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# Federal Reserve Release

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*H.2*

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

*No. 23*

*Week Ending June 5, 2004*

### **Testimony And Statements**

Bank Secrecy Act Enforcement -- statement by Governor Bies before the Senate Committee on Banking, Housing, and Urban Affairs on efforts to combat money laundering and terrorist financing.

- Published, June 3, 2004

### **Regulations And Policies**

Regulation J -- publication for comment of proposed amendments covering the new check processing service options that the Reserve Banks plan to offer under the Check 21 Act (Docket No. R-1202).

- Approved, May 27, 2004 (AC)

### **Securities Regulation**

Margin Requirements for Futures Contracts on Single Stocks -- letters to the Commodity Futures Trading Commission and the Securities and Exchange Commission regarding their reports on the exercise of delegated margin authority.

- Approved, June 2, 2004

### **Enforcement**

CIB Marine Bancshares, Inc., Pewaukee, Wisconsin -- written agreement with the Federal Reserve Bank of Chicago.

- Announced, June 1, 2004

The Marathon Bank, Winchester, Virginia -- written agreement dated May 20, 2003, terminated April 30, 2004.

- Announced, June 1, 2004

Utah Bancshares, Ephraim, Utah, and Bank of Ephraim -- written agreement with the Utah State Department of Financial Institutions and the Federal Reserve Bank of San Francisco.

- Announced, June 3, 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**

#### Atlanta

AmSouth Bank, Birmingham, Alabama -- to establish branches at 7350 Lake Underhill Road, Orlando, Florida; 4289 South Highway 27, Clermont; 5767 Lee Boulevard, Lehigh Acres; and 1600 Jimmie Davis Highway, Bossier City, Louisiana.  
- Approved, June 4, 2004

#### Cleveland

Fifth Third Bank, Grand Rapids, Michigan -- to establish a branch at 8430 Windfall Lane, Camby, Indiana.  
- Approved, June 4, 2004

#### Richmond

Gateway Bank & Trust Co., Elizabeth City, North Carolina -- to establish a branch at 2808 South Croatan Highway, Nags Head.  
- Approved, June 3, 2004

#### New York

Great Eastern Bank, New York, New York -- to establish a branch at 36-54 Main Street, Flushing.  
- Approved, June 2, 2004

#### San Francisco

Pacific Mercantile Bank, Costa Mesa, California -- to establish a branch at 211 East Ocean Boulevard, Long Beach.  
- Approved, June 3, 2004

#### Dallas

Texas Coastal Bank, Pasadena, Texas -- to establish a branch at 102 West Pasadena Boulevard, Deer Park.  
- Approved, June 3, 2004

### **Bank Branches, Domestic**

#### Richmond

Union Bank and Trust Company, Bowling Green, Virginia -- to establish branches at 11101 and 13644 Hull Street Road, Midlothian.

- Approved, June 1, 2004

#### Richmond

Waccamaw Bank, Whiteville, North Carolina -- to establish a branch at 29 South Kerr Avenue, Wilmington.

- Approved, June 3, 2004

### **Bank Holding Companies**

#### Secretary

BNP Paribas, Paris, France, and BancWest Corporation, Honolulu, Hawaii -- commenter's request to extend the comment period on the application to acquire Community First Bankshares, Inc., Fargo, North Dakota.

- Denied, June 2, 2004

#### Chicago

FBOP Corporation, Oak Park, Illinois -- to acquire California Savings Bank, San Francisco, California.

- Approved, June 1, 2004

#### Chicago

Hasten Bancshares, Indianapolis, Indiana -- to engage de novo in extending credit and servicing loans.

- Withdrawn, June 4, 2004

#### Chicago

MCB Bankshares, Inc., Middleton, Wisconsin -- to become a bank holding company and to acquire Middleton Community Bank.

- Approved, June 4, 2004

#### Kansas City

Platte Valley Financial Service Companies, Inc., Scottsbluff, Nebraska -- to acquire North Park Bancshares, Walden, Colorado, and thereby acquire North Park State Bank.

- Approved, June 2, 2004

### **Bank Holding Companies**

#### Chicago

Privatebancorp, Inc., Chicago, Illinois -- to acquire Corley Financial Corporation and thereby engage in extending credit and servicing loans.

