
Federal Reserve Release



H.2

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

No. 36

Week Ending September 4, 2004

Bank Holding Companies

National City Corporation, Cleveland, Ohio -- to acquire Wayne Bancorp, Inc.,
Wooster, The Wayne County National Bank of Wooster, and Savings Bank & Trust,
Wadsworth.

- Approved, August 31, 2004

Extensions Of Time

Central Pacific Financial Corp., Honolulu, Hawaii -- extension to October 15, 2004, to
acquire CB Bancshares, Inc. and its subsidiary, City Bank.

- Granted, August 31, 2004

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

Bank Branches, Domestic

Kansas City

Adrian Bank, Adrian, Missouri -- to establish a branch at 302 Southwest Outer Road, Archie.

- Approved, September 3, 2004

Atlanta

Bank of Alabama, Birmingham, Alabama -- to establish a branch at 2123 Whitesburg Drive, Huntsville.

- Approved, September 2, 2004

Richmond

Bank of Hampton Roads, Chesapeake, Virginia -- to establish a branch at 239 Battlefield Boulevard South.

- Approved, September 3, 2004

Richmond

Cecil Federal Bank, Elkton, Maryland -- to establish a branch at 122 West Main Street, Cecilton.

- Approved, September 1, 2004

Secretary

Comerica Bank, Detroit, Michigan -- to establish branches at 35 North Lake Avenue, Pasadena, California, and 17011 Beach Boulevard, Huntington Beach.

- Approved, August 30, 2004

Secretary

Comerica Bank, Detroit, Michigan -- to establish branches at 201 Marcell Drive Northeast, Rockford, and 2560 Dallas Parkway, Plano, Texas.

- Approved, September 1, 2004

Cleveland

Fifth Third Bank, Grand Rapids, Michigan -- to establish a branch at 1945 East Apple Avenue, Muskegon.

- Approved, September 1, 2004

Bank Branches, Domestic

Secretary

First State Bank N.M., Taos, New Mexico -- to establish a branch at 490 East 500 South, Salt Lake City, Utah.
- Approved, August 31, 2004

Kansas City

Gold Bank, Leawood, Kansas -- to establish a branch at the intersection of Highway 152 and Interstate 35, Liberty, Missouri.
- Approved, September 1, 2004

New York

Manufacturers and Traders Trust Company, Buffalo, New York -- to establish a seasonal-use limited branch at York Technical Institute, 3050 Hempland Road, East Hempfield Township, Pennsylvania.
- Approved, September 3, 2004

Chicago

Paramount Bank, Farmington Hills, Michigan -- to establish a branch at 39600 Garfield Road, Clinton Township.
- Withdrawn, September 1, 2004

Chicago

Quad City Bank and Trust Company, Bettendorf, Iowa -- to establish a branch at 1322 State Street, Rockford, Illinois.
- Approved, September 3, 2004

Atlanta

Regions Bank, Birmingham, Alabama -- to establish branches at 2517 River Oaks Boulevard, Houston, Texas; and the intersection of Forum Drive and Marketplace Common, Columbia, South Carolina.
- Approved, August 31, 2004

Atlanta

Regions Bank, Birmingham, Alabama -- to establish a branch near the intersection of Highway 53 and Lumpkin Campground Road, Dawsonville, Georgia.
- Approved, September 2, 2004

Bank Branches, Domestic

Atlanta

SunTrust Bank, Atlanta, Georgia -- to establish branches at 624 H Street, N.W., Washington, D.C., and 43975 Pipeline Plaza, Ashburn, Virginia.
- Approved, August 30, 2004

Bank Holding Companies

San Francisco

Affinity Bank Holdings, Inc., Ventura, California -- to become a bank holding company and to acquire Affinity Bank.
- Approved, September 3, 2004

Kansas City

Citizens Bancshares Co., Chillicothe, Missouri -- to acquire shares of First Community Bancshares, Inc., Overland Park, Kansas, and thereby acquire First Community Bank, Lee's Summit, Missouri.
- Withdrawn, August 31, 2004

