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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. 32

Week Ending August 11, 2007

Bank Holding Companies

Mercantile Bancorp, Inc., Quincy, Illinois -- to acquire HNB Financial Services, Inc., Hannibal, Missouri, and HNB National Bank.

- Approved, August 6, 2007

The Bank of Nova Scotia, Toronto, Canada -- to acquire shares of First BanCorp, San Juan, Puerto Rico; FirstBank of Puerto Rico, Santurce; and FirstBank Florida, Miami, Florida.

- Approved, August 8, 2007

Enforcement

American Express Bank International, Miami, Florida -- issuance of a cease and desist order and order of assessment of a civil money penalty.

- Announced, August 6, 2007

BANKFIRST, Sioux Falls, South Dakota -- written agreement dated April 22, 2003, terminated August 2, 2007.

- Announced, August 8, 2007

Marshall BankFirst Corp., Minneapolis, Minnesota, and BANKFIRST, Sioux Falls, South Dakota -- written agreement with the Federal Reserve Bank of Minneapolis and the South Dakota Department of Revenue and Regulation.

- Announced, August 8, 2007

## H.2 Actions under delegated authority

August 5, 2007 to August 11, 2007

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**BS&R** Banking Supervision and Regulation

**RBOPS** Reserve Bank Operational and Payment System

**C&CA** Consumer and Community Affairs

**IF** International Finance

**FOMC** Federal Open Market Committee

**OSDM** Office of Staff Director for Management

### Bank Branches, Domestic

#### San Francisco

American Security Bank, Santa Ana, California -- to establish a branch at 2163 Compton Avenue, Corona.

- Returned, August 7, 2007

#### Atlanta

CapitalMark Bank & Trust, Chattanooga, Tennessee -- to establish a branch at 802 Pine Street.

- Approved, August 9, 2007

#### Kansas City

Citizens Security Bank & Trust Company, Bixby, Oklahoma -- to establish a branch at 224 North 6th Street, Jenks.

- Approved, August 9, 2007

#### Secretary

Delta Southern Bank, Ruleville, Mississippi -- to establish a branch at 6351 Highway 11 North, Picayune.

- Approved, August 7, 2007

#### St. Louis

Exchange Bank of Northeast Missouri, Kahoka, Missouri -- to establish a branch at 304 East Grand Avenue, Memphis.

- Approved, August 8, 2007

**Bank Branches, Domestic**

Cleveland

Fifth Third Bank, Grand Rapids, Michigan -- to establish a branch at 13581 Goldenwood Drive, Fort Myers, Florida.

- Approved, August 8, 2007

Chicago

First Bank & Trust, Evanston, Illinois -- to establish a temporary branch at 714 Main Street, and subsequently to relocate the branch to 524 Main Street.

- Approved, August 10, 2007

Atlanta

First Vision Bank of Tennessee, Tullahoma, Tennessee -- to establish a branch at 2134 Hillsboro Boulevard, Manchester.

- Approved, August 8, 2007

Atlanta

Old Southern Bank, Orlando, Florida -- to establish a branch at 1200 Hillcrest Street.

- Approved, August 9, 2007

Chicago

The Peoples' Bank of Arlington Heights, Arlington Heights, Illinois -- to establish a branch at 1104 South Arlington Heights Road.

- Approved, August 7, 2007

Richmond

Trupoint Bank, Grundy, Virginia -- to establish a branch at 1320 Governor George C. Perry Highway, Pounding Mill.

- Approved, August 8, 2007

**Bank Branches, Domestic**

Cleveland

Whitaker Bank, Inc., Lexington, Kentucky -- to establish a branch at 1280 Highway 770, Corbin.

- Approved, August 8, 2007

**Bank Holding Companies**

Chicago

Abby Bancorp, Inc., Abbotsford, Wisconsin -- to become a bank holding company and to acquire AbbyBank.

- Approved, August 9, 2007

St. Louis

Central Banccompany, Inc., Jefferson City, Missouri -- to acquire Metcalf Bancshares, Inc., Overland Park, Kansas, and thereby acquire Metcalf Bank.

- Approved, August 9, 2007

New York

CheckSpring Community Corporation, Bronx, New York -- to become a bank holding company and to acquire CheckSpring Bank, a de novo bank.

- Approved, August 6, 2007

Atlanta

Coast Financial Holdings, Inc., Bradenton, Florida -- relief from a commitment.

- Granted, August 9, 2007

**Bank Holding Companies**

Chicago

Fentura Financial, Inc., Fenton, Michigan -- to acquire shares of Premier Commercial Bank Arizona, National Association, Mesa, Arizona.

- Approved, August 7, 2007

New York

First Hope Bancorp, Hope, New Jersey -- to become a bank holding company and to acquire First Hope Bank.

