
Federal Reserve Release



H.2

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

No. 53

Week Ending December 30, 2000

Bank Holding Companies

Citigroup Inc., New York, New York -- petition to prohibit Citigroup from engaging in additional financial activities after its acquisition of Associates First Capital Corporation.

- Returned, December 20, 2000 (AC)

H.2 Actions under delegated authority

December 24, 2000 to December 30, 2000

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

Bank Branches, Domestic

St. Louis

Area Bank, Owensboro, Kentucky -- to establish a branch at 2750 Nashville Road, Bowling Green.

- Approved, December 28, 2000

Atlanta

Bank of York, York, Alabama -- to establish a branch at 714-716 North Washington Street, Livingston.

- Approved, December 28, 2000

Richmond

F&M Bank-Richmond, Richmond, Virginia -- to establish a branch at 7016 Mechanicsville Turnpike, Mechanicsville.

- Approved, December 28, 2000

Bank Holding Companies

New York

Bayerische Hypo Und Vereinsbank AG, Munich, Germany -- to acquire nine nonbank subsidiaries with U.S. operations of Bank Austria AG, Vienna, Austria, and thereby engage in the following activities: corporate finance and commercial lending, investment advisory, securities brokerage, private placement, riskless principal, community development, and equipment leasing.

- Approved, December 28, 2000

St. Louis

Carlson Bancshares, Inc., West Memphis, Arkansas -- to acquire Lakeside Bancshares, Inc., Hughes, and its subsidiary, Planters National Bank.

- Approved, December 29, 2000

Bank Holding Companies

Dallas

Charter Bancshares, Inc., Corpus Christi, Texas, and Charter IBHC, Inc., Wilmington, Delaware -- for Charter IBHC to become a bank holding company through the acquisition of Charter Bank-Northwest, Corpus Christi, Texas; and for Charter Bancshares to become a bank holding company through the acquisition of both institutions.

- Approved, December 28, 2000

Secretary

City National Corporation, Beverly Hills, California -- to acquire Reed, Conner & Birdwell, Inc., Los Angeles, and thereby engage in financial and investment advisory services and certain administrative services for open-end investment companies.

- Approved, December 27, 2000

St. Louis

Community First Bancshares, Inc., Union City, Tennessee -- to purchase certain assets and assume certain liabilities of three finance company offices of Southern Financial, Inc., Brentwood, and thereby engage in extending credit and servicing loans.

- Approved, December 27, 2000

Chicago

Cornerstone Financial Services Group, Inc., Ottumwa, Iowa -- to engage de novo in extending credit and servicing loans.

- Approved, December 28, 2000

Secretary

Fifth Third Bancorp, Cincinnati, Ohio -- commenter's request to extend the comment period for the proposed acquisition of Capital Holdings, Inc., Sylvania, and the proposed merger of Fifth Third Bank, Western Ohio, Dayton, with Capital Bank, N.A., Sylvania.

- Denied, December 26, 2000

San Francisco

First National Bank of Nevada Holding Company, Scottsdale, Arizona -- to acquire Rocky Mountain Bank, Chandler.

- Approved, December 28, 2000

Bank Holding Companies

New York

Holland Bancorp, Inc., Holland, New York -- to become a bank holding company with respect to Bank of Holland.
- Approved, December 29, 2000

Minneapolis

Lake Bank Shares, Inc., Employee Stock Ownership Plan, Emmons, Minnesota -- to increase its interest in Lake Bank Shares, Inc.
- Approved, December 27, 2000

New York

Lakeland Bancorp, Inc., Oak Ridge, New Jersey -- to acquire shares of Sussex Bancorp, Franklin.
- Approved, December 28, 2000

Minneapolis

MSB Bancshares, Inc., Iron River, Michigan -- to become a bank holding company through the acquisition of The Miners' State Bank of Iron River.
- Approved, December 28, 2000

Chicago

National Australia Bank Limited, Melbourne, Australia -- to acquire certain assets and assume certain liabilities of Charles F. Curry Company, Kansas City, Missouri, through Homeside Lending, Inc., Jacksonville, Florida, and thereby engage in extending credit and servicing loans.
- Approved, December 27, 2000