- Approved, June 4, 2004

#### Dallas

Royal Oaks Bancshares, Inc., Houston, Texas, and Royal Oaks Holdings of Delaware, Inc., Wilmington, Delaware -- to become bank holding companies and to acquire Royal Oaks Bank, SSB, Houston.

- Approved, June 3, 2004

#### Atlanta

Southern Heritage Bancshares, Inc., Cleveland, Tennessee -- to become a bank holding company and to acquire Southern Heritage Bank.

- Approved, June 4, 2004

#### Atlanta

Upton Bankshares, Inc., Thomaston, Georgia -- to merge with First Polk Bankshares, Inc., Cedartown, and thereby acquire First National Bank of Polk County.

- Approved, June 2, 2004

### **Change In Bank Control**

#### Atlanta

Madison Bank Corp., Madison, Georgia -- change in bank control.

- Permitted, June 4, 2004

### **Competitive Factors Reports**

#### Atlanta

BankTrust, Mobile, Alabama -- report on competitive factors of the proposed merger with The Commercial Bank of Demopolis, Demopolis, as part of a corporate reorganization.

- Submitted, June 1, 2004

### **Competitive Factors Reports**

#### Kansas City

Commerce Bank, National Association, Kansas City, Missouri -- report on competitive factors of the proposed merger with Commerce Bank, National Association, Peoria, Illinois.

- Submitted, June 2, 2004

#### Chicago

Community State Bank, Royal Center, Indiana -- report on competitive factors of the proposed purchase of assets and assumption of liabilities of the Kewanna branch of Indiana Lawrence Bank, North Manchester.

- Submitted, June 3, 2004

#### Atlanta

Cypress Bank, Palm Coast, Florida -- report on competitive factors of the proposed merger with Coquina Bank, Ormond Beach.

- Submitted, June 1, 2004

#### Kansas City

First National Bank of Missouri, Lees Summit, Missouri -- report on competitive factors of the proposed merger with Bank of Jacomo, Blue Springs.

- Submitted, June 2, 2004

#### Chicago

First National Bank, Fontanelle, Iowa -- report on competitive factors of the proposed merger with Union National Bank, Anita.

- Submitted, June 3, 2004

#### Kansas City

Landmark Bank, National Association, Ada, Oklahoma -- report on competitive factors of the proposed merger with Landmark Bank, National Association, Denison, Texas.

- Submitted, June 2, 2004

#### Chicago

Lincoln Bank, Plainfield, Indiana -- report on competitive factors of the proposed purchase of and merger with First Bank, Greenwood.

- Submitted, June 3, 2004

### **Competitive Factors Reports**

#### Kansas City

WestStar Bank, Vail, Colorado -- report on competitive factors of the proposed merger with First Western Mortgage Services, Inc., Avon.

- Submitted, June 2, 2004

### **Extensions Of Time**

#### Dallas

A.N.B. Holding Company, Ltd., Terrell, Texas -- extension to September 13, 2004, to acquire shares of The ANB Corporation and its subsidiaries, The ANB Delaware Corporation and The American National Bank of Texas.

- Granted, June 4, 2004

#### Director, BS&R

Citibank, N.A., New York, New York -- extension to June 5, 2005, for Citibank Overseas Investment Corporation, New Castle, Delaware, to conform an investment of Bank Handlowy w Warszawie S.A., Warsaw, Poland, to the requirements of Regulation K.

- Granted, June 4, 2004

#### Chicago

W.J. Young & Co., Clinton, Iowa -- extension to September 4, 2004, to engage in extending credit and servicing loans.

- Granted, June 3, 2004

### **Membership**

#### San Francisco

Auburn Community Bank, Auburn, California -- to become a member of the Federal Reserve System.

- Approved, June 3, 2004

#### Kansas City

The Valley State Bank, Syracuse, Kansas -- to become a member of the Federal Reserve System.

- Approved, June 3, 2004

**Regulations And Policies**

Secretary

Regulation CC -- correction to provide an effective date of July 24, 2004, for technical amendments to appendix A on the restructuring of check processing operations in the Chicago Federal Reserve District (Docket No. R-1194).

- Approved, May 24, 2004 (AC)



# District 1

## Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, June 5, 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

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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.

