
Federal Reserve Release



H.2

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

No. 9

Week Ending March 1, 2003

Testimony And Statements

Basel II Capital Accord -- statement by Vice Chairman Ferguson before the Subcommittee on Domestic and International Monetary Policy, Trade, and Technology, House Committee on Financial Services.

- Published, February 27, 2003

Deposit Insurance -- statement by Chairman Greenspan before the Senate Committee on Banking, Housing, and Urban Affairs.

- Published, February 26, 2003

Economic Effects of an Aging World Population -- statement by Chairman Greenspan before the Senate Special Committee on Aging.

- Published, February 27, 2003

Bank Holding Companies

Mizuho Financial Group, Inc., Tokyo, Japan -- to become a bank holding company through the acquisition of Mizuho Holdings, Inc. and thereby acquire the U.S. banking and nonbanking subsidiaries of Mizuho Holdings.

- Approved, February 24, 2003

Forms

Foreign Bank Reports -- extension with revision of the Weekly Report of Eurodollar Liabilities Held by Selected U.S. Addresses at Foreign Offices of U.S. Banks (FR 2050), and the Quarterly Report of Assets and Liabilities of Large Foreign Offices of U.S. Banks (FR 2502q).

- Approved, February 28, 2003

Regulations And Policies

Risks related to mortgage banking activities -- issuance of interagency advisory letter.

- Published, February 25, 2003

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

Richmond

Alliance Bank Corporation, Fairfax, Virginia -- to establish a branch at 4501 North Fairfax Drive, Arlington.

- Approved, February 26, 2003

Kansas City

Community Banks of Southern Colorado, Rocky Ford, Colorado -- to establish a mobile branch at 123 First Street, Pueblo.

- Approved, February 28, 2003

Cleveland

Fifth Third Bank, Cincinnati, Ohio -- to establish branches at 3131 Princeton Road, Fairfield; 1940 State Route 37, Delaware; and the intersection of Loveland-Maderia Road and Dapper Drive, Loveland.

- Approved, February 27, 2003

Kansas City

First State Bank, Taos, New Mexico -- to establish a branch at 131 South Tejon Street, Colorado Springs, Colorado.

- Approved, February 24, 2003

San Francisco

Hanmi Bank, Los Angeles, California -- to establish a branch at 726 East 12th Street, #211.

- Approved, February 28, 2003

Atlanta

Orion Bank, Naples, Florida -- to establish a branch at 2815 University Parkway, Sarasota.

- Approved, February 27, 2003

Bank Branches, Domestic

Atlanta

SouthTrust Bank, Birmingham, Alabama -- to establish a branch at 7455 Pinemire Drive, Oviedo, Florida.

- Approved, February 25, 2003

Secretary

SunTrust Bank, Atlanta, Georgia -- to establish a branch at 825 Martin Luther King, Jr., Drive, Northwest, Atlanta; and at Elden Street and Post Drive, Herndon, Virginia.

- Approved, February 27, 2003

Bank Holding Companies

Minneapolis

American Eagle Financial Corporation, Albertville, Minnesota -- to become a bank holding company through the acquisition of Riverview Community Bank, Otsego, a de novo bank.

- Approved, February 26, 2003

Atlanta

Appalachian Bancshares, Inc., Ellijay, Georgia -- waiver of a commitment.

- Withdrawn, February 26, 2003

Atlanta

Banking Corporation of Florida, Naples, Florida -- waiver of a commitment.

- Granted, February 28, 2003

Minneapolis

Bitterroot Holding Company, Lolo, Montana -- to acquire shares of West One Bank, Kalispell, a de novo bank.

- Approved, February 26, 2003

Boston

Bridgewater Financial, MHC, Raynham, Massachusetts -- to become a bank holding company through the acquisition of Bridgewater Savings Bank.

- Approved, February 25, 2003

Bank Holding Companies

Director, BS&R

Citigroup Inc., New York, New York -- request for an exemption from section 23A of the Federal Reserve Act on behalf of Citibank (West), FSB, San Francisco, California.
- Granted, February 27, 2003

Atlanta

East Alabama Financial Group, Inc., Wetumpka, Alabama -- waiver of a commitment.
- Granted, February 25, 2003

Minneapolis

Finlayson Bancshares, Inc., Finlayson, Minnesota -- to acquire the Floodwood Agency, Inc., Duluth, and thereby acquire First State Bank of Floodwood, Floodwood.
- Approved, February 24, 2003

San Francisco

Heritage Bancorp, Reno, Nevada -- to become a bank holding company through the acquisition of Heritage Bank of Nevada.
- Approved, February 25, 2003

