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# Federal Reserve Release

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

*No. 40*

*Week Ending October 7, 2006*

**Bank Holding Companies**

Sky Financial Group, Inc., Bowling Green, Ohio -- to acquire Wells River Bancorp, Inc., Wellsville, and its subsidiary, Perpetual Savings Bank.

- Approved, October 5, 2006

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

**Bank Branches, Domestic**

Richmond

Bank of the Commonwealth, Norfolk, Virginia -- to establish a branch at 2600 Taylor Road, Chesapeake.  
- Approved, October 4, 2006

Richmond

Bank of the Commonwealth, Norfolk, Virginia -- to establish a branch at 1020 London Boulevard, Portsmouth.  
- Approved, October 4, 2006

Secretary

Comerica Bank, Detroit, Michigan -- to establish branches at 800 Southeast Monterey Commons Boulevard, Stuart, Florida, and 155 East Blue Heron Boulevard, Riviera Beach.  
- Approved, October 4, 2006

Minneapolis

First Interstate Bank, Billings, Montana -- to establish a branch at 100 Hutton Ranch Road, Kalispell.  
- Approved, October 6, 2006

St. Louis

First Security Bank of Conway, Conway, Arkansas -- to establish a branch at 624 Highway 365 South, Mayflower.  
- Approved, October 5, 2006

Chicago

Johnson Bank, Racine, Wisconsin -- to establish a branch at 18818 Four Peaks Boulevard, Rio Verde, Arizona, and to retain the branch at 16155 North 83rd Avenue, Peoria.  
- Approved, October 4, 2006

**Bank Branches, Domestic**

Richmond

RBC Centura Bank, Rocky Mount, North Carolina -- to establish a branch at 3151 Lawrenceville-Suwanee Road, Suwanee, Georgia.  
- Approved, October 5, 2006

**Bank Holding Companies**

San Francisco

The Bank Holdings, Reno, Nevada -- waiver of application to acquire NNB Holdings, Inc. in connection with the merger of their subsidiaries, Nevada Security Bank and Northern Nevada Bank.  
- Granted, October 5, 2006

Secretary

Belvedere Capital Fund II, L.P., San Francisco, California, and Belvedere Capital Partners II LLC -- to engage de novo through their subsidiary, Hometown Commercial Capital, LLC, Burlingame, in funding and securitizing commercial real estate loans.  
- Approved, October 2, 2006

San Francisco

Cathay Financial Holding Co., Ltd., Taipei, Taiwan, and Cathay Life Insurance Co., Ltd. -- to acquire up to 9.99 percent of the shares of First Financial Holding Co., Ltd. and Chinatrust Financial Holding Co., Ltd. and thereby acquire First Commercial Bank (U.S.A.), Alhambra, California, and Chinatrust Bank (U.S.A.), Torrance.  
- Withdrawn, October 4, 2006

New York

Community Bank System, Inc., Dewitt, New York -- waiver of application in connection with the merger with ONB Corporation, Clifton Springs.  
- Withdrawn, October 3, 2006

Richmond

First Charter Corporation, Charlotte, North Carolina -- to acquire GBC Bancorp, Inc., Lawrenceville, Georgia, and Gwinnett Banking Company.  
- Approved, October 2, 2006

**Bank Holding Companies**

Chicago

Gateway Banc Corp., Roscoe, Illinois -- to become a bank holding company and to acquire Gateway Community Bank.  
- Approved, October 4, 2006

New York

Lloyds TSB Group Plc, London, England, and Lloyds TSB Bank plc -- to engage de novo through a subsidiary, Scottish Widows Investment Partnership Ltd., in investment advisory activities.  
- Approved, October 6, 2006

Kansas City

Pony Express Bancorp, Inc., Elwood, Kansas -- to acquire Bank of Paxton, Paxton, Nebraska, and to engage in lending activities.  
- Approved, October 5, 2006

Atlanta

SouthCrest Financial Group, Inc., Fayetteville, Georgia -- to merge with Maplesville Bancorp, Maplesville, Alabama, and thereby acquire its subsidiary, Peachtree Bank.  
- Approved, October 2, 2006

