
Federal Reserve Release



H.2

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

No. 27

Week Ending July 6, 2002

Bank Holding Companies

First Southern Bancshares, Inc., Carbondale, Illinois -- request for reconsideration of approval by the Federal Reserve Bank of St. Louis of the application to acquire Shawnee Bancshares, Inc., Grand Tower, and thereby indirectly acquire Shawnee State Bank.
- Denied, July 5, 2002

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

Bank Branches, Domestic

Richmond

Allfirst Bank, Baltimore, Maryland -- to establish branches at 6832 Old Dominion Drive, McLean, Virginia, and 10254 Main Street, Fairfax.

- Approved, July 3, 2002

Secretary

Barnes Banking Company, Kaysville, Utah -- to establish a branch at 780 East Fort Union Boulevard, Midvale.

- Approved, July 1, 2002

Dallas

Community Bank, Granbury, Texas -- to establish a branch at 6904 Colleyville Boulevard, Colleyville.

- Approved, July 3, 2002

Atlanta

Compass Bank, Birmingham, Alabama -- to establish branches at (1) the intersection of Liberty Parkway and Urban Center Parkway; (2) the intersection of Farm-to-Market 544 and Murphy Road, Murphy, Texas; (3) 3101 Matlock Road, Mansfield; and (4) at the intersection of 64th Avenue and Indiana Street, Arvada, Colorado.

- Approved, July 5, 2002

Kansas City

MontroseBank, Montrose, Colorado -- to establish a branch at 102 North Grand Avenue, Delta.

- Approved, July 5, 2002

Richmond

New Peoples Bank, Inc., Honaker, Virginia -- to establish a branch at 419 Shawnee Avenue East, Big Stone Gap.

- Approved, July 5, 2002

Bank Branches, Domestic

Kansas City

Pinnacle Bank, Papillion, Nebraska -- to establish a branch at 3500 Faulkner Drive, Lincoln.

- Approved, July 5, 2002

Bank Holding Companies

Atlanta

Bancshares of Florida, Inc., Naples, Florida -- to acquire Bank of Florida, Ft. Lauderdale, a de novo bank.

- Approved, July 1, 2002

St. Louis

Commerce Bancshares, Inc., Franklin, Tennessee -- to make, acquire, broker, or service loans or other extensions of credit through the acquisition of Citizens Corporation, and thereby provide data processing services through Financial Data Technology Corporation and engage in general insurance agency services in a town of less than 5,000 through Citizens & Peoples Insurance, Inc., Grant, Alabama, both subsidiaries of Citizens Corporation.

- Withdrawn, July 1, 2002

Atlanta

First Security Group, Inc., Chattanooga, Tennessee -- to acquire First State Bank, Maynardville.

- Approved, July 5, 2002

Chicago

Legacy Bancorp, Inc., Milwaukee, Wisconsin -- to engage de novo in extending credit through Legacy Redevelopment Corporation.

- Withdrawn, July 3, 2002

Chicago

Orchid Financial Bancorp, Inc., Saint Charles, Illinois -- to become a bank holding company through the acquisition of American Eagle Bank, South Elgin, a de novo bank.

- Approved, July 5, 2002

Bank Holding Companies

Minneapolis

TCF Financial Corporation, Wayzata, Minnesota -- to acquire shares of MainStreet Bankshares, Inc., Martinsville, Virginia.
- Withdrawn, July 1, 2002

Dallas

Texas National Bancshares, Inc., Tomball, Texas, and Tomball Capital Corporation, Wilmington, Delaware -- to become bank holding companies through the acquisition of Texas National Bank, Tomball.
- Approved, July 5, 2002

Atlanta

Wheeler Bancshares, Inc., Alamo, Georgia -- to become a bank holding company through the acquisition of Wheeler County State Bank.
- Returned, July 3, 2002

Bank Mergers

San Francisco

AmericanWest Bancorporation, Spokane, Washington -- to merge with Latah Bancorporation, Latah, and thereby indirectly acquire Bank of Latah, Saint Maries, Idaho.
- Approved, July 5, 2002

