
Federal Reserve Release



H.2

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

No. 50

Week Ending December 14, 2002

Testimony And Statements

Oversight of Investment Banks' Response to the Lessons of Enron -- statement by Richard Spillenkothen, Director, Division of Banking Supervision and Regulation, before the Permanent Subcommittee on Investigations of the Senate Committee on Governmental Affairs.

- Published, December 11, 2002

Advisory Councils

Thrift Institutions Advisory Council -- appointment of seven new members and designation of Karen L. McCormick as President and William J. Small as Vice President for 2003.

- Announced, December 11, 2002

Bank Holding Companies

Cooperatieve Centrale Raiffeisen-Boerenleenbank B.A., Rabobank Nederland, Utrecht, The Netherlands -- to become a bank holding company through the acquisition of VIB Corp, El Centro, California, and Valley Independent Bank.

- Approved, December 11, 2002

Bank Mergers

Bank of Hawaii, Honolulu, Hawaii -- to merge with its affiliate, First Savings and Loan Association of America, Dededo, Guam, and thereby establish branches.

- Approved, December 9, 2002

Reserve Bank Operations

Federal Reserve Bank of Cleveland -- appointment of Sandra Pianalto as President, effective February 1, 2003.

- Approved, December 5, 2002 (AC)

H.2 Actions under delegated authority

December 8, 2002 to December 14, 2002

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

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

Bank Branches, Domestic

Chicago

American Trust & Savings Bank, Dubuque, Iowa -- to establish a branch at Old Farley and Pleasant Grove Roads, Farley.

- Approved, December 12, 2002

St. Louis

Fifth Third Bank, Kentucky, Inc., Louisville, Kentucky -- to establish a branch at 1580 Leestown Road, Lexington.

- Approved, December 13, 2002

Richmond

Southern Financial Bank, Warrenton, Virginia -- to establish a branch at 2208 Ivy Road, Charlottesville.

- Approved, December 11, 2002

Atlanta

SouthTrust Bank, Birmingham, Alabama -- to establish a branch at Highway 150 and Stadium Trace, Hoover.

- Approved, December 12, 2002

New York

Tioga State Bank, Spencer, New York -- to establish a branch at 1250 Vestal Parkway East, Vestal.

- Approved, December 12, 2002

Bank Holding Companies

Chicago

Ambanc Financial Services, Inc., Beaver Dam, Wisconsin -- to acquire Central Lakes Bancorporation, Inc., Necedah, and Necedah Bank.

- Approved, December 13, 2002

Bank Holding Companies

Atlanta

CenterState Banks of Florida, Inc., Winter Haven, Florida -- to acquire CenterState Bank of Florida.

- Approved, December 9, 2002

Minneapolis

Eagle Investment Company, Inc., Glenwood, Minnesota -- to engage de novo in extending credit and servicing loans.

- Approved, December 12, 2002

Atlanta

FCB Florida Bancorporation, Inc., Orlando, Florida -- commitment waiver request.

- Returned, December 9, 2002

Minneapolis

First Interstate Bancsystem, Inc., Billings, Montana -- to acquire Silver Run Bancorporation, Inc., Red Lodge, and The United States National Bank of Red Lodge.

- Approved, December 11, 2002

San Francisco

Liberty Financial Group, Inc., Eugene, Oregon -- to become a bank holding company through the acquisition of Liberty Bank in connection with its conversion from a federal savings bank to a state-chartered commercial bank; and election to become a financial holding company.

- Approved, December 9, 2002

Dallas

Maedgen & White, Ltd., Dallas, Texas -- for Maedgen & White, Ltd. and Plains Capital Corporation to merge with Independent Financial, Inc., Lubbock, and thereby acquire Whisperwood National Bank; and for PNB Financial Bank to merge with Whisperwood National Bank and thereby establish three branches in Lubbock.

