
Federal Reserve Release



H.2

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

No. 12

Week Ending March 24, 2007

Testimony And Statements

Mortgage Markets -- statement by Roger T. Cole, Director, Division of Banking Supervision and Regulation, before the Senate Committee on Banking, Housing, and Urban Affairs.

- Published, March 22, 2007

Forms

Information Collection -- final Board review to revise without extension the Consolidated Financial Statements for Bank Holding Companies (FR Y-9C), Financial Statements of U.S. Nonbank Subsidiaries of U.S. Bank Holding Companies (FR Y-11), and Financial Statements of Foreign Subsidiaries of U.S. Banking Organizations (FR 2314).

- Approved, March 19, 2007

Enforcement

Cache Valley Banking Company, Logan, Utah, and Cache Valley Bank -- issuance of a cease and desist order, and termination of the written agreement issued April 19, 2004, with the Federal Reserve Bank of San Francisco and the Utah State Department of Financial Institutions.

- Announced, March 23, 2007

North Valley Bank, Zanesville, Ohio -- written agreement with the Ohio Division of Financial Institutions and the Federal Reserve Bank of Cleveland.

- Announced, March 22, 2007

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

Dallas

Citizens Bank, Slaton, Texas -- to establish a branch at 7125 82nd Street, Lubbock.
- Approved, March 21, 2007

Kansas City

Community Banks of Northern California, Tracy, California -- to establish a branch at 800 J Street, Suite 100, Sacramento.
- Approved, March 19, 2007

Kansas City

Community Banks of Northern California, Tracy, California -- to establish a branch at 210 Towne Center Drive, Lathrop.
- Approved, March 19, 2007

Kansas City

Exchange Bank and Trust Company, Perry, Oklahoma -- to establish a branch at 4301 West 6th Street, Stillwater.
- Approved, March 22, 2007

Cleveland

Fifth Third Bank, Grand Rapids, Michigan -- to establish a branch at 15321 Latitude Drive, Bonita Springs, Florida.
- Approved, March 22, 2007

Cleveland

Fifth Third Bank, Grand Rapids, Michigan -- to establish a branch at 956 Wolfrum Road, Weldon Springs, Missouri.
- Approved, March 22, 2007

Cleveland

Fifth Third Bank, Grand Rapids, Michigan -- to establish a branch at 8101 Sorrento Lane, Naples, Florida.
- Approved, March 22, 2007

Bank Branches, Domestic

San Francisco

Nara Bank, Los Angeles, California -- to establish a branch at 10055 Garden Grove Boulevard, Garden Grove.

- Approved, March 21, 2007

Richmond

Virginia Business Bank, Richmond, Virginia -- to provide a courier service to pick up deposits from customers.

- Approved, March 21, 2007

Bank Holding Companies

Atlanta

Appalachian Bancshares, Inc., Ellijay, Georgia -- to acquire Appalachian Community Bank, F.S.B., McCaysville, and thereby engage de novo in operating a savings association.

- Approved, March 21, 2007

Richmond

BB&T Corporation, Winston-Salem, North Carolina -- to acquire Coastal Financial Corporation, Myrtle Beach, South Carolina, and thereby acquire Coastal Federal Bank and engage in operating a savings association; to acquire Coastal Planners Holding Corporation, parent of Coastal Retirement Estate & Tax Planners, Inc., and engage in the activities of financial planning and tax preparation services; and to acquire Coastal Federal Holding Corporation, Wilmington, Delaware, parent of Coastal Real Estate Investment Corporation, Sunset Beach, North Carolina, and engage in the activities of acquiring and servicing loans.

- Approved, March 19, 2007

St. Louis

Cabool State Bank Employee Stock Ownership Plan, Cabool, Missouri -- to acquire an additional 2 percent, for total ownership of 30.36 percent, of the shares of Cabool Bancshares, Inc. and thereby acquire Cabool State Bank.

- Approved, March 19, 2007

Bank Holding Companies

San Francisco

Cathay General Bancorp, Los Angeles, California -- waiver of application to acquire United Heritage Bank, Edison, New Jersey, in connection with its merger with Cathay Bank, Los Angeles, California.

- Granted, March 22, 2007

San Francisco

Fairfield Financial Holdings Corp., Fairfield, Washington -- to become a bank holding company and to acquire Bank of Fairfield.

