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# Federal Reserve Release

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

*No. 20*

*Week Ending May 17, 2003*

**Bank Holding Companies**

BB&T Corporation, Winston-Salem, North Carolina -- to merge with First Virginia Banks, Inc., Falls Church, Virginia, and thereby acquire its banking and nonbanking subsidiaries.

- Approved, May 13, 2003

**Banks, State Member**

State Street Bank and Trust Company, Boston, Massachusetts -- exception from the Board's risk-based capital guidelines with respect to certain indemnified agency securities lending transactions, and delegation of authority to the Director of the Division of Banking Supervision and Regulation to approve certain future requests for the treatment provided under the exception.

- Granted, May 12, 2003

**Enforcement**

U.S. Trust Corporation, New York, New York, and United States Trust Company of New York -- termination of a cease and desist order dated July 11, 2001.

- Announced, May 13, 2003

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

**Bank Branches, Domestic**

Atlanta

AmSouth Bank, Birmingham, Alabama -- to establish branches at 2200 Aloma Avenue, Winter Park, Florida; and 3836 Murrell Road, Rockledge.

- Approved, May 15, 2003

Chicago

Comerica Bank, Detroit, Michigan -- to establish branches at 16081 Technology Drive, Northville Township; 47240 West Ten Mile Road, Novi; and 50300 Gratiot Avenue, Chesterfield.

- Approved, May 14, 2003

Chicago

Comerica Bank, Detroit, Michigan -- to establish a branch at 3800 Weston Road, Suite 100, Weston, Florida.

- Approved, May 16, 2003

Atlanta

SouthTrust Bank, Birmingham, Alabama -- to establish a branch at 10 West Main Street, Pensacola, Florida.

- Approved, May 13, 2003

**Bank Holding Companies**

Atlanta

Alliance Bancshares, Inc., Dalton, Georgia -- to become a bank holding company through the acquisition of Alliance National Bank.

- Returned, May 13, 2003

Chicago

CB Holding Corp., Aldeo, Illinois -- to become a bank holding company through the acquisition of Country Bank.

- Approved, May 16, 2003

### **Bank Holding Companies**

#### Atlanta

Community Banks of Georgia, Inc., Jasper, Georgia -- to become a bank holding company through the acquisition of Community Bank of Pickens County.  
- Returned, May 12, 2003

#### San Francisco

Five Star Bancorp, Rocklin, California -- to become a bank holding company through the acquisition of Five Star Bank.  
- Approved, May 16, 2003

#### Chicago

Independent Bank Corporation, Ionia, Michigan -- to engage in insurance premium financing through the acquisition of Mepco Insurance Premium Financing, Inc., Chicago.  
- Approved, May 12, 2003

#### Dallas

The Jere J. Ruff Family Limited Partnership II, Longview, Texas, Ruff Management, LLC, and Ruff Partners, Ltd. -- to acquire shares of The First State Bank, Hallsville.  
- Approved, May 15, 2003

#### St. Louis

Liberty Bancshares, Inc., Jonesboro, Arkansas -- to acquire MSB Shares, Inc. and thereby acquire MidSouth Bank.  
- Approved, May 16, 2003

#### Chicago

MainSource Financial Group, Greensburg, Indiana -- to acquire Community Bancshares, Inc., Bargersville, and thereby acquire First Community Bank & Trust.  
- Approved, May 16, 2003

#### Richmond

Mount Hope Bankshares, Inc., Mount Hope, West Virginia -- to become a bank holding company through the acquisition of Bank of Mount Hope.  
- Returned, May 13, 2003

### **Bank Holding Companies**

#### Chicago

National Bancshares, Inc., Bettendorf, Iowa -- to acquire shares of Benchmark Bancorp, Inc., Aurora, Illinois, and thereby acquire Benchmark Bank.

