
Federal Reserve Release



H.2

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

No. 29

Week Ending July 19, 2003

Forms

Regulation P (Privacy of Consumer Financial Information) -- final review of proposal to extend without revision the reporting and disclosure requirements of Regulation P.

- Approved, July 16, 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

Atlanta

AmSouth Bank, Birmingham, Alabama -- to establish a branch at 925 Lockwood Boulevard, Oviedo, Florida.

- Approved, July 17, 2003

Atlanta

Compass Bank, Birmingham, Alabama -- to establish a branch at 3150 48th Street, Phoenix, Arizona.

- Approved, July 14, 2003

Secretary

First Bank & Trust, Evanston, Illinois -- to establish a branch at 824 Emerson Street.

- Approved, July 18, 2003

San Francisco

Idaho Banking Company, Boise, Idaho -- to establish a branch at 1875 South Eagle Road, Meridian.

- Approved, July 16, 2003

New York

Manufacturers and Traders Trust Company, Buffalo, New York -- to establish a seasonal-use limited branch at St. John Fisher College, 3690 East Avenue, Rochester.

- Approved, July 18, 2003

Cleveland

Ohio Heritage Bank, Coshocton, Ohio -- to establish a branch at 113 Fourth Street Northwest, New Philadelphia.

- Approved, July 14, 2003

Chicago

Oregon Community Bank & Trust, Oregon, Wisconsin -- to establish a branch at County Trunk Highway CC and Alpine Boulevard.

- Approved, July 15, 2003

Bank Branches, Domestic

Chicago

Pacific Global Bank, Chicago, Illinois -- to establish a branch at 2156A South Archer Avenue.

- Approved, July 18, 2003

Dallas

PNB Financial Bank, Lubbock, Texas -- to establish a branch at 6000 Western Place, Fort Worth.

- Approved, July 15, 2003

Secretary

SunTrust Bank, Atlanta, Georgia -- to establish branches at 80 Westlake Road, Hardy, Virginia, and 800 South Harbour Island Boulevard, Tampa, Florida.

- Approved, July 16, 2003

Bank Holding Companies

Atlanta

Cherokee Banking Company, Canton, Georgia -- commitment waiver request.

- Granted, July 16, 2003

New York

Community Bank System, Inc., Dewitt, New York -- to purchase certain assets of Price WaterhouseCoopers, LLP.

- Approved, July 14, 2003

San Francisco

Eggemeyer Advisory Corp., Rancho Santa Fe, California, and WJR Corp. -- for Eggemeyer Advisory Corp., WJR Corp., Castle Creek Capital LLC, and Castle Creek Capital Partners Fund I, IIa, and IIb, LP, to acquire an interest in State National Bancshares, Inc., Lubbock, Texas; Independent Bankshares, Inc.; State National Bank; ANB Financial Corporation, Arlington; Arlington National Bank; State National Bancshares of Delaware, Inc., Dover, Delaware; Independent Financial Corporation; and ANB Delaware Financial Corporation; and for State National Bancshares, Inc., Lubbock, to acquire ANB Financial Corporation, ANB Delaware Financial Corporation, and Arlington National Bank.

- Approved, July 14, 2003

Bank Holding Companies

Minneapolis

First Advantage Bancshares, Inc., Coon Rapids, Minnesota -- to become a bank holding company through the acquisition of First Advantage Bank, a de novo bank.
- Approved, July 18, 2003

Atlanta

GB&T Bancshares, Inc., Gainesville, Georgia -- to merge with Baldwin Bancshares, Inc., Milledgeville, and thereby acquire its subsidiary, First National Bank of the South.
- Approved, July 14, 2003

Dallas

The Ginger Murchison Foundation, Athens, Texas -- to become a bank holding company through the acquisition of shares of The First National Bank of Athens.
- Approved, July 17, 2003

Minneapolis

Maple Financial Holding Company, Champlin, Minnesota -- to become a bank holding company through the acquisition of Maple Bank, a de novo bank.
- Approved, July 18, 2003

Minneapolis

Marquette Financial Companies, Minneapolis, Minnesota -- to acquire Valley Bancorp, Inc., Phoenix, Arizona, and Valley Bank of Arizona.
- Approved, July 15, 2003

Kansas City

Peoples Bancshares, Inc., Kansas City, Missouri, and Platte County Bancshares, Inc., Platte City -- to acquire additional shares of MidAmerican Bancshares, Inc., Harrisonville, parent of Allen Bank and Trust Company.
- Approved, July 17, 2003

Cleveland

Rurban Financial Corp., Defiance, Ohio -- to dissolve and liquidate RFC Banking Company and retain a shell entity as a nonbank subsidiary conducting lending and loan servicing activities.
- Approved, July 16, 2003

Bank Holding Companies

Atlanta

Traditions Bancshares, Inc., Cullman, Alabama -- to become a bank holding company through the acquisition of Traditions Bank, a de novo bank.

