
Federal Reserve Release



H.2

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

No. 5

Week Ending February 1, 2003

Regulations And Policies

Margin Requirements for Security Futures -- letter to the Commodity Futures Trading Commission and Securities and Exchange Commission regarding their report on the exercise of delegated margin authority.

- Approved, January 27, 2003

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

Atlanta

AmSouth Bank, Birmingham, Alabama -- to establish a branch at 2010-2030 Metairie Road, Metairie, Louisiana.

- Approved, January 28, 2003

St. Louis

Arvest Bank, Fayetteville, Arkansas -- to establish a branch at 8415 Sylvan Hills Highway, Sherwood.

- Approved, January 29, 2003

Cleveland

Fifth Third Bank, Florida, Naples, Florida -- to establish a branch at 21321 South Tamiami Trail, Estero.

- Approved, January 29, 2003

Cleveland

Fifth Third Bank, Grand Rapids, Michigan -- to establish branches at 345 West Dundee Road, Buffalo Grove, Illinois; 3245 East Michigan Avenue, Jackson, Michigan; and 309 East Grand River Avenue, East Lansing.

- Approved, January 29, 2003

Kansas City

Five Points Bank, Grand Island, Nebraska -- to establish a branch at 19th Street and 39th Avenue, Kearney.

- Approved, January 27, 2003

New York

JPMorgan Chase Bank, New York, New York -- to establish a branch at 277 Park Avenue.

- Withdrawn, January 29, 2003

Bank Branches, Domestic

Atlanta

SouthTrust Bank, Birmingham, Alabama -- to establish branches at 8994 Southwest 40th Street, Miami, Florida, and 2090 Northwest 107th Avenue.

- Approved, January 31, 2003

Atlanta

SunTrust Bank, Atlanta, Georgia -- to establish a branch at 1205 West Pratt Street, Baltimore, Maryland.

- Withdrawn, January 28, 2003

Secretary

SunTrust Bank, Atlanta, Georgia -- to establish a branch at 5080 Newberry Road, Gainesville, Florida.

- Approved, January 30, 2003

Bank Holding Companies

Atlanta

Alamerica BancCorp, Inc., Birmingham, Alabama -- commitment waiver request.

- Granted, January 29, 2003

Dallas

Andrews Holding Company-Nevada, Carson City, Nevada -- to become a subsidiary holding company of Andrews Holding Company, Andrews, Texas, through the acquisition of Commercial State Bank.

- Registration granted, January 28, 2003

Chicago

Bancroft State Bancshares, Inc., Bancroft, Wisconsin -- to form Hometown Insurance Agency LLC to acquire Rayome Insurance Agency, Inc. and thereby engage in insurance agency activities in a town with a population not exceeding 5,000.

- Approved, January 27, 2003

Atlanta

Bancshares of Florida, Inc., Naples, Florida -- to acquire Florida Trust Company, Inc., Ft. Lauderdale, and thereby engage in trust activities.

- Approved, January 29, 2003

Bank Holding Companies

Boston

Chittenden Corporation, Burlington, Vermont -- to acquire Granite State Bankshares, Inc., Keene, New Hampshire, and Granite Bank.

- Approved, January 30, 2003

Cleveland

First Southern Bancorp, Inc., Stanford, Kentucky -- to acquire South Central Bancshares, Inc., Russellville.

- Approved, January 29, 2003

Minneapolis

Marshall Bancorp, Inc., Minneapolis, Minnesota -- relief from certain commitments.

- Granted, January 31, 2003

Director, BS&R

O.A.K. Financial Corporation, Byron Center, Michigan -- transfer agent registration.

- Approved, January 28, 2003

San Francisco

Southwest Community Bancorp, Encinitas, California -- to become a bank holding company through the acquisition of Southwest Community Bank.

- Approved, January 29, 2003

Bank Mergers

Chicago

Unionbank, Streator, Illinois -- to merge with Unionbank/Central, Princeton, and thereby establish branches.

- Approved, January 29, 2003

Banks, Foreign

Director, BS&R

BBVA Bancomer, S.A., Mexico City, Mexico -- to establish an agency in Houston, Texas.

