
Federal Reserve Release



H.2

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

No. 20

Week Ending May 14, 2005

Testimony And Statements

The Basel II Accord and H.R. 1226 -- statement by Governor Bies before the Subcommittee on Domestic and International Monetary Policy, Trade, and Technology and the Subcommittee on Financial Institutions and Consumer Credit of the House Committee on Financial Services.

- Published, May 11, 2005

Enforcement

American National Bank, Wichita Falls, Texas -- final decision and order of prohibition against Donald K. McKinney, a former vice president.

- Approved, May 10, 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

Atlanta

1st United Bank, Boca Raton, Florida -- to establish a branch at 300 West Broward Boulevard, Ft. Lauderdale.
- Approved, May 9, 2005

St. Louis

The Bank of Fayette County, Moscow, Tennessee -- to establish a branch at 3155 Highway 64, Eads.
- Approved, May 11, 2005

Secretary

The F&M Bank and Trust Company, Tulsa, Oklahoma -- to establish a branch in Dallas, Texas.
- Approved, May 10, 2005

San Francisco

Frontier Bank, Everett, Washington -- to establish a branch at Lynden Town Plaza Shopping Center, 8110 Guide Meridian, Lynden.
- Approved, May 13, 2005

San Francisco

Frontier Bank, Everett, Washington -- to establish a branch at 617 South Third Street, Suite B, Renton.
- Approved, May 13, 2005

Chicago

Johnson Bank, Racine, Wisconsin -- to establish a branch at 3001 West Rawson Avenue, Franklin.
- Approved, May 13, 2005

Chicago

M&I Marshall & Ilsley Bank, Milwaukee, Wisconsin -- to establish a branch at 4252 Southtowne Drive, Eau Claire.
- Approved, May 13, 2005

Bank Branches, Domestic

Chicago

M&I Marshall & Ilsley Bank, Milwaukee, Wisconsin -- to establish branches at Janesville and Moorland Roads, Muskego; 859 East Green Bay Road, Saukville; 2955 East Chandler Heights Road, Chandler, Arizona; and Kenwood Terrace and Kenrick Avenue, Lakeville, Minnesota.
- Approved, May 13, 2005

Atlanta

Pilot Bank, Tampa, Florida -- to establish a branch at 439 South Florida Avenue, Lakeland.
- Approved, May 11, 2005

Richmond

RBC Centura Bank, Rocky Mount, North Carolina -- to establish a branch at 1640 Buford Highway, Cumming, Georgia.
- Approved, May 10, 2005

Richmond

RBC Centura Bank, Rocky Mount, North Carolina -- to establish a branch at 3350 Braselton Highway, Dacula, Georgia.
- Approved, May 10, 2005

Atlanta

SunTrust Bank, Atlanta, Georgia -- to establish a branch at 14100 Whitney Road, Gainesville, Virginia.
- Approved, May 11, 2005

Richmond

Union Bank and Trust Company, Bowling Green, Virginia -- to establish a branch at 13700 Midlothian Turnpike, Midlothian.
- Approved, May 11, 2005

Bank Holding Companies

Chicago

Family Merchants Bancorporation, Inc., Cedar Rapids, Iowa -- to become a bank holding company and to acquire Family Merchants Bank, a de novo bank.
- Approved, May 13, 2005

Bank Holding Companies

Chicago

First National Bancshares, Inc., East Lansing, Michigan -- to retain its interest in Equifunding, Inc. and thereby engage in acquiring debt in default.
- Approved, May 11, 2005

Chicago

First Suburban Bancorp Corporation, Maywood, Illinois -- to acquire Water Street Capital Markets LLC, Glendale Heights, and thereby engage in securities brokerage activities.
- Approved, May 12, 2005

Atlanta

Firsttrust Corporation, New Orleans, Louisiana -- to acquire Central Bank for Savings, Winona, Mississippi, and thereby engage in operating a savings association; and to retain ownership of Central Bank for Savings on its conversion to a state chartered bank to be known as FirstBank and Trust of Mississippi.
- Approved, May 12, 2005

Atlanta

Georgia Banking Company, Inc., Atlanta, Georgia -- relief from a commitment.
- Granted, May 12, 2005

