
Federal Reserve Release



H.2

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

No. 43

Week Ending October 26, 2013

Change in Bank Control

Donegal Group, Inc., Marietta, Pennsylvania -- change in bank control of Donegal Group and its subsidiary, Union Community Bank, Lancaster.

- Permitted, October 21, 2013

Regulations and Policies

Qualified Mortgage Fair Lending Risks -- interagency statement to address industry questions on fair lending compliance and the ability-to-repay and qualified mortgage standards rule.

- Announced, October 22, 2013

Regulation WW (Liquidity Risk Measurement, Standards and Monitoring) -- publication for comment of interagency proposed rule to create a standardized minimum liquidity requirement for large and internationally active banking organizations and systemically important nonbank financial companies designated by the Financial Stability Oversight Council.

- Approved, October 24, 2013

Enforcement

The Bank of New York Mellon, New York, New York -- cease and desist order dated April 13, 2012, terminated October 16, 2013.

- Announced, October 22, 2013

BS&R Banking Supervision and Regulation**RBOPS** Reserve Bank Operations and Payment Systems**C&CA** Consumer and Community Affairs**IF** International Finance**FOMC** Federal Open Market Committee**MA** Monetary Affairs**Bank Branches, Domestic**

Kansas City

Citizens Bank of Oklahoma, Pawhuska, Oklahoma -- to establish a branch at 400 North Broadway Street, Cleveland.

- Approved, October 25, 2013

Philadelphia

Woodlands Bank, Williamsport, Pennsylvania -- to establish a branch at 2 South Main Street, Hughesville.

- Approved, October 16, 2013

(A/C)

Bank Holding Companies

Minneapolis

American Heritage Holding Company, Saint Cloud, Minnesota -- to become a bank holding company by acquiring American Heritage National Bank, Long Prairie.

- Approved, October 22, 2013

Atlanta

CenterState Banks, Inc., Davenport, Florida -- to merge with Gulfstream Bancshares, Inc., Stuart, and thereby acquire Gulfstream Business Bank.

- Approved, October 21, 2013

Boston

Equitable Bancorp, MHC, Lynn, Massachusetts, and Equitable Bancorp, Inc. -- to become a mutual bank holding company and a stock bank holding company, respectively, by acquiring Equitable Cooperative Bank, Lynn.

- Approved, October 25, 2013

Bank Holding Companies

Richmond

Farmers Bankshares, Inc., Windsor, Virginia -- to become a bank holding company by acquiring Farmers Bank, Windsor.

- Approved, October 24, 2013

Minneapolis

Forstrom Bancorporation, Inc., Clara City, Minnesota -- to acquire First Bank of Lincoln, Lincoln, Montana.

- Approved, October 23, 2013

Dallas

Northeast Texas Bancshares, Inc., Mount Pleasant, Texas -- to become a bank holding company by acquiring The American National Bank of Mount Pleasant, Mount Pleasant.

- Approved, October 23, 2013

Atlanta

Southwest Security, Inc., Natchez, Mississippi -- waiver of application to indirectly acquire Peoples Bank of the South, Bude, in connection with its merger with and into Southwest Security's subsidiary, United Mississippi Bank, Natchez.

- Granted, October 25, 2013

Bank Mergers

Secretary

IberiaBank, Lafayette, Louisiana -- to purchase certain assets and assume certain deposit liabilities of Synovus Bank, Columbus, Georgia, and thereby establish four branches in Tennessee.

- Approved, October 21, 2013

Banks, Nonmember, and Miscellaneous Institutions

Director, BS&R

JMAC, Inc., Columbus, Ohio -- modification of a commitment.

- Granted, October 21, 2013

Change in Bank Control

Kansas City

Farmers Financial Corporation, Bolivar, Missouri -- to retain control of Farmers Financial Corporation and its subsidiary, Farmers State Bank, S/B, Schell City.

- Permitted, October 25, 2013

Philadelphia

First Community Financial Corporation, Mifflintown, Pennsylvania -- change in bank control of First Community Financial Corporation and its subsidiary, The First National Bank of Mifflintown, Mifflintown.

