
Federal Reserve Release



H.2

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

No. 25

Week Ending June 22, 2002

Advisory Councils

Consumer Advisory Council -- request for nominations for ten new members.
- Announced, June 17, 2002

Regulations And Policies

Credit Card Plans -- annual report to the Congress, "The Profitability of Credit Card Operations of Depository Institutions."
- Approved, June 17, 2002

Regulation C (Home Mortgage Disclosure) -- amendments providing certain reporting thresholds for loan pricing data required to be reported, requiring lenders to report the lien status of applications and originated loans, and requiring lenders to ask applicants their ethnicity, race, and sex in applications taken by telephone.
- Approved, June 21, 2002

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

Bank Branches, Domestic

Atlanta

Bank Independent, Sheffield, Alabama -- to establish a branch at 704 Bank Street, Decatur.

- Approved, June 20, 2002

Kansas City

Bank of Colorado, Fort Collins, Colorado -- to establish a branch at 1200 Railroad Avenue, Rifle.

- Approved, June 21, 2002

Atlanta

First Commercial Bank of Florida, Orlando, Florida -- to establish a branch at 3505 W. Lake Mary Boulevard, Lake Mary.

- Approved, June 21, 2002

Chicago

First Farmers Bank & Trust, Converse, Indiana -- to establish a branch at 2040 S. Reed Road, Kokomo.

- Approved, June 20, 2002

Atlanta

Regions Bank, Birmingham, Alabama -- to establish branches at 1544 Piedmond Road and 1745 Peachtree Road, both in Atlanta, Georgia.

- Approved, June 17, 2002

Chicago

Sand Ridge Bank, Highland, Indiana -- to establish a branch at U.S. Highway 231 and Broadway Avenue, Crown Point.

- Withdrawn, June 18, 2002

Atlanta

SouthTrust Bank, Birmingham, Alabama -- to establish a branch at One Jackson Place, 188 East Capitol Street, Jackson, Mississippi.

- Approved, June 19, 2002

Bank Branches, Domestic

Dallas

Texas Bank, Weatherford, Texas -- to establish a branch at 5980 South Cooper Street, Arlington.

- Approved, June 20, 2002

Kansas City

Webb City Bank, Webb City, Missouri -- to establish a branch at 3435 E. 7th Street, Joplin.

- Approved, June 20, 2002

Bank Holding Companies

Atlanta

BCB Holding Company, Inc., Theodore, Alabama -- commitment waiver request.

- Granted, June 20, 2002

Atlanta

Community First, Inc., Columbia, Tennessee -- to become a bank holding company through the acquisition of Community First Bank & Trust.

- Withdrawn, June 17, 2002

Richmond

First Charter Corporation, Charlotte, North Carolina -- relief from certain commitments.

- Granted, June 20, 2002

Richmond

FNB Corp., Asheboro, North Carolina -- to merge with Rowan Bancorp, Inc., China Grove, and thereby acquire Rowan Savings Bank SSB, Inc.

- Approved, June 17, 2002

St. Louis

Independent Group Holdings, Inc., Memphis, Tennessee -- to become a bank holding company through the acquisition of Independent Bank.

- Withdrawn, June 20, 2002

Bank Holding Companies

Atlanta

People's Community BancShares, Inc., Sarasota, Florida -- to become a bank holding company through the acquisition of People's Community Bank of the West Coast.
- Approved, June 21, 2002

Secretary

The Royal Bank of Scotland Group, plc, Edinburgh, Scotland -- to acquire WorldPay Limited, St. Helier, Jersey Island, United Kingdom, and thereby engage in the United States in credit extension and data processing activities.
- Approved, June 20, 2002

Atlanta

Synovus Financial Corp., Columbus, Georgia -- to merge with Community Financial Group, Inc., Nashville, Tennessee, and thereby acquire its subsidiary, The Bank of Nashville.
- Approved, June 20, 2002

