Federal Reserve Release



H.2

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

No. 32
Week Ending August 11, 2001

First Western Bancorp, Inc., Huron, South Dakota -- to acquire shares of American Bank Shares, Inc., Rapid City, and thereby acquire American State Bank of Rapid City.

- Approved, August 8, 2001

Banks, Foreign

Banco de Credito del Peru, Lima, Peru -- to establish an agency in Miami, Florida.

- Approved, August 8, 2001

Regulations And Policies

Regulation H -- final amendments to permit state member banks to own financial subsidiaries under the Gramm-Leach-Bliley Act (Docket No. R-1064).

- Approved, August 8, 2001

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

Bank Branches, Domestic

Richmond

Albemarle First Bank, Charlottesville, Virginia -- to establish a branch at 100 5th Street, SE.

- Approved, August 6, 2001

Atlanta

AuburnBank, Auburn, Alabama -- to establish a branch at 950 Auburn Road, Notasulga.

- Approved, August 8, 2001

San Francisco

Farmers & Merchants Bank of Central California, Lodi, California -- to establish a branch at 205 Lincoln Center, Stockton.

- Approved, August 6, 2001

Bank Holding Companies

Atlanta

The 2000 Williams Investment Company, LLC, Atlanta, Georgia, and Trust B Created Under Item V of the Last Will and Testament of John Rufus Williams -- to become bank holding companies through the acquisition of FNB Newton Bankshares, Inc., Covington, and First Nation Bank.

- Approved, August 9, 2001

Secretary

Centennial Bank Holdings, Inc., Eaton, Colorado -- waiver of application in connection with the formation of Farmers Bank, Ault.

- Granted, August 10, 2001

Philadelphia

Chester Valley Bancorp, Inc., Downingtown, Pennsylvania -- to form a bank holding company through the acquisition of First Financial Bank, and election to become a financial holding company.

- Approved, August 3, 2001 (AC)

Minneapolis

Citizens State Bancorporation, Grafton, North Dakota -- to merge with Ideal Bancshares, Inc., West Fargo, and Walhalla Bank Holding Company, Walhalla.

- Approved, August 7, 2001

Kansas City

Community Banks of Southern Colorado, Rocky Ford, Colorado -- to purchase certain assets and assume certain liabilities of First National Bank in Walsenburg, Walsenburg.

- Approved, August 7, 2001

Boston

Danvers Bancorp, Inc., Danvers, Massachusetts -- to acquire Revere, MHC, Revere; RFS Bancorp; and Revere Federal Savings Bank.

- Approved, August 6, 2001

Minneapolis

Douglas County Bancshares, Inc., Alexandria, Minnesota -- to become a bank holding company through the acquisition of Neighborhood National Bank, a de novo bank.

- Approved, August 8, 2001

Secretary

Farmers Bank Holding Company, Ault, Colorado -- to become a bank holding company through the acquisition of Farmers Bank, a de novo bank (new Farmers Bank); for the new Farmers Bank to purchase certain assets and assume certain liabilities of the existing Farmers Bank; and for new Farmers Bank to become a member of the Federal Reserve System.

- Approved, August 10, 2001

Atlanta

Georgia Bancshares, Inc., Fayetteville, Georgia -- commitment waiver request.

- Granted, August 10, 2001

St. Louis

Gideon Bancshares Company, Dexter, Missouri -- to continue to provide securities brokerage activities to customers of its subsidiary banks.

- Approved, August 10, 2001

Chicago

Hasten Bancshares, Indianapolis, Indiana -- to acquire shares of Harrington Financial Group, Inc., Overland Park, Kansas, and thereby acquire Harrington Bank, FSB, Richmond, Indiana.

- Approved, August 8, 2001

Atlanta

Madison Bancshares, Inc., Palm Harbor, Florida -- to become a bank holding company through the acquisition of Madison Bank.

- Approved, August 8, 2001

Director, BS&R

Mille Lacs Bancorporation, Inc., Onamia, Minnesota, and Woodlands National Bank, Hinckley -- relief from certain commitments.

- Granted, August 10, 2001

Chicago

Quad City Holdings, Inc., Moline, Illinois -- to acquire Cedar Rapids Bank and Trust Company, Cedar Rapids, Iowa, a de novo bank, and for Cedar Rapids Bank and Trust Company to acquire the Cedar Rapids branch of Quad City Bank and Trust Company, Bettendorf, and to become a member of the Federal Reserve System.

- Approved, August 8, 2001

Atlanta

Sweetwater Financial Group, Inc., Powder Springs, Georgia -- to become a bank holding company through the acquisition of Georgian Bank, a de novo bank.

