
Federal Reserve Release



H.2

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

No. 21

Week Ending May 22, 2004

Bank Holding Companies

Sky Financial Group, Inc., Bowling Green, Ohio -- to acquire Second Bancorp, Inc., Warren, and The Second National Bank of Warren, and for Sky Financial Group's subsidiary, Sky Bank, Salineville, to merge with The Second National Bank of Warren and establish branches at its existing branch locations.

- Approved, May 21, 2004

BS&R Banking Supervision and Regulation
C&CA Consumer and Community Affairs
FOMC Federal Open Market Committee

RBOPS Reserve Bank Operations and Payment Systems
IF International Finance
OSDM Office of Staff Director for Management

Bank Branches, Domestic

St. Louis

Arvest Bank, Fayetteville, Arkansas -- to establish a branch at 2730 Highway 412 East, Siloam Springs.

- Approved, May 20, 2004

Atlanta

BankEast, Knoxville, Tennessee -- to establish a branch at 218 East Broadway Avenue, Maryville.

- Approved, May 17, 2004

Chicago

First Midwest Bank, Itasca, Illinois -- to operate a mobile branch throughout Scott County, Iowa.

- Approved, May 20, 2004

Kansas City

Five Points Bank of Hastings, Hastings, Nebraska -- to establish a branch at 320 South Burlington Avenue.

- Approved, May 21, 2004

Philadelphia

Landmark Community Bank, Pittston, Pennsylvania -- to establish a branch at the corner of Davis Street and Pittston Avenue, Scranton.

- Approved, May 21, 2004

Cleveland

The North Side Bank and Trust Company, Cincinnati, Ohio -- to establish a branch at 11628 Springfield Pike, Springdale.

- Approved, May 17, 2004

Chicago

Quad City Bank and Trust Company, Bettendorf, Iowa -- to establish a branch at 1700 Division Street, Davenport.

- Approved, May 19, 2004

Bank Branches, Domestic

Atlanta

Regions Bank, Birmingham, Alabama -- to establish a branch at 1508 Ashley Worth Boulevard, Bee Cave, Texas.
- Approved, May 17, 2004

Atlanta

Regions Bank, Birmingham, Alabama -- to establish a branch at the southwest corner of Churchill Drive and FM 2499, Flower Mound, Texas.
- Approved, May 18, 2004

Bank Holding Companies

Kansas City

The Farmers State Bank of Fort Morgan Colorado Employee Stock Ownership Plan, Fort Morgan, Colorado -- to acquire shares of FSB Bancorporation, Inc., parent of Farmers State Bank.
- Approved, May 18, 2004

General Counsel

Mount Hope Bankshares, Inc., Mount Hope, West Virginia -- request for an exemption under the Depository Institutions Management Interlocks Act and Regulation L.
- Granted, May 21, 2004

Secretary

North Fork Bancorporation, Inc., Melville, New York -- commenter's request to extend the comment period on the application to acquire Greenpoint Financial Corp., New York.
- Granted, May 19, 2004

St. Louis

Schuyler County Bancshares, Inc., Kirksville, Missouri -- to acquire La Plata Bancshares, Inc., La Plata, and La Plata State Bank.
- Approved, May 20, 2004

Change In Bank Control

Minneapolis

Alliance Financial Services, Inc., St. Paul, Minnesota -- change in bank control.
- Permitted, May 19, 2004

Change In Bank Control

Atlanta

American Bancorp, Inc., Opelousas, Louisiana -- change in bank control.
- Permitted, May 20, 2004

Competitive Factors Reports

Atlanta

The Bank of New York Trust Company, N.A., Miami, Florida -- report on competitive factors of the proposed merger with BNY Florida Interim Trust Company, N.A.
- Submitted, May 17, 2004

San Francisco

BNY Western Trust Company, Los Angeles, California -- report on competitive factors of the proposed conversion to The Bank of New York Trust Company, N.A.; proposed merger of The Bank of New York Trust Company, N.A. with BNY Florida Interim Trust Company, N.A., Miami, Florida; proposed merger of BNY Trust Company of Missouri, St. Louis, Missouri, with BNY Missouri Interim Trust Company, N.A.; and proposed merger of BNY Florida Interim Trust Company and BNY Missouri Interim Trust Company with The Bank of New York Trust Company, N.A.
- Submitted, May 18, 2004