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

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## Section VI – CRA examinations scheduled for Quarter of

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

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## District 2

### Federal Reserve Bank of New York

Applications and notifications filed during the week ending Saturday, June 5, 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	Rhinebeck Bancorp, MHC, Poughkeepsie, New York, to become a mutual bank holding company through the acquisition of 100% of the voting shares of Rhinebeck Savings Bank, Rhinebeck, NY.	Newspaper – N/Avail Fed Reg – 07/06/2004

#### Section III – Applications subject to Federal Register notice only

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

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

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

**Section V – Availability of CRA public evaluations**

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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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**NI = Needs to improve**

**SN = Substantial noncompliance**

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

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

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

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

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# District 3

## Federal Reserve Bank of Philadelphia

Applications and notifications filed during the week ending Saturday, June 5, 2004

### Section I – Applications subject to newspaper notice only

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

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

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

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### Section III – Applications subject to Federal Register notice only

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

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

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

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## Section V – Availability of CRA public evaluations

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

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

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

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

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## Section VI – CRA examinations scheduled for Quarter of

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

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## District 4

### Federal Reserve Bank of Cleveland

Applications and notifications filed during the week ending Saturday, June 5, 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 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, Brookpark, 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 – 06/18/2004

**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 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 by the Elder Group and Deborah Bagenstose, Columbus, Ohio, to retain control of Empire Bancshares, Inc., Hicksville, Ohio.	Newspaper – 06/15/2004 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, or 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), *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 – 06/17/2004 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

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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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**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.

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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>
614313	The State Bank and Trust Company 401 Clinton Street Defiance, Ohio 43512	01/20/2004	05/18/2004	S	X	

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## Section VI – CRA examinations scheduled for

## Quarter of

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

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# District 5

## Federal Reserve Bank of Richmond

Applications and notifications filed during the week ending Saturday, June 5, 2004

### Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18(c)	Gateway Bank & Trust Co., Elizabeth City, North Carolina, to purchase three branch offices of Provident Bank of Maryland, Baltimore, Maryland, located in Elizabeth City, North Carolina, and Emporia and Suffolk, Virginia.*	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>
None		

### Section III – Applications subject to Federal Register notice only

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

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

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

## Section V – Availability of CRA public evaluations

---

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

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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>
45627	First Charter Bank 10200 David Taylor Drive Charlotte, North Carolina 28262	02/02/2004	06/02/2004	S	X	

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## Section VI – CRA examinations scheduled for

## Quarter of

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

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## District 6

### Federal Reserve Bank of Atlanta

Applications and notifications filed during the week ending Saturday, June 5, 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 18940 S. Tamiami Trail, Ft. Myers, Florida, to be known as the South Fort Myers Branch.*	Newspaper – N/Avail
Branch	Compass Bank, Birmingham, Alabama, to establish a branch located at the intersection of Culebra Road and Loop 1604, San Antonio, Texas, to be known as the San Antonio-Culebra.*	Newspaper – N/Avail

\*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)	Piedmont Bancshares, Inc., Atlanta, Georgia, to become a bank holding company by acquiring Piedmont Bank of Georgia, Atlanta, Georgia.*	Newspaper – 06/24/2004 Fed Reg – 06/18/2004

\*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>
4(c)(8)	The Desjardins Group, Levis, Quebec, Canada, to establish a wholly-owned subsidiary not yet named (in organization), and thereby engage in extending credit and servicing loans.	Fed Reg – N/Avail
4(c)(8)	Federation de caisses Desjardins du Quebec, Levis, Quebec, Canada, to establish a wholly-owned subsidiary not yet named (in organization), and thereby engage in extending credit and servicing loans.	Fed Reg – N/Avail
4(c)(8)	Commercial Capital Corp., DeKalb, Mississippi, to engage in insurance agency activities, through its subsidiary, Southern Insurance Marketers, Inc, DeKalb, Mississippi	Fed Reg – 06/28/2004

**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)	La Caisse centrale Desjardins du Quebec, Montreal, Quebec, Canada, to establish a wholly-owned subsidiary not yet named (in organization), and thereby engage in extending credit and servicing loans.	Fed Reg – N/Avail

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

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

**Section V – Availability of CRA public evaluations**

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

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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>
664336	Metro Bank of Dade County 9350 South Dixie Highway Miami, Florida 33156 (305) 670-0200	02/02/2004	06/02/2004	S		X

