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# Federal Reserve Release

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

*No. 43*

*Week Ending October 21, 2000*

**Banks, Foreign**

Banco Itau S.A., Sao Paolo, Brazil -- to establish a representative office in Miami, Florida.

- Approved, October 16, 2000

**Regulations And Policies**

Fair Credit Reporting Act -- request for comment on proposed interagency rules to allow institutions to communicate certain information to their affiliates without incurring the obligations of consumer reporting agencies [Docket No. R-1082].

- Approved, September 29, 2000 (AC)

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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**

Chicago

Baylake Bank, Sturgeon Bay, Wisconsin -- to establish a mobile branch at 8240 Highway 57, Brussels.  
- Approved, October 16, 2000

New York

The Chase Manhattan Bank, New York, New York -- to establish a branch at 201 North FM 685, Pflugerville, Texas.  
- Approved, October 20, 2000

San Francisco

Harris Trust Bank of Arizona, Scottsdale, Arizona -- to establish a branch at 2375 E. Camelback Road, Phoenix.  
- Approved, October 19, 2000

Cleveland

The Killbuck Savings Bank Company, Killbuck, Ohio -- to establish a branch at 21841 Plank Road, Howard.  
- Approved, October 16, 2000

Chicago

Maquoketa State Bank, Maquoketa, Iowa -- to establish a branch at 16 West Benton Street, Andrew.  
- Approved, October 20, 2000

Philadelphia

Republic First Bank of Delaware, Wilmington, Delaware -- to establish a branch at 824 Market Street.  
- Approved, October 20, 2000

Atlanta

SunTrust Bank, Atlanta, Georgia -- to establish a branch at 15 Spradlin Farm Drive, Christiansburg, Virginia.  
- Approved, October 18, 2000

**Bank Holding Companies**

Richmond

BB&T Corporation, Winston-Salem, North Carolina -- to merge with FCNB Corp., Frederick, Maryland.  
- Approved, October 19, 2000

Chicago

Calumet Bancorporation, Inc., Chilton, Wisconsin -- to acquire State Bank of Stockridge, Stockridge.  
- Withdrawn, October 16, 2000

Chicago

Capitol Bancorp, Ltd., Lansing, Michigan; and Sun Community Bancorp Limited, Phoenix, Arizona -- to acquire shares of Yuma Community Bank, Yuma, Arizona, a de novo bank.  
- Approved, October 18, 2000

Chicago

Capitol Bancorp, Ltd., Lansing, Michigan; Sun Community Bancorp Limited, Phoenix, Arizona; and Sunrise Capital Corporation, Albuquerque, New Mexico -- to acquire shares of Sunrise Bank of San Diego, San Diego, California, a de novo bank.  
- Withdrawn, October 19, 2000

Atlanta

Cumberland Bancorp, Inc., Nashville, Tennessee -- modification of a commitment.  
- Approved, October 16, 2000

Atlanta

Cumberland Bancorp, Inc., Nashville, Tennessee, and InsCorp, Inc. -- to acquire Insurors Bank of Tennessee, and for Insurors Bank to become a member of the Federal Reserve System.  
- Approved, October 16, 2000

Philadelphia

Elmer Bancorp, Inc., Elmer, New Jersey -- to become a bank holding company through the acquisition of The First National Bank of Elmer.  
- Approved, October 19, 2000

**Bank Holding Companies**

Minneapolis

F & M Financial Services, Inc., Preston, Minnesota -- to acquire MDS On-line, LLC, La Crosse, Wisconsin, and thereby engage in data processing activities.  
- Approved, October 18, 2000

Chicago

Ogden BancShares, Inc., Ogden, Iowa -- to acquire Ames Community Bank, Ames, a de novo bank, and for Ames Community Bank to become a member of the Federal Reserve System.  
- Approved, October 20, 2000

Atlanta

PAB Bankshares, Inc., Valdosta, Georgia -- to retain ownership of Baxley Federal Savings Bank, FSB, Baxley, on conversion to a state-chartered bank.  
- Approved, October 19, 2000

San Francisco

Prime Financial Services, Inc., Lynwood, Washington -- to become a bank holding company through the acquisition of Prime Pacific Bank, N.A.  
- Approved, October 17, 2000

San Francisco

The Sumitomo Bank, Limited, Osaka, Japan -- to merge with The Sakura Bank, Limited, Tokyo, and thereby acquire Manufacturers Bank, Los Angeles, California, and to acquire Sakura's U.S. nonbanking subsidiaries.  
- Approved, October 20, 2000