- Approved, January 29, 2003

Banks, Nonmember, And Miscellaneous Institutions

Secretary

Citibank, FSB, Reston, Virginia -- location determination of master account at the Federal Reserve Bank of Chicago.
- Permitted, January 29, 2003

Director, BS&R

Harris Trust Company of California, San Francisco, California -- transfer agent registration.
- Withdrawn, January 28, 2003

Change In Bank Control

Philadelphia

The Bancorp, Inc., Wilmington, Delaware -- change in bank control.
- Permitted, January 28, 2003

Atlanta

First Citizens Bankshares, Inc., Glennville, Georgia -- change in bank control.
- Withdrawn, January 28, 2003

Minneapolis

Highland Bancshares, Inc., Bloomington, Minnesota -- change in bank control.
- Permitted, January 30, 2003

Competitive Factors Reports

Kansas City

The City National Bank and Trust Company of Guymon, Guymon, Oklahoma -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of the Guymon branch of Gold Bank, Hennessey.
- Submitted, January 31, 2003

Philadelphia

The Clearfield Bank and Trust Company, Clearfield, Pennsylvania -- report on competitive factors of the proposed merger with Clearfield Interim Bank and Trust Company.
- Submitted, January 30, 2003

Competitive Factors Reports

St. Louis

Community First National Bank of West Plains, West Plains, Missouri -- report on competitive factors of the proposed merger with Bank of Evening Shade, Mountain Home, Arkansas.

- Submitted, January 28, 2003

San Francisco

East-West Bank, San Marino, California -- report on competitive factors of the proposed merger with Pacific Business Bank, Santa Fe Springs.

- Submitted, January 27, 2003

Dallas

Farmers State Bank, Groesbeck, Texas -- report on competitive factors of the proposed acquisition of a branch of The First State Bank, Kosse, at 104 North Narcissus.

- Submitted, January 28, 2003

St. Louis

Frontenac Bank, Earth City, Missouri -- report on competitive factors of the proposed merger with Frontenac Interim Bank.

- Submitted, January 30, 2003

St. Louis

Godfrey Interim Bank, Des Peres, Missouri -- report on competitive factors of the proposed merger with The Bank of Godfrey, Godfrey, Illinois.

- Submitted, January 28, 2003

Chicago

Northeast Security Bank, Sumner, Iowa -- report on competitive factors of the proposed purchase of assets and assumption of deposit liabilities of the Decorah branch of Union Planters Bank, National Association, Memphis, Tennessee.

- Submitted, January 29, 2003

Dallas

Pioneer Bank, Roswell, New Mexico -- report on competitive factors of the proposed merger with Interim One Federal Savings Bank.

- Submitted, January 31, 2003

Competitive Factors Reports

Kansas City

Security Bank, Rich Hill, Missouri -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of the Seligman and Washburn branches of First Independent Bank, Aurora.

- Submitted, January 27, 2003

Kansas City

South Central State Bank, Campbell, Nebraska -- report on competitive factors of the proposed merger with Commercial Bank, Blue Hill.

- Submitted, January 27, 2003

Kansas City

Western State Bank, Garden City, Kansas -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of the Ulysses and Hugoton branches of Southwest Bank, Ulysses.

- Submitted, January 27, 2003

Extensions Of Time

Dallas

Cen-Tex Bancshares, Inc., Austin, Texas, and Cen-Tex Intermediate Holding Company, Inc., Wilmington, Delaware -- extension to April 24, 2003, to become bank holding companies through the acquisition of Community State Bank, Austin.

- Granted, January 28, 2003

Atlanta

Synovus Financial Corp., Columbus, Georgia -- extension to May 6, 2003, to merge with United Holdings, Inc., St. Petersburg, Florida, and thereby acquire its subsidiaries, United Bank and Trust Company, and United Bank of the Gulf Coast, Sarasota.

- Granted, January 30, 2003

Dallas

Woodforest Financial Group, Inc., The Woodlands, Texas, and Sun Belt Bancshares Corporation, Wilmington, Delaware -- extension to April 24, 2003, to acquire shares of Main Street National Bank, Cleveland, Texas.

