
Federal Reserve Release



H.2

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

No. 44

Week Ending October 30, 2004

Regulations And Policies

Basel Capital Accord -- publication for comment of interagency guidance on implementing the advanced internal ratings-based approach for retail credit exposures (Docket No. OP-1215).

- Approved, October 12, 2004 (AC)

Reserve Bank Operations

Reserve Bank Directors -- appointment of chairmen and deputy chairmen of the twelve Federal Reserve Banks for 2005.

- Announced, October 27, 2004

Enforcement

County Bank, Merced, California -- written agreement with the Federal Reserve Bank of San Francisco.

- Announced, October 29, 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

Cleveland

Fifth Third Bank, Cincinnati, Ohio -- to establish a branch at 5991 Sunbury Road, Westerville.

- Approved, October 28, 2004

New York

JPMorgan Chase Bank, New York, New York -- to establish a branch at 225 North Wood Avenue, Linden, New Jersey.

- Approved, October 29, 2004

Philadelphia

Pocono Community Bank, Stroudsburg, Pennsylvania -- to establish a branch at Route 390 and Price Drive, Barrett Township.

- Approved, October 26, 2004

Atlanta

SouthTrust Bank, Birmingham, Alabama -- to establish branches at 7915 FM 1960, Houston, Texas; 12907 FM 1960 West; 9475 Jones Road; and 8711 West Loop South.

- Approved, October 28, 2004

Richmond

Union Bank and Trust Company, Bowling Green, Virginia -- to establish a branch at 8300 Bell Creek Road, Mechanicsville.

- Approved, October 28, 2004

Richmond

Virginia Commerce Bank, Arlington, Virginia -- to establish a branch at 9161 Liberia Avenue, Manassas.

- Approved, October 28, 2004

Bank Holding Companies

Atlanta

ABC Bancorp, Moultrie, Georgia -- to merge with Citizens Bancshares, Inc., Crawfordville, Florida, and thereby acquire Citizens Bank-Wakulla.
- Approved, October 27, 2004

Atlanta

Algiers Bancorp, Inc., Baton Rouge, Louisiana -- to become a bank holding company and to acquire Statewide Bank, Terrytown, formerly known as Algiers Bank & Trust, on its conversion to a state-chartered bank.
- Approved, October 26, 2004

St. Louis

Bancorp VI, Inc., Stillwell, Kansas -- to become a bank holding company and to acquire The First State Bank of Grand Chain, Grand Chain, Illinois.
- Withdrawn, October 27, 2004

San Francisco

Community First Bancorporation, Inc., Kennewick, Washington -- to become a bank holding company and to acquire Community First Bank.
- Approved, October 25, 2004

Kansas City

Lindoe, Inc., Ordway, Colorado -- to acquire up to 14.99 percent of the shares of Southern Colorado National Bancorp, Inc., Pueblo, parent of Southern Colorado National Bank.
- Approved, October 28, 2004

Cleveland

Sky Financial Group, Inc., Bowling Green, Ohio -- to acquire Prospect Bancshares, Inc., Worthington, and thereby acquire Prospect Bank, Columbus.
- Approved, October 29, 2004

Minneapolis

United Bancor, Ltd., Dickinson, North Dakota -- to acquire Scandia American Bancorporation, Inc., Stanley, and thereby acquire Scandia American Bank and Trust.
- Approved, October 28, 2004

Bank Mergers

New York

Popular, Inc., San Juan, Puerto Rico, Popular International Bank, Inc., and Popular North America, Inc. -- to acquire Kislak Financial Corporation, Miami Lakes, Florida; and for Banco Popular North America, New York, New York, to acquire by merger the assets and liabilities of Kislak National Bank, Miami Lakes.

- Approved, October 27, 2004

Change In Bank Control

Minneapolis

Bakken Securities, Inc., St. Louis Park, Minnesota -- change in bank control.

- Withdrawn, October 27, 2004

Cleveland

BNB Bancorp, Inc., Brookville, Ohio -- to retain control of BNB Bancorp, Inc.

