
Federal Reserve Release



H.2

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

No. 49

Week Ending December 6, 2003

Advisory Councils

Thrift Institutions Advisory Council -- appointment of four new members and designation of William J. Small as President and D. Tad Lowrey as Vice President for 2004.

- Announced, December 1, 2003

Bank Holding Companies

Desjardins Group, Montreal, Canada; Federation des caisses Desjardins du Quebec, Levis; La Caisse centrale Desjardins du Quebec, Montreal; and Desjardins FSB Holdings, Inc., Wilmington, Delaware -- to become bank holding companies through the conversion of their thrift, Desjardins Federal Savings Bank, Hallandale, Florida, to a national bank, Desjardins Bank, N.A.

- Approved, December 3, 2003

Board Operations

Board -- budgets for 2004-2005 and related delegation of authority to the Administrative Governor.

- Approved, December 3, 2003

Management Division -- promotion of H. Fay Peters to Director.

- Approved, December 1, 2003

Regulations And Policies

Foreign Gifts and Decorations -- revisions to the Board's rules governing when Board employees, their spouses, and dependents may accept and retain gifts and decorations from foreign governments.

- Approved, December 1, 2003

Enforcement

Putnam County Bank, Hurricane, West Virginia -- written agreement with the Federal Reserve Bank of Richmond and the West Virginia Division of Banking.

- Announced, December 1, 2003

H.2 Actions under delegated authority

November 30, 2003 to December 6, 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 a branch at 795 West State Road 434, Longwood, Florida.

- Approved, December 2, 2003

Atlanta

AmSouth Bank, Birmingham, Alabama -- to establish a branch at 1522 Cape Coral Parkway West, Cape Coral, Florida.

- Approved, December 4, 2003

St. Louis

Arvest Bank, Fayetteville, Arkansas -- to establish a branch at 1900 South Douglas Boulevard, Midwest City, Oklahoma.

- Approved, December 3, 2003

Richmond

EagleBank, Bethesda, Maryland -- to establish branches at 11921 Rockville Pike, Rockville, and 1250 Connecticut Avenue Northwest, Washington, D.C.

- Approved, December 1, 2003

Atlanta

First Southern Bank, Boca Raton, Florida -- to establish a branch at 2419 East Commercial Boulevard, Fort Lauderdale.

- Returned, December 5, 2003

Richmond

Frederick County Bank, Frederick, Maryland -- to establish a branch at 200 Commerce Drive, Walkersville.

- Approved, December 4, 2003

New York

JPMorgan Chase Bank, New York, New York -- to establish a branch at Highway 6 and Spencer Highway, Houston, Texas.

- Approved, December 5, 2003

Bank Branches, Domestic

Atlanta

LandMark Bank of Florida, Sarasota, Florida -- to establish a branch at Cattlemen and Fruitville Roads.

- Approved, December 3, 2003

Kansas City

Pinnacle Bank, Papillion, Nebraska -- to establish a branch at 20304 Veterans Drive, Elkhorn.

- Approved, December 1, 2003

Cleveland

Western Reserve Bank, Medina, Ohio -- to establish a branch at 8747 Brecksville Road, Brecksville.

- Approved, December 5, 2003

Bank Holding Companies

Chicago

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

- Approved, December 3, 2003

Kansas City

Bancorp III, Inc., Stilwell, Kansas -- to become a bank holding company through the acquisition of First Bank of Kansas City, Kansas City, Missouri.

- Approved, December 5, 2003

Atlanta

Buckhead Community Bancorp, Inc., Atlanta, Georgia -- commitment waiver request.

- Withdrawn, December 1, 2003

Richmond

Carolina Financial Corporation, Charleston, South Carolina -- to acquire certain assets and assume certain liabilities of Crescent Mortgage Services, Inc., Atlanta, Georgia.

- Approved, December 5, 2003

Bank Holding Companies

Dallas

City Bancshares, Inc., Corsicana, Texas, and City Bancshares of Delaware, Inc., Dover, Delaware -- to become bank holding companies through the acquisition of City National Bank, Corsicana.

- Approved, December 3, 2003

Dallas

Daingerfield Holding Company, Daingerfield, Texas -- to become a bank holding company through the acquisition of The National Bank of Daingerfield.

- Approved, December 5, 2003

Atlanta

First National Bankshares of Florida, Inc., Naples, Florida -- to acquire First National Wealth Management Company and Roger Bouchard Insurance, Inc., Clearwater, and thereby engage in insurance agency activities.

