
Federal Reserve Release



H.2

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

No. 5

Week Ending January 29, 2000

Testimony And Statements

Hearing on nomination -- statement by Alan Greenspan before the Senate Committee on Banking, Housing, and Urban Affairs at hearing on his nomination for a fourth term as Chairman of the Board.

- Published, January 26, 2000

Bank Holding Companies

Centura Banks, Inc., Rocky Mount, North Carolina -- to merge with Triangle Bancorp, Raleigh, and thereby acquire Triangle Bank and Bank of Mecklenburg, Charlotte, and nonbanking subsidiary Coastal Leasing, LLC, Greenville; and for Centura Bank, Rocky Mount, to merge with Triangle Bank and Bank of Mecklenburg, and thereby establish branches.

- Approved, January 27, 2000

First Security Corporation, Salt Lake City, Utah -- commenter's request for reconsideration of the Board's approval of the proposed merger with Zions Bancorporation.

- Denied, January 20, 2000 (AC)

Old Kent Financial Corporation, Grand Rapids, Michigan -- to merge with Merchants Bancorp, Inc., Aurora, Illinois, and thereby acquire Merchants National Bank of Aurora; and for Old Kent Bank to merge with Merchants National Bank of Aurora and thereby establish branches.

- Approved, January 27, 2000

Banks, Foreign

E.Sun Commercial Bank, Limited, Taipei, Taiwan -- to establish a branch in Los Angeles, California.

- Approved, January 24, 2000

Forms

Recordkeeping and disclosure requirements in connection with Regulation Z (Truth in Lending) -- proposed extension without revision.

- Approved, January 24, 2000

Enforcement

First Western Bank, Cooper City, Florida -- issuance of a consent order against Solomon King, an institution-affiliated party.

- Announced, January 19, 2000 (AC)

Enforcement

Midwest Bank and Trust Company, Elmwood Park, Illinois -- issuance of an order of prohibition against Christopher J. Woods, a former assistant vice president and institution-affiliated party.

- Announced, January 19, 2000 (AC)

| | | | |
|-----------------|------------------------------------|--------------|---|
| BS&R | Banking Supervision and Regulation | RBOPS | Reserve Bank Operations and Payment |
| C&CA | Consumer and Community Affairs | IF | International Finance |
| FOMC | Federal Open Market Committee | OSDM | Office of Staff Director for Management |

Bank Branches, Domestic

St. Louis

Bank of Bentonville, Bentonville, Arkansas -- to establish a branch at 2214 Fayetteville Road, Van Buren.
- Approved, January 26, 2000

Secretary

Centura Bank, Rocky Mount, North Carolina -- to establish a branch at 823 S. Main Street, Kernersville.
- Approved, January 27, 2000

Kansas City

Citizens State Bank, Cortez, Colorado -- to establish a de novo branch at 1835 East Main, Cortez.
- Approved, January 24, 2000 (AC)

Chicago

The Farmers State Bank of Waupaca, Waupaca, Wisconsin -- to establish a branch at 205 N. Main Street, Wild Rose.
- Approved, January 24, 2000

Chicago

First Bank of Berne, Berne, Indiana -- to establish a branch at 185 Industrial Drive, Portland.
- Approved, January 24, 2000

Cleveland

North Side Bank & Trust Company, Cincinnati, Ohio -- to establish a branch at 5329 Foley Road, Cincinnati.
- Approved, January 24, 2000

Dallas

Texas Bank, Weatherford, Texas -- to establish a branch at 3141 U.S. Highway 180, Hudson Oaks.
- Approved, January 28, 2000

Bank Branches, Domestic

Dallas

United Central Bank, Garland, Texas -- to establish a branch at 5910 Hillcroft, Houston.

- Withdrawn, January 27, 2000

Richmond

Virginia Heartland Bank, Fredericksburg, Virginia -- to establish a branch at Route 17 and Greenbank Road, Falmouth.

- Approved, January 28, 2000

Bank Holding Companies

Atlanta

Appalachian Bancshares, Inc., Ellijay, Georgia -- modification of a commitment.

- Withdrawn, January 27, 2000

Richmond

Bank of America Corporation, Charlotte, North Carolina, and NB Holdings Corporation -- to acquire Bank of America Oregon, National Association, Portland, Oregon, a de novo bank.

- Approved, January 25, 2000

New York

Berkshire Bancorp Inc., New York, New York -- to engage de novo in certain credit card authorization and processing activities.

- Approved, January 26, 2000

Chicago

Capitol Bancorp, Ltd., Lansing, Michigan -- to acquire shares of Sunrise Bank of Albuquerque, Albuquerque, New Mexico, a de novo bank.

- Withdrawn, January 26, 2000

Chicago

Capitol Bancorp, Ltd., Lansing, Michigan -- to acquire shares of Black Mountain Community Bank, Henderson, Nevada, a de novo bank.

