
Federal Reserve Release



H.2

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

No. 13

Week Ending March 27, 2004

Bank Holding Companies

J. P. Morgan Chase & Co., New York, New York, and Bank One Corporation, Chicago, Illinois -- public meetings to be held on Thursday, April 15, 2004, at 9:00 a.m. EDT, at the Federal Reserve Bank of New York, 33 Liberty Street, New York, and on Friday, April 23, at 8:30 a.m. CDT at the Federal Reserve Bank of Chicago, 230 LaSalle Street, Chicago.

- Approved, March 26, 2004

Forms

Forms -- final Board review of proposals to revise without extension the Consolidated Financial Statements for Bank Holding Companies (FR Y-9C), Parent Company Only Financial Statements for Large Bank Holding Companies (FR Y-9LP), Parent Company Only Financial Statements for Small Bank Holding Companies (FR Y-9SP), and Financial Statements for Employee Stock Ownership Plan Bank Holding Companies (FR Y-9ES).

- Approved, March 22, 2004

Forms -- final Board review of a proposal to implement an information collection associated with proposed amendments to Federal Reserve cash services policy.

- Approved, March 23, 2004

Forms -- final Board review of proposals to extend without revision the Weekly Report of Assets of Money Market Mutual Funds (FR 2051a), Monthly Report of Assets of Money Market Mutual Funds (FR 2051b), Notice By Financial Institutions of Government Securities Broker or Government Securities Dealer Activities (FR G-FIN), Notice By Financial Institutions of Termination of Activities as a Government Securities Broker or Government Securities Dealer (FR G-FINW), Uniform Application for Municipal Securities Principal or Municipal Securities Representative Associated with a Bank Municipal Securities Dealer (FR MSD-4), and Uniform Termination Notice for Municipal Securities Principal or Municipal Securities Representative Associated with a Bank Municipal Securities Dealer (FR MSD-5).

- Approved, March 24, 2004

Forms -- final Board review of proposals to extend with revision the Annual Report of Bank Holding Companies (FR Y-6), Report of Changes in Organizational Structure (FR Y-10), and the Report of Changes In FBO Organizational Structure (FR Y-10F).

- Approved, March 24, 2004

Regulations And Policies

Regulation Z -- final amendment to add an interpretive rule of construction to clarify language in the disclosure requirements; and revisions to the staff commentary to provide guidance on consumers' rescission rights for certain home-secured loans.

- Approved, March 23, 2004

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

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

Bank Branches, Domestic

St. Louis

Arvest Bank, Fayetteville, Arkansas -- to establish a branch at 606 West Main Street, Cabot.

- Approved, March 23, 2004

Atlanta

Bank of Alabama, Birmingham, Alabama -- to establish a branch at 3309 Lorna Road, Suite 13, Hoover.

- Approved, March 22, 2004

Atlanta

Compass Bank, Birmingham, Alabama -- to establish branches at 701 32nd Street South, and at 401 West Valley Avenue, Homewood.

- Approved, March 22, 2004

Chicago

Michigan Heritage Bank, Farmington Hills, Michigan -- to establish a branch at 30445 Southfield Road, Southfield.

- Approved, March 26, 2004

St. Louis

Patriot Bank, Millington, Tennessee -- to establish a branch at 101 East Pleasant Avenue, Covington.

- Approved, March 23, 2004

Kansas City

Platte Valley State Bank and Trust Company, Kearney, Nebraska -- to relocate a branch from 1451 Webb Road, Grand Island, to 810 Allen Drive.

- Approved, March 26, 2004

Bank Branches, Domestic

Chicago

Prairie Bank and Trust Company, Bridgeview, Illinois -- to establish branches at the northwest corner of Mill Road and Orchard Avenue, Oswego, and 224 West Division Street, Chicago.

- Approved, March 22, 2004

St. Louis

Pulaski Bank and Trust Company, Little Rock, Arkansas -- to establish a branch at 10900 Colonel Glenn Road.