Atlanta

Whitney Holding Corporation, New Orleans, Louisiana -- to merge with First Ascension Bancorp, Inc., Gonzales, and thereby acquire First National Bank of Gonzales.  
- Approved, October 16, 2000

**Bank Mergers**

Richmond

Bank of Tazewell County, Tazewell, Virginia -- to acquire the Abingdon, Marion, and Wytheville branches of AmSouth Bank, Birmingham, Alabama.  
- Approved, October 18, 2000

Kansas City

Bankwest of Kansas, Goodland, Kansas -- to merge with Citizens State Bank, Keenesburg, Colorado, and to establish a branch at 100 South Main Street.  
- Approved, October 19, 2000

Richmond

The Community Bank, Petersburg, Virginia -- to merge with County Bank of Chesterfield, Midlothian, and Commerce Bank of Virginia, Richmond.  
- Approved, October 20, 2000

Kansas City

Community Banks of Southern Colorado, Rocky Ford, Colorado -- to merge with First National Bank in Walsenburg, Walsenburg, and to establish additional branches.  
- Approved, October 19, 2000

Kansas City

First American Bank and Trust Company, Purcell, Oklahoma -- to merge with First American Bank, N.A., Woodward, and to establish a branch at 2220 Oklahoma Avenue.  
- Approved, October 16, 2000

Kansas City

People First Bank, Hennessey, Oklahoma -- to merge with American Heritage Bank, El Reno, and Citizens Bank of Tulsa, Tulsa, and to establish branches.  
- Approved, October 19, 2000

**Banks, Nonmember, And Miscellaneous Institutions**

Dallas

Pacific Southwest Bank, Corpus Christi, Texas -- deregistration under Regulation U.  
- Approved, October 17, 2000

### **Capital Stock**

#### St. Louis

Arvest State Bank, Tulsa, Oklahoma -- to invest in the capital stock and participate in the credit card program of Security BankCard Center, Inc., Norman.  
- Approved, October 20, 2000

### **Competitive Factors Reports**

#### New York

Bank Audi (U.S.A.), New York, New York -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of Arab American Bank.  
- Submitted, October 17, 2000

#### San Francisco

Bank of Latah, Santa Maries, Idaho -- report on competitive factors of the proposed acquisition of the branch of Bank of Pullman, Moscow, located in Palouse, Washington.  
- Submitted, October 17, 2000

#### Minneapolis

BNC National Bank of Minnesota, Minneapolis, Minnesota -- report on competitive factors of the proposed merger with BNC National Bank, Bismarck, North Dakota.  
- Submitted, October 16, 2000

#### Chicago

Chicago Community Bank, Chicago, Illinois; and Archer Bank -- reports on competitive factors of the proposed merger with Argo Federal Savings Bank, FSB, Summit.  
- Submitted, October 18, 2000

#### Richmond

First Citizens Bank and Trust Company of South Carolina, Columbia, South Carolina -- report on competitive factors of the proposed purchase of certain assets and assumption of deposit liabilities of the Anderson, Hartsville, Orangeburg, Spartanburg, Walhalla, Williamson, and Winnsboro branches of First Union National Bank, Charlotte, North Carolina.  
- Submitted, October 20, 2000

### **Competitive Factors Reports**

#### Dallas

First National Bank, Sterling City, Texas -- report on competitive factors of the proposed merger with Sterling City National Interim Bank.  
- Submitted, October 20, 2000

#### Chicago

Firstar Bank, National Association, Cincinnati, Ohio -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of County Bank, Rehoboth Beach, Delaware.  
- Submitted, October 18, 2000

#### Dallas

Fort Davis State Bank, Fort Davis, Texas -- report on competitive factors of the proposed merger with FDB Acquisition Corporation.  
- Submitted, October 18, 2000

#### St. Louis

Interim Henry County Bank, Inc., Pleasureville, Kentucky -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of the Pleasureville and Eminence branches of USAccess Bank, Inc., Louisville.  
- Submitted, October 17, 2000

#### Chicago

Mutual Federal Savings Bank, Muncie, Indiana -- report on competitive factors of the proposed merger with First Federal Savings Bank of Marion, Marion.  
- Submitted, October 18, 2000

#### Dallas

National Bank of Daingerfield, Daingerfield, Texas -- report on competitive factors of the proposed acquisition of the 101 West Main Street, Omaha, Texas, branch of Gladewater National Bank, Gladewater.  
- Submitted, October 20, 2000

### **Competitive Factors Reports**

#### New York

The National Bank of Sussex County, Branchville, New Jersey -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of the Route 206 North branch of Oritani Savings Bank, Hackensack.

