
Federal Reserve Release



H.2

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

No. 18

Week Ending May 5, 2001

Testimony And Statements

Real estate brokerage and management -- statement by Governor Meyer before the Subcommittee on Financial Institutions and Consumer Credit, House Committee on Financial Services.

- Published, May 2, 2001

Forms

Forms -- initial review of proposed Consolidated Bank Holding Company Report of Equity Investments in Nonfinancial Companies (FR Y-12).

- Proposed, May 1, 2001

Regulations And Policies

Regulation W (Transactions between Banks and Affiliates) -- request for comment on proposed new Regulation W to comprehensively implement sections 23A and 23B of the Federal Reserve Act [Docket No. R-1103].

- Approved, May 2, 2001

Section 23A of the Federal Reserve Act -- final rule granting exemptions from and providing interpretations of section 23A [Docket Nos. R-1015 and R-1016].

- Approved, May 2, 2001

Sections 23A and 23B of the Federal Reserve Act -- interim rule with request for comment regarding application of the two sections to credit exposure arising from derivative transactions with affiliates and intraday extensions of credit to affiliates [Docket No. R-1104].

- Approved, May 2, 2001

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

Kansas City

Bank of Colorado, Fort Lupton, Colorado -- to establish a mobile branch to operate within a 30-mile radius of Durango.

- Approved, April 30, 2001

Richmond

Community Bank of Tri-County, Waldorf, Maryland -- to establish a branch at 30155 Three Notch Road, Charlotte Hall.

- Approved, May 1, 2001

Chicago

First Banking Center, Burlington, Wisconsin -- to establish a branch at 200 Main Street, Darlington.

- Approved, May 4, 2001

Kansas City

Premier Bank, Denver, Colorado -- to establish a branch at 2480 West Alameda Avenue.

- Approved, May 2, 2001

Richmond

Virginia Commerce Bank, Arlington, Virginia -- to establish a branch at Reston Town Center, Reston.

- Approved, May 4, 2001

Bank Holding Companies

Chicago

American National Bank of Beaver Dam Employee Stock Ownership Trust, Beaver Dam, Wisconsin -- to become a bank holding company through the acquisition of shares of Ambanc Financial Services, Inc., and thereby acquire American National Bank of Beaver Dam and Bank of Helenville, Helenville.

- Approved, May 2, 2001

Bank Holding Companies

Chicago

AmericaUnited Bancorp, Inc., Schaumburg, Illinois -- to acquire National Bancorp, Inc., Sycamore, and American National Bank of DeKalb County.
- Approved, May 4, 2001

Kansas City

Centennial Bank Holdings, Inc., Eaton, Colorado -- to acquire Berthoud Bancorp, Inc, Berthoud, and Berthoud National Bank.
- Approved, May 3, 2001

Cleveland

Fifth Third Bancorp, Cincinnati, Ohio -- to acquire USB, Inc., Milwaukee, Wisconsin, and its nonbank subsidiaries.
- Approved, May 1, 2001

Kansas City

First Independent Bancorp, Inc., Chickasha, Oklahoma -- waiver of application in connection with the acquisition of The First American Bank, Minco, and its merger with The First National Bank and Trust Company, Chickasha.
- Granted, May 3, 2001

Minneapolis

JBS, Inc., Kulm, North Dakota -- to merge with Edgeley Bancorporation, Inc., Edgeley.
- Approved, May 2, 2001

Chicago

Marshall & Ilsley Corporation, Milwaukee, Wisconsin -- to acquire M&I Bank of Mayville, Mayville, a de novo bank; and for M&I Bank of Mayville to become a member of the Federal Reserve System.
- Approved, May 2, 2001

Chicago

National Bancshares, Inc., Bettendorf, Iowa -- to acquire FirstCity Mortgage Corp., and thereby engage in making and servicing loans.
- Approved, May 4, 2001