- Approved, August 10, 2007

Chicago

Inland Bancorp Holding Company, Oak Brook, Illinois -- to acquire Amerimark Financial Corporation, Countryside, and Amerimark Bank, Villa Park; and for Inland Financial Acquisitions, Inc., Oak Brook, to become a bank holding company and to acquire the same institutions.

- Approved, August 10, 2007

Chicago

Larch Bancorporation, Inc., Larchwood, Iowa -- waiver of application to acquire Hardwick State Bank, Hardwick, Minnesota, in connection with the merger of Hardwick State Bank and Larch Bancorporation's subsidiary, Exchange State Bank, Hills, Minnesota.

- Granted, August 6, 2007

Chicago

NCB Holdings, Inc., Chicago, Illinois -- to engage de novo in securities brokerage activities, through Kingsbury Capital, L.L.C.

- Withdrawn, August 9, 2007

**Bank Holding Companies**

Chicago

PrivateBancorp, Inc., Chicago, Illinois -- to acquire shares of The PrivateBank, Kansas City, Missouri, a de novo savings bank.

- Withdrawn, August 10, 2007

Atlanta

Providence Bancorp, Inc., Winter Haven, Florida -- to become a bank holding company and to acquire Providence Bank.

- Approved, August 9, 2007

San Francisco

W.T.B. Financial Corporation, Spokane, Washington -- to acquire shares of IT-Lifeline, Inc., Liberty Lake, and NextSentry Corporation, Spokane.

- Returned, August 7, 2007

**Bank Mergers**

Secretary

First American Bank, Birmingham, Alabama -- to merge with Bank of Dadeville, Dadeville, and thereby establish a branch.

- Approved, August 9, 2007

**Banks, Foreign**

Director, BS&R

Caixa Economica Federal, Brasilia, Brazil -- to establish a representative office in Jersey City, New Jersey.

- Approved, August 7, 2007

Change In Bank Control

Minneapolis

- Kensington Bancorp, Inc., Kensington, Minnesota -- change in bank control.
- Permitted, August 9, 2007

Kansas City

- Pieper Bancorp, Inc., Calhan, Colorado -- change in bank control
- Permitted, August 10, 2007

Extensions Of Time

Chicago

- Lake City Bank, Warsaw, Indiana -- extension to November 18, 2007, to establish a branch at 6851 West Jefferson Boulevard, Fort Wayne.
- Granted, August 9, 2007

Secretary

- Royal Bank of Scotland Group, plc, et al., Edinburgh, Scotland -- commenter's request to extend the comment period on the application to acquire ABN AMRO Holding N.V., Amsterdam, the Netherlands, and thereby acquire ABN AMRO North American Holding Company, Chicago, Illinois; LaSalle Bank Corporation, LaSalle Bank National Association, Chicago, and LaSalle Bank Midwest National Association, Troy, Michigan.
- Denied, August 7, 2007

Richmond

- Virginia Commerce Bank, Arlington, Virginia -- extension to August 21, 2007, to establish a branch at 314 East Market Street, Leesburg.
- Granted, August 9, 2007



**Financial Holding Companies**

Kansas City

American National Corporation, Omaha, Nebraska -- election to become a financial holding company.

- Effective, August 9, 2007

**International Operations**

Director, BS&R and General Counsel

Bancafe International, Miami, Florida -- to amend the bylaws of Bancafe International, an Edge Act corporation, to appoint a president and directors, and to extend its corporate existence until October 1, 2009.

- Approved, July 31, 2007

(A/C)

**District: 1**

**Federal Reserve Bank of Boston**

**Filings received during the week ending August 11, 2007**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
Ledyard Financial Group, Inc.	3A1	Ledyard Financial Group, Inc., Hanover, New Hampshire, to become a bank holding company through the acquisition of Ledyard National Bank, Norwich, Vermont pursuant to section 3(a)(5)(C) of the BHC Act.	Newspaper:	Not applicable
			Federal Register:	Not applicable

**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.

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

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CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

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\* Subject to the provisions of the Community Reinvestment Act

