
Federal Reserve Release



H.2

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

No. 51

Week Ending December 22, 2001

Bank Branches, Domestic

The Annapolis Banking and Trust Company, Annapolis, Maryland -- to establish a courier service for non-cash deposits from business customers in Anne Arundel County.

- Approved, December 21, 2001

Bank Holding Companies

Independence Bancshares, Independence, Iowa -- to acquire Fairbank Bancshares Corp., Fairbank, and Fairbank State Bank.

- Approved, December 21, 2001

Wells Fargo & Company, San Francisco, California -- to acquire Texas Financial Bancorporation, Inc., Minneapolis, Minnesota, and certain subsidiaries, and to acquire certain subsidiaries of Marquette Bancshares, Inc., including Marquette Financial Group, Inc. and Marquette Bank, N.A., Rogers.

- Approved, December 20, 2001

Bank Mergers

SunTrust Bank, Atlanta, Georgia -- to acquire the Florida operations of The Huntington National Bank, Columbus, Ohio, and thereby establish branches.

- Approved, December 17, 2001

Board Operations

Board -- budgets for 2002-2003.

- Approved, December 19, 2001

Office of Inspector General -- budget for 2002-2003.

- Approved, December 19, 2001

Legislation

Check Truncation Act -- proposed legislation and analysis for submission to Congress.

- Approved, December 14, 2001 (AC)

Reserve Bank Operations

Federal Reserve Bank Budgets -- budgets for 2002.

- Approved, December 19, 2001

H.2 Actions under delegated authority

December 16, 2001 to December 22, 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

Kansas City

Bank of Bennington, Bennington, Nebraska -- to establish a branch at 15645 Spaulding Street, Omaha.

- Approved, December 19, 2001

San Francisco

First Community Bank of the Desert, Indian Wells, California -- to establish a branch at 80111 Avenue 52, La Quinta.

- Approved, December 19, 2001

New York

HSBC Bank USA, Buffalo, New York -- to establish a branch at Courtney Drive and Pittsford Palmyra Road, Monroe County.

- Approved, December 21, 2001

New York

Peapack-Gladstone Bank, Gladstone, New Jersey -- to establish a branch at 189 Center Street, Clinton.

- Approved, December 19, 2001

Secretary

RBC Centura Bank, Rocky Mount, North Carolina -- to establish a branch at 804 Green Valley Road, Greensboro.

- Approved, December 19, 2001

Bank Holding Companies

Chicago

Bancshares Holding Corp., Downers Grove, Illinois -- to become a bank holding company through the acquisition of The Bank of Commerce.

- Approved, December 20, 2001

Bank Holding Companies

Atlanta

Cavalry Bancorp, Inc., Murfreesboro, Tennessee -- to become a bank holding company through the acquisition of Cavalry Banking, and for Cavalry Banking to become a member of the Federal Reserve System.

- Approved, December 19, 2001

Kansas City

Central Financial Corporation, Hutchinson, Kansas -- to increase its ownership of NorthStar Bancshares, Inc., Kansas City, Missouri.

- Approved, December 21, 2001

Dallas

Central Texas Bankshare Holdings, Inc., Columbus, Texas, and Colorado County Investment Holdings, Inc., Wilmington, Delaware -- to acquire Hill Bancshares Holdings, Inc., Weimar, Texas, Hill Bank and Trust Company, and Hill Bancshares, Inc., Wilmington, Delaware.

- Approved, December 18, 2001

Chicago

CFB Holding Company, Clinton, Iowa -- to become a bank holding company through the acquisition of Citizens First Bank.

- Approved, December 19, 2001

St. Louis

Community First Financial Group, Inc., Corydon, Indiana -- to acquire Harrington Bank, Chapel Hill, North Carolina.

- Approved, December 17, 2001

St. Louis

Community State Bancshares, Inc., Bradley, Arkansas -- to become a bank holding company through the acquisition of The Bradley Corporation and The Bank of Bradley, and to merge with The Bradley Corporation.

