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# Federal Reserve Release

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*H.2*

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

*No. 52*

*Week Ending December 25, 2004*

**Advisory Councils**

Consumer Advisory Council -- appointment of eleven new members and designation of Mark Pinsky as Chair and Lori Swanson as Vice Chair for 2005.

- Approved, December 20, 2004

**Currency**

Federal Reserve Notes -- new currency budget for 2005.

- Approved, December 22, 2004

**Reserve Bank Operations**

Federal Reserve Bank of Dallas -- appointment of Richard W. Fisher as President, effective April 4, 2005.

- Approved, December 20, 2004

## H.2 Actions under delegated authority

December 19, 2004 to December 25, 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**

#### Chicago

1st Source Bank, South Bend, Indiana -- to establish a branch at 12850 State Road 23, Granger.

- Approved, December 21, 2004

#### Richmond

The Bank of Currituck, Moyock, North Carolina -- to establish a branch at Southern Shores Marketplace, 5 Juniper Trail, Southern Shores.

- Approved, December 24, 2004

#### Cleveland

Community Trust Bank, Inc., Pikeville, Kentucky -- to establish a branch at 470 North Mayo Trail, Paintsville.

- Approved, December 24, 2004

#### Richmond

The First Bank and Trust Company, Lebanon, Virginia -- to establish a branch at 150 West Main Street, Wytheville.

- Approved, December 23, 2004

#### Kansas City

The Guarantee State Bank, Lawton, Oklahoma -- to establish a branch at 702 Northwest Sheridan Road.

- Withdrawn, December 21, 2004

#### Kansas City

High Plains Bank, Flagler, Colorado -- to establish a branch at 3000 Youngfield Street, Lakewood.

- Approved, December 24, 2004

#### Richmond

Miners Exchange Bank, Coeburn, Virginia -- to establish a branch on State Route 75, Bobby Hicks Highway, Johnson City, Tennessee.

- Approved, December 23, 2004

### **Bank Branches, Domestic**

#### Atlanta

Regions Bank, Birmingham, Alabama -- to establish a branch at 1203 Governors Square Boulevard, Tallahassee, Florida.

- Approved, December 21, 2004

#### Atlanta

Regions Bank, Birmingham, Alabama -- to establish a branch at 909 Poydras Street, New Orleans, Louisiana.

- Approved, December 24, 2004

#### Philadelphia

Susquehanna Patriot Bank, Marlton, New Jersey -- to establish a branch at 901 Fayette Street, Conshohocken, Pennsylvania.

- Approved, December 24, 2004

### **Bank Holding Companies**

#### Dallas

Brownsboro Bancshares, Inc., Brownsboro, Texas, and Brownsboro Delaware Holdings, Inc., Wilmington, Delaware -- to become bank holding companies and to acquire First State Bank of Brownsboro.

- Approved, December 22, 2004

#### Richmond

Capital One Financial Corporation, McLean, Virginia -- to transfer assets and liabilities of AmeriFee LLC, Southborough, Massachusetts, to Capital One, FSB, McLean, Virginia, in connection with an internal reorganization.

- Returned, December 21, 2004

#### Chicago

CSB Bancorp, Inc., Chelsea, Michigan -- to become a bank holding company and to acquire Chelsea State Bank.

- Approved, December 22, 2004

### **Bank Holding Companies**

#### New York

Evans Bancorp, Inc., Angola, New York -- to acquire, through Evans National Bank, M&C Leasing Co., Inc., West Seneca, and thereby engage in leasing activities.  
- Withdrawn, December 23, 2004

#### Kansas City

First Bankshares of Las Animas, Inc., Las Animas, Colorado -- to acquire 9 percent of Southern Colorado National Bancorp, Inc., Pueblo, and thereby acquire Southern Colorado National Bank.  
- Approved, December 22, 2004

#### Atlanta

First Community Holding Company, Hammond, Louisiana -- to become a bank holding company and to acquire First Community Bank.  
- Withdrawn, December 23, 2004

#### Cleveland

Hometown Bancorp, Inc., Kent, Ohio -- to become a bank holding company and to acquire Home Savings Bank.  
- Returned, December 22, 2004

#### Minneapolis

Leeds Holding Company, Leeds, North Dakota -- relief from a commitment.  
- Granted, December 23, 2004

#### Secretary

The Toronto-Dominion Bank, Toronto, Ontario, Canada -- commenter's request to extend the comment period on the application to acquire shares of Banknorth Group, Inc., Portland, Maine.  
- Denied, December 20, 2004

