

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

No. 14 Week Ending April 1, 2000

Board of Governors of the Federal Reserve System, Washington, DC 20551

Testimony And Statements

Coins and currency distribution -- statement by Louise L. Roseman, Director, Division of Reserve Bank Operations and Payment Systems, before the Subcommittee on Domestic and International Monetary Policy of the House Committee on Banking and Financial Services, March 28, 2000. - Published, March 28, 2000

Social Security and Medicare -- statement by Chairman Greenspan before the Senate Special Committee on Aging on general revenue transfers for Social Security and Medicare, March 27, 2000. - Published, March 27, 2000

Banks, Foreign

Development Bank of Japan, Tokyo, Japan, and Japan Bank for International Cooperation -- requests from two special purpose government banks for determinations that they are not "foreign banks" for purposes of Regulation K. - Approved, March 30, 2000

H.2 Actions under delegated authority	H.2	Actions	under	delegated	authority
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BS&R	Banking Supervision and Regulation
C&CA	Consumer and Community Affairs
FOMC	Federal Open Market Committee

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

Bank Branches, Domestic

Minneapolis

Big Sky Western Bank, Big Sky, Montana -- to establish a branch at 3091 Pine Drive, Big Sky. - Approved, March 31, 2000

Richmond

F&M Bank-Emporia, Emporia, Virginia -- to establish a branch at 100 Dominion Drive.

- Approved, March 29, 2000

San Francisco

First Security Bank of Nevada, Las Vegas, Nevada -- to establish a branch at 4425 West Russell Road.

- Approved, March 28, 2000

Chicago

Johnson Bank, Racine, Wisconsin -- to establish a branch at S.C. Johnson Waxdale Campus, 2512 Willow Road, Sturtevant. - Approved, March 29, 2000

San Francisco

M&I Thunderbird Bank, Phoenix, Arizona -- to establish a branch at Elliot and McQueen Roads, Gilbert.

- Approved, March 15, 2000 (AC)

Bank Holding Companies

San Francisco

American Marine Bank ESOP, Bainbridge Island, Washington, and AMB Financial Services Corp. -- to acquire Silverdale State Bank, Silverdale. - Approved, March 30, 2000

Bank Holding Companies

Atlanta

Apalachicola State Banking Corporation, Apalachicola, Florida -- to become a bank holding company through the acquisition of Apalachicola State Bank, and for Shuler Holdings, Ltd. to acquire shares in Corporation and Bank.

- Approved, March 30, 2000

Atlanta

Appalachian Bancshares, Inc., Ellijay, Georgia -- modification of a commitment. - Approved, March 27, 2000

Richmond

Bay National Corporation, Baltimore, Maryland -- to become a bank holding company through the acquisition of Bay National Bank, a de novo bank. - Approved, March 30, 2000

Richmond

Cardinal Financial Corporation, Fairfax, Virginia -- to acquire Cardinal Bank-Alexandria/Arlington, N.A., Alexandria, a de novo bank. - Approved, March 29, 2000

New York

The Chase Manhattan Bank, New York, New York -- to acquire the stock of CSL Leasing, Inc., Wilmington, Delaware, from its affiliate, Chase Manhattan Bank Delaware, and for CSL Leasing to engage in certain real estate leasing activities. - Approved, March 17, 2000 (AC)

General Counsel

Coastal Banking Company, Inc., Beaufort, South Carolina -- request for an exemption under the Depository Institution Management Interlocks Act and Regulation L.

- Granted, March 31, 2000

Kansas City

Coloeast Bancshares, Inc., Lamar, Colorado -- to acquire Citizens Holding Corporation, Keenesburg, and Citizens State Bank. - Withdrawn, March 27, 2000

Bank Holding Companies

Atlanta

First Colony Bancshares, Inc., Alpharetta, Georgia -- modification of a commitment. - Approved, March 31, 2000

Chicago

Indiana United Bancorp, Greensburg, Indiana, and FAB Merger Corporation -- to acquire First Affiliated Bancorp, Inc., Watseka, Illinois, and Capstone Bank, National Association.

- Approved, March 29, 2000

Chicago

Mansfield Bancorp, Inc., Mansfield, Illinois -- waiver of application in connection with the proposed acquisition of Weldon State Bank & Trust, Weldon, by merger with Peoples State Bank of Mansfield.

