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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. 36*

*Week Ending September 8, 2001*

**Bank Holding Companies**

First Union Corporation, Charlotte, North Carolina -- commenter's request for reconsideration of the Board's approval of the application to acquire Wachovia Corporation, Winston-Salem.

- Denied, September 7, 2001

**Board Operations**

Division of Research and Statistics -- appointment of J. Nellie Liang as Assistant Director and Chief of Capital Markets and William L. Wascher as Assistant Director and Chief of Macroeconomic Analysis.

- Approved, September 6, 2001

**Regulations And Policies**

Financial Privacy Notices -- interagency public workshop on December 4, 2001, on notices to consumers of financial institutions' privacy policies and practices.

- Approved, September 5, 2001

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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**

## Richmond

Albemarle First Bank, Charlottesville, Virginia -- to establish a branch at 8260 Seminole Trail, Ruckersville.  
- Approved, September 6, 2001

## Kansas City

Bank of Colorado, Fort Lupton, Colorado -- to establish a branch at 3130 Main Avenue, Durango.  
- Approved, September 4, 2001

## Atlanta

Colonial Bank, Montgomery, Alabama -- to establish branches at 401 Adamson Square, Carrollton, Georgia, and 4640 S. Fort Apache, Las Vegas, Nevada.  
- Approved, September 5, 2001

## Cleveland

Fifth Third Bank, Cincinnati, Ohio -- to establish a branch at State Route 201 and Brandt Pike, Huber Heights.  
- Approved, September 6, 2001

## Kansas City

First United Bank, Denver, Colorado -- to establish a branch at 10024 West San Juan Way, Littleton.  
- Approved, September 6, 2001

## Richmond

Resource Bank, Virginia Beach, Virginia -- to establish a branch at 8730 Stony Point Parkway, Richmond.  
- Approved, September 6, 2001

## Atlanta

SouthTrust Bank, Birmingham, Alabama -- to establish a branch at 1711 North Citrus Boulevard, Leesburg, Florida.  
- Approved, August 31, 2001 (AC)

### **Bank Branches, Domestic**

#### Atlanta

SouthTrust Bank, Birmingham, Alabama -- to establish a branch at 2900 Allison Bonnett Memorial Drive, Hueytown.  
- Approved, September 6, 2001

### **Bank Holding Companies**

#### Boston

Boston Private Financial Holdings, Inc., Boston, Massachusetts -- to acquire Tuckernuck Partners, Inc. and thereby engage in investment advisory services.  
- Approved, September 5, 2001

#### Kansas City

BW Holdings, Inc., Castle Rock, Colorado -- to become a bank holding company through the reorganization of BankWest.  
- Approved, September 6, 2001

#### St. Louis

First Banks, Inc., St. Louis, Missouri -- to acquire shares of Allegiant Bancorp, Inc. and thereby acquire Allegiant Bank, South Side National Bank in St. Louis, Bank of Ste. Genevieve, Ste. Genevieve, Bank of St. Charles County, St. Charles, and State Bank of Jefferson County, DeSoto.  
- Approved, September 6, 2001

#### San Francisco

First Independent Capital of Nevada, Reno, Nevada -- to acquire First Independent Bank of Nevada.  
- Approved, September 6, 2001

#### Atlanta

First Pulaski National Corporation, Pulaski, Tennessee -- to acquire Belfast Holding Company, Belfast, and Bank of Belfast.  
- Approved, September 4, 2001

#### Chicago

Kerndt Bank Services, Inc., Lansing, Iowa -- to acquire Westmont Corporation, West Union, and Farmers Savings Bank.  
- Approved, September 5, 2001

### **Bank Holding Companies**

#### Chicago

Oswego Bancshares, Inc., Oswego, Illinois -- to guarantee the debt of Oswego Community Bank Employees Stock Ownership Plan and thereby engage in extending credit and servicing loans.

- Approved, September 6, 2001

#### Chicago

Piper Holdings, Inc., Covington, Indiana -- to become a bank holding company through the acquisition of The Fountain Trust Company.

- Approved, September 6, 2001

### **Change In Bank Control**

#### Boston

Central Bancorp, Inc., Somerville, Massachusetts -- change in bank control.