- Withdrawn, May 15, 2003

#### Secretary

SunTrust Banks, Inc., Atlanta, Georgia, and SunTrust Bank -- to acquire Lighthouse Community State Bank, Hilton Head Island, South Carolina; and for SunTrust Bank to merge with Lighthouse Community State Bank and establish branches at existing locations.

- Approved, May 15, 2003

### **Bank Mergers**

#### San Francisco

Central California Bank, Sonoma, California -- to merge with Central Sierra Bank, San Andreas, and acquire branches in Amador, Calaveras, San Joaquin, and Tuolumne Counties.

- Approved, May 16, 2003

#### Secretary

Manufacturers and Traders Trust Company, Buffalo, New York -- to merge with Allfirst Financial Center, National Association, Millsboro, Delaware, and establish a branch.

- Approved, May 12, 2003

### **Banks, Foreign**

#### Atlanta

Banco de Sabadell, S.A., Sabadell, Spain -- to convert its existing state-chartered international agency, Banco Sabadell, Miami, Florida, to a state-chartered international branch.

- Approved, May 15, 2003

### **Banks, State Member**

#### Secretary

Northwoods State Bank, Rhinelander, Wisconsin -- location determination of master account at the Federal Reserve Bank of Chicago.

- Approved, May 15, 2003

### **Change In Bank Control**

#### Kansas City

State Holding Company, Thermopolis, Wyoming -- change in bank control.  
- Withdrawn, May 12, 2003

#### Chicago

Union Bancorporation, Defiance, Iowa -- change in bank control.  
- Withdrawn, May 14, 2003

### **Competitive Factors Reports**

#### St. Louis

Bank of Jonesboro, Jonesboro, Arkansas -- report on competitive factors of the proposed merger with MidSouth Bank.  
- Submitted, May 16, 2003

#### Boston

First Financial Trust National Association, Newton, Massachusetts -- report on competitive factors of the proposed merger with Freedom Trust Company, Concord, New Hampshire.  
- Submitted, May 12, 2003

#### Chicago

Mahaska State Bank, Oskaloosa, Iowa -- report on competitive factors of the proposed merger with Citizens Bank and Trust Company, Hudson.  
- Submitted, May 12, 2003

### **Extensions Of Time**

#### Director, BS&R

Charter One Financial, Inc., Cleveland, Ohio -- extension to November 30, 2003, to divest certain real estate.  
- Granted, May 15, 2003

#### Atlanta

Compass Bank, Birmingham, Alabama -- extension to July 17, 2004, to establish a branch at the intersection of Glade Road and Heritage Avenue, Fort Worth, Texas.  
- Granted, May 14, 2003

**Membership**

St. Louis

Premier Bank of Jacksonville, Jacksonville, Illinois -- to become a member of the Federal Reserve System.

- Approved, May 15, 2003

# District 1

## Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, May 17, 2003

### Section I – Applications subject to newspaper notice only

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

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

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

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### Section III – Applications subject to Federal Register notice only

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

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

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

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## Section V – Availability of CRA public evaluations

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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.

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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						

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## Section VI – CRA examinations scheduled for 3rd Quarter of 2003

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<i>Institution</i>	<i>Location</i>
Merrill Merchants Bank	Bangor, Maine

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The inclusion on the list of institutions that are scheduled to undergo CRA examinations in the next calendar quarter is not determinative of whether the institution will be examined in that quarter. Reserve Banks may need to defer a planned examination or conduct an unforeseen examination because of scheduling difficulties or other circumstances.

## District 2

### Federal Reserve Bank of New York

Applications and notifications filed during the week ending Saturday, May 17, 2003

#### Section I – Applications subject to newspaper notice only

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<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18C	JPMorgan Chase Bank, New York, New York, to assume certain trust funds of Citizens Bank of Connecticut, New London, Connecticut, Citizens Bank of Massachusetts, Boston, Massachusetts, Citizens Bank New Hampshire, Manchester, New Hampshire, Citizens Bank of Pennsylvania, Philadelphia, Pennsylvania and Citizens Bank of Rhode Island, Providence, Rhode Island.	Newspaper – 05/24/2003

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

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

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#### Section III – Applications subject to Federal Register notice only

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

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

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

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**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>
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, May 17, 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

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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.

