
Federal Reserve Release



H.2

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

No. 18

Week Ending May 4, 2013

Forms

Forms -- initial Board review to extend with revision the Report of Selected Balance Sheet Items for Discount Window Borrowers (FR 2046) and to implement the Payments Research Survey (FR 3067).

- Proposed, April 28, 2013

Enforcement

The Baraboo Bancorporation, Inc., Baraboo, Wisconsin -- written agreement with the Federal Reserve Bank of Chicago.

- Announced, May 2, 2013

Harbor Bankshares Corporation, Baltimore, Maryland -- written agreement dated July 22, 2010, terminated April 26, 2013.

- Announced, May 2, 2013

NorCal Community Bancorp, Alameda, California -- written agreement dated December 20, 2010, terminated April 24, 2013.

- Announced, May 2, 2013

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

American Security Bank, Newport Beach, California -- to establish a branch at 495 East Rincon Street, Corona.

- Approved, May 3, 2013

St. Louis

Centennial Bank, Conway, Arkansas -- to establish a branch at 17 West Government Street, Pensacola, Florida.

- Approved, May 1, 2013

San Francisco

Commonwealth Business Bank, Los Angeles, California -- to establish a branch at 3435 Wilshire Boulevard, Los Angeles, and to close a branch at 5055 Wilshire Boulevard.

- Approved, May 3, 2013

Cleveland

Fifth Third Bank, Cincinnati, Ohio -- to establish branches at 12002 Anderson Road, Tampa, Florida; 2810 Paces Ferry Road SE, Atlanta, Georgia; 732 Penn Avenue, Wilksburg, Pennsylvania; 6571 Broadway Avenue, Cleveland, Ohio; 116 West 8th Avenue, Homestead, Pennsylvania; and 9019 Telegraph Road, Redford, Michigan (six notices).

- Approved, May 2, 2013

Bank Branches, Domestic

Cleveland

Fifth Third Bank, Cincinnati, Ohio -- to establish a temporary branch to operate July 18-21, 2013, at the Highland Meadows Golf Club, 7455 Erie Street, Sylvania.

- Approved, May 2, 2013

Bank Holding Companies

New York

Empire Bancorp, Inc., Islandia, New York -- to become a bank holding company by acquiring Empire National Bank, Islandia.

- Withdrawn, April 26, 2013

(A/C)

St. Louis

First Trust Financial Corporation, Clinton, Kentucky -- waiver of application to acquire Ballard Kevil Bancorp, Inc., Kevil, in connection with the merger of their respective subsidiaries, First Community Bank of Western Kentucky, Inc., Clinton, and The Kevil Bank, Kevil.

- Granted, April 29, 2013

Dallas

Hillister Enterprises II, Inc., Beaumont, Texas; Umphrey II Family Limited Partnership; and CBFH, Inc., Orange -- to acquire VB Texas, Inc., Houston, and its subsidiary, Vista Bank Texas.

- Approved, May 2, 2013

Dallas

Louise Bancshares, Inc., Louise, Texas -- to acquire through its subsidiary, The First State Bank, Louise, an interest in Hancock Mortgage Partners, LLC, Sugar Land, and thereby engage in lending activities.

- Approved, May 1, 2013

Bank Holding Companies

Chicago

Tri-County Financial Group, Inc., Mendota, Illinois -- waiver from prior-approval requirements to acquire Lincoln Bancorp, Inc., Rochelle.

- Withdrawn, April 30, 2013

Bank Premises

Cleveland

The Richwood Banking Company, Inc., Richwood, Ohio -- request to exceed the limit on investment in bank premises.

- Approved, April 30, 2013

Banks, State Member

St. Louis

Southern Bank, Poplar Bluff, Missouri -- to make a public welfare investment.

- Approved, April 30, 2013

Change in Bank Control

St. Louis

Ambanc Holding Company, Inc., Bowling Green, Kentucky -- to retain control of Ambanc Holding Company and its subsidiary, American Bank & Trust Company Inc., Bowling Green.