- Approved, March 20, 2000 (AC)

Minneapolis

Marquette Bancshares, Inc., Minneapolis, Minnesota -- to acquire Marquette Consumer Finance, Plymouth, and thereby engage in extending credit and servicing loans.

- Approved, March 27, 2000

Richmond

Mercantile Bankshares Corporation, Baltimore, Maryland -- waiver of application to merge with Union Bancorp, Inc., Westminster, in connection with a merger of their subsidiary banks.

- Approved, March 30, 2000

Atlanta

Mid State Banks, Inc., Cordele, Georgia -- to purchase assets of Cobb Insurance Agency and thereby engage in insurance agency activities through its subsidiary, Mid-State Financial Group, Inc., d/b/a Mid-State Insurance Company, Hawkinsville. - Approved, March 28, 2000

Bank Holding Companies

New York

NBT Bancorp Inc., Norwich, New York -- to acquire Pioneer American Holding Company Corp., Carbondale, Pennsylvania, and Pioneer American Bank, National Association.

- Approved, March 20, 2000 (AC)

Atlanta

Tennessee Commerce Bancorp, Inc., Franklin, Tennessee -- to become a bank holding company through the acquisition of Tennessee Commerce Bank. - Approved, March 31, 2000

Cleveland

Three Rivers Bancorp, Inc., Monroeville, Pennsylvania -- to become a bank holding company through the acquisition of Three Rivers Bank and Trust Company.Approved, March 20, 2000 (AC)

St. Louis

TrustBanc Financial Group, Inc., Mountain Home, Arkansas -- to become a bank holding company through the acquisition of TrustBanc. - Approved, March 28, 2000

Richmond

Weststar Financial Services Corporation, Asheville, North Carolina -- to become a bank holding company through the acquisition of The Bank of Asheville. - Approved, March 29, 2000

Bank Mergers

Atlanta

The Bank, Warrior, Alabama -- to merge with Emerald Coast Bank, Panama City Beach, Florida, and C&L Bank, Bristol. - Approved, March 29, 2000

Banks, State Member

Boston

Boston Safe Deposit and Trust Company, Boston, Massachusetts -- to retain a community development investment in the Massachusetts Housing Equity Fund 1999 Limited Partnership.

- Approved, March 24, 2000 (AC)

Director, BS&R

United Bank of Philadelphia, Philadelphia, Pennsylvania -- relief from a commitment. - Approved, March 31, 2000

Change In Bank Control

St. Louis

Community National Corporation, Lexington, Tennessee -- change in bank control. - Permitted, March 30, 2000

Chicago

Mid Illinois Bancorp, Inc., Peoria, Illinois -- change in bank control. - Returned, March 30, 2000

Minneapolis

Parkers Prairie Bancshares, Inc., Parkers Prairie, Minnesota -- change in bank control. - Permitted, March 31, 2000

Competitive Factors Reports

Richmond

Anderson Brothers Bank, Mullins, South Carolina -- report on competitive factors of the proposed merger with Anderson State Bank, Hemingway. - Submitted, March 27, 2000

New York

Banco Santander Puerto Rico, San Juan, Puerto Rico -- report on competitive factors of the proposed assumption of deposits of BCH-USA Bank, New York, New York.

- Submitted, March 31, 2000

Competitive Factors Reports

Chicago

Bank of Gibson City, Gibson City, Illinois -- report on competitive factors of the proposed merger with BGC Interim Bank. - Submitted, March 27, 2000

Atlanta

Branch Banking and Trust Company, Winston-Salem, North Carolina -- report on competitive factors of the proposed merger with Bank Atlanta, Decatur, Georgia; Farmers & Merchants Bank, Summerville; First Citizens Bank, Newnan; First Citizens Bank of Georgia, Fayetteville; Milton National Bank, Roswell; and Premier Bank, Atlanta.