Cleveland

TriState Capital Holdings, Inc., Pittsburgh, Pennsylvania -- to become a bank holding company and to acquire TriState Capital Bank.  
- Returned, October 3, 2006

Atlanta

U.S. Century Bancorp, Inc., Miami, Florida -- to become a bank holding company and to acquire U.S. Century Bank.  
- Withdrawn, October 4, 2006

San Francisco

U.S. Trust Corporation, New York, New York -- relief from certain commitments.  
- Granted, October 5, 2006

**Banks, Nonmember, And Miscellaneous Institutions**

Boston

Gardiner Savings Institution Federal Saving Bank, Gardiner, Maine -- waiver of application in connection with the acquisition of First Citizens Bank, Presque Isle.  
- Granted, October 6, 2006

**Change In Bank Control**

Dallas

Alliance Bancshares, Inc., Sulphur Springs, Texas -- change in bank control.  
- Permitted, October 4, 2006

Kansas City

Durant Bancorp, Inc., Durant, Oklahoma -- change in bank control.  
- Permitted, October 6, 2006

Cleveland

F.N.B. Bancorporation, Inc., Fort Mitchell, Kentucky -- change in bank control.  
- Permitted, October 5, 2006

Atlanta

P B Bancshares, Inc., Clifton, Tennessee -- to retain control of P B Bancshares, Inc.  
- Permitted, October 5, 2006

Cleveland

Union Bank and Trust Company, Lincoln, Nebraska -- change in bank control.  
- Permitted, October 5, 2006

**Competitive Factors Reports**

Philadelphia

The Bank, Woodbury, New Jersey -- report on competitive factors of the proposed merger with First Washington State Bank, Windsor.  
- Submitted, October 6, 2006

Atlanta

CB&T Bank of Middle Georgia, Warner Robins, Georgia -- report on competitive factors of the proposed merger with The Citizens Bank, Fort Valley.  
- Submitted, October 5, 2006

**Competitive Factors Reports**

St. Louis

Citizens First Bank, Inc., Bowling Green, Kentucky -- report on competitive factors of the proposed merger with Kentucky Banking Centers, Inc., Glasgow.  
- Submitted, October 6, 2006

Minneapolis

First Fidelity Bank, Burke, South Dakota -- report on competitive factors of the proposed acquisition by merger of the Winner branch of Great Western Bank, Watertown.  
- Submitted, October 5, 2006

Philadelphia

Fulton Bank, Lancaster, Pennsylvania -- report on competitive factors of the proposed purchase of assets and assumption of liabilities of Premier Bank, Doylestown.  
- Submitted, October 6, 2006

Chicago

Gateway Community Bank, Roscoe, Illinois -- report on competitive factors of the proposed merger with Republic Bank of Roscoe, an interim bank.  
- Submitted, October 5, 2006

Kansas City

Grand Mountain Bank, FSB, Granby, Colorado -- report on competitive factors of the proposed merger with New Grand Mountain Bank, FSB.  
- Submitted, October 5, 2006

Minneapolis

Great Western Bank, Watertown, South Dakota -- report on competitive factors of the proposed acquisition of and merger with four branches of Home Federal Bank, Sioux Falls.  
- Submitted, October 3, 2006

Philadelphia

Greater Delaware Valley Savings Bank, Broomall, Pennsylvania -- report on competitive factors of the proposed merger with Alliance Interim Savings Bank.  
- Submitted, October 4, 2006

**Competitive Factors Reports**

Dallas

Happy State Bank, Happy, Texas -- report on competitive factors of the proposed merger with American Church Trust Company, Houston.

- Submitted, October 3, 2006

Philadelphia

Mid Penn Bank, Millersburg, Pennsylvania -- report on competitive factors of the proposed purchase of assets and assumption of liabilities of the Steelton and Middletown branches of Omega Bank, State College.