- Permitted, October 22, 2013

Richmond

New Peoples Bankshares, Inc., Honaker, Virginia -- to retain control of New Peoples Bankshares and its subsidiary, New Peoples Bank, Inc., Honaker.

- Permitted, October 21, 2013

Atlanta

OptimumBank Holdings, Inc., Fort Lauderdale, Florida -- change in bank control of OptimumBank Holdings and its subsidiary, OptimumBank, Plantation.

- Withdrawn, October 23, 2013

Change in Bank Control

Kansas City

Vision Bancshares, Inc., Ada, Oklahoma -- to retain control of Vision Bancshares and its subsidiary, Vision Bank, National Association, Ada.

- Permitted, October 22, 2013

Extensions of Time

New York

The Adirondack Trust Company Employee Stock Ownership Trust, Saratoga Springs, New York -- extension to February 14, 2014, to acquire additional shares of 473 Broadway Holding Corporation, Saratoga Springs, and of The Adirondack Trust Company.

- Granted, October 23, 2013

Secretary

BBVA Compass Bancshares, Inc., Houston, Texas -- extension of time to meet certain regulatory reporting requirements.

- Granted, October 24, 2013

Director, BS&R

GMAC Common Equity Trust I, Detroit, Michigan -- trustee's request to extend the deadline for divesting the shares of Ally Financial, Inc., Detroit, held in the trust for the benefit of General Motors Company.

- Granted, October 24, 2013

Secretary

J.P. Morgan Chase & Company, New York, New York -- extension of time to meet certain regulatory reporting requirements.

- Granted, October 24, 2013

Extensions of Time

Secretary

Mercantile Bank Corporation, Grand Rapids, Michigan -- commenter's request to extend the comment period on the application to acquire Firstbank Corporation, Alma, and thereby acquire Firstbank, Mount Pleasant, and Keystone Community Bank, Kalamazoo.

- Denied, October 24, 2013

Chicago

Minier Financial, Inc. Employee Stock Ownership Plan w/401(k) Provisions, Minier, Illinois -- extension to January 24, 2014, to increase its ownership of Minier Financial, Inc., Minier, and thereby increase its indirect ownership of First Farmers State Bank.

- Granted, October 23, 2013

Secretary

Northern Trust Corporation, Chicago, Illinois -- extension of time to meet certain regulatory reporting requirements.

- Granted, October 24, 2013

Secretary

UnionBanCal Corporation, San Francisco, California -- extension of time to meet certain regulatory reporting requirements.

- Granted, October 22, 2013

Savings and Loan Holding Companies

General Counsel

Anchor Bancorp Wisconsin, Inc., Madison, Wisconsin -- request for an exemption under the Depository Institution Management Interlocks Act and Regulation LL.

- Granted, October 21, 2013

District: 1

Federal Reserve Bank of Boston

Filings received during the week ending October 26, 2013

Filer	Filing Type	Filing Proposal	End of Comment Period	
COASTWAY BANCORP MHC	* 3A1	Coastway Bancorp, Inc., Cranston, Rhode Island to acquire 100% of the outstanding capital stock of Coastway Community Bank, Cranston, Rhode Island, pursuant to section 3(a)(1) of the BHC Act, in connection with the conversion of Coastway Bancorp, MHC from mutual to stock form.	Newspaper:	10/14/2013
			Federal Register:	10/15/2013

District: 1

Federal Reserve Bank of Boston

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.