- Returned, January 28, 2000

Bank Holding Companies

Atlanta

CenterState Banks of Florida, Inc., Winter Haven, Florida -- to become a bank holding company through the acquisition of First National Bank of Polk County, Winter Haven; First National Bank of Osceola County, Kissimmee; and Community National Bank of Pasco County, Zephyrhills.

- Approved, January 28, 2000

Atlanta

Central Progressive Bancshares, Inc., Hammond, Louisiana -- to engage de novo in making, acquiring, brokering, or servicing loans or other extensions of credit.

- Approved, January 28, 2000

Atlanta

Century South Banks, Inc., Dahlonega, Georgia -- to merge with Lanier Bankshares, Inc. and thereby acquire Lanier National Bank, Gainesville.

- Approved, January 28, 2000

New York

Deutsche Bank AG, Frankfurt, Germany -- to acquire Keyboard Acceptance Corporation and Signature Leasing Company, both of Mason, Ohio, through its subsidiary, Deutsche Financial Services, Inc., St. Louis, Missouri, and thereby engage in certain nonbanking activities.

- Approved, January 26, 2000

Chicago

First Farmers Financial Corporation, Converse, Indiana -- to acquire shares of Independent Bankers Life Reinsurance Company of Indiana Ltd., Turks and Caicos Islands, and thereby engage in the reinsurance of credit life, accident, and health insurance.

- Approved, January 27, 2000

Kansas City

First Mountain Company KSOP Plan, Montrose, Colorado -- to acquire shares of First Mountain Company.

- Approved, January 25, 2000

Bank Holding Companies

San Francisco

Humboldt Bancorp, Eureka, California -- to acquire Global Bancorp and its subsidiary, Capitol Thrift & Loan Association, both in Napa, and thereby engage in industrial banking.

- Approved, January 27, 2000

Chicago

Nevada Community Bancorp Limited, Las Vegas Nevada -- to acquire shares of Black Mountain Community Bank, Henderson, Nevada, a de novo bank.

- Returned, January 28, 2000

Kansas City

Northern Missouri Bancshares, Inc., Unionville, Missouri -- to acquire First National Bancshares of Gallatin, Inc., Gallatin.

- Approved, January 26, 2000

Secretary

Old National Bancorp, Evansville, Indiana -- to merge with ANB Corporation, Muncie, and thereby acquire American National Bank and Trust Company; Peoples Loan and Trust Bank, Winchester; and Farmers State Bank of Union City, Union City, Ohio; and ANB's nonbank subsidiary, American National Trust and Investment Management Company, Muncie.

- Approved, January 27, 2000

Secretary

Old National Bancorp, Evansville, Indiana -- to merge with Heritage Financial Services, Inc., Clarksville, Tennessee, and thereby acquire Heritage Bank.

- Approved, January 27, 2000

San Francisco

PremierWest Bancorp, Medford, Oregon -- to become a bank holding company through the acquisition of Bank of Southern Oregon, and to merge with United Bancorp, Roseburg, and thereby acquire Douglas National Bank and DNB Mortgage Company.

- Approved, January 26, 2000

Bank Holding Companies

Chicago

Sun Community Bancorp Limited, Phoenix, Arizona -- to acquire shares of Sunrise Bank of Albuquerque, Albuquerque, New Mexico, a de novo bank.
- Withdrawn, January 26, 2000

Chicago

Sun Community Bancorp Limited, Phoenix, Arizona -- to acquire shares of Black Mountain Community Bank, Henderson, Nevada, a de novo bank.
- Returned, January 28, 2000

Chicago

Sunrise Capital Corporation, Phoenix, Arizona -- to acquire shares of Sunrise Bank of Albuquerque, Albuquerque, New Mexico, a de novo bank.
- Withdrawn, January 26, 2000

Bank Mergers

Kansas City

Gold Bank, Leawood, Kansas -- to merge with First Business Bank of Kansas City, NA, Kansas City, Missouri, and thereby establish a branch at 800 W. 47th Street.
- Approved, January 24, 2000

Capital Stock

Chicago

Madison Holding Company, Winterset, Iowa -- redemption of shares.
- Approved, January 25, 2000

Kansas City

Second Century Financial Corporation, Perry, Kansas -- treasury stock transaction.
- Approved, January 27, 2000

Change In Bank Control

Chicago

Horizon Bancorp, Michigan City, Indiana -- change in bank control.
- Returned, January 28, 2000

Competitive Factors Reports

Minneapolis

American Federal Savings Bank, Helena, Montana -- report on competitive factors of its proposed reorganization as a mutual holding company.

- Submitted, January 24, 2000

St. Louis

Bank of Kampsville, Kampsville, Illinois -- report on competitive factors of the proposed purchase of assets and assumption of liabilities of the Pleasant Hill branch of First Bank, Creve Coeur, Missouri.

- Submitted, January 24, 2000

San Francisco

Bank of Southern Oregon, Medford, Oregon -- report on competitive factors of the proposed merger with Douglas National Bank, Roseburg.

