
Federal Reserve Release



H.2

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

No. 41

Week Ending October 11, 2003

Bank Holding Companies

Cathay Bancorp, Inc., Los Angeles, California -- commenter's request for reconsideration of the Board's approval of the application to merge with GBC Bancorp and thereby acquire General Bank.

- Denied, October 6, 2003

Regulations And Policies

Reserve Bank Currency Recirculation Policy -- request for comment on proposed changes in the Federal Reserve's cash processing services (Docket No. OP-1164).

- Approved, October 6, 2003

Reserve Bank Operations

Reserve Bank Directors -- appointment of chairmen and deputy chairmen of the twelve Federal Reserve Banks for 2004.

- Announced, October 10, 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

Atlanta

AmSouth Bank, Birmingham, Alabama -- to establish branches at 34 North Barrett Square, Panama City Beach, Florida; 2520 Countryside Boulevard, Clearwater; and 6120 Northwest 1st Place, Gainesville.
- Approved, October 8, 2003

Richmond

Central Virginia Bank, Powhatan, Virginia -- to establish a branch at 2500 Promenade Parkway, Midlothian.
- Approved, October 7, 2003

Atlanta

Cumberland Bank South, Franklin, Tennessee -- to establish branches at 320 Main Street and Lot 2A, Campbell Station, Spring Hill.
- Withdrawn, October 9, 2003

Secretary

The F&M Bank and Trust Company, Tulsa, Oklahoma -- to establish a branch at 3811 Turtle Creek Boulevard, Dallas, Texas.
- Approved, October 10, 2003

Cleveland

Fifth Third Bank, Indiana, Indianapolis, Indiana -- to establish a branch at 6131 Rothman Road, Fort Wayne.
- Approved, October 10, 2003

Richmond

First Capital Bank, Glen Allen, Virginia -- to operate a mobile branch by providing a courier service to pick up noncash deposits from business customers in Richmond and in Henrico, Chesterfield, and Hanover Counties.
- Approved, October 9, 2003

Bank Branches, Domestic

Atlanta

Orion Bank, Naples, Florida -- to establish branches at 428 Tamiami Trail North, and 13260 Plantation Road, Fort Myers.

- Approved, October 10, 2003

Chicago

State Bank of Howards Grove, Howards Grove, Wisconsin -- to establish a branch at 1609 Spring Street, Beaver Dam.

- Approved, October 9, 2003

Secretary

SunTrust Bank, Atlanta, Georgia -- to establish branches at 1799 Briarcliff Road, Northeast, and 4751 New Broad Street, Orlando, Florida.

- Approved, October 8, 2003

Bank Holding Companies

Atlanta

Bancsouth Financial Corporation, Crystal Springs, Mississippi -- to become a bank holding company through the acquisition of Bank of the South.

- Approved, October 10, 2003

Atlanta

BancTrust Financial Group, Inc., Mobile, Alabama -- to merge with CommerceSouth, Inc., Eufaula, and thereby acquire its subsidiary, CommerceSouth Bank.

- Withdrawn, October 8, 2003

Kansas City

Canon Bank Corporation, Canon City, Colorado -- to become a bank holding company through the acquisition of shares of Canon National Bank.

- Approved, October 7, 2003

Bank Holding Companies

Boston

Clinton Financial Services, MHC, Clinton, Massachusetts, and Wachusett Financial Services, Inc. -- to become a mutual holding company and a stock bank holding company, respectively, through the acquisition of Clinton Savings Bank as part of a corporate reorganization.

- Approved, October 10, 2003

General Counsel

F.N.B. Corporation, Naples, Florida -- request for an exemption from the prohibitions of the Depository Institutions Management Interlocks Act and Regulation L.

- Granted, October 8, 2003

Philadelphia

KNBT Bancorp, Inc., Bethlehem, Pennsylvania -- to form a bank holding company through the acquisition of Keystone Savings Bank and subsequently acquire First Colonial Group, Inc., Nazareth, and Nazareth National Bank and Trust Company.

- Approved, October 10, 2003

Atlanta

Mountain National Bancshares, Inc., Sevierville, Tennessee -- commitment waiver request.

- Granted, October 5, 2003

San Francisco

Sun West Capital Corporation, Las Vegas, Nevada -- to become a bank holding company through the acquisition of Sun West Bank.

- Approved, October 8, 2003

Dallas

Vision Bancshares, Inc., Laredo, Texas -- to acquire Somerset Bancshares Corporation, Inc., Somerset, and Somerset National Bank.

- Approved, October 9, 2003

Bank Mergers

Kansas City

Exchange Bank of Missouri, Fayette, Missouri -- to purchase certain assets and assume certain liabilities of the Fulton branch of First Bank, St. Louis.

- Approved, October 10, 2003

Kansas City

Gold Bank, Leawood, Kansas -- to merge with Gold Bank, Hennessey, Oklahoma, and thereby establish branches.

- Approved, October 6, 2003

Minneapolis

Peoples State Bank of Truman, Inc., Truman, Minnesota -- to merge with Martin County National Bank of Fairmont, Fairmont, and thereby establish a branch at 105 Lake Avenue.

- Approved, October 10, 2003

Atlanta

Regions Bank, Birmingham, Alabama -- to acquire certain assets and assume certain deposit liabilities of the Indialantic, Florida, Palm Bay, and Okeechobee branches of Inter Savings Bank, FSB, Edina, Minnesota.

- Approved, October 9, 2003

Banks, State Member

Director, BS&R

KeyBank N.A., Cleveland, Ohio -- to invest an amount in excess of 10 percent of its capital and surplus in its agreement corporations.

- Approved, September 29, 2003 (AC)

Change In Bank Control

Minneapolis

Commercial Bancshares, Inc., Bloomington, Minnesota -- change in bank control.

- Permitted, October 7, 2003

Atlanta

First Bankshares of St. Martin, Ltd., Breaux Bridge, Louisiana -- change in bank control.

- Withdrawn, October 9, 2003

Change In Bank Control

Kansas City

Harvard State Company, Harvard, Nebraska -- to retain control of Harvard State Company and Harvard State Bank.

- Permitted, October 8, 2003

Competitive Factors Reports

Kansas City

All America Bank, Oklahoma City, Oklahoma -- report on competitive factors of the proposed merger with First Mustang Corporation, Mustang.

- Submitted, October 10, 2003

Minneapolis

Bank of Alma, Alma, Wisconsin -- report on competitive factors of the proposed merger with Wabasha County Bank, Wabasha, Minnesota.

- Submitted, October 9, 2003

New York

BCPBank, National Association, Newark, New Jersey -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of the branch at 45 West End Avenue, New York, New York, of Apple Bank for Savings, Scarsdale.

- Submitted, October 8, 2003

Boston

Boston Federal Savings Bank, Burlington, Massachusetts -- report on competitive factors of the proposed merger with The Broadway National Bank of Chelsea, Chelsea.

- Submitted, October 7, 2003

San Francisco

Cashmere Valley Bank, Cashmere, Washington -- report on competitive factors of the proposed acquisition of the Ellensburg branch of Pacific Northwest Bank, Seattle.

- Submitted, October 10, 2003

Competitive Factors Reports

Dallas

First American Bank, SSB, Bryan, Texas -- report on competitive factors of the proposed merger with Security Bank, National Association, Garland.
- Submitted, October 9, 2003

Dallas

First Victoria National Bank, Victoria, Texas -- report on competitive factors of the proposed merger with Citizens Bank of Texas, N.A., New Waverly.
- Submitted, October 9, 2003

Minneapolis

The First Western Bank, Wall, South Dakota -- report on competitive factors of the proposed merger with First Western Bank, Rapid City.
- Submitted, October 10, 2003

Philadelphia

HomeTowne Heritage Bank, Intercourse, Pennsylvania -- report on competitive factors of the proposed merger with NPB Interim Bank, Boyertown.
- Submitted, October 8, 2003

New York

Provident Bank, Montebello, New York -- reports on competitive factors of the proposed acquisition through merger of Ellenville National Bank, Ellenville, and the proposed merger with Provident Interim Savings Banks I, II, and III.
- Submitted, October 6, 2003

New York

Provident Municipal Bank, Montebello, New York -- report on competitive factors of the proposed acquisition of certain municipal deposit liabilities of Provident Bank.
- Submitted, October 6, 2003

San Francisco

Spokane Teachers Credit Union, Liberty Lake, Washington -- report on competitive factors of the proposed acquisition of the Cheney branch of Wheatland Bank, Davenport.
- Submitted, October 10, 2003

Competitive Factors Reports

Chicago

Terre Haute First National Bank, Terre Haute, Indiana -- report on competitive factors of the proposed merger with First Ridge Farm State Bank, Ridge Farm, Illinois.
- Submitted, October 6, 2003

Dallas

Woodforest National Bank, Houston, Texas -- report on competitive factors of the proposed acquisition of the branch of Sterling Bank, Highlands, at 420 South Main Street.
- Submitted, October 8, 2003

Extensions Of Time

Chicago

Alpha Financial Group, Inc. Employee Stock Ownership Plan, Toluca, Illinois -- extension to January 31, 2004, to increase ownership of Alpha Financial Group, Inc., and thereby acquire Alpha Community Bank.
- Granted, October 9, 2003

Kansas City

Bank of Blue Valley, Overland Park, Kansas -- extension to January 9, 2004, to establish a branch at 13401 Mission Road, Leawood.
- Granted, October 6, 2003

Minneapolis

Franklin Bancorp, Inc., St. Paul, Minnesota -- extension to January 8, 2004, to purchase participations in loans originated by its affiliate banks.
- Granted, October 8, 2003

Financial Holding Companies

Dallas

Herring Bancorp, Inc., Vernon, Texas, and Herring Bancshares, Inc., Wilmington, Delaware -- election to become financial holding companies.
- Effective, October 10, 2003

Financial Holding Companies

Boston

Union Bankshares Company, Ellsworth, Maine -- election to become a financial holding company.

- Effective, October 9, 2003

Minneapolis

USB Holdings, Inc., Minneapolis, Minnesota -- election to become a financial holding company.

- Effective, October 10, 2003

District 1

Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, October 11, 2003

Section I – Applications subject to newspaper notice only

| <i>Type</i> | <i>Application</i> | <i>Ending date of comment period</i> |
|-------------|---|--------------------------------------|
| 18(c) | State Street Bank and Trust Company, Boston, Massachusetts - to acquire the Prompton Lakes, New Jersey branch of The Trust Company of New Jersey, Jersey City, New Jersey; upon consummation, the office will be relocated to Princeton, New Jersey | Newspaper - 11/05/2003 |

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.

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, October 11, 2003

Section I – Applications subject to newspaper notice only

| <i>Type</i> | <i>Application</i> | <i>Ending date of comment period</i> |
|-------------|--|--------------------------------------|
| Branch | HSBC Bank USA, Buffalo, New York request to establish a branch office at 1441 Brickell Avenue, Miami, Florida. | Newspaper – 11/03/2003 |

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

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

Section VI – CRA examinations scheduled for Quarter of

| <i>Institution</i> | <i>Location</i> |
|--------------------|-----------------|
| None | |

District 3

Federal Reserve Bank of Philadelphia

Applications and notifications filed during the week ending Saturday, October 11, 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.

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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, October 11, 2003

Section I – Applications subject to newspaper notice only

| <i>Type</i> | <i>Application</i> | <i>Ending date of comment period</i> |
|----------------|---|--------------------------------------|
| Branch | Application by Fifth Third Bank, Kentucky, Louisville, KY, to establish a branch at 2864 Charlestown Road, New Albany, IN. | Newspaper - 10/15/2003 |
| 18(c) & Branch | Application by Sky Bank, Salineville, Ohio, for permission to merge Sky Bank with and into Great Lakes, Mentor, Ohio, concurrent with, Great Lakes Bank seeking FRS membership, changing its name to Sky Bank and moving its headquarters to Salineville, Ohio. | Newspaper - 09/26/2003 |

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) | Application by PSB Holdings, Inc., New Matamoras, Ohio, proposes to become a bank holding company through the acquisition of The Peoples Savings Bank, New Matamoras, Ohio. | Newspaper - N/Avail Fed Reg - N/Avail |
| 3(a)(1) | Application by Town Square Financial Corporation, Ashland, KY, to acquire Town Square Bank, Inc., Ashland, KY. | Newspaper - N/Avail Fed Reg - 10/28/2003 |
| 3(a)(3) | Application by S&T Bancorp, Inc., Indiana, PA, to acquire up to 9.9% of the outstanding voting shares of IBT Bancorp, Inc., Irwin, PA. | Newspaper - 10/24/2003 Fed Reg - N/Avail |
| 3(a)(3) | Application by S&T Bancorp, Inc., Indiana, PA, to acquire up to 9.9% of the outstanding voting shares of CBT Financial Corp., Clearfield, PA. | Newspaper - 10/31/2003 Fed Reg - N/Avail |
| 3(a)(5) | Application by PNC Financial Services Group, Inc., Pittsburgh, PA to acquire United National Bancorp, Bridgewater, NJ and its subsidiary bank, United Trust Bank, Bridgewater, NJ. | Newspaper - 10/16/2003 Fed Reg - 10/17/2003 |
| 4(c)(8) | Application by Colonial Banc Corp., Eaton, OH, to acquire The Oculina Bank, Fort Pierce, FL. | Newspaper - 10/17/2003 Fed Reg - 10/17/2003 |

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:

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S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

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

Section VI – CRA examinations scheduled for Quarter of

| <i>Institution</i> | <i>Location</i> |
|--------------------|-----------------|
| None | |

District 5

Federal Reserve Bank of Richmond

Applications and notifications filed during the week ending Saturday, October 11, 2003

Section I – Applications subject to newspaper notice only

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

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

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

Section III – Applications subject to Federal Register notice only

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

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

| <i>Type</i> | <i>Application</i> | |
|-------------|--|--|
| 3(a)(1) | Bank of the James Financial Group, Inc., Lynchburg, Virginia, to become a bank holding company through the acquisition of 100% of the voting shares of Bank of the James, Lynchburg, Virginia. | |

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, October 11, 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 4934 Columbia Pike, Spring Hill, Tennessee, to be known as the Spring Hill Branch.* | Newspaper-10/20/2003 |
| Branch | AmSouth Bank, Birmingham, Alabama, to establish a branch located at 3621 Apalachee Parkway, Tallahassee, Florida, to be known as the Apalachee Parkway Branch.* | Newspaper-10/20/2003 |
| Branch | AmSouth Bank, Birmingham, Alabama, to establish a branch located at 1820 St. Charles Avenue, Suite 100, New Orleans, Louisiana, to be known as the Uptown Branch.* | Newspaper-10/20/2003 |
| Branch | AmSouth Bank, Birmingham, Alabama, to establish a branch located at 3414 Lithia Pinecrest Road, Valrico, Florida, to be known as the Lithia Crossing Branch.* | Newspaper-10/20/2003 |
| Branch | AmSouth Bank, Birmingham, Alabama, to establish a branch located at 105 Palm Bay Road, N.E., Melbourne, Florida, to be known as the West Palm Bay Branch.* | Newspaper-10/20/2003 |
| Branch | AmSouth Bank, Birmingham, Alabama, to establish a branch located at 4477 West First Street, Sanford, Florida, to be known as the Seminole Town Center Branch.* | Newspaper-10/20/2003 |
| Branch | SouthTrust Bank, Birmingham, Alabama, to establish a branch located at 5570 Windward Parkway, Alpharetta, Georgia, to be known as the Windward Parkway Office.* | Newspaper-10/16/2003 |
| Branch | SouthTrust Bank, Birmingham, Alabama, to establish a branch located at 4796 Sugarloaf Parkway, Lawrenceville, Georgia, to be known as the Old Norcross at Sugarloaf Office.* | Newspaper-10/16/2003 |
| Branch | SouthTrust Bank, Birmingham, Alabama, to establish a branch located at 171 17th Street, NW, Atlanta, Georgia, to be known as the Atlantic Station.* | Newspaper-10/16/2003 |

*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> |
|-------------|--------------------|--------------------------------------|
| 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.

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> |
| 278733 | Citizens Bank of Cochran 303 NE Dykes Street Post Office Box 427 Cochran, Georgia 31014 (478) 934-6277 | 06/23/2003 | 10/13/2003 | 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, October 11, 2003

Section I – Applications subject to newspaper notice only

| <i>Type</i> | <i>Application</i> | <i>Ending date of comment period</i> |
|----------------|---|--------------------------------------|
| 18C & Branches | First Midwest Bank, Itasca, Illinois, to merge with CoVest Banc, National Association, Des Plaines, Illinois, and thereby to establish branches at 749 Lee Street, Des Plaines, Illinois, 2601 West Schaumburg, Schaumburg, Illinois, and 770 West Dundee Road, Arlington Heights, Illinois.* | Newspaper – N/Avail |
| Branch | Northbrook Bank and Trust Company, Northbrook, Illinois, to establish a branch facility to be located at 20194-20222 Buffalo Grove Road, Buffalo Grove, Illinois.* | Newspaper – 10/17/2003 |
| Branch | Town & Country Bank, Buffalo, Illinois, to establish a branch facility to be located at 107 Highland Drive, Forsyth, Illinois.* | Newspaper – 10/20/2003 |

* 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)(5) | Chemical Financial Corporation, Midland, Michigan, to acquire 100 percent of the voting shares of Caledonia Financial Corporation, Caledonia, Michigan, and thereby indirectly acquire State Bank of Caledonia, Caledonia, Michigan.* | Fed Reg – 11/03/2003 Newspaper – 11/07/2003 |
| 3(a)(3) & 5D3 | First Midwest Bancorp, Inc., Itasca, Illinois, to acquire 100 percent of CoVest Bancshares, Inc., Des Plaines, Illinois, and thereby indirectly acquire CoVest Banc, National Association, Des Plaines, Illinois, and by First Midwest Bank, Itasca, Illinois, to retain the deposits of CoVest Banc, National Association, Des Plaines, Illinois under applicable SAIF coverage.* | Fed Reg – 10/27/2003 Newspaper – N/Avail |
| 3(a)(5) | Northern States Financial Corporation, Waukegan, Illinois, to acquire 100 percent of the voting shares of Round Lake Bankcorp, Inc., Round Lake, Illinois, and thereby indirectly acquire First State Bank of Round Lake, Round Lake, Illinois.* | Fed Reg – 10/10/2003 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)(3) | Wintrust Financial Corporation, Lake Forest, Illinois, to acquire 100 percent of the voting shares of Beverly Bank & Trust Company, National Association (in organization), Chicago, Illinois.* | Fed Reg – 11/07/2003 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.

Section V – Availability of CRA public evaluations

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

Section VI – CRA examinations scheduled for Quarter of

| <i>Institution</i> | <i>Location</i> |
|--------------------|-----------------|
| None | |

District 8

Federal Reserve Bank of St. Louis

Applications and notifications filed during the week ending Saturday, October 11, 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 | Freedom Bancshares of Southern Missouri, Inc., Cassville, Missouri, to become a bank holding company by acquiring 100 percent of Freedom Bank of Southern Missouri, Cassville, Missouri.* | Newspaper – 11/08/2003 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> | <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.

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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> |
| 773247 | Effingham State Bank Effingham, Illinois | 05/27/2003 | 10/07/2003 | 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, October 11, 2003

Section I – Applications subject to newspaper notice only

| <i>Type</i> | <i>Application</i> | <i>Ending date of comment period</i> |
|-------------|--|--------------------------------------|
| Branch | Dacotah Bank, Aberdeen, South Dakota, proposes to establish a branch at 3300 East 10 th Street, Sioux Falls, South Dakota.* | Newspaper – 10/20/2003 |

*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> |
|-------------|---|--|
| CIC | Change in control notice by Robert M. Weiss, Shorewood, Minnesota, to acquire control of Excelsior Financial Services, Inc., Shorewood, Minnesota, and thereby indirectly acquire control of Beacon Bank, Shorewood, Minnesota. | Fed Reg- 10/15/2003 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> | |
|-------------|--------------------|--|
| 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</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 10

Federal Reserve Bank of Kansas City

Applications and notifications filed during the week ending Saturday, October 11, 2003

Section I – Applications subject to newspaper notice only

| <i>Type</i> | <i>Application</i> | <i>Ending date of comment period</i> |
|-------------|--|--------------------------------------|
| 18(c) | Bank of Commerce, Wetumka, Oklahoma, to merge with the Weleetka State Bank, Weleetka, Oklahoma, and incident thereto, to establish a branch. | Newspaper - 11/10/2003 |

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) | Bancorp III, Inc., Stillwell, Kansas, to become a bank holding company through the acquisition of 100 percent of the voting shares of First Bank of Kansas City, Kansas City, Missouri. | Newspaper - 11/07/2003 Fed Reg - 11/07/2003 |
| CIC | Notice by Gregg Stephen Ward and Susan Annette Ward, both of Leedey, Oklahoma, to acquire control of Camargo Financial Company, Inc., parent of First State Bank, both in Camargo, Oklahoma. | Newspaper - 10/22/2003 Fed Reg - 10/14/2003 |

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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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 11

Federal Reserve Bank of Dallas

Applications and notifications filed during the week ending Saturday, October 11, 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) | SNB Financial, Inc., O'Donnell, TX, to acquire The State National Bank of Big Spring, Big Spring, TX* | Fed Reg – 10/31/2003 Newspaper – 10/31/2003 |
| 3(a)(1) | NewFirst Financial Group, Inc., El Campo, TX, and NewFirst Financial Company, Inc., Dover, DE, to acquire NewFirst National Bank, El Campo, TX* (previously reported the week ending October 4, 2003) | Fed Reg – 11/03/2003 Newspaper – 11/03/2003 |
| 3(a)(1) | NewFirst Financial Company, Inc., Dover, DE, to acquire NewFirst National Bank, El Campo, TX* (previously reported the week ending October 4, 2003) | Fed Reg – 11/03/2003 Newspaper – 11/03/2003 |

* 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> |
|-------------|---|
| 3(a)(1) | Blanco National Holdings, Inc., Blanco, TX, and Blanco National Holdings of Delaware, Inc., Dover, DE, to acquire Blanco National Bank, Blanco, TX* |

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

| <i>Type</i> | <i>Application</i> |
|-------------|---|
| 3(a)(1) | Blanco National Holdings of Delaware, Inc., Dover, DE, to acquire Blanco National Bank, Blanco, TX* |

* Subject to the provisions of the Community Reinvestment Act

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 12

Federal Reserve Bank of San Francisco

Applications and notifications filed during the week ending Saturday, October 11, 2003

Section I – Applications subject to newspaper notice only

| <i>Type</i> | <i>Application</i> | <i>Ending date of comment period</i> |
|-------------|--|--------------------------------------|
| Branch | Frontier Bank, Everett, Washington, to establish a branch facility at 1200 5 th Avenue, Seattle, Washington.* | Newspaper – 10/15/2003 |

* 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> |
|-------------|--------------------|--------------------------------------|
| 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 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 | |