
Federal Reserve Release



H.2

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

No. 51

Week Ending December 20, 2003

Advisory Councils

Consumer Advisory Council -- appointment of nine new members and designation of Agnes Bundy Scanlan as Chair and Mark Pinsky as Vice Chair for 2004.

- Approved, December 19, 2003

Bank Holding Companies

The Royal Bank of Scotland Group plc, Edinburgh, Scotland; The Royal Bank of Scotland plc, RBSG International Holdings Ltd., and Citizens Financial Group, Inc., Providence, Rhode Island -- to acquire Thistle Group Holdings, Co., Philadelphia, Pennsylvania, and its subsidiary savings association, Roxborough-Manayunk Bank.

- Approved, December 17, 2003

Wells Fargo & Company, San Francisco, California -- commenter's request for reconsideration of the Board's approval of the application to acquire Pacific Northwest Bancorp, Seattle, Washington.

- Denied, December 15, 2003

Bank Mergers

Fifth Third Bank, Grand Rapids, Michigan -- commenter's request for review of the approval by the Federal Reserve Bank of Cleveland of the applications to merge with Fifth Third Bank Indiana, Fifth Third Bank Florida, Fifth Third Bank Kentucky, and Fifth Third Bank Northern Kentucky and thereby establish branches as part of a corporate reorganization.

- Denied, December 19, 2003

Currency

Federal Reserve Notes -- new currency budget for 2004.

- Approved, December 16, 2003

Forms

Community Reinvestment Act Disclosure Report -- final review of proposal to extend without revision the Disclosure and Reporting Requirements of CRA-Related Agreements (Reg. G).

- Approved, December 18, 2003

Forms

Forms -- final review of proposals to extend without revision the Semiannual Report of Derivatives Activity (FR 2436) and Domestic Branch Notification (FR 4001) and to conduct the Central Bank Survey of Foreign Exchange and Derivatives Market Activity (FR 3036).

- Approved, December 15, 2003

Regulations And Policies

Regulation CC (Availability of Funds and Collection of Checks) -- request for comment on proposed amendments to implement the Check 21 Act (Docket No. R-1176).

- Approved, December 16, 2003

Reserve Bank Operations

Reserve Bank Budgets -- operating and capital budgets for the Federal Reserve Banks, and capital budgets for Federal Reserve Information Technology (FRIT) and Office of Employee Benefits for 2004.

- Approved, December 17, 2003

Enforcement

Credit Lyonnais, S.A., Paris, France -- issuance of a civil money penalty and consent cease and desist order against Credit Lyonnais; initiation of a formal enforcement action against Jean Peyrelevade, former chairman and chief executive officer of Credit Lyonnais; and written agreement between Credit Agricole, the parent of Credit Lyonnais, and the Federal Reserve Bank of New York.

- Announced, December 18, 2003

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

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

Bank Branches, Domestic

Chicago

Comerica Bank, Detroit, Michigan -- to establish a branch at 5370 Jackson Road, Scio Township.

- Approved, December 19, 2003

Kansas City

Community Banks of Colorado, Greenwood Village, Colorado -- to establish a branch at 3473 West 32nd Avenue, Denver.

- Approved, December 15, 2003

Atlanta

Regions Bank, Birmingham, Alabama -- to establish a branch at 50 North Front Street, Memphis, Tennessee.

- Approved, December 16, 2003

Bank Holding Companies

Minneapolis

American Bancorporation, Minneapolis, Minnesota -- relief from a commitment.

- Granted, December 18, 2003

Secretary

BancTrust Financial Group, Inc., Mobile, Alabama -- to merge with CommerceSouth, Inc., Eufaula, and thereby acquire CommerceSouth Bank, Eufaula, and CommerceSouth Bank, Santa Rosa Beach, Florida.

- Approved, December 15, 2003

New York

Bridge Street Financial, Inc., Oswego, New York -- relief from a commitment.