Minneapolis

Farmers State Bank of Madelia, Incorporated, Madelia, Minnesota -- to purchase certain assets and assume certain liabilities of Merchants State Bank of Lewisville, Lewisville, and establish a branch at 301 West Lewis Street.
- Approved, July 3, 2002

Kansas City

Pinnacle Bank, Papillion, Nebraska -- to merge with The Beatrice National Bank and Trust Company, Beatrice, and establish branches.
- Approved, July 3, 2002

Banks, Foreign

New York

Banque Sudameris, S.A., Paris, France -- to convert its Miami agency into a branch.
- Withdrawn, July 3, 2002

Secretary

The Royal Bank of Scotland Group plc, Edinburgh, Scotland, The Royal Bank of Scotland plc, RBSG International Holdings; Citizens Financial Group, Inc., Providence, Rhode Island; and Citizens Bank of Massachusetts, Boston, Massachusetts -- request for a waiver of application requirement to acquire Medford Bancorp, Inc., Medford, and thereby merge Medford Bancorp's subsidiary bank, Medford Savings Bank, with Citizens Financial Group's subsidiary bank, Citizens Bank of Massachusetts.
- Granted, July 1, 2002

Change In Bank Control

Philadelphia

Madison Bancshares Group, Ltd., Blue Bell, Pennsylvania -- change in bank control.
- Permitted, July 2, 2002

Competitive Factors Reports

Boston

Abington Savings Bank, Abington, Massachusetts -- report on competitive factors of the proposed merger with Massachusetts Co-operative Bank, Quincy.
- Submitted, July 2, 2002

Atlanta

Atlantic Coast Federal, Waycross, Georgia -- report on competitive factors of the proposed merger with Interim Two FSA, in connection with the reorganization of a mutual holding company.
- Submitted, July 3, 2002

Dallas

Bank of the West, El Paso, Texas -- report on competitive factors of the proposed merger with New BOTW, Inc., El Paso, an interim merger.
- Submitted, July 3, 2002

Competitive Factors Reports

San Francisco

California Center Bank, Los Angeles, California -- report on competitive factors of the proposed merger with CBC Merger Company.

- Submitted, July 2, 2002

San Francisco

Gateway Business Bank, Lakewood, California -- report on competitive factors of the proposed acquisition of the Laguna Hills branch of EOS Bank, San Mateo.

- Submitted, July 2, 2002

San Francisco

Pacific Western National Bank, Santa Monica, California -- report on competitive factors of the proposed merger with Marathon National Bank, Los Angeles.

- Submitted, July 3, 2002

New York

Panasia Bank, National Association, Fort Lee, New Jersey -- report on competitive factors of the proposed purchase of certain assets and assumption of certain deposit liabilities of the Annandale, Virginia, branch of National Penn Bank, Boyertown, Pennsylvania.

- Submitted, July 2, 2002

St. Louis

The Weakley County Bank, Dresden, Tennessee -- report on competitive factors of the proposed merger with First State Bank, Kenton; City State Bank, Martin; and The Bank of Sharon, Sharon.

- Submitted, July 2, 2002

Dallas

Wells Fargo Bank Texas, National Association, San Antonio, Texas -- report on competitive factors of the proposed merger with The First National Bank of Amarillo, Amarillo.

- Submitted, July 5, 2002

Extensions Of Time

Secretary

Citibank, N.A., New York, New York -- extensions to August 18, 2003, and August 21, 2003, to divest interests in certain properties.

- Granted, July 1, 2002

St. Louis

Commercial Bancshares, Inc., Maryland Heights, Missouri -- extension to August 18, 2002, to become a bank holding company through the acquisition of Commercial Bank.

- Granted, July 3, 2002

Atlanta

F.N.B. Corporation, Naples, Florida -- extension to October 4, 2002, to acquire shares of Sun Bancorp, Inc., Selinsgrove, Pennsylvania, and indirectly acquire its subsidiary bank, Sun Bank.

