Reinvestment Act

District: 7

Federal Reserve Bank of Chicago

Filings received during the week ending November 10, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
KEYSTONE COMMUNITY BANCORPORATION	CIC	Notice by the Selken Family (Teresa L. Selken Revocable Trust #2, Teresa L. Selken, Keystone, Iowa, Trustee; William D. Selken and Teresa A. Selken, both of Keystone, Iowa; Ronald J. Selken, Council Bluffs, Iowa; Ryan J. Selken, Keystone, Iowa; and Renae C. McKay, Iowa City, Iowa) together as a group acting in concert, to gain control of Keystone Community Bancorporation, Keystone, Iowa, and thereby indirectly control Keystone Savings Bank, Keystone, Iowa.	Newspaper: Federal Register:	11/20/2012 11/28/2012
MARSEILLES BANCORPORATION, INC.	CIC	Notice by the group consisting of: JPMorgan Chase Bank, N.A., Naperville, Illinois as Trustee of the Jerry C. Bradshaw Family Trust - GST Non-Exempt Trust and the Jerry C. Bradshaw Family Trust - GST Exempt Trust; Charles M. Shea, Wilmette, Illinois, as committee member of the Jerry C. Bradshaw Family Trust - GST Non-Exempt Trust and the Jerry C. Bradshaw Family Trust - GST Exempt Trust; Molly Boed, Wassenaar, Netherlands, as committee member of the Jerry C. Bradshaw Family Trust - GST Non-Exempt Trust and the Jerry C. Bradshaw Family Trust - GST Exempt Trust; Betty J. Bradshaw, Wheaton, Illinois, as committee member of the Jerry C. Bradshaw Family Trust - GST Non-Exempt Trust and the Jerry C. Bradshaw Family Trust - GST Exempt Trust, to retain control of the outstanding shares of Marseilles Bancorporation, Inc., and thereby retain indirect control Marseilles Bank, both of Marseilles, Illinois.	Newspaper: Federal Register:	Not available 11/20/2012
NORTHERN TRUST COMPANY, THE	* Branch	The Northern Trust Company, Chicago, Illinois, to establish a branch facility to be located at 14624 North Scottsdale Road, Scottsdale, Arizona.	Newspaper: Federal Register:	Not available Not applicable
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
SALIN BANK AND TRUST COMPANY	* Branch	Letter of application to establish a branch office at 9929 Lima Road, Fort Wayne, Indiana on or around 2/4/2013.	Newspaper: Federal Register:	Not available Not applicable
TALMER BANCORP INC.	* 4c8	Talmer Bancorp, Inc., Troy, Michigan, requests approval to acquire First Place Bank, Warren, Ohio, a savings Association.	Newspaper: Federal Register:	Not available 11/30/2012

District: 7

Federal Reserve Bank of Chicago

Filings received during the week ending November 10, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
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

District: 7

Federal Reserve Bank of Chicago

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: 8**Federal Reserve Bank of St. Louis****Filings received during the week ending November 10, 2012**

Filer	Filing Type	Filing Proposal	End of Comment Period	
LIMA BANCSHARES, INC.	4c8	Lima Bancshares, Inc., Lima, Illinois, to engage in lending activities.	Newspaper: Federal Register:	Not applicable Not applicable
MID-MISSOURI BANCSHARES, INC.	CIC	Barbara K. Ferry, Nevada, Missouri, individually and as trustee of the L. Ingles Ferry Trust A, Barbara Fowler Ferry Trust, Hubert L. Fowler Trust, and the Marguerite Fowler Trust, and as a member of a family control group which includes L. Ingles Ferry, Hubert L. Fowler, Marguerite Fowler, David L. Ferry, Joseph D. Ferry, Patrick Ferry, Lindley G. Ferry, Barbara J. Benbrook, Scott D. Benbrook, Jeffrey L. Benbrook and Emily L. Benbrook, to acquire control of Mid-Missouri Bancshares, Inc., Springfield, Missouri, through Barbara K. Ferry's assumption of voting power over shares held by the four trusts.	Newspaper: Federal Register:	11/28/2012 11/14/2012
OAKSTAR BANK, N.A.	Member	OakStar Bank, Springfield, Missouri, to become a member of the Federal Reserve System.	Newspaper: Federal Register:	Not applicable Not applicable