Richmond

Calvert Bank and Trust Company, Prince Frederick, Maryland -- report on competitive factors of the proposed mergers with The First National Bank of St. Mary's at Leonardtown, Leonardtown, and Bank of Southern Maryland, La Plata.
- Submitted, May 17, 2004

Richmond

Chesapeake Interim Bank of Maryland, Baltimore, Maryland -- report on competitive factors of the proposed merger with Chesapeake Bank of Maryland.
- Submitted, May 17, 2004

Richmond

The Chestertown Bank of Maryland, Chestertown, Maryland -- report on competitive factors of the proposed mergers with The Peoples Bank of Maryland, Denton, and St. Michaels Bank, St. Michaels.
- Submitted, May 17, 2004

Competitive Factors Reports

Atlanta

Coquina Bank, Ormond Beach, Florida -- report on competitive factors of the proposed merger with CQA Interim Bank.

- Submitted, May 19, 2004

Richmond

County Banking and Trust Company, Elkton, Maryland -- report on competitive factors of the proposed merger with The Forest Hill State Bank, Bel Air.

- Submitted, May 17, 2004

St. Louis

First National Bank and Trust Company of Mountain Home, Mountain Home, Arkansas -- report on competitive factors of the proposed purchase of assets and assumption of liabilities of two branches of Bank of Pocahontas, Pocahontas.

- Submitted, May 18, 2004

Philadelphia

The First National Bank of McConnellsburg, McConnellsburg, Pennsylvania -- report on competitive factors of the proposed acquisition of certain deposit liabilities of the Hancock branch of Farmers & Merchants Bank and Trust, Hagerstown, Maryland.

- Submitted, May 18, 2004

Dallas

Prosperity Bank, El Campo, Texas -- report on competitive factors of the proposed merger with Liberty Bank, SSB, Austin.

- Submitted, May 21, 2004

Kansas City

The Southwest National Bank of Wichita, Wichita, Kansas -- report on competitive factors of the proposed merger with Twin Lakes National Bank.

- Submitted, May 20, 2004

Extensions Of Time

Atlanta

CNB Holdings, Inc., Alpharetta, Georgia -- extensions to August 23, 2004, to merge with First Capital Bancorp, Inc., Norcross, and thereby acquire First Capital Bank; and to acquire Capital Financial Software, LLC and thereby engage in data processing activities.

- Granted, May 20, 2004

Chicago

Hinsbrook Bancshares, Inc., Willowbrook, Illinois -- extension to August 12, 2004, to engage de novo in extending credit and servicing loans.

- Granted, May 17, 2004

Dallas

TexasBank, Fort Worth, Texas -- extension to August 13, 2004, to merge with Northwest National Bank of Arlington, Arlington, and to establish a branch at 610 West Randol Mill Road.

- Granted, May 18, 2004

Financial Holding Companies

Director, BS&R

Commerzbank AG, Frankfurt am Main, Germany -- election to be treated as a financial holding company.

- Effective, May 21, 2004

Secretary

Dickinson Financial Corporation, Kansas City, Missouri, and Dickinson Financial Corporation II -- elections to become financial holding companies.

- Effective, May 20, 2004

Regulations And Policies

Secretary

Regulation CC -- technical amendments to appendix A to reflect the restructuring of check processing operations in the Chicago and St. Louis Federal Reserve Districts (Docket No. R-1194).

- Approved, May 13, 2004 (AC)

District 1

Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, May 22, 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)/3(a)(5)	The Royal Bank of Scotland Group plc, The Royal Bank of Scotland plc, and RBSG International Holdings Ltd., all of Edinburgh, Scotland and Citizens Financial Group, Inc., Providence, Rhode Island (CFG) - to acquire Charter One Financial, Inc. (Charter One Financial) and Charter One Bank, National Association, both of Cleveland, Ohio and to merge Charter One Financial with and into (CFG)	Newspaper – 06/14/2004 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</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, May 22, 2004

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Bank of New York, New York, New York, to establish a branch office at 139 Flatbush Avenue, Brooklyn, New York.	Newspaper – 05/30/2004
Branch	JP Morgan Chase Bank, New York, New York, to establish a branch office at 181 East 90 th Street, New York, New York.	Newspaper – 06/16/2004

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4C8	Popular, Inc., and Popular International Bank, both of San Juan, Puerto Rico, and Popular North America, Inc., Mount Laurel, New Jersey, to acquire indirect control of Quaker City Bancorp, Whittier, California.	Newspaper – 05/31/2004 Fed Reg – 05/28/2004

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</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, May 22, 2004

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	First Penn Bank, Philadelphia, PA, to establish a branch office at 1032 Arch Street, Philadelphia, PA	Newspaper – 06/01/2004

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.