- Permitted, October 29, 2004

Atlanta

First Southern Bancshares, Inc., Florence, Alabama -- change in bank control.

- Permitted, October 29, 2004

Kansas City

Hanston Insurance Agency, Inc., Hanston, Kansas -- change in bank control.

- Withdrawn, October 29, 2004

Philadelphia

PSB Bancorp, Inc., Philadelphia, Pennsylvania -- change in bank control.

- Permitted, October 28, 2004

Competitive Factors Reports

Boston

Androscoggin Savings Bank, Lewiston, Maine -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of the Livermore Falls branch of Skowhegan Savings Bank, Skowhegan.

- Submitted, October 26, 2004

Competitive Factors Reports

Philadelphia

Crest Savings Bank, Wildwood, New Jersey -- report on competitive factors of the proposed acquisition of certain assets and assumption of certain liabilities of the Sea Isle City branch of Sun National Bank, Vineland.

- Submitted, October 25, 2004

Philadelphia

Farmers First Bank, Lititz, Pennsylvania -- report on competitive factors of the proposed merger with First Susquehanna Bank & Trust, Sunbury, and WNB Bank, Williamsport, as part of a corporate reorganization.

- Submitted, October 25, 2004

Extensions Of Time

Secretary

Citibank, N.A., New York, New York -- extension of time for Citibank Overseas Investment Corporation, New Castle, Delaware, and Citileasing S.A., Lima, Peru, to divest an interest in certain property acquired in settlement of debts previously contracted (DPC).

- Granted, October 26, 2004

Kansas City

The Farmers State Bank of Fort Morgan Colorado Employee Stock Ownership Plan, Fort Morgan, Colorado -- extension to February 18, 2005, to acquire up to 38 percent of the shares of F.S.B. Bancorporation of Fort Morgan, Colorado.

- Granted, October 28, 2004

San Francisco

The Vintage Bank, Napa, California -- extension to March 3, 2005, to merge with Solano Bank, Vacaville.

- Granted, October 27, 2004

Financial Holding Companies

San Francisco

Community Valley Bancorp, Chico, California -- election to become a financial holding company.

- Effective, October 29, 2004

International Operations

Director, BS&R

Bank of America, National Association, Charlotte, North Carolina -- for its London branch to acquire LBI Holdings, Limited, London, United Kingdom.

- Approved, October 29, 2004

Director, BS&R

Wachovia Bank, N.A., Charlotte, North Carolina -- waiver of remainder of notification period to establish a branch in Frankfurt, Germany.

- Granted, October 26, 2004

Membership

Kansas City

First State Bank, Lincoln, Nebraska -- to become a member of the Federal Reserve System.

- Approved, October 29, 2004

District 1

Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, October 30, 2004

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Northeast Bank, Auburn, Maine - to open a branch at 660 Roosevelt Trail, Windham, Maine pursuant to section 9 of the Federal Reserve Act and section 208.6 of Regulation H	Newspaper – 11/08/2004

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
CIC	George Arthur Giovanis - to retain up to 38.93% of the outstanding shares of the common stock of Pepperell Bancshares Financial Group, Inc., Biddeford, Maine	Newspaper – 11/11/2004 Fed Reg – 11/15/2004
3(a)(3)	Webster Financial Corporation, Waterbury, Connecticut - to acquire 100% of the common stock of Eastern Wisconsin Bancshares, Inc., Howards Grove, Wisconsin	Newspaper – 11/21/2004 Fed Reg – 11/26/2004

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

Section VI – CRA examinations scheduled for Quarter of

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

District 2

Federal Reserve Bank of New York

Applications and notifications filed during the week ending Saturday, October 30, 2004

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
FBSEA	Bank of Baroda, Mumbai, Baroda, to establish a state-licensed branch in Houston, Texas.	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>
3A3*	Monmouth Community Bancorp, Long Branch, New Jersey, to acquire 100 percent of the voting shares of Allaire Community Bank, Sea Girt, New Jersey.	Newspaper – 11/22/2004 Fed Reg – 11/30/2004
3A3*	The Toronto-Dominion Bank, Toronto, Ontario, to acquire 51 percent of the voting shares of Banknorth Group, Inc., and thereby indirectly acquire Banknorth, National Association, both of Portland, Maine.	Newspaper – 11/08/2004 Fed Reg – 11/15/2004

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>
Foreign Branch	Barclays Global Investors, National Association, San Francisco, California, to establish a branch in London, England.