Bank Holding Companies

San Francisco

North Cascades Bancshares, Inc., Chelan, Washington -- to acquire shares of bankcda, Coeur d'Alene, Idaho, a de novo bank.
- Approved, May 2, 2001

St. Louis

Planters Financial Group, Inc. Hopkinsville, Kentucky -- to acquire Planters Bank, Inc.
- Approved, May 3, 2001

Secretary

Royal Bank of Canada, Montreal, Canada, and Rock Merger Subsidiary, Inc., Raleigh, North Carolina -- commenter's request to extend the comment period on the proposed acquisition of Centura Banks, Inc., Rocky Mount, North Carolina, and Centura Bank.
- Denied, May 4, 2001

San Francisco

TFC Holding Company, Los Angeles, California -- to become a bank holding company through the acquisition of InterBusiness Bank, N.A.
- Approved, April 30, 2001

San Francisco

United Security Bancshares, Fresno, California -- to acquire shares of United Security Bank.
- Approved, May 4, 2001

Director, BS&R

Wells Fargo & Company, San Francisco, California -- modification of a commitment.
- Granted, May 3, 2001

Bank Mergers

Cleveland

Fifth Third Bank, Cincinnati, Ohio -- to acquire through merger Universal Savings Bank, F.A., Milwaukee, Wisconsin, and thereby establish branches.
- Approved, May 1, 2001

Bank Mergers

Chicago

M&I Marshall & Ilsley Bank, Milwaukee, Wisconsin -- to acquire the branch of Harris Trust Bank of Arizona, Scottsdale, Arizona, at 19828 North 27th Avenue, Phoenix, and thereby establish a branch.

- Approved, May 3, 2001

Cleveland

North Valley Bank, Zanesville, Ohio -- to merge with Malta National Bank, Malta, and thereby establish branches.

- Approved, May 1, 2001

Minneapolis

Pioneer Bank, Mapleton, Minnesota -- to merge with Citizens State Bank of St. James, St. James, and thereby establish a branch at 123 Armstrong Boulevard South.

- Approved, May 3, 2001

Minneapolis

Security State Bank of Edgeley, Edgeley, North Dakota -- to merge with Kulm State Bank, Kulm, and thereby establish branches in Kulm and Fredonia.

- Approved, May 2, 2001

Minneapolis

Valley Bank of Helena, Helena, Montana -- to purchase certain assets and assume certain liabilities of three Helena branches and one East Helena branch of Western Security Bank, Missoula, a federal savings bank; and thereby establish branches at 321 Fuller Avenue, Helena, 3171 North Montana Avenue, and 101 Lane Avenue, East Helena.

- Approved, May 4, 2001

Banks, Nonmember, And Miscellaneous Institutions

Kansas City

Farm Credit Services of East Central Oklahoma, Broken Arrow, Oklahoma -- registration under Regulation U.

- Approved, May 2, 2001

Banks, State Member

Atlanta

Bank of Murfreesboro, Murfreesboro, Tennessee -- to exercise trust powers.
- Approved, May 4, 2001

Change In Bank Control

Dallas

Fannin Bancorp, Inc., Employee Stock Ownership Plan and Trust, Windom, Texas -- change in bank control.
- Permitted, April 30, 2001

Chicago

Van Buren Bancorporation, Keosauqua, Iowa -- change in bank control.
- Permitted, April 30, 2001

Competitive Factors Reports

Atlanta

Citizens Bank of Philadelphia, Philadelphia, Mississippi -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of the Decatur and Forest branches of Union Planters Bank, N.A., Memphis, Tennessee.
- Submitted, May 2, 2001

Dallas

The Eden State Bank, Eden, Texas -- report on competitive factors of the proposed merger with The First State Bank of Rankin, Rankin.
- Submitted, May 4, 2001

Secretary

First National Bank of Phillips County, Helena, Arkansas -- report on competitive factors of the proposed acquisition of the West Helena, Arkansas, and Marvell branches of Union Planters Bank, National Association, Memphis, Tennessee.
- Submitted, May 2, 2001

