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# Federal Reserve Release

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

*No. 11*

*Week Ending March 13, 2004*

**Bank Holding Companies**

Bank of America Corporation, Charlotte, North Carolina -- to merge with FleetBoston Financial Corporation, Boston, Massachusetts, and thereby acquire Fleet National Bank, Providence, Rhode Island; and Fleet Maine, National Association, South Portland, Maine.  
- Approved, March 8, 2004

**Regulations And Policies**

Interagency Guidance on Unfair or Deceptive Acts or Practices by State-Chartered Banks -- joint issuance, with the Federal Deposit Insurance Corporation, of guidance outlining standards used to determine when acts or practices by state-chartered banks are unfair or deceptive.  
- Approved, March 9, 2004

**Enforcement**

Credit Agricole, S.A., Paris, France, its Paris affiliates, Credit Agricole Indosuez and Credit Lyonnais, S.A.; its New York offices and affiliates; and the New York branches of Credit Agricole Indosuez and Credit Lyonnais, S.A. -- issuance, jointly with the New York State Banking Department, of a cease and desist order and order of assessment of a civil money penalty and monetary payment.  
- Announced, March 10, 2004

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<b>BS&amp;R</b>	Banking Supervision and Regulation	<b>RBOPS</b>	Reserve Bank Operations and Payment Systems
<b>C&amp;CA</b>	Consumer and Community Affairs	<b>IF</b>	International Finance
<b>FOMC</b>	Federal Open Market Committee	<b>OSDM</b>	Office of Staff Director for Management

**Bank Branches, Domestic**

## St. Louis

Arvest Bank, Fayetteville, Arkansas -- to establish a branch at 10615 East 81st Street, Tulsa, Oklahoma.

- Approved, March 8, 2004

## Atlanta

Bank of St. Petersburg, St. Petersburg, Florida -- to establish a branch at 201 North Franklin Street, Suite 100, Tampa.

- Approved, March 9, 2004

## St. Louis

Belgrade State Bank, Belgrade, Missouri -- to establish a drive-up branch at 801 East High Street, Potosi.

- Approved, March 10, 2004

## Kansas City

Farmers & Merchants Bank, Crescent, Oklahoma -- to establish a branch at 2211 South Division Street, Guthrie, and to increase its investment in bank premises.

- Approved, March 8, 2004

## New York

JPMorgan Chase Bank, New York, New York -- to establish a branch at 925 Highway 6, Sugarland, Texas.

- Approved, March 12, 2004

## Richmond

Monarch Bank, Chesapeake, Virginia -- to establish a branch at 318 West 21st Street, Norfolk.

- Approved, March 10, 2004

## Richmond

RBC Centura Bank, Rocky Mount, North Carolina -- to establish a branch at 1700 East Mitchell Hammock Road, Oviedo, Florida.

- Approved, March 10, 2004

### **Bank Branches, Domestic**

#### Atlanta

Regions Bank, Birmingham, Alabama -- to establish a branch at 5251 Westheimer Road, Suite 175, Houston, Texas.

- Approved, March 11, 2004

#### Chicago

Salin Bank and Trust Company, Indianapolis, Indiana -- to establish a branch at 324 East State Street, Fort Wayne.

- Approved, March 11, 2004

### **Bank Holding Companies**

#### Philadelphia

American Bank Incorporated, Allentown, Pennsylvania -- to acquire shares of PSB Bancorp, Inc., Philadelphia.

- Approved, March 11, 2004

#### Cleveland

Citizens Bancshares, Inc., Bluffton, Ohio -- to become a bank holding company through the acquisition of The Citizens National Bank.

- Withdrawn, March 9, 2004

#### Cleveland

First Commonwealth Financial Corporation, Indiana, Pennsylvania -- to acquire GA Financial, Inc., Pittsburgh.

- Approved, March 11, 2004

#### Atlanta

Firsttrust Corporation, New Orleans, Louisiana -- to acquire FBT Advisors, Inc. and thereby engage in financial and investment advisory activities; and to acquire FBT Investments, Inc. and thereby engage in agency transactional services for customer investments.

- Approved, March 11, 2004

### **Bank Holding Companies**

#### Atlanta

Hancock Holding Company, Gulfport, Mississippi -- to acquire Hancock Bank of Florida, Tallahassee, Florida, a de novo bank.