District: 8

Federal Reserve Bank of St. Louis

Availability of CRA Public Evaluations

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NONE					

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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 November 10, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
BEULAH BANCORPORATION, INC.	CIC	Notice of Change in Control by the Philip G. Amundson 2012 Irrevocable Grantor Trust, Sioux Falls, South Dakota, Matt Amundson, Trustee, Hendricks, Minnesota, Angie Mixner, Trustee, Sioux Falls, South Dakota, and Blair Folkens, Trustee, Brandson, South Dakota, to acquire 25 percent or more of the shares of Beulah Bancorporation, Inc., Sioux Falls, South Dakota, and thereby indirectly acquire control of First Security Bank - West, Beulah, North Dakota, and Valley Bank and Trust, Mapleton, Iowa. In addition, Philip G. Amundson 2012 Irrevocable Grantor Trust and its trustees, propose to join the Amundson Family group, which controls Beulah Bancorporation, Sioux Falls, South Dakota, and thereby indirectly controls, First Security Bank - West, Beulah, North Dakota, and Valley Bank and Trust, Mapleton, Iowa.	Newspaper: Federal Register:	Not available 11/15/2012
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:	11/13/2012 10/30/2012
COMMERCIAL HOLDING COMPANY	CIC	Notice of Change in Control by Jill M. Frei Trust, Wagner, South Dakota, (Security National Bank of South Dakota, Dakota Dunes, South Dakota, trustee; Jill M. Frei with power to vote shares), 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:	11/21/2012 11/13/2012

* Subject to the provisions of the Community Reinvestment Act

District: 9

Federal Reserve Bank of Minneapolis

Filings received during the week ending November 10, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
FIRST LEROY BANCORPORATION, INC.	CIC	Change in Control Notice by Howard J. Rubin, Minneapolis, Minnesota, 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 (collectively "the three GSTs"), 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. In addition, the three GSTs intend to join the Hanson family shareholder group acting in concert which controls First LeRoy BanCorporation, Inc., and thereby indirectly controls First State Bank Minnesota.	Newspaper: Federal Register:	11/07/2012 11/14/2012
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 11/13/2012
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:	11/06/2012 11/05/2012
PROFINIUM FINANCIAL, INC.	* Branch	Profinium Financial to establish a detached facility to be located at 124 East Walnut Street, Suite 320, Mankato, Minnesota.	Newspaper: Federal Register:	11/14/2012 Not applicable

* Subject to the provisions of the Community Reinvestment Act

District: 9

Federal Reserve Bank of Minneapolis

Filings received during the week ending November 10, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
WESSINGTON BANKSHARES, INC.	CIC	Change in Control Notice by Paul Arnold Domke, Tulare, South Dakota; Rodney Domke, Highmore, South Dakota; Scott Allen Domke, Redfield, 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:	11/20/2012
			Federal Register:	11/06/2012