- Withdrawn, December 15, 2003

Bank Holding Companies

Atlanta

Crews Banking Corporation, Wauchula, Florida -- to merge with DeSoto Banking Corporation, Arcadia, and thereby acquire The First State Bank of Arcadia, and to acquire Englewood Acquisition Bank, Englewood.

- Approved, December 17, 2003

Dallas

DCB Financial Corporation, Dallas, Texas, and DCB Delaware Financial Corp., Wilmington, Delaware -- to become bank holding companies through the acquisition of Dallas City Bank, Dallas, a de novo bank.

- Approved, December 18, 2003

San Francisco

Five Star Bancorp, Rocklin, California -- to acquire Five Star Bank Natomas, Sacramento.

- Approved, December 18, 2003

San Francisco

Great Basin Financial Corporation, Elko, Nevada -- relief from a commitment.

- Granted, December 19, 2003

St. Louis

Kampsville Bancshares, Inc., Kampsville, Illinois -- to become a bank holding company through the acquisition of Bank of Kampsville.

- Approved, December 16, 2003

Chicago

LDF, Inc., Chicago, Illinois -- to become a bank holding company through the acquisition of Labe Bank.

- Withdrawn, December 18, 2003

St. Louis

Midland States Bancorp, Inc., Effingham, Illinois -- to acquire Sun Security Bank of America, Ellington, Missouri, and to merge Midland's subsidiary, Effingham State Bank, Effingham, with Sun Security Bank of America and thereby establish a branch in Chesterfield, Missouri.

- Approved, December 16, 2003

Bank Holding Companies

Secretary

NewAlliance Bancshares, Inc., New Haven, Connecticut -- commenters' requests to extend the comment period on the application to become a bank holding company through the acquisition of The New Haven Savings Bank; Connecticut Bancshares, Inc., Manchester; and Alliance Bancorp of New England, Inc., Vernon.
- Denied, December 19, 2003

Dallas

Professional Capital, Inc., Dallas, Texas, and Professional Capital of Delaware, Inc., Wilmington, Delaware -- to become bank holding companies through the acquisition of Professional Bank, National Association, Dallas, a de novo bank.
- Approved, December 18, 2003

Atlanta

Sterling BancGroup, Inc., Lantana, Florida -- to acquire Sterling Bank on its conversion from a federal savings bank to a commercial bank.
- Approved, December 19, 2003

Change In Bank Control

Atlanta

Saint Francisville Bancshares, Inc., Saint Francisville, Louisiana -- change in bank control.
- Permitted, December 15, 2003

Competitive Factors Reports

Richmond

The Community Bank, Pilot Mountain, North Carolina -- report on competitive factors of the proposed merger with Interim Community Bank.
- Submitted, December 15, 2003

San Francisco

Dillard National Bank, Gilbert, Arizona -- report on competitive factors of the proposed purchase of assets and assumption of liabilities of Dillard National Bank, Baton Rouge, Louisiana.
- Submitted, December 19, 2003

Competitive Factors Reports

San Francisco

First Hawaiian Bank, Honolulu, Hawaii -- report on competitive factors of the proposed merger with FH Center, Inc., and FHB Properties, Inc.

- Submitted, December 19, 2003

Richmond

First South Bank, Washington, North Carolina -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of the New Bern and Greenville branches of National Bank of Commerce, Memphis, Tennessee.

- Submitted, December 15, 2003

Minneapolis

First State Bank of Finlayson, Finlayson, Minnesota -- report on competitive factors of the proposed merger with First State Bank of Floodwood, Floodwood.

- Submitted, December 17, 2003

San Francisco

Pacific Capital Bank, National Association, Santa Barbara, California -- report on competitive factors of the proposed merger with Pacific Crest Bank, Agoura Hills.

- Submitted, December 16, 2003

Boston

Providian National Bank, Tilton, New Hampshire -- report on competitive factors of the proposed merger with Providian Bank, Salt Lake City, Utah.

