
Federal Reserve Release



H.2

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

No. 35

Week Ending August 30, 2003

Regulations And Policies

Regulation CC -- amendments to Appendix A to reflect the restructuring of the Federal Reserve's check processing operations in the Fourth District.

- Announced, August 28, 2003

Enforcement

WestLB AG, Dusseldorf, Germany, and WestLB AG, New York, New York -- issuance of a cease and desist order and order of assessment of a civil money penalty.

- Approved, August 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

Richmond

Alliance Bank Corporation, Fairfax, Virginia -- to establish a branch at 8221 Old Courthouse Road, Vienna.

- Approved, August 29, 2003

Atlanta

AmSouth Bank, Birmingham, Alabama -- to establish branches at 120 Citi Centre, Winter Haven, Florida; 6105 Cypress Gardens Boulevard; 8234 Navarre Parkway, Navarre; 2199 Manatee Avenue West, Bradenton; 1725 West Causeway Approach, Mandeville, Louisiana; and 1300 West Walnut Avenue, Dalton, Georgia.

- Approved, August 26, 2003

Atlanta

AmSouth Bank, Birmingham, Alabama -- to establish a branch at 4359 13th Street, St. Cloud, Florida.

- Approved, August 29, 2003

Richmond

Community Bank of Tri-County, Waldorf, Maryland -- to establish a branch at 200 Market Square Drive, Prince Frederick.

- Approved, August 26, 2003

Secretary

RBC Centura Bank, Rocky Mount, North Carolina -- to establish a branch at 100 Beckett Lane, Fayetteville, Georgia.

- Approved, August 27, 2003

Dallas

Sanger Bank, Sanger, Texas -- to establish a branch at 1300 Highway 59 North, Bowie.

- Approved, August 27, 2003

Bank Branches, Domestic

Atlanta

SouthTrust Bank, Birmingham, Alabama -- to establish a branch at 19440 Bruce B. Downs Boulevard, Tampa, Florida
- Approved, August 27, 2003

Atlanta

SouthTrust Bank, Birmingham, Alabama -- to establish a branch at 648 Long Point Road, Mt. Pleasant, South Carolina.
- Approved, August 28, 2003

Secretary

SunTrust Bank, Atlanta, Georgia -- to establish branches at 4338 Paces Ferry Road, Atlanta, 4325 Atlanta Highway, Loganville, 43150 Broadlands Center Safeway, Ashburn, Virginia, and the intersection of Riverside Parkway and Lansdowne Boulevard, Leesburg.
- Approved, August 27, 2003

Bank Holding Companies

Atlanta

Alliance Bancshares, Inc., Dalton, Georgia -- to become a bank holding company through the acquisition of Alliance National Bank.
- Withdrawn, August 29, 2003

St. Louis

BCAC, Inc., Rosiclare, Illinois -- to become a bank holding company through the acquisition of shares of Banterra Corp., Eldorado, and thereby acquire First of Murphysboro Corp., Murphysboro; The First Bank and Trust Company of Murphysboro; and Banterra Bank, Marion, and election by BCAC, Inc. to become a financial holding company.
- Approved, August 28, 2003

Bank Holding Companies

Kansas City

BOK Financial Corporation, Tulsa, Oklahoma -- to acquire through its subsidiary, BOKF Merger Corporation Number Eleven, Colorado Funding Company, Denver, Colorado, and thereby acquire Colorado State Bank and Trust, and for BOKF Merger Corporation Number Eleven to merge with Colorado Funding Company.
- Approved, August 26, 2003

St. Louis

Campbell Hill Bancshares, Inc., Campbell Hill, Illinois -- to acquire Southwest Illinois Bancshares, Inc., Coulterville, and thereby acquire The First National Bank of Coulterville.
- Approved, August 27, 2003

Chicago

First Fontanelle Bancorporation, Fontanelle, Iowa -- to acquire shares of Corn Belt Bancorporation, Inc., Anita, and thereby acquire Union National Bank, and to acquire Corn Belt Insurance Agency, Massena, and thereby engage in insurance agency activities.
- Approved, August 28, 2003

Chicago

National Bancshares, Inc., Bettendorf, Iowa -- to engage de novo in extending credit and servicing loans.
- Withdrawn, August 29, 2003

