
Federal Reserve Release



H.2

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

No. 31

Week Ending August 2, 2003

Testimony And Statements

Fair Credit Reporting Act -- statement by Dolores S. Smith, Director, Division of Consumer and Community Affairs, before the Senate Committee on Banking, Housing, and Urban Affairs.

- Published, July 29, 2003

Bank Holding Companies

The Royal Bank of Scotland Group plc, Edinburgh, Scotland; The Royal Bank of Scotland plc, RBSG International Holdings Ltd.; and Citizens Financial Group, Inc., Providence, Rhode Island -- commenter's request for reconsideration of the applications to acquire Port Financial Corp., Brighton, Massachusetts, and Cambridgeport Bank, Cambridge; and to acquire Port Financial Corp.'s investment in Cambridge Bancorp and its subsidiary, Cambridge Trust Company.

- Denied, July 28, 2003

Forms

Forms -- extension without revision of the Recordkeeping Requirements Associated with Changes in Foreign Investments (Made Pursuant to Regulation K) (FR 2064); Recordkeeping Requirements Associated with Real Estate Appraisal Standards for Federally Related Transactions Pursuant to Regulations H and Y (FR-H-4); and Request for Proposal (RFP) and Request for Price Quotations (RFPQ).

- Approved, July 28, 2003

Enforcement

Citigroup Inc., New York, New York -- written agreement with the Federal Reserve Bank of New York.

- Announced, July 28, 2003

J.P. Morgan Chase & Co., New York, New York -- written agreement with the Federal Reserve Bank of New York and the New York State Banking Department.

- Announced, July 28, 2003

BS&R Banking Supervision and Regulation
C&CA Consumer and Community Affairs
FOMC Federal Open Market Committee

RBOPS Reserve Bank Operations and Payment Systems
IF International Finance
OSDM Office of Staff Director for Management

Bank Branches, Domestic

Chicago

Baylake Bank, Sturgeon Bay, Wisconsin -- to establish a branch at 1450 Scheuring Road, DePere.

- Approved, July 30, 2003

Kansas City

Community Banks of Colorado, Greenwood Village, Colorado -- to establish a branch at 277 Broadway, Denver.

- Approved, August 1, 2003

Minneapolis

Dacotah Bank, Rolla, North Dakota -- to establish a branch at 1121 South Broadway, Minot.

- Approved, August 1, 2003

San Francisco

Hanmi Bank, Los Angeles, California -- to establish a branch at 21076 Golden Springs Boulevard, Diamond Bar.

- Withdrawn, July 30, 2003

Atlanta

SouthTrust Bank, Birmingham, Alabama -- to establish a branch at 8401 Broadway Street, Pearland, Texas.

- Approved, July 28, 2003

Richmond

Union Bank and Trust Company, Bowling Green, Virginia -- to establish a branch at 1773 Parham Road, Richmond.

- Approved, July 30, 2003

Bank Holding Companies

Chicago

Alpha Financial Group, Inc. Employee Stock Ownership Plan, Toluca, Illinois -- to increase its ownership of Alpha Financial Group, Inc. and thereby acquire Alpha Community Bank.

- Approved, July 31, 2003

Atlanta

Appalachian Bancshares, Inc., Ellijay, Georgia -- commitment waiver request.

- Granted, July 31, 2003

Chicago

Central Banc, Inc., Geneseo, Illinois -- to acquire through its subsidiary, Central Financial, LLC, three H&R Block franchises in Morrison, Geneseo, and DeWitt, Iowa, and thereby engage in extending credit and servicing loans and providing tax-preparation services.

- Approved, July 29, 2003

New York

Country Bank Holding Company, New York, New York -- to become a bank holding company with respect to Country Bank.

- Approved, July 31, 2003

Chicago

Heartland Financial USA, Inc., Dubuque, Iowa -- to acquire shares of Arizona Bank & Trust, Mesa, Arizona, a de novo bank.

- Approved, July 31, 2003

Dallas

Industry Bancshares, Inc., Industry, Texas -- for Industry Bancshares, Inc. and Industry Holdings, Inc., Wilmington, Delaware, to acquire Fayetteville Bancshares, Inc., Fayetteville, Texas, and Fayetteville Bank.