- Submitted, March 30, 2000

Richmond

First Charter National Bank, Concord, North Carolina -- report on competitive factors of the proposed merger with Lincoln Bank of North Carolina, Lincolnton. - Submitted, March 27, 2000

San Francisco

First Security Bank, N.A., Ogden, Utah -- report on competitive factors of the proposed merger with Zions First National Bank, Salt Lake City. - Submitted, March 30, 2000

St. Louis

First State Bank of Gurdon, Gurdon, Arkansas -- report on competitive factors of the proposed merger with First State Bank, Lonoke. - Submitted, March 30, 2000

San Francisco

Franklin Templeton Bank and Trust, FSB, Salt Lake City, Utah -- report on competitive factors of the proposed merger with Franklin Templeton Trust Company, San Mateo, California. - Submitted, March 27, 2000

Chicago

Hemlock Federal Financial Corp., Oak Forest, Illinois -- report on competitive factors of the proposed acquisition of Midwest Savings Bank, FSB, Bolingbrook. - Submitted, March 27, 2000

Competitive Factors Reports

Chicago

Keokuk County State Bank, Sigourney, Iowa -- report on competitive factors of the proposed merger with Keokuk County Bankshares, Inc. - Submitted, March 27, 2000

Philadelphia

LA Bank, N.A., Lake Ariel, Pennsylvania -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of two branches of Mellon Bank, N.A., Pittsburgh. - Submitted, March 29, 2000

Atlanta

Lanier National Bank, Gainesville, Georgia -- report on competitive factors of the proposed merger with Georgia First Bank, National Association.Submitted, March 30, 2000

Chicago

Mid America Bank, FSB, Clarendon Hills, Illinois -- report on competitive factors of the proposed acquisition of two branches of M&I Bank, FSB, Las Vegas, Nevada. - Submitted, March 27, 2000

Chicago

Norwalk-Cumming State Bank, Norwalk, Iowa -- report on competitive factors of the proposed merger with City State Bank, Grimes. - Submitted, March 27, 2000

San Francisco

Pacific Mercantile Bank, Newport Beach, California -- report on competitive factors of the proposed merger with PMSub. - Submitted, March 28, 2000

St. Louis

Peoples Bank and Trust Company, Greensburg, Kentucky -- report on competitive factors of the proposed purchase of the Eminence and Pleasureville branches of USAccess Bank, Inc., Louisville.

- Submitted, March 29, 2000

(AC) = Addition or Correction

Competitive Factors Reports

Chicago

Republic National Bank of Springfield, Springfield, Illinois -- report on competitive factors of the proposed merger with Illinois National Bank, Fairmount. - Submitted, March 27, 2000

Chicago

Uptown National Bank of Chicago, Chicago, Illinois -- report on competitive factors of the proposed merger with Heritage Bank, Phoenix, Arizona. - Submitted, March 27, 2000

Richmond

Westminster Bank and Trust Company of Carroll County, Westminster, Maryland -report on competitive factors of the proposed merger with The Union National Bank of Westminster.

- Submitted, March 28, 2000

Extensions Of Time

Kansas City

Gold Banc Corporation, Inc., Leawood, Kansas, and Gold Banc Acquisition Corp.
XI, Inc. -- extension to April 15, 2000, to acquire American Bancshares, Inc.,
Bradenton, Florida.
- Granted, March 17, 2000 (AC)

Kansas City

Grand Valley Corporation, Grand Junction, Colorado -- extension to June 6, 2000, to acquire Heber Valley National Bank, Heber City, Utah, a de novo bank. - Granted, March 23, 2000 (AC)

Chicago

GreatBanc Inc., Aurora, Illinois -- extension to June 30, 2000, to acquire ANB Financial Services, Inc.

- Granted, March 22, 2000 (AC)

Kansas City

Pinnacle Bank, Papillion, Nebraska -- extension to July 13, 2000, to merge with Pinnacle Bank, Lincoln, and Crete State Bank, Crete, and thereby establish branches. - Granted, March 17, 2000 (AC)

Extensions Of Time

Chicago

WCB Holding Company of Illinois, Inc., Geneva, Illinois -- extension to July 7, 2000, to become a bank holding through the acquisition of Winfield Community Bank, Winfield, a de novo bank.

- Granted, March 29, 2000

Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, April 1, 2000

Section I – Applications subject to newspaper notice only

Type	Application	Ending date of comment period
None		

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

Type	Application	Ending date of comment period
3(a)(3)	FleetBoston, Boston, Massachusetts – proposal to acquire	Newspaper - 04/23/2000
	250,000 shares of 7.5% Series B Non-Cumulative Convertible Preferred Stock and Common Stock Purchase Rights to acquire 7.500,000 shares of the Common Stock of North Fork Bancorporation, Melville, New York	Fed Reg – N/Avail
3(a)(1)	SI Bancorp, Inc., Willimantic, Connecticut – to become a	Newspaper – N/Avail
_	mutual bank holding company through the acquisition of Savings Institute, Willimantic, Connecticut	Fed Reg - 04/30/2000