- Submitted, October 4, 2006

Atlanta

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

- Submitted, October 5, 2006

Boston

Westfield Bank, Westfield, Massachusetts -- report on competitive factors of the proposed merger with Westfield Interim Savings Banks I, II, and III.

- Submitted, October 4, 2006

**Extensions Of Time**

Kansas City

Colorado Community Bank, Yuma, Colorado -- extension to January 7, 2007, to establish a branch at 4625 Trail Boss Drive, Castle Rock.

- Granted, October 6, 2006

Atlanta

IBERIABANK, Lafayette, Louisiana -- extension to October 14, 2007, to establish a branch at 338 Settlers Trace.

- Granted, October 4, 2006



**Financial Holding Companies**

Kansas City

LoLyn Financial Corporation, Raymore, Missouri -- election to become a financial holding company.

- Effective, October 4, 2006

San Francisco

WSB Financial Group, Inc., Bremerton, Washington -- election to become a financial holding company.

- Effective, October 3, 2006

**International Operations**

Director, BS&R

NOVA European Holdings Company, Minneapolis, Minnesota -- waiver of remainder of notification period to invest in Elavon Financial Services, Dublin, Ireland.

- Granted, September 29, 2006 (AC)

**Membership**

San Francisco

San Joaquin Bank, Bakersfield, California -- to become a member of the Federal Reserve System.

- Approved, October 6, 2006

**District: 1**

**Federal Reserve Bank of Boston**

**Filings received during the week ending October 7, 2006**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>
MARLBOROUGH BANCSHARES MHC	* 3A1 * 3A3	Application by Marlborough Bancshares, MHC and Marlborough Bancshares, Inc., both of Marlborough, Massachusetts, to become a mutual bank holding company and stock bank holding company, respectively, by acquiring Marlborough Savings Bank, Marlborough, Massachusetts, pursuant to sections 3(a)(1) and 3(a)(3) of the Bank Holding Company Act of 1956, as amended.	Newspaper: 10/09/2006 Federal Register: 10/12/2006

**District: 1**  
**Federal Reserve Bank of Boston**

**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.

RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
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NONE

CRA Examinations scheduled for Institution	Quarter of Location
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NONE

\* Subject to the provisions of the Community Reinvestment Act

**District: 2****Federal Reserve Bank of New York****Filings received during the week ending October 7, 2006**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
FORT ORANGE FINANCIAL CORPORATION	* 3A1	Fort Orange Financial Corp. requests to become a one-bank holding company, pursuant to Section 3(a)1 of the BHC Act, and Section 225.15 of Regulation Y, by acquiring Capital Bank & Trust Company, both of Albany, New York.	Newspaper:	Not available
			Federal Register:	11/03/2006
NEW YORK PRIVATE BANK & TRUST CORPORATION	* 3A3	New York Private Bank & Trust Corporation, Emigrant Bancorp, Inc. and Emigrant Bank (for a moment in time), all of New York, New York, to acquire all of the outstanding capital stock of EmigrantDirect Bank, Ossining, New York (In formation).	Newspaper:	Not available
			Federal Register:	10/23/2006
STATE EXPORT-IMPORT BANK OF UKRAINE, INC.	FBSEA	Export-Import Bank of Ukraine ("EXIM Bank")Kiev, Ukraine, to establish a representative office in New York, New York, pursuant to Section 10(a) of the International Banking Act of 1978, as amended, and Section 211.24(a)(1) of Regulation K.	Newspaper:	Not available
			Federal Register:	Not applicable
UBS AG	FBSEA	UBS AG, Zurich, Switzerland to establish an additional federal limited branch to be located in Tampa, Florida pursuant to Section 211.24(a)(2)(i)(A) of Regulation K.	Newspaper:	09/29/2006
			Federal Register:	Not applicable

## District: 2

### Federal Reserve Bank of New York

#### 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:

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SN = Substantial noncompliance

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

RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
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NONE

CRA Examinations scheduled for Institution	Quarter of Location
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NONE