- Approved, March 26, 2004

Atlanta

Regions Bank, Birmingham, Alabama -- to establish a branch at 2900 Highway 280, Suite 100.

- Approved, March 26, 2004

Atlanta

SouthTrust Bank, Birmingham, Alabama -- to establish a branch at 12253 West Linebaugh Avenue, Tampa, Florida.

- Approved, March 24, 2004

Dallas

Sun Bank, Sunray, Texas -- to establish a branch at 416 Main Street.

- Approved, March 25, 2004

Atlanta

SunTrust Bank, Atlanta, Georgia -- to establish a branch at 9936 Clintmoore Road, Boca Raton, Florida.

- Approved, March 25, 2004

Dallas

Texas State Bank, McAllen, Texas -- to establish a branch at 901 West Expressway 83, San Juan.

- Approved, March 22, 2004

Bank Holding Companies

Richmond

American Community Bancshares, Inc., Charlotte, North Carolina -- to merge with FNB Bancshares, Inc., Gaffney, South Carolina, and thereby acquire First National Bank of the Carolinas.

- Approved, March 23, 2004

St. Louis

Bank of the Ozarks, Inc., Little Rock, Arkansas -- to acquire Sun Bank, Sunray, Texas.

- Approved, March 24, 2004

Atlanta

Brand Group Holdings, Inc., Lawrenceville, Georgia -- to become a bank holding company and to acquire The Brand Banking Company.

- Approved, March 26, 2004

Richmond

Columbia Bancorp, Columbia, Maryland -- to acquire through its subsidiary, The Columbia Bank, shares of Delmarva Bank Data Processing Center, Inc., Easton, a company engaged in data processing activities.

- Approved, March 26, 2004

Atlanta

Community Financial Holding Company, Inc., Duluth, Georgia -- commitment waiver request.

- Returned, March 22, 2004

San Francisco

Desert Hills Capital Corp., Phoenix, Arizona -- to become a bank holding company and to acquire Desert Hills Bank.

- Approved, March 24, 2004

Atlanta

IBERIABANK Corporation, New Iberia, Louisiana -- commitment waiver request.

- Granted, March 24, 2004

Bank Holding Companies

Secretary

National City Corporation, Cleveland, Ohio -- commenters' requests to extend the comment period on the application to acquire Provident Financial Group, Inc., Cincinnati.
- Denied, March 26, 2004

St. Louis

Security Bancorp of Tennessee, Inc., Halls, Tennessee -- to acquire shares of Patriot of Tennessee Corporation, Millington, and thereby acquire Patriot Bank.
- Approved, March 24, 2004

San Francisco

SunFirst Corporation, St. George, Utah -- to become a bank holding company and to acquire SunFirst Bank; and election to become a financial holding company.
- Approved, March 23, 2004

Change In Bank Control

Minneapolis

First LeRoy Bancorporation, Inc., Le Roy, Minnesota -- change in bank control.
- Permitted, March 25, 2004

St. Louis

Staun Bancorp, Inc., Staunton, Illinois -- to retain control of Staun Bancorp, Inc.
- Permitted, March 26, 2004

Competitive Factors Reports

Chicago

Bank One, Delaware, National Association, Wilmington, Delaware -- report on competitive factors of the proposed acquisition of assets of First North American National Bank, Kennesaw, Georgia.
- Submitted, March 24, 2004

Philadelphia

First Citizens National Bank, Mansfield, Pennsylvania -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of two Bradford County branches of The Legacy Bank, Harrisburg.
- Submitted, March 24, 2004

Competitive Factors Reports

Kansas City

First National Bank of Omaha, Omaha, Nebraska -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of Sterling Bank & Trust, FSB, Southfield, Michigan.

- Submitted, March 22, 2004

Atlanta

Franklin National Bank, Franklin, Tennessee -- report on competitive factors of the proposed acquisition of three branches of Fifth Third Bank, Cincinnati, Ohio.

- Submitted, March 25, 2004

Secretary

Harleysville National Bank and Trust Company, Harleysville, Pennsylvania -- report on competitive factors of the proposed merger with Millennium Bank, Malvern.

