
Federal Reserve Release



H.2

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

No. 26

Week Ending June 29, 2002

Bank Holding Companies

Royal Bank of Canada, Montreal, Canada; RBC Centura Banks, Rocky Mount, North Carolina; and RBC Centura Bank -- to acquire Eagle Bancshares, Inc., Tucker, Georgia, and its subsidiary thrift, Tucker Federal Bank; and for RBC Centura Bank to merge with Tucker Federal Bank and thereby establish branches.

- Approved, June 24, 2002

Forms

Forms -- extension without revision of the mandatory Recordkeeping Requirements Associated with the Real Estate Lending Standards Regulation for State Member Banks (Reg H-5).

- Approved, June 26, 2002

Regulations And Policies

Host State Lending Ratios -- interagency release of the host state loan-to-deposit ratios used by the banking agencies to determine compliance with the Riegle-Neal Interstate Banking and Branching Efficiency Act.

- Published, June 24, 2002

System of Records -- publication for comment of a new system of records under the Privacy Act [Docket No. R-1125], and final amendment to the Board's Rules Regarding Access to Personal Information under the Privacy Act in connection with the new system [Docket No. R-1126].

- Approved, June 27, 2002

Enforcement

Madison Bank, Blue Bell, Pennsylvania -- written agreement, dated June 20, 2002, with the Federal Reserve Bank of Philadelphia.

- Announced, June 28, 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

New York

Banco Popular North America, New York, New York -- to establish a branch at 5504 Bergenline Avenue, West New York, New Jersey.

- Approved, June 25, 2002

Richmond

Barbour County Bank, Philippi, West Virginia -- to establish a branch at 1105 Buckhannon Pike, Clarksburg.

- Approved, June 26, 2002

Cleveland

Fifth Third Bank, Grand Rapids, Michigan -- to establish a branch at 850 North Milwaukee Avenue, Vernon Hills, Illinois.

- Approved, June 26, 2002

New York

HSBC Bank USA, Buffalo, New York -- to establish a branch at 101 North Federal Highway, at the northwest corner of U.S. Highway 1 and Boca Raton Road, Boca Raton, Florida.

- Approved, June 27, 2002

New York

Manufacturers and Traders Trust Company, Buffalo, New York -- to establish a de novo branch at 218 Saw Mill River Road, White Plains.

- Approved, June 28, 2002

Chicago

Northside Community Bank, Gurnee, Illinois -- to establish a branch at 8060 Oakton Street, Niles.

- Withdrawn, June 28, 2002

Bank Branches, Domestic

Secretary

SunTrust Bank, Atlanta, Georgia -- to establish a branch at 16520 North Nebraska Avenue, Lutz, Florida.

- Approved, June 24, 2002

Secretary

SunTrust Bank, Atlanta, Georgia -- to establish branches at 1601 Maryland Avenue, N.E., Washington, D.C.; 6235 Oxon Hill Road, Oxon Hill, Maryland; and 14939 Shady Grove Road, Rockville.

- Approved, June 25, 2002

Bank Holding Companies

St. Louis

Bancorp IV, Inc., Olathe, Kansas -- to become a bank holding company through the acquisition of Bank of Montgomery County, Wellsville, Missouri.

- Withdrawn, June 25, 2002

Secretary

Capital Corp of the West, Merced, California -- to acquire Regency Investment Advisors, Inc., Fresno, and thereby engage in financial and investment advisory activities.

- Approved, June 27, 2002

Atlanta

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

- Approved, June 26, 2002

Kansas City

Denison Capital Enhancement Trust, Omaha, Nebraska -- to become a bank holding company through the acquisition of KBJ Enterprises, Inc., parent of Sibley State Bank, Sibley, Iowa; and for Sibley Capital Enhancement Trust, Omaha, to become a bank holding company through the acquisition of The Viking Corporation.

- Approved, June 27, 2002

Bank Holding Companies

San Francisco

First Coastal Bancshares, El Segundo, California -- temporary relief from a commitment in connection with the acquisition of First Coastal Bank, N.A.

- Withdrawn, June 26, 2002

St. Louis

First Southern Bancshares, Inc., Carbondale, Illinois -- to become a bank holding company through the acquisition of Shawnee Bancshares, Inc., Grand Tower, and thereby indirectly acquire its subsidiary bank, Shawnee State Bank.