- Permitted, September 4, 2001

#### Cleveland

NB&T Financial Group, Inc., Wilmington, Ohio -- change in bank control notices.

- Permitted, September 4, 2001

### **Competitive Factors Reports**

#### Cleveland

Advantage Bank, Cambridge, Ohio -- report on competitive factors of the proposed merger with Columbia Federal Savings Bank, Fort Mitchell, Kentucky.

- Submitted, August 31, 2001 (AC)

#### Chicago

Casey State Bank, Casey, Illinois -- report on competitive factors of the proposed purchase of assets and assumption of liabilities of the Flat Rock, Westfield, and West Union branches of Union Planters Bank, National Association, Memphis, Tennessee.

- Submitted, September 4, 2001

#### Cleveland

Chase Interim National Bank, Pittsburgh, Pennsylvania -- report on competitive factors of the proposed merger with Chase Manhattan Trust Company, N.A.

- Submitted, August 31, 2001 (AC)

### **Competitive Factors Reports**

#### Chicago

Chicago Community Bank, Chicago, Illinois -- report on competitive factors of the proposed acquisition of deposits of the Chicago branch of Atlantic Bank of New York, New York, New York.

- Submitted, September 4, 2001

#### Secretary

Citibank, N.A., New York, New York -- report on competitive factors of the proposed merger with Universal Card Services Corp., Jacksonville, Florida.

- Submitted, September 6, 2001

#### Philadelphia

Gloucester City FSB, Washington Township, New Jersey -- report on competitive factors of its proposed reorganization as a federal mutual holding company.

- Submitted, September 4, 2001

#### Chicago

Iowa State Bank, Algona, Iowa -- reports on competitive factors of the proposed merger with Ruthven State Bank, Ruthven, and Ruthven State Bank's proposed merger with Ruthven Investment, Ltd.

- Submitted, September 4, 2001

#### Cleveland

Northwest Savings Bank, Warren, Pennsylvania -- report on competitive factors of the proposed purchase of assets and assumption of liabilities of the Washington branch of Prestige Bank, FSB, Pittsburgh.

- Submitted, August 31, 2001 (AC)

#### Cleveland

PNC Bank, N.A., Pittsburgh, Pennsylvania -- report on competitive factors of the proposed merger with Hilliard Lyons Trust Company, Louisville, Ohio.

- Submitted, August 31, 2001 (AC)

#### St. Louis

Reelfoot Bank, Union City, Tennessee -- report on competitive factors of the proposed merger with Fulton Bank, Fulton, Kentucky.

- Submitted, September 4, 2001

**Competitive Factors Reports**

Cleveland

The Third Savings and Loan Company, Piqua, Ohio -- report on competitive factors of the proposed merger with The Security National Bank and Trust Co., Springfield.  
- Submitted, August 31, 2001 (AC)

**Extensions Of Time**

Director, BS&R

Mizuho Holdings, Inc., Tokyo, Japan -- extension to April 1, 2002, of the waiver of the home state attribution rule under Regulation K.  
- Granted, September 6, 2001

**Membership**

Richmond

Logan Bank & Trust Company, Logan, West Virginia -- membership in the Federal Reserve System.  
- Approved, September 4, 2001

# District 1

## Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, September 8, 2001

### 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>
Change in Bank Control	Central Bancorp, Inc., Somerville, Massachusetts - notice by John Doherty to individually acquire greater than 10% of Central Bancorp, Inc.	Newspaper – 09/26/2001 Fed Reg – 09/26/2001

### 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 2

### Federal Reserve Bank of New York

Applications and notifications filed during the week ending Saturday, September 8, 2001

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Representative Office	Banca Comerciala Romana S.A., Bucharest, Romania, to establish a representative office in New York, New York.*	Newspaper – N/Avail
Representative Office	Royal Bank of Canada, Montreal, Canada, to establish a representative office in Wilmington, Delaware.*	Newspaper – N/Avail
Branch	NCF Bank Plc (formerly known as Nordea Companies Finland (NCF) Plc formerly known as MeritaNordbanken Plc), to establish a state-licensed branch at 437 Madison Avenue, New York, New York.*	Newspaper – N/Avail
Branch	Kookmin Bank, Seoul, Korea, a de novo banking corporation resulting from the merger of Kookmin Bank Seoul, Korea, and Housing & Commercial Bank, Seoul, Korea, to establish two New York branch offices by retaining the current branch offices of Kookmin and H&CB.*	Newspaper – 10/01/2001

\* 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**

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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.

