
Federal Reserve Release



H.2

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

No. 24

Week Ending June 10, 2000

Testimony And Statements

Merchant banking proposals -- statement by Governor Meyer before the Subcommittee on Capital Markets, Securities, and Government Sponsored Enterprises, House Committee on Banking and Financial Services, June 7, 2000.
- Published, June 7, 2000

Bank Holding Companies

The Charles Schwab Corporation, San Francisco, California -- commenter's request for reconsideration of the Board's approval of the acquisition of U.S. Trust Corporation, New York, New York.
- Denied, June 8, 2000

Popular, Inc., Hato Rey, Puerto Rico; Popular International Bank; and Popular North America, Inc., Mount Laurel, New Jersey -- to acquire Banco Popular, National Association, Orlando, Florida, a de novo bank, and to establish a foreign branch and an agreement corporation in Culebra, Puerto Rico.
- Approved, June 5, 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

Allfirst Bank, Baltimore, Maryland -- to establish a branch at Route 3 and Waugh Chapel Road, Crofton.
- Approved, June 9, 2000

New York

Banco Popular North America, New York, New York -- to establish branches at Columbia Park Shopping Center, 31st Street and Kennedy Boulevard, North Bergen, New Jersey; 633 State Street, Perth Amboy; 11681 S. Orange Blossom Trail, Orlando, Florida; 7500 S.W. 8th Street, Miami; and 13701 Riverside Drive, Sherman Oaks, California.
- Approved, June 6, 2000

New York

The Bank of New York, New York, New York -- to establish a branch at 5020 Route 9W, Newburgh.
- Approved, June 7, 2000

San Francisco

Cache Valley Bank, Logan, Utah -- to establish a branch at 1710 North Main Street.
- Returned, June 7, 2000

San Francisco

Community Bank of Nevada, Las Vegas, Nevada -- to establish a branch at 375 North Stephanie Street, Henderson.
- Approved, June 6, 2000

Kansas City

The F&M Bank and Trust Company, Tulsa, Oklahoma -- to establish a branch at 11311 East 21st Street.
- Approved, June 7, 2000

Bank Branches, Domestic

Atlanta

First Bank & Trust Company, Johnson City, Tennessee -- to establish a branch at 1108 East Stone Drive, Kingsport.
- Approved, June 7, 2000

Atlanta

Pointe Bank, Boca Raton, Florida -- to establish a branch at 4697 State Road 7, Coral Springs.
- Approved, June 9, 2000

San Francisco

Sacramento Commercial Bank, Sacramento, California -- to establish a branch at 112 Harding Boulevard, Roseville.
- Approved, June 7, 2000

Bank Holding Companies

St. Louis

Area Bancshares Corporation, Owensboro, Kentucky -- to establish Area Trust Company and thereby engage in trust activities.
- Approved, June 6, 2000

Kansas City

Citizens Financial Corporation, Cortez, Colorado -- to become a bank holding company through the acquisition of The Citizens State Bank of Cortez, and for Cortez Investment Company to acquire shares of Citizens Financial Corporation.
- Approved, June 6, 2000

Chicago

Community Investment Group, Ltd., Havana, Illinois -- to become a bank holding company through the acquisition of The Havana National Bank.
- Approved, June 7, 2000

Atlanta

Cumberland Bancorp, Inc., Nashville, Tennessee -- modification of a commitment.
- Withdrawn, June 6, 2000

Bank Holding Companies

St. Louis

Enterbank Holdings, Inc., Clayton, Missouri -- to acquire Commercial Guaranty Bancshares, Inc., Overland Park, Kansas; its subsidiary bank, First Commercial Bank, National Association, and its nonbank subsidiary, The Capital Company, and thereby engage in financial and investment advisory services, private placement services, and management and consulting services.

- Approved, June 5, 2000

St. Louis

First Banks, Inc., St. Louis, Missouri -- to acquire Bank of Ventura, Ventura, California.

- Approved, June 5, 2000

Atlanta

First Security Group, Inc., Chattanooga, Tennessee, and First Central Bancshares, Inc., Lenoir City -- to acquire First Central Bank of Monroe County, Sweetwater.

- Approved, June 9, 2000

Cleveland

First State Bancshares, Inc., Middlesboro, Kentucky -- to acquire LexBanc Corporation, Lexington.