Kansas City

Shamrock Bancshares Employee Stock Ownership Plan, Coalgate, Oklahoma -- to acquire additional shares of Shamrock Bancshares, Inc., and thereby acquire Shamrock Bank, National Association.
- Approved, August 28, 2003

Atlanta

Total Bancshares Corporation, Miami, Florida -- to become a bank holding company through the acquisition of TotalBank.
- Approved, August 28, 2003

Bank Holding Companies

Richmond

United Bankshares, Inc., Charleston, West Virginia -- to acquire Sequoia Bancshares, Inc., Bethesda, Maryland, and for Sequoia Bancshares to merge with George Mason Bankshares, Inc., Fairfax, Virginia, a second tier holding company, and thereby acquire SequoiaBank, Bethesda.

- Approved, August 26, 2003

San Francisco

Valley Commerce Bancorp, Ltd., Phoenix, Arizona -- to become a bank holding company through the acquisition of Valley Commerce Bank.

- Approved, August 27, 2003

Bank Mergers

Richmond

Planters Bank and Trust Company of Virginia, Staunton, Virginia -- to acquire certain assets and assume certain liabilities of six branches of First Virginia Bank-Southwest, Roanoke, and the Farmville branch of First Virginia Bank-Colonial, Richmond.

- Approved, August 26, 2003

Richmond

Second Bank & Trust, Culpeper, Virginia -- to acquire certain assets and assume certain liabilities of the Woodstock branch of First Virginia Bank-Blue Ridge, Staunton.

- Approved, August 26, 2003

Change In Bank Control

San Francisco

Northeast Portland Community Development Trust, Portland, Oregon -- change in bank control.

- Permitted, August 25, 2003

Competitive Factors Reports

Boston

Boston Federal Savings Bank, Burlington, Massachusetts -- report on competitive factors of the proposed acquisition of seven Massachusetts branches of Encore Bank, Houston, Texas.

- Submitted, August 26, 2003

Competitive Factors Reports

Atlanta

Community Bank of Florida, Homestead, Florida -- report on competitive factors of the proposed sale of certain assets and transfer of deposit liabilities at 1471 East Osceola Parkway, Kissimmee, and 4400 13th Street, St. Cloud, to Fairwinds Credit Union, 3087 North Alafaya Trail, Orlando.

- Submitted, August 28, 2003

Philadelphia

Farmers & Mechanics Bank, Burlington Township, New Jersey -- report on competitive factors of the proposed acquisition of certain assets and assumption of certain liabilities of the Tabernacle, New Jersey, branch of Sovereign Bank, Wyomissing, Pennsylvania.

- Submitted, August 28, 2003

Philadelphia

Minersville Safe Deposit Bank and Trust Company, Minersville, Pennsylvania -- report on competitive factors of the proposed purchase of assets and assumption of liabilities of a branch of Community Banks, Harrisburg.

- Submitted, August 28, 2003

San Francisco

Nara Bank, National Association, Los Angeles, California -- report on competitive factors of the proposed assumption of deposits and acquisition of certain loans of the Broadway, New York, New York, branch of Korea Exchange Bank, Seoul, Korea.

- Submitted, August 28, 2003

St. Louis

National Bank of Commerce, Memphis, Tennessee -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of two branches of Flag Bank, Atlanta, Georgia.

- Submitted, August 29, 2003

St. Louis

Southwest Bank of St. Louis, St. Louis, Missouri -- report on competitive factors of the proposed merger with Southwest Bank, Belleville, Illinois.

- Submitted, August 27, 2003

Competitive Factors Reports

San Francisco

State National Bank, Lubbock, Texas -- report on competitive factors of the proposed merger with Arlington National Bank, Arlington.

- Submitted, August 28, 2003

New York

U.S. Trust Company, National Association, Greenwich, Connecticut -- report on competitive factors of the proposed merger with State Street Bank and Trust Company of New England, National Association, Hartford, a limited purpose trust bank subsidiary (organized solely to facilitate the acquisition) of State Street Bank and Trust Company, Boston.

- Submitted, August 26, 2003

Extensions Of Time

Philadelphia

Canton Bancorp, Inc., Canton, Pennsylvania -- extension to November 20, 2003, to become a bank holding company through the acquisition of The First National Bank of Canton.