- Approved, December 20, 2001

Bank Holding Companies

Secretary

Community Trust Bancorp, Pikeville, Kentucky -- to acquire Citizens National Bank & Trust of Hazard, Hazard.

- Approved, December 19, 2001

Minneapolis

Credit Riviere Bancorporation, Inc., Austin, Texas -- to become a bank holding company through the acquisition of First State Bank of Sinai, Sinai, South Dakota.

- Withdrawn, December 18, 2001

Kansas City

GN Bankshares, Inc., Girard, Kansas, and Girard National Bank -- waiver of applications in connection with the acquisition of Kansas State Bank, Holton.

- Granted, December 20, 2001

Chicago

Irwin Financial Corporation, Columbus, Indiana -- to establish Irwin Residual Holdings Corporation and Irwin Residual Holdings Corporation II to hold certain interests from securitizations and to engage in home equity-related activities.

- Withdrawn, December 20, 2001

Dallas

Krum Bancshares, Inc., Krum, Texas, and Krum Bancshares of Delaware, Inc., Dover, Delaware -- for Krum Bancshares of Delaware, Inc. to become a bank holding company through the acquisition of Farmers and Merchants State Bank, Krum; and for Krum Bancshares, Inc. to become a bank holding company through the acquisition of both institutions.

- Approved, December 19, 2001

New York

Landesbank Baden-Wurttemberg, State of Baden-Wurttemberg, Germany, and Sparkassenverband Baden-Wurttemberg -- to acquire shares of Baden-Wurttembergische Bank AG and BW Capital Markets, Inc., New York, New York, and thereby engage in extending credit and servicing loans.

- Approved, December 20, 2001

Bank Holding Companies

Atlanta

Marion County Bancshares, Inc., Hamilton, Alabama -- to merge with Triangle Bancorporation, Carbon Hill, and thereby acquire Bank of Carbon Hill; Bank of Berry, Berry; and Bank of Parrish, Parrish.
- Withdrawn, December 20, 2001

Kansas City

Meader Insurance Agency, Inc., Waverly, Kansas -- to retain Waverly Insurance Agency, Inc., and thereby engage in general insurance activities in a town with a population of less than 5,000.
- Approved, December 20, 2001

Chicago

Midwest Banc Holdings, Inc., Melrose Park, Illinois -- to purchase through its subsidiary, Midwest Financial and Investment Services, Inc., Elmwood Park, the assets of Service 1st Financial Corporation, and thereby engage in securities brokerage activities.
- Approved, December 19, 2001

Atlanta

Morton Bancorp, Inc., Morton, Mississippi -- to become a bank holding company through the acquisition of Bank of Morton.
- Withdrawn, December 21, 2001

Secretary

Northern Trust Corporation, Chicago, Illinois, and Northern Trust Global Advisors, Inc., Stamford, Connecticut -- to act as a commodity pool operator.
- Approved, December 21, 2001

Minneapolis

Peoples State Bancorp, Inc., Munising, Michigan -- to become a bank holding company through the acquisition of Peoples State Bank of Munising.
- Returned, December 17, 2001

Chicago

Premier Holdings, Ltd., Rock Valley, Iowa -- to become a bank holding company through the acquisition of Premier Bank.
- Approved, December 17, 2001

Bank Holding Companies

San Francisco

Siuslaw Financial Group, Inc., Florence, Oregon -- to become a bank holding company through a corporate reorganization involving Siuslaw Valley Bank, and election to become a financial holding company.

- Approved, December 20, 2001

Minneapolis

United Bancor, Ltd., Dickinson, North Dakota -- to acquire Bismarck Bancshares, Inc., Bismarck.

- Approved, December 21, 2001

Banks, Foreign

Director, BS&R

Caixa de Aforros de Vigo, Ourense e Pontevedra, Vigo, Spain -- to establish an agency in Miami, Florida.

- Approved, December 20, 2001

General Counsel

Nordea AB (publ), Helsinki, Finland, and Merita Bank plc -- request to file an application under Regulation K after a "demerger."