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**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 3

### Federal Reserve Bank of Philadelphia

Applications and notifications filed during the week ending Saturday, September 8, 2001

#### 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)	Sun National Bancorp, Inc., Vineland, NJ, to acquire Delaware City Bank, Delaware, DE	Newspaper: 09/30/2001 Fed. Reg: 10/05/2001

#### 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)	Sun Bancorp, Inc., Vineland, NJ, to acquire The Delaware City Building and Loan Association	10/05/2001

#### 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 4

### Federal Reserve Bank of Cleveland

Applications and notifications filed during the week ending Saturday, September 8, 2001

#### 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	Received notice of change in bank control on 09/06/2001 from William R. Baierl; Carol A. Baierl; and Sandra Bussee, as trustee of the William R. Baierl Trust, of their intent to acquire up to 15.00% of the outstanding voting shares of NSD Bancorp, Inc., Pittsburgh, PA.	N/Avail

#### 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 5

### Federal Reserve Bank of Richmond

Applications and notifications filed during the week ending Saturday, September 8, 2001

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Bank of Clarke County, Berryville, Virginia, to establish a branch at 1460 North Frederick Pike, Winchester, Virginia.*	Newspaper - 09/17/2001

\*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)(5)	BB&T Corporation, Winston-Salem, North Carolina, to acquire Community First Banking Company, Carrollton, Georgia.*	Fed Reg - 10/05/2001 Newspaper - 10/04/2001

\*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)	High Street Corporation, Asheville, North Carolina, to become a bank holding company through the acquisition of 100% of the voting shares of High Street Banking Company, 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:

**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 6

### Federal Reserve Bank of Atlanta

Applications and notifications filed during the week ending Saturday, September 8, 2001

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18(c)	Regions Bank, Birmingham, Alabama, to acquire certain assets and assume certain liabilities of the Keller, South Street, and the McCann Road branches of Jefferson Heritage Bank, Denton, Texas.	09/26/2001*
18(c)	Capital City Bank, Tallahassee, Florida, to merge with First National Bank of Grady County, Cairo, Georgia.	10/06/2001*

\*Subject to 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)	First Bank of Miami Shares, Inc., Coral Gables, Florida, to become a bank holding company by acquiring First Bank of Miami, Inc., Coral Gables, Florida.	Newspaper - 09/24/2001*
3(a)(1)	Kensington Bankshares, Inc., Spring Hill, Florida, to become a bank holding company by acquiring First Kensington Bank, Spring Hill, Florida.	Newspaper - 09/13/2001*
3(a)(1)	DNB Financial Services, Inc., Douglas, Georgia, to become a bank holding company by acquiring Douglas National Bank, Douglas, Georgia (in organization).	Fed Reg – 10/08/2001*
CIC	SunMark Bancshares, Inc., Hawkinsville, Georgia, prior notification filed by The Jennings Qualified Family, L.P., Hawkinsville, Georgia, to acquire 55.35 percent of the outstanding shares of SunMark Bancshares, Inc., Hawkinsville, Georgia.	N/Avail

\*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>
None		

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

<i>Type</i>	<i>Application</i>
3(a)(1)	Alamerica BancCorp, Inc, Birmingham, Alabama, notice to become a bank holding company by acquiring Alamerica Bank, Birmingham, Alabama.