St. Louis

Ozarks Legacy Community Financial, Inc., Thayer, Missouri -- to become a bank holding company and to acquire at least 91.3 percent of the shares of Bank of Thayer.
- Approved, May 9, 2005

Richmond

Premier Community Bankshares, Inc., Winchester, Virginia -- to acquire Premier Bank, Martinsburg, West Virginia.
- Approved, May 9, 2005

Minneapolis

Rum River Bancorporation, Inc., Milaca, Minnesota -- to become a bank holding company and to acquire First National Bank of Milaca.
- Approved, May 11, 2005

Bank Holding Companies

Atlanta

Security Bank Corporation, Macon, Georgia -- to acquire SouthBank, Woodstock.
- Approved, May 9, 2005

Kansas City

Signature Bancshares, Inc., Olathe, Kansas, and Signature Acquisition Company, Inc. -- to become bank holding companies and to acquire Citizens Agency, Inc., Haddam, parent of Frontier Bank, and elections to become financial holding companies.
- Approved, May 13, 2005

Dallas

Texas Brand Bancshares, Inc., Garland, Texas, and TBB Delaware, Inc., Wilmington, Delaware -- to become bank holding companies and to acquire Texas Brand Bank, Garland, Texas.
- Approved, May 11, 2005

Bank Mergers

Cleveland

Community Trust Bancorp, Inc., Pikeville, Kentucky -- to acquire Heritage Community Bank, Danville.
- Approved, May 12, 2005

Banks, Nonmember, And Miscellaneous Institutions

Director, BS&R

NYCE Corporation, Woodcliff Lake, New Jersey -- relief from certain commitments.
- Granted, May 9, 2005

Banks, State Member

Director, BS&R

Western Reserve Bank, Medina, Ohio -- transfer agent registration.
- Approved, May 11, 2005

Change In Bank Control

Kansas City

ColoEast Bankshares, Inc., Lamar, Colorado -- to retain control of ColoEast Bankshares, Inc., parent of Colorado East Bank & Trust, Lamar, and First National Bank of Tribune, Tribune, Kansas.

- Permitted, May 13, 2005

St. Louis

First Eldorado Bancshares, Inc., Eldorado, Illinois -- change in bank control.

- Permitted, May 11, 2005

Competitive Factors Reports

Dallas

American National Bank, Wichita Falls, Texas -- report on competitive factors of the proposed acquisition of a branch of Guaranty Bank, FSB, Austin, to be located in Wichita Falls.

- Submitted, May 9, 2005

Atlanta

CNLBank, First Coast, Jacksonville, Florida -- report on competitive factors of the proposed purchase of a branch of CNLBank, Orlando.

- Submitted, May 11, 2005

Minneapolis

Commercial Bank of Mott, Mott, North Dakota -- report on competitive factors of the proposed merger with Mott Bankshares, Inc.

- Submitted, May 9, 2005

St. Louis

First Bank and Trust Company of Princeton, Princeton, Kentucky -- report on competitive factors of the proposed merger with South Central Bancshares, Inc., Russellville.

- Submitted, May 11, 2005

Chicago

First Citizens State Bank, Whitewater, Wisconsin -- report on competitive factors of the proposed merger with Whitewater Investments, Inc.

- Submitted, May 10, 2005

Competitive Factors Reports

Chicago

First Federal Savings and Loan Association of Mattoon, Mattoon, Illinois -- report on competitive factors of the proposed reorganization to become a mutual holding company.

- Submitted, May 10, 2005

Atlanta

First Tennessee Bank National Association Memphis, Memphis, Tennessee -- report on competitive factors of the proposed merger with First National Bank West Metro, Dallas, Georgia.

- Submitted, May 12, 2005

Chicago

Harvard Savings Bank, Harvard, Illinois -- report on competitive factors of the proposed merger with Harvard Savings Interim Bank II.

- Submitted, May 10, 2005

Chicago

Mutual Federal Savings Bank of Muncie, Muncie, Indiana -- report on competitive factors of the proposed merger with Fidelity Federal Savings Bank, Marion.