- Approved, December 20, 2001

General Counsel

United Overseas Bank Limited, Singapore -- waiver of application to establish branches in New York, New York, and Los Angeles, California, as a result of the merger with Overseas Union Bank Limited, Singapore.

- Granted, December 19, 2001

Banks, State Member

Cleveland

Fifth Third Bank, Cincinnati, Ohio -- to acquire a financial subsidiary, Fifth Third Securities, Inc.

- Approved, December 20, 2001

Change In Bank Control

Boston

Falmouth Bancorp, Inc., Falmouth, Massachusetts -- change in bank control.
- Withdrawn, December 19, 2001

Competitive Factors Reports

Dallas

Century Bank, N.A., New Boston, Texas -- report on competitive factors of the proposed merger with Century Bank-Arkansas, Texarkana, Texas
- Submitted, December 19, 2001

Dallas

Commercial State Bank, Andrews, Texas -- report on competitive factors of the proposed merger with Interim Business Corp.
- Submitted, December 19, 2001

San Francisco

Community Bank of Arizona, Wickenburg, Arizona -- report on competitive factors of the proposed purchase of assets and assumption of liabilities of the Phoenix branch of Community First National Bank, Fargo, North Dakota.
- Submitted, December 20, 2001

Kansas City

Girard National Bank, Girard, Kansas -- report on competitive factors of the proposed merger with Kansas State Bank, Holton.
- Submitted, December 20, 2001

New York

Hudson River Bank & Trust Company, Hudson, New York -- report on competitive factors of the proposed merger with Mohawk Community Bank, Amsterdam.
- Submitted, December 21, 2001

Philadelphia

The Peoples State Bank, East Berlin, Pennsylvania -- report on competitive factors of the proposed purchase of assets and assumption of liabilities of Community Bank, N.A., Millersburg.
- Submitted, December 18, 2001

Competitive Factors Reports

New York

Wilber National Bank, Oneonta, New York -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of the Norwich branch of NBT Bank, Norwich.
- Submitted, December 17, 2001

Extensions Of Time

Atlanta

Compass Bank, Birmingham, Alabama -- extension to December 18, 2002, to establish a branch in the Albertson's store at North McClintock Drive and West Ray Road, Chandler, Arizona.
- Granted, December 17, 2001

Kansas City

Howard County Land and Cattle Company, Saint Paul, Nebraska -- extension to March 20, 2002, to acquire shares of Citizens National Bank, Loup City, a de novo bank.
- Granted, December 18, 2001

Atlanta

Kensington Bankshares, Inc., Spring Hill, Florida -- extension to April 19, 2002, to become a bank holding company through the acquisition of First Kensington Bank.
- Granted, December 17, 2001

Financial Holding Companies

St. Louis

Banterra Corp, Eldorado, Illinois -- election to become a financial holding company.
- Effective, December 20, 2001

Director, BS&R

Caixa de Aforros de Vigo, Ourense e Pontevedra, Vigo, Spain -- election to be treated as a financial holding company on establishment of an agency in Miami, Florida.
- Effective, December 20, 2001

Financial Holding Companies

St. Louis

Mid-Missouri Bancshares, Inc., Springfield, Missouri -- election to become a financial holding company.

- Effective, December 19, 2001

Cleveland

Pittsburgh Financial Corporation, Wexford, Pennsylvania -- election to become a financial holding company.

- Effective, December 20, 2001

International Operations

Director, BS&R

JPMorgan Chase Bank, New York, New York -- waiver of remainder of notification period to invest in the Tokyo branch of J.P. Morgan Securities Asia Private Limited, Singapore.

- Granted, December 17, 2001

Director, BS&R

KeyBank National Association, Cleveland, Ohio -- to establish KRM Holdings, Inc. as an agreement corporation, and for KRM Holdings to invest in KRM Leasing, Inc., a Bermuda subsidiary.