Competitive Factors Reports

Kansas City

First National Bank, Goodland, Kansas -- report on competitive factors of the proposed purchase of assets and assumption of liabilities of the Colby and Oberlin branches of Commercial Federal Bank, a Federal Savings Bank, Omaha, Nebraska.
- Submitted, April 30, 2001

New York

Lakeland Bank, Newfoundland, New Jersey -- report on competitive factors of the proposed purchase of assets and assumption of liabilities of the National Bank of Sussex County, Branchville.
- Submitted, May 3, 2001

Kansas City

Security First Bank, Sidney, Nebraska -- report on competitive factors of the proposed acquisition of the Cody, Merriman, and Thedford branches of Community First National Bank, Fargo, North Dakota.
- Submitted, May 2, 2001

San Francisco

The Stockmen's Bank, Kingman, Arizona -- report on competitive factors of the proposed acquisition of eight Arizona branches of Community First National Bank, Fargo, North Dakota.
- Submitted, May 2, 2001

San Francisco

United Security Bank, Fresno, California -- report on competitive factors of the proposed merger with USB Merger Company.
- Submitted, May 2, 2001

Extensions Of Time

New York

Banco Popular North America, New York, New York -- extension to December 6, 2001, to establish a branch at 8500 Van Nuys Boulevard, Los Angeles, California.
- Granted, April 30, 2001

Extensions Of Time

Dallas

Bryan Family Management Trust, Bryan, Texas, and Bryan Heritage Limited Partnership -- extension to July 9, 2001, to acquire The First National Bank of Bryan.
- Granted, May 1, 2001

Kansas City

Farmers State Bank of Fort Morgan, Fort Morgan, Colorado -- extension to June 5, 2002, to increase its ownership in FSB Bancorporation of Fort Morgan.
- Granted, May 1, 2001

San Francisco

Sierra Bancorp, Porterville, California -- extension to August 2, 2001, to acquire Bank of the Sierra.
- Granted, May 2, 2001

International Operations

Director, BS&R

The Chase Manhattan Bank, New York, New York -- waiver of remainder of notification period to invest in Chase London Diversified Fund Ltd., Grand Cayman, Cayman Islands.
- Granted, April 30, 2001

Membership

Kansas City

American Heritage Bank, Sapulpa, Oklahoma -- to retain membership in the Federal Reserve System after conversion to a state-chartered institution.
- Approved, May 2, 2001

Richmond

Freedom Bank of Virginia, Vienna, Virginia -- membership in the Federal Reserve System.
- Approved, May 4, 2001

Chicago

Sand Ridge Bank, Highland, Indiana -- membership in the Federal Reserve System.
- Approved, May 2, 2001

District 1
Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, May 5, 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>
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, May 5, 2001

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Bayerische Hypo- und Vereinsbank Aktiengesellschaft, Munich, Germany, to establish additional branches at 622 Third Avenue and 245 Park Avenue, both in New York, New York.*	Newspaper – 05/14/2001
Representative Office	China Merchants Bank, Shenzhen, People’s Republic of China, to establish a representative office in New York, New York.	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)	First BanCorp, San Juan, Puerto, to acquire up to 8.73 percent of the voting shares of Southern Security Bank Corporation, Hollywood, Florida.	Newspaper - 05/06/2001 Fed Reg - 05/21/2001

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

Section VI – CRA examinations scheduled for Third Quarter of 2001

<i>Institution</i>	<i>Location</i>
Chase Manhattan Bank	270 Park Avenue, New York, New York 10017

District 3

Federal Reserve Bank of Philadelphia

Applications and notifications filed during the week ending Saturday, May 5, 2001

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18(c)	First National Bank of Herminie, Herminie, PA, to merge with and into Promistar Bank, Johnstown, PA.	06/04/2001

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)(3) & 3(a)(5)	FNH Corporation, Herminie, PA, to merge with and into Promistar Financial Corporation, Johnstown, PA.	Newspaper: 06/04/2001 Fed. Reg.: 06/04/2001

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.