- Approved, March 11, 2004

#### Chicago

Maximum Bancshares, Inc., Huxley, Iowa -- to become a bank holding company through the acquisition of First State Bank.

- Approved, March 12, 2004

#### Minneapolis

Mountain West Financial Corp., Helena, Montana -- to engage in extending credit and servicing loans.

- Approved, March 8, 2004

#### Kansas City

Peoples State Bancshares, Inc., Tulsa, Oklahoma -- to become a bank holding company through the acquisition of Peoples State Bank.

- Approved, March 10, 2004

#### Director, BS&R

South Dakota Bancshares, Inc., Pierre, South Dakota -- to make an investment in SDBS Reinsurance Limited, Grand Turk, Turks & Caicos Islands, a de novo company.

- Approved, March 10, 2004

#### Minneapolis

South Dakota Bancshares, Inc., Pierre, South Dakota -- to establish SDBS Reinsurance Limited, Grand Turk, Turks & Caicos Islands, and thereby engage in underwriting credit life and credit accident and health insurance reinsurance.

- Approved, March 10, 2004

#### Dallas

Tolleson Wealth Management, Inc., Dallas, Texas, and Tolleson Wealth Management of Delaware, Inc. -- to become bank holding companies through the acquisition of Tolleson Private Bank; and to engage in nonbanking activities through the acquisition of TTG Services, Inc., Tolleson Private Wealth Management, LP, and Tolleson Funding LP.

- Approved, March 8, 2004

### **Bank Holding Companies**

#### Minneapolis

Yellowstone Trail Bancorporation, Ipswich, South Dakota -- to acquire the insurance agency assets of Ipswich State Bank and to engage through a de novo subsidiary, YTB Insurance, Inc., in insurance agency activities in a town with a population less than 5,000.  
- Approved, March 8, 2004

### **Bank Mergers**

#### Atlanta

Compass Bank, Birmingham, Alabama -- to merge with Guaranty National Bank of Tallahassee, Tallahassee, Florida.  
- Withdrawn, March 9, 2004

#### Atlanta

SouthTrust Bank, Birmingham, Alabama -- to merge with FloridaFirst Bank, Lakeland, Florida.  
- Application Not Withdrawn, March 5, 2004 (AC)

#### Dallas

Tradition Bancshares, Inc., Houston, Texas -- to acquire additional shares of Katy Bank, N.A., Katy; and for Tradition Bank, Houston, to merge with Katy Bank, N.A., Katy, and establish branches at 2117 Fry Road and 701 Pin Oak Street.  
- Approved, March 10, 2004

### **Change In Bank Control**

#### Dallas

First National Bancshares of Hico, Inc., Hico, Texas -- change in bank control.  
- Permitted, March 12, 2004

#### Philadelphia

Royal Bancshares of Pennsylvania, Inc., Narberth, Pennsylvania -- to retain control of Royal Bancshares of Pennsylvania.  
- Permitted, March 12, 2004

### **Change In Bank Control**

#### Atlanta

Sunset Bancorp, Inc., Sunset, Louisiana -- to retain control of Sunset Bancorp and its subsidiary, Bank of Sunset and Trust Company.

- Permitted, March 11, 2004

### **Competitive Factors Reports**

#### New York

The Bank of New York, New York, New York -- report on competitive factors of the proposed merger with J.P. Morgan Trust Company of New York.

- Submitted, March 11, 2004

#### Richmond

Citizens National Bank of Berkeley Springs, Berkeley Springs, West Virginia -- report on competitive factors of the proposed acquisition of certain assets and assumption of certain liabilities of the Hancock, Maryland, branch of The Fidelity Bank, Cumberland, and Farmers & Mechanics Bank, Frederick.

- Submitted, March 12, 2004

#### Philadelphia

County Bank, Rehoboth Beach, Delaware -- report on competitive factors of the proposed merger with First Option Merger Company.

- Submitted, March 10, 2004

#### Atlanta

Gainesville Bank & Trust, Gainesville, Georgia -- report on competitive factors of the proposed merger with Lumpkin County Bank, Dahlonega.