**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 29, 2004

#### Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Citizens Bank, Flint, Michigan, to establish a branch facility to be located at 28001 Cabot Drive, Novi, Michigan.*	Newspaper – N/Avail
Branch	Midwest Bank and Trust Company, Elmwood Park, Illinois, to establish branch facilities to be located at 239-45 Addison Road, Addison, Illinois, and 1441 Waukegan Road, Glenview, Illinois.*	Newspaper – 06/08/2004
Branch	Southwest Bank of St. Louis, St. Louis, Missouri, to establish a branch facility to be located at 10923 Olive Boulevard, Creve Coeur, Missouri.*	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 – 06/17/2004 Newspaper – N/Avail
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

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
CIC	Notice by Mark Bradley Richardson, Thetford, Vermont, and Kimberly Ann Richardson, Atlanta, Georgia, to acquire control of Wellington Bancorp, Inc., Springfield, Illinois, and thereby indirectly acquire Community Bank, Hoopeston, Illinois.	Fed Reg – 06/16/2004 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 – 06/16/2004
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

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

<i>Type</i>	<i>Application</i>
Reg K	The Northern Trust Company, Chicago, Illinois, and Northern Trust Global Services Limited, London, England, proposes to establish a foreign branch to be located in Luxembourg, Luxembourg.

**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>
653648	First American Bank 1207 Central Ave. Fort Dodge, Iowa 50501 (515) 573-1956	10/20/2003	05/24/2004	S	X	
983448	M&I Marshall & Ilsley Bank 770 N. Water St. Milwaukee, Wisconsin 53202 (414) 765-7856	08/11/2003	05/27/2004	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, June 5, 2004

### Section I – Applications subject to newspaper notice only

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

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

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

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### Section III – Applications subject to Federal Register notice only

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

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

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

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## Section V – Availability of CRA public evaluations

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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.

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

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## Section VI – CRA examinations scheduled for Quarter of

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

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## District 9

### Federal Reserve Bank of Minneapolis

Applications and notifications filed during the week ending Saturday, June 5, 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	Charles Dale Shonkwiler, Hamilton, Montana, to acquire control of Ravalli County Bankshares, Inc., Hamilton, Montana, and thereby indirectly acquire control of Ravalli County Bank, Hamilton, Montana, and West One Bank Kalispell, Montana.	Fed Reg – 06/23/2004 Newspaper – N/Avail
3(a)(1) & 4(c)(8)	Western Transaction Corporation, Duluth, Minnesota, to become a bank holding company by acquiring 100% of Western National Bank, Duluth, Minnesota; and 100% of Cass Lake Company, Duluth, Minnesota; and thereby indirectly acquiring The First National Bank of Cass Lake, Cass Lake, Minnesota. Applicant also proposes to acquire 100% of Premier Credit Corporation, Duluth, Minnesota, an industrial loan company, and, through Cass Lake Company, Duluth, Minnesota, to engage in insurance agency activities in a town with a population not exceeding 5,000.*	Fed Reg – 07/06/2004 Newspaper – N/Avail

\* Subject to the provisions of the Community Reinvestment Act

#### Section III – Applications subject to Federal Register notice only

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

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

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

**Section V – Availability of CRA public evaluations**

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

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

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

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

**O = Outstanding**

**S = Satisfactory**

**NI = Needs to improve**

**SN = Substantial noncompliance**

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

<i>RSSD 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, June 5, 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)	First Centralia Bancshares, Inc., Centralia, Kansas, to directly acquire up to 14.33 percent of the voting shares of Century Capital Financial, Inc., Kilgore, Texas, parent of Century Capital Financial-Delaware, Inc., Wilmington, Delaware, parent of City National Bank, Kilgore, Texas.	Newspaper – N/Avail Fed Reg – 07/06/2004
3(a)(3)	First Centralia Bancshares, Inc., Centralia, Kansas, to indirectly acquire up to 35.80 percent of the voting shares of Century Capital Financial, Inc., Kilgore, Texas, held through Morrill Bancshares, Inc., Merriam, Kansas.	Newspaper – N/Avail Fed Reg – 07/06/2004
3(a)(3)	First Centralia Bancshares, Inc., Centralia, Kansas, to indirectly acquire up to 77.74 percent of the voting shares of FBC Financial Corp., Claremore, Oklahoma, held through Morrill Bancshares, Inc., Merriam, Kansas, thereby also indirectly acquiring up to 14.33 percent of the voting shares of Century Capital Financial, Inc., Kilgore, Texas.	Newspaper – N/Avail Fed Reg – 07/06/2004
3(a)(3)	Morrill Bancshares, Inc., Merriam, Kansas, to directly acquire up to 35.80 percent of the voting shares of Century Capital Financial, Inc., Kilgore, Texas, parent of Century Capital Financial-Delaware, Inc., Wilmington, Delaware, parent of City National Bank, Kilgore, Texas.	Newspaper – N/Avail Fed Reg – 07/06/2004
3(a)(3)	Morrill Bancshares, Inc., Merriam, Kansas, to directly acquire up to 77.74 percent of the voting shares of FBC Financial Corp., Claremore, Oklahoma, and thereby indirectly acquire up to 14.33 percent of the voting shares of Century Capital Financial, Inc., Kilgore, Texas.	Newspaper – N/Avail Fed Reg – 07/06/2004

