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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. 4*

*Week Ending January 27, 2001*

**Testimony And Statements**

Federal budget and fiscal policy -- statement by Chairman Greenspan before the Senate Budget Committee.

- Published, January 25, 2001

**Bank Holding Companies**

The Chase Manhattan Corporation, New York, New York -- commenter's request for reconsideration of the Board's approval of the application to acquire J.P. Morgan & Co., Inc.

- Denied, January 24, 2001

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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**

## Secretary

AmSouth Bank, Birmingham, Alabama -- to establish a branch at 15000 Tamiami Trail, North Port, Florida.

- Approved, January 22, 2001

## Chicago

Bank of Elmwood, Racine, Wisconsin -- to establish a branch at State Highway 31 and Washington Road, Kenosha.

- Approved, January 22, 2001

## St. Louis

Fifth Third Bank, Kentucky, Inc., Louisville, Kentucky -- to establish a branch at 828 East High Street, Lexington.

- Approved, January 24, 2001

**Bank Holding Companies**

## Director, BS&amp;R

The Bank of New York Company, Inc., New York, New York -- relief from certain commitments.

- Granted, January 23, 2001

## Kansas City

Clayco Banc Corporation, Claycomo, Missouri -- to become a bank holding company through the acquisition of Clayco Bancshares, Inc.

- Approved, January 24, 2001

## Dallas

Comanche National Corporation, Comanche, Texas -- to become a bank holding company through the acquisition of Comanche National Corporation of Delaware, Wilmington, Delaware, and Comanche National Bank, Comanche, Texas; and for Comanche National Corporation of Delaware to become a bank holding company through the acquisition of Comanche National Bank.

- Approved, January 26, 2001

### **Bank Holding Companies**

#### Kansas City

Farmers Financial Corporation, Bolivar, Missouri -- to become a bank holding company through the reorganization of Farmers State Bank, S/B, Schell City.

- Approved, January 24, 2001

#### Secretary

Fifth Third Bancorp, Cincinnati, Ohio -- commenter's request to extend the comment period for the proposed acquisition of Old Kent Financial Corporation, Grand Rapids, Michigan.

- Denied, January 24, 2001

#### Chicago

Lakeland Financial Corporation, Round Lake Heights, Illinois -- to acquire through its subsidiary, Lakeland Community Bank, shares of Lakeland Financial Services, LLC, and thereby engage de novo in insurance activities in a town with a population of less than 5,000.

- Approved, January 23, 2001

#### San Francisco

Liberty Bancorp, South San Francisco, California -- to become a bank holding company through the acquisition of Liberty Bank.

- Approved, January 24, 2001

#### Chicago

Michigan National Corporation, Farmington Hills, Michigan -- to acquire Standard Federal Bancorporation, Inc., Troy, and thereby indirectly acquire Standard Federal Bank and engage in operating a savings association.

- Approved, January 23, 2001

#### Philadelphia

PSB Bancorp, Inc., Philadelphia, Pennsylvania -- to acquire shares of Jade Financial Corp., Feasterville.

- Approved, January 26, 2001

#### Cleveland

Savings Bancorp, Inc., Circleville, Ohio -- to acquire The Savings Bank.

- Approved, January 24, 2001

### **Bank Holding Companies**

#### Atlanta

SouthTrust Corporation, Birmingham, Alabama; and SouthTrust Bank of Alabama, Inc. -- waiver of application in connection with the proposed merger of SouthTrust Bank with Independent National Bank, Irving, Texas, a subsidiary of Irving National Bancshares, Inc.

- Granted, January 25, 2001

#### Cleveland

United Bancshares, Inc., Columbus Grove, Ohio -- to acquire Citizens Bank of Delphos, Delphos.

- Approved, January 26, 2001

#### Richmond

Wachovia Corporation, Winston-Salem, North Carolina -- to acquire Republic Security Financial Corporation, West Palm Beach, Florida.

- Approved, January 24, 2001

#### Chicago

Woodford Bancshares, Inc., Monroe, Wisconsin -- to become a bank holding company through the acquisition of Woodford State Bank, Woodford.

- Approved, January 23, 2001

### **Banks, Foreign**

#### Chicago

Stichting Prioriteit ABN AMRO Holding, Amsterdam, The Netherlands; Stichting Administratiekantoor ABN AMRO Holding; ABN AMRO Holding N.V.; ABN AMRO Bank N.V.; ABN AMRO North America Holdings Company, Chicago, Illinois; and ABN AMRO North America, Inc. -- to acquire Michigan National Corporation, Farmington Hills, Michigan, and thereby indirectly acquire Michigan National Bank; acquire Independence One Life Insurance Company, Phoenix, Arizona, and thereby engage in acting as principal, agent, or broker for credit-related insurance; and acquire Independence One Capital Management Corporation, Farmington Hills, and thereby engage in providing financial and investment advisory services.