- Submitted, January 24, 2000

Richmond

The Columbia Bank, Columbia, Maryland -- report on competitive factors of the proposed merger with Suburban Bank of Maryland, Greenbelt, Maryland.

- Submitted, January 28, 2000

Chicago

Dairyman's State Bank, Clintonville, Wisconsin -- report on competitive factors of the proposed merger with Neighborhood State Bank, Nichols.

- Submitted, January 24, 2000

Richmond

First South Bank, Washington, North Carolina -- report on competitive factors of the proposed purchase of certain assets and assumption of certain deposit liabilities of six branches of Triangle Bank, Raleigh, in Tarboro, Dortches, and Rocky Mount.

- Submitted, January 28, 2000

Richmond

Gateway Bank & Trust, Elizabeth City, North Carolina -- report on competitive factors of the proposed purchase of assets and assumption of liabilities of the Plymouth and Roper branches of Triangle Bank, Raleigh.

- Submitted, January 28, 2000

Competitive Factors Reports

Chicago

Liberty Bank, FSB, Arnolds Park, Iowa -- report on competitive factors of the proposed acquisition of two branches of Mercantile Bank Midwest, Des Moines.
- Submitted, January 24, 2000

San Francisco

NB Merger Corporation, Ontario, California -- report on competitive factors of the proposed merger with Network Bank USA.
- Submitted, January 25, 2000

San Francisco

Norwest Bank Arizona, N.A., Phoenix, Arizona -- report on competitive factors of the proposed purchase of the assets and assumption of the liabilities of certain Arizona branches of Wells Fargo Bank, N.A., San Francisco, California.
- Submitted, January 27, 2000

Cleveland

Peoples Building Loan and Savings Co., Lebanon, Ohio -- report on competitive factors of the proposed merger with Peoples Community Bancorp, Inc., and The Oakley Improved Building & Loan Company, Cincinnati.
- Submitted, January 24, 2000

San Francisco

Sacramento Commercial Bank, Sacramento, California -- report on competitive factors of the proposed merger with Sacramento Merger Co.
- Submitted, January 25, 2000

Boston

The Savings Bank of Manchester, Manchester, Connecticut -- report on competitive factors of the proposed merger with The Interim Savings Bank, formerly Connecticut Bankshares, M.H.C.
- Submitted, January 25, 2000

Richmond

Waccamaw Bank, Whiteville, North Carolina -- report on competitive factors of the proposed purchase of assets and assumption of deposit liabilities of the Chadbourn branch of Centura Bank, Rocky Mount.
- Submitted, January 28, 2000

Competitive Factors Reports

Kansas City

Wyoming Trust and Management Company, Gillette, Wyoming -- report on competitive factors of the proposed merger with U.S. Bank National Association, Minneapolis, Minnesota.

- Submitted, January 25, 2000

Extensions Of Time

Atlanta

Interim First Capital Corporation, Norcross, Georgia -- extension to April 25, 2000, to become a bank holding company through the acquisition of First Capital Bank.

- Granted, January 25, 2000

Director, BS&R

U.S. Bancorp, Minneapolis, Minnesota -- extension to January 24, 2001, to divest of certain real estate investments.

- Granted, January 24, 2000

Membership

San Francisco

Heritage Bank of Commerce, San Jose, California -- membership in the Federal Reserve System.

- Approved, January 26, 2000

District 1

Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, January 29, 2000

Section I – Applications subject to newspaper notice only

| <i>Type</i> | <i>Application</i> | <i>Ending date of comment period</i> |
|-------------|--------------------|--|
| None | | |

Section II – Applications subject to both newspaper and Federal Register notice

| <i>Type</i> | <i>Application</i> | <i>Ending date of comment period</i> |
|-------------|--------------------|--|
| None | | |

Section III – Applications subject to Federal Register notice only

| <i>Type</i> | <i>Application</i> | <i>Ending date of comment period</i> |
|-------------|--------------------|--|
| None | | |

Section IV – Applications not subject to Federal Register or newspaper notice

| <i>Type</i> | <i>Application</i> | |
|-------------|--------------------|--|
| None | | |

Section V – 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.

| <i>RSSD number</i> | <i>Institution/Location</i> | <i>Examination date</i> | <i>CRA public date</i> | <i>CRA rating</i> | <i>Exam type</i> | |
|------------------------|-----------------------------|-----------------------------|----------------------------|-----------------------|------------------|-------------|
| | | | | | <i>LrgBk</i> | <i>SmBk</i> |
| None | | | | | | |

Section VI – CRA examinations scheduled for Quarter of

| <i>Institution</i> | <i>Location</i> |
|--------------------|-----------------|
| None | |

District 2

Federal Reserve Bank of New York

Applications and notifications filed during the week ending Saturday, January 29, 2000