- Submitted, December 11, 2003 (AC)

Philadelphia

Sovereign Bancorp, Inc., Wyomissing, Pennsylvania -- report on competitive factors of the proposed acquisition of First Essex Bank, Lawrence, Massachusetts.

- Submitted, December 15, 2003

Kansas City

State Bank of Bern, Bern, Kansas -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of United Bank & Trust, Axtell.

- Submitted, December 15, 2003

Competitive Factors Reports

Atlanta

Thomasville National Bank, Thomasville, Georgia -- report on competitive factors of the proposed merger with TNB Financial Services, Inc.

- Submitted, December 15, 2003

Richmond

TowneBank, Portsmouth, Virginia -- report on competitive factors of the proposed merger with Harbor Bank, Newport News.

- Submitted, December 16, 2003

Atlanta

Trustmark Corporation, Jackson, Mississippi -- report on competitive factors of the proposed merger of Trustmark National Bank and Plaza Bank, San Antonio, Texas.

- Submitted, December 17, 2003

Extensions Of Time

Dallas

A.N.B. Holding Company, Ltd., Terrell, Texas -- extension to March 13, 2004, to acquire an interest in The ANB Corporation, The ANB Delaware Corporation, and American National Bank.

- Granted, December 13, 2003 (AC)

Financial Holding Companies

Director, BS&R

SinoPac Holdings, Taipei, Taiwan, Bank SinoPac, and SinoPac Bancorp, Los Angeles, California -- elections to become financial holding companies.

- Effective, December 19, 2003

Chicago

Waukesha Bankshares, Inc., Waukesha, Wisconsin -- election to become a financial holding company.

- Effective, December 18, 2003

Membership

Dallas

Texas Star Bank, Van Alstyne, Texas -- to become a member of the Federal Reserve System.

- Approved, December 19, 2003

Kansas City

Union State Bank, Everest, Kansas -- to become a member of the Federal Reserve System.

- Approved, December 19, 2003

Regulations And Policies

Director, C&CA

Regulation C -- annual notice of the asset-size exemption threshold for depository institutions under the Home Mortgage Disclosure Act.

- Approved, December 18, 2003

District 1
Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, December 20, 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, December 20, 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	Bayerische Hypo-und Vereinsbank AG and Munchener Ruckversicherungs-Gesellschaft AG, both of Munich, Germany, to engage de novo, through HVB Global Assets Company, L.P., in extending and servicing of loans or other extensions of credit.	Fed Reg – N/Avail

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

<i>Type</i>	<i>Application</i>	
3A1	Mariner's Bancorp, Edgewater, New Jersey, to become a one-bank holding company, by acquiring Mariner's Bank, Edgewater, New Jersey.	
Member	Adirondack Bank, National Association, Utica, New York. Membership conversion to become a member of the Federal Reserve System.	

Section V – Availability of CRA public evaluations

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

Section VI – CRA examinations scheduled for Quarter of

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

District 3

Federal Reserve Bank of Philadelphia

Applications and notifications filed during the week ending Saturday, December 20, 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, December 20, 2003

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
*Branch	Applications by Fifth Third Bank, Grand Rapids, MI to establish branches at 33133 West 12 Mile Rd., Farmington Hills, MI; 2301 Gezon Parkway, Wyoming, MI; 1190 West Argyle St., Jackson, MI; 2112 Jolly Rd., Okemos, MI; 1710 Maple Ave., Evanston, IL; 1 North Wacker Dr., Chicago, IL; 235 West Rand Rd., Mt. Prospect, IL; 1366 South Milwaukee Ave., Libertyville, IL; and 460 South Randall Rd. South Elgin, IL pursuant to Section 208.6 of Regulation H.	Newspaper – 12/19/2003
*Branch	Applications by Fifth Third Bank, Cincinnati, OH to establish branches at 7700 Cox Rd., West Chester, OH and 5100 Terra Firma Dr., Mason, OH pursuant to Section 208.6 of Regulation H.	Newspaper – 12/25/2003
*18C	Application by The First State Bank of West Manchester, West Manchester, OH to acquire UMW Acquisition Corp., DeGraff, OH an interim federally chartered savings association.	Newspaper – 12/20/2003

