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# Federal Reserve Release

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*H.2*

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

*No. 32*

*Week Ending August 5, 2000*

### **Bank Holding Companies**

The Royal Bank of Scotland Group plc, Edinburgh, Scotland -- to retain an interest in NatWest Group Holdings Corporation, New York, New York, and its subsidiaries and thereby engage in certain nonbanking activities.

- Approved, July 31, 2000

Westamerica Bancorporation, San Rafael, California -- to acquire First Counties Bank, Clearlake.

- Approved, August 2, 2000

### **International Operations**

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

- Approved, July 31, 2000

### **Publications**

Consumer Automobile Leasing -- new computer program, "Keys to Vehicle Leasing: A Consumer Resource," available for download from Board's web site ([www.federalreserve.gov/pubs/leasing](http://www.federalreserve.gov/pubs/leasing)).

- Announced, August 2, 2000

### **Regulations And Policies**

Examination frequency -- revised policy regarding the frequency of Community Reinvestment Act and consumer compliance examinations of smaller banks.

- Approved, July 28, 2000 (AC)

## H.2 Actions under delegated authority

July 30, 2000 to August 5, 2000

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

### **Bank Branches, Domestic**

#### Atlanta

AuburnBank, Auburn, Alabama -- to establish a branch at 1717 South College Street.  
- Approved, August 3, 2000

#### Atlanta

The Bank, Warrior, Alabama -- to establish branches at the intersections of County Highways 30A and 393, Santa Rosa, Florida; Jinks Avenue and 19th Street, Panama City; and US Highway 98 and Henderson Beach Boulevard, Destin.  
- Approved, August 3, 2000

#### Atlanta

First Gulf Bank, Gulf Shores, Alabama -- to establish a branch at 949 Fairhope Avenue, Fairhope.  
- Approved, August 2, 2000

#### San Francisco

Foothill Independent Bank, Glendora, California -- to establish a branch at 27576 Ynez Road, Temecula.  
- Approved, August 2, 2000

#### Atlanta

Republic Security Bank, West Palm Beach, Florida -- to establish a branch at 3001 Ponce de Leon Boulevard, Coral Gables.  
- Approved, August 2, 2000

### **Bank Holding Companies**

#### Kansas City

Admiral Family Banks, Inc., Alsip, Illinois -- to continue to engage in leasing activities.  
- Approved, August 3, 2000

**Bank Holding Companies**

Richmond

Cardinal Financial Corporation, Fairfax, Virginia -- to acquire Heritage Bancorp, Inc., McLean.  
- Approved, August 2, 2000

Kansas City

Commfirst Bancorporation, Inc., South Sioux City, Nebraska -- to acquire Robuck, Inc.  
- Approved, August 3, 2000

Atlanta

Cumberland Bancshares, Inc., Hartsville, Tennessee -- to acquire Academy Bank, Lebanon, a de novo bank.  
- Approved, August 4, 2000

Atlanta

FCB Financial, Inc., Tampa, Florida -- to become a bank holding company through the acquisition of First Commercial Bank of Tampa.  
- Approved, August 4, 2000

Dallas

First-West Texas Bancshares, Inc., Midland, Texas -- to acquire First Pecos Bancshares, Inc., Midland; First National Bank, Pecos; First National Bank, Alpine; and First National Bank, Fort Stockton.  
- Approved, August 2, 2000

Kansas City

FNB Financial Corporation, Las Vegas, New Mexico -- to acquire First National Bank in Las Vegas.  
- Approved, August 4, 2000

San Francisco

Gold Country Financial Services, Inc., Marysville, California -- to become a bank holding company through the acquisition of Gold Country National Bank.  
- Withdrawn, August 1, 2000

**Bank Holding Companies**

Chicago

Grant County State Bancshares, Inc., Employees Stock Ownership Plan, Swayzee, Indiana -- to become a bank holding company through the acquisition of an interest in Grant County State Bancshares, Inc., and Grant County State Bank.  
- Approved, August 3, 2000

Kansas City

The Jack and Katherine Dickey Family Limited Partnership, Weatherford, Oklahoma -- to become a bank holding company through the acquisition of shares of First Farm Credit Corporation, Custer; and for Southwest Capital, LLC, Weatherford, to become a bank holding company through the acquisition of shares in Partnership.  
- Approved, August 4, 2000

San Francisco

NCAL Bancorp, Los Angeles, California -- to become a bank holding company through the acquisition of National Bank of California.  
- Approved, August 2, 2000