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 4

Federal Reserve Bank of Cleveland

Applications and notifications filed during the week ending Saturday, May 5, 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>
None		

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
189129	The Commercial and Savings Bank Millersburg, Ohio 44654	02/20/2001	04/30/2001	S	X	

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, May 5, 2001

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	First Virginia Bank-Hampton Roads, Norfolk, Virginia, to establish a branch on the northeast corner of 21 st Street and Colonial Avenue, Norfolk, Virginia.*	Newspaper - 05/21/2001
Branch	The Fauquier Bank, Warrenton, Virginia, to establish a branch at 9073 Center Street, Manassas, Virginia.*	Newspaper - 05/25/2001

*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>
3(a)(5)	BB&T Corporation, Winston-Salem, North Carolina, to merge with F&M National Corporation, Winchester, Virginia.	Fed Reg - 06/01/2001 Newspaper - 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:

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, May 5, 2001

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Red River Bank, Alexandria, Louisiana, to establish a branch located at 4425 Monroe Highway, Pineville, Louisiana.	05/11/2001*
Branch	AmSouth Bank, Birmingham, Alabama, to establish a branch located at 1420 U.S. Highway 431, Anniston, Alabama.	05/17/2001*
Branch	AmSouth Bank, Birmingham, Alabama, to establish a branch located at 12268 San Jose Boulevard, Jacksonville, Florida.	05/17/2001*

*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>
CIC	FCB Financial, Inc., Tampa, Florida, prior notification filed by Mr. Albert Salem, Jr., to acquire an additional 11.92 percent of the outstanding shares of FCB Financial, Inc., Tampa, Florida, and its subsidiary, First Commercial Bank of Tampa, Tampa, Florida. Total ownership will equal 21.68 percent.	N/Avail*
3(a)(5)	Hancock Holding Company, Gulfport, Mississippi, to merge with Lamar Capital Corporation, Purvis, Mississippi, and thereby acquire Lamar Bank, Purvis, Mississippi.	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>
OTHER FOREIGN	AmSouth Bank, Birmingham, Alabama, notice of intent to increase its investment in its wholly-owned agreement corporation, Cahaba International, Inc., Bermuda.
WAIVR	Community First Banking Company, Carrollton, Georgia, application waiver request for the proposed merger with First Deposit Bancshares, Inc., Douglasville, Georgia, and indirect acquisition of Douglas Federal Bank, FSB, Douglasville, Georgia.

Section V – Availability of CRA public evaluations

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

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

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

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

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

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

District 7

Federal Reserve Bank of Chicago

Applications and notifications filed during the week ending Saturday, May 5, 2001

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Merger & Branch	Central State Bank, Muscatine, Iowa, for prior approval to acquire the Muscatine, Iowa branch of Commercial Federal Bank, FSB, Omaha, Nebraska and thereby to establish a branch at 2400 Second Avenue, Muscatine, Iowa.*	Newspaper – N/Avail
Merger & Branch	Citizens First State Bank of Walnut, Walnut, Illinois, for prior approval to acquire the Wyanet, Illinois branch of Peoples National Bank of Kewanee, Kewanee, Illinois and thereby to establish a branch at 135 Main Street, Wyanet, Illinois.*	Newspaper – N/Avail
Merger & Branches	1st Source Bank, South Bend, Indiana, for prior approval to acquire the two branches of Old Kent Bank, Grand Rapids, Michigan and thereby to establish branches at 4009 Red Arrow Highway, St. Joseph, Michigan and 715 Ship Street, St. Joseph, Michigan.*	Newspaper – 5/04/2001
Merger & Branches	M&I Marshall & Ilsley Bank, Milwaukee, Wisconsin, for prior approval to purchase and assume the loans and deposits from Fifth Third Bank, Southwest F.S.B., Scottsdale, Arizona; Fifth Third Mortgage Company, Cincinnati, Ohio and Fifth Third Bancorp, Cincinnati, Ohio and thereby to establish 9 branches.*	Newspaper – N/Avail
Branch	Tri-County Bank, Brown City, Michigan, for prior approval to establish a branch at 2575 Van Dyke, Marlette, Michigan.*	Newspaper – 6/01/2001