- Approved, July 31, 2003

Atlanta

Nexity Financial Corporation, Birmingham, Alabama -- relief from a commitment.

- Granted, July 31, 2003

Bank Holding Companies

Richmond

Old Line Bancshares, Inc., Waldorf, Maryland -- to become a bank holding company through the acquisition of Old Line Bank.

- Approved, July 29, 2003

Secretary

Wells Fargo & Company, San Francisco, California -- commenter's request to extend the comment period on the application to acquire Pacific Northwest Bancorp, Seattle, Washington, and Pacific Northwest Bank.

- Denied, August 1, 2003

Change In Bank Control

Minneapolis

Cherokee Bancshares, Inc., Saint Paul, Minnesota -- change in bank control.

- Permitted, July 29, 2003

Minneapolis

First State Banking Corporation, Alcester, South Dakota -- to retain control of First State Banking Corp. and State Bank of Alcester.

- Permitted, August 1, 2003

Kansas City

Green Country Bancorporation, Inc., Ketchum, Oklahoma -- change in bank control.

- Permitted, July 31, 2003

St. Louis

Moscow Bancshares, Inc., Moscow, Tennessee -- change in bank control.

- Permitted, July 31, 2003

Minneapolis

Ramsey Financial Corporation, Devils Lake, North Dakota -- to retain control of Ramsey Financial Corporation and The Ramsey National Bank and Trust Company of Devils Lake.

- Permitted, July 29, 2003

Competitive Factors Reports

Richmond

Arthur State Bank, Union, South Carolina -- report on competitive factors of the proposed mergers with Carolina State Bank, Chesnee, and Pinnacle State Bank, Woodruff.

- Submitted, July 28, 2003

Richmond

Branch Banking and Trust Company of Virginia, Richmond, Virginia -- reports on competitive factors of the proposed mergers with First Virginia Bank-Colonial; First Vantage Bank/Tri-Cities, Bristol; First Virginia Bank-Hampton Roads, Norfolk; First Virginia Bank, Falls Church; First Virginia Bank-Blue Ridge, Staunton; and First Virginia Bank-Southwest, Roanoke.

- Submitted, July 28, 2003

Richmond

Branch Banking and Trust Company, Winston-Salem, North Carolina -- reports on competitive factors of the proposed mergers with Farmers Bank of Maryland, Annapolis, Maryland, and Atlantic Bank, Ocean City.

- Submitted, July 28, 2003

New York

Country Bank, New York, New York -- report on competitive factors of the proposed merger with Country Interim Bank.

- Submitted, July 31, 2003

Richmond

First-Citizens Bank and Trust Company of South Carolina, Columbia, South Carolina -- report on competitive factors of the proposed acquisition of the Batesburg, McCormick, York, and Ware Shoals branches of National Bank of Commerce, Memphis, Tennessee.

- Submitted, July 29, 2003

New York

Flatbush Federal Savings and Loan Association of Brooklyn, New York, New York -- report on competitive factors of the proposed merger of Flatbush Federal Interim I and Flatbush Federal Interim II in connection with a reorganization from a federally chartered mutual savings association to a mutual holding company and stock issuance plan.

- Submitted, July 31, 2003

Competitive Factors Reports

Richmond

Maryland Permanent Bank and Trust Company, Owings Mills, Maryland -- report on competitive factors of the proposed merger with Maryland Permanent Capital Corporation.

- Submitted, July 28, 2003

Boston

Webster Bank, Waterbury, Connecticut -- report on competitive factors of the proposed merger with The North American Bank and Trust Company.

- Submitted, July 29, 2003

Extensions Of Time

Atlanta

American Trust Bancorp, Roswell, Georgia -- extension to November 6, 2003, to become a bank holding company through the acquisition of American Trust Bank, a de novo bank.

- Granted, July 31, 2003

Director, BS&R

Citigroup Inc., New York, New York -- extension to August 3, 2004, to conform the investments of Banco Nacional de Mexico, S.A., Mexico City, Mexico, to the requirements of Regulation K.