- Withdrawn, December 2, 2003

Atlanta

First National Bankshares of Florida, Inc., Naples, Florida -- to become a bank holding company through the acquisition of First National Bank of Florida, and election to become a financial holding company.

- Approved, December 2, 2003

Chicago

MSB Holding, Inc., Montrose, Michigan -- to become a bank holding company through the acquisition of Montrose State Bank.

- Approved, December 5, 2003

Richmond

New Century Bancorp, Inc., Dunn, North Carolina -- to acquire New Century Bank of Fayetteville, Fayetteville, a de novo bank.

- Approved, December 4, 2003

Atlanta

Pinnacle Financial Partners, Inc., Nashville, Tennessee -- commitment waiver request.

- Withdrawn, December 3, 2003

Bank Holding Companies

Atlanta

PSB BancGroup, Inc., Lake City, Florida -- commitment waiver request.
- Withdrawn, December 4, 2003

Dallas

Texoma Holding Company, Inc., Dover, Delaware -- to become a subsidiary holding company of North American Bancshares, Inc., Sherman, Texas, through the acquisition of American Bank of Texas.
- Registration granted, December 3, 2003

Bank Mergers

San Francisco

North Valley Bank, Redding, California -- to merge with Six Rivers Bank, Eureka, and thereby acquire eight Northern California branches.
- Approved, December 3, 2003

Change In Bank Control

St. Louis

Poplar Bluff Banc Company, Poplar Bluff, Missouri -- change in bank control.
- Permitted, December 2, 2003

Competitive Factors Reports

Atlanta

1st National Bank & Trust, Bradenton, Florida -- report on competitive factors of the proposed merger with The Trust Company of Florida, Englewood.
- Submitted, December 4, 2003

Dallas

American Bank of Texas, N.A., Marble Falls, Texas -- report on competitive factors of the proposed merger with American Bank of Texas, N.A., Fredericksburg.
- Submitted, December 5, 2003

Competitive Factors Reports

St. Louis

Bank of Cave City, Cave City, Arkansas -- report on competitive factors of the proposed purchase of certain assets and assumption of certain deposit liabilities of the Strawberry branch of First Community Bank, Jonesboro.
- Submitted, December 5, 2003

Boston

Bar Harbor Banking and Trust Company, Bar Harbor, Maine -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of the Rockland office of Androscoggin Savings Bank, Lewiston.
- Submitted, December 5, 2003

Kansas City

Beverly State Bank, Beverly, Kansas -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of the Hunter and Sylvan Grove branches of 1st Financial Bank, Overland Park.
- Submitted, December 2, 2003

Atlanta

CenterState Bank Mid Florida, Leesburg, Florida -- report on competitive factors of the proposed purchase of assets and assumption of deposit liabilities of the Clermont and Groveland branches of Community National Bank of Pasco County, Zephyrhills.
- Submitted, December 3, 2003

Kansas City

Fidelity Bank, Wichita, Kansas -- report on competitive factors of the proposed merger with Bridgeview Bank, N.A., Oklahoma City, Oklahoma.
- Submitted, December 3, 2003

St. Louis

First Central Bank, Warrensburg, Missouri -- report on competitive factors of the proposed purchase of assets and assumption of liabilities of the Higginsville branch of Bank Midwest, N.A., Kansas City.
- Submitted, December 1, 2003

Competitive Factors Reports

Atlanta

FNBI Interim Bank, N.A., St. Marys, Georgia -- report on competitive factors of the proposed merger with First National Bank, Orange Park, Florida.

- Submitted, December 3, 2003

Extensions Of Time

New York

The Adirondack Trust Company Employee Stock Ownership Trust, Saratoga Springs, New York -- extension to March 4, 2004, to become a bank holding company with respect to 473 Broadway Holding Corporation and The Adirondack Trust Company.

- Granted, December 3, 2003

Boston

Central Bancorp, Inc., Somerville, Massachusetts -- extension to October 23, 2004, to effect a change in bank control.

- Granted, December 4, 2003

Richmond

The Community Bank of Virginia, Midlothian, Virginia -- extension to February 12, 2004, to become a member of the Federal Reserve System.

