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# Federal Reserve Release

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

*No. 10*

*Week Ending March 4, 2000*

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

**Bank Branches, Domestic**

Secretary

AmSouth Bank, Birmingham, Alabama -- to establish a branch at 1290 Greenmor Drive, SE, Bessemer.  
- Approved, February 28, 2000

Richmond

The Bank of Floyd, Floyd, Virginia -- to establish a branch at 2105 Roanoke Street, Christiansburg.  
- Approved, March 2, 2000

Secretary

City National Bank, Beverly Hills, California -- to establish non full-service branches in Hong Kong and the Cayman Islands.  
- Approved, February 28, 2000

Atlanta

First Newton Bank, Covington, Georgia -- to establish a branch at 5140 Highway 20 South.  
- Approved, March 1, 2000

San Francisco

Placer Sierra Bank, Auburn, California -- to establish a branch at 945 Orchard Creek Lane, Lincoln.  
- Approved, March 1, 2000

**Bank Holding Companies**

Chicago

Baytree Bancorp, Inc., Chicago, Illinois -- to become a bank holding company through the acquisition of Baytree National Bank & Trust Company, a de novo bank.  
- Approved, February 29, 2000

**Bank Holding Companies**

St. Louis

Branson Bancshares, Inc., Branson, Missouri and Maries County Bancorp, Inc., Vienna -- to become a bank holding company through the acquisition of shares of Branson Bank, and for Maries County Bancorp, Inc. to acquire shares of Branson Bancshares, Inc.

- Approved, March 2, 2000

Atlanta

CNB Holdings, Inc., Alpharetta, Georgia -- waiver of a commitment.

- Granted, February 29, 2000

Atlanta

Community Bancshares of Mississippi, Inc., Employee Stock Ownership Plan, Brandon, Mississippi -- waiver of a commitment.

- Granted, March 1, 2000

Chicago

Community Grain Co., Coon Rapids, Iowa -- to redeem shares.

- Approved, February 28, 2000

St. Louis

Concord Bancshares, Inc., St. Louis, Missouri -- to become a bank holding company through the acquisition of Concord Bank.

- Approved, February 29, 2000

Secretary

Fulton Financial Corporation, Lancaster, Pennsylvania -- to establish Fulton Financial Advisors, N.A. and thereby engage in trust company functions and securities brokerage activities.

- Approved, February 28, 2000

Chicago

Iowa State Bank Holding Company, Des Moines, Iowa -- to engage in lending activities.

- Approved, March 3, 2000

**Bank Holding Companies**

St. Louis

National Commerce Bancorporation, Memphis, Tennessee -- to retain its interest in Fleet One, LLC, Nashville, and thereby expand National Commerce Bancorporation's existing data processing and data transmission activities.

- Approved, February 28, 2000

St. Louis

National Commerce Bancorporation, Memphis, Tennessee -- to acquire Piedmont Bancorp, Inc., Hillsborough, North Carolina, and thereby acquire its subsidiary bank, Hillsborough Savings Bank, Inc., SSB.

- Approved, February 28, 2000

Kansas City

NorthStar Bancshares, Inc., Riverside, Missouri -- to acquire NorthStar Bank, National Association, Kansas City.

- Approved, March 1, 2000

Cleveland

Ohio Legacy Corp, Wooster, Ohio -- to acquire Ohio Legacy Bank.

- Approved, February 29, 2000

Kansas City

Premier Capital Corp., Denver, Colorado -- to acquire Premier Bank.

- Approved, March 2, 2000

Dallas

South Taylor County Bancshares, Inc., Tuscola, Texas -- to redeem shares.

- Withdrawn, February 29, 2000

Atlanta

Summit Bank Corporation, Atlanta, Georgia -- to engage de novo in check cashing services and the sale of consumer payment instruments through the acquisition of shares of CashMart, Inc.