- Permitted, May 1, 2013

Kansas City

B.O.E. Bancshares, Inc., Lawton, Oklahoma -- change in bank control of B.O.E. Bancshares and its subsidiary, Liberty National Bank, Lawton.

- Permitted, April 29, 2013

Change in Bank Control

Kansas City

Big Mac Bancshares, Inc., Hoxie, Kansas -- change in bank control of Big Mac Bancshares and its subsidiary, Peoples State Bank, McDonald.

- Withdrawn, April 29, 2013

Dallas

IBT Bancorp, Inc., Irving, Texas -- change in bank control of IBT Bancorp and its subsidiary, Independent Bank of Texas, Irving.

- Permitted, May 3, 2013

Chicago

Niagara Bancorporation, Inc., Niagara, Wisconsin -- change in bank control of Niagara Bancorporation and its subsidiary, The First National Bank of Niagara, Niagara.

- Permitted, May 1, 2013

Kansas City

Town & Country Bancshares, LLC, Guthrie, Oklahoma -- change in bank control of Town & Country Bancshares and its subsidiary, Oklahoma State Bank, Guthrie.

- Permitted, April 29, 2013

Cleveland

WVS Financial Corp., Pittsburgh, Pennsylvania -- change in bank control of WVS Financial Corp. and its subsidiary, West View Savings Bank, Pittsburgh.

- Permitted, April 30, 2013

Extensions of Time

Secretary

Santander Holdings USA, Inc., Boston, Massachusetts -- extension to May 14, 2013, to meet certain regulatory reporting requirements.

- Granted, April 30, 2013

Atlanta

SmartBank, Pigeon Forge, Tennessee -- extension to November 2, 2013, to establish a branch at 302 North Peters Road, Knoxville.

- Granted, May 2, 2013

International Operations

Director, BS&R

JPMorgan Chase & Co., New York, New York -- waiver of remainder of prior-notice period for JPMorgan Chase Bank, N.A., Columbus, Ohio, and certain of its subsidiaries to make additional investments in J.P. Morgan Whitefriars, Inc., Newark, Delaware.

- Granted, April 29, 2013

Membership

Dallas

The First National Bank of Seymour, Seymour, Texas -- to retain membership in the Federal Reserve System on conversion from a national to a state charter.

- Approved, May 2, 2013

Reserve Bank Operations

Director, RBOPS

Federal Reserve Bank of St. Louis -- request to commit funds to complete the Phase 3 redevelopment program.

- Approved, May 1, 2013

District: 1

Federal Reserve Bank of Boston

Filings received during the week ending May 4, 2013

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

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 May 4, 2013

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 May 4, 2013

Filer	Filing Type	Filing Proposal	End of Comment Period	
DONEGAL GROUP, INC	CIC	Gregory M. Shepard, Bradenton, FL, to acquire up to 24.38 percent of Donegal Group Inc., Marietta, PA.	Newspaper:	Not available
			Federal Register:	05/20/2013

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 May 4, 2013

Filer	Filing Type	Filing Proposal	End of Comment Period
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NONE

District: 4

Federal Reserve Bank of Cleveland

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: 5

Federal Reserve Bank of Richmond

Filings received during the week ending May 4, 2013

Filer	Filing Type	Filing Proposal	End of Comment Period	
BANK OF STANLY	* 18C	Bank of Stanly, Albemarle, North Carolina, to merge with Anson Bank & Trust Co., Wadesboro, North Carolina, and Cabarrus Bank & Trust Company, Concord, North Carolina.	Newspaper:	Not available
	* Branch		Federal Register:	Not applicable
	* 18C			
CAPGEN CAPITAL GROUP III LLC	* 3A3	CapGen Capital Group III LLC and CapGen Capital Group III LP, both located in New York, New York, to increase their investment up to 25% of the voting securities of Seacoast Banking Corporation of Florida, Stuart, Florida, and thereby indirectly control Seacoast National Bank, Stuart, Florida.	Newspaper:	05/24/2013
			Federal Register:	05/23/2013