**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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**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**

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*Institution*

*Location*

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None

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## District 7

### Federal Reserve Bank of Chicago

Applications and notifications filed during the week ending Saturday, September 8, 2001

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18(c) & Branches	1st Source Bank, South Bend, Indiana, for prior approval to acquire the Fort Wayne, Huntington, Bluffton, New Haven, Columbia City and Auburn, Indiana branches of Standard Federal Bank, Troy, Michigan and thereby to establish 13 branches.*	Newspaper – 9/20/2001
18(c) & Branches	M&I Marshall & Ilsley Bank, Milwaukee, Wisconsin, for prior approval to merge with National City Bank of Minneapolis, Minneapolis, Minnesota and thereby to establish branches at 651 Nicollet Mall, Minneapolis, Minnesota and 3905 West 69th Street, Edina, Minnesota.*	Newspaper – 9/07/2001
Branch	Warren Bank, Warren, Michigan, for prior approval to establish a branch at 38890 Garfield Road, Clinton Township, Michigan.*	Newspaper – 9/14/2001

\* 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>
CC	Notification by J. D. Bergman Corporation, Hinsdale, Illinois, of a Change in Control to acquire additional stock of American Heartland Bancshares, Inc., Sugar Grove, Illinois.	Fed Reg – N/Avail Newspaper – N/Avail
CC	Notification by Helen M. Paul, to acquire an additional 50 shares of APM Bancorp, Inc., Buffalo, Iowa.	Fed Reg – 9/19/2001 Newspaper – N/Avail
3(a)(1)	Bank Iowa Holding Company, Clarinda, Iowa, for prior approval to become a bank holding company through the acquisition of 100 percent of the voting shares of Farmers State Bank, Schleswig, Iowa.*	Fed Reg – 8/27/2001 Newspaper – 9/01/2001
3(a)(91)	Eagle Bancshares, Inc., Cashton, Wisconsin, for prior approval to become a bank holding company through the acquisition of 100 percent of the outstanding shares of Cashton Bancshares, Inc., Cashton, Wisconsin and thereby indirectly Bank of Cashton, Cashton, Wisconsin.*	Fed Reg – 9/20/2001 Newspaper – 9/21/2001

## 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)	FBOP Corporation, Oak Park, Illinois, for prior approval to acquire 100 percent of the voting shares of Bank Plus Corporation, Los Angeles, California and thereby indirectly acquire Fidelity Federal Bank, FSB, Glendale, California.*	Fed Reg – N/Avail Newspaper – N/Avail
3(a)(3)	Great River Financial Group, Inc., Burlington, Iowa, for prior approval to acquire 100% of Southeast Security Bank, Mediapolis, Iowa.*	Fed Reg – 9/28/2001 Newspaper – N/Avail
3(a)(3)	Mid-Iowa Bancshares Co., Algona, Iowa, for prior approval to acquire in excess of 5% but not to exceed 10% of Horizon Bank (in organization), Encino, California.*	Fed Reg – 9/11/2001 Newspaper – 9/22/2001
3(a)(3)	Northstar Financial Group, Inc., Bad Axe, Michigan, for prior approval to acquire 100 percent of the voting shares of Seaway Community Bank (in organization), St. Clair, Michigan.*	Fed Reg – N/Avail Newspaper – N/Avail
3(a)(3)	Oswego Community Bank Employee Stock Ownership Plan, Oswego, Illinois, for prior approval to acquire an additional 19.69 percent, for a total of 47 percent, of the voting shares of Oswego Bancshares, Inc., Oswego, Illinois and thereby indirectly acquire Oswego Community Bank, Oswego, Illinois.*	Fed Reg – 9/04/2001 Newspaper – 9/03/2001
3(a)(3)	Panhandle Aviation, Inc., Clarinda, Iowa, for prior approval to acquire 100 percent of the voting shares of Bank Iowa Holding Company, Clarinda, Iowa, and thereby indirectly acquire Farmers State Bank, Schleswig, Iowa.*	Fed Reg – 8/27/2001 Newspaper – 9/01/2001
3(a)(3)	Prairieland Employee Stock Ownership Plan, Bushnell, Illinois, for prior approval to acquire 45.85 percent of the voting shares of Prairieland Bancorp, Inc., Bushnell, Illinois and thereby indirectly acquire Farmers and Merchants State Bank, Bushnell, Illinois.*	Fed Reg – 10/05/2001 Newspaper – 10/03/2001
3(a)(3)	River Valley Bancorp, Inc., Eldridge, Iowa, for prior approval to acquire 100 percent of State Bank of Latham, Latham, Illinois.*	Fed Reg – 9/28/2001 Newspaper – N/Avail
CC	Notification by John G. Rosholt, of a Change in Control to retain control, and by Gary C. Rosholt to acquire control, of Rosholt Bancorporation, Inc., Rosholt, Wisconsin.	Fed Reg – 8/27/2001 Newspaper – N/Avail
3(a)(1)	WB Bancshares, Inc., Bloomington, Wisconsin, for prior approval to become a bank holding company through the acquisition of 100 percent of the voting shares of Woodhouse and Bartley Bank, Bloomington, Wisconsin.*	Fed Reg – 9/10/2001 Newspaper – 9/10/2001