St. Louis

Union Planters Corporation, Memphis, Tennessee, and Union Planters Holding Corporation -- to acquire Jefferson Savings Bancorp, Inc., Ballwin, Missouri, and thereby acquire Jefferson Heritage Bank and its four nonbanking subsidiaries, Jefferson Heritage Mortgage Company, Jefferson Financial, Inc., Jefferson Financial Corporation, and First Service Corporation.
- Approved, December 29, 2000

Bank Holding Companies

Secretary

Wells Fargo & Company, San Francisco, California; Wells Fargo Financial Services, Inc., Des Moines, Iowa; and Wells Fargo Financial, Inc. -- to acquire certain assets and assume certain liabilities of Conseco Finance Vendor Services Corporation, Paramus, New Jersey, and thereby engage in equipment financing and leasing activities.

- Approved, December 28, 2000

Bank Mergers

Chicago

Bank of Pontiac, Pontiac, Illinois -- to merge with Odell State Bank, Odell, and thereby establish a branch at 200 South Waupansie.

- Approved, December 27, 2000

Change In Bank Control

Kansas City

Lincoln Bancshares, Inc., Lincoln, Missouri -- change in bank control.

- Permitted, December 27, 2000

Kansas City

OK Bancorporation, Inc., Okemah, Oklahoma -- change in bank control.

- Permitted, December 27, 2000

Minneapolis

Stockman Financial Corporation, Miles City, Montana -- change in bank control.

- Permitted, December 27, 2000

Competitive Factors Reports

Chicago

Bank One, N.A., Chicago, Illinois -- report on competitive factors of the proposed merger with Bank One, Louisiana, N.A., Baton Rouge, Louisiana, and Bank One, Texas, N.A., Dallas, Texas.

- Submitted, December 26, 2000

Competitive Factors Reports

Dallas

The Citizens State Bank of Dickinson, Dickinson, Texas -- report on competitive factors of the proposed merger with League City Bank and Trust, League City.
- Submitted, December 29, 2000

Chicago

First National Bank, Waupaca, Wisconsin -- report on competitive factors of the proposed purchase of assets and assumption of liabilities of the Childress, Texas, branch of Guaranty Federal Bank, FSB, Dallas.
- Submitted, December 26, 2000

Chicago

ShoreBank, Chicago, Illinois -- report on competitive factors of the proposed merger with ShoreBank, Detroit, Detroit, Michigan.
- Submitted, December 26, 2000

Chicago

Woodford State Bank, Woodford, Wisconsin -- report on competitive factors of the proposed merger with New Woodford State Bank.
- Submitted, December 26, 2000

Extensions Of Time

Director, BS&R

Societe Generale, Paris, France -- extension to April 1, 2001, for modification of a commitment.
- Granted, December 28, 2000

International Operations

Chicago

EAB International, Inc., Uniondale, New York -- to change its articles of incorporation to reflect a relocation from 1 EAB Plaza, Uniondale, to 335 Madison Avenue, New York.
- Approved, December 26, 2000

Membership

Kansas City

Western Bank, Gallup, New Mexico -- membership in the Federal Reserve System.
- Approved, December 29, 2000

District 1
Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, December 30, 2000

Section I – Applications subject to newspaper notice only

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

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

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

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

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

Section VI – CRA examinations scheduled for

Quarter of

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

District 2

Federal Reserve Bank of New York

Applications and notifications filed during the week ending Saturday, December 30, 2000

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
FBSEA	Sparkasse Stockerau AG, Vienna, Austria, to establish federal branches in Greenwich, Connecticut, and New York, New York, and representative offices in San Francisco, California, and Atlanta, Georgia.	Newspaper – N/Avail
FBSEA	RheinHyp Rheinische Hypothekenbank, AG, Frankfurt, Germany, to establish a representative office in New York, 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>
Change in Control	Change in Bank Control with regard to Warwick Community Bancorp, Inc. Employee Stock Ownership Plan to acquire up to 10.32 percent of the outstanding stock of Warwick Community Bancorp, Inc., Warwick, New York.	Newspaper – N/Avail Fed Reg – 01/03/2001
3(a)(1)/3(a)(5)	Chinatrust Commercial Bank, Ltd, Taipei, Taiwan, to indirectly acquire 100 percent of the shares of Chinatrust Bank (U.S.A.), Torrance, California.	Newspaper – N/Avail Fed Reg – 01/19/2001

* 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)	Westdeutsche Landesbank Girozentrale, Dusseldorf, Germany, to acquire Boullion Aviation Services, Inc., Bellevue, Washington.	Fed Reg – N/Avail

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.