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

<i>Type</i>	<i>Application</i>
Investment	Citibank Overseas Investment Corporation, New Castle, Delaware, 30 day prior notice to make investments in Newco, Sao Paolo, Brazil.

Section V – Availability of CRA public evaluations

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

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

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

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

District 3

Federal Reserve Bank of Philadelphia

Applications and notifications filed during the week ending Saturday, October 30, 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, October 30, 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, Grand Rapids, MI to establish a branch at 3315 Washtenaw Avenue, Ann Arbor, MI.	Newspaper – 10/28/2004
*Branch	Fifth Third Bank, Cincinnati, OH to establish a branch at 8353 Sancus Boulevard, Columbus, OH.	Newspaper – 10/28/2004
*18(c) & Branch	Sky Bank, Salineville, OH to merge with Prospect Bank, Columbus, OH and incident thereto establish branch facilities.	Newspaper – 10/24/2004

*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>
*4(c)(8)	Park National Corporation, Newark, Ohio, to acquire First Clermont Bank, Milford, Ohio, pursuant to Section 4(c)(8) of the Bank Holding Company Act.	Newspaper – N/Avail Fed Reg – 11/19/2004
*3(a)(1) & 4(c)(8)	Peoples Community Bancorp, Inc., West Chester, OH, to acquire 38% of the outstanding voting shares of Columbia Bancorp, Inc., Cincinnati, OH, pursuant to Section 3(a)(1) of the Bank Holding Company Act and Peoples Community Bancorp, Inc., West Chester, OH, to retain 100% of the voting shares of Peoples Community Bank, West Chester, OH, pursuant to Section 4(c)(8) of the Bank Holding Company Act.	Newspaper – N/Avail Fed Reg – 10/29/2004

*Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

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

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

<i>Type</i>	<i>Application</i>
Member	Prospect Bank, Columbus, OH application to become a member of the Federal Reserve System.

Section V – Availability of CRA public evaluations

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

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

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.

<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, October 30, 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)	FNB Corporation, Christiansburg, Virginia, to acquire 100% of the voting shares of Bedford Federal Savings Bank, National Association, Bedford, Virginia, proposed successor by charter conversion to Bedford Federal Savings Bank, FSB.*	Fed Reg – 11/01/2004 Newspaper – 11/15/2004

*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>	<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.

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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 6

Federal Reserve Bank of Atlanta

Applications and notifications filed during the week ending Saturday, October 30, 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 Capital Circle, State Road 261 and Blairstone, Tallahassee, Florida, to be known as the Southwood Office.*	Newspaper – 11/05/2004
Branch	SunTrust Bank, Atlanta, Georgia, to establish a branch located at Walton County Road 395 and East Lake Drive, Sea Grove Beach, Florida, to be known as the Watercolor Crossings Office.*	Newspaper – 11/05/2004
Branch	SunTrust Bank, Atlanta, Georgia, to establish a branch located at 731 Cool Springs East, Franklin, Tennessee, to be known as the Cool Springs East Office.*	Newspaper – 11/05/2004

*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>
CIC	DeKalb Bancshares, Inc., Fort Payne, Alabama, prior change in control notice filed by Mr. William Reuben Broyles, Rainsville, Alabama, to acquire 9.95 percent of the outstanding shares of common stock of DeKalb Bancshares, Inc., and its subsidiary, DeKalb Bank, Crossville, Alabama. Total ownership will equal 33.95 percent.	Newspaper – N/Avail Fed Reg – 11/19/2004
CIC	Peoples Independent Bancshares, Inc., Boaz, Alabama, change in control notice filed by Rex Lee Davis, Emily Medlock Davis, Alan Rex Davis, Beverly Renee Davis, Stephen Paul Davis, and Tammy Renee Davis, all of Boaz, Alabama, to collectively acquire 2.31 percent of the outstanding shares of Peoples Independent Bancshares, Inc., and its subsidiary, Peoples Independent Bank, Boaz, Alabama. Total ownership will equal 13.86 percent.	Newspaper – 11/17/2004 Fed Reg – N/Avail
3(a)(3)	Synovus Financial Corp., Columbus, Georgia, to acquire 100 percent of the outstanding shares of Cohutta Banking Company of Tennessee, Chattanooga, Tennessee (in organization).*	Newspaper – 10/31/2004 Fed Reg – 10/28/2004