San Francisco

Pierce County Bancorp, Tacoma, Washington -- to acquire shares of Olympic Equities Corporation, Puyallup, and thereby engage in residential and construction lending and related activities.  
- Approved, August 4, 2000

Richmond

Southern Financial Bancorp, Inc., Warrenton, Virginia -- to acquire First Savings Bank of Virginia, Springfield, and for Southern Financial Bank, Warrenton, to merge with First Savings Bank of Virginia as an Oakar transaction.  
- Approved, August 2, 2000

New York

Valley National Bancorp, Wayne, New Jersey -- to retain and acquire shares of Shrewsbury Bancorp, Inc., Shrewsbury.  
- Approved, August 2, 2000

**Bank Holding Companies**

San Francisco

Wells Fargo & Company, San Francisco, California -- to acquire Charter Financial, Inc., New York, New York, and thereby engage in leasing and equipment financing.  
- Approved, July 31, 2000

**Change In Bank Control**

Atlanta

American BancShares Corporation, Livingston, Tennessee -- change in bank control.  
- Permitted, August 4, 2000

Kansas City

Enevoldsen Management Company, Potter, Nebraska -- change in bank control.  
- Permitted, July 31, 2000

Secretary

FirstBank Holding Company of Colorado, Lakewood, Colorado -- change in bank control.  
- Permitted, August 1, 2000

Chicago

Fox River Valley Bancorp, Inc., Appleton, Wisconsin -- change in bank control.  
- Permitted, July 31, 2000

San Francisco

Pierce County Bancorp, Tacoma, Washington -- change in bank control.  
- Permitted, August 4, 2000

St. Louis

Summit Bancorp, Inc., Arkadelphia, Arkansas -- change in bank control.  
- Permitted, August 4, 2000

### **Competitive Factors Reports**

#### Chicago

Bank Mutual Corporation, Brown Deer, Wisconsin -- report on competitive factors of the proposed merger with First Northern Savings Bank, SA, Green Bay, and First Northern Capital Corp.

- Submitted, August 4, 2000

#### Atlanta

Bank of Gibson, Gibson, Georgia -- report on competitive factors in connection with change in bank control.

- Submitted, August 2, 2000

#### Richmond

Branch Banking and Trust Company of Virginia, Norfolk, Virginia -- report on competitive factors of the proposed merger with One Valley Bank-Shenandoah, Raphine.

- Submitted, July 31, 2000

#### Richmond

Branch Banking and Trust Company, Winston-Salem, North Carolina -- report on competitive factors of the proposed merger with One Valley Bank-East, N.A., Martinsburg, West Virginia.

- Submitted, July 31, 2000

#### Richmond

Branch Banking and Trust Company, Winston-Salem, North Carolina -- reports on competitive factors of the proposed mergers with One Valley Bank, N.A., Charleston, West Virginia; One Valley Bank of Huntington, Inc., Huntington; One Valley Bank-North, Inc., Moundsville; One Valley Bank of Mercer County, Inc., Princeton; One Valley Bank-South, Inc., Summersville; One Valley Bank, Inc., Morgantown; and One Valley Bank-Central Virginia, National Association, Lynchburg, Virginia; and the proposed acquisition of three Virginia branches of One Valley Bank-East, N.A., Martinsburg, West Virginia.

- Submitted, August 2, 2000

#### New York

Catskill Savings Bank, Catskill, New York -- report on competitive factors of the proposed merger with Troy Savings Bank, Troy.

- Submitted, August 3, 2000

### **Competitive Factors Reports**

#### Dallas

First National Bank of Bellaire, Bellaire, Texas -- reports on competitive factors of the proposed mergers with New First National Bank and Tradition Bank, Houston.  
- Submitted, August 2, 2000

#### San Francisco

Gold Country National Bank, Brownsville, California -- report on competitive factors of the proposed merger with Gold Country National Interim Bank, Marysville.  
- Submitted, July 24, 2000 (AC)

#### Atlanta

Marine National Bank, Jacksonville, Florida -- report on competitive factors of the proposed merger with First Alliance Bank.  
- Submitted, August 2, 2000

#### Atlanta

Metro Bank, Kenner, Louisiana -- report on competitive factors of the proposed merger with Firstrust Bank, New Orleans.  
- Submitted, August 2, 2000

#### Dallas

Park Cities Bank, Dallas, Texas -- report on competitive factors of the proposed acquisition of the branch at 6829 Hillcrest Road from Eagle National Bank.  
- Submitted, August 2, 2000

#### Chicago

Petefish, Skiles & Company, Virginia, Illinois -- report on competitive factors of the proposed purchase of assets and assumption of liabilities of the Greenview, Tallula, and Petersburg branches of Illini Bank, Springfield.  
- Submitted, August 4, 2000

#### Chicago

Prairie State Bank and Trust, Mount Zion, Illinois -- report on competitive factors of the proposed merger with Farmers and Traders State Bank and Trust of Meredosia, Meredosia.  
- Submitted, August 4, 2000

### **Competitive Factors Reports**

#### Chicago

Republic Bank, Lansing, Michigan -- report on competitive factors of the proposed merger with D&N Bank, Hancock.