- Approved, December 11, 2002

Bank Holding Companies

St. Louis

Marshfield Investment Company Employee Stock Ownership Plan and Trust, Springfield, Missouri -- to become a bank holding company through the acquisition of shares of Marshfield Investment Company, and thereby acquire its subsidiary banks, Metropolitan National Bank; First National Bank, Lamar; and Bank of Kimberling City, Kimberling City.

- Approved, December 13, 2002

St. Louis

Mercantile Bancorp, Inc., Quincy, Illinois -- to increase its interest in New Frontier Bancshares, Inc., St. Charles, Missouri, and New Frontier Bank.

- Approved, December 13, 2002

Richmond

TCB S-Corp, Inc., Greenwood, South Carolina -- to become a bank holding company through the acquisition of Countybank.

- Approved, December 9, 2002

New York

Trustcompany Bancorp, Jersey City, New Jersey -- to become a bank holding company with respect to The Trust Company of New Jersey.

- Withdrawn, December 13, 2002

Bank Mergers

Chicago

M&I Marshall & Ilsley Bank, Milwaukee, Wisconsin -- to merge with Southwest Bank of Phoenix, Phoenix, Arizona, and thereby establish a branch.

- Approved, December 12, 2002

Change In Bank Control

St. Louis

Campbellsville Bancorp, Inc., Corbin, Kentucky -- change in bank control.

- Permitted, December 11, 2002

Change In Bank Control

San Francisco

First Independent Investment Group, Inc., Vancouver, Washington -- change in bank control.

- Permitted, December 9, 2002

St. Louis

Green County Bancshares, Inc., Corbin, Kentucky -- change in bank control.

- Permitted, December 11, 2002

Cleveland

Laurel Bancorp, Inc., Corbin, Kentucky -- change in bank control.

- Permitted, December 11, 2002

St. Louis

PRP Bancorp, Inc., Corbin, Kentucky -- change in bank control.

- Permitted, December 11, 2002

Cleveland

Somerset Bancorp, Inc., Corbin, Kentucky -- change in bank control.

- Permitted, December 11, 2002

Dallas

Texas Bancorp, Inc., San Angelo, Texas -- change in bank control.

- Permitted, December 10, 2002

Cleveland

Tri-County Bancorp, Inc., Corbin, Kentucky -- change in bank control.

- Permitted, December 11, 2002

Cleveland

Williamsburg Bancorp, Inc., Corbin, Kentucky -- change in bank control.

- Permitted, December 11, 2002

Competitive Factors Reports

Kansas City

Argentine Federal Savings, Kansas City, Kansas -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of the Overland Park branch of Roxbury Bank, Roxbury.
- Submitted, December 10, 2002

St. Louis

First Bank, Inc., Louisville, Kentucky -- report on competitive factors of the proposed merger with First Bank Interim Bank.
- Submitted, December 12, 2002

San Francisco

First State Bank of California, Granada Hills, California -- report on competitive factors of the proposed merger with FSB Merger Corporation.
- Submitted, December 9, 2002

Chicago

GreatBank, Algonquin, Illinois -- report on competitive factors of the proposed merger with Republic Bank.
- Submitted, December 12, 2002

Philadelphia

National Penn Bank, Boyertown, Pennsylvania -- report on competitive factors of the proposed merger with FirstService Bank, Doylestown.
- Submitted, December 12, 2002

Kansas City

The Nodaway Valley Bank, Maryville, Missouri -- report on competitive factors of the proposed merger with The Heritage Bank of St. Joseph, St. Joseph.
- Submitted, December 10, 2002

Kansas City

Peoples Bank, Leadville, Colorado -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of four Colorado Springs branches and one Pueblo branch of Peoples National Bank, Colorado Springs.
- Submitted, December 10, 2002

Competitive Factors Reports

Philadelphia

Union National Bank and Trust Company of Souderton, Souderton, Pennsylvania -- report on competitive factors of the proposed merger with Pennview Savings Bank.
- Submitted, December 12, 2002

