
Federal Reserve Release



H.2

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

No. 16

Week Ending April 17, 2004

Forms

Forms -- final Board review of proposals to extend without revision the Survey to Obtain Information on the Relevant Market in Individual Merger Cases (FR 2060), Transfer Agent Registration and Amendment Form (FR TA-1), and Written Security Program for State Member Banks (FR 4004).

- Approved, April 16, 2004

Regulations And Policies

Fair Credit Reporting Act -- publication for comment of proposed rules under Regulation V concerning the circumstances under which creditors may obtain and use consumers' medical information (Docket No. R-1188).

- Approved, April 6, 2004 (AC)

Enforcement

Community First Bank and Trust, Celina, Ohio -- written agreement dated July 25, 2002, terminated February 4, 2004.

- Announced, April 14, 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 2401 Gateway Drive, Opelika, and 1014 East Brandon Boulevard, Brandon, Florida.

- Approved, April 13, 2004

St. Louis

Arvest Bank, Fayetteville, Arkansas -- to establish branches at 7633 East 63rd Place, Tulsa, Oklahoma, and 2203 North Highway 81, Duncan.

- Approved, April 14, 2004

New York

Bank of Smithtown, Smithtown, New York -- to establish branches at 3460 Veterans Memorial Highway, Suffolk County, and Miller Place Shopping Center, Route 25A.

- Approved, April 14, 2004

Richmond

CapitalBank, Greenwood, South Carolina -- to establish branches at 1620 Woodruff Road, Greenville, and 1200 West Wade Hampton Boulevard, Greer.

- Approved, April 13, 2004

Chicago

Cole Taylor Bank, Rosemont, Illinois -- to establish a branch at 1250 North Arlington Heights Road, Itasca.

- Approved, April 15, 2004

San Francisco

Farmers and Merchants Bank of Long Beach, Long Beach, California -- to establish a branch at 24300 Paseo de Valencia, Laguna Hills, and to invest in bank premises.

- Approved, April 15, 2004

San Francisco

Farmers and Merchants Bank of Rockford, Spokane, Washington -- to establish a branch at 509 North Sullivan Road, Spokane Valley.

- Approved, April 12, 2004

Bank Branches, Domestic

Cleveland

Fifth Third Bank, Grand Rapids, Michigan -- to establish branches at 803 South Main Street, Royal Oak; 20401 Haggerty Road, Northville; 36700 Ford Road, Westland; 3535 East 96th Street, Indianapolis, Indiana; 9025 East 56th Street, Indianapolis; 3264 Highway 54, Owensboro, Kentucky; 375 Cross Road Boulevard, Cold Spring; and 333 Northwest Highway, Barrington, Illinois.

- Approved, April 12, 2004

Richmond

RBC Centura Bank, Rocky Mount, North Carolina -- to establish branches at 7231 Rockbridge Road, Lithonia, Georgia, and 4500 South Cobb Drive, Smyrna.

- Approved, April 14, 2004

Atlanta

SouthTrust Bank, Birmingham, Alabama -- to establish branches at 10791 West Broad Street, Glen Allen, Virginia, and 1696 North Loop 288, Denton, Texas.

- Approved, April 15, 2004

Atlanta

SunTrust Bank, Atlanta, Georgia -- to establish branches at the intersection of Peachtree and Laurel Springs Parkways, Suwanee; 1165 Fairburn Road, Atlanta; and 2880 Shallowford Road, Northeast.

- Approved, April 12, 2004

Bank Holding Companies

Atlanta

BankEast Corporation, Knoxville, Tennessee -- to become a bank holding company and to acquire The Citizens Bank of Gainesboro, Gainesboro.

- Approved, April 14, 2004

Atlanta

The Colonial BancGroup, Inc., Montgomery, Alabama -- to merge with P.C.B. Bancorp, Inc., Clearwater, Florida, and thereby acquire Premier Community Bank of Southwest Florida, Fort Myers; Premier Community Bank of South Florida, Fort Lauderdale; Premier Community Bank, Venice; and Premier Community Bank of Florida, Largo.