* 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>
3(a)(1)	Advantage Bancorp, Woodbury, Minnesota, for prior approval to become a bank holding company through the acquisition of 100 percent of the voting shares of First Choice Bank (in organization), Geneva, Illinois.*	Fed Reg – 5/29/2001 Newspaper – N/Avail
3(a)(1)	Ameriana Bancorp, New Castle, Indiana, for prior approval to become a bank holding company through the acquisition of 100 percent of the voting shares of Ameriana Bank and Trust, SB, New Castle, Indiana (formerly known as Ameriana Bank & Trust of Indiana).*	Fed Reg – 5/14/2001 Newspaper – 5/14/2001

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)(5)	CIB Marine Bancshares, Inc., Pewaukee, Wisconsin, for prior approval to acquire 100 percent of the voting shares of Citrus Financial Services, Inc., Vero Beach, Florida and thereby indirectly acquire Citrus Bank, N.A., Vero Beach, Florida.*	Fed Reg – 5/29/2001 Newspaper – 5/25/2001
3(a)(1) & 4(c)(8)	First Indiana Corporation, Indianapolis, Indiana, for prior approval to become a bank holding company through the acquisition of 100 percent of the voting shares of First Indiana Bank, National Association (in organization), Indianapolis, Indiana; to engage in community development activities through its wholly-owned subsidiary, Pioneer Service Corporation; and in the following nonbanking activities through its wholly-owned subsidiary, Somerset Financial Services, LLC, Indianapolis, Indiana: financial and investment advisory activities; management consulting and counseling activities; real estate and personal property appraising related to extending of credit and data processing and to acquire 100 percent of the voting shares of First Indiana Bank, FSB, Indianapolis, Indiana.*	Fed Reg – 5/04/2001 Newspaper – 4/30/2001
3(a)(5)	First Merchants Corporation, Muncie, Indiana, for prior approval to acquire 100 percent of the voting shares of Francor Financial, Inc., Wabash, Indiana and thereby indirectly acquire Frances Slocum Bank and Trust Company, Wabash, Indiana.*	Fed Reg – 4/27/2001 Newspaper – 4/30/2001
3(a)(3)	Foresight Financial Group, Inc., Rockford, Illinois, for prior approval to acquire 100 percent of the voting shares of Lena Bancorp, Inc., Lena, Illinois and thereby indirectly acquire Lena State Bank, Lena, Illinois.*	Fed Reg – 5/11/2001 Newspaper – 5/10/2001
3(a)(3)	Heartland Bancorp, Inc., Bloomington, Illinois, for prior approval to acquire 100 percent of the voting shares of Chenoa Corporation, Chenoa, Illinois and thereby indirectly acquire Bank of Chenoa, Chenoa, Illinois.*	Fed Reg – 5/03/2001 Newspaper – 4/30/2001
3(a)(1)	Henry State Bancorp, Inc., Henry, Illinois, for prior approval to become a bank holding company through the acquisition of 100 percent of the voting shares of Henry State Bank, Henry, Illinois.*	Fed Reg – 5/29/2001 Newspaper – 5/26/2001
3(a)(1)	Hustisford Community Bancorp, Inc., Hustisford, Wisconsin, for prior approval to become a bank holding company through the acquisition of 100 percent of the voting shares of Hustisford State Bank, Hustisford, Wisconsin.*	Fed Reg – 5/29/2001 Newspaper – N/Avail
3(a)(3)	Mahaska Investment Company ESOP, Oskaloosa, Iowa, for prior approval to acquire an additional 30,000 shares, or 0.76% of the voting shares of Mahaska Investment Company, Oskaloosa, Iowa.*	Fed Reg – 5/10/2001 Newspaper – 5/11/2001
4(c)(8)	Republic Bancorp, Inc., Owosso, Michigan, notification of intent to acquire more than 5 percent of the voting shares of NetBank, Inc., Alpharetta, Georgia and thereby indirectly acquire NetBank, a federal savings bank, Alpharetta, Georgia and NetBank Partners, LLC, Alpharetta, Georgia, a nonbank subsidiary engaged in management consulting and counseling services.*	Fed Reg – 6/04/2001 Newspaper – 5/24/2001