- Approved, July 18, 2003

Bank Mergers

Richmond

Gateway Bank & Trust Co., Elizabeth City, North Carolina -- to acquire the assets and assume the deposit liabilities of the Elizabeth City branch of National Bank of Commerce, Memphis, Tennessee, dba Central Carolina Bank.

- Approved, July 17, 2003

Banks, Foreign

Director, BS&R

Banco Santander Central Hispano, S.A., Madrid, Spain -- to acquire the capital stock of Coutts (USA) International, Miami, Florida.

- Approved, July 18, 2003

Banks, Nonmember, And Miscellaneous Institutions

Director, BS&R

Coutts (USA) International, Miami, Florida -- to reduce capital through a distribution to RBS CBFM North America Corp., New York, New York.

- Approved, July 18, 2003

Banks, State Member

San Francisco

County Bank, Merced, California -- to engage in community development activities.

- Approved, July 16, 2003

Change In Bank Control

Atlanta

Decatur First Bank Group, Inc., Decatur, Georgia -- change in bank control.

- Permitted, July 15, 2003

Change In Bank Control

Kansas City

First State Bancorp, Inc., Randolph, Nebraska -- change in bank control.
- Permitted, July 14, 2003

Dallas

JBI Financial Corporation, Jena, Louisiana -- change in bank control.
- Permitted, July 16, 2003

Minneapolis

Ridgedale Financial Services, Inc., Minnetonka, Minnesota -- change in bank control.
- Permitted, July 17, 2003

Kansas City

Spirit Bankcorp, Inc., Bristow, Oklahoma -- change in bank control.
- Withdrawn, July 17, 2003

Minneapolis

Yellowstone Holding Company, Columbus, Montana -- change in bank control.
- Permitted, July 17, 2003

Competitive Factors Reports

Secretary

The Citizens National Bank, Laurel, Maryland -- report on competitive factors of the proposed acquisition of seven branches of Farmers & Mechanics Bank, Frederick.
- Submitted, July 16, 2003

Dallas

The Eden State Bank, Eden, Texas -- report on competitive factors of the proposed acquisition of the Big Lake branch of Big Lake Bank, N.A., Big Lake.
- Submitted, July 17, 2003

Philadelphia

First Bank of Sea Isle City, Sea Isle City, New Jersey -- report on competitive factors of the proposed merger with Sea Isle Interim Savings Bank.
- Submitted, July 15, 2003

Competitive Factors Reports

Philadelphia

First Savings Bank of Perkasie, Perkasie, Pennsylvania -- report on competitive factors of the proposed merger with Perkasie Interim Merger Savings Bank as part of a reorganization from a mutual savings bank to a mutual holding company structure.
- Submitted, July 15, 2003

Atlanta

The Heritage Bank, Hinesville, Georgia -- report on competitive factors of the proposed merger with Cumberland National Bank, St. Marys.
- Submitted, July 17, 2003

Secretary

Mercantile-Safe Deposit and Trust Company, Baltimore, Maryland; The Fidelity Bank, Frostburg; Potomac Valley Bank, Gaithersburg; and Westminster Union Bank, Westminster -- report on competitive factors of the proposed acquisition of 24 branches of Farmers & Mechanics Bank, Frederick.
- Submitted, July 16, 2003

Chicago

Nicolet Interim National Bank, Menominee, Michigan -- report on competitive factors of the proposed merger with Nicolet National Bank, Green Bay, Wisconsin.
- Submitted, July 18, 2003

Kansas City

Pulaski Bank, Creve Coeur, Missouri -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of First Federal Bank, FSB, Kansas City.
- Submitted, July 16, 2003

Chicago

Valley Bank, Moline, Illinois -- report on competitive factors of the proposed merger with Cedar Valley State Bank, Saint Ansgar, Iowa.
- Submitted, July 18, 2003

Extensions Of Time

St. Louis

The Farmers & Merchants Bank, Stuttgart, Arkansas -- extension to September 1, 2003, to establish a branch at 1950 Whitehead Drive, DeWitt.

- Granted, July 16, 2003

Membership

Kansas City

Kearney State Bank and Trust Company, Kearney, Nebraska -- membership in the Federal Reserve System.

