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# Federal Reserve Release

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*H.2*

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

*No. 19*

*Week Ending May 12, 2007*

**Forms**

Forms -- final Board review to extend without revision the Survey to Obtain Information on the Relevant Market in Individual Merger Cases (FR 2060), Notice of Branch Closure (FR 4031), Survey of Financial Management Behaviors of Military Personnel (FR 1375), Reports Related to Securities of State Member Banks as Required by Regulation H (Reg H-1), and Notification of Nonfinancial Data Processing Activities (FR 4021).

- Approved, May 10, 2007

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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 McKenney, McKenney, Virginia -- to establish a branch at 4300 Owens Way, Prince George.  
- Approved, May 10, 2007

Minneapolis

Farmers State Bank, Victor, Montana -- to establish a branch at 3130 North Reserve Street, Missoula.  
- Approved, May 8, 2007

St. Louis

First Bank, St. Louis, Missouri -- to establish a branch at 7833 Highway N, Dardenne Prairie.  
- Approved, May 9, 2007

Chicago

Libertyville Bank & Trust Company, Libertyville, Illinois -- to establish a branch at 1001 Lakeview Parkway, Vernon Hills.  
- Approved, May 9, 2007

Dallas

PlainsCapital Bank, Lubbock, Texas -- to establish a branch at 3100 South Hulen Street, Fort Worth.  
- Approved, May 11, 2007

Kansas City

SolutionsBank, Overland Park, Kansas -- to establish a branch at 214 South Main Street, Pratt.  
- Approved, May 11, 2007

Richmond

Virginia Commerce Bank, Arlington, Virginia -- to establish a branch at 14701 Lee Highway, Centreville.  
- Approved, May 10, 2007

**Bank Holding Companies**

Chicago

Capitol Bancorp, Ltd., Lansing, Michigan, and Capitol Development Bancorp Limited VI -- to acquire 51 percent of the shares of USNY Bank, Geneva, New York, a de novo bank.

- Approved, May 11, 2007

San Francisco

Founders Bancorp, San Luis Obispo, California -- to become a bank holding company and to acquire Founders Community Bank.

- Approved, May 10, 2007

San Francisco

Franklin Resources, Inc., San Mateo, California -- to retain 5.03 percent of the shares of Hudson City Bancorp, Inc., Paramus, New Jersey, and thereby retain its subsidiary, Hudson City Savings Bank, FSB.

- Approved, May 10, 2007

Chicago

Heartland Bancorp, Inc., Bloomington, Illinois -- waiver of application to acquire BankPlus, fsb, Morton, in connection with the merger of BankPlus, fsb with Heartland Bank and Trust Company, Bloomington.

- Granted, May 11, 2007

Boston

MountainOne Financial Partners, MHC, North Adams, Massachusetts, and MountainOne Financial Partners, Inc. -- to acquire South Coastal Holdings, MHC, Rockland, and South Coastal Bank.

- Approved, May 11, 2007

San Francisco

Pacific City Financial Corporation, Los Angeles, California -- to become a bank holding company and to acquire Pacific City Bank.

- Approved, May 7, 2007

**Bank Holding Companies**

Dallas

South Plains Financial, Inc. Employee Stock Ownership Plan, Lubbock, Texas -- to acquire additional shares up to 30.7 percent of South Plains Financial, Inc. and thereby acquire South Plains Delaware Financial Corporation, Dover, Delaware; City Bank, Lubbock; Zia Financial Corporation, Ruidoso, New Mexico; and City Bank New Mexico.

- Approved, May 10, 2007

San Francisco

UCBH Holdings, Inc., San Francisco, California -- waiver of application to merge with CAB Holdings, LLC, Wilmington, Delaware, in connection with the merger of Chinese American Bank, New York, New York, with United Commercial Bank, San Francisco.