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 May 4, 2013**

Filer	Filing Type	Filing Proposal	End of Comment Period	
CEDARSTONE FINANCIAL, INC.	* 3A1	CedarStone Financial, Inc., to become a bank holding company by acquiring 100 percent of the outstanding shares of CedarStone Bank, both of Lebanon, Tennessee.	Newspaper: Federal Register:	Not available 05/17/2013
ENTERPRISE CAPITAL CORPORATION, INC.	CIC	Prior change in control notice filed by William Henry Carr, Enterprise, Alabama, and Jerry Newman Carr, Cornelius, North Carolina, to acquire 31.12 percent of the outstanding shares of Enterprise Capital Corporation, Inc., and its subsidiary bank, The Citizens Bank, both of Enterprise, Alabama.	Newspaper: Federal Register:	Not available 04/04/2013
OAKWORTH CAPITAL, INC.	* 3A1	Oakworth Capital, Inc., to become a bank holding company by acquiring 100 percent of the outstanding shares of Oakworth Capital Bank, both of Birmingham, Alabama.	Newspaper: Federal Register:	05/28/2013 05/24/2013
PROGRESS FINANCIAL CORPORATION	* 3A1	Progress Financial Corporation, notice to become a bank holding company by acquiring 100 percent of the outstanding shares of Progress Bank and Trust, both of Huntsville, Alabama.	Newspaper: Federal Register:	Not available Not available

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 May 4, 2013

Filer	Filing Type	Filing Proposal	End of Comment Period	
CENTRAL STATE BANK	* 18C * Branch	Central State Bank, Muscatine, Iowa, to merge with sister banks: West Chester Savings Bank, Washington, Iowa; and Freedom Security Bank, Coralville, Iowa. As a result of the proposed mergers, all offices of target banks will become offices of Central State Bank, Muscatine, Iowa.	Newspaper: Federal Register:	05/03/2013 Not applicable
HERKY HAWK FINANCIAL CORP.,	CIC	Notice by Daniel Kumley, Mount Vernon, Iowa, Matthew Kumley, Monticello, Iowa, and Sarah Jones, Dyer, Indiana, to join the Audrey G. Savage Family Control group and thereby gain control of Herky Hawk Financial Corp., Monticello, Iowa and thereby indirectly control Citizens State Bank, Monticello, Iowa.	Newspaper: Federal Register:	Not available 05/07/2013
INDEPENDENT ALLIANCE BANKS, INC.	CIC	Mr. Leland E. Boren, Upland, Indiana, to acquire control above 10 percent of Independent Alliance Banks, Inc., Fort Wayne, Indiana, and thereby indirectly control IAB Financial Bank, Fort Wayne, Indiana, pursuant to the Change in Bank Control Act.	Newspaper: Federal Register:	05/07/2013 04/26/2013
IXONIA BANCSHARES, INC.	CIC	Notice filed by John D. Crouch, Fox Point, Wisconsin, to join the existing Lubar Family Control Group and retain voting shares of Ixonia Bancshares, Inc., Ixonia, Wisconsin, and thereby indirectly retain shares of Ixonia Bank, Ixonia, Wisconsin.	Newspaper: Federal Register:	Not available 05/14/2013
WCF FINANCIAL, M.H.C.	* SLHC Acquisition	WCF Financial, M.H.C. and Webster City Federal Bancorp, both of Webster City, Iowa, to acquire Independence Federal Bank for Savings, Independence, Iowa.	Newspaper: Federal Register:	05/17/2013 05/31/2013

