
Federal Reserve Release



H.2

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

No. 3

Week Ending January 21, 2017

Enforcement

ServiceLink Holdings, LLC, Jacksonville, Florida (as a successor to Lender Processing Services, Inc.) -- interagency amendment to consent order issued in 2011, and assessment of a civil money penalty.

- Approved, January 16, 2017

S&R Supervision and Regulation
C&CA Consumer and Community Affairs
FOMC Federal Open Market Committee

RBOPS Reserve Bank Operations and Payment Systems
IF International Finance
MA Monetary Affairs

Bank Branches, Domestic

Richmond

Bank of the James, Lynchburg, Virginia -- to establish a branch at 3562 Electric Road, Roanoke.

- Approved, January 17, 2017

San Francisco

Commonwealth Business Bank, Los Angeles, California -- to establish a branch at 2625 Old Denton Road, Carrollton, Texas.

- Approved, January 19, 2017

San Francisco

Commonwealth Business Bank, Los Angeles, California -- to establish a branch at 2164 Royal Lane, Dallas, Texas, and to close a branch at 3030 Lyndon B. Johnson Freeway, Dallas.

- Approved, January 20, 2017

Philadelphia

Lafayette Ambassador Bank, Bethlehem, Pennsylvania -- to establish a branch at 1928 Hamilton Street, Allentown.

- Approved, January 19, 2017

Bank Holding Companies

Atlanta

First IC Corporation, Doraville, Georgia -- to become a bank holding company by acquiring First Intercontinental Bank, Doraville.

- Approved, January 17, 2017

Banks, State Member

Director, S&R

Goldman Sachs Bank USA, New York, New York -- to make a public welfare investment.

- Approved, January 17, 2017

Change in Bank Control

San Francisco

NHB Holdings, Inc., Cottonwood Heights, Utah -- to retain control of NHB Holdings, Inc., and its subsidiary, Proficio Bank, Cottonwood Heights.

- Withdrawn, January 18, 2017

Extensions of Time

Secretary

Simmons First National Corporation, Pine Bluff, Arkansas -- commenter's request to extend the comment period on the application to acquire Hardeman County Investment Company, Inc., Jackson, Tennessee, and thereby indirectly acquire First South Bank.

- Denied, January 17, 2017

Chicago

Sullivan Bancshares, Inc., Sullivan, Illinois -- extension to April 20, 2017, to merge with Moultrie Bancorp, Inc., Lovington, and thereby indirectly acquire Hardware State Bank; and for Sullivan Bancshares, Inc. Employee Savings & Retirement Plan, Sullivan, to become a bank holding company by acquiring shares of Sullivan Bancshares, Inc., and thereby acquire control of First National Bank of Sullivan.

- Granted, January 20, 2017

District: 1

Federal Reserve Bank of Boston

Filings received during the week ending January 21, 2017

Filer	Filing Type	Filing Proposal	End of Comment Period
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
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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 January 21, 2017

Filer	Filing Type	Filing Proposal	End of Comment Period
NONE			

District: 2

Federal Reserve Bank of New York

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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 January 21, 2017

Filer	Filing Type	Filing Proposal	End of Comment Period	
UNIVEST BANK AND TRUST CO.	* Branch	Univest Bank and Trust Co., Souderton, PA, to establish a Branch at 216 Harman Bridge Road, Strasburg (Ronks), PA.	Newspaper:	01/28/2017
			Federal Register:	Not applicable

District: 3

Federal Reserve Bank of Philadelphia

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: 4

Federal Reserve Bank of Cleveland

Filings received during the week ending January 21, 2017

Filer	Filing Type	Filing Proposal	End of Comment Period
NONE			

District: 4

Federal Reserve Bank of Cleveland

Availability of CRA Public Evaluations

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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

District: 5**Federal Reserve Bank of Richmond****Filings received during the week ending January 21, 2017**