Banks, Foreign

Director, BS&R

Hamburgische Landesbank Girozentrale, Hamburg, Germany -- to establish a representative office in New York, New York.
- Approved, June 21, 2002

Director, BS&R

Landesbank Schleswig-Holstein Girozentrale, Kiel, Germany -- to establish a branch in New York, New York.
- Approved, June 21, 2002

Change In Bank Control

Chicago

Anita Bancorporation, Atlantic, Iowa -- change in bank control.
- Permitted, June 21, 2002

Kansas City

Citizens Financial Corporation, Liberal, Kansas -- change in bank control.
- Permitted, June 19, 2002

Change In Bank Control

Chicago

First Beardstown Bancorp, Inc., Beardstown, Illinois -- change in bank control.
- Permitted, June 20, 2002

St. Louis

Franklin Bancshares, Inc., Franklin, Illinois -- change in bank control.
- Permitted, June 17, 2002

Atlanta

Georgia Central Bancshares, Inc., Social Circle, Georgia -- change in bank control.
- Permitted, June 17, 2002

Atlanta

Liberty Shares, Inc., Hinesville, Georgia -- change in bank control.
- Withdrawn, June 18, 2002

St. Louis

Southern Illinois Bancorp, Inc., Carmi, Illinois -- change in bank control.
- Permitted, June 21, 2002

Richmond

Tri-County Financial Corporation, Waldorf, Maryland -- change in bank control.
- Permitted, June 18, 2002

Competitive Factors Reports

Chicago

Bank One, National Association, Chicago, Illinois -- report on competitive factors of the proposed merger with Bank One, Colorado, N.A., Denver, Colorado; Bank One, Indiana, N.A., Indianapolis, Indiana; and Bank One, Wisconsin, Milwaukee, Wisconsin.
- Submitted, June 21, 2002

Boston

Banknorth, National Association, Portland, Maine -- report on competitive factors of the proposed merger with Southington Savings Bank, Southington, Connecticut.
- Submitted, June 19, 2002

Competitive Factors Reports

Kansas City

Citizens State Bank, Gridley, Kansas -- report on competitive factors of the proposed merger with the Burlington branch of Home Savings Bank, Chanute.
- Submitted, June 17, 2002

Philadelphia

Delanco Federal Savings Bank, Delanco, New Jersey -- report on competitive factors of the proposed merger with Delanco Federal MHC Interim Savings Bank and Delanco Federal Interim Savings Bank.
- Submitted, June 18, 2002

Cleveland

First Federal Savings Bank of Ironton, Ironton, Ohio -- report on competitive factors of the proposed merger with Lincoln Savings and Loan Association.
- Submitted, June 17, 2002

Cleveland

First National Bank of Southwestern Ohio, Hamilton, Ohio -- report on competitive factors of the proposed merger with Hebron Deposit Bank, Hebron.
- Submitted, June 17, 2002

Minneapolis

First Savings Bank, FSB, Beresford, South Dakota -- report on competitive factors of the proposed purchase of assets and assumption of liabilities of First American Savings Bank, FSB, Omaha, Nebraska.
- Submitted, June 18, 2002

Chicago

Southport Bank, Kenosha, Wisconsin -- report on competitive factors of the proposed merger with Republic Bank of Kenosha, an interim bank.
- Submitted, June 21, 2002

Financial Holding Companies

Director, BS&R

Unicredito Italiano S.p.A., Milan, Italy -- election to be treated as a financial holding company.

- Effective, June 17, 2002

International Operations

Director, BS&R

Bank Leumi (USA), New York, New York -- request for exemption from section 23A of the Federal Reserve Act to acquire the assets of the Miami agency of Bank of Leumi le-Israel B.M., Tel Aviv, Israel.

- Granted, June 19, 2002

Richmond

Wachovia Bank, National Association, Charlotte, North Carolina -- to convert its Shanghai, China, representative office to a branch.

- Approved, June 17, 2002

Membership

St. Louis

Bank of Crockett, Bells, Tennessee -- membership in the Federal Reserve System.