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	Financial Corporation of Louisiana, Crowley, Louisiana, prior change in control notice filed by Financial Corporation of Louisiana Employee Stock Ownership Plan and Argent Trust, a division of National Independent Trust Company Trustee, to acquire 1.90 percent of the outstanding shares of Financial Corporation of Louisiana, Crowley, Louisiana, and its subsidiaries, First National Bank of Louisiana, Crowley, Louisiana, and Rayne State Bank & Trust Company, Rayne, Louisiana.	Newspaper – 10/25/2004 Fed Reg – 11/19/2004

*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>
Membership	First American Bank, Decatur, Alabama, to become a member of the Federal Reserve System.

Section V – Availability of CRA public evaluations

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

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S = Satisfactory

NI = Needs to improve

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 7

Federal Reserve Bank of Chicago

Applications and notifications filed during the week ending Saturday, October 30, 2004

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Comerica Bank, Detroit, Michigan, to establish branch facilities to be located at 2730 W. Maple, Commerce Township, Michigan, 444 S. El Camino Real, San Mateo, California, and 800 North Haven, Ontario, California.*	Newspaper – N/Avail
18C & Branch	Libertyville Bank and Trust Company, Libertyville, Illinois, to purchase the assets and assume the liabilities of the branch located at 1110 Maple, Mundelein, Illinois, from Northview Bank and Trust, Northfield, Illinois, and thereby to establish a branch at 1110 Maple, Mundelein, Illinois.*	Newspaper – 11/08/2004
Branch	M&I Marshall & Ilsley Bank, Milwaukee, Wisconsin, to establish a branch facility to be located at 1341 Greenwood Court, Shakopee, Minnesota.*	Newspaper – 10/30/2004
18C & Branches	Northbrook Bank and Trust Company, Northbrook, Illinois, to purchase the assets and assume the liabilities of the two branches located at 245 Waukegan Road, Northfield, Illinois, and 1751 Orchard Lane, Northfield, Illinois, from Northview Bank and Trust, Northfield, Illinois, and thereby to establish branches at 245 Waukegan Road, Northfield, Illinois, and 1751 Orchard Lane, Northfield, Illinois.*	Newspaper – 11/09/2004
Branch	Southwest Bank of St. Louis, St. Louis, Missouri, to establish a branch facility to be located at Clarkson and Clayton Road, Ellisville, Missouri.*	Newspaper – 10/30/2004

