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# Federal Reserve Release

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

*No. 15*

*Week Ending April 14, 2007*

**Bank Holding Companies**

Assabet Valley Bancorp, Hudson, Massachusetts -- commenter's request for reconsideration of the Federal Reserve Bank of Boston's approval of the applications to acquire Westborough Bancorp, MHC, Westborough, Westborough Financial Services, Inc., and The Westborough Bank.  
- Denied, April 12, 2007

**Regulations And Policies**

Basel II Capital Rule -- response to the Government Accountability Office's report, "Risk-Based Capital: Bank Regulators Need to Improve Transparency and Overcome Impediments to Finalizing the Proposed Basel II Framework."  
- Approved, April 13, 2007

Check 21 -- report to Congress on the implementation of the Check Clearing for the 21st Century Act.  
- Approved, April 12, 2007

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<b>BS&amp;R</b>	Banking Supervision and Regulation	<b>RBOPS</b>	Reserve Bank Operations and Payment Systems
<b>C&amp;CA</b>	Consumer and Community Affairs	<b>IF</b>	International Finance
<b>FOMC</b>	Federal Open Market Committee	<b>OSDM</b>	Office of Staff Director for Management

**Bank Branches, Domestic**

Atlanta

1st United Bank, Boca Raton, Florida -- to establish a branch at 2855 North University Drive, Coral Springs.

- Approved, April 9, 2007

Atlanta

Anchor Commercial Bank, Juno Beach, Florida -- to establish a branch at 11025 RCA Center Drive, Palm Beach Gardens.

- Approved, April 11, 2007

Secretary

Comerica Bank, Detroit, Michigan -- to establish branches at 110 East John Carpenter Freeway, Irving, Texas; Bay Area Boulevard and I-45, Webster; 4581 Frankford Road, Dallas; Woodridge and I-610, Houston; and Buffalo Speedway and U.S. 59.

- Approved, April 12, 2007

Atlanta

Commerce Union Bank, Springfield, Tennessee -- to establish a branch at 714 Nashville Pike, Gallatin.

- Approved, April 12, 2007

Cleveland

Fifth Third Bank, Grand Rapids, Michigan -- to establish a branch at 3244 East Colonial Drive, Orlando, Florida.

- Approved, April 12, 2007

Dallas

LegacyTexas Bank, Plano, Texas -- to establish a branch at 1300 South University Drive, Fort Worth.

- Approved, April 10, 2007

**Bank Branches, Domestic**

St. Louis

Lindell Bank & Trust Company, St. Louis, Missouri -- to establish a branch at 3059 Clarkson Road, Ellisville.  
- Approved, April 12, 2007

Secretary

Manufacturers and Traders Trust Company, Buffalo, New York -- to establish a seasonal-use, limited-service branch at M&T Bank Stadium, 1101 Russell Street, Baltimore, Maryland.  
- Approved, April 10, 2007

San Francisco

Placer Sierra Bank, Auburn, California -- to establish a branch at 781 Pleasant Grove Boulevard, Roseville.  
- Approved, April 9, 2007

Atlanta

Regions Bank, Birmingham, Alabama -- to establish branches at 607 Dunlawton Avenue, Port Orange, Florida, and 2410 South Ridgewood Avenue, Daytona.  
- Approved, April 11, 2007

Secretary

SunTrust Bank, Atlanta, Georgia -- to establish a branch at 276 East Bay Street, Charleston, South Carolina.  
- Approved, April 12, 2007

Dallas

United Bank of El Paso del Norte, El Paso, Texas -- to establish a branch at 1726 Zaragoza Road.  
- Approved, April 11, 2007

**Bank Holding Companies**

Atlanta

Banco de Sabadell, S.A., Sabadell, Spain -- to become a bank holding company and to acquire TransAtlantic Holding Corp., Miami, Florida, and TransAtlantic Bank.  
- Approved, April 10, 2007

**Bank Holding Companies**

Atlanta

Bank of Florida Corporation, Naples, Florida -- waiver of application in connection with the acquisition of Old Florida Bancshares, Fort Myers, and Old Florida Bank.  
- Granted, April 12, 2007