Section III – Applications subject to Federal Register notice only

		Ending date of
Type	Application	comment period
None		

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

Туре	Application
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

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

Section VI – CRA examinations scheduled for	Quarter of
Institution	Location
None	

Federal Reserve Bank of New York

Applications and notifications filed during the week ending Saturday, April 1, 2000

Type	Application	Ending date of comment period
FBSEA	Credit Commercial de France, Paris, France, to establish a representative office in New York, New York.	Newspaper – N/Avail
FBSEA	Banco Comercial Portugues, S.A., Porto, Portugal, to establish a representative office in Miami, Florida.	Newspaper – N/Avail
FBSEA	Arab Banking Corporation (B.S.C.), Manama, Bahrain, to establish a federally licensed uninsured branch in Greenwich, Connecticut.	Newspaper – N/Avail
FBSEA	UBS, AG, Zurich, Switzerland, to establish a representative office in Beverly Hills, California.	Newspaper – N/Avail
FBSEA	Banco Itau S.A., Sao Paulo, Brazil, to establish a representative office in Miami, Florida.	Newspaper – N/Avail
FBSEA	Deutsche Hypothekenbank Frankfurt-Hamburg AG, Frankfurt, Germany, to establish a representative office in New York, New York.	Newspaper – N/Avail
FBSEA	The Chuo Trust & Banking Co., Ltd., Tokyo, Japan, to establish a representative office in New York, New York.	Newspaper – N/Avail

Section I – Applications subject to newspaper notice only

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

Type	Application	Ending date of comment period
4(c)(8)	North Fork Bancorporation, Inc., Melville, New York to	Newspaper - 04/17/2000
	acquire at least 50.1 percent of the voting shares of Dime Bancorp, Inc., New York, New York ("Dime"), an existing thrift holding company, and thereby indirectly acquire Dime's bank subsidiary, The Dime Savings Bank of New York, FSB, New York, New York.*	Fed Reg – 04/28/2000
3(a)(3)/3(a)(5) Niagara Bancorp, MHC and Niagara Bancorp, Inc. ("Niagara"), both of Lockport, New York, toacquire CNY Financial Corporation, Cortland, New York ("CNY") and merge CNY with and into Niagara, and thereby to indirectly acquire Cortland Savings Bank, Cortland, New York.*		Newspaper - 04/30/2000
	Fed Reg - 05/01/2000	

Туре	Application	Ending date of comment period
3(a)(1)/4(c)(8)	Mizuho Holdings, Inc., Tokyo, Japan ("Mizuho"), (i) to become a bank holding company through the indirect acquisition of the existing U.S. subsidiary banks of The Dai-Ichi Kangyo Bank, Limited ("DKB"), The Fuji Bank Limited ("Fuji"), and The Industrial Bank of Japan, Limited ("IBJ"), namely: Dai-Ichi Kangyo Bank of California, Los Angeles, California, The Fuji Bank and Trust Company, New York, New York, and The Industrial Bank of Japan Trust Company, New York, New York; (ii) requests permission to engage <u>de novo</u> indirectly in the United States in industrial loan company activities to the extent permissible; (iii) DKB, Fuji and IBJ request authority to engage in the full range of nonbanking activities previously approved to each of the other banks;and (iv) to indirectly control through The Dai-Ichi Kangyo Fuji Trust and Banking Company, Tokyo, Japan, DKF Trust Company (USA), New York, New York.*	
3(a)(1)	The Dai-Ichi Kangyo Fuji Trust and Banking Company, Ltd., Tokyo, Japan, to become a bank holding company through the ownership of 100 percent of the shares of, and by the conversion of DKF Trust Company (USA), New York, New York, a New York State-charted trust company to a "bank" under the BHC Act.*	Newspaper – N/Avail Fed Reg – 05/01/2000
4(c)(8)	TrustCo Bank Corp NY, Schenectady, New York, to acquire Landmark Financial Corporation, Canajoharie, New York, a savings and loan holding company, and indirectly acquire its federal savings bank subsidiary, Landmark Community Bank, also of Canajoharie, New York.*	Newspaper – 04/28/2000 Fed Reg – 05/01/2000

