
Federal Reserve Release



H.2

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

No. 50

Week Ending December 15, 2001

Advisory Councils

Consumer Advisory Council -- appointment of eleven new members and designation of Dorothy Broadman as Chair and Ronald Reiter as Vice Chair for 2002.

- Approved, December 14, 2001

Thrift Institutions Advisory Council -- appointment of four new members and designation of Mark H. Wright as president and Karen L. McCormick as vice president for 2002.

- Announced, December 14, 2001

Bank Holding Companies

Chickasaw Banc Holding Company, Yukon, Oklahoma -- to become a bank holding company through the acquisition of First Bancorp in Davidson, Inc., Davidson, and First State Bank in Davidson; and for First State Bank in Davidson to become a member of the Federal Reserve System and to purchase certain assets and assume certain liabilities of an Oklahoma City branch of First National Bank of Oklahoma, Ponca City.

- Approved, December 14, 2001

Currency

Federal Reserve Notes -- new currency budget for 2002.

- Approved, December 12, 2001

Discount Rates

Discount Rates -- decrease from 1-1/2 percent to 1-1/4 percent by the Federal Reserve Banks of Boston, New York, Philadelphia, Chicago, St. Louis, and San Francisco.

- Approved, December 11, 2001

Discount Rates -- decrease from 1-1/2 percent to 1-1/4 percent by the Federal Reserve Banks of Cleveland, Richmond, Atlanta, Minneapolis, Kansas City, and Dallas.

- Approved, December 13, 2001

Forms

Forms -- initial review of proposals to implement the Intermittent Survey of Businesses (FR 1374); and to extend the Notification of Foreign Branch Status (FR 2058), Consolidated Financial Statements for Bank Holding Companies (FR Y-9C), Parent Company Only Financial Statements for Large Bank Holding Companies (FR Y-9LP), Parent Company Only Financial Statements for Small Bank Holding Companies (FR Y-9SP), Supplement to the Consolidated Financial Statements for Bank Holding Companies (FR Y-9CS), and International Applications and Prior Notifications under Subparts A and C of Regulation K (FR K-1).

- Proposed, December 14, 2001

Regulations And Policies

Home Equity Lending -- final amendments to Regulation Z (Truth in Lending) to implement the Home Ownership and Equity Protection Act to address concerns related to potentially abusive practices in home mortgage lending [Docket No. R-1090].

- Approved, December 12, 2001

H.2 Actions under delegated authority

December 9, 2001 to December 15, 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

New York

Interchange Bank, Saddle Brook, New Jersey -- to establish a branch at 25 Main Street, Hackensack.

- Approved, December 12, 2001

Dallas

Plaza Bank, San Antonio, Texas -- to establish a branch at 615 NW Loop 410.

- Approved, December 13, 2001

Atlanta

SouthTrust Bank, Birmingham, Alabama -- to establish a branch at 6145 Exchange Way, Bradenton, Florida.

- Approved, December 11, 2001

Bank Holding Companies

Atlanta

Alabama National Bancorporation, Birmingham, Alabama -- to merge with Farmers National Bancshares, Inc., Opelika, and thereby acquire Farmers National Bank of Opelika.

- Approved, November 14, 2001 (AC)

Dallas

Bedias Financial Corporation, Bedias, Texas, and Bedias Holdings, Inc., Wilmington, Delaware -- for Bedias Holdings, Inc. to become a bank holding company through the acquisition of First State Bank of Bedias, Bedias, Texas; and for Bedias Financial Corporation to become a bank holding company through the acquisition of both institutions.

- Approved, December 12, 2001

Atlanta

Black Diamond Financial Group, Inc., Tampa, Florida -- to become a bank holding company through the acquisition of Bank of St. Petersburg, St. Petersburg.