- Granted, January 29, 2003

Financial Holding Companies

Director, BS&R

Royal Bank Holding Inc., Toronto, Canada; RBC Holdings (USA) Inc., New York, New York; RBC Holdings (Delaware) Inc., Wilmington, Delaware; and Prism Financial Corporation, Chicago, Illinois -- elections to become financial holding companies.
- Effective, January 31, 2003

International Operations

New York

Citibank, N.A., New York, New York -- to underwrite equity securities through Citibank Overseas Investment Corporation.
- Approved, January 29, 2003

Director, BS&R

State Street Bank and Trust Company, Boston, Massachusetts, and State Street International Holdings -- for State Street Bank and Trust Company to invest an amount in excess of 10 percent of its capital and surplus in its Edge corporations; for its London branch to establish a subsidiary; and for State Street International Holdings, an Edge corporation subsidiary, to engage in mutual fund administration and to amend its articles of association.
- Approved, January 30, 2003

Membership

Philadelphia

Patriot Bank, Pottstown, Pennsylvania -- membership in the Federal Reserve System.
- Approved, January 31, 2003

San Francisco

Western Security Bank, Scottsdale, Arizona -- withdrawal from membership in the Federal Reserve System.
- Granted, January 27, 2003

Regulations And Policies

FOMC

Federal Open Market Committee -- minutes of the meeting on December 10, 2002.
- Published, January 30, 2003

District 1

Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, February 1, 2003

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)	South Shore Mutual Holding Company, Weymouth, Massachusetts - to become a bank holding company through the acquisition of 100% of the voting shares of South Shore Co-operative Bank, Weymouth, Massachusetts	Newspaper - 03/03/2003 Fed Reg - 03/03/2003

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

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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

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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, February 1, 2003

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

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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 4

Federal Reserve Bank of Cleveland

Applications and notifications filed during the week ending Saturday, February 1, 2003

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18(c) Branch	Application by Chippewa Valley Bank, Rittman, OH to merge with The Savings Bank & Trust Company, Orrville, OH and, incident thereto, establish branch offices.*	Newspaper - N/Avail
Branch	Application by Fifth Third Bank, Cincinnati, OH to establish a branch at 3131 Princeton Road, Fairfield, OH.*	Newspaper - 02/11/2002
Branch	Application by Fifth Third Bank, Cincinnati, OH to establish a branch at 1940 State Route 37, Delaware, OH.*	Newspaper - 02/09/2003
Branch	Appication by Fifth Third Bank, Cincinnati, OH to establish a branch at Loveland-Maderia Road and Dapper Drive, Loveland, OH.*	Newspaper - 02/11/2003

*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)	Application by Wayne Bancorp, Inc., Wooster, OH to acquire Banc Services Corp., Orrville, OH.*	Newspaper - 02/17/2003 Fed Reg - 02/21/2003
CIC	Change in Control notice filed by David B. Cook of intent to retain up to 10.49 percent of the outstanding voting shares of HFB Financial Corporation, Middlesboro, KY.	Newspaper – N/Avail Fed Reg - 01/29/2003

*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.

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					<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, February 1, 2003

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)	Surrey Bancorp, Mount Airy, North Carolina, to become a bank holding company through the acquisition of 100% of the voting shares of Surrey Bank & Trust, Mount Airy, North Carolina.*	Fed Reg - 03/03/2003 Newspaper - 02/28/2003
3(a)(5)	Bank of Granite Corporation, Granite Falls, North Carolina, to acquire 100% of the voting shares of First Commerce Corporation, Charlotte, 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</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 6

Federal Reserve Bank of Atlanta

Applications and notifications filed during the week ending Saturday, February 1, 2003

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Colonial Bank, Montgomery, Alabama, to establish a branch located at 34998 Emerald Coast Parkway, Destin, Florida.*	Newspaper-02/03/2003
Branch	Colonial Bank, Montgomery, Alabama, to establish a branch located at 2750 John Hawkins Parkway, Hoover, Alabama.*	Newspaper-01/30/2003
Branch	SunTrust Bank, Atlanta, Georgia, to establish a branch located at the north side of Jonesboro Road, west of I-75, McDonough, Georgia, to be known as the Henry Town Center Office.*	Newspaper-01/29/2003
Branch	SunTrust Bank, Atlanta, Georgia, to establish a branch located at the intersection of Lawrenceville Suwanee Road and Satellite Boulevard, Suwanee, Georgia, to be known as the Suwanee Creek Office.*	Newspaper-01/29/2003
Branch	SunTrust Bank, Atlanta, Georgia, to establish a branch located at the north side of Towne Lake Parkway, west of I-575, Woodstock, Georgia, to be known as the Towne Lake Office.*	Newspaper-01/29/2003
Branch	SunTrust Bank, Atlanta, Georgia, to establish a branch located at 1205 West Pratt Street, Baltimore, Maryland, to be known as the West Pratt Safeway In-Store Office.*	Newspaper-02/13/2003