- Reported in error as withdrawn, July 27, 2001 (AC)

San Francisco

Trafalgar Holdings, LLC, Vancouver, Washington -- to become a bank holding company through the acquisition of shares of Regents Bancshares, Inc., and for Regents Bancshares to become a bank holding company through the acquisition of Regents Bank, N.A., La Jolla, California, a de novo bank.

- Approved, August 6, 2001

San Francisco

YNB Financial Corp., Yakima, Washington -- to become a bank holding company through the acquisition of Yakima National Bank.

- Approved, August 6, 2001

Banks, Foreign

New York

Banca Intesa, S.p.A., Milan, Italy -- to establish branches in New York, New York, and Chicago, Illinois, and an agency in Los Angeles, California.

- Approved, April 30, 2001 (AC)

New York

Bayerische Hypo- und Vereinsbank, AG, Munich, Germany -- to establish branches at 622 Third Avenue and 245 Park Avenue, both in New York, New York.

- Approved, June 4, 2001 (AC)

Director, BS&R

DePfa Bank AG, Wiesbaden, Germany -- to establish a representative office in New York, New York.

- Approved, August 9, 2001

San Francisco

Grand Commercial Bank, Taipei, Taiwan -- to establish a wholesale branch in the City of Industry, California.

- Withdrawn, August 10, 2001

Change In Bank Control

St. Louis

Bancshares of Gleason, Inc., Gleason, Tennessee -- change in bank control.

- Permitted, August 9, 2001

Dallas

Crosby Bancshares, Inc., Crosby, Texas -- change in bank control.

- Permitted, August 10, 2001

Change In Bank Control

Secretary

Farmers Bank, Ault, Colorado -- change in bank control of a de novo bank.

- Permitted, August 10, 2001

St. Louis

Village Bancshares, Inc., Springfield, Missouri -- change in bank control.

- Permitted, August 9, 2001

Kansas City

Wheeler County Bancshares, Inc., Ericson, Nebraska -- change in bank control.

- Permitted, August 8, 2001

Philadelphia

Yardville National Bancorp, Mercerville, New Jersey -- change in bank control.

- Permitted, August 7, 2001

Competitive Factors Reports

San Francisco

Bank of Granada Hills, Granada Hills, California -- report on competitive factors of the proposed acquisition of the Burbank branch of First Coastal Bank, N.A., El Segundo.

- Submitted, August 9, 2001

Chicago

Bank One, National Association, Chicago, Illinois -- report on competitive factors of the proposed merger with Bank One, Arizona, National Association, Phoenix, Arizona, and Bank One, Utah, National Association, Salt Lake City, Utah.

- Submitted, August 7, 2001

Chicago

BankFinancial, FSB, Olympia Fields, Illinois -- report on competitive factors of the proposed merger with Success National Bank, Lincolnshire.

- Submitted, August 7, 2001

Competitive Factors Reports

Dallas

Citizens National Bank, Henderson, Texas -- report on competitive factors of the proposed acquisition of the Longview and White Oak branches of Jefferson Heritage Bank, Denton.

- Submitted, August 10, 2001

Philadelphia

Crest Savings Bank, Wildwood, New Jersey -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of the Villas branch of Sun National Bank, Vineland.

- Submitted, August 7, 2001

Philadelphia

CSB Bank, Curwensville, Pennsylvania -- report on competitive factors of the proposed purchase of assets and assumption of liabilities of the Coalport branch of AmeriServ Financial Bank, Johnstown.

- Submitted, August 7, 2001

Chicago

First National Bank & Trust, Kokomo, Indiana -- report on competitive factors of the proposed merger with Harrington Bank, FSB, Richmond.

- Submitted, August 9, 2001

Dallas

Jacksonville Savings Bank, SSB, Jacksonville, Texas -- report on competitive factors of the proposed acquisition of the Carthage branch of Jefferson Heritage Bank, Denton.

- Submitted, August 10, 2001

Philadelphia

Mauch Chunk Trust Company, Jim Thorpe, Pennsylvania -- report on competitive factors of the proposed merger with Mauch Chunk Interim Trust Company.

- Submitted, August 9, 2001

Extensions Of Time

Richmond

Capital One Bank, Glen Allen, Virginia -- extension to August 16, 2002, to make an equity investment in its subsidiary, Capital One Bank (Europe) plc, London, England.

- Granted, August 10, 2001

Atlanta

Employee Stock Ownership Trust of People's Bank and Trust Company of Pickett County, Byrdstown, Tennessee -- extension to October 29, 2001, to acquire shares of Upper Cumberland Bancshares, Inc.