- Submitted, March 25, 2004

Dallas

International Bank of Commerce, Laredo, Texas -- report on competitive factors of the proposed merger with Local Oklahoma Bank, Oklahoma City, Oklahoma.

- Submitted, March 23, 2004

Richmond

Potomac Valley Bank, Gaithersburg, Maryland -- report on competitive factors of the proposed acquisition of a Washington, D.C. branch of Mercantile Safe-Deposit & Trust Company, Baltimore.

- Submitted, March 23, 2004

Philadelphia

Sun National Bank, Vineland, New Jersey -- report on competitive factors of the proposed merger with The Community Bank of New Jersey, Freehold.

- Submitted, March 24, 2004

Boston

Webster Bank, Waterbury, Connecticut -- report on competitive factors of the proposed acquisition of the Cohoes, New York, branch of Hudson River Bank & Trust Company, Hudson.

- Submitted, March 24, 2004

Extensions Of Time

Atlanta

Compass Bank, Birmingham, Alabama -- extension to April 7, 2005, to establish branches at the intersections of Wildcat Reserve Parkway and South Daniels Park Road, Denver, Colorado; East 6th Avenue and Chambers Road; West Peoria Avenue and Interstate 17, Phoenix, Arizona; and Southwest Highway 200 and Tarton, Ocala, Florida.
- Granted, March 22, 2004

Atlanta

F.N.B. Corporation, Naples, Florida -- extension to July 11, 2004, to acquire shares of Sun Bancorp, Inc., Lewisburg, Pennsylvania, and Sun Bank.
- Granted, March 24, 2004

Minneapolis

Farmers State Bank, Victor, Montana -- extension to April 10, 2005, to establish a branch at 11000 Highway 93 South, Lolo.
- Granted, March 23, 2004

Financial Holding Companies

Chicago

East Dubuque Bancshares, Inc., East Dubuque, Illinois -- election to become a financial holding company.
- Effective, March 23, 2004

Minneapolis

Flathead Holding Company of Bigfork, Bigfork, Montana -- election to become a financial holding company.
- Effective, March 23, 2004

District 1

Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, March 27, 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>
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 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 2

Federal Reserve Bank of New York

Applications and notifications filed during the week ending Saturday, March 27, 2004

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	JP Morgan Chase Bank, New York, New York, to establish a branch office at 8901 N. Tarrant Parkway, N. Richland Hills, Texas.	Newspaper – 4/18/2004
Branch	JP Morgan Chase Bank, New York, New York, to establish a branch office at 3610 McKinney, Dallas, Texas.	Newspaper – 4/18/2004

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

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

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4C8	Credit Suisse Group and Credit Suisse First Boston, both of Zurich, Switzerland, to acquire up to 23.9% of the voting securities of Silver Acquisition Corp., Montgomery, Alabama, which will operate a savings association.	Fed Reg – 4/26/2004

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

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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, March 27, 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)(5)	National Penn Bancshares, Inc. Boyertown, PA, to acquire Peoples First, Inc., Oxford, PA, and its wholly owned subsidiary The Peoples Bank of Oxford, Oxford, PA.	Fed Reg - 04/15/2004 Newspaper - 04/17/2004

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.

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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, March 27, 2004

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
*Branch	Fifth Third Bank, Cincinnati, Ohio, to establish a branch facility at 380 East Main Street, Hendersonville, Tennessee	Newspaper - 03/27/2004
*Branch	Fifth Third Bank, Grand Rapids, MI, to establish branch facilities at 799 Central Avenue, Highland Park, Illinois; 240-242 Skokie Boulevard, Northbrook, Illinois; 1311 Ridgeland Avenue, Naperville, Illinois; 1582 North Rand Road, Palatine, Illinois; 5645 North Main Street, Mishawaka, Indiana; and 900 West Armitage Avenue, Chicago, Illinois	Newspaper - 03/27/2004
*Branch	Fifth Third Bank, Cincinnati, Ohio, to establish branch facilities at 10105 Fremont Pike, Perrysburg, Ohio; 2455 Hilliard Rome Road, Hilliard, Ohio; and 8877 Owen Field Drive, Powell, Ohio	Newspaper - 04/01/2004
*Branch	Fifth Third Bank, Grand Rapids, MI, to establish branch facilities at 1606 East 79 th Avenue, Chatham, Illinois; 41122 Ryan Road, Sterling Heights, Michigan; 9000 Park Royal Drive, Fort Myers, Florida; 3501 North Green River Road, Evansville, Indiana; and 10595 East U.S. Highway 36, Avon, Indiana	Newspaper - 04/02/2004

