
Federal Reserve Release



H.2

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

No. 16

Week Ending April 15, 2000

Testimony And Statements

Equity markets evolution -- statement by Chairman Greenspan before the Senate Committee on Banking, Housing, and Urban Affairs, April 13, 2000.

- Published, April 13, 2000

Hedge funds and over-the-counter derivatives -- statement by Patrick M. Parkinson, Associate Director, Division of Research and Statistics, before the House Committee on Banking and Financial Services, April 11, 2000.

- Published, April 11, 2000

Bank Holding Companies

Canadian Imperial Bank of Commerce, The CIBC World Markets Corporation, and CIBC World Markets Inc., all of Toronto, Canada; and CIBC Delaware Holdings Inc., New York, New York -- to acquire St. Anthony Bancorp, Inc., Cicero, Illinois, and St. Anthony Bank, A Federal Savings Bank.

- Approved, April 12, 2000

Dime Bancorp, Inc., New York, New York -- to acquire Hudson United Bancorp, Mahwah, New Jersey.

- Approved, April 12, 2000

Nordic Baltic Holding AB, Stockholm, Sweden -- request for temporary authority to engage in certain nonbanking activities in the United States as a result of the proposed acquisition of Unidanmark A/S, Copenhagen, Denmark.

- Approved, April 10, 2000

SierraCities.com, Inc., Houston, Texas; and FSF of Delaware, Inc., Wilmington, Delaware -- to become bank holding companies through the acquisition of Greenbelt Bancshares, Inc., Quanah, Texas, and Security National Bank of Quanah; to retain certain nonbanking businesses and thereby engage in extending credit and servicing loans and leasing personal or real property; and for SierraCities to retain certain foreign investments.

- Approved, April 12, 2000

Financial Holding Companies

Bank of Montreal, Montreal, Canada; Bankmont Financial Corp., Wilmington, Delaware; and Harris Bankmont, Inc., Harris Bankcorp., Inc., and HNB Corp., all of Chicago, Illinois -- to become financial holding companies.

- Approved, April 10, 2000

Financial Holding Companies

Cooperatieve Centrale Raiffeisen-Boerenleenbank B.A., Rabobank Nederland,
Utrecht, The Netherlands -- to be treated as a financial holding company.
- Approved, April 10, 2000

UBS AG, Zurich, Switzerland -- to be treated as a financial holding company.
- Approved, April 10, 2000

Forms

Regulation Z (Truth in Lending) -- extension without revision of Recordkeeping and
Disclosure Requirements in Connection with Regulation Z.
- Approved, April 10, 2000

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

Bank Branches, Domestic

Secretary

AmSouth Bank, Birmingham, Alabama -- to establish a branch at 3076 McFarland Boulevard, Northport.
- Approved, April 14, 2000

Secretary

Compass Bank, Birmingham, Alabama -- to establish branches at 1802 East Camelback Road, Phoenix, Arizona, and 7155 East Thunderbird Road, Scottsdale.
- Approved, April 12, 2000

Secretary

Compass Bank, Birmingham, Alabama -- to establish branches at the intersection of Amelia Road and Highway AIA, Amelia Island, Florida, and at the intersection of SW 27th Avenue and SW 19th Street, Ocala.
- Approved, April 14, 2000

Minneapolis

First Premier Bank, Sioux Falls, South Dakota -- to establish a branch at 1808 S. Cliff Avenue.
- Approved, April 13, 2000

Richmond

First Sentinel Bank, Richlands, Virginia -- to establish a branch at Routes 19 and 460, Tazewell County.
- Approved, April 13, 2000

Kansas City

Pinnacle Bank, Papillion, Nebraska -- to establish a mobile branch in Lincoln.
- Approved, April 14, 2000

Atlanta

SunTrust Bank, Atlanta, Georgia -- to establish branches at 5510 Norbeck Road, Rockville, Maryland; Route 118 and Middlebrook Road, Germantown; and 1500 Armory Drive, Franklin, Virginia.
- Approved, April 12, 2000

Bank Holding Companies

Boston

Andover Bancorp, Inc., Andover, Massachusetts -- to merge with GBT Bancorp, Gloucester, and thereby acquire Gloucester Bank & Trust Company and an interest in Gloucester Investment Corp.