- Granted, May 11, 2007

**Bank Mergers**

Chicago

Centrue Bank, Streator, Illinois -- to merge with Bank 10, Belton, Missouri; and to establish a branch at 7700 Bonhomme Street, Clayton.

- Approved, May 8, 2007

**Change In Bank Control**

St. Louis

Magnolia Bancshares, Inc., Hodgenville, Kentucky -- change in bank control.

- Permitted, May 8, 2007

St. Louis

Magnolia Bancshares, Inc., Hodgenville, Kentucky -- change in bank control.

- Permitted, May 8, 2007

**Extensions Of Time**

Chicago

M&I Marshall & Ilsley Bank, Milwaukee, Wisconsin -- extension to August 24, 2007, to establish a branch at 3349 East Queen Creek Road, Gilbert, Arizona (formerly at the intersection of Queen Creek and Higley Roads).

- Granted, May 11, 2007

**District: 1**  
**Federal Reserve Bank of Boston**  
**Filings received during the week ending May 12, 2007**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>
NONE			

**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

**District: 2****Federal Reserve Bank of New York****Filings received during the week ending May 12, 2007**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
CITIZENS COMMUNITY BANCORP, INC.	* 3A1	Citizens Community Bancorp Inc., to acquire 100 percent of the voting shares of Citizens Community Bank both of Ridgewood, New Jersey.	Newspaper:	Not available
			Federal Register:	06/07/2007
INDUSTRIAL AND COMMERCIAL BANK OF CHINA, LIMITED, THE	FBSEA	The Industrial and Commercial Bank of China, Limited, Beijing, Peoples Republic of China is applying to establish a branch in New York.	Newspaper:	05/11/2007
			Federal Register:	Not applicable
INTESA SANPAOLO S.P.A.	FBSEA	Intesa Sanpaolo S.p.A., Turin, Italy, to retain the federally licensed branch of former Sanpaolo IMI, S.p.A., in New York, New York.	Newspaper:	Not available
			Federal Register:	Not applicable
Orange County Bancorp	* 3A1	Orange County Bancorp, Inc., to acquire 100 percent of the voting shares of Orange County Trust Company, both of Middletown, New York.	Newspaper:	05/26/2007
			Federal Register:	05/21/2007



## District: 2

### Federal Reserve Bank of New York

#### Availability of CRA Public Evaluations

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66015	BPD BK, NEW YORK, NEW YORK	10/10/2006	05/03/2007	O	Whole/Ltd Purp
884303	CHEMUNG CANAL TC, ELMIRA, NEW YORK	01/30/2006	05/01/2007	O	Int Sm Bank

#### CRA Examinations scheduled for

#### Quarter of

Institution

Location

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NONE

**District: 3**

**Federal Reserve Bank of Philadelphia**

**Filings received during the week ending May 12, 2007**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>
NORTHUMBERLAND BANCORP	CIC	J. Donald Steele, Jr., and Joanne K. Steele, Lewisburg, PA to purchase up to 35% of Northumberland Bancorp, PA.	Newspaper: Not available Federal Register: 05/21/2007

## District: 3

### Federal Reserve Bank of Philadelphia

#### Availability of CRA Public Evaluations

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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 May 12, 2007**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>
FIFTH THIRD BANK	* Branch	Fifth Third Bank, Grand Rapids, MI to establish a branch at 2504 West Cermak Road, Chicago, IL.	Newspaper: 05/11/2007 Federal Register: Not applicable