- Granted, August 8, 2001

Minneapolis

First State Bank of Warner, Warner, South Dakota -- extension to December 13, 2001, to establish a branch at 3401 6th Avenue SE, Aberdeen.

- Granted, August 6, 2001

St. Louis

Great Southern Bancorp, Inc., Springfield, Missouri -- extension to February 26, 2002, to increase its interest in Guaranty Federal Bancshares, Inc., and Guaranty Federal Savings Bank.

- Granted, August 10, 2001

Financial Holding Companies

Atlanta

Community Financial Services, Inc., Atlanta, Georgia -- election to become a financial holding company.

- Effective, August 7, 2001

Atlanta

Florida Community Bankshares, Inc., Ocala, Florida -- election to become a financial holding company.

- Effective, August 7, 2001

Minneapolis

S&C Banco, Inc., New Richmond, Wisconsin -- election to become a financial holding company.

- Effective, August 6, 2001

Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, August 11, 2001

Section I – Applications subject to newspaper notice only

Туре	Application	Ending date of comment period
None		

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

Туре	Application	Ending date of comment period
3(a)(3)/3(a)(5)/ 4(c)(8)	Banknorth Group, Inc., Portland, Maine - application to merge with Andover Bancorp, Inc., Andover, Massachusetts and thereby acquire its banking subsidiaries. Banknorth has also filed a notification to acquire 15% of Gloucester Investment Corp. in connection with the proposed merger	Newspaper - 09/04/2001 Fed Reg - 09/07/2001
3(a)(1)	Southern Connecticut Bancorp, Inc., New Haven, Connecticut - application to become a bank holding company through the acquisition of 100 percent of the capital stock of The Bank of Southern Connecticut (in organization), New Haven, Connecticut	Newspaper - 09/10/2001 Fed Reg - 09/10/2001

Section III – Applications subject to Federal Register notice only

Туре	Application	Ending date of comment period
None		

Туре	Application	
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**

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

Section	on VI – CRA examinations scheduled for	Quarter of
Institu	ution	Location
None		

Federal Reserve Bank of New York

Applications and notifications filed during the week ending Saturday, August 11, 2001

Section I – Applications subject to newspaper notice only

Туре	Application	Ending date of comment period
Representative Office	Banca Comerciala Romana S.A., Bucharest, Romania, to establish a representative office in New York, New York.*	Newspaper – N/Avail
Branch	NCF Bank Plc (formerly known as Nordea Companies Finland (NCF) Plc formerly known as MeritaNordbanken Plc), to establish a state-licensed branch at 437 Madison Avenue, New York, New York.*	Newspaper – N/Avail
Branch	The Chase Manhattan Bank, New York, New York, to open and occupy a <i>de novo</i> branch office at 345 Park Avenue, New York, New York.*	Newspaper – 09/07/2001
18(c)	HSBC Bank USA, Buffalo, New York, to assume part of the liabilities of CIBC National Bank, Maitland, Florida.*	Newspaper – N/Avail

^{*} Subject to the provisions of the Community Reinvestment Act

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

Туре	Application	Ending date of comment period
CC	Mr. Young In Chung, Warren, New Jersey, to acquire greater than 15 percent of outstanding shares of BNB Financial Services Corporation, New York, New York.*	Newspaper – N/Avail Fed Reg – 08/29/2001
3(a)(3)	Citigroup Holding Company, Wilmington, Delaware, Citigroup Inc. and Citicorp, both of New York, New York, to acquire all of the outstanding shares of Hurley State Bank, Sioux Falls, South Dakota *	Newspaper – N/Avail Fed Reg – 09/04/2001

^{*} Subject to the provisions of the Community Reinvestment Act

Section III - Applications subject to Federal Register notice only

Туре	Application	Ending date of comment period
4(c)(8)	Popular, Inc., Popular International Bank Inc., both of San Juan, Puerto Rico, and Popular North America Inc., Mount Laurel, New Jersey, to purchase, through their subsidiary, Equity One, Inc., Mount Laurel, New Jersey, certain assets of Money Line Mortgage, Inc., Englewood, Colorado, and thereby engage in extending credit and servicing loans.	Fed Reg – 08/29/2001

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

Туре	Application		
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**

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

Section VI – CRA examinations scheduled for Qua

Institution	Location
None	

Federal Reserve Bank of Philadelphia

Applications and notifications filed during the week ending Saturday, August 11, 2001