- Approved, March 1, 2000

### **Bank Holding Companies**

#### Chicago

Union Bancshares, MHC, Freeport, Illinois and USB Bankshares, Inc. -- to become a bank holding company through the acquisition of USB Bankshares, Inc. and Union Savings Bank, and for USB Bankshares, Inc. to become a bank holding company through the acquisition of Union Savings Bank.

- Returned, March 3, 2000

### **Banks, Nonmember, And Miscellaneous Institutions**

#### Atlanta

Birthright, Inc., Montgomery, Alabama -- to engage in securities brokerage activities, through a joint venture known as Jackson, Shanklin & Sonial Securities, LLC, New Orleans, Louisiana.

- Withdrawn, March 1, 2000

#### Richmond

Crown Books Corporation, Landover, Maryland -- deregistration under Regulation U.

- Approved, March 2, 2000

#### Minneapolis

Klein Financial, Inc., Chaska, Minnesota -- to engage in mortgage banking activities through the acquisition of Home Town Mortgage, Inc.

- Approved, February 29, 2000

### **Banks, State Member**

#### Richmond

Capon Valley Bank, Wardensville, West Virginia -- investment in bank premises.

- Approved, March 2, 2000

#### Richmond

Second Bank & Trust, Culpeper, Virginia -- to establish a mobile branch for non-cash deposits in Harrisonburg and Rockingham County.

- Approved, February 29, 2000

### **Change In Bank Control**

#### Kansas City

1889 Bancshares, Inc., Nevada, Missouri -- change in bank control.  
- Permitted, February 29, 2000

#### Atlanta

Citizens Community Bancshares, Inc., Winchester, Tennessee -- change in bank control.  
- Permitted, February 28, 2000

#### Chicago

New Century Bancorp, Inc., Southfield, Michigan -- change in bank control.  
- Permitted, February 29, 2000

#### Dallas

South Taylor County Bancshares, Inc., Tuscola, Texas -- change in bank control.  
- Withdrawn, February 29, 2000

### **Competitive Factors Reports**

#### Dallas

Bank of Texas, N.A., Dallas, Texas -- report on competitive factors of the proposed merger with Canyon Creek National Bank, Richardson.  
- Submitted, February 29, 2000

#### Richmond

Branch Banking and Trust Company of Virginia, Norfolk, Virginia -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of the Abingdon, Cedar Bluff, Lebanon, Tazewell, and Vansant branches of Matewan National Bank, Williamson, West Virginia.  
- Submitted, March 1, 2000

#### Richmond

Capital Bank, Raleigh, North Carolina -- report on competitive factors of the proposed purchase of assets and assumption of deposit liabilities of four branches of Triangle Bank, Raleigh; and one branch of Centura Bank, Rocky Mount.  
- Submitted, February 29, 2000

**Competitive Factors Reports**

Chicago

Chemical Bank Central, Big Rapids, Michigan -- report on competitive factors of the proposed acquisition of the Evert branch of Old Kent Bank, Grand Rapids.  
- Submitted, February 28, 2000

Chicago

Chemical Bank Key State, Owosso, Michigan -- report on competitive factors of the proposed acquisition of the Morrice branch of Old Kent Bank, Grand Rapids.  
- Submitted, February 28, 2000

San Francisco

First Community Bank of the Desert, Indian Wells, California -- report on competitive factors of the proposed merger with FCBD Interim, Inc.  
- Submitted, March 1, 2000

San Francisco

First Federal Bank of California, Santa Monica, California -- report on competitive factors of the proposed purchase of two branches from Fidelity Federal Bank, a Federal Savings Bank, Los Angeles.  
- Submitted, March 1, 2000

Atlanta

First Volunteer Bank of Tennessee, Chattanooga, Tennessee -- report on competitive factors of the proposed merger with First Volunteer Bank of Southeast Tennessee, Etowah.  
- Submitted, March 2, 2000

Chicago

Keystone Savings Bank, FSB, Prairie City, Iowa -- report on competitive factors of the proposed acquisition of assets and assumption of liabilities of four branches of First Federal Bank of Sioux City, Sioux City.  
- Withdrawn, February 25, 2000 (AC)