- Approved, June 24, 2002

Atlanta

Gwinnett Commercial Group, Inc., Lawrenceville, Georgia -- to merge with Embry Bankshares, Inc. and thereby acquire Embry Bank.

- Approved, June 28, 2002

Richmond

High Country Financial Corporation, Boone, North Carolina -- to become a bank holding company through the acquisition of High Country Bank.

- Approved, June 25, 2002

Minneapolis

Pipestone County Bancorp, Jasper, Minnesota -- to become a bank holding company through the acquisition of Jasper State Bank.

- Approved, June 26, 2002

Secretary

Royal Bank of Canada, Montreal, Canada, and RBC Centura Banks, Inc., Rocky Mount, North Carolina -- commenter's request to extend the comment period on the application to acquire Eagle Bancshares, Tucker, Georgia, and related applications.

- Denied, June 25, 2002

Atlanta

Southwest Florida Community Bancorp, Inc., Fort Myers, Florida -- to acquire shares of Sanibel Captiva Community Bank, Sanibel, a de novo bank.

- Withdrawn, June 25, 2002

Bank Holding Companies

Minneapolis

State Bank of Hawley Employee Stock Ownership Plan & Trust, Hawley, Minnesota -- to acquire shares of Bankshares of Hawley, Inc. and thereby indirectly acquire State Bank of Hawley.

- Approved, June 26, 2002

Philadelphia

Sterling Bank Holdings, Inc., Mount Laurel, New Jersey -- to become a bank holding company through the acquisition of Sterling Bank.

- Approved, June 24, 2002

Banks, State Member

San Francisco

Bank of Hawaii, Honolulu, Hawaii -- to make a community development investment in the Hawaii Community Loan Fund.

- Approved, June 28, 2002

San Francisco

Farmers and Merchants Bank of Central California, Lodi, California -- extension to August 6, 2002, to establish a branch at 205 Lincoln Center, Stockton.

- Granted, June 26, 2002

Kansas City

First State Bank of Taos, Taos, New Mexico -- to purchase certain assets and assume certain liabilities of the Belen branch of State National Bank, El Paso, Texas.

- Approved, June 27, 2002

Change In Bank Control

Chicago

JEMS, Inc., Lake View, Iowa -- change in bank control.

- Permitted, June 26, 2002

Kansas City

K.B.J. Enterprises, Inc., Omaha, Nebraska -- change in bank control.

- Permitted, June 27, 2002

Change In Bank Control

St. Louis

New Independent Bancshares, Inc., New Washington, Indiana -- change in bank control.
- Permitted, June 25, 2002

Competitive Factors Reports

Kansas City

Bank Midwest, National Association, Kansas City, Missouri -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of the Leavenworth branch of Armed Forces Bank, National Association, Fort Leavenworth, Kansas.
- Submitted, June 28, 2002

San Francisco

Central California Bank, Sonoma, California -- report on competitive factors of the proposed acquisition of four branches of Western Sierra National Bank, Cameron Park, as a result of a corporate reorganization.
- Submitted, June 25, 2002

Philadelphia

Citizens Bank of Pennsylvania, Philadelphia, Pennsylvania -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of the branch of Mellon Bank, N.A., Pittsburgh, at Route 611 and Street Road, Warrington.
- Submitted, June 28, 2002

Philadelphia

Colonial Interim Savings Bank I and Colonial Interim Savings Bank II, Bridgeton, New Jersey -- report on competitive factors of the proposed merger with Colonial Bank, Federal Savings Bank.
- Submitted, June 28, 2002

San Francisco

Guaranty Bank, Dallas, Texas -- report on competitive factors of the proposed acquisition of the Fremont, Fresno, Redwood, Sacramento, San Jose, Stockton, and Walnut Creek branches of Western Financial Bank, Irvine, all in California.
- Submitted, June 24, 2002

Competitive Factors Reports

Cleveland

Peoples Bank, National Association, Marietta, Ohio -- report on competitive factors of the proposed purchase of the Malta branch of Century National Bank, Zanesville.
- Submitted, June 24, 2002

New York

The Provident Bank, Jersey City, New Jersey -- report on competitive factors of the proposed purchase of certain assets and assumption of certain deposit liabilities of the Brick branches of Pamrapo Savings Bank, SLA, Bayonne.
- Submitted, June 24, 2002

San Francisco

Rancho Santa Fe National Bank, Rancho Santa Fe, California -- report on competitive factors of the proposed merger with First National Bank, San Diego.
- Submitted, June 28, 2002