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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						

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## Section VI – CRA examinations scheduled for 3rd Quarter of 2003

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<i>Institution</i>	<i>Location</i>
First Bank of Delaware	Brandywine Hundred, Delaware
Patriot Bank	Pottstown, PA
Premier Bank	Doylestown, PA

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## District 4

### Federal Reserve Bank of Cleveland

Applications and notifications filed during the week ending Saturday, May 17, 2003

#### Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Wesbanco Bank, Inc., Wheeling, West Virginia, notice to establish a branch at 1003 Trinity Circle, Washington, PA	Newspaper - 05/21/2003

#### 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)	Application by Columbia Bancorp, Inc., Cincinnati, Ohio to acquire 100 percent of the voting shares of Columbia Savings Bank, Cincinnati, Ohio	Newspaper - 06/09/2003 Fed Reg - 06/02/2003

#### 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)	Rurban Financial Corp., - Proposal to dissolve and liquidate RFC Banking Company, a subsidiary bank, and retain shell entity as a non bank subsidiary conducting lending and loan servicing activities.	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.

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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 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>
362717	Croghan Colonial Bank 323 Croghan Street Fremont, Ohio 43420	03/03/2003	05/12/2003	S	X	

**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, May 17, 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>
3(a)(1)	Union Financial Bancshares, Inc., Union, South Carolina, to become a bank holding company through the acquisition of 100% of the voting shares of Provident Community Bank, National Association (the proposed successor by charter conversion of Provident Community Bank), Union, South Carolina.*	Fed Reg – N/Avail Newspaper – 06/14/2003
4(c)(8)	FNB Corporation, Christiansburg, Virginia, to acquire 100% of the shares of Bedford Bancshares, Inc., Bedford, Virginia.	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>	<i>Ending date of comment period</i>
None		

## Section V – Availability of CRA public evaluations

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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**

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

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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>
47377	Southern Financial Bank 37 East Main Street Warrenton, Virginia 20186	02/24/2003	05/11/2003	S	X	

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## Section VI – CRA examinations scheduled for 3rd Quarter of 2003

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<i>Institution</i>	<i>Location</i>
EagleBank	Bethesda, Maryland
Cecil Federal	Ekton, Maryland
Gateway Bank & Trust Co.	Elizabeth City, North Carolina
Waccamaw Bank	Whiteville, North Carolina
Albemarle First Bank	Charlottesville, Virginia
Highlands Community Bank	Covington, Virginia
First Capital Bank	Glen Allen, Virginia
New Peoples Bank	Honaker, Virginia
Bank of Lancaster	Kilmarnock, Virginia
The Bank of Charlotte County	Phenix, Virginia
Planters Bank & Trust Company of Virginia	Staunton, Virginia
Potomac Bank of Virginia	Vienna, Virginia

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**Section VI – CRA examinations scheduled for 3rd Quarter of 2003**

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<i>Institution</i>	<i>Location</i>
Bruceton Bank	Bruceton Mills, West Virginia
Putnam County Bank	Hurricane, West Virginia

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## District 6

### Federal Reserve Bank of Atlanta

Applications and notifications filed during the week ending Saturday, May 17, 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 1425 Sadler Road, Fernandina Beach, Florida, to be known as the Fernandina Branch.*	Newspaper-05/29/2003
Branch	AmSouth Bank, Birmingham, Alabama, to establish a branch located at 1105 Highland Avenue, Selma, Alabama, to be known as the North Selma Remote Drive Thru Branch.*	Newspaper-05/29/2003
Branch	AmSouth Bank, Birmingham, Alabama, to establish a branch located at 10950 Cross Creek Boulevard, Tampa, Florida, to be known as the Cross Creek Branch.*	Newspaper-05/29/2003
Branch	Compass Bank, Birmingham, Alabama, to establish a branch located 4408 Bryant Irvin Road, Fort Worth, Texas, to be known as the Fort Worth-Bryant Irvin Branch.*	Newspaper-05/23/2003
Branch	SunTrust Bank, Atlanta, Georgia, to establish a branch located at 1275 K Street, N.W., Washington, D.C., to be known as the 1275 K Street Office.*	Newspaper-05/23/2003
Branch	SunTrust Bank, Atlanta, Georgia, to establish a branch located at 12821 Braemar Village Plaza, Bristow, Virginia, to be known as the Braemar Safeway In-Store Office.*	Newspaper-05/23/2003

