
Federal Reserve Release



H.2

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

No. 48

Week Ending December 1, 2001

Bank Holding Companies

The Royal Bank of Scotland Group plc, Edinburgh, Scotland; The Royal Bank of Scotland plc; RBSG International Holdings Ltd.; and Citizens Financial Group, Inc., Providence, Rhode Island -- commenter's request for reconsideration of the Board's approval of the application to acquire Citizens Bank of Pennsylvania, Philadelphia, Pennsylvania, and Citizens Bank, Wilmington, Delaware, both de novo banks.
- Denied, November 28, 2001

H.2 Actions under delegated authority

November 25, 2001 to December 1, 2001

BS&R Banking Supervision and Regulation
C&CA Consumer and Community Affairs
FOMC Federal Open Market Committee

RBOPS Reserve Bank Operations and Payment Systems
IF International Finance
OSDM Office of Staff Director for Management

Bank Branches, Domestic

Secretary

Allfirst Bank, Baltimore, Maryland -- to establish branches at 7005 Security Boulevard, Baltimore, and 400 Englar Road, Westminster.

- Approved, November 28, 2001

Philadelphia

Bryn Mawr Trust Company, Bryn Mawr, Pennsylvania -- to establish a branch at 404 Cheswick Place, Rosemount.

- Approved, November 26, 2001

Chicago

Central Trust and Savings Bank, Cherokee, Iowa -- to establish a branch at 504 4th Street, Sioux City.

- Approved, November 26, 2001

Cleveland

Fifth Third Bank, Cincinnati, Ohio -- to establish a branch at 3949 West Powell Road, Powell.

- Approved, November 30, 2001

Chicago

UnionBank/Central, Princeton, Illinois -- to establish a mobile branch to operate in Bureau and Whiteside Counties.

- Approved, November 26, 2001

Bank Holding Companies

St. Louis

Brighton Bancorp, Inc., Brighton, Tennessee -- to acquire shares of Parkin Bancorp, Inc., Parkin, Arkansas.

- Withdrawn, November 26, 2001

Bank Holding Companies

Richmond

Capital Bank Corporation, Raleigh, North Carolina -- to merge with First Community Financial Corporation, Burlington.
- Approved, November 27, 2001

Chicago

First State Bancorp of Monticello, Inc., Monticello, Illinois -- to engage in extending credit and servicing loans.
- Approved, November 29, 2001

Minneapolis

H2H Bancshares, Inc., Hosmer, South Dakota -- to become a bank holding company through the acquisition of Farmers State Bank.
- Approved, November 28, 2001

Cleveland

HFB Financial Corporation, Middlesboro, Kentucky -- to acquire Home Federal Bank Corporation.
- Approved, November 30, 2001

St. Louis

Lima Bancshares, Inc., Lima, Illinois -- to acquire White Hall National Bank, White Hall.
- Approved, November 30, 2001

Minneapolis

Odin Bancshares, Inc., Odin, Minnesota -- to become a bank holding company through the acquisition of Odin State Bank.
- Returned, November 28, 2001

Secretary

Wells Fargo & Company, San Francisco, California -- commenter's request to extend the comment period on the application to acquire Texas Financial Bancorporation, Inc., Minneapolis, Minnesota; Delaware Financial, Inc., Wilmington, Delaware, and certain bank subsidiaries; certain bank subsidiaries of Marquette Bancshares, Inc., Minneapolis, Minnesota; and Marquette Financial Group, Inc.
- Denied, November 28, 2001

Bank Mergers

Secretary

SunTrust Bank, Atlanta, Georgia -- commenter's request to extend the comment period on the application to acquire certain branches of The Huntington National Bank, Columbus, Ohio.
- Denied, November 29, 2001

Bank Premises

Richmond

Farmers and Miners Bank, Pennington Gap, Virginia -- to invest in bank premises.
- Approved, November 26, 2001

Banks, National

Kansas City

Cornerstone Bank, N.A., York, Nebraska -- waiver of application in connection with the merger with Citizens State Bank, Polk.
- Withdrawn, November 29, 2001

Change In Bank Control

St. Louis

Millstadt Bancshares, Inc., Millstadt, Illinois -- change in bank control.
- Permitted, November 30, 2001

Chicago

Northern States Financial Corporation, Waukegan, Illinois -- change in bank control.
- Permitted, November 30, 2001

Competitive Factors Reports

San Francisco

American Investment Bank, N.A., Salt Lake City, Utah -- report on competitive factors of the proposed purchase of assets and assumption of liabilities of American Investment Financial, Midvale.
- Submitted, November 26, 2001

Competitive Factors Reports

Chicago

Bank of Waunakee, Waunakee, Wisconsin -- report on competitive factors of the proposed merger with TPBC Interim Bank.

