
Federal Reserve Release



H.2

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

No. 12

Week Ending March 20, 2004

Bank Holding Companies

National City Corporation, Cleveland, Ohio -- to acquire Allegiant Bancorp, Inc., St. Louis, Missouri.

- Approved, March 15, 2004

Board Operations

Officer Appointment -- appointment of Sandra F. Braunstein as Director of the Division of Consumer and Community Affairs.

- Approved, March 18, 2004

Officer Promotions and Appointments -- promotion of Alice Patricia White to Deputy Associate Director and appointment of Michael Gibson as Assistant Director and Chief of the Trading Risk Analysis Section in the Division of Research and Statistics; appointment of Stacy Coleman as Assistant Director for Operational and Information Technology Risk and Special Activities in the Division of Banking Supervision and Regulation; and change in responsibilities for Lisa Hoskins, Assistant Director in the Division of Reserve Bank Operations and Payment Systems.

- Approved, March 15, 2004

Extensions Of Time

Central Pacific Financial Corp., Honolulu, Hawaii -- extension to June 15, 2004, to acquire CB Bancshares, Inc.

- Granted, March 15, 2004

Forms

Forms -- final Board review of proposals to extend with revision the Weekly Report of Assets and Liabilities for Large Banks (FR 2416), Weekly Report of Selected Assets (FR 2644), and Weekly Report of Assets and Liabilities for Large U.S. Branches and Agencies of Foreign Banks (FR 2069), and to extend without revision the Regulation H disclosure requirements for Consumer Protections in Sales of Insurance.

- Approved, March 12, 2004 (AC)

Regulations And Policies

Regulation C -- request for public comment on revised formats for public disclosure tables required by the Home Mortgage Disclosure Act.

- Approved, March 15, 2004

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 branches at 131 South Pebble Beach Boulevard, Sun City Center, Florida; and 2295 South Hiawassee Road, #11, Orlando.

- Approved, March 15, 2004

Atlanta

Bank Independent, Sheffield, Alabama -- to establish a branch at 303 Beltline Place, Unit E, Decatur.

- Approved, March 18, 2004

San Francisco

County Bank, Merced, California -- to establish a branch at 2625 Divisadero Street, Fresno.

- Approved, March 16, 2004

St. Louis

First Security Bank of Conway, Conway, Arkansas -- to establish branches at 112 Volunteer's Parkway, Clinton, and 1137 Main Street, Vilonia.

- Approved, March 18, 2004

Kansas City

The Guarantee State Bank, Lawton, Oklahoma -- to establish a branch at 702 Northwest Sheridan Road.

- Withdrawn, March 18, 2004

New York

JPMorgan Chase Bank, New York, New York -- to establish a branch at 10767 Kuykendahl, Woodlands, Texas.

- Approved, March 15, 2004

Bank Branches, Domestic

New York

JPMorgan Chase Bank, New York, New York -- to establish branches at 2335 New Hyde Park Road, New Hyde Park; and 16-18 Nassau Street, Princeton, New Jersey.
- Approved, March 19, 2004

Kansas City

MontroseBank, Montrose, Colorado -- to establish a branch near Highways 92 and 133, Hotchkiss.
- Approved, March 18, 2004

Richmond

RBC Centura Bank, Rocky Mount, North Carolina -- to establish a branch at 100 South Ashley Drive, Suites 1760 and 1770, Tampa, Florida.
- Approved, March 15, 2004

Atlanta

Regions Bank, Birmingham, Alabama -- to establish a branch at the northeast corner of Matlock Road and Highway I-20, Arlington, Texas.
- Approved, March 18, 2004

Cleveland

Sky Bank, Salineville, Ohio -- to establish branches at 7551 Secor Road, Lambertville, Michigan.
- Approved, March 16, 2004

Bank Holding Companies

Atlanta

Bainbridge Bancshares, Inc., Bainbridge, Georgia -- to become a bank holding company through the acquisition of First National Bank of Decatur County, a de novo bank.
- Approved, March 19, 2004

Chicago

Blairstown Bancorp, Inc., Blairstown, Iowa -- to engage de novo in extending credit and servicing loans.
- Approved, March 19, 2004