- Submitted, March 10, 2004

#### Richmond

Provident Bank of Maryland, Baltimore, Maryland -- report on competitive factors of the proposed merger with Southern Financial Bank, Warrenton, Virginia.

- Submitted, March 8, 2004

### **Competitive Factors Reports**

#### Dallas

Summit Bank, National Association, Fort Worth, Texas -- report on competitive factors of the proposed merger with Arlington National Bank, Arlington.  
- Submitted, March 9, 2004

#### Atlanta

TriStar Bank, Dickson, Tennessee -- report on competitive factors of the proposed acquisition of certain assets and assumption of deposit liabilities of the Dickson County branch of National Bank of Commerce, Memphis.  
- Submitted, March 10, 2004

### **Extensions Of Time**

#### Boston

Community Guaranty Corporation, Plymouth, New Hampshire -- extension to June 12, 2004, to become a bank holding company through the acquisition of Community Guaranty Savings Bank.  
- Granted, March 8, 2004

#### Kansas City

First State Bank N.M., Taos, New Mexico -- extension to July 2, 2004, to establish a branch at 100 North Guadalupe Street, Santa Fe.  
- Granted, March 11, 2004

#### Boston

State Street Bank and Trust Company, Boston, Massachusetts -- extension to January 2005 to make an investment in its Edge and agreement corporation subsidiaries.  
- Granted, March 12, 2004

#### Chicago

Valley Financial Group, Ltd., Saginaw, Michigan -- extension to July 5, 2004, to become a bank holding company through the acquisition of 1st State Bank, a de novo bank.  
- Granted, March 11, 2004

**International Operations**

Director, BS&R

U.S. Bank National Association, Cincinnati, Ohio -- to establish NOVA European Holdings Company, Atlanta, Georgia, as an agreement corporation.  
- Approved, March 12, 2004

# District 1

## Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, March 13, 2004

### 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>
CC	David W. Wallace - notification to retain 10.004% and acquire up to 15% of the outstanding shares of the common stock of Washington Trust Bancorp, Inc., Westerly, Rhode Island	Newspaper – 03/25/2004 Fed Reg – 03/30/2004
3(a)(1)	Collinsville Savings Mutual Holding Company, Collinsville, Connecticut - application to acquire Collinsville Savings Society, Collinsville, Connecticut	Newspaper – 04/09/2004 Fed Reg – 04/09/2004
3(a)(3)/3(a)(5)	Seacoast Financial Services, New Bedford, Massachusetts - to acquire Abington Bancorp, Inc., Weymouth, Massachusetts and its wholly-owned subsidiary, Abington Savings Bank, Abington, Massachusetts	Newspaper – 04/02/2004 Fed Reg – 04/02/2004

### 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>	
None		

## Section V – Availability of CRA public evaluations

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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.

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

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## Section VI – CRA examinations scheduled for Quarter of

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

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## District 2

### Federal Reserve Bank of New York

Applications and notifications filed during the week ending Saturday, March 13, 2004

#### Section I – Applications subject to newspaper notice only

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

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3A1	Mariners Bancorp, Edgewater, New Jersey, to become a one-bank holding company, by acquiring Mariner's Bank, Edgewater, New Jersey.	Newspaper – N/Avail Fed Reg – 04/12/2004

#### 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>	
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>
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, March 13, 2004

#### 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)	<b>CORRECTION:</b> CB Financial Corp, Rehoboth Beach, Delaware to become a bank holding company by acquiring 100 percent of County Bank, Rehoboth Beach, Delaware.	Newspaper – 03/29/2004 Fed Reg – 04/01/2004

#### 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>	
None		

## Section V – Availability of CRA public evaluations

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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.