\*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	JBC Bancshares, Inc., Jasper, Georgia, prior change in control notification filed by Jasper Banking Company Employee Stock Ownership Plan, to acquire 0.10 percent of the outstanding shares of JBC Bancshares, Inc. (Bancshares), and after-the-fact notification filed by James Hugh Bryan, sole trustee, to retain 10.18 percent of the outstanding shares of Bancshares, all of Jasper, Georgia.	Newspaper-N/Avail Fed Reg-06/03/2003

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

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<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(3)	Liberty Financial Services, Inc., New Orleans, Louisiana, to acquire 100 percent of the outstanding shares of First American Bank, Jackson, Mississippi.*	Newspaper-N/Avail Fed Reg-06/16/2003

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\*Subject to provisions of the Community Reinvestment Act

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**Section III – Applications subject to Federal Register notice only**

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

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

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<i>Type</i>	<i>Application</i>
COM	CNB Holdings, Inc., Alpharetta, Georgia, commitment waiver request.

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**Section V – Availability of CRA public evaluations**

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

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**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, May 17, 2003

#### Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18(c) & Branches	First Midwest Bank, Itasca, Illinois, to purchase the branch office of The Northern Trust Company, Chicago, Illinois, located at 8501 West Higgins Road, Chicago, Illinois, and thereby to establish a branch at the same location.*	Newspaper – 05/16/2003

\* 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>
CIC	Notice by Commerce Bancorp Rabbi Trust, Berkeley, Illinois, to increase ownership from 9.97 percent to 10.21 percent of Commerce Bancorp, Inc., Berkeley, Illinois, and thereby indirectly acquire control of National Bank of Commerce, Berkeley, Illinois.	Fed Reg – 04/28/2003 Newspaper – N/Avail
CIC	Notice by John J. Reilly, to purchase 169,642 shares or 23.56 percent voting control of Hawthorn Corporation, Mundelein, Illinois, and thereby indirectly acquire Hawthorn Bank, Mundelein, Illinois.	Fed Reg – 06/05/2003 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>
4(c)(8)	Northview Financial Corporation, Northfield, Illinois, proposes to acquire Northview Mortgage, L.L.C., Northfield, Illinois from Northview Bank & Trust, Northfield, Illinois, and thereby to engage in extending credit and servicing loans.
COM	Spector Properties, Inc., Chicago, Illinois, request relief from the commitment to divest of its real estate holdings at 2221, 2225, and 2227 3rd Avenue, Rock Island, Illinois, within two years of becoming a bank holding company.

#### 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>
2939038	Ames Community Bank 107 Main Street Ames, Iowa 50310 (515) 956-4343	01/06/2003	05/13/2003	S		X
2339795	Libertyville Bank & Trust Co. 507 N. Milwaukee Avenue Libertyville, Illinois 60068 (847) 367-6800	10/16/2002	05/15/2003	S	X	

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

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*Institution* *Location*

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None

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## District 8

### Federal Reserve Bank of St. Louis

Applications and notifications filed during the week ending Saturday, May 17, 2003

#### Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Arvest Bank, Fayetteville, Arkansas, to establish a branch facility to be located in the Wal-Mart SuperCenter at SWC 412 & Highway 97, Sand Springs, Oklahoma.*	Newspaper – 05/30/2003
Branch	Bank of Plato, Plato, Missouri, to establish a branch facility to be located at West 16th and North Main Streets, Mountain Grove, Missouri.*	Newspaper – 05/28/2003

