
Federal Reserve Release



H.2

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

No. 26

Week Ending June 28, 2003

Discount Rates

Discount Rates -- decrease in the primary credit rate from 2-1/4 percent to 2 percent by the Federal Reserve Banks of Boston, New York, St. Louis, Kansas City, and San Francisco.

- Approved, June 25, 2003

Discount Rates -- decrease in the primary credit rate from 2-1/4 percent to 2 percent by the Federal Reserve Banks of Philadelphia, Cleveland, Richmond, Atlanta, Chicago, Minneapolis, and Dallas.

- Approved, June 26, 2003

Forms

Forms -- implementation of the Reporting and Disclosure Requirements in connection with Regulation W (Reg W).

- Approved, June 27, 2003

Regulations And Policies

Noncontrolling equity investments -- comment to the Office of the Comptroller of the Currency on its proposed rule to permit federal branches of foreign banks to make noncontrolling equity investments and to establish loan production offices.

- Approved, June 24, 2003

Regulation Y -- final rule expanding the scope of commodity derivatives activities permissible for bank holding companies to permit them to take and make delivery of commodities underlying derivative contracts on an instantaneous, pass-through basis.

- Approved, June 25, 2003

Enforcement

Centennial Bank of the West, Fort Collins, Colorado -- issuance of a consent order of assessment of a civil money penalty.

- Announced, June 24, 2003

Community First Bank & Trust, Celina, Ohio -- issuance of a consent order of assessment of a civil money penalty.

- Announced, June 24, 2003

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

Bank Branches, Domestic

San Francisco

Business Bank of Nevada, Las Vegas, Nevada -- to establish a branch at 1662 Highway 395, Suite 105, Minden.

- Approved, June 26, 2003

Atlanta

Compass Bank, Birmingham, Alabama -- to establish branches at the intersections of 7th Street and Union Hills Drive, Phoenix, Arizona; and East Skyline Drive and North Campbell Avenue, Tucson.

- Approved, June 25, 2003

Richmond

First Capital Bank, Glen Allen, Virginia -- to establish a branch at 1776 Staples Mill Road, Richmond.

- Approved, June 25, 2003

Atlanta

Palm Beach County Bank, Boynton Beach, Florida -- to establish a branch at 2390 North Federal Highway, Boca Raton.

- Approved, June 26, 2003

Atlanta

Regions Bank, Birmingham, Alabama -- to establish branches at the intersection of Deerfoot Parkway and Old Springville Road, Trussville; and at 2925 South Loop 256, Palestine, Texas.

- Approved, June 25, 2003

Atlanta

SouthTrust Bank, Birmingham, Alabama -- to establish a branch at 105 Cobblestone Village Drive, St. Augustine, Florida.

- Approved, June 26, 2003

Bank Branches, Domestic

Secretary

SunTrust Bank, Atlanta, Georgia -- to establish branches at 1022 West Main Street, Charlottesville, Virginia; and 5801 West Hillsborough Boulevard, Parkland, Florida.
- Approved, June 25, 2003

Bank Holding Companies

General Counsel

Centra Ventures, Inc., Foley, Minnesota -- request for an exemption under the Depository Institutions Management Interlocks Act and Regulation L.
- Granted, June 26, 2003

General Counsel

Citizens Financial Group, Inc., Providence, Rhode Island -- request for an exemption under the Depository Institutions Management Interlocks Act and Regulation L.
- Granted, June 26, 2003

Richmond

FNB Corporation, Christiansburg, Virginia -- to merge with Bedford Bancshares, Inc., Bedford, and thereby acquire Bedford Federal Savings Bank and operate a savings association.
- Approved, June 23, 2003

Kansas City

Hume Bancshares Acquisition Corp, St. Louis, Missouri -- to become a bank holding company through the acquisition of Hume Bancshares, Inc. and its subsidiary, Hume Bank.
- Withdrawn, June 27, 2003

Minneapolis

JDOB, Inc., Sandstone, Minnesota -- to acquire shares of First National Bank of Hinkley, Hinkley, a de novo bank.
- Approved, June 25, 2003

Bank Holding Companies

San Francisco

MNB Holdings Corporation, San Francisco, California -- to become a bank holding company through the acquisition of Mission National Bank.