Atlanta

DBT Holding Company, Vidalia, Georgia -- to invest in DBW Technologies, LLC, Atlanta, and thereby engage de novo in data processing activities, and to invest in Graham Capital Partners, LLC, Savannah, and thereby engage de novo in financial and investment advisory activities and agency transactional services for customer investments.
- Withdrawn, September 2, 2004

Atlanta

Enterprise Banking Company, Inc., Stockbridge, Georgia -- to become a bank holding company and to acquire Dorsey State Bank, Abbeville.
- Withdrawn, August 31, 2004

Chicago

Marshall & Ilsley Corporation, Milwaukee, Wisconsin -- to acquire through its subsidiary, Metavante Corporation, Response Data Corp., Parsippany, New Jersey, and thereby engage in data processing activities.
- Approved, September 2, 2004

Bank Holding Companies

Kansas City

MidWest Community Financial Corporation, Midwest City, Oklahoma -- to become a bank holding company and to acquire Canute Bancshares, Inc., Clinton, and thereby acquire First State Bank, Canute.

- Approved, September 2, 2004

Dallas

Texas Bancshares, Inc., Snyder, Texas, and Texas Financial of Delaware, Inc. -- to become bank holding companies and to acquire Texas Savings Bank, State Savings Bank.

- Approved, September 3, 2004

San Francisco

Twin City Bancorp, Inc., Longview, Washington -- to become a bank holding company and to acquire Twin City Bank.

- Approved, September 1, 2004

Minneapolis

Watford City Bancshares, Inc., Watford City, North Dakota -- to engage de novo in community development activities through its subsidiary, First International Community Development Fund, Inc.

- Withdrawn, September 2, 2004

Kansas City

Wilber Co., Wilber, Nebraska -- to acquire Hickman Corporation, Hickman, and its subsidiary, First State Bank, Lincoln; to acquire Yutan Bancorp., Inc., Yutan, and its subsidiary, Bank of Yutan; and to engage in insurance agency activities.

- Withdrawn, September 1, 2004

Philadelphia

Yardville National Bancorp, Hamilton, New Jersey -- to acquire an ownership interest in Bucks County Bank, Warminster, Pennsylvania.

- Approved, August 30, 2004

Bank Mergers

St. Louis

Interim Bank of Evansville, Evansville, Indiana -- to merge with Bank of Evansville, National Association and to retain the acquired facility as a branch.

- Approved, August 31, 2004

San Francisco

The Vintage Bank, Napa, California -- to merge with Solano Bank, Vacaville.

- Approved, September 3, 2004

Banks, Foreign

General Counsel

Banco de Sabadell S.A., Sabadell, Spain -- to establish an agency in Miami, Florida, of Banco Atlantico, Barcelona, Spain, in connection with the merger of the two banks.

- Approved, August 31, 2004

Change In Bank Control

Richmond

FCNB Bancorp, Inc., Fayetteville, West Virginia -- to retain shares of FCNB Bancorp, Inc.

- Permitted, September 1, 2004

Minneapolis

Hunter Holding Company, Hunter, North Dakota -- change in bank control.

- Permitted, September 3, 2004

Kansas City

SCC Bancshares, Inc., Osceola, Missouri -- change in bank control.

- Permitted, September 2, 2004

Competitive Factors Reports

Chicago

BankIllinois, Champaign, Illinois -- report on competitive factors of the proposed merger with First National Bank of Decatur, Decatur.

- Submitted, August 30, 2004

Competitive Factors Reports

San Francisco

Central Valley Community Bank, Clovis, California -- report on competitive factors of the proposed merger with Bank of Madera County, Oakhurst.

- Submitted, September 1, 2004

St. Louis

The Farmers & Merchants Bank, Dyer, Tennessee -- report on competitive factors of the proposed purchase of certain assets and assumption of deposit liabilities of Bank of Dyer.

- Submitted, August 30, 2004

Dallas

First National Bank of Huntsville, Huntsville, Texas -- report on competitive factors of the proposed merger with The National Bank of Madisonville, Madisonville.