- Submitted, October 17, 2000

#### Dallas

Sabine State Bank and Trust Company, Many, Louisiana -- report on competitive factors of the proposed merger with Bank of Saline, Saline.

- Submitted, October 20, 2000

#### Chicago

Signature Bank, Bad Axe, Michigan -- report on competitive factors of the proposed acquisition of the Caro branch of TCF National Bank, Minneapolis, Minnesota.

- Submitted, October 18, 2000

#### Boston

Superior Savings of New England, N.A., Branford, Connecticut -- report on competitive factors of the proposed acquisition of the Tremont Avenue branch, Bronx, New York, from North Fork Bank, Mattituck.

- Submitted, October 16, 2000

### **Extensions Of Time**

#### Kansas City

Commfirst Bancorporation, Inc., South Sioux City, Nebraska -- extension to February 3, 2001, to acquire Robuck, Inc.

- Granted, October 17, 2000

#### Kansas City

The Farmers State Bank of Fort Morgan, Colorado ESOP, Fort Morgan, Colorado -- extension to June 5, 2001, to increase its ownership in FSB Bancorporation of Fort Morgan.

- Granted, October 3, 2000 (AC)

### **Extensions Of Time**

#### Minneapolis

First Bancshares Corporation, Gladstone, Michigan -- extension to January 19, 2001, to acquire additional shares of Baybank Corporation.

- Granted, October 18, 2000

#### San Francisco

M&I Thunderbird Bank, Phoenix, Arizona -- extension to May 12, 2001, to establish a branch at 19th Avenue and Mohawk Lane.

- Granted, October 16, 2000

#### San Francisco

Zions Bancorporation, Salt Lake City, Utah -- extension to January 25, 2001, to increase its investment in Garban-Intercapital plc, London, England.

- Granted, October 20, 2000

### **Financial Holding Companies**

#### Richmond

Poca Valley Bankshares, Inc., Walton, West Virginia -- election to become a financial holding company.

- Effective, October 18, 2000

#### Cleveland

Sky Financial Group, Inc., Bowling Green, Ohio -- election to become a financial holding company.

- Effective, October 20, 2000

#### Chicago

Terrapin Bancorp, Inc., Elizabeth, Illinois -- election to become a financial holding company.

- Effective, October 17, 2000

### **Membership**

#### Kansas City

Citizens Bank of Velma, Velma, Oklahoma -- membership in the Federal Reserve System.

- Approved, October 20, 2000

# District 1

## Federal Reserve Bank of Boston

**Applications and notifications filed during the week ending Saturday, October 21, 2000**

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

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

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(1)	Northwest Mutual Holding Company, Winsted, Connecticut - application to become a mutual holding company through the acquisition of Northwest Community Bank, also of Winsted, Connecticut	Newspaper - 11/17/2000 Fed Reg - N/Avail
3(a)(1)	Litchfield Mutual Holding Company, Litchfield, Connecticut - to become a mutual holding company through the acquisition of Litchfield Bancorp, also of Litchfield, Connecticut	Newspaper - 11/17/2000 Fed Reg - N/Avail
3(a)(5)	Connecticut Mutual Holding Company, successor to Northwest Mutual Holding Company, Winsted, Connecticut - application to merge with Litchfield Mutual Holding Company, Litchfield, Connecticut	Newspaper - 11/17/2000 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>
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, October 21, 2000

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

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

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4(c)(8)	Dresdner Bank Aktiengesellschaft, Frankfurt, Germany, to acquire Wasserstein Perella Group, Inc., New York, New York.	Newspaper – N/Avail Fed Reg – N/Avail
3(a)(5)(a), 3(a)(3)(a), 18CNEW, BKBR, 4(c)(8)THE	Chase Manhattan Corporation, New York, New York, (i) to merge J.P. Morgan & Co., Inc., New York, New York, with and into Chase; (ii) for Chase and Morgan to each acquire an option to acquire 19.9 percent of the voting shares of the other; (iii) for Chase to acquire J.P. Morgan FSB, Palm Beach, Florida; (iv) to merge Morgan Guaranty Trust Company of New York, New York, New York, with and into Chase Manhattan Bank, New York, New York; (v) for Chase Manhattan Bank to establish additional branches as a result of its merger with Morgan Guaranty Trust Company.	Newspaper – N/Avail Fed Reg – 11/06/2000
3(A)(1)(RN)	Somerset Hills Bancorp to become a one bank holding company w/r/t The Bank of Somerset Hills, both of Bernardsville, New Jersey.	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)	Bank Hapoalim B.M., et al, to engage directly on a <i>de novo</i> basis, through Signature Securities Group Corporation, in agency transactional services for customer investments, and financial and investment advisory 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</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 3