Chicago

Liberty Financial Services, Inc., Sioux City, Iowa -- to become a bank holding company through the acquisition of Liberty National Bank, a de novo bank.
- Approved, February 28, 2003

Atlanta

Piedmont Bancshares, Inc., Atlanta, Georgia -- to become a bank holding company through the acquisition of Piedmont Bank of Georgia.
- Withdrawn, February 24, 2003

Minneapolis

Ravalli County Bankshares, Inc., Hamilton, Montana -- to acquire shares of West One Bank, Kalispell, a de novo bank.
- Approved, February 26, 2003

Bank Holding Companies

Philadelphia

Royal Bancshares of Pennsylvania, Inc., Narberth, Pennsylvania -- to extend credit and service loans through its subsidiary, Royal Equity Partners.

- Returned, February 27, 2003

Kansas City

Sundance State Bank Profit Sharing ESOP and Trust, Sundance, Wyoming -- to become a bank holding company through the acquisition of shares of Sundance Bankshares, Inc., parent of Sundance State Bank.

- Withdrawn, February 26, 2003

Atlanta

United Community Banks, Inc., Blairsville, Georgia -- to merge with First Central Bancshares, Inc., Lenoir City, Tennessee, and thereby acquire First Central Bank.

- Approved, February 24, 2003

New York

VSB Bancorp, Inc., Staten Island, New York -- to become a bank holding company through the acquisition of Victory State Bank.

- Approved, February 28, 2003

Bank Mergers

Cleveland

Sky Financial Group, Inc., Bowling Green, Ohio, and Sky Bank, Salineville -- to acquire Metropolitan Financial Corporation, Highland Hills; and for Sky Bank to merge with Metropolitan Financial's subsidiary thrift institution, Metropolitan Bank and Trust Company, and establish branches.

- Approved, February 25, 2003

Banks, Foreign

Director, BS&R

The Daiwa Bank, Limited, Osaka, Japan -- to establish a representative office in New York, New York.

- Approved, February 28, 2003

Change In Bank Control

Cleveland

- HFB Financial Corporation, Middlesboro, Kentucky -- change in bank control.
- Approved, February 28, 2003

Competitive Factors Reports

New York

- American Savings Bank of NJ, Bloomfield, New Jersey -- report on competitive factors of the proposed merger with American Interim Savings Bank.
- Submitted, February 28, 2003

Richmond

- Bank of America, National Association, Charlotte, North Carolina -- report on competitive factors of the proposed merger with BA Mortgage, LLC.
- Submitted, February 25, 2003

Boston

- Bridgewater Savings Bank, Bridgewater, Massachusetts -- report on competitive factors of its proposed reorganization as a mutual holding company.
- Submitted, February 25, 2003

Kansas City

- Bruning State Bank, Bruning, Nebraska -- report on competitive factors of the proposed merger with The Commercial State Bank, Clay Center.
- Submitted, February 24, 2003

Philadelphia

- Grand Bank, National Association, Hamilton, New Jersey -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of the Monmouth Junction branch of MetLife Bank, National Association, Bridgewater.
- Submitted, February 26, 2003

Chicago

- Hancock County Bank & Trust, Garner, Iowa -- report on competitive factors of the proposed merger with Liberty Transitory Corporation, Arnolds Park, Iowa.
- Submitted, February 26, 2003

Competitive Factors Reports

Chicago

Hartford Savings Bank, Hartford, Wisconsin -- report on competitive factors of the proposed merger with the Juneau branch of M&I Marshall & Ilsley Bank, Milwaukee.
- Submitted, February 26, 2003

St. Louis

Linn State Bank, Linn, Missouri -- report on competitive factors of the proposed merger with Charter 1 Bank, Owensville.
- Submitted, February 24, 2003

Chicago

Rubio Savings Bank of Brighton, Brighton, Iowa -- report on competitive factors of the proposed merger with Washington Federal Savings Bank, Washington.
- Submitted, February 26, 2003

Atlanta

Security Interim Bank, Gray, Georgia -- report on competitive factors of the proposed merger with Bank of Gray.
- Submitted, February 27, 2003

Boston

South Shore Co-operative Bank, Weymouth, Massachusetts -- report on competitive factors of the proposed merger with South Shore Interim Stock Bank.
- Submitted, February 26, 2003

Boston

Union Bank, Morrisville, Vermont -- report on competitive factors of the proposed merger with Citizens Savings Bank and Trust Company, St. Johnsbury.
- Submitted, February 28, 2003

Philadelphia

Univest National Bank and Trust Co., Souderton, Pennsylvania -- report on competitive factors of the proposed merger with First County Bank, Doylestown.
- Submitted, February 24, 2003

Competitive Factors Reports

New York

Victory State Bank, Staten Island, New York -- report on competitive factors of the proposed merger with Victory Interim Bank.