- Approved, January 23, 2001

**Banks, Nonmember, And Miscellaneous Institutions**

Director, BS&R

BNY Midwest Trust Company, Chicago, Illinois -- transfer agent registration.  
- Approved, January 25, 2001

Dallas

MWB Nevada, Inc., Carson City, Nevada -- transfer agent registration.  
- Approved, January 19, 2001 (AC)

**Change In Bank Control**

Kansas City

DB Holding Company, Omaha, Nebraska -- change in bank control.  
- Permitted, January 26, 2001

St. Louis

First Paris Limited Partnership, Little Rock, Arkansas -- change in bank control.  
- Permitted, January 26, 2001

St. Louis

Lake Hamilton Enterprises Limited Partnership, Little Rock, Arkansas -- change in bank control.  
- Permitted, January 26, 2001

Secretary

Ohnward Bancshares, Inc., Maquoketa, Iowa -- change in bank control notices and determination that notificants would be qualified family partnerships.  
- Permitted, January 22, 2001

**Competitive Factors Reports**

New York

Cohoes Savings Bank, Cohoes, New York -- report on competitive factors of the proposed merger with Hudson River Bank & Trust Company, Hudson.  
- Submitted, January 22, 2001

### **Competitive Factors Reports**

#### Dallas

Preferred Bank, Houston, Texas -- report on competitive factors of the proposed merger with Interim Federal Savings Bank.

- Submitted, January 26, 2001

#### San Francisco

Resource Trust Company, Minneapolis, Minnesota -- report on competitive factors of the proposed merger with U.S. Trust Company, Greenwich, Connecticut.

- Submitted, January 25, 2001

#### Philadelphia

Sun Bank, Selinsgrove, Pennsylvania -- report on competitive factors of the proposed purchase of a branch of Mellon Bank, N.A., Pittsburgh, Pennsylvania.

- Submitted, January 26, 2001

### **Extensions Of Time**

#### Philadelphia

Commerce Bancorp, Inc., Cherry Hill, New Jersey -- extension to April 28, 2001, to acquire shares of Chester Valley Bancorp, Inc., Downingtown, Pennsylvania.

- Granted, January 18, 2001 (AC)

#### St. Louis

Eureka Springs Bancshares Inc., Eureka Springs, Arkansas, -- extension to March 28, 2001, to become a bank holding company through the acquisition of Bank of Eureka Springs and for The John F. Cross Family Limited Partnership II, and its general partner, JFC, Inc., to become bank holding companies through Partnership's ownership of Bancshares stock.

- Granted, January 26, 2001

#### Richmond

Farmers & Merchants Bank, Timberville, Virginia -- extension to March 26, 2001, to acquire the Edinburg and Woodstock, Virginia, branches of First Union National Bank, Charlotte, North Carolina.

- Granted, January 26, 2001

### **Extensions Of Time**

#### Atlanta

Futurus Financial Services, Inc., Roswell, Georgia -- extension to April 28, 2001, to become a bank holding company through the acquisition of Futurus Bank, N.A.  
- Granted, January 26, 2001

#### San Francisco

Santa Lucia Bank, Atascadero, California -- extension to February 1, 2002, to establish a branch at 1801 South Broadway, Santa Maria.  
- Granted, January 25, 2001

#### Director, BS&R

State Street Bank and Trust Company, Boston, Massachusetts -- extension to December 8, 2001, to invest an amount in excess of 10 percent of its capital and surplus in its Edge corporations.  
- Granted, January 25, 2001

# District 1

## Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, January 27, 2001

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

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

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

| <i>Type</i> | <i>Application</i> | <i>Ending date of<br/>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<br/>comment period</i> |
|--------------|---|--|
| Regulation K | State Street Bank and Trust Company, Boston, Massachusetts -<br>to establish a branch in the Republic of Singapore  |  |
| Regulation K | State Street Bank and Trust Company, Boston, Massachusetts -<br>to establish branch offices in the Toronto (Ontario), Canada and<br>Montreal (Quebec), Canada |  |
| Regulation K | The Royal Bank of Scotland plc, Edinburgh, Scotland to<br>establish a state-licensed representative office in Houston, Texas                                  |  |