- Granted, December 3, 2003

Atlanta

Freedom Bancshares, Inc., Commerce, Georgia -- extension to March 22, 2004, to become a bank holding company through the acquisition of Freedom Bank of Georgia, a de novo bank.

- Granted, December 3, 2003

Membership

Philadelphia

Republic First Bank, Philadelphia, Pennsylvania -- request to waive the six months' notice of withdrawal from membership in the Federal Reserve System.

- Granted, December 5, 2003

District 1

Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, December 6, 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>
4(c)(8)	Boston Private Financial Holdings, Inc, Boston, Massachusetts – 4(c)(8) notification to acquire 80 percent of the voting shares of Dalton, Greiner, Hartman, Maher & Co., LLC and thereby indirectly acquire DGHM Management LLC, both of New York, New York	Fed Reg – 12/26/2003

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 2

Federal Reserve Bank of New York

Applications and notifications filed during the week ending Saturday, December 6, 2003

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Banco Popular North America, New York, New York, to establish an Interstate Branch at 1600 E. Lamar Blvd., Suite 270, Arlington, Texas.	Newspaper – 12/19/2003
Branch	Tioga State Bank, Spencer, New York, to establish a branch office at 525 Hooper Road, Endwell, New York.	Newspaper – 12/19/2003
Branch	Tioga State Bank, Spencer, New York, to establish a branch office at 1430 Front Street, Binghamton, New York.	Newspaper – 12/19/2003

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>
4c8	JPMorgan Chase & Company, New York, New York, seeks prior approval of the Board of Governors of the Federal Reserve System, to acquire Chase FSB, Newark, Delaware, a de novo federal savings bank, and thereby engage in operating a federal savings bank.	Fed Reg – 01/04/2004

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

<i>Type</i>	<i>Application</i>
Edge	HSBC Bank USA, Buffalo, New York, hereby requests the approval to amend the Articles of Association of HSBC Republic International Bank (Miami), an Edge Corporation wholly-owned by HSBC Bank USA.

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, December 6, 2003

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	New Century Bank, Phoenixville, PA to establish a branch office at 155 East Lancaster Avenue, Wayne, PA, a/k/a 151 East Lancaster Avenue, Wayne, PA	Newspaper – 12/05/2003

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.

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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 4

Federal Reserve Bank of Cleveland

Applications and notifications filed during the week ending Saturday, December 6, 2003

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18(C), Other	Application by The First State Bank of West Manchester, West Manchester, Ohio ("First State") to acquire UMW Acquisition Corp, DeGraff, Ohio, an interim federally chartered savings association and wholly owned subsidiary of MSB Financial Corporation, De Graff, Ohio ("MSB") AND Request by MSB to waive application filing requirements of section 3 with its acquisition of First State AND Request by First State to cancel its Federal Reserve Membership.	Newspaper - 12/20/2003

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)	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 - 12/04/2003 Fed Reg - 12/01/2003
3(a)(5), 4(c)(8)	National City Corporation, Cleveland, Ohio, to acquire Allegiant Bancorp, Inc., St. Louis, Missouri, pursuant to sections 3 and 4 of the Bank Holding Company Act.	Newspaper - 11/23/2003 Fed Reg - N/Avail

Section III – Applications subject to Federal Register notice only

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

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

<i>Type</i>	<i>Application</i>
COM	Request by Sky Financial Group, Inc., Bowling Green, Ohio, for an additional one-year extension of time to divest impermissible real estate acquired through its acquisition of Metropolitan Financial Corporation, Mentor, Ohio, in April 2003.

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

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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, December 6, 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

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					<i>LrgBk</i>	<i>SmBk</i>
667524	The Bank of Charlotte County 101 Berkley Street Phenix, Virginia 23959	09/22/2003	12/04/2003	S		X

Section VI – CRA examinations scheduled for 1st Quarter of 2004

<i>Institution</i>	<i>Location</i>
First Charter Bank	Charlotte, North Carolina
RBC Centura Bank	Rocky Mount, North Carolina
Highlands Union Bank	Abingdon, Virginia
Miners Exchange Bank	Coeburn, Virginia
Second Bank & Trust	Culpeper, Virginia
SuffolkFirst Bank	Suffolk, Virginia
Resource Bank	Virginia Beach, Virginia
The Fauquier Bank	Warrenton, Virginia