- Submitted, February 28, 2003

Extensions Of Time

Richmond

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

- Granted, February 28, 2003

Philadelphia

Woodlands Bank, Williamsport, Pennsylvania -- extension to March 22, 2003, to establish a branch at 973 Lycoming Mall Drive, Pennsdale.

- Granted, February 28, 2003

International Operations

San Francisco

Far East National Bank, Los Angeles, California -- to establish a branch in Ho Chi Minh City, Vietnam.

- Approved, February 28, 2003

District 1

Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, March 1, 2003

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, March 1, 2003

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)	Great Lakes Bancorp, Inc., Buffalo, New York, to become a one bank holding company with respect to Greater Buffalo Savings Bank, Buffalo, New York.	Newspaper – N/Avail

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 3

Federal Reserve Bank of Philadelphia

Applications and notifications filed during the week ending Saturday, March 1, 2003

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Community Bank and Trust Company, Clarks Summit, PA, to establish a branch office at Route 611 Poconco Township, Tannersville, PA.	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>
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:

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NI = Needs to improve

SN = Substantial noncompliance

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

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

Section VI – CRA examinations scheduled for Quarter of

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

District 4

Federal Reserve Bank of Cleveland

Applications and notifications filed during the week ending Saturday, March 1, 2003

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>	
25	Prior notice by KRM Holdings, Inc., Albany, NY, a direct subsidiary of KeyBank, N.A., and an indirect subsidiary of KeyCorp, Inc., both of Cleveland, OH, of its intent to invest up to an additional \$60 million in its wholly-owned subsidiary KRM Leasing Ltd., Hamilton, Bermuda pursuant to Section 211.9(f) of Regulation K.	

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 5

Federal Reserve Bank of Richmond

Applications and notifications filed during the week ending Saturday, March 1, 2003

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Gateway Bank & Trust Company, Elizabeth City, North Carolina, to establish a branch at 3001 Shore Drive, Virginia Beach, Virginia.*	Newspaper – 03/14/2003
Branch	Gateway Bank & Trust Company, Elizabeth City, North Carolina, to establish a branch at 713 Independence Boulevard, Virginia Beach, Virginia.*	Newspaper – 03/14/2003
Branch	NBRS Financial, Rising Sun, Maryland, to establish a branch at Maryland Route 213 and White Hall Road, Elkton, Maryland.*	Newspaper – 03/14/2003
Branch	NBRS Financial, Rising Sun, Maryland, to establish a branch at 636 Broad Street, Perryville, Maryland.*	Newspaper – 03/14/2003

*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>	<i>Ending date of comment period</i>
None		

Section V – Availability of CRA public evaluations

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

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

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
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, March 1, 2003

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	AmSouth Bank, Birmingham, Alabama, to establish a branch located at 5218 Hickory Hollow Boulevard, Antioch, Tennessee, to be known as the Hickory Hollow Remote Drive Thru Branch.*	Newspaper-03/10/2003
Branch	AmSouth Bank, Birmingham, Alabama, to establish a branch located at 1827 Murfreesboro Pike, Nashville, Tennessee, to be known as the Una-Antioch Remote Drive Thru Branch.*	Newspaper-03/11/2003
Branch	AmSouth Bank, Birmingham, Alabama, to establish a branch located at 2298 W. County Highway 30-A, Unit 3, Santa Rosa Beach, Florida, to be known as the Blue Mountain Beach Branch.*	Newspaper-03/11/2003
Branch	AmSouth Bank, Birmingham, Alabama, to establish a branch located at 9410 Healthplex Drive, Shreveport, Louisiana, to be known as the I-49 South Branch.*	Newspaper-03/13/2003
Branch	Bank of Alabama, Birmingham, Alabama, to establish a branch located at 2744 Highway 31 South, Pelham, Alabama.*	Newspaper-03/13/2003
18(c)	SunTrust Bank, Atlanta, Georgia, to merge with Lighthouse Community Bank, Hilton Head Island, South Carolina.*	Newspaper-03/28/2003

*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>
3(a)(5)	Main Street Banks, Inc., Kennesaw, Georgia, to merge with First Colony Bancshares, Inc., and thereby acquire its subsidiary, First Colony Bank, both of Alpharetta, Georgia.*	Newspaper-03/22/2003 Fed Reg-03/14/2003
3(a)(1)	Mountain Bancshares, Inc., Dawsonville, Georgia, to become a bank holding company by acquiring Mountain State Bank, Dawsonville, Georgia (in organization).*	Newspaper-N/Avail Fed Reg-03/24/2003