*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>
*3A1	Application by PSB Holdings, Inc., New Matamoras, OH to become a holding company by acquiring The Peoples Savings Bank, New Matamoras, OH.	Newspaper – 12/04/2003 Fed Reg – 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>
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 5

Federal Reserve Bank of Richmond

Applications and notifications filed during the week ending Saturday, December 20, 2003

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18(c)	Capital Bank, Greenwood, South Carolina, to merge with The Bank of Abbeville, Abbeville, South Carolina.*	Newspaper – 01/08/2004
18(c)	The Patapsco Bank, Dundalk, Maryland, to merge with Parkville Federal Savings Bank, Baltimore, Maryland.*	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>
3(a)(3)	Community Capital Corporation, Greenwood, South Carolina, to acquire 100% of the voting shares of Abbeville Capital Corporation, Abbeville, South Carolina.*	Fed Reg – 01/12/2004 Newspaper – 01/08/2004

*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>
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 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>
886624	Bruceton Bank Morgantown Street Bruceton Mills, West Virginia 26525	09/29/2003	12/14/2003	S		X
1190074	Virginia Commerce Bank 5350 Lee Highway Arlington, Virginia 22207-1608	09/29/2003	12/14/2003	S	X	

Section VI – CRA examinations scheduled for

Quarter of

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

District 6

Federal Reserve Bank of Atlanta

Applications and notifications filed during the week ending Saturday, December 20, 2003

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	SunTrust Bank, Atlanta, Georgia, to establish branches at the following locations: the northwest corner of Lightner Road and James Madison Highway, Haymarket, Virginia, to be known as the Dominion Valley Office; the intersection of Loudoun County Parkway and U.S. Highway 50, South Riding, Virginia, to be known as the South Riding Office; and 7451 Mount Vernon Square, Alexandria, Virginia, to be known as the Mount Vernon Square Office.*	Newspaper-12/26/2003
Branch	First Southern Bank, Boca Raton, Florida, to establish a branch located at 2419 E. Commercial Boulevard, Fort Lauderdale, Florida.*	Newspaper-12/31/2003

*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)	Community Bancshares of Mississippi, Inc., Brandon, Mississippi, to acquire 100 percent of the outstanding shares of Security Bancshares, Inc., along with its subsidiary, Security Bank, both of Amory, Mississippi.*	Newspaper-N/Avail Fed Reg-01/16/2004

*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>
COM	Tennessee Commerce Bancorp, Inc., Franklin, Tennessee, commitment waiver request.

Section V – Availability of CRA public evaluations

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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 7

Federal Reserve Bank of Chicago

Applications and notifications filed during the week ending Saturday, December 20, 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 – 12/22/2003
18C & Branches	Irwin Union Bank and Trust Company, Columbus, Indiana, to purchase certain assets and certain deposit and other liabilities of Irwin Union Bank, F.S.B., Louisville, Kentucky, and thereby establish branches at 224 South 200 West, Suite 100, Salt Lake City, Utah, and 401 N. Buffalo, Suite 200, Las Vegas, Nevada.*	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 Steven Joseph Bonnet, East Dubuque, Illinois, to control 50.04 percent of East Dubuque Bancshares, Inc., East Dubuque, Iowa.	Fed Reg – N/Avail Newspaper – N/Avail
3(a)(5)	Fentura Financial, Inc., Fenton, Michigan, to merge with West Michigan Financial Corporation, Hudsonville, Michigan, and thereby indirectly acquire West Michigan Community Bank, Hudsonville, Michigan.*	Fed Reg – 01/09/2004 Newspaper – N/Avail
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 – 12/15/2003

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)	Will County Bancorp, Inc., Shorewood, Illinois, to become a bank holding company by acquiring up to 100 percent of the voting shares of Bank of Shorewood, Shorewood, Illinois.*	Fed Reg – N/Avail Newspaper – 01/12/2004