- Submitted, May 10, 2005

Boston

NewAlliance Bank, New Haven, Connecticut -- report on competitive factors of the proposed acquisition by merger of Trust Company of Connecticut, Hartford.

- Submitted, May 11, 2005

Atlanta

Omni National Bank, Fayetteville, North Carolina -- report on competitive factors of the proposed merger with Omni Interim, N.A., formerly known as Georgia Community Bank, Dalton, Georgia.

- Submitted, May 9, 2005

Chicago

Ottawa Savings Bank, Ottawa, Illinois -- report on competitive factors of the proposed merger with Ottawa Interim Federal Savings Bank.

- Submitted, May 10, 2005

Competitive Factors Reports

Chicago

Palmyra State Bank, Palmyra, Wisconsin -- report on competitive factors of the proposed merger with Palmyra Investments, Inc.
- Submitted, May 10, 2005

Extensions Of Time

Secretary

Citigroup Inc., New York, New York -- extensions of time for its subsidiary, Banco Nacional de Mexico, S.A., Mexico City, Mexico, to divest its interests in certain assets acquired in settlement of debts previously contracted.
- Granted, May 12, 2005

Dallas

First National Bank Group, Inc., Edinburg, Texas -- extension to August 10, 2005, to acquire 14.99 percent of the shares of Alamo Corporation of Texas, Alamo, and thereby acquire Alamo Corporation of Delaware, Wilmington, Delaware, and Alamo Bank of Texas, Alamo.
- Granted, May 12, 2005

Chicago

M&I Marshall & Ilsley Bank, Milwaukee, Wisconsin -- extension to August 27, 2005, to establish branches at Wisconsin Dells Parkway and Meadowview, Lake Delton; Crismon and Baseline Roads, Mesa, Arizona; 21479 South Ellsworth Road, Queen Creek; Scottsdale and Deer Valley Roads, Scottsdale; First Avenue and Oracle Road, Oro Valley; and 16890 West Bell Road, Surprise.
- Granted, May 9, 2005

District 1

Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, May 14, 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)	First Brandon Financial Corporation, Brandon, Vermont - to become a bank holding company through the acquisition of 100% of the outstanding shares of First Brandon National Bank, Brandon, Vermont	Newspaper – 06/03/2005 Fed Reg – 06/06/2005

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</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, May 14, 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 – 05/31/2005

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
* 3A3	Hudson Valley Holding Corp., Yonkers, New York, proposes to acquire 100 percent of New York National Bank, Bronx, New York.	Newspaper – 05/18/2005 Fed Reg – 05/24/2005
* 3A1	Treetops Acquisition Group LP, Treetops Acquisition Group II LP, Treetops Acquisition Group Ltd., Treetops Acquisition Group II Ltd., CAM Discount Ltd. and the Edgar M. Bronfman Trusts A, B, C, D, E, F and G, all of New York, New York, (the “Application”) for prior approval of the Board of Governors of the Federal Reserve System (the “Board”), pursuant to Section 3(a)(1) of the Bank Holding Company Act of 1956, as amended, to become bank holding companies through the acquisition of up to fifty-one percent of the outstanding shares of Israel Discount Bank, Ltd., Tel Aviv, Israel, and thereby acquire Discount Bancorp, New York, New York and its New York State-chartered bank, Israel Discount Bank of New York, New York, New York.	Newspaper – N/Avail Fed Reg – 05/13/2005

* 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>
4(c)(8)	NSB Holding Corp, Staten Island, request prior approval to engage de novo through its subsidiary Check Depot Inc., Staten Island, New York, in the is sance of money order activities.	Fed Reg – 06/02/2005

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.