San Francisco

Banner Corporation, Walla Walla, Washington -- to merge with San Juan Financial Holding Company, Friday Harbor, and thereby acquire its subsidiary, Islanders Bank.  
- Approved, April 9, 2007

Boston

Chittenden Corporation, Burlington, Vermont -- to acquire Merrill Merchants Bancshares, Inc., Bangor, Maine, Merrill Merchants Bank, and more than 5 percent of the shares of M&M Consulting LLC, and Profit Protection, LLC, Fort Lauderdale, Florida.  
- Approved, April 12, 2007

Kansas City

Citizens National Corporation, Wisner, Nebraska -- to acquire Spalding City Corporation, Omaha, Spalding City Bank, Spalding, and Spalding City Agency, Inc., and thereby engage in insurance activities.  
- Approved, April 12, 2007

Atlanta

Coastal Community Investments, Inc., Panama City Beach, Florida -- relief from a commitment.  
- Granted, April 9, 2007

Kansas City

First Bancorp. of Durango, Inc., Inverness, Illinois -- to acquire Grants State Bank, Grants, New Mexico.  
- Approved, April 11, 2007

Atlanta

First IC Financial Corp., Doraville, Georgia -- to become a bank holding company and to acquire First Intercontinental Bank.  
- Withdrawn, April 12, 2007

**Bank Holding Companies**

San Francisco

Franklin Resources, Inc., San Mateo, California -- to retain 8.11 percent of the shares of Coast Financial Holdings, Inc., Bradenton, Florida, and thereby retain Coast Bank of Florida.

- Approved, April 9, 2007

Atlanta

Greene County Bancshares, Inc., Greeneville, Tennessee -- to merge with Civitas BankGroup, Inc., Franklin, and thereby acquire its subsidiary, Cumberland Bank.

- Approved, April 9, 2007

Secretary

Huntington Bancshares Incorporated, Columbus, Ohio -- commenter's request to extend the comment period on the application to merge with Sky Financial Group, Inc., Bowling Green, and thereby acquire Sky Bank, Salineville.

- Denied, April 10, 2007

Secretary

Lauritzen Corporation, Omaha, Nebraska; First National of Nebraska, Inc; and First National of Illinois, Inc. -- to acquire First Marengo Financial Corporation, Marengo, Illinois, and its subsidiary, The First National Bank of Marengo.

- Approved, April 13, 2007

Atlanta

Madison Financial Corporation, Madison, Mississippi -- relief from a commitment.

- Granted, April 12, 2007

Boston

Merrimack Bancorp MHC, Concord, New Hampshire -- to acquire Bow Mills Bank, Bow.

- Approved, April 10, 2007

**Bank Holding Companies**

Chicago

Minier Financial, Inc. Employee Stock Ownership Plan w/401(K) Provisions, Minier, Illinois -- to increase its ownership from 26.12 percent to no more than 51 percent of the shares of Minier Financial, Inc. and thereby increase its ownership of First Farmers State Bank.  
- Approved, April 11, 2007

Kansas City

Omega Capital Corp., Centennial, Colorado -- to become a bank holding company and to acquire Front Range Bancshares, Inc., Lakewood, and Front Range Bank.  
- Approved, April 11, 2007

Chicago

Paramount Bancorp, Inc., Farmington Hills, Michigan -- to acquire Paramount Bank Nevada, Las Vegas, Nevada, a de novo bank, and for the bank to become a member of the Federal Reserve System.  
- Approved, April 13, 2007

Richmond

PSB Holding Corp., Preston, Maryland -- to retain Community Bank Mortgage Corporation, Easton, and thereby engage in the origination and sale of residential mortgage loans.  
- Approved, April 9, 2007

St. Louis

Tri-County Holdings, Inc., Dongola, Illinois -- to become a bank holding company and to acquire The First State Bank of Dongola.  
- Approved, April 11, 2007

**Bank Mergers**

Minneapolis

1st Bank, Evanston, Wyoming -- to merge with North Side State Bank of Rock Springs, Rock Springs, and thereby establish a branch.  
- Approved, April 11, 2007

### **Bank Mergers**

#### Secretary

M&I Marshall & Ilsley Bank, Milwaukee, Wisconsin -- to engage in a series of transactions after United Heritage Bank, Longwood, Florida, becomes its affiliate that would facilitate the merger of United Heritage Bank into M&I Marshall & Ilsley Bank, the sale of the shares of United Heritage Bank to Fidelity Southern Corporation, Atlanta, Georgia, and the operation of branches at United Heritage Bank's existing locations, or, in the alternative, to merge with United Heritage Bank and operate branches at the bank's existing locations.