- Approved, December 20, 2001

Membership

Atlanta

United Bank of the Gulf Coast, Sarasota, Florida -- membership in the Federal Reserve System.

- Approved, December 19, 2001

Regulations And Policies

Director, C&CA

Regulation C -- increase in the asset-size exemption threshold for depository institutions data collection requirements under the Home Mortgage Disclosure Act.

- Approved, December 18, 2001

District 1

Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, December 22, 2001

Section I – Applications subject to newspaper notice only

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

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

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

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

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

Section VI – CRA examinations scheduled for Quarter of

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

District 2

Federal Reserve Bank of New York

Applications and notifications filed during the week ending Saturday, December 22, 2001

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
FBBR-RB	Dresdner Bank, Aktiengesellschaft, Frankfurt, Germany to establish an additional branch in New York, New York.	Newspaper- N/Avail

* Subject to the provisions of the Community Reinvestment Act

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a) 3	Trustco Bank Corp, Glenville, New York to purchase up to 9.9 percent of Troy Financial Corp	01/20/01

* 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</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 First Quarter of 2002

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

District 3

Federal Reserve Bank of Philadelphia

Applications and notifications filed during the week ending Saturday, December 22, 2001

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	AmeriServ Financial Bank, Johnstown, PA, to establish a branch office located at 87 Logan Boulevard, Altoona, PA.	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.

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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</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 22, 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)	Received application on 12/18/2001 from Signature Bancorp, Inc., Toledo, OH to acquire Signature Bank, National Association, Toledo, OH.*	Fed. Reg. – 01/18/2002

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.

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

<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 22, 2001

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	The Middleburg Bank, Middleburg, Virginia, to establish a branch at 211 Fort Evans Road, NE, Leesburg, Virginia.*	Newspaper - 12/22/2001

*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 - 01/11/2002 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>	<i>Ending date of comment period</i>
None		

Section V – Availability of CRA public evaluations

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

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

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>
933425	Farmers Bank of Maryland 5 Church Circle Annapolis, Maryland 21401	07/09/2001	12/21/2001	S	X	
1017528	First Vantage Bank/Tri-Cities 3000 Lee Highway Bristol, Virginia 24202	07/09/2001	12/21/2001	S	X	
679125	First Virginia Bank 6400 Arlington Boulevard Falls Church, Virginia 22042	07/09/2001	12/21/2001	S	X	
832920	First Virginia Bank - Hampton Roads 555 Main Street Norfolk, Virginia	07/09/2001	12/21/2001	S	X	
161527	First Virginia Bank - Colonial 700 East Main Street Richmond, Virginia 23219	07/09/2001	12/21/2001	S	X	
208329	First Virginia Bank - Southwest 601 South Jefferson Street Roanoke, Virginia 24011	07/09/2001	12/21/2001	S	X	
624826	First Virginia Bank - Blue Ridge 125 North Central Avenue Staunton, Virginia 24402	07/09/2001	12/21/2001	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 22, 2001

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	SouthTrust Bank, Birmingham, Alabama, to establish a branch located at the corner of Orange Grove Boulevard and Hancock Bridge Parkway, North Fort Myers, Florida, to be known as the North Fort Myers Office.	12/21/2001*
Branch	SouthTrust Bank, Birmingham, Alabama, to establish a branch located at Murdock Circle, Port Charlotte, Florida, to be known as the Murdock Office.	12/21/2001*