- Granted, August 28, 2003

Minneapolis

Merchants Financial Group, Inc., Winona, Minnesota -- extension to December 4, 2003, to acquire Merchants Bank, National Association, La Crescent, a de novo bank, in connection with the relocation of the charter of the existing Merchants Bank, National Association to Onalaska, Wisconsin.

- Granted, August 27, 2003

Dallas

Texas State Bank, McAllen, Texas -- extension to December 3, 2003, to establish a branch at 2314 West University Drive, Edinburg.

- Granted, August 25, 2003

Membership

Chicago

New City Bank, Chicago, Illinois -- to become a member of the Federal Reserve System.

- Withdrawn, August 28, 2003

Regulations And Policies

Secretary

Regulation F -- technical amendments in connection with the Board's policy of periodic regulatory review.

- Approved, August 28, 2003

Securities Regulation

Director, BS&R

List of Foreign Margin Stocks -- semiannual publication.

- Published, August 28, 2003

District 1

Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, August 30, 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.

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, August 30, 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>
3A1	Shinhan Financial Group Co., Ltd., Seoul, Korea, to become a bank holding company, pursuant to Section 3(a)(1) of the Bank Holding Company Act, by acquiring 80.04 percent of the voting stock of Chohung Bank, Seoul, Korea, which in turn owns 100 percent of the voting shares of CHB America Bank, Seoul, Korea.	Newspaper – 09/07/2003 Fed Reg – 09/29/2003
3A1	Evergreen Holdings, LLC, New York, New York, to become a bank holding company, pursuant to Section 3(a)(1) of the Bank Holding Company Act, by acquiring 65.88 percent of Eastbank Corporation, New York, New York.	Newspaper – 08/25/2003 Fed Reg – 09/29/2003

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4C8	Munchener Ruckversicherungs-Gesellschaft Aktiengesellschaft, Munich, Germany, seeks to acquire 26.27% of the shares of Hypo Real Estate Holding AG, Munich, Germany, (“REH AG”) and thereby engage in non-banking activities pursuant to section 225.28(b)(1) of Regulation Y through REH AG’s indirect subsidiary Hypo Real Estate Capital Corporation, Wilmington, Delaware.	Fed Reg – N/Avail

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

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

Section V – Availability of CRA public evaluations

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

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

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

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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 3

Federal Reserve Bank of Philadelphia

Applications and notifications filed during the week ending Saturday, August 30, 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	Layfayette Ambassador Bank, Easton, PA, to acquire two branches of Premier Bank, Doylestown, PA, located at 2201 Northampton Street, Easton, PA, and 1401 Easton Avenue, Bethlehem, PA.	Newspaper – N/Avail

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(1)	KNBT Bancorp, Inc., Bethlehem, PA, to form a bank holding company by acquiring Keystone Savings Bank, Bethlehem, PA,	Newspaper – N/Avail Fed Reg – 09/26/2003
3(a)(5)	KNBT Bancorp, Inc., Bethlehem, PA, to acquire First Colonial Group, Inc., Nazareth, PA, and it's wholly own subsidiary Nazareth National Bank and Trust Company, Nazareth, PA.	Newspaper – N/Avail Fed Reg – 09/26/2003

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 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 4

Federal Reserve Bank of Cleveland

Applications and notifications filed during the week ending Saturday, August 30, 2003

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18C & Branch	Applications by Fifth Third Bank, Michigan, Grand Rapids, Michigan to effect an internal reorganization and acquire through merger, Fifth Third Bank, Northern Kentucky, Covington, Kentucky; Fifth Third Bank, Kentucky, Louisville, Kentucky; Fifth Third Bank, Florida, Naples, Florida; and Fifth Third Bank, Indiana, Indianapolis, Indiana; pursuant to section 18(c) of the Federal Deposit Insurance Act and to establish branch facilities pursuant to section 9 of the Federal Reserve Act. .	Newspaper – 09/18/2003
3A3, 18C Branch & 5D3	Application by Sky Financial Group, Inc., Bowling Green, Ohio, to acquire GLB Bancorp, Inc., Mentor, Ohio, pursuant to section 3(a)(3) of the Bank Holding Company Act AND Sky Bank, Salineville, Ohio, to acquire by merger, Great Lakes Bank, Mentor, Ohio, pursuant to sections 5(d)(3) and 18(c) of the Federal Deposit Insurance Act and establish branches therein pursuant to section 9 of the Federal Reserve Act	Newspaper – 09/25/2003

