
Federal Reserve Release



H.2

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

No. 51

Week Ending December 21, 2002

Advisory Councils

Consumer Advisory Council -- appointment of ten new members and designation of Ronald Reiter as Chair and Agnes Bundy Scanlan as Vice Chair for 2003.
- Approved, December 20, 2002

Currency

Federal Reserve Notes -- new currency budget for 2003.
- Approved, December 20, 2002

Forms

Regulation H -- final review of proposal to extend without revision the Recordkeeping and Disclosure Requirements Associated with Loans Secured by Real Estate Located in Flood Hazard Areas (Reg H-2).
- Approved, December 17, 2002

Regulations And Policies

Disciplinary Actions Against Accountants -- request for comment on proposed interagency regulations regarding disciplinary actions against accountants who fail to meet certain professional standards (Docket No. R-1139).
- Approved, November 26, 2002 (AC)

Financial Institutions Examinations -- report to Congress on interagency efforts to coordinate examinations.
- Approved, December 20, 2002

Reserve Bank Operations

Federal Reserve Bank and Federal Reserve Information Technology Budgets -- budgets for 2003.
- Approved, December 17, 2002

Enforcement

Metamora Bancorp, Inc., Metamora, Ohio, and The Metamora State Bank -- written agreement, dated December 10, 2002, with the Federal Reserve Bank of Cleveland and the Ohio Division of Financial Institutions.
- Announced, December 19, 2002

H.2 Actions under delegated authority

December 15, 2002 to December 21, 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

Atlanta

Colonial Bank, Montgomery, Alabama -- to establish a branch at 2223 Del Prado Boulevard South, Cape Coral, Florida.
- Approved, December 17, 2002

Atlanta

Colonial Bank, Montgomery, Alabama -- to establish a branch at 6360 West Plano Parkway, Plano, Texas.
- Approved, December 18, 2002

Richmond

Community First Bank, Lynchburg, Virginia -- to establish a branch at 8509 Timberlake Road.
- Approved, December 17, 2002

Cleveland

Fifth Third Bank, Cincinnati, Ohio -- to establish a branch at 612 South Burnett Road, Springfield.
- Approved, December 20, 2002

Kansas City

Five Points Bank, Grand Island, Nebraska -- to establish a branch at 20 East 21st Street, Kearney.
- Approved, December 18, 2002

Kansas City

The Guarantee State Bank, Mangum, Oklahoma -- to establish a branch at 204 North Oklahoma Avenue and to relocate its main office to Lawton.
- Approved, December 16, 2002

Bank Holding Companies

San Francisco

Auburn Community Bancorp, Auburn, California -- to become a bank holding company through the acquisition of Auburn Community Bank.
- Approved, December 18, 2002

Bank Holding Companies

Atlanta

Bancshares of Florida, Inc., Naples, Florida -- to acquire Florida Trust Company, Inc., Ft. Lauderdale, and thereby engage in trust company activities.
- Returned, December 20, 2002

Boston

Boston Private Financial Holdings, Inc., Boston, Massachusetts -- to acquire shares of Coldstream Holdings, Inc., Bellevue, Washington, and its subsidiaries, Coldstream Capital Management, Inc., and Coldstream Securities, Inc. and thereby engage in investment advisory activities, commodity pool operator activities, and securities brokerage in an agency capacity.
- Approved, December 16, 2002

St. Louis

Central Missouri Shares, Inc., Lebanon, Missouri -- to become a bank holding company through the acquisition of Central Shares, Inc., and its subsidiary, Central Bank.
- Approved, December 16, 2002

Atlanta

Coastal Commerce Bancshares, Inc., Houma, Louisiana -- to become a bank holding company through the acquisition of Coastal Commerce Bank.
- Returned, December 17, 2002

Kansas City

Commerce Bancshares, Inc., Kansas City, Missouri -- to engage in leasing activities through the acquisition of The Vaughn Group, Inc., West Chester, Ohio.
- Approved, December 20, 2002

Richmond

First Bancorp, Troy, North Carolina -- to acquire Carolina Community Bancshares, Inc., Latta, South Carolina, and thereby indirectly acquire Carolina Community Bank, N.A.
- Approved, December 17, 2002

Bank Holding Companies

San Francisco

First State Bancorp, Granada Hills, California -- to become a bank holding company through the acquisition of First State Bank of California.

- Approved, December 20, 2002

St. Louis

G.L. Smith & Associates, Inc., Louisville, Kentucky -- to become a bank holding company through the acquisition of First Bank, Inc.

- Withdrawn, December 19, 2002

Chicago

Herky Hawk Financial Corp., Monticello, Iowa -- to acquire Munter Agency, Inc., Strawberry Point, and thereby indirectly acquire Union Bank & Trust Company.