- Submitted, November 30, 2001

Richmond

Branch Banking and Trust Company of Virginia, Richmond, Virginia -- reports on competitive factors of the proposed mergers with F&M Bank-Richmond; F&M Bank-Central Virginia, Charlottesville; F&M Bank-Highlands, Covington; F&M Bank-Southern Virginia, Emporia; F&M Bank-Northern Virginia, Fairfax; F&M Bank-Atlantic, Gloucester; F&M Bank-Massanutten, Harrisonburg; F&M Bank-Peoples, Warrenton; and F&M Bank-Winchester, Winchester.

- Submitted, November 26, 2001

Richmond

Branch Banking and Trust Company, Winston-Salem, North Carolina -- reports on competitive factors of the proposed mergers with F&M Bank-Maryland, Inc., Bethesda, Maryland, and F&M Bank-West Virginia, Inc., Ranson, West Virginia.

- Submitted, November 26, 2001

Dallas

Community National Bank, Midland, Texas -- report on competitive factors of the proposed acquisition of four branches in Midland and one in Stanton from Washington Mutual Bank, FA, Stockton, California.

- Submitted, November 30, 2001

Chicago

Community National Bank, Waterloo, Iowa -- report on competitive factors of the proposed purchase of assets and assumption of liabilities of the Mason City branch of Gateway Savings Bank.

- Submitted, November 27, 2001

Dallas

First State Bank, Bedias, Texas -- report on competitive factors of the proposed merger with Bedias Acquisition, Inc.

- Submitted, November 30, 2001

Competitive Factors Reports

New York

MetLife Bank, National Association, Bridgewater, New Jersey -- report on competitive factors of the proposed merger with MetLife Trust Company, National Association, Bedminster.

- Submitted, November 27, 2001

Atlanta

Southeastern Bank, Darien, Georgia -- report on competitive factors of the proposed purchase of assets and assumption of liabilities of the Richmond Hill branch of The Park Avenue Bank, Valdosta.

- Submitted, November 21, 2001 (AC)

Chicago

State Bank of Illinois, West Chicago, Illinois -- report on competitive factors of the proposed merger with Foxdale Bank, South Elgin.

- Submitted, November 27, 2001

Extensions Of Time

Atlanta

F.N.B. Corporation, Naples, Florida -- extension to March 14, 2002, to merge with Promistar Financial Corporation, Johnstown, Pennsylvania, and thereby acquire Promistar Bank.

- Granted, November 29, 2001

Atlanta

NBOG Bancorporation, Inc., Gainesville, Georgia -- extension to February 14, 2002, to become a bank holding company through the acquisition of The National Bank of Gainesville.

- Granted, November 27, 2001

Kansas City

SSB Holdings, Inc., Wellington, Kansas -- extension to March 8, 2002, to acquire Security State Bank.

- Granted, November 28, 2001

Financial Holding Companies

Richmond

Hampton Roads Bankshares, Inc., Chesapeake, Virginia -- election to become a financial holding company.

- Effective, November 27, 2001

San Francisco

Pacific Mercantile Bancorp, Newport Beach, California -- election to become a financial holding company.

- Effective, November 28, 2001

International Operations

Secretary

Citibank, N.A., New York, New York -- to extend the corporate existence of its Edge subsidiary, Citibank Overseas Investment Corporation, New Castle, Delaware.

- Approved, November 26, 2001

Membership

Chicago

First Community Bank and Trust, Beecher, Illinois -- membership in the Federal Reserve System.