**District: 3****Federal Reserve Bank of Philadelphia****Filings received during the week ending October 7, 2006**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>
CONESTOGA BANCORP, INC	* 3A5 * 18C 4c8	Conestoga Bancorp, Inc., Chester Springs, PA, to acquire PSB Bancorp, Inc., Philadelphia, PA, as a result Conestoga Bank, Chester Springs, PA to merge with and into First Penn Bank, Philadelphia, PA, with a name change to Conestoga Bank.	Newspaper: 10/23/2006 Federal Register: 11/03/2006
STERLING BANKS INC	* 3A1 4c8 * 18C	Sterling Banks, Inc., Mount Laurel, NJ, to become a bank holding company by acquiring Sterling Bank, Mount Laurel, NJ. Additionally, in connection with a reorganization Sterling Banks, Inc., will acquire Farnsworth Bancorp, Inc., Bordentown, NJ, resulting in a merger between Sterling Bank and Peoples Savings Bank, Bordentown, NJ, a wholly own subsidiary of Farnsworth Bancorp, Inc.	Newspaper: 11/03/2006 Federal Register: 11/03/2006

## District: 3

### Federal Reserve Bank of Philadelphia

#### 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:

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SN = Substantial noncompliance

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

RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
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NONE

CRA Examinations scheduled for Institution	Quarter of Location
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NONE

**District: 4****Federal Reserve Bank of Cleveland****Filings received during the week ending October 7, 2006**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>
FIFTH THIRD BANK	* Branch	Fifth Third Bank, Cincinnati, OH intends to establish a branch at 4653 Tuscarawas Street West, Perry Township, OH.	Newspaper: 10/14/2006 Federal Register: Not applicable
PARK NATIONAL CORPORATION	* 3A3	Application by Park National Corporation, Newark, OH to acquire Anderson Bank Company, Cincinnati, OH pursuant to Section 3(a)(3) of the Bank Holding Company Act.	Newspaper: Not available Federal Register: 10/26/2006



## District: 4

### Federal Reserve Bank of Cleveland

#### 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:

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NI = Needs to improve

SN = Substantial noncompliance

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

RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
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NONE

CRA Examinations scheduled for Institution	Quarter of Location
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NONE

**District: 5****Federal Reserve Bank of Richmond****Filings received during the week ending October 7, 2006**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
BANK OF AMERICA, NATIONAL ASSOCIATION	Investment	Bank of America, NA, Charlotte, North Carolina, to increase its investment in Banc of America Leasing Ireland Co., Limited, Dublin, Ireland.	Newspaper: Federal Register:	Not applicable Not applicable
BANK OF AMERICA, NATIONAL ASSOCIATION	Investment	Bank of America, NA, Charlotte, North Carolina, to increase its investment in Banc of America Securities Limited, London, United Kingdom.	Newspaper: Federal Register:	Not applicable Not applicable
HIGHLANDS UNION BANK	* Branch	Highlands Union Bank, Abingdon, Virginia, proposes to establish a branch at the corner of Mountain Grove Road and Majestic Road, Knoxville, Tennessee.	Newspaper: Federal Register:	10/20/2006 Not applicable
NEW PEOPLES BANK, INC.	* Branch	New Peoples Bank, Inc., Honaker, Virginia, to establish a branch at the corner of Highways 58 and 715, Ben Hur, Virginia.	Newspaper: Federal Register:	10/18/2006 Not applicable
PEOPLES COMMUNITY BANK	Premises	Peoples Community Bank, Montross, Virginia, to increase its investment in bank premises in the amount of \$150,000.	Newspaper: Federal Register:	Not applicable Not applicable
RBC CENTURA BANK	* Branch	RBC Centura Bank, Rocky Mount, North Carolina, to establish a branch at 14495 Miramar Parkway, Miramar, Florida.	Newspaper: Federal Register:	10/13/2006 Not applicable
RBC CENTURA BANK	* Branch	RBC Centura Bank, Rocky Mount, North Carolina, to establish a branch at 4620 PGA Boulevard, Suite 101, Palm Beach Gardens, Florida.	Newspaper: Federal Register:	10/13/2006 Not applicable