- Approved, June 9, 2000

St. Louis

G.A.C., Inc., St. Louis, Missouri -- to become a bank holding company through the acquisition of Gateway National Bank of St. Louis.

- Approved, June 5, 2000

St. Louis

Germantown Banc Corp., Germantown, Illinois -- waiver of notification in connection with the proposed acquisition of Clint Banc Corp. and the merger of their subsidiary banks, Germantown Trust and Savings Bank, Breese, and Bartelso Savings Bank, Bartelso.

- Granted, June 1, 2000 (AC)

Bank Holding Companies

Atlanta

Home Town Banking Corporation, Monroe, Georgia -- to become a bank holding company through the acquisition of Walton Bank & Trust Co.
- Approved, June 7, 2000

Director, BS&R

Humboldt Bancorp, Eureka, California -- transfer agent registration.
- Withdrawn, June 8, 2000

Chicago

Landmark Financial Group, Inc., Belvidere, Illinois -- to acquire Leland National Bancorp, Inc., Leland, and LNB National Bank.
- Approved, June 7, 2000

Chicago

Ledyard Bancorporation, Inc., Ledyard, Iowa -- to become a bank holding company through the acquisition of State Bank of Ledyard.
- Approved, June 8, 2000

Director, BS&R

Mid-Wisconsin Financial Services, Inc., Medford, Wisconsin -- transfer agent registration.
- Approved, June 8, 2000

Dallas

Murphy-Payne Investments, Ltd., Tyler, Texas -- to become a bank holding company through the acquisition of Carthage State Bancshares, Inc., Carthage, and First State Bank and Trust Company.
- Approved, June 6, 2000

Minneapolis

NASB Shares, Inc., Belgrade, Minnesota -- to become a bank holding company through the acquisition of North American State Bank; and for NASB Shares to acquire Borgerding Insurance Agency, Inc., and thereby engage in insurance agency activities in a town with a population not exceeding 5,000.
- Approved, June 7, 2000

Bank Holding Companies

Atlanta

North Georgia Community Financial Partners, Inc., Calhoun, Georgia -- to become a bank holding company through the acquisition of North Georgia National Bank.
- Approved, June 5, 2000

New York

Popular, Inc., Hato Rey, Puerto Rico; Popular International Bank, Inc., and Popular North America, Inc., Mount Laurel, New Jersey -- to acquire Aurora National Bank, Aurora, Illinois, and for Banco Popular North America, New York, New York, to merge with Aurora National Bank and thereby establish branches.
- Approved, June 6, 2000

Kansas City

The State Bank of Hoxie ESOP, Hoxie, Kansas -- to acquire additional shares of Prairie State Bancshares, and thereby acquire State Bank of Hoxie.
- Approved, June 7, 2000

Philadelphia

Sterling Financial Corp., Lancaster, Pennsylvania -- to acquire Hanover Bancorp, Hanover, and Bank of Hanover and Trust Company.
- Approved, June 8, 2000

Atlanta

Synovus Financial Corp., Columbus, Georgia -- to acquire pointpathbank, N.A.
- Approved, June 6, 2000

Cleveland

Thoocon, Inc., Somerset, Kentucky -- to acquire First Commerce Bancorp, Inc. and Cumberland Security Bank.
- Approved, June 9, 2000

Kansas City

Vail Banks, Inc., Vail, Colorado, and WestStar Bank. -- for Vail Banks to merge with Estes Bank Corporation, Estes Park, and thereby acquire United Valley Bank; and for WestStar Bank, Vail, to merge with United Valley Bank and thereby establish branches.
- Approved, June 5, 2000

Bank Holding Companies

Kansas City

Wyoming National Bancorporation, Inc., Riverton, Wyoming -- to become a bank holding company with respect to Wyoming National Bank.
- Approved, June 7, 2000

Bank Mergers

St. Louis

Effingham State Bank, Effingham, Illinois -- to merge with Centralia Savings Bank, Centralia, and thereby establish branches.
- Approved, June 6, 2000

Banks, Nonmember, And Miscellaneous Institutions

General Counsel and Director, BS&R

Franklin Templeton Bank and Trust, FSB, Salt Lake City, Utah -- request for an exemption under section 23A of the Federal Reserve Act to purchase credit card receivables from its affiliate, Franklin Credit Corporation.
- Granted, June 8, 2000