- Approved, April 3, 2007 (AC)

### **Banks, Foreign**

#### New York

Banco Santander International, Miami, Florida -- to amend its articles of association.

- Approved, April 13, 2007

### **Change In Bank Control**

#### St. Louis

Farmers Bancshares, Inc., Hardinsburg, Kentucky -- change in bank control.

- Permitted, April 9, 2007

#### Atlanta

NBOG Bancorporation, Inc., Gainesville, Georgia -- change in bank control.

- Permitted, April 10, 2007

#### Atlanta

United Americas Bankshares, Inc., Atlanta, Georgia -- to retain control of United Americas Bankshares, Inc.

- Permitted, April 10, 2007

### **Extensions Of Time**

#### San Francisco

Farmers and Merchants Bank of Long Beach, Long Beach, California -- extension to May 11, 2008, to establish a branch at 2891 Park Avenue, Tustin.

- Granted, April 11, 2007



### **Extensions Of Time**

#### San Francisco

Home Valley Bank, Grants Pass, Oregon -- extension to May 17, 2008, to establish a branch at 5080 Monument Drive.

- Granted, April 11, 2007

#### Dallas

PointBank, Pilot Point, Texas -- extension to June 1, 2008, to establish a branch at 4920 Long Prairie Road, Flower Mound.

- Granted, April 13, 2007

#### Richmond

Susquehanna Bank, Hagerstown, Maryland -- extension to December 21, 2007, to establish a branch at the intersection of Route 140 and Englar Road, Westminster.

- Granted, April 11, 2007

### **Financial Holding Companies**

#### Director, BS&R

BB&T Corporation, Winston-Salem, North Carolina -- relief from certain commitments.

- Granted, April 9, 2007

#### Director, BS&R

National Australia Bank Limited, Melbourne, Australia -- election to be treated as a financial holding company.

- Effective, April 13, 2007

### **Regulations And Policies**

#### FOMC

Federal Open Market Committee -- minutes of the meeting on March 20-21, 2007.

- Published, April 11, 2007

**District: 1****Federal Reserve Bank of Boston****Filings received during the week ending April 14, 2007**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
BANKFIVE, MHC	* 3A5 * 3A3	BankFive, MHC, and BankFive Corporation, both of Fall River, Massachusetts to acquire New Bedford Community Bancorp and its subsidiary bank, Luzo Community Bank, both of New Bedford, Massachusetts, pursuant to sections 3(a)(3) and 3(a)(5) of the Bank Holding Company Act of 1956, as amended.	Newspaper:	Not available
			Federal Register:	Not available
STATE STREET BANK AND TRUST COMPANY	* 18C	State Street Bank and Trust Company, Boston, Massachusetts (SSBT) to merge with Investors Bank & Trust Company, Boston, Massachusetts, with SSBT as the surviving entity.	Newspaper:	Not available
			Federal Register:	Not applicable
STATE STREET BANK AND TRUST COMPANY	* Branch	Application by State Street Bank and Trust Company, Boston, Massachusetts (SSBT) to retain the main office of Investors Bank & Trust Company, Boston, Massachusetts (IBT), located at 200 Clarendon Street, Boston, Massachusetts, and to operate that office as a branch pursuant to section 9 of the Federal Reserve Act and section 208.6 of Regulation H, subsequent to the merger of SSBT and IBT.	Newspaper:	04/20/2007
			Federal Register:	Not applicable
STATE STREET CORPORATION	* 3A3 * 3A5	Application by State Street Corporation, Boston, Massachusetts to acquire Investors Financial Services Corporation, and its subsidiary bank, Investors Bank & Trust Company, both of Boston, Massachusetts, pursuant to sections 3(a)(3) and 3(a)(5) of the Bank Holding Company Act of 1956, as amended.	Newspaper:	04/20/2007
			Federal Register:	04/19/2007