- Approved, April 10, 2000

Cleveland

BancFirst Ohio Corporation, Zanesville, Ohio -- to acquire Milton Financial Corporation, West Milton, and Milton Federal Savings Bank.

- Approved, April 13, 2000

Chicago

BGC Bancorp, Inc., Gibson City, Illinois -- to become a bank holding company through the acquisition of Bank of Gibson City.

- Approved, April 14, 2000

Boston

Brookline Bancorp, Inc., Brookline, Massachusetts, and Brookline Bancorp, MHC -- to acquire Lighthouse Bank, Waltham.

- Approved, April 12, 2000

Atlanta

Commercial Bancorp, Inc., Ormond Beach, Florida -- modification of a commitment.

- Approved, April 13, 2000

Dallas

ETN Leasing, Inc., Palestine, Texas -- to become a bank holding company through the acquisition of East Texas National, Inc.; East Texas-Dover, Inc., Wilmington, Delaware; and East Texas National Bank, Palestine.

- Approved, April 13, 2000

St. Louis

First Banks, Inc., Creve Coeur, Missouri -- to purchase certain assets and assume certain liabilities of First Capital Group, Inc., Albuquerque, New Mexico, and First State Bank of Taos, Taos, and thereby engage in extending credit and servicing loans and leasing of personal and real property.

- Approved, April 14, 2000

Bank Holding Companies

Kansas City

NBM Corporation ESOP, McAlester, Oklahoma -- to become a bank holding company through the acquisition of shares of NBM Corporation.
- Approved, April 12, 2000

Chicago

Northern Trust Corporation, Chicago, Illinois -- to acquire, through Northern Trust Quantitative Advisors, Inc., assets of Carl Domino Associates, LP, West Palm Beach, Florida, and thereby engage in investment advisory services.
- Approved, April 14, 2000

Dallas

Plains Bancorp, Inc., Lubbock, Texas -- to acquire Sudan Bancshares, Inc., Sudan, and First National Bank.
- Withdrawn, April 10, 2000

Kansas City

RSB Financial, Inc., Reading, Kansas -- to become a bank holding company through the acquisition of shares of Reading State Bank.
- Approved, April 10, 2000

Minneapolis

Waumandee Bancshares, Ltd., Waumandee, Wisconsin -- to become a bank holding company through the acquisition of Waumandee State Bank.
- Approved, April 13, 2000

Bank Mergers

Kansas City

Legacy Bank ACB, Binger, Oklahoma -- to merge with Legacy Bank, Hinton, and Legacy Bank TC, Blanchard, and thereby establish branches.
- Approved, April 14, 2000

Banks, State Member

Chicago

NAB Bank, Chicago, Illinois -- to engage in limited trust powers through the establishment of a land trust department.
- Approved, April 12, 2000

Change In Bank Control

San Francisco

First Financial Bancorp, Lodi, California -- change in bank control.
- Permitted, April 10, 2000

Competitive Factors Reports

Boston

Bank Rhode Island, Providence, Rhode Island -- report on competitive factors of the proposed merger with BKRI Interim Bank.
- Submitted, March 30, 2000 (AC)

Philadelphia

Chase Manhattan Bank Delaware, Wilmington, Delaware -- report on competitive factors of the proposed merger with Chase Manhattan Bank USA, N.A.
- Submitted, April 11, 2000

Philadelphia

Fidelity Deposit & Discount Bank, Dunmore, Pennsylvania -- report on competitive factors of the proposed merger with The Fidelity Deposit and Discount Interim Bank.
- Submitted, April 10, 2000

Chicago

North Shore Bank, FSB, Brookfield, Wisconsin -- report on competitive factors of the proposed merger with Marquette Savings Bank, S.A., West Allis.
- Submitted, April 14, 2000

Philadelphia

The People's Bank of Oxford, Oxford, Pennsylvania -- report on competitive factors of the proposed merger with The People's Interim Bank of Oxford.
- Submitted, April 11, 2000