Cleveland

Mellon Bank (MD), N.A., Rockville, Maryland -- report on competitive factors of the proposed merger with Mellon Bank, N.A., Pittsburgh, Pennsylvania.  
- Submitted, February 25, 2000 (AC)

### **Competitive Factors Reports**

#### St. Louis

National City Bank of Evansville, Evansville, Indiana -- report on competitive factors of the proposed merger with eleven affiliated banks, The Bank of Mitchell, Mitchell; First Bank of Huntingburg, Huntingburg; Ripley County Bank, Osgood; Bank of Illinois, N.A., Mt. Vernon, Illinois; First National Bank of Bridgeport, Bridgeport; White County Bank, Carmi; Illinois One Bank, N.A., Shawneetown; Community First Bank, N.A., Maysville, Kentucky; First Kentucky Bank, Sturgis; The Progressive Bank, N.A., Lexington; and Trigg County Farmers Bank, Cadiz.  
- Submitted, February 29, 2000

#### Atlanta

Northeast Georgia Bank, Lavonia, Georgia -- report on competitive factors of the proposed merger with Bank of Hartwell, Hartwell.  
- Submitted, March 2, 2000

#### Chicago

Northwestern Savings Bank & Trust, Traverse City, Michigan -- report on competitive factors of the proposed acquisition of the Interlochen and Kingsley branches of Old Kent Bank, Grand Rapids.  
- Submitted, February 28, 2000

#### Cleveland

The Peoples Banking and Trust Company, Marietta, Ohio and Peoples Bank, FSB, Ashland, Kentucky -- report on competitive factors of the proposed merger with The First National Bank of Southeastern Ohio, Caldwell.  
- Submitted, February 25, 2000 (AC)

#### Secretary

SouthTrust Bank, National Association, Birmingham, Alabama -- report on competitive factors of the proposed merger with Security National Bank of San Antonio, San Antonio, Texas.  
- Submitted, March 2, 2000

#### Boston

Webster Financial Corporation, Waterbury, Connecticut -- report on competitive factors of the proposed acquisition of Mech Financial, Inc., Hartford.  
- Submitted, February 29, 2000



### **Competitive Factors Reports**

#### Philadelphia

Wilmington Savings Fund Society, FSB, Wilmington, Delaware -- report on competitive factors of the proposed assumption of certain deposit liabilities and purchase of certain associated assets of Mercantile Bank, N.A., St. Louis, Missouri.  
- Submitted, March 1, 2000

### **Extensions Of Time**

#### Richmond

Coastal Banking Company, Inc., Beaufort, South Carolina -- extension to June 6, 2000, to become a bank holding company through the acquisition of Lowcountry National Bank, a de novo bank.  
- Granted, March 2, 2000

#### San Francisco

First Security Corporation, Salt Lake City, Utah -- extension to June 10, 2000, to merge with Zions Bancorporation.  
- Granted, March 2, 2000

#### Chicago

Main Street Trust, Inc., Champaign, Illinois -- extension to June 9, 2000, to become a bank holding company through the acquisition of BankIllinois Financial Corporation and BankIllinois; First Decatur Bancshares, Inc., Decatur, The First National Bank of Decatur, and First Trust Bank of Shelbyville, Shelbyville; and FirsTech, Inc., Decatur, and thereby engage in data processing and transmission services.  
- Granted, March 3, 2000

#### Minneapolis

Ravalli County Bank, Hamilton, Montana -- extension to September 10, 2000, to establish a branch in Corvallis, Montana.  
- Granted, March 2, 2000

### **Membership**

#### Kansas City

American Heritage Bank, El Reno, Oklahoma -- membership in the Federal Reserve System.  
- Approved, March 3, 2000

**Membership**

Kansas City

The Guarantee State Bank, Mangum, Oklahoma -- membership in the Federal Reserve System.