Philadelphia

Royal Bank of Pennsylvania, Narberth, Pennsylvania -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of the Washington Township branch of The Bank, Deptford Township, New Jersey.
- Submitted, June 24, 2002

Minneapolis

Viking Bank, Hendrum, Minnesota -- report on competitive factors of the proposed merger with Northwestern Bank, National Association, Dilworth.
- Submitted, June 28, 2002

Extensions Of Time

Director, BS&R

Charter One Financial, Inc., Cleveland, Ohio -- extension to November 30, 2002, to divest certain real estate.
- Granted, June 25, 2002

Extensions Of Time

Richmond

First Virginia Bank-Hampton Roads, Norfolk, Virginia -- extension to February 15, 2003, to establish a branch at 955 Harpersville Road, Newport News.

- Granted, June 25, 2002

Director, BS&R

HSBC Holdings plc, London, England -- extension to December 31, 2002, to conform the activities of branches of HSBC Bank Canada, Vancouver, Canada, in Portland, Oregon, and Seattle, Washington, to those permissible for an Edge corporation.

- Granted, June 26, 2002

Chicago

M&I Marshall & Ilsley Bank, Milwaukee, Wisconsin -- extension to October 12, 2003, to establish a branch at 2511 London Road, Duluth, Minnesota.

- Granted, June 26, 2002

Dallas

Texas Capital Bank, National Association, Dallas, Texas -- extension to June 29, 2003, to establish a branch in the Cayman Islands.

- Granted, June 28, 2002

Financial Holding Companies

Dallas

Citizens Bankshares of Springhill, Inc., Springhill, Louisiana -- election to become a financial holding company.

- Effective, June 26, 2002

Chicago

FBOP Corporation, Oak Park, Illinois -- election to become a financial holding company.

- Effective, June 25, 2002

Membership

Richmond

Old Line Bank, Waldorf, Maryland -- to become a member of the Federal Reserve System on the conversion of Old Line National Bank to a state charter.

- Approved, June 27, 2002

Membership

New York

Sleepy Hollow National Bank, Sleepy Hollow, New York -- to become a member of the Federal Reserve System.

- Approved, June 28, 2002

Regulations And Policies

FOMC

Federal Open Market Committee -- minutes of the meeting on May 7, 2002.

- Published, June 27, 2002

District 1

Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, June 29, 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 – 07/17/2002 Fed Reg – 07/16/2002
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 - 07/19/2002 Fed Reg – 07/25/2002
CIC	Port Financial Corporation, Employee Stock Ownership Plan Trust, Brighton, Massachusetts – notification pursuant to the Change in Bank Control Act of 1978 to acquire up to 24.9 % of Port Financial Corp., Brighton, Massachusetts	Newspaper - 07/17/2002 Fed Reg – 07/16/2002

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.

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 29, 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.

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 Third 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, June 29, 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.

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

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

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

Section VI – CRA examinations scheduled for Quarter of

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

District 4

Federal Reserve Bank of Cleveland

Applications and notifications filed during the week ending Saturday, June 29, 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>	<i>Ending date of comment period</i>
4c8	Notification by FNB, Inc., Dennison, OH, to engage de novo in permissible nonbanking activities listed in 225.28(b)(1),(2)(i-vi,viii) of Regulation Y, through its wholly-owned consumer finance company, TuscValley Financial, Inc.,Dennison, OH, pursuant to the authority of 225.22(a) of Regulation Y.	

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.

The federal bank regulators use the following four 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, June 29, 2002

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	RBC Centura Bank, Rocky Mount, North Carolina, to establish a branch at 38-A Black Gum Road, Pawley's Island, South Carolina.*	Newspaper - 07/05/2002
18(c)	Southern Financial Bank, Warrenton, Virginia, to merge with Metro-County Bank of Virginia, Inc., Mechanicsville, Virginia.*	Newspaper - 07/13/2002

*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)(3)	MainStreet BankShares, Inc., Martinsville, Virginia, to acquire 100% of the voting shares of Franklin Community Bank, N.A. (in organization), Rocky Mount, Virginia.*	Fed Reg - 07/15/2002 Newspaper - 07/10/2002
4(c)(8)	BB&T Corporation, Winston-Salem, North Carolina, to acquire Regional Financial Corporation, Tallahassee, Florida.*	Fed Reg - 07/26/2002 Newspaper - 07/21/2002
3(a)(3)	Community First Financial Corporation, Lynchburg, Virginia, to acquire 9.3% of the voting securities of Highlands Community Bank, Covington, Virginia (in organization).*	Fed Reg - N/Avail Newspaper - N/Avail

*Subject to the provisions of the Community Reinvestment Act.