- Granted, July 3, 2002

Chicago

PrairieLand Employee Stock Ownership Plan, Bushnell, Illinois -- extension to October 15, 2002, to acquire shares of PrairieLand Bancorp, Inc. and thereby indirectly acquire Farmers & Merchants State Bank.

- Granted, July 5, 2002

District 1

Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, July 6, 2002

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)	Randolph Bancorp, Stoughton, Massachusetts - to form a mutual bank holding company through the acquisition of Randolph Savings Bank, Randolph, Massachusetts	Newspaper - 07/19/2002 Fed Reg - 07/25/2002

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

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

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

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

District 2

Federal Reserve Bank of New York

Applications and notifications filed during the week ending Saturday, July 6, 2002

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	HSBC Bank USA, Buffalo, New York, to establish a branch office at 18520 Colima Road, Rowland Heights, Los Angeles, California.	07/12/2002
Branch	JP Morgan Chase Bank, New York, New York, to establish a branch office at 39 Smith Street, Nanue, New York.	07/25/2002
Branch/Representative Office	Deutsche Hyp Hyopthekenbank Frankfurt-Hamburg AG, Frankfurt, Germany, to establish a branch in New York, New York, and representative offices in Chicago, Illinois and Los Angeles, California.	07/29/2002

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

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

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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<i>number</i>	<i>Institution/Location</i>	<i>date</i>	<i>public date</i>	<i>rating</i>	<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for

Quarter of

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

District 3

Federal Reserve Bank of Philadelphia

Applications and notifications filed during the week ending Saturday, July 6, 2002

Section I – Applications subject to newspaper notice only

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

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

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

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

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

Section VI – CRA examinations scheduled for Quarter of

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

District 4

Federal Reserve Bank of Cleveland

Applications and notifications filed during the week ending Saturday, July 6, 2002

Section I – Applications subject to newspaper notice only

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

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

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

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

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

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

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

District 5

Federal Reserve Bank of Richmond

Applications and notifications filed during the week ending Saturday, July 6, 2002

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Four Oaks Bank & Trust Company, Four Oaks, North Carolina, to establish a branch at 406 East Main Street, Wallace, North Carolina.*	Newspaper - 07/16/2002

*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)	Community First Financial Corporation, Lynchburg, Virginia, to acquire 9.3% of the voting securities of Highlands Community Bank (in organization), Covington, Virginia.*	Fed Reg - N/Avail Newspaper - N/Avail
3(a)(5)	Capital Bank Corporation, Raleigh, North Carolina, to acquire 100% of the voting shares of High Street Corporation, Asheville, North Carolina.*	Fed Reg - N/Avail Newspaper - N/Avail

*Subject to the provisions of the Community Reinvestment Act.

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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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>
697978	Community Bank of Tri-County 3035 Leonardtown Road Waldorf, Maryland 20601	04/15/2002	06/30/2002	S		X
831727	Second Bank & Trust 102 South Main Street Culpeper, Virginia 22701-3028	04/15/2002	06/30/2002	S	X	
904425	Bank of the Eastern Shore 301 Crusader Road Cambridge, Maryland 21613-2503	04/22/2002	07/04/2002	S		X
105222	Virginia Community Bank 114 Industrial Drive Louisa, Virginia 23093	04/22/2002	07/05/2002	S		X

Section VI – CRA examinations scheduled for

Quarter of

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

District 6

Federal Reserve Bank of Atlanta

Applications and notifications filed during the week ending Saturday, July 6, 2002