- Submitted, August 30, 2004

Kansas City

Great Western Bank, Omaha, Nebraska -- report on competitive factors of the proposed merger with Oakland State Bank, Oakland, Iowa.

- Submitted, August 30, 2004

Boston

Monadnock Community Bank, Peterborough, New Hampshire -- report on competitive factors of the proposed acquisition of the Winchendon branch of Fitchburg Savings Bank, FSB, Fitchburg, Massachusetts.

- Submitted, September 2, 2004

Chicago

The Randolph County Bank, National Association, Winchester, Indiana -- report on competitive factors of the proposed merger with Union County National Bank of Liberty, Liberty.

- Submitted, August 30, 2004

Chicago

River Valley State Bank, Rothschild, Wisconsin -- report on competitive factors of the proposed acquisition of seven branches of National City Bank of the Midwest, Bannockburn, Illinois.

- Submitted, August 30, 2004

Competitive Factors Reports

Atlanta

United Community Bank, Blairsville, Georgia -- report on competitive factors of the proposed merger with Eagle National Bank, Stockbridge.

- Submitted, August 31, 2004

Extensions Of Time

Cleveland

S&T Bancorp, Inc., Indiana, Pennsylvania -- extension to November 25, 2004, to acquire shares of IBT Bancorp, Inc., Irwin, Pennsylvania.

- Granted, August 31, 2004

Financial Holding Companies

Richmond

Freedom Bancshares, Inc., Belington, West Virginia -- election to become a financial holding company.

- Effective, August 31, 2004

Membership

Atlanta

Alabama Banker's Bank, Birmingham, Alabama, a de novo bank -- to become a member of the Federal Reserve System.

- Approved, August 31, 2004

Boston

Bank of Easton, A Cooperative Bank, North Easton, Massachusetts -- to become a member of the Federal Reserve System.

- Approved, September 2, 2004

St. Louis

Bank of Evansville, National Association, Evansville, Indiana -- to become a member of the Federal Reserve System on conversion to a national charter.

- Approved, August 31, 2004

Membership

San Francisco

East-West Bank, San Marino, California -- to become a member of the Federal Reserve System.

- Approved, August 30, 2004

Chicago

Village Bank and Trust of Arlington Heights, Arlington Heights, Illinois -- to become a member of the Federal Reserve System.

- Approved, September 1, 2004

District 1
Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, September 4, 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, September 4, 2004

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Banco Popular North America, New York, New York, to establish two branch offices to be located at, 1231 South Sanderson Road, Hemet, California and 27931 Kelly Johnson Parkway, Santa Clarita, California.	Newspaper – 09/24/2004

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	Arrow Financial Corporation, Glens Fall, New York, proposes to acquire 100 percent of Capital Financial Group, Inc., South Glens Falls, New York, and to engage in insurance agency activities.	Fed Reg – 09/08/2004

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

<i>Type</i>	<i>Application</i>
4c8	Community Bank System, Inc., Dewitt, New York (“Community Bank”), request prior approval to engage de novo, through its subsidiary Benefit Plans Administrative Services, LLC, Utica, New York, in activities related to providing certain insurance-related services and utilizing annuity products in connection with Community Bank’s pension plan administration.

Section V – Availability of CRA public evaluations

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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						

Section VI – CRA examinations scheduled for Fourth Quarter of 2004

<i>Institution</i>	<i>Location</i>
Bank of Smithtown	1 East Main Street, Smithtown, New York 11787 (Should have been reported in bulletin ending 8/14/04)
Deutsche Bank Trust Company Americas	60 Wall Street, New York, New York 10006 (Should have been reported in bulletin ending 8/14/04)

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 3

Federal Reserve Bank of Philadelphia

Applications and notifications filed during the week ending Saturday, September 4, 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.