- Granted, August 1, 2003

Chicago

Marquette Bank, Chicago, Illinois -- extension to May 24, 2004, to establish a branch at Eola Road and Shiloh Drive, Aurora.

- Granted, July 28, 2003

Dallas

RAM Security Holdings, Ltd., Waco, Texas, and RAM Security Holdings GP, Inc. -- extension to November 5, 2003, to become bank holding companies through the acquisition of an interest in Security Bancshares, Inc. and Citizens State Bank, Woodville.

- Granted, August 1, 2003

Financial Holding Companies

Atlanta

First Burke Banking Company, Waynesboro, Georgia -- election to become a financial holding company.

- Effective, July 28, 2003

International Operations

Director, BS&R

Shorebank Corporation, Chicago, Illinois -- to invest in ShoreCap International, Ltd., Cayman Islands.

- Approved, July 31, 2003

Reserve Bank Operations

General Counsel

Federal Reserve Bank of New York -- to act as fiscal agent in connection with a proposed issue of global bonds by the African Development Bank.

- Approved, July 31, 2003

District 1

Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, August 2, 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)/3(a)(3)	The Siwooganock Holding Company, Inc., Lancaster, New Hampshire - application to become a bank holding company through the acquisition of The Siwooganock Bank, Lancaster, New Hampshire, and to acquire 10% of Lancaster National Bank, Lancaster, New Hampshire	Newspaper - 08/20/2003 Fed Reg - 08/25/2003

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, August 2, 2003

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
FBSEA	Gjensidige Nor Sparebank ASA, Oslo, Norway, to establish a branch at 200 Park Avenue, New York, New York.	Newspaper – 08/18/2003
Branch	Banco Popular North America, New York, New York, to establish a branch office at 18-30 North York road, Bensenville, Illinois.	Newspaper – 08/13/2003

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

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

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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<i>number</i>	<i>Institution/Location</i>	<i>date</i>	<i>public date</i>	<i>rating</i>	<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for Quarter of

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

District 3

Federal Reserve Bank of Philadelphia

Applications and notifications filed during the week ending Saturday, August 2, 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)	East Penn Financial Corporation, Emmaus, PA, to acquire up to 24.9% of Berkshire Bank, Wyomissing, PA.	Newspaper: 08/29/2003 Fed. Reg.: 08/29/2003

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.

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

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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 4

Federal Reserve Bank of Cleveland

Applications and notifications filed during the week ending Saturday, August 2, 2003

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch Branch	Notice by Sky Bank, Salineville, Ohio, to establish a branch at 2417 Tuscarawas Street West, Canton, Ohio Sky Bank - Notice of intent to establish a de novo branch at 501 West Schrock Road, Westerville, Ohio.	Newspaper: 07/30/2003 Newspaper: 08/09/2003

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
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>
Other Foreign	KeyBank, National Association, Cleveland, Ohio, seeks authority to invest in the aggregate an amount up to 13% of its capital stock and surplus in all Edge and Agreement corporation subsidiaries. KeyBank would effect this proposed increase in its aggregate foreign investments through a long-range investment plan contemplated by section 211.9(a)(4) of Regulation K.

Section V – Availability of CRA public evaluations

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

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

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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</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, August 2, 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)	Mount Hope Bankshares, Inc., Mount Hope, West Virginia, to become a Bank Holding Company through the acquisition of 100% of the voting shares of the Bank of Mount Hope, Inc., Mount Hope, West Virginia.*	Fed Reg – 08/29/2003 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>
25A	Wachovia International Banking Corporation, Charlotte, North Carolina, to acquire control of Philadelphia International Investment Corp., Philadelphia, Pennsylvania.