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18(c)	Colonial Bank, Montgomery, Alabama, to merge with Palm Beach National Bank & Trust Company, Palm Beach, Florida.	07/27/2002*
Branch	Compass Bank, Birmingham, Alabama, to establish a branch located at the intersection of Blanco Road and North Texas 1604 Loop West, San Antonio, Texas, to be known as the San Antonio - Blanco Branch.	07/11/2002*
Branch	Compass Bank, Birmingham, Alabama, to establish a branch located at the intersection of East Thomas Road and North 40th Street, Phoenix, Arizona, to be known as the Phoenix - Thomas Branch.	07/11/2002*
Branch	Compass Bank, Birmingham, Alabama, to establish a branch located at the intersection of Glade Road and Heritage Avenue, to be known as the Fort Worth - Glade Branch.	07/11/2002*
Branch	Compass Bank, Birmingham, Alabama, to establish a branch located at the intersection Rufe Snow Drive and North Tarrant Parkway, to be known as the Fort Worth- Rufe Snow Branch.	07/11/2002*
Branch	Compass Bank, Birmingham, Alabama, to establish a branch located at the intersection of FM 407 and Morris Road, Dallas, Texas, to be known as the Dallas - Morris Branch.	07/11/2002*
Branch	Compass Bank, Birmingham, Alabama, to establish a branch located at the intersection of South Yosemite Street and Kimmer Drive, Denver, Colorado, to be known as the Denver-Yosemite Branch.	07/11/2002*
Branch	Riverside Bank of the Gulf Coast, Cape Coral, Florida, to establish a branch located at 1099 N. Tamiami Trail, Nokomis, Florida.	07/07/2002*
Branch	Riverside Bank of the Gulf Coast, Cape Coral, Florida, to establish a branch located at 9820 Stringfellow Road, Pine Island, Florida.	07/07/2002*

*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)(5)	The Colonial BancGroup, Inc., Montgomery, Alabama, to merge with Palm Beach National Holding Company, and thereby acquire Palm Beach National Bank and Trust Company, both of Palm Beach, Florida.	Fed Reg - 07/29/2002*
3(a)(1)	First Georgia Holding, Inc., Brunswick, Georgia, to become a bank holding company by acquiring First Georgia Bank, Brunswick, Georgia.	Fed Reg – 06/17/2002*
3(a)(1)	Swann BancShares, Inc., Wedowee, Alabama, to become a bank holding company by acquiring Bank of Wedowee, Wedowee, Alabama.	Fed Reg – 08/05/2002*
3(a)(1)	United Community Bankshares of Florida, Inc., Orlando, Florida, to become a bank holding company by acquiring United Heritage Bank, Orlando, Florida.	Fed Reg - 08/02/2002*
3(a)(1)	United Community Bankshares of Florida, Inc., Orlando, Florida, to become a bank holding company by acquiring Community National Bank of Mid-Florida, Lake Mary, Florida.	Fed Reg – 08/02/2002*

*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>
COM	Community First, Inc., Columbia, Tennessee, commitment waiver request.

Section V – Availability of CRA public evaluations

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					<i>LrgBk</i>	<i>SmBk</i>
642437	Bank of Forest Post Office Box 60 Forest, Mississippi 39074 (601) 469-3663	04/01/2002	07/08/2002	S		X

Section VI – CRA examinations scheduled for

Quarter of

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

District 7

Federal Reserve Bank of Chicago

Applications and notifications filed during the week ending Saturday, July 6, 2002

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	North Shore Community Bank & Trust Company, Wilmette, Illinois, to establish a branch facility to be located at 7800 Lincoln Avenue, Skokie, Illinois.*	Newspaper – 07/28/2002

* 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) & 4(c)(8)	Marshall & Ilsley Corporation, Milwaukee, Wisconsin, to acquire 100 percent of the voting shares of Mississippi Valley Bancshares, Inc., St. Louis, Missouri and thereby indirectly acquire Southwest Bank of St. Louis, St. Louis, Missouri, Southwest Bank, Belleville, Illinois, Southwest Bank of Phoenix, Phoenix, Arizona and their nonbanking subsidiaries.*	Fed Reg – N/Avail Newspaper – N/Avail
4(c)(8)	Salin Bancshares, Inc., Indianapolis, Indiana, to acquire 100 percent of the voting shares of Blue River Federal Savings Bank, Edinburgh, Indiana.*	Fed Reg – N/Avail Newspaper – N/Avail

* Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

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

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

<i>Type</i>	<i>Application</i>
Membership	The Farmers & Mechanics Bank, Galesburg, Illinois, to become a member in the Federal Reserve System.