- Approved, December 14, 2001

Bank Holding Companies

Kansas City

Buerge Bancshares, Inc., Joplin, Missouri -- to acquire Sarcoxie Bancorp, Inc., Sarcoxie, and Grand Lake Bancorp, Inc., Tulsa, Oklahoma.
- Withdrawn, December 14, 2001

Cleveland

Employee Stock Ownership Plan, Intercounty Bancshares, Inc., Wilmington, Ohio -- to acquire shares of NB&T Financial Group.
- Approved, December 13, 2001

Minneapolis

First Dakota Financial Corporation, Yankton, South Dakota -- to engage in extending credit and servicing loans.
- Withdrawn, December 13, 2001

Kansas City

First National Bancshares, Inc., Goodland, Kansas, and First National Bancshares, Inc., ESOP and 401(k) Trusts -- to acquire Security State Bank, Bird City.
- Withdrawn, December 13, 2001

Atlanta

First Southern Bancorp, Statesboro, Georgia -- to become a bank holding company through the acquisition of First Southern National Bank, a de novo bank.
- Approved, December 14, 2001

Atlanta

FNC S-Corp, Douglas, Georgia -- to become a bank holding company through the acquisition of FNC Bancorp, Inc. and First National Bank of Coffee County.
- Approved, December 14, 2001

Atlanta

Grand Bankshares, Inc., West Palm Beach, Florida -- to become a bank holding company through the acquisition of Grand Bank & Trust of Florida.
- Approved, December 11, 2001

Bank Holding Companies

St. Louis

Mainline Bankshares of Portland, Inc., Portland, Arkansas -- to engage in lending activities that are limited to the purchase of loans from its subsidiary bank.

- Approved, December 5, 2001 (AC)

Chicago

Marshall & Ilsley Corporation, Milwaukee, Wisconsin -- to acquire through its subsidiary, Metavante Corporation, 401k services.com, inc., Appleton, and thereby engage in data processing activities.

- Approved, December 14, 2001

Atlanta

Morton Bancorp, Inc., Morton, Mississippi -- to become a bank holding company through the acquisition of Bank of Morton.

- Withdrawn, December 13, 2001

Chicago

The Private Banking Company, Hartland, Wisconsin -- to become a bank holding company through the acquisition of Bank of Waunakee Employee Stock Ownership Plan, Waunakee, and Waunakee Bank Shares, Inc., and thereby acquire Bank of Waunakee.

- Withdrawn, December 13, 2001

Minneapolis

Provincial Corp., Lakeville, Minnesota -- to acquire shares of AmericEd Financial Services, LLC, and thereby engage in originating and selling government-guaranteed student loans.

- Withdrawn, December 10, 2001

Atlanta

South Group Bancshares, Inc., Glennville, Georgia -- to become a bank holding company through the acquisition of South Georgia Bank.

- Approved, December 14, 2001

Atlanta

Southern Community Bancshares, Inc., Fayetteville, Georgia -- to become a bank holding company through the acquisition of Southern Community Bank.

- Approved, December 14, 2001

Bank Holding Companies

St. Louis

Tri-State Financial Services, Inc., Memphis, Tennessee -- to acquire Tri-State Bank of Memphis.

- Withdrawn, December 11, 2001

Bank Mergers

Secretary

Centennial Bank of the West, Fort Collins, Colorado -- to merge with The Berthoud National Bank, Berthoud, and thereby establish branches.

- Approved, December 14, 2001

Cleveland

Fifth Third Bank, Indiana, Indianapolis, Indiana -- to merge with Fifth Third Bank, Southwest, FSB, Scottsdale, Arizona.

- Approved, December 13, 2001

Richmond

The First Bank and Trust Company, Lebanon, Virginia -- to merge with First Bank and Trust Company of Tennessee, Johnson City, Tennessee.

- Approved, December 13, 2001

Chicago

Iowa State Bank, Sheldon, Iowa -- to merge with Iowa State Bank, Orange City, and thereby establish branches in Sheldon, Alton, Craig, Orange City, and Ireton.

- Approved, December 14, 2001

Richmond

Potomac Valley Bank, Petersburg, West Virginia -- to merge with South Branch Valley National Bank, Moorefield.

- Approved, December 12, 2001

Atlanta

Southern Security Bank, Hollywood, Florida -- to acquire certain assets and assume certain liabilities of PanAmerican Bank, Miami.