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>
2684132	James Monroe Bank 3033 Wilson Boulevard Arlington, Virginia 22201	06/02/2003	07/27/2003	S		X

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, August 2, 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 5641 Clark Road, Sarasota, Florida.*	Newspaper-07/31/2003
Branch	Regions Bank, Birmingham, Alabama, to establish a branch located at 3994 Frontage Road, Fayetteville, Arkansas.*	Newspaper-07/31/2003
Branch	SouthTrust Bank, Birmingham, Alabama, to establish a branch located at 12851 Bonita Beach Road S.E., Bonita Springs, to be known as the Bernwood Office.*	Newspaper-08/05/2003
Branch	SunTrust Bank, Atlanta, Georgia, to establish a branch located at the intersection of Boyette Road and McMullen Loop Road, Tampa, Florida, to be known as the Boyette Office.*	Newspaper-08/12/2003
Branch	SunTrust Bank, Atlanta, Georgia, to establish a branch located at the intersection of Causeway Boulevard and East/West Collector Road, Brandon, Florida, to be known as the South Brandon Office.*	Newspaper-08/12/2003
Branch	SunTrust Bank, Atlanta, Georgia, to establish a branch located at the intersection of Atlantic Boulevard and Girvin Road, Jacksonville, Florida, to be known as the Atlantic Woods Office.*	Newspaper-08/12/2003

*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	Citizens Bancshares, Inc., Ville Platte, Louisiana, prior change in control notification filed by Anita Marie Fontenot (Melancon), Lafayette, Louisiana; Darwin James Fontenot, Lafayette, Louisiana; Rachel Fontenot Wyble, Carencro, Louisiana; Carl Winn Fontenot, Chad David Fontenot, Craig Dwaine Fontenot, David Joseph Fontenot; and Vickie Lynn Fontenot (Bergeron), all of Ville Platte, Louisiana, to control approximately 34.05 percent of the outstanding shares of common stock of Citizens Bancshares, Inc., and its subsidiary, Citizens Bank, both of Ville Platte, Louisiana.	Newspaper-08/20/2003 Fed Reg-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)	Total Bancshares, Inc., Miami, Florida, to become a bank holding company by acquiring TotalBank, Miami, Florida.*	Newspaper-08/20/2003 Fed Reg-08/18/2003

*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>
3(a)(1)	Floridian Community Bank, Davie, Florida, notice to become a bank holding company by acquiring Floridian Community Bank, Inc., Davie, Florida.

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.

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>
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None

District 7

Federal Reserve Bank of Chicago

Applications and notifications filed during the week ending Saturday, August 2, 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) & 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
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 – 08/18/2003
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 – 08/18/2003

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)	Northwest Equity Corp., Buffalo Grove, Illinois, to become a bank holding company by acquiring 100 percent of the voting shares of 1st Equity Bank Northwest (in organization), Buffalo Grove, Illinois.*	Fed Reg – 08/29/2003 Newspaper – 08/23/2003
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
CIC	Notice by Frank E. Powers, Defiance, Iowa, to acquire 22.33 percent interest in Union Bancorporation, Defiance, Iowa, and thereby indirectly acquire Defiance State Bank, Defiance, Iowa.	Fed Reg – 08/15/2003 Newspaper – N/Avail
3(a)(3)	Wintrust Financial Corporation, Lake Forest, Illinois, to acquire 100 percent of the voting shares of Advantage National Bancorp, Inc., Elk Grove Village, Illinois, and thereby indirectly acquire Advantage National Bank, Elk Grove Village, Illinois.	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>
4(c)(8)	West Bancorporation, Inc., West Des Moines, Iowa, to engage in investment advisory activities through a newly formed subsidiary, WB Capital Management Inc., West Des Moines, Iowa, which will purchase the assets and assume liabilities of VMF Capital, L.L.C., Des Moines, Iowa.

Section V – Availability of CRA public evaluations

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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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<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>
749840	Farmers State Bank 401 Main Street Lake View, Iowa 51450 (712) 657-8525	03/24/2003	07/29/2003	S		X
58243	Johnson Bank 4041 N. Main Street Racine, Wisconsin 53402 (262) 681-4632	05/20/2002	07/29/2003	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, August 2, 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	BCAC, Inc., Rosiclare, Illinois, to become a bank holding company by acquiring at least 66.7 percent of Banterra Corp., Eldorado, Illinois, and thereby indirectly acquire First of Murphysboro Corp., Murphysboro, Illinois, The First Bank and Trust Company of Murphysboro, Murphysboro, Illinois, and Banterra Bank, Marion, Illinois. (Previously submitted during the week ending July 26, 2003)*	Newspaper – 08/24/2003 Fed Reg – 08/25/2003
CIC	Notice by Darryl L. Woods, Kristy L. Woods, and the Darryl L. Woods Living Trust, all of Ashland, Missouri, to gain control of Calvert Financial Corporation, Inc., Jefferson City, Missouri. (Previously submitted during the week ending July 26, 2003)	Newspaper – 08/13/2003 Fed Reg – 08/15/2003

* Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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>
131753	Bank of Dyer Dyer, Tennessee	04/07/2003	08/01/2003	S		X

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

<i>Institution</i>	<i>Location</i>
First Financial Bank	El Dorado, Arkansas
The Citizens Bank	Batesville, Arkansas
First Community Bank	Conway, Arkansas
Citizens Bank	Hartford, Kentucky
Progress Bank of Missouri	Sullivan, Missouri
Bank of Iberia	Iberia, Missouri
First State Bank of St. Robert	St. Robert, Missouri
Patriot Bank	Millington, Tennessee

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 9

Federal Reserve Bank of Minneapolis

Applications and notifications filed during the week ending Saturday, August 2, 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)	First Sleepy Eye Bancorporation, Inc., Sioux Falls, South Dakota, proposes to acquire 100% of the voting shares of Nichols Financial, Inc., Storden, Minnesota, and thereby indirectly acquire Heartland State Bank, Storden, Minnesota.*	Fed Reg- 09/02/2003 Newspaper- N/Avail
3(a)(5)	Quality Bankshares, Inc., Fingal, North Dakota, to acquire Page Bank Holding Company, Page, North Dakota, and thereby indirectly acquire Page State Bank, Page, North Dakota.*	Fed Reg- N/Avail Newspaper- N/Avail
3(a)(5)	Farmers & Merchants Financial Services, Inc., St. Paul, Minnesota, to merge with Eau Claire Financial Services, Inc., St. Paul, Minnesota, and thereby indirectly acquire American Bank, Eau Claire, Wisconsin, and American Bank, Lake City, Minnesota.*	Fed Reg- 09/02/2003 Newspaper- 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>
4(c)(8)	Watford City Bancshares, Inc., Watford City, North Dakota, proposes to engage de novo in community development activities through its wholly-owned Subsidiary First International Community Development Fund, Inc., Watford City, North Dakota.

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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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>
615253	First State Bank of Malta	04/14/2003	07/30/2003	S		X

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

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

District 10

Federal Reserve Bank of Kansas City

Applications and notifications filed during the week ending Saturday, August 2, 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
Branch	Edmond Bank and Trust, Edmond, Oklahoma, to establish a branch at 2800 N. Kelley Avenue, Edmond, Oklahoma.	Newspaper - 08/07/2003

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)	Page Bancshares, Inc., Liberty, Missouri, to become a bank holding company through the acquisition of 100 percent of the voting shares of Griffin Bancshares, Inc., Cameron, Missouri, parent of Pony Express Bank, Braymer, Missouri.	Newspaper - 08/16/2003 Fed Reg - 08/29/2003
3(a)(1)	BOKF Merger Corporation Number Eleven, Tulsa, Oklahoma, to become a bank holding company through the acquisition of 100 percent of the voting shares of Colorado Funding Company, Denver, Colorado, parent of Colorado State Bank and Trust Company, Denver, Colorado; and immediately thereafter, BOKF Merger Corporation Number Eleven will merge into Colorado Funding Company, Denver, Colorado.	Newspaper - 08/18/2003 Fed Reg - 08/21/2003
3(a)(1)	InfiCorp Holdings, Inc., Atlanta, Georgia, to become a bank holding company through the acquisition of 99.94 percent of the voting shares of InfiBank, N.A., Atlanta, Georgia.	Newspaper - N/Available Fed Reg - 08/29/2003
3(a)(3)	Lauritzen Corporation, Omaha, Nebraska, to indirectly retain its ownership of InfiCorp Holdings, Inc., Atlanta, Georgia, through its retention of 27.67 percent of the voting shares of First National of Nebraska, Inc., Omaha, Nebraska.	Newspaper - N/Available Fed Reg - 08/29/2003

