
Federal Reserve Release



H.2

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

No. 5

Week Ending January 29, 2005

Bank Holding Companies

The Colonial BancGroup, Inc., Montgomery, Alabama -- to acquire Union Bank of Florida, Lauderhill, Florida.

- Approved, January 24, 2005

Westamerica Bancorporation, San Rafael, California, and Westamerica Bank -- to merge with Redwood Empire Bancorp, Santa Rosa, and thereby acquire its subsidiary, National Bank of the Redwoods; and for Westamerica Bank to merge with National Bank of the Redwoods and operate its existing locations as branches of Westamerica Bank.

- Approved, January 26, 2005

Regulations And Policies

Basel Capital Accord -- interagency statement on implementation of the Basel II framework and the qualification process for its advanced approaches.

- Announced, January 27, 2005

Enforcement

Asian Bank, Philadelphia, Pennsylvania -- written agreement with the Federal Reserve Bank of Philadelphia.

- Announced, January 28, 2005

BANKFIRST Corporation, Sioux Falls, South Dakota -- written agreement dated April 23, 2003, terminated January 6, 2005.

- Announced, January 28, 2005

Citizens Deposit Bank and Trust Company, Vanceburg, Kentucky -- written agreement dated September 29, 2000, terminated October 29, 2004.

- Announced, January 28, 2005

Riggs National Corporation, Washington, D.C. -- issuance of a cease and desist order; and termination of the cease and desist order, issued May 14, 2004, against Riggs National Corporation and Riggs International Banking Corporation, Miami, Florida.

- Announced, January 27, 2005

Southern Commercial Bank, St. Louis, Missouri -- written agreement dated June 10, 2003, terminated December 29, 2004.

- Announced, January 28, 2005

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

Bank of Bennington, Bennington, Nebraska -- to establish a branch at 1726 North 120th Street, Omaha.
- Approved, January 27, 2005

Secretary

Comerica Bank, Detroit, Michigan -- to establish branches at the northwest corner of Aviary Cove and Palmer Path, Austin, Texas, and the intersection of Fluor Drive and Highway 6, Sugarland.
- Approved, January 28, 2005

Dallas

PlainsCapital Bank, Lubbock, Texas -- to establish a courier service branch to serve customers of the existing branch at 777 Taylor Street, Suite 102, Fort Worth.
- Approved, January 24, 2005

Bank Holding Companies

St. Louis

Arkansas Newco II, Inc., Jonesboro, Arkansas -- to become a bank holding company and to acquire TrustBanc Financial Group, Inc., Mountain Home, and thereby acquire TrustBanc.
- Approved, January 25, 2005

Secretary

C-B-G, Inc., West Liberty, Iowa -- commenter's request to extend the comment period on the application to acquire shares of Washington Bancorp, Washington.
- Granted, January 27, 2005

Dallas

FC Holdings, Inc., Houston, Texas, and First Community Holdings of Delaware, Inc., Wilmington, Delaware -- to become bank holding companies and to acquire First Community Bank San Antonio, National Association, San Antonio, Texas.
- Approved, January 24, 2005

Bank Holding Companies

San Francisco

First National Bank Holding Company, Scottsdale, Arizona -- to acquire First Heritage Bank, National Association, Newport Beach, California, a de novo bank.
- Approved, January 28, 2005

New York

Fubon Financial Holding Company, Ltd., Taipei, Taiwan -- to engage de novo in certain limited securities activities through its indirect subsidiaries, Fubon Securities USA LLC, Pasadena, California, and Fubon Asset Management USA LLC, Arcadia.
- Withdrawn, January 24, 2005

St. Louis

Liberty Bancshares, Inc., Jonesboro, Arkansas -- to acquire TrustBanc Financial Group, Inc., Mountain Home, and thereby acquire TrustBanc; and for Liberty Bancshares, Inc.'s, subsidiary, Arkansas Newco II, Inc., Jonesboro, to become a bank holding company and to acquire TrustBanc Financial Group, Inc., Mountain Home, and thereby indirectly acquire TrustBanc.
- Approved, January 25, 2005

Kansas City

Pawnee Bancshares, Inc., Larned, Kansas -- relief from certain commitments.
- Withdrawn, January 26, 2005

Boston

The Royal Bank of Scotland Group plc, Edinburgh, Scotland, RBSG International Holdings Ltd., and Citizens Financial Group, Inc., Providence, Rhode Island -- to acquire RBS National Bank, Bridgeport, Connecticut, a de novo bank.
- Approved, January 25, 2005