Section I – Applications subject to newspaper notice only

Туре	Application	Ending date of comment period
Branch	Ameriserv Financial Bank, Johnstown, PA, to establish a branch office at 5 Gateway Center, Pittsburgh, PA	08/22/2001

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

Туре	Application	Ending date of comment period
None		

Section III – Applications subject to Federal Register notice only

Туре	Application	Ending date of comment period
None		

Туре	Application	
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**

RSSD		Examination	CRA	CRA	Exam type
number	Institution/Location	date	public date	rating	LrgBk SmBk
None					_

Section VI – CRA exa	minations scheduled for	Quarter of	
Institution	Lo	cation	
None			

Federal Reserve Bank of Cleveland

Applications and notifications filed during the week ending Saturday, August 11, 2001

Section I – Applications subject to newspaper notice only

Туре	Application	Ending date of comment period
None		

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

Туре	Application	Ending date of comment period
None		

Section III – Applications subject to Federal Register notice only

Туре	Application	Ending date of comment period
None		

Туре	Application
25A	Received prior notice from PNC Bank, National Association, Pittsburgh, PA on 08/07/2001 of its intent to make two US \$20 million investments in offshore mutual funds through an Edge subsidiary, BlackRock Overseas Investment Corporation.

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**

RSSD		Examination	CRA	CRA	Exam type
number	Institution/Location	date	public date	rating	LrgBk SmBk
None					_

Section VI – CRA exa	minations scheduled for	Quarter of	
Institution	Lo	cation	
None			

Federal Reserve Bank of Richmond

Applications and notifications filed during the week ending Saturday, August 11, 2001

Section I – Applications subject to newspaper notice only

Туре	Application	Ending date of comment period
18(c)	First Virginia Bank-Colonial, Richmond, Virginia, to merge with First Colonial Bank, Hopewell, Virginia.*	Newspaper - 09/05/2001

^{*}Subject to the provisions of the Community Reinvestment Act.

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

Туре	Application	Ending date of comment period
None		

Section III - Applications subject to Federal Register notice only

Туре	Application	Ending date of comment period
None		

Туре	Application		
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**

RSSD		Examination	CRA	CRA	Exam type
number	Institution/Location	date	public date	rating	LrgBk SmBk
858528	*The Bank of Marion 102 West Main Street Marion, Virginia 24354-2599	05/21/2001	07/29/2001	S	X
256722	Allfirst Bank 25 South Charles Street Baltimore, Maryland 21201-3330	01/29/2001	07/09/2001	S	X

^{*}Inadvertently omitted from bulletin for week ending August 4, 2001.

Section VI – CRA examinations schedule	d for Quarter of	
Institution	Location	
None		

Federal Reserve Bank of Atlanta

Applications and notifications filed during the week ending Saturday, August 11, 2001

Section I – Applications subject to newspaper notice only

Туре	Application	Ending date of comment period
18(c)	Riverside Bank of the Gulf Coast, Cape Coral, Florida, to acquire certain assets and assume certain liabilities of BankAtlantic, Fort Lauderdale, Florida.	09/03/2001*

^{*}Subject to provisions of the Community Reinvestment Act

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

Туре	Application	Ending date of comment period
3(a)(5)	F.N.B. Corporation, Naples, Florida, to merge with Promistar Financial Corporation, and thereby acquire Promistar Bank, both of Johnstown, Pennsylvania.	Fed Reg – 09/07/2001*
3(a)(5)	United Community Banks, Inc., Blairsville, Georgia, to merge Newspaper – with Peoples Bancorp, Inc., and thereby acquire Peoples Bank of 09/15/2001* West Georgia, both of Carrollton, Georgia.	

Section III – Applications subject to Federal Register notice only

Туре	Application	Ending date of comment period
None		

Туре	Application
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**

RSSD		Examination	CRA	CRA	Exam type
number	Institution/Location	date	public date	rating	LrgBk SmBk
None					_

Section VI – CRA exa	minations scheduled for	Quarter of	
Institution	Lo	cation	
None			

Federal Reserve Bank of Chicago

Applications and notifications filed during the week ending Saturday, August 11, 2001