- Submitted, August 2, 2000

#### San Francisco

Sonoma Valley Bank, Sonoma, California -- report on competitive factors of the proposed merger with Sonoma Valley Merger Company.

- Submitted, August 2, 2000

#### Atlanta

West Alabama Bank & Trust, Reform, Alabama -- report on competitive factors of the proposed merger with The Perry County Bank, Marion.

- Submitted, August 2, 2000

### **Currency**

#### Director, RBOPS

Federal Reserve Notes -- letter confirming request for printing of notes during the fiscal year ending September 30, 2001.

- Approved, August 1, 2000

### **Extensions Of Time**

#### Atlanta

Employee Stock Ownership Trust of People's Bank and Trust Company of Pickett County, Byrdstown, Tennessee -- extension to October 30, 2000, to acquire an interest in Upper Cumberland Bancshares, Inc.

- Granted, July 28, 2000 (AC)

#### Director, BS&R

FleetBoston Financial Corporation, Boston, Massachusetts -- extension to November 30, 2000, to divest of a branch in Bloomfield, Connecticut, and in Hartford.

- Granted, August 4, 2000

#### Cleveland

FNB Financial Corp., Hermitage, Pennsylvania -- extension to November 1, 2000, to acquire shares of Sun Bancorp, Inc., Selinsgrove.

- Granted, July 31, 2000

**Extensions Of Time**

Atlanta

Great Southern Capital Corporation Employee Stock Ownership Trust, Meridian, Mississippi -- extension to November 4, 2000, to acquire shares of Great Southern Capital Corporation.

- Granted, August 4, 2000

Atlanta

SouthernBank Holdings, Inc., Buford, Georgia -- extension to November 10, 2000, to become a bank holding company through the acquisition of SouthernBank, N.A., a de novo bank.

- Granted, July 31, 2000

**Financial Holding Companies**

Chicago

Antioch Holding Company, Antioch, Illinois -- election to become a financial holding company.

- Effective, August 1, 2000

Chicago

United Bancorp, Inc., Tecumseh, Michigan -- election to become a financial holding company.

- Effective, July 31, 2000

# District 1

## Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, August 5, 2000

### Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18(c)	State Street Bank and Trust Company, Boston, Massachusetts - application to merge with Investors Fiduciary Trust Company, Kansas City, Missouri	Newspaper - 08/22/2000

### 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

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

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

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

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

**O = Outstanding**

**S = Satisfactory**

**NI = Needs to improve**

**SN = Substantial noncompliance**

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

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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						

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## Section VI – CRA examinations scheduled for

## Quarter of

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

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## District 2

### Federal Reserve Bank of New York

Applications and notifications filed during the week ending Saturday, August 5, 2000

#### Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
FBSEA	Leonia Corporate Bank plc, Helsinki, Finland, and Leonia Plc, Helsinki, Finland, to establish a representative office in New York, New York.	Newspaper – N/Avail
BKBRX	European American Bank, New York, New York, to establish a branch at 2401 Jericho Turnpike, Garden City Park, New York.	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>
3(a)(3)	The Industrial Bank of Japan, Tokyo, Japan to acquire 11.8 percent interest in The Dai-Ichi Kangyo Fuji Trust & Banking Company, Ltd., Tokyo, Japan.*	Newspaper – 08/04/00 Fed Reg – 08/04/2000
3(a)(3), 3(a)(5), 4(c)(8)	M&T Bank Corporation, and Olympia Financial Corporation, both of Buffalo, New York, to acquire Premier National Bancorp, Inc., Lagrangeville, New York.	Newspaper – 08/30/00 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)	Bank of New York, New York, New York; Chase Manhattan Corporation, New York, New York; HSBC Holdings plc, London, HSBC Holdings B.V., Amsterdam, Netherlands, HSBC USA Inc., Buffalo, New York; Summit Bancorp, Princeton, New Jersey, to acquire through NYCE Corporation, membership interest of The Safecheck Company, L.L.C., and thereby engage in nonbanking activities.	Fed Reg – N/Avail

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

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

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**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.