Section I – Applications subject to newspaper notice only

| <i>Type</i> | <i>Application</i> | <i>Ending date of comment period</i> |
|-------------|---|--------------------------------------|
| FBSEA | Banca Intessa S.P.A., Milano, Italy, to establish a branch in New York, New York, and to establish representative offices in Chicago, Illinois and San Francisco, California. | Newspaper – N/Avail |
| FBSEA | UBS AG, Zurich, Switzerland, to establish a representative office in Boston, Massachusetts. | Newspaper – N/Avail |
| FBSEA | Credit Commercial de France, Paris, France, to establish a representative office in New York, New York. | Newspaper – N/Avail |
| FBSEA | Banco Comercial Portugues, S.A., Porto, Portugal, to establish a representative office in Miami, Florida. | Newspaper – N/Avail |
| FBSEA | Turkiye Is Bankasi A.S., Ankara, Turkey, to establish a representative office in New York, New York. | Newspaper – N/Avail |
| FBSEA | Arab Banking Corporation (B.S.C.), Manama, Bahrain, to establish a federally licensed uninsured branch in Greenwich, Connecticut. | Newspaper – N/Avail |
| 18(c) | European American Bank, New York, New York, to merge with Olympian Bank, Brooklyn, New York.* | Newspaper – 02/17/2000 |

* Subject to the provisions of the Community Reinvestment Act

Section II – Applications subject to both newspaper and Federal Register notice

| <i>Type</i> | <i>Application</i> | <i>Ending date of comment period</i> |
|-------------|--------------------|--------------------------------------|
| None | | |

Section III – Applications subject to Federal Register notice only

| <i>Type</i> | <i>Application</i> | <i>Ending date of comment period</i> |
|-------------|--|--------------------------------------|
| 4(c)(8) | Societe Generale, Paris, France, to purchase, through its indirect wholly owned subsidiary, Societe Generale Investment Corporation, the equivalent of 27 percent of the outstanding voting equity securities of IPO.COM, Inc, a Delaware corporation, and thereby engage in data processing activities. | Fed Reg – N/Avail |

Section IV – Applications not subject to Federal Register or newspaper notice

| <i>Type</i> | <i>Application</i> |
|-------------|--------------------|
| None | |

Section V – 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.

| <i>RSSD number</i> | <i>Institution/Location</i> | <i>Examination date</i> | <i>CRA public date</i> | <i>CRA rating</i> | <i>Exam type</i> | |
|--------------------|-----------------------------|-------------------------|------------------------|-------------------|------------------|-------------|
| | | | | | <i>LrgBk</i> | <i>SmBk</i> |
| None | | | | | | |

Section VI – CRA examinations scheduled for

Quarter of

| <i>Institution</i> | <i>Location</i> |
|--------------------|-----------------|
| None | |

District 3

Federal Reserve Bank of Philadelphia

Applications and notifications filed during the week ending Saturday, January 29, 2000

Section I – Applications subject to newspaper notice only

| <i>Type</i> | <i>Application</i> | <i>Ending date of comment period</i> |
|-------------|--------------------|--|
| None | | |

Section II – Applications subject to both newspaper and Federal Register notice

| <i>Type</i> | <i>Application</i> | <i>Ending date of comment period</i> |
|-------------|--------------------|--|
| None | | |

Section III – Applications subject to Federal Register notice only

| <i>Type</i> | <i>Application</i> | <i>Ending date of comment period</i> |
|-------------|--------------------|--|
| None | | |

Section IV – Applications not subject to Federal Register or newspaper notice

| <i>Type</i> | <i>Application</i> | |
|-------------|--------------------|--|
| None | | |

Section V – Availability of CRA public evaluations

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

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

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

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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.

| <i>RSSD</i> | | <i>Examination</i> | <i>CRA</i> | <i>CRA</i> | <i>Exam type</i> | |
|---------------|-----------------------------|--------------------|--------------------|---------------|------------------|-------------|
| <i>number</i> | <i>Institution/Location</i> | <i>date</i> | <i>public date</i> | <i>rating</i> | <i>LrgBk</i> | <i>SmBk</i> |
| None | | | | | | |

Section VI – CRA examinations scheduled for Quarter of

| <i>Institution</i> | <i>Location</i> |
|--------------------|-----------------|
| None | |

District 4

Federal Reserve Bank of Cleveland

Applications and notifications filed during the week ending Saturday, January 29, 2000

Section I – Applications subject to newspaper notice only

| <i>Type</i> | <i>Application</i> | <i>Ending date of comment period</i> |
|-------------|--------------------|--------------------------------------|
| None | | |

Section II – Applications subject to both newspaper and Federal Register notice

| <i>Type</i> | <i>Application</i> | <i>Ending date of comment period</i> |
|-------------|--|--------------------------------------|
| 3(a)(3) | Received application from Citizens, Incorporated, Evans City, PA on 01/25/2000 to acquire up to 10.00% of the outstanding voting shares of Bay National Corporation, Lutherville Timonium, MD. | Not Yet Known |