Atlanta

Whitney Holding Corporation, New Orleans, Louisiana -- to merge with Destin Bancshares, Inc., Destin, Florida, and thereby acquire Destin Bank.
- Approved, January 24, 2005

Change In Bank Control

Minneapolis

Ormsby Bancshares, Inc., Ormsby, Minnesota -- change in bank control.
- Permitted, January 27, 2005

Competitive Factors Reports

Richmond

American Community Bank, Monroe, North Carolina -- report on competitive factors of the proposed merger with First National Bank of the Carolinas, Gaffney, South Carolina.
- Submitted, January 27, 2005

New York

Brooklyn Federal Savings Bank, New York, New York -- report on competitive factors of the proposed mergers with Interim One and Interim Two in connection with the reorganization of Brooklyn Federal Savings Bank as a mutual holding company.
- Submitted, January 26, 2005

Cleveland

DeepGreen Bank, Seven Hills, Ohio -- report on competitive factors of the proposed merger with Third Federal Savings and Loan Association, Cleveland.
- Submitted, January 26, 2005

Cleveland

Northwest Savings Bank, Warren, Pennsylvania -- report on competitive factors of the proposed merger with Jamestown Savings Bank, Jamestown, New York.
- Submitted, January 26, 2005

Extensions Of Time

Chicago

Bancshares Holding Corp., Downers Grove, Illinois -- extension to May 12, 2005, to become a bank holding company and to acquire The Bank of Commerce.
- Granted, January 25, 2005

Extensions Of Time

St. Louis

Cass Information Systems, Inc., Bridgeton, Missouri -- extension to March 22, 2005, to acquire assets of NTransit, Inc., Wellington, Kansas, and NTransit, LLC and thereby engage in data processing and management consulting activities.

- Granted, January 26, 2005

Kansas City

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

- Granted, January 27, 2005

Chicago

Oswego Community Bank Employee Stock Ownership Plan, Oswego, Illinois -- extension to April 30, 2005, to increase its ownership interest from 33.45 percent to 51 percent of Oswego Bancshares, Inc., and thereby acquire Oswego Community Bank.

- Granted, January 24, 2005

Atlanta

Rivoli Bank & Trust, Macon, Georgia -- extension to February 12, 2006, to establish a branch at 1551 Bass Road.

- Granted, January 24, 2005

Kansas City

Saline State Bank, Wilber, Nebraska -- extensions to April 23, 2005, to establish a branch at 82nd Street and Elger Drive, Lincoln, and to replace its existing branch at 5620 South 48th Street.

- Granted, January 24, 2005

District 1

Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, January 29, 2005

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)	BankFive, MHC and BankFive Corporation, both of Fall River, Massachusetts – application to become a mutual bank holding company and a stock bank holding company, respectively, by acquiring Fall River Five Cents Savings Bank, also of Fall River, Massachusetts	Newspaper – N/Avail Fed Reg – 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

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, January 29, 2005

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
FBSEA	Banco Latinoamericano de Exportaciones S.A., Panama City, Panama, to establish a representative office in Miami, Florida.	Newspaper – N/Avail
FBSEA	Banco Votorantim, Sao Paulo, Brazil, to establish a representative office in New York, New York.	Newspaper – N/Avail
FBSEA	Bank of Baroda, Mumbai, India, to establish a state-licensed branch in Houston, Texas.	Newspaper – 01/31/2005

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
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>
INV	JPMorgan Chase & Co., New York, New York, to make an investment, through a subsidiary of its Edge Corporation, J.P. Morgan International Finance Limited, in Cazenove Group plc (“Cazenove”) and to make an additional investment in J.P. Morgan Chase (UK) Holdings Limited, J.P. Morgan International Holdings Limited and J.P. Morgan Securities Ltd. to fund part of the investment in Cazenove.

Section V – Availability of CRA public evaluations

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					<i>LrgBk</i>	<i>SmBk</i>
501105	Manufacturers & Traders TC, Buffalo, New York.	06/14/2004	01/18/2005	O	X	

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, January 29, 2005

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.

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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>
833271	First Penn Bank, Philadelphia, PA	09/20/2004	01/21/2005	S	X	

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, January 29, 2005

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)	Central Bancshares, Inc., Lexington, KY to acquire First Bank, Inc., Louisville, KY pursuant to Section 3(a)(3) of the Bank Holding Company Act.	Newspaper – N/Avail Fed Reg – 02/21/2005

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.