**District: 1**  
**Federal Reserve Bank of Boston**

**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.

RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
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NONE

CRA Examinations scheduled for Institution	Quarter of Location
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NONE

**District: 2****Federal Reserve Bank of New York****Filings received during the week ending April 14, 2007**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>
BANCO BILBAO VIZCAYA ARGENTARIA, S.A.	* 3A3 * 3A1	Banco Bilbao Vizcaya Argentaria, S.A. ("BBVA"), Bilbao, Spain, to acquire Compass Bancshares, Inc., Birmingham, Alabama, and thereby indirectly acquire its U.S. bank subsidiaries, Compass Bank, Birmingham, Alabama, and Central Bank of the South, Anniston, Alabama.  In addition, Circle Merger Corp., Birmingham, Alabama, a wholly-owned subsidiary of Compass Bancshares, Inc., to become a bank holding company by acquiring Compass Bancshares Inc., for a moment in time, to facilitate the acquisition of Compass Bancshares,	Newspaper: Not available Federal Register: 05/04/2007
BANK OF NOVA SCOTIA, THE	* 3A3 4c8	The Bank of Nova Scotia, Toronto, Canada, to acquire voting shares of First BanCorp, San Juan, Puerto Rico, and thereby indirectly acquire FirstBank Puerto Rico, San Juan, Puerto Rico, and indirectly acquire FirstBank Florida, Miami, Florida, and thereby operate a savings association.	Newspaper: 05/11/2007 Federal Register: Not available
COMMUNITY BANK SYSTEM, INC.	4c8	Community Bank System, Inc. ("CBSI"), New York, is providing prior notice to acquire Hand Benefits & Trust, Inc. and thereby engage in employee benefit plan administration and trust services.	Newspaper: Not applicable Federal Register: Not applicable
INDUSTRIAL AND COMMERCIAL BANK OF CHINA, LIMITED, THE	FBSEA	The Industrial and Commercial Bank of China, Limited, Beijing, Peoples Republic of China is applying to establish a branch in New York.	Newspaper: Not available Federal Register: Not applicable
INTESA SANPAOLO S.P.A.	FBSEA	Intesa Sanpaolo S.p.A., Turin, Italy, to retain the federally licensed branch of former Sanpaolo IMI, S.p.A., in New York, New York.	Newspaper: Not available Federal Register: Not applicable

## District: 2

### Federal Reserve Bank of New York

#### 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.

RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
940311	BANCO POPULAR DE PR, SAN JUAN, PUERTO RICO	08/21/2006	04/05/2007	O	Large Bank

CRA Examinations scheduled for Institution	Quarter of Location
NONE	

**District: 3**

**Federal Reserve Bank of Philadelphia**

**Filings received during the week ending April 14, 2007**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>
SUSQUEHANNA BANK PA	* Branch	Susquehanna Bank PA, Lancaster, PA, to establish a branch office at 100 Sterling Parkway, Suite 100, Mechanicsburg, Cumberland County, PA.	Newspaper: 04/16/2007 Federal Register: Not applicable

## District: 3

### Federal Reserve Bank of Philadelphia

#### 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.

RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
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NONE

CRA Examinations scheduled for Institution	Quarter of Location
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NONE

**District: 4**  
**Federal Reserve Bank of Cleveland**  
**Filings received during the week ending April 14, 2007**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>
FIFTH THIRD BANK	* Branch	Fifth Third Bank, Grand Rapids, MI to establish a branch at 4630 State Route 64 East, Bradenton, FL.	Newspaper: 04/21/2007 Federal Register: Not applicable
FIFTH THIRD BANK	* Branch	Fifth Third Bank, Grand Rapids, MI to establish a branch at 17751 Gunn Highway, Odessa, FL.	Newspaper: 04/21/2007 Federal Register: Not applicable
FIFTH THIRD BANK	* Branch	Fifth Third Bank, Grand Rapids, MI to establish a branch at 114 Hancock Bridge Parkway West, Cape Coral, FL.	Newspaper: 04/21/2007 Federal Register: Not applicable
FIFTH THIRD BANK	* Branch	Fifth Third Bank, Grand Rapids, MI to establish a branch at 13001 North Dale Mabry Highway, Tampa, FL.	Newspaper: 04/21/2007 Federal Register: Not applicable
FIFTH THIRD BANK	* Branch	Fifth Third Bank, Grand Rapids, MI to establish a branch at 96 Yorktown Shopping Center, Lombard, IL.	Newspaper: 04/21/2007 Federal Register: Not applicable
FIFTH THIRD BANK	* Branch	Fifth Third Bank, Cincinnati, OH to establish a branch at 4724 Liberty Avenue, Bloomfield, PA.	Newspaper: 04/21/2007 Federal Register: Not applicable
FIFTH THIRD BANK	* Branch	Fifth Third Bank, Cincinnati, OH to establish a branch at 2620 Washington Road, Canonsburg, PA.	Newspaper: 04/21/2007 Federal Register: Not applicable