- Approved, June 18, 2002

Richmond

The Bank of Currituck, Moyock, North Carolina -- membership in the Federal Reserve System.

- Approved, June 21, 2002

St. Louis

Bank of Halls, Halls, Tennessee -- membership in the Federal Reserve System.

- Approved, June 18, 2002

St. Louis

The Bank of Jackson, Jackson, Tennessee -- membership in the Federal Reserve System.

- Approved, June 18, 2002

Membership

St. Louis

Gates Banking and Trust Company, Gates, Tennessee -- membership in the Federal Reserve System.

- Approved, June 18, 2002

St. Louis

Security Bank, Newbern, Tennessee -- membership in the Federal Reserve System.

- Approved, June 18, 2002

District 1

Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, June 22, 2002

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 | Mystic Financial, Inc., Employee Stock Ownership Plan & Trust, Medford, Massachusetts - notification to acquire up to 24.9% of Mystic Financial, Inc., Medford, Massachusetts | Newspaper - N/Avail Fed Reg - N/Avail |
| 3(a)(1) | Randolph Bancorp, Stoughton, Massachusetts - application to form a mutual bank holding company through the acquisition of Randolph Savings Bank, Randolph, Massachusetts | Newspaper - N/Avail Fed Reg - 07-20-02 |

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</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, June 22, 2002

Section I – Applications subject to newspaper notice only

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

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

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

Section III – Applications subject to Federal Register notice only

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

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

| <i>Type</i> | <i>Application</i> | |
|-------------|--------------------|--|
| None | | |

Section V – Availability of CRA public evaluations

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

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| <i>RSSD</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, June 22, 2002

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) | Berkshire Financial Holding, Inc., Collegeville, PA, to form a bank holding company by acquiring USABancShares.com, Inc., Philadelphia, PA. | Newspaper: N/Avail Fed Reg: 07/18/2002 |

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> | |
|-------------|---|--|
| 3(a)(1)RN | Sterling Bank Holding, Inc., Mount Laurel, NJ, to form a bank holding company by acquiring Sterling Bank, Mount Laurel, NJ. | |

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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SN = Substantial noncompliance

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

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

Section VI – CRA examinations scheduled for Quarter of

| <i>Institution</i> | <i>Location</i> |
|--------------------|-----------------|
| None | |

District 4

Federal Reserve Bank of Cleveland

Applications and notifications filed during the week ending Saturday, June 22, 2002

Section I – Applications subject to newspaper notice only

| <i>Type</i> | <i>Application</i> | <i>Ending date of comment period</i> |
|-------------|--|--------------------------------------|
| Branch | Received notice from Fifth Third Bank Michigan, Grand Rapids, MI on 06/21/2002 proposing to establish a branch facility at 850 Milwaukee Avenue, Vernon Hills, IL. | 06/07/2002 |

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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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, June 22, 2002

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 419 Shawnee Avenue East, Big Stone Gap, Virginia.* | Newspaper - 07/01/2002 |

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

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

Section VI – CRA examinations scheduled for Quarter of

| <i>Institution</i> | <i>Location</i> |
|--------------------|-----------------|
| None | |

District 6

Federal Reserve Bank of Atlanta

Applications and notifications filed during the week ending Saturday, June 22, 2002

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) | First Security Group, Inc., Chattanooga, Tennessee, to acquire First State Bank, Maynardville, Tennessee. | Newspaper – 6/27/2002* |
| 3(a)(3) | Southwest Florida Community Bancorp, Inc., Fort Myers, Florida, to acquire 50 percent of the outstanding shares of Sanibel Captiva Community Bank, Sanibel, Florida (in organization). | N/Avail* |
| 3(a)(1) | Community First, Inc., Columbia, Tennessee, to become a bank holding company by acquiring Community First Bank & Trust, Columbia, Tennessee. | Fed Reg – 06/10/2002 |

*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 | Community Financial Holding Company, Inc., Duluth, Georgia, commitment waiver request to not incur debt. |