#### St. Louis

White River Bancshares Company, Fayetteville, Arkansas -- to become a bank holding company and to acquire Signature Bank of Arkansas.  
- Withdrawn, December 21, 2004

### **Bank Holding Companies**

#### Chicago

Wintrust Financial Corporation, Lake Forest, Illinois -- to acquire Antioch Holding Company, Antioch, and its subsidiary, State Bank of the Lakes.  
- Approved, December 22, 2004

### **Change In Bank Control**

#### Minneapolis

Bakken Securities, Inc., St. Louis Park, Minnesota -- change in bank control.  
- Permitted, December 22, 2004

#### Atlanta

CBS Banc-Corp., Russellville, Alabama -- change in bank control.  
- Permitted, December 22, 2004

#### Atlanta

DeKalb Bancshares, Inc., Fort Payne, Alabama -- change in bank control.  
- Permitted, December 23, 2004

#### Kansas City

Union Bancshares, Inc., Clayton, New Mexico -- change in bank control.  
- Permitted, December 21, 2004

### **Competitive Factors Reports**

#### Kansas City

Bank of Colorado, Fort Collins, Colorado -- report on competitive factors of the proposed merger with Western Bank-Gallup, Gallup, New Mexico.  
- Submitted, December 23, 2004

#### Chicago

Chelsea State Bank, Chelsea, Michigan -- report on competitive factors of the proposed merger with CS Bank, an interim bank.  
- Submitted, December 22, 2004

### **Competitive Factors Reports**

#### Atlanta

Mercantile Bank, Orlando, Florida -- report on competitive factors of the proposed merger with Pointe Bank, Boca Raton.

- Submitted, December 21, 2004

#### Philadelphia

Minersville Safe Deposit Bank and Trust Company, Minersville, Pennsylvania -- report on competitive factors of the proposed acquisition of certain assets and assumption of certain deposit liabilities of the Tremont branch of Mid Penn Bank, Millersburg.

- Submitted, December 20, 2004

#### New York

Valley National Bank, Passaic, New Jersey -- report on competitive factors of the proposed merger with NorCrown Bank, Livingston.

- Submitted, December 23, 2004

### **Extensions Of Time**

#### Atlanta

BancTenn Corporation, Kingsport, Tennessee -- extension to April 6, 2005, to acquire up to 20 percent of Paragon Commercial Corporation, Raleigh, North Carolina, and Paragon Commercial Bank.

- Granted, December 22, 2004

#### Dallas

Central Texas Bankshare Holdings, Inc., Columbus, Texas, and Colorado County Investment Holdings, Inc., Wilmington, Delaware -- extension to March 22, 2005, to acquire additional shares of Hill Bancshares Holdings, Inc., Weimar, Texas, and thereby acquire Hill Bank & Trust Company.

- Granted, December 22, 2004

#### Kansas City

Mountain States Bancorporation, Inc., Denver, Colorado -- extension to April 12, 2005, for change in bank control.

- Granted, December 22, 2004

### **Financial Holding Companies**

#### Chicago

BTC Financial Corporation, Des Moines, Iowa -- election to become a financial holding company.

- Effective, December 23, 2004

#### Minneapolis

First National Financial Services, Inc., Elk River, Minnesota -- election to become a financial holding company.

- Effective, December 23, 2004

#### St. Louis

First Southeast Missouri Bancorporation, Inc., Scott City, Missouri -- election to become a financial holding company.

- Effective, December 22, 2004

#### Chicago

Mainsource Financial Group, Greensburg, Indiana -- election to become a financial holding company.

- Effective, December 23, 2004

### **International Operations**

#### New York

CLS Bank International, New York, New York -- to amend its articles of association to increase the shares of outstanding capital stock.

- Approved, December 20, 2004

#### Director, BS&R

Zions First National Bank, Salt Lake City, Utah -- waiver of remainder of notification period to establish a branch in London, United Kingdom.

- Granted, December 21, 2004

### **Regulations And Policies**

#### Director, C&CA

Regulation C -- annual notice of the asset-size exemption threshold for depository institutions under the Home Mortgage Disclosure Act (Docket No. R-1219).