*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 of Change in Bank Control by the Clay and Bernice Corman Family Control Group, Nicholasville, Kentucky, to retain 17.78% of the voting shares of Citizens National Bancshares, Inc., Nicholasville, Kentucky	Newspaper - N/Avail Fed Reg - N/Avail
*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 - 04/11/2004 Fed Reg - 04/15/2004

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
*Branch	Fifth Third Bank, Cincinnati, Ohio, to establish branch facilities at 810 North Court Street, Medina, Ohio; 1088 Oak Street, Kenova, West Virginia; and 5440 Dixie Highway, Fairfield, Ohio	Newspaper - N/Avail Fed Reg - N/Avail
*Branch	Fifth Third Bank, Grand Rapids, MI, to establish branch facilities at 3535 E. 96 th Street, Indianapolis, Indiana; 9025 E. 56 th Street, Indianapolis, Indiana; 3264 Highway 54, Owensboro, Kentucky; 375 Cross Road Blvd., Cold Spring, Kentucky; 333 Northwest Highway, Barrington, Illinois; 803 S. Main Street, Royal Oak, Michigan; 20401 Haggerty Road, Northville, Michigan; and 36700 Ford Road, Westland, Michigan	Newspaper - N/Avail Fed Reg - N/Avail
*3(a)(5)	Huntington Bancshares Incorporated, Columbus, Ohio, to acquire Unizan Financial Corporation, Canton, Ohio	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
*18(c), *3(a)(5), *Branch	Sky Financial Group, Inc., Bowling Green, Ohio, to acquire Second Bancorp, Incorporated, Warren, Ohio	Newspaper - N/Avail Fed Reg - N/Avail

*Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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

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

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

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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 5

Federal Reserve Bank of Richmond

Applications and notifications filed during the week ending Saturday, March 27, 2004

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Bank of Virginia, Midlothian, Virginia, to establish a branch at 11730 Hull Street Road, Midlothian, Virginia, and to subsequently designate this location as the bank's main office and to retain the old main office at 6657 Lake Harbour Drive, Midlothian, Virginia, as a branch.*	Newspaper – 04/04/2004
Branch	RBC Centura Bank, Rocky Mount, North Carolina, to establish a branch at 298 Williamson Road, Mooresville, North Carolina.*	Newspaper – 04/05/2004
Branch	CapitalBank, Greenwood, South Carolina, to establish branches at 1620 Woodruff Road, Greenville, South Carolina, and 1200 West Wade Hampton Boulevard, Greer, South Carolina.*	Newspaper – 04/08/2004

*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>
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>
802129	Farmers & Mechanics Bank* 110 Thomas Johnson Drive Frederick, Maryland 21702	12/01/2003	03/20/2004	S	X	
711520	Miners Exchange Bank 483 Front Street Coeburn, Virginia 24230	01/12/2004	3/24/2004	O		X

*Inadvertently omitted from bulletin week ending March 20, 2004.