## District: 4

### Federal Reserve Bank of Cleveland

#### Availability of CRA Public Evaluations

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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 May 12, 2007**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>
BANK OF AMERICA CORPORATION	Other Foreign	Bank of America Corporation, Charlotte, North Carolina, to acquire U.S. Trust Corporation, New York, New York, and thereby indirectly acquire United States Trust Company International Corporation.	Newspaper: Not applicable Federal Register: Not available
BANK OF THE COMMONWEALTH	* Branch	Bank of the Commonwealth, Norfolk, Virginia, proposes to establish a branch at Out-Parcel A, Red Mill Walk, Upton Drive, Virginia Beach, Virginia.	Newspaper: 05/26/2007 Federal Register: Not applicable
BANK OF VIRGINIA	* Branch	Bank of Virginia, Midlothian, Virginia, proposes to establish a branch at 10501 Patterson Avenue, Richmond, Virginia.	Newspaper: 05/17/2007 Federal Register: Not applicable
NEW PEOPLES BANK, INC.	* 18C	New Peoples Bank, Inc., Honaker, Virginia, to acquire certain assets and assume certain liabilities of the Norton, Virginia, and Pennington Gap, Virginia, branch offices of FNB Southeast, Reidsville, North Carolina.	Newspaper: Not available Federal Register: Not applicable
RBC CENTURA BANK	* Branch	RBC Centura Bank, Raleigh, North Carolina, to establish a branch at 600 N. Congress Avenue, Boynton Beach, Florida.	Newspaper: 05/19/2007 Federal Register: 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.

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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 May 12, 2007**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
CapGen Capital Group LLC	* 3A1	CapGen Capital Group LLC, Washington, D.C., to become a bank holding company by acquiring 100 percent control of CapGen Capital Group LP, Washington, D.C., and thereby indirectly acquiring control of The BANKshares, Inc., Melbourne, Florida, and its subsidiaries, BankFIRST, Winter Park, Florida, and Bank Brevard, Melbourne, Florida (Banks); and by CapGen Capital Group LP, Washington, D.C., to become a bank holding company by acquiring 21.8 percent of The BANKshares, Inc., Melbourne, Florida, and Banks.	Newspaper:	Not available
			Federal Register:	Not available
GB&T BANCSHARES, INC.	4c8	GB&T Bancshares, Inc., Gainesville, Georgia, to acquire 100 percent of the outstanding shares of GB&T Mortgage, Inc., Cumming, Georgia, and thereby engage de novo in making, acquiring, brokering, or servicing loans or other extensions of credit.	Newspaper:	Not applicable
			Federal Register:	05/29/2007
NEIGHBORHOOD COMMUNITY BANK	* Branch	Neighborhood Community Bank, Newnan, Georgia, to establish a branch located at 105 Carriage Oaks Drive, Tyrone, Georgia.	Newspaper:	05/15/2007
			Federal Register:	Not applicable
REGIONS BANK	* Branch	Regions Bank, Birmingham, Alabama, to establish branches at the following locations: 887 E. Altamonte Drive, Altamonte Springs, Florida, to be known as the Altamonte Springs Branch; 11883 Indian Rocks Road, Largo, Florida, to be known as the Indian Rocks Branch; Stoneybrook Parkway at Avalon Boulevard (SR 545), Winter Garden, Florida, to be known as the Stoneybrook West Branch; Highway 31 at I-65, Alabaster, Alabama, to be known as the Alabaster-Promenade Branch; and 13832 Landstar Boulevard, Orlando, Florida, to be known as the Landstar Branch.	Newspaper:	05/22/2007
			Federal Register:	Not applicable
SUNTRUST BANK	* Branch	SunTrust Bank, Atlanta, Georgia, to establish a branch located at 2545 Military Trail, Jupiter, Florida, to be known as the Sea Plum Town Center Office.	Newspaper:	05/23/2007
			Federal Register:	Not applicable



