Federal Reserve Release



H.2

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

No. 25

Week Ending June 21, 2014

Monetary and Financial Policy

Term Deposit Facility -- fixed rate offering of seven-day term deposits with a maximum tender amount of \$10 billion on June 23, 2014.

- Announced, June 19, 2014

Enforcement

First Southern Bank, Boca Raton, Florida -- issuance of a consent order of assessment of a civil money penalty.

- Announced, June 17, 2014

H.2 Actions under delegated authority

BS&RBanking Supervision and RegulationRBOPSReserve Bank Operations and Payment SystemsC&CAConsumer and Community AffairsIFInternational FinanceFOMCFederal Open Market CommitteeMAMonetary Affairs

Bank Branches, Domestic

Richmond

Bank of Virginia, Midlothian, Virginia -- to establish branches at 15000 Hull Street Road, Midlothian, and 2000 Snead Avenue, Colonial Heights.

- Approved, June 20, 2014

Dallas

TIB The Independent BankersBank, Irving, Texas -- to establish a branch at 2601 Northwest Expressway, Oklahoma City, Oklahoma.

- Approved, June 19, 2014

Bank Holding Companies

Dallas

AHB Bancshares, Inc., Clovis, New Mexico -- to become a bank holding company by acquiring American Heritage Bank, Clovis.

- Approved, June 19, 2014

Kansas City

Citizens National Corporation, Wisner, Nebraska -- to acquire additional shares of Republic Corporation, Omaha, and its subsidiary, United Republic Bank.

- Approved, June 20, 2014

Kansas City

Decatur Investment, Inc., Oberlin, Kansas -- waiver of application to acquire Citizens State Bank, Grainfield, in connection with its merger with and into Decatur Investment's subsidiary, The Bank, Oberlin.

- Granted, June 19, 2014

Bank Holding Companies

Richmond

PBI Merger Corp., Charles Town, West Virginia -- to become a bank holding company by merging with Potomac Bancshares Inc., Charles Town, and thereby indirectly acquiring Bank of Charles Town.

- Approved, June 19, 2014

Cleveland

Peoples Bancorp Inc., Marietta, Ohio -- waiver of application to acquire Ohio Heritage Bancorp, Inc., Coshocton, in connection with the merger of their respective subsidiaries, Peoples Bank, N.A., Marietta, and Ohio Heritage Bank, Coshocton.

- Granted, June 17, 2014

Atlanta

Taylor Bancshares, Inc., Huntsville, Alabama -- to become a bank holding company by acquiring shares of North Alabama Bancshares, Hazel Green, and North Alabama Bank.

- Withdrawn, June 16, 2014

Richmond

Yadkin Financial Corporation, Elkin, North Carolina -- to acquire Piedmont Community Bank Holdings, Inc., Raleigh, and its subsidiary, VantageSouth Bancshares, Inc. and thereby indirectly acquire control of VantageSouth Bank, Cary.

- Approved, June 19, 2014

Bank Mergers

St. Louis

Centennial Bank, Conway, Arkansas -- to purchase the assets and assume the deposit liabilities of Valley Bank, Fort Lauderdale, Florida, and to retain the acquired facilities as branches.

- Withdrawn, June 20, 2014

Change in Bank Control

Chicago

Beaman Bancshares, Inc., Marshalltown, Iowa -- to retain control of Beaman Bancshares, Inc. and its subsidiary, Farmers Savings Bank, Marshalltown.

- Permitted, June 19, 2014

Minneapolis

McIntosh County Bank Holding Company, Inc., Ashley, North Dakota -- to retain control of McIntosh County Bank Holding Company, Inc. and its subsidiaries, McIntosh County Bank, Ashley, and Unison Bank, Jamestown.

- Permitted, June 16, 2014

Chicago

Oak Financial, Inc., Fitchburg, Wisconsin -- to retain control of Oak Financial, Inc. and its subsidiary, Oak Bank, Fitchburg.

- Permitted, June 20, 2014

Extensions of Time

Secretary

First American Bank Corporation, Elk Grove Village, Illinois -- commenter's request to extend the comment period on the application to acquire Bank of Coral Gables, Coral Gables, Florida.

- Denied, June 17, 2014

Director, BS&R

Hovde Acquisition I, LLC, Washington, D.C.; Eric Hovde; and Western Acquisitions LLC, Columbia, Maryland -- extension to June 30, 2014, to consummate a restructuring.