* 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>
4(c)(8)	ICNB Financial Corporation, Ionia, Michigan, to invest in Legacy Trust (in organization), Grand Rapids, Michigan, and thereby to engage in trust company functions.	Fed Reg – N/Avail

* Subject to the provisions of the Community Reinvestment Act

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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Section V – Availability of CRA public evaluations

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					<i>LrgBk</i>	<i>SmBk</i>
919942	Humboldt Trust & Savings Bank 506 Sumner Ave. P.O. Box 37 Humboldt, Iowa 50548-1759 (515) 332-1451	07/28/2003	12/15/2003	S		X
747846	Port Byron State Bank 124 N. Main St. Port Byron, Illinois 61275 (309) 523-2161	08/11/2003	12/16/2003	S		X
910042	Bank of Illinois in Normal 102 W. College Ave. Normal, Illinois 61761 (309) 452-1186	08/11/2003	12/16/2003	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, December 20, 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>
3A3	Mercantile Bancorp, Inc., Quincy, Illinois, to acquire up to 56.07 percent of Mid-America Bancorp, Inc., Leawood, Kansas, and thereby indirectly acquire Heartland Bank, Leawood, Kansas.*	Newspaper – 01/20/2004 Fed Red – 01/23/2004

* 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>
3A1	Patriot of Tennessee Corporation, Millington, Tennessee, to become a bank holding company by acquiring 100 percent of Patriot Bank, Millington, Tennessee.

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, December 20, 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	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

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)	Mountain West Financial Corporation, Helena, Montana, retroactive notice to engage in the activities of 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.

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

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

Section VI – CRA examinations scheduled for Quarter of

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

District 10

Federal Reserve Bank of Kansas City

Applications and notifications filed during the week ending Saturday, December 20, 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, Axtell, 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 - 01/03/2004
18(c)	Union Colony Bank, Greeley, Colorado, to purchase certain assets and assume certain liabilities of the Greeley, Colorado; Kersey, Colorado; Fort Lupton, Colorado; Platteville, Colorado; and Wellington, Colorado branches of Vectra Bank Colorado, N.A., Farmington, New Mexico.	Newspaper - 01/09/2004

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, Axtell, Kansas (formerly State Bank of Axtell, Axtell, Kansas).	Newspaper - 01/03/2004 Fed Reg - 01/05/2004
3(a)(3)	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	Notice by Landon N. Westbrook and Georgia K. Westbrook, both of Purcell, Oklahoma, to acquire control of Exchange Bancshares, Inc., parent of Exchange National Bank, both in Moore, Oklahoma.	Newspaper - 01/02/2004 Fed Reg - 01/02/2004
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 - 01/02/2004 Fed Reg - 12/22/2003

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 Joseph L. Durler and Loraine P. Durler, both of Syracuse, Kansas, to acquire control of Valley Bancorp, Inc., parent of Valley State Bank, both in Syracuse, Kansas.	Newspaper - 12/23/2003 Fed Reg - 01/02/2004

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	United Bank and Trust, Axtell, Kansas (formerly State Bank of Axtell, Axtell, Kansas), to become a member of the Federal Reserve System.
Membership	Union State Bank of Everest, Everest, Kansas, 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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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 11

Federal Reserve Bank of Dallas

Applications and notifications filed during the week ending Saturday, December 20, 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>number</i>	<i>Institution/Location</i>	<i>date</i>	<i>public date</i>	<i>rating</i>	<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for Quarter of

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

District 12

Federal Reserve Bank of San Francisco

Applications and notifications filed during the week ending Saturday, December 20, 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 Arnold Clair Benton and Neva Clair Benton, Reno, Nevada, to increase their ownership up to 13.03 percent of Heritage Bancorp, Reno, Nevada.*	Newspaper – N/Avail Fed Reg – 12/31/2003

* 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>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	