- Approved, June 24, 2003

Boston

South Shore Mutual Holding Company, Weymouth, Massachusetts -- to become a bank holding company through the acquisition of South Shore Co-operative Bank.

- Approved, June 23, 2003

Richmond

Union Financial Bancshares, Inc., Union, South Carolina -- to become a bank holding company through the acquisition of Provident Community Bank, National Association on its conversion from a thrift institution to a national bank.

- Approved, June 25, 2003

Bank Premises

Kansas City

The Bank of Commerce, Wetumka, Oklahoma, Wetumka, Oklahoma -- to increase its investment in bank premises.

- Withdrawn, June 27, 2003

Change In Bank Control

Kansas City

Cornhusker Growth Corporation, Lincoln, Nebraska -- to retain control of Cornhusker Growth Corporation and Cornhusker Bank.

- Permitted, June 23, 2003

Competitive Factors Reports

Chicago

Bank Mutual Bancorp, MHC, Brown Deer, Wisconsin -- report on competitive factors of the proposed merger with Bank Mutual, Milwaukee.

- Submitted, June 27, 2003

Competitive Factors Reports

Chicago

Bank One, National Association, Columbus, Ohio; and Bank One, Delaware, National Association, Wilmington, Delaware -- report on competitive factors of the proposed merger with Bank One, West Virginia, National Association, Huntington, West Virginia; and Bank One Wheeling-Steubenville, National Association, Wheeling; and of the proposed merger of Bank One, National Association, Chicago, Illinois, with Bank One Gamma Interim Trust Company, National Association, Huntington, West Virginia; and Bank One Theta Interim Trust Company, National Association.

- Submitted, June 26, 2003

Atlanta

Beach Bank, North Miami Beach, Florida -- report on competitive factors of a proposed change in bank control.

- Submitted, June 4, 2003 (AC)

Atlanta

The Carver State Bank, Savannah, Georgia -- report on competitive factors of the proposed merger with Carver Interim, Inc.

- Submitted, June 4, 2003 (AC)

Atlanta

CornerstoneBank, Atlanta, Georgia -- report on competitive factors of the proposed merger with Interim CornerstoneBank.

- Submitted, June 25, 2003

Minneapolis

First Federal Capital Bank, La Crosse, Wisconsin -- report on competitive factors of the proposed merger with Liberty State Bank, St. Paul, Minnesota.

- Submitted, June 24, 2003

Chicago

Iowa State Bank, Algona, Iowa -- report on competitive factors of the proposed merger with Corwith State Bank, Corwith.

- Submitted, June 27, 2003

Competitive Factors Reports

Kansas City

Labette Bank, Altamont, Kansas -- report on competitive factors of the proposed acquisition of certain assets and assumption of certain liabilities of the La Cygne and Pleasanton branches of Gold Bank, Leawood.

- Submitted, June 23, 2003

San Francisco

Newbank, N.A., New York, New York -- report on competitive factors of the proposed merger with The Bank of East Asia (USA), N.A., Alhambra, California; the proposed purchase by New Bank, N.A. (to be renamed The Bank of East Asia (USA), N.A., New York, New York) of certain assets and assumption of certain liabilities of The Bank of East Asia, Ltd., New York; and the proposed establishment of a branch in Brooklyn.

- Submitted, June 24, 2003

Chicago

Premierbank, Fort Atkinson, Wisconsin -- report on competitive factors of the proposed acquisition of two branches of Associated Bank, National Association, Green Bay.

- Submitted, June 27, 2003

Atlanta

Southern Community Bank, Atlantic, Daytona Beach, Florida -- report on competitive factors of the proposed merger with Trustmark National Bank, Jackson, Mississippi.