*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>
CIC	Advantage Bankshares, Inc., North Palm Beach, Florida, prior notice by Allen Tucker, to acquire 2.04 percent of the outstanding shares of Advantage Bankshares, Inc., and its subsidiary, Advantage Bank, both of North Palm Beach, Florida. Pro forma total ownership will equal 10.88 percent.	Newspaper-02/14/2003 Fed Reg-02/21/2003
3(a)(1)	Georgia Commerce Bancshares, Inc., Atlanta, Georgia, to become a bank holding company by acquiring Georgia Commerce Bank, Atlanta, Georgia (in organization).*	Newspaper-N/Avail Fed Reg-N/Avail

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(1)	Morton Bancorp, Inc., Morton, Mississippi, to become a bank holding company by acquiring Georgia Commerce Bank, Atlanta, Georgia (in organization).*	Newspaper-02/21/2003 Fed Reg-03/03/2003

*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	Banking Corporation of Florida, Naples, Florida, commitment waiver request.

Section V – Availability of CRA public evaluations

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Section V – Availability of CRA public evaluations

<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 7

Federal Reserve Bank of Chicago

Applications and notifications filed during the week ending Saturday, February 1, 2003

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18C	First Banking Center, Burlington, Wisconsin, to purchase the assets and assume liabilities of the Walworth branch of North Shore Bank, FSB, Brookfield, Wisconsin.*	Newspaper – N/Avail
Branch	Harris Trust and Savings Bank, Chicago, Illinois, to establish a branch facility to be located at 3601 North Halsted Avenue, Chicago, Illinois.*	Newspaper – 01/17/2003
Branch	M&I Marshall & Ilsley Bank, Milwaukee, Wisconsin, to establish 4 branch facilities to be located at Houghton Road and Broadway Blvd., Tucson, Arizona; Litchfield Road and Bell Road, Surprise, Arizona; 91st Avenue and Union Hills Drive, Peoria, Arizona, and Coratra Road and Silverbell Road, Catalina, Arizona.*	Newspaper – 01/28/2003

* 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	Notice by the Eldred 2002 Family Trust, Beloit, Wisconsin, and Co-Trustees Helen M. Eldred, Beloit, Wisconsin, Susan E. Boettcher, Wauwatosa, Wisconsin, Steven M. Eldred, Beloit, Wisconsin, and Richard J. Langer, Madison, Wisconsin, to acquire control of Centre 1 Bancorp, Inc., Beloit, Wisconsin, and thereby indirectly acquire First National Bank and Trust Company of Beloit, Beloit, Wisconsin.	Fed Reg – 02/10/2003 Newspaper – N/Avail
3(a)(1)	DB Acquisition Corp., Wausau, Wisconsin, to become a bank holding company through the acquisition of 100 percent of the voting shares of Dorchester Bancshares, Inc., Dorchester, Wisconsin, and thereby indirectly acquire Dorchester State Bank, Dorchester, Wisconsin.*	Fed Reg – 01/21/2003 Newspaper – 01/30/2003

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(5)	First Mutual Bancorp of Illinois, Inc., Harvey, Illinois, to acquire 90 percent of the voting shares of Security Bancorp of Dupage, Inc., Naperville, Illinois, and thereby indirectly acquire Security Bank of Dupage, Naperville, Illinois.*	Fed Reg – 11/01/2002 Newspaper – N/Avail
3(a)(3)	Standard Bancshares, Inc., Hickory Hills, Illinois, to acquire 100 percent of the voting shares of East Side Bancorporation, Inc., Chicago, Illinois, and thereby indirectly acquire BankChicago, Chicago, Illinois.*	Fed Reg – 02/21/2003 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>LrgBk</i>	<i>SmBk</i>
923743	Green Lake State Bank 515 Hill Street Green Lake, Wisconsin 54941 (920) 294-3369	09/17/2002	01/29/2003	S		S