Filer	Filing Type	Filing Proposal	End of Comment Period	
FIRST CITIZENS BANCSHARES INC.	* 3A3	First Citizens Bancshares, Inc., Raleigh, North Carolina, to acquire at least 5% but less than 9% of the voting securities of First Advantage Bancorp, Clarksville, Tennessee.	Newspaper:	Not available
			Federal Register:	Not available
FIRST REGION BANCSHARES, INC.	CIC	George W. McCall, Cedar Bluff, Virginia, to individually and as a group acting in concert with Haley McLaren, Richmond, Virginia, Connor McCall, Richmond, Virginia, Lisa Merritt, Asheville, North Carolina, Jack D. Merritt, Jr., Abingdon, Virginia, and George W. McCall as trustee of the First Sentinel Bank Employee Stock Ownership Plan of Richlands, Virginia, to control 25% or more of First Region Bancshares, Inc., Richlands, Virginia.	Newspaper:	02/02/2017
			Federal Register:	Not available
SOUTHERN NATIONAL BANCORP OF VIRGINIA, INC.	* 3A5 4c8 * 18C * Branch	Southern National Bancorp of Virginia, Inc., McLean, Virginia, to acquire Eastern Virginia Bankshares, Inc., Glen Allen, Virginia, and thereby indirectly acquire EVB, Tappahannock, Virginia, and engage in nonbank activities pursuant to Sections 3 and 4 of the Bank Holding Company Act. Additionally, Sonabank, McLean, Virginia, has applied to merge with EVB.	Newspaper:	02/12/2017
			Federal Register:	02/10/2017

District: 5

Federal Reserve Bank of Richmond

Availability of CRA Public Evaluations

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Institution	Location

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District: 6**Federal Reserve Bank of Atlanta****Filings received during the week ending January 21, 2017**

Filer	Filing Type	Filing Proposal	End of Comment Period	
COMMUNITY FIRST BANCSHARES, MHC	* MHC Formation * MHC Mid-Tier Formation	Applications by Community First Bancshares, MHC, to become a mutual savings and loan holding company, and Community First Bancshares, Inc., to become a mid-tier stock savings and loan holding company, by acquiring 100 percent of Newton Federal Bank, all of Covington, Georgia.	Newspaper: Federal Register:	01/10/2017 01/18/2017
OCEAN BANKSHARES, INC.	CIC	After-the-fact notification filed by: 1) A. Alfonso Macedo, Adriana Macedo Moncayo, Olga E. Macedo, and Sandra Macedo Moncayo (the Macedo Family); 2) Javier Macedo Rodriguez, Belkis Macedo de Graterol, Candida Isabel Macedo Rodriguez, and Nelly Macedo Rodriguez (the Rodriguez Family); and 3) Ernesto de Abreu Gonzalez, Carmen Elena de Abreu, Mercedes Coromoto de Abreu Gonzalez, and Jose Alberto de Abreu Gonzalez (the Gonzalez Family) and the Macedo, Rodriguez, and Gonzalez Families' multiple related companies, partnerships, trusts, and trustees to maintain control of Ocean Bankshares, Inc. (Bankshares) and its subsidiary, Ocean Bank (Bank), both of Miami, Florida, pursuant to the Change in Bank Control Act of 1978.	Newspaper: Federal Register:	08/27/2015 Not available
PEOPLES INDEPENDENT BANCSHARES, INC.	* 3A3 * 3A1	People Independent Bancshares, Inc., Boaz, Alabama, to acquire 100 percent of the outstanding shares of Horizon Bank, Fyffe, Alabama. In connection, Peoples Independent Bank, Boaz, Alabama, to become a bank holding company for a moment in time by acquiring 100 percent of the outstanding shares of Horizon Bank, Fyffe, Alabama.	Newspaper: Federal Register:	02/11/2017 02/13/2017
PROFESSIONAL BANK	* Branch	Professional Bank, Coral Gables, Florida, to establish a branch located at 5100 PGA Boulevard, Suite 101, Palm Beach Gardens, Florida.	Newspaper: Federal Register:	01/24/2017 Not applicable