Bank Holding Companies

San Francisco

Canyon Bancorporation, Inc., Tucson, Arizona -- to become a bank holding company through the acquisition of shares of Canyon Community Bank, National Association.
- Approved, March 15, 2004

Atlanta

CBB Bancorp, Cartersville, Georgia -- to become a bank holding company through the acquisition of Century Bank of Bartow County.
- Withdrawn, March 19, 2004

Minneapolis

Citizens Bank Group, Inc., St. James, Minnesota -- to engage de novo in the lending activities of purchasing over lines and loan participations.
- Approved, March 19, 2004

Kansas City

Davenport Community Bancshares, Inc., Davenport, Nebraska -- to engage in insurance activity.
- Withdrawn, March 15, 2004

San Francisco

First Commerce Bancorp, Encino, California -- to become a bank holding company through the acquisition of First Commerce Bank.
- Approved, March 15, 2004

Atlanta

Gulf Atlantic Financial Group, Inc., Tallahassee, Florida -- to become a bank holding company through the acquisition of First National Bank, Tarpon Springs.
- Withdrawn, March 18, 2004

Boston

Hampden Bancorp, MHC, Springfield, Massachusetts -- to become a mutual bank holding company through the acquisition of Hampden Bank.
- Approved, March 19, 2004

Bank Holding Companies

Atlanta

Horizon Bancorporation, Inc., Bradenton, Florida -- commitment waiver request.
- Granted, March 15, 2004

Secretary

LBT Bancshares, Inc., Litchfield, Illinois -- commenter's request to extend the comment period on the application to acquire Security Bancshares, Inc., Witt.
- Denied, March 19, 2004

St. Louis

Patriot of Tennessee Corporation, Millington, Tennessee -- to become a bank holding company through the acquisition of Patriot Bank.
- Approved, March 19, 2004

Minneapolis

Pinehurst Bancorp, Inc., St. Paul, Minnesota -- to become a bank holding company through the acquisition of Pinehurst Bank, a de novo bank.
- Approved, March 18, 2004

Richmond

Shore Bancshares, Inc., Easton, Maryland -- to merge with Midstate Bancorp, Inc., Felton, Delaware, and thereby indirectly acquire The Felton Bank.
- Approved, March 16, 2004

Atlanta

Synovus Financial Corp., Columbus, Georgia -- to acquire Trust One Bank, Memphis, Tennessee.
- Approved, March 15, 2004

Boston

Webster Financial Corporation, Waterbury, Connecticut -- to acquire Webster D&P Holdings and thereby acquire Duff & Phelps, LLC, Chicago, Illinois, and its subsidiary, Duff & Phelps Securities LLC.
- Withdrawn, March 15, 2004

Change In Bank Control

Chicago

Citizens Financial Corporation Employee Stock Ownership Plan and Trust, Fort Atkinson, Wisconsin -- change in bank control.
- Permitted, March 16, 2004

Kansas City

Davenport Community Bancshares, Inc., Davenport, Nebraska -- change in bank control.
- Withdrawn, March 15, 2004

Atlanta

Evergreen Bancshares, Inc., Tallahassee, Florida -- change in bank control.
- Returned, March 15, 2004

New York

Great Lakes Bancorp, Inc., Buffalo, New York -- notices of change in bank control.
- Permitted, March 15, 2004

Competitive Factors Reports

San Francisco

Canyon Community Bank, National Association, Tucson, Arizona -- report on competitive factors of the proposed merger with New Canyon Community Bank, National Association.
- Submitted, March 18, 2004

San Francisco

First Commerce Bank, Encino, California -- report on competitive factors of the proposed merger with Interim First Commerce, Inc.
- Submitted, March 18, 2004

Chicago

First Federal of Northern Michigan, Alpena, Michigan -- report on competitive factors of the proposed purchase of assets and assumption of deposit liabilities of the Mancelona and Alanson branches of North Country Bank and Trust, Manistique.
- Submitted, March 15, 2004