- Approved, November 28, 2001

District 1

Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, December 1, 2001

Section I – Applications subject to newspaper notice only

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

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(3)/3(a)(5)	Chittenden Corporation, Burlington, Vermont - to acquire Ocean National Corporation and its wholly-owned subsidiary, Ocean National Bank, both of Kennebunk, Maine	Newspaper - 12/17/2001 Fed Reg - 12/27/2001

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 2

Federal Reserve Bank of New York

Applications and notifications filed during the week ending Saturday, December 1, 2001

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Banco Popular de Puerto Rico, San Juan, Puerto Rico, to acquire the banking business of 3 branches of Banco Bilbao Vizcaya Argentaria Puerto Rico, San Juan, Puerto Rico.*	Newspaper – 12/16/2001

* 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>
None		

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

Section VI – CRA examinations scheduled for

Quarter of

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

District 3

Federal Reserve Bank of Philadelphia

Applications and notifications filed during the week ending Saturday, December 1, 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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<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>
674513	Lebanon Valley Farmers Bank, Lebanon, PA	01/08/2001	06/28/2001	O	X	
928618	Ameriserv Financial Bank, Johnstown, PA	06/25/2001	09/21/2001	S	X	

Section VI – CRA examinations scheduled for

Quarter of

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

District 4

Federal Reserve Bank of Cleveland

Applications and notifications filed during the week ending Saturday, December 1, 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

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

Section VI – CRA examinations scheduled for Quarter of

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

District 5

Federal Reserve Bank of Richmond

Applications and notifications filed during the week ending Saturday, December 1, 2001

Section I – Applications subject to newspaper notice only

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

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(5)	BB&T Corporation, Winston-Salem, North Carolina, to acquire Mid-America Bancorp, Louisville, Kentucky.*	Fed Reg - N/Avail Newspaper - N/Avail
3(a)(5)	BB&T Corporation, Winston-Salem, North Carolina, to acquire AREA Banchares Corporation, Owensboro, Kentucky.*	Fed Reg - N/Avail Newspaper - N/Avail

*Subject to the provisions of the Community Reinvestment Act.

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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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>
742225	Cardinal Bank-Potomac 1313 Dolley Madison Boulevard McLean, Virginia 22101	09/17/2001	11/29/2001	S		X

Section VI – CRA examinations scheduled for Quarter of

Institution *Location*

None

District 6

Federal Reserve Bank of Atlanta

Applications and notifications filed during the week ending Saturday, December 1, 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)	FNC S-Corp, Inc., Douglas, Georgia, to become a bank holding company by acquiring FNC Bancorp, Inc., and thereby acquire First National Bank of Coffee County, both of Douglas, Georgia.	Fed Reg – 11/27/2001*
3(a)(1)	Coastal Community Investments, Inc., Panama City Beach, Florida, to become a bank holding company by acquiring Apalachicola State Banking Corporation, and thereby acquire Apalachicola State Bank, both of Apalachicola, Florida.	Not yet available*
3(a)(1)	Black Diamond Financial Group, Inc., Tampa, Florida, to become a bank holding company by acquiring Bank of St. Petersburg, St. Petersburg, Florida.	Fed Reg – 10/26/2001*

*Subject to provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

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

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

<i>Type</i>	<i>Application</i>
3(a)(1)	Southwest Florida Community Bancorp, Inc., Fort Myers, Florida, notice to become a bank holding company by acquiring First Community Bank of Southwest Florida, Fort Myers, Florida.
3(a)(1)	Morton Bancorp, Inc., to become a bank holding company by acquiring Bank of Morton, both of Morton, Mississippi.

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 7

Federal Reserve Bank of Chicago

Applications and notifications filed during the week ending Saturday, December 1, 2001

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18C	Comerica Bank-California, San Jose, California, for prior approval to purchase certain assets and assume certain liabilities of Progress Bank, Blue Bell, Pennsylvania.	Newspaper – N/Avail
18C & Branches	Commercial Trust & Savings Bank, Storm Lake, Iowa, for prior approval to acquire through merger Central Trust & Savings Bank, Cherokee, Iowa and thereby to establish branch offices at: 401 W. Main Street, Cherokee, Iowa, 2 Bow Drive, Cherokee, Iowa, 119 N. Main Street, Quimby, Iowa, and 301 Main, Washta, Iowa.*	Newspaper – N/Avail
18C & Branches	Iowa State Bank, Sheldon, Iowa, for prior approval to acquire through merger Iowa State Bank, Orange City, Iowa and thereby to establish the following branch offices: 627 2nd Ave., Sheldon, Iowa; 103 3rd Ave., Alton, Iowa; 305 Oak Street, Craig, Iowa; 105 Albany Ave., Orange City, Iowa, and 308 Main, Ireton, Iowa.*	Newspaper – N/Avail