* 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)(1)	Capitol Bancorp, Ltd., Lansing, Michigan, to acquire 100 percent of the voting shares of Capitol Development Bancorp Limited I, Lansing, Michigan, and thereby indirectly control Bank of Michigan (in organization), Farmington Hills, Michigan, and by Capitol Development Bancorp Limited I, Lansing, Michigan, to become a bank holding company by acquiring 51 percent of the voting shares of Bank of Michigan (in organization), Farmington, Hills, Michigan.*	Fed Reg – 11/22/2004 Newspaper – N/Avail
CIC	Notice by Rebecca Ann Ritchey, Wichita, Kansas, Gregory and Anne Ritchey, Shenandoah, Iowa, and Michael Bauer, Shenandoah, Iowa, to gain control of 97.27 percent of the common stock and 96.0 percent of the preferred stock of CNB Corp., Shenandoah, Iowa, and thereby indirectly City National Bank of Shenandoah, Shenandoah, Iowa.	Fed Reg – 11/05/2004 Newspaper – 11/03/2004
3(a)(3)	Cornerstone Financial Services Group, Inc., Ottumwa, Iowa, to acquire 100 percent of West Liberty Holding Co., West Liberty, Iowa, and thereby indirectly acquire West Liberty State Bank, West Liberty, Iowa.*	Fed Reg – 11/01/2004 Newspaper – N/Avail
CIC	Notice by Marlene D. Huls, Gifford, Illinois, to retain 29.8 percent of the voting shares of Illini Corporation, Springfield, Illinois, and thereby indirectly acquire Illini Bank, Springfield, Illinois, and as trustee of the Ernest H. Huls Family Trust, to retain voting shares of Illini Corporation, Springfield, Illinois, and thereby indirectly retain voting shares of Illini Bank, Springfield, Illinois.	Fed Reg – 11/17/2004 Newspaper – 11/01/2004
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 – 11/30/2004 Newspaper – N/Avail
3(a)(1) & 3(a)(3)	Nashua Bancshares, Inc., Saint Paul, Minnesota, to become a bank holding company by acquiring 100 percent of First State Bank (in organization), Nashua, Iowa, and by FNSB Bancorp, Inc., Nashua, Iowa; Readlyn Bancshares, Inc., St. Paul, Minnesota; Britt Bancshares, Inc., St. Paul, Minnesota; Tripoli Bancshares, Inc., St. Paul, Minnesota, and Ashton Bancshares, Inc., St. Paul, Minnesota, to acquire shares of Nashua Bancshares, Inc., St. Paul, Minnesota, and thereby indirectly acquire First State Bank (in organization), Nashua, Iowa.*	Fed Reg – 11/22/2004 Newspaper – N/Avail
3(a)(1)	Rural Bancshares of Wisconsin, Inc., Fennimore, Wisconsin, to become a bank holding company by acquiring 80 percent of the voting shares of LSB Holding Company, Livingston, Wisconsin, and thereby indirectly acquire Livingston State Bank, Livingston, Wisconsin.*	Fed Reg – 11/12/2004 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.

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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>
None						

Section VI – CRA examinations scheduled for Quarter of

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

District 8

Federal Reserve Bank of St. Louis

Applications and notifications filed during the week ending Saturday, October 30, 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	Liberty Financial Inc., Louisville, Kentucky, to become a bank holding company by acquiring 100 percent of Middleburg Bancorp, Inc., Middleburg, Kentucky, and thereby indirectly acquire Farmers Deposit Bank, Middleburg, Kentucky. (Previously reported during the week ended October 23, 2004)*	Newspaper – 11/26/2004 Fed Reg – 11/19/2004

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

Section VI – CRA examinations scheduled for Quarter of

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

District 9

Federal Reserve Bank of Minneapolis

Applications and notifications filed during the week ending Saturday, October 30, 2004

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18(c) & Branch	Peoples State Bank of Plainview, Plainview, Minnesota, to merge with Red Cedar Bank, National Association, Boyceville, Wisconsin, and thereby establish branches at 715 Highway 79, Boyceville, Wisconsin, and 1428 North Broadway, Menomonie, Wisconsin.*	Newspaper – N/Avail
18(c) & Branch	Dacotah Bank, Aberdeen, South Dakota, to merge with Dacotah Bank, Rolla, North Dakota, and Dacotah Bank, Valley City, North Dakota, and thereby establish 7 branches.*	Newspaper – N/Avail

* Subject to the provisions of the Community Reinvestment Act

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(1)	DCNB Holding Company, Clear Lake, South Dakota, to become a bank holding company by acquiring 100 percent of Deuel County National Bank, Clear Lake, South Dakota.*	Fed Reg – 11/08/2004 Newspaper-11/06/2004
3(a)(5)	Independent Bancshares. Inc., Clarkfield, Minnesota, to acquire 100 percent of the voting shares of Clarkfield Holding Company, Clarkfield, Minnesota, and thereby indirectly acquire Farmers and Merchants State Bank of Clarkfield, Clarkfield, Minnesota.*	Fed Reg – 11/26/2004 Newspaper – N/Avail
3(a)(1)	Vision Bank Holdings, Inc., Fargo, North Dakota, to become a bank holding company by acquiring 100 percent of VISIONBank, Fargo, North Dakota, a de novo bank.*	Fed Reg – 11/15/2004 Newspaper-11/08/2004

* Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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

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

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>
2999845	Western Security Bank Billings, MT.	06/21/2004	10/25/2004	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, October 30, 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)	Bank of Choice Holding Company, Evans, Colorado, to acquire 100 percent of the voting shares of Palisade Bancshares, Inc., Palisade, Colorado, parent of Palisades National Bank, Palisade, Colorado.	Newspaper – 11/29/2004 Fed Reg – 11/29/2004
CIC	Notification by Billy Grant Taylor and Raymond Davis King, Jr., both of Muskogee, Oklahoma, as co-trustees of the Richard Glen Armstrong, Margaret R. Armstrong, and Glen A. Armstrong Trusts, to acquire control of Armstrong Bancshares, Inc., Muskogee, Oklahoma, parent of Armstrong Bank, Muskogee, Oklahoma.	Newspaper – 11/01/2004 Fed Reg – 11/15/2004
CIC	Notice by the M.L. Smith Revocable Trust, Brookfield, Missouri, Mark L. Smith, trustee; the Ann E. Smith Revocable Trust and the Ann E. Smith Residuary Trust, both in Brookfield, Missouri, Ann E. Smith, trustee; and Michael R. Smith, Perry, Iowa, to retain control of First Missouri Bancshares, Inc., parent of First Missouri National Bank, both in Brookfield, Missouri.	Newspaper – N/Avail Fed Reg – 11/12/2004

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.

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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>
122658	FirstBank of Vail 17 Vail Road Vail, Colorado 81657-5708	07/26/2004	10/25/2004	O	X	
311050	American Heritage Bank 2 S. Main Street Sapulpa, Oklahoma 74066-4104	07/19/2004	10/26/2004	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, October 30, 2004

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Legacy Bank of Texas, Plano, TX, to establish a branch at 13333 Midway Road, Farmers Branch, TX 75234*	Newspaper – 11/02/2004

*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>
3(a)(1)	First Live Oak Bancshares, Inc., Three Rivers, TX, and First Live Oak Delaware Bancshares, Inc., Wilmington, DE, to acquire First State Bank, Three Rivers, TX*	Fed Reg – 11/26/2004 Newspaper – 11/26/2004
3(a)(1)	First Live Oak Delaware Bancshares, Inc., Wilmington, DE, to acquire First State Bank, Three Rivers, TX*	Fed Reg – 11/26/2004 Newspaper – 11/26/2004
3(a)(1)	CTB Holding, Inc., Waco, TX, and CTB Holdings Delaware, Inc., Wilmington, DE, to acquire Coupland State Bank, Coupland, TX*	Fed Reg – 11/19/2004 Newspaper – 11/19/2004
3(a)(1)	CTB Holdings Delaware, Inc., Wilmington, DE, to acquire Coupland State Bank, Coupland, TX*	Fed Reg – 11/19/2004 Newspaper – 11/19/2004

* 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.

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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 12

Federal Reserve Bank of San Francisco

Applications and notifications filed during the week ending Saturday, October 30, 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>
3A3	Franklin Resources, Inc., San Mateo, California, to acquire 14 percent of Centennial Bank Holdings, Inc., Fort Collins, Colorado, and thereby indirectly acquire Centennial Bank of the West, Fort Collins, Colorado, Guaranty Corporation, Denver, Colorado, Guaranty Bank & Trust Company, Denver, Colorado, The First National Bank of Strasburg, Strasburg, Colorado, and Collegiate Peaks Bank, Buena Vista, Colorado.*	Newspaper – N/Avail Fed Reg – 11/15/2004

* 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.

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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>
808167	North Valley Bank 300 Park Marina Circle Redding, California 96001 (530) 226-2900	05/03/2004	10/29/2004	S	X	

Section VI – CRA examinations scheduled for Quarter of

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