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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>
None						

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

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

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# District 3

## Federal Reserve Bank of Philadelphia

Applications and notifications filed during the week ending Saturday, August 5, 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**

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

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

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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.

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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						

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**Section VI – CRA examinations scheduled for**

**Quarter of**

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

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## District 4

### Federal Reserve Bank of Cleveland

Applications and notifications filed during the week ending Saturday, August 5, 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)	Received application on 08/02/2000 from Farmers National Banc Corp., Canfield, OH of its intent to acquire Security Financial Corp., Niles, OH	Newspaper – 09/02/2000

#### 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>	
None		

## Section V – Availability of CRA public evaluations

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

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

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

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

**O = Outstanding**

**S = Satisfactory**

**NI = Needs to improve**

**SN = Substantial noncompliance**

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

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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>
274727	Settlers Bank 115 Third Street Marietta, OH 45750	06/26/2000	08/05/2000	S		X

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## Section VI – CRA examinations scheduled for 4th Quarter of 2000

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<i>Institution</i>	<i>Location</i>
North Side Bank and Trust Company	4125 Hamilton Avenue Cincinnati, OH 45223

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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 5**  
**Federal Reserve Bank of Richmond**

**Applications and notifications filed during the week ending Saturday, August 5, 2000**

**Section I – Applications subject to newspaper notice only**

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18(c)	Bank of Lancaster, Kilmarnock, Virginia, to purchase certain assets and assume certain liabilities of two branch offices of First Virginia Bank, Falls Church, Virginia, and one branch offices of First Virginia Bank - Hampton Roads, Norfolk, Virginia.*	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>
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>
4(c)(8)	Bank of America Corporation, Charlotte, North Carolina, First Union Corporation, Charlotte, North Carolina, BB&T Corporation, Winston-Salem, North Carolina, and Wachovia Corporation, Winston-Salem, North Carolina, to invest through Star Systems, Inc., Maitland, Florida, in SafeCheck Company, L.L.C.
4(c)(9)	Bank of America Corporation, Charlotte, North Carolina, request for an increase in authority to underwrite and deal in equity securities outside the United States.

**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 6

## Federal Reserve Bank of Atlanta

Applications and notifications filed during the week ending Saturday, August 5, 2000

### Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	SouthTrust Bank, Birmingham, Alabama, to establish a branch located at 13333 Northwest Freeway, Suite 100, Houston, Texas, to be known as the Northwest Crossing Branch.	08/10/2000*
Branch	SouthTrust Bank, Birmingham, Alabama, to establish a branch located at 13135 South Dairy Ashford, Sugar Land, Texas, to be known as the Granite Towers Branch.	08/10/2000*

\*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 Bancshares, Inc., Orange Park, Florida, to become a bank holding company by acquiring Heritage Bank of North Florida, Orange Park, Florida (formerly Clay County Bank).	Fed Reg – 09/01/2000*

\*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>
OTHFOR	AmSouth Bank, Birmingham, Alabama, to increase the investment authority of its agreement corporation subsidiary, Cahaba International, Inc., Birmingham, Alabama.
SRNEW	Lamar Capital Corporation, Purvis, Mississippi, prior notification to repurchase approximately 2.5 percent of its outstanding shares of 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**

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

## District 7

### Federal Reserve Bank of Chicago

Applications and notifications filed during the week ending Saturday, August 5, 2000

#### Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18(c) & Branches	M&I Marshall & Ilsley Bank, Milwaukee, Wisconsin, for prior approval to merge with M&I Lakeview Bank, Sheboygan, Wisconsin, and thereby establish branches at 1441 North Taylor Drive, 512 South 8 <sup>th</sup> Street, 2109 North Avenue, and 2315 South Business Drive, all located in Sheboygan; 414 Buffalo Street, Sheboygan Falls; 1013 South 8 <sup>th</sup> Street, Manitowoc; 2002 Eastern Avenue, Plymouth; and 122 North Franklin Street and 120 East Washington Street, Port Washington; all in Wisconsin.*	Newspaper – N/Avail
Branch	Old Kent Bank, Grand Rapids, Michigan, for prior approval to establish a branch at 8000 W. Outer Drive, Detroit, Michigan.*	Newspaper – 08/02/2000