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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>
214807	Deutsche BK TC Americas, NY, NY	11/15/2004	05/02/2005	O	X	
703310	Sleepy Hollow BK, Sleepy Hollow, NY	07/26/2004	01/31/2005	S	X	

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

Institution *Location*

None

District 3

Federal Reserve Bank of Philadelphia

Applications and notifications filed during the week ending Saturday, May 14, 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)	Univest Corporation Pennsylvania, Souderton, PA, to retain 8.53% ownership of the outstanding stock of New Century Bank, Phoenixville, PA.	Newspaper – 05/08/2005 Fed Reg – 05/16/2005
CIC	The Willits Family Partnership, Malvern, PA and its general partner, the Willits Family Trust, Malvern, PA, and its trustees Barbara Willits Shipp, Lydia Willits Bartholomew, William L.W. Shipp and Jamie Bartholomew, all of West Chester, PA, to purchase the outstanding stock of Malvern Bank Corporation, Malvern, PA.	Newspaper – 05/31/2005 Fed Reg – 05/25/2005

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

Section V – Availability of CRA public evaluations

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

Section VI – CRA examinations scheduled for 3rd Quarter of 2005

<i>Institution</i>	<i>Location</i>
AmeriServ Financial Bank	Johnstown, PA
East Penn Bank	Emmaus, PA

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 4

Federal Reserve Bank of Cleveland

Applications and notifications filed during the week ending Saturday, May 14, 2005

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 facility at 3957 West 26 th Street, Chicago, IL	Newspaper – 05/26/2005
*Branch	Fifth Third Bank, Grand Rapids, MI to establish a branch facility at 3936 West Riverside Boulevard, Rockford, IL	Newspaper – 05/26/2005
*Branch	Fifth Third Bank, Grand Rapids, MI to establish a branch facility at 510 Metropolitan Way, Des Plains, IL	Newspaper – 05/26/2005
*Branch	Fifth Third Bank, Grand Rapids, MI to establish a branch facility at 16732 West 159 th Street, Lockport, IL	Newspaper – 05/26/2005
*Branch	Fifth Third Bank, Grand Rapids, MI to establish a branch facility at 444 Veteran's Parkway, Yorkville, IL	Newspaper – 05/26/2005
*Branch	Fifth Third Bank, Grand Rapids, MI to establish a branch facility at 454 East Rollins Road, Round Lake Beach, IL	Newspaper – 05/26/2005
*Branch	Fifth Third Bank, Grand Rapids, MI to establish a branch facility at Southwest Corner of Garland and Randolph, Chicago, IL	Newspaper – 05/26/2005

*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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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, May 14, 2005

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18(c)	NBRS Financial, Rising Sun, Maryland, to purchase certain assets and assume certain deposit liabilities of the Penn Hills, Pennsylvania, branch office of Susquehanna Bank PA, Lititz, Pennsylvania.*	Newspaper – N/Avail
Branch	Chesapeake Bank, Kilmarnock, Virginia, to establish a branch at 5700 Williamsburg Landing Drive, Williamsburg, Virginia.*	Newspaper – 05/20/2005
Branch	Rockingham Heritage Bank, Harrisonburg, Virginia, to establish a branch at 624 Chicago Avenue, Harrisonburg, Virginia.*	Newspaper – 05/26/2005

*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)(5)	Capital One Financial Corporation, McLean, Virginia, to acquire 100% of the voting shares of Hibernia Corporation, New Orleans, Louisiana, and thereby indirectly acquire Hibernia National Bank, New Orleans, Louisiana.*	Fed Reg – 06/03/2005 Newspaper – N/Avail
CIC	Notice of Change in Control filed by Raymond T. Arnold, South Hill, Virginia, individually and together with the following members of his immediately family: Janice B. Arnold; Julie Arnold Witten; Darren Whitten; Sheri Arnold Sparkman; and Michael R. Sparman to control 10.40% and 15.90%, respectively, of the voting shares of Citizens Community Bank, South Hill, Virginia.*	Fed Reg – 05/31/2005 Newspaper – 06/08/2005
CIC	Notice of Change in Control filed by James R. Camp, Joseph C. Camp, and Margaret A. Sterbutzel, to retain 91.03% of the voting shares of Morgantown Bancshares, Inc., Morgantown, West Virginia.*	Fed Reg – 05/31/2005 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>
25A	Capital One Bank (Europe) plc, London, England, to make a series of investments over a period of six years in Capital One Overseas Limited, Georgetown, Cayman Islands.

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.