- Approved, March 22, 2007

Atlanta

FBG Holding Corporation, Tampa, Florida -- to become a bank holding company and to acquire Florida Bank Group, Inc., Bank of St. Petersburg, Tampa; Bank of North Florida, Jacksonville; and The Bank of Tallahassee, Tallahassee.

- Approved, March 23, 2007

Atlanta

First Southwest Corporation, McComb, Mississippi -- request for relief from a commitment in connection with First Southwest Corporation ESOP.

- Granted, March 23, 2007

Atlanta

FMCB Holdings, Inc., Senoia, Georgia -- to acquire First Choice Community Bank, Dallas, a de novo bank.

- Approved, March 20, 2007

Director, BS&R

Franklin Financial Services Corporation, Chambersburg, Pennsylvania -- relief from a commitment.

- Granted, March 23, 2007

Chicago

Great Western Bancorporation, Inc., Omaha, Nebraska -- waiver of application to acquire Sunstate Bank, Casa Grande, Arizona, in connection with the merger of Sunstate Bank with Great Western Bank, Watertown, South Dakota.

- Granted, March 22, 2007

Bank Holding Companies

Kansas City

Kansas Pacific Investments, LLC, Hays, Kansas -- to become a bank holding company and to acquire First National Bank.

- Withdrawn, March 21, 2007

Minneapolis

Montana Business Capital Corporation, Missoula, Montana -- to become a bank holding company and to acquire Bank of Montana, a de novo bank, and to engage in commercial and residential loan origination activities.

- Withdrawn, March 22, 2007

San Francisco

NHB Holdings, Inc., Jacksonville, Florida, and Proficio Mortgage Ventures, LLC -- to engage de novo in mortgage banking activities through a joint venture with Plus Relocation Mortgage Solutions, Minneapolis, Minnesota

- Approved, March 22, 2007

Boston

State Street Corporation, Boston, Massachusetts -- waiver of application to acquire Investors Financial Services Corp. in connection with the merger of Investors Bank & Trust Company with State Street Bank and Trust Company.

- Withdrawn, March 19, 2007

Bank Premises

Richmond

Peoples Community Bank, Montross, Virginia -- to increase its investment in bank premises.

- Approved, March 21, 2007

Banks, State Member

Boston

State Street Bank and Trust Company, Boston, Massachusetts -- to acquire shares of Investors International Corporation.

- Withdrawn, March 19, 2007

Change In Bank Control

Atlanta

First Federal Bancorp, Columbia, Mississippi -- change in bank control.
- Permitted, March 23, 2007

Minneapolis

L & M Bancshares, Inc., Shakopee, Minnesota -- change in bank control.
- Permitted, March 21, 2007

Dallas

Premier Bancshares, Inc., Garland, Texas -- change in bank control.
- Permitted, March 20, 2007

San Francisco

Skagit State Bancorp, Burlington, Washington -- change in bank control.
- Permitted, March 23, 2007

Extensions Of Time

Philadelphia

East Penn Bank, Emmaus, Pennsylvania -- extension to March 21, 2008, to establish a branch at 2985 Macarthur Road, Whitehall Township.
- Granted, March 19, 2007

Chicago

Oswego Community Bank Employee Stock Ownership Plan, Oswego, Illinois -- extension to June 21, 2007, to increase its ownership from 37.71 percent to 51 percent of the shares of Oswego Bancshares, Inc. and thereby increase its ownership of Oswego Community Bank.
- Granted, March 21, 2007

Cleveland

SV Bancorp, Inc., Wyoming, Ohio -- extension to June 25, 2007, to become a bank holding company and to acquire Spring Valley Bank.
- Granted, March 23, 2007

Financial Holding Companies

Cleveland

Emclair Financial Corp, Emlenton, Pennsylvania -- election to become a financial holding company.