Extensions Of Time

Dallas

A.N.B. Holding Company, Ltd., Terrell, Texas -- extension to March 13, 2003, to acquire an interest in The ANB Corporation and its subsidiaries, The ANB Delaware Corporation and American National Bank.
- Granted, December 11, 2002

New York

Canadian Imperial Bank of Commerce, Toronto, Canada -- extensions to divest certain investments.
- Granted, December 12, 2002

Richmond

CNB Bancorp, Inc., Windsor, Virginia -- extension to March 11, 2003, to become a bank holding company through the acquisition of Citizens National Bank, a de novo bank.
- Granted, December 10, 2002

Chicago

Oswego Community Bank Employee Stock Ownership Plan, Oswego, Illinois -- extension to March 5, 2003, to acquire additional shares of Oswego Bancshares, Inc., and Oswego Community Bank.
- Granted, December 12, 2002

Financial Holding Companies

Philadelphia

CNB Financial Corporation, Clearfield, Pennsylvania -- election to become a financial holding company.
- Effective, December 10, 2002

Membership

Kansas City

First American Bank, Stonewall, Oklahoma -- request to waive the six month's notice of withdrawal from membership in the Federal Reserve System.

- Granted, December 10, 2002

Chicago

InvestorsBank, Pewaukee, Wisconsin -- membership in the Federal Reserve System.

- Withdrawn, December 12, 2002

Chicago

Southwest Bank of St. Louis, St. Louis, Missouri -- membership in the Federal Reserve System.

- Approved, December 12, 2002

Atlanta

Suncoast National Bank, Sarasota, Florida -- membership in the Federal Reserve System.

- Approved, December 9, 2002

Regulations And Policies

FOMC

Federal Open Market Committee -- minutes of the meeting on November 6, 2002.

- Published, December 12, 2002

District 1

Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, December 7, 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 2

Federal Reserve Bank of New York

Applications and notifications filed during the week ending Saturday, December 7, 2002

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Barclays Bank PLC, London, England, to upgrade its Miami, Florida, agency to a branch office.	Newspaper – N/A

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

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

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

Section VI – CRA examinations scheduled for

Quarter of

Institution

Location

None

District 3

Federal Reserve Bank of Philadelphia

Applications and notifications filed during the week ending Saturday, December 14, 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.

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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 4

Federal Reserve Bank of Cleveland

Applications and notifications filed during the week ending Saturday, December 14, 2002

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18(c) 5(d)(3) Branch	Application filed by Sky Bank, Salineville, OH to merge with Metropolitan Bank and Trust Company, Highland Hills, OH and incident thereto establish branch facilities.*	Newspaper - Not Yet Known

*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>
4(c)(8)	Application filed by Sky Financial Group, Inc., Bowling Green, OH to acquire Metropolitan Financial Corporation, Highland Hills, OH and its subsidiary Metropolitan Bank and Trust Company, Highland Hills, OH.*	Newspaper - Not Yet Known Fed Reg – Not Yet Known

*Subject to the provisions of the Community Reinvestment Act.

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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

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

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

Section VI – CRA examinations scheduled for Quarter of

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

District 5

Federal Reserve Bank of Richmond

Applications and notifications filed during the week ending Saturday, December 14, 2002

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	First Virginia Bank-Colonial, Richmond, Virginia, to operate a branch at 600 East Main Street, Richmond, Virginia.*	Newspaper - 12/20/2002
Branch	First Virginia Bank-Hampton Roads, Norfolk, Virginia, to establish a branch at the southwest corner of the intersection of U. S. Route 17 and U. S. Business Route 17, Gloucester, Virginia.*	Newspaper - 12/21/2002

*Subject to the provisions of the Community Reinvestment Act.

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

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

Section III – Applications subject to Federal Register notice only

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

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4(c)(8)	MountainBank Financial Corporation, Hendersonville, North Carolina, to acquire Trustco Holding, Inc., Greenville, South Carolina.*	

*Subject to the provisions of the Community Reinvestment Act.