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

<i>Type</i>	<i>Application</i>
4(c)(8)	Marshall & Ilsley Corporation, Milwaukee, Wisconsin, proposes to acquire, indirectly through its subsidiary, Metavante Corporation, substantially all of the assets of PAYTRUST, INC., Lawrenceville, New Jersey.

Section V – Availability of CRA public evaluations

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					<i>LrgBk</i>	<i>SmBk</i>
678744	Central State Bank 102 N. Main Street Elkader, Iowa 52043 (563) 245-2110	12/10/2001	07/03/2002	S		X

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

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

District 8

Federal Reserve Bank of St. Louis

Applications and notifications filed during the week ending Saturday, July 6, 2002

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>
3A1	Aviston Financial Corporation, Trenton, Illinois, to become a bank holding company by acquiring 100 percent of the voting shares of Aviston Bancorp, Inc., Aviston, Illinois, and thereby indirectly acquire its subsidiary bank, State Bank of Aviston, Aviston, Illinois. (Previously submitted during the week ending June 29, 2002)*	Newspaper – 08/02/2002 Fed Reg – 08/02/2002
3A3	State Capital Corporation, Greenwood, Mississippi, to acquire up to 100 percent of Mississippi Southern Bank, Port Gibson, Mississippi.*	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>
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		

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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.

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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>
663450	Bank of Louisiana Louisiana, Missouri	03/18/2002	07/03/2002	S		X

Section VI – CRA examinations scheduled for

Quarter of

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

District 9

Federal Reserve Bank of Minneapolis

Applications and notifications filed during the week ending Saturday, July 6, 2002

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18(c) & Branch	Dakota Bank, Mendota Heights, Minnesota, to merge with The Midway National Bank of St. Paul, St. Paul, Minnesota. In addition, Dakota Bank proposes to relocate its main office to the St. Paul, Minnesota, main office location of the target bank and retain its existing main office as a branch. Dakota Bank also proposes to retain the three branch offices of the target bank located in Apple Valley, Bloomington, and Burnsville, Minnesota.*	07/17/2002

*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)	Hazen Bancorporation, Inc., Hazen, North Dakota to acquire 15.5 percent of North Star Holding Company, Inc., Jamestown, North Dakota, which owns Stutsman County State Bank, Jamestown, North Dakota.*	Fed Reg – 08/02/2002 Newspaper – N/Avail
3(a)(1)	Marquette Financial Companies, Minneapolis, Minnesota to become a bank holding company by acquiring 100% of the outstanding voting shares of CBA Bancshares, Inc., Minneapolis, Minnesota and its subsidiary bank, Community Bank of Arizona, N.A., Wickenburg, Arizona.*	Fed Reg – 08/05/2002 Newspaper – N/Avail
3(a)(3)	McIntosh County Bank Holding Company, Inc., Ashley, North Dakota, to acquire 30.9 percent of North Star Holding Company, Inc., Jamestown, North Dakota, which owns Stutsman County State Bank, Jamestown, North Dakota.*	Fed Reg – 08/02/2002 Newspaper – 07/25/2002
CIC	Wayne A. Stroup, Garrison, North Dakota to gain control of North Star Holding Company, Inc., Jamestown, North Dakota and thereby indirectly gain control of Stutsman County State Bank, Jamestown, North Dakota.	Fed Reg – 07/23/2002 Newspaper – 07/15/2002

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	The R.J. Doornek Trust and R.J. Doornek, as an individual and trustee of the trust, Wolf Point, Montana, to gain control of Western Holding Company of Wolf Point, Wolf Point, Montana, and thereby indirectly gain control of Western Bank of Wolf Point, Wolf Point, Montana.	Fed Reg – 07/11/2002 Newspaper – 07/26/2002
3(a)(3)	Wishek Bancorporation, Inc., Wishek, North Dakota, to acquire 30.9 percent of North Star Holding Company, Jamestown, North Dakota, Which owns Stutsman County State Bank, Jamestown, North Dakota.*	Fed Reg – 08/02/2002 Newspaper – N/Avail
CIC	John M. Morrison Florida Intangible Trust #5 dated 5/16/02 Naples Florida, to gain control of Central Bancshares, Inc., Golden Valley, Minnesota, and thereby indirectly gain control of Central Bank, Stillwater, Minnesota.	Fed Reg – N/Avail Newspaper N/Avail

*Subject to the provisions of the Community Reinvestment Act.