## District: 4

### Federal Reserve Bank of Cleveland

#### 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.

RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
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NONE

CRA Examinations scheduled for Institution	Quarter of Location
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NONE

**District: 5****Federal Reserve Bank of Richmond****Filings received during the week ending April 14, 2007**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
COOPERATIVE BANKSHARES, INC.	* 3A3	Cooperative Bankshares, Inc., Wilmington, North Carolina, to acquire 100% of Bank of Jefferson, Jefferson, South Carolina.	Newspaper: 04/25/2007 Federal Register: 05/11/2007	
GATEWAY FINANCIAL HOLDINGS, INC.	* 3A3 * 18C * Branch	Gateway Financial Holdings, Inc., Virginia Beach, Virginia, to acquire 100% of the voting securities of The Bank of Richmond, N.A., Richmond, Virginia.	Newspaper: 04/23/2007 Federal Register: 04/27/2007	
NEW PEOPLES BANK, INC.	* Branch	New Peoples Bank, Honaker, Virginia, proposes to establish a branch at 155 East Lee Highway, Chilhowie, Virginia.	Newspaper: 04/30/2007 Federal Register: Not applicable	

## District: 5

### Federal Reserve Bank of Richmond

#### 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.

RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
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NONE

CRA Examinations scheduled for Institution	Quarter of Location
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NONE

**District: 6****Federal Reserve Bank of Atlanta****Filings received during the week ending April 14, 2007**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>
BANCO DAVIVIENDA S.A.	Other Foreign FBSEA	Banco Davivienda S.A., Bogota, Columbia, (1) to acquire a majority of the shares of the capital stock of Bancafe International, Miami, Florida, and (2) to establish an international branch.	Newspaper: 05/04/2007 Federal Register: Not applicable
OLD SOUTHERN BANCORP, INC.	* 3A1	Old Southern Bancorp, Inc., to become a bank holding company by acquiring 100 percent of the outstanding shares of Old Southern Bank, both of Orlando, Florida.	Newspaper: 05/03/2007 Federal Register: 05/07/2007
PALM BANCORP, INC.	* 3A1	Palm Bancorp, Inc., Tampa, Florida, to become a bank holding company by acquiring 100 percent of the outstanding shares of The Palm Bank, Tampa, Florida.	Newspaper: Not available Federal Register: Not available
SUN AMERICAN BANK	* Branch	Sun American Bank, Boca Raton, Florida, to establish a branch located at 9293 Glades Road, Boca Raton, Florida, to be known as the West Boca Branch of Sun American Bank.	Newspaper: 04/19/2007 Federal Register: Not applicable

**District: 6**  
**Federal Reserve Bank of Atlanta**

**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:

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

RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
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NONE

CRA Examinations scheduled for Institution	Quarter of Location
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NONE