*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)(5)	South Alabama Bancorporation, Inc., Mobile, Alabama, to merge with Gulf Coast Community Bancshares, Inc., and thereby acquire its subsidiary, Wewahitchka State Bank, both of Wewahitchka, Florida.	N/Avail*
CIC	After-the-fact notification filed by the Oscar W. Roberts, Jr. family group, including the Estate of Oscar W. Roberts, Jr., Louise T. Roberts, Antoinette Roberts Goodrich, Heather Roberts, Oscar W. Roberts, III, Helen T. Roberts, Alfred F. Goodrich, Bonita J. Roberts, Oscar W. Roberts, IV, and Eleanor R. Goodrich to retain their aggregate 11.92 percent of the outstanding shares of WGNB Corp., and its subsidiary, West Georgia National Bank of Carrollton, both of Carrollton, Georgia.	N/Avail*
CIC	After-the-fact notification filed by the H.W. Richards family group, including the Estate of H.W. Richards, Thomas T. Richards, J. Patrick Malloy, Sally A. Bobick, Mary A. Maierhoffer, Cornelia S. Richards, Margaret R. Bass, Cornelia L. Richards, Margaret R. Bass Trust, and Cornelia L. Richards Trust, to retain their aggregate 15.23 percent of the outstanding shares of WGNB Corp., and its subsidiary, West Georgia National Bank of Carrollton, both of Carrollton, Georgia.	N/Avail*

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	After-the-fact notification filed by the Joe Whit Walker family group, including Joe Whit Walker, Jan W. Walker, Katherine M. Chewning, Nicholas C. Walker, Katherine R. Walker, Wanda W. Calhoun, Madeline A. Chewning, Whitney L. Walker, Greg W. Walker, H. Frederick Walker, and Ross A. Chewning to retain their aggregate 14.16 percent of the outstanding shares of WGNB Corp., and its subsidiary, West Georgia National Bank of Carrollton, both of Carrollton, Georgia.	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.

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>
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 22, 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 – 12/21/2001
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

* 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
CC	Notification by CoVest Bancshares, Inc. Employee Stock Ownership Plan Trust, Paul A. Larsen, James L. Roberts and Barbara A. Buscemi, Trustees, of a Change in Control of CoVest Bancshares, Inc., Des Plaines, Illinois.	Fed Reg – N/Avail Newspaper – N/Avail
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
4(c)(8)	First Mutual of Richmond, Inc., Richmond, Indiana and Richmond Mutual Bancorporaiton, 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 – 01/14/2002 Newspaper – N/Avail

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)	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.*	Fed Reg – 01/18/2002 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
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)	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
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)	Irwin Financial Corporation, Columbus, Indiana, for prior approval to establish Irwin Residual Holdings Corporation and Irwin Residual Holdings Corporation II, for the purpose of holding certain residuals and related interests from securitizations and for engaging in related activities in connection with home equity line of business.	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>
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)	Mahaska Investment Company, Oskaloosa, Iowa, notification of intent to engage in data processing.
4(c)(8)	Northern Trust Corporation, Chicago, Illinois, for prior approval to engage in the activity as a commodity pool operator and serving as investment advisor, through its subsidiary, Northern Trust Global Advisors, Inc., Stamford, Connecticut.

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>
115146	St. Ansgar State Bank 237 W. 4 th Street St. Ansgar, Iowa 50472 (515) 736-4501	08/13/2001	12/17/2001	S		X
858649	Cedar Valley State Bank 345 W. 4 th Street St. Ansgar, Iowa 50472 (515) 736-2425	8/13/2001	12/19/2001	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 22, 2001

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Notice by Midwest BankCentre, St. Louis, Missouri, to establish a limited-service branch at 13590 South Outer Forty Road, Chesterfield, Missouri.*	01/15/2002

* 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>
Membership	Application by Heritage National Bank, Lawrenceville, Illinois, to become a state-chartered 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.

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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>
909055	Peoples Bank and Trust Company of Lincoln County, Troy, Missouri	08/27/2001	12/20/2001	O		X

Section VI – CRA examinations scheduled for

Quarter of

Institution

Location

None

District 9

Federal Reserve Bank of Minneapolis

Applications and notifications filed during the week ending Saturday, December 22, 2001

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
BKBR	First Interstate Bank, Billings, Montana, to establish a branch at 4612 Rue Terre, Cheyenne, Wyoming.*	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)	Odin Bancshares, Inc., Odin, Minnesota, to acquire 100% of the voting shares of Odin State Bank, Odin, Minnesota.*	Fed Reg – 01/18/2002 Newspaper – 01/12/2002
3(a)(3)	Northern Plains Investment, Inc., Jamestown, North Dakota, for retroactive approval of the increase in its direct and indirect ownership interest in North Star Holding Company, Inc., Jamestown, North Dakota, from 43.33% to 45.01%.*	Fed Reg – 01/18/2002 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.