- Granted, June 17, 2014

Savings and Loan Holding Companies

Atlanta

Colonial Banc Corp., Vero Beach, Florida, and Oculina Banc Corp. -- to become savings and loan holding companies by retaining control of Oculina Bank, Fort Pierce, and election to be treated as financial holding companies.

- Approved, June 17, 2014

Federal Reserve Bank of Boston

Filer	Filing Type	Filing Proposal	End of Commen	t Period
BEVERLY FINANCIAL, INC.	* 3A1	Application by Beverly Financial, Inc., Beverly, Massachusetts to acquire 100% of the outstanding capital stock of Beverly Bank, Beverly, Massachusetts, pursuant to section 3(a)(1) of the BHC Act of 1956, as amended, in connection with the conversion of Beverly Financial, MHC, Beverly, Massachusetts from mutual to stock form.	Newspaper: Federal Register:	07/12/2014 07/17/2014
NEEDHAM BANK	* Branch	Application by Needham Bank, Needham, Massachusetts, to establish a full-service branch at 60 Centre Street, Dover, Massachusetts, pursuant to Section 208.6 of Regulation H	Newspaper: Federal Register:	Not available Not applicable

^{*} Subject to the provisions of the Community Reinvestment Act

Federal Reserve Bank of Boston

Availability of CRA Public Evaluations

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

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

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

RSSD

ID Institution / Location

Exam Date

Public Date

Rating

Exam Method

NONE

CRA Examinations scheduled for Quarter of

Institution Location

^{*} Subject to the provisions of the Community Reinvestment Act

Federal Reserve Bank of New York

Filings received during the week ending June 21, 2014

Filer Filing Type Filing Proposal End of Comment Period

^{*} Subject to the provisions of the Community Reinvestment Act

Federal Reserve Bank of New York

Availability of CRA Public Evaluations

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Federal Reserve Bank of Philadelphia

Filer	Filing Type	Filing Proposal	End of Commen	t Period
BRYN MAWR BANK CORPORATION	4c8 * 18C * Branch	Bryn Mawr Bank Corporation, Bryn Mawr, PA, to operate a savings association through the acquisition of Continental Bank Holdings, Plymouth Meeting, PA.	Newspaper: Federal Register:	Not available 07/21/2014
PATHFINDER BANCORP, M.H.C.	* MHC Conversion * 3A1	Pathfinder Bancorp, MHC, Oswego, New York (the "MHC"), the mutual holding company that controls Pathfinder Bank, Oswego, New York, proposes to convert to stock form. Pursuant to the conversion, the MHC and Pathfinder Bancorp, Inc., Oswego, New York, the existing mid-tier holding company of the Pathfinder Bank, will cease to exist, and Pathfinder Bank will become a wholly-owned subsidiary of Pathfinder Bancorp, Inc., Oswego, New York, a newly formed corporation, which proposes to become a bank holding company by acquiring Pathfinder Bank.	Newspaper: Federal Register:	Not available 07/17/2014

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Federal Reserve Bank of Philadelphia

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Federal Reserve Bank of Cleveland

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Federal Reserve Bank of Cleveland

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CRA

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Institution NONE

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Federal Reserve Bank of Richmond

Filer	Filing Type	Filing Proposal	End of Commen	t Period
ESSEX BANK	* Branch	Essex Bank, Richmond, Virginia, intends to open a branch at 2730 Buford Road, Richmond, Virginia.	Newspaper: Federal Register:	06/29/2014 Not applicable
FIRST NATIONAL CORPORATION	CIC	2009 Smith Irrevocable Trust, sole trustee John Kevin King, Richmond, Virginia, to acquire up to 13.12% of voting securities of First National Corporation, Strasburg, Virginia.	Newspaper: Federal Register:	07/15/2014 06/25/2014

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Federal Reserve Bank of Richmond

Availability of CRA Public Evaluations

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Federal Reserve Bank of Atlanta