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

**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

\* Subject to the provisions of the Community Reinvestment Act

**District: 7****Federal Reserve Bank of Chicago****Filings received during the week ending May 12, 2007**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>
FIRST PERSONAL FINANCIAL CORP.	CIC	Notice by Randall R. Schwartz, Orland Park, Illinois, to acquire 14.15 percent of the voting shares of First Personal Financial Corp., Orland Park, Illinois, and thereby indirectly acquire First Personal Bank, Orland Park, Illinois.	Newspaper: 05/24/2007 Federal Register: 05/24/2007
MIDWEST BANC HOLDINGS, INC.	* 3A5 * 18C * Branch	Midwest Banc Holdings, Inc., Melrose Park, Illinois, to merge with Northwest Suburban Bancorp, Inc., Mount Prospect, Illinois, and thereby indirectly acquire Mount Prospect National Bank, Mount Prospect, Illinois, and the related application by Midwest Bank and Trust Company, Elmwood Park, Illinois, to merge with Mount Prospect National Bank, Mount Prospect, Illinois, and thereby to establish 5 branches.	Newspaper: Not available Federal Register: 06/04/2007
PRAIRIELAND BANCORP EMPLOYEE STOCK OWNERSHIP PLAN AND TRUST	* 3A3	Prairieland Bancorp Employee Stock Ownership Plan and Trust, Bushnell, Illinois, to increase its ownership from 43.13 percent to 48.01 percent of Prairieland Bancorp, Inc., Bushnell, Illinois, and thereby indirectly increase its ownership of Farmers and Merchants State Bank, Bushnell, Illinois.	Newspaper: 05/30/2007 Federal Register: 06/07/2007
ST ANNE BANCORP, INC.	* 3A1	St. Anne Bancorp, Inc., St. Anne, Illinois, to become a bank holding company by acquiring 100 percent of the voting shares of National Bank of Saint Anne, Saint Anne, Illinois.	Newspaper: 05/21/2007 Federal Register: 05/18/2007

## District: 7

### Federal Reserve Bank of Chicago

#### Availability of CRA Public Evaluations

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187947	BANK IA, CLARINDA, IOWA	01/22/2007	04/23/2007	S	Small Bank
2938198	NORTHBROOK B&TC, NORTHBROOK, ILLINOIS	11/27/2006	04/05/2007	S	Large Bank

#### CRA Examinations scheduled for

#### Quarter of

Institution

Location

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NONE

**District: 8****Federal Reserve Bank of St. Louis****Filings received during the week ending May 12, 2007**

<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 1435 E. Bradford Parkway, Springfield, Missouri.	Newspaper: 05/22/2007 Federal Register: Not applicable
F & M BANCSHARES, INC.	CIC	Notice by the Atwood Holdings Limited Partnership, Tezevant, Tennessee, and George L. Atwood, Trezevant, Tennessee, as general partner, to gain control of F & M Bancshares, Inc., Trezevant, Tennessee.	Newspaper: 05/30/2007 Federal Register: 05/30/2007
JACKSON FINANCIAL CORPORATION	CIC	Notice by Peter Mahurin, Bowling Green, Kentucky, and Ben Lovell Cundiff, Cadiz, Kentucky, individually and as members of a group acting in concert, to gain control of Jackson Financial Corporation, Mayfield, Kentucky. The group consists of Messrs. Mahurin and Cundiff, Damon Salvatore Vitale, Bowling Green, Kentucky, and Charles Lester Key, Franklin, Kentucky.	Newspaper: 05/31/2007 Federal Register: 05/21/2007
MISSOURI BANK, THE	* Branch	The Missouri Bank, Warrenton, Missouri, to establish a branch facility to be located at 3194 South Service Road East, Foristell, Missouri.	Newspaper: 05/17/2007 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
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NONE

CRA Examinations scheduled for Institution	Quarter of Location
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NONE