Dallas

Wedco Technology, Houston, Texas -- deregistration under Regulation U.
- Approved, June 8, 2000

Banks, State Member

Richmond

Mid State Bank, Newberry, South Carolina -- to acquire certain assets and assume certain liabilities of the Saluda branch of The Anchor Bank, Myrtle Beach, and the Prosperity branch of Carolina First Bank, Greenville.
- Approved, June 5, 2000

Kansas City

Pinnacle Bank, Papillion, Nebraska -- to acquire certain assets and assume certain liabilities of the NBC Parkway Branch, Lincoln, of National Bank of Commerce Trust & Savings Association and thereby establish a branch.
- Approved, June 9, 2000

Banks, State Member

Director, BS&R

The Exchange Bank, Luckey, Ohio -- transfer agent registration.
- Withdrawn, June 8, 2000

Change In Bank Control

Atlanta

American City Bancorp, Inc., Tullahoma, Tennessee -- change in bank control.
- Returned, June 8, 2000

St. Louis

BOR Bancshares, Inc., Rogers, Arkansas -- change in bank control.
- Permitted, June 7, 2000

Dallas

Murphy-Payne Investments, Ltd., Tyler, Texas -- change in bank control.
- Permitted, June 6, 2000

Competitive Factors Reports

St. Louis

The Bank of Lyon County, Eddyville, Kentucky -- report on competitive factors of the proposed merger with certain affiliated banks, Bank of Livingston County, Tiline; Dees Bank of Hazel, Hazel; Alliance Bank, Somerset; Citizens Deposit Bank, Calhoun; First & Peoples Bank, Springfield; HNB Bank, National Association, Harlan; and South Deposit Bank, Russellville; and the proposed purchase of certain assets and assumption of certain liabilities of other affiliated banks, Peoples Bank of Murray, Murray; The Owensboro National Bank, Owensboro; Broadway Bank and Trust, Paducah; Bowling Green Bank and Trust Company, National Association, Bowling Green; First City Bank and Trust Company, Hopkinsville; Jefferson Banking Company, Louisville; The New Farmers National Bank of Glasgow, Glasgow; and Peoples Commercial Bank, Winchester.
- Submitted, June 8, 2000

Dallas

Bank of Texas, N.A., Dallas, Texas -- report on competitive factors of the proposed merger with Mid-Cities National Bank, Hurst.
- Submitted, June 8, 2000

Competitive Factors Reports

St. Louis

Bank of Ventura, Ventura, California -- report on competitive factors of the proposed merger with First Bank and Trust, Newport Beach.
- Submitted, June 5, 2000

St. Louis

Bartelso Savings Bank, Bartelso, Illinois -- report on competitive factors of the proposed merger with Germantown Trust and Savings Bank, Breese.
- Submitted, June 5, 2000

Minneapolis

CorTrust Bank, N.A., Mitchell, South Dakota -- report on competitive factors of the proposed merger with Day County Bank, Webster
- Submitted, June 5, 2000

Chicago

First Federal Savings and Loan Association, Bloomington, Illinois -- report on competitive factors of the proposed purchase of two branches of Busey Bank, Urbana.
- Submitted, June 7, 2000

Chicago

First National Bank in DeKalb, DeKalb, Illinois -- report on competitive factors of the proposed merger with Castle Bank Harvard, National Association, Harvard, and Castle Bank, National Association, Sandwich.
- Submitted, June 7, 2000

Dallas

First State Bank of Texas, Denton, Texas -- report on competitive factors of the proposed merger with The First National Bank of Rosenberg, Rosenberg.
- Submitted, June 9, 2000

Chicago

First State Bank of Western Illinois, La Harpe, Illinois -- report on competitive factors of the proposed purchase of assets and assumption of liabilities of the Hamilton branch of Associated Bank Illinois, N.A., Rockford.
- Submitted, June 7, 2000

Competitive Factors Reports

St. Louis

First State Community Bank, Farmington, Missouri -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of the Malden and Ellington branches of Southern Missouri Bank & Trust Co., Poplar Bluff.
- Submitted, June 8, 2000

Chicago

The Havana National Bank, Havana, Illinois -- report on competitive factors of the proposed merger with HNB Interim National Bank.
- Submitted, June 7, 2000