- Approved, March 1, 2000

# District 1

## Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, March 4, 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)/3(a)(5)	Andover Bancorp, Inc., Andover, Massachusetts Bancorp - application to merge GBT Bancorp, Gloucester, Massachusetts with and into Bancorp and in connection there with for Bancorp to acquire 100% ownership of Gloucester Bank & Trust Company, Gloucester, Massachusetts has also filed a notification to acquire 15.9% of Gloucester Investment Corp. in connection with the proposed merger pursuant to section 4(c)(8) of the BHC Act of 1956	Newspaper-03/31/2000 Fed Reg-04/03/2000
3(a)(3)	Brookline Bancorp, Inc. and Brookline Bancorp, MHC, both of Brookline, Massachusetts - application to control, directly and indirectly, respectively, 100% of the voting securities of Lighthouse Bank, Waltham, Massachusetts of the BHC Act of 1956	Newspaper-04/03/2000 Fed Reg-04/03/2000

### 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**

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<i>Type</i>	<i>Application</i>
None	

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**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.

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<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						

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

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<i>Institution</i>	<i>Location</i>
None	

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## District 2

### Federal Reserve Bank of New York

Applications and notifications filed during the week ending Saturday, March 4, 2000

#### Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
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	Arab Banking Corporation (B.S.C.), Manama, Bahrain, to establish a federally licensed uninsured branch in Greenwich, Connecticut.	Newspaper – N/Avail
FBSEA	UBS, AG, Zurich, Switzerland, to establish a representative office in Beverly Hills, California.	Newspaper – N/Avail
FBSEA	Banco Itau S.A., Sao Paulo, Brazil, to establish a representative office in Miami, Florida.	Newspaper – N/Avail
FBSEA	Deutsche Hypothekenbank Frankfurt-Hamburg AG, Frankfurt, Germany, to establish a representative office in New York, New York.	Newspaper – N/Avail
18(c)	The Chase Manhattan Bank, New York, New York (“CMB”), to merge Chase Bank of Texas, Houston, Texas, with and into CMB, and incident thereto, to establish branches.*	Newspaper – 03/07/2000

\* 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)/3(a)(5)	NBT Bancorp Inc., Norwich, New York, to merge with Pioneer American Holding Company, Corp., Carbondale, Pennsylvania, and thereby acquire Pioneer American Bank, N.A., Carbondale, Pennsylvania.*	Newspaper – 03/16/2000 Fed Reg – 03/14/2000

## 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)/3(a)(3)/4(c)(8)	The Charles Schwab Corporation, San Francisco, California, (1) to become a bank holding company by acquiring directly or indirectly all of the shares of U.S. Trust Corporation, New York, New York, and its bank subsidiaries, United States Trust Company, U.S. Trust Company National Association, U.S. Trust Company, U.S. Trust Company of New Jersey; and an intermediate bank holding company, U.S.T.L.P.O. Corp., New York, New York, and its bank subsidiary, U.S. Trust Company of Texas, National Association; (2) to retain control of U.S. Trust Company of North Carolina, currently a non-deposit trust company, after it becomes a "bank" as defined in the Bank Holding Company Act, and to retain control of NCT Holdings, Inc. when it becomes an intermediate bank holding company; (3) to acquire the shares of U.S. Trust Company of Florida Savings Bank and operate a savings association; to acquire the shares of U.S. Trust Company of North Carolina and U.S. Trust Company of Delaware and engage in trust company functions; to acquire the shares of NCT Opportunities Inc and CTC Consulting, Inc. and engage in providing financial and investment advice.*	Newspaper – N/avail Fed Reg – 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>
4(c)(8)	UBS AG, Zurich, Switzerland, to acquire 24.9 percent of the voting shares of Prediction Company LLC, Santa Fe, New Mexico, and thereby engage in data processing and investment advisory activities.	Fed Reg – 03/14/2000
4(c)(8)	Bank of New York Company, Inc., New York, New York; Chase Manhattan Corporation, New York, New York; Comerica Incorporated, Charlotte, North Carolina; Fleet Boston Corporation, Boston, Massachusetts; HSBC Holdings Plc, London, England, HSBC Holdings B.V., Amsterdam, Netherlands, HSBC USA Inc., Buffalo, New York; The Royal Bank of Scotland Group plc, The Royal Bank of Scotland plc, RBSG International Holdings Ltd., all of Edinburgh, Scotland, and Citizens Financial Group, Inc., Providence, Rhode Island; Summit Bancorp, Princeton, New Jersey, to assume through NYCE Corporation, certain obligations of FleetBoston relating to FleetBoston's shared electronic funds transfer network that operates under the X-Press 24 brand, and thereby engage in data processing activities.	Fed Reg – 03/16/2000