* Subject to the provisions of the Community Reinvestment Act

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(1)	Bancshares Holding Corp., Downers Grove, Illinois, for prior approval to become a bank holding company through the acquisition of 100 percent of the voting shares of The Bank of Commerce, Downers Grove, Illinois*	Fed Reg – 12/17/2001 Newspaper – 12/14/2001
3(a)(1)	CFB Holding Company, Clinton, Iowa, to become a bank holding company by acquiring 100 percent of Citizens First Bank, Clinton, Iowa.*	Fed Reg – 12/10/2001 Newspaper – N/Avail
3(a)(3)	Independence Bancshares, Inc., Independence, Iowa, for prior approval to acquire 100 percent of Fairbank Bancshares Corp., Fairbank, Iowa.*	Fed Reg – 11/28/2001 Newspaper – N/Avail
3(a)(1)	Malvern Bancshares, Inc., Malvern, Iowa, for prior approval to become a bank holding company by acquiring 100 percent of Malvern Trust & Savings Bank, Malvern, Iowa.*	Fed Reg – 11/28/2001 Newspaper - 12/01/2001

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)	Premier Holdings, Ltd., Rock Valley, Iowa, to become a bank holding company by acquiring 100 percent of the voting shares of Premier Bank, Rock Valley, Iowa.*	Fed Reg – 11/26/2001 Newspaper – 11/23/2001
3(a)(1)	The Private Banking Company, Hartland, Wisconsin, for prior approval to become a bank holding company through the acquisition of 100 percent of the voting shares of Bank of Waunakee Employee Stock Ownership Plan, Waunakee, Wisconsin and Waunakee Bank Shares, Inc., Waunakee, Wisconsin and thereby indirectly acquire Bank of Waunakee, Waunakee, Wisconsin.*	Fed Reg – 11/26/2001 Newspaper – 11/24/2001
3(a)(1)	Spector Properties, Inc., Chicago, Illinois, for prior approval to become a bank holding company by retaining 23.8 percent of the voting shares of Andalusia Community Bank, Andalusia, Illinois.*	Fed Reg – 12/19/2001 Newspaper – 12/21/2001
CC	Notification by Omar C. Wilhelms, Janice R. Wilhelms and Delores J. Meiners, of a Change in Control to retain control of Shannon Bancorp, Inc., Shannon, Illinois.	Fed Reg – 12/18/2001 Newspaper – 12/10/2001
CC	Notification by Merrill G. Norton and Suellyn Norton, of a Change in Control to retain shares of Vermilion Bancorp, Inc., Danville, Illinois.	Fed Reg – 12/19/2001 Newspaper – N/Avail

* Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

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

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

<i>Type</i>	<i>Application</i>
4(c)(8)	Marshall & Ilsley Corporation, Milwaukee, Wisconsin, to acquire indirectly through Metavante Corporation, all of the assets of 401kservices.com, inc., Appleton, Wisconsin.

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>
1917301	Lake Forest Bank and Trust Co. 727 N. Bank Lane Lake Forest, Illinois 60045 (847) 234-2882	5/21/2001	11/29/2001	S	X	

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, December 1, 2001

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18(c)	Notice by First Bank, Creve Coeur, Missouri, to merge with PlainsBank of Illinois, N.A., Des Plaines, Illinois. (Previously submitted during the week ending November 24, 2001)	Newspaper – 12/18/2001

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

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

Section III – Applications subject to Federal Register notice only

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

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

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

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None						

Section VI – CRA examinations scheduled for Quarter of

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

District 9

Federal Reserve Bank of Minneapolis

Applications and notifications filed during the week ending Saturday, December 1, 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>	
MBRNEW	Community Bank Chaska, Chaska, Minnesota, proposes 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.