\* Subject to the provisions of the Community Reinvestment Act

#### Section II – Applications subject to both news paper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3A1	Guaranty Federal Bancshares, Inc., Springfield, Missouri, to become a bank holding company through the conversion of its subsidiary Guaranty Federal Savings Bank, Springfield, Missouri, from a federally chartered savings bank to a state chartered bank to be named Guaranty Bank.*	Newspaper – 06/06/2003 Fed Reg – 06/04/2003

\* 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>
None	

## Section V – Availability of CRA public evaluations

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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.

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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>
525446	The Farmers Bank Hardinsburg, Tennessee	02/03/2003	05/16/2003	S		X

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## Section VI – CRA examinations scheduled for

## Quarter of

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*Institution*

*Location*

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None

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## District 9

### Federal Reserve Bank of Minneapolis

Applications and notifications filed during the week ending Saturday, May 17, 2003

#### Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Dacotah Bank, Aberdeen, South Dakota, to establish a branch facility to be located at 125 Main Street, Rapid City, South Dakota.*	Newspaper- 05/20/2003

\*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>
3A3	JDOB Inc., Sandstone, Minnesota to acquire 80% or more of the voting shares of First National Bank of Hinckley, Hinckley, Minnesota, a de novo bank.*	Fed Reg- 06/12/03 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>
SMB Other	Stockmens Bank, Cascade, Montana, to redeem 12 shares of it's common stock.

## Section V – Availability of CRA public evaluations

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

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

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

**O = Outstanding**

**S = Satisfactory**

**NI = Needs to improve**

**SN = Substantial noncompliance**

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

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
34153	American Bank, St. Paul, Minnesota	12/30/02	05/12/03	O	X	

## Section VI – CRA examinations scheduled for 3<sup>rd</sup> Quarter of 2003

<i>Institution</i>	<i>Location</i>
Central Savings Bank	Sault Ste. Marie, Michigan
Crow River State Bank	Delano, Minnesota
Wadena State Bank	Wadena, Minnesota
Plaza Park State Bank	Waite Park, Minnesota
Kanabec State Bank	Mora, Minnesota
American Bank of Montana	Bozeman, Montana
Valley Bank of Helena	Helena, Montana
First Valley Bank	Seeley Lake, Montana
Dacotah Bank-Valley City	Valley City, North Dakota
BANKFIRST	Sioux Falls, South Dakota
First PREMIER Bank	Sioux Falls, South Dakota

The inclusion on the list of institutions that are scheduled to undergo CRA examinations in the next calendar quarter is not determinative of whether the institution will be examined in that quarter. Reserve Banks may need to defer a planned examination or conduct an unforeseen examination because of scheduling difficulties or other circumstances.

Examinations may have to be rescheduled during the calendar quarter in which they are designated to begin. If an institution's examination is rescheduled for a date later than the end of the date range reflected in a published schedule, the institution's name will be republished in an appropriate later listing. Any comments received, as a result of either the first publication or subsequent publications will be considered during the examination. Written comments regarding the CRA performance of these institutions should be directed to Mr. Jim Colwell at the Federal Reserve Bank of Minneapolis, Banking Supervision Department., P. O. Box 291, Minneapolis, Minnesota 55480-0291.

# District 10

## Federal Reserve Bank of Kansas City

Applications and notifications filed during the week ending Saturday, May 17, 2003

### Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Mainstreet Bank, Bunceton, Missouri, to establish 101 Main Street, Bunceton, Missouri as a branch and to relocate its main office to 301 East Broadway, Ashland, Missouri.	Newspaper - 05/09/2003

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
CIC	Robert Schmucker, Raymond, Nebraska and Mark Blazek, Valparaiso, Nebraska, to acquire control of Valparaiso Enterprises, Inc., Valparaiso, Nebraska, parent of Oak Creek Valley Bank, Valparaiso, Nebraska.	Newspaper - 05/29/2003 Fed Reg - 05/27/2003

### 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	Local Oklahoma Bank, Oklahoma City, Oklahoma, to become a member of the Federal Reserve System.