- Approved, April 12, 2004

Bank Holding Companies

Atlanta

Farmers Bancorp, Inc., Lynchburg, Tennessee -- to become a bank holding company and to acquire The Farmers Bank of Lynchburg.

- Approved, April 12, 2004

Minneapolis

First Holding Company of Cavalier, Inc., Cavalier, North Dakota -- to acquire Argyle Financial Services, Inc., Argyle, Minnesota, and Argyle State Bank.

- Approved, April 15, 2004

Kansas City

First Southwest Bancorporation, Inc., Alamosa, Colorado -- to become a bank holding company and to acquire First Southwest Bank, a de novo bank.

- Approved, April 16, 2004

Kansas City

Home State Bancorp, Loveland, Colorado -- to become a bank holding company and to acquire Home State Bank.

- Approved, April 15, 2004

Dallas

International Bancshares Corporation, Laredo, Texas -- to acquire Local Financial Corporation, Oklahoma City, Oklahoma, and Local Oklahoma Bank.

- Approved, April 15, 2004

New York

Mariner's Bancorp, Edgewater, New Jersey -- to become a bank holding company and to acquire Mariner's Bank.

- Approved, April 15, 2004

Chicago

MB Financial, Inc., Chicago, Illinois -- to acquire First Security Fed Financial, Inc. and First Security Federal Savings Bank.

- Approved, April 14, 2004

Bank Holding Companies

Atlanta

Naples Bancorp, Inc., Naples, Florida -- to become a bank holding company and to acquire Bank of Naples.

- Approved, April 16, 2004

Atlanta

OptimumBank Holdings, Inc., Plantation, Florida -- to become a bank holding company and to acquire OptimumBank.com.

- Approved, April 15, 2004

Boston

Seacoast Financial Services Corporation, New Bedford, Massachusetts -- to acquire Abington Bancorp, Weymouth, and Abington Savings Bank, Abington.

- Approved, April 12, 2004

San Francisco

Wilshire Bancorp, Inc., Los Angeles, California -- to become a bank holding company and to acquire Wilshire State Bank.

- Approved, April 12, 2004

Bank Mergers

San Francisco

Hanmi Bank, Los Angeles, California -- to merge with Pacific Union Bank and thereby acquire 12 California branches.

- Approved, April 12, 2004

Dallas

Memphis State Bank, Memphis, Texas -- to acquire the White Deer branch of First Bank & Trust Company, Lubbock, and thereby establish a branch.

- Approved, April 14, 2004

Banks, State Member

Atlanta

BankEast, Gainesboro, Tennessee -- to retain shares of The Plateau Group, Inc., Crossville, and Plateau Insurance Company, after conversion to a state member bank.

- Approved, April 14, 2004

Change In Bank Control

Chicago

Ridgestone Financial Services, Inc., Brookfield, Wisconsin -- change in bank control.
- Permitted, April 16, 2004

Chicago

Royal Bancshares, Inc., Elroy, Wisconsin -- change in bank control notices.
- Permitted, April 16, 2004

Chicago

Strategic Capital Bancorp, Inc., Champaign, Illinois -- change in bank control.
- Permitted, April 16, 2004

Minneapolis

Thomson Holdings, Inc., Centerville, South Dakota -- change in bank control.
- Permitted, April 16, 2004

Competitive Factors Reports

San Francisco

California Savings Bank, San Francisco, California -- report on competitive factors of the proposed merger with FBOP Interim Savings Bank.
- Submitted, April 15, 2004

San Francisco

Commercial Capital Bank, FSB, Irvine, California -- report on competitive factors of the proposed merger with Hawthorne Savings, FSB, Hawthorne.
- Submitted, April 15, 2004

Minneapolis

First National Bank of the North, Sandstone, Minnesota -- report on competitive factors of the proposed merger with First National Bank of Hinckley, Hinckley.
- Submitted, April 16, 2004

Competitive Factors Reports

Minneapolis

Flathead Bank of Bigfork, Bigfork, Montana -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of the Cut Bank branch of First Interstate Bank, Billings.

- Submitted, April 15, 2004

Philadelphia

Mid Penn Bank, Millersburg, Pennsylvania -- report on competitive factors of the proposed purchase of assets and assumption of liabilities of the branch of Vartan National Bank at Allegheny and Swarta Streets, Dauphin.