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)	SNB Bancshares, Inc., Macon, Georgia, to acquire Bank of Gray, Gray, Georgia.*	Newspaper-03/31/2003 Fed Reg-03/28/2003
4(c)(8)	SunTrust Banks, Inc., Atlanta, Georgia, to acquire Lighthouse Financial Services, Inc., Hilton Head Island, South Carolina, and its subsidiary, Lighthouse Community Bank, thereby engage in operating a savings association.*	Newspaper-03/28/2003 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>
None		

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

<i>Type</i>	<i>Application</i>
3(a)(1)	Triangle Financial Group, Inc., Loganville, Georgia, notice to become a bank holding company by acquiring The Community Bank, Loganville, 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.

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O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

Section V – Availability of CRA public evaluations

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

Section VI – CRA examinations scheduled for Quarter of

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

District 7

Federal Reserve Bank of Chicago

Applications and notifications filed during the week ending Saturday, March 1, 2003

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18(c)	First Banking Center, Burlington, Wisconsin, to purchase the assets and assume liabilities of the Walworth branch of North Shore Bank, FSB, Brookfield, Wisconsin.*	Newspaper – N/Avail

* Subject to the provisions of the Community Reinvestment Act)

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(3)	Capitol Bancorp, Ltd., Lansing, Michigan, through its subsidiary, First California Southern Bancorp, San Diego, California, to acquire 51 percent of the voting shares of First International Bank, Chula Vista, California.*	Fed Reg – 03/24/2003 Newspaper – N/Avail
3(a)(1)	First California Southern Bancorp, San Diego, California, to become a bank holding company through the acquisition of 51 percent of the voting shares of First International Bank, Chula Vista, California.*	Fed Reg – 03/24/2003 Newspaper – N/Avail
3(a)(3)	Iroquois Bancorp, Inc., Gilman, Illinois, to acquire 42.19 percent of the voting shares of JW Bancorp, Inc., Winchester, Illinois, and thereby indirectly acquire John Warner Financial Corporation, Clinton, Illinois and The John Warner Bank, Clinton, Illinois.*	Fed Reg – 03/24/2003 Newspaper – N/Avail
3(a)(1)	JW Bancorp, Inc., Winchester, Illinois, to become a bank holding company by acquiring 100 percent of the voting shares of John Warner Financial Corporation, Clinton, Illinois, and thereby indirectly acquire The John Warner Bank, Clinton, Illinois.*	Fed Reg – 03/24/2003 Newspaper – N/Avail
CIC	Notice by Ronald W. Plassman, Fort Wayne, Indiana, to acquire an additional 1,360 shares or 34 percent and thereby increase his aggregate ownership to 54 percent, of Knisely Financial Corp., Butler, Indiana, and thereby indirectly acquire Knisely Bank, Butler, Indiana.	Fed Reg – 02/24/2003 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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S = Satisfactory

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>
2544991	Community Savings Bank 1080 E. Main Street Robins, Iowa 52328 (319) 294-2783	08/06/2002	02/27/2003	S		X
180443	Prairie State Bank 240 Linn P.O. Box 78 Brunsville, Iowa 51008 (712) 533-6441	10/07/2002	02/27/2003	S		X

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

Institution *Location*

None

District 8

Federal Reserve Bank of St. Louis

Applications and notifications filed during the week ending Saturday, March 1, 2003

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	Premier Bancshares, Inc., Jefferson City, Missouri, to acquire up to 45 percent of Mid-America Bancorp, Inc., Jewell, Kansas, and thereby indirectly acquire Heartland Bank, Jewell, Kansas.*	Newspaper – 03/29/2003 Fed Reg – N/Avail
3A3	Scott County Bancorp, Inc., Winchester, Illinois, to acquire 42.19 percent of the voting shares of JW Bancorp, Inc., Winchester, Illinois, and thereby indirectly acquire John Warner Financial Corporation, Clinton, Illinois, and The John Warner Bank, Clinton, Illinois. (Previously submitted during the week ending February 22, 2003)*	Newspaper – 03/24/2003 Fed Reg – 03/21/2003

* 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>
4c8	Harrodsburg First Financial Bancorp, Inc., Harrodsburg, Kentucky, to acquire 30 percent of the voting shares of First South Credit of Versailles, Inc., Versailles, Kentucky, and thereby engage in consumer finance activities.	Fed Reg – 03/19/2003