District: 6

Federal Reserve Bank of Atlanta

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: 7

Federal Reserve Bank of Chicago

Filings received during the week ending January 21, 2017

Filer	Filing Type	Filing Proposal	End of Comment Period	
Audubon County Investment Company	* 3A1	Audubon County Investment Company, Audubon, Iowa, to become a bank holding company through the acquisition of Audubon State Bank, Audubon, Iowa.	Newspaper:	Not available
			Federal Register:	Not available
CANADIAN IMPERIAL BANK OF COMMERCE	* 3A3 * 3A1	Canadian Imperial Bank of Commerce, Toronto, Canada and its wholly-owned subsidiary, CIBC Holdco Inc., New York, New York, to acquire PrivateBancorp, Inc., and thereby indirectly acquire The PrivateBank and Trust Company, both in Chicago, Illinois, pursuant to Sections 3(a)(1), (2) and (3) of the Bank Holding Company Act of 1956, as amended. In connection with the transaction, CIBC Holdco Inc., New York, New York, has also elected to become a financial holding company.	Newspaper:	Not available
			Federal Register:	09/26/2016
GUARANTY BANKSHARES, LTD.	CIC	Robert David Becker, individually and as trustee for The Harold M. Becker Irrevocable Children's Trust, Cedar Rapids, Iowa, together with Sherri A. Becker, Kansas City, Missouri, Linda Deaktor, Chatsworth, California, Deborah B. Josephson, as trustee for the Deborah B. Josephson Revocable Trust, Omaha, Nebraska, Erik Leibsohn, Paradise Vally, Arizona, Steve Leibsohn, Scottsdale, Arizona, and Matthew Rose, Phoenix, Arizona, as a group acting in concert to retain voting control of 68.97 percent of Guaranty Bankshares, Ltd and thereby indirectly retain control of Guaranty Bank and Trust Company, both of Cedar Rapids, Iowa.	Newspaper:	Not available
			Federal Register:	01/10/2017
HOYNE SAVINGS, MHC	* SLHC Acquisition	Hoyne Savings, MHC and Hoyne Financial Corporation, both of Chicago, Illinois intend to acquire 100 percent of Prospect Federal Savings Bank, Worth, Illinois, and merge it with and into Hoyne Savings Bank, Chicago, Illinois.	Newspaper:	Not available
			Federal Register:	Not available
NICOLET BANKSHARES, INC.	* 3A5	Nicolet Bankshares, Inc., Green Bay, Wisconsin, to acquire 100 percent of First Menasha Bancshares, Inc., Neenah, Wisconsin and thereby indirectly acquire The First National Bank -Fox Valley, Neenah, Wisconsin.	Newspaper:	Not available
			Federal Register:	Not available
WAUPACA BANCORPORATION, INC.	CIC	Stone Pillar Investments, Ltd., Chicago, Illinois, to acquire 10 percent or more of the shares Waupaca Bancorporation, Inc., Waupaca, Wisconsin, and thereby indirectly acquire control of First National Bank, Waupaca, Wisconsin.	Newspaper:	Not available
			Federal Register:	Not available

District: 7

Federal Reserve Bank of Chicago

Filings received during the week ending January 21, 2017

Filer	Filing Type	Filing Proposal	End of Comment Period	
WOODTRUST FINANCIAL COF	CIC	Steven Bell individually and as Trustee Steven Bell Revocable Trust under Agreement, dtd 10/21/2009; Paula Bell Trustee Paula Bell Revocable Trust under Agreement dtd 10/21/2009; Elizabeth Killian Trustee Elizabeth Bell Killian Revocable Trust, dtd 08/03/2005; Rebecca Kettleson Trustee Rebecca Lynn Kettleson Revocable Trust, dtd 06/10/2005; Margaret Bell Trustee Margaret S. Bell Revocable Trust, dtd 05/25/2005; Steven Bell Trustee Paula Bell 2009 GRAT FBO Children, Paula Bell Second 2009 GRAT FBO Rebecca Kettleson, Paula Bell Second 2009 GRAT FBO Elizabeth Killian, and Paula Bell Second 2009 GRAT FBO Margaret Bell; Chad or Deborah Kane Trustees Chad and Deborah Kane Revocable Trust, dtd 01/22/2016; Steven Bell Trustee Paula Bell GRAT FBO Chad Kane; Steven Bell Trustee Paula Bell Second GRAT FBO Chad Kane; Catherine Bell Trustee Catherine Bell Revocable Trust, dtd 05/06/2010; James and Susan Mance Trustees Mance Family Revocable Trust; Linda Growney Trustee Linda Growney Revocable Trust dtd 06/09/2008; (Control Group) to retain control of more than 25 percent of the voting shares of WoodTrust Financial Corporation, and thereby indirectly control WoodTrust Bank, both of Wisconsin Rapids, Wisconsin.	Newspaper:	Not available
			Federal Register:	01/25/2017