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

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

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

District 3

Federal Reserve Bank of Philadelphia

Applications and notifications filed during the week ending Saturday, December 30, 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)	Juniper Financial Corp., Wilmington, DE, to become a bank holding company by acquiring 100 percent of the outstanding shares of First Bank, CBC, Maryville, Missouri, and to subsequently merge the target with and into Juniper Bank, Wilmington, DE, a subsidiary of Juniper Financial Corp.	Newspaper: 1/21/01 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

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:

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

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

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

District 4
Federal Reserve Bank of Cleveland

Applications and notifications filed during the week ending Saturday, December 30, 2000

Section I – Applications subject to newspaper notice only

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

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4(c)(8)	Received application on 12/27/2000 from United Bancshares, Inc., Columbus Grove, OH to acquire Citizens Bank of Delphos (a FSB), Delphos, OH.	Fed Reg - 01/16/2001

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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

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

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S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

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

Section VI – CRA examinations scheduled for

Quarter of

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

District 5

Federal Reserve Bank of Richmond

Applications and notifications filed during the week ending Saturday, December 30, 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)	Gateway Financial Corporation, Elizabeth City, North Carolina, to become a bank holding company through the acquisition of 100% of the voting shares of Gateway Bank and Trust Co., Elizabeth City, North Carolina.*	Fed Reg - 01/29/2001 Newspaper - 01/29/2001

*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>
Member	Gateway Bank and Trust Co., Elizabeth City, North Carolina, for membership in the Federal Reserve System.
Member	Southern Community Bank and Trust, Winston-Salem, North Carolina, for membership in the Federal Reserve System.

Section V – Availability of CRA public evaluations

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

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

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

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

Section VI – CRA examinations scheduled for Quarter of

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

District 6

Federal Reserve Bank of Atlanta

Applications and notifications filed during the week ending Saturday, December 30, 2000

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18(c)	Application by SouthTrust Bank, Birmingham, Alabama, to merge with Independent National Bank, Irving, Texas.	01/22/2001*

*Subject to provisions of the Community Reinvestment Act

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(3)	Application by United Financial Holdings, Inc., St. Petersburg, Florida, to acquire First Security Bank, Sarasota, Florida.	01/29/2001*
3(a)(3)	Application by Summit Bank Corporation, Atlanta, Georgia, to acquire at least 35 percent and up to 100 percent of Global Commerce Bank, Doraville, Georgia.	01/11/2001*
4(c)(8)	Prior notification filed by Regions Financial Corporation, Birmingham, Alabama, to acquire Morgan Keegan, Inc., Memphis, Tennessee, and thereby directly acquire Morgan Keegan Trust Company, FSB, Memphis, Tennessee, and thereby engage in savings association activities.	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>
WAIVR	SouthTrust Corporation, Birmingham, Alabama, application waiver request for the proposed merger with Irving National Bancshares, Inc., Irving, Texas, and indirect acquisition of Independent National Bank, Irving, Texas.

Section V – Availability of CRA public evaluations

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

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

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

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>
2837189	Palm Beach County Bank 3717 Boynton Beach Boulevard Boynton Beach, Florida 33436 (561) 742-9110	09/06/2000	12/21/2000	S		X