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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>
1390342	Fifth Third Bank 2375 Tamiami Trail Naples, Florida 34103	04/14/2003	08/14/2004	S	X	
913940	Fifth Third Bank, Michigan 111 Lyon N.W. Grand Rapids, Michigan 49503	04/14/2003	08/14/2004	S	X	
723112	Fifth Third Bank 38 Fountain Square Plaza Cincinnati, Ohio 45263	04/14/2003	08/14/2004	S	X	
636043	Fifth Third Bank, Indiana 251 N. Illinois Street Indianapolis, Indiana 46205	04/14/2003	08/14/2004	S	X	
138510	Fifth Third Bank, Northern Kentucky 8100 Burlington Pike Florence, Kentucky 41042	04/14/2003	08/14/2004	S	X	
499613	Fifth Third Bank Kentucky, Inc. 401 South 4 th Street Louisville, Kentucky 40202	04/14/2003	08/14/2004	O	X	

Section VI – CRA examinations scheduled for 2nd Quarter of 2005

<i>Institution</i>	<i>Location</i>
Whitaker Bank	2001 Pleasant Ridge Dr. P. O. Box 55439 Lexington, Kentucky 40555
The Exchange Bank	235 Main Street Luckey, Ohio 43443
The Commercial and Savings Bank	6 West Jackson Street P. O. Box 232 Millersburg, Ohio 44654-0232
The Marblehead Bank	709 West Main Street Marblehead, Ohio 43440

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 5

Federal Reserve Bank of Richmond

Applications and notifications filed during the week ending Saturday, January 29, 2005

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	SuffolkFirst Bank, Suffolk, Virginia, to establish a branch at Out-parcel #4, Shoulders Hill Shipping Center, Bennett's Creek Crossing, Suffolk, Virginia.*	Newspaper – 02/04/2005

*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

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

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

<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, January 29, 2005

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18(c)	Regions Bank, Birmingham, Alabama, to acquire certain branches of Union Planters Bank, National Association, Memphis, Tennessee.*	Newspaper – 02/17/2005
Branch	Regions Bank, Birmingham, Alabama, to establish a branch located at 21-A West I-65 Service Road North, Mobile, Alabama.*	Newspaper – 01/29/2005
Foreign	The Victoria Mutual Building Society, Kingston 10, Jamaica, to establish a representative Office in Miami, Florida.	Newspaper – N/Avail

*Subject to provisions of the Community Reinvestment Act

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(1)	Community Bancshares of Mississippi, Inc. Employee Stock Ownership Plan, Brandon, Mississippi, to become a bank holding company by acquiring 58.6 percent of the Amory Series Bank Class Common Stock of Community Bancshares of Mississippi, Inc., Brandon, Mississippi, along with its subsidiaries, Community Bank, Coast, Biloxi, Mississippi; Community Bank of Mississippi, Forest, Mississippi; Community Bank, Indianola, Indianola, Mississippi; Community Bank, Ellisville, Ellisville, Mississippi; Community Bank, Southhaven, Mississippi; Community Bank, Meridian, Meridian, Mississippi; Community Bank, Amory, Amory, Mississippi; and First National Bank of Lucedale, Lucedale, Mississippi.*	Newspaper – 02/07/2005 Fed Reg – 02/25/2005
3(a)(1)	Copiah Bancshares, Inc., Hazlehurst, Mississippi, to become a bank holding company by acquiring 100 percent of the outstanding shares of Copiah Bank, National Association, Hazlehurst, Mississippi.*	Newspaper – 02/28/2005 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)(1)	Enterprise Banking Company, Inc., Stockbridge, Georgia, to become a bank holding company by acquiring 100 percent of the outstanding shares of Dorsey State Bank, Abbeville, Georgia.*	Newspaper – N/Avail Fed Reg – N/Avail
CIC	Frontier National Corporation, Sylacauga, Alabama, prior change in control notice filed by the CM/FS Reeves Investment, L.P., Frances Skinner Reeves, Charles Monroe Reeves, Craig Jody Berlin, all of West Point, Georgia; Steven deRalph Townson, Chelsea, Alabama; Steven Jeffrey Eisen, Nashville, Tennessee; Harold Beryl Kushner, Birmingham, Alabama; and Christopher Noel Zodrow, Auburn, Alabama; to acquire 32.00 percent of the outstanding shares of Frontier National Corporation, Sylacauga, Alabama, and its subsidiary, Frontier Bank, LaGrange, Georgia.	Newspaper – N/Avail Fed Reg – 02/15/2005
3(a)(3)	Privee Financial, Inc., Miami, Florida, to acquire 100 percent of the outstanding shares of Sequoia National Bank, San Francisco, California.*	Newspaper – N/Avail Fed Reg – 02/25/2005
3(a)(3)	Privee LLC, Miami, Florida, to acquire 100 percent of the outstanding shares of Sequoia National Bank, San Francisco, California.*	Newspaper – N/Avail Fed Reg – 02/25/2005
3(a)(3)	Remo DuQuoin LLC, Miami, Florida, to acquire 100 percent of the outstanding shares of Sequoia National Bank, San Francisco, California.*	Newspaper – N/Avail Fed Reg – 02/25/2005
3(a)(3)	Wilson Bank Holding Company, Lebanon, Tennessee, to acquire 50 percent of the outstanding shares of Community Bank of Smith County, Carthage, Tennessee.*	Newspaper – 02/19/2005 Fed Reg – 02/25/2005
3(a)(3)	Wilson Bank Holding Company, Lebanon, Tennessee, to acquire 50 percent of the outstanding shares of Dekalb Community Bank, Smithville, Tennessee.*	Newspaper – 02/19/2005 Fed Reg – 02/25/2005