<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>
365325	United Bank 1185 Main Street Fairfax, Virginia 22030	10/18/2004	05/10/2005	S	X	

Section VI – CRA examinations scheduled for

Quarter of

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

District 6

Federal Reserve Bank of Atlanta

Applications and notifications filed during the week ending Saturday, May 14, 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 of Alabama, Birmingham, Alabama, to merge with United Bank of the Gulf Coast, Sarasota, Florida.*	Newspaper – 06/13/2005
Branch	Compass Bank, Birmingham, Alabama, to establish a branch located at 5000 Arizona Mills Circle, Tempe, Arizona, to be known as the Tempe-Arizona Mills Branch.*	Newspaper – 05/20/2005
Branch	Compass Bank, Birmingham, Alabama, to establish a branch located at the intersection of Murphy Road and Highway 6, Houston, Texas.*	Newspaper – 05/24/2005
Branch	LandMark Bank of Florida, to establish a branch located at 8444 South Tamiami Trail, Sarasota, Florida.*	Newspaper – 05/20/2005
Branch	SunTrust Bank, Atlanta, Georgia, to establish a branch located at 523 Ridge Road, Lantana, Florida, to be known as the Lantana Office.*	Newspaper – 05/21/2005
Branch	SunTrust Bank, Atlanta, Georgia, to establish a branch located at 9863 Lake Worth Road, Lake Worth, Florida, to be known as the Wycliffe Office.*	Newspaper – 05/21/2005

*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)(1)	GB Bank Group, Inc., Glennville, Georgia, to become a bank holding company by acquiring 100 percent of the outstanding shares of Glennville Bank, Glennville, Georgia.*	Newspaper – N/Avail Fed Reg – 06/10/2005
3(a)(5)	GB Bank Group, Inc., Glennville, Georgia, to merge with Tippins Bancshares, Inc., and thereby acquire its subsidiary, Tippins Bank & Trust Company, both of Claxton, Georgia.*	Newspaper – N/Avail Fed Reg – 06/10/2005
3(a)(1)	Neighborhood Bank Corporation, Palatka, Florida, to become a bank holding company by acquiring 100 percent of the outstanding shares of Putnam State Bank, Palatka, Florida.*	Newspaper – 06/09/2005 Fed Reg – 06/03/2005

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)	Tombigbee Bancshares, Inc., Sweet Water, Alabama, to become a bank holding company by acquiring Sweet Water State Bank, Sweet Water, Alabama.*	Newspaper – 05/28/2005 Fed Reg – 06/13/2005
CIC	St. Landry Bancshares, Inc., Opelousas, Louisiana, prior change in control notice filed by Allen Tabor Tomlinson, Carrie Tomlinson Weeks, Robert Sanders Tomlinson, Jr., and Marie Joy Poulet Tomlinson, all of Opelousas, Louisiana, to acquire an additional 0.92 percent of the outstanding shares of common stock of St. Landry Bancshares, Inc., and its subsidiary, St. Landry Bank & Trust Company, both of Opelousas, Louisiana. Total ownership will equal 42.88 percent.	Newspaper – 05/31/2005 Fed Reg – 06/02/2005

*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>
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Section V – Availability of CRA public evaluations

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

Section VI – CRA examinations scheduled for Quarter of

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

District 7

Federal Reserve Bank of Chicago

Applications and notifications filed during the week ending Saturday, May 14, 2005

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18C & Branch	Templeton Savings Bank, Templeton, Iowa, to purchase the assets and assume the liabilities of the Manning, Iowa branch office of American Interstate Bank, Elkhorn, Nebraska, and to establish a branch at 223 Main Street, Manning, Iowa.*	Newspaper – N/Avail
Branch	Town Bank, Delafield, Wisconsin, to establish a branch facility to be located at 200 W. Summit Avenue, Wales, Wisconsin.*	Newspaper – 05/18/2005