Section I – Applications subject to newspaper notice only

Туре	Application	Ending date of comment period
Branch	Citizens Bank, Flint, Michigan, for prior approval to establish a branch at 2285 Cedar Street, Holt, Michigan.*	Newspaper – 8/31/2001
18(c) & Branches	First Farmers Bank & Trust Company, Converse, Indiana, for prior approval to acquire the Greentown, Logansport, Peru, Roann and Wabash offices of Lake City Bank, Warsaw, Indiana and thereby to establish branches at 520 W. Main Street, Greentown, Indiana, 3910 E. Market Street, Logansport, Indiana, 2 N. Broadway, Peru, Indiana, 110 Chippewa Street, Roann, Indiana and 1004 N. Cass Street, Wabash, Indiana.*	Newspaper – N/Avail
18(c) & Branches	M&I Marshall & Ilsley Bank, Milwaukee, Wisconsin, for prior approval to merge with National City Bank of Minneapolis, Minneapolis, Minnesota and thereby to establish branches at 651 Nicollet Mall, Minneapolis, Minnesota and 3905 West 69th Street, Edina, Minnesota.*	Newspaper – N/Avail

^{*} Subject to the provisions of the Community Reinvestment Act

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

Туре	Application	Ending date of comment period
3(a)(1	Bank Iowa Holding Company, Clarinda, Iowa, for prior approval to become a bank holding company through the acquisition of 100 percent of the voting shares of Farmers State Bank, Schleswig, Iowa.*	Fed Reg – 8/27/2001 Newspaper – 9/01/2001
4(c)(8)	Chemical Financial Corporation, Midland, Michigan, for prior approval to acquire 100 percent of the voting shares of Bank West Financial Corporation, Grand Rapids, Michigan and thereby indirectly acquire Bank West, Grand Rapids, Michigan and to acquire 100 percent of the voting shares of Sunrise Mortgage Company, Grand Rapids, Michigan (a wholly-owned subsidiary of Bank West), and thereby to engage in extending credit and servicing loans.	Fed Reg – 8/17/2001 Newspaper – 8/19/2001

 $Section \ II-Applications \ subject \ to \ both \ newspaper \ and \ Federal \ Register \ notice$

Туре	Application	Ending date of comment period
3(a)(5)	First Financial Corporation, Terre Haute, Indiana, for prior approval to acquire 100 percent of the voting shares of Community Financial Corp., Olney, Illinois and thereby indirectly acquire Community Bank and Trust, N.A., Olney, Illinois.*	Fed Reg – 8/10/2001 Newspaper – 8/02/2001
3(a)(3)	Grant County State Bancshares, Inc. Employees Stock Ownership Plan, Swayzee, Indiana, for prior approval to acquire an additional 1,300 shares (1.97 percent), for a total ownership of 21,113 shares (31.99 percent) of the voting shares of Grant County State Bancshares, Inc., Swayzee, Indiana and thereby indirectly acquire Grant County State Bank, Swayzee, Indiana.*	Fed Reg – 8/24/2001 Newspaper – 8/13/2001
3(a)(3)	Kerndt Bank Services, Inc., Lansing, Iowa, for prior approval to acquire 100 percent of the voting shares of Westmont Corporation, West Union, Iowa, and thereby indirectly acquire Farmers Savings Bank, West Union, Iowa.*	Fed Reg – 8/27/2001 Newspaper – N/Avail
CC	Notification by Charles Weldon Morrison of a Change in Control of Lamoine Bancorp, Inc., La Harpe, Illinois.	Fed Reg – 7/24/2001 Newspaper – N/Avail
3(a)(1)	MB-MidCity, Inc., Chicago, Illinois, for prior approval to become a bank holding company through the acquisition of 100 percent of the voting shares of MB Financial, Inc., Chicago, Illinois and Manufacturers National Corporation, Chicago, Illinois and thereby indirectly acquire Manufacturers Bank, Chicago, Illinois; 100 percent of the voting shares of MidCity Financial Corporation, Chicago, Illinois and thereby indirectly acquire First National Bank of Elmhurst, Elmhurst, Illinois, Mid-City National Bank of Chicago, Chicago, Illinois, First National Bank of Morton Grove, Morton Grove, Illinois and Union Bank and Trust Company, Oklahoma City, Oklahoma and 100 percent of the voting shares of Abrams Centre Bancshares, Inc., Dallas, Texas and thereby indirectly acquire Abrams Centre National Bank, Dallas, Texas.*	Fed Reg – 8/10/2001 Newspaper – 8/11/2001
3(a)(3)	Mid-Iowa Bancshares Co., Algona, Iowa, for prior approval to acquire in excess of 5% but not to exceed 10% of Horizon Bank (in organization), Encino, California.*	Fed Reg – N/Avail Newspaper – N/Avail
3(a)(3)	Oswego Community Bank Employee Stock Ownership Plan, Oswego, Illinois, for prior approval to acquire an additional 19.69 percent, for a total of 47 percent, of the voting shares of Oswego Bancshares, Inc., Oswego, Illinois and thereby indirectly acquire Oswego Community Bank, Oswego, Illinois.*	Fed Reg – 9/04/2001 Newspaper – N/Avail
3(a)(3)	Panhandle Aviation, Inc., Clarinda, Iowa, for prior approval to acquire 100 percent of the voting shares of Bank Iowa Holding Company, Clarinda, Iowa, and thereby indirectly acquire Farmers State Bank, Schleswig, Iowa.*	Fed Reg – 8/27/2001 Newspaper – 9/01/2001