Section III – Applications subject to Federal Register notice only

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

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

<i>Type</i>	<i>Application</i>
3(a)(1)	Alliance Bankshares Corporation, Fairfax, Virginia, to become a bank holding company through the acquisition of 100% of the voting shares of Alliance Bank Corporation, Fairfax, Virginia.

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 5

Federal Reserve Bank of Richmond

Applications and notifications filed during the week ending Saturday, June 29, 2002

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	RBC Centura Bank, Rocky Mount, North Carolina, to establish a branch at 38-A Black Gum Road, Pawley's Island, South Carolina.*	Newspaper - 07/05/2002
18(c)	Southern Financial Bank, Warrenton, Virginia, to merge with Metro-County Bank of Virginia, Inc., Mechanicsville, Virginia.*	Newspaper - 07/13/2002

*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)(3)	MainStreet BankShares, Inc., Martinsville, Virginia, to acquire 100% of the voting shares of Franklin Community Bank, N.A. (in organization), Rocky Mount, Virginia.*	Fed Reg - 07/15/2002 Newspaper - 07/10/2002
4(c)(8)	BB&T Corporation, Winston-Salem, North Carolina, to acquire Regional Financial Corporation, Tallahassee, Florida.*	Fed Reg - 07/26/2002 Newspaper - 07/21/2002
3(a)(3)	Community First Financial Corporation, Lynchburg, Virginia, to acquire 9.3% of the voting securities of Highlands Community Bank, Covington, Virginia (in organization).*	Fed Reg - N/Avail Newspaper - N/Avail

*Subject to the provisions of the Community Reinvestment Act.

Section III – Applications subject to Federal Register notice only

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

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

<i>Type</i>	<i>Application</i>
3(a)(1)	Alliance Bankshares Corporation, Fairfax, Virginia, to become a bank holding company through the acquisition of 100% of the voting shares of Alliance Bank Corporation, Fairfax, Virginia.

Section V – Availability of CRA public evaluations

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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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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 6

Federal Reserve Bank of Atlanta

Applications and notifications filed during the week ending Saturday, June 29, 2002

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18(c)	Bank Independent, Sheffield, Alabama, to acquire certain assets and assume certain liabilities of the Mall and Rogersville offices of First Southern Bank, Florence, Alabama.	07/25/2002*
Branch	Compass Bank, Birmingham, Alabama, to establish branches at the following locations: the intersection of Liberty Parkway and Urban Center Parkway, Birmingham, Alabama, to be known as the Birmingham - Liberty Parkway Branch; the intersection of FM 544 and Murphy Road, Murphy, Texas, to be known as Murphy - FM 544 Branch; 3101 Matlock Road, Mansfield, Texas, to be known as the Mansfield - Matlock Branch, and at the intersection of 64th Avenue and Indiana Street, Arvada, Colorado, to be known as the Arvada - Indiana Branch.	07/01/2002*
Branch	SouthTrust Bank, Birmingham, Alabama, to establish a branch located at 3994 Tampa Road, Oldsmar, Florida, to be known as the Oldsmar Office.	06/29/2002*
Branch	The Terrace Bank of Florida, Tampa, Florida, to establish a branch located at 4005 South Dale Mabry Highway, Tampa, Florida.	07/01/2002*

*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)	Gwinnett Commercial Group, Inc., Lawrenceville, Georgia, to merge with Embry Bankshares, Inc., and thereby acquire Embry Bank, both of Lawrenceville, Georgia.	Fed Reg - 06/06/2002*
CIC	Integrity Bancshares, Inc., Alpharetta, Georgia, after-the-fact change in control notice by Clinton M. Day, C. Parke Day, C. Peyton Day, C. Burke Day, Kathleen Day, Day Investments, LLC, and Deen Day-Smith to retain 13.89 percent of the outstanding shares of Integrity Bancshares, Inc., Alpharetta, Georgia.	Newspaper – 07/03/2002

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>
COM	Gwinnett Commercial Group, Inc., Lawrenceville, Georgia, commitment waiver request.
3(a)(1)	Wheeler Bancshares, Inc., Alamo, Georgia, notice to become a bank holding company by acquiring Wheeler County State Bank, Alamo, Georgia.