- Submitted, April 15, 2004

San Francisco

Nara Bank, National Association, Los Angeles, California -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of the Hackensack, New Jersey branch of Interchange Bank, Saddle Brook.

- Submitted, April 15, 2004

Dallas

Northwest National Bank of Arlington, Arlington, Texas -- report on competitive factors of the proposed merger with New Northwest Bank, Fort Worth.

- Submitted, April 16, 2004

New York

SBU Bank, Utica, New York -- report on competitive factors of the proposed mergers with SBU Interim Bank I, SBU Interim Bank II, and SBU Interim Bank III.

- Submitted, April 13, 2004

New York

SBU Municipal Bank, Utica, New York -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of SBU Bank.

- Submitted, April 14, 2004

Competitive Factors Reports

St. Louis

Simmons First Bank of Jonesboro, Jonesboro, Arkansas -- report on competitive factors of the proposed purchase of certain assets and assumption of deposit liabilities of the Weiner branch of Cross Country Bank, Wynne.

- Submitted, April 13, 2004

Richmond

Southern Bank and Trust Company, Mount Olive, North Carolina -- report on competitive factors of the proposed acquisition of the Seaboard and Woodland branches of Capital Bank, Raleigh.

- Submitted, April 15, 2004

Boston

Sovereign Bank, Wyomissing, Pennsylvania -- report on competitive factors of the proposed acquisition by merger of Compass Bank for Savings, New Bedford, Massachusetts, and Nantucket Bank, Nantucket.

- Submitted, April 14, 2004

Atlanta

Teche Federal Savings Bank, Franklin, Louisiana -- report on competitive factors of the proposed merger with First FS&LA, Opelousas.

- Submitted, April 14, 2004

Extensions Of Time

Chicago

Delafield State Bank, Delafield, Wisconsin -- extension to July 17, 2004, for Town Bank (formerly Delafield State Bank) to establish a branch at 10 West Mifflin Street, Madison.

- Granted, April 16, 2004

District 1

Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, April 17, 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</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, April 17, 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>
3a1	Hilltop Community Bancorp, Inc., Summit, New Jersey, for prior approval of the Board to become a Bank Holding Company through the acquisition of 100 percent of the outstanding shares of Hilltop Community Bank, Summit, New Jersey.	Newspaper – N/Avail Fed Reg – 05/17/2004

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.

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NI = Needs to improve

SN = Substantial noncompliance

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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, April 17, 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:

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SN = Substantial noncompliance

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

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

Section VI – CRA examinations scheduled for Quarter of

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

District 4

Federal Reserve Bank of Cleveland

Applications and notifications filed during the week ending Saturday, April 17, 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, Grand Rapids, MI to establish branch facilities at 29 West Division Street, Chicago, Illinois and 1943 Cedar Street, Holt, Michigan	Newspaper – 04/17/2004
*Branch	Iron and Glass Bank, Pittsburgh, Pennsylvania, to establish a branch facility at Three Park Manor Drive, Robinson Township, Pennsylvania	Newspaper – 04/15/2004
*18(c) & Branch	Merger of State National Bank of Frankfort, Frankfort, KY, and First National Bank & Trust Company, Georgetown, KY, into Whitaker Bank, National Association, Lexington, KY	Newspaper – 05/02/2004

*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)	Citizens Bancshares, Inc., Bluffton, Ohio, proposes to become a bank holding company through the acquisition of The Citizens National Bank, Bluffton, Ohio	Newspaper – 05/01/2004 Fed Reg – 04/30/2004
CIC	Notice of Change in Bank Control by the Clay and Bernice Corman Family Control Group, Nicholasville, Kentucky, to retain 17.78% of the voting shares of Citizens National Bancshares, Inc., Nicholasville, Kentucky	Newspaper – 04/14/2004 Fed Reg – N/Avail
*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
*3(a)(5)	Huntington Bancshares, Incorporated, Columbus, Ohio, to acquire Unizan Financial Corp., Canton, Ohio	Newspaper – N/Avail Fed Reg – 04/23/2004
*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

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
*18(c), *3(a)(5), & Branch	Sky Financial Group, Inc., Bowling Green, Ohio, to acquire Second Bancorp, Incorporated, Warren, Ohio	Newspaper – 04/26/2004 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.