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

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

* Subject to the provisions of the Community Reinvestment Act

District: 2**Federal Reserve Bank of New York****Filings received during the week ending October 26, 2013**

Filer	Filing Type	Filing Proposal	End of Comment Period	
CITIBANK, N.A.	Investment	Citibank, N.A., Sioux Falls, South Dakota and Citibank Overseas Investment Corporation, New Castle, Delaware, pursuant to Section 211.9(f) of Regulation K, to make an additional investment in Diners Club of Greece Finance Company S.A., Athens, Greece.	Newspaper: Federal Register:	Not applicable Not applicable
CLS BANK INTERNATIONAL	Other Foreign	CLS Bank International, New York, New York, an Edge Corporation, requests approval to amend its Articles of Association to increase its Capital Stock.	Newspaper: Federal Register:	Not applicable Not applicable
JPMORGAN CHASE & CO.	Investment	JPMorgan Chase & Co., New York, New York, provides prior notice to the Board, pursuant to Section 211.9(f) of Regulation K, of its intention to make an investment.	Newspaper: Federal Register:	Not applicable Not applicable
METROPOLITAN NATIONAL BANK	Member	Metropolitan National Bank, New York, New York proposes to become a member of the Federal Reserve System after it converts from a national to state bank charter.	Newspaper: Federal Register:	Not applicable Not applicable

District: 2

Federal Reserve Bank of New York

Availability of CRA Public Evaluations

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NONE					

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

* Subject to the provisions of the Community Reinvestment Act

District: 3**Federal Reserve Bank of Philadelphia****Filings received during the week ending October 26, 2013**

Filer	Filing Type	Filing Proposal	End of Comment Period	
GNB FINANCIAL SERVICES, INC.	4c8	GNB Financial Services Inc., Gratz, PA, to merge with Liberty Centre Bancorp, Inc., Pottsville, PA, and thereby indirectly acquire Liberty Saving Bank, FSB, Pottsville, PA.	Newspaper: Federal Register:	Not applicable Not available
QUAINT OAK BANCORP INC	CIC	Robert T. Strong and Kathleen M. Strong, Southampton, PA, Brad C. Strong Cheltenham, PA, Julie M. Strong, Richboro, PA, Aimee K. Ott, Newtown, PA and Lawrence M. Ott, Langhorne, PA, to retain jointly 11.7% ownership of Quaint Oak Bancorp, Inc., Southampton, PA, and to potentially acquire up to 24.9%.	Newspaper: Federal Register:	Not available 11/12/2013
QUAINT OAK BANCORP INC	CIC	Amended and Restate Quaint Oak Bancorp, Inc. Employee Stock Ownership Plan, Southampton, PA, John J. Augustine, individually and trustee, and Dolores T. Augustine, both of Lansdale, PA, and Diane J. Colyer, individually and trustee, and Herbert C. Colyer, Jr., both of Feasterville, PA, to retain 16.0 percent ownership of the common stock of Quaint Oak Bancorp, Inc., Southampton, PA and potentially acquire up to 24.9 percent.	Newspaper: Federal Register:	Not available 11/12/2013

District: 3

Federal Reserve Bank of Philadelphia

Availability of CRA Public Evaluations

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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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NONE					

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

* Subject to the provisions of the Community Reinvestment Act

District: 4

Federal Reserve Bank of Cleveland

Filings received during the week ending October 26, 2013

Filer	Filing Type	Filing Proposal	End of Comment Period	
FIFTH THIRD BANK	* Branch	Fifth Third Bank, Cincinnati, OH to establish a branch at 42370 Ann Arbor Road, Plymouth, MI.	Newspaper:	11/08/2013
			Federal Register:	Not applicable
STATE BANK AND TRUST COMPANY, THE	* Branch	Request by the State Bank and Trust Company, Defiance, OH to establish a new branch at 75 S. High Street, Dublin, OH and increase its investment in bank premise.	Newspaper:	11/15/2013
			Federal Register:	Not applicable