Competitive Factors Reports

Philadelphia

First Heritage Bank, Wilkes-Barre, Pennsylvania -- report on competitive factors of the proposed merger with Community Bank National Association, Canton, New York.
- Submitted, March 16, 2004

Chicago

First State Bank of Western Illinois, La Harpe, Illinois -- report on competitive factors of the proposed purchase of assets and assumption of liabilities of the Blandinsville branch of Union Bank/West, Macomb.
- Submitted, March 15, 2004

Dallas

First State Bank, Happy, Texas -- report on competitive factors of the proposed merger with Sun Bank, Sunray.
- Submitted, March 16, 2004

Boston

Ocean National Bank, Kennebunk, Maine -- report on competitive factors of the proposed merger with Granite Bank, Keene, New Hampshire, and to relocate the main office of Ocean National Bank from Kennebunk to Portsmouth, New Hampshire.
- Submitted, March 17, 2004

Boston

Rockland Trust Company, Rockland, Massachusetts -- report on competitive factors of the proposed merger with Falmouth Co-operative Bank, Falmouth.
- Submitted, March 15, 2004

San Francisco

The Stockmen's Bank, Kingman, Arizona -- report on competitive factors of the proposed purchase of deposits and assumption of liabilities of the Payson and Show Low branches of First National Bank of Arizona, Scottsdale.
- Submitted, March 18, 2004

San Francisco

Wilshire State Bank, Los Angeles, California -- report on competitive factors of the proposed merger with Northwest National Bank of Arlington, Arlington, Texas.
- Submitted, March 16, 2004

Competitive Factors Reports

San Francisco

Wilshire State Bank, Los Angeles, California -- report on competitive factors of the proposed merger with Interim Wilshire Bancorp, Inc.

- Submitted, March 17, 2004

Extensions Of Time

St. Louis

Simmons First National Corporation, Pine Bluff, Arkansas -- extension to April 10, 2004, to acquire Alliance Bancorporation, Inc., Hot Springs, and thereby acquire Alliance Bank of Hot Springs.

- Granted, March 19, 2004

Membership

Richmond

MainStreet Bank, Herndon, Virginia -- to become a member of the Federal Reserve System.

- Approved, March 16, 2004

District 1

Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, March 20, 2004

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)	Salisbury Bancorp, Inc., Lakeville, Connecticut - notification to acquire 100% of the common shares of Canaan National Bancorp, Inc., North Canaan, Connecticut (revised)	Newspaper – 03/22/2004 Fed Reg – 04/05/2004*

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 2

Federal Reserve Bank of New York

Applications and notifications filed during the week ending Saturday, March 20, 2004

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	JP Morgan Chase Bank, New York, New York, request permission to open and occupy a branch office located at 101 N. Custer, McKinney, Texas.	Newspaper – 04/16/2004
Branch	JP Morgan Chase Bank, New York, New York, request permission to open and occupy a branch office located at 3127 Main, Frisco, Texas	Newspaper – 04/16/2004

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>
None						

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

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

District 3

Federal Reserve Bank of Philadelphia

Applications and notifications filed during the week ending Saturday, March 20, 2004

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 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, March 20, 2004

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
*Branch	Fifth Third Bank, Cincinnati, Ohio, to establish a branch facility at 380 East Main Street, Hendersonville, Tennessee	Newspaper – 03/27/2004