- Submitted, June 25, 2003

Atlanta

Southern Community Bank, Orlando, Florida -- report on competitive factors of the proposed purchase of assets and assumption of liabilities of four branches of Southern Community Bank, Daytona Beach.

- Submitted, June 4, 2003 (AC)

San Francisco

Washington Federal Savings and Loan, Seattle, Washington -- report on competitive factors of the proposed merger with United Savings and Loan Bank.

- Submitted, June 26, 2003

Competitive Factors Reports

Chicago

West Des Moines State Bank, West Des Moines, Iowa -- report on competitive factors of the proposed merger with Hawkeye State Bank, Iowa City.

- Submitted, June 26, 2003

Extensions Of Time

Atlanta

Compass Bank, Birmingham, Alabama -- extension to July 17, 2004, to establish a branch at the intersection of South Yosemite Street and Kimmer Drive, Denver, Colorado.

- Granted, June 25, 2003

New York

HSBC Bank USA, Buffalo, New York -- extension to August 27, 2003, to establish a branch at 101 North Federal Highway, Boca Raton, Florida.

- Granted, June 26, 2003

Chicago

Sand Ridge Bank, Highland, Indiana -- extension to July 15, 2004, to establish a branch at 11890 South Broadway, Crown Point, from its former location at U.S. Highway 231 and Broadway Avenue.

- Granted, June 23, 2003

International Operations

New York

J.P. Morgan Chase & Co., New York, New York -- to make an investment in JP Morgan Overseas Investment Capital Corporation, a subsidiary of its Edge corporation, JP Morgan International Finance Limited.

- Withdrawn, June 27, 2003

Boston

State Street Corporation, Boston, Massachusetts -- for State Street International Holdings, an indirect Edge corporation subsidiary of State Street Corporation, to make an additional investment in State Street Holdings Ireland, Dublin, Ireland.

- Approved, June 27, 2003

International Operations

Boston

State Street Corporation, Boston, Massachusetts -- for State Street International Holdings, an indirect Edge corporation subsidiary of State Street Corporation to make an additional investment in International Fund Services (Ireland) Limited, Dublin, Ireland.
- Withdrawn, June 27, 2003

Membership

Minneapolis

The First National Bank of Baldwin, Baldwin, Wisconsin -- to become a member of the Federal Reserve System on conversion from a national bank to a state chartered bank.
- Approved, June 26, 2003

Kansas City

The First National Bank of Flagler, Flagler, Colorado -- to become a member of the Federal Reserve System on conversion from a national bank to a state chartered bank.
- Approved, June 25, 2003

San Francisco

NorthStar Bank, National Association, Seattle, Washington -- to become a member of the Federal Reserve System on conversion from a national bank to a state chartered bank.
- Approved, June 26, 2003

Regulations And Policies

FOMC

Short-term Interest Rates -- decrease in the target for the federal funds rate from 1-1/4 percent to 1 percent.
- Approved, June 25, 2003

District 1

Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, June 28, 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)	Clinton Financial Services, MHC and Wachusett Financial Services, Inc. , both of Clinton, Massachusetts – application to become a mutual holding company and a stock bank holding company respectively, through the acquisition of Clinton Savings Bank, Clinton, Massachusetts.	Newspaper - 07/31/2003 Fed Reg – 07/18/2003
3(a)(1)	Beverly Financial MHC, Beverly Massachusetts – application to become a mutual holding company through the acquisition of 100% of the voting shares of Beverly Co-operative Bank, Beverly, Massachusetts.	Newspaper – 08/02/2003 Fed Reg - 07/28/2003

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>
None	

Section V – Availability of CRA public evaluations

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

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

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

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

Section VI – CRA examinations scheduled for Quarter of

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

District 2

Federal Reserve Bank of New York

Applications and notifications filed during the week ending Saturday, June 28, 2003

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Manufacturers and Traders Trust Company, Buffalo, New York, to establish a branch office at 111 Court Street, Watertown, New York.	Newspaper – 7/30/2003