District: 4

Federal Reserve Bank of Cleveland

Availability of CRA Public Evaluations

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NONE					

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Institution	Location
NONE	

* Subject to the provisions of the Community Reinvestment Act

District: 5

Federal Reserve Bank of Richmond

Filings received during the week ending October 26, 2013

Filer	Filing Type	Filing Proposal	End of Comment Period	
CARDINAL FINANCIAL CORPORATION	* 3A5	Cardinal Financial Corporation, McLean, Virginia, proposes to acquire 100% of the voting securities of United Financial Banking Companies, Inc., Vienna, Virginia, and thereby indirectly acquire The Business Bank, Vienna Virginia.	Newspaper: Federal Register:	Not available Not available
FREEDOM BANK OF VIRGINIA, THE	* Branch	The Freedom Bank of Virginia, Vienna, Virginia, to establish a branch at 11700 Plaza America Drive, Reston, Virginia.	Newspaper: Federal Register:	11/05/2013 Not applicable
NEW PEOPLES BANKSHARES, INC.	CIC	Family's Future IV Limited Partnership, a qualified limited partnership with the general partner being Richard G. Perservati, Captiva, Florida, and the limited partner being the Richard G. and Karen N. Preservati Grandchildren's Trust, the co-trustees of which are Richard G. Preservati, II, Princeton, West Virginia; Gina Preservati Boggess, Princeton, West Virginia; Nicholas S. Preservati, Charleston, West Virginia; and Arnold D. Lively, Venice, Florida, to acquire 11.32% of the outstanding shares of New Peoples Bankshares, Inc., Honaker, Virginia, and thereby indirectly acquire an interest in New Peoples Bank, Inc., Honaker, Virginia. Richard G. Preservati, II, Princeton, West Virginia, proposes to individually acquire up to .13% of New Peoples Bankshares, Inc. The aggregate ownership for the group acting in concert would be 13.71%.	Newspaper: Federal Register:	11/13/2013 11/08/2013

* Subject to the provisions of the Community Reinvestment Act

District: 5

Federal Reserve Bank of Richmond

Availability of CRA Public Evaluations

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NONE					

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

* Subject to the provisions of the Community Reinvestment Act

District: 6

Federal Reserve Bank of Atlanta

Filings received during the week ending October 26, 2013

Filer	Filing Type	Filing Proposal	End of Comment Period	
BANCO DE CREDITO E INVERSIONES S.A.	* 3A1	Banco De Credito E Inversiones, Empresas Juan Yarur S.A.C., Inversiones Petro S.A., Inversiones Baquio LTDA., Inversiones Nueve LTDA., and Administraciones Baquio LTDA., all of Santiago, Chile, to become bank holding companies by acquiring 100 percent of CM Florida Holdings, Inc., Coral Gables, Florida, and its subsidiary, City National Bank of Florida, Miami, Florida.	Newspaper: Federal Register:	Not available 08/08/2013
FIRST VISION BANK OF TENNESSEE	* Branch	First Vision Bank of Tennessee, Tullahoma, Tennessee, to establish a branch located at 303 West Main Street, Murfreesboro, Tennessee.	Newspaper: Federal Register:	Not available Not applicable
MERCHANTS AND FARMERS BANCSHARES, INC.	CIC	After the fact change in control notice filed by Jane Bryant Banks, Mary Banks Garnand, James Banks Garnand, Daniel Michael Garnand, all of Eutaw, Alabama, to collectively retain 16.6 percent of the outstanding voting shares of common stock of Merchants and Farmers Bancshares, Inc., and its subsidiary, Merchants & Farmers Bank of Greene County, both of Eutaw, Alabama.	Newspaper: Federal Register:	Not available 11/07/2013
NCG BANCO, S.A.	FBSEA	NCG Banco, S.A., A Coruna, Spain, to establish an international representative-administrative office located in Miami, Florida.	Newspaper: Federal Register:	Not available Not applicable
SOUTHERN BANK OF TENNESSEE	* Branch	Southern Bank of Tennessee, Mt. Juliet, to establish a branch located at 1213 West Main Street, Lebanon, Tennessee, to be known as the Lebanon Office.	Newspaper: Federal Register:	11/07/2013 Not applicable
Southern Community Bancshares, Inc. Employee Stock Ownership Plan	* 3A1	Southern Community Bancshares, Inc. Employee Stock Ownership Plan, to increase its ownership of Southern Community Bancshares, Inc. from 24.27 percent to 51 percent, and thereby increase its indirect ownership of First Community Bank of Cullman, all of Cullman, Alabama.	Newspaper: Federal Register:	Not available Not available