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 10

Federal Reserve Bank of Kansas City

Applications and notifications filed during the week ending Saturday, December 1, 2001

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Community Banks of Southern Colorado, Rocky Ford, Colorado, for prior approval to establish a branch at First and Main, Pueblo, Colorado.	Newspaper – 12/26/2001
Branch	Community Banks of Colorado, Greenwood Village, Colorado, for prior approval to establish a branch at 1580 Little Raven Street, Suite 140, Denver, Colorado.	Newspaper – 12/30/2001

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)	First National of Illinois, Inc., Omaha, Nebraska, for prior approval to become a bank holding company through the acquisition of 100 percent of the voting shares of Castle BancGroup, Inc., DeKalb, Illinois, parent of Castle Bank, DeKalb, Illinois.	Newspaper – 12/16/2001 Fed Reg – 12/10/2001
3(a)(3)	First National of Nebraska, Inc., Omaha, Nebraska, for prior approval to acquire First National of Illinois, Inc., Omaha, Nebraska, and thereby indirectly acquire Castle BancGroup, Inc., DeKalb, Illinois, parent of Castle Bank, DeKalb, Illinois.	Newspaper – 12/16/2001 Fed Reg – 12/10/2001
3(a)(3)	Valley View Bancshares, Inc., Overland Park, Kansas, for prior approval to acquire 100 percent of the voting shares of Guaranty Bancshares Corporation, Kansas City, Kansas, parent of Guaranty Bank & Trust Company, Kansas City, Kansas.	Newspaper – 12/18/2001 Fed Reg – 12/19/2001
CIC	M. Charles Kellogg, Overland Park, Kansas, individually and as Trustee of the C.H. Goppert Trust, to retain ownership of Country Agencies & Investments, Inc., Odessa, Missouri, parent of Bank of Odessa, Odessa, Missouri; Commercial Bank of Oak Grove, Oak Grove, Missouri, and LaMonte Community Bank, LaMonte, Missouri.	Newspaper – 12/20/2001 Fed Reg – N/Available

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4(c)(8)	Meader Insurance Agency, Inc., Waverly, Kansas, to retain ownership of Waverly Insurance Agency, Inc., Waverly, Kansas and thereby engage in insurance activities.	Fed Reg – 12/17/2001

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

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

Section V – Availability of CRA public evaluations

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

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

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

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

O = Outstanding

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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>
172457	Citizens Bank of Edmond 1 East First Street Edmond, Oklahoma 73034-3805	09/04/2001	11/29/2001	S	X	

Section VI – CRA examinations scheduled for Quarter of

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

District 11

Federal Reserve Bank of Dallas

Applications and notifications filed during the week ending Saturday, December 1, 2001

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18(c)	Texas State Bank, McAllen, TX, to acquire Riverway Bank, Houston, TX, and establish a branch office*	12/27/2001
Branch	Texas State Bank, McAllen, TX, to establish a branch office at 5 Riverway Drive, Houston, TX, 77056*	12/27/2001

*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)	Jane Austin Chapman Limited Partnership, L.P., Jacksonville, TX, to acquire Austin Bancorp, Inc., Jacksonville, TX, TEB, Inc., Shreveport, LA, Austin Bank, Texas National Association, Jacksonville, TX, Capital Bancorp, Inc., Jacinto City, TX, JACI, Inc., Wilmington, DE, Capital Bank, Jacinto City, TX, Frankston Bancorp, Inc., Frankston, TX, FDB, Inc., Dover, DE, First State Bank, Frankston, TX, and First State Bank, Athens, TX* (previously reported the week ending November 24, 2001)	Fed Reg – 12/27/2001 Newspaper – N/Avail
3(a)(5)	Texas Regional Bancshares, Inc., McAllen, TX, and Texas Regional Delaware, Inc., Wilmington, DE, to acquire Riverway Holdings, Inc., Houston, TX, and Riverway Bank, Houston, TX*	Fed Reg – N/Avail Newspaper – 12/27/2001

*Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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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>
946461	First Bank of Muleshoe 202 South 1 st Street Muleshoe, TX, 79347-3602	08/27/2001	12/01/2001	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, December 1, 2001

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18c	Bank of Orange County, Fountain Valley, California, to merge with Cerritos Valley Bank, Artesia, California. *	Newspaper – 12/16/2001
Branch	Mid Valley Bank, Red Bluff, California, to establish a branch office to be located at 1834 Mangrove Avenue, Suite 1, Chico, California. *	Newspaper – 11/29/2001

* Subject to the provisions of the Community Reinvestment Act

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

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

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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					<i>LrgBk</i>	<i>SmBk</i>
933975	Bank of Utah 2605 Washington Blvd. Ogden, Utah 84401 (801) 625-3500	07/16/2001	11/28/2001	S	X	
1864197	Oak Valley Community Bank 125 North Third Street Oakdale, California 95361 (209) 848-2265	07/30/2001	11/28/2001	S		X

Section VI – CRA examinations scheduled for

Quarter of

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