**District: 7****Federal Reserve Bank of Chicago****Filings received during the week ending April 14, 2007**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>
1ST SOURCE CORPORATION	* 3A5	1st Source Corporation, South Bend, Indiana, to acquire 100 percent of the voting shares of FINA Bancorp, Inc., Valparaiso, Indiana, and thereby indirectly acquire First National Bank of Valparaiso, Valparaiso, Indiana.	Newspaper: 04/14/2007 Federal Register: 04/13/2007
CAPITOL BANCORP LTD.	* 3A3	Capitol Bancorp, Ltd., Lansing, Michigan and Capitol Development Bancorp Limited VI, Lansing, Michigan, to acquire 51 percent of the voting shares of USNY Bank (in organization), Geneva, New York.	Newspaper: Not available Federal Register: 05/04/2007
CENTRUE BANK	* 18C * Branch	Centrue Bank, Streator, Illinois, to merge with Bank 10, Belton, Missouri, and thereby to establish 5 branches, and the related application by Centrue Bank, Streator, Illinois, to establish a branch at 7700 Bonhomme, Clayton, Missouri.	Newspaper: 05/01/2007 Federal Register: Not applicable
FIRST PERSONAL FINANCIAL CORP.	CIC	Notice by Randall R. Schwartz, Orland Park, Illinois, Susan M. Schwartz, Orland Park, Illinois, Richard H. Schwartz, Lemont, Illinois, Esther V. Schwartz, Lemont, Illinois, Clarence J. Ludwig, Sarasota, Florida, Mary Lou Ludwig, Sarasota, Florida, William D. Ludwig, Lincoln, Nebraska, Linda S. Macaskill, Sarasota, Florida, and John D. Macaskill, Sarasota, Florida, to retain 25 percent or more of the voting shares of First Personal Financial Corp., Orland Park, Illinois, and thereby indirectly retain shares of First Personal Bank, Orland Park, Illinois.	Newspaper: Not available Federal Register: Not available
FOX RIVER FINANCIAL CORPORATION	* 3A1	Fox River Financial Corporation, Burlington, Wisconsin, to become a bank holding company by acquiring 100 percent of the voting shares of Fox River State Bank, Burlington, Wisconsin.	Newspaper: Not available Federal Register: 05/03/2007
GC BANCORP, INC.	* 3A1 4c8	GC Bancorp, Inc., Chicago, Illinois, to become a bank holding company by acquiring 100 percent of the voting shares of Gold Coast Bank (in organization), Chicago, Illinois, and to engage de novo in extending credit and servicing loans.	Newspaper: Not available Federal Register: 05/11/2007
LEROY C. DARBY, INC. EMPLOYEE STOCK OWNERSHIP PLAN	* 3A3	LeRoy C. Darby, Inc. Employee Stock Ownership Plan with 401(K) Provisions, Elkader, Iowa, to acquire an additional 83 shares of LeRoy C. Darby, Inc., Elkader, Iowa, to increase its ownership from 36.0 percent to 91.33 percent, and thereby indirectly increase its ownership in Freedom Bank, Elkader, Iowa.	Newspaper: 05/04/2007 Federal Register: 05/07/2007
NORTHERN TRUST COMPANY, THE	Foreign Branch	Reg. K - The Northern Trust Company, Chicago, Illinois, to establish a branch in Beijing, China.	Newspaper: Not applicable Federal Register: Not applicable

## District: 7

### Federal Reserve Bank of Chicago

#### Availability of CRA Public Evaluations

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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.

RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
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NONE

CRA Examinations scheduled for Institution	Quarter of Location
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NONE

**District: 8****Federal Reserve Bank of St. Louis****Filings received during the week ending April 14, 2007**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
FIRST CITIZENS BANK	Member	First Citizens Bank, Elizabethtown, Kentucky, to become a member of the Federal Reserve System.	Newspaper:	Not applicable
			Federal Register:	Not applicable
MAGNOLIA BANCSHARES, INC.	CIC	Notice by Darrell Richard Wells, Louisville, Kentucky, to gain control of Magnolia Bancshares, Inc., Hodgenville, Kentucky.	Newspaper:	05/01/2007
			Federal Register:	04/27/2007
MAGNOLIA BANCSHARES, INC.	CIC	Notice by Rebecca Mason Irvine, Louisville, Kentucky; James Edward Mason, Elizabethtown, Kentucky; and Deborah Mason Garner, New Albany, Indiana, as a group acting in concert, to gain control of Magnolia Bancshares, Inc., Hodgenville, Kentucky.	Newspaper:	05/01/2007
			Federal Register:	04/27/2007
MISSOURI BANK, THE	* Branch	The Missouri Bank, Warrenton, Missouri, to establish a branch facility to be located at 3194 South Service Road East, Foristell, Missouri.	Newspaper:	05/03/2007
			Federal Register:	Not applicable
RENASANT CORPORATION	* 3A5	Renasant Corporation, Tupelo, Mississippi, to merge with Capital Bancorp, Inc., Nashville, Tennessee, and thereby indirectly acquire Capital Bank & Trust Company, Nashville, Tennessee.	Newspaper:	05/09/2007
			Federal Register:	05/07/2007