District 6

Federal Reserve Bank of Atlanta

Applications and notifications filed during the week ending Saturday, December 6, 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 971 Cassart Avenue, Jacksonville, Florida, to be known as the Cassat Branch.*	Newspaper-12/18/2003
Branch	First Southern Bank, Boca Raton, Florida, to establish a branch located at 2419 E. Commercial Boulevard, Fort Lauderdale, Florida.*	Newspaper-12/05/2003
Branch	Regions Bank, Birmingham, Alabama, to establish a branch located at 50 North Front Street, Suite 100, Memphis, Tennessee.*	Newspaper-12/09/2003

*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)	Citizens Banking Corporation, Frostproof, Florida, to acquire 12.63 percent of the outstanding shares of American Banking Corporation, Lake Wales, Florida, and thereby indirectly acquire American Bank and Trust, Lake Wales, Florida.*	Newspaper-12/20/2003 Fed Reg-12/23/2003
3(a)(1)	PBFC Holding Company, Bude, Mississippi, to become a bank holding company by acquiring Peoples Bank of Franklin County, Bude, Mississippi.*	Newspaper-01/02/2004 Fed Reg-01/04/2004
CIC	Phenix-Girard Bancshares, Inc., Phenix City, Alabama, after-the-fact change in control for the John M. Dudley, Sr. Irrevocable Family Trust, John M. Dudley, Jr., and Leslie Green, as trustees, all of Smith's Station, Alabama, to retain 99.99 percent of the outstanding shares of Phenix-Girard Bancshares, and its subsidiary, Phenix-Girard Bank, both of Phenix City, Alabama.	Newspaper-12/25/2003 Fed Reg-12/10/2003

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)(5)	Alabama National Bancorporation, Birmingham, Alabama, to merge with Indian River Banking Company, and thereby acquire its subsidiary, Indian River National Bank, both of Vero Beach, Florida.*	Newspaper-12/18/2003 Fed Reg-12/15/2003
CIC	CenterState Banks of Florida, Inc., Winter Haven, Florida, prior change in control notice by Lawrence Wayne Maxwell, Anita Kay Maxwell, and Lawrence Todd Maxwell, all of Lakeland, Florida, to collectively acquire an additional 10.12 percent of the outstanding shares of CenterState Banks of Florida, Inc., and its subsidiary, CenterState Bank of Florida, both of Winter Haven, Florida. Total ownership will equal 19.90 percent.	Newspaper-12/21/2003 Fed Reg-12/18/2003
3(a)(1)	Signature Financial Holdings, Inc., St. Petersburg, Florida, to become a bank holding company by acquiring 100 percent of the outstanding shares of Signature Bank, St. Petersburg, Florida.*	Newspaper-12/24/2003 Fed Reg-12/29/2003

*Subject to the provisions of the Community Reinvestment Act.

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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<i>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 7

Federal Reserve Bank of Chicago

Applications and notifications filed during the week ending Saturday, December 6, 2003

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	1st Source Bank, South Bend, Indiana, to establish a branch facility to be located at 926 Erskine Plaza, South Bend, Indiana.*	Newspaper – N/Avail
18C & Branches	Unionbank, Streator, Illinois, to merge with Unionbank/Northwest, Hanover, Illinois, and Unionbank/West, Macomb, Illinois, and thereby to establish 7 branches.*	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 Norman Wirkler, Carbondale, Colorado, to control 33.90 percent and by the Wirkler Family (Norman Wirkler, Carbondale, CO; Mary Wirkler, Colorado Springs, CO; Helen Wirkler, Dallas, TX; and Loma Mowat, Burr Ridge, IL) to gain control of 39.52 percent of Garnavillo Bank Corporation, Garnavillo, Iowa and thereby indirectly gain control of Garnavillo Savings Bank, Garnavillo, Iowa.	Fed Reg – 12/12/2003 Newspaper – 12/09/2003
CIC	Notice by Randall E. Vail, Lake Mills, Wisconsin, to increase his ownership above 25 percent of The Greenwood's Bancorporation, Inc., Lake Mills, Wisconsin, and thereby indirectly acquire The Greenwood's State Bank, Lake Mills, Wisconsin.	Fed Reg – 12/04/2003 Newspaper – 12/09/2003
3(a)(3)	Prairieland Bancorp Employee Stock Ownership Plan and Trust, Bushnell, Illinois, to increase its ownership from 44.33 percent to 49.47 percent of Prairieland Bancorp, Inc., Bushnell, Illinois, and thereby indirectly acquire Farmers and Merchants State Bank, Bushnell, Illinois.*	Fed Reg – 01/05/2004 Newspaper – 12/30/2003