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, April 17, 2004

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Sandy Spring Bank, Olney, Maryland, to establish a branch at 5800 Mercantile Drive, East, Frederick, Maryland.*	Newspaper – 04/22/2004
Branch	Highlands Community Bank, Covington, Virginia, to establish a branch at 1501 Main Street, Clifton Forge, Virginia.*	Newspaper – 04/22/2004
Branch	Peoples Bank of Virginia, Richmond, Virginia, to establish a branch at 14431 Sommerville Court, Midlothian, Virginia.*	Newspaper – 04/23/2004
Branch	New Peoples Bank, Inc., Honaker, Virginia, to establish a branch at 2302 Second Street, Richlands, Virginia.*	Newspaper – 04/26/2004

*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 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>
3153288	SuffolkFirst Bank 100 Bosley Avenue Suffolk, Virginia 23434	01/27/2004	04/11/2004	S		X

Section VI – CRA examinations scheduled for

Quarter of

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

District 6

Federal Reserve Bank of Atlanta

Applications and notifications filed during the week ending Saturday, April 17, 2004

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 southwest corner of Westheimer Parkway and Grand Parkway, Katy, Texas.*	Newspaper – 04/20/2004
Branch	Regions Bank, Birmingham, Alabama, to establish a branch located at the intersection of Moores Mill Road and Rockfence Road, Auburn, Alabama.*	Newspaper – 04/23/2004
Branch	SunTrust Bank, Atlanta, Georgia, to establish a branch located at 2110 John Rolfe Parkway, Richmond, Virginia, to be known as the John Rolfe Commons Office.*	Newspaper – 04/24/2004

*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>
CIC	American Bancorp, Inc., Opelousas, Louisiana, prior change in control notice filed by Salvador Lawrence Diesi, Sr., Elaine Diesi Ardoin, Joseph William Diesi, Joseph Charles Diesi, Sr., Samuel Charles Diesi, Joseph Charles Diesi, Jr., and Linda Diesi Cornette, all of Opelousas, Louisiana, Frank James Diesi, II, and Thomas Robert Diesi, both of Breaux Bridge, Louisiana, and Salvador Lawrence Diesi, Jr., Lafayette, Louisiana, to collectively acquire 13.71 percent of the outstanding shares of American Bancorp, Inc., Opelousas, Louisiana. Total pro forma ownership will be 40.30 percent.	Newspaper – N/Avail Fed Reg – 05/06/2004
3(a)(5)	Citizens Banking Corporation, Frostproof, Florida, to merge with American Banking Corporation, and thereby directly acquire its subsidiary, American Bank and Trust Company, both of Lake Wales, Florida.*	Newspaper – N/Avail Fed Reg – 05/06/2004

*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>
5b	BankEast, Gainesboro, Tennessee, to continue to own, after conversion to a state member bank, 1.7 percent of the outstanding stock of The Plateau Group, Inc., and its subsidiary, Plateau Insurance Company, both of Crossville, Tennessee.
3(a)(1)	Southern Heritage Bancshares, Inc., Cleveland, Tennessee, notice to become a bank holding company by acquiring Southern Heritage Bank, Cleveland, Tennessee.
COM	Jacksonville, Inc., Jacksonville, Florida, commitment waiver request.

Section V – Availability of CRA public evaluations

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

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

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

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**

Institution *Location*

None

District 7

Federal Reserve Bank of Chicago

Applications and notifications filed during the week ending Saturday, April 17, 2004