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

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## Section VI – CRA examinations scheduled for Quarter of

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

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## District 4

### Federal Reserve Bank of Cleveland

Applications and notifications filed during the week ending Saturday, March 13, 2004

#### Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
*Branch	Sky Bank, Salineville, Ohio to establish branch facilities at 7551 Secor Road, Lambertville, Michigan.	Newspaper – 03/09/2004
*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) & 3(a)(5)	Applications by Fifth Third Bancorp and Fifth Third Financial Corporation, its wholly-owned subsidiary, both of Cincinnati, Ohio, to acquire Franklin Financial Corporation and its sole subsidiary bank, Franklin National Bank, both of Franklin, Tennessee.	Newspaper – N/Avail Fed Reg – N/Avail
*Branch	Fifth Third Bank, Cincinnati, Ohio to establish a branch facility at 380 East Main Street, Hendersonville, Tennessee.	Newspaper – N/Avail Fed Reg – N/Avail
*3(a)(5) & 4(c)(8)	National City Corporation, Cleveland, Ohio, to acquire 100 percent of Provident Financial Group, Inc., Cincinnati, Ohio and thereby indirectly acquire Provident Bank, Cincinnati, Ohio.	Newspaper – 03/22/2004 Fed Reg – 03/19/2004
*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**

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

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**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.

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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						

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

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

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## District 5

### Federal Reserve Bank of Richmond

Applications and notifications filed during the week ending Saturday, March 13, 2004

#### Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Congressional Bank, Potomac, Maryland, to provide a courier service to pick up noncash deposits from business customers at various locations in Rockville and Montgomery County, Maryland, and in the District of Columbia.	Newspaper – 03/30/2004

#### 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)(5)	Union Bankshares Corporation, Bowling Green, Virginia, to merge with Guaranty Financial Corporation, Charlottesville, Virginia.*	Fed Reg – 04/05/2004 Newspaper – 03/19/2004
CIC	Change in Control notices filed by Ronald Thomas Beach and John Leigh Wynn to retain shares of Community First Financial Corporation, Lynchburg, Virginia.*	Fed Reg – N/Avail Newspaper – N/Avail

\*Subject to the provisions of the Community Reinvestment Act.

#### Section III – Applications subject to Federal Register notice only

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

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(1)	Southern Community Financial Corp., Midlothian, Virginia, to become a bank holding company through the acquisition of 100% of the voting shares of Southern Community Bank & Trust, Midlothian, Virginia.	

## Section V – Availability of CRA public evaluations

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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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**O = Outstanding**

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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.

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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						

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## Section VI – CRA examinations scheduled for Quarter of

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

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## District 6

### Federal Reserve Bank of Atlanta

Applications and notifications filed during the week ending Saturday, March 13, 2004

#### 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 1567 Main Street, Sarasota, Florida, to be known as the Downtown Sarasota Branch.*	Newspaper – 03/23/2004
Branch	AmSouth Bank, Birmingham, Alabama, to establish a branch located at 2405 W. Swann Avenue, Tampa, Florida, to be known as the Hyde Park Branch.*	Newspaper – N/Avail
Branch	AmSouth Bank, Birmingham, Alabama, to establish a branch located at 2559 Bert Kouns Industrial Loop, Shreveport, Louisiana, to be known as the Mansfield Road Branch.*	Newspaper – N/Avail
Branch	AmSouth Bank, Birmingham, Alabama, to establish a branch located at 1735 E. Nine Mile Road, Pensacola, Florida, to be known as the University of West Florida Branch.*	Newspaper – N/Avail
Branch	First Southern Bank, Boca Raton, Florida, to establish a branch located at 900 N. Federal Highway, Boca Raton, Florida.*	Newspaper – N/Avail
Branch	Regions Bank, Birmingham, Alabama, to establish a branch located at 2900 Highway 280, Suite 100, Birmingham, Alabama.*	Newspaper – N/Avail
Branch	SouthTrust Bank, Birmingham, Alabama, to establish a branch located at 12253 West Linebaugh Avenue, Tampa, Florida, to be known as the Westchase Office.*	Newspaper – 03/18/2004
Branch	Bank Independent, Sheffield, Alabama, to establish a branch located at 303 Beltline Place, Unit E, Decatur, Alabama.*	Newspaper – 03/12/2004

\*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)	BankEast Corporation, Knoxville, Tennessee, to become a bank holding company by acquiring 100 percent of the outstanding shares of The Citizens Bank of Gainesboro, Gainesboro, Tennessee.*	Newspaper – 03/25/2004 Fed Reg – 04/05/2004