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

* Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

Type	Application	Ending date of comment period
4(c)(8)	Banco Bilbao Vizcaya, S.A., Bilbao, Spain, to acquire, through BBV Securities Inc., New York, New York, Argentaria International Securities Inc., New York, New York, and thereby engage in securities brokerage services, riskless principal transactions, and private placement services.	Fed Reg – 04/21/2000

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

Туре	Application
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

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

Section VI – CRA examinations scheduled for	Quarter of
Institution	Location
None	

Federal Reserve Bank of Philadelphia

Applications and notifications filed during the week ending Saturday, April 1, 2000

Section I – Applications subject to newspaper notice only

		Ending date of
Type	Application	comment period
None		

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

Type	Application	Ending date of comment period
3(a)(1) & 3(a)(3)	National Penn Bancshares, Inc., Boyertown, PA, to form NPB New Jersey, Inc., Morristown, NJ, a subsidiary bank holding by acquiring Panasia Bank, Fort Lee, NJ.	Fed. Reg.: 04/07/2000 Newspaper: 04/15/2000

Section III – Applications subject to Federal Register notice only

Type	Application	Ending date of comment period
None		

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

Туре	Application	
None		

Section V - Availability of CRA public evaluations

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

Section VI – CRA examinations scheduled for	Quarter of
Institution	Location
None	

Federal Reserve Bank of Cleveland

Applications and notifications filed during the week ending Saturday, April 1, 2000

Type	Application	Ending date of comment period
Branch	Received notice on 03/27/2000 from Fifth Third Bank, Cincinnati, OH of its intent to establish the Woodlawn Bank Mart, 10595 Springfield Pike, Woodlawn, OH.	03/27/2000
Branch	Received notice on 03/27/2000 from Sky Bank, Salineville, OH of its intent to establish a branch at 4767 Munson Street, N.W., Canton, OH.	03/27/2000

Section I – Applications subject to newspaper notice only

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

T		Ending date of
Туре	Application	comment period
None		

Section III – Applications subject to Federal Register notice only

		Ending date of
Type	Application	comment period
None		

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

Туре	Application
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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RSSD		Examination	CRA	CRA	Exam type
number	Institution/Location	date	public date	rating	LrgBk SmBk
None					

Section VI – CRA examinations scheduled for	Quarter of
Institution	Location
None	

Federal Reserve Bank of Richmond

Applications and notifications filed during the week ending Saturday, April 1, 2000

Section I – Applications subject to newspaper notice only

Type	Application	Ending date of comment period
18(c)	Hanover Bank (in organization), Mechanicsville, Virginia, to acquire the assets and assume the deposit liabilities of the Mechanicsville, Virginia, branch of Southside Bank, Tappahannock, Virginia.*	Newspaper – 04/15/2000

*Subject to the provisions of the Community Reinvestment Act.

Type	Application	Ending date of comment period
3(a)(3)	Eastern Virginia Bankshares, Inc., Tappahannock, Virginia, to acquire Hanover Bank (in organization), Mechanicsville, Virginia.*	Fed Reg – 04/20/2000 Newspaper – 04/15/2000
3(a)(1)	Islands Bancorp, Beaufort, South Carolina, to become a bank holding company through the acquisition of 100% of the voting shares of Islands Community Bank, N.A. (in organization), Beaufort, South Carolina.*	Fed Reg – N/Avail Newspaper – N/Avail

*Subject to the provisions of the Community Reinvestment Act.

Section III – Applications subject to Federal Register notice only

Туре	Application	Ending date of comment period
None		

Туре	Application
3(a)(1)	American Community Bancshares, Inc., Monroe, North Carolina, to become a bank holding through the acquisition of 100% of the voting shares of American Community Bank, Monroe, North Carolina.
25A	Bank of America, N.A., Charlotte, North Carolina, to have its Edge Corporation subsidiary, NationsBank Overseas Corporation, Charlotte, North Carolina, amend its articles of association.

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

Section V - Availability of CRA public evaluations

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

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

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

Section VI – CRA examinations scheduled for	Quarter of
Institution	Location
None	

Federal Reserve Bank of Atlanta

Applications and notifications filed during the week ending Saturday, April 1, 2000

Ending date of Type Application comment period SunTrust Bank, Atlanta, Georgia, to establish a branch located at 04/07/2000* Branch 1500 Armory Drive, Franklin, Virginia, to be known as the Franklin Wal-Mart Branch Office. Branch SunTrust Bank, Atlanta, Georgia, to establish a branch located at 04/04/2000* 5510 Norbeck Road, Rockville, Maryland, to be known as the Rock Creek Village Safeway Office. Branch SunTrust Bank, Atlanta, Georgia, to establish a branch located at the intersection of Route 118 and Middlebrook Road, Germantown, Maryland, to be known as the Germantown Town Center Safeway Office.