- Approved, December 21, 2004

# District 1

## Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, December 25, 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)	Benjamin Franklin Bancorp, Inc., Franklin, Massachusetts - relating to the conversion of Benjamin Franklin Bancorp, M.H.C., Franklin, Massachusetts from mutual to stock form and the acquisition by the former of Benjamin Franklin Bank (formerly Benjamin Franklin Savings Bank), Franklin, Massachusetts	Newspaper – N/Avail Fed Reg – N/Avail
3(a)(1)	GSB, MHC, Greenfield, Massachusetts - request for prior approval to become a bank holding company through the acquisition of 100% of the voting shares of Greenfield Savings Bank, Greenfield, Massachusetts	Newspaper – N/Avail Fed Reg – 01/10/2005
3(a)(3)	The Royal Bank of Scotland Group plc, The Royal Bank of Scotland plc and RBSG International Holdings Ltd, all of Edinburgh, Scotland and Citizens Financial Group, Inc., Providence, Rhode Island - to acquire Citizens Bank, National Association, Albany, New York, a de novo bank	Newspaper – 01/18/2005 Fed Reg – 01/18/2005

### 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, December 25, 2004

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Adirondack Bank, Utica, New York to open and occupy a branch office located at The University Building, 120 E. Washington Street, Syracuse, Onondaga, New York.	Newspaper – 12/29/2004
FBSEA	Bank of Baroda, Mumbai, India, 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>
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>	<i>Ending date of comment period</i>
Investment	Citigroup Inc., New York, New York, to make an investment in Avantel, S.A., Mexico City, Mexico.	

## Section V – Availability of CRA public evaluations

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**SN = Substantial noncompliance**

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

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

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## Section VI – CRA examinations scheduled for Quarter of

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

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# District 3

## Federal Reserve Bank of Philadelphia

Applications and notifications filed during the week ending Saturday, December 25, 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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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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The following state member banks have been examined and their CRA public evaluations are now available.

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

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## Section VI – CRA examinations scheduled for Quarter of

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

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## District 4

### Federal Reserve Bank of Cleveland

Applications and notifications filed during the week ending Saturday, December 25, 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)	S&T Bancorp, Inc., Indiana, Pennsylvania, to acquire up to 9.9 percent of IBT Bancorp, Inc., Irwin, Pennsylvania, and thereby indirectly acquire Irwin Bank & Trust Company, Irwin, Pennsylvania.	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>	<i>Ending date of comment period</i>
None		

## Section V – Availability of CRA public evaluations

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

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

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**SN = Substantial noncompliance**

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

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

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## Section VI – CRA examinations scheduled for Quarter of

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

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# District 5

## Federal Reserve Bank of Richmond

**Applications and notifications filed during the week ending Saturday, December 25, 2004**

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Valley Bank, Roanoke, Virginia, to establish a branch at 1327 Grandin Road, Roanoke, Virginia.*	Newspaper – 12/28/2004
Branch	The Freedom Bank of Virginia, Vienna, Virginia, to establish a branch at 10555 Main Street, Fairfax, Virginia.*	Newspaper – 12/31/2004

\*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>
3(a)(5)	The South Financial Group, Inc., Greenville, South Carolina, for prior approval to acquire 100% of the securities of Pointe Financial Corporation, Boca Raton, Florida.*	Fed Reg – 01/20/2005 Newspaper – 01/10/2005

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

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

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

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

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

## Section V – Availability of CRA public evaluations

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

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**NI = Needs to improve**

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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>
223322	The First Bank and Trust Company 236 West Main Street Lebanon, Virginia 24266	09/13/2004	12/19/2004	S	X	
991621	Citizens Bank and Trust Company 1322 South Main Street Blackstone, Virginia 24060	10/04/2004	12/19/2004	S	X	
2813790	Community First Bank 1646 Graves Mill Road Lynchburg, Virginia 24502	10/12/2004	12/24/2004	S		X

## Section VI – CRA examinations scheduled for

## Quarter of

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

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## District 6

### Federal Reserve Bank of Atlanta

Applications and notifications filed during the week ending Saturday, December 25, 2004

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Regions Bank, Birmingham, Alabama, to establish a branch located at Pooler Parkway and Park Avenue, Pooler, Georgia.*	Newspaper – 12/25/2004
Branch	Regions Bank, Birmingham, Alabama, to establish a branch located at 6-A Skidaway Village Walk, Savannah, Georgia.*	Newspaper – 12/25/2004
Branch	SunTrust Bank, Atlanta, Georgia, to establish a branch located at 2601 Irongate Drive, Wilmington, North Carolina, to be known as the Wilmington Private Banking Office.*	Newspaper – 12/25/2004
Branch	Regions Bank, Birmingham, Alabama, to establish a branch located at 21 Music Square West, Nashville, Tennessee.*	Newspaper – 12/25/2004
Branch	SunTrust Bank, Atlanta, Georgia, to establish a branch located at 5315 Cortez Road, West, Bradenton, Florida, to be known as the Cortez Road Wal-Mart Office.*	Newspaper – 01/02/2005
Branch	SunTrust Bank, Atlanta, Georgia, to establish a branch located at 10500 West Colonial Drive, Ocoee, Florida, to be known as the Ocoee Wal-Mart Office.*	Newspaper – 01/02/2005