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
CIC	Evergreen Bancshares, Inc., Change in control notice by Mr. Jimmy Loyd Hatcher and Mr. Samuel T. Hatcher, both of Bristol, Florida, to acquire 51 percent of the outstanding shares of Evergreen Bancshares, Inc., and Guaranty National Bank, both of Tallahassee, Florida.	Newspaper – N/Avail Fed Reg – N/Avail
CIC	Executive Banking Corporation, Miami, Florida, after-the-fact change in control notice by Carlos Alejandro Safie, Pinecrest, Florida, to retain 88.55 percent of the voting shares of Executive Banking Corporation, along with its subsidiary, Executive National Bank, both of Miami, Florida.	Newspaper – N/Avail Fed Reg – N/Avail
3(a)(1)	Farmers Bancorp, Inc., Lynchburg, Tennessee, to become a bank holding company by acquiring 100 percent of the outstanding shares of The Farmers Bank of Lynchburg, Lynchburg, Tennessee.*	Newspaper – 04/05/2004 Fed Reg – 04/05/2004
3(a)(5)	GB&T Bancshares, Inc., Gainesville, Georgia, to merge with Southern Heritage Bancorp, Inc., and thereby acquire its subsidiary, Southern Heritage Bank, both of Oakwood, Georgia.*	Newspaper – 03/21/2004 Fed Reg – 03/22/2004
3(a)(1)	Naples Bancorp, Inc., Naples, Florida, to become a bank holding company by acquiring 100 percent of the outstanding shares of Bank of Naples, Naples, Florida.*	Newspaper – N/Avail Fed Reg – N/Avail
3(a)(1)	Parish National Corporation, Covington, Louisiana, to become a bank holding company by acquiring 100 percent of the outstanding shares of Parish National Bank, Bogalusa, Louisiana.*	Newspaper – N/Avail Fed Reg – N/Avail

\*Subject to provisions of the Community Reinvestment Act

**Section III – Applications subject to Federal Register notice only**

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

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

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

## Section V – Availability of CRA public evaluations

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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.

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

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## Section VI – CRA examinations scheduled for Quarter of

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

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## District 7

### Federal Reserve Bank of Chicago

Applications and notifications filed during the week ending Saturday, March 13, 2004

#### Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18C & Branches	Harris Trust and Savings Bank, Chicago, Illinois, to merge with Harris Bank Round Lake Heights, Round Lake Heights, Illinois, and thereby to establish branch facilities to be located at 935 West Rollins Road, Round Lake Heights, Illinois, and 1310 South Route 12, Fox Lake, Illinois.*	Newspaper – 04/05/2004
Branch	M&I Marshall & Ilsley Bank, Milwaukee, Wisconsin, to establish a branch facility to be located at 5504 West Bell Road, Glendale, Arizona.*	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)	Bank of Montreal, Montreal, Canada; Harris Financial Corp., Chicago, Illinois; and Harris Bankcorp, Inc., Chicago, Illinois, to acquire 100 percent of New Lenox Holding Company, New Lenox, Illinois, and thereby indirectly acquire NLSB, New Lenox, Illinois.*	Fed Reg – N/Avail Newspaper – 04/05/2004
CIC	Notice by John R. Barlow, Mound, Minnesota and Cinda Mae Classon, Dows, Iowa, to each retain 26.16 percent of the voting shares of Barlow Banking Corporation, Iowa Falls, Iowa, and thereby indirectly acquire Iowa Falls State Bank, Iowa Falls, Iowa.	Fed Reg – 03/04/2004 Newspaper – N/Avail
3(a)(3)	Grant County State Bancshares, Inc. Employees Stock Ownership Plan, Swayzee, Indiana, to acquire up to 35.26 percent of the voting common stock of Grant County State Bancshares, Inc., Swayzee, Indiana, and thereby indirectly increase its control of Grant County State Bank, Swayzee, Indiana.*	Fed Reg – 04/05/2004 Newspaper – 03/22/2004