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, December 30, 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 I Ilsley Bank, Milwaukee, Wisconsin, for prior approval to merge with M&I Central State Bank, Oshkosh, Wisconsin, M&I Bank of Shawano, Shawano, Wisconsin, M&I Bank Fox Valley, Appleton, Wisconsin and M&I Bank Northeast, Green Bay, Wisconsin; and thereby establish 44 branches.*	Newspaper – 01/08/01
18(c) & Branches	Security State Bank, New Hampton, Iowa, for prior approval to merge with its affiliate bank, Security State Bank, Calmar, Iowa and thereby establish a branch at 102 W. Main, Calmar, Iowa 52132 and 106 E. Main, Ossian, Iowa.. New Hampton will be the surviving bank.*	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)	Indiana United Bancorp, Greensburg, Indiana, for prior approval to acquire 100 percent of the voting shares of Regional Federal Savings Bank, New Albany, Indiana. (Bank will convert to a state chartered commercial bank to be known as Regional Bank).*	Fed Reg – 01/11/01 Newspaper – 01/05/01
CIC	Notification by Tubbs-Ohnward Limited Partnership, AMBA Limited Partnership, J.F. Limited Partnership, and E.F. Limited Partnership, all of Maquoketa, Iowa, to acquire 19.4%, 9.6%, 16.2%, and 14.4%, respectively, of Ohnward Bancshares, Inc., Maquoketa, Iowa.	Fed Reg – 12/27/00 Newspaper – 12/29/00
3(a)(1)	First BancTrust Corporation, Paris, Illinois, for prior approval to become a bank holding company through the acquisition of 100 percent of the voting shares of First Bank & Trust, S.B., Paris, Illinois.*	Fed Reg – 01/22/01 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>
CIC	Notification by Lyle P. Campbell, Craig L. Campbell, Verna C. Malone and Thomas E. Malone, of a Change in Control, to acquire 53 percent of Terrapin Bancorp, Inc., Elizabeth, Illinois.*	Fed Reg – 01/19/01 Newspaper – N/Avail
3(a)(1)	Thumb National Bank & Trust Company Employee Stock Ownership Plan, Pigeon, Michigan, for prior approval to become a bank holding company through the acquisition of 30.52 percent of the voting shares of Thumb Bancorp, Inc., Pigeon, Michigan and thereby indirectly acquire Thumb National Bank & Trust Company, Pigeon, Michigan.*	Fed Reg – 01/29/01 Newspaper – N/Avail
CIC	Notification by James Albert Kaldenberg and Caryl Kaldenberg Sharp of a Change in Control to retain current ownership of 31.81 percent and 30.08 percent, respectively, of the outstanding voting shares of First Iowa State Shares, Inc., Albia, Iowa.*	Fed Reg – 01/16/01 Newspaper – N/Avail
3(a)(1)	Alpha Financial Group, Inc. Employee Stock Ownership Plan, Toluca, Illinois, for prior approval to become a bank holding company through the acquisition of 31.61 percent of the voting shares of Alpha Financial Group, Inc. Minonk, Illinois; and thereby indirectly acquire Alpha Community Bank, Toluca, Illinois.*	Fed Reg – N/Avail Newspaper – N/Avail

* Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4(c)(8)	National Australia Bank Limited, Melbourne, Australia, notification of intent to acquire, indirectly through its wholly-owned subsidiary, 02-e Limited, up to 70 percent of the outstanding voting shares of thinkorswim, Inc., a newly formed Delaware corporation and thereby engage in providing retail securities brokerage services over the Internet.	Fed Reg – 01/26/01
4(c)(8)	Alpha Financial Group, Inc. Employee Stock Ownership Plan, Toluca, Illinois, notification of intent to acquire Alpha Insurance Services, Inc., Washburn, Illinois; and thereby indirectly engage in insurance agency activities.	Fed Reg – N/Avail Newspaper – N/Avail

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.

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

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

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

District 8

Federal Reserve Bank of St. Louis

Applications and notifications filed during the week ending Saturday, December 30, 2000

Section I – Applications subject to newspaper notice only

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

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
CIC	Notice involving Lake Hamilton Enterprises, Inc., Little Rock, Arkansas, by Lake Hamilton Enterprises Limited Partnership, Little Rock, Arkansas, to acquire 45.94 percent (Previously submitted during the week ending December 23, 2000).	Newspaper – 1/19/2001 Fed Reg – 1/16/2001
CIC	Notice involving First Paris Holding Company, Little Rock, Arkansas, by First Paris Limited Partnership, Little Rock, Arkansas, to acquire 37.64 percent (Previously submitted during the week ending December 23, 2000).	Newspaper – 1/19/2001 Fed Reg – 1/16/2001
3(a)(3)	Notice by Republic Bancorp, Inc., Louisville, Kentucky, to acquire Republic Bank & Trust Company of Indiana, Clarksville, Indiana (in organization).*	Newspaper – N/Avail. Fed Reg – 1/26/2001
3(a)(3)	Notice by Midwest Community Bancshares, Inc., Marion, Illinois, to acquire Egyptian State Bank, Carrier Mills, Illinois.*	Newspaper – N/Avail. Fed Reg – 2/1/2001

* Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

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

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

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

District 9

Federal Reserve Bank of Minneapolis

Applications and notifications filed during the week ending Saturday, December 30, 2000

Section I – Applications subject to newspaper notice only

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

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
CIC	Change in control notice by Security Bancshares, Inc., Dunseith, North Dakota.	Fed Reg – 01/16/2001 Newspaper – 01/15/2001

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.