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

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

Section VI – CRA examinations scheduled for Quarter of

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

District 6

Federal Reserve Bank of Atlanta

Applications and notifications filed during the week ending Saturday, December 14, 2002

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Colonial Bank, Montgomery, Alabama, to establish a branch located at 6360 W. Plano Parkway, Plano, Texas.*	Newspaper-12/13/2002
Branch	Colonial Bank, Montgomery, Alabama, to establish a branch located at 2223 Del Prado Blvd S., Cape Coral, Florida.*	Newspaper-12/12/2002
Branch	First Georgia Community Bank, Jackson, Georgia, to establish a branch located at 8920 Bill Gardner Parkway, Locust Grove, Georgia.*	Newspaper-12/21/2002
Branch	Regions Bank, Birmingham, Alabama, to establish a branch located at 1555 Palm Beach Lakes Boulevard, Suite 155, West Palm Beach, Florida.*	Newspaper-12/19/2002
Branch	Riverside Bank of the Gulf Coast, Cape Coral, Florida, to establish a branch located at 5950 Beneva Road, Sarasota, Florida.*	Newspaper-12/19/2002
Branch	SouthTrust Bank, Birmingham, Alabama, to establish a branch located at Highway 150 & Stadium Trace, Hoover, Alabama, to be known as the Trace Crossings Branch.*	Newspaper-12/07/2002
Branch	SouthTrust Bank, Birmingham, Alabama, to establish a branch located at Highway 150 & Stadium Trace, Hoover, Alabama, to be known as the Trace Crossings Branch.*	Newspaper-12/25/2002

*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)(1)	Community Bancshares of West Georgia, Villa Rica, Georgia, to become a bank holding company by acquiring Community Bank of West Georgia, Villa Rica, Georgia (in organization).*	Newspaper-12/28/2002 Fed Reg-12/26/2002

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
CIC	First Dozier Bancshares, Inc., Dozier, Alabama, after-the-fact change in control notice by The W.R. McGhee Trust and Willie B. Smith, Jr., as Trustee for said Trust, to retain 15.51 percent of the outstanding shares of First Dozier Bancshares, Inc., Dozier, Alabama.	Newspaper-N/Avail Fed Reg-01/03/2003
3(a)(5)	IBERIABANK Corporation, New Iberia, Louisiana, to merge with Acadiana Bancshares, Inc., Lafayette, Louisiana, and thereby directly acquire its subsidiary, LBA Savings Bank, Lafayette, Louisiana.*	Newspaper-01/07/2003 Fed Reg-N/Avail

*Subject to provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4(c)(8)	IBERIABANK Corporation, New Iberia, Louisiana, to acquire 40 percent of the outstanding shares of Cadence Holdings, Inc., L.L.C., Lafayette, Louisiana, and thereby engage in making, acquiring, brokering, or servicing loans or other extensions of credit, and engage in financially related services.	Fed Reg-N/Avail
4(c)(8)	Bancshares of Florida, Inc., Naples, Florida (formerly Citizens Bancshares of Southwest Florida), to acquire Florida Trust Company, Inc., Ft. Lauderdale, Florida, and thereby engage in trust company activities.	Fed Reg-N/Avail

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

<i>Type</i>	<i>Application</i>
COM	Red River Bancshares, Inc., Alexandria, Louisiana, commitment waiver request.
3(a)(1)	Coastal Commerce Bancshares, Inc., Houma, Louisiana, notice to become a bank holding company by acquiring Coastal Commerce Bank, Houma, Louisiana.
COM	Resource Bankshares, Inc., Covington, Louisiana, commitment waiver request.