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 May 4, 2013

Filer	Filing Type	Filing Proposal	End of Comment Period	
INDEPENDENCE BANCSHARES, INC.	CIC	Notice by Christopher C. Reid, Owensboro, Kentucky, acting individually and in concert with a control group, to retain control of Independence Bancshares, Inc., Owensboro, Kentucky. The control group consists of Mr. Reid, Beacon Insurance Agency, Inc., Janet Reid, Jacob Reid, Lauren Reid Patton, Cathy Switzer, Greg Mullican, Todd Switzer, Kyle Aud, Bridget Reid, Jennie Parker, Eve Holder, Matt Carter, Darrell Higginbotham, Gary White, all of Owensboro, Kentucky; Jim Davis, Scott Audas, Bob Cummins, Kay Bryant, all of Henderson, Kentucky; Danny Evitts, Scott Johnston, both of Paducah, Kentucky; Kelly Jackson, Alvaton, Kentucky; Tawna Wright, Calhoun, Kentucky; and Brad Howard, Bowling Green, Kentucky.	Newspaper: Federal Register:	05/09/2013 05/13/2013
Wildcat Bancshares, Inc.	* 3A1	Wildcat Bancshares, Inc., Rogersville, Missouri to acquire 100 percent of the CBR Bancshares, Corporation, Rogersville, Missouri, and thereby indirectly acquiring Citizens Bank of Rogersville, Rogersville, Missouri.	Newspaper: Federal Register:	06/03/2013 Not available

* Subject to the provisions of the Community Reinvestment Act

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 May 4, 2013

Filer	Filing Type	Filing Proposal	End of Comment Period	
BIG SKY HOLDING COMPANY	4c8	Big Sky Holding Company, Stanford, Montana to acquire 100% of N.B. Matthews Insurance Agency, Stanford, Montana, and thereby indirectly engage in insurance agency activities, in a place with a population not exceeding 5,000.	Newspaper: Federal Register:	Not applicable Not applicable
CENTRAL TRUST COMPANY	CIC	Change in Control Notice by William P. Von Holtum, Edina, Minnesota, individually and as trustee of the voting trust of the John E. Von Holtum Estate, Edina, Minnesota, to retain control of 25% or more of Central Trust Company, Edina, Minnesota, and thereby indirectly retain control of Central Bank and Trust, Lander, Wyoming; CenBank, Buffalo Lake, Minnesota; and VH Bancorporation, Inc., Edina, Minnesota, which owns Grand Marais State Bank, Grand Marais, Minnesota. In addition, Megan E. Von Holtum and Christopher J. Von Holtum, both of Edina, Minnesota, to join the Von Holtum Family Group, which owns 25% or more of the shares of Central Trust Company.	Newspaper: Federal Register:	04/26/2013 04/22/2013
FIRST STATE BANK SOUTHWEST 2010 AMENDED AND RESTATED KSOP PLAN AND TRUST	CIC	Change in Control notice by Connie Jean Lonnenman, Adrian, Minnesota, individually and as proposed co-trustee to acquire control of the First State Bank Southwest 2010 Amended and Restated KSOP Plan and Trust, and thereby acquire 25 percent or more of the shares of First Rushmore Bancorporation, Inc., Worthington, Minnesota, which controls First State Bank Southwest, Pipestone, Minnesota.	Newspaper: Federal Register:	Not available 05/15/2013
LAKE SHORE III CORPORATION	* 3A1	Lake Shore III Corporation, Glenwood City, Wisconsin, to become a bank holding company by acquiring 100 percent of Hiawatha National Bank, Hager City, Wisconsin.	Newspaper: Federal Register:	Not available 06/03/2013
MENAHGA BANCSHARES, INC.	CIC	Change in control notice by James Day, Menahga, Minnesota, and Justin Day, Menahga, Minnesota, to each retain 25% or more of the voting shares of Menahga Bancshares, Inc., Menahga, Minnesota, and thereby indirectly retain control of First National Bank of Menahga & Sebeka, Menahga, Minnesota.	Newspaper: Federal Register:	05/07/2013 05/01/2013
PARK FALLS AGENCY, INC.	CIC	Thomas W. Armstrong, Park Falls, Wisconsin, and Bradley A. Trimner, Park Falls, Wisconsin, individually and as Co-Trustees of the Arnold J. Stueber, Sr Revocable Trust, Park Falls, Wisconsin, and the Sadie A. Stueber Revocable Trust, Park Falls, Wisconsin, and Mary Luethmers, Park Falls, Wisconsin, individually, to each retain control of 25% or more of the shares of Park Falls Agency, Inc., Park Falls, Wisconsin, and thereby indirectly retain control of The First National Bank of Park Falls, Park Falls, Wisconsin.	Newspaper: Federal Register:	04/24/2013 05/06/2013