Atlanta

Regions Bank, Birmingham, Alabama -- report on competitive factors of the proposed purchase of assets and assumption of deposit liabilities of five branches of AmSouth Bank in Fort Smith, Arkansas.
- Submitted, April 12, 2000

Competitive Factors Reports

Atlanta

Regions Bank, Birmingham, Alabama -- reports on competitive factors of the proposed mergers with Lincoln County Bank, Fayetteville, Tennessee; Huntland Bank, Huntland; and Minden Bank & Trust Company, Webster, Louisiana.
- Submitted, April 12, 2000

Boston

Savings Institute, Willimantic, Connecticut -- report on competitive factors of the proposed merger with SI-Stock Savings Bank.
- Submitted, April 10, 2000

Chicago

State Bank of Illinois, West Chicago, Illinois -- report on competitive factors of the proposed merger with Mokena State Bank, Mokena.
- Submitted, April 14, 2000

Chicago

State Bank of Random Lake, Random Lake, Wisconsin -- report on competitive factors of the proposed purchase of assets and assumption of liabilities of the Arcadia branch of United Bank, Osseo.
- Submitted, April 14, 2000

San Francisco

Wells Fargo Bank, N.A., San Francisco, California -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of Norwest Bank Minnesota, N.A., Minneapolis, Minnesota.
- Submitted, April 6, 2000 (AC)

Extensions Of Time

Dallas

Bryan Family Management Trust, Bryan, Texas, and Bryan Heritage Limited Partnership -- extension to July 14, 2000, to acquire First National Bank of Bryan.
- Granted, April 13, 2000

Extensions Of Time

Dallas

Overton Financial Corporation, Overton, Texas, and Overton Delaware Corporation, Dover, Delaware -- extension to July 14, 2000, to acquire Longview Financial Corporation, Longview, Texas.

- Granted, April 12, 2000

San Francisco

PremierWest Bancorp, Medford, Oregon -- extension to July 26, 2000, to become a bank holding company through the acquisition of Bank of Southern Oregon, and to merge with United Bancorp, Roseburg, and thereby acquire Douglas National Bank and DNB Mortgage Company.

- Granted, April 13, 2000

Financial Holding Companies

Chicago

Capitol Bankshares, Inc., Madison, Wisconsin -- to become a financial holding company.

- Approved, April 10, 2000

Chicago

First National Bank Corp., Cloverdale, Indiana -- to become a financial holding company.

- Approved, April 13, 2000

Secretary

Old Kent Financial Corporation, Grand Rapids, Michigan -- to become a financial holding company.

- Approved, April 13, 2000

Minneapolis

Sterling Bancorporation, Austin, Minnesota -- to become a financial holding company.

- Approved, April 11, 2000

District 1
Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, April 15, 2000

Section I – Applications subject to newspaper notice only

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

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

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

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

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

Section VI – CRA examinations scheduled for

Quarter of

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

District 2

Federal Reserve Bank of New York

Applications and notifications filed during the week ending Saturday, April 15, 2000

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
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	The Chuo Trust & Banking Co., Ltd., Tokyo, Japan, to establish a representative office in New York, New York.	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
18(c)/Branch	HSBC Bank USA, Buffalo, New York, to merge Republic Bank California, N.A., with and into HSBC Bank USA, and incident thereto, to establish branches.*	Newspaper – 05/15/2000
FBSEA	Banca Antoniana Popolare Veneta, Rome, Italy, to establish a branch office in New York, New York.	Newspaper – N/Avail

* Subject to the provisions of the Community Reinvestment Act

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(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 <i>de novo</i> 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.*	Newspaper – 05/08/2000 Fed Reg – 05/05/2000
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-chartered trust company to a “bank” under the BHC Act.*	Newspaper – 05/08/2000 Fed Reg – 05/05/2000
3(a)(3)	Troy Financial Corporation, Troy, New York, to acquire Troy Commercial Bank, Troy, New York, a <i>de novo</i> state-chartered commercial bank.*	Newspaper – 05/07/2000 Fed Reg – 05/15/2000

* Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

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

Section VI – CRA examinations scheduled for

Quarter of

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

District 3

Federal Reserve Bank of Philadelphia

Applications and notifications filed during the week ending Saturday, April 15, 2000

Section I – Applications subject to newspaper notice only

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

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

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

Section III – Applications subject to Federal Register notice only

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

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

<i>Type</i>	<i>Application</i>	
3(a)(1)RN	Peoples First, Inc., Oxford, PA, to form a holding company by acquiring The Peoples Bank of Oxford, Oxford PA.	