St. Louis

Hillsborough Savings Bank, Hillsborough, North Carolina -- report on competitive factors of the proposed merger with National Bank of Commerce, Memphis, Tennessee.
- Submitted, June 5, 2000

Atlanta

Institutional Trust Company, Denver, Colorado -- report on competitive factors of the proposed merger with AMVESCAP National Trust Company, Atlanta, Georgia.
- Submitted, June 7, 2000

Dallas

Lone Star Bank, Houston, Texas -- report on competitive factors of the proposed merger with New Lone Star Bank.
- Submitted, June 8, 2000

San Francisco

MFC First National Bank, Marquette, Michigan -- report on competitive factors of the proposed merger with MFC First National Banks in Menominee, Ironwood, Iron River, Iron Mountain, Houghton, and Escabana.
- Submitted, June 7, 2000

Atlanta

Southwest Georgia Bank, Moultrie, Georgia -- report on competitive factors of the proposed merger with Southwest Georgia Insurance Services, Inc., Newton.
- Submitted, June 7, 2000

Competitive Factors Reports

Richmond

The Stockmans Bank of Harman, Harman, West Virginia -- report on competitive factors of the proposed merger with Grant Interim Bank, Inc., Petersburg.
- Submitted, June 5, 2000

Cleveland

The Farmers National Bank of Kittaning, Kittaning, Pennsylvania -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of two branches of Fidelity Savings Bank, Pittsburgh.
- Submitted, June 7, 2000

Atlanta

Walton Bank & Trust Company, Monroe, Georgia -- report on competitive factors of the proposed merger with Home Town Interim Corp.
- Submitted, June 7, 2000

Extensions Of Time

Richmond

Smith River Bankshares, Inc., Martinsville, Virginia -- extension to September 10, 2000, to become a bank holding company through the acquisition of Smith River Community Bank, N.A., a de novo bank.
- Granted, June 5, 2000

Financial Holding Companies

Minneapolis

Big Sioux Financial, Inc., Estelline, South Dakota -- election to become a financial holding company.
- Effective, June 9, 2000

Minneapolis

GEBSCO, Inc., Cochrane, Wisconsin -- election to become a financial holding company.
- Effective, June 9, 2000

Financial Holding Companies

Minneapolis

TCF Financial Corporation, Minneapolis, Minnesota -- election to become a financial holding company.
- Effective, June 9, 2000

Membership

Kansas City

Community Banks of Colorado, Cripple Creek, Colorado -- membership in the Federal Reserve System.
- Approved, June 7, 2000

Atlanta

SouthTrust Bank, N.A., Birmingham, Alabama -- membership in the Federal Reserve System.
- Approved, June 6, 2000

District 1

Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, June 10, 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 Royal Bank of Scotland plc, Edinburgh, Scotland - notification to retain ownership of NatWest Group Holdings Corporation, New York, New York and its subsidiaries and thereby engage in certain nonbanking activities	Fed Reg – 06/29/2000

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 third Quarter of 2000

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

District 2

Federal Reserve Bank of New York

Applications and notifications filed during the week ending Saturday, June 10, 2000

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
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	Banca Antoniana Popolare Veneta, Rome, Italy, to establish a branch office in New York, New York.	Newspaper – N/Avail
FBSEA	Banco Comercial Portugues, S.A., Oporto, Portugal, to establish a branch office in New York, New York, and an agency in Miami, Florida.	Newspaper – N/Avail
FBSEA	The Governor and Company of the Bank of Ireland, Dublin, Ireland, to establish a representative office in Greenwich, Connecticut.	Newspaper – N/Avail

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
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 number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for Quarter of

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

District 3

Federal Reserve Bank of Philadelphia

Applications and notifications filed during the week ending Saturday, June 10, 2000

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Wilmington Trust of Pennsylvania, West Chester, PA, to establish branch offices at 116 East Court Street Doylestown, PA, and 2 West Market Street, West Chester, PA.	06/13/2000

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
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 number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for Quarter of

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

District 4
Federal Reserve Bank of Cleveland

Applications and notifications filed during the week ending Saturday, June 10, 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 number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
614313	The State Bank and Trust Company 401 Clinton Street Defiance, OH 43512-0467	03/13/2000	06/05/2000	S	X	