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

Section VI – CRA examinations scheduled for

Quarter of

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

District 10

Federal Reserve Bank of Kansas City

Applications and notifications filed during the week ending Saturday, December 30, 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)	Waukomis Bancshares, Inc., Yukon, Oklahoma, to become a bank holding company through the acquisition of 100 percent of the voting shares of Covington First State Bancshares, Inc., Covington, Oklahoma, and thereby indirectly First State Bank, Covington, Oklahoma.	Newspaper - N/Avail Fed Reg - 01/29/2001
3(a)(3)	Colorado Business Bankshares, Inc., Denver, Colorado, to acquire 100 percent of the voting shares of First Capital Bank of Arizona, Phoenix, Arizona.	Newspaper - N/Avail Fed Reg - 01/26/2001
3(a)(3)	American National Corporation, Omaha, Nebraska, to acquire 100 percent of the voting shares of American National Bank, Lincoln, Nebraska, a <i>de novo</i> bank in organization.	Newspaper - 01/20/2001 Fed Reg - 01/26/2001
3(a)(3)	Viking Corporation, Omaha, Nebraska, to acquire an additional 6.8 percent, for a total of 45.48 percent, of the voting shares K.B.J. Enterprises, Inc., Omaha, Nebraska, and thereby indirectly acquire Sibley State Bank, Denison, Iowa.	Newspaper - N/Avail Fed Reg - 01/29/2001

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.

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

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

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

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

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

District 11

Federal Reserve Bank of Dallas

Applications and notifications filed during the week ending Saturday, December 30, 2000

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	First National Bank West Texas, Hale Center, TX, to establish a branch office at 701 Main Street, Hale Center, TX, 79041*	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>
Member	First National Bank West Texas, Hale Center, TX, to become a member of the Federal Reserve System

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

<i>Type</i>	<i>Application</i>
3(a)(1)	Comanche National Corporation, Comanche, TX, to acquire Comanche National Corporation of Delaware, Wilmington, DE, and The Comanche National Bank, Comanche, TX*
3(a)(1)	Comanche National Corporation of Delaware, Wilmington, DE, to acquire The Comanche National Bank, Comanche, TX*

*Subject to the provisions of the Community Reinvestment Act

Section V – Availability of CRA public evaluations

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

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

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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, December 30, 2000

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	The Vintage Bank, Napa, California, to establish a branch office at 1065 Main Street, St. Helena, California.*	Newspaper – 11/24/2000
Branch	Farmers & Merchants Bank, Spokane, Washington, to establish a branch office at 3919 N. Market Street, Spokane, Washington.*	Newspaper – 12/23/2000

* Subject to the provisions of the Community Reinvestment Act

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(1)	Liberty Bancorp, South San Francisco, California, to become a bank holding company by acquiring 100 percent of the outstanding voting shares of Liberty Bank, South San Francisco, California.*	Newspaper – N/Avail Fed Reg – 01/19/2001
3(a)(1)	Franklin Resources, Inc., San Mateo, California, to acquire Fiduciary Trust Company International, New York, New York.	Newspaper – N/Avail Fed Reg – N/Avail
3(a)(5)	The Charles Schwab Corporation, San Francisco, California and U.S. Trust Corporation, New York, New York, for U.S. Trust Corporation to merge with Resource Companies, Inc. of Minneapolis, Minnesota.*	Newspaper – 01/25/2001 Fed Reg - 01/29/2001

* 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)	Franklin Resources, Inc., San Mateo, California, to retain Franklin Templeton Bank & Trust, F.S.B., Salt Lake City, Utah.	Fed Reg – N/Avail

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

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

Section V – Availability of CRA public evaluations

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<i>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	