Section III – Applications subject to Federal Register notice only

| <i>Type</i> | <i>Application</i> | <i>Ending date of comment period</i> |
|-------------|---|--------------------------------------|
| 4(c)(8) | Received notification from Fifth Third Bancorp, Cincinnati, OH on 01/25/2000 of its intent to engage de novo in certain commercial lending activities that are encompassed by Section 225.28(b)(1) of Regulation Y. These activities will be conducted by a new, wholly-owned subsidiary, Fifth Third Capital Funding. LLC. | Not Yet Known |

Section IV – Applications not subject to Federal Register or newspaper notice

| <i>Type</i> | <i>Application</i> | |
|-------------|--------------------|--|
| None | | |

Section V – 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.

| <i>RSSD number</i> | <i>Institution/Location</i> | <i>Examination date</i> | <i>CRA public date</i> | <i>CRA rating</i> | <i>Exam type</i> | |
|------------------------|---|-----------------------------|----------------------------|-----------------------|------------------|-------------|
| | | | | | <i>LrgBk</i> | <i>SmBk</i> |
| 368522 | Apollo Trust Company 201 North Warren Avenue Apollo, PA 15613 | 11/01/1999 | 01/31/2000 | S | | X |

Section VI – CRA examinations scheduled for Quarter of

Institution *Location*

None

District 5

Federal Reserve Bank of Richmond

Applications and notifications filed during the week ending Saturday, January 29, 2000

Section I – Applications subject to newspaper notice only

| <i>Type</i> | <i>Application</i> | <i>Ending date of comment period</i> |
|-------------|--------------------|--------------------------------------|
| None | | |

Section II – Applications subject to both newspaper and Federal Register notice

| <i>Type</i> | <i>Application</i> | <i>Ending date of comment period</i> |
|-------------|---|--|
| 3(a)(5) | First Charter Corporation, Durham, North Carolina, to acquire Carolina First BancShares, Inc., Lincolnton, North Carolina.* | Fed Reg – N/Avail Newspaper –N/Avail |
| 3(a)(5) | BB&T Corporation, Winston-Salem, North Carolina, to acquire First Banking Company of Southeast Georgia, Statesboro, Georgia.* | Fed Reg –N/Avail Newspaper - 02/22/2000 |

*Subject to the provisions of the Community Reinvestment Act.

Section III – Applications subject to Federal Register notice only

| <i>Type</i> | <i>Application</i> | <i>Ending date of comment period</i> |
|-------------|--------------------|--------------------------------------|
| None | | |

Section IV – Applications not subject to Federal Register or newspaper notice

| <i>Type</i> | <i>Application</i> | <i>Ending date of comment period</i> |
|-------------|--------------------|--------------------------------------|
| None | | |

Section V – 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.

| <i>RSSD number</i> | <i>Institution/Location</i> | <i>Examination date</i> | <i>CRA public date</i> | <i>CRA rating</i> | <i>Exam type</i> | |
|--------------------|---|-------------------------|------------------------|-------------------|------------------|-------------|
| | | | | | <i>LrgBk</i> | <i>SmBk</i> |
| 1162549 | Triangle Bank 4800 Six Forks Road Raleigh, North Carolina 27609 | 09/27/1999 | 01/27/2000 | S | X | |
| 629223 | County Bank of Chesterfield 10400 Hull Street Road Midlothian, Virginia 23112 | 11/08/1999 | 01/28/2000 | S | | X |

Section VI – CRA examinations scheduled for **Quarter of**

| <i>Institution</i> | <i>Location</i> |
|--------------------|-----------------|
| None | |

District 6

Federal Reserve Bank of Atlanta

Applications and notifications filed during the week ending Saturday, January 29, 2000

Section I – Applications subject to newspaper notice only

| <i>Type</i> | <i>Application</i> | <i>Ending date of comment period</i> |
|-------------|--------------------|--------------------------------------|
| None | | |

Section II – Applications subject to both newspaper and Federal Register notice

| <i>Type</i> | <i>Application</i> | <i>Ending date of comment period</i> |
|-------------|---|--------------------------------------|
| 3(a)(1) | Vision Bancshares, Inc., Gulf Shores, Alabama, to become a bank holding company by acquiring Vision Bank, Gulf Shores, Alabama (in organization). | Fed Reg – 02/17/2000* |

*Subject to provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

| <i>Type</i> | <i>Application</i> | <i>Ending date of comment period</i> |
|-------------|---|--------------------------------------|
| 4(c)(8) | Exchange Bankshares, Inc., Milledgeville, Georgia, prior notice to acquire Exchange Insurance Agency, Inc., Gray, Georgia, and thereby engage in insurance agency activities. | 02/18/2000 |

Section IV – Applications not subject to Federal Register or newspaper notice

| <i>Type</i> | <i>Application</i> | |
|-------------|--------------------|--|
| None | | |

Section V – 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.