Section VI – CRA examinations scheduled for

Quarter of

Institution

Location

None

District 5

Federal Reserve Bank of Richmond

Applications and notifications filed during the week ending Saturday, June 10, 2000

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Potomac Bank of Virginia, Vienna, Virginia, to establish a branch at 8501 Arlington Boulevard, Fairfax, Virginia.*	Newspaper – 06/17/2000
Branch	Bank of Tazewell County, Tazewell, Virginia, to establish a branch at 1905 Front Street, Richlands, Virginia.*	Newspaper – 06/23/2000

*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)	Peoples Financial Group, Inc., Iva, South Carolina, to become a bank holding company through the acquisition of 100% of the voting shares of The Peoples Bank, Iva, South Carolina.*	Fed Reg – 07/07/2000 Newspaper – 06/30/2000
3(a)(1)	CNB Financial Services, Inc., Berkeley Springs, West Virginia, to become a bank holding company through the acquisition of 100% of the voting shares of Citizens National Bank of Berkeley Springs, Berkeley Springs, West Virginia.*	Fed Reg – N/Avail Newspaper – 07/17/2000

*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 6

Federal Reserve Bank of Atlanta

Applications and notifications filed during the week ending Saturday, June 10, 2000

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Pointe Bank, Boca Raton, Florida, to establish a branch located at 4697 State Road 7, Coral Springs, Florida.	06/05/2000*

*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)(1)	Heritage Financial Holding Corporation, Decatur, Alabama, to become a bank holding company by acquiring Heritage Bank, Decatur, Alabama.	Not yet available*
3(a)(5)	Regions Financial Corporation, Birmingham, Alabama, to merge with First National Bancshares of Louisiana, and thereby directly acquire Security First National Bank, both of Alexandria, Louisiana.	Fed Reg – 07/07/2000*
3(a)(5)	Regions Financial Corporation, Birmingham, Alabama, to merge with East Coast Bank Corporation, and thereby directly acquire Bank at Ormond By-The-Sea, both of Ormond Beach, Florida.	Fed Reg – 07/07/2000*

*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>
COM	Coast Community Bancshares, Inc., Biloxi, Mississippi, commitment waiver request.
COM	Cumberland Bancorp, Inc., Nashville, Tennessee, commitment waiver request.

Section V – Availability of CRA public evaluations

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

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

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

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

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

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

District 7

Federal Reserve Bank of Chicago

Applications and notifications filed during the week ending Saturday, June 10, 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)(3)	Northwest Financial Corporation, Spencer, Iowa, proposes to acquire at least 98.49% of Marquette Bank Oelwein, N.A., Oelwein, Iowa.*	Fed Reg – 06/23/2000 Newspaper – 06/27/2000
4(c)(8)	First Merchants Corporation, Muncie, Indiana, notification of intent to engage de novo through its subsidiary, First Merchants Reinsurance Co., Ltd., Muncie, Indiana, in the reinsuring of credit life, credit accident and health insurance.	Fed Reg – 06/28/2000 Newspaper – N/Avail
3(a)(5)	IBT Bancorp, Inc., Mt. Pleasant, Michigan, for prior approval to acquire 100 percent of the voting shares of FSB Bancorp, Inc., Breckenridge, Michigan and thereby indirectly acquire Farmers State Bank of Breckenridge, Breckenridge, Michigan.*	Fed Reg – 07/07/2000 Newspaper – 07/05/2000
CIC	Notification by Michael Reese, of a Change in Control of Fox River Valley Bancorp, Inc., Appleton, Wisconsin.*	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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4(c)(8)	Hallmark Capital Corporation, Glendale, Wisconsin, notification of intent to engage de novo in making, selling and servicing commercial real estate loans.	Fed Reg – N/Avail

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Reg K	Irwin Union Bank & Trust Company, Columbus, Indiana, for prior approval to establish and own 100 percent of Irwin International Corporation, Columbus, Indiana, as an Edge Act Corporation, and (2) for approval, indirectly through Irwin International Corporation, to acquire 78 percent of the outstanding voting shares of Onset Capital Corporation, Vancouver, Canada, and to thereby engage in leasing real and personal property.	Fed Reg – 06/13/2000

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

<i>Type</i>	<i>Application</i>
S/R	Cashton Bancshares, Inc., Cashton, Wisconsin, notification of intent to repurchase up to 350 shares of its common stock.