- Effective, March 22, 2007

District: 1**Federal Reserve Bank of Boston****Filings received during the week ending March 24, 2007**

Filer	Filing Type	Filing Proposal	End of Comment Period
CHITTENDEN CORPORATION	* 3A3 * 3A5 4c8	Chittenden Corporation, Burlington, Vermont to acquire: i) Merrill Merchants Bancshares, Inc. and Merrill Merchants Bank, both of Bangor, Maine, pursuant to sections 3(a)(3) and 3(a)(5) of the BHC Act; and ii) greater than 5% of M&M Consulting Limited Liability Company, Bangor, Maine and Profit Protection, L.L.C., Fort Lauderdale, Florida pursuant to section 4(c)(8) of the BHC Act.	Newspaper: 04/04/2007 Federal Register: 04/05/2007
MERRIMACK BANCORP MHC	* 3A3	Merrimack Bancorp, MHC, Concord, New Hampshire to acquire 100% of the voting shares of Bow Mills Bank, Bow, New Hampshire pursuant to section 3(a)(3) of the BHC Act.	Newspaper: 03/14/2007 Federal Register: 03/14/2007
MOUNTAINONE FINANCIAL PARTNERS, MHC	* 3A3 * 3A5	MountainOne Financial Partners, MHC and MountainOne Financial Partners, Inc., both of North Adams, Massachusetts, to acquire South Coastal Holdings, MHC and its subsidiary bank, South Coastal Bank, both of Rockland, Massachusetts, pursuant to sections 3(a)(3) and 3(a)(5) of the Bank Holding Company Act of 1956, as amended.	Newspaper: Not available Federal Register: 04/12/2007
STATE STREET BANK AND TRUST COMPANY	* 18C	State Street Bank and Trust Company, Boston, Massachusetts (SSBT) to merge with Investors Bank & Trust Company, Boston, Massachusetts, with SSBT as the surviving entity.	Newspaper: Not available Federal Register: Not applicable
STATE STREET BANK AND TRUST COMPANY	* Branch	Application by State Street Bank and Trust Company, Boston, Massachusetts (SSBT) to retain the main office of Investors Bank & Trust Company, Boston, Massachusetts (IBT), located at 200 Clarendon Street, Boston, Massachusetts, and to operate that office as a branch pursuant to section 9 of the Federal Reserve Act and section 208.6 of Regulation H, subsequent to the merger of SSBT and IBT.	Newspaper: Not available Federal Register: Not applicable
STATE STREET CORPORATION	* 3A3 * 3A5	Application by State Street Corporation, Boston, Massachusetts to acquire Investors Financial Services Corporation, and its subsidiary bank, Investors Bank & Trust Company, both of Boston, Massachusetts, pursuant to sections 3(a)(3) and 3(a)(5) of the Bank Holding Company Act of 1956, as amended.	Newspaper: Not available Federal Register: 04/19/2007

District: 1
Federal Reserve Bank of Boston

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.

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: 2**Federal Reserve Bank of New York****Filings received during the week ending March 24, 2007**

Filer	Filing Type	Filing Proposal	End of Comment Period
AUSTRALIA AND NEW ZEALAND BANKING GROUP LIMITED	* 3A3	Australia and New Zealand Banking Group Limited, Melbourne, Australia to acquire Citizens Bancorp and indirectly its wholly owned subsidiary, Citizen's Security Bank, both located in Hagatna, Guam.	Newspaper: Not available Federal Register: Not available
BANCO SANTANDER INTERNATIONAL	Other Foreign	Banco Santander International, Miami, Florida, an Edge Corporation held by Banco Santander Central Hispano, Madrid, Spain, to establish a domestic branch in Seattle, Washington.	Newspaper: Not available Federal Register: Not applicable
BANK OF NEW YORK MELLON CORPORATION THE	* 3A1 * 3A3 * 3A5	The Bank of New York Mellon Corporation, New York, New York ("BNY Mellon") requests prior approval for the merger of Mellon Financial Corporation, Pittsburgh, Pennsylvania and The Bank of New York Company, Inc., New York, New York, with and into BNY Mellon, and the acquisition of each of their subsidiary banks and bank holding companies.	Newspaper: 04/14/2007 Federal Register: 04/13/2007
BOYMELGREEN FINANCIAL HOLDINGS INC.	* 3A1	Boymelgreen Financial Holdings Inc., to become a one-bank holding company by acquiring LibertyPointe Bank, both of New York, New York.	Newspaper: 04/15/2007 Federal Register: 04/16/2007
CITIBANK, N.A.	Investment	Citibank, N.A., Las Vegas, Nevada, on behalf of itself and its Edge corporation subsidiary, Citibank Overseas Investment Corporation, New Castle, Delaware, to make an additional investment in Citibank Investments Limited and Citibank International plc, both of London, United Kingdom.	Newspaper: Not applicable Federal Register: Not applicable
CITIBANK, N.A.	Investment	Request by Citibank, N.A. Las Vegas, Nevada, on behalf of itself and its Edge corporation subsidiary, Citibank Overseas Investment Corporation ("COIC"), New Castle, Delaware, for a waiver to exempt the amount of investments in Citibank Investments Limited and Citibank International plc, both of London, United Kingdom, from the Regulation K aggregate investment limit.	Newspaper: Not applicable Federal Register: Not applicable
MANUFACTURERS AND TRADERS TRUST COMPANY	* Branch	Manufacturers and Traders Trust Company requests approval to open and occupy a full-service branch to be located at 7604 Belair Road, Fullerton, Baltimore County, Maryland 21236.	Newspaper: 03/31/2007 Federal Register: Not applicable