| <i>RSSD number</i> | <i>Institution/Location</i> | <i>Examination date</i> | <i>CRA public date</i> | <i>CRA rating</i> | <i>Exam type</i> | |
|--------------------|---|-------------------------|------------------------|-------------------|------------------|-------------|
| | | | | | <i>LrgBk</i> | <i>SmBk</i> |
| 1217485 | 1 ST Vantage Bank – TN P.O. Box 200 Knoxville, TN 37901 (423) 549-5100 | 06/21/1999 | 01/26/2000 | S | X | |
| 184834 | Tri-City Bank & Trust Company P.O. Box 277 Blountville, TN 37617 (423) 323-3161 | 06/21/1999 | 01/26/2000 | S | X | |
| 567231 | Bank of Alabama 2340 Woodcrest Place Birmingham, AL 35209 (205) 870-1939 | 10/04/1999 | 01/27/2000 | S | | X |
| 1192733 | Friendship Community Bank 8375 S.W. State Road 200 Ocala, FL 34481-9604 (352) 854-2265 | 10/18/1999 | 01/27/2000 | S | | X |

Section VI – CRA examinations scheduled for

Quarter of

| <i>Institution</i> | <i>Location</i> |
|--------------------|-----------------|
| None | |

District 7

Federal Reserve Bank of Chicago

Applications and notifications filed during the week ending Saturday, January 29, 2000

Section I – Applications subject to newspaper notice only

| <i>Type</i> | <i>Application</i> | <i>Ending date of comment period</i> |
|------------------|---|--------------------------------------|
| 18(c) & Branches | CSB Bank, Capac, Michigan, Yale & Memphis, Michigan, branches of Old Kent Bank, Grand Rapids, Michigan, and thereby establish branches at 3 North Main Street, Yale, Michigan, 81111 Main Street, Memphis, Michigan | Newspaper – N/Avail |
| Branch | First American Bank, Carpentersville, Illinois, Willow Road and Ravine Way, Glenview, Illinois | Newspaper – 02/17/2000 |
| 18(c) & Branches | Old Kent Bank, Grand Rapids, Michigan, Grand National Bank Wauconda, Illinois, Grand Premier Trust and Investment, Inc., N.A., Freeport, Illinois, and thereby establish 24 branches | Newspaper – N/Avail |

Section II – Applications subject to both newspaper and Federal Register notice

| <i>Type</i> | <i>Application</i> | <i>Ending date of comment period</i> |
|-------------|--|--|
| 3(a)(1) | The Leaders Group, Inc.*, Oak Brook, Illinois, The Leaders Bank (in organization), Oak Brook, Illinois | Fed Reg – 02/22/2000 Newspaper – 11/24/1999 |
| 3(a)(1) | Woodland Financial Group L.L.C.*, Oak Brook, Illinois, The Leaders Group, Inc., Oak Brook, Illinois, The Leaders Bank (in organization), Oak Brook, Illinois | Fed Reg – 02/22/2000 Newspaper – 02/12/2000 |
| 3(a)(5) | Old Kent Financial Corporation*, Grand Rapids, Michigan, Grand Premier Financial, Inc., Wauconda, Illinois, Grand National Bank, Wauconda, Illinois | Fed Reg – N/Avail Newspaper – N/Avail |

* Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

| <i>Type</i> | <i>Application</i> | <i>Ending date of comment period</i> |
|-------------|--------------------|--------------------------------------|
| None | | |

Section IV – Applications not subject to Federal Register or newspaper notice

| <i>Type</i> | <i>Application</i> |
|-------------|--------------------|
| None | |

Section V – 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.

| <i>RSSD number</i> | <i>Institution/Location</i> | <i>Examination date</i> | <i>CRA public date</i> | <i>CRA rating</i> | <i>Exam type</i> | |
|--------------------|-----------------------------|-------------------------|------------------------|-------------------|------------------|-------------|
| | | | | | <i>LrgBk</i> | <i>SmBk</i> |
| None | | | | | | |

Section VI – CRA examinations scheduled for Quarter of

| <i>Institution</i> | <i>Location</i> |
|--------------------|-----------------|
| None | |

District 8

Federal Reserve Bank of St. Louis

Applications and notifications filed during the week ending Saturday, January 29, 2000

Section I – Applications subject to newspaper notice only

| <i>Type</i> | <i>Application</i> | <i>Ending date of comment period</i> |
|-------------|---|--------------------------------------|
| Branch | Notice by Bank of Bentonville (fictitious name of Arvest Bank), Bentonville, Arkansas, to establish a branch office at 2214 Fayetteville Road, Fayetteville, Arkansas.* | 1/21/2000 |

* Subject to the provisions of the Community Reinvestment Act

Section II – Applications subject to both newspaper and Federal Register notice

| <i>Type</i> | <i>Application</i> | <i>Ending date of comment period</i> |
|-------------|--------------------|--------------------------------------|
| None | | |

Section III – Applications subject to Federal Register notice only

| <i>Type</i> | <i>Application</i> | <i>Ending date of comment period</i> |
|-------------|---|--------------------------------------|
| 4(c)(8) | Notice by National Commerce Bancorporation, Memphis, Tennessee, to utilize it existing wholly owned nonbank subsidiary, TransPlatinum Service Corp., Nashville, Tennessee, to acquire Fleet One, L.L.C., Nashville, Tennessee, and thereby expand TransPlatinum Service Corp.'s existing data processing and data transmission activities, pursuant to Section 225.28(b)(14) of Regulation Y. | N/Avail. |