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
CIC	Notice of Change in Bank Control by Laurie L. McClellan and Walter L. McClellan of their intent to acquire ownership and control of up to 20.97 percent of the outstanding voting shares of Consumer Bancorp, Inc., Minerva, Ohio, pursuant to section 225.41 of Regulation Y.	Newspaper – N/Avail Fed Reg – 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

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

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

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

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

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

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

District 5

Federal Reserve Bank of Richmond

Applications and notifications filed during the week ending Saturday, August 30, 2003

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	RBC Centura Bank, Rocky Mount, North Carolina, to establish a branch at 101 NE Third Avenue, Suite 100, Ft. Lauderdale, Florida.*	Newspaper – 09/09/2003

*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>
None		

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

<i>RSSD</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 4th Quarter of 2003

<i>Institution</i>	<i>Location</i>
Farmers & Mechanics Bank	Frederick, Maryland
CapitalBank	Greenwood, South Carolina
Central Virginia Bank	Powhatan, Virginia
Bank of Tazewell	Tazewell, Virginia

District 6

Federal Reserve Bank of Atlanta

Applications and notifications filed during the week ending Saturday, August 30, 2003

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Regions Bank, Birmingham, Alabama, to establish a branch located at the southeast corner of Anderson Mill Road and Highway 183, Austin, Texas.*	Newspaper – 08/30/2003

*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>
3(a)(5)	BancTrust Financial Group, Inc., Mobile, Alabama, to merge with the CommerceSouth, Inc., Eufaula, Alabama, and thereby directly acquire its subsidiary, CommerceSouth Bank, Eufaula, Alabama.*	Newspaper – N/Avail Fed Reg – 09/29/2003
CIC	Bonifay Holding Company, Inc., Bonifay, Florida, after-the-fact notification filed by Guy F. Medley, Michael P. McCann, both of Dothan, Alabama, and Michael A. Medley, Bonifay, Florida, to retain 30.35 percent of the outstanding shares of Bonifay Holding Company, Inc., and The Bank of Bonifay, both of Bonifay, Florida. Total ownership will equal 37.20 percent.	Newspaper – 09/18/2003 Fed Reg – 09/10/2003
CIC	First Bankshares of St. Martin, Ltd., Breaux Bridge, Louisiana, prior change in control notice by Mr. John Alfred Melancon to acquire an additional 5.32 percent of the outstanding shares of First Bankshares of St. Martin, Ltd., Breaux Bridge, Louisiana. Total ownership will equal 15.01 percent.	Newspaper – 08/30/2003 Fed Reg – 09/03/2003
3(a)(1)	RB Bancorporation, Athens, Alabama, to become a bank holding company by acquiring Reliance Bank, Athens, Alabama.*	Newspaper – N/Avail Fed Reg – 09/15/2003

*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>
4(c)(8)	Capitol City Bancshares, Inc., Atlanta, Georgia, after-the-fact notification to retain Capitol City Home Loans, Inc., Atlanta, Georgia, and thereby continue engaging de novo in making, acquiring, brokering, or servicing loans or other extensions of credit, pursuant to section 225.28(b)(1) of Regulation Y and section 4(c)(8) of the Bank Holding Company Act.	Fed Reg – 09/18/2003

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

<i>Type</i>	<i>Application</i>
3(a)(1)	Alliance Bancshares, Inc., Dalton, Georgia, notice to become a bank holding company by acquiring Alliance National Bank, Dalton, Georgia.

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>
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, August 30, 2003