District: 2

Federal Reserve Bank of New York

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.

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 March 24, 2007

Filer	Filing Type	Filing Proposal	End of Comment Period
First Priority Financial Corp.	* 3A1	First Priority Financial Corp., Malvern, PA, to form a bank holding company by acquiring First Priority Bank, Malvern, PA	Newspaper: 04/19/2007 Federal Register: 04/19/2007

District: 3

Federal Reserve Bank of Philadelphia

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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189419	SUSQUEHANNA PATRIOT BK, MARLTON, NEW JERSEY	10/02/2006	03/20/2007	O	Large Bank

CRA Examinations scheduled for Institution	Quarter of Location
NONE	

District: 4
Federal Reserve Bank of Cleveland
Filings received during the week ending March 24, 2007

Filer	Filing Type	Filing Proposal	End of Comment Period
FIFTH THIRD BANK	* Branch	Fifth Third Bank, Grand Rapids, MI to establish a branch at 956 Wolfrum Road, Weldon Springs, MO.	Newspaper: 02/27/2007 Federal Register: Not applicable
FIFTH THIRD BANK	* Branch	Fifth Third Bank, Grand Rapids, MI to establish a branch at 15321 Latitude Drive, Bonita Springs, FL.	Newspaper: 02/15/2007 Federal Register: Not applicable
FIFTH THIRD BANK	* Branch	Fifth Third Bank, Grand Rapids, MI to establish a branch at 8101 Sorrento Lane, Naples, FL.	Newspaper: 02/01/2007 Federal Register: Not applicable
FIFTH THIRD BANK	* Branch	Fifth Third Bank, Grand Rapids, MI to establish a branch at 16509 Fish Hawk Boulevard, Tampa, FL.	Newspaper: 03/20/2007 Federal Register: Not applicable
FIFTH THIRD BANK	* Branch	Fifth Third Bank, Grand Rapids, MI to establish a branch at 1495 North Rock Springs Road, Apopka, FL.	Newspaper: 03/20/2007 Federal Register: Not applicable
GILLMOR FINANCIAL SERVICES, INC.	* 3A5	Gillmor Financial Services, Inc., Old Fort, Ohio, to acquire 4.99 percent of Panther Community Bank, NA, Lehigh Acres, Florida	Newspaper: Not available Federal Register: Not available
LNB BANCORP INC.	* 3A5	LNB Bancorp, Inc., Lorain, OH to acquire Morgan Bancorp, Inc., and its wholly-owned bank subsidiary, Morgan Bank, N.A., both located in Hudson, OH pursuant to Section 3(a)(5) of the Bank Holding Company Act.	Newspaper: 04/11/2007 Federal Register: 04/09/2007
SKY BANK	* Branch	Sky Bank, Salineville, OH to establish a branch at Irvington Financial Center, 5720 East Washington Street, Indianapolis, IN.	Newspaper: 03/31/2007 Federal Register: Not applicable
Waterford Bancorp, Inc.	* 3A1	Waterford Bancorp, Inc., Sylvania Township, OH to become a bank holding company by acquiring 100% of the voting shares of Waterford Bank, N.A., Sylvania Township, OH pursuant to Section 3(a)(1) of the Bank Holding Company Act.	Newspaper: 04/08/2007 Federal Register: 04/16/2007

District: 4

Federal Reserve Bank of Cleveland

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:

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RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
615217	NORTH SIDE B&TC, CINCINNATI, OHIO	11/13/2006	03/19/2007	S	Int Sm Bank

CRA Examinations scheduled for Institution	Quarter of Location
NONE	

District: 5**Federal Reserve Bank of Richmond****Filings received during the week ending March 24, 2007**

Filer	Filing Type	Filing Proposal	End of Comment Period
CAPITAL ONE BANK	* 18C	Capital One Bank, Glen Allen, Virginia, to acquire certain assets and assume certain liabilities of Capital One, F.S.B., McLean, Virginia.	Newspaper: Not available Federal Register: Not applicable
PSB HOLDING CORP.	4c8	PSB Holding Corp., Preston, Maryland, to engage in the origination and sale of residential mortgage loans to the secondary marketng through the retention of 100% of the voting securities of Community Bank Mortgage Corporation, Easton, Maryland.	Newspaper: Not applicable Federal Register: 04/03/2007

District: 5

Federal Reserve Bank of Richmond

Availability of CRA Public Evaluations

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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: 6
Federal Reserve Bank of Atlanta
Filings received during the week ending March 24, 2007

Filer	Filing Type	Filing Proposal	End of Comment Period
ANCHOR COMMERCIAL BANK	* Branch	Anchor Commercial Bank, Juno Beach, Florida, to establish a branch located at 11025 RCA Center Drive, Palm Beach Gardens, Florida.	Newspaper: 03/28/2007 Federal Register: Not applicable
CNLBANCSHARES, INC.	* 3A3	CNLBancshares, Inc., Orlando, Florida, to acquire 100 percent of the outstanding shares of CNLBank, Southwest Florida, Bonita Springs, Florida (in organization).	Newspaper: 04/16/2007 Federal Register: Not available
CUMBERLAND BANK	* Branch	Cumberland Bank, Franklin, Tennessee, to establish branches at the following locations: 1470 South Church Street, Murfreesboro, Tennessee, and 9200 Carothers Parkway, Franklin, Tennessee.	Newspaper: 03/31/2007 Federal Register: Not applicable
FIRST GUARANTY BANCSHARES, INC.	* 3A1	First Guaranty Bancshares, Inc., Hammond, Louisiana, to become a bank holding company by acquiring 100 percent of the outstanding shares of First Guaranty Bank, Hammond, Louisiana.	Newspaper: Not available Federal Register: Not available
FIRST GUARANTY BANCSHARES, INC.	* 4c8	First Guaranty Bancshares, Inc., Hammond, Louisiana, to acquire 100 percent of the outstanding shares of Homestead Bancorp, Inc., and its subsidiary, Homestead Bank, both of Ponchatoula, Louisiana, and thereby engage in operating a savings association.	Newspaper: Not available Federal Register: Not available
FIRST IC FINANCIAL CORP.	* 3A1	First IC Financial Corp., Doraville, Georgia, to become a bank holding company by acquiring 100 percent of the outstanding shares of First Intercontinental Bank, Doraville, Georgia.	Newspaper: Not available Federal Register: Not available
GATEWAY FINANCIAL HOLDINGS OF FLORIDA, INC.	* 3A3	Gateway Financial Holdings of Florida, Inc., Ormond Beach, Florida, to acquire 100 percent of the outstanding shares of Gateway Bank of Central Florida, Ocala, Florida (in organization).	Newspaper: 04/18/2007 Federal Register: Not available
INDEPENDENT BANCSHARES, INC. EMPLOYEE STOCK OWNERSHIP PLAN	* 3A1	Independent Bancshares, Inc. Employee Stock Ownership Plan, Red Bay, Alabama, to become a bank holding company by retaining 25.76 percent of the outstanding shares of Independent Bancshares, Inc., and its subsidiaries, Community Spirit Bank, both of Red Bay, Alabama, Spirit Bancshares, Inc., and Spirit Bank, both of Belmont, Mississippi.	Newspaper: Not available Federal Register: Not available