- Approved, December 20, 2002

St. Louis

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

- Approved, December 17, 2002

Minneapolis

Minnwest Corporation, Minnetonka, Minnesota -- to acquire Minnwest Investment & Insurance Center, Inc., Montevideo, and thereby indirectly engage in insurance agency and securities brokerage activities.

- Approved, December 17, 2002

Atlanta

Neighbors Bancshares, Inc., Roswell, Georgia -- to become a bank holding company through the acquisition of Neighbors Bank, a de novo bank.

- Approved, December 18, 2002

Secretary

Ohnward Bancshares, Inc., Maquoketa, Iowa -- waiver of application to acquire Eastern Iowa Bancshares, Ltd., Monticello, in connection with the merger of their subsidiary banks, Tri-County Bank & Trust Co., Cascade, and First Iowa Bank, Monticello.

- Granted, December 16, 2002

Bank Holding Companies

San Francisco

Oregon Pacific Bancorp, Florence, Oregon -- to become a bank holding company through the acquisition of Oregon Pacific Banking Company and election to become a financial holding company.

- Approved, December 18, 2002

Chicago

Prairieland Bancorp Employee Stock Ownership Plan and Trust, Bushnell, Illinois -- to increase its ownership of Prairieland Bancorp, Inc. and thereby indirectly acquire Farmers and Merchants State Bank.

- Approved, December 20, 2002

Atlanta

Synovus Financial Corporation, Columbus, Georgia -- to merge with FNB Newton Bankshares, Inc., Covington, and thereby acquire its subsidiary, First Nation Bank.

- Approved, December 20, 2002

St. Louis

Tate Interim, Inc., Senatobia, Mississippi -- to become a bank holding company through the acquisition of Tate Financial Corporation and the indirect acquisition of its subsidiary, Senatobia Bank.

- Approved, December 16, 2002

Bank Premises

Richmond

The Bank of Marion, Marion, Virginia -- to increase its investment in bank premises.

- Approved, December 19, 2002

Banks, State Member

Boston

State Street Bank and Trust Company, Boston, Massachusetts -- to increase its authority to invest in Edge and Agreement corporation subsidiaries.

- Withdrawn, December 19, 2002

Change In Bank Control

St. Louis

Marshfield Investment Company, Springfield, Missouri -- change in bank control.
- Permitted, December 18, 2002

Minneapolis

Turtle Bancshares, Inc., Turtle Lake, Wisconsin -- change in bank control.
- Permitted, December 18, 2002

Competitive Factors Reports

Richmond

American Bank, Rockville, Maryland -- report on competitive factors of the proposed merger with American Interim Bank.
- Submitted, December 17, 2002

Boston

The Boston Bank of Commerce, Boston, Massachusetts -- report on competitive factors of the proposed merger with Family Savings Bank, F.S.B., Los Angeles, California.
- Approved, December 19, 2002

Chicago

Citizens State Bank, Monticello, Iowa -- report on competitive factors of the proposed merger with Union Bank & Trust Company, Strawberry Point.
- Submitted, December 20, 2002

Atlanta

Cornerstone Community Bank, Saint Petersburg, Florida -- report on competitive factors of the proposed acquisition of the Walsingham Road branch of Madison Bank, Palm Harbor.
- Submitted, December 18, 2002

Atlanta

Dalton Whitfield Bank, Dalton, Georgia -- report on competitive factors of the proposed merger with Premier National Bank of Dalton.
- Submitted, December 16, 2002

Competitive Factors Reports

Richmond

First-Citizens Bank and Trust Company of South Carolina, Columbia, South Carolina -- report on competitive factors of the proposed merger with First Banks, Inc., Toccoa, Georgia.
- Submitted, December 20, 2002

Atlanta

Hancock Bank of Louisiana, Baton Rouge, Louisiana -- report on competitive factors of the proposed purchase of certain assets and assumption of deposit liabilities of the Kenner and Metairie branches of Dryades Savings Bank, FSB, New Orleans.
- Submitted, December 16, 2002

New York

Kearny Financial Corporation, Kearny, New Jersey, and Kearny MHC -- report on competitive factors of the proposed acquisition of West Essex Bank, Caldwell.
- Submitted, December 20, 2002

Cleveland

Kenwood Savings Bank, Cincinnati, Ohio -- report on competitive factors of the proposed merger with Fort Washington Trust Company.
- Submitted, December 20, 2002

Cleveland

KeyBank, N.A., Cleveland, Ohio -- report on competitive factors of the proposed merger with Union Bank & Trust, Denver, Colorado.
- Submitted, December 18, 2002

Cleveland

Laurel Savings Bank, Allison Park, Pennsylvania -- report on competitive factors of the proposed merger with Stanton Federal Savings Bank, Pittsburgh.
- Submitted, December 18, 2002