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

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

Section V – Availability of CRA public evaluations

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

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

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

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

Section VI – CRA examinations scheduled for Quarter of

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

District 9

Federal Reserve Bank of Minneapolis

Applications and notifications filed during the week ending Saturday, March 1, 2003

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	Change in control notice by Curtis J. Neumann to gain control of First Hawley Bancshares, Inc. Hawley, Minnesota, and thereby indirectly gain control of First National Bank, Hawley, Minnesota.	Fed Reg- N/Avail Newspaper- N/Avail
CIC	Change in control notice by Helen M. Olson to gain control of First Hawley Bancshares, Inc. Hawley, Minnesota, and thereby indirectly gain control of First National Bank, Hawley, Minnesota.	Fed Reg- N/Avail Newspaper- N/Avail
CIC	Change in control notice by the Neumann Family Limited Partnership of Detroit Lakes, Minnesota to gain control of First Hawley Bancshares, Inc. Hawley, Minnesota, and thereby indirectly gain control of First National Bank, Hawley, Minnesota.	Fed Reg- N/Avail Newspaper- N/Avail
3(a)(3)	TCF Financial Corporation, Wayzata, Minnesota proposes to acquire up to an additional 5.10% of the voting shares of TransCommunity Bankshares Incorporated, Richmond, Virginia, thereby increasing its ownership interest to no more than 9.99%. TransCommunity Bankshares Incorporated owns the Bank of Powhatan, N.A., Powhatan, Virginia, and the Bank of Goochland, N.A., Goochland, Virginia.*	Fed Reg- 03/28/2003 Newspaper-N/Avail

*Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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

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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>
295057	Security Bank Minnesota, Albert Lea, Minnesota	11/12/2002	02/26/2003	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, March 1, 2003

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Heritage Bank, Louisville, Colorado, to establish a branch at 8080 Weld County Road 13, Firestone, Colorado.	Newspaper - 03/11/2003

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)	Heritage Bancshares, Inc., Topeka, Kansas, to become a bank holding company through the acquisition of 100 percent of the voting shares of Heritage Bank, Topeka, Kansas (in organization).	Newspaper - 12/31/2002 Fed Reg - 01/02/2003
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 - 01/03/2003 Fed Reg - 01/07/2003
3(a)(1)	Bethlehem Financial Corporation, Belen, New Mexico, to become a bank holding company through the acquisition of 100 percent of the voting shares of Bank of Belen, Belen, New Mexico.	Newspaper - 03/28/2003 Fed Reg - 03/24/2003

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	Heritage Bank, Topeka, Kansas (in organization) 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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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>
1014451	American Exchange Bank 440 D Street Eagle, Nebraska 68347	12/02/2002	02/25/2003	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, March 1, 2003

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	Stanton Boyce Brown, Waco, TX, only notificant, to aquire an interest in Extraco Corporation, Waco, TX (previously reported the week ending February 22, 2003)	Fed Reg – 03/12/2003 Newspaper – 03/11/2003
CIC	Robert C. Dunn, Jr., Hobbs, NM, trustee of the Dunn Family Trust, Hobbs, NM, et al, to acquire an interest in Lea County Bancshares, Inc., Hobbs, NM	Fed Reg – N/Avail Newspaper – N/Avail
3(a)(1)	Blanco National Holdings, Inc., Blanco, TX, and Blanco National Holdings of Delaware, Inc., Dover, DE, to acquire Blanco National Bank, Blanco, TX*	Fed Reg – N/Avail Newspaper – N/Avail
3(a)(1)	Blanco National Holdings of Delaware, Inc., Dover, DE, to acquire Blanco National Bank, Blanco, TX*	Fed Reg – N/Avail 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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Federal bank regulators use the following performance levels to rate an institution's performance under CRA:

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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 12

Federal Reserve Bank of San Francisco

Applications and notifications filed during the week ending Saturday, March 1, 2003

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 Alan Wilber Rolley, Dallas, Texas, and Blake Alan Rolley, Flagstaff, Arizona, acting in concert, to increase their ownership up to 33.06 percent of Arizona Bancshares, Inc., Flagstaff, Arizona.*	Newspaper – N/Avail Fed Reg – 02/04/2003

* 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>
MIRA	Wells Fargo & Company, San Francisco, California, for Enrique Hernandez, Jr., to form a director/management interlock with Nordstrom, Inc., Seattle, Washington.

Section V – Availability of CRA public evaluations

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

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

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SN = Substantial noncompliance

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

<i>RSSD</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	