District: 6

Federal Reserve Bank of Atlanta

Filings received during the week ending March 24, 2007

Filer	Filing Type	Filing Proposal	End of Comment Period
REGIONS BANK	* Branch	Regions Bank, Birmingham, Alabama, to establish branches at the following locations: 3908 Veterans Boulevard, Metairie, Louisiana, to be known as the Cleary Branch; 100 Morgan Keegan Drive, 2nd floor, Little Rock, Arkansas, to be known as the Little Rock Morgan Keegan Private Banking Office; and Aegon Center, 20th floor, 400 West Market Street, Suite 2050, Louisville, Kentucky, to be known as the Aegon Center Private Banking Office.	Newspaper: 03/30/2007 Federal Register: Not applicable

District: 6
Federal Reserve Bank of Atlanta

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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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 March 24, 2007**

Filer	Filing Type	Filing Proposal	End of Comment Period
1ST SOURCE CORPORATION	* 3A3	1st Source Corporation, South Bend, Indiana, to acquire 100 percent of the voting shares of FINA Bancorp, Inc., Valparaiso, Indiana, and thereby indirectly acquire First National Bank of Valparaiso, Valparaiso, Indiana.	Newspaper: Not available Federal Register: 04/13/2007
CAPITOL BANCORP LTD.	* 4c8	Capitol Bancorp, Ltd., Lansing, Michigan, to convert Ohio Commerce Bank, Beachwood, Ohio, into thrift institutions and thereby operate savings institutions.	Newspaper: Not available Federal Register: 04/16/2007
COMERICA BANK	* Branch	Comerica Bank, Detroit, Michigan, to establish five branches at the following locations: Woodridge & I-610, Houston, Texas, Buffalo Speedway & US Hwy 59, Houston, Texas, Bay Area Blvd. & I-45, Webster, Texas, 110 E. John Carpenter Fwy, Irving, Texas, and 4581 Frankford Road, Dallas, Texas.	Newspaper: Not available Federal Register: Not applicable
FIRSTBANK CORPORATION	* 3A5	Firstbank Corporation, Alma, Michigan, to merge with ICNB Financial Corporation, Ionia, Michigan, and thereby indirectly acquire Ionia County National Bank of Ionia, Ionia, Michigan.	Newspaper: Not available Federal Register: 04/16/2007
ISABELLA BANK AND TRUST	* 18C * Branch	Isabella Bank and Trust, Mt. Pleasant, Michigan, to merge with FSB Bank, Breckenridge, Michigan, and thereby to establish 5 branches.	Newspaper: 03/23/2007 Federal Register: Not applicable
Layton Park Financial Group, Inc.	* 3A1 4c8	Layton Park Financial Group, Inc., Milwaukee, Wisconsin, to become a bank holding company by acquiring 100 percent of the voting shares of Layton State Bank, Milwaukee, Wisconsin, and to engage de novo in lending activities.	Newspaper: Not available Federal Register: Not available
M&I MARSHALL & ILSLEY BANK	* 18C * Branch	M&I Marshall & Ilsley Bank, Milwaukee, Wisconsin, to acquire certain of the assets and assume certain of the liabilities of Fidelity Bank, Norcross, Georgia, and thereby to establish a branch at 640 East SR 434, Longwood, Florida.	Newspaper: 03/29/2007 Federal Register: Not applicable
M&I MARSHALL & ILSLEY BANK	* 18C * Branch	M&I Marshall & Ilsley Bank, Milwaukee, Wisconsin, to merge with United Heritage Bank, Orlando, Florida, and thereby to establish 13 branches.	Newspaper: 03/29/2007 Federal Register: Not applicable
M&I MARSHALL & ILSLEY BANK	* 18C * Branch	M&I Marshall & Ilsley Bank, Milwaukee, Wisconsin, to acquire substantially all of the assets and assume substantially all of the liabilities of United Heritage Bank, Orlando, Florida, and thereby to establish 12 branches.	Newspaper: 03/29/2007 Federal Register: Not applicable
M&I MARSHALL & ILSLEY BANK	* Branch	M&I Marshall & Ilsley Bank, Milwaukee, Wisconsin, to establish a branch facility to be located at 14850 N. Scottsdale Road, Scottsdale, Arizona.	Newspaper: 03/21/2007 Federal Register: Not applicable

* Subject to the provisions of the Community Reinvestment Act

District: 7**Federal Reserve Bank of Chicago****Filings received during the week ending March 24, 2007**