Filer	Filing Type	Filing Proposal	End of Commen	t Period
BANCO DE CREDITO E INVERSIONES S.A.	* 3A1	Banco De Credito E Inversiones, Empresas Juan Yarur S.A.C., Inversiones Petro S.A., Inversiones Baquio LTDA., Inversiones Nueve LTDA., and Administraciones Baquio LTDA., all of Santiago, Chile, to become bank holding companies by acquiring 100 percent of CM Florida Holdings, Inc., Coral Gables, Florida, and its subsidiary, City National Bank of Florida, Miami, Florida.	Newspaper: Federal Register:	Not available 08/08/2013
GEORGIA COMMUNITY BANCORP, INCORPORATED	CIC	After-the-fact change in control notice filed by Lucie VanLandingham Beeley, Leesburg, Georgia, and Stevan Reynolds Tuck, Dawson, Georgia, to retain control of 27.50 percent of the outstanding shares of the Class B common stock of Georgia Community Bancorp, Inc., Dawson, Georgia, and its subsidiary, The Citizens State Bank of Taylor County, Reynolds, Georgia. Total pro forma ownership equals 100 percent.	Newspaper: Federal Register:	Not available 06/26/2014
HCBF HOLDING COMPANY, INC.	* 3A5	HCBF Holding Company, Inc., Fort Pierce, Florida, to merge with Highlands Independent Bancshares, Inc., and thereby acquire its subsidiary, Highlands Independent Bank, both of Sebring, Florida.	Newspaper: Federal Register:	Not available 07/14/2014
HERITAGE FINANCIAL GROUP, INC.	* 3A1	Heritage Financial Group, Inc., Albany, Georgia, to become a bank holding company by acquiring 100 percent of the outstanding shares of Alarion Financial Services, Inc., and its subsidiary, Alarion Bank, both of Ocala, Florida.	Newspaper: Federal Register:	07/14/2014 Not available
NATIONAL COMMERCE CORPORATION	* 3A5	National Commerce Corporation, Birmingham, Alabama, to merge with United Group Banking Company of Florida, Inc., and thereby acquire United Legacy Bank, both of Longwood, Florida.	Newspaper: Federal Register:	07/19/2014 07/21/2014

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Federal Reserve Bank of Atlanta

Availability of CRA Public Evaluations

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NONE

Institution

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Federal Reserve Bank of Chicago

Filer	Filing Type	Filing Proposal	End of Commen	t Period
FIRST FARMERS BANK & TRUST	* 18C * Branch	First Farmers Bank & Trust, Converse, Indiana, proposes to purchase the assets and assume the liabilities of the nine branches of BMO Harris Bank, N.A., Chicago, Illinois, pursuant to section 18c of the Federal Deposit Insurance Act and thereby establish branches located at 103 West National Avenue, Brazil, Indiana; 201 West Harrison, Carlisle, Indiana; 801 Main Street, Clay City, Indiana; 11612 North U.S. 41, Farmersburg, Indiana; 12 West Mill Street, Shelburn, Indiana; 32 South Court Street, Sullivan, Indiana; 3497 South U.S. Highway 41, Terre Haute, Indiana; 340 Mall Road, Logansport, Indiana; and 1710 West Kem Road, Marion, Indiana, pursuant to section 9 of the Federal Reserve Act.	Newspaper: Federal Register:	Not available Not applicable
TREYNOR BANCSHARES, INC.	* 3A3 * 3A1	Treynor Bancshares, Inc., Treynor, Iowa, to acquire 20 percent of TS Contrarian Bancshares, Inc., Treynor, Iowa, and thereby indirectly acquire The Bank of Tioga, Tioga, North Dakota. In addition, TS Contrarian Bancshares, Inc., Treynor, Iowa, to become a bank holding company by acquiring 100 percent of The Bank of Tioga, Tioga, North Dakota.	Newspaper: Federal Register:	Not available 07/21/2014

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Federal Reserve Bank of Chicago

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Quarter of

Institution Location

NONE

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Federal Reserve Bank of St. Louis

Filer	Filing Type	Filing Proposal	End of Commen	t Period
COMMUNITY BANK SHARES OF INDIANA, INC.	* 3A5	Community Bank Shares of Indiana, Inc., New Albany, Indiana, to merge with First Financial Service Corporation, Elizabethtown, Kentucky, and thereby indirectly acquire First Federal Savings Bank of Elizabethtown, Elizabethtown, Kentucky.	Newspaper: Federal Register:	07/18/2014 07/21/2014
FIRST ALLIANCE BANCSHARES, INC.	CIC	Notice by Tyrone A. Burroughs, Germantown, Tennessee, individually and as part of a family control group to gain control of First Alliance Bancshares, Inc., Cordova, Tennessee. The family control group consists of Tyrone A. Burroughs, Nelda F. Burroughs, and Burroughs Investment Group, all of Germantown, Tennessee; and Melanie B. Cole, Williamsburg, Virginia.	Newspaper: Federal Register:	06/27/2014 07/07/2014
M&P COMMUNITY BANCSHARES, INC. 401(K) EMPLOYEE STOCK OWNERSHIP PLAN	* 3A3	M&P Community Bancshares, Inc., 401(k) Employee Stock Ownership Plan, Newport, Arkansas, to acquire additional shares of M&P Community Bancshares, Inc., Newport, Arkansas, for a total of ownership of up to 37 percent.	Newspaper: Federal Register:	07/28/2014 07/18/2014