**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, January 27, 2001

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

| <i>Type</i>   | <i>Application</i> | <i>Ending date of comment period</i> |
|---|--------------------|--------------------------------------|
| None  |                    |                                      |
| * 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)/3(a)(5)   | Financial Institutions, Inc., Warsaw, New York, to acquire Bath National Corporation, and its wholly-owned subsidiary, Bath National Bank, both of Bath, New York. | Newspaper – 02/14/2001<br>Fed Reg – 02/16/2001 |
| * 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>  | <i>Ending date of comment period</i> |
|-------------|---|--------------------------------------|
| Investment  | Chase Manhattan Bank, New York, New York, to make an additional investment in its subsidiaries: Chemical Finance Ltd., Chase EU Holdings Ltd., and Robert Fleming & Co., all of the United Kingdom. | N/Avail                              |

**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 3

## Federal Reserve Bank of Philadelphia

Applications and notifications filed during the week ending Saturday, January 27, 2001

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

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

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

| <i>Type</i> | <i>Application</i> | <i>Ending date of<br/>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 4**  
**Federal Reserve Bank of Cleveland**

**Applications and notifications filed during the week ending Saturday, January 27, 2001**

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

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| <i>Type</i> | <i>Application</i> | <i>Ending date of<br/>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<br/>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<br/>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 5

### Federal Reserve Bank of Richmond

Applications and notifications filed during the week ending Saturday, January 27, 2001

#### 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)     | Southern Community Financial Corporation, Winston-Salem, North Carolina, to become a bank holding company through the acquisition of 100% of the voting shares of Southern Community Bank and Trust, Winston-Salem, North Carolina.* | Fed Reg - 02/22/2001<br>Newspaper - 02/15/2001 |

\*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>   |  |
|-------------|--|--|
| 3(a)(1)     | MountainBank Financial Corporation, Hendersonville, North Carolina, to become a bank holding company through the acquisition of 100% of the voting shares of MountainBank, Hendersonville, North Carolina. |  |

**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 6

### Federal Reserve Bank of Atlanta

Applications and notifications filed during the week ending Saturday, January 27, 2001

#### 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)     | Trustmark Corporation, Jackson, Mississippi, to merge with Barret Bancorp, Inc., Barretville, Tennessee, and thereby directly acquire Peoples Bank, Barretville, Tennessee, and Somerville Bank & Trust Company, Somerville, Tennessee.  | Newspaper – 02/29/2001*              |
| CIC         | Coffee County Bancshares, Inc., Manchester, Tennessee, prior notification filed by Daniel C. Powers, Betsy Powers, and Pamela Powers Hollis, all of Manchester, Tennessee, to collectively as a group own 17.5245 percent of the outstanding shares of stock of Coffee County Bancshares, Inc., and its subsidiary, Coffee County Bank, both of Manchester, Tennessee. | Fed Reg – 01/25/2001                 |

\*Subject to provisions of the Community Reinvestment Act

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

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

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

| <i>Type</i> | <i>Application</i> |
|-------------|--------------------|
| None        |                    |

## Section V – Availability of CRA public evaluations

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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          |                             |                    |                    |               |                  |             |

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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, January 27, 2001**

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

| <i>Type</i>  | <i>Application</i>  | <i>Ending date of comment period</i> |
|--------------|---|--------------------------------------|
| Branch       | First American Bank, Carpentersville, Illinois, for prior approval to establish a branch at the southeast corner of Meacham and Biesterfield Roads, Elk Grove Village, Illinois.*   | Newspaper – 02/06/2001               |
| 18c & Branch | Security State Bank, New Hampton, Iowa, for prior approval to merge with its affiliate bank, Security State Bank, Calmar, Iowa and thereby to establish branches at 102 W. Main, Calmar, Iowa and 106 E. Main, Ossian, Iowa.*   | Newspaper – 02/12/2001               |
| 18c & Branch | M&I Marshall & Ilsley Bank, Milwaukee, Wisconsin, for prior approval to merge with M&I Bank of LaCrosse, LaCrosse, Wisconsin, M&I Bank South Central, Watertown, Wisconsin, M&I Bank South, Janesville, Wisconsin, M&I Bank of Mayville, Mayville, Wisconsin, M&I Community State Bank, Eau Claire, Wisconsin, M&I Bank of Southern Wisconsin, Madison, Wisconsin and M&I Thunderbird Bank, Phoenix, Arizona and thereby to establish 74 branches.* | 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)     | Worth Bancorp, Spartanburg, Indiana, for prior approval to become a bank holding company through the acquisition of 100 percent of the voting shares of Greensfork Township State Bank, Spartanburg, Indiana.*   | Fed Reg – 01/30/2001<br>Newspaper – N/Avail    |
| 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 – 01/22/2001<br>Newspaper – 02/12/2001 |
| 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 – 01/29/2001<br>Newspaper – 01/25/2001 |