**District: 8**  
**Federal Reserve Bank of St. Louis**

**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.

RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
1397471	BANK OF LITTLE ROCK, LITTLE ROCK, ARKANSAS	11/06/2006	04/03/2007	S	Small Bank

CRA Examinations scheduled for Institution	Quarter of Location
NONE	

\* Subject to the provisions of the Community Reinvestment Act

**District: 9**  
**Federal Reserve Bank of Minneapolis**  
**Filings received during the week ending April 14, 2007**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>
NONE			

## District: 9

### Federal Reserve Bank of Minneapolis

#### 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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SN = Substantial noncompliance

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

RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
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NONE

CRA Examinations scheduled for Institution	Quarter of Location
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NONE

**District: 10****Federal Reserve Bank of Kansas City****Filings received during the week ending April 14, 2007**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>
CNBO BANCORP, INC.	CIC	Richard W. Willhour, Jr., Inola, Oklahoma; Tommy L. Woods, Thomas J. O'Brien, Matthew Q. Klimisch, and John R. Woolman, all of Tulsa, Oklahoma; Stephen M. Murphy and Curtis L. Roberts, both of Jenks, Oklahoma, all to acquire control of the voting common stock of CNBO Bancorp, Inc., Pryor, Oklahoma, parent of Century National Bank of Oklahoma, Pryor, Oklahoma.	Newspaper: Not available Federal Register: Not available
COUNTRY BANCSHARES, INC.	* 3A3	Country Bancshares, Inc., Jamesport, Missouri, to acquire up to 14 percent of the voting shares of Liberty First Bancshares, Inc., Liberty, Missouri, and thereby indirectly acquire Park Bank, Parkville, Missouri. Liberty First Bancshares, Inc., Liberty, Missouri, to acquire 100 percent of the voting shares of Park Bank, Parkville, Missouri.	Newspaper: 04/30/2007 Federal Register: Not available
DICKINSON FINANCIAL CORPORATION II	CIC	Notification by Jane A. Dickinson and Burton K. Dickinson, both of Kansas City, Missouri, as trustees of the Dickinson Family Stock Retention Trust Dated February 9, 1999; the Dickinson Grandchildren's Education Trust Dated February 9, 1999; the Chillicothe Properties Trust Dated July 30, 1998; to retain control of Dickinson Financial Corporation II, Kansas City, Missouri, and its subsidiaries including: Dickinson Financial Corporation and Bank Midwest, National Association, both in Kansas City, Missouri; Armed Forces Bank, National Association, Fort Leavenworth, Kansas; Armed Forces Bank of California, National Association, San Diego, California; Adademy Bank, National Association, Colorado Springs, Colorado; Southern Commerce Bank, National Association, Tampa, Florida; and SunBank, National Association, Phoenix, Arizona, (in organization). Jane and Burton Dickinson are also filing to become members of the Dickinson Family Group, a group acting in concert, to control the above listed organizations.	Newspaper: Not available Federal Register: 04/24/2007
FARMERS STATE BANK OF FORT MORGAN COLORADO EMPLOYEE STOCK OWNERSHIP PLAN, THE	* 3A3	The Farmers State Bank of Fort Morgan, Colorado Employee Stock Ownership Plan, to acquire up to 38 percent of the voting shares of F.S.B. Bancorporation of Fort Morgan, Colorado, parent of Farmers State Bank of Fort Morgan, all in Fort Morgan, Colorado.	Newspaper: 05/09/2007 Federal Register: Not available
FIRST BANCORP. OF DURANGO, INC.	* 3A3	First Bancorp of Durango, Inc., Inverness, Illinois, to acquire 100 percent of the voting shares of Grants State Bank, Grants, New Mexico.	Newspaper: 03/03/2007 Federal Register: 03/02/2007