* Subject to the provisions of the Community Reinvestment Act

District: 6

Federal Reserve Bank of Atlanta

Availability of CRA Public Evaluations

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NONE					

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

* Subject to the provisions of the Community Reinvestment Act

District: 7

Federal Reserve Bank of Chicago

Filings received during the week ending October 26, 2013

Filer	Filing Type	Filing Proposal	End of Comment Period	
CENTRAL BANK	* 18C * Branch	Central Bank, Storm Lake, Iowa, to purchase the assets and assume the liabilities of seven branch offices of Liberty Bank, FSB, West Des Moines, Iowa. In conjunction, Central Bank will establish 7 branch offices.	Newspaper: Federal Register:	Not available Not applicable
CENTRAL SOUTH BANCORPORATION, INC.	CIC	Filing by D. Robert Downing, Indianola, Iowa, to gain control of Central South Bancorporation, Inc., Indianola, Iowa, and thereby Peoples Savings Bank, Indianola, Iowa.	Newspaper: Federal Register:	Not available 11/12/2013
Edgewater Bancorp, Inc.	* SLHC Formation	Edgewater Bancorp, Inc., St. Joseph, Michigan, to become a savings and loan holding company through the acquisition of all of the outstanding voting stock of Edgewater Bank, St. Joseph, Michigan. The savings and loan holding company will be formed in connection with the proposed mutual-to-stock conversion of Edgewater Bank, a federally chartered mutual savings bank.	Newspaper: Federal Register:	Not available 09/17/2013
HINSDALE BANK & TRUST COMPANY	* 18C * Branch	Hinsdale Bank & Trust Company, Hinsdale, Illinois, to purchase the assets and assume the liabilities of a branch, and will continue to operate a branch, located at 501 West Lake Street, Elmhurst, Illinois; from North Shore Community Bank & Trust Company, Wilmette, Illinois.	Newspaper: Federal Register:	Not available Not applicable
IOWA STATE BANK	* 18C * Branch	Iowa State Bank, Hull, Iowa, to merge with Iowa State Bank, Remsen, Iowa. As a result of this merger, Iowa State Bank, Hull, Iowa, will establish a branch office at 17 West 2nd Street, Remsen, Iowa.	Newspaper: Federal Register:	Not available Not applicable
MIDSTATE FINANCIAL CORPORATION	CIC	The McKee Family Trust with David H. McKee as special voting trustee, and David H. McKee, individually and as special voting trustee of the McKee Family Trust, to acquire 25 percent or more of the voting shares of Midstate Financial Corporation, and thereby indirectly acquire control of Hendricks County Bank and Trust Company, both of Brownsburg, Indiana; and the McKee Family Trust with David H. McKee as special voting trustee to join the existing McKee Norris Family Control Group through the acquisition of shares of Midstate Financial Corporation and the indirect acquisition of shares of Hendricks County Bank and Trust Company.	Newspaper: Federal Register:	Not available 11/12/2013

District: 7

Federal Reserve Bank of Chicago

Filings received during the week ending October 26, 2013

Filer	Filing Type	Filing Proposal	End of Comment Period	
NORTHERN BANKSHARES, INC.	CIC	Notice of Change in Bank Control by E. David Locke, as Trustee of the E. David Locke Beneficiary Grantor Trust, Middleton, Wisconsin, individually, and as part of a group acting in concert with E. David Locke, E. David Locke, as Trustee of Ahren F. Locke 2004 Grantor Trust, E. David Locke, as Trustee of Brendan S. Locke 2004 Grantor Trust and E. David Locke, as Trustee of Meredith C. Locke 2004 Grantor Trust, all of Middleton, Wisconsin, to acquire a controlling interest in Northern Bankshares, Inc., McFarland, Wisconsin and its subsidiary, McFarland State Bank, McFarland, Wisconsin.	Newspaper:	11/06/2013
			Federal Register:	Not available
TALMER BANCORP INC.	* 3A3	Notice by Talmer Bancorp, Inc., Troy, Michigan, to acquire Michigan Commerce Bank, Ann Arbor, Michigan.	Newspaper:	Not available
			Federal Register:	11/18/2013