Section V – Availability of CRA public evaluations

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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>
1160509	First Commercial Bank of Cullman County 101 First Avenue, NW Cullman, Alabama 35055 (256) 737-9900	09/09/2002	12/02/2002	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, December 7, 2002

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	American Trust & Savings Bank, Dubuque, Iowa, to establish a branch at the corner of Old Farley Road and Pleasant Grove Road, Farley, Iowa.*	Newspaper – 12/05/2002
18C & Branches	M&I Marshall & Ilsley Bank, Milwaukee, Wisconsin, to merge with Southwest Bank of Phoenix, Phoenix, Arizona and thereby to establish a branch at 2222 East Camelback Road, Phoenix, Arizona.*	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	Notice by Mark Charles Hewitt, Ventura, Iowa, to increase his ownership in Arneson Bancshares, Inc., Clear Lake, Iowa, from 19.71 percent to 43.21 percent.	Fed Reg – 12/13/2002 Newspaper – N/Avail
3(a)(3)	FBOP Corporation, Oak Park, Illinois, to acquire an additional 50 percent for a total ownership of 100 percent of the outstanding voting shares of PNB Financial Corp., Chicago, Illinois, and thereby indirectly acquire Park National Bank and Trust of Chicago, Chicago, Illinois.*	Fed Reg – 12/23/2002 Newspaper – 12/20/2002
3(a)(1)	FEB Bancshares, Inc., Neshkoro, Wisconsin, to become a bank holding company by acquiring 100 percent of Golden Sands Bankshares, Inc., Neshkoro, Wisconsin, and thereby indirectly acquire Farmers Exchange Bank of Neshkoro, Neshkoro, Wisconsin.*	Fed Reg – 01/02/2003 Newspaper – 12/21/2002
3(a)(1)	F T Bancshares, Inc., Aurelia, Iowa, to become a bank holding company by acquiring 6,149 shares, or 61.58% of Aurelia F T & S Bankshares, Inc., Aurelia, Iowa, and thereby indirectly acquiring The First Trust & Savings Bank, Marcus, Iowa.*	Fed Reg – 01/02/2003 Newspaper – N/Avail

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(3)	Herky Hawk Financial Corp., Monticello, Iowa, to acquire 100 percent of Munter Agency, Inc., Strawberry Point, Iowa, and thereby indirectly acquire Union Bank & Trust Company, Strawberry Point, Iowa.*	Fed Reg – 11/22/2002 Newspaper – 11/23/2002
3(a)(5)	MB Financial, Inc., Chicago, Illinois, to acquire 100 percent of South Holland Bancorp, Inc., South Holland, Illinois, and thereby indirectly acquire South Holland Trust & Savings Bank, South Holland,*	Fed Reg – 01/02/2003 Newspaper – N/Avail
3(a)(3)	Prairieland Employee Stock Ownership Plan, Bushnell, Illinois, to increase its ownership of Prairieland Bancorp, Inc., Bushnell, Illinois, from 44.73 percent to 49.77 percent, and thereby indirectly acquire Farmers and Merchants State Bank, Bushnell, Illinois.*	Fed Reg – 12/13/2002 Newspaper – 12/16/2002
CIC	Notice by Wayne W. Whalen and Paula Wolff, to retain ownership of 17.80 percent of the common stock of Unionbancorp, Inc., Ottawa, Illinois, and thereby indirectly retain control of Unionbank, Streator, Illinois; Unionbank/Central, Princeton, Illinois; Unionbank/West, Macomb, Illinois, and Unionbank/Northwest, Hanover, Illinois.	Fed Reg – 12/26/2002 Newspaper – 12/09/2002
CIC	Notice by Dennis J. McDonnell and Kathleen A. McDonnell, to retain ownership of 12.78 percent of the outstanding shares of Unionbancorp, Inc., Ottawa, Illinois, and thereby indirectly control Unionbank, Streator, Illinois; Unionbank/Central, Princeton, Illinois; Unionbank/West, Macomb, Illinois, and Unionbank/Northwest, Hanover, Illinois.	Fed Reg – 12/26/2002 Newspaper – 12/11/2002

* 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>
None		

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

<i>Type</i>	<i>Application</i>
3(a)(1) Notice	Goodfield Financial Corporation, Goodfield, Illinois, to become a bank holding company by acquiring 100 percent of Goodfield State Bank, Goodfield, Illinois.