\* 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)	Community Bancshares Spring Green and Plain, Inc., Spring Green, Wisconsin, for prior approval to become a bank holding company through the acquisition of 100 percent of the voting shares of Community Bank Spring Green and Plain, Spring Green, Wisconsin.*	Fed Reg – 08/21/2000 Newspaper – 08/18/2000
3(a)(1)	Cornerstone Bancorp, Inc., Palatine, Illinois, for prior approval to become a bank holding company through the acquisition of 100 percent of the voting shares of Cornerstone National Bank & Trust Company (in organization), Palatine, Illinois.*	Fed Reg – 08/25/2000 Newspaper – 08/21/2000
3(a)(3)	Southern Michigan Bancorp, Inc., Coldwater, Michigan, for prior approval to acquire 100 percent of the voting shares of Sturgis Bank & Trust Company, Sturgis, Michigan.*	Fed Reg – 08/25/2000 Newspaper – 08/20/2000
CIC	Notification by Perry B. Hansen, Douglas M. Kratz and Francis P. McCarthy, of a Change in Control to acquire at least 50 percent of the issued and outstanding voting stock of Second Mid-America Bancorp, Inc., Savanna, Illinois.	Fed Reg – 07/19/2000 Newspaper – 07/12/2000

**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	Notification by Jennie Ryan Royer, of a Change in Control of First Bancorp of Taylorville, Inc., Taylorville, Illinois.	Fed Reg – N/Avail Newspaper – N/Avail
CIC	Notification by Edwin L. Adler, of a Change in Control of Clarkston Financial Corporation, Clarkston, Michigan.	Fed Reg – N/Avail Newspaper – N/Avail
3(a)(1)	Lafayette Community Bancorp, Lafayette, Indiana, for prior approval to become a bank holding company through the acquisition of 100 percent of the voting shares of Lafayette Community Bank (in organization), Lafayette, Indiana.*	Fed Reg – 06/19/2000 Newspaper – 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)	National Australia Bank Limited, Melbourne, Australia, notification of intent to acquire, indirectly through its wholly-owned subsidiary, 02-e Limited, a 60% equity interest in Thinkorswim.com, a newly formed limited liability company and thereby to engage in providing retail brokerage services over the internet.	Fed Reg – 08/16/2000

**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 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>
913940	Old Kent Bank One Vandenberg Center Grand Rapids, Michigan 49503 (616) 771-5000	08/09/1999	07/31/2000	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, August 5, 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)(5)(C)	Notice by Farmers and Merchants Bancshares, Inc., Nashville, Illinois, to acquire The Farmers and Merchants National Bank of Nashville, Nashville, Illinois.*	

\* Subject to the provisions of the Community Reinvestment Act

## Section V – Availability of CRA public evaluations

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

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**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.

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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						

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## Section VI – CRA examinations scheduled for

## Quarter of

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

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## District 9

### Federal Reserve Bank of Minneapolis

Applications and notifications filed during the week ending Saturday, August 5, 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)A	Farmers and Merchants Financial Services, Inc., St. Paul, Minnesota, for prior approval to merge with Minnesota Financial Services, Inc., St. Paul, Minnesota.	N/Avail.

#### 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	Valley Bank of Glasgow, Glasgow, Montana, to become a member of the Federal Reserve System.	

**Section V – Availability of CRA public evaluations**

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

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

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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.

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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						

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**Section VI – CRA examinations scheduled for**

**Quarter of**

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

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# District 10

## Federal Reserve Bank of Kansas City

Applications and notifications filed during the week ending Saturday, August 5, 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, Aurora, Nebraska, Pinnacle Bank, Schuyler, Nebraska, and Pinnacle Bank, Lexington, Nebraska; and incident thereto, establish additional branches.	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.

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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						

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## Section VI – CRA examinations scheduled for

## Quarter of

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

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# District 11

## Federal Reserve Bank of Dallas

Applications and notifications filed during the week ending Saturday, August 5, 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

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

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

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**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.

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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						

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## Section VI – CRA examinations scheduled for

## Quarter of

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

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## District 12

### Federal Reserve Bank of San Francisco

Applications and notifications filed during the week ending Saturday, August 5, 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 14 E. Birch Avenue, Flagstaff, Arizona. *	Newspaper - 07/30/2000
18(c)	Westamerica Bank, San Rafael, California, to merge with First Counties Bank, Clearlake, California. *	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)(3)	Greater Bay Bancorp, Palo Alto, California, to acquire Bank of Petaluma, Petaluma, California *	Newspaper - 09/01/2000 Fed Reg - 08/25/2000

\* 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>
S/R	Westamerica Bank to pay a dividend in the amount of \$20 million to its parent, Westamerica Bancorporation, both of San Rafael, California.

## Section V – Availability of CRA public evaluations

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

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**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.

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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						

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## Section VI – CRA examinations scheduled for

## Quarter of

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

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