## District: 5

### Federal Reserve Bank of Richmond

#### 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.

RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
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NONE

CRA Examinations scheduled for Institution	Quarter of Location
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NONE

**District: 6****Federal Reserve Bank of Atlanta****Filings received during the week ending October 7, 2006**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>
1ST JACKSON BANCSHARES, INC.	* 3A3	1st Jackson Bancshares, Inc., Stevenson, Alabama, to acquire 100 percent of the outstanding shares of The Peoples Bancshares, Inc., and its subsidiary, Peoples Bank, both of Sardis, Tennessee.	Newspaper: Not available Federal Register: Not available
AMERIS BANCORP	* 3A5	Ameris Bancorp, Moultrie, Georgia, to merge with Islands Bancorp, and thereby acquire its subsidiary, Islands Community Bank, N.A., both of Beaufort, South Carolina.	Newspaper: 10/06/2006 Federal Register: Not available
CPB BANCSHARES, INC.	* 3A1	CPB Bancshares, Inc., to become a bank holding company by acquiring 100 percent of the outstanding shares of Church Point Bank and Trust Company, both of Church Point, Louisiana.	Newspaper: Not available Federal Register: Not available
OGLETHORPE BANK HOLDING COMPANY	* 3A1	Oglethorpe Bank Holding Company, to become a bank holding company by acquiring 100 percent of the outstanding shares of Oglethorpe Bank, both of Brunswick, Georgia.	Newspaper: 10/31/2006 Federal Register: Not available
UNITED COMMUNITY BANCSHARES, INC.	CIC	United Community Bancshares, Gonzales, Louisiana, prior change in control notification filed by Gloria Bienvenu Callais, Charles Michael Callais, Corey Joseph Callais, Paul Abdon Callais, and Peter Wade Callais to acquire an additional 6.2 percent of the outstanding shares of United Community Bancshares, Inc. and its subsidiary, United Community Bank, both of Gonzales, Louisiana. Proforma total ownership will equal 78.8 percent.	Newspaper: Not available Federal Register: 10/24/2006

**District: 6**  
**Federal Reserve Bank of Atlanta**

**Availability of CRA Public Evaluations**

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- NI = Needs to improve
- SN = Substantial noncompliance

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

RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
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NONE

CRA Examinations scheduled for Institution	Quarter of Location
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NONE