* Subject to the provisions of the Community Reinvestment Act

District: 9

Federal Reserve Bank of Minneapolis

Filings received during the week ending May 4, 2013

Filer	Filing Type	Filing Proposal	End of Comment Period	
TRAXSHARES, INC.	CIC	Notice of Change in Control by the Traxshares Trust U/A dated December 5, 2012, ("Trust") and Greg Gerard Traxler, Le Center, Minnesota, individually and as Co-Trustee of the Trust, to retain 25 percent or more of the shares of Traxshares, Inc., Le Center, Minnesota, and thereby indirectly retain control of The First National Bank of Le Center, Le Center, Minnesota.	Newspaper:	05/07/2013
			Federal Register:	05/08/2013

District: 9

Federal Reserve Bank of Minneapolis

Availability of CRA Public Evaluations

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NONE					

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Institution	Location
NONE	

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District: 10

Federal Reserve Bank of Kansas City

Filings received during the week ending May 4, 2013

Filer	Filing Type	Filing Proposal	End of Comment Period	
COMMERCE BANK AND TRUST HOLDING COMPANY	CIC	Aaron W. Anderson, Topeka, Kansas, Angela Anderson Swift, Overland Park, Kansas, Emery Kent Fager, Olathe, Kansas, John Fontron Fager, Auburn, Kansas, and Melissa Fager Hiestand, Topeka, Kansas, in their individual capacities, as fiduciaries and/or as grantors or trustees of the following trusts: Aaron W. Anderson Trust, Angela Anderson Swift Trust, Emery Kent Fager Trust, John Fontron Fager Trust, Melissa Fager Hiestand Trust, Adam William Anderson Trust, Joshua Robert Anderson Trust, Sydney Ellen Anderson Trust, Andrew Timothy Swift Trust, Sarah Ann Swift Trust, Samuel James Swift Trust, Amelia Lynn Fager Trust, Greysen Hartline Fager Trust, Holden Emery Fager Trust, Jackson Duane Fager Trust, Gabrielle Elizabeth Fager Trust, Kaitlin Elizabeth Hiestand Trust, Ella Claire Hiestand Trust and Blake Michael Hiestand Trust; and the Emery E. Fager Trust, the Duane Fager Special Trust, and the Jane Anderson Trust, all as members of the Fager Family Group to retain control of Commerce Bank and Trust Holding Company, parent of CoreFirst Bank & Trust, both in Topeka, Kansas.	Newspaper: Federal Register:	Not available 05/21/2013
FARMBANK HOLDING, INC.	CIC	Notification by Timothy H. Hume, Leslie J. Hume, James H. Hume, and Kay L. Hume, all of Walsh, Colorado; and Samuel A. Hume, Fort Worth, Texas; to acquire control of FarmBank Holding, Inc., parent of First FarmBank, both in Greeley, Colorado.	Newspaper: Federal Register:	Not available 04/30/2013
FIRST CENTRAL NEBRASKA CO.	CIC	Notification by Gene R. Giles, Alliance, Nebraska, Sally J. Giles, Denver, Colorado, Randall D. Giles, San Diego, California, Nicholas G. Giles, Lincoln, Nebraska, and Lucas G. Giles, Lincoln, Nebraska, all of the Giles family group; the Bradley S. Norden Irrevocable Trust and the Brett A. Norden Irrevocable Trust, Brett A. Norden and Bradley S. Norden, as co-trustees of both trusts, all of Highlands Ranch, Colorado, and as members of the Norden family group; Cheryl L. Ryan, the Michael L. Ryan 2011 Irrevocable Trust and the Cheryl L. Ryan 2012 Irrevocable Trust, all of Minden, Nebraska, Jeffrey M. Ryan, Heartwell, Nebraska, and Jamie Johnson, Minden, Nebraska, as co-trustees of both trusts; and Walter D. Wood Revocable Trust, Walter D. Wood, trustee, both of Omaha, Nebraska, as part of the Ryan/Wood family group; to acquire control of First Central Nebraska Co., parent of Nebraska State Bank and Trust Company, both in Broken Bow, Nebraska.	Newspaper: Federal Register:	05/15/2013 05/14/2013