*Subject to provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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					<i>LrgBk</i>	<i>SmBk</i>
697633	Compass Bank 15 th South 20 th Street Birmingham, Alabama 35233 (205) 933-3000	03/10/2003	01/26/2005	S	X	

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, January 29, 2005

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Chemical Bank and Trust Company, Midland, Michigan, to establish a mobile branch to operate within its market area, primarily in Shiawassee and Genesee Counties.*	Newspaper – 01/24/2005

* 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)	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 – 02/03/2005 Newspaper – 01/24/2005
3(a)(3)	Capitol Bancorp, Ltd., Lansing, Michigan, to acquire 51 percent of the voting shares of Peoples State Bank, Jeffersonville, Georgia.*	Fed Reg – 02/22/2005 Newspaper – N/Avail
3(a)(3)	Centrue Financial Corporation, Kankakee, Illinois, to acquire 100 percent of the voting stock of Illinois Community Bancorp, Inc., Effingham, Illinois, and thereby indirectly acquire Illinois Community Bank, Effingham, Illinois.*	Fed Reg – 02/22/2005 Newspaper – N/Avail
3(a)(1)	Freedom Bancshares, Inc., Sheldon, Iowa, to become a bank holding company by acquiring 100 percent of Freedom Bank (in organization), Sheldon, Iowa.*	Fed Reg – 02/21/2005 Newspaper – 02/18/2005

* 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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					<i>LrgBk</i>	<i>SmBk</i>
210434	Northern Trust Company 50 S. LaSalle Street Chicago, Illinois 60675 (312) 630-6000	05/17/2004	01/26/2005	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, January 29, 2005

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 H. Porter, Memphis, Tennessee, to gain control of BankTennessee, Collierville, Tennessee. The notice also involves a group acting in concert to gain control of BankTennessee. The acquisition group consists of John S. Shepherd, Collierville, Tennessee; John S. Wilder, Mason, Tennessee; James L. Rout, Jr., Memphis, Tennessee; Herbert T. Brooks, Jr., Collierville, Tennessee; R. Todd Vanderpool, Cordova, Tennessee; Randal Lankford, Ripley, Tennessee; Frank Inman, Jr., Memphis, Tennessee; Jimmy A. Lott, Collierville, Tennessee; Raymond E. Smith, Collierville, Tennessee; Herman W. Cox, Collierville, Tennessee; Philip C. Fons, Memphis, Tennessee; Gene Mathis, Memphis, Tennessee; Earl A. Richmond, Carthage, Tennessee; Robert L. Harbin, Rome, Georgia; and Crawford McDonald, Memphis, Tennessee. (Previously submitted during the week ending December 25, 2004.)	Newspaper – 02/03/2005 Fed Reg – 02/17/2005
CIC	Notice by the Joseph Jay Gugger Trust, with Joseph Jay Gugger as trustee, both of Edwardsville, Illinois, to gain control of Clover Leaf Financial Corporation, Edwardsville, Illinois. Notice is also provided by the Gugger Control Group, which includes, the Joseph J. Gugger Trust, Joseph Jay Gugger as trustee, and the J & M Limited Partnership, Edwardsville, Illinois, Joseph Jay Gugger as General Partner, to gain control of Clover Leaf Financial Corporation. (Previously submitted during the week ending January 8, 2005.)	Newspaper – 02/17/2005 Fed Reg – 01/28/2005