## Federal Reserve Bank of Philadelphia

Applications and notifications filed during the week ending Saturday, October 21, 2000

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

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

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

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

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### Section III – Applications subject to Federal Register notice only

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

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### 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**

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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 4

### Federal Reserve Bank of Cleveland

Applications and notifications filed during the week ending Saturday, October 21, 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)	Received application from F.N.B. Corporation, Hermitage, PA on 10/16/2000 to acquire up to 20.00 percent of the outstanding voting shares of Sun Bancorp, Inc., Selinsgrove, PA.*	Fed Reg – 10/17/2000

#### 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</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 5

## Federal Reserve Bank of Richmond

**Applications and notifications filed during the week ending Saturday, October 21, 2000**

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Allfirst Bank, Baltimore, Maryland, to establish a branch at 504 E. Ridgeville Boulevard, Mt. Airy, Maryland.*	Newspaper - 10/30/2000

\*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)(5)	FNB Corporation, Christiansburg, Virginia, to merge with CNB Holdings, Inc., Pulaski, Virginia.*	Fed Reg - 10/17/2000 Newspaper - 10/13/2000
4(c)(8)	FNB Corporation, Christiansburg, Virginia, to acquire Southwest Virginia Bancshares, Inc., Roanoke, Virginia.*	Fed Reg - 11/03/2000 Newspaper - 10/28/2000
CIC	Change in Control Notice filed by James L. Pitrolo, Jr., John B. Pitrolo, Joyce Keefover and Janice Cota with respect to Heritage Bancshares Inc., Mannington, West Virginia.*	Fed Reg - N/Avail Newspaper - 10/31/2000

\*Subject to the provisions of the Community Reinvestment Act.

### **Section III – Applications subject to Federal Register notice only**

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

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

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

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

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

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

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

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

**O = Outstanding**

**S = Satisfactory**

**NI = Needs to improve**

**SN = Substantial noncompliance**

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

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
2787770	*Bank of the James 615 Church Street Lynchburg, Virginia 24504	07/17/2000	09/22/2000	S		X

\*Inadvertently omitted from Bulletin for week ending September 23, 2000.

#### 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, October 21, 2000**

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Colonial Bank, Montgomery, Alabama, to establish a branch located at 7990 Vaughn Road, Montgomery, Alabama.	10/18/2000*
Branch	Compass Bank, Birmingham, Alabama, to establish a branch located in the Albertson's store located at the intersection of Ellsworth Road and Baseline Road, Mesa, Arizona.	11/01/2000*
18(c)	Compass Bank, Birmingham, Alabama, to merge with Firststate Bank, Kimball, Nebraska.	11/18/2000*
18(c)	Compass Bank, Birmingham, Alabama, to merge with FirstTier Bank, Northglenn, Colorado.	11/15/2000*

\*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)(5)	Compass Bancshares, Inc., Birmingham, Alabama, to merge with FirstTier Corporation, Northglenn, Colorado, and thereby directly acquire Firststate Bank, Kimball, Nebraska, and FirstTier Bank, Northglenn, Colorado.	Fed Reg - 11/17/2000*
3(a)(3)	Southern Community Bancorp, Orlando, Florida, to acquire Southern Community Bank of Southwest Florida, Bonita Springs, Florida (in organization).	N/Avail*
CIC	Banque of Maringouin Holding Company, Maringouin, Louisiana, prior change in control notice by Mr. Nathan Carriere, Mrs. Peggy Smith Carriere, Mr. Alton B. Smith, and Mrs. Luella D. Smith, all of Maringouin, Louisiana, to collectively acquire up to 5.66 percent of the outstanding shares of Banque of Maringouin Holding Company, Maringouin, Louisiana. Their total ownership will equal up to 22.66 percent.	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>
CIC	Tennessee State Bancshares, Inc., Pigeon Forge, Tennessee, prior change in control notice by Mr. Alfred Newman to acquire 57.1 percent of the outstanding shares of Tennessee State Bancshares, Inc., Pigeon Forge, Tennessee. Total ownership will equal 57.3 percent.	N/Avail

\*Subject to provisions of the Community Reinvestment Act

**Section III – Applications subject to Federal Register notice only**

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

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

<i>Type</i>	<i>Application</i>
4(c)(8)	Covenant Bancgroup, Inc., Leeds, Alabama, prior notice to engage in agency transactional services for customer investments.
WAIVR	SouthTrust Corporation, Birmingham, Alabama, application waiver request for the proposed acquisition of First Bank Holding Company, Tallahassee, Florida, and indirect acquisition of First Bank, Tallahassee, Florida.