* 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>
Membership	First Midwest Bank, N.A. (to be known as First Midwest Bank), Buffalo Grove, Illinois, for prior approval to become a member of the Federal Reserve Bank.
4(c)(8)	Marshall & Ilsley Corporation, Milwaukee, Wisconsin, notification of intent to acquire, indirectly through its subsidiary, Metavante Corporation, all of the assets of Derivion Corporation, Atlanta, Georgia, which is a leading provider of e-bill presentment and payment technology with operations in Atlanta, Georgia and Toronto, Canada and a sales office in London, England.
4(c)(8)	Northern Trust Corporation, Chicago, Illinois, notification of intent to acquire more than 5 percent of the outstanding voting securities of Hub Co., LLC, New York, New York.

Section V – Availability of CRA public evaluations

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

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

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

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

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

Institution

Location

None

District 8

Federal Reserve Bank of St. Louis

Applications and notifications filed during the week ending Saturday, May 5, 2001

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Notice by The Callaway Bank, Fulton, Missouri, to establish a branch at the Southwest corner of Broadfield and West Broadway, Columbia, Missouri.*	5/16/2001
Branch	Notice by the The Callaway Bank, Fulton, Missouri, to establish a mobile branch to operate in Boone and Callaway Counties, Missouri.*	5/16/2001

* 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>
CIC	Notice involving Citizens Bancshares of Eldon Missouri, Inc, Eldon, Missouri, by the D.R. Harrison L.L.L.P., Eldon, Missouri (Donnan R. And Jean E. Harrison general partners). (Previously submitted during the week ending April 28, 2001)	Newspaper – 5/17/2001 Fed Reg – 5/22/2001
3(a)(3)	Notice by Porter Bancorp, Inc., Shepherdsville, Kentucky, to acquire USAccess Holdings, Inc., Louisville, Kentucky (in organization). Companion notices by Porter Bancorp, Inc., USAccess Holdings, Inc. (in organization), and USAccess Bank, Inc. accompany this notice.*	Newspaper – N/Avail. Fed Reg – N/Avail.
3(a)(1)	Companion notice by USAccess Holdings, Inc., Louisville, Kentucky (in organization), to acquire USAccess Bank, Inc., Louisville, Kentucky. *	Newspaper – N/Avail. Fed Reg – N/Avail.
3(a)(1)	Companion notice by USAccess Bank, Louisville, Kentucky, to acquire Interim Henry County Bank, Inc., Pleasureville, Kentucky.*	Newspaper – N/Avail. Fed Reg – N/Avail.
3(a)(3)	Companion notice by USAccess Holdings, Inc., Louisville, Kentucky, to acquire Interim Henry County Bank, Inc., Pleasureville, Kentucky.*	Newspaper – N/Avail. Fed Reg – N/Avail.
3(a)(3)	Companion notice by Porter Bancorp, Inc., Shepherdsville, Kentucky, to acquire Interim Henry County Bank, Inc., Pleasureville, Kentucky.*	Newspaper – N/Avail. Fed Reg – N/Avail.

* Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
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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SN = Substantial noncompliance

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

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

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

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

District 9

Federal Reserve Bank of Minneapolis

Applications and notifications filed during the week ending Saturday, May 5, 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>
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.