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 4

Federal Reserve Bank of Cleveland

Applications and notifications filed during the week ending Saturday, May 22, 2004

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
*18(c), *Branch	Community First Bank & Trust, Celina, Ohio, to merge with Indiana Lawrence Bank, North Manchester, IN, and The Clyde Savings Bank, Clyde, OH, pursuant to Section 18(c) of the Federal Deposit Insurance Act and incident thereto establish branches pursuant to Section 9 of the Federal Reserve Act.	Newspaper - 06/09/2004
*Branch	Fifth Third Bank, Grand Rapids, MI to establish a branch at 1402 South Route 12, Fox Lake, IL.	Newspaper - 05/01/2004
*Branch	Fifth Third Bank, Grand Rapids, MI to establish a branch at 900 Beasley Street, Lexington, KY.	Newspaper - 05/01/2004
*Branch	Fifth Third Bank, Grand Rapids, MI to establish a branch at 49895 Grand River Avenue, Wixom, MI.	Newspaper - 05/01/2004
*Branch	Fifth Third Bank, Grand Rapids, MI to establish a branch at 8430 Windfall Lane, Camby, IN.	Newspaper - 05/08/2004
*Branch	Fifth Third Bank, Cincinnati, OH to establish a branch at Broadview Road and Royalton Road, Broadview Hts., OH.	Newspaper - 05/22/2004
*Branch	Fifth Third Bank, Cincinnati, OH to establish a branch at 5067 Portage Street, N.W., North Canton, OH.	Newspaper - 05/22/2004
*Branch	Fifth Third Bank, Cincinnati, OH to establish a branch at 15530 South Telegraph Road, Monroe, MI.	Newspaper - 05/22/2004
*Branch	Fifth Third Bank, Cincinnati, OH to establish a branch at 3739 Navarre Avenue, Oregon, OH.	Newspaper - 05/22/2004
*Branch	Fifth Third Bank, Cincinnati, OH to establish a branch at West Garfield Road and South Bissell Road, Aurora, OH.	Newspaper - 05/22/2004
*Branch	Fifth Third Bank, Cincinnati, OH to establish a branch at the northeast corner of State Route 747 and Union Center Boulevard, West Chester, OH.	Newspaper - 05/22/2004
*Branch	Fifth Third Bank, Cincinnati, OH to establish a branch at the southeast corner of Snow Road and Delores Boulevard, Brook Park, OH.	Newspaper - 05/22/2004