*Subject to the provisions of the Community Reinvestment Act

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
*3(a)(3) & 3(a)(5)	Applications by Fifth Third Bancorp and Fifth Third Financial Corporation, its wholly-owned subsidiary, both of Cincinnati, Ohio, to acquire Franklin Financial Corporation and its sole subsidiary bank, Franklin National Bank, both of Franklin, Tennessee.	Newspaper – 04/11/2004 Fed Reg – 04/15/2004
*Branch	Fifth Third Bank, Grand Rapids, MI to establish branch facilities at 799 Central Avenue, Highland Park, Illinois; 240-242 Skokie Boulevard, Northbrook, Illinois; 1311 Ridgeland Avenue, Naperville, Illinois; 1582 North Rand Road, Palatine, Illinois; 5645 North Main Street, Mishawaka, Indiana; and 900 West Armitage Avenue, Chicago, Illinois.	Newspaper – N/Avail Fed Reg – N/Avail
*Branch	Fifth Third Bank, Cincinnati, Ohio, to establish branch facilities at 10105 Fremont Pike, Perrysburg, Ohio; 2455 Hilliard Rome Road, Hilliard, Ohio; and 8877 Owen Field Drive, Powell, Ohio.	Newspaper – N/Avail Fed Reg – N/Avail
*Branch	Fifth Third Bank, Grand Rapids, MI to establish branch facilities at 1606 East 79 th Avenue, Chatham, Illinois; 41122 Ryan Road, Sterling Heights, Michigan; 9000 Park Royal Drive, Fort Myers, Florida; 3501 North Green River Road, Evansville, Indiana; and 10595 East U.S. Highway 36, Avon, Indiana.	Newspaper – N/Avail Fed Reg – N/Avail
*3(a)(5) & 4(c)(8)	National City Corporation, Cleveland, Ohio, to acquire 100 percent of Provident Financial Group, Inc., Cincinnati, Ohio, and thereby indirectly acquire Provident Bank, Cincinnati, Ohio.	Newspaper – 03/22/2004 Fed Reg – 03/19/2004

*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>
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, March 20, 2004

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 1476 Hunter Hill Road, Rocky Mount, North Carolina.*	Newspaper – 03/30/2004

*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 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, March 20, 2004

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	SunTrust Bank, Atlanta, Georgia, to establish a branch located at 9530 Argyle Forest Boulevard, Jacksonville, Florida, to be known as The Oakleaf Office.*	Newspaper – 04/01/2004
Branch	Riverside Bank of the Gulf Coast, Cape Coral, Florida, to establish a branch located at 717 East Venice Avenue, Venice, Florida.*	Newspaper – 03/25/2004

*Subject to provisions of the Community Reinvestment Act

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(1)	Naples Bancorp, Inc., Naples, Florida, to become a bank holding company by acquiring 100 percent of Bank of Naples, Naples, Florida.*	Newspaper – 04/12/2004 Fed Reg – 04/12/2004
3(a)(1)	Parish National Corporation, Covington, Louisiana, to become a bank holding company by acquiring 100 percent of OptimumBank.com, Plantation, Florida.*	Newspaper – N/Avail Fed Reg – N/Avail
CIC	Executive Banking Corporation, Miami, Florida, after-the-fact change in control notice by Carlos Alejandro Safie, Pinecrest, Florida, to retain 88.55 percent of the voting shares of Executive Banking Corporation, along with its subsidiary, Executive National Bank, both of Miami, Florida.	Newspaper – N/Avail Fed Reg – 03/29/2004
4(c)(8)	United Community Banks, Inc., Blairsville, Georgia, to acquire Fairbanco Holding Company, Inc., along with its subsidiary, 1 st Community Bank, both of Fairburn, Georgia, and thereby engage in operating a savings association.*	Newspaper – N/Avail Fed Reg – N/Avail

*Subject to provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

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

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

<i>Type</i>	<i>Application</i>
COM	Community Financial Holding Company, Inc., Duluth, Georgia, commitment waiver request.
3(a)(1)	OptimumBank Holdings, Inc., Plantation, Florida, notice to become a bank holding company by acquiring 100 percent of the outstanding shares of OpitimumBank.com, Plantation, Florida.

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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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 7

Federal Reserve Bank of Chicago

Applications and notifications filed during the week ending Saturday, March 20, 2004

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18C & Branches	Harris Trust and Savings Bank, Chicago, Illinois, to merge with Harris Bank Round Lake, Round Lake Heights, Illinois (formerly known as Lakeland Community Bank, Round Lake Heights, Illinois), and thereby establish branch facilities to be located at 935 West Rollins Road, Round Lake Heights, Illinois, and 1310 South Route 12, Fox Lake, Illinois.*	Newspaper – 04/05/2004
Branch	Harris Trust and Savings Bank, Chicago, Illinois, to establish branch facilities to be located at 1636 East 55th Street, Chicago, Illinois; at the southeast corner of Ohio and Dearborn street, Chicago, Illinois, and at the southwest corner of Route 132 and Deep Lake Road, Lake Villa, Illinois.*	Newspaper – N/Avail
Branch	Michigan Heritage Bank, Farmington Hills, Michigan, to establish a branch facility to be located at 30445 Southfield Road, Southfield, Michigan.*	Newspaper – 03/21/2004