**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)	Davis Bancorporation, Inc., Davis, Oklahoma, to directly acquire up to 17.90 percent of the voting shares of Century Capital Financial, Inc., Kilgore, Texas, parent of Century Capital Financial-Delaware, Inc., Wilmington, Delaware, parent of City National Bank, Kilgore, Texas.	Newspaper – N/Avail Fed Reg – 07/06/2004
4(c)(8)	First Centralia Bancshares, Inc., Centralia, Kansas, to indirectly acquire up to 77.74 percent of the voting shares of FBC Financial Corporation, Claremore, Oklahoma, parent of 1 <sup>st</sup> Bank Oklahoma, a Federal Savings Bank, held through Morrill Bancshares, Inc., Merriam, Kansas.	Newspaper – N/Avail Fed Reg – 07/06/2004
4(c)(8)	Morrill Bancshares, Inc., Merriam, Kansas, to directly acquire up to 77.74 percent of the voting shares of FBC Financial Corporation, Claremore, Oklahoma, parent of 1 <sup>st</sup> Bank Oklahoma, a Federal Savings Bank.	Newspaper – N/Avail Fed Reg – 07/06/2004
CIC	Notice by Betty Margret Wheeler, Durant, Oklahoma, to retain control of FNB Financial Services, Inc., Durant, Oklahoma, parent of The First National Bank in Durant, Durant, Oklahoma and First Texoma Bank, Sherman, Texas.	Newspaper – N/Avail Fed Reg – N/Avail
CIC	Notice by Cass S. Young, Hugoton, Kansas, as co-trustee of the Young Family Trust; Dennis L. Rowland, Montrose, Colorado, as successor special appointee of the Young Family Trust; Craig D. Young, Wichita, Kansas, as co-trustee of the Young Family Trust and the Mary F. Young Trust, to acquire control of Hugoton Bancshares, Inc., parent of Citizens State Bank, both in Hugoton, Kansas.	Newspaper – 06/25/2004 Fed Reg – 06/17/2004

**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>	<i>Ending date of comment period</i>
Premises	Gunnison Bank & Trust Company, Gunnison, Colorado, to increase its investment in bank premises.	

## Section V – Availability of CRA public evaluations

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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>
524953	First Priority Bank 310 E. Graham Pryor, Oklahoma 74361-2435	03/01/2004	06/01/2004	S		X

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## Section VI – CRA examinations scheduled for

## Quarter of

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

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# District 11

## Federal Reserve Bank of Dallas

Applications and notifications filed during the week ending Saturday, June 5, 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>	
Member Withdrawal	Falcon International Bank, Laredo, TX, request to voluntarily withdraw from membership in the Federal Reserve System	



## Section V – Availability of CRA public evaluations

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**S = Satisfactory**

**NI = Needs to improve**

**SN = Substantial noncompliance**

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

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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						

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## Section VI – CRA examinations scheduled for Quarter of

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

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## District 12

### Federal Reserve Bank of San Francisco

Applications and notifications filed during the week ending Saturday, June 5, 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 USDB Bancorp, Stockton, California, and its wholly-owned subsidiary, Union Safe Deposit Bank, Stockton, California.*	Newspaper – 07/02/2004 Fed Reg – 07/01/2004
3(a)(3)	North Valley Bancorp, Redding, California, to acquire 100 percent of Yolo Community Bank, Woodland, California.*	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

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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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**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.

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

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## Section VI – CRA examinations scheduled for Quarter of

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

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