District: 10**Federal Reserve Bank of Kansas City****Filings received during the week ending May 4, 2013**

Filer	Filing Type	Filing Proposal	End of Comment Period	
KCB BANK	* Branch	KCB Bank, Kearney, Missouri, to establish a branch at Northridge Center, Suit J, 13100 Kansas Avenue, Bonner Springs, Kansas.	Newspaper:	05/13/2013
			Federal Register:	Not applicable
MID-AMERICA BANCSHARES, INC.	CIC	Notification by Robert V. Haderlein, Girard, Kansas, to retain control of Mid-America Bancshares, Inc., parent of First National Bank of Girard, both in Girard, Kansas.	Newspaper:	05/12/2013
			Federal Register:	05/21/2013
REGENT CAPITAL CORPORATION	4c8	Regent Capital Corporation, Nowata, Oklahoma, proposes to continue to engage in lending activities.	Newspaper:	Not applicable
			Federal Register:	Not applicable

District: 10

Federal Reserve Bank of Kansas City

Availability of CRA Public Evaluations

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- 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 May 4, 2013

Filer	Filing Type	Filing Proposal	End of Comment Period	
FROST BANK	* Branch	Frost Bank, San Antonio, Texas, to establish a branch to be located at 9300 Kirby Drive, Suite 600, Houston, Texas 77054.	Newspaper: Federal Register:	Not available Not applicable
HENDERSON CITIZENS BANCSHARES, INC.	* 3A3	Henderson Citizens Bancshares, Inc., Henderson, Texas, to acquire 100 percent of the common stock of The East Texas National Bank of Palestine, Palestine, Texas.	Newspaper: Federal Register:	Not available 05/09/2013
SOUTHWEST BANCSHARES, INC.	4c8	Prior notice pursuant to Section 4 (c)(8) of the BHC Act and Section 225.24 of Regulation Y filed by Southwest Bancshares, Inc., San Antonio, Texas, to acquire San Antonio Capital & Trust Holdings, LLC, San Antonio, Texas, and therefore indirectly, San Antonio Capital & Trust Company, LLC; San Antonio Trust Company, LTA; and San Antonio Capital Management, LLC, all of San Antonio, Texas, and therefore engage in 'trust company functions' and 'financial and investment advisory activities' pursuant to Section 225.28(b)(5) and Section 225.28(b)(6) , respectively, of Regulation Y.	Newspaper: Federal Register:	Not applicable 05/20/2013
STRATEGIC GROWTH BANK INCORPORATED	4c8	Strategic Growth Bank Incorporated and Strategic Growth Bancorp Incorporated, both of El Paso, TX, to acquire 100 percent of Marsh Associates, Inc., Charlotte, NC, pursuant to Section 4(c)(8) of the BHC Act and Regulation Y, and thereby engage in the making, acquiring, brokering or servicing of mortgage loans or other extensions of credit; acting as agent for the private placement of securities; and engaging under contract with a third party in asset management, servicing, and collection of assets.	Newspaper: Federal Register:	Not applicable 05/21/2013

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.