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, February 1, 2003

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Arvest Bank, Fayetteville, Arkansas, to establish a branch facility to be located at 5201 Southwest Lee Boulevard, Lawton, Oklahoma.*	Newspaper – 02/08/2003

* 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)	Bank of Mulberry Employee Stock Ownership Trust, Mulberry, Arkansas, and its subsidiary, ACME Holding Company, Inc., Mulberry, Arkansas, to acquire 81.65 percent of Madison Corporation, Little Rock, Arkansas, and thereby indirectly acquire Madison Bank & Trust Company, Kingston, Arkansas.*	Newspaper – 02/27/2003 Fed Reg – 03/03/2003
3(a)(1)	Mechanics Banc Holding Company, Water Valley, Mississippi, to become a bank holding company by acquiring 100 percent of Merchants Bank, Water Valley, Mississippi.*	Newspaper – 03/03/2003 Fed Reg – 03/03/2003
3(a)(3)	Reliance Bancshares, Inc., Des Peres, Missouri, to acquire 100 percent of The Bank of Godfrey, Godfrey, Illinois.*	Newspaper – 02/24/2003 Fed Reg – 03/03/2003

* Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
309150	The Missouri Bank Warrenton, Missouri	10/21/2002	01/29/2003	O		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, February 1, 2003

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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<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>
667252	Stockmens Bank, Cascade, Montana	10/14/2002	01/29/2003	S		X
1003558	Grand Rapids State Bank Grand Rapids, Minnesota	09/23/2002	01/29/2003	S		X

Section VI – CRA examinations scheduled for Quarter of

Institution *Location*

None

District 10

Federal Reserve Bank of Kansas City

Applications and notifications filed during the week ending Saturday, February 1, 2003

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	First State Bank, Taos, New Mexico, to establish a branch at 131 South Tejon Street, Colorado Springs, Colorado.	Newspaper - 02/17/2003

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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<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>
538651	Deuel County State Bank 774 2 nd Street Chappell, Nebraska 69129	11/12/2002	01/29/2003	S		X
3020447	Farmers Bank 119 1 st Street Ault, Colorado 80610	10/28/2002	01/31/2003	S		X

Section VI – CRA examinations scheduled for Quarter of

Institution *Location*

None

District 11

Federal Reserve Bank of Dallas

Applications and notifications filed during the week ending Saturday, February 1, 2003

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

Section VI – CRA examinations scheduled for Quarter of

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

District 12

Federal Reserve Bank of San Francisco

Applications and notifications filed during the week ending Saturday, February 1, 2003

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 by Alan Wilber Rolley, Dallas, Texas, and Blake Alan Rolley, Flagstaff, Arizona, acting in concert, to increase their ownership up to 33.06 percent of Arizona Bancshares, Inc., Flagstaff, Arizona.*	Newspaper – N/Avail Fed Reg – 02/04/2003
3(a)(1)	The Wakashio Bank, Ltd., Tokyo, Japan, to become a bank holding company by acquiring 100 percent of Manufacturers Bank, Los Angeles, California.*	Newspaper – 02/20/2003 Fed Reg – 03/03/2003
3(a)(1)	Gaslight Leasing, Inc., to become a bank holding company by acquiring 100 percent of Fremont Bancorporation, and thereby indirectly acquire Fremont Bank, all of Fremont, California.*	Newspaper – 02/27/2003 Fed Reg – 03/03/2003

* 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>
Foreign Branch	Far East National Bank, Los Angeles, California, to establish a branch office in Ho Chi Minh City, Vietnam.
3(a)(5)(C)	Heritage Bancorp, Reno, Nevada, to become a bank holding company by acquiring 100% of Heritage Bank of Nevada, Reno, Nevada.
3(a)(5)(C)	Citizens Bancorp, Grass Valley, California, to become a bank holding company by acquiring 100 percent of Citizens Bank of Nevada County, Nevada City, California.

Section V – Availability of CRA public evaluations

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					<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for Quarter of

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