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Comerica Bank, Detroit, Michigan, to establish a branch facility to be located at 8660-26 Mile Road, Shelby Township, Macomb County, Michigan.*	Newspaper – N/Avail
18C	Community Bank (in organization), Austin, Minnesota, to purchase the assets and assume the liabilities of the Austin, Minnesota branch of Security Bank Minnesota, Albert Lea, Minnesota.*	Newspaper – N/Avail
Branch	Harris Trust and Savings Bank, Chicago, Illinois, to establish a branch facility to be located at the northwest corner of 2nd Avenue and Laurel Street, Highland Park, Illinois.*	Newspaper – N/Avail
Branch	M&I Marshall & Ilsley Bank, Milwaukee, Wisconsin, to establish branch facilities to be located at Recker Road & East McKellips Road, Mesa, Arizona; East Allouez & CTH GV, Bellevue, Wisconsin, and 9935 Hudson Place, Woodbury, 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>
3(a)(3)	Community National Bancorporation, Waterloo, Iowa, to acquire 100 percent of Community Bank (In Organization), Austin, Minnesota.*	Fed Reg – 05/03/2004 Newspaper – N/Avail
4(c)(8)	FBOP Corporation, Oak Park, Illinois, to acquire 100 percent of the voting shares of California Savings Bank, San Francisco, California, and thereby operate a savings association.*	Fed Reg – 05/06/2004 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 – 04/22/2004 Newspaper – 05/03/2004

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
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 – 04/08/2004 Newspaper – 04/08/2004
3(a)(5)	Independent Bank Corporation, Ionia, Michigan, to acquire through merger North Bancorp, Inc., Gaylord, Michigan and thereby indirectly acquire First National Bank of Gaylord, Gaylord, Michigan and immediately merge with and into IBC's subsidiary, Independent Bank, Bay City, Michigan.*	Fed Reg – N/Avail Newspaper – N/Avail
CIC	Notices by Franzen Limited Partnership, Itasca, Illinois; General Partner Glenn E. Mensching, Jr., Frankfort, Michigan, as trustee of the Glenn E. Mensching Jr. Trust; General Partner Jack E. Mensching, Itasca, Illinois, as trustee of the Jack E. Mensching Trust, and General Partner James R. Mensching, Itasca, Illinois, as trustee of the James R. Mensching Trust, Itasca, Illinois, to retain 32.88 percent of the outstanding voting shares of Itasca Bancorp, Inc., Itasca, Illinois, and thereby indirectly acquire Itasca Bank & Trust Co., Itasca, Illinois.	Fed Reg – 04/21/2004 Newspaper – 04/25/2004
CIC	Notice by Marantz Investments, L.P., Springfield, Illinois, with Tom E. Marantz, Springfield, Illinois, to retain 18.55 percent of the common shares outstanding of Spring Bancorp, Inc., Springfield, Illinois, and thereby to control Bank of Springfield, Springfield, Illinois, and Bank of Jacksonville, Jacksonville, Illinois.	Fed Reg – 05/03/2004 Newspaper – N/Avail
CIC	Notice by Marantz Investment, L.P., Springfield, Illinois, Tom E. Marantz, Springfield, Illinois, Natalie K. Marantz, Springfield, Illinois, Marla J. Marantz, Springfield, Missouri, Melissa J. Hayner, Springfield, Illinois, Tom E. Marantz as Trustee for the Marla Marantz Trust, Tom E. Marantz as Trustee for the Tom Marantz Trust, and Marla J. Marantz as Trustee for the Marla Marantz Irrevocable Trust, to retain 33.9 percent of the common shares outstanding of Spring Bancorp, Inc., Springfield, Illinois, and thereby indirectly control Bank of Springfield, Springfield, Illinois, and Bank of Jacksonville, Jacksonville, Illinois.	Fed Reg – 05/03/2004 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>
Membership	Community Bank (in organization), Austin, Minnesota, to become a member of the Federal Reserve System.

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 8

Federal Reserve Bank of St. Louis

Applications and notifications filed during the week ending Saturday, April 17, 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>
3A3	Mountain Home Bancshares, Inc., Mountain Home, Arkansas, to acquire 100 percent of Pocahontas Bankstock, Inc., Pocahontas, Arkansas, and thereby indirectly acquire Bank of Pocahontas, Pocahontas, Arkansas. (Previously submitted during the week ending April 10, 2004.)*	Newspaper – 05/15/2004 Fed Reg – 05/10/2004
CIC	Notice by the Ann L. Sharp Trust with J. Baxter Sharp III as trustee, both of Brinkley, Arkansas, to retain control of Clarendon Holding Company, Clarendon, Arkansas. (Previously submitted during the week ending April 3, 2004.)	Newspaper – 05/10/2004 Fed Reg – 04/22/2004
3A3	Farmers Capital Bank Corporation, Frankfort, Kentucky, to acquire 100 percent of Citizens Bank (Kentucky), Inc., Georgetown, Kentucky.	Newspaper – 05/20/2004 Fed Reg – N/Avail
3A3	Schuyler County Bancshares, Inc., Kirksville, Missouri, to acquire 100 percent of La Plata Bancshares, Inc., La Plata, Missouri, and thereby indirectly acquire La Plata State Bank, La Plata, Missouri.	Newspaper – 05/14/2004 Fed Reg – 05/17/2004