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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 10

Federal Reserve Bank of Kansas City

Applications and notifications filed during the week ending Saturday, May 5, 2001

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Sylvan State Bank, Sylvan Grove, Kansas, for prior approval to relocate its main office, at 1 st and Main, Sylvan Grove, Kansas, to its branch at 11120 West 135 th Street, Overland Park, Kansas and have the Sylvan Grove office become a branch.	Newspaper – 05/15/2001
18(c)	Gold Bank, Leawood, Kansas, for prior approval to purchase the assets of and assume liabilities to pay deposits made in the North American Savings, F.S.B., Leawood, Kansas branch, Leawood, Kansas.	Newspaper – 05/20/2001

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)	Sulphur Holdings, Inc., Sulphur, Oklahoma, for prior approval to become a bank holding company through the acquisition of 100 percent of the voting shares of Sulphur Community Bancshares, Inc., Sulphur, Oklahoma, and thereby indirectly acquire Sulphur Community Bank, Sulphur, Oklahoma.	Newspaper – 05/25/2001 Fed Reg – N/Available
3(a)(1)	FlatIrons Bank Holding Company, Loveland, Colorado, for prior approval to become a bank holding company through the acquisition of 100 percent of the voting shares of FlatIrons Bank, Boulder, Colorado, a de novo bank.	Newspaper – N/Available Fed Reg – N/Available
3(a)(3)	Commerce Financial Corporation ESOP, Topeka, Kansas, for prior approval, for a period of three years from date of approval, to acquire up to 35 percent of the voting shares of Commerce Financial Corporation, and indirect ownership of its subsidiary bank, Commerce Bank & Trust, both of Topeka, Kansas.	Newspaper – 05/20/2001 Fed Reg – 05/29/2001

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>
Member	First National Bank & Trust Company of Clinton, Clinton, Oklahoma, for prior approval to become a member of 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.

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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	

District 11

Federal Reserve Bank of Dallas

Applications and notifications filed during the week ending Saturday, May 5, 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)	First National Bancshares of Huntsville, Inc., Huntsville, TX, and Huntsville Delaware Holdings, Inc., Wilmington, DE, to acquire First National Bank of Huntsville, Huntsville, TX*	Fed Reg – 06/01/2001 Newspaper – N/Avail
3(a)(1)	Huntsville Delaware Holdings, Inc., Wilmington, DE, to acquire First National Bank of Huntsville, Huntsville, TX*	Fed Reg – 06/01/2001 Newspaper – N/Avail
3(a)(3)	GNB Bancshares, Inc., Gainesville, TX, and Guaranty National Bancshares, Inc., Wilmington, DE, to acquire First Bank and Trust, Ennis, TX (de novo)*	Fed Reg – 06/01/2001 Newspaper – N/Avail
3(a)(3)	Quinlan Bancshares, Inc., Quinlan, TX, to acquire Lone Oak Financial Corporation, Lone Oak, TX, and Lone Oak State Bank, Lone Oak, TX*	Fed Reg – 05/21/2001 Newspaper – 05/20/2001

*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>
25	Texas Capital Bank, N.A., Dallas, TX, to establish an offshore branch in the Cayman Islands
Member	First Bank & Trust, Ennis, TX (de novo), to become a member of the Federal Reserve System

Section V – Availability of CRA public evaluations

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					<i>LrgBk</i>	<i>SmBk</i>
701857	Crowell State Bank 100 East Commerce Crowell, Texas 79227-0848	02/12/2001	05/05/2001	S		X

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, May 5, 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)	The Bank of East Asia, Limited, Hong Kong, and East Asia Holding Company, Inc., New York, New York, to become bank holding companies by acquiring 100 percent of Grand National Bank, Alhambra, California.*	Fed Reg - 06/01/2001 Newspaper - 05/26/2001

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

Section V – Availability of CRA public evaluations

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					<i>LrgBk</i>	<i>SmBk</i>
231961	Bank of Santa Clara 1995 El Camino Real Santa Clara, California 95050-4067 (408) 987-9403	12/04/2000	5/4/2001	S	X	

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

Section VI – CRA examinations scheduled for Quarter of

Institution *Location*

None