**District: 10****Federal Reserve Bank of Kansas City****Filings received during the week ending April 14, 2007**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>
GREEN COUNTRY BANCORPORATION, INC.	CIC	Notification by William Scott Martin Trust, and William S. Martin, Miami Beach, Florida, as trustee, to acquire control of Green Country Bancorporation, Inc., parent of The First State Bank, both in Ketchum, Oklahoma.	Newspaper: Not available Federal Register: 04/10/2007
MIDWEST REGIONAL BANCORP, INC.	* 3A1	Midwest Regional Bancorp, Inc., Festus, Missouri, to become a bank holding company through the acquisition of 100 percent of the voting shares of Federated Bancshares, Inc., Stilwell, Kansas, parent of The Bank of Otterville, Otterville, Missouri.	Newspaper: Not available Federal Register: Not available
SOLUTIONSBANK	* Branch	SolutionsBank, Overland park, Kansas, to establish a branch at 214 S. Main, Pratt, Kansas.	Newspaper: 05/04/2007 Federal Register: Not applicable

**District: 10**

**Federal Reserve Bank of Kansas City**

**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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- SN = Substantial noncompliance

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

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RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
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NONE

CRA Examinations scheduled for Institution	Quarter of Location
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NONE

\* Subject to the provisions of the Community Reinvestment Act

**District: 11****Federal Reserve Bank of Dallas****Filings received during the week ending April 14, 2007**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>
COMMUNITY BANCSHARES, INC.	* 3A1	Community Bancshares, Inc., Bridgeport, Texas, to become a bank holding company by acquiring 100 percent of The Community Bank, Bridgeport, Texas (de novo).	Newspaper: Not available Federal Register: 05/11/2007
PEOPLES BANK	* Branch	Peoples Bank, Lubbock, Texas, to establish a branch to be located at 8001 CR 1540 (the SW corner of U.S. Highway 84 and County Road 1540), Shallowater, Texas 79424.	Newspaper: 04/25/2007 Federal Register: Not applicable
SOUTH PLAINS FINANCIAL, INC. EMPLOYEE STOCK OWNERSHIP PLAN	* 3A3	South Plains Financial, Inc. Employee Stock Ownership Plan, Lubbock, Texas, to acquire additional shares up to 30.7 percent of South Plains Financial, Inc., Lubbock, Texas, and indirectly acquire South Plains Delaware Financial Corporation, Dover, Delaware, City Bank, Lubbock, Texas, Zia Financial Corporation, Ruidoso, New Mexico, and City Bank New Mexico, Ruidoso, New Mexico.	Newspaper: 05/02/2007 Federal Register: 05/07/2007

**District: 11**  
**Federal Reserve Bank of Dallas**

**Availability of CRA Public Evaluations**

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RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
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NONE

CRA Examinations scheduled for Institution	Quarter of Location
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NONE



**District: 12****Federal Reserve Bank of San Francisco****Filings received during the week ending April 14, 2007**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
1ST PACIFIC BANK OF CALIFORNIA	* 18C * Branch	1st Pacific Bank of California, San Diego, California, to merge with Landmark National Bank, Solana Beach, California, and thereby acquire three branch offices.	Newspaper:	Not available
			Federal Register:	Not applicable
BANK OF THE ORIENT	* Branch	Bank of the Orient, San Francisco, California, to establish a branch facility at 9100 Alcosta Boulevard, San Ramon, California.	Newspaper:	04/16/2007
			Federal Register:	Not applicable
FRANKLIN RESOURCES, INC.	* 4c8	Franklin Resources, Inc., San Mateo, California, to retain 5.03 percent of Hudson City Bancorp, Inc., and thereby indirectly retain its subsidiary, Hudson City Savings Bank, FSB, both of Paramus, New Jersey.	Newspaper:	Not available
			Federal Register:	05/07/2007
Pacific City Financial Corporation	3A1	Pacific City Financial Corporation to become a bank holding company by acquiring 100 percent of Pacific City Bank, both of Los Angeles, California.	Newspaper:	Not applicable
			Federal Register:	Not applicable

**District: 12**

**Federal Reserve Bank of San Francisco**

**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.

RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
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NONE

CRA Examinations scheduled for Institution	Quarter of Location
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NONE

\* Subject to the provisions of the Community Reinvestment Act