Filer	Filing Type	Filing Proposal	End of Comment Period	
MARSHALL & ILSLEY CORPORATION	* 3A5	Marshall & Ilsley Corporation, Milwaukee, Wisconsin, to acquire 100 percent of the voting shares of Excel Bank Corporation, Minneapolis, Minnesota, and thereby indirectly acquire Excel Bank Minnesota, Minneapolis, Minnesota.	Newspaper:	Not available
			Federal Register:	04/16/2007
PARAMOUNT BANCORP, INC.	* 3A3	Paramount Bancorp, Inc., Farmington Hills, Michigan, to acquire 100 percent of the voting shares of Paramount Bank Nevada (in organization), Las Vegas, Nevada.	Newspaper:	04/07/2007
			Federal Register:	04/09/2007
PARAMOUNT BANK NEVADA	Member	Paramount Bank Nevada, Las Vegas, Nevada, to become a member of the Federal Reserve System.	Newspaper:	Not applicable
			Federal Register:	Not applicable

District: 7

Federal Reserve Bank of Chicago

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.

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
542649	CHEMICAL BK, MIDLAND, MICHIGAN	08/07/2006	03/19/2007	S	Large Bank

CRA Examinations scheduled for Institution	Quarter of Location
NONE	

District: 8

Federal Reserve Bank of St. Louis

Filings received during the week ending March 24, 2007

Filer	Filing Type	Filing Proposal	End of Comment Period
LEA M. MCMULLAN TRUST	* 3A3 * 3A5	Lea M. McMullan Trust, Shelbyville, Kentucky, to indirectly acquire 100 percent of Fort Knox National Bancorp, Inc., Radcliff, Kentucky, and thereby indirectly acquire Fort Knox National Bank, Radcliff, Kentucky. Also a companion filing for Citizens Union Bancorp of Shelbyville, Inc., Shelbyville, Kentucky, to acquire 100 percent of Fort Knox National Bancorp, Inc., Radcliff, Kentucky, and thereby indirectly acquire Fort Knox National Bank, Radcliff, Kentucky.	Newspaper: 04/23/2007 Federal Register: Not available

District: 8
Federal Reserve Bank of St. Louis

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.

RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
33147	FARMERS B&TC, BLYTHEVILLE, ARKANSAS	12/04/2006	03/19/2007	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 March 24, 2007**

Filer	Filing Type	Filing Proposal	End of Comment Period
1ST BANK	* 18C * Branch	1st Bank, Evanston, Wyoming, to merge with North Side State Bank of Rock Springs, Rock Springs, Wyoming, and incident thereto proposes to establish a branch at 601 North Front Street, Rock Springs, Wyoming.	Newspaper: Not available Federal Register: Not applicable
BLACKRIDGE FINANCIAL, INC.	* 3A3	BlackRidge Financial, Inc., Fargo, North Dakota, to acquire 100 percent of BlackRidgeBANK, Fargo, North Dakota, a de novo bank.	Newspaper: 03/28/2007 Federal Register: 04/02/2007
HAYWARD BANCSHARES, INC.	* 3A3 Member	Hayward Bancshares, Inc., Eau Claire, Wisconsin, to acquire 100 percent of Summit Community Bank, Maplewood, Minnesota, and incident thereto, Summit Community Bank, Maplewood, Minnesota, a de novo bank, to become a member of the Federal Reserve System.	Newspaper: 04/13/2007 Federal Register: 04/09/2007

District: 9

Federal Reserve Bank of Minneapolis

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.

RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
2631172	STATE BK FNCL, LA CROSSE, WISCONSIN	12/04/2006	03/16/2007	S	Int Sm Bank

CRA Examinations scheduled for Institution	Quarter of Location
NONE	

* Subject to the provisions of the Community Reinvestment Act

District: 10
Federal Reserve Bank of Kansas City
Filings received during the week ending March 24, 2007