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Ames Community Bank, Ames, Iowa, to establish a branch facility to be located at 604 N. Highway 69, Huxley, Iowa.*	Newspaper – N/Avail
18C & Branches	Baylake Bank, Sturgeon Bay, Wisconsin, to purchase the assets of the Kewaunee, Wisconsin branch of M&I Marshall & Ilsley Bank, Milwaukee, Wisconsin, and thereby to establish a branch at 1334 Ellis Street, Kewaunee, Wisconsin.*	Newspaper – N/Avail
Branch	Irwin Union Bank and Trust Company, Columbus, Indiana, to establish a branch facility to be located at 107 N. State Road 135, Suite 201, Greenwood, Indiana.*	Newspaper – 09/15/2003
18C	Rolling Hills Bank and Trust, Atlantic, Iowa, to purchase the assets and assume liabilities of the Walnut, Iowa, and Atlantic, Iowa branch offices of American Interstate bank, Manning, Iowa.*	Newspaper – N/Avail
18C & Branches	Southwest Bank of St. Louis, St. Louis, Missouri, to merge with Southwest Bank, Belleville, Illinois, and thereby to establish a branch at 2 Carlyle Park Drive, Belleville, Illinois.*	Newspaper – 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>
CIC	Notice by Alfred H. Peterson, III and Jane E. Peterson, Brighton, Michigan to retain control of 11.24 percent of the outstanding shares of FNB Financial Corporation, Three Rivers, Michigan, and thereby indirectly control The First National Bank of Three Rivers, Three Rivers, Michigan.	Fed Reg – N/Avail Newspaper – N/Avail
CIC	Notice by Frances E. Powers, Defiance, Iowa, to acquire an additional 49.78 percent and thereby control 52.44 percent of Union Bancorporation, Defiance, Iowa, and thereby indirectly control Defiance State Bank, Defiance, Iowa.	Fed Reg – 08/15/2003 Newspaper – 08/14/2003

* 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 s 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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S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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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 8

Federal Reserve Bank of St. Louis

Applications and notifications filed during the week ending Saturday, August 30, 2003

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18C & Branch	The Farmers & Merchants Bank, Stuttgart, Arkansas, to purchase the assets and assume the liabilities of the Des Arc, Arkansas branch of Union Planters Bank, National Association, Memphis, Tennessee, and retain the acquired facility as a branch office.*	Newspaper – 09/26/2003

* 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>
3A3	Mercantile Bancorp, Inc., Quincy, Illinois, to acquire up to 13.96 percent of NorthStar Bancshares, Inc., Kansas City, Missouri, and thereby indirectly acquire NorthStar Bank, National Association, Kansas City, Missouri.*	Newspaper – 09/25/2003 Fed Reg – 09/29/2003

* 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.

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>
185859	Lindell Bank & Trust Company St. Louis, Missouri	04/28/2003	08/25/2003	S	X	
177751	Cass Commercial Bank Bridgeton, Missouri	05/12/2003	08/28/2003	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, August 30, 2003

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18C & Branch	Citizens State Bank of Arlington, Arlington, South Dakota, to merge with First State Bank of Sinai, Sinai, South Dakota, and thereby to establish a branch at Main Street, Sinai, South Dakota.*	Newspaper – 09/22/2003

*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>
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>
259956	The State Savings Bank of Manistique Manistique, Michigan	05/05/2003	08/29/2003	S		X

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, August 30, 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>	
Investment in Bank Premises	Citizens Bank & Trust Company, Okmulgee, Oklahoma, to increase its investment in bank premises in the amount of \$3,072,326.00.	

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>
702050	First State Bank 301 S. Connell Avenue Picher, Oklahoma 74360-153	06/02/2003	08/27/2003	S		X
152057	Bank of Commerce 322 W. 6 th Street Chelsea, Oklahoma 74016-1638	05/27/2003	08/27/2003	S		X
507255	Community Bank of Rockies 501 Main La Jara, Colorado 81140	06/02/2003	08/27/2003	O	X	

Section VI – CRA examinations scheduled for Quarter of

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

District 11

Federal Reserve Bank of Dallas

Applications and notifications filed during the week ending Saturday, August 30, 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)(5)	Prosperity Bancshares, Inc., Houston, TX, to acquire MainBancorp, Inc., Austin, TX, and Main Bank, National Association, Dallas, TX* (previously reported the week ending August 23, 2003)	Fed Reg – 09/15/2003 Newspaper – 09/15/2003

*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>	<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.

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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, August 30, 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>LrgBk</i>	<i>SmBk</i>
2583347	Rancho Bernardo Community Bank 16495 Bernardo Center Drive San Diego, CA 92128 858-451-9100	05/12/2003	08/28/2003	S	X	

The above listing has been prepared as a courtesy by the Federal Reserve Bank of San Francisco, and is not intended to replace formal notices required by statute or regulation; the Reserve Bank assumes no responsibility for errors or omissions.

Section VI – CRA examinations scheduled for Quarter of

Institution

Location

None