**District: 7****Federal Reserve Bank of Chicago****Filings received during the week ending October 7, 2006**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
BANCORP FINANCIAL, INC.	* 3A1	Bancorp Financial, Inc., Evergreen Park, Illinois, to become a bank holding company by acquiring 100 percent of the voting shares of Evergreen Interim Bank (in organization), Evergreen Park, Illinois.	Newspaper:	Not available
			Federal Register:	11/03/2006
CITIZENS BANKING CORPORATION	* 3A5	Citizens Banking Corporation, Flint, Michigan, to acquire 100 percent of the voting shares of Republic Bancorp, Inc., Owosso, Michigan, and thereby indirectly acquire Republic Bank, Lansing, Michigan.	Newspaper:	10/20/2006
			Federal Register:	10/13/2006
COMERICA BANK	* Branch	Comerica Bank, Detroit, Michigan, to establish two branch facilities to be located at 49 El Camino Real, Millbrae, California, and 4950 N. Garland Ave., Garland, Texas.	Newspaper:	10/03/2006
			Federal Register:	Not applicable
COMERICA BANK	* Branch	Comerica Bank, Detroit, Michigan, to establish a branch facility to be located at 4901 N. Belt Line Rd., Irving, Texas.	Newspaper:	Not available
			Federal Register:	Not applicable
DEARBORN BANCORP, INC.	* 3A5	Dearborn Bancorp, Inc., Dearborn, Michigan, to merge with Fidelity Financial Corporation of Michigan, Birmingham, Michigan, and thereby indirectly acquire Fidelity Bank, Birmingham, Michigan.	Newspaper:	10/24/2006
			Federal Register:	11/03/2006
FBOP CORPORATION	* 3A5	FBOP Corporation, Oak Park, Illinois, to acquire 100 percent of the voting shares of United Financial Holdings, Inc., Lisle, Illinois, and thereby indirectly acquire United Community Bank of Lisle, Lisle, Illinois.	Newspaper:	10/27/2006
			Federal Register:	10/30/2006
GREAT RIVER FINANCIAL GROUP, INC.	* 4c8	Great River Financial Group, Inc., Burlington, Iowa, to operate a savings bank following the conversion of its wholly-owned subsidiary, Burlington Bank and Trust, Burlington, Iowa, from a state chartered bank to a federal savings bank.	Newspaper:	Not available
			Federal Register:	10/25/2006
LABE BANK	* 18C * Branch	Labe Bank, Chicago, Illinois, to merge with Bloomingdale Bank and Trust, Bloomingdale, Illinois, and thereby to establish 6 branches.	Newspaper:	Not available
			Federal Register:	Not applicable
M&I MARSHALL & ILSLEY BANK	* Branch	M&I Marshall & Ilsley Bank, Milwaukee, Wisconsin, to establish two branch facilities to be located at 9600 Colorado Lane North, Brooklyn Park, Minnesota, and 3195 S. McCall Road, Englewood, Florida.	Newspaper:	10/04/2006
			Federal Register:	Not applicable
PRIVATEBANCORP, INC.	* 3A5	PrivateBancorp, Inc., Chicago, Illinois, to acquire 100 percent of the voting shares of Piedmont Bancshares, Inc., Atlanta, Georgia, and thereby indirectly acquire Piedmont Bank of Georgia, Atlanta, Georgia.	Newspaper:	10/09/2006
			Federal Register:	10/12/2006

**District: 7**

**Federal Reserve Bank of Chicago**

**Availability of CRA Public Evaluations**

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

RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
366247	TEMPLETON SVG BK, TEMPLETON, IOWA	06/26/2006	09/27/2006	S	Small Bank

CRA Examinations scheduled for Institution	Quarter of Location
NONE	

\* Subject to the provisions of the Community Reinvestment Act

**District: 8****Federal Reserve Bank of St. Louis****Filings received during the week ending October 7, 2006**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>
ARVEST BANK	* Branch	Arvest Bank, Fayetteville, Arkansas, to establish a branch facility to be located at 2600 Donaghey Avenue, Conway, Arkansas.	Newspaper: 10/12/2006 Federal Register: Not applicable
BANK OF EVANSVILLE	* Branch	Bank of Evansville, Evansville, Indiana, to establish a branch facility to be located at 515 Dixie Lane, Evansville, Indiana.	Newspaper: 10/12/2006 Federal Register: Not applicable
FIRST BANK	* Branch	First Bank, St. Louis, Missouri, to establish a branch facility to be located at 1788 Tribute Road, Suite 304, Sacramento, California.	Newspaper: 10/12/2006 Federal Register: Not applicable
FIRST SECURITY BANK OF CONWAY	* Branch	First Security Bank of Conway, Conway, Arkansas, to establish a branch facility to be located at 624 Highway 365 South, Mayflower, Arkansas.	Newspaper: 09/08/2006 Federal Register: Not applicable



**District: 8**  
**Federal Reserve Bank of St. Louis**

**Availability of CRA Public Evaluations**

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RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
493143	STATE BK OF LIMA, LIMA, ILLINOIS	07/10/2006	09/22/2006	S	Small Bank