- Approved, December 14, 2001

Banks, Nonmember, And Miscellaneous Institutions

Dallas

American Pad and Papers Co., Dallas, Texas -- deregistration under Regulation U.
- Approved, December 12, 2001

Banks, State Member

San Francisco

Desert Community Bank, Victorville, California -- to establish a financial subsidiary, DCB Insurance Services.
- Approved, December 10, 2001

Change In Bank Control

Chicago

Alliance Financial Corp., New Buffalo, Michigan -- change in bank control.
- Permitted, December 11, 2001

Competitive Factors Reports

Chicago

Bank One, N.A., Chicago, Illinois; Bank One, Columbus, N.A., Columbus, Ohio; Bank One, Colorado, N.A., Denver, Colorado; Bank One, Illinois, N.A., Springfield, Illinois; and Bank One, Indiana, N.A., Indianapolis, Indiana -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of First USA Bank, National Association, Wilmington, Delaware; and of First USA Bank's proposed purchase of certain assets and assumption of certain liabilities of Bank One, N.A., Chicago, Illinois.
- Submitted, December 14, 2001

Dallas

BK2 Bank, SSB, Houston, Texas -- report on competitive factors of the proposed merger with Franklin Bank, SSB, Austin.
- Submitted, December 14, 2001

Cleveland

Charleroi Financial MHC, Charleroi, Pennsylvania -- report on competitive factors of the proposed mergers of Charleroi Interim Bank and CFSB Interim Bank with Charleroi Federal Savings Bank as part of a conversion and reorganization.
- Submitted, December 12, 2001

Competitive Factors Reports

Minneapolis

Citibank (South Dakota), N.A. Sioux Falls, South Dakota -- report on competitive factors of the proposed merger with Associates National Bank (Delaware), Newark, Delaware.

- Submitted, December 10, 2001

Cleveland

Citizens National Bank & Trust of Hazard, Hazard, Kentucky -- report on competitive factors of the proposed merger with Citizens National Bank Interim.

- Submitted, December 12, 2001

Dallas

Hyperion BK2, LLC, Hyperion BK2 Ventures LP, Hyperion BK2 LP, BK2, Inc., and BK2 Holdings, Inc., all in Uniondale, New York; and BK2 Bank, SSB, Houston, Texas -- report on competitive factors of the proposed merger with Franklin Bank, SSB, Austin, Texas.

- Submitted, December 13, 2001

Dallas

National Bank, N.A., Gatesville, Texas -- report on competitive factors of the proposed merger with New Gatesville Bank, N.A.

- Submitted, December 12, 2001

Extensions Of Time

Kansas City

BancFirst, Oklahoma City, Oklahoma -- extension to January 10, 2002, to establish a branch at 608 George Nigh Expressway, McAlester.

- Granted, December 10, 2001

Dallas

Bank of DeSoto, N.A., Employee Stock Ownership Trust, DeSoto, Texas -- extension to March 20, 2002, to acquire D Bancorp, Inc. and Bank of DeSoto, N.A.

- Granted, December 14, 2001

Extensions Of Time

San Francisco

Farmers and Merchants Bank of Central California, Lodi, California -- extension to December 28, 2002, to establish a branch at 3500 Dale Road, Modesto.

- Granted, December 13, 2001

Secretary

FirstMerit Corporation, Akron, Ohio -- extension to October 23, 2002, to divest of certain real estate.

- Granted, December 12, 2001

San Francisco

Northrim BanCorp, Inc., Anchorage, Alaska -- extension to March 14, 2002, to acquire Northrim Bank.

- Granted, December 12, 2001

Financial Holding Companies

Chicago

First Mid-Illinois Bancshares, Inc., Mattoon, Illinois -- election to become a financial holding company.

- Effective, December 12, 2001

International Operations

Director, BS&R

Citigroup Inc., New York, New York -- to establish CitiStreet International, LLC, Quincy, Massachusetts, as an agreement corporation; and for CitiStreet International to invest in CitiStreet Australia.

- Approved, December 14, 2001

Director, BS&R

Fleet National Bank, Providence, Rhode Island -- to establish Fleet Overseas Capital, LLC as an agreement corporation.

- Approved, December 14, 2001

International Operations

Director, BS&R

JPMorgan Chase Bank, New York, New York -- waiver of remainder of notification period to make an equity investment, through J.P. Morgan International Finance, Ltd., Wilmington, Delaware, in a Netherlands special-purpose lending vehicle.
- Granted, December 14, 2001

Director, BS&R

SouthTrust Bank, Birmingham, Alabama -- to establish SouthTrust International, Inc. as an agreement corporation; and for SouthTrust International to invest in SouthTrust Hong Kong, Ltd.
- Approved, December 11, 2001

Director, BS&R

State Street Bank and Trust Company, Boston, Massachusetts -- to make an additional investment in its Edge and agreement corporations; to establish CitiStreet International, LLC, Quincy, as an agreement corporation; and for CitiStreet International to invest in CitiStreet Australia.
- Approved, December 14, 2001