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

CIC	Notice by JP Family Limited Partnership, Springfield, Illinois; Catherine J. Gonzalez, Springfield, Illinois, as trustee of the Catherine J. Gonzalez Declaration of Trust; Paul E. Presney, II, Rochester, Illinois; Jane J. Presney, Springfield, Illinois, as trustee of the Jane J. Presney Declaration of Trust; Paul E. Presney, Sr., Springfield, Illinois, as trustee of the Paul E. Presney, Sr. Declaration of Trust, to retain control of 34.79 percent of the voting shares of Will Bancorp, Inc., Williamsville, Illinois, and thereby indirectly acquire Williamsville State Bank and Trust, Williamsville, Illinois.	Fed Reg – 12/18/2003 Newspaper – N/Avail
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* 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>
Membership	East Dubuque Savings Bank, Dubuque, Iowa, to become a member in the Federal Reserve System.
Withdrawal from Membership	The Farmers Bank of Mt. Pulaski, Mount Pulaski, Illinois, notification of withdrawal of membership from the Federal Reserve System.

Section V – Availability of CRA public evaluations

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

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

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
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, December 6, 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 Bale South Central Family Limited Partnership, Horse Cave, Kentucky ("Partnership"), to gain control of South Central Bancshares of Kentucky, Inc., Horse Cave, Kentucky ("Bancshares"). Partnership is a proposed "qualified family partnership." Its general partner will be the Bale South Central Trust, Horse Cave, Kentucky ("Trust"). The trustees of the Trust will be Thomas M. Bale, Cave City, Kentucky; Lester D. Bale, Horse Cave, Kentucky; William O. Bale, LaFollette, Tennessee; Ellen L. Bale, Glasgow, Kentucky; and Ruth H. Bale, Bowling Green, Kentucky. Bancshares is a multi-bank holding company with a controlling ownership interest in First Deposit Bancshares, Inc., Tompkinsville, Kentucky, which owns South Central Savings Bank, FSB, Elizabethtown, Kentucky, and South Central Bank of Monroe County, Tompkinsville, Kentucky. Bancshares also holds a controlling ownership interest in United Central Bancshares, Inc., Bowling Green, Kentucky, which owns South Central Bank of Bowling Green, Inc., Bowling Green, Kentucky. Bancshares also holds a controlling ownership interest in First United Bancshares, Inc., Glasgow, Kentucky, which owns South Central Bank of Barren County, Inc., Glasgow, Kentucky. Bancshares also holds a controlling ownership interest in South Central Bank of Daviess County, Inc., Owensboro, Kentucky. (Previously submitted during the weeks ending October 18 and October 25, 2003.)	Newspaper – 11/06/2003 Fed Reg – 12/26/2003

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 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>
242	First Community Bank Xenia -Flora Xenia, Illinois	08/18/2003	12/02/2003	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, December 6, 2003

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	First American Bank & Trust, Madison, South Dakota, proposes to establish a branch at 832 St. Joseph Street, Rapid City, South Dakota.*	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 Connie Sue Hoff, Curtis Robert Sheely, and Brian Dean Wolff all of Adams, Minnesota to gain control of Adams Bancshares, Inc., Adams, Minnesota, and thereby indirectly gain control of Farmers State Bank of Adams, Adams, Minnesota.	Fed Reg-12/15/2003 Newspaper – 12/10/2003
CIC	Change in control notice by Kent Evans Nyberg as trustee, Grand Rapids, Minnesota to acquire control of First National Agency Company of Deer River, Deer River, Minnesota, and thereby indirectly acquire control of First National Bank of Deer River, Deer River, Minnesota.	Fed Reg-12/10/2003 Newspaper – N/Avail
3(a)(1)	Gateway Bancorporation, Minneapolis, Minnesota, to become a bank holding company by acquiring 100 percent of Gateway Bank, Mendota Heights, Minnesota, a de novo bank.*	Fed Reg – 12/19/2003 Newspaper – 12/21/2003

*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>
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>
2352507	BANKFIRST, Sioux Falls, South Dakota	06/23/2003	12/03/2003	S	X	
210256	Wadena State Bank, Wadena, Minnesota	08/18/2003	12/03/2003	S		X
656153	First Valley Bank, Seeley Lake, Montana	08/18/2003	12/03/2003	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, December 6, 2003