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 January 21, 2017**

Filer	Filing Type	Filing Proposal	End of Comment Period	
FIRST BANK	* Branch	First Bank, Creve Coeur, Missouri, to establish a branch to be located at 3101 Zinfandel Drive, Rancho Cordova, California.	Newspaper:	01/28/2017
			Federal Register:	Not applicable
MAGNOLIA BANKING CORPORATION	CIC	Notice by T.H. Bradley, Jr., Magnolia, Arkansas, as trustee of the T.H. Bradley, Jr. Revocable Trust, Paula Bradley Smith, Magnolia, Arkansas, as trustee of the Paula Bradley Smith Revocable Trust, Thomas E. Smith, Magnolia, Arkansas, individually and as trustee of the Thomas E. Smith Revocable Trust, and Shannon Bradley Stuart, Magnolia, Arkansas, to collectively acquire an additional 3.30 percent of the shares and thereby control 19.23 percent of Magnolia Banking Corporation, Magnolia, Arkansas.	Newspaper:	01/28/2017
			Federal Register:	01/25/2017

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

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District: 9**Federal Reserve Bank of Minneapolis****Filings received during the week ending January 21, 2017**

Filer	Filing Type	Filing Proposal	End of Comment Period	
ADAMS BANCSHARES, INC.	CIC	Change in Control Notice by Timothy M. Schneider, Adams, Minnesota, individually and as trustee of the Timothy Schneider Irrevocable Trust to acquire control of 10% or more of the voting shares of Adams Bancshares, Adams, Minnesota. In addition, the Trust is filing to acquire control of Company shares as part of the Schneider family shareholder group, and thereby indirectly acquire control of United Farmers State Bank, Adams, Minnesota.	Newspaper:	01/18/2017
			Federal Register:	01/24/2017
HAZEN BANCORPORATION, INC.	* 3A3	Hazen Bancorporation, Inc., Hazen, North Dakota, to increase its ownership in North Star Holding Company, Inc., Jamestown, North Dakota, as a result of a stock redemption of North Star Holding Company, and thereby indirectly increase its control of Unison Bank, Jamestown, North Dakota.	Newspaper:	Not available
			Federal Register:	02/14/2017
MCINTOSH COUNTY BANK HOLDING COMPANY, INC.	* 3A3	McIntosh County Bank Holding Company, Inc., Ashley, North Dakota, to increase its ownership in North Star Holding Company, Inc., Jamestown, North Dakota, as a result of a stock redemption of North Star Holding Company, and thereby indirectly increase its control of Unison Bank, Jamestown, North Dakota.	Newspaper:	Not available
			Federal Register:	02/14/2017
WADENA BANKSHARES, INC.	* 3A3 * 18C * Branch	Wadena Bankshares Inc., Wadena, Minnesota, to acquire 100% of FNB Acquisition Holding Corporation, Wadena, Minnesota. In addition, Wadena State Bank, Wadena, Minnesota, to merge with The First National Bank in Wadena, Wadena, Minnesota, and incident thereto, establish a branch.	Newspaper:	Not available
			Federal Register:	Not available