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

<i>Type</i>	<i>Application</i>
Membership	Southwest Bank of St. Louis, St. Louis, Missouri, to become a member of the Federal Reserve System.

Section V – Availability of CRA public evaluations

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

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

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

<i>RSSD 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>
695349	Tri-County Bank 4222 Main Street Brown City, Michigan 48416 (810) 346-2745	06/24/2002	12/02/2002	S		X
364337	Logan County Bank 303 Pulaski Street Lincoln, Illinois 62656 (217) 732-3151	07/08/2002	12/02/2002	S		X

Section VI – CRA examinations scheduled for

Quarter of

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

District 8

Federal Reserve Bank of St. Louis

Applications and notifications filed during the week ending Saturday, December 14, 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 Herbert L. Winemiller and Gwyneth A. Winemiller, both of Fort Pierce, Florida, to retain control of Whittington Bancorp, Inc., Benton, Illinois. (Previously submitted during the week ending December 7, 2002)	Newspaper – 1/2/2003 Fed Reg – 12/30/2002
3A1	FSB Bancshares, Inc., Knoxville, Tennessee, to become a bank holding company by acquiring 100 percent of First State Bank, Henderson, Tennessee. (Previously submitted during the week ending November 30, 2002)*	Newspaper – 12/12/2002 Fed Reg – 01/02/2003
3A3	Lea M. McMullan Trust, Shelbyville, Kentucky, and its subsidiary, Citizens Union Bancorp of Shelbyville, Inc., Shelbyville, Kentucky, to acquire 100 percent of LaRue Bancshares, Inc., Hodgenville, Kentucky, and thereby indirectly acquire Peoples State Bank, Hodgenville, Kentucky.*	Newspaper – N/Avail Fed Reg – 01/13/2003

* Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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

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

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 9

Federal Reserve Bank of Minneapolis

Applications and notifications filed during the week ending Saturday, December 7, 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	Brian B. and Patricia A. Wellmon, Crandon, Wisconsin, to acquire control of Northern Wisconsin Bank Holding Company, Laona, Wisconsin, and thereby indirectly acquire control of Laona State Bank, Laona, Wisconsin.*	Fed Reg – 12/26/2002 Newspaper – 12/18/2002
CIC	Paul David Pieschel, Springfield, Minnesota, to acquire control of Piesco, Inc., Springfield, Minnesota, and thereby indirectly acquire control of Citizens State Bank Norwood Young America, Norwood Young America, Minnesota and Farmers & Merchants State Bank of Springfield, Springfield, Minnesota.*	Fed Reg – /Avail Newspaper – 12/31/2002
CIC	Todd Haugan, Long Lake, Minnesota; Tom P. Kell, Duluth, Minnesota; and Richard Lefcowitz, Minong, Wisconsin, to retain control of Superior Financial Holding, Inc., Two Harbors, Minnesota, and thereby indirectly retain control of the Lake Bank, National Association, Two Harbors, Minnesota.*	Fed Reg – 11/19/2002 Newspaper – N/Avail
3(a)(1)	Olmsted Holding Corporation, Byron, Minnesota, proposes to become a bank holding company by acquiring 100% of Olmsted National Bank, Rochester, Minnesota.*	Fed Reg – 01/03/2003 Newspaper – 01/08/2003

* 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>
Member	Dacotah Bank-Valley City, Valley City, North Dakota, proposes to become a member of the Federal Reserve System.