*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), *3(a)(5)	Camco Financial Corporation, Cambridge, Ohio, to become a bank holding company by acquiring 100 percent of London Financial Corporation and its wholly-owned subsidiary, The Citizens bank of London, both of London, Ohio.	Newspaper - N/Avail Fed Reg - N/Avail
CIC	Notice of Change in Bank Control by Susan Neff, Robert Neff, Ryan Neff, Heather Neff and Jennifer Neff-Markwell (collectively known as the "Neff Family") of their intent to retain control of 25 percent or more of the outstanding shares of The Citizens Bancorp, Morehead, Kentucky.	Newspaper - 05/17/2004 Fed Reg - 05/19/2004
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 - 04/19/2004
CIC	Notice by the Elder Group and Deborah Bagenstose, Columbus, Ohio, to retain control of Empire Bancshares, Inc., Hicksville, Ohio.	Newspaper - N/Avail Fed Reg - 05/18/2004
CIC	Notice of Change in Control filed by The Dlesk Family (Rosalie J. Dlesk and Sylvan J. Dlesk and Randall Dlesk and Jane Dlesk), Wheeling WV, of their intent to acquire an additional 9,000 voting shares of First West Virginia Bancorp, Inc., Wheeling, WV and increase their ownership position to 161,442 shares or 10.56% of the total shares outstanding.	Newspaper - 05/20/2004 Fed Reg - 06/01/2004
*3(a)(5)	Huntington Bancshares Incorporated, Columbus, Ohio, to acquire Unizan Financial Corp., Canton, Ohio.	Newspaper - 04/28/2004 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
*18(c), *3(a)(1)	North Valley Bancshares, Inc., Zanesville, Ohio, to acquire North Valley Bank, Zanesville, Ohio, pursuant to Section 3(a)(1) of the Bank Holding Company Act and North Valley Bank, Zanesville, Ohio, to merge with North Valley Interim Bank, Zanesville, Ohio, pursuant to Section 18(c) of the Federal Deposit Insurance Act.	Newspaper - 05/08/2004 Fed Reg - N/Avail
*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
*18(c), *4(c)(8), *Branch	Wesbanco, Inc., and WFCO, Inc., both of Wheeling, WV to acquire Western Ohio Financial Corporation, Springfield, OH and its subsidiary, Cornerstone Bank, Springfield, OH, pursuant to Section 4(c)(8) of the Bank Holding Company Act and Wesbanco Bank, Wheeling, WV to merge with Cornerstone Bank, pursuant to Section 18(c) of the Federal Deposit Insurance Act and incident thereto establish branch facilities pursuant to Section 9 of the Federal Reserve Act.	Newspaper - N/Avail Fed Reg - N/Avail

*Subject to the provisions of the Community Reinvestment Act.

Section III – Applications subject to Federal Register notice only

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

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

<i>Type</i>	<i>Application</i>
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, May 22, 2004

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18(c)	Southern Community Bank and Trust, Winston-Salem, North Carolina, to merge with The Community Bank, Pilot Mountain, North Carolina.*	Newspaper – N/Avail
Branch	Waccamaw Bank, Whiteville, North Carolina, to establish a branch at 29 South Kerr Avenue, Wilmington, North Carolina.*	Newspaper – 05/28/2004

*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, May 22, 2004

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	AmSouth Bank, Birmingham, Alabama, to establish a branch located at 7350 Lake Underhill Road, Orlando, Florida, to be known as the Rio Pinar Branch.*	Newspaper – 05/28/2004
Branch	AmSouth Bank, Birmingham, Alabama, to establish a branch located at 4289 S. Highway 27, Clermont, Florida, to be known as the Kings Ridge Branch.*	Newspaper – 05/28/2004
Branch	AmSouth Bank, Birmingham, Alabama, to establish a branch located at 1600 Jimmie Davis Highway, Bossier City, Louisiana, to be known as the South Bossier Branch.*	Newspaper – 05/28/2004
Branch	AmSouth Bank, Birmingham, Alabama, to establish a branch located at 5767 Lee Boulevard, Lehigh Acres, Florida, to be known as the Colonial Crossroads Branch.*	Newspaper – 05/28/2004
Branch	AmSouth Bank, Birmingham, Alabama, to establish a branch located at 109 Webster Circle, Madison, Mississippi, to be known as the Highland Colony Branch.*	Newspaper – 06/01/2004
Branch	Capital City Bank, Tallahassee, Florida, to establish a mobile branch to service Citrus, Hernando, Levy, and Pasco Counties, Florida.*	Newspaper – 05/28/2004

*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)	Floridian Community Holdings, Inc., Davie, Florida, to become a bank holding company by acquiring 100 percent of Floridian Community Bank, Inc., Davie, Florida.*	Newspaper – 06/09/2004 Fed Reg – 06/11/2004
3(a)(1)	NSB Holdings, Inc., Macon, Georgia, to become a bank holding company by acquiring 100 percent of the outstanding shares of New Southern Bank, Macon, Georgia.*	Newspaper – N/Avail Fed Reg – N/Avail

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4(c)(8)	Bancshares of Florida, Inc., Naples, Florida (formerly Citizens Bancshares of Southwest Florida), to acquire 100 percent of Horizon Financial Corp., and its subsidiary, Horizon Bank, FSB, both of Pembroke Pines, Florida, and thereby engage in operating a savings association.*	Newspaper – 06/05/2004 Fed Reg – 06/17/2004

*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>
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.