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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						

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, September 4, 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>
CIC	Notice of Change in Bank Control by Roger L. Moler and Janet L. Moler (collectively, "The Moler Family Control Group") to retain control of 10.20 percent of the outstanding shares of BNB Bancorp, Brookville, Ohio	Newspaper – N/Avail Fed Reg – N/Avail
*3(a)(5)	PNC Financial Services Group, Inc., Pittsburgh, Pennsylvania, to acquire 100 percent of Riggs National Corporation, Washington, DC, and thereby indirectly acquire certain of its nonbank subsidiaries and Riggs Bank, NA, McLean, Virginia	Newspaper – N/Avail Fed Reg – 09/09/2004
*3(a)(3)	S&T Bancorp, Inc., Indiana, Pennsylvania, proposes to acquire up to 24.99 percent of the voting shares outstanding of Allegheny Valley Bancorp, Inc., Pittsburgh, Pennsylvania	Newspaper – 09/18/2004 Fed Reg – 09/20/2004

*Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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

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SN = Substantial noncompliance

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

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

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

District 5

Federal Reserve Bank of Richmond

Applications and notifications filed during the week ending Saturday, September 4, 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

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					<i>LrgBk</i>	<i>SmBk</i>
2736442	Bank of Williamsburg 5125 John Tyler Highway Williamsburg, Virginia 23185	06/14/2004	08/29/2004	S		X
813572	Cecil Federal Bank 127 North Street Elkton, Maryland 21921	06/14/2004	09/03/2004	O		X

Section VI – CRA examinations scheduled for

Quarter of

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

District 6

Federal Reserve Bank of Atlanta

Applications and notifications filed during the week ending Saturday, September 4, 2004

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	SunTrust Bank, Atlanta, Georgia, to establish a branch located at 1100 Town Park Avenue, Lake Mary, Florida, to be known as the Heathrow/46A Office.*	Newspaper – 09/09/2004
Branch	SunTrust Bank, Atlanta, Georgia, to establish a branch located at 1037- 1039 Light Street, Baltimore, Maryland, to be known as the Federal Hill Office.*	Newspaper – 09/09/2004

*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)	Algiers Bancorp, Inc., Baton Rouge, Louisiana, to become a bank holding company by acquiring 100 percent of the outstanding shares of Statewide Bank, Terrytown, Louisiana (f/k/a Algiers Bank & Trust).*	Newspaper – 10/01/2004 Fed Reg – 10/01/2004
3(a)(5)	ABC Bancorp, Moultrie, Georgia, to merge with Citizens Bancshares, Inc., and thereby acquire Citizens Bank – Wakulla, both of Crawfordville, Florida.*	Newspaper – N/Avail Fed Reg – N/Avail
CIC	First Southern Bancshares, Inc., Florence, Alabama, change in control notice filed by James E. Bishop, Muscle Shoals, Alabama, Jane Kilpatrick Bishop, Muscle Shoals, and Kilpatrick-Bishop, Tuscumbia, Alabama, to collectively acquire 7.07 percent of First Southern Bancshares and its subsidiary, First Southern Bank, both of Florence, Alabama. Total ownership will be 15.27 percent.	Newspaper – N/Avail Fed Reg – 09/21/2004

*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>
4(c)(8)	DBT Holding Company, Vidalia, Georgia, to own a 30 percent investment in Graham Capital Partners, LLC, Savannah, Georgia, and thereby engage de novo in financial and investment advisory activities, and agency transactional services for customer investments, pursuant to section 225.28 (b) (6) and (7) of Regulation Y.	Fed Reg – N/Avail
4(c)(8)	DBT Holding Company, Vidalia, Georgia, to own 47.5 percent investment in DBW Technologies, LLC, Atlanta, Georgia, and thereby engage de novo in data processing activities, pursuant to section 225.28 (b) (14) of Regulation Y.	Fed Reg – N/Avail

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

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

Section V – Availability of CRA public evaluations

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					<i>LrgBk</i>	<i>SmBk</i>
None						

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

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

District 7

Federal Reserve Bank of Chicago

Applications and notifications filed during the week ending Saturday, September 4, 2004

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18C & Branch	First Trust and Savings Bank of Watseka, Watseka, Illinois, to merge with First National Bank of Clifton, Clifton, Illinois, and thereby to establish a branch at 145 E. 5th Avenue, Clifton, 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>
None		

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4(c)(8)	Parkway Bancorp, Inc., Harwood Heights, Illinois, proposes to acquire 49.9 percent interest in Parkway Mortgage & Financial Center, LLC, Des Moines, Iowa, and thereby engage in residential real estate mortgage lending activities.	Fed Reg – 09/21/2004

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.

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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>
944841	First State Bank of Round Lake 1777 N. Cedar Lake Road Round Lake Beach, Illinois 60073 (847) 546-2111	04/19/2004	08/24/2004	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, September 4, 2004

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Pulaski Bank and Trust Company, Little Rock, Arkansas, to establish a branch facility to be located at 7465 Poplar Avenue, Memphis, Tennessee.*	Newspaper – 09/14/2004
Branch	Arvest Bank, Fayetteville, Arkansas, to establish a branch facility to be located at 4409 North Highway 7, Suite 10, Hot Springs Village, Arkansas.*	Newspaper – 09/09/2004
18C & Branch	First Bank, St. Louis, Missouri, to merge with CIB Bank, Hillside, Illinois, and to retain the acquired facilities as branch offices.*	Newspaper – 10/01/2004

* 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>
3A3	First Banks, Inc., St. Louis, Missouri, and its subsidiary bank holding company, The San Francisco Company, San Francisco, California, to acquire 100 percent of Hillside Investors, Ltd., Hillside, Illinois, and thereby indirectly acquire CIB Bank, Hillside, Illinois.*	Newspaper – 10/01/2004 Fed Reg – 10/01/2004

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>
Membership	Bank of Evansville, National Association, Evansville, Indiana, to become a member of the Federal Reserve System.

Section V – Availability of CRA public evaluations

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

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 9

Federal Reserve Bank of Minneapolis

Applications and notifications filed during the week ending Saturday, September 4, 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>
CIC	Notice by Kevin R. Engel, Le Center, Minnesota, and Rodney G. Engel, Jordan, Minnesota, to acquire control of First State Agency of Le Center, Inc., Le Center, Minnesota, and thereby indirectly acquire control of First State Bank of Le Center, Le Center, Minnesota.	Fed Reg – 09/21/2004 Newspaper – N/Avail
3(a)(1)	Timberland Bancorp, Baxter, Minnesota, to become a bank holding company by acquiring 100 percent of the outstanding common stock of Buhl Bancorporation, Inc., Buhl, Minnesota, and thereby indirectly acquire The First National Bank of Buhl, Buhl, Minnesota. *	Fed Reg – 09/24/2004 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>	<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.

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

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

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

District 10

Federal Reserve Bank of Kansas City

Applications and notifications filed during the week ending Saturday, September 4, 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 & Trust Company, Kearney, Nebraska, to establish a branch at 5410 17 th Avenue, Kearney, Nebraska.	Newspaper – 09/08/2004

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)	Wilber Co., Wilber, Nebraska, to acquire 100 percent of the voting shares of Hickman Corporation, Hickman, Nebraska, and thereby indirectly acquire First State Bank, Lincoln, Nebraska.	Newspaper – 09/26/2004 Fed Reg – N/Avail
3(a)(3)	Wilber Co., Wilber, Nebraska, to acquire 100 percent of the voting shares of Yutan Bancorp., Inc., Yutan, Nebraska, and thereby indirectly acquire Bank of Yutan, Yutan, Nebraska.	Newspaper – 09/26/2004 Fed Reg – N/Avail
3(a)(3)	SSB Management LLC, Wilber, Nebraska, to acquire an additional 362 shares, for a total of 45.2 percent of the voting shares of Wilber Co., Wilber, Nebraska.	Newspaper – 09/26/2004 Fed Reg – N/Avail
3(a)(3)	SSB Management LLC, Wilber, Nebraska, to acquire through Wilber Co., Wilber, Nebraska, 100 percent of the voting shares of Hickman Corporation, Hickman, Nebraska, and thereby indirectly acquire First State Bank, Lincoln, Nebraska.	Newspaper – 09/26/2004 Fed Reg – N/Avail
3(a)(3)	SSB Management LLC, Wilber, Nebraska, to acquire through Wilber Co., Wilber, Nebraska, 100 percent of the voting shares of Yutan Bancorp., Inc., Yutan, Nebraska, and thereby indirectly acquire Bank of Yutan, Yutan, Nebraska.	Newspaper – 09/26/2004 Fed Reg – N/Avail
3(a)(3)	First National Johnson Bancshares, Inc., Johnson, Nebraska, to acquire an additional 104 shares, for a total of 12.9 percent of the voting shares of Wilber Co., Wilber, Nebraska.	Newspaper – 09/26/2004 Fed Reg – N/Avail

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(3)	First National Johnson Bancshares, Inc., Johnson, Nebraska, to acquire through Wilber Co., Wilber, Nebraska, 100 percent of the voting shares of Hickman Corporation, Hickman, Nebraska, and thereby indirectly acquire First State Bank, Lincoln, Nebraska.	Newspaper – 09/26/2004 Fed Reg – N/Avail
3(a)(3)	First National Johnson Bancshares, Inc., Johnson, Nebraska, to acquire through Wilber Co., Wilber, Nebraska, 100 percent of the voting shares of Yutan Bancorp., Inc., Yutan, Nebraska, and thereby indirectly acquire Bank of Yutan, Yutan, Nebraska.	Newspaper – 09/26/2004 Fed Reg – N/Avail
4(c)(8)	Wilber Co., Wilber, Nebraska, to engage in insurance activities through the acquisition of Yutan Insurance Agency, Yutan, Nebraska.	Newspaper – 09/26/2004 Fed Reg – N/Avail
4(c)(8)	SSB Management LLC, Wilber, Nebraska, to indirectly engage in insurance activities through the acquisition of Yutan Insurance Agency, Inc., Yutan, Nebraska, by Wilber Co., Wilber, Nebraska.	Newspaper – 09/26/2004 Fed Reg – N/Avail
4(c)(8)	First National Johnson Bancshares, Inc., Johnson, Nebraska, to indirectly engage in insurance activities through the acquisition of Yutan Insurance Agency, Inc., Yutan, Nebraska, by Wilber Co., Wilber, Nebraska.	Newspaper – 09/26/2004 Fed Reg – N/Avail
CIC	Notification by Robert E. Schmidt, Hays, Kansas, and Willard L. Frickey, Las Vegas, Nevada, to acquire control of Hanston Insurance Agency, Inc., parent of Hanston State Bank, both of Hanston, Kansas.	Newspaper – N/Avail Fed Reg – 09/21/2004

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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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>
502858	Kearney State Bank and Trust Company 3015 2 nd Avenue Kearney, Nebraska 68847	06/07/2004	09/02/2004	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, September 4, 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>
CIC	James G. Bethard, Coushatta, LA, et al, to acquire an interest in Coushatta Bancshares, Inc., Coushatta, LA (previously reported the week ending August 28, 2004)	Fed Reg – 09/17/2004 Newspaper – 09/25/2004
CIC	Charles E. Key, Lubbock, TX, to acquire an interest in Commerce National Financial Services, Inc., Lubbock, TX	Fed Reg – N/Avail Newspaper – N/Avail

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

Section VI – CRA examinations scheduled for Quarter of

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

District 12

Federal Reserve Bank of San Francisco

Applications and notifications filed during the week ending Saturday, September 4, 2004

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Placer Sierra Bank, Auburn, California, to establish a branch facility at the corner of Park Boulevard and Sunset Boulevard, Rocklin, California.*	Newspaper – 08/31/2004

* 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>
2661898	Pacific Liberty Bank 19950 Beach Boulevard Huntington Beach, CA 92648 (714) 429-2100	05/10/2004	09/01/2004	S		X

The above listing has been prepared as a courtesy by the Federal Reserve Bank of San Francisco, and is not intended to replace formal notices required by statute or regulation; the Reserve Bank assumes no responsibility for errors or omissions.

Section VI – CRA examinations scheduled for Quarter of

Institution *Location*

None