Section V – Availability of CRA public evaluations

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

Section VI – CRA examinations scheduled for

Quarter of

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

District 4

Federal Reserve Bank of Cleveland

Applications and notifications filed during the week ending Saturday, April 15, 2000

Section I – Applications subject to newspaper notice only

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

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4(c)(8)	Received notice from Bank of Kentucky Financial Corporation, Florence KY on 04/14/2000 of its intent to acquire Fort Thomas Financial Corporation and Fort Thomas Savings Bank, FSB, both of Fort Thomas, KY.*	Newspaper: 05/08/2000

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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<i>number</i>	<i>Institution/Location</i>	<i>date</i>	<i>public date</i>	<i>rating</i>	<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for

Quarter of

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

District 5

Federal Reserve Bank of Richmond

Applications and notifications filed during the week ending Saturday, April 15, 2000

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	New Peoples Bank, Inc., Honaker, Virginia, to establish a branch at 402 Main Street, Haysi, Virginia.*	Newspaper – 04/15/2000
Branch	Clemson Bank & Trust, Clemson, South Carolina, to operate a mobile branch by providing a courier service to pick up deposits from business customers at locations in the cities of Central, Six Mile, Seneca, Fair Play and Clemson, South Carolina, and in the counties of Pickens, Oconee and Anderson, South Carolina.*	Newspaper – 04/21/2000

*Subject to the provisions of the Community Reinvestment Act.

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(1)	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 – 05/04/2000 Newspaper – 05/08/2000
3(a)(5)	Wachovia Corporation, Winston-Salem, North Carolina, to merge with Commerce National Corporation, Winter Park, Florida.*	Fed Reg – 05/12/00 Newspaper – N/Avail
3(a)(5)	Carolina First Corporation, Greenville, South Carolina, to merge with Anchor Financial Corporation, Myrtle Beach, South Carolina.*	Fed Reg – 05/15/2000 Newspaper – N/Avail
3(a)(5)	First Bancorp, Troy, North Carolina, to merge with First Savings Bancorp, Inc., Southern Pines, North Carolina.*	Fed Reg – 05/15/2000 Newspaper – N/Avail

*Subject to the provisions of the Community Reinvestment Act.

Section III – Applications subject to Federal Register notice only

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

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

<i>Type</i>	<i>Application</i>
3(a)(1)	BOE Financial Services of Virginia, Inc., Tappahannock, Virginia, to become a bank holding company through the acquisition of 100% of the voting shares of Bank of Essex, Tappahannock, Virginia.

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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<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
2736442	Bank of Williamsburg 5251 John Tyler Highway Williamsburg, Virginia 23185	02/07/2000	04/14/2000	S		X

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

Institution

Location

None

District 6

Federal Reserve Bank of Atlanta

Applications and notifications filed during the week ending Saturday, April 15, 2000

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	AmSouth Bank, Birmingham, Alabama, to establish a branch located at 1700 S.E. 17 th Street, Ocala, Florida, to be known as the Ocala Main Office.	04/22/2000*
Branch	SunTrust Bank, Atlanta, Georgia, to establish a branch located at 360 Charles Dimmock Parkway, Colonial Heights, Virginia, to be known as the SouthPark Office.	04/22/2000*
Branch	The Peoples Bank & Trust Company, Selma, Alabama, to establish a branch located at 3160 Main Street, Millbrook, Alabama.	04/17/2000*

*Subject to provisions of the Community Reinvestment Act.