Section I – Applications subject to newspaper notice only

*Subject to provisions of the Community Reinvestment Act

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

Type	Application	Ending date of comment period
CIC	First National Bancshares of Louisiana, Inc., Alexandria, Louisiana, after-the-fact notification filed by the Henry E. Blake Group to retain 17.84 percent of the outstanding shares of First National Bancshares of Louisiana, Inc., Alexandria, Louisiana.	N/Avail
3(a)(3)	First Central Bancshares, Inc., Lenoir City, Tennessee, to acquire First Central Bank of Monroe County, Sweetwater, Tennessee (in organization).	N/Avail*

*Subject to provisions of the Community Reinvestment Act

Section III - Applications subject to Federal Register notice only

Type	Application	Ending date of comment period
None		

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

Туре	Application
Member	Community Bank, Blountsville, Alabama, to become a member of the Federal Reserve System.

Section V – Availability of CRA public evaluations

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

Section VI – CRA examinations scheduled for	Quarter of
Institution	Location
None	

Federal Reserve Bank of Chicago

Applications and notifications filed during the week ending Saturday, April 1, 2000

Section I – Applications subject to newspaper notice only

Type	Application	Ending date of comment period
Branch	Libertyville Bank & Trust Company, Libertyville, Illinois, for prior approval to establish a branch at 1180 Dato Lane, Wauconda, Illinois.*	Newspaper – 04/24/2000

* Subject to the provisions of the Community Reinvestment Act

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

Type	Application	Ending date of comment period
CIC	Notification by Angela Tinervia, of a change in control to acquire 100 percent of New Century Bancorp, Inc., Southfield, Michigan.	Newspaper – 04/12/2000 Fed Reg – 03/28/2000
3(a)(3)	Dentel Bancorporation, Victor, Iowa, for prior approval to acquire 100 percent of Pocahontas Bancorporation, Pocahontas, Iowa, and thereby indirectly acquire Pocahontas State Bank, Pocahontas, Iowa*	Newspaper - 04/13/2000 Fed Reg - 04/17/2000
3(a)(1)	Benchmark Bancorp, Inc. Aurora, Illinois, for prior approval to become a bank holding company through the acquisition of 100 percent of the voting shares of Financial Institutions, Inc., Port Washington, Wisconsin, and thereby indirectly acquire Valley Bank, Verona, Illinois.*	Fed Reg – 04/21/2000 Newspaper – N/Avail
3(a)(3)	Ida Grove Bancshares, Inc., Ida Grove, Iowa, for prior approval to acquire at least 80 percent of American National Bank (in organization), Sac City, Iowa.*	Fed Reg – 05/01/2000 Newspaper – N/Avail
3(a)(3)	American Bancshares, Inc., Holstein, Iowa, for prior approval to acquire at least 80 percent of American National Bank (in organization), Sac City, Iowa.*	Fed Reg – 05/01/2000 Newspaper – N/Avail
3(a)(5)	First Merchants Corporation, Muncie, Indiana, for prior approval to acquire 100 percent of the voting shares of Decatur Financial, Inc., Decatur, Indiana, and thereby indirectly acquire Decatur Bank and Trust Company, Decatur, Indiana.*	Fed Reg – 04/27/2000 Newspaper – 04/27/2000

* Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

Type	Application	Ending date of comment period
None		

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

Type	Application		
None			

Section V - Availability of CRA public evaluations

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RSSD		Examination	CRA	CRA	Exam type
number	Institution/Location	date	public date	rating	LrgBk SmBk
135041	F&M Bank Central P.O. Box 808 Stevens Point, Wisconsin 54481 (715) 341-6691	10/18/1999	03/28/2000	0	Х

Section VI – CRA examinations scheduled for	Quarter of
Institution	Location
None	

Federal Reserve Bank of St. Louis

Applications and notifications filed during the week ending Saturday, April 1, 2000