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

Туре	Application	Ending date of comment period
3(a)(1)	Piper Holdings, Inc., Covington, Indiana, for prior approval to become a bank holding company through the acquisition of 100 percent of the voting shares of The Fountain Trust Company, Covington, Indiana.*	Fed Reg – 7/30/2001 Newspaper – 8/10/2001
3(a)(3)	River Valley Bancorp, Inc., Eldridge, Iowa, for prior approval to acquire 80.95 percent of the voting shares of Southeast Security Bank, Mediapolis, Iowa.*	•
CC	Notification by John G. Rosholt, of a Change in Control of Rosholt Bancorporation, Inc., Rosholt, Wisconsin.	Fed Reg – 8/27/2001 Newspaper – N/Avail
3(a)(1)	WB Bancshares, Inc., Bloomington, Wisconsin, for prior approval to become a bank holding company through the acquisition of 100 percent of the voting shares of Woodhouse and Bartley Bank, Bloomington, Wisconsin.*	Fed Reg – 9/10/2001 Newspaper – N/Avail

^{*} Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

Туре	Application	Ending date of comment period
4(c)(8)	MB-MidCity, Inc., Chicago, Illinois, for prior approval to acquire 60 percent of the voting shares of Summit MFR Leasing LLC, Cincinnati, Ohio and Sentry Lease Equity Pool 2000-1, LLC, Salt Lake City, Utah and thereby engage in leasing personal or real property.	Fed Reg – 8/10/2001

Туре	Application
4(c)(8)	Jones Bancorp, Inc., Marcellus, Michigan, notification of intent to engage de novo in brokering real estate mortgage loans for third parties.

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.

RSSD		Examination	CRA	CRA	Exam type
number	Institution/Location	date	public date	rating	LrgBk SmBk
None					_

Section VI - CRA examinations scheduled for Fourth Quarter of 2001

Institution	Location
ILLINOIS	
The Farmers State Bank of Western Illinois	Alpha, Illinois
Bloomingdale Bank and Trust	Bloomingdale, Ilinois
Camp Grove State Bank	Camp Grove, Illinois
Hartsubrg State Bank	Hartsburg, Illinois
LaSalle State Bank	LaSalle, Illinois
United Community Bank of Lisle	Lisle, Illinois
Lakeland Community Bank	Round Lake Heights, Illinois
Villa Park Trust & Savings Bank	Villa Park, Illinois

Section VI - CRA examinations scheduled for Fourth Quarter of 2001

Institution	Location		
INDIANA			
The Farmers State Bank	Brookston, Indiana		
First Farmers Bank & Trust	Converse, Indiana		
The Garrett State Bank	Garrett, Indiana		
IOWA			
First American Bank	Fort Dodge, Iowa		
Bank Iowa	Red Oak, Iowa		
Titonka Savings Bank	Titonka, Iowa		
Ute State Bank	Ute, Iowa		
MICHIGAN			
Byron Center State Bank	Byron Center, Michigan		
WISCONSIN			
The Farmers and Merchants Bank	Berlin, Wisconsin		
Community First Bank	Boscobel, Wisconsin		

The inclusion on the list of institutions that are scheduled to undergo CRA examinations in the next calendar quarter is not determinative of whether the institution will be examined in that quarter. Reserve Banks may need to defer a planned examination or conduct an unforeseen examination because of scheduling difficulties or other circumstances.

Federal Reserve Bank of St. Louis

Applications and notifications filed during the week ending Saturday, August 11, 2001

Section I – Applications subject to newspaper notice only

Туре	Application	Ending date of comment period
Branch	Notice by Midwest BankCentre, St. Louis, Missouri, to establish a limited service branch at 14901 North Outer Forty Road, Chesterfield, Missouri.*	8/15/2001

^{*} Subject to the provisions of the Community Reinvestment Act

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

Туре	Application	Ending date of comment period
3(a)(3)	Notice by First Banks, Inc., St. Louis, Missouri, to acquire 100 percent of BYL Bancorp, Orange, California.*	Newspaper – 9/6/2001 Fed Reg - 9/10/2001
3(a)(3)	Companion notice by First Banks America, Inc., St. Louis, Missouri, to acquire 100 percent of BYL Bancorp, Orange, California.*	Newspaper – 9/6/2001 Fed Reg - 9/10/2001