\* 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>
Membership	Bank of Palmyra, Palmyra, Illinois, for prior approval to become a member of the Federal Reserve System.
Membership	Logan County Bank, Lincoln, Illinois, for prior approval to become a member of the Federal Reserve System.
4(c)(8)	Marshall & Ilsley Corporation, Milwaukee, Wisconsin, notification of intent to acquire, indirectly through its subsidiary Metavante Corporation, all of the assets of Brokat Technologies Inc. and Brokat Technologies AFS, Inc.
Regulation K	Michigan National Bank, Farmington Hills, Michigan, for prior approval to establish Standard Federal International, LLC, Wilmington, Delaware, as an Agreement corporation, and indirectly acquire four subsidiaries.
Membership	Town and Country Bank, Buffalo, Illinois, for prior approval to become a member of the Federal Reserve System.
Membership	Town and Country Bank of Springfield, Springfield, Illinois, for prior approval to become a member of the Federal Reserve System.

**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 8

### Federal Reserve Bank of St. Louis

Applications and notifications filed during the week ending Saturday, September 8, 2001

#### 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	Notice involving Planters Holding Company, Indianola, Mississippi, by William T. Robinson, Jr., Indianola, Mississippi, to retain 12.59 percent.	Newspaper 9/20/2001 Fed Reg. – 9/26/2001
CIC	Notice involving Hardeman County Investment Company, Inc., Bolivar, Tennessee, by Betty L. Woodside, Jackson, Tennessee, to retain 66.66 percent.	Newspaper – 10/2/2001 Fed Reg. – N/Avail
3(a)(3)	Notice by First Banks, Inc., St. Louis, Missouri, to acquire 100 percent of Union Financial Group, Inc., Swansea, Illinois.*	Newspaper – 10/4/2001 Fed Reg. – 10/8/2001

\* 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

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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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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>
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## District 9

### Federal Reserve Bank of Minneapolis

Applications and notifications filed during the week ending Saturday, September 8, 2001

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18(c) & Branch	BANKFIRST, Sioux Falls, South Dakota, to purchase certain assets and assume certain liabilities of the Miami, Arizona branch of Community First National Bank, Fargo, North Dakota, and immediately thereafter relocate the branch to Chandler, Arizona.*	09/14/2001
18(c) & Branch	First Interstate Bank, Billings, Montana, to merge with First Interstate Bank, Sheridan, Wyoming, and incident thereto establish 21 branches.*	N/Avail.

\* 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)	Credit Riviere Bancorporation, Inc., Austin, Texas, for prior approval to become a bank holding company through the acquisition of 100% of the voting shares of First State Bank of Sinai, Sinai, South Dakota.	Fed. Reg. – 10/09/2001 Newspaper – N/Avail.