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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

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

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

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

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

District 10

Federal Reserve Bank of Kansas City

Applications and notifications filed during the week ending Saturday, July 6, 2002

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)	First Commerce Financial Corporation, Marysville, Kansas, to become a bank holding company through the acquisition of 100 percent of the voting shares of First Commerce Bank, National Association, Marysville, Kansas, a de novo bank.	Newspaper - 07/29/2002 Fed Reg - 07/26/2002
3(a)(3)	Nebraska Bankshares, Inc., Farnam, Nebraska, to retain 12.7 percent and to acquire an additional .3 percent, for a total of 13 percent of the voting shares of Stockmens Financial Corporation, Rapid City, South Dakota, parent of Security First Bank, Sidney, Nebraska; BW Holdings, Inc., Castle Rock, Colorado; and BankWest, Castle Rock, Colorado.	Newspaper - 07/22/2002 Fed Reg - 07/22/2002
3(a)(3)	First York Ban Corp., York, Nebraska, to acquire an additional .4 percent, for a total of 22.28 percent of the voting shares of NebraskaLand Financial Services, Inc., parent of NebraskaLand National Bank, both of North Platte, Nebraska.	Newspaper - N/Available Fed Reg - N/Available

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>
18(c)	Pinnacle Bank, Papillion, Nebraska to merge with The Beatrice National Bank and Trust Company, Beatrice, Nebraska, and incident thereto, to establish additional branches.

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

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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 11

Federal Reserve Bank of Dallas

Applications and notifications filed during the week ending Saturday, July 6, 2002

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)	Sterling Bancshares, Inc., Houston, TX, to acquire ENB Bankshares, Inc., Dallas, TX, and indirectly ENB Delaware Bankshares, Inc., Wilmington, DE, and Eagle National Bank, Dallas, TX* (previously reported the week ending June 29, 2002)	Fed Reg – 07/29/2002 Newspaper – 07/28/2002

*Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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

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

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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 12

Federal Reserve Bank of San Francisco

Applications and notifications filed during the week ending Saturday, July 6, 2002

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Hanmi Bank, Los Angeles, California, to establish a branch facility to be located at 2370 Crenshaw Boulevard, Suite I/H, Torrance, California.*	Newspaper – 06/25/2002
Branch	Oak Valley Community Bank, Oakdale, California, to establish a branch facility to be located at 4120 Dale Road, Modesto, California*	Newspaper – 07/04/2002
5d3	Bank of Hawaii, Honolulu, Hawaii, to merge with First Savings and Loan Association of America, Dededo, Guam.*	Newspaper – 07/29/2002

* 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	F. Kemper Freeman, Jr., Betty J. Freeman, Suzanne L. McQuaid, Amy C. Schreck, Bellevue Square Managers I Limited Partnership, and Bellevue Square Managers, Inc., all of Bellevue, Washington, to acquire ownership of 15.85 percent of First Mutual Bancshares, Inc., Bellevue, Washington.*	Newspaper – N/Avail Fed Reg – 07/24/2002
3(a)(3)	UCBH Holdings, Inc., San Francisco, California, to acquire 25 percent of the outstanding shares of Bank of Canton of California, San Francisco, California.*	Newspaper – 08/09/2002 Fed Reg – 08/05/2002

* 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)(5)(C)	Center Financial Corporation, Los Angeles, California, to become a bank holding company by acquiring 100 percent of California Center Bank, Los Angeles, California.

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.

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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>
982263	Santa Lucia Bank 7480 El Camino Real Atascadero, CA 93422 (805) 466-7087	03/04/2002	07/02/2002	S		X
528568	Harris Trust Bank of Arizona 6720 N. Scottsdale Rd., Suite 111 Scottsdale, Arizona 85253 (480) 951-4900	03/04/2002	07/03/2002	S	X	

Section VI – CRA examinations scheduled for Quarter of

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