Section VI – CRA examinations scheduled for

Quarter of

Institution

Location

None

District 6

Federal Reserve Bank of Atlanta

Applications and notifications filed during the week ending Saturday, March 27, 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 1014 E. Brandon Boulevard, Brandon, Florida, to be known as the Valrico Branch.*	Newspaper - N/Avail
Branch	AmSouth Bank, Birmingham, Alabama, to establish a branch located at 2401 Gateway Drive, Opelika, Alabama, to be known as the Opelika Main Branch.*	Newspaper - N/Avail
Branch	SunTrust Bank, Atlanta, Georgia, to establish a branch located at the intersection of Peachtree Parkway and Laurel Springs Parkway, Suwanee, Georgia, to be known as the Laurel Springs Office.*	Newspaper - N/Avail
Branch	SunTrust Bank, Atlanta, Georgia, to establish a branch located at 1165 Fairburn Road, Atlanta, Georgia, to be known as the Cascade Office.*	Newspaper - N/Avail
Branch	SunTrust Bank, Atlanta, Georgia, to establish a branch located at 2880 Shallowford Road, N.E., Atlanta, Georgia, to be known as the Gordy Parkway Office.*	Newspaper - N/Avail
Branch	Terrace Bank, Tampa, Florida, to establish a branch located at 12401 West Linebaugh Avenue, Tampa, Florida.*	Newspaper - N/Avail

*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 - 04/10/2004 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	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 - 04/08/2004 Fed Reg - 03/29/2004
CIC	Madison Bank Corporation, Madison, Georgia, prior change in control notice by Old Post Road, L.P., Madison, Georgia, Floyd C. Newton, Jr., Madison, Georgia, and Floyd C. Newton III, Atlanta, Georgia, to acquire 24.24 percent of the outstanding shares of Madison Bank Corporation, and its subsidiary, Bank of Madison, both of Madison, Georgia.	Newspaper - N/Avail Fed Reg - N/Avail
4(c)(8)	United Community Banks, Inc., Blairsville, Georgia, to acquire 100 percent of Fairbanco Holding Company, Inc., along with its subsidiary, 1 st Community Bank, both of Fairburn, Georgia, and thereby engage in operating a savings association.*	Newspaper - 04/18/2004 Fed Reg - 04/22/2004

*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>
COM	Southern Community Bancshares, Inc., Fayetteville, Georgia, commitment waiver request.
WAIVR	Citizens Banking Corporation, Frostproof, Florida, application waiver request of the proposed merger with American Banking Corporation, thereby acquiring its subsidiary, American Bank and Trust, both of Lake Wales, Florida.
COM	Jacksonville Bancorp, Inc., Jacksonville, Florida, commitment waiver request.

Section V – Availability of CRA public evaluations

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					<i>LrgBk</i>	<i>SmBk</i>
1160732	PanAmerican Bank 3475 Sheridan Street Hollywood, Florida 33021 (850) 453-3411	11/17/2003	03/25/2004	S		X

Section VI – CRA examinations scheduled for First Quarter of 2004

<i>Institution</i>	<i>Location</i>
RBC Centura Bank	Atlanta, Georgia
First Bradenton Bank	Bradenton, Florida
Auburn Bank	Auburn, Alabama

The inclusion on the list of institutions that are scheduled to undergo CRA examinations in the next calendar quarter is not determinative of whether the institution will be examined in that quarter. Reserve Banks may need to defer a planned examination or conduct an unforeseen examination because of scheduling difficulties or other circumstances.

District 7

Federal Reserve Bank of Chicago

Applications and notifications filed during the week ending Saturday, March 27, 2004