Filer	Filing Type	Filing Proposal	End of Comment Period
BOK FINANCIAL CORPORATION	* 3A1 * 3A3	BOK Financial Corporation, Tulsa, Oklahoma, to acquire, through its subsidiary BOKF Merger Corporation Number Twelve, Tulsa, Oklahoma, 100 percent of the voting shares of Worth Bancorporation, Inc., parent of Worth National Bank, both in Lake Worth, Texas. Immediately thereafter, BOKF Merger Corporation Number Twelve, Tulsa, Oklahoma, will merge into Worth Bancorporation, Inc., Lake Worth, Texas.	Newspaper: Not available Federal Register: 04/20/2007
CITIZENS NATIONAL CORPORATION	* 3A3	Citizens National Corporation, Wisner, Nebraska, to acquire 100 percent of the voting shares of Spalding City Corporation, Omaha, Nebraska, parent of Spalding City Bank, Spalding, Nebraska.	Newspaper: Not available Federal Register: 04/06/2007
DICKINSON FINANCIAL CORPORATION II	* 3A3	Dickinson Financial Corporation II and Dickinson Financial Corporation, Kansas City, Missouri, to acquire 100 percent of the voting shares of SunBank, N.A., Phoenix, Arizona.	Newspaper: Not available Federal Register: 04/12/2007
FARMERS AND DROVERS FINANCAL CORP	* 3A1	Farmers and Drovers Financial Corp., Council Grove, Kansas, to become a bank holding company through the acquisition of 100 percent of the voting shares of Farmers and Drovers Bank, Council Grove, Kansas.	Newspaper: Not available Federal Register: 03/19/2007
FIRST FINANCIAL BANCSHARES, INC.	CIC	Notice by Douglas J. Compton, Lawrence, Kansas, to acquire control of First Financial Bancshares, Inc., parent of The Lawrence Bank, both in Lawrence, Kansas, through the acquisition of voting shares.	Newspaper: Not available Federal Register: 03/30/2007
GREEN COUNTRY BANCORPORATION, INC.	CIC	Notification by William Scott Martin Trust, and William S. Martin, Miami Beach, Florida, as trustee, to acquire control of Green Country Bancorporation, Inc., parent of The First State Bank, both in Ketchum, Oklahoma.	Newspaper: Not available Federal Register: 04/10/2007

District: 10

Federal Reserve Bank of Kansas City

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.

RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
12656	EMERALD BK, BURDEN, KANSAS	12/11/2006	03/14/2007	S	Small Bank

CRA Examinations scheduled for Institution	Quarter of Location
NONE	

* Subject to the provisions of the Community Reinvestment Act

District: 11**Federal Reserve Bank of Dallas****Filings received during the week ending March 24, 2007**

Filer	Filing Type	Filing Proposal	End of Comment Period
FIRST BANK LUBBOCK BANCSHARES, INC.	* 3A5	First Bank Lubbock Bancshares, Inc., Lubbock, Texas, and Outsource Delaware Capital Group, Inc., Dover, Delaware, to acquire by merger 100 percent of Wilson Bancshares, Inc., Wilson, Texas, and indirectly acquire Wilson State Bank, Wilson, Texas.	Newspaper: Not available Federal Register: Not available
SWNB BANCORP, INC.	* 3A3	SWNB Bancorp, Inc., Houston, Texas, to acquire 100 percent of Nevada National Bank, Las Vegas, Nevada (de novo).	Newspaper: Not available Federal Register: 04/20/2007
UNITED BANK OF EL PASO DEL NORTE	* Branch	United Bank of El Paso del Norte, El Paso, Texas, to establish a branch to be located at 1726 Zaragoza, Suite C-D, El Paso, Texas 79936.	Newspaper: 03/26/2007 Federal Register: Not applicable

District: 11
Federal Reserve Bank of Dallas

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.

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 March 24, 2007**

Filer	Filing Type	Filing Proposal	End of Comment Period	
Bank of Marin Bancorp	3A1	Bank of Marin Bancorp to become a bank holding company by acquiring 100 percent of Bank of Marin, both of Novato, California.	Newspaper:	Not applicable
			Federal Register:	Not applicable
CAPITAL PACIFIC BANCORP	3A1	Capital Pacific Bancorp to become a bank holding company by acquiring 100 percent of Capital Pacific Bank, both of Portland, Oregon.	Newspaper:	Not applicable
			Federal Register:	Not applicable
FRANKLIN RESOURCES, INC.	* 3A3	Franklin Resources, Inc., San Mateo, California, to retain 8.11 percent of Coast Financial Holdings, Inc., and thereby indirectly retain its subsidiary, Coast Bank of Florida, both of Bradenton, Florida.	Newspaper:	04/02/2007
			Federal Register:	04/02/2007

District: 12

Federal Reserve Bank of San Francisco

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.

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