**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>
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, March 4, 2000

### Section I – Applications subject to newspaper notice only

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

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

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

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### Section III – Applications subject to Federal Register notice only

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

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

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<i>Type</i>	<i>Application</i>	
None		

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## Section V – Availability of CRA public evaluations

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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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<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						

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## Section VI – CRA examinations scheduled for Quarter of

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<i>Institution</i>	<i>Location</i>
None	

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# District 4

## Federal Reserve Bank of Cleveland

Applications and notifications filed during the week ending Saturday, March 4, 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>	
Section 25	Received notice from PNC Bank, N.A., Pittsburgh, PA on 03/02/2000 of its intent to make an overseas investment through PNC Capital Leasing, LLC, an agreement corporation.	

**Section V – Availability of CRA public evaluations**

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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.

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<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						

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

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<i>Institution</i>	<i>Location</i>
None	

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## District 5

### Federal Reserve Bank of Richmond

Applications and notifications filed during the week ending Saturday, March 4, 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)	BB&T Corporation, Winston-Salem, North Carolina, to merge with One Valley Bancorp, Inc., Charleston, West Virginia.*	Fed Reg – N/Avail Newspaper – 04/02/2000

\*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>	
3(a)(1)	Weststar Financial Services Corporation, Asheville, North Carolina, to become a bank holding company through the acquisition of The Bank of Asheville, Asheville, North Carolina.	

## Section V – Availability of CRA public evaluations

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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:

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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.

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<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						

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## Section VI – CRA examinations scheduled for

## Quarter of

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<i>Institution</i>	<i>Location</i>
None	

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## District 6

### Federal Reserve Bank of Atlanta

Applications and notifications filed during the week ending Saturday, March 4, 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)	Advantage Bankshares, Inc., Village of North Palm Beach, Florida, to become a bank holding company by acquiring Advantage Bank, Village of North Palm Beach, Florida (in organization).	N/Avail
3(a)(5)	First Sterling Banks, Inc., Kennesaw, Georgia, to merge with Main Street Banks, Inc., Covington, Georgia, and thereby acquire Main Street Bank, Covington, Georgia.	Fed Reg – 03/31/2000

#### 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>	
3(a)(1)	Regent Bancorp, Inc., Davie, Florida, notice to become a bank holding company by acquiring Regent Bank, Davie, Florida.	
COM	First Colony BancShares, Inc., Alpharetta, Georgia, commitment waiver request.	

## Section V – Availability of CRA public evaluations

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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						

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## Section VI – CRA examinations scheduled for Quarter of

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<i>Institution</i>	<i>Location</i>
None	

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## District 7

### Federal Reserve Bank of Chicago

Applications and notifications filed during the week ending Saturday, March 4, 2000

#### Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18(c) & Branch	Peoples State Bank of Mansfield, Mansfield, Illinois, for prior approval to merge with Weldon State Bank & Trust, Weldon, Illinois, and for prior approval to establish branch offices at Maple & Oak, Weldon, Illinois and 502 E. Oak, Mahomet, Illinois.*	Newspaper – 03/15/2000