Section V – Availability of CRA public evaluations

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

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

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

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SN = Substantial noncompliance

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

<i>RSSD 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>
914853	CornerStone State Bank Le Sueur, Minnesota	05/27/2002	11/26/2002	S		X
624956	Valley Bank of Ronan Ronan, Montana	08/12/2002	11/27/2002	O		X
564856	1 st Bank Sidney, Montana	08/19/2002	11/27/2002	S		X
595953	Farmers State Bank of Denton Denton, Montana	08/05/2002	12/04/2002	S		X

Section VI – CRA examinations scheduled for

Quarter of

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

District 10

Federal Reserve Bank of Kansas City

Applications and notifications filed during the week ending Saturday, December 14, 2002

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Guarantee State Bank, Mangum, Oklahoma, to establish 204 N. Oklahoma Avenue, Mangum, Oklahoma as a branch and to relocate the main office to Lawton, Oklahoma.	Newspaper - 10/11/2002
Branch	American Exchange Bank, Eagle, Nebraska, to establish 440 D Street, Eagle, Nebraska as a branch office and relocate its main office to Elmwood, Kansas.	Newspaper - 12/20/2002
Branch	Pinnacle Bank, Papillion, Nebraska, to establish a mobile branch office located and operated within the boundaries of Platte County, Nebraska.	Newspaper - 12/16/2002

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)	Healthcare Bancorp, Inc., Broken Arrow, Oklahoma, to become a bank holding company through the acquisition of 100 percent of the voting shares of Federal BankCentre, Broken Arrow, Oklahoma.	Newspaper - 01/03/2002 Fed Reg - 01/07/2003
3(a)(1)	Bancorp V, Inc., Olathe, Kansas, to become a bank holding company through the acquisition of 97.2 percent of the voting shares of Bank of Leeton, Leeton, Missouri.	Newspaper - 12/27/2002 Fed Reg - 12/27/2002
3(a)(3)	First Okmulgee Corporation, Okmulgee, Oklahoma, to acquire 100 percent of the voting shares of First National of Henryetta, Inc., parent of First National Bank of Henryetta, both of Henryetta, Oklahoma.	Newspaper - N/Avail Fed Reg - N/Avail

Section III – Applications subject to Federal Register notice only

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

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

<i>Type</i>	<i>Application</i>
4(c)(8)	Commerce Bancshares, Inc., Kansas City, Missouri, to engage in leasing activities through the acquisition of The Vaughn Group, Inc., West Chester, Ohio.

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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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>
1002953	American Bank of Baxter Springs 1201 Military Baxter Springs, Kansas 66713-2797	09/16/2002	12/09/2002	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, December 7, 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)	OSB Financial Services, Inc., Orange, TX, and OSB Delaware Financial Services, Inc., Dover, DE, to acquire 100 percent of Mauriceville National Bank, Mauriceville, TX*	Fed Reg - N/Avail Newspaper – N/Avail

* Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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

Section VI – CRA examinations scheduled for Quarter of

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

District 12

Federal Reserve Bank of San Francisco

Applications and notifications filed during the week ending Saturday, December 14, 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>	
3(a)(5)(C)	SunFirst Corporation to become a bank holding company by acquiring 100 percent of SunFirst Bank, both of St. George, Utah.	
4(c)(8)	Wells Fargo & Company, San Francisco, California, proposes to engage in certain lines of business of Montgomery Asset Management LLC, San Francisco, California, and thereby engage in investment advisory activities pursuant to section 225.28(b)(6) of Regulation Y.	

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

<i>Type</i>	<i>Application</i>
4(c)(8)	Eggemeyer Advisory Corp, WJR Corp, Castle Creek Capital LLC, Castle Creek Capital Parnters Fund IIa, LP, and Castle Creek Capital Parnters Fund IIb, LP, all of Rancho Santa Fe, California, to engage in nonbanking activities by acquiring additional shares of Union Acceptance Corporation, Indianapolis, Indiana, pursuant to section 4(j) of the Bank Holding Company Act.

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 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>
455561	Bank of Los Altos 4546 El Camino Real Los Altos, California 94022 (650) 941-9300	08/26/2002	12/13/2002	S		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

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