* 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)	Evans Bancshares, Inc., Evansdale, Iowa, to acquire 100 percent of First Resource Bank (in organization), Savage, Minnesota.*	Fed Reg – 05/27/2005 Newspaper – 06/05/2005
3(a)(3)	First Busey Corporation, Urbana, Illinois, to acquire 100 percent of the voting shares of Tarpon Coast Bancorp, Inc., Port Charlotte, Florida, and thereby indirectly acquire Tarpon Coast National Bank, Port Charlotte, Florida.*	Fed Reg – 06/13/2005 Newspaper – 06/03/2005
CIC	Notice by Terence P. Greenley, Sigourney, Iowa and Frances S. Fleck, Sigourney, Iowa (husband and wife) to gain control of Fountain View Bancorp., Inc., and thereby indirectly Keokuk County State Bank, Sigourney, Iowa.	Fed Reg – 05/20/2005 Newspaper – N/Avail
3(a)(1)	North Star Financial Holdings, Inc., Bloomfield Hills, Michigan, to become a bank holding company by acquiring 100 percent of the voting shares of N Star Community Bank (in organization), Bingham Farms, Michigan.*	Fed Reg – 06/13/2005 Newspaper – 06/07/2005
3(a)(3)	Peotone Bancorp, Inc., Peotone, Illinois, and Founders Group, Worth, Illinois, to acquire 100 percent of the voting shares of Vermilion Bancorp, Inc., Danville, Illinois, and thereby indirectly acquire American Savings Bank of Danville, Danville, Illinois.*	Fed Reg – 06/02/2005 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)(5)	PrivateBancorp, Inc., Chicago, Illinois, to acquire 100 percent of the voting shares of Bloomfield Hills Bancorp, Inc., Bloomfield Hills, Michigan, and thereby indirectly acquire The Private Bank, Bloomfield Hills, Michigan.*	Fed Reg – 05/28/2005 Newspaper – 05/26/2005
3(a)(1)	Symphony Bancorp, Indianapolis, Indiana, to become a bank holding company by acquiring 100 percent of the voting shares of Symphony Bank (in organization), Indianapolis, Indiana.*	Fed Reg – 05/31/2005 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>
Membership	N Star Community Bank (in organization), Bingham Farms, Michigan, to become a member of the Federal Reserve System.

Section V – Availability of CRA public evaluations

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

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

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

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 8

Federal Reserve Bank of St. Louis

Applications and notifications filed during the week ending Saturday, May 14, 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>
3A3	First Horizon National Corporation, Memphis, Tennessee, to acquire 100 percent of United Bank and Trust Company, St. Petersburg, Florida.*	Newspaper – N/Avail Fed Reg – N/Avail
CIC	Notice by Larry D. Hellrung and Patricia A. Hellrung, both of Alton, Illinois, to retain control of Liberty Bancshares, Inc., Alton, Illinois.	Newspaper – 05/26/2005 Fed Reg – 05/31/2005

* 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.

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 Third Quarter of 2005

<i>Institution</i>	<i>Location</i>
Pulaski Bank and Trust Company	Little Rock, Arkansas
First State Bank of Red Bud	Red Bud, Illinois
Cass Commercial Bank	Bridgeton, Missouri
Southwest Bank of St. Louis	St. Louis, Missouri
Truman Bank	St. Louis, Missouri
Peoples Bank & Trust Company	Troy, Missouri
Gates Banking and Trust Company	Gates, Tennessee
Bank of Halls	Halls, Tennessee

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 9

Federal Reserve Bank of Minneapolis

Applications and notifications filed during the week ending Saturday, May 14, 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	Severson Family Limited Partnership, Apple Valley, Minnesota, and Larry S. Severson, Lakeville, Minnesota as general partner, to become part of a group acting in concert, and thereby acquire control of Financial Services of St. Croix Falls, St. Croix Falls, Wisconsin.	Fed Reg – 05/23/2005 Newspaper – N/Avail

Section III – Applications subject to Federal Register notice only

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

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

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

Section V – Availability of CRA public evaluations

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>
<hr/> None <hr/>						

Section VI – CRA examinations scheduled for 3rd Quarter of 2005 (July 1, 2005 to September 30, 2005)

<i>Institution</i>	<i>Location</i>
Welcome State Bank	Welcome, Minnesota
Pioneer Bank	Mapleton, Minnesota
Pioneer Bank & Trust	Belle Fourche, South Dakota
Farmers State Bank of West Concord	West Concord, Minnesota
BANKFIRST	Sioux Falls, South Dakota
Citizens Bank & Trust	Big Timber, Montana
Profinium Financial, Inc.	Truman, Minnesota
Heartland State Bank	Edgeley, North Dakota
Farmers State Bank	Faith, South Dakota

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.