**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)     | 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 – 02/01/2001<br>Newspaper – 01/28/2001 |
| 3(a)(1)     | American Bancorporation, Cedar Falls, Iowa, for prior approval to become a bank holding company through the acquisition of 100 percent of The Newburg Corporation, Saint Ansgar, Iowa, and thereby indirectly acquire Cedar Valley State Bank, Saint Ansgar, Iowa.*   | Fed Reg – 02/09/2001<br>Newspaper – 02/02/2001 |
| 3(a)(3)     | First Capital Bankshares, Incorporated, Peoria, Illinois, for prior approval to acquire 20 percent of the voting shares of Community Bank of Lemont (in organization), Lemont, Illinois.*   | Fed Reg – 01/05/2001<br>Newspaper – 02/04/2001 |
| 3(a)(3)     | Admiral Family Banks, Inc., Alsip, Illinois, for prior approval to acquire 100 percent of the voting shares of Federated Bancorp, Inc., Onarga, Illinois and thereby indirectly acquire Federated Bank, Onarga, Illinois.*  | Fed Reg – 02/08/2001<br>Newspaper – 02/02/2001 |
| 4(c)(8)     | FBOP Corporation, Oak Park, Illinois, for prior approval to acquire 100 percent of the voting shares of PBOC Holdings, Inc., Los Angeles, California and thereby indirectly acquire Peoples Bank of California, Los Angeles, California.*   | Fed Reg – 01/02/2001<br>Newspaper – 12/27/2000 |
| 3(a)(3)     | Ames National Corporation, Ames, Iowa, for prior approval to retain its current 5.39% investment in Mahaska Investment Company, Oskaloosa, Iowa, and and thereby indirectly acquire Mahaska State Bank, Oskaloosa, Iowa and Pella State Bank, Pella, Iowa,*   | Fed Reg – 02/05/2001<br>Newspaper – 12/31/2000 |
| 4(c)(8)     | Ames National Corporation, Ames, Iowa, for permission to retain its current 5.39% investment in Mahaska Investment Company, Oskaloosa, Iowa, and thereby indirectly acquire Midwest Federal Savings and Loan Association of Eastern Iowa, Burlington, Iowa, and Central Valley Bank, Ottumwa, Iowa.*                    | Fed Reg – 02/05/2001<br>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 – 01/16/2001<br>Newspaper – 01/22/2001 |
| CIC         | Notification by Frank D. Neese of a Change in Control, to retain control of First Community Bancshares, Inc., Bargersville, Indiana.  | Fed Reg – 02/05/2001<br>Newspaper – N/Avail    |
| CIC         | Notification by Mary Garst and Tom Chrystal of a Change in Control, for their ownership to increase from 23.2258% to 27.0677% following Community Grain Co.'s redemption of 44 shares of its common stock.  | Fed Reg – 02/08/2001<br>Newspaper – 02/07/2001 |

**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)     | BSB Community Bancorporation, Inc., Benton, Wisconsin, for prior approval to become a bank holding company through the acquisition of 100 percent of the voting shares of Benton State Bank, Benton, Wisconsin.* | Fed Reg – 02/26/2001<br>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 – 01/26/2001                 |
| 4(c)(8)     | Alpha Financial Group, Inc. Employee Stock Ownership Plan, Toluca, Illinois, for prior approval to acquire Alpha Insurance Services, Inc., Washburn, Illinois and thereby engage in insurance agency activities.  | Fed Reg – 02/01/2001                 |
| 4(c)(8)     | Northwest Suburban Bancorp, Inc., Mount Prospect, Illinois, notification of intent to continue to engage in purchasing loan participations from its subsidiary banks.   | Fed Reg – 01/31/2001                 |

**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 8

### Federal Reserve Bank of St. Louis

Applications and notifications filed during the week ending Saturday, January 27, 2001

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

| <i>Type</i> | <i>Application</i> | <i>Ending date of<br/>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<br/>comment period</i>   |
|-------------|---|--|
| CIC         | Notice involving Security Bancshares, Inc., Paris, Tennessee, by Barry P. McIntosh, Jr., Paris, Tennessee, to retain 19.57 percent. | Newspaper – 2/6/2001<br>Fed Reg – N/Avail. |