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

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

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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</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 22, 2001

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Bank of Commerce, Chelsea, Oklahoma, for prior approval to establish a branch at 11121 East 41 st Street, Tulsa, Oklahoma.	Newspaper – 12/28/2001

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(3)	First York BanCorp, Inc., York, Nebraska, for prior approval to acquire 100 percent of the voting shares of K.L. & D.M., Inc., Polk, Nebraska, parent of Citizens State Bank, Polk, Nebraska, and Stewart Insurance Agency, Inc., Polk, Nebraska.	Newspaper – N/Available Fed Reg – N/Available
3(a)(3)	Buerge Bancshares, Inc., Joplin, Missouri, for prior approval to acquire 100 percent of the voting shares of Grand Lake Bancorp, Inc., Tulsa, Oklahoma, parent of Grand Lake Bank, Tulsa, Oklahoma, and 100 percent of the voting shares of Sarcoxie Bancorp, Inc., Sarcoxie, Missouri, parent of First National Bank of Sarcoxie, Sarcoxie, Missouri.	Newspaper – N/Available Fed Reg – 01/10/2002
CIC	Joseph D. Freund Irrevocable Trust #2, the Duane M. Freund Irrevocable Trust #2, the Kenneth J. Freund Irrevocable Trust #2, and the Michael R. Freund Irrevocable Trust #2, all of Aurora, Colorado, and the following individuals who serve as co-trustees of one or more of the trusts: Joseph Freund, Jr., Elizabeth, Colorado; James Campbell, Denver, Colorado; Laura Freund Buddington, Denver, Colorado; Scott Freund, Elizabeth, Colorado; Phillip Pasion, Parker, Colorado; Angela Freund Bennett, Denver, Colorado; and Kenneth Freund, Jr, Aurora, Colorado; to retain control of Commerce Bancshares, Inc., Aurora, Colorado.	Newspaper – 01/07/2002 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>
Membership	Mountain State Bank, Denver, Colorado, for prior approval to become a member of the Federal Reserve System.

Section V – Availability of CRA public evaluations

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

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

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

O = Outstanding

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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 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>
508355	AmeriState Bank 113 Pennsylvania Street Atoka, Oklahoma 74525-2431	09/24/2001	12/21/2001	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 22, 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)	Andrews Holding Company, Andrews, TX, to acquire Commercial State Bank, Andrews, TX* (previously reported the week ending December 15, 2001)	Fed Reg – 01/11/2002 Newspaper – 01/12/2002
3(a)(3)	Baylor Bancshares, Inc., Seymour, TX, and Baylor Delaware Corporation, Wilmington, DE, to acquire Citizens State Bank, Princeton, TX* (previously reported the week ending December 15, 2001)	Fed Reg – 01/14/2002 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

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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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 12

Federal Reserve Bank of San Francisco

Applications and notifications filed during the week ending Saturday, December 22, 2001

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18c	Pacific State Bank to merge with California Bank & Trust's Stockton Branch, located at 4063 N. Pershing Avenue, Stockton, California.*	Newspaper – N/Avail

* Subject to the provisions of the Community Reinvestment Act

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(3)	BNP Paribas, Paris, France, and BancWest Corporation, Honolulu, Hawaii, to acquire United California Bank, Los Angeles, California.*	Newspaper – 01/17/2002 Fed Reg – 01/28/2002

* 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>
Waiver	City National Corporation requests waiver of any Banking Holding Company Act application requirement to merge with Civic Bancorp, Oakland, California, at which time CivicBank of Commerce, Oakland, California, will merge into City National Bank, Beverly Hills, California.

Section V – Availability of CRA public evaluations

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

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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	