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3A5	Lakeland Bancorp, Inc., Oak ridge, New Jersey to merge with CSB Financial, Teaneck, New Jersey.	Newspaper – 7/16/2003 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>
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

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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 3

Federal Reserve Bank of Philadelphia

Applications and notifications filed during the week ending Saturday, June 28, 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)	Pebblespring Holding Company, Berwyn, PA, to form a bank holding company by acquiring Eagle National Bank, Upper Darby, PA.	Newspaper - 07/25/2003 Fed. Reg - 07/25/2003
3(a)(1)	FSB Bankshares Corporation, Perkasie, PA, to form a bank holding company by acquiring First Savings Bank of Perkasie, Perkasie, PA.	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>	
None		

Section V – Availability of CRA public evaluations

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

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

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

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

Section VI – CRA examinations scheduled for Quarter of

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

District 4

Federal Reserve Bank of Cleveland

Applications and notifications filed during the week ending Saturday, June 28, 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 5

Federal Reserve Bank of Richmond

Applications and notifications filed during the week ending Saturday, June 28, 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 6

Federal Reserve Bank of Atlanta

Applications and notifications filed during the week ending Saturday, June 28, 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 925 Lockwood Boulevard, Oviedo, Florida, to be known as the East Oviedo Branch.*	Newspaper-07/11/2003
Branch	Colonial Bank, Montgomery, Alabama, to establish a branch located at 900 Village Trail, Port Orange, Florida.*	Newspaper-07/04/2003
Branch	First Florida Bank, Naples, Florida, to establish a branch located at 8801 Tamiami Trail East, Naples, Florida.*	Newspaper-07/07/2003
Branch	SunTrust Bank, Atlanta, Georgia, to establish a branch located at 80 Westlake Road, Hardy, Virginia, to be known as the Smith Mountain Lake Kroger Office.*	Newspaper-07/09/2003
Branch	SunTrust Bank, Atlanta, Georgia, to establish a branch located at 800 South Harbour Island Boulevard, Tampa, Florida, to be known as the Harbour Island Office.*	Newspaper-07/09/2003

*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)(1)	Federation de caisses Desjardins du Quebec, Levis, Quebec, Canada, to become a bank holding company by acquiring 100 percent of the outstanding shares of Desjardins Bank, N.A., Hallandale, Florida (upon conversion from an FSB).*	Newspaper-N/Avail Fed Reg-07/25/2003
3(a)(1)	La Caisse centrale Desjardins du Quebec, Montreal, Quebec, Canada, to become a bank holding company by acquiring 100 percent of the outstanding shares of Desjardins Bank, N.A., Hallandale, Florida (upon conversion from an FSB).*	Newspaper-N/Avail Fed Reg-07/25/2003
3(a)(1)	Desjardins FSB Holdings, Inc., Wilmington, Delaware, to become a bank holding company by acquiring 100 percent of the outstanding shares of Desjardins Bank, N.A., Hallandale, Florida (upon conversion from an FSB).*	Newspaper-N/Avail Fed Reg-07/25/2003

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)	The Desjardins Group, Montreal, Quebec, Canada, to become a bank holding company by acquiring 100 percent of the outstanding shares of Desjardins Bank, N.A., Hallandale, Florida (upon conversion from an FSB).*	Newspaper-N/Avail Fed Reg-07/25/2003
3(a)(1)	Marco Community Bancorp, Inc., Marco Island, Florida, to become a bank holding company by acquiring 100 percent of the outstanding shares of Marco Community Bank, Marco Island, Florida (in organization).*	Newspaper-07/09/2003 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>
COM	CNB Holdings, Inc., commitment waiver request.
COM	Integrity Bancshares, Inc., Alpharetta, Georgia, commitment waiver request.