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18(c)	United Bank & Trust, Marysville, Kansas (formerly State Bank of Axtell, Axtell, Kansas), to purchase certain assets and assume certain liabilities of the Clay Center, Kansas; Concordia, Kansas; Linn, Kansas; Marysville, Kansas (1016 Broadway and 823 Broadway); Sabetha, Kansas (511 Paramount, 935 Main Street, and 1001 Main Street); Seneca, Kansas (602 North Street and 502 Main Street); and Washington, Kansas branches of Gold Bank, Leawood, Kansas.	Newspaper - N/Avail

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(1)	UBT Bancshares, Inc., Marysville, Kansas, to become a bank holding company through the acquisition of 100 percent of the voting shares of United Bank & Trust, Marysville, Kansas (formerly State Bank of Axtell, Axtell, Kansas).	Newspaper - N/Avail Fed Reg - N/Avail
3(a)(3)	SSB Management LLC, Wilber, Nebraska, to acquire an additional 27.78 percent, for a total of 50 percent of the voting shares of Wilber Co., Wilber, Nebraska, parent of Saline State Bank, Wilber, Nebraska.	Newspaper - 12/19/2003 Fed Reg - 12/15/2003
3(a)(3)	Lindoe, Inc., Ordway, Colorado, to acquire 100 percent of the voting shares of First National Bank of Lake City & Creede, Lake City, Colorado.	Newspaper - N/Avail Fed Reg - 01/02/2004
3(a)(3)	First Okmulgee Corporation, Okmulgee, Oklahoma, to acquire up to 12.65 percent of the voting shares of Coffeyville Bancorp, Inc., Coffeyville, Kansas, and thereby indirectly acquire CSB Bancorp, Inc., Coffeyville, Kansas, parent of Community State Bank, Coffeyville, Kansas.	Newspaper - 12/21/2003 Fed Reg - 12/23/2003
CIC	Notice by Robert M. Alexander, Calhan, Colorado, to acquire control of Financial Services of the Rockies, parent of First National Bank of Colorado Springs, both of Colorado Springs, Colorado.	Newspaper - N/Avail Fed Reg - 12/26/2003

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
CIC	Notice by Jeffrey Reder, Westminster, Colorado; William Schmidt, Westminster, Colorado; and Tschudy Schmidt, Fort Collins, Colorado, to acquire control of Mountain States Bancorporation, Inc., Denver, Colorado, parent of Mountain States Bank, Denver, Colorado.	Newspaper - N/Avail Fed Reg - 12/22/2003

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.

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>
898458	Bank of Jackson Hole 990 W. Broadway Jackson, Wyoming 83002	09/08/2003	12/04/2003	S	X	
177957	Peoples Bank 4831 W. 6 th Lawrence, Kansas 66049	09/08/2003	12/05/2003	S	X	

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

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

District 11

Federal Reserve Bank of Dallas

Applications and notifications filed during the week ending Saturday, December 6, 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)	Southwest Bancorporation of Texas, Inc., Houston, TX, and Southwest Holding Delaware, Inc., Wilmington, DE, to acquire Reunion Bancshares, Inc., Dallas, TX Reunion Bancshares-Delaware, Inc., Dover, DE, and Lone Star Bank, Dallas, TX*	Fed Reg – 01/02/2004 Newspaper – 12/26/2003

* 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)	Fort Worth Bancshares, Inc., Fort Worth, TX, and Fort Worth Bancorporation, Inc., Wilmington, DE, to acquire Fort Worth National Bank, Fort Worth, TX*	
3(a)(1)	Fort Worth Bancorporation, Inc., Wilmington, DE, to acquire Fort Worth National Bank, Fort Worth, TX*	
Member	Texas Star Bank, Van Alstyne, TX, to become a member of the Federal Reserve System	

* 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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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 12

Federal Reserve Bank of San Francisco

Applications and notifications filed during the week ending Saturday, December 6, 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)	First Commerce Bancorp, Encino, California, to become a bank holding company by acquiring 100 percent of First Commerce Bank, Encino, California.*	Newspaper – N/Avail Fed Reg – 01/05/2004

* 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	Mission Community Bank, San Luis Obispo, California, to become a member of the Federal Reserve System.

Section V – Availability of CRA public evaluations

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

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<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	