* 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 John R. Barlow, Mound, Minnesota and Cinda Mae Classon, Dows, Iowa, to each retain 26.16 percent of the voting shares of Barlow Banking Corporation, Iowa Falls, Iowa, and thereby indirectly acquire Iowa Falls State Bank, Iowa Falls, Iowa.	Fed Reg – 03/04/2004 Newspaper – 03/16/2004
3(a)(3)	Community State Bank Employee Stock Ownership Plan and Trust, Union Grove, Wisconsin, to increase ownership to at least 31.90 percent of the voting shares of Union Bancorporation Inc., Union Grove, Wisconsin, and thereby indirectly acquire Community State Bank, Union Grove, Wisconsin.*	Fed Reg – N/Avail Newspaper – N/Avail
3(a)(1)	Third Century Bancorp, Franklin, Indiana, to become a bank holding company by acquiring 100 percent of the voting shares of Mutual Savings Bank, Franklin, Indiana.*	Fed Reg – N/Avail 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>
CIC	Notice by Mark Bradley Richardson, Thetford Center, Vermont, and Kimberly Ann Richardson, Atlanta, Georgia, as trustees of the "1998 Irrevocable Trust of Coyn V. Richardson", to acquire additional shares of Cowden Bancorp, Inc., Springfield, Illinois, and thereby indirectly acquire Community Banks of Shelby County, Cowden, Illinois.	Fed Reg – N/Avail Newspaper – N/Avail
3(a)(3)	First Busey Corporation, Urbana, Illinois, to acquire 100 percent of the voting shares of First Capital Bankshares, Inc., Peoria, Illinois, and thereby indirectly acquire First Capital Bank, Peoria, Illinois, and Community Bank of Lemont, Lemont, Illinois.*	Fed Reg – N/Avail Newspaper – N/Avail
CIC	Notice by Thomas M. Johannesen, Elgin, Illinois, Claire C. Johannesen, Elgin, Illinois, Mary Johannesen-Schmidt, Palatine, Illinois, Timothy P. Schmidt, Palatine, Illinois, Kathleen E. Tomei, Lake Bluff, Illinois, Richard Tomei, Lake Bluff, Illinois, Thomas M. Johannesen, Jr., Chicago, Illinois, Jennifer Johannesen, Chicago, Illinois, James Johahnnesen, Hinsdale, Illinois, Barbara Johannesen, Hinsdale, Illinois, Thomas P. Callahan, Houston, Texas, and Fran Callahan, Houston, Texas, to retain control of 25.27 percent of the outstanding voting shares of First Community Financial Corporation, Elgin, Illinois, and thereby indirectly acquire First Community Bank, Elgin, Illinois.	Fed Reg – N/Avail Newspaper – N/Avail
3(a)(3) & 4(c)(8)	MB Financial, Inc., Chicago, Illinois, to acquire 100 percent of the voting shares of First Security Fed Financial, Inc., Chicago, Illinois, and thereby indirectly acquire First Security Federal Savings Bank, Chicago, Illinois.*	Fed Reg – 04/05/2004 Newspaper – N/Avail
3(a)(1)	Metropolitan Capital Bancorp, Inc., Chicago, Illinois, to become a bank holding company by acquiring 100 percent of the voting shares of Metropolitan Capital Bank (in organization), Chicago, Illinois.*	Fed Reg – 04/08/2004 Newspaper – 04/07/2004
CIC	Notice by Christine V. Lake, Brookfield, Wisconsin, to acquire more than 10 percent of the outstanding voting shares of Ridgestone Financial Services, Inc., Brookfield, Wisconsin, and thereby indirectly acquire Ridgestone Bank, Brookfield, Wisconsin.	Fed Reg – 04/01/2004 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.