Section V – Availability of CRA public evaluations

<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 7

Federal Reserve Bank of Chicago

Applications and notifications filed during the week ending Saturday, May 22, 2004

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Marquette Bank, Chicago, Illinois, to establish a branch facility to be located at 9503 S. Roberts Road, Hickory Hills, 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>
3(a)(3)	Capitol Bancorp, Ltd., Lansing, Michigan, and First California Southern Bancorp, Escondido, California, to acquire 51 percent of the voting shares of Point Loma Community Bank (in organization), San Diego, California.*	Fed Reg – N/Avail Newspaper – N/Avail
3(a)(3)	Metropolitan Bank Group, Inc., Chicago, Illinois, to acquire 100 percent of the voting shares of Citizens Bank - Illinois, National Association, Berwyn, Illinois.*	Fed Reg – 06/11/2004 Newspaper – 06/09/2004
CIC	Notice by Darin J. Johnson, Sutherland, Iowa, to gain control of Old O'Brien Banc Shares, Inc., Sutherland, Iowa, and thereby indirectly Security State Bank, Sutherland, Iowa, and Hawarden Banking Company, Hawarden, Iowa.	Fed Reg – 05/26/2004 Newspaper – N/Avail
3(a)(3)	Parkway Bancorp, Inc., Harwood Heights, Illinois, to acquire 100 percent of the voting shares of United Arizona Bank, National Association, Cave Creek, Arizona.*	Fed Reg – 06/07/2004 Newspaper – N/Avail
CIC	Notice by Paul E. Menzel, Hartland, Wisconsin, to retain 19.32 percent of Ridgestone Financial Services, Inc., Brookfield, Wisconsin, and thereby indirectly control Ridgestone Bank, Brookfield, Wisconsin.	Fed Reg – 06/03/2004 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>
4(c)(8)	Hasten Bancshares, Inc., Indianapolis, Indiana, proposes to engage de novo in extending credit and servicing loans.	Fed Reg – N/Avail
4(c)(8)	Irwin Financial Corporation, Columbus, Indiana, proposes to acquire 51 percent ownership interest in Waterway Financial, LLC, Grandville, Michigan, through its indirect subsidiary Irwin Mortgage Corporation, and thereby engage in mortgage origination and mortgage brokering activities.	Fed Reg – N/Avail
4(c)(8)	Marshall & Ilsley Corporation, Milwaukee, Wisconsin, proposes to acquire indirectly through its wholly-owned subsidiary, Metavante Corporation, 100 percent of the outstanding capital stock of NYCE Corporation, Montvale, New Jersey, and to acquire Everlink Payment Services, Inc., a majority-owned subsidiary of NYCE operating in Canada, and therefore engage in certain data processing activities abroad.	Fed Reg – N/Avail
4(c)(8)	Marshall & Ilsley Corporation, Milwaukee, Wisconsin, proposes to acquire indirectly through its wholly-owned subsidiary, Metavante Corporation, all of the outstanding capital stock of Advanced Financial Solutions, Inc., and all of the limited liability company interests of CheckClear L.L.C., and Medical Banking Exchange L.L.C., all located in Oklahoma City, Oklahoma.	Fed Reg – 06/10/2004

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

<i>Type</i>	<i>Application</i>
4(c)(8)	Privatebancorp, Inc., Chicago, Illinois, to acquire 100 percent of the voting shares of Corley Financial Corporation, Chicago, Illinois, and thereby engage in extending credit and servicing loans.

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>
977942	Hedrick Savings Bank 216 S. Market St. Ottumwa, Iowa 52501 (641) 683-1300	11/17/2003	05/20/2004	O		X

Section VI – CRA examinations scheduled for

Quarter of

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

District 8

Federal Reserve Bank of St. Louis

Applications and notifications filed during the week ending Saturday, May 22, 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	Commonwealth Bancshares, Inc., Louisville, Kentucky, to retain 100 percent of First Security Trust Bank, FSB, Florence, Kentucky, which will be renamed First Security Trust Bank, Inc., Florence, Kentucky, upon its conversion to a state chartered bank. (Previously submitted during the week ending May 15, 2004.)*	Newspaper – 06/14/2004 Fed Reg – 06/17/2004