\* 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)(1)	USB Bankshares, Inc., Freeport, Illinois, for prior approval to acquire 100 percent of the voting shares of Union Savings Bank, Freeport, Illinois.*	Fed Reg – 03/27/2000 Newspaper – N/Avail
3(a)(1)	Union Bancshares, MHC., Freeport, Illinois, for prior approval to become a bank holding company through the acquisition of 100 percent of the voting shares of USB Bankshares, Inc., Freeport, Illinois, and thereby indirectly acquire Union Savings Bank, Freeport, Illinois.*	Fed Reg – 03/27/2000 Newspaper – N/Avail
3(a)(1)	Terre Haute Savings MHC, Inc., Terre Haute, Indiana, for prior approval to become a bank holding company through the acquisition of 100 percent of the voting shares of Terre Haute Savings Bank, Terre Haute, Indiana.*	Fed Reg – 03/27/2000 Newspaper – N/Avail
3(a)(1)	Oswego Community Bank Employee Stock Ownership Plan, Oswego, Illinois, for prior approval to become a bank holding company through the acquisition of 30 percent of the voting shares of Oswego Bancshares, Inc., Oswego, Illinois, and thereby indirectly acquire Oswego Community Bank, Oswego, Illinois.*	Fed Reg – 03/31/2000 Newspaper – N/Avail
3(a)(3)	Capitol Bancorp, Ltd., Lansing, Michigan, for prior approval to acquire 51 percent of the voting shares of Sunrise Bank of Albuquerque (in organization), Albuquerque, New Mexico*	Fed Reg – 02/25/2000 Newspaper – 03/03/2000



**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)	Sun Community Bancorp, Limited, Phoenix, Arizona, for prior approval to acquire 51 percent of the voting shares of Sunrise Bank of Albuquerque (in organization), Albuquerque, New Mexico*	Fed Reg – 02/25/2000 Newspaper – 03/03/2000
3(a)(3)	Sunrise Capital Corporation, Albuquerque, New Mexico, for prior approval to acquire 51 percent of the voting shares of Sunrise Bank of Albuquerque (in organization), Albuquerque, New Mexico*	Fed Reg – 02/25/2000 Newspaper – 03/03/2000
4(c)(8)	Fortress Bancshares, Inc., Westby, Wisconsin, for prior approval to acquire 100 percent of the voting shares of Fortress Bank of Cresco, Cresco, Iowa. Fortress Bank will then convert its charter to a federal savings bank.*	Fed Reg – 04/03/2000 Newspaper – N/Avail
3(a)(1)	BGC Bancorp, Inc., Gibson City, Illinois, for prior approval to become a bank holding company through the acquisition of 100 percent of the voting shares of Bank of Gibson City, Gibson City, 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>
4(c)(8)	Comerica Incorporated, Detroit, Michigan, a notification of assumption, through NYCE Corporation, of certain obligations of FleetBoston Financial Corporation, Boston, Massachusetts, relating to FleetBoston's shared electronic funds transfer network that operates under the name X-Press 24 brand.	Fed Reg – 03/16/2000

**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

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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.

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<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>
365745	Tama State Bank 1610 S. Center Street P.O. Box 553 Marshalltown, Iowa 50158-0553 (515) 752-2393	11/8/1999	03/1/2000	O		X

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## Section VI – CRA examinations scheduled for Quarter of

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<i>Institution</i>	<i>Location</i>
None	

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## District 8

### Federal Reserve Bank of St. Louis

Applications and notifications filed during the week ending Saturday, March 4, 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)	Notice by North Little Rock Bancshares, Inc., Conway, Arkansas, to acquire the charter of First Western Bank and Trust Company, Rogers, Arkansas, rename the charter Twin City Bank and relocate the charter to North Little Rock, Arkansas. A companion Section 3(a)(3) notice accompanies this notice.	Newspaper – 3/31/2000 Fed Reg – 3/31/2000
3(a)(3)	Notice by Home Bancshares, Inc., Conway, Arkansas, to acquire North Little Rock Bancshares, Inc., Conway, Arkansas. A companion Section 3(a)(1) notice accompanies this notice.	Newspaper – 3/31/2000 Fed Reg 3/31/2000

#### 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>	<i>Ending date of comment period</i>
3(a)(5)(C)	Notice by TrustBanc Financial Group, Inc., Mountain Home, Arkansas, to acquire TrustBanc, Mountain Home, Arkansas.	