District: 7

Federal Reserve Bank of Chicago

Availability of CRA Public Evaluations

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NONE					

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

* Subject to the provisions of the Community Reinvestment Act

District: 8

Federal Reserve Bank of St. Louis

Filings received during the week ending October 26, 2013

Filer	Filing Type	Filing Proposal	End of Comment Period	
FINANCIAL FEDERAL BANK	* Branch	Financial Federal Bank, Memphis, Tennessee, to establish a branch facility to be located at 1715 Aaron Brenner Drive, Memphis, Tennessee.	Newspaper:	11/05/2013
			Federal Register:	Not applicable

District: 8

Federal Reserve Bank of St. Louis

Availability of CRA Public Evaluations

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NONE					

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

* Subject to the provisions of the Community Reinvestment Act

District: 9

Federal Reserve Bank of Minneapolis

Filings received during the week ending October 26, 2013

Filer	Filing Type	Filing Proposal	End of Comment Period	
ABDO INVESTMENTS, INC.	* 3A3	Abdo Investments, Inc., Edina, Minnesota, to retain additional voting shares and acquire additional warrants on voting shares, thereby increasing its ownership interest to 28.00%, of Rivers Ridge Holding Company, Edina, Minnesota, which owns BankVista, Sartell, Minnesota.	Newspaper: Federal Register:	Not available Not available
ABDO INVESTMENTS, INC.	CIC	Change in Control Notice by Jay Abdo, Bloomington, Minnesota; Melody Borth, Mankato, Minnesota; Jill Hansen, Edina, Minnesota; Lynne Abdo, Norwalk, Connecticut; James Abdo, Edina, Minnesota; John Abdo, Saint Paul, Minnesota; and Paul Abdo, Edina, Minnesota, to retain 10% or more of the voting shares of Abdo Investments, Inc., Edina, Minnesota, and thereby indirectly retain control of Rivers Ridge Holding Company, Edina, Minnesota, which owns BankVista, Sartell, Minnesota.	Newspaper: Federal Register:	Not available Not available
ELKTON HOLDING COMPANY	* 3A3	Elkton Holding Company, Elkton, South Dakota, to acquire 100 percent of The First National Bank of Volga, Volga, South Dakota.	Newspaper: Federal Register:	10/28/2013 11/14/2013
JORGENSEN HOLDING COMPANY	CIC	Retroactive change in control notice by Karen Neidhardt, Tampa, Florida, individually and as trustee, to retain 25% or more of the shares and thereby control of Jorgenson Holding Company, Inc., Kenmare, ND. Jorgenson Holding Company controls State Bank and Trust of Kenmare, Kenmare, ND, and The Citizens State Bank at Mohall, Mohall, ND. In addition, Ann Lenore Musser Irrevocable Trust, Kenmare, ND, Karen Neidhardt and Jane Farris, co-trustees and Jane Ellen Neidhardt Irrevocable Trust, Kenmare, ND, Karen Neidhardt and Ann Musser, co-trustees are filing notice to retain shares of Jorgenson Holding Company and thereby join the Jorgenson family group that controls 25% or more of Jorgenson Holding Company.	Newspaper: Federal Register:	Not available 10/31/2013
JORGENSEN WILLISTON HOLDING COMPANY	CIC	Retroactive change in control notice by Karen Neidhardt, Tampa, Florida to retain 25% or more of the shares of Jorgenson Williston Holding Company, Inc., Kenmare, North Dakota, and thereby indirectly retain control of First National Bank and Trust Company of Williston, Williston, North Dakota.	Newspaper: Federal Register:	11/06/2013 10/31/2013
LAKE SHORE III CORPORATION	* 3A3	Lake Shore III Corporation, Glenwood City, Wisconsin, to acquire 100 percent of Union Bank of Blair, Blair, Wisconsin.	Newspaper: Federal Register:	Not available 11/15/2013