A copy of an institution's CRA evaluation may be obtained directly from the institution or Reserve Bank.

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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 May 4, 2013

Filer	Filing Type	Filing Proposal	End of Comment Period	
CITIC GROUP CORPORATION	4c8	CITIC Group Corporation and CITIC Limited, both of Beijing, The People's Republic of China, to indirectly acquire CLSA Americas, LLC, New York, New York, and thereby engage in certain permissible nonbanking activities under Section 225.28(b)(6) and b(7) of Regulation Y.	Newspaper: Federal Register:	Not applicable Not available
EAST WEST BANK	* Branch	East West Bank, Pasadena, California, to establish a branch office at 4711 Spring Mountain Road, Pad A, Las Vegas, Nevada.	Newspaper: Federal Register:	05/06/2013 Not applicable
RBB BANCORP	CIC	Interagency Notice of Change in Control by the Thian Control Group, including Yee Phong (Alan) Thian, Fen Fen Thian, Min Yaw Thian, Min Tat Thian, and Gim Tie (Tony) Kheng, all of Arcadia, California; Fui Ming (Catherine) Thian, Lawrence S K Law, and Jor Leong Law all of Calabasas, California; Yee Chin (Victor) Thian of Glendale, California; Jennifer Wei Lim Kheng of San Francisco, California; Jor Teck Law of Beijing, China; Min Yang Thian of Kuala Lumpur, Malaysia; Min Jie Thian of New York, New York; United Overseas Investment, Inc. and Eastern Union, Inc., both of Sherman Oaks, California; and their related family members and interests, to retain 10 percent or more of the voting stock of RBB Bancorp, and thereby indirectly retain 10 percent or more of the voting stock of Royal Business Bank, both of Los Angeles, California.	Newspaper: Federal Register:	02/26/2013 02/15/2013
RBB BANCORP	CIC	Interagency Notice of Change in Control by the Kao Control Group, including Dr. Ruey Chyr Kao, Je Tsu Kao, and James Kao, all of Las Vegas, Nevada; Dr. Min Hwan Kao and Yu Fan Kao of Leawood, Kansas; Daniel J. Kao and Linda Lee Kao of La Jolla, California; Christina Kao of Piscataway, New Jersey; and their related family members, to acquire 10 percent or more of the voting stock of RBB Bancorp, and thereby indirectly acquire 10 percent or more of the voting stock of Royal Business Bank, both of Los Angeles, California.	Newspaper: Federal Register:	02/26/2013 02/15/2013
RBB BANCORP	CIC	Interagency Notice of Change in Control by the Chang Control Group, including Louis C. Chang and Su-Cheng C. Chang, both of Palos Verdes Estates, California; Peter Ming Chang of Los Alamitos, California; and their related family members, to acquire 10 percent or more of the voting stock of RBB Bancorp, and thereby indirectly acquire 10 percent or more of the voting stock of Royal Business Bank, both of Los Angeles, California.	Newspaper: Federal Register:	02/26/2013 02/15/2013

District: 12

Federal Reserve Bank of San Francisco

Filings received during the week ending May 4, 2013

Filer	Filing Type	Filing Proposal	End of Comment Period	
WASHINGTON FEDERAL, INC.	* 3A1	Washington Federal, Inc., Seattle, Washington, to become a bank holding company through the conversion of Washington Federal from a federal savings bank to a national bank, both of Seattle, Washington.	Newspaper:	05/27/2013
			Federal Register:	05/31/2013

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.

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CRA Examinations scheduled for	Quarter of
Institution	Location
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* Subject to the provisions of the Community Reinvestment Act