## Section V – Availability of CRA public evaluations

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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						

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## Section VI – CRA examinations scheduled for Quarter of

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<i>Institution</i>	<i>Location</i>
None	

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## District 9

### Federal Reserve Bank of Minneapolis

Applications and notifications filed during the week ending Saturday, March 4, 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>
CIC	Dennis Lind to acquire control of Parkers Prairie Bancshares, Inc., Parkers Prairie, Minnesota.	Fed Reg – 03/21/2000
3(a)(3)	Klein Financial, Inc., Chaska, Minnesota, for prior approval to acquire 100% of the voting shares of Preferred Bancshares, Inc., Big Lake, Minnesota.*	Fed Reg – 03/31/2000
CIC	Matthew N. Smith II Family Trust to acquire control of Northern Michigan Corporation, Escanaba, Michigan.	Fed Reg – 03/23/2000

\*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)LLE	Klein Financial, Inc., Chaska, Minnesota, to engage in mortgage banking activities through the acquisition of Preferred Bancshares, Inc., Big Lake, Minnesota.	Fed Reg – 03/31/2000

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

<i>Type</i>	<i>Application</i>
SRNEW	Parkers Prairie Bancshares, Inc., Parkers Prairie, Minnesota, proposes to redeem 380 shares (29.23%) of common stock.

## Section V – Availability of CRA public evaluations

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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.

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<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						

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## Section VI – CRA examinations scheduled for Quarter of

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<i>Institution</i>	<i>Location</i>
None	

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# District 10

## Federal Reserve Bank of Kansas City

Applications and notifications filed during the week ending Saturday, March 4, 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)	RSB Financial, Inc., Reading, Kansas, for prior approval to become a bank holding company through the acquisition of 80.2 percent of the voting shares of Reading State Bank, Reading, Kansas.	Newspaper – 03/31/2000 FedReg – 04/03/2000

### 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>	
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.

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<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						

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## Section VI – CRA examinations scheduled for Quarter of

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<i>Institution</i>	<i>Location</i>
None	

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# District 11

## Federal Reserve Bank of Dallas

Applications and notifications filed during the week ending Saturday, March 4, 2000

### Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Legacy Bank of Texas, Plano, TX, to establish a branch office at 2015 West Beltline Road, Carrollton, TX, 75205*	03/14/2000

\*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>
CIC	Jimmie Michael Luecke, Giddings, TX, et al, to acquire an interest in Giddings Bancshares, Inc., Giddings, TX (previously reported the week ending February 26, 2000)	Fed Reg – 03/16/2000 Newspaper – 03/07/2000

### 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>
None	

## Section V – Availability of CRA public evaluations

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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.

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<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						

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## Section VI – CRA examinations scheduled for Quarter of

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<i>Institution</i>	<i>Location</i>
None	

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## District 12

### Federal Reserve Bank of San Francisco

Applications and notifications filed during the week ending Saturday, March 4, 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)	Expedited notice by Greater Bay Bancorp, Palo Alto, California, to merge with Coast Bancorp and thereby indirectly acquire Coast Commercial Bank, both of Santa Cruz, California.*	Newspaper – 4/11/2000 Fed Reg – 3/30/2000

\* 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>
4(c)(8)	Expedited notice by Wells Fargo & Company, San Francisco, California, to acquire a 35 percent equity interest in Billpoint, Inc., San Jose, California.

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

<i>Type</i>	<i>Application</i>
Waiver	Bank of the Sierra, Porterville, California, requests a waiver of any Bank Holding Company application requirement in connection with the proposed acquisition of Sierra National Bank, Tecachapi, California.
4(c)(8)	Expedited notice by First Security Corporation, Salt Lake City, Utah, to acquire an indirect ownership and control of 38 percent of more of Bank Network Securities, Inc., Chicago, Illinois.
4(c)(8)	Expedited notice by Wells Fargo & Company, San Francisco, California, to acquire 100 percent of Servus Financial Corporation, Herndon, Virginia.

**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 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	