Section IV – Applications not subject to Federal Register or newspaper notice

| <i>Type</i> | <i>Application</i> | |
|-------------|--|--|
| 3(a)(5)(C) | Notice by Petit Jean Bancshares, Inc., Morrilton, Arkansas, to acquire Petit Jean State Bank, Morrilton, Arkansas. | |

Section V – 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.

| <i>RSSD number</i> | <i>Institution/Location</i> | <i>Examination date</i> | <i>CRA public date</i> | <i>CRA rating</i> | <i>Exam type</i> | |
|------------------------|---|-----------------------------|----------------------------|-----------------------|------------------|-------------|
| | | | | | <i>LrgBk</i> | <i>SmBk</i> |
| 856748 | The Citizens Bank Batesville, Arkansas | 11/1/1999 | 1/28/2000 | S | | X |

Section VI – CRA examinations scheduled for

Quarter of

| <i>Institution</i> | <i>Location</i> |
|--------------------|-----------------|
| None | |

District 9

Federal Reserve Bank of Minneapolis

Applications and notifications filed during the week ending Saturday, January 29, 2000

Section I – Applications subject to newspaper notice only

| <i>Type</i> | <i>Application</i> | <i>Ending date of comment period</i> |
|-------------|--------------------|--------------------------------------|
| None | | |

Section II – Applications subject to both newspaper and Federal Register notice

| <i>Type</i> | <i>Application</i> | <i>Ending date of comment period</i> |
|-------------|---|--------------------------------------|
| 4(c)(8)THE | Northern Star Financial, Inc., Mankato, Minnesota, proposes to acquire 100% of First Federal Holding Company of Morris, Inc., Morris, Minnesota, which owns First Federal Savings Bank, Morris, Minnesota.* | Newspaper – 02/25/2000 |

*Subject to the provisions of the Community Reinvestment Act.

Section III – Applications subject to Federal Register notice only

| <i>Type</i> | <i>Application</i> | <i>Ending date of comment period</i> |
|-------------|---|--------------------------------------|
| 4(c)(8)LLD | Dakota Bancshares, Inc., Mendota Heights, Minnesota, and its subsidiary, Olivia Bancorporation, Inc., Olivia, Minnesota, to engage <u>de novo</u> in general insurance agency activities in a place with a population not exceeding 5,000 through American State Insurance Agency, Inc., Olivia, Minnesota. | 02/18/2000 |

Section IV – Applications not subject to Federal Register or newspaper notice

| <i>Type</i> | <i>Application</i> |
|-------------|--|
| SRNEW | Donnelly Bancshares, Inc., Morris, Minnesota, to redeem 49% of its common stock. |

Section V – 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.

| <i>RSSD number</i> | <i>Institution/Location</i> | <i>Examination date</i> | <i>CRA public date</i> | <i>CRA rating</i> | <i>Exam type</i> | |
|--------------------|-----------------------------|-------------------------|------------------------|-------------------|------------------|-------------|
| | | | | | <i>LrgBk</i> | <i>SmBk</i> |
| None | | | | | | |

Section VI – CRA examinations scheduled for **Quarter of**

| <i>Institution</i> | <i>Location</i> |
|--------------------|-----------------|
| None | |

District 10

Federal Reserve Bank of Kansas City

Applications and notifications filed during the week ending Saturday, January 29, 2000

Section I – Applications subject to newspaper notice only

| <i>Type</i> | <i>Application</i> | <i>Ending date of comment period</i> |
|-------------|--------------------|--------------------------------------|
| None | | |

Section II – Applications subject to both newspaper and Federal Register notice

| <i>Type</i> | <i>Application</i> | <i>Ending date of comment period</i> |
|-------------|--|--------------------------------------|
| 3(a)(1) | Northstar Bancshares, Inc., Riverside, Missouri, for prior approval to acquire 100 percent of the voting shares of Northstar Bank National Association, Kansas City, Missouri. | FedReg – 02/25/2000 |

Section III – Applications subject to Federal Register notice only

| <i>Type</i> | <i>Application</i> | <i>Ending date of comment period</i> |
|-------------|--------------------|--------------------------------------|
| None | | |

Section IV – Applications not subject to Federal Register or newspaper notice

| <i>Type</i> | <i>Application</i> | |
|-------------|---|--|
| 4(c)(8) | Citizens Bancshares, Farmington, New Mexico, for prior approval to acquire Citizens Trust and Investment Corporation, Farmington, New Mexico, and thereby, engage in trust company functions. | |

Section V – 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.