St. Louis

The Maries County Bank, Vienna, Missouri -- report on competitive factors of the proposed merger with Belle State Bank, Belle.
- Submitted, December 18, 2002

Competitive Factors Reports

Dallas

Mauriceville National Bank, Mauriceville, Texas -- report on competitive factors of the proposed interim merger with New Mauriceville National Bank.
- Submitted, December 20, 2002

Cleveland

Peoples Community Bank, West Chester, Ohio -- report on competitive factors of the proposed acquisition of certain assets and assumption of certain liabilities of Kenwood Savings Bank, Cincinnati.
- Submitted, December 20, 2002

Atlanta

Piedmont Bank of Georgia, Atlanta, Georgia -- report on competitive factors of the proposed merger with Piedmont Interim Corporation.
- Submitted, December 18, 2002

Richmond

Security Savings Bank, SSB, Southport, North Carolina -- report on competitive factors of the proposed merger with Liberty Savings and Loan Association, Liberty.
- Submitted, December 20, 2002

Secretary

Tri-County Bank & Trust Co., Cascade, Iowa -- report on competitive factors of the proposed merger with First Iowa Bank, Monticello.
- Submitted, December 16, 2002

Extensions Of Time

Director, BS&R

ABN AMRO Bank, N.V., Amsterdam, The Netherlands, and its parent companies -- extension to December 19, 2003, to divest or conform certain impermissible activities.
- Granted, December 19, 2002

Financial Holding Companies

Chicago

Backlund Investment Co., Peoria, Illinois -- election to become a financial holding company.

- Effective, December 18, 2002

Kansas City

Bern Bancshares, Inc., Bern, Kansas -- election to become a financial holding company.

- Effective, December 18, 2002

Chicago

Goodenow Bancorporation, Okoboji, Iowa -- election to become a financial holding company.

- Effective, December 19, 2002

Secretary

Mercantile Bankshares Corporation, Baltimore, Maryland -- election to become a financial holding company.

- Effective, December 20, 2002

Philadelphia

Patriot Bank Corp., Pottstown, Pennsylvania -- election to become a financial holding company.

- Effective, December 19, 2002

Kansas City

Prairie Capital, Inc., Augusta, Kansas -- election to become a financial holding company.

- Effective, December 18, 2002

Membership

Kansas City

Bank of Yutan, Yutan, Nebraska -- to become a member of the Federal Reserve System.

- Approved, December 17, 2002

Membership

Atlanta

The Citizens Bank of Cochran, Cochran, Georgia -- to become a member of the Federal Reserve System.
- Approved, December 16, 2002

Dallas

First State Bank, Keene, Texas -- to become a member of the Federal Reserve System.
- Approved, December 20, 2002

District 1

Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, December 21, 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) & 3(a)(5)	Chittenden Corporation, Burlington, Vermont - to acquire 100% of the common stock of Granite State Bankshares, Inc., Keene, New Hampshire, and thereby indirectly acquire Granite Bank, Keene, New Hampshire	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>
Reg K	State Street Bank and Trust Company, Boston, Massachusetts - to increase its investments in its Edge and agreement corporations in connection with the acquisition of Deutsche Bank AG's global custody business and also to amend its articles of association

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 21, 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 Smithtown, Smithtown, New York, to establish a branch office at 6249 Route 25A, Wading River, New York.	Newspaper – 12/24/2002

* Subject to the provisions of the Community Reinvestment Act

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

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

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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

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 Second Quarter of 2002

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

District 3

Federal Reserve Bank of Philadelphia

Applications and notifications filed during the week ending Saturday, December 21, 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, December 21, 2002

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(3)	Applicaiton by First Southern Bancorp, Inc., Stanford, KY to acquire South Central Bancshares, Inc., Russellville, KY.	F/R – Not Available N/P – Not Available

*Subject to the provisions of the Community Reinvestment Act.

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

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

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
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 21, 2002

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Benchmark Community Bank, Kenbridge, Virginia, to establish a branch at 410 Church Street, Blackstone, Virginia.*	Newspaper - 01/03/2003

*Subject to the provisions of the Community Reinvestment Act.