**District: 2**

**Federal Reserve Bank of New York**

**Filings received during the week ending August 11, 2007**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
ALLIED IRISH BANKS, P.L.C.	* 3A3	Allied Irish Banks, p.l.c., Dublin, Ireland to acquire additional shares of M&T Bank Corporation, Buffalo, New York ("M&T"), for a total of 29 percent, as a result of M&T's stock buyback program, and thereby indirectly control Manufacturers and Traders Trust Company, Buffalo, New York and M&T Bank, N.A., Oakfield, New York.	Newspaper: Federal Register:	Not available 08/27/2007
ANDHRA BANK	FBSEA	Andhra Bank, Hyderabad, India, to establish a representative office in Jersey City, New Jersey.	Newspaper: Federal Register:	Not available Not applicable
BANCO LATINOAMERICANO DE EXPORTACIONES, S.A.	4c8	Banco Latinoamericano de Exportaciones S.A., Panama City, Republic of Panama, requests prior approval of the Board of Governors of the Federal Reserve System to engage in nonbanking activities, pursuant to Sections 4(c)(8) and 4(j) of the BHC Act of 1956 and Section 225.24 of Regulation Y.	Newspaper: Federal Register:	Not applicable Not available
BNP PARIBAS	FBSEA	BNP Paribas, Paris, France requests approval pursuant to the International Banking Act of 1978 and after the fact provisions of Section 211.24(a)(6) of Regulation K to establish the New York branch of its subsidiary Banca Nazionale del Lavoro S.p.A., Rome, Italy.	Newspaper: Federal Register:	Not available Not applicable
GOVERNOR AND COMPANY OF THE BANK OF SCOTLAND, THE	FBSEA	Prior Notice by The Governor and Company of the Bank of Scotland ("BOS"), Edinburgh, Scotland, to establish, pursuant to the International Banking Act of 1978, the branch currently maintained by BOS' subsidiary, HBOS Treasury Services plc, London, England, in New York, New York, in connection with an internal reorganization.	Newspaper: Federal Register:	08/23/2007 Not applicable
HSBC PRIVATE BANK INTERNATIONAL	Other Foreign	HSBC Private Bank International, Miami, Florida, an Edge Corporation held by HSBC Bank USA, National Association provided notice to the Board of Governors of the Federal Reserve System of its intention to establish a domestic branch in San Francisco, California, pursuant to Section 211.5(f) of Regulation K.	Newspaper: Federal Register:	09/01/2007 Not applicable
HSH NORDBANK AG	4c8	HSH Nordbank AG, Hamburg, Germany, proposes to engage through Estein & Associates USA, Ltd., Orlando, Florida, a joint venture investment, in financial and investment advisory activities, pursuant to Section 4(c)(8) and 4(j) of the BHC Act and Section 225.28(b)(6) of Regulation Y.	Newspaper: Federal Register:	Not applicable Not available
MACQUARIE BANK LIMITED	FBSEA	Macquarie Bank Ltd., Sydney, Australia, to establish one additional representative office in Chicago, Illinois, pursuant to Section 211.24(a)(2)(i)(B)(3) of Regulation K.	Newspaper: Federal Register:	Not available Not applicable

**District: 2**

**Federal Reserve Bank of New York**

**Availability of CRA Public Evaluations**

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

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RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
175609	BANK OF MILLBROOK, MILLBROOK, NEW YORK	11/13/2006	08/09/2007	S	Small Bank