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

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

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

| <i>Type</i> | <i>Application</i>   |  |
|-------------|--|--|
| Membership  | Application by Union Bank of Benton, Benton, Arkansas, to become a state-chartered 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 9

### Federal Reserve Bank of Minneapolis

Applications and notifications filed during the week ending Saturday, January 27, 2001

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

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

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

| <i>Type</i> | <i>Application</i>   | <i>Ending date of<br/>comment period</i> |
|-------------|--|--|
| 4(c)(8)     | Glacier Bancorp, Inc., Kalispell, Montana, to engage in community development activities through the acquisition of COAD Limited Partnership #2, and COAD Limited Partnership #3, both of Missoula, Montana. | 02/13/2001                               |

#### 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 10

## Federal Reserve Bank of Kansas City

Applications and notifications filed during the week ending Saturday, January 27, 2001

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

| <i>Type</i> | <i>Application</i>  | <i>Ending date of comment period</i> |
|-------------|---|--------------------------------------|
| Branch      | Five Points Bank, Grand Island, Nebraska, for prior approval to establish a branch at 404 Woodland Drive, Grand Island, Nebraska. | Newspaper – 02/03/2001               |

### 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<br/>number</i> | <i>Institution/Location</i>   | <i>Examination<br/>date</i> | <i>CRA<br/>public date</i> | <i>CRA<br/>rating</i> | <i>Exam type</i> |             |
|------------------------|---|-----------------------------|----------------------------|-----------------------|------------------|-------------|
|                        |   |                             |                            |                       | <i>LrgBk</i>     | <i>SmBk</i> |
| 785259                 | Community Bank of Colorado<br>101 E. Warren Avenue<br>Cripple Creek, Colorado 80813 | 10/30/2000                  | 01/26/2001                 | 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 11

## Federal Reserve Bank of Dallas

Applications and notifications filed during the week ending Saturday, January 27, 2001

### 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)     | Sterling Bancshares, Inc., Houston, TX, and Sterling Bancorporation, Inc., Wilmington, DE, to acquire CaminoReal Bancshares, Inc., San Antonio, TX, CaminoReal Delaware, Inc., Wilmington, DE, and CaminoReal Bank, National Association, San Antonio, TX* (previously reported the week ending January 20, 2001) | Fed Reg – 02/22/2001<br>Newspaper – 02/12/2001 |

\*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>   |
|--------------------------|--|
| Change General Character | Bank of the West, El Paso, TX, for prior approval to engage in de novo trust activities. |

**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 12

### Federal Reserve Bank of San Francisco

Applications and notifications filed during the week ending Saturday, January 27, 2001

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

| <i>Type</i> | <i>Application</i>  | <i>Ending date of comment period</i> |
|-------------|---|--------------------------------------|
| 18(c)       | Placer Sierra Bank, Auburn, California, to merge with Sacramento Commercial Bank, Sacramento, California.*                                | Newspaper – 02/19/2001               |
| Branch      | Placer Sierra Bank, Auburn, California, to retain Sacramento Commercial's branch office located at 525 J Street, Sacramento, California.* | Newspaper – 02/19/2001               |

\* 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>  |  |
|--------------------------|---|--|
| Branch Extension of time | Santa Lucia Bank, Atascadero, California, approved an extension of time to February 2, 2002, to establish a branch office to be located at 1801 South Broadway, Santa Monica, California. |  |

## 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<br/>number</i> | <i>Institution/Location</i>   | <i>Examination<br/>date</i> | <i>CRA<br/>public date</i> | <i>CRA<br/>rating</i> | <i>Exam type</i> |             |
|------------------------|---|-----------------------------|----------------------------|-----------------------|------------------|-------------|
|                        |   |                             |                            |                       | <i>LrgBk</i>     | <i>SmBk</i> |
| 2646523                | Nevada First Bank<br>2800 West Sahara Avenue<br>Las Vegas, Nevada 89102<br>(702) 310-4000 | 09/25/2000                  | 01/24/2001                 | S                     |                  | X           |

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The above listing has been prepared as a courtesy by the Federal Reserve Bank of San Francisco, and is not intended to replace formal notices required by statute or regulation; the Reserve Bank assumes no responsibility for errors or omissions.

## Section VI – CRA examinations scheduled for Quarter of

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*Institution* *Location*

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None

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