**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)(3)	Heartland Financial USA, Inc., Dubuque, Iowa, to acquire 100 percent of Rocky Mountain Bancorporation, Inc., Billings, Montana, and thereby indirectly acquire 100 percent of Rocky Mountain Bank, Billings, Montana.*	Fed Reg – 04/05/2004 Newspaper – 03/31/2004
3(a)(3) & 4(c)(8)	MB Financial, Inc., Chicago, Illinois, to acquire 100 percent of the voting shares of First Security Fed Financial, Inc., Chicago, Illinois, and thereby indirectly acquire First Security Federal Savings Bank, Chicago, Illinois.*	Fed Reg – 04/05/2004 Newspaper – N/Avail
3(a)(1)	Metropolitan Capital Bancorp, Inc., Chicago, Illinois, to become a bank holding company by acquiring 100 percent of the voting shares of Metropolitan Capital Bank (in organization), Chicago, Illinois.*	Fed Reg – 04/08/2004 Newspaper – N/Avail
CIC	Notice by Christine V. Lake, Brookfield, Wisconsin, to acquire more than 10 percent of the outstanding voting shares of Ridgestone Financial Services, Inc., Brookfield, Wisconsin, and thereby indirectly acquire Ridgestone Bank, Brookfield, Wisconsin.	Fed Reg – 04/01/2004 Newspaper – N/Avail

\* Subject to the provisions of the Community Reinvestment Act

**Section III – Applications subject to Federal Register notice only**

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

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

<i>Type</i>	<i>Application</i>
4(c)(8)	Blairstown Bancorp, Inc., Blairstown, Iowa, to engage denovo in extending credit and servicing loans.

## Section V – Availability of CRA public evaluations

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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.

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

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## Section VI – CRA examinations scheduled for Quarter of

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

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## District 8

### Federal Reserve Bank of St. Louis

Applications and notifications filed during the week ending Saturday, March 13, 2004

#### Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	First Security Bank of Conway, Conway, Arkansas, to establish a branch facility to be located at 1137 Main Street, Vilonia, Arkansas.*	Newspaper – 03/15/2004
Branch	Patriot Bank, Millington, Tennessee, to establish a branch facility to be located at 101 E. Pleasant Avenue, Covington, Tennessee.*	Newspaper – 03/18/2004

\* 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	ESB Bancorp, Inc., Elberfeld, Indiana, to become a bank holding company by acquiring 100 percent of The Elberfeld State Bank, Elberfeld, Indiana. (Previously submitted during the week ending March 6, 2004.)*	Newspaper – 04/12/2004 Fed Reg – 04/08/2004
3A3	The Templar Fund, Inc., St. Louis, Missouri, to acquire an additional 7.48 percent, for total ownership of 42.04 percent, of Truman Bancorp, Inc., St. Louis, Missouri, and thereby indirectly acquire Truman Bank, St. Louis, Missouri.*	Newspaper – 03/31/2004 Fed Reg – 04/01/2004
3A3	FSB Bancshares, Inc., Henderson, Tennessee, to acquire up to 35 percent of Merchants and Planters Bancshares, Inc., Toone, Tennessee, and thereby indirectly acquire Merchants and Planters Bank, Toone, Tennessee. (Previously submitted during the week ending March 6, 2004.)*	Newspaper – 04/18/2004 Fed Reg – 04/05/2004

\* 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**

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

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**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.

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

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

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

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## District 9

### Federal Reserve Bank of Minneapolis

Applications and notifications filed during the week ending Saturday, March 13, 2004

#### Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	First Community Bank, Glasgow, Montana, to establish a de novo branch facility to be located at 2965 Prospect Avenue, Helena, Montana.*	Newspaper – 03/26/2004
Branch	Pioneer Bank, Mapleton, Minnesota, to establish a branch facility to be located 15 miles from the main office at Stadium Road, Mankato, Minnesota.*	Newspaper – 03/13/2004

\*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 Anchor Bancorp, Inc. Voting Preferred Stock Trust No. 1, Wayzata, Minnesota and Anchor Bancorp, Inc. Voting Preferred Stock Trust No. 2, Wayzata, Minnesota; Jacqueline D. Becklund, William J. Berens, Richard D. Bliss, Carl W. Jones, Christopher W. Jones, Richard A. McMahon, Helen J. Warren, and Wendy J. Zehngbot, as trustees of each trust as a group acting in concert, to gain control of Anchor Bancorp, Inc., Wayzata, Minnesota.	Fed Reg – 03/22/2004 Newspaper – 03/09/2004
3(a)(3)	Forstrom Bancorporation, Inc., Clara City, Minnesota, proposes to acquire 100% of the voting shares of First State Agency of Lake Lillian, Inc., Lake Lillian, Minnesota, and thereby indirectly acquire First State Bank, Lake Lillian, Lake Lillian, Minnesota.*	Fed Reg – 03/08/2004 Newspaper – 03/12/2004
3(a)(3)	First Holding Company of Cavalier, Inc., Cavalier, North Dakota proposes to acquire 100% of the voting shares of Argyle Financial Services, Inc., Argyle, Minnesota, and thereby indirectly acquire Argyle State Bank, Argyle, Minnesota.*	Fed Reg – 04/12/2004 Newspaper – 04/03/2004