CRA Examinations scheduled for Institution	Quarter of Location
NONE	

\* Subject to the provisions of the Community Reinvestment Act

**District: 9****Federal Reserve Bank of Minneapolis****Filings received during the week ending October 7, 2006**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>
COMMERCIAL BANCSHARES, INC.	CIC	Eric W. Hilgenberg Living Trust, Eric W. Hilgenberg and Jennifer J. Hilgenberg, trustees, Rosemount, Minnesota, Walter W. Hilgenberg, Prior Lake, Minnesota, as a group acting in concert; and Stuart A. Voigt, Apple Valley, Minnesota, as an individual, to gain control of Commercial Bancshares, Inc., Bloomington, Minnesota.	Newspaper: Not available Federal Register: Not available
DACOTA BANK	* 18C * Branch	Dacotah Bank, Aberdeen, South Dakota, proposes to purchase the assets and assume the liabilities of the Brookings, South Dakota, branch of BankFirst, Sioux Falls, South Dakota, and incident thereto establish a branch at 425 22nd Avenue South, Brookings, South Dakota.	Newspaper: Not available Federal Register: Not applicable
SUPERIOR NATIONAL BANC HOLDING COMPANY	CIC	Retroactive change in control notice by Katherine Anne Gray, Superior, Wisconsin, to acquire 25 percent or more of the shares of Superior National Banc Holding Company, Superior, Wisconsin, and thereby indirectly acquire Superior Bank, Superior, Wisconsin.	Newspaper: Not available Federal Register: 10/24/2006

## District: 9

### Federal Reserve Bank of Minneapolis

#### 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.

RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
1441600	BIG SKY WESTERN BK, BOZEMAN, MONTANA	06/26/2006	10/03/2006	S	Small Bank

CRA Examinations scheduled for Institution	Quarter of Location
NONE	

**District: 10****Federal Reserve Bank of Kansas City****Filings received during the week ending October 7, 2006**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>
COLORADO BANK AND TRUST COMPANY OF LA JUNTA, THE	* Branch	Colorado Bank & Trust Company, La Junta, Colorado, to establish a mobile branch to operate out of the branch located at 23051 East U.S. Highway 50, Pueblo, Colorado.	Newspaper: 10/15/2006 Federal Register: Not applicable
COMMERCE BANKSHARES, INC.	CIC	Notification by Sandra Freund, Littleton, Colorado, and Duane M. Freund, Denver, Colorado, as co-trustees of the Michael R. Freund Irrevocable Trust #2; and Ali S. Freund, and Lewis L. Johnson, both of Denver, Colorado, as co-trustees of the Duane M. Freund Irrevocable Trust #2; to retain control of Commerce Bankshares, Inc., parent of Commerce Bank, both in Aurora, Colorado.	Newspaper: 10/16/2006 Federal Register: 10/10/2006
FIRST MIAMI BANCSHARES, INC.	* 3A3	First Miami Bancshares, Miami, Oklahoma, to acquire up to 100 percent of the voting shares of Bank of Billings, Billings, Missouri.	Newspaper: 10/20/2006 Federal Register: 10/30/2006
UNITED BANK & TRUST	* 18C * Branch	United Bank & Trust, Marysville, Kansas, to purchase certain assets and assume certain liabilities of the Manhattan, Kansas branch of Armed Forces Bank, N.A., Fort Leavenworth, Kansas, and incident thereto, to establish a branch.	Newspaper: Not available Federal Register: Not applicable

**District: 10**

**Federal Reserve Bank of Kansas City**

**Availability of CRA Public Evaluations**

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

RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
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NONE

CRA Examinations scheduled for Institution	Quarter of Location
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NONE