| <i>RSSD number</i> | <i>Institution/Location</i> | <i>Examination date</i> | <i>CRA public date</i> | <i>CRA rating</i> | <i>Exam type</i> | |
|------------------------|---|-----------------------------|----------------------------|-----------------------|------------------|-------------|
| | | | | | <i>LrgBk</i> | <i>SmBk</i> |
| 547550 | Bank of CMRC Rawlins, Wyoming | 10/25/1999 | 01/24/2000 | O | | X |
| 865759 | Union State Bank Clay Center, Kansas | 11/15/1999 | 01/28/2000 | S | | X |

Section VI – CRA examinations scheduled for

Quarter of

| <i>Institution</i> | <i>Location</i> |
|--------------------|-----------------|
| None | |

District 11

Federal Reserve Bank of Dallas

Applications and notifications filed during the week ending Saturday, January 29, 2000

Section I – Applications subject to newspaper notice only

| <i>Type</i> | <i>Application</i> | <i>Ending date of comment period</i> |
|-------------|---|--------------------------------------|
| Branch | PNB Financial Bank, Lubbock, TX, to establish a branch office at 17304 Preston Road, Dallas, TX, 75252* | 02/12/2000 |

*Subject to the provisions of the Community Reinvestment Act

Section II – Applications subject to both newspaper and Federal Register notice

| <i>Type</i> | <i>Application</i> | <i>Ending date of comment period</i> |
|-------------|--------------------|--------------------------------------|
| None | | |

Section III – Applications subject to Federal Register notice only

| <i>Type</i> | <i>Application</i> | <i>Ending date of comment period</i> |
|-------------|--------------------|--------------------------------------|
| None | | |

Section IV – Applications not subject to Federal Register or newspaper notice

| <i>Type</i> | <i>Application</i> | <i>Ending date of comment period</i> |
|-------------|---|--------------------------------------|
| Member | First National Bank, Seminole, TX, to become a member of the Federal Reserve System | |

Section V – 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.

| <i>RSSD</i> | | <i>Examination</i> | <i>CRA</i> | <i>CRA</i> | <i>Exam type</i> | |
|---------------|-----------------------------|--------------------|--------------------|---------------|------------------|-------------|
| <i>number</i> | <i>Institution/Location</i> | <i>date</i> | <i>public date</i> | <i>rating</i> | <i>LrgBk</i> | <i>SmBk</i> |
| None | | | | | | |

Section VI – CRA examinations scheduled for Quarter of

| <i>Institution</i> | <i>Location</i> |
|--------------------|-----------------|
| None | |

District 12

Federal Reserve Bank of San Francisco

Applications and notifications filed during the week ending Saturday, January 29, 2000

Section I – Applications subject to newspaper notice only

| <i>Type</i> | <i>Application</i> | <i>Ending date of comment period</i> |
|-------------|---|--------------------------------------|
| Branch | Santa Lucia Bank, Atascadero, California, to establish a branch office at 1801 South Broadway, Santa Maria, California. * | Newspaper - 02/11/2000 |

* Subject to the provisions of the Community Reinvestment Act

Section II – Applications subject to both newspaper and Federal Register notice

| <i>Type</i> | <i>Application</i> | <i>Ending date of comment period</i> |
|-------------|---|--|
| 3(a)(3) | Wells Fargo & Company, San Francisco, California, to acquire Napa National Bancorp, Napa, California, and thereby indirectly acquire their wholly-owned subsidiaries. * | Newspaper - 02/18/2000 Fed Reg - 02/22/2000 |
| 3(a)(3) | Wells Fargo & Company, San Francisco, California, to acquire Michigan Financial Corporation, Marquette, Michigan, and thereby indirectly acquire their wholly-owned subsidiaries. * | Newspaper - 02/28/2000 Fed Reg - N/Avail |
| 3(a)(1) | Scottsdale Bancorp, Woodbury, Minnesota, to become a bank holding company by acquiring Scottsdale Community Bank, Scottsdale, Arizona. * | Newspaper - N/Avail Fed Reg - 02/22/2000 |

* Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

| <i>Type</i> | <i>Application</i> | <i>Ending date of comment period</i> |
|-------------|---|--------------------------------------|
| 4(c)(8) | Wells Fargo & Company, San Francisco, California, to acquire Michigan Financial Life Insurance Company, in connection with their proposed acquisition of Michigan Financial Corporation, both of Marquette, Michigan. | Fed Reg - N/Avail |

Section IV – Applications not subject to Federal Register or newspaper notice

| <i>Type</i> | <i>Application</i> |
|-------------|--------------------|
| None | |

Section V – Availability of CRA public evaluations

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

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

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

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.

| <i>RSSD</i> | | <i>Examination</i> | <i>CRA</i> | <i>CRA</i> | <i>Exam type</i> | |
|---------------|-----------------------------|--------------------|--------------------|---------------|------------------|-------------|
| <i>number</i> | <i>Institution/Location</i> | <i>date</i> | <i>public date</i> | <i>rating</i> | <i>LrgBk</i> | <i>SmBk</i> |
| None | | | | | | |

Section VI – CRA examinations scheduled for

Quarter of

| <i>Institution</i> | <i>Location</i> |
|--------------------|-----------------|
| None | |