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Federal Reserve Bank of St. Louis

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Federal Reserve Bank of Minneapolis

Filer	Filing Type	Filing Proposal	End of Commen	t Period
AMERICAN STATE BANK OF GRYGLA	* 18C * Branch	American State Bank of Grygla, Grygla, Minnesota, to merge with American State Bank of Erskine, Erskine, Minnesota, and incident thereto, establish a branch.	Newspaper: Federal Register:	Not available Not applicable
FIRST AND FARMERS BANK HOLDING COMPANY, THE	CIC	Charles A. Bon, Robinson, North Dakota, and Thomas A. Bon, Fargo, North Dakota, to each acquire 25 percent or more of the shares of The First and Farmers Bank Holding Company, Portland, North Dakota, and thereby indirectly gain control of The First and Farmers Bank, Portland, North Dakota.	Newspaper: Federal Register:	06/13/2014 06/18/2014
MORRISTOWN HOLDING COMPANY	CIC	Change in Control Notice by Neil Anderson, Chanhassen, Minnesota, Charles Budde, Faribault, Minnesota, and David Hellmuth, Eden Prairie, Minnesota, as a group acting in concert, to acquire 25% percent or more of the shares of Morristown Holding Company, Excelsior, Minnesota, and thereby indirectly acquire Lake Country Community Bank, Morristown, Minnesota.	Newspaper: Federal Register:	Not available 07/07/2014

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Federal Reserve Bank of Minneapolis

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Quarter of

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Federal Reserve Bank of Kansas City

Filer	Filing Type	Filing Proposal	End of Commen	t Period
CORNERBANK, NATIONAL ASSOCIATION	Member	CornerBank, National Association, Winfield, Kansas, to retain its membership in the Federal Reserve System following its conversion from a national to a state charter.	Newspaper: Federal Register:	Not applicable Not applicable
FIRST TEAM RESOURCES CORPORATION	CIC	Notification submitted by Elizabeth Lane Bitterlin, Milford, Kansas; and Chad Edward Chase, Manhattan, Kansas, as members of the Chase Family group, to acquire control of First Team Resources Corporation, Derby, Kansas, parent of Verus Bank, Derby, Kansas.	Newspaper: Federal Register:	Not available 06/27/2014
KSRS, LLC	* 3A1	KSRS, LLC, Osceola, Missouri, to become a bank holding company by acquiring 32.11 percent of the voting shares, and together with its owners and group acting in concert to acquire control of more than 50 percent, of Bancorp II, Inc., Kansas City, Missouri, parent of Citizens Community Bank, Pilot Grove, Missouri.	Newspaper: Federal Register:	07/06/2014 07/03/2014
PLATTE VALLEY BANK	* 18C	Platte Valley Bank, Torrington, Wyoming, to purchase certain assets and assume certain liabilities of the Evansville, Wyoming branch of Buffalo Federal Bank, Buffalo, Wyoming.	Newspaper: Federal Register:	Not available Not applicable
PRAIRIE STAR BANCSHARES, INC.	CIC	Notification submitted by Prairie Star Bancshares, Inc. Revocable Trust, Michael S. Adams, trustee, Overland Park, Kansas, to acquire control of Prairie Star Bancshares, Inc., parent of Bank of the Prairie, both in Olathe, Kansas.	Newspaper: Federal Register:	07/01/2014 07/02/2014

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Federal Reserve Bank of Kansas City

Availability of CRA Public Evaluations

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Federal Reserve Bank of Dallas