**District: 9****Federal Reserve Bank of Minneapolis****Filings received during the week ending May 12, 2007**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>
1ST BANK	* 18C * Branch	1st Bank, Sidney, Montana, to purchase certain assets and assume certain liabilities of the Broadus, Montana branch of Rocky Mountain Bank, Billings, Montana, and incident thereto proposes to establish a branch at 201 North Wilber, Broadus, Montana.	Newspaper: Not available Federal Register: Not applicable
BLOOMER BANCSHARES, INC.	CIC	Notice by Archie Pecha, and Ardella Pecha, both of Arcadia, Florida, Terry Pecha, Bloomer, Wisconsin, Todd Pecha, Bloomer, Wisconsin, Cindy Dachel, Capitola, California, Melanie Pecha Rubenzer, Bloomer, Wisconsin, and Rhonda Prince, Bloomer, Wisconsin, to retain control of Bloomer Bancshares, Inc., Bloomer, Wisconsin, and thereby indirectly gain control of Peoples State Bank of Bloomer, Bloomer, Wisconsin.	Newspaper: Not available Federal Register: 05/17/2007
FIRST NATIONAL BANK OF LEWISTOWN	Member * 18C * Branch	First National Bank of Lewistown, Lewistown, Montana, to be known as First Bank of Montana, Lewistown, Montana, proposes to become a member of the Federal Reserve System. In addition, First Bank of Montana, Lewistown, Montana, to merge with Western Bank of Chinook, N.A., Chinook, Montana, and incident thereto proposes to establish a branch at 327 Indiana Street, Chinook, Montana.	Newspaper: Not available Federal Register: Not applicable
MESABA BANCSHARES, INC.	* 3A3	Mesaba Bancshares, Inc., Grand Rapids, Minnesota, to acquire 100 percent of Evergreen Bancshares, Inc., Two Harbors, Minnesota, and thereby indirectly acquire The Lake Bank, Two Harbors, Minnesota.	Newspaper: Not available Federal Register: 06/05/2007

## District: 9

### Federal Reserve Bank of Minneapolis

#### Availability of CRA Public Evaluations

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NONE

CRA Examinations scheduled for Institution	Quarter of Location
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NONE

**District: 10**  
**Federal Reserve Bank of Kansas City**  
**Filings received during the week ending May 12, 2007**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>
CNBO BANCORP, INC.	CIC	Notifications filed by Richard W. Willhour, Jr., Inola, Oklahoma and Tommy L. Woods, Tulsa, Oklahoma, to individually control and by Richard W. Willhour, Jr., Inola, Oklahoma; Tommy L. Woods, Thomas J. O'Brien, Matthew Q. Klimisch, and John R. Woolman, all of Tulsa, Oklahoma; Stephen M. Murphy and Curtis L. Roberts, both of Jenks, Oklahoma, all acting as a group in concert to acquire control of the voting common stock of CNBO Bancorp, Inc., Pryor, Oklahoma, parent of Century National Bank of Oklahoma, Pryor, Oklahoma.	Newspaper: 05/14/2007 Federal Register: 05/07/2007
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: 04/19/2007 Federal Register: 04/10/2007
MIDWEST REGIONAL BANCORP, INC.	* 3A1	Midwest Regional Bancorp, Inc., Festus, Missouri, to become a bank holding company through the acquisition of 100 percent of the voting shares of Federated Bancshares, Inc., Stilwell, Kansas, parent of The Bank of Otterville, Otterville, Missouri.	Newspaper: Not available Federal Register: 05/14/2007
SOUTHWEST BANCORP, INC.	* 3A3	Southwest Bancorp, Inc., Stillwater, Oklahoma, to acquire up to 100 percent of the voting shares of Hart Food Stores, Inc., Hutchinson, Kansas, parent of Bank of Kansas, South Hutchinson, Kansas.	Newspaper: 06/02/2007 Federal Register: 06/04/2007



**District: 10**

**Federal Reserve Bank of Kansas City**

**Availability of CRA Public Evaluations**

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883959	BANK OF KREMLIN, KREMLIN, OKLAHOMA	01/29/2007	04/26/2007	S	Small Bank
41955	BANK OF NEWMAN GROVE, NEWMAN GROVE, NEBRASKA	01/29/2007	04/26/2007	S	Small Bank