\*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)	Parkers Prairie Bancshares, Inc., Parkers Prairie, Minnesota to acquire 100% of Waubun Insurance Agency, Waubun, Minnesota.	Fed Reg – 04/01/2004

**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>
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, March 13, 2004

### Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	The Guarantee State Bank, Lawton, Oklahoma, to establish a branch at 702 N.W. Sheridan Road, Lawton, Oklahoma.	Newspaper – 03/19/2004

### 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)	First Southwest Bancorporation, Inc., Alamosa, Colorado, to become a bank holding company through the acquisition of 100 percent of the voting shares of First Southwest Bank, Alamosa, Colorado (in organization).	Newspaper – 04/06/2004 Fed Reg – 04/09/2004

### 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>
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>
955959	Security State Bank 201 S. 4 <sup>th</sup> Basin, Wyoming 82410	12/08/2003	03/08/2004	S		X
662350	Wahoo State Bank 164 E. Fifth Street Wahoo, Nebraska 68066-1923	12/08/2003	03/08/2004	S		X
979151	Auburn State Bank 1212 J Street Auburn, Nebraska 68305-0328	12/08/2003	03/08/2004	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, March 13, 2004

### Section I – Applications subject to newspaper notice only

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<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18C	Memphis State Bank, Memphis, TX, to acquire a branch of First Bank & Trust Company, Lubbock, TX*	Newspaper – N/Avail
Branch	Memphis State Bank, Memphis, TX, to establish a branch at 211 Main Street, White Deer, TX 78097*	Newspaper – N/Avail
Branch	Sun Bank, Sunray, TX, to establish a branch at 416 Main Street, Sunray, TX 79086*	Newspaper – 03/22/2004

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\* Subject to the provisions of the Community Reinvestment Act

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

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<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
CIC	Mr. Gary A. Messersmith, Houston, TX, et al, to acquire an interest in First Community Bancshares, Inc., Houston, TX	Fed Reg – 03/29/2004 Newspaper – N/Avail
3(a)(3)	International Bancshares Corporation, Laredo, TX, to acquire Local Financial Corporation, Oklahoma City, OK, and indirectly acquire Local Oklahoma Bank, Oklahoma City, OK*	Fed Reg – N/Avail Newspaper – N/Avail
CIC	Mr. Edward B. Baker, Nacogdoches, TX, et al, to acquire an interest in Nacogdoches Commercial Bancshares, Inc., Nacogdoches, TX (previously reported the week ending March 6, 2004)	Fed Reg – 03/26/2004 Newspaper – 03/15/2004
3(a)(3)	Summit Bancshares, Inc., Fort Worth, TX, to acquire ANB Financial Corporation, Arlington, TX, and indirectly acquire ANB Delaware Financial Corporation, Dover, DE, and Arlington National Bank, Arlington, TX* (previously reported the week ending March 6, 2004)	Fed Reg – 04/01/2004 Newspaper – 03/29/2004

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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>
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 12

### Federal Reserve Bank of San Francisco

Applications and notifications filed during the week ending Saturday, March 13, 2004

#### Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18C Branch	Hanmi Bank, Los Angeles, California, to merge with Pacific Union Bank, Los Angeles, California, and thereby acquire 12 branch offices of Pacific Union Bank, all located in California.*	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)(1)	Wilshire Bancorp, Inc., Los Angeles, California, to become a bank holding company by acquiring 100 percent of Wilshire State Bank, Los Angeles, California.*	Newspaper – 03/27/2004 Fed Reg – 04/05/2004

\* 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>
None	

## Section V – Availability of CRA public evaluations

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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.

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

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## Section VI – CRA examinations scheduled for Quarter of

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

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