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
CIC	Notice by Richard T. Gregg and Jenny D. Gregg, both of Nixa, Missouri, to gain control of Southwest Missouri Bancshares, Inc., Ozark, Missouri.	Newspaper – 02/16/2005 Fed Reg – N/Avail
3A3	First National Bancorp, Inc., Green Forest, Arkansas, to acquire 9.9 percent of Legacy National Bank, Springdale, Arkansas (in formation).*	Newspaper – N/Avail Fed Reg – 02/28/2005

* 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>
4c8	Community First Bancshares, Inc., Harrison, Arkansas, to engage in data processing and management consulting activities through the retention of 25 percent of the voting shares of Mobius Technology Consulting, LLC, Springfield, Missouri. (Previously submitted during the week ending January 22, 2005.)	Fed Reg – 02/15/2005

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 9

Federal Reserve Bank of Minneapolis

Applications and notifications filed during the week ending Saturday, January 29, 2005

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 William E. Blomster, Fairmont, Minnesota to gain control of B & M Bancshares, Inc., Fairmont, Minnesota and thereby indirectly gain control of State Bank of Fairmont, Fairmont, Minnesota.	Fed Reg – 02/16/2005 Newspaper – N/Avail
3(a)(5)	Glacier Bancorp, Inc., Kalispell, Montana, to acquire 100 percent of the voting shares of Citizens Bank Holding Company, Pocatello, Idaho, and thereby indirectly acquire Citizens Community Bank, Pocatello, Idaho.*	Fed Reg – 02/11/2005 Newspaper – 02/06/2005

* 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>	<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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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 10

Federal Reserve Bank of Kansas City

Applications and notifications filed during the week ending Saturday, January 29, 2005

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18(c)	Bank 7, Medford, Oklahoma, to purchase certain assets and assume certain liabilities of the branch of Guarantee State Bank, Lawton, Oklahoma, located at 1039 NW 63 rd Street, Oklahoma City, Oklahoma, and incident thereto, to establish a branch.	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>
3(a)(3)	First Centralia Bancshares, Inc., Centralia, Kansas, to acquire 100 percent of the voting shares of Corning Investment Company, Inc., Atchison, Kansas, parent of Farmers State Bank of Corning, Corning, Kansas.	Newspaper – 02/21/2005 Fed Reg – 02/25/2005
3(a)(3)	Morrill Bancshares, Inc., Merriam, Kansas, to acquire 100 percent of the voting shares of Nemaha Investment Company, Inc., Atchison, Kansas, parent of First State Bank of Goff, Goff, Kansas.	Newspaper – 02/21/2005 Fed Reg – 02/25/2005
3(a)(3)	First Liberty Capital Corporation Employee Stock Ownership Plan, Hugo, Colorado, to acquire an additional 1.65 percent, for a total of 29.8 percent of the voting shares of First Liberty Capital Corporation, Hugo, Colorado, parent of The First National Bank of Hugo, Hugo, Colorado.	Newspaper – 02/22/2005 Fed Reg – N/Avail
CIC	Notification by Jerry and Marlys Waldo, both of Republican City, Nebraska, to acquire control of Commercial State Holding Company, Inc., parent of Commercial State Bank, both of Republican City, Nebraska.	Newspaper – 02/09/2005 Fed Reg – 02/10/2005

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>
Reduction in Permanent Capital	First State Bank, Fairfax, Oklahoma, to redeem 70 shares of its own voting common stock.

Section V – Availability of CRA public evaluations

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

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

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

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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>
547550	Bank of Commerce 221 Third Street Rawlins, Wyoming 82301	11/01/2004	01/24/2005	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, January 29, 2005

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.

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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 12

Federal Reserve Bank of San Francisco

Applications and notifications filed during the week ending Saturday, January 29, 2005

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>	
3(a)(5)(C)	Discovery Bancorp, San Marcos, California, to become a bank holding company by acquiring 100 percent of Discovery Bank, San Marcos, California.	

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	