## Section V – Availability of CRA public evaluations

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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>
884059	Shoshone First Bank 1401 Sheriden Avenue Cody, Wyoming 82414-3629	02/27/2003	05/15/2003	O	X	
468655	Citizens Bank 4 <sup>th</sup> & Main Velma, Oklahoma 73491	02/27/2003	05/16/2003	S		X

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## Section VI – CRA examinations scheduled for

## Quarter of

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

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# District 11

## Federal Reserve Bank of Dallas

Applications and notifications filed during the week ending Saturday, May 17, 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>
3(a)(3)	Eden Financial Corporation, San Angelo, TX, to acquire Laguna Bancshares, Inc., Big Lake, TX, Laguna Bancshares of Delaware, Inc., Dover, DE, and Big Lake Bank, National Association, Big Lake, TX*	Fed Reg – 05/30/2003 Newspaper – N/Avail
3(a)(1)	Afin, Ltd., Cleburne, TX, and Avest, Inc., Cleburne, TX, to acquire Grandview Bancshares, Inc., Grandview, TX*	Fed Reg – 06/16/2003 Newspaper – N/Avail
3(a)(1)	Avest, Inc., Cleburne, TX, to acquire Afin, Ltd., Cleburne, TX, and Grandview Bancshares, Inc., Grandview, TX*	Fed Reg – 06/16/2003 Newspaper – N/Avail
3(a)(3)	Inwood Bancshares, Inc., Dallas, TX, and Inwood Delaware, Inc., Dover, DE, to acquire WB&T Bancshares, Inc., Duncanville, TX, WB&T Delaware, Inc., Duncanville, TX, and Western Bank and Trust, Duncanville, TX*	Fed Reg – 06/16/2003 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>
4(c)(8)	Inwood Bancshares, Inc., Dallas, TX, to establish Inwood Asset Management, Inc., Dallas, TX, and thereby engage de novo in financial and investment advisory activities	Fed Reg - 06/05/2003

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

<i>Type</i>	<i>Application</i>
Member Withdrawal	United Central Bank, Garland, TX, request to voluntarily withdraw from membership in 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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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>
637451	PNB Financial Bank 5010 University Avenue Lubbock, Texas 79413	09/092002	05/19/2003	S	X	

**Section VI – CRA examinations scheduled for 3rd Quarter of 2003**

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<i>Institution</i>	<i>Location</i>
Plaza Bank 1005262	400 W. Houston Street San Antonio, Texas 78207-3162
First State Bank of Keene 867650	309 S. Old Betsy Road Keene, Texas 76059-2421
HCSB State Banking Association 973364	201 W. 6 <sup>th</sup> Street Plainview, Texas 79073-8005

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The inclusion on the list of institutions that are scheduled to undergo CRA examinations in the next calendar quarter is not determinative of whether the institution will be examined in that quarter. Reserve Banks may need to defer a planned examination or conduct an unforeseen examination because of scheduling difficulties or other circumstances.

## District 12

### Federal Reserve Bank of San Francisco

Applications and notifications filed during the week ending Saturday, May 17, 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 James Patrick Koehler, Aberdeen, South Dakota, to increase his ownership of Valley Bancorp and, indirectly, of its wholly owned subsidiary, Valley Bank, both of Henderson, Nevada.*	Newspaper – 05/28/2003 Fed Reg – 05/29/2003

\* 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>
3(a)(5)(C)	CalWest Bancorp, Inc., to become a bank holding company by acquiring 100 percent of South County Bank, N.A., both of Rancho Santa Margarita, California.	

## Section V – Availability of CRA public evaluations

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

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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						

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## Section VI – CRA examinations scheduled for Quarter of

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

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