District: 9

Federal Reserve Bank of Minneapolis

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: 10

Federal Reserve Bank of Kansas City

Filings received during the week ending November 10, 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:	11/19/2012 11/16/2012
CACHE HOLDINGS, INC.	CIC	Notice submitted by Gentner Drummond and Wendy Drummond, both of Tulsa, Oklahoma; and Jonathan Drummond, Stillwater, Oklahoma, as a group acting in concert, to acquire control of Cache Holdings, Inc., Broken Arrow, Oklahoma, parent of Patriot Bank, Broken Arrow, Oklahoma.	Newspaper: Federal Register:	Not available 11/20/2012
CORNERSTONE BANK	* Branch	Cornerstone Bank, York, Nebraska, to establish a branch at 211 Winters Avenue, Glenvil, Nebraska.	Newspaper: Federal Register:	Not available Not applicable
MARTHA E. RECORDS 2009 GST EXEMPT FAMILY TRUST	CIC	Notice submitted by G. Jeffrey Records, Jr., Oklahoma City, Oklahoma, as trustee, to acquire control of the Martha E. Records 2009 GST Exempt Family Trust, the Martha E. Records 2009 Non-Exempt Family Trust, the Kathryn R. Ryan 2007 GST Exempt Family Trust, the Kathryn R. Ryan 2007 Non-Exempt Family Trust, and the George J. and Nancy J. Records 1990 Irrevocable Trust, all of Oklahoma City, Oklahoma, and thereby acquire control of additional shares of Midland Financial Co., parent of MidFirst Bank, both of Oklahoma City, Oklahoma.	Newspaper: Federal Register:	Not available 11/27/2012
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
STURM FINANCIAL GROUP, INC.	CIC	Notification by Number One-A Irrevocable Trust, Number Two-A Irrevocable Trust, and John A. Fox, trustee, all of Denver, Colorado, to become members of the Sturm control group and thereby acquire control of Sturm Financial Group, Inc., parent of ANB Bank, both in Denver, Colorado.	Newspaper: Federal Register:	Not available 11/13/2012
TOWNSEND HOLDING COMPANY	* 3A1	Townsend Holding Company to become a bank holding company through the acquisition of 100 percent of the outstanding voting shares of Bank of Grove, both in Grove, Oklahoma.	Newspaper: Federal Register:	12/01/2012 12/03/2012

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.

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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 November 10, 2012

Filer	Filing Type	Filing Proposal	End of Comment Period	
ALAMOGORDO FINANCIAL CORP	MHC Minority Stock Issuance	Alamogordo Financial Corporation, Alamogordo, New Mexico, to conduct a minority stock issuance pursuant to Section 239.24(a) of Regulation MM.	Newspaper: Federal Register:	Not applicable Not applicable
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

District: 11

Federal Reserve Bank of Dallas

Availability of CRA Public Evaluations

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NONE					

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

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District: 12

Federal Reserve Bank of San Francisco

Filings received during the week ending November 10, 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
MALAGA FINANCIAL CORPORATION	CIC	Notice of Change in Control by Barbara Marie Kershaw, Newport Beach, California, to retain her controlling interest of approximately 17.1% of the voting common stock of Malaga Financial Corporation and thereby indirectly Malaga Bank, FSB, both of Palos Verdes Estates, California.	Newspaper: Federal Register:	Not available 11/21/2012
RBB BANCORP	CIC	Interagency Notice of Change in Control by Dr. Ruey Chry Kao, Je Tsu Kao, Daniel J. Kao & Linda Lee Kao, Christina Koa, Min-Hwan Kao & Yu-Fan C. Kao and related family members all of Las Vegas, Nevada, to acquire 10 percent or more of the voting shares of RBB Bancorp, and thereby indirectly acquire voting shares of Royal Business Bank, both of Los Angeles, California.	Newspaper: Federal Register:	Not available Not available
RBB BANCORP	CIC	Interagency Notice of Change in Control by Louis C. Chang, Su Cheng C. Chang, Peter Chang, Ellen Chang, and related family members all of Los Alamitos, California, to retain 10 percent or more of the voting shares of RBB Bancorp and thereby indirectly retain 10 percent or more of the voting shares of Royal Business Bank, both of Los Angeles, California.	Newspaper: Federal Register:	Not available Not available
SILVERGATE BANK	Member	Silvergate Bank, La Jolla, California, to become a member of the Federal Reserve System.	Newspaper: Federal Register:	Not applicable Not applicable
SOUND FINANCIAL BANCORP, INC.	* 3A1	Sound Financial Bancorp, Inc., Seattle, Washington, to become a bank holding company through the conversion of Sound Community Bank from a federal stock savings bank to a state chartered commercial bank, both of Seattle, Washington.	Newspaper: Federal Register:	11/29/2012 11/30/2012

* Subject to the provisions of the Community Reinvestment Act

District: 12

Federal Reserve Bank of San Francisco

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