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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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> |
| 1390342 | Fifth Third Bank of Florida 4099 Tamiami Trail North Naples, Florida 34103 (941) 430-5353 | 03/05/2001 | 02/06/2002 | S | X | |
| 548735 | Mobile County Bank Post Office Box 327 Grand Bay, Alabama 36541 (251) 865-6191 | 09/24/2001 | 02/13/2002 | S | | X |
| 648130 | Coconut Grove Bank 2701 S. Bayshore Drive Miami, Florida 33133 (305) 858-6666 | 12/03/2001 | 04/17/2002 | S | X | |
| 318835 | The Terrace Bank of Florida Post Office Box 16828 Tampa, Florida 33687-6828 (813) 985-1128 | 01/07/2002 | 04/17/2002 | S | | X |

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, June 22, 2002

Section I – Applications subject to newspaper notice only

| <i>Type</i> | <i>Application</i> | <i>Ending date of comment period</i> |
|--------------|--|--------------------------------------|
| 18C & Branch | Midwest Bank and Trust Company, Elmwood Park, Illinois, to merge with Midwest Bank of Hinsdale, Hinsdale, Illinois and Midwest Bank of McHenry County, Union, Illinois and to establish seven branch offices.* | Newspaper – N/Avail |

* Subject to the provisions of the Community Reinvestment Act

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

| <i>Type</i> | <i>Application</i> | <i>Ending date of comment period</i> |
|-------------|---|---|
| 3(a)(1) | Cincinnati BancGroup, Inc., Mason, Ohio, to become a bank holding company by acquiring 100 percent of Bank of Kenney, Kenney, Illinois.* | Fed Reg – 07/05/2002 Newspaper – N/Avail |
| 3(a)(1) | Orchid Financial Bancorp, Inc., St. Charles, Illinois, to become a bank holding company by acquiring 100 percent of American Eagle Bank (in organization), South Elgin, Illinois.* | Fed Reg – 06/24/2002 Newspaper – N/Avail |
| CC | Notice by Stephen Suiter, Princeton, Iowa, and Jane Suiter Gahard, LeClaire, Iowa, as immediate family acting in concert, to increase control of Princeton/LeClaire, Agency, Inc., Princeton, Iowa, following the redemption of 199 shares of holding company stock. Stephen Suiter will own and control 41.79 percent individually and Jane Suiter Gahard will own and control 7.96 percent. | Fed Reg – 07/01/2002 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

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S = Satisfactory

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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> |
| 850036 | First American Bank 261 S. Western Avenue Carpentersville, Illinois 60110 (847) 426-6300 | 01/25/2001 | 06/17/2002 | SN | 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, June 22, 2002

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> |
|-------------|--|--|
| 3A1 | FCB Financial Services, Inc., Marion, Arkansas, to become a bank holding company by acquiring 100 percent of First Community Bank of Eastern Arkansas, Marion, Arkansas.* | Newspaper – N/Avail Fed Reg – N/Avail |
| 3A3 | First Delta Bankshares, Inc., Blytheville, Arkansas, to acquire 100 percent of Bank of Trumann, Trumann, Arkansas.* | Newspaper – N/Avail Red Reg – 07/22/2002 |
| 3A3 | Mid-Missouri Bancshares, Inc., Springfield, Missouri, to acquire 22.25 percent of the voting shares of Central States Bancshares, Inc., Springfield, Missouri, and thereby indirectly acquire its subsidiary bank, Webb City Bank, Webb City, Missouri.* | Newspaper – N/Avail Fed Reg – 07/22/2002 |
| 3A1 | Tri-County Bancshares, Inc., Beecher City, Illinois, to become a bank holding company by acquiring 100 percent of First State Bank of Beecher City, Beecher City, Illinois.* | Newspaper – N/Avail Fed Reg – 7/22/2002 |

* 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> |
|-------------|--------------------|
| 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> |
| None | | | | | | |