## 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 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>
570231	Colonial Bank Post Office Box 1108 Montgomery, Alabama 36101 (334) 240-5000	02/28/2000	10/19/2000	S	X	

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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 7

### Federal Reserve Bank of Chicago

Applications and notifications filed during the week ending Saturday, October 21, 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 Bank of Racine, Racine; M&I Bank of Burlington, Burlington; M&I Lake Country Bank, Hartland; M&I First National Bank, West Bend; M&I Bank of Menomonee Falls, Menomonee Falls; and M&I Northern Bank, Brookfield, all of Wisconsin; and thereby establish 30 branch offices.*	Newspaper – 11/04/2000
18(c) & Branches	Harris Trust Bank of Arizona, Scottsdale, Arizona, for prior approval to merge with Century Bank, Scottsdale, Arizona, and thereby establish branches at the following locations: 100 East Street, Carefree, Arizona; 19828 North 27th Avenue, Phoenix, Arizona and 34525 North Scottsdale Road, Scottsdale, Arizona.*	Newspaper – N/Avail
Branch	Citizens Bank, Flint, Michigan, for prior approval to establish a branch at Brighton/Riverbend Office Center, 7701 Grand River Road, Suite #1, Brighton, Michigan.*	Newspaper - N/Avail

\* Subject to the provisions of the Community Reinvestment Act

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(1)	ULLICO Inc., Washington, D.C., for prior approval to become a bank holding company through the acquisition of 100 percent of the voting shares of Amalgamated Investments Company, Chicago, Illinois and thereby indirectly acquire Amalgamated Bank of Chicago, Illinois.*	Fed Reg – 10/26/2000 Newspaper – 10/23/2000
3(a)(5)	Merchants and Manufacturers Bancorporation, Inc., New Berlin, Wisconsin, for prior approval to acquire 100 percent of the voting shares of CBOC, Inc., Oconto Falls, Wisconsin and thereby indirectly acquire Community Bank of Oconto County, Oconto Falls, Wisconsin.*	Fed Reg – 11/13/2000 Newspaper – 10/30/2000

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(5)	Merchants Merger Corp., New Berlin, Wisconsin, for prior approval to acquire 100 percent of the voting shares of CBOC, Inc., Oconto Falls, Wisconsin and thereby indirectly acquire Community Bank of Oconto County, Oconto Falls, Wisconsin.*	Fed Reg – 11/13/2000 Newspaper – 10/30/2000
3(a)(1)	Yankee Ridge, Inc., Allerton, Illinois, for prior approval to become a bank holding company through the acquisition of 100 percent of the voting shares of State Bank of Allerton, Allerton, Illinois and to acquire 100 percent of the voting shares of Philo Exchange Bank, Philo, Illinois.*	Fed Reg – N/Avail Newspaper – N/Avail
CIC	Notification by Scot A. Wall, as Trustee of the Trust, of a Change in Control of Cashton Bancshares, Inc., Cashton, Wisconsin.	Fed Reg - 08/24/2000 Newspaper - 08/22/2000

\* 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	Cashton Bancshares, Inc., Cashton, Wisconsin, notification on intent to redeem up to 350 shares or 36.34 percent of its outstanding voting shares

**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>
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 8

### Federal Reserve Bank of St. Louis

Applications and notifications filed during the week ending Saturday, October 21, 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>	
§24A FR Act	Notice by Heber Springs State Bank, Heber Springs, Arkansas, to make an additional investment in bank premises.	

**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 9

## Federal Reserve Bank of Minneapolis

Applications and notifications filed during the week ending Saturday, October 21, 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.