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 8

Federal Reserve Bank of St. Louis

Applications and notifications filed during the week ending Saturday, March 20, 2004

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Pulaski Bank and Trust Company, Little Rock, Arkansas, to establish a branch facility to be located at 10900 Colonel Glenn Road, Little Rock, Arkansas.*	Newspaper – 03/23/2004

* 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>
3A1	American Community Bancorp, Inc., Evansville, Indiana, to become a bank holding company by acquiring 100 percent of Bank of Evansville, National Association, Evansville, Indiana.*	Newspaper – 04/20/2004 Fed Reg – N/Avail
3A3	Central Bancompany, Inc., Jefferson City, Missouri, to acquire 100 percent of Community Bancs of Oklahoma, Inc., Tulsa, Oklahoma, and thereby indirectly acquire Community Bank & Trust Company, Tulsa, Oklahoma.*	Newspaper – 04/15/2004 Fed Reg – 04/16/2004
3A5	FSB Bancshares, Inc., Henderson, Tennessee, to merge with American City Bancorp, Inc., Tullahoma, Tennessee, and thereby indirectly acquire American City Bank, Tullahoma, Tennessee.*	Newspaper – 04/18/2004 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>
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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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>
856748	The Citizens Bank Batesville, Arkansas	11/12/2003	03/15/2004	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, March 20, 2004

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Plaza Park State Bank, Waite Park, Minnesota, proposes to establish a branch at 6 th Avenue South, Waite Park, Minnesota.*	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	Retroactive change in control notice by Kenneth Hilton Johnson, Chicago, Illinois, to retain control of BNCCORP, Inc., Bismarck, North Dakota.	Fed Reg – N/Avail Newspaper – N/Avail

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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 10

Federal Reserve Bank of Kansas City

Applications and notifications filed during the week ending Saturday, March 20, 2004

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 Gary D. Bunch and Donna L. Bunch, both of Edmond, Oklahoma, to retain control of Exchange Bancshares of Moore, Inc., parent of Exchange National Bank, both in Moore, Oklahoma.	Newspaper – N/Avail Fed Reg – 04/06/2004

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	First Westroads Bank, Omaha, Nebraska, to become a member of the Federal Reserve System.	
4(c)(8)	Citizens Agency, Inc., Haddam, Kansas, to engage in real estate settlement, escrow services and to provide real estate title insurance services through the formation of Santa Fe Title, LLC, Gardner, Kansas.	

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 11

Federal Reserve Bank of Dallas

Applications and notifications filed during the week ending Saturday, March 20, 2004

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18C	Memphis State Bank, Memphis, TX, to acquire a branch of First Bank & Trust Company, Lubbock, TX* (previously reported the week ending March 13, 2004)	Newspaper – 04/09/2004
Branch	Memphis State Bank, Memphis, TX, to establish a branch at 211 Main Street, White Deer, TX 78097* (previously reported the week ending March 13, 2004)	Newspaper – 04/09/2004

*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	Mr. Gary A. Messersmith, Houston, TX, et al, to acquire an interest in First Community Bancshares, Inc., Houston, TX (previously reported the week ending March 13, 2004)	Fed Reg – 03/29/2004 Newspaper – 03/28/2004
3(a)(3)	International Bancshares Corporation, Laredo, TX, to acquire Local Financial Corporation, Oklahoma City, OK, and indirectly acquire Local Oklahoma Bank, Oklahoma City, OK* (previously reported the week ending March 13, 2004)	Fed Reg – 04/12/2004 Newspaper – 04/08/2004

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

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S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

<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, March 20, 2004

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18C Branch	Hanmi Bank, Los Angeles, California, to merge with Pacific Union Bank, Los Angeles, California, and thereby acquire 12 branch offices of Pacific Union Bank, all located in California.*	Newspaper – 03/15/2004

* Subject to the provisions of the Community Reinvestment Act

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(1)	Doctors' Bancorp, Manhattan Beach, California, to become a bank holding company by acquiring 100 percent of Beach Business Bank (in organization), Manhattan Beach, California.*	Newspaper – 04/18/2004 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>
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>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	