- Approved, July 17, 2003

District 1

Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, July 19, 2003

Section I – Applications subject to newspaper notice only

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

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

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

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

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

Section VI – CRA examinations scheduled for Quarter of

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

District 2

Federal Reserve Bank of New York

Applications and notifications filed during the week ending Saturday, July 19, 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>
3A1	SAS rue la Boetie, Paris, France, to indirectly acquire, through its 70 percent owned bank subsidiary, Credit Agricole, Paris, France, control of Espirito Santo Bank, Miami, Florida, and thereby become a bank holding company.	Newspaper – 8/11/2003 Fed. Reg. – 07/10/2003

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

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					<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, July 19, 2003

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18(c)	UNB Acquisition National Bank, Souderton, PA, to merge with and into Suburban Community Bank, Chalfont, PA.	N/Avail

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
CIC	James Wang and Ellen Ruth Kao Wang (husband and wife), Gladwyne, PA, Tony Yi Ping Wang and Michelle Yichun Yang (husband and wife), Gladwyne, PA, Elliot Hong Wai Wong and Michelle Wichun Yang (husband and wife), Gladwyne PA, Aubrey Hui-Ju Wang, Gladwyne, PA, and Janet Wang Calilung, Irvine, CA, to purchase up to 15.01% of the voting shares of Asian Financial Corporation, Philadelphia, PA.	Newspaper: 08/11/2003 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>	<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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<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, July 19, 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.

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

Section VI – CRA examinations scheduled for Quarter of

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

District 5

Federal Reserve Bank of Richmond

Applications and notifications filed during the week ending Saturday, July 19, 2003

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Union Bank and Trust Company, Bowling Green, Virginia, to establish a branch at 1773 Parham Road, Richmond, Virginia.*	Newspaper – 07/27/2003
Branch	Southern Financial Bank, Warrenton, Virginia, to establish a branch at 1001 East Main Street, Richmond, Virginia.*	Newspaper – 07/29/2003
18(c)	United Bank, Charleston, West Virginia, to merge with Sequoia Bank, Bethesda, Maryland.*	Newspaper – 08/20/2003

*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>
3(a)(1)	Arthur Financial Corporation, Union, South Carolina, to become a bank holding company through the acquisition of 100% of the voting shares of Arthur State Bank, Union, South Carolina.*	Fed Reg – 08/15/2003 Newspaper – 08/10/2003
3(a)(3)	FOJ Partners, LP, FOJ Partners, II, LP, FOJ Management Company LLC, JCO Partners, LP, JCO Partners II, LP, JCO Ventures, LLC, HAO Partners, LP, HAO Partners II, LP, HAO Management Company LLC, and Frances W. Arthur Irrevocable Trust #2 for the Benefit of Frances Oxner Jorgenson, all of Union South Carolina, to acquire 61.6% of the voting shares of Arthur Financial Corporation, Union, South Carolina, and thereby indirectly acquire Arthur State Bank, Union, South Carolina.*	Fed Reg – 08/15/2003 Newspaper – 08/10/2003
3(a)(5)	United Bankshares, Inc., Charleston, West Virginia, to acquire 100% of the voting shares of Sequoia Bancshares, Inc., Bethesda, Maryland.*	Fed Reg – 08/15/2003 Newspaper – 08/20/2003

*Subject to the provisions of the Community Reinvestment Act.

Section III – Applications subject to Federal Register notice only

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

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

<i>Type</i>	<i>Application</i>
Member	Colonial Virginia Bank, Gloucester, Virginia (a <u>de novo</u> bank), for 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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SN = Substantial noncompliance

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

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

Section VI – CRA examinations scheduled for

Quarter of

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

District 6

Federal Reserve Bank of Atlanta

Applications and notifications filed during the week ending Saturday, July 19, 2003

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Regions Bank, Birmingham, Alabama, to establish a branch located at 652 Haywood Road, Greenville, South Carolina.*	Newspaper-07/18/2003
Branch	SouthTrust Bank, Birmingham, Alabama, to establish a branch located at 8401 Broadway Street, Pearland, Texas, to be known as the Pearland Branch.*	Newspaper-07/22/2003

*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)	Carver Financial Corporation, Savannah, Georgia, to become a bank holding company by acquiring 100 percent of the outstanding shares of The Carver State Bank, Savannah, Georgia.*	Newspaper-06/21/2003 Fed Reg-06/27/2003
3(a)(1)	Citizens Banking Corporation, Frostproof, Florida, to become a bank holding company by acquiring 100 percent of the outstanding shares of Citizens Bank of Frostproof, Frostproof, Florida.*	Newspaper-08/02/2003 Fed Reg-08/08/2003

*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	Mountain National Bancshares, Inc., Sevierville, Tennessee, after-the-fact 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.