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(3)	First Central Bancshares, Inc., Lenoir City, Tennessee, to acquire First Central Bank of Monroe County, Sweetwater, Tennessee.	Newspaper - 05/07/2000*
3(a)(3)	First Security Group, Inc, Chattanooga, 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

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

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

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

Section V – Availability of CRA public evaluations

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					<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for Quarter of

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

District 7

Federal Reserve Bank of Chicago

Applications and notifications filed during the week ending Saturday, April 15, 2000

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Salin Bank & Trust Company, Indianapolis, Indiana, for prior approval to establish a branch at Kroger Supermarket, 605 N. Dixon Road, Kokomo, Indiana.*	Newspaper – 04/06/2000

* Subject to the provisions of the Community Reinvestment Act

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
CIC	Notification by Angela Tinervia of a Change in Control to acquire 100 percent of New Century Bancorp, Inc., Southgate, Michigan.	Fed Reg – 03/28/2000 Newspaper – 04/13/2000
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 - 04/21/2000

* Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
2339795	Libertyville Bank & Trust 507 N. Milwaukee Avenue Libertyville, Illinois 60048 (847) 367-6800	06/15/1999	04/10/2000	S		X
506744	F&M Bank Appleton P.O. Box 55 Appleton, Wisconsin 54912 (920) 739-3202	10/10/1999	04/14/2000	S	X	

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

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

District 8

Federal Reserve Bank of St. Louis

Applications and notifications filed during the week ending Saturday, April 15, 2000

Section I – Applications subject to newspaper notice only

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

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
CIC	Notice involving Southern State Bancshares, Inc., Malvern, Arkansas, by Sara J. Harrison, Little Rock, Arkansas, to retain her existing ownership of 15.72 percent.	Newspaper – N/Avail. Fed Reg – 5/3/2000

Section III – Applications subject to Federal Register notice only

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

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

<i>Type</i>	<i>Application</i>	
SMBOTH	Notice by Effingham State Bank, Effingham, Illinois, to redeem capital stock.	

Section V – Availability of CRA public evaluations

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					<i>LrgBk</i>	<i>SmBk</i>
1890374	First Community Bank Conway, Arkansas	11/15/1999	4/5/2000	S		X

Section VI – CRA examinations scheduled for

Quarter of

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

District 9

Federal Reserve Bank of Minneapolis

Applications and notifications filed during the week ending Saturday, April 15, 2000

Section I – Applications subject to newspaper notice only

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

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(1)	Business Bancorporation, Inc., Minnetonka, Minnesota, proposes to acquire 100% of the voting shares of The Business Bank, Minnetonka, Minnesota, a de novo bank.*	Fed Reg – 05/01/2000
CIC	The Emison Investments Limited Partnership proposes to control Community Bank Group, Inc., Eden Prairie, Minnesota.	Fed Reg – 5/04/2000

*Subject to the provisions of the Community Reinvestment Act.

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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<i>number</i>	<i>Institution/Location</i>	<i>date</i>	<i>public date</i>	<i>rating</i>	<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for

Quarter of

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

District 10

Federal Reserve Bank of Kansas City

Applications and notifications filed during the week ending Saturday, April 15, 2000

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18(c) / Branch	Pinnacle Bank, Papillion, Nebraska, to merge with Pinnacle Bank, Neligh, Nebraska; Pinnacle Bank, N.A., Columbus, Nebraska; Pinnacle Bank, N.A., Osceola, Nebraska; and Pinnacle Bank, N.A., Ogallala, Nebraska; and incident thereto, to establish additional branches.	Newspaper - 05/05/2000
18(c) / Branch	People First Bank, Hennessey, Oklahoma, to merge with People First Bank, Elkhart, Kansas, and incident thereto, to establish an additional branch.	Newspaper - 05/13/2000
Branch	Bank at Broadmoor, Colorado Springs, Colorado, to establish a branch at the southeast corner of Chapel Hills Drive and Lexington Drive, Colorado Springs, Colorado.	Newspaper - 04/20/2000