* Subject to the provisions of the Community Reinvestment Act

District: 9

Federal Reserve Bank of Minneapolis

Filings received during the week ending October 26, 2013

Filer	Filing Type	Filing Proposal	End of Comment Period	
PEOPLES BANK OF WISCONSIN	* 18C	Peoples Bank of Wisconsin, Hayward, Wisconsin, to merge with Summit Community Bank, Maplewood, Minnesota, and incident thereto, establish a branch.	Newspaper:	Not available
	* Branch		Federal Register:	Not applicable
WARROAD BANCSHARES, INC.	CIC	Change in Control Notice by Roderick J. Heneman Warroad, Minnesota, to retain 25% or more of the shares of Warroad Bancshares, Inc., Warroad, Minnesota and thereby indirectly retain control of Security State Bank of Warroad, Warroad, Minnesota.	Newspaper:	11/05/2013
			Federal Register:	10/17/2013

District: 9

Federal Reserve Bank of Minneapolis

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.

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

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

* Subject to the provisions of the Community Reinvestment Act

District: 10**Federal Reserve Bank of Kansas City****Filings received during the week ending October 26, 2013**

Filer	Filing Type	Filing Proposal	End of Comment Period	
ADAMS DAIRY BANCSHARES, INC.	* 3A1	Adams Dairy Bancshares, Inc. to become a bank holding company through the acquisition of 100 percent of the voting shares of Adams Dairy Bank, both in Blue Springs, Missouri.	Newspaper: Federal Register:	Not available 11/22/2013
FIRST OF MINDEN FINANCIAL CORPORATION	CIC	Notice by the Richard W. Agee Marital Trust, the Eloise R. Agee Irrevocable Trust; and Rex A. Marquart, as trustee of both trusts, all of Lincoln, Nebraska, to acquire control of First of Minden Financial Corporation, parent of First Bank and Trust Company, both in Minden, Nebraska.	Newspaper: Federal Register:	11/06/2013 11/12/2013
FSB INVESTMENTS, LLC	CIC	Notification by D Frank Plater, Jr., Oklahoma City, Oklahoma, to acquire control of FSB Investments, LLC, parent of The First State Bank, all of Oklahoma City, Oklahoma.	Newspaper: Federal Register:	Not available 10/15/2013
GENEVA STATE COMPANY	* 3A3	Geneva State Company, Geneva, Nebraska, to acquire 100 percent of the voting shares of and to merge with Riverdale Bancshares, Inc., parent of State Bank of Riverdale, both in Riverdale, Nebraska.	Newspaper: Federal Register:	Not available 10/17/2013