Filer	Filing Type	Filing Proposal	End of Commen	t Period
CARLILE BANCSHARES, INC.	* 3A3 4c8	Carlile Bancshares, Inc., Fort Worth, Texas, to acquire 100% of the common stock of Community Bankers, Inc., Fort Worth, Texas., and therefore indirectly Community Bank, Fort Worth, Texas, and to engage in data processing activities through the acquisition of Community Data Services, Inc., Cleburne, Texas.	Newspaper: Federal Register:	Not available 07/21/2014
COMERICA BANK	* Branch	Comerica Bank, Dallas, Texas, to establish a branch at 31 68th Avenue, Coopersville, Michigan 49404.	Newspaper: Federal Register:	Not available Not applicable
DIAMOND A FINANCIAL, LP	* 4c8 * 18C * Branch	Diamond A Financial, L.P., Maedgen & White, L.P., Hilltop Holdings Inc., and PlainsCapital Corporation, all of Dallas, Texas, to acquire SWS Group, Inc., and therefore indirectly, Southwest Securities, Federal Savings Bank, both of Dallas, Texas; and for PlainsCapital Bank, Dallas, Texas, to acquire by merger Southwest Securities, Federal Savings Bank, Dallas, Texas, and to further operate all the target institution's branches as branches of PlainsCapital Bank, Dallas, Texas.	Newspaper: Federal Register:	Not available 06/19/2014
METROPLEX NORTH BANCSHARES, INC.	CIC	Notice by Robert F. Barnard, Celeste, Texas, individually, and Christopher G. Barnard and Robert F. Barnard, each of Celeste, Texas, and Bill N. Barnard, Forney, Texas, collectively, to control 25 percent or more of the shares of Metroplex North Bancshares, Inc., Celeste, Texas, and indirectly, The First Bank of Celeste, Celeste, Texas.	Newspaper: Federal Register:	Not available 06/18/2014
PLAINSCAPITAL BANK	* Branch	PlainsCapital Bank, Dallas, Texas, to establish five branches, including locations at 601 East Main Street, Alice, Texas 78332; 500 North Shoreline Boulevard, Corpus Christi, Texas 78401; 2525 Richmond Avenue, Houston, Texas 77098; 1 O'Connor Plaza, Victory, Texas 77901; and a mobile branch to serve the greater Houston area including Harris, Fort Bend, Brazoria, Galveston, Montgomery, Waller, Chambers, and Liberty Counties, Texas.	Newspaper: Federal Register:	Not available Not applicable
VIEWPOINT FINANCIAL GROUP, INC.	* 3A5	ViewPoint Financial Group, Inc., Plano, Texas, to acquire by merger 100% of the outstanding common stock of LegacyTexas Group, Inc., and indirectly LegacyTexas Bank, both of Plano, Texas.	Newspaper: Federal Register:	Not available 06/09/2014

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Federal Reserve Bank of Dallas

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Federal Reserve Bank of San Francisco

Filer	Filing Type	Filing Proposal	End of Commen	t Period
COASTAL COMMUNITY BANK	* Branch	Coastal Community Bank, Everett, Washington, to establish a branch at 319 State Avenue in Marysville, Washington.	Newspaper: Federal Register:	Not available Not applicable
HANMI BANK	* 18C * Branch	Hanmi Bank, Los Angeles, California, to acquire United Central Bank, Garland, Texas, and thereby acquire 23 branch offices.	Newspaper: Federal Register:	Not available Not applicable
PB FINANCIAL HOLDINGS, INC.	* 3A1	PB Financial Holdings, Inc., to become a bank holding company by acquiring 100 percent of Pinnacle Bank, both of Scottsdale, Arizona.	Newspaper: Federal Register:	06/12/2014 06/09/2014
TAIPEI FUBON COMMERCIAL BANK CO., LTD.	FBSEA	Taipei Fubon Commercial Bank Co., Ltd, Taipei, Taiwan, requests to establish a representative office in San Jose, California, pursuant to section 211.24(a)(1) of Regulation K.	Newspaper: Federal Register:	Not available Not applicable
TOMATOBANK, NATIONAL ASSOCIATION	Member	TomatoBank, Alhambra, California, to become a member of the Federal Reserve System.	Newspaper: Federal Register:	Not applicable Not applicable

^{*} Subject to the provisions of the Community Reinvestment Act

Federal Reserve Bank of San Francisco

Availability of CRA Public Evaluations

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

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

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

ID Institution / Location Exam Date Public Date Rating Exam Method

NONE

CRA Examinations scheduled for Quarter of

Location

CRA

CRA

NONE

Institution

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