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Cole Taylor Bank, Rosemont, Illinois, to establish a branch facility to be located at 1250 N. Arlington Heights Road, Itasca, Illinois.*	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 State Bank Employee Stock Ownership Plan and Trust, Union Grove, Wisconsin, to increase ownership to at least 31.90 percent of the voting shares of Union Bancorporation Inc., Union Grove, Wisconsin, and thereby indirectly acquire Community State Bank, Union Grove, Wisconsin.*	Fed Reg – N/Avail Newspaper – N/Avail
CIC	Notice by Mark Bradley Richardson, Thetford Center, Vermont, and Kimberly Ann Richardson, Atlanta, Georgia, as trustees of the "1998 Irrevocable Trust of Coyn V. Richardson", to acquire additional shares of Cowden Bancorp, Inc., Springfield, Illinois, and thereby indirectly acquire Community Banks of Shelby County, Cowden, Illinois.	Fed Reg – N/Avail Newspaper – N/Avail
3(a)(1)	CSBC Financial Corporation, Cropsey, Illinois, to become a bank holding company by acquiring 100 percent of Citizens State Bank of Cropsey, Cropsey, Illinois.*	Fed Reg – N/Avail Newspaper – N/Avail
3(a)(5)	Independent Bank Corporation, Ionia, Michigan, to acquire Midwest Guaranty Bancorp, Inc., Troy, Michigan, and thereby indirectly acquire Midwest Guaranty Bank, Troy, Michigan.*	Fed Reg – N/Avail Newspaper – N/Avail
3(a)(3)	First Busey Corporation, Urbana, Illinois, to acquire 100 percent of the voting shares of First Capital Bankshares, Inc., Peoria, Illinois, and thereby indirectly acquire First Capital Bank, Peoria, Illinois, and Community Bank of Lemont, Lemont, Illinois.*	Fed Reg – 04/22/2004 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>
CIC	Notice by Thomas M. Johannesen, Elgin, Illinois, Claire C. Johannesen, Elgin, Illinois, Mary Johannesen-Schmidt, Palatine, Illinois, Timothy P. Schmidt, Palatine, Illinois, Kathleen E. Tomei, Lake Bluff, Illinois, Richard Tomei, Lake Bluff, Illinois, Thomas M. Johannesen, Jr., Chicago, Illinois, Jennifer Johannesen, Chicago, Illinois, James Johahnnesen, Hinsdale, Illinois, Barbara Johannesen, Hinsdale, Illinois, Thomas P. Callahan, Houston, Texas, and Fran Callahan, Houston, Texas, to retain control of 25.27 percent of the outstanding voting shares of First Community Financial Corporation, Elgin, Illinois, and thereby indirectly acquire First Community Bank, Elgin, Illinois.	Fed Reg – 04/08/2004 Newspaper – N/Avail
CIC	Notice by Jack E. Mensching, Itasca, Illinois; James R. Mensching, Itasca, Illinois; and Glenn E. Mensching, Jr., Frankfort, Michigan, on behalf of the Franzen Limited Partnership, Itasca, Illinois, to retain 32.8 percent of Itasca Bancorp Inc., Itasca, Illinois, and thereby indirectly acquire Itasca Bank & Trust Co., Itasca, Illinois.	Fed Reg – N/Avail Newspaper – N/Avail
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
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
3(a)(1) & 4(c)(8)	Third Century Bancorp, Franklin, Indiana, to become a bank holding company by acquiring 100 percent of the voting shares of Mutual Savings Bank, Franklin, Indiana and to engage in the non-banking activity of making and servicing loans.*	Fed Reg – 04/23/2004 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>
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>
48730	First Commercial Bank 6945 N. Clark St. Chicago, Illinois 60626 773-843-4886	11/17/2003	03/25/2004	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, March 27, 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	Alliance Bancshares, Inc., Cape Girardeau, Missouri, to become a bank holding company by acquiring 100 percent of Alliance Bank, Cape Girardeau, Missouri.*	Newspaper – 04/27/2004 Fed Reg – 04/26/2004
3A1	American Community Bancorp, Inc., Evansville, Indiana, to become a bank holding company by acquiring 100 percent of Bank of Evansville, National Association, Evansville, Indiana. (Previously submitted during the week ending March 20, 2004.)*	Newspaper – 04/20/2004 Fed Reg – 04/19/2004
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 weeks ending March 6, 2004 and March 13, 2004.)*	Newspaper – 04/25/2004 Fed Reg – 04/05/2004
3A5	FSB Bancshares, Inc., Henderson, Tennessee, to merge with American City Bancorp, Inc., Tullahoma, Tennessee, and thereby indirectly acquire American City Bank, Tullahoma, Tennessee. (Previously submitted during the week ending March 20, 2004.)*	Newspaper – 04/18/2004 Fed Reg – 04/19/2004