Section V – Availability of CRA public evaluations

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

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

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

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

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

Institution *Location*

None

District 8

Federal Reserve Bank of St. Louis

Applications and notifications filed during the week ending Saturday, June 10, 2000

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Notice by Central Bank and Trust (d/b/a Arvest Central Bank), Little Rock, Arkansas, to establish a branch at 1123 S. University, Suite 100, Little Rock, Arkansas.*	6/19/2000

* 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)	Notice by First Security, Inc., Owensboro, Kentucky, to acquire First Security Bank of Owensboro, Inc., Owensboro, Kentucky.*	Newspaper – N/Avail. Fed Reg – N/Avail.

* Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4(c)(8)	Notice by Community First Financial Corporation, Plato, Missouri, to establish Community First Financial Services Agency, Plato, Missouri, and thereby provide tax preparation services, engage in any insurance agency activities in a small town, and sell mutual funds.	N/Avail.

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

<i>Type</i>	<i>Application</i>
3(a)(5)(C)	Notice by First Community Banc Holding Company, Hillsboro, Illinois, to acquire First Community Bank of Hillsboro, Hillsboro, Illinois.

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

<i>Type</i>	<i>Application</i>
4(j)(5)(B)	Notice by The Jonesboro Bancompany, Inc., Jonesboro, Illinois, to establish A-J Insurance Agency, Jonesboro, Illinois, and thereby engage, <i>de novo</i> , in any insurance agency activity in a small town.

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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S = Satisfactory

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SN = Substantial noncompliance

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

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

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

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

District 9

Federal Reserve Bank of Minneapolis

Applications and notifications filed during the week ending Saturday, June 10, 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)(5)	Inter-Mountain Bancorp., Inc., Bozeman, Montana, for prior approval to merge with Three Forks Bancorporation, Three Forks, Montana, and thereby acquire 100% of the issued and outstanding common stock of the Security Bank of Three Forks, Three Forks, Montana.*	Fed Reg-07/07/2000
3(a)(3)	First Bancshares Corporation, Gladstone, Michigan for prior approval to acquire up to an additional 5.099% of the voting shares of Baybank Corporation, Gladstone, Michigan ¹ .*	N/Avail.
3(a)(3)	First Interstate BancSystem, Inc., Billings, Montana, for prior approval to acquire 100% of the voting shares of Equality Bankshares, Inc., Cheyenne, Wyoming.*	Fed Reg-07/03/2000

Subject to the provisions of the Community Reinvestment Act

¹ Thereby increasing its ownership interest up to 24.999%

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>
25	U.S. Bank, National Association, Minneapolis, Minnesota to establish a foreign branch in Toronto, Canada.

Section V – Availability of CRA public evaluations

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

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

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

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

Section VI – CRA examinations scheduled for Quarter of

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

District 10

Federal Reserve Bank of Kansas City

Applications and notifications filed during the week ending Saturday, June 10, 2000

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Bank of Holden, Holden, Missouri, to establish a branch at 1098 East 10 th Street, Holden, Missouri.	Newspaper - 06/22/2000
Branch	Community Banks of Colorado, Cripple Creek, Colorado, to establish a branch at 5690 South DTC Boulevard, Greenwood Village, Colorado.	Newspaper - 06/08/2000

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	Robert M. Alexander, Calhan, Colorado, Sean A. Gooding, Cherry Hills Village, Colorado, Alexander R. Gooding, Cherry Hills Village, Colorado, Leslie A. Melzer, Denver, Colorado, Robert J. Breidenthal, Bonner Springs, Kansas, Arcadia Partners, Ltd.(Dan & Patricia League), Colorado Springs, Colorado, Michael S. League, Colorado Springs, Colorado, Joe F. Jenkins, Tonganoxie, Kansas, to acquire voting shares of Financial Services of the Rockies, Colorado Springs, Colorado, and thereby indirectly acquire First National Bank of Colorado Springs, Colorado Springs, Colorado.	Newspaper - 06/22/2000 Fed Reg - 06/26/2000
CIC	William P. Johnson, Boulder, Colorado, for prior approval to acquire 27.07 percent of the voting shares of FirstBank Holding Company of Colorado, Lakewood, Colorado, and thereby indirectly acquire its 27 subsidiary banks.	Newspaper - 06/29/2000 Fed Reg - 06/23/2000

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>
Premises	Bank of Holden, Holden, Missouri, to invest in bank premises.