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

\* Subject to the provisions of the Community Reinvestment Act

**District: 3**

**Federal Reserve Bank of Philadelphia**

**Filings received during the week ending August 11, 2007**

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

**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.

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

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

\* Subject to the provisions of the Community Reinvestment Act

**District: 4**

**Federal Reserve Bank of Cleveland**

**Filings received during the week ending August 11, 2007**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
COMMUNITY TRUST BANK, INC.	* 18C * Branch	Community Trust Bank, Inc., Pikeville, Kentucky, to merge with Eagle Bank, Inc., Williamstown, Kentucky	Newspaper: Federal Register:	Not available Not applicable
FIFTH THIRD BANK	* Branch	Fifth Third Bank, Grand Rapids, MI to establish a branch at 2400 Main Street, Outlot 2, Evanston, IL.	Newspaper: Federal Register:	08/11/2007 Not applicable
FIFTH THIRD BANK	* Branch	Fifth Third Bank, Grand Rapids, MI to establish a branch at 101 East 38th Street, Indianapolis, IN.	Newspaper: Federal Register:	08/14/2007 Not applicable
FIFTH THIRD BANK	* Branch	Fifth Third Bank, Grand Rapids, MI to establish a branch at 4137 West 167th Street, County Club Hills, IL.	Newspaper: Federal Register:	08/11/2007 Not applicable
FIFTH THIRD BANK	* Branch	Fifth Third Bank, Grand Rapids, MI to establish a branch at 1716 156th Street, Hammond, IN.	Newspaper: Federal Register:	08/11/2007 Not applicable
FIFTH THIRD BANK	* Branch	Fifth Third Bank, Grand Rapids, MI to establish a branch at 17830 Ben Hill Griffin Parkway, Fort Meyers, FL.	Newspaper: Federal Register:	08/14/2007 Not applicable
FIFTH THIRD BANK	* Branch	Fifth Third Bank, Grand Rapids, MI to establish a branch at 4600 54th Avenue South, St. Petersburg, FL.	Newspaper: Federal Register:	08/11/2007 Not applicable
FIFTH THIRD BANK	* Branch	Fifth Third Bank, Cincinnati, OH to establish a branch at 5600 Walnut Street, Pittsburgh, PA.	Newspaper: Federal Register:	08/14/2007 Not applicable
FIFTH THIRD BANK	* Branch	Fifth Third Bank, Cincinnati, OH to establish a branch at 550 North Summit Street, Toledo, OH.	Newspaper: Federal Register:	08/14/2007 Not applicable
FIFTH THIRD BANK	* Branch	Fifth Third Bank, Grand Rapids, MI to establish a branch at 3250 West 87th Street, Chicago, IL.	Newspaper: Federal Register:	08/21/2007 Not applicable
FIFTH THIRD BANK	* Branch	Fifth Third Bank, Grand Rapids, MI to establish a branch at 2627 North Elston Avenue, Chicago, IL.	Newspaper: Federal Register:	08/21/2007 Not applicable
FIFTH THIRD BANK	* Branch	Fifth Third Bank, Grand Rapids, MI to establish a branch at 1212 75th Street, Downers Grove, IL.	Newspaper: Federal Register:	08/21/2007 Not applicable
FIFTH THIRD BANK	* Branch	Fifth Third Bank, Grand Rapids, MI to establish a branch at 16831 Torrence Avenue, Lansing, IL.	Newspaper: Federal Register:	08/21/2007 Not applicable
FIFTH THIRD BANK	* Branch	Fifth Third Bank, Grand Rapids, MI to establish a branch at 7580 Barrington Road, Hanover Park, IL.	Newspaper: Federal Register:	08/21/2007 Not applicable
FIFTH THIRD BANK	* Branch	Fifth Third Bank, Grand Rapids, MI to establish a branch at 13001 South Ashland Avenue, Calumet Park, IL.	Newspaper: Federal Register:	08/21/2007 Not applicable
FIFTH THIRD BANK	* Branch	Fifth Third Bank, Grand Rapids, MI to establish a branch at 2440 Lincoln Highway, Olympia Fields, IL.	Newspaper: Federal Register:	08/21/2007 Not applicable

\* Subject to the provisions of the Community Reinvestment Act



**District: 4**

**Federal Reserve Bank of Cleveland**

**Filings received during the week ending August 11, 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 1200 North Kennedy Drive, Kankakee, IL.	Newspaper: Federal Register:	08/21/2007 Not applicable
FIFTH THIRD BANK	* Branch	Fifth Third Bank, Grand Rapids, MI to establish a branch at 491 East Roosevelt Drive, Lombard, IL.	Newspaper: Federal Register:	08/21/2007 Not applicable
FIFTH THIRD BANK	* Branch	Fifth Third Bank, Grand Rapids, MI to establish a branch at 8401 Indianapolis Boulevard, Highland, IN.	Newspaper: Federal Register:	08/21/2007 Not applicable
FIFTH THIRD BANK	* Branch	Fifth Third Bank, Cincinnati, OH to establish a branch at 141 South Highland Avenue, Pittsburgh, PA.	Newspaper: Federal Register:	08/23/2007 Not applicable
HOMETOWN BANCSHARES, INC.	* 3A5	Hometown Bancshares, Inc. Middlebourne, West Virginia to acquire First Community Bancorp, Inc., St. Marys, West Virginia, pursuant to section 3(a)(5) of the BHCA. First National Bank of St. Marys, St. Marys, West Virginia will be merged with and into Union Bank, Inc., Hometown's subsidiary bank located in Middlebourne, West Virginia.	Newspaper: Federal Register:	Not available 08/31/2007
PNC FINANCIAL SERVICES GROUP, INC., THE	* 3A5	PNC Financial Services Group, Inc., Pittsburgh, Pennsylvania, to acquire 100 percent of Sterling Financial Corporation, Lancaster, Pennsylvania, and thereby indirectly acquire BLC Bank, National Association, Strasburg, Pennsylvania, and Delaware Sterling Bank & Trust Company, Christiana, Delaware	Newspaper: Federal Register:	09/10/2007 09/07/2007

\* Subject to the provisions of the Community Reinvestment Act

**District: 4**

**Federal Reserve Bank of Cleveland**

**Availability of CRA Public Evaluations**

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

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CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

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\* Subject to the provisions of the Community Reinvestment Act

**District: 5**

**Federal Reserve Bank of Richmond**

**Filings received during the week ending August 11, 2007**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
BLUE RIDGE FINANCIAL CORPORATION	* 3A1	Blue Ridge Financial Corporation, Walhalla, South Carolina, to become a bank holding company by acquiring 100% of Blue Ridge Bank of Walhalla, Walhalla, South Carolina.	Newspaper:	08/27/2007
			Federal Register:	08/27/2007
FIRST BANCAