
Federal Reserve Release



H.2

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

No. 44

Week Ending November 1, 2003

Banks, State Member

JPMorgan Chase Bank, New York, New York -- to acquire certain trust deposits of Bank One Trust Company, N.A., Columbus, Ohio; Bank One, N.A., Columbus, and Bank One, N.A., Chicago, Illinois.

- Approved, October 30, 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

St. Louis

Arvest Bank, Fayetteville, Arkansas -- to merge with Superior Bank, F.S.B., Fort Smith, and to retain the acquired facilities as branches.

- Approved, October 29, 2003

Richmond

Bank of the James, Lynchburg, Virginia -- to establish a branch at the intersection of Route 221 and Cloverhill Boulevard, Forest.

- Approved, October 28, 2003

Minneapolis

Dacotah Bank, Aberdeen, South Dakota -- to establish a branch at 3300 East 10th Street, Sioux Falls.

- Approved, October 27, 2003

Atlanta

Regions Bank, Birmingham, Alabama -- to establish a branch at 2245 West Campbell Road, Garland, Texas.

- Approved, October 31, 2003

Chicago

Town & Country Bank, Buffalo, Illinois -- to establish a branch at 107 Highland Drive, Forsyth.

- Approved, October 27, 2003

Richmond

Union Bank and Trust Company, Bowling Green, Virginia -- to establish a branch at 4690 Pouncey Tract Road, Glen Allen.

- Approved, October 30, 2003

Bank Holding Companies

New York

Banco Bilbao Vizcaya Argentaria, S.A., Bilbao, Vizcaya, Spain; Grupo Financiero BBVA Bancomer, S.A. de C.V., Mexico City, Mexico; BBVA Bancomer Institucion de Banca Multiple; and Grupo Financiero BBVA Bancomer -- to engage in certain nonbanking activities de novo through BBVA Bancomer's four U.S. nonbank subsidiaries.
- Approved, October 29, 2003

Atlanta

BG Financial Group, Inc., Greeneville, Tennessee -- to become a bank holding company through the acquisition of Bank of Greeneville.
- Withdrawn, October 28, 2003

Atlanta

Community Capital Bancshares, Inc., Albany, Georgia -- to acquire First Bank of Dothan, Inc., Dothan, Alabama.
- Approved, October 27, 2003

Atlanta

Community Trust, Inc., Ashland City, Tennessee -- to become a bank holding company through the acquisition of Community Bank & Trust Company of Cheatham County.
- Approved, October 31, 2003

Atlanta

Crews Banking Corporation, Wauchula, Florida -- to merge with DeSoto Banking Corp., Arcadia, and thereby acquire its subsidiary, The First State Bank of Arcadia, and to acquire Englewood Acquisition Bank, Englewood.
- Withdrawn, October 28, 2003

Kansas City

First Capital Corporation, Fort Scott, Kansas -- to acquire Centerville State Bank, Centerville.
- Approved, October 29, 2003

Cleveland

First Commonwealth Financial Corporation, Indiana, Pennsylvania -- to acquire Pittsburgh Financial Corp., Wexford, and its subsidiary, Pittsburgh Savings Bank.
- Approved, October 31, 2003

Bank Holding Companies

Dallas

Grant Bancshares, Inc., Montgomery, Louisiana -- to become a bank holding company through the acquisition of The Bank of Montgomery.

- Approved, October 28, 2003

Secretary

The Royal Bank of Scotland Group plc, Edinburgh, Scotland -- to acquire eFinance Corporation, San Francisco, California, and thereby engage in activities related to extending credit, financial and investment advisory activities, and management consulting and counseling activities.

- Approved, October 31, 2003

Secretary

SAS Rue La Boetie, Paris, France, and Credit Agricole S.A. -- commenter's request for an extension of the comment period on the notices to retain certain U.S. subsidiaries of Credit Lyonnais.

- Granted, October 27, 2003

Atlanta

Southern Community Bancorp, Orlando, Florida -- commitment waiver request.

- Granted, October 31, 2003

Dallas

Western Bancshares, Inc., Van Horn, Texas, and Western Financial of Texas, Inc., Wilmington, Delaware -- to acquire First National Bank, Lubbock, Texas.

- Approved, October 27, 2003

San Francisco

Western Sierra Bancorp, Cameron Park, California -- to merge with Auburn Community Bancorp, Auburn, and thereby acquire Auburn Community Bank.

- Approved, October 30, 2003

Bank Mergers

Philadelphia

The Citizens National Bank, Lansford, Pennsylvania, and Security National Bank, Pottstown -- to merge with The Harleysville National Bank and Trust Company, Harleysville.

- Approved, October 28, 2003

Change In Bank Control

Atlanta

Community Bancorp of Louisiana, Inc., Raceland, Louisiana -- change in bank control.

- Permitted, October 31, 2003

Competitive Factors Reports

San Francisco

American River Bank, Sacramento, California -- report on competitive factors of the proposed merger with North Coast Bank, N.A., Santa Rosa.

- Submitted, October 30, 2003

San Francisco

Bank of the Cascades, Bend, Oregon -- report on competitive factors of the proposed merger with Community Banks of Grants Pass, Grants Pass.

- Submitted, October 30, 2003

San Francisco

Bank of the West, San Francisco, California -- report on competitive factors of the proposed merger with United California Capital.

- Submitted, October 30, 2003

San Francisco

Business Bank of California, San Bernardino, California -- report on competitive factors of the proposed merger with Business Bancorp, San Rafael.

- Submitted, October 30, 2003

Competitive Factors Reports

St. Louis

Citizens Bank of Albany, Albany, Kentucky -- report on competitive factors of the proposed purchase of certain assets and assumption of certain deposit liabilities of Union Planters Bank, N.A., Memphis, Tennessee.

- Submitted, October 27, 2003

Chicago

FCN Bank, National Association, Brookville, Indiana -- report on competitive factors of the proposed purchase of certain assets and assumption of certain deposit liabilities of the Sunman branch of Heritage Community Bank, Columbus.

- Submitted, October 27, 2003

Atlanta

First National Bank of Pennsylvania, Greenville, Pennsylvania -- report on competitive factors of the proposed merger with First National Trust Company, Hermitage.

- Submitted, October 28, 2003

Kansas City

First National Bank of the Rockies Interim National Bank, Grand Junction, Colorado -- report on competitive factors of the proposed merger with First National Bank of the Rockies, Meeker.

- Submitted, October 27, 2003

New York

First Niagara Bank, Lockport, New York -- report on competitive factors of the proposed acquisition by merger of The Troy Savings Bank, Troy.

- Submitted, October 28, 2003

St. Louis

First State Bank of Purdy, Purdy, Missouri -- report on competitive factors of the proposed purchase of assets and assumption of liabilities of the Marionville branch of The First National Bank of Mount Vernon, Mount Vernon.

- Submitted, October 28, 2003

Competitive Factors Reports

Chicago

First State Bank of Van Orin, Van Orin, Illinois -- report on competitive factors of the proposed merger with Malden State Bank, Malden.

- Submitted, October 27, 2003

Cleveland

Foundation Bank, Cincinnati, Ohio -- report on competitive factors of the proposed merger with The Lenox Savings Bank.

- Submitted, October 27, 2003

Secretary

The Harleysville National Bank and Trust Company, Harleysville, Pennsylvania -- report on competitive factors of the proposed merger with Citizens National Bank, Lansford, and Security National Bank, Pottstown.

- Submitted, October 28, 2003

Cleveland

KeyBank National Association, Cleveland, Ohio -- report on competitive factors of the proposed merger with KeyBank Interim Bank, NA, Fort Wright, Kentucky.

- Submitted, October 27, 2003

Chicago

Nicolet National Bank, Green Bay, Wisconsin -- report on competitive factors of the proposed purchase of certain assets and assumption of certain deposit liabilities of the Menominee, Michigan, branch of Republic Bank, Lansing.

- Submitted, October 27, 2003

Atlanta

Peoples Bank of North Alabama, Cullman, Alabama -- report on competitive factors of the proposed acquisition of assets and assumption of liabilities of the Morris branch of The Bank, Warrior.

- Submitted, October 28, 2003

Cleveland

The Peoples Savings Bank, New Matamoras, Ohio -- report on competitive factors of the proposed merger with PSB Interim Bank.

- Submitted, October 27, 2003

Competitive Factors Reports

Dallas

Prosperity Bank, El Campo, Texas -- report on competitive factors of the proposed merger with First State Bank of North Texas, Cedar Hill.

- Submitted, October 31, 2003

New York

Ridgefield Bank, Ridgefield, Connecticut -- report on competitive factors of the proposed merger with Fairfield County Savings Bank, Norwalk.

- Submitted, October 29, 2003

Atlanta

Southern Community Bank of Southwest Florida, Bonita Springs, Florida -- report on competitive factors of the proposed purchase of assets and assumption of certain liabilities of the Ft. Myers, Florida, branch of The Harris Bank National Association, Scottsdale, Arizona, and proposal to continue to operate The Harris Bank National Association as a branch.

- Submitted, October 28, 2003

Minneapolis

State Bank & Trust, Fargo, North Dakota -- report on competitive factors of the proposed merger with Northern Capital Trust Company.

- Submitted, October 29, 2003

Secretary

Wells Fargo Bank, National Association, San Francisco, California -- report on competitive factors of the proposed consolidation of Bank of Grand Junction, Grand Junction, Colorado, under the title and charter of Wells Fargo Bank.

- Submitted, October 28, 2003

Extensions Of Time

San Francisco

Castle Creek Capital LLC, Rancho Santa Fe, California, WJR Corp.; Eggemeyer Advisory Corp.; Castle Creek Capital LLC; and Castle Creek Capital Partners Fund I, IIa, and 11b, LP -- extension to January 12, 2004, to acquire shares of State National Bancshares, Inc., Lubbock, Texas; Independent Bankshares, Inc.; State National Bank; ANB Financial Corporation, Arlington; and Arlington National Bank; State National Bancshares of Delaware, Inc., Dover, Delaware; Independent Financial Corporation, and ANB Delaware Financial Corporation.

- Granted, October 29, 2003

International Operations

Director, BS&R

J.P. Morgan International Finance Limited, Wilmington, Delaware -- waiver of remainder of notification period to invest in a special-purpose subsidiary, and modification of the aggregate investment limit of Regulation K.

- Granted, October 24, 2003 (AC)

Regulations And Policies

FOMC

Federal Open Market Committee -- minutes of the meeting on September 16, 2003.

- Published, October 30, 2003

District 1
Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, November 1, 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, November 1, 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>
4c8	United Overseas Bank Limited, New York, New York, to engage de novo through UOB Global Equity Sales LLC, in private placement services.	Fed Reg – 11/18/2003
4c8	United Overseas Bank Limited, New York, New York, to engage de novo through UOB Kay Hian Inc., New York, New York, in private placement and securities brokerage services.	Fed Reg – 11/20/2003

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

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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, November 1, 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>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, November 1, 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)	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

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>
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, November 1, 2003

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	EagleBank, Bethesda, Maryland, to establish a branch at 1250 Connecticut Avenue, NW, Washington, D. C.*	Newspaper – 11/25/2003
Branch	EagleBank, Bethesda, Maryland, to establish a branch at 11921 Rockville Pike, Rockville, Maryland.*	Newspaper – 11/25/2003

*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)	New Century Bancorp, Inc., Dunn, North Carolina, to acquire 100% of the voting shares of New Century Bank of Fayetteville, Fayetteville, North Carolina (an organizing bank).*	Fed Reg – 12/01/2003 Newspaper – N/Avail
3(a)(3)	Southern Community Financial Corporation, Winston-Salem, North Carolina, to acquire 100% of the voting shares of The Community Bank, Pilot Mountain, North Carolina.*	Fed Reg – 11/28/2003 Newspaper – 12/01/2003

*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)	Citizens Bancorp of Virginia, Inc., Blackstone, Virginia, to become a bank holding company through the acquisition of 100% of the voting shares of Citizens Bank & Trust Company, Blackstone, 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.

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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 6

Federal Reserve Bank of Atlanta

Applications and notifications filed during the week ending Saturday, November 1, 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 9690 Highway 119, Albaster, Alabama.*	Newspaper-11/01/2003
Branch	SouthTrust Bank, Birmingham, Alabama, to establish a branch located at 2970 Horizon Road, Rockwall, Texas, to be known as the Rockwell Office.*	Newspaper-11/05/2003
Branch	SouthTrust Bank, Birmingham, Alabama, to establish a branch located at 5445 Glenside Drive, Suite 100, Richmond, Virginia, to be known as the Paragon Place Office.*	Newspaper-11/07/2003
Branch	SouthTrust Bank, Birmingham, Alabama, to establish a branch located at 7323 Park Boulevard, Pinellas Park, Florida, to be known as the Park & Belcher Office.*	Newspaper-11/12/2003
Branch	SunTrust Bank, Atlanta, Georgia, to establish a branch located at the intersection of South Cobb Drive and the Eastwest Connector, Smyrna, Georgia, to be known as the Highland Station Office.*	Newspaper-11/11/2003
Branch	SunTrust Bank, Atlanta, Georgia, to establish a branch located at Old Milton Parkway at Alexander Drive, Alpharetta, Georgia, to be known as the Old Milton Office.*	Newspaper-11/11/2003
Branch	SunTrust Bank, Atlanta, Georgia, to establish a branch located at Buford Highway, north of Clairmont Road, Atlanta, Georgia, to be known as the Plaza Fiesta.*	Newspaper-11/11/2003

*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)	Farmers Bancorp, Inc., Lynchburg, Tennessee, to become a bank holding company by acquiring the Farmers Bank of Lynchburg, Lynchburg, Tennessee.*	Newspaper-N/Avail Fed Reg – 11/28/2003

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
CIC	First Bankshares of St. Martin, Ltd., Breaux Bridge, Louisiana, prior change in control notice by Mr. John Alfred Melancon, Jr., St. Martinville, Louisiana, executor of the estate of John Alfred Melancon, to control approximately 14.05 percent of the outstanding shares of First Bankshares of St. Martin, Ltd., and its subsidiary, First Louisiana National Bank, both of Breaux Bridge, Louisiana.	Newspaper-N/Avail Fed Reg – N/Avail
3(a)(5)	KSB Bancorp, Inc., Kaplan, Louisiana, to merge with Teche Bancshares, Inc., and thereby directly acquire Teche Bank & Trust Co., both of St. Martinville, Louisiana.*	Newspaper-N/Avail Fed Reg – N/Avail
CIC	St. Francisville Bancshares, Inc., St. Francisville, Louisiana, prior change in control notification filed by Mr. William C. Lemoine and Ms. Polly R. Lemonine to increase their collective ownership in St. Francisville, Louisiana, from 20.27 to 25.99 percent.	Newspaper-11/12/2003 Fed Reg – 11/07/2003

*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>
4(c)(8)	Bonifay Holding Company, Bonifay, Florida, after-the-fact notification to continue making, acquiring, brokering, or servicing loans or other extensions of credit, pursuant to section 225.28(b)(1) of Regulation Y and section 4(c)(8) of the Bank Holding Company act.	Fed Reg – N/Avail

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

<i>Type</i>	<i>Application</i>
Member	First Bradenton Bank, FSB, Bradenton, Florida, 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>
None						

Section VI – CRA examinations scheduled for Quarter of

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

District 7

Federal Reserve Bank of Chicago

Applications and notifications filed during the week ending Saturday, November 1, 2003

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Byron Center State Bank, Byron Center, Michigan, to establish a branch facility to be located at 1963 Baldwin St., Jenison, Michigan.*	Newspaper – 11/01/2003
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.*	Newspapepr – N/Avail
Branch	HomeFederal Bank, Columbus, Indiana, to establish a branch facility to be located at 8740 South Emerson Avenue, Indianapolis, Indiana.*	Newspaper – 09/30/2003

* 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)	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)(1)	MSB Holding, Inc., Montrose, Michigan, to become a bank holding company through the acquisition of Montrose State Bank, Montrose, Michigan.*	Fed Reg – 11/28/2003 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

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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>
447342	First State Bank of Bourbon 101 W. Center Bourbon, Indiana 46504 (574) 342-2415	07/07/2003	10/29/2003	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, November 1, 2003

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Bank of Rogers, Rogers, Arkansas, to establish a branch facility at 3706 Pinnacle Hills Boulevard, Rogers, Arkansas.*	Newspaper – 11/10/2003

* 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>
3A1, 3A3, and 4C8	Home Bancshares, Inc., Conway, Arkansas, and its subsidiary TCBancorp, Inc., North Little Rock, Arkansas, to acquire at least 80 percent and 20 percent, respectively, of CB Bancorp, Inc., Conway, Arkansas, and indirectly acquire Community Financial Group, Inc., Cabot, Arkansas (“CFG”) and its subsidiary, Community Bank, Cabot, Arkansas. Also, CB Bancorp, Inc. to become a bank holding company by acquiring 100 percent of Community Financial Group, Inc. and its subsidiary, Community Bank. CB Bancorp, Inc. also proposed to engage in securities brokerage services through its acquisition of CFG’s subsidiary, Community Financial Solutions, Cabot, Arkansas. (Notice was republished in the Federal Register to include the 4C8 activity.)*	Newspaper – 10/10/2003 Fed Reg – 11/18/2003

* 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>
4C8	City Bancorp, Springfield, Missouri, to indirectly engage in management consulting and data processing activities through the acquisition of 25 percent of Mobius Technology Consulting Group, LLC, Springfield, Missouri. (Notice was republished in the Federal Register to fully describe nonbank activities.)	Fed Reg – 11/18/2003

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.

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 9

Federal Reserve Bank of Minneapolis

Applications and notifications filed during the week ending Saturday, November 1, 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	Michael Dennis Watters, Lakeville, Minnesota, to gain control of Provincial Corp., Lakeville, Minnesota, and thereby indirectly gain control of Provincial Bank, Lakeville, Minnesota.	Fed Reg – 11/17/2003 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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NI = Needs to improve

SN = Substantial noncompliance

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

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

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

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

District 10

Federal Reserve Bank of Kansas City

Applications and notifications filed during the week ending Saturday, November 1, 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)	ColoEast Bankshares, Inc., Lamar, Colorado, to acquire 100 percent of the voting shares of First National Bank of Tribune, Tribune, Kansas.	Newspaper - 11/21/2003 Fed Reg - 11/17/2003
CIC	Notification by M.D. Michaelis, Paula Sue Michaelis, Donald E. Schrag, and L. Thomas Veatch, all of Wichita, Kansas, as trustees of the M.D. Michaelis Trust F, the Paula Sue Michaelis Trust F, the Matthew Michaelis Trust F, the Laura Haunschild Trust F, and the Amy Loflin Trust F, to acquire control of Emprise Financial Corporation, Wichita, Kansas, parent of Emprise Bank, Wichita, Kansas; Emprise Bank National Association, Hays, Kansas; Emprise Bank, Iola, Kansas; and Emprise Bank National Association, Hillsboro, Kansas.	Newspaper - N/Avail Fed Reg - 11/10/2003

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

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>
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, November 1, 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)	City Bancshares, Inc., Corsicana, TX, and City Bancshares of Delaware, Inc., Dover, DE, to acquire City National Bank, Corsicana, TX*	Fed Reg – 11/28/2003 Newspaper – 11/21/2003
3(a)(1)	City Bancshares of Delaware, Inc., Dover, DE, to acquire City National Bank, Corsicana, TX*	Fed Reg – 11/28/2003 Newspaper – 11/21/2003
3(a)(1)	Tolleson Wealth Management, Inc., Dallas, TX, and Tolleson Wealth Management of Delaware, Inc., Dallas, TX, to acquire Tolleson Private Bank, Dallas, TX*	Fed Reg – N/Avail Newspaper – N/Avail
3(a)(1)	Tolleson Wealth Management of Delaware, Inc., Dallas, TX, to acquire Tolleson Private Bank, Dallas, 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>
4(c)(8)	Tolleson Wealth Management, Inc., Dallas, TX, and Tolleson Wealth Management of Delaware, Inc., Dallas, TX, through TTG Services, Inc., Dallas, TX, to engage in extending credit and servicing loans and in financial and investment advisory activities	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>
4(c)(8)	Tolleson Wealth Management, Inc., Dallas, TX, and Tolleson Wealth Management of Delaware, Inc., Dallas, TX, through Tolleson Private Wealth Management LP, Dallas, TX, to engage in financial and investment advisory activities	Fed Reg – N/Avail
4(c)(8)	Tolleson Wealth Management, Inc., Dallas, TX, and Tolleson Wealth Management of Delaware, Inc., Dallas, TX, through Tolleson Funding LP, Dallas, TX, to engage in extending credit and servicing loans	Fed Reg – N/Avail

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

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

Section V – Availability of CRA public evaluations

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

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

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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>
1017658	Texas State Bank 3900 N. 10 th Street McAllen, TX 78501-1719	06/16/2003	11/03/2003	O	X	

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

Institution *Location*

None

District 12

Federal Reserve Bank of San Francisco

Applications and notifications filed during the week ending Saturday, November 1, 2003

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18C & Branch	North Valley Bank, Redding, California, to merge with Six Rivers Bank, Eureka, California, and to acquire eight Northern California branch offices of Six Rivers Bank.*	Newspaper – N/Avail

* 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 David and Verla Sorensen, Salt Lake City, Utah, and Jeffrey and Sheila Smith, Midland, Texas; to retain voting shares of Community Bancorp, and thereby retain shares of Community Bank of Nevada, both of Las Vegas, Nevada. In addition, David and Verla Sorensen to acquire up to 25 percent of Community Bancorp, Las Vegas, Nevada.*	Newspaper – N/Avail Fed Reg – 11/21/2003

* 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.

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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>
714361	First American Bank 8941 East Valley Boulevard Rosemead, California 91770 (626) (287-6100)	07/07/2003	10/29/2003	S		X

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

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