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 7

Federal Reserve Bank of Chicago

Applications and notifications filed during the week ending Saturday, June 28, 2003

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Baylake Bank, Sturgeon Bay, Wisconsin, to establish a branch facility to be located at 1450 Scheuring Road, De Pere, Wisconsin.*	Newspaper – 06/30/2003
Branch	Comerica Bank, Detroit, Michigan, to establish a branch facility to be located at 2615 Lake Lansing, Lansing, Michigan.*	Newspaper – 07/04/2003
Branch	Harris Trust and Savings Bank, Chicago, Illinois, to establish a branch facility to be located at 352 East Illinois Street, Chicago, Illinois.*	Newspaper – 07/02/2003
Branch	Oregon Community Bank and Trust, Oregon, Wisconsin, to establish a branch facility to be located at the southwest corner of County Trunk Highway CC and Alpine Blvd., Oregon, Wisconsin.*	Newspaper – 06/26/2003

* 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)	Alpha Financial Group, Inc., Employee Stock Ownership Plan, Toluca, Illinois, to acquire an additional 3,388 shares coupled with Alpha Financial Group, Inc.'s plans to repurchase 9,116 shares the ESOP's ownership of Alpha Financial Group, Inc. and thereby indirectly acquire Alpha Community Bank, both of Toluca, Illinois, will increase 6.7 percent to 39.38 percent.*	Fed Reg – 07/28/2003 Newspaper – 7/20/2003
3(a)(1)	Community State Bank Employee Stock Ownership Plan & Trust, Union Grove, Wisconsin, to become a bank holding company through the retention of at least 29.59 percent of the voting shares of Union Bancorporation, Inc., Union Grove, Wisconsin, and thereby indirectly acquire Community State Bank, Union Grove, Wisconsin.*	Fed Reg – 07/17/2003 Newspaper – 07/12/2003

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	Notice by John J. Reilly, Glencoe, Illinois, 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
3(a)(3)	Heartland Financial USA, Inc., Dubuque, Iowa, to acquire 80 percent of Arizona Bank & Trust (in organization), Mesa, Arizona.*	Fed Reg – 07/28/2003 Newspaper – N/Avail
3(a)(1)	Kankakee Bancorp, Inc., Kankakee, Illinois, to become a bank holding company by merging with Aviston Financial Corporation, Aviston, Illinois, and thereby indirectly acquiring 100 percent of the voting shares of State Bank of Aviston, Aviston, Illinois; to retain control of KFS Bank, F.S.B., Kankakee, Illinois, and thereby operate a savings association; to engage in real estate appraisal services through KFS Service Corp., Kankakee, Illinois, a wholly-owned subsidiary of KFS Bank F.S. B., Kankakee, Illinois, and to engage in securities brokerage activities through KFS Insurance Agency, Inc., Kankakee, Illinois, a wholly-owned subsidiary of KFS Service Corp., Kankakee, Illinois, which is a wholly-owned subsidiary of KFS Bank, F.S.B., Kankakee, Illinois.*	Fed Reg – 07/12/2003 Newspaper – N/Avail
CIC	Notice by Tim Lapke of Logan, Iowa; John Lapke of Logan, Iowa; and Chris Hartwig of Missouri Valley, Iowa, to gain control of Logan Bancorporation, Inc., Logan, Iowa, through the acquisition of stock coupled with the redemption of holding company stock; and thereby indirectly acquiring control of First National Bank of Logan, Logan, Iowa.	Fed Reg – 06/12/2003 Newspaper – 06/10/2003
CIC	Notice by David A. Bochnowski, to acquire up to 10.73 percent of the voting shares of NorthWest Indiana Bancorp, Munster, Indiana, and thereby indirectly control Peoples Bank SB, Munster, Indiana.	Fed Reg – 07/15/2003 Newspaper – N/Avail
CIC	Notice by Boulevard Financial, LP (proposed family limited partnership), to gain control of more than 25 percent of the outstanding shares of TNB Bancorp, Inc., Tuscola, Illinois, and thereby indirectly acquire Tuscola National Bank, Tuscola, Illinois.	Fed Reg – 06/30/2003 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.