#### 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.

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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 10

### Federal Reserve Bank of Kansas City

Applications and notifications filed during the week ending Saturday, September 8, 2001

#### 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)	Leawood Bancshares, Inc., Leawood, Kansas, for prior approval to become a bank holding company through the acquisition of 100 percent of the voting shares of Town & Country Bank, Leawood, Kansas, in organization.	Newspaper – 09/29/2001 Fed Reg – 10/05/2001
CIC	Joseph D. Freund Irrevocable Trust, the Duane M. Freund Irrevocable Trust, the Kenneth J. Freund Irrevocable Trust, the Michael R. Freund Irrevocable Trust, all of Aurora, Colorado, and the following individuals who serve as co-trustees of one or more of the trusts: Joseph Freund, Jr., of Elizabeth, Colorado, Richard Campbell, of Denver, Colorado, Laura Freund Buddington, of Denver, Colorado, Scott Freund, of Elizabeth, Colorado, Phillip Pasion, of Parker, Colorado, Angela Freund Bennett, of Denver, Colorado, and Kenneth Freund, Jr, of Aurora, Colorado, to retain control of Commerce Bankshares, Inc. and its subsidiary bank, Commerce Bank, both of Aurora, Colorado.	Newspaper – N/Available Fed Reg – 09/26/2001
CIC	Carl J. Sjulín, Lincoln, Nebraska, as trustee of the Carl J. Sjulín Revocable Trust and trustee of a Voting Trust Agreement, for prior approval to increase his ownership interest from 24.8 percent to 50.2 percent of the voting shares of West Gate Bancshares, Inc., parent of West Gate Bank, both of Lincoln, Nebraska.	Newspaper – N/Available Fed Reg – 09/27/2001

**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>
Member	CSB Bank, Claycomo, Missouri, for prior approval to become a member of the Federal Reserve System.

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

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**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 11

## Federal Reserve Bank of Dallas

Applications and notifications filed during the week ending Saturday, September 8, 2001

### 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)	Spector Holdings Management, L.L.C., San Antonio, TX, to acquire Spector Holdings Limited Partnership, San Antonio, TX, Luling Bancshares, Inc., Luling, TX, Luling Delaware Financial Corporation, Dover, DE, and Citizens State Bank of Luling, Luling, TX* (previously reported the week ending September 1, 2001)	Fed Reg – 09/28/2001 Newspaper – 09/29/2001
3(a)(1)	Spector Holdings Limited Partnership, San Antonio, TX, to acquire Luling Bancshares, Inc., Luling, TX, Luling Delaware Financial Corporation, Dover, DE, and Citizens State Bank of Luling, Luling, TX* (previously reported the week ending September 1, 2001)	Fed Reg – 09/28/2001 Newspaper – 09/29/2001
3(a)(1)	Luling Bancshares, Inc., Luling, TX, to acquire Luling Delaware Financial Corporation, Dover, DE, and Citizens State Bank of Luling, Luling, TX* (previously reported the week ending September 1, 2001)	Fed Reg – 09/28/2001 Newspaper – 09/29/2001
3(a)(1)	Luling Delaware Financial Corporation, Dover, DE, to acquire Citizens State Bank of Luling, Luling, TX* (previously reported the week ending September 1, 2001)	Fed Reg – 09/28/2001 Newspaper – 09/29/2001
3(a)(3)	Overton Financial Corporation, Overton, TX, and Overton Delaware Corporation, Dover, DE, to acquire Longview Financial Corporation, Longview, TX, Longview Delaware Corporation, Dover, DE, Longview Bank and Trust, Longview, TX, and First State Bank, Van, TX*	Fed Reg – 10/05/2001 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>
3(a)(1)	Texas Heritage Bancshares, Inc., Hondo, TX, to acquire Texas Heritage Bancshares of Delaware, Inc., Wilmington, DE, and Hondo National Bank, Hondo, TX*
3(a)(1)	Texas Heritage Bancshares of Delaware, Inc., Wilmington, DE, to acquire Hondo National Bank, Hondo, TX*

\*Subject to the provisions of the Community Reinvestment Act

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

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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						



**Section VI – CRA examinations scheduled for**

**Quarter of**

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*Institution*

*Location*

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None

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# District 12

## Federal Reserve Bank of San Francisco

Applications and notifications filed during the week ending Saturday, September 8, 2001

### 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>	
Waiver	Zions Bancorporation, Salt Lake City, Utah, request waiver of the Section 3 of BHC Act application requirement, in connection with the proposed acquisition of Minnequa Bancorp Inc., Pueblo, Colorado, simultaneous with the merger by Vectra Bank Colorado, NA, Farmington, New Mexico.	

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

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					<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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