Examinations may have to be rescheduled during the calendar quarter in which they are designated to begin. If an institution's examination is rescheduled for a date later than the end of the date range reflected in a published schedule, the institution's name will be republished in an appropriate later listing. Any comments received, as a result of either the first publication or subsequent publications will be considered during the examination.

Written comments regarding the CRA performance of these institutions should be directed to Mr. James A. Colwell at the Federal Reserve Bank of Minneapolis, Division of Supervision, Regulation, and Credit, P. O. Box 291, Minneapolis, Minnesota 55480-0291.

District 10

Federal Reserve Bank of Kansas City

Applications and notifications filed during the week ending Saturday, May 14, 2005

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Colorado Community Bank, Yuma, Colorado, to establish a branch at 3650 35 th Avenue, Evans, Colorado.	Newspaper – 05/28/2005
Branch	Bank at Broadmoor, Colorado Springs, Colorado, to establish a mobile branch at 155 Lake Avenue, Colorado Springs, Colorado.	Newspaper – 05/16/2005
Branch	Community Banks of Colorado, Greenwood Village, Colorado, to establish a branch at 0070 Benchmark Road, Suite 101, Avon, Colorado.	Newspaper – 05/28/2005
Branch	Community Banks of Colorado, Greenwood Village, Colorado, to establish a branch at 848 East 2 nd Avenue, Durango, Colorado.	Newspaper – 05/25/2005

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	Notification by Hugh F. Wilkins and Gertrude Schneider, both of Geneva, Nebraska; Thomas S. Wilkins, Riverside, Illinois; Richard Buse, Charlotte Buse, May Jo Nitsch, and Richard Schneider, all of Omaha, Nebraska; and Robert C. Schneider, Phoenix, Arizona; to acquire control of Fairmont Farmers State Company, Fairmont, Nebraska, parent of Farmers State Bank, Fairmont, Nebraska.	Newspaper – 05/24/2005 Fed Reg – 06/01/2005
CIC	Notification by Willard L. Frickey, Las Vegas, Nevada; Bradley K. Frickey, Brian K. Frickey and Tracy R. Hudson, all of Ellis, Kansas; and Trever L. Frickey, Kansas City, Missouri, to acquire control of Hanston Insurance Agency, Inc., parent of Hanston State Bank, both of Hanston, Kansas.	Newspaper – 06/06/2005 Fed Reg – 05/23/2005

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	Pioneer Bank and Trust, Ponca City, Oklahoma, to redeem 14,157 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.

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 11

Federal Reserve Bank of Dallas

Applications and notifications filed during the week ending Saturday, May 14, 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)	TCB Holding Company, The Woodlands, Texas, to become a bank holding company by acquiring 100 percent of Texas Community Bank, N.A., The Woodlands, Texas.*	Newspaper – N/Avail Fed Reg – 06/07/2005

* Subject to the provision 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</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 Third Quarter of 2005

<i>Institution</i>	<i>Location</i>
Texas State Bank 1017658	3900 N 10 th Street McAllen, Texas 78501

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 12

Federal Reserve Bank of San Francisco

Applications and notifications filed during the week ending Saturday, May 14, 2005

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 at 617 S Third Street, Suite B, Renton, Washington.*	Newspaper – 05/06/2005
Branch	Frontier Bank, Everett, Washington, to establish a branch facility to be located at Lynden Town Plaza Shopping Center, 8110 Guide Meridian, Suite A, Lynden, Washington.*	Newspaper – 05/06/2005

* 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)(1)	Sterling Financial Corporation, Spokane, Washington, to become a bank holding company by acquiring 100 percent of Sterling Savings Bank, Spokane, Washington .*	Newspaper – N/Avail Fed Reg – 06/09/2005

* 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

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:

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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>
None						

Section VI – CRA examinations scheduled for 3rd Quarter of 2005

<i>Institution</i>	<i>Location</i>
Bank of the Orient	San Francisco, California
Bank of Whitman	Colfax, Washington
Nara Bank	Los Angeles, California
Silicon Valley Bank	Santa Clara, California
Vintage Bank, The	Napa, California