^{*} Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

Туре	Application	Ending date of comment period
None		

Туре	Application	
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**

RSSD number	Institution/Location	Examination date	CRA public date	CRA rating	Exam type LrgBk SmBk
634245	Union Bank of Illinois, Swansea, Illinois	4/2/2001	8/7/2001	S	X

Section VI – CRA examinations scheduled for	Quarter of
Institution	Location
None	

Federal Reserve Bank of Minneapolis

Applications and notifications filed during the week ending Saturday, August 11, 2001

Section I – Applications subject to newspaper notice only

Туре	Application	Ending date of comment period
None		

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

Туре	Application	Ending date of comment period
3(a)(5)	Citizens Bank Holding Company, Finley, North Dakota, for prior approval to merge with First Sharon Holding Company, Inc., Aneta, North Dakota.*	Fed. Reg. – N/Avail. Newspaper – N/Avail.
CIC	Davis Bancshares Limited Partnership to acquire control of Belle Fourche Bancshares, Inc., Belle Fourche, South Dakota.	Fed. Reg. – 08/27/2001 Newspaper – 07/10/2001
CIC	Karlton Adam to acquire control of Blunt Bank Holding Company, Blunt, South Dakota.	Fed. Reg. – 08/28/2001 Newspaper – N/Avail.

^{*}Subject to the provisions of the Community Reinvestment Act.

Section III - Applications subject to Federal Register notice only

Туре	Application	Ending date of comment period
None		

Туре	Application	
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**

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

Section VI – CRA exa	minations scheduled for	Quarter of	
Institution	Lo	cation	
None			

Federal Reserve Bank of Kansas City

Applications and notifications filed during the week ending Saturday, August 11, 2001

Section I – Applications subject to newspaper notice only

Туре	Application	Ending date of comment period
Branch	Gold Bank, Leawood, Kansas, for prior approval to establish a branch at 1201 Northwest Briarcliff Parkway, Kansas City, Missouri.	Newspaper – 08/11/2001
Branch	Legacy Bank, Hinton, Oklahoma, for prior approval to establish a branch at 13216 N. MacArthur, Oklahoma City, Oklahoma.	Newspaper – 08/15/2001
Branch	First United Bank, Denver, Colorado, for prior approval to establish a branch at 10024 West San Juan Way, Littleton, Colorado.	Newspaper – 07/20/2001

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

Туре	Application	Ending date of comment period
3(a)(1)	First Western Bank Shares, Inc., Huron, South Dakota, for prior approval to become a bank holding company through the acquisition of 100 percent of the voting shares of Marquette Bank Nebraska, N.A., O'Neill, Nebraska.	Newspaper – 08/25/2001 Fed Reg – 08/20/2001
3(a)(1)	State Bank of Winfield Employee Stock Ownership Plan, Winfield, Kansas, for prior approval to become a bank holding company through the acquisition of 32.45 percent of the voting shares of State Financial Investments, Inc., Winfield, Kansas.	Newspaper – 08/31/2001 Fed Reg – 09/04/2001
3(a)(3)	Howard County Land and Cattle Company, Grand Island, Nebraska, for prior approval to acquire 80 percent of the voting shares of Citizens National Bank in Loup City, Loup City, Nebraska, a proposed new national banking association.	Newspaper – 09/08/2001 Fed Reg – N/Available

Section III - Applications subject to Federal Register notice only

Туре	Application	Ending date of comment period	
None			

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

Туре	Application
3(a)(1)RN	BW Holdings, Inc., Castle Rock, Colorado, for prior approval to become a bank holding company through the reorganization of 100 percent of the voting shares of BankWest, Castle Rock, Colorado.
3(a)(1)RN	SSB Holding, Inc., Wellington, Kansas, for prior approval to become a bank holding company through the reorganization of 100 percent of the voting shares of Security State Bank – Wellington, Wellington, Kansas.