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(3)	First National of Nebraska, Inc., Omaha, Nebraska, to retain 100 percent of the voting shares of InfiCorp Holdings, Inc., Atlanta, Georgia, parent of InfiBank, N.A., Atlanta, Georgia.	Newspaper - N/Available Fed Reg - 08/29/2003
3(a)(3)	BOK Financial Corporation, Tulsa, Oklahoma, to acquire, through its subsidiary BOKF Merger Corporation Number Eleven, Tulsa, Oklahoma, 100 percent of the voting shares of Colorado Funding Company, Denver, Colorado, parent of Colorado State Bank and Trust Company, Denver, Colorado.	Newspaper - 08/18/2003 Fed Reg - 08/21/2003
CIC	Notice by R. Eugene Thompson, as trustee for the Thompson Family Trusts, to acquire control of Peoples Bancshares, Inc., Kansas City, Missouri, parent of MidAmerican Bancshares, Inc., Harrisonville, Missouri and Allen Bank and Trust Company, Harrisonville, Missouri.	Newspaper - N/Available Fed Reg - 08/21/2003
CIC	Notice by R. Eugene Thompson, as trustee for the Thompson Family Trusts, to acquire control of Platte County Bancshares, Inc., Platte City, Missouri, parent of MidAmerican Bancshares, Inc., Harrisonville, Missouri; Allen Bank and Trust Company, Harrisonville, Missouri; and Platte Valley Bank of Missouri, Platte City, Missouri.	Newspaper - N/Available Fed Reg - 08/21/2003

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.

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

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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>
95659	Morris State Bank 800 W. Ozark Morris, Oklahoma 74445-2099	04/28/2003	07/30/2003	S		X
69351	Bank of Durango 125 Sawyer Street Durango, Colorado 81302	05/05/2003	08/01/2003	S		X

Section VI – CRA examinations scheduled for Quarter of

Institution *Location*

None

District 11

Federal Reserve Bank of Dallas

Applications and notifications filed during the week ending Saturday, August 2, 2003

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	People s Bank, Lorenzo, TX, to establish a branch at 5820 82 nd Street, Lubbock, Texas 79424*	Newspaper – 08/15/2003

* 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)	North American Bancshares, Inc., Sherman, TX, to acquire Pioneer Bankshares, Inc., Fredericksburg, TX, Pioneer II Bankshares, Inc., Fredericksburg, TX, and Pioneer National Bank, Fredericksburg, TX*	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>
Member	PointBank, N.A., Pilot Point, TX, to become a member of the Federal Reserve System

Section V – Availability of CRA public evaluations

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					<i>LrgBk</i>	<i>SmBk</i>
403058	First State Bank 119 East DaVilla Granger, Texas 76530	04/21/2003	08/02/2003	S		S

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, August 2, 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 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)	Bank of Hawaii Corporation, Honolulu, Hawaii, proposes to engage de novo in investment advisory activities through a joint venture between Bank of Hawaii, Honolulu, Hawaii, and Chicago Equity Partners, Chicago, Illinois, to be known by the name of Bankoh Investment Partners, LLC, Honolulu, Hawaii.	Fed Reg – 08/18/2003
4(c)(8)	First National Bank Holding Company, Scottsdale, Arizona, to acquire 100 percent of Access Anytime Bancorp, Inc., Albuquerque, New Mexico, and thereby indirectly acquire FirstBank FSB, Clovis, New Mexico, and thereby operate a savings association.	Fed Reg – 08/29/2003

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

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

Section V – Availability of CRA public evaluations

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

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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>
155263	Desert Community Bank 12350 Hesperia Road, Suite 101 Victorville, CA 92392 (760) 243-2140	03/31/2003	07/28/2003	S	X	

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

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