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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NI = Needs to improve

SN = Substantial noncompliance

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

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

Section VI – CRA examinations scheduled for Third Quarter of 2000

<i>Institution</i>	<i>Location</i>
Edmond Bank & Trust	Edmond, Oklahoma
The First State Bank	Wister, Oklahoma
WestStar Bank	Vail, Colorado

The inclusion on the list of institutions that are scheduled to undergo CRA examinations in the next calendar quarter is not determinative of whether the institution will be examined in that quarter. Reserve Banks may need to defer a planned examination or conduct an unforeseen examination because of scheduling difficulties or other circumstances.

District 11

Federal Reserve Bank of Dallas

Applications and notifications filed during the week ending Saturday, June 10, 2000

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18(c)	First State Bank, Granger, TX, to purchase assets and assume liabilities of a branch from Broadway National Bank, San Antonio, TX, and establish a branch office*	N/Avail
Branch	First State Bank, Granger, TX, to establish a branch office at 207 North Main Street, Elgin, TX, 78621*	N/Avail
Branch	Falcon International Bank, Laredo, TX, to establish branch offices at 204 Bob Bullock Loop, Laredo, TX, 78043, and 7718 McPherson Road, Laredo, TX, 78045*	06/16/2000

*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)(3)	Century Bancshares, Inc., New Boston, TX, to acquire First State Bank of Gurdon, Gurdon, AR*	Fed Reg – 07/07/2000 Newspaper – 06/23/2000

*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>
3(a)(1)	ANB Financial Corporation, Arlington, TX, to acquire ANB Delaware Financial Corporation, Dover, DE, and Arlington National Bank, Arlington, TX*
3(a)(1)	ANB Delaware Financial Corporation, Dover, DE, to acquire Arlington National Bank, Arlington, TX*

*Subject to the provisions of the Community Reinvestment Act

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

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SN = Substantial noncompliance

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

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

Section VI – CRA examinations scheduled for

Quarter of

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

District 12

Federal Reserve Bank of San Francisco

Applications and notifications filed during the week ending Saturday, June 10, 2000

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	First State Bank, Flagstaff, Arizona, to establish a branch office at 3150 N. Winding Brook Road, Flagstaff, Arizona. *	Newspaper - 05/07/2000
Branch	County Bank, Merced, California, to establish a branch office at 1330 East Shaw Avenue, Fresno, California. *	Newspaper - 06/22/2000
Branch	Pacific State Bank, Reedsport, Oregon, to establish a branch office at 200 South 8th Street, Lakeside, Oregon. *	Newspaper - 06/22/2000

* 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	Thomas W. Healy, Olympia; Ned D. Williams, Gig Harbor; Ronald W. Pemberton, Lakewood; James D. Marchetti, Gig Harbor; Charles H. Kester, Bellevue; Robert H. Pearson, Gig Harbor; Carole J. Aztell, Puyallup; and Timothy A. Williams, Tacoma; all of the State of Washington, to acquire voting shares of Pierce County Bancorp, and thereby indirectly acquire voting shares of Pierce Commercial Bank, both of Tacoma, Washington. *	Newspaper - 06/30/2000 Fed Reg - 06/27/2000

* 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>
4(c)(8)	Pierce County Bancorp, Tacoma, Washington, to acquire Olympic Equities Corporation, Puyallup, Washington, and thereby engage in making residential and construction loans and other related activities related to the extension of credit.	Fed Reg - 06/27/2000

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

<i>Type</i>	<i>Application</i>
Member	Solano Bank (In Organization), Vacaville, California, to become a member of the Federal Reserve System.
211.5(c)(3)	Zions Bancorporation, Salt Lake City, Utah, to acquire up to 20 percent of Garban-Intercapital plc, London, England, and thereby indirectly acquire in brokerage activities.

Section V – Availability of CRA public evaluations

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SN = Substantial noncompliance

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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>
191663	County Bank 550 Main Street P.O. Box 1191 Merced, California 95341-1191 (209) 725-2200	01/30/2000	06/09/2000	S	X	

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**

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