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

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

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
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 21, 2002

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Riverside Bank of the Gulf Coast, Cape Coral, Florida, to establish a branch located at 13821 N. Cleveland Avenue, Unit 1, North Fort Myers, Florida.*	Newspaper-12/21/2002
Branch	SouthTrust Bank, Birmingham, Alabama, to establish a branch located at 2002 Summit Blvd., Atlanta, Georgia, to be known as the Dunwoody Private Banking Office.*	Newspaper-12/25/2002
Branch	AmSouth Bank, Birmingham, Alabama, to establish a branch located at 2213 Crestmoor Road, Nashville, Tennessee, to be known as the Abbott Martin Remote Drive-Thru.*	Newspaper-01/02/2003
18(c)	SouthTrust Bank, Birmingham, Alabama, to merge with Founders National Bank, Dallas, Texas.*	Newspaper-01/13/2003

*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>
CIC	FBT Bancorp, Inc., Baton Rouge, Louisiana, prior change in control notice by L. Michael Ashbrook and Charles T. Bruce, to acquire in the aggregate up to approximately 40 percent of the outstanding shares of FBT Bancorp, Inc., Baton Rouge, Louisiana, and its subsidiary, Fidelity Bank and Trust Company, Baton Rouge, Louisiana.	Newspaper-01/06/2003 Fed Reg-01/09/2003
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

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

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

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

Section V – Availability of CRA public evaluations

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

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

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
245333	AmSouth Bank Post Office Box 11007 Birmingham, Alabama 35288 (205) 326-5120	06/24/2002	12/18/2002	O	X	

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

Institution *Location*

None

District 7

Federal Reserve Bank of Chicago

Applications and notifications filed during the week ending Saturday, December 21, 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 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)(1)	DB Acquisition Corp., Wausau, Wisconsin, to become a bank holding company through the acquisition of 100 percent of the voting shares of Dorchester Bancshares, Inc., Dorchester, Wisconsin, and thereby indirectly acquire Dorchester State Bank, Dorchester, Wisconsin.*	Fed Reg – 01/21/2003 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)(3)	First Merchants Corporation, Muncie, Indiana, to acquire 100 percent of the voting shares of CNBC Bancorp, Columbus, Ohio, and thereby indirectly acquire Commerce National Bank, Columbus, Ohio.*	Fed Reg – 12/23/2002 Newspaper – 12/27/2002
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 – 12/21/2002

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)(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, Illinois.*	Fed Reg – 01/02/2003 Newspaper – 12/30/2002
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>
Membership	Oregon Community Bank & Trust (formerly Community National Bank), Oregon, Wisconsin, 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>
703440	State Bank of Caledonia 627 E. Main Street Caledonia, Michigan 49316 (616) 891-8113	08/22/2002	12/17/2002	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 21, 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>
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. (Previously submitted during the week ending December 14, 2002)*	Newspaper – 01/20/2003 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>	<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.

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SN = Substantial noncompliance

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

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

Section VI – CRA examinations scheduled for Quarter of

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

District 9

Federal Reserve Bank of Minneapolis

Applications and notifications filed during the week ending Saturday, December 21, 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 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
CIC	Notice by Richard M. Wall, Burnsville, Minnesota; John K. Wall, Excelsior, Minnesota; and Elizabeth Wall Lee, Mendota Heights, Minnesota, as a group acting in concert, to gain control of Highland Bancshares, Inc., Bloomington, Minnesota, and thereby indirectly gain control of Highland Bank, St. Michael, Minnesota.	Fed Reg – 01/09/2003 Newspaper – N/Avail

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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NI = Needs to improve

SN = Substantial noncompliance

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

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

Section VI – CRA examinations scheduled for Quarter of

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

District 10

Federal Reserve Bank of Kansas City

Applications and notifications filed during the week ending Saturday, December 21, 2002

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	First Country Bank, Urich, Missouri, to establish 325 Main Street, Urich, Missouri as a branch office and relocate the main office to Blue Springs, Missouri.	Newspaper - 12/24/2002

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)(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 - 01/12/2003 Fed Reg - 11/18/2002
CIC	Alan J. Erickson, North Platte, Nebraska and Ronald J. Erickson, Scottsbluff, Nebraska, to acquire control of NebraskaLand Financial Services, Inc., York, Nebraska, parent of NebraskaLand National Bank, North Platte, Nebraska.	Newspaper - 01/03/2003 Fed Reg - N/Available

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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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>
706254	Community State Bank 1409 N.Broadway Poteau, Oklahoma 74953-2612	09/30/2002	12/17/2002	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 21, 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 2705 Bee Cave Road, Rollingwood, TX 78746*	Newspaper – 01/02/2003

* 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)	OSB Financial Services, Inc., Orange, TX, and OSB Delaware Financial Services, Inc., Dover, DE, to acquire 100 percent of Mauriceville National Bank, Mauriceville, TX* (previously reported the week ending December 7, 2002)	Fed Reg – 01/10/2003 Newspaper – 01/03/2003

* 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.

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

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

Section VI – CRA examinations scheduled for Quarter of

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

District 12

Federal Reserve Bank of San Francisco

Applications and notifications filed during the week ending Saturday, December 21, 2002

Section I – Applications subject to newspaper notice only

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

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

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

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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<i>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	