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**

RSSD number	Institution/Location	Examination date	CRA public date	CRA rating	Exam type LrgBk SmBk
742355	Farmers Bank of Lincoln Main and Highway 65 Lincoln, Missouri 65338-0250	05/21/2001	08/08/2001	S	X

Section VI – CRA examinations scheduled for	Quarter of
Institution	Location
None	

Federal Reserve Bank of Dallas

Applications and notifications filed during the week ending Saturday, August 11, 2001

Section I – Applications subject to newspaper notice only

Туре	Application	Ending date of comment period
None		

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

Туре	Application	Ending date of comment period
3(a)(1)	BOTH, Inc., Kerrville, TX, to acquire BOTH of Delaware, Inc., Wilmington, DE, and Bank of the Hills, N.A., Kerrville, TX* (previously reported the week ending August 4, 2001)	Fed Reg – 09/04/2001 Newspaper – 09/01/2001
3(a)(1)	BOTH of Delaware, Inc., Wilmington, DE, to acquire Bank of the Hills, N.A., Kerrville, TX* (previously reported the week ending August 4, 2001)	Fed Reg – 09/04/2001 Newspaper – 09/01/2001
CIC	Eugene A. Ludwig, Washington, D.C., and Evan G. Galbraith, New York, NY, acting as voting trustees, to acquire an interest in Laredo National Bancshares, Inc., Laredo, TX (previously reported the week ending August 4, 2001)	Fed Reg – 08/28/2001 Newspaper – N/Avail
3(a)(1)	Cisco Bancshares, Inc., Cisco, TX, to acquire Cisco Bancshares of Nevada, Inc., Carson City, NV, and First National Bank in Cisco, Cisco, TX*	Fed Reg – 09/07/2001 Newspaper – N/Avail
3(a)(1)	Cisco Bancshares of Nevada, Inc., Carson City, NV, to acquire First National Bank in Cisco, Cisco, TX*	Fed Reg – 09/07/2001 Newspaper – N/Avail
3(a)(3)	Olney Bancshares of Texas, Inc., Olney, TX, and Olney Bancorp of Delaware, Inc., Wilmington, DE, to acquire Friona State Bank, Friona, TX*	Fed Reg – 09/07/2001 Newspaper – N/Avail

^{*}Subject to the provisions of the Community Reinvestment Act

Section III - Applications subject to Federal Register notice only

Туре	Application	Ending date of comment period
None		

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

Туре	Application		
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.

RSSD		Examination	CRA	CRA	Exam type
number	Institution/Location	date	public date	rating	LrgBk SmBk
913267	Legacy Bank of Texas 1105 W. 15 th Street & Alma Road Plano, Texas 75075-7247	04/30/2001	08/11/2001	S	X

Section VI – CRA examinations scheduled for Quarter of

Institution	Location
None	

Federal Reserve Bank of San Francisco

Applications and notifications filed during the week ending Saturday, August 11, 2001

Section I – Applications subject to newspaper notice only

Туре	Application	Ending date of comment period
None		

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

Туре	Application	Ending date of comment period
3(a)(3)	National Mercantile Bancorp, Los Angeles, California, to acquire South Bay Bank, N.A., Torrance, California, pursuant to section 3(a)(3) of the Bank Holding Company Act.*	* *
CIC	Ronald C. LaFranchi, Coquille, Oregon, to retain 18.8 percent and to acquire additional shares of Independent Financial Network, Coos Bay, Oregon.*	Newspaper – N/Avail Fed Reg – 09/04/2001

^{*} Subject to the provisions of the Community Reinvestment Act

Section III - Applications subject to Federal Register notice only

Туре	Application	Ending date of comment period
None		

Туре	Application
3(a)(5)(C)	First Independent Capital of Nevada, Reno, Nevada, to become a bank holding company by acquiring First Independent Bank of Nevada, Reno, Nevada.

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.

RSSD		Examination	CRA	CRA	Exam type
number	Institution/Location	date	public date	rating	LrgBk SmBk
33772	Placer Sierra Bank 649 Lincoln Way Auburn, California 95603 (530) 823-7777	04/02/2001	08/07/2001	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 Fourth Quarter of 2001

Institution	Location
1 st Pacific Bank of California	San Diego, CA
Bank of the Orient	San Francisco, CA
Bay Bank of Commerce	San Leandro, CA
Coast Commercial Bank	Santa Cruz, CA
County Bank	Merced, CA
Metro Commerce Bank	San Rafael, CA
Mid-Peninsula Bank	Palo Alto, CA
Nevada First Bank	Las Vegas, NV
Peninsula Bank of Commerce	Millbrae, CA

Section VI - CRA examinations scheduled for Fourth Quarter of 2001

Institution	Location
Southwest Bank of Phoenix	Phoenix, AZ
Spectrum Bank	Garfield, CA

The inclusion on the list of institutions that are scheduled to undergo CRA examinations in the next calendar quarter is not determinative of whether the institution will be examined in that quarter. Reserve Banks may need to defer a planned examination or conduct an unforeseen examination because of scheduling difficulties or other circumstances.