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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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 7

Federal Reserve Bank of Chicago

Applications and notifications filed during the week ending Saturday, June 29, 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 thereby to establish seven branch offices.*	Newspaper – 07/08/2002
Branch	Elkhart Community Bank, Elkhart, Indiana, to expand their mobile branch to operate within a 15-mile radius of the head office.*	Newspaper – 06/28/2002
Branch	Maquoketa State Bank, Maquoketa, Iowa, to establish a branch facility to be located at 131 West Gillet Street, Preston, Iowa.*	Newspaper – 06/30/2002

* 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)	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 – 07/06/2002
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 – 06/30/2002
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% individually and Jane Suiter will own and control 7.96%.	Fed Reg – 07/01/2002 Newspaper – 07/02/2002

* 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 SmBk</i>	
None						

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 29, 2002

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch Premises	Citizens Bank & Trust Company, Van Buren, Arkansas, to relocate a branch facility to 200 Highway 71 North, Alma, Arkansas, from 115 Highway 71 North, Alma, Arkansas. Also, Citizens Bank & Trust to increase its investment in bank premises in the amount of \$1.24 million. Pro forma investment in premises of \$4.85 million will represent 194 percent of capital stock and surplus.*	Newspaper – 07/18/2002

* 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>
3A1	Aviston Financial Corporation, Trenton, Illinois, to become a bank holding company by acquiring 100 percent of the voting shares of Aviston Bancorp, Inc., Aviston, Illinois, and thereby indirectly acquire its subsidiary bank, State Bank of Aviston, Aviston, Illinois.*	Newspaper – N/Avail Fed Reg – N/Avail
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. (Previously submitted during the week ending June 22, 2002)*	Newspaper – 07/26/2002 Fed Reg – 07/25/2002
3A3	First Delta Bankshares, Inc., Blytheville, Arkansas, to acquire 100 percent of Bank of Trumann, Trumann, Arkansas. (Previously submitted during the week ending June 22, 2002)*	Newspaper – 07/26/2002 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. (Previously submitted during the week ending June 22, 2002)*	Newspaper – 07/17/2002 Fed Reg – 07/22/2002

* 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>
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. (Previously submitted during the week ending June 22, 2002)*	Newspaper – 07/21/2002 Fed Reg – 07/22/2002

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.

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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 LrgBk 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 29, 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)	Hazen Bancorporation, Inc., Hazen, North Dakota to acquire 15.5 percent of North Star Holding Company, Inc., Jamestown, North Dakota, which owns Stutsman County State Bank, Jamestown, North Dakota	Fed Reg – N/Avail Newspaper – N/Avail
3(a)(3)	McIntosh County Bank Holding Company, Inc., Ashley, North Dakota, to acquire 30.9 percent of North Star Holding Company, Inc., Jamestown, North Dakota, which owns Stutsman County State Bank, Jamestown, North Dakota.	Fed Reg – N/Avail Newspaper – N/Avail
3(a)(3)	TCF Financial Corporation, Wayzata, Minnesota, to acquire 9.99 percent of MainStreet Bank Shares, Inc., Martinsville, Virginia, which owns Smith River Community Bank, N.A., Martinsville, Virginia, and has applied for prior approval to acquire Franklin County Community Bank, N.A., Rocky Mount, Virginia, a de novo bank.	Fed Reg – 07/26/2002 Newspaper – N/Avail
3(a)(3)	Wishek Bancorporation, Inc., Wishek, North Dakota, to acquire 30.9 percent of North Star Holding Company, Jamestown, North Dakota, Which owns Stutsman County State Bank, Jamestown, North Dakota.	Fed Reg – N/Avail 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>
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 – 07/08/2002
CIC	Wayne A. Stroup, Garrison, North Dakota to gain control of North Star Holding Company, Inc., Jamestown, North Dakota and thereby indirectly gain control of North Shore Bank of Commerce Duluth, Minnesota.	Fed Reg – N/Avail 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 Western 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>
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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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>
356350	American State Bank of Rapid City, Rapid City, South Dakota	03/04/2002	06/25/2002	S		X
666358	First Citizens Bank of Butte, Butte, Montana	03/11/2002	06/25/2002	S		X