Membership

Atlanta

Embry National Bank, Lawrenceville, Georgia -- membership in the Federal Reserve System.
- Approved, December 14, 2001

Regulations And Policies

FOMC

Federal Open Market Committee -- minutes of the meeting of November 6, 2001.
- Published, December 13, 2001

Director, C&CA

Regulation Z (Truth in Lending) -- request for comment on proposed revisions to official staff commentary regarding timing of disclosures placed on the same document with the credit contract, disclosure of costs for credit insurance, and definition of business day for purposes of rescission [Docket No. R-1118].
- Approved, December 7, 2001 (AC)

Regulations And Policies

FOMC

Short-term Interest Rates -- decrease in the target for the federal funds rate from 2 percent to 1-3/4 percent.

- Approved, December 11, 2001

District 1

Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, December 15, 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>
CIC	Falmouth Bancorp, Inc., Falmouth, Massachusetts - notice by Santos P. Pasqualucci to acquire up to 15% of the voting shares	Newspaper - 01/02/2002 Fed Reg - N/Avail

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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

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

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

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 15, 2001

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18(c)	United States Trust Company of New York, New York, New York, to merge with U.S. Trust Company of New Jersey, Princeton, New Jersey.*	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>
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 3

Federal Reserve Bank of Philadelphia

Applications and notifications filed during the week ending Saturday, December 15, 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 4

Federal Reserve Bank of Cleveland

Applications and notifications filed during the week ending Saturday, December 15, 2001

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Received notice on 12/11/2001 from Fifth Thirrd Bank, Cincinnati, OH of its intent to establish a branch at 155 West Nationwide Boulevard, Columbus, OH.*	12/17/2001

* 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

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>
381727	The First State Bank of West Manchester, 101 North Main Street, West Manchester, OH 45328	10/09/2001	12/12/2001	S		X

Section VI – CRA examinations scheduled for Quarter of

Institution *Location*

None

District 5

Federal Reserve Bank of Richmond

Applications and notifications filed during the week ending Saturday, December 15, 2001

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	New Peoples Bank, Inc., Honaker, Virginia, to establish a branch at 326 East Jackson Street (State Route 71), Gate City, Virginia.*	Newspaper - 12/21/2001
Branch	Pioneer Bank, Stanley, Virginia, to establish a branch at 120 South Main Street, Harrisonburg, Virginia.*	Newspaper - 12/21/2001
Branch	Frederick County Bank, Frederick, Maryland, to operate a mobile branch by providing a courier service to pick up non-cash deposits from customers at locations in Frederick County, Maryland.*	Newspaper - 12/28/2001

* 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)(3)	First Charter Corporation, Charlotte, North Carolina, to acquire 5.32% of the voting securities of Catawba Valley Bankshares, Inc., Hickory, North Carolina*	Fed Reg - 01/11/2001 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>
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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>
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None

District 6

Federal Reserve Bank of Atlanta

Applications and notifications filed during the week ending Saturday, December 15, 2001

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	SunTrust Bank, Atlanta, Georgia, to establish a branch located at 3129 Marshall Hall Road, Bryans Road, Maryland, to be known as the Bryans Road Safeway Office.	12/27/2001*
Branch	Compass Bank, Birmingham, Alabama, to establish a branch located at the southwest corner of Hebron Parkway and Old Denton Road, Carrollton, Texas, to be known as the Carrollton-Hebron Branch.	12/20/2001*
Branch	Compass Bank, Birmingham, Alabama, to establish a branch located at the corner of Crosshaven Drive and Sunview Drive, Birmingham, Alabama, to be known as the Cahaba Heights-Cross Haven Branch.	12/20/2001*
Branch	Compass Bank, Birmingham, Alabama, to establish a branch located at the southeast corner of Elliot Road and Val Vista Drive, Mesa, Arizona, to be known as the Mesa-Elliot Branch.	12/20/2001*

*Subject to provisions of the Community Reinvestment Act

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(1)	C&S Bancorporation, Savannah, Georgia, to become a bank holding company by acquiring Citizens & Southern Bank, Savannah, Georgia (in organization).	Newspaper 01/03/2002*
3(a)(5)	Marion County Bancshares, Inc., Hamilton, Alabama, to merge with Triangle Bancorporation, Carbon Hill, Alabama, and thereby acquire its subsidiaries, Bank of Carbon Hill, Carbon Hill, Alabama, Bank of Berry, Berry, Alabama, and Bank of Parrish, Parrish, Alabama.	Fed Reg - 01/14/2002*
3(a)(1)	Morton Bancorp, Inc., Morton, Mississippi, to become a bank holding company by acquiring Bank of Morton, Morton, 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>
COM	Southern Bancorp, Inc., Marietta, Georgia, commitment waiver request.
COM	Unity Holdings, Inc., Cartersville, Georgia, commitment waiver request.