\*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)(5)	Whitney Holding Corporation, New Orleans, Louisiana, to merge with Destin Bancshares, Inc., and thereby acquire its subsidiary, Destin Bank, both of Destin, Florida.*	Newspaper – 01/19/2005 Fed Reg – 01/13/2005
CIC	NBOG Bancorporation, Inc., Gainesville, Georgia, after-the-fact change in control notice filed by Dr. Wendell A. Turner, Gainesville, Georgia, to retain 10.56 percent of the outstanding shares of NBOG Bancorporation, Inc., and its subsidiary, National Bank of Gainesville, both of Gainesville, Georgia.	Newspaper – N/Avail Fed Reg – 01/14/2005
3(a)(1)	American Enterprise Bankshares, Inc., to become a bank holding company by acquiring 100 percent of the outstanding shares of American Enterprise Bank of Florida, both of Jacksonville, Florida.*	Newspaper – N/Avail Fed Reg – 01/26/2005

## 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 Community Holding Company, to become a bank holding company by acquiring 100 percent of the outstanding shares of First Community Bank, both of Hammond, Louisiana.*	Newspaper – 01/09/2005 Fed Reg – 01/26/2005
CIC	Transatlantic Bank, Miami, Florida, after-the-fact change in control notice filed by Evan R. Marbin, North Miami Beach, Florida, individually and as trustee of The SEE Trust, Miami, Florida, The SEE Trust, Miami, Florida, and Sherrie Marbin, North Miami Beach, Florida, to retain 19.50 percent of the outstanding shares of Transatlantic Bank, Miami, Florida.	Newspaper – 12/15/2004 Fed Reg – 12/29/2004

\*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>
None	

## Section V – Availability of CRA public evaluations

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

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**Section V – Availability of CRA public evaluations**

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

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

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

## District 7

### Federal Reserve Bank of Chicago

Applications and notifications filed during the week ending Saturday, December 25, 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)	American Central Bancorporation, Inc., Springfield, Illinois, to acquire 100 percent of the voting shares of American Central Financial Group, Inc., Springfield, Illinois, and thereby indirectly acquire The Bank, Charleston, Illinois, and Farmers State Bank of Fulton County, Lewistown, Illinois.*	Fed Reg – 01/10/2005 Newspaper – N/Avail
3(a)(1) & 4(c)(8)	Blue River Bancshares, Inc., Shelbyville, Indiana, to become a bank holding company by acquiring 100 percent of the voting shares of Heartland Community Bank, Franklin, Indiana, and to retain ownership of Paramount Bank, Lexington, Kentucky, a federal savings bank, and thereby operate a savings association.*	Fed Reg – 01/21/2005 Newspaper – 01/15/2005
3(a)(3)	C-B-G, Inc., West Liberty, Iowa, to acquire 24.35 percent of Washington Bancorp, Washington, Iowa, from two shareholders and thereby indirectly acquire Federation Bank, Washington, Iowa.*	Fed Reg – 01/21/2005 Newspaper – N/Avail
3(a)(3)	Main Street Trust, Inc., Champaign, Illinois, to acquire 100 percent of the voting stock of Citizens First Financial Corp., Bloomington, Illinois, and thereby indirectly acquire Citizens Savings Bank, Bloomington, Illinois.*	Fed Reg – 01/03/2005 Newspaper – N/Avail
3(a)(5)	Wintrust Financial Corporation, Lake Forest, Illinois, to acquire 100 percent of the voting shares of First Northwest Bancorp, Inc., Arlington Heights, Illinois, and thereby indirectly acquire First Northwest Bank, Arlington Heights, Illinois.*	Fed Reg – 01/26/2005 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>
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**Section V – Availability of CRA public evaluations**

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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>
1007846	First Midwest Bank 300 Park Blvd., Suite 400 Itasca, Illinois 60143 (630) 875-7200	05/03/2004	12/21/2004	O	X	

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

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

## District 8

### Federal Reserve Bank of St. Louis

Applications and notifications filed during the week ending Saturday, December 25, 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 Joel Porter, Memphis, Tennessee, to gain control of BankTennessee, Collierville, Tennessee.	Newspaper – 01/13/2005 Fed Reg – 01/11/2005