Section I – Applications subject to newspaper notice only

Туре	Application	Ending date of comment period
None		

Ending date of Type Application comment period CIC Notice involving Allendale Bancorp, Inc., Allendale, Illinois, by Newspaper - 4/11/2000 Robert J. Coleman, Mr. Carmel, Illinois, Shane E. Gray, St. Fed Reg - 4/13/2000 Francisville, Illinois, and Byron K. Loeffler, Allendale, Illinois, as trustees of an unnamed voting trust. (Previously reported during the week ending March 25, 2000) CIC Notice involving Allegiant Bancorp, Inc., St. Louis, Missouri, Newspaper - 4/13/2000 by Leon A. Felman, Clayton, Missouri (Previously reported Fed Reg - 4/13/2000 during the week ending March 25, 2000) 3(a)(1)Notice by FCB Bancorp, Inc., Louisville, Kentucky, to acquire Newspaper - 4/13/2000 The First Capital Bank of Kentucky, Louisville, Kentucky.* Fed Reg - 4/13/2000

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

* Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

		Ending date of
Туре	Application	comment period
None		

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

Туре	Application
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

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

Section VI – CRA examinations scheduled for	Quarter of
Institution	Location
None	

Federal Reserve Bank of Minneapolis

Applications and notifications filed during the week ending Saturday, April 1, 2000

Туре	Application	Ending date of comment period
BKBRX	First Premier Bank, Sioux Falls, South Dakota, to establish a branch in Sioux Falls, South Dakota.*	04/06/2000
18(c) & BKBRX	Dacotah Bank, Aberdeen, South Dakota, to merge with First National Bank, Hettinger, North Dakota, and incident thereto establish four branches.*	05/03/2000

*Subject to the provisions of the Community Reinvestment Act.

Type	Application	Ending date of comment period
CIC	John and Nancy Brown, Mark and Marlys Brown, Steven and Cheryl Steinborn and Security State Bank of North Dakota Employee Stock Ownership Plan, together as a group acting in concert, to acquire control of Security State Bank Holding Company, New Rockford, North Dakota.	Newspaper – 04/17/2000
3(a)(1)	Community Pride Bank Corporation, Ham Lake, Minnesota, for prior approval to become a bank holding company through the acquisition of 100% of the voting shares of Community Pride Bank, Ham Lake, Minnesota, a <i>de novo</i> bank.*	Fed Reg - 04/28/2000

* Subject to the provisions of the Community Reinvestment Act.

Section III – Applications subject to Federal Register notice only

Туре	Application	Ending date of comment period
None		

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

Туре	Application
None	

Section V - Availability of CRA public evaluations

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

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

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

Section VI – CRA examinations scheduled for	Quarter of
Institution	Location
None	

Federal Reserve Bank of Kansas City

Applications and notifications filed during the week ending Saturday, April 1, 2000

Section I – Applications subject to newspaper notice only

Туре	Application	Ending date of comment period
18(c) / Branch	Community State Bank, Poteau, Oklahoma, to acquire the assets and assume the liabilities of First State Bank, Wister, Oklahoma, and incident thereto, all offices of First State Bank to become branches of Community State Bank.	Newspaper - 04/17/2000

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

Type	Application	Ending date of comment period	
3(a)(3)	Central Financial Corporation, Hutchinson, Kansas, to acquire	Newspaper - 04/29/2000	
	25.62 percent of the voting shares of Mid-America Bancorp, Inc., Jewell, Kansas, and thereby indirectly acquire Heartland Bank N.A, Jewell, Kansas.	Fed Reg - 04/28/2000	
3(a)(3)	Shamrock Bancshares, Inc., Coalgate, Oklahoma, to acquire 100	Newspaper - 04/14/2000	
	percent of the voting shares of First Bank of Apache, Apache, Oklahoma.	Fed Reg - 04/28/2000	
CIC	Tommy D. and Marilyn S. Craighead, Norman, Oklahoma; Mel	Newspaper - N/Avail	
	Van and Deana R. Craighead, Lana J. and Steven C. Martin, Brandon L. Martin, all of Ardmore, Oklahoma; and Russell Noble, Ardmore, Oklahoma, as Trustee of the TCC & BJC Trusts No. 1 through 7 to acquire voting shares of Citizens Commerce Corporation, Ardmore, Oklahoma, and thereby indirectly acquire Citizens Bank and Trust Company, Ardmore, Oklahoma.	Fed Reg - 04/03/2000	
CIC Dickinson Family Stock Retention Trust, Kansas City, Missouri;		Newspaper - N/Avail	
	Amy Dickinson Holewinski, Mission Hills, Kansas; and Daniel Dickinson, Kansas City, Missouri, as Trustees, to acquire DFC Acquisition Corporation Two, and Dickinson Financial Corporation, both of Kansas City, Missouri; and thereby indirectly acquire Armed Forces Bank of California, N.A., San Diego, CA, Armed Forces Bank, N.A., Fort Leavenworth, KS, and Air Academy National Bank, Colorado Springs, CO, and Bank Midwest, N.A., Kansas City, MO.		