Section VI – CRA examinations scheduled for Quarter of

| <i>Institution</i> | <i>Location</i> |
|--------------------|-----------------|
| None | |

District 9

Federal Reserve Bank of Minneapolis

Applications and notifications filed during the week ending Saturday, June 22, 2002

Section I – Applications subject to newspaper notice only

| <i>Type</i> | <i>Application</i> | <i>Ending date of comment period</i> |
|----------------|--|--------------------------------------|
| 18(c) & Branch | Dakota Bank, Mendota Heights, Minnesota, to merge with The Midway National Bank of St. Paul, St. Paul, Minnesota. In addition, Dakota Bank proposes to relocate its main office to the St. Paul, Minnesota, main office location of the target bank and retain its existing main office as a branch. Dakota Bank also proposes to retain the three branch offices of the target bank located in Apple Valley, Bloomington, and Burnsville, Minnesota.* | 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) | Richey Bancorporation, Inc., Glendive, Montana, to acquire 25% of Community First Bancorp, Inc., Glendive, Montana, and thereby indirectly acquire Community First Bank of Glendive, Glendive, Montana.* | Fed Reg – 07/19/2002 Newspaper – 07/30/2002 |
| CIC | Eugene Weinreis, Golva, North Dakota; and Brian and Kimera Robertson, Missoula, Montana, to gain control of Community First Bancorp, Inc., Glendive, Montana, and thereby indirectly gain control of Community First Bank of Glendive, Glendive, Montana. | Fed Reg – 07/09/2002 Newspaper – 07/20/2002 |
| CIC | Douglas H. Lewis II, Duluth, Minnesota, to gain control of North Shore Financial Corporation, Duluth, Minnesota, and thereby indirectly gain control of North Shore Bank of Commerce, Duluth, Minnesota. | Fed Reg – 07/09/2002 Newspaper – N/Avail |
| CIC | The R.J. Doornek Trust and R.J. Doornek, as an individual and trustee of the trust, Wolf Point, Montana, to gain control of Wolf Point Holding Company of Wolf Point, Wolf Point, Montana, and thereby indirectly gain control of Western Bank of Wolf Point, Wolf Point, Montana. | Fed Reg – 07/11/2002 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> |
|-------------|---|
| Membership | American State Bank of Olivia, Olivia, Minnesota, 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

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

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

Section VI – CRA examinations scheduled for Quarter of

| <i>Institution</i> | <i>Location</i> |
|--------------------|-----------------|
| None | |

District 10

Federal Reserve Bank of Kansas City

Applications and notifications filed during the week ending Saturday, June 22, 2002

Section I – Applications subject to newspaper notice only

| <i>Type</i> | <i>Application</i> | <i>Ending date of comment period</i> |
|-------------|--|--------------------------------------|
| Branch | MontroseBank, Montrose, Colorado, to establish a branch at 102 North Grand Avenue, Delta, Colorado. | Newspaper - 06/27/2002 |
| Branch | Pinnacle Bank, Papillion, Nebraska, to establish a branch at 3500 Faulkner, Lincoln, Nebraska. | Newspaper - 06/27/2002 |
| 18(c) | First State Bank of Taos, Taos, New Mexico, to merge with First Community Industrial Bank, Denver, Colorado, and incident thereto, establish several branches that will operate under the charter and title of First State Bank of Taos, Taos, New Mexico. | Newspaper - 07/19/2002 |

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

| <i>Type</i> | <i>Application</i> | <i>Ending date of comment period</i> |
|-------------|---|---|
| 3(a)(1) | First Midwest Acquisition Corporation, Midwest City, Oklahoma, to become a bank holding company through the acquisition of 80.6 percent of the voting shares of First Midwest Bancorp, Inc., Midwest City, Oklahoma, parent of First National Bank, Midwest City, Oklahoma. | Newspaper - N/Available Fed Reg - 07/11/2002 |
| 3(a)(3) | BOK Financial Corporation, Tulsa, Oklahoma, to acquire 100 percent of the voting shares of TW Interim National Bank, Houston, Texas and Bank of Tanglewood, National Association, Houston, Texas. | Newspaper - 07/12/2002 Fed Reg - 07/11/2002 |
| CIC | John Steven Schnoor and Carmela Rose Schnoor, both of Hildreth, Nebraska, to acquire control of Hildreth State Company, Inc., Hildreth, Nebraska, parent of State Bank of Hildreth, Hildreth, Nebraska. | Newspaper - N/Available Fed Reg - 07/02/2002 |