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>
972237	Transatlantic Bank 48 East Flagler Street Miami, Florida 33131 (305) 377-0200	08/20/2001	12/13/2001	S		X

Section VI – CRA examinations scheduled for

Quarter of

Institution

Location

None

District 7

Federal Reserve Bank of Chicago

Applications and notifications filed during the week ending Saturday, December 15, 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
Branch	Hinsdale Bank & Trust Company, Hinsdale, Illinois, for prior approval to establish a branch at 17 E. Burlington Avenue, Riverside, Illinois.*	Newspaper – 01/07/2002
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 – 12/7/2001

* 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)	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, for prior approval to become a bank holding company through the acquisition of 100 percent of the voting shares of Citizens First Bank, Clinton, Iowa.*	Fed Reg – 12/10/2001 Newspaper – 12/13/2001
4(c)(8)	FBOP Corporation, Oak Park, Illinois, for prior approval to acquire 100 percent of the voting shares of Bank Plus Corporation, Los Angeles, California and thereby indirectly acquire Fidelity Federal Bank, FSB, Glendale, California and thereby engage in operating a savings and loan association and to acquire Gateway Investment Services, Inc., Los Angeles, California and thereby engage in securities brokerage activities.*	Fed Reg – 12/27/2001 Newspaper – 10/08/2001

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4(c)(8)	First Mutual of Richmond, Inc., Richmond, Indiana and Richmond Mutual Bancorporation, Inc., Richmond, Indiana, for prior approval to acquire 100 percent of the voting shares of AmTrust Capital Corp., Peru, Indiana and thereby indirectly acquire American Trust Federal Savings Bank, Peru, Indiana and Indiana Financial Service Corporation, Peru, Indiana.*	Fed Reg – N/Avail Newspaper – N/Avail
3(a)(3)	Independence Bancshares, Inc., Independence, Iowa, for prior approval to acquire 100 percent of the voting shares of Fairbank Bancshares Corp., Fairbank, Iowa and thereby indirectly acquire Fairbank State Bank, Fairbank, Iowa.*	Fed Reg – 11/28/2001 Newspaper – 11/30/2001
3(a)(5) & 4(c)(8)	Marshall & Ilsley Corporation, Milwaukee, Wisconsin, for prior approval to acquire 100 percent of the voting shares of Richfield State Agency, Inc., Richfield, Minnesota and thereby indirectly acquire Richfield Bank & Trust Co., Richfield, Minnesota, R Community Investments, Inc., Sun Lake II, L.L.C., The Oaks, L.L.C., Eastwood Village, L.L.C. and Eastwood Village III, L.L.C.*	Fed Reg – N/Avail Newspaper – N/Avail
3(a)(1)	Peoples Bancorp., Rock Valley, Iowa, for prior approval to become a bank holding company through the acquisition of 100 percent of the voting shares of Peoples Bank, Rock Valley, Iowa.*	Fed Reg – 12/31/2001 Newspaper – N/Avail
3(a)(3)	River Valley Bancorp, Inc., Eldridge, Iowa, for prior approval to acquire 100 percent of the outstanding voting shares of State Bank of Seaton, Seaton, Illinois.*	Fed Reg – 01/14/2002 Newspaper – N/Avail
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
3(a)(1)	TCSB Bancorp, Inc., Traverse City, Michigan, for prior approval to become a bank holding company through the acquisition of 100 percent of the outstanding shares of Traverse City State Bank, Traverse City, Michigan.*	Fed Reg – 01/11/2002 Newspaper – N/Avail
CC	Notification by Merrill G. Norton and Suellyn Norton, of a Change in Control to retain control of more than 10 percent of the voting shares of Vermilion Bancorp, Inc., Danville, Illinois.	Fed Reg – 12/19/2001 Newspaper – 12/10/2001

* Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4(c)(8)	Peoples Bancorp., Rock Valley, Iowa, for prior approval to retain Peoples Financial Inc., Rock Valley, Iowa and thereby engage in insurance activities in a place of less than 5, 000 in population.	Fed Reg – 12/31/2001

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

<i>Type</i>	<i>Application</i>
4(c)(8)	Midwest Banc Holdings, Inc., Melrose Park, Illinois, for prior approval to engage directly or indirectly in certain nonbanking activities, de novo, through the acquisition of the assets of a going concern or through direct or indirect ownership, control or power to vote at least 1,000 shares (100 per cent) of Midwest Financial and Investment Services, Inc., an Illinois corporation.
4(c)(8)	Northern Trust Corporation, Chicago, Illinois, for prior approval to engage in the activity as a commodity pool operator through its subsidiary, Northern Trust Global Advisors, Inc.

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.

Section V – Availability of CRA public evaluations

<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>
2239288	North Shore Community Bank & Trust 1145 Wilmette Avenue Wilmette, Illinois 60091 (847) 853-1145	05/21/2001	12/11/2001	S	X	
2119773	Hinsdale Bank & Trust 25 E. First Street Hinsdale, Illinois 60521 (630) 323-4404	05/21/2001	12/14/2001	S	X	

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

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

District 8

Federal Reserve Bank of St. Louis

Applications and notifications filed during the week ending Saturday, December 15, 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)	Notice by Mercantile Bancorp, Inc., Quincy, Illinois, to acquire 9 percent of NorthStar Bancshares, Inc., Kansas City, Missouri. (Previously submitted during the week ending December 8, 2001)*	Newspaper – 1/7/2002 Fed Reg – 1/10/2002
3(a)(1)	Notice by Hardin County Bancorp, Inc., Rosiclare, Illinois, to acquire 100 percent of the voting shares of State Bank of Rosiclare, Rosiclare, Illinois.*	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>
4(c)(8)	Notice by Union Planters Corporation, Memphis, Tennessee, to acquire Union Planters Investment Advisors, Inc., Memphis, Tennessee, and thereby indirectly engage, de novo, in investment advisory activities.	Fed Reg – N/Avail.

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

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

Section V – Availability of CRA public evaluations

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

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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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>
970242	Arvest Bank, Rogers Arkansas	5/21/2001	12/12/2001	S	X	

Section VI – CRA examinations scheduled for Quarter of

<i>Institution</i>	<i>Location</i>
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District 9

Federal Reserve Bank of Minneapolis

Applications and notifications filed during the week ending Saturday, December 15, 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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O = Outstanding

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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 15, 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 Colorado, Greenwood Village, Colorado, for prior approval to establish a branch at 255 Gold Rivers Road #140, Basalt, Colorado.	Newspaper – 01/07/2002
Branch	Gold Bank, Leawood, Kansas, for prior approval to establish a branch at 18800 East Highway 40, Independence, Missouri.	Newspaper – 12/26/2001

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

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

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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

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

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

O = Outstanding

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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>
154257	Centennial Bank 13700 East Arapahoe Road Englewood, Colorado 80112-3903	09/17/2001	12/10/2001	S		X

Section VI – CRA examinations scheduled for Quarter of

Institution *Location*

None

District 11

Federal Reserve Bank of Dallas

Applications and notifications filed during the week ending Saturday, December 15, 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)	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 – 12/22/2001
3(a)(1)	Andrews Holding Company, Andrews, TX, to acquire Commercial State Bank, Andrews, TX*	Fed Reg – 01/11/2002 Newspaper – N/Avail
3(a)(3)	Baylor Bancshares, Inc., Seymour, TX, and Baylor Delaware Corporation, Wilmington, DE, to acquire Citizens State Bank, Princeton, TX*	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>
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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Federal bank regulators use the following performance levels to rate an institution's performance under CRA:

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NI = Needs to improve

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

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
913267	Legacy Bank of Texas 1105 W. 15 th Street & Alma Road Plano, Texas 75075-7247	04/23/2001	08/11/2001	S	X	
1017658	Texas State Bank 3900 North 10 th Street McAllen, Texas 78501-1719	06/18/2001	10/13/2001	O	X	
491569	Texas Bank 102 North Main Street Weatherford, Texas 76086-3241	08/06/2001	11/10/2001	S	X	
407252	FNB West Texas 3000 Olton Road, Plainview, Texas 79072	10/01/2001	12/15/2001	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 15, 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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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	