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

\* Subject to the provisions of the Community Reinvestment Act

**District: 11**  
**Federal Reserve Bank of Dallas**  
**Filings received during the week ending May 12, 2007**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>
FIRST TEXAS BHC, INC.	* 3A3	First Texas BHC, Inc., Fort Worth, Texas, to acquire SWB Bancshares, Inc., Fort Worth, Texas, and therefore indirectly acquire S W Financial, Inc., Dover, Delaware, and Southwest Bank, Fort Worth, Texas.	Newspaper: 06/01/2007 Federal Register: 06/04/2007
TIB THE INDEPENDENT BANKERSBANK	* 18C * Branch	TIB The Independent BankersBank, Irving, Texas, to merge with South Bay Bank, National Association, Torrance, California, and to establish a branch to be located at 17011 Beach Boulevard, Suite 1260, Huntington Beach, California.	Newspaper: 05/14/2007 Federal Register: Not applicable
UMPHREY II FAMILY LIMITED PARTNERSHIP	* 3A1	Umpfrey II Family Limited Partnership and Hillister Enterprises II, Inc., Beaumont, Texas, to become bank holding companies by acquiring 19.61 percent of CBFH, Inc., Beaumont, Texas, and indirectly acquire County Bancshares, Inc., Newton, Texas; Newton Delaware Financial Corporation, Dover, Delaware; and CountyBank, National Association, Newton, Texas, also, CBFH, Inc., Beaumont, Texas, to become a bank holding company by acquiring 100 percent of County Bancshares, Inc., Newton, Texas, and indirectly acquire Newton Delaware Financial Corporaton, Dover, Delaware, and CountyBank, National Association, Newton, Texas.	Newspaper: Not available Federal Register: Not available

**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.

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
637451	PLAINSCAPITAL BK, LUBBOCK, TEXAS	10/30/2006	04/25/2007	S	Large Bank

CRA Examinations scheduled for Institution	Quarter of Location
NONE	

**District: 12**  
**Federal Reserve Bank of San Francisco**  
**Filings received during the week ending May 12, 2007**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>
AMERICAN HERITAGE HOLDINGS	* 3A1	American Heritage Holdings to become a bank holding company by acquiring 100 percent of Borrego Springs Bank, N.A., both of La Mesa, California.	Newspaper: Not available Federal Register: Not available
EAST WEST BANK	* 18C * Branch	East West Bank, Pasadena, California, to merge with Desert Community Bank, Victorville, California, and thereby acquire 10 branch offices.	Newspaper: 06/04/2007 Federal Register: Not applicable
FRANKLIN RESOURCES, INC.	* 4c8	Franklin Resources, Inc., San Mateo, California, to retain 5.03 percent of Hudson City Bancorp, Inc., and thereby indirectly retain its subsidiary, Hudson City Savings Bank, FSB, both of Paramus, New Jersey.	Newspaper: 05/07/2007 Federal Register: 06/05/2007
FRANKLIN RESOURCES, INC.	4c8	Franklin Resources, Inc., San Mateo, California, to retain 5.04 percent of TrustCo Bank Corp NY, Glenville, New York, a Federal Savings Bank, pursuant to section 4(c)(8) of the Bank Holding Company Act and section 225.28(b)(4) of Regulation Y.	Newspaper: Not applicable Federal Register: 06/05/2007
MANHATTAN BANCORP	* 3A1	Manhattan Bancorp to become a bank holding company by acquiring 100 percent of Bank of Manhattan, N.A. (In Organization), both of El Segundo, California.	Newspaper: 05/25/2007 Federal Register: 05/21/2007

**District: 12**

**Federal Reserve Bank of San Francisco**

**Availability of CRA Public Evaluations**

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- NI = Needs to improve
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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
2209553	HERITAGE BK OF CMRC, SAN JOSE, CALIFORNIA	01/22/2007	05/07/2007	S	Large Bank

CRA Examinations scheduled for Institution	Quarter of Location
NONE	

\* Subject to the provisions of the Community Reinvestment Act