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
CIC	Jeffrey B. and June L. Van Dyke, Plainville, Kansas, to acquire voting shares of Plainville Bancshares, Inc., Plainville, Kansas, and thereby indirectly acquire The Plainville State Bank, Plainville, Kansas.	Newspaper - 04/20/2000 Fed Reg - 04/24/2000
CIC	Randy Allan Deason, Chouteau, Oklahoma, to acquire voting shares of BOC Bانشares, Inc., Chouteau, Oklahoma, and thereby indirectly acquire Bank of Commerce, Chouteau, Oklahoma.	Newspaper - N/Avail Fed Reg - 05/04/2000
CIC	Richard Dean Goppert, as Trustee of the Revocable Inter Vivos Trust Agreement of Richard D. Goppert, Kansas City, Missouri, to acquire voting shares of Kansas Agency & Investments, Inc., Overland Park, Kansas, and thereby indirectly acquire Garnett State Savings Bank, Garnett, Kansas.	Newspaper - 05/04/2000 Fed Reg - 05/01/2000

Section III – Applications subject to Federal Register notice only

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

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

<i>Type</i>	<i>Application</i>
Member	American National Bank & Trust Company, Shawnee, Oklahoma, for membership in the Federal Reserve System. Will change name to Arvest Bank, Shawnee, Oklahoma, following conversion.
Premises	Bank at Broadmoor, Colorado Springs, Colorado, to invest in bank premises.
S/R	Clifton Bancshares, Inc., Wamego, Kansas, to redeem 96,919 shares of its own voting common stock.
S/R	Plainville Bancshares, Inc., Plainville, Kansas, to redeem 1,299 shares of its own voting common stock.

Section V – Availability of CRA public evaluations

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					<i>LrgBk</i>	<i>SmBk</i>
None						

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

Institution *Location*

None

District 11

Federal Reserve Bank of Dallas

Applications and notifications filed during the week ending Saturday, April 15, 2000

Section I – Applications subject to newspaper notice only

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

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
CIC	William H. O'Brien, Amarillo, TX, et al, to acquire an interest in Grayco Bancshares, Inc., McLean, Texas (previously reported the week ending April 8, 2000)	Fed Reg – 04/06/2000 Newspaper – 04/26/2000
3(a)(1)	Murphy-Payne Investments, Ltd., Tyler, TX, to acquire Carthage State Bancshares, Inc., Carthage, TX and First State Bank and Trust Company, Carthage, TX* (previously reported the week ending April 8, 2000)	Fed Reg – 05/10/2000 Newspaper – 05/11/2000
CIC	Robert B. Mathieu, Delhi, LA, to acquire an interest in Delhi Bancshares, Inc., Delhi, LA, and Guaranty Bank and Trust Company of Delhi, Delhi, LA	Fed Reg – 05/04/2000 Newspaper – N/Avail

*Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

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

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

<i>Type</i>	<i>Application</i>
3(a)(1)	Gulfport Bancshares, Inc., Richwood, TX, to acquire Brazoswood National Bank, Richwood, TX*

*Subject to the provisions of the Community Reinvestment Act

Section V – Availability of CRA public evaluations

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					<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for

Quarter of

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

District 12

Federal Reserve Bank of San Francisco

Applications and notifications filed during the week ending Saturday, April 15, 2000

Section I – Applications subject to newspaper notice only

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

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

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

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4(c)(8)	The Dai-Ichi Kangyo Bank, Ltd., Tokyo, Japan, to engage through The CIT Group, Inc., New York, New York, indirectly in the United States in industrial loan company activities.	Fed Reg - 05/11/2000
4(c)(8)	CB Bancshares, Inc., Honolulu, Hawaii, to engage in data processing activities through a yet-to-be-named wholly-owned subsidiary.	Fed Reg - N/Avail

Fed Reg - Federal Register Comment Period Ending Date)

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

<i>Type</i>	<i>Application</i>
COM	Banque Nationale de Paris, Paris, France, requests relief of certain commitments made in connection with their acquisition of Charter Atlantic Corporation, New York, New York.

Section V – Availability of CRA public evaluations

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None						

Section VI – CRA examinations scheduled for

Quarter of

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