* 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

<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>
1890374	First Security Bank of Conway Conway, Arkansas	12/01/2003	03/22/2004	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, March 27, 2004

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Plaza Park State Bank, Waite Park, Minnesota, proposes to establish a branch at 6 th Avenue South, Waite Park, Minnesota.*	Newspaper - 04/03/2004

*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)(1)	Lakeland Bancorporation, Inc., Lakeville, Minnesota, to become a bank holding company by acquiring 100 percent of Lakeland Bank, Lakeville, Minnesota, a de novo bank.*	Fed Reg - N/Avail Newspaper - N/Avail
CIC	Retroactive change in control notice by Kenneth Hilton Johnson, Chicago, Illinois, to retain control of BNCCORP, Inc., Bismarck, North Dakota.	Fed Reg - 04/09/2004 Newspaper - 04/15/2004
CIC	Notice by Victor Philip Reim, St. Paul, Minnesota; Erick John Reim, Vadnais Heights, Minnesota; Ann Reim Woessner, Roseville, Minnesota; and Amy Lynn Amundson, Alexandria, Minnesota, to gain control of Alliance Financial Services, Inc., St. Paul, Minnesota, and thereby indirectly to gain control of American Bank, Eau Claire, Wisconsin; American Bank Lake City, Lake City, Minnesota; and Alliance Bank, New Ulm, Minnesota.	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>
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>
356752	The Citizens State Bank of Ontonagon, Michigan	12/15/2003	03/22/2004	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, March 27, 2004

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Platte Valley State Bank and Trust Company, Kearney, Nebraska, to relocate a branch from 1451 Webb Road, Grand Island, Nebraska to 810 Allen Drive, Grand Island, Nebraska.	Newspaper - 03/20/2004
Branch	The First Bank of Turley, Tulsa, Oklahoma, to establish a branch at 1602 W. Rogers Boulevard, Skiatook, Oklahoma.	Newspaper - 04/01/2004

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)	Home State Bancorp, Loveland, Colorado, to become a bank holding company through the acquisition of 100 percent of the voting shares of Home State Bank, Loveland, Colorado.	Newspaper - N/Avail Fed Reg - N/Avail
CIC	Notice by Gary D. Bunch and Donna L. Bunch, both of Edmond, Oklahoma, to retain control of Exchange Bancshares of Moore, Inc., parent of Exchange National Bank, both in Moore, Oklahoma.	Newspaper - 04/06/2004 Fed Reg - 04/06/2004

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

Section V – Availability of CRA public evaluations

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

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

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 11

Federal Reserve Bank of Dallas

Applications and notifications filed during the week ending Saturday, March 27, 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)(3)	First Financial Bankshares, Inc., Abilene, TX, to acquire Liberty National Bank, Granbury, TX*	Fed Reg – N/Avail Newspaper – N/Avail

* Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
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)	AmFin Holding Company, Inc., Silver City, NM, to acquire AmBank, Silver City, NM*	

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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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 12

Federal Reserve Bank of San Francisco

Applications and notifications filed during the week ending Saturday, March 27, 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)	Doctors' Bancorp, Manhattan Beach, California, to become a bank holding company by acquiring 100 percent of Beach Business Bank (in organization), Manhattan Beach, California.*	Newspaper – 04/18/2004 Federal Reg – 04/19/2004

* 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

<i>Type</i>	<i>Application</i>
3(a)(5)(C)	CBOA Financial, Inc., Tucson, Arizona, to become a bank holding company by acquiring 100 percent of Commerce Bank of Arizona, Tucson, Arizona.
4(c)(8)	Southwest Community Bancorp, Carlsbad, California, to engage in permissible nonbanking activities through the acquisition of Financial Data Solutions, Inc., Murrieta, California.

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

<i>Type</i>	<i>Application</i>
FBSEA	Nacional Financiera, S.N.C., Mexico City, Mexico, requests prior approval of the Board of Governors of the Federal Reserve to establish a representative office in Santa Ana, California, pursuant to section 211. 24(a)(1) of Regulation K.

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	