* 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>
790150	Bank of Iberia Iberia, Missouri	01/12/2004	04/16/2004	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, April 17, 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 Victor Philip Reim, St. Paul, Minnesota; Erick John Reim, Vadnais Heights, Minnesota; Ann Reim Woessner, Roseville, Minnesota; and Amy Lynn Amundson, Alexandria, Minnesota, to gain control of Alliance Financial Services, Inc., St. Paul, Minnesota, and thereby indirectly to gain control of American Bank, Eau Claire, Wisconsin; American Bank Lake City, Lake City, Minnesota; and Alliance Bank, New Ulm, Minnesota.	Fed Reg – 04/19/2004 Newspaper – 04/22/2004

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

Section V – Availability of CRA public evaluations

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

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

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 10

Federal Reserve Bank of Kansas City

Applications and notifications filed during the week ending Saturday, April 17, 2004

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18(c)	Gold Bank, Leawood, Kansas, to merge with Gold Bank, Bradenton, Florida, and incident thereto, to establish several branches.	Newspaper – 04/29/2004
Branch	Bank of Jackson Hole, Jackson, Wyoming, to establish a branch at 140 Highway 89, Alpine, Wyoming.	Newspaper – 04/29/2004
Branch	Pinnacle Bank, Papillion, Nebraska, to establish a branch at 16821 Audrey Street (168 th & Harrison Streets), Omaha, Nebraska.	Newspaper – 04/15/2004

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(3)	The Farmers State Bank of Fort Morgan Employee Stock Ownership Plan, Fort Morgan, Colorado, to acquire up to 38 percent of the voting shares of FSB Bancorporation, Inc., Fort Morgan, Colorado, parent of Farmers State Bank, Fort Morgan, Colorado.	Newspaper – 05/12/2004 Fed Reg – 05/13/2004

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>
Investment in Bank Premises	First Bank of Turley, Tulsa, Oklahoma, to increase its investment in bank premises in the amount of \$800,000.

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>
227151	Union State Bank 127 S. Summit Street Arkansas City, Kansas 67005-2624	01/26/2004	04/13/2004	S		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, April 17, 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</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, April 17, 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)(3)	BNP Paribas, Paris, France and BancWest Corporation, Honolulu, Hawaii, to acquire 100 percent of Community First Bankshares, Inc., Fargo, North Dakota, and thereby indirectly acquire its subsidiary, Community First National Bank, Fargo, North Dakota.*	Newspaper – 05/12/2004 Fed Reg – 05/14/2004
4(c)(8)	Cathay General Bancorp, Los Angeles, California, to acquire up to 14.9 percent of Broadway Financial Corporation, Los Angeles, California, and thereby indirectly acquire Broadway Federal Bank, FSB, Los Angeles, California.*	Newspaper – 05/12/2004 Fed Reg – 05/14/2004

* 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>
4(c)(8)	Security Pacific Bancorp, through its wholly owned subsidiary, Network Finance, Inc., both of Ontario, California, to engage in mortgage lending activities by acquiring 51 percent of Genuine Home Loans, Pasadena, California.	Fed Reg – 05/05/2004

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

<i>Type</i>	<i>Application</i>
4(c)(8)	Northrim Bancorp, Inc., Anchorage, Alaska, to engage in financial and investment advisory activities, by acquiring additional ownership interest of Elliott Cove Capital Management, LLC, Seattle, Washington.

Section V – Availability of CRA public evaluations

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

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

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

Section VI – CRA examinations scheduled for Quarter of

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