District: 10

Federal Reserve Bank of Kansas City

Availability of CRA Public Evaluations

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NONE					

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

* Subject to the provisions of the Community Reinvestment Act

District: 11

Federal Reserve Bank of Dallas

Filings received during the week ending October 26, 2013

Filer	Filing Type	Filing Proposal	End of Comment Period	
2009 TCRT	* 3A1 4c8	Ford Financial Fund II, L.P., Ford Management II, L.P., Ford Ultimate Management II, LLC, 2009 TCRT, GJF Financial Management II, LLC, Ford Fund Investment LP, and LR Acquisition Company LLC, all of Dallas, Texas, each to become a bank holding company by directly or indirectly acquiring control of Metropolitan National Bank, Little Rock, Arkansas. Additionally, 2009 TCRT; GJF Financial Management II, LLC; Ford Ultimate Management II, LLC; and Ford Management II, L.P., all of Dallas, Texas, propose to engage de novo in financial and investment advisory activities pursuant to Section 225.28(b)(6) of Regulation Y.	Newspaper: Federal Register:	Not available 08/13/2013
GRANT SCOTT AS TRUSTEE OF THE VOTING TRUST AGREEMENT DATED AS OF DECEMBER 6.2012	* SLHC Formation	Grant Scott as Trustee of the Voting Trust Agreement dated as of December 6, 2012, Raleigh, North Carolina, to register as a savings and loan holding company through the acquisition of a controlling interest in NexBank Capital, Inc., and therefore indirectly, NexBank, State Savings Bank, both of Dallas, Texas.	Newspaper: Federal Register:	Not available 11/15/2013
HOME FEDERAL BANCORP, INC. OF LOUISIANA	CIC	Retroactive notice by Home Federal Bank Employee Stock Ownership Plan and Trust, Shreveport, Louisiana; James R. Barlow, Shreveport, Louisiana, individually and as co-Trustee of Home Federal Bank Employee Stock Ownership Plan and Trust; and Clyde D. Patterson, Shreveport, Louisiana, individually and as co-Trustee of Home Federal Bank Employee Stock Ownership Plan and Trust, to acquire 10 percent or more of the shares and thereby control of Home Federal Bancorp, Inc., and its subsidiary Home Federal Bank, both of Shreveport, Louisiana.	Newspaper: Federal Register:	Not available Not available
LIBERTY BANK	Member	Liberty Bank, Hurst, Texas, to become a member of the Federal Reserve System.	Newspaper: Federal Register:	Not applicable Not applicable
PARK CITIES FINANCIAL GROUP, INC.	* 3A1	Park Cities Financial Group, Inc., Dallas, Texas, to become a bank holding company through the acquisition of 100 percent of Park Cities Bank, Dallas, Texas.	Newspaper: Federal Register:	11/17/2013 Not available
TEXAS FIRST BANK	* 18C * Branch	Texas First Bank, Texas City, Texas, to acquire by merger Hull State Bank, Hull, Texas, and to establish branches at 100 Walnut Lane, Hull, Texas 77564; and 2103 North Main Street, Liberty, Texas 77575.	Newspaper: Federal Register:	Not available Not applicable
WCM HOLDINGS, INC.	* 3A3	WCM Holdings, Inc., Dallas, Texas, and WCM-Parkway, Ltd., Dallas, Texas to acquire up to 15 percent of Veritex Holdings, Inc., Dallas, Texas, and indirectly Veritex Community Bank, Dallas, Texas.	Newspaper: Federal Register:	Not available 11/14/2013

District: 11

Federal Reserve Bank of Dallas

Availability of CRA Public Evaluations

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NONE					

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

* Subject to the provisions of the Community Reinvestment Act

District: 12**Federal Reserve Bank of San Francisco****Filings received during the week ending October 26, 2013**

Filer	Filing Type	Filing Proposal	End of Comment Period	
EAST WEST BANK	* 18C	East West Bank, Pasadena, California, to merge with MetroBank, National Association, Houston Texas, with East West Bank as the surviving entity.	Newspaper: Federal Register:	Not available Not applicable
EAST WEST BANK	* 18C	East West Bank, Pasadena, California, to merge with Metro United Bank, San Diego, California, with East West Bank as the surviving entity.	Newspaper: Federal Register:	Not available Not applicable
NCAL BANCORP	CIC	Change in Bank Control Notice by Alex Meruelo, Newport Coast, California, to acquire up to 89 percent of NCAL Bancorp, and thereby indirectly acquire National Bank of California, both of Los Angeles, California.	Newspaper: Federal Register:	Not available 10/24/2013
UMPQUA HOLDINGS CORPORATION	* 3A5	Umpqua Holdings Corporation, Portland, Oregon, to merge with Sterling Financial Corporation, and thereby indirectly acquire its subsidiary bank, Sterling Savings Bank, both of Spokane, Washington, with Umpqua Holdings Corporation as the surviving entity.	Newspaper: Federal Register:	Not available 10/18/2013

District: 12

Federal Reserve Bank of San Francisco

Availability of CRA Public Evaluations

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NONE					

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

* Subject to the provisions of the Community Reinvestment Act