Section VI – CRA examinations scheduled for Quarter of

Institution

Location

None

District 10

Federal Reserve Bank of Kansas City

Applications and notifications filed during the week ending Saturday, June 29, 2002

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Bank of Blue Valley, Overland Park, Kansas, to establish a branch at 13351 Mission Road, and 13401 Mission Road, both in Leawood, Kansas.	Newspaper - 07/01/2002

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 - 07/08/2002 Fed Reg - 07/11/2002
3(a)(3)	Pinnacle Bancorp, Inc., Central City, Nebraska, to acquire 100 percent of the voting shares of Keene Bancorp, Inc., Keene, Texas, parent of Nichols Bancshares, Inc., Dover, Delaware and First State Bank, Keene, Texas.	Newspaper - 07/06/2002 Fed Reg - 07/08/2002
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 - 07/16/2002 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>
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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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>
182652	First Bank of Fairland 32 W Conner Fairland, Oklahoma 74343	03/25/2002	06/26/2002	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 29, 2002

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	PNB Financial Bank, Lubbock, TX, to establish a branch office at 2500 Legacy Drive, Frisco, TX 75034*	07/13/2002

* 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)	First Bancshares of Texas, Inc., Midland, TX, to acquire First Midland Nevada Corp, Reno, NV, and First National Bank of Midland, Midland, TX* (Previously reported the week ending June 22, 2002)	Fed Reg – 07/19/2002 Newspaper – 07/19/2002
3(a)(1)	First Midland Nevada Corp, Reno, NV, to acquire First National Bank of Midland, Midland, TX* (Previously reported the week ending June 22, 2002)	Fed Reg – 07/19/2002 Newspaper – 07/19/2002
3(a)(5)	Prosperity Bancshares, Inc., Houston, TX, to acquire Paradigm Bancorporation, Inc., Houston, TX, and indirectly, Paradigm Delaware Bancorporation, Inc., Dover, DE, and Paradigm Bank Texas, Houston, TX*	Fed Reg – 07/26/2002 Newspaper – 07/19/2002
3(a)(5)	Sterling Bancshares, Inc., Houston, TX, to acquire ENB Bankshares, Inc., Dallas, TX, and indirectly ENB Delaware Bankshares, Inc., Wilmington, DE, and Eagle National Bank, Dallas, TX*	Fed Reg – 07/29/2002 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>
3(a)(1)	Cen-Tex Bancshares, Inc., Austin, TX, to acquire Cen-Tex Intermediate Holding Company, Inc., Wilmington, DE, and Community State Bank, Austin, TX
3(a)(1)	Cen-Tex Intermeidate Holding Company, Inc., Wilmington, DE, to acquire Community State Bank, Austin, TX

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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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 12

Federal Reserve Bank of San Francisco

Applications and notifications filed during the week ending Saturday, June 29, 2002

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
5d3	Bank of Hawaii, Honolulu, Hawaii, to merge with First Savings and Loan Association of America, Dededo, Guam.*	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>
CIC	F. Kemper Freeman, Jr., Betty J. Freeman, Suzanne L. McQuaid, Amy C. Schreck, Bellevue Square Managers I Limited Partnership, and Bellevue Square Managers, Inc., all of Bellevue, Washington, to acquire ownership of 15.85 percent of First Mutual Bancshares, Inc., Bellevue, Washington.*	Newspaper – N/Avail Fed Reg – N/Avail

* Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4(c)(8)	Delta National Bancorp, Manteca, California, proposes to purchase a loan from its subsidiary, Delta National Bank, Manteca, California, and thereafter engage de novo in lending activities.	Fed Reg – 07/23/2002

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

<i>Type</i>	<i>Application</i>
3(a)(5)(C)	Community Bancorp, Las Vegas, Nevada, to become a bank holding company by acquiring 100 percent of Community Bank of Nevada, Las Vegas, Nevada.

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

<i>Type</i>	<i>Application</i>
CDC	Bank of Hawaii, Honolulu, Hawaii, to make a community development investment in the amount of \$50,000 through the Office of Samoan Affairs of California, Inc., a California non-profit corporation, Carson, California.
CDC	Bank of Hawaii, Honolulu, Hawaii, to make a community development investment in the amount of \$500,000 in the Hawaii Community Loan Fund, a Hawaii non profit corporation, Honolulu, Hawaii.

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>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for Quarter of

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