Type	Application	Ending date of comment period
CIC	Ronald L. Gold, Mission Hills, Kansas; Allen Cinnamon, Overland Park, Kansas; Daniel P. Winter, Kansas City, Missouri; and Ronald M. Davidow, Leawood, Kansas, to acquire voting shares of Sylvan Agency, Inc., Sylvan Grove, Kansas., and thereby indirectly acquire The Sylvan State Bank, Sylvan, Kansas.	Newspaper - N/Avail Fed Reg - N/Avail

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

Section III – Applications subject to Federal Register notice only

Type	Application	Ending date of comment period
None		

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

Туре	Application
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

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Section V – Availability of CRA public evaluations

Section VI – CRA examinations scheduled for	Quarter of
Institution	Location
None	

Federal Reserve Bank of Dallas

Applications and notifications filed during the week ending Saturday, April 1, 2000

Section I – Applications subject to newspaper notice only

Type	Application	Ending date of comment period	
None			

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

Туре	Application	Ending date of comment period
3(a)(1)	CBCT Bancshares, Inc., Baltimore, MD, to acquire Community Bank of Central Texas, SSB, Smithville, TX*	Fed Reg – 04/27/2000 Newspaper – 04/28/2000

*Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

Type	Application	Ending date of comment period
None		

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

Туре	Application
None	

Section V - Availability of CRA public evaluations

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

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

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

Section VI – CRA examinations scheduled for	Quarter of
Institution	Location
None	

Federal Reserve Bank of San Francisco

Applications and notifications filed during the week ending Saturday, April 1, 2000

Section I – Applications subject to newspaper notice only

Туре	Application	Ending date of comment period
Branch	The Bank of Casa Grande Valley, Casa Grande, Arizona, to establish a branch office at 205 Frontage Road, Sunsites Pearce, Arizona. *	Newspaper - 04/25/2000

* Subject to the provisions of the Community Reinvestment Act

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

Type	Application	Ending date of comment period	
CIC			
	additional shares of Latah Bancorporation, Latah, Washington. *	Fed Reg - 04/20/2000	
3(a)(3)	Wells Fargo & Company, San Francisco, California, to acquire	Newspaper - 04/30/2000	
	First Commerce Bancshares, Inc., Lincoln, Nebraska, and thereby indirectly acquire their subsidiaries. *	Fed Reg - N/Avail	

* Subject to the provisions of the Community Reinvestment Act

Section III - Applications subject to Federal Register notice only

		Ending date of
Туре	Application	comment period
None		

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

Туре	Application
3(a)(5)(C)	Hanmi Financial Corporation to become a bank holding company by acquiring Hanmi Bank, both of Los Angeles, California.

Section V - Availability of CRA public evaluations

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

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

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

RSSD number	Institution/Location	Examination	CRA public date	CRA rating	Exam type	
		date			LrgBk SmBk	
1156539	Mid-Peninsula Bank 2860 W. Bay Shore Road Palo Alto, CA 94303 (650) 323-5150	11/01/1999	03/27/2000	Ο	Х	
678865	Bay Area Bank 900 Veterans Boulevard Redwood City, CA 94063 (650) 367-1600	11/01/1999	03/27/2000	S	Х	
16766	Peninsula Bank of Commerce 1001 Broadway Millbrae, CA 94030 (650) 697-4333	11/01/1999	03/27/2000	S	Х	
749569	Golden Gate Bank 344 Pine Street San Francisco, CA 94104 (415) 421-9000	11/01/1999	03/27/2000	S	Х	

The above listing has been prepared as a courtesy by the Federal Reserve Bank of San Francisco, and is not intended to replace formal notices required by statute or regulation; the Reserve Bank assumes no responsibility for errors or omissions.

Section VI – CRA examinations scheduled for	Quarter of
Institution	Location
None	