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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>
603232	Bank of Gueydan Post Office Box 220 Gueydan, Louisiana 70542 (337) 536-9206	04/07/2003	07/16/2003	S		X
376237	Merchants & Farmers Bank Post Office Box Eutaw, Alabama 35462 (205) 372-3311	04/07/2003	07/16/2003	O	X	

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

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

District 7

Federal Reserve Bank of Chicago

Applications and notifications filed during the week ending Saturday, July 19, 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 – 07/23/2003

* 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 Harry S. Coin, Moline, Illinois, to acquire control of more than 25 percent of the outstanding shares of Ambank Holdings, Inc., Rock Island, Illinois, and thereby indirectly acquire American Bank & Trust Company, N.A., Davenport, Iowa.	Fed Reg – 08/01/2003 Newspaper – N/Avail
3(a)(1)	East Dubuque Bancshares, Inc., Dubuque, Iowa, to become a bank holding company when its subsidiary, East Dubuque Savings Bank, East Dubuque, Illinois, converts from a federal savings bank to a state chartered bank.*	Fed Reg – 08/11/2003 Newspaper – N/Avail
3(a)(3) & 4(c)(8)	First Fontanelle Bancorporation, Inc., Fontanelle, Iowa, to acquire 100 percent of the voting shares of Corn Belt Bancorporation, Inc., Anita, Iowa, and thereby indirectly acquire Union National Bank, Anita, Iowa, and to acquire Corn Belt Insurance Agency, Massena, Iowa, and thereby to engage in insurance agency activities.*	Fed Reg – 08/18/2003 Newspaper – N/Avail
CIC	Notice by Daniel A. Hamann, Omaha, Nebraska, Esther Hamann Brabec, Omaha, Nebraska, and Julie Hamann Bunderson, Elkhorn, Nebraska, both "acting in concert" and each individually to gain control of Great Western Bancorporation, Inc., Omaha, Nebraska.	Fed Reg – 08/01/2003 Newspaper – N/Avail

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(1) & 4(c)(8)	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
3(a)(5)	Merchants & Manufacturers Bancorporation, Inc., Brookfield, Wisconsin and Merchants Merger Corp., Brookfield, Wisconsin, to acquire 100 percent of the voting shares of Random Lake Bancorp, Limited, Random Lake, Wisconsin, and thereby indirectly acquire Wisconsin State Bank, Random Lake, Wisconsin.*	Fed Reg – 08/15/2003 Newspaper – N/Avail
3(a)(3)	Merchants & Manufacturers Bancorporation, Inc., Brookfield, Wisconsin and Merchants New Merger Corp., Brookfield, Wisconsin, to acquire 100 percent of the voting shares of Reedsburg Bancorporation, Inc., Reedsburg, Wisconsin, and thereby indirectly acquire The Reedsburg Bank, Reedsburg, Wisconsin.*	Fed Reg – 08/15/2003 Newspaper – N/Avail
3(a)(1)	New City Bancorp, Inc., Chicago, Illinois, to become a bank holding company through the acquisition of 100 percent of the voting shares of New City Bank (in organization), Chicago, Illinois.*	Fed Reg – 08/18/2003 Newspaper – 08/12/2003
CIC	Notice by Scott and Nancy Taylor, Estherville, Iowa, to acquire an additional 42,500 shares of NorthStar Bancshares, Inc., Estherville, Iowa, and thereby increase their ownership from 2.67% to 15.44%.	Fed Reg – 07/21/2003 Newspaper – 08/05/2003
3(a)(3)	Oswego Community Bank Employee Stock Ownership Plan, Oswego, Illinois, to increase their ownership from 32.96 percent to 51 percent of Oswego Bancshares, Inc., Oswego, Illinois, and thereby indirectly acquire Oswego Community Bank, Oswego, Illinois.*	Fed Reg – 08/15/2003 Newspaper – N/Avail
3(a)(1)	TeamCo, Inc., Oak Lawn, Illinois, to become a bank holding company through the acquisition of 100 percent of the voting shares of Oak Lawn Bank, Oak Lawn, Illinois.*	Fed Reg – 08/15/2003 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)	Hinsbrook Bancshares, Inc., Willowbrook, Illinois, proposes to engage de novo in extending credit and servicing loans.	Fed Reg – 08/05/2003

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

<i>Type</i>	<i>Application</i>
Membership	New City Bank (in organization), Chicago, Illinois, to become a member of the Federal Reserve System.