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) | First Midwest Acquisition Corporation, Midwest City, Oklahoma, to engage indirectly in lending activities through the acquisition of First Midwest Bancorp, Inc., Midwest City, Oklahoma, parent of FinancePoint, Inc., Del City, Oklahoma. | Fed Reg - 07/11/2002 |

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> |
| 1386251 | BancFirst 101 N. Broadway Oklahoma City, Oklahoma 73102 | 01/29/2001 | 06/21/2002 | 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, June 22, 2002

Section I – Applications subject to newspaper notice only

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

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

| <i>Type</i> | <i>Application</i> | <i>Ending date of comment period</i> |
|-------------|--|--|
| 3(a)(1) | First Bancshares of Texas, Inc., Midland, TX, to acquire First Midland Nevada Corp, Reno, NV, and First National Bank of Midland, Midland, TX* | Fed Reg – 07/19/2002 Newspaper – N/Avail |
| 3(a)(1) | First Midland Nevada Corp, Reno, NV, to acquire First National Bank of Midland, Midland, TX* | Fed Reg – 07/19/2002 Newspaper – N/Avail |
| CIC | Conger Family Partnership, Ltd., Houston, TX, et al, to acquire an interest in Paris Bancshares, Inc., Paris, TX | Fed Reg – 07/08/2002 Newspaper – 06/30/2002 |
| 3(a)(5) | Horizons Bancorp, Inc., Monroe, LA, to acquire American National Bancshares, Inc., Ruston, LA, and American Bank, N.A., Ruston, LA* | Fed Reg – 07/19/2002 Newspaper – 07/10/2002 |
| 3(a)(1) | West Financial, Inc., El Paso, TX, to acquire Delaware West Financial, Inc., Dover, DE, and Bank of the West, El Paso, TX* | Fed Reg – 07/19/2002 Newspaper – N/Avail |
| 3(a)(1) | Delaware West Financial, Inc., Dover, DE, to acquire Bank of the West, El Paso, TX* | Fed Reg – 07/19/2002 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.

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> |
| 908861 | Security State Bank 115 W. 3 rd Street Pecos, Texas 79772-3133 | 03/11/2002 | 06/24/2002 | 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, June 22, 2002

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 | Notice by Frederick K. Freeman, Betty J. Freeman, Suzanne L. McQuaid, Amy C. Schreck, and Bellevue Square Managers I Limited Partnership, Bellevue, Washington, to retain ownership of 15.85 percent of First Mutual Bancshares, Inc., Bellevue, Washington.* | Newspaper – N/Avail Fed Reg – 07/11/2002 |

* 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> |
|-------------|---|--------------------------------------|
| 4(c)(8) | Pacific Coast Bankers' Bancshares, San Francisco, California, to engage in securities brokerage activities by acquiring 50.1 percent of Banc Investment Group, LLC, Walnut Creek, California. | Fed Reg – 07/09/2002 |

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

| <i>Type</i> | <i>Application</i> | |
|-------------|--|--|
| 3(a)(5)(C) | TODAY' S BANCORP, Inc., Vancouver, Washington, to become a bank holding company by acquiring 100 percent of TODAY' S BANK, Vancouver, Washington.* | |

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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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> |
| 808260 | Farmers & Merchants Bank of Central California 121 West Pine Street Lodi, California 95240 (209) 334-1101 | 02/19/2002 | 06/18/2002 | O | X | |

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

Section VI – CRA examinations scheduled for Quarter of

Institution *Location*

None