* 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</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 3rd Quarter of 2004

<i>Institution</i>	<i>Location</i>
The First State Bank of Dongola	Dongola, Illinois
Fayette County Bank	St. Elmo, Illinois
Century Bank of the Ozarks	Gainsville, Missouri
Bank of Hillsboro	Hillsboro, Missouri
First Bank	St. Louis, Missouri

The inclusion on the list of institutions that are scheduled to undergo CRA examinations in the next calendar quarter is not determinative of whether the institution will be examined in that quarter. Reserve Banks may need to defer a planned examination or conduct an unforeseen examination because of scheduling difficulties or other circumstances.

District 9

Federal Reserve Bank of Minneapolis

Applications and notifications filed during the week ending Saturday, May 22, 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	John Wesley Templer Sr. and Jacqueline Sue Templer, Amarillo, Texas, to acquire control of Western Dakota Holding Company, Timber Lake, South Dakota, and thereby indirectly acquire control of Western Dakota Bank, Timber Lake, South Dakota.	Fed Reg – 05/13/2004 Newspaper – 06/20/2004
3(a)(3)	Waumandee Bancshares, Ltd., Waumandee, Wisconsin, proposes to acquire First State Bank, Fountain City Wisconsin.*	Fed Reg – 06/03/2004 Newspaper – 06/04/2004

*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)	Hopkins Financial Corporation, Mitchell, South Dakota, proposes to engage de novo in lending activities	Fed Reg – 06/09/2004

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, May 22, 2004

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Community Banks of the Rockies, La Jara, Colorado, to establish a branch at 339 E. Highway 50, Suite 103, Salida, Colorado.	Newspaper – 05/03/2004
Branch	Community Banks of the Rockies, La Jara, and Colorado, to establish a branch at 500 State Street, Alamosa, Colorado.	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>
3(a)(1)	Centennial C Corp, Rancho Santa Fe, California, to become a bank holding company through the acquisition of 100 percent of the voting shares of Centennial Bank Holdings, Inc., Fort Collins, Colorado, parent of Centennial Bank of the West, Fort Collins, Colorado.	Newspaper – 06/08/2004 Fed Reg – 06/03/2004
CIC	Notice by Margaret J. Platter, Shawnee Mission, Kansas, to acquire control of SCC Bancshares, Inc., Fairway, Kansas, parent of Saint Clair County State Bank, Osceola, Missouri.	Newspaper – 06/03/2004 Fed Reg – 06/07/2004

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 11

Federal Reserve Bank of Dallas

Applications and notifications filed during the week ending Saturday, May 22, 2004

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	PlainsCapital Bank, Lubbock, TX, to establish a branch at 70 Northeast Loop 410, San Antonio, TX 78216*	Newspaper – 06/04/2004
Branch	Texas Coastal Bank, Pasadena, TX, to establish a branch at 102 West Pasadena Boulevard, Deer Park, TX 77536*	Newspaper – 05/30/2004

* 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>
3(a)(3)	Central Texas Bankshare Holdings, Inc., Columbus, TX, and Colorado County Investment Holdings, Inc., Wilmington, DE, to acquire Hill Bancshares Holdings, Inc., Weimar, TX, and Hill Bank & Trust Company, Weimar, TX*	Fed Reg – 06/18/2004 Newspaper – 06/12/2004

* 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</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, May 22, 2004

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18C Branch	Placer Sierra Bank, Auburn, California, to merge with Bank of Orange County, Orange, California, and thereby acquire 9 branch offices of Bank of Orange County, all located in California.*	Newspaper – 06/11/2004
Branch	Pacific Mercantile Bank, Costa Mesa, California, to establish a branch facility at 211 East Ocean Boulevard, Suite 110, Long Beach, California.*	Newspaper – 05/29/2004

* 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)	Franklin Resources, Inc., San Mateo, California, to acquire 14.12 percent of Centennial C Corp, Rancho Santa Fe, California, and thereby indirectly acquire Centennial Bank of the West, Fort Collins, Colorado.*	Newspaper – 06/19/2004 Fed Reg – 06/25/2004

* 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>
Member	Auburn Community Bank, Auburn, California, 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	