\* Subject to the provisions of the Community Reinvestment Act

**District: 11****Federal Reserve Bank of Dallas****Filings received during the week ending October 7, 2006**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>
FIRST COMMERCIAL FINANCIAL CORP	CIC	Notice filed by the First Commercial Financial Corp. Employee Stock Ownership Plan, Seguin, Texas, along with Mr. Mark A. Long, McQueeney, Texas, and Mr. Kelly Goulart, Seguin, Texas, Individually and as trustees for The First Commerical Financial Corp. Employee Stock Ownership Plan, to retain control of 13.67 percent, and to increase control up to 24.99 percent of First Commercial Financial Corp., Seguin, Texas, and therefore indirectly First Commercial Bank, National Association, Seguin, Texas.	Newspaper: Not available Federal Register: 10/24/2006
HIGHLANDS BANCSHARES, INC.	* 3A1	Highlands Bancshares, Inc., Dallas, Texas, to become a bank holding company by acquiring 100 percent of First Jacksboro Bancshares, Inc., Jacksboro, Texas, and indirectly acquire First Jacksboro Bancshares of Delaware, Inc., Wilmington, Delaware, and The First National Bank of Jacksboro, Jacksboro, Texas.	Newspaper: 10/31/2006 Federal Register: 10/26/2006
KLEBERG AND COMPANY BANKERS, INC.	* 3A5 4c8	Kleberg & Company Bankers, Inc., Kingsville, Texas, and Kleberg Delaware, Inc., Dover, Delaware, to acquire by merger 100 percent of Brazosport Corporation, Corpus Christi, Texas, and indirectly acquire Brazosport Corporation - Nevada, Inc., Carson City, Nevada, and First Commerce Bank, Corpus Christi, Texas. Also, Kleberg & Company Bankers, Inc., Kingsville, Texas, and Kleberg Delaware, Inc., Dover, Delaware, will engage in nonbanking activities pursuant to Section 225.28(b)(1) of Regulation Y though the acquisition of an existing company, First Commerce Mortgage Corporation, Corpus Christi, Texas.	Newspaper: 10/20/2006 Federal Register: 10/30/2006

**District: 11**  
**Federal Reserve Bank of Dallas**

**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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RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
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NONE

CRA Examinations scheduled for Institution	Quarter of Location
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NONE

**District: 12****Federal Reserve Bank of San Francisco****Filings received during the week ending October 7, 2006**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>
BELVEDERE CAPITAL PARTNERS II LLC	* 3A1 * 3A3	1) Green Bancorp, Inc. to become a bank holding company by acquiring 100 percent of Redstone Bank, N.A., both of Houston, Texas; 2) Belvedere Texas Holdings L.P., San Francisco, California to become a bank holding company by acquiring 49 percent of Green Bancorp, Inc., and thereby indirectly acquire Redstone Bank, N.A., both of Houston, Texas; and 3) Belvedere Capital Partners II, LLC, and Belvedere Capital Fund II L.P., both of San Francisco, California, to acquire up to 49 percent of Green Bancorp, Inc., and thereby indirectly acquire Redstone Bank, N.A., Houston, Texas.	Newspaper: Not available Federal Register: 10/30/2006
CASTLE CREEK CAPITAL PARTNERS III, L.P.	* 3A3	Castle Creek Capital Partners III, L.P., Castle Creek Capital III LLC, Eggemeyer Capital LLC, Ruh Capital LLC, Western States Opportunity LLC, Eggemeyer Family Trust, William J. Ruh Trust, Legions IV Advisory Corp., all located in Rancho Santa Fe, California, and LDF, Inc., located in Chicago, Illinois, to acquire 100 percent of BB&T Bancshares, Corp., and thereby indirectly acquire Bloomingdale Bank and Trust, both of Bloomingdale, Illinois.	Newspaper: Not available Federal Register: 11/03/2006
DESERT COMMUNITY BANK	* Branch	Desert Community Bank, Victorville, California, to establish a branch facility at 48895 Phelan Road, Phelan, California.	Newspaper: 09/15/2006 Federal Register: Not applicable
NHB HOLDINGS, INC.	* 3A1	NHB Holdings, Inc., Jacksonville, Florida, to become a bank holding company by acquiring 100 percent of Volvo Commercial Credit Corp. of Utah, which will be renamed Globility Bank, Salt Lake City, Utah.	Newspaper: Not available Federal Register: 09/22/2006
West Valley Bancorp, Inc.	* 3A1	West Valley Bancorp, Inc., to become a bank holding company by acquiring 100 percent of West Valley National Bank (In Organization), both of Avondale, Arizona.	Newspaper: Not available Federal Register: 11/03/2006



**District: 12**

**Federal Reserve Bank of San Francisco**

**Availability of CRA Public Evaluations**

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

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RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
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NONE

CRA Examinations scheduled for Institution	Quarter of Location
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NONE

\* Subject to the provisions of the Community Reinvestment Act