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 10

### Federal Reserve Bank of Kansas City

Applications and notifications filed during the week ending Saturday, October 21, 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	Bank of Colorado, Fort Lupton, Colorado, for prior approval to purchase the assets and assume the liabilities of Bank of Colorado – Western Slope, Grand Junction, Colorado, and incident thereto, to establish four additional branches.	Newspaper – N/Available
Branch	Sheridan State Bank, Sheridan, Wyoming, for prior approval to establish a branch at the Albertson's grocery store located at 1865 Coffeen Avenue, Sheridan, Wyoming.	Newspaper – 11/02/2000

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4(c)(8)LLE / 3(a)(3) / 4(c)(8)LLEX / 3(a)(1) 4(c)(8)LLEX	Wilber Corporation, Wilber, Nebraska, for prior approval to engage in insurance related activities through the acquisition of Saline State Insurance Agency, LLC, Wilber, Nebraska; and to redeem 713 shares of its own voting stock. For SSB Management LLC, Wilber, Nebraska to become a bank holding company through the acquisition of 22.22 percent of the voting shares of Wilber Co., Wilber, Nebraska, and to indirectly engage in general insurance activities. For First National Johnson Bancshares, Inc., Johnson, Nebraska, to acquire 22.22 percent of the voting shares of Wilber Co., Wilber, Nebraska and thereby indirectly acquire Saline State Bank, Wilber, Nebraska, and to indirectly engage in general insurance activities.	Newspaper – N/Available FedReg – 11/17/2000
3(a)(1)	TTAC Corporation, Manhattan, Kansas, for prior approval to become a bank holding company through the acquisition of 100 percent of the voting shares of Community First National Bank, Manhattan, Kansas, a de novo bank in organization.	Newspaper – 11/12/2000 FedReg – 11/17/2000
3(a)(3)	Wilber Corporation, Wilber, Nebraska, for prior approval to acquire 23.34 percent of the voting shares of NebraskaLand Financial Services, Inc., North Platte, Nebraska, and thereby indirectly acquire NebraskaLand National Bank, North Platte, Nebraska.	Newspaper – N/Available FedReg – 11/17/2000

**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>
S/R	Wilber Corporation, Wilber, Nebraska, for prior approval to redeem 713 shares of its own voting 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 11

## Federal Reserve Bank of Dallas

Applications and notifications filed during the week ending Saturday, October 21, 2000

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

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

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(1)	Community Bancshares Company, Colfax, LA, to acquire Colfax Banking Company, Colfax, LA* (previously reported the week ending October 14, 2000)	Fed Reg – 11/14/2000 Newspaper – 11/13/2000
CIC	Wendell Don Sapaugh, Sulphur Springs, TX, only notificant, to acquire an interest in Sulphur Springs Bancshares, Inc., Sulphur Springs, TX	Fed Reg – 11/08/2000 Newspaper – N/Avail
3(a)(1)	OSB Financial Services, Inc., Orange, TX, to acquire OSB Delaware Financial Services, Inc., Dover, DE, and Orange Savings Bank, SSB, Orange, TX*	Fed Reg – N/Avail Newspaper – N/Avail
3(a)(1)	OSB Delaware Financial Services, Inc., Dover, DE, to acquire Orange Savings Bank, SSB, Orange, TX*	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>
None		

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

<i>Type</i>	<i>Application</i>
3(a)(1)	First Community Capital Corporation, Houston, TX, to acquire First Community Capital Corporation of Delaware, Inc., Wilmington, DE, and First Community Bank, N.A., Houston, TX*
3(a)(1)	First Community Capital Corporation of Delaware, Inc., Wilmington, DE, to acquire First Community Bank, N.A., Houston, 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.

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 12

### Federal Reserve Bank of San Francisco

Applications and notifications filed during the week ending Saturday, October 21, 2000

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

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

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(1)	UFJ Holdings, Inc., Osaka, Japan, to become a bank holding company by acquiring The Sanwa Bank, Limited, Osaka, Japan, and The Tokai Bank, Limited, Nagoya, Japan. *	Newspaper - N/Avail Fed Reg - N/Avail
3(a)(5)	Humboldt Bancorp, Eureka, California, to merge with Tehama Bancorp, Red Bluff, California. *	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)	UFJ Holdings, Inc., Osaka, Japan, to engage indirectly in certain nonbanking activities by acquiring The Sanwa Bank, Limited, Osaka, Japan, and The Toyo Trust and Banking Company, Limited, Tokyo, Japan.	Fed Reg - N/Avail
4(c)(8)	Humboldt Bancorp, Eureka, California, to engage in leasing activities by acquiring Bancorp Financial Services, Inc., Sacramento, California.	Fed Reg - N/Avail

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

<i>Type</i>	<i>Application</i>
3(a)(5)(C)	Charter Financial Corporation to become a bank holding company by acquiring Charter Bank, both of Bellevue, Washington.

**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	