Section V – Availability of CRA public evaluations

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

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

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
937843	Blissfield State Bank 204 E. Jefferson Blissfield, Michigan 49228 (517) 486-2151	03/24/2003	07/14/2003	S		X
1936320	Prairie Bank & Trust 7661 S. Harlem Avenue Bridgeview, Illinois 60455 (708) 599-0100	04/07/2003	07/17/2003	S		X

Section VI – CRA examinations scheduled for

Quarter of

Institution

Location

None

District 8

Federal Reserve Bank of St. Louis

Applications and notifications filed during the week ending Saturday, July 19, 2003

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	First Bank, St. Louis, Missouri, to establish a branch facility to be located at 1375 Harbor Boulevard, Fullerton, California.*	Newspaper – 07/26/2003

* 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>
CIC	Notice by Farbod S. Zohouri, Flowery Branch, Georgia, to gain control of Texico Bancshares Corporation, Texico, Illinois. (Previously submitted during the week ending July 12, 2003)	Newspaper - 07/31/2003 Fed Reg – 08/04/2003
3A3	Campbell Hill Bancshares, Inc., Campbell Hill, Illinois, to acquire 100 percent of Southwest Illinois Bancshares, Inc., Coulterville, Illinois, and thereby indirectly acquire The First National Bank of Coulterville, Coulterville, Illinois.*	Newspaper – 08/24/2003 Fed Reg – N/Avail

* Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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<i>RSSD 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>
823142	DuQuoin State Bank DuQuoin, Illinois	03/31/2003	07/14/2003	S		X

Section VI – CRA examinations scheduled for Quarter of

Institution *Location*

None

District 9

Federal Reserve Bank of Minneapolis

Applications and notifications filed during the week ending Saturday, July 19, 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	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- 07/21/2003 Newspaper- 07/24/2003
CIC	Retroactive notice by Fredrick Bernard Gariepy and the Peter Gariepy Estate Trust, Fredrick Gariepy as trustee, both of St. Ignatius, Montana, to retain control of Lake County Bank, St. Ignatius, Montana.	Fed Reg- 08/07/2003 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>
Member	Peoples State Bank of Truman, Inc., Truman, Minnesota, proposes to become a member of the Federal Reserve System.

Section V – Availability of CRA public evaluations

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

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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 10

Federal Reserve Bank of Kansas City

Applications and notifications filed during the week ending Saturday, July 19, 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 the 2003 Voting Trust Agreement and its trustees: Forest Levan Kelly, Oliver Tracy Kelly, and Albert Charles Kelly, all 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 - 06/23/2003 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>	
Extension Request	Request by First United Bank, Englewood, Colorado for an extension of time from July 22, 2003 to October 22, 2003, in which to consummate the establishment of a branch at 6500 West 104 th Avenue, Westminster, Colorado.	

Section V – Availability of CRA public evaluations

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					<i>LrgBk</i>	<i>SmBk</i>
686459	Exchange Bank of Missouri 101 S. Church Fayette, Missouri 65248-1247	03/31/2003	07/15/2003	S		X
491251	Central Bank of Missouri 1601 S. Limit Sedalia, Missouri 65301-6943	04/21/2003	07/18/2003	S		X
544951	Cowboy State Bank 515 Dayton Street Ranchester, Wyoming 82839	04/14/2003	07/18/2003	S		X

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

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

District 11

Federal Reserve Bank of Dallas

Applications and notifications filed during the week ending Saturday, July 19, 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.

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

Section VI – CRA examinations scheduled for Quarter of

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

District 12

Federal Reserve Bank of San Francisco

Applications and notifications filed during the week ending Saturday, July 19, 2003

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Farmers & Merchants Bank of Rockford, Spokane, Washington, to establish a branch facility to be located at 2501 W. Wellesley, Spokane, Washington.*	Newspaper – 07/04/2003

* 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)	Heritage Oaks Bancorp, Paso Robles, California, to acquire 100 percent of Hacienda Bank, Santa Maria, California.*	Newspaper – 08/13/2003 Fed Reg – 08/11/2003
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>
None		

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

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

Section V – Availability of CRA public evaluations

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

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					<i>LrgBk</i>	<i>SmBk</i>
2209553	Heritage Bank of Commerce 150 Almaden Blvd. San Jose, California 95113 (408) 494-4502	03/17/2003	07/14/2003	S	X	

The above listing has been prepared as a courtesy by the Federal Reserve Bank of San Francisco, and is not intended to replace formal notices required by statute or regulation; the Reserve Bank assumes no responsibility for errors or omissions.

Section VI – CRA examinations scheduled for Quarter of

Institution

Location

None