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>
306739	State Bank of Blue Mound 202 N. St. Marie Street Blue Mound, Illinois 62513 (217) 692-2157	03/24/2003	06/25/2003	S		X
382742	Onsted State Bank 112 S. Main Street Onsted, Michigan 49265 (517) 467-2144	03/17/2003	06/27/2003	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, June 28, 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>
4c8	Arvest Bank Group, Inc., Bentonville, Arkansas (Arvest), to acquire 100 percent of the Superior Financial Corp., Little Rock, Arkansas, and thereby indirectly acquire Superior Bank, Fort Smith, Arkansas, and thereby operate a savings association. Through Superior Bank, Arvest will indirectly engage in the following nonbanking activities: operating a consumer finance company through Superior Finance Company, Fort Smith, Arkansas; engage in discount brokerage and investment advisory services through Superior Financial Services, Inc., Fort Smith, Arkansas; act as a general insurance agency or broker to sell all lines of insurance or insurance related products through Superior Insurance Service, Inc., Paris, Arkansas; and sell consumer loan credit life and disability insurance to consumer loan borrowers of the bank through Southwest Protective Life Insurance Company, Fort Smith, Arkansas.*	Newspaper – 07/23/2003 Fed Reg – 07/28/2003

* Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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

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>
643546	Leitchfield Deposit Bank & Trust Company Leitchfield, Kentucky	03/10/2003	06/24/2003	S		X

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

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

District 9

Federal Reserve Bank of Minneapolis

Applications and notifications filed during the week ending Saturday, June 28, 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)	Allied Equity Holding Corporation, Denver, Colorado, to become a bank holding company by acquiring 100 percent of Western Dakota Holding Company, Timber Lake, South Dakota.*	Fed Reg – 07/25/2003 Newspaper – N/Avail
CIC	Retroactive Change in control notice by the Gary M. McKellips Revocable Trust and the Debra K. McKellips Revocable Trust, to retain control of First State Banking Corp., Alcester, South Dakota, and thereby indirectly retain control of State Bank of Alcester, Alcester, South Dakota.	Fed Reg – N/Avail Newspaper – N/Avail
CIC	Retroactive Change in control notice by Lynn Martin Hoghaug, Devils Lake, North Dakota, to retain control of Ramsey Financial Corporation, Devils Lake, North Dakota, and thereby indirectly retain control of The Ramsey National Bank and Trust Company of Devils Lake, Devils Lake, North Dakota.	Fed Reg – 07/21/2003 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.

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 10

Federal Reserve Bank of Kansas City

Applications and notifications filed during the week ending Saturday, June 28, 2003

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Community Banks of Colorado, Greenwood Village, Colorado, to establish a branch at 277 Broadway, Suite C, Denver, Colorado.	Newspaper - 07/26/2003

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)	Canon Bank Corporation, Canon City, Colorado, to become a bank holding company through the acquisition of 80 percent of the voting shares of Canon National Bank, Canon City, Colorado.	Newspaper - 07/21/2003 Fed Reg - 07/18/2003
3(a)(3)	Peoples Bancshares, Inc., Kansas City, Missouri, to acquire an additional 22.87 percent, for a total of 68.7 percent of the voting shares of MidAmerican Bancshares, Inc., Harrisonville, Missouri, parent of Allen Bank and Trust Company, Harrisonville, Missouri.	Newspaper - 07/14/2003 Fed Reg - 07/12/2003
3(a)(3)	Platte County Bancshares, Inc., Platte City, Missouri, to acquire an additional 6.2 percent, for a total of 18.7 percent of the voting shares of MidAmerican Bancshares, Inc., Harrisonville, Missouri, parent of Allen Bank and Trust Company, Harrisonville, Missouri.	Newspaper - 07/14/2003 Fed Reg - 07/12/2003
CIC	Notice by Robin K. Buerge, individually, and the following notificants acting in concert: Robin K. Buerge Revocable Trust, Tulsa, Oklahoma, Robin K. Buerge, Trustee; Steven Buerge Voting Trust, Fort Scott, Kansas, Robin K. Buerge, Trustee; and APB Investments, LLC, Tulsa, Oklahoma, Robin K. Buerge, Manager, to acquire control of Grand Lake Bancorp, Inc., parent of Grand Lake Bank, Tulsa, Oklahoma.	Newspaper - 07/17/2003 Fed Reg - 07/15/2003
CIC	Notice by the 2003 Voting Trust Agreement and its trustees: Forest Levan Kelly, Oliver Tracy Kelly, and Albert Charles Kelly of Bristow, Oklahoma; William Royce Kelly, Tulsa, Oklahoma; and Allison Asbury Kelly, Okemah, Oklahoma to acquire control of Spirit Bankcorp, Inc., Bristow, Oklahoma, parent of SpiritBank, Tulsa, Oklahoma.	Newspaper - N/Avail Fed Reg - 06/23/2003

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>
Premises	The Bank of Commerce, Wetumka, Oklahoma, to increase its investment in bank premises in the amount of \$1,974,000.

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>
50957	1 st Financial Bank 11120 W. 135 th Street Overland Park, Kansas 66225-5666	03/24/2003	06/24/2003	S		X
957757	Community Bank and Trust Company 100 S. Wood Street Neosho, Missouri 64850-1819	03/24/2003	06/24/2003	S	X	

Section VI – CRA examinations scheduled for 4th Quarter of 2003

<i>Institution</i>	<i>Location</i>
Centennial Bank of the West	Fort Collins, Colorado
The Colorado Bank and Trust Company of La Junta	La Junta, Colorado
First Mountain Bank	Leadville, Colorado
Olathe State Bank	Olathe, Colorado
Bank of Holden	Holden, Missouri
Battle Creek State Bank	Battle Creek, Nebraska
Wahoo State Bank	Wahoo, Nebraska
Bank South	Tulsa, Oklahoma
Security State Bank of Basin	Basin, Wyoming

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 11

Federal Reserve Bank of Dallas

Applications and notifications filed during the week ending Saturday, June 28, 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)	Industry Bancshares, Inc., Industry, TX, and Industry Holdings, Inc., Wilmington, DE, to acquire Fayetteville Bancshares, Inc., Fayetteville, TX, and Fayetteville Bank, Fayetteville, TX*	Fed Reg – 07/25/2003 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>	<i>Ending date of comment period</i>
None		

Section V – Availability of CRA public evaluations

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

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

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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>
239659	First Bank 300 E. 3 rd Street Burkburnett, Texas 76354-3496	10/07/2002	06/30/2003	S		X

Section VI – CRA examinations scheduled for

Quarter of

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

District 12

Federal Reserve Bank of San Francisco

Applications and notifications filed during the week ending Saturday, June 28, 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 Kurt S. and Judith Moylan, Barrigada Heights, Guam, to increase their ownership in Citizens Bancorp, Agana, Guam.*	Newspaper – N/Avail Fed Reg – 07/21/2003
CIC	Notice by Robert Lee McKean, North Plains, Oregon, to increase his ownership in Albina Community Bancorp, Portland, Oregon.*	Newspaper – N/Avail Fed Reg – 07/17/2003

* 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>
4(c)(8)	The Mitsubishi Trust and Banking Corporation, Tokyo, Japan, to engage in the making, acquiring and servicing of loans, the leasing of personal property, or acting as agent, broker or advisor in the leasing of such property, through the acquisition of the remaining 25 percent of Spectrum Capital, Ltd., Greenwich, Connecticut.	Fed Reg – 07/15/2003

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

<i>Type</i>	<i>Application</i>
3(a)(5)(C)	State Bank Corporation, Lake Havasu City, Arizona, to become a bank holding company by acquiring 100 percent of Mohave State Bank, Lake Havasu City, Arizona.

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>
None						

Section VI – CRA examinations scheduled for Quarter of

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