District: 9

Federal Reserve Bank of Minneapolis

Availability of CRA Public Evaluations

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NONE

CRA Examinations scheduled for	Quarter of
Institution	Location

NONE

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District: 10

Federal Reserve Bank of Kansas City

Filings received during the week ending January 21, 2017

Filer	Filing Type	Filing Proposal	End of Comment Period	
FIRST STATE FINANCIAL CORPORATION	CIC	Douglas Briggs, Olathe, Kansas, to retain control of First State Financial Corporation, Overland Park, Kansas, and for approval as a member of the Peters Family Group. In addition, Leigh Briggs, Olathe, Kansas; Christina Peters, Steamboat Springs, Colorado; and Jodi Peters Lightfoot, Steamboat Springs, Colorado, to retain shares of First State Financial Corporation and for approval as members of the Peters Family Group. First State Financial Corporation controls The First State Bank and Trust Company of Larned, Kansas.	Newspaper: Federal Register:	Not available Not available
WOODSTOCK LAND AND CATTLE COMPANY	CIC	James R. Barta, Fremont, Nebraska, to acquire control of Woodstock Land and Cattle Company, parent of Fullerton National Bank, both of Fullerton, Nebraska, through the acquisition of voting shares. In addition, Jack Barta, Fremont, Nebraska, and Walter Hoff, Atlanta, Georgia, to acquire shares of Woodstock Land and Cattle Company, and for approval as members of the Barta/Hoff Control Group.	Newspaper: Federal Register:	Not available 01/30/2017

District: 10

Federal Reserve Bank of Kansas City

Availability of CRA Public Evaluations

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NONE

CRA Examinations scheduled for	Quarter of
Institution	Location

NONE

District: 11**Federal Reserve Bank of Dallas****Filings received during the week ending January 21, 2017**

Filer	Filing Type	Filing Proposal	End of Comment Period	
CAPTEX BANCSHARES, INC.	* 3A1	Application by Captex Bancshares, Inc., Bryan, Texas, to become a bank holding company by acquiring 100 percent of Trenton Bankshares, Inc., and therefore indirectly, First National Bank of Trenton, both of Trenton, Texas.	Newspaper: Federal Register:	Not available Not available
FROST BANK	* Branch	Application by Frost Bank, San Antonio, Texas, to open a branch office at 1812 Spring Cypress Road, Spring, Texas 77388.	Newspaper: Federal Register:	Not available Not applicable
FROST BANK	* Branch	Application by Frost Bank, San Antonio, Texas, to open a branch office at 3201 East Sam Houston Parkway South, Pasadena, Texas 77505.	Newspaper: Federal Register:	Not available Not applicable
HUNTINGTON BANCSHARES, INC.	CIC	Notice by Randall D. Lowery, individually and Melody Lowery, individually, both located in Huntington, Texas; and collectively, a group acting in concert, to acquire 25 percent or more of Huntington Bancshares, Inc., Huntington, Texas, and therefore, indirectly, Huntington State Bank, Huntington, Texas.	Newspaper: Federal Register:	Not available Not available
MNB VENTURES, INC.	CIC	Retroactive notice filed by the MNB 2016 Stock Trust, Edinburg, Texas and Jose Quiroga, Edinburg, Texas individually and as trustee of the MNB 2016 Stock Trust, to acquire and retain more than 25 percent of the shares and thereby control of MNB Ventures, Inc., and indirectly, Texas National Bank, both of Mercedes, Texas.	Newspaper: Federal Register:	Not available Not available
VERITEX COMMUNITY BANK	* 18C * Branch	Application by Veritex Community Bank, Dallas, Texas, to acquire by merger Sovereign Bank, Dallas, Texas, and to establish ten(10) Sovereign Bank locations as branches of Veritex Community Bank.	Newspaper: Federal Register:	Not available Not applicable
VERITEX HOLDINGS, INC.	* 3A5	Application by Veritex Holdings, Inc., Dallas, Texas, to acquire by merger Sovereign Bancshares, Inc., and indirectly Sovereign Bank, both of Dallas, Texas.	Newspaper: Federal Register:	02/12/2017 Not available

District: 11

Federal Reserve Bank of Dallas

Availability of CRA Public Evaluations

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NONE

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Institution	Location

NONE

District: 12

Federal Reserve Bank of San Francisco

Filings received during the week ending January 21, 2017

Filer	Filing Type	Filing Proposal	End of Comment Period
NONE			

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
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NONE

CRA Examinations scheduled for	Quarter of
Institution	Location

NONE

* Subject to the provisions of the Community Reinvestment Act