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

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

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

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

## Section V – Availability of CRA public evaluations

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

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

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

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

**O = Outstanding**

**S = Satisfactory**

**NI = Needs to improve**

**SN = Substantial noncompliance**

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

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

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## Section VI – CRA examinations scheduled for Quarter of

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

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## District 9

### Federal Reserve Bank of Minneapolis

Applications and notifications filed during the week ending Saturday, December 25, 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)	Glacier Bancorp, Inc., Kalispell, Montana, to acquire 100 percent of the voting shares of First National Banks - West Co., Evanston, Wyoming and thereby indirectly acquire First National Bank - West, Evanston, Wyoming.*	Fed Reg – 01/21/2005 Newspaper – N/Avail
CIC	Notice by Joel D. Neisen, Burnsville, Minnesota, Jeffrey A. Neisen, Vadnais Heights, Minnesota, Timothy J. Neisen, Ormsby, Minnesota, Mary K. Laxen, Shakopee, Minnesota, and Brian J. Neisen, Sugar Land, Texas, to gain control of Ormsby Bancshares, Inc., Ormsby, Minnesota, and thereby indirectly acquire Ormsby State Bank, Ormsby, Minnesota.	Fed Reg – 01/04/2005 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>
Investment	U.S. Bank, N.A., Cincinnati, Ohio, through NOVA Canadian Holdings Company, Minneapolis, Minnesota, an agreement corporation, to invest in a foreign organization, pursuant to section 211.9 (f) 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.

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

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

**O = Outstanding**

**S = Satisfactory**

**NI = Needs to improve**

**SN = Substantial noncompliance**

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

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

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

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

# District 10

## Federal Reserve Bank of Kansas City

Applications and notifications filed during the week ending Saturday, December 25, 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 Louis Keith Ahlemeyer and Nadine Mae Ahlemeyer, both of Sedalia, Missouri, to acquire control of Investors Financial Corporation of Pettis County, Inc., parent of Community Bank of Pettis County, both in Sedalia, Missouri.	Newspaper – N/Avail Fed Reg – 01/11/2005

### 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 Nebraska, La Vista, Nebraska, to become a member of the Federal Reserve System.	

## Section V – Availability of CRA public evaluations

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

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

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

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

**O = Outstanding**

**S = Satisfactory**

**NI = Needs to improve**

**SN = Substantial noncompliance**

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

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

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## Section VI – CRA examinations scheduled for Quarter of

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

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# District 11

## Federal Reserve Bank of Dallas

Applications and notifications filed during the week ending Saturday, December 25, 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)	One World Holdings, Inc., Dallas, TX, to acquire One World Bank, Dallas, TX (de novo)* (previously reported the week ending December 18, 2004)	Fed Reg – 01/18/2005 Newspaper – 01/12/2005
3(a)(1)	FC Holdings, Inc., Houston, TX, and First Community Holdings of Delaware, Inc., Wilmington, DE, to acquire First Community Bank San Antonio, National Association, San Antonio, TX*	Fed Reg – 01/10/2005 Newspaper – N/Avail
3(a)(1)	First Community Holdings of Delaware, Inc., Wilmington, DE, to acquire First Community Bank San Antonio, National Association, San Antonio, TX*	Fed Reg – 01/10/2005 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

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

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

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

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

**O = Outstanding**

**S = Satisfactory**

**NI = Needs to improve**

**SN = Substantial noncompliance**

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

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

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## Section VI – CRA examinations scheduled for Quarter of

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

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## District 12

### Federal Reserve Bank of San Francisco

Applications and notifications filed during the week ending Saturday, December 25, 2004

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Frontier Bank, Everett, Washington, to establish a branch facility to be located at 128 East Holly Street, Bellingham, Washington.*	Newspaper – 12/31/2004

\* 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>
3(a)3	First National Bank Holding Company, Scottsdale, Arizona, to acquire 100 percent of First Heritage Bank, National Association (in organization), Newport Beach, California.*	Newspaper – 01/18/2005 Fed Reg – 01/21/2005

\* Subject to the provisions of the Community Reinvestment Act

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

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

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

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

## Section V – Availability of CRA public evaluations

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

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

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

**O = Outstanding**

**S = Satisfactory**

**NI = Needs to improve**

**SN = Substantial noncompliance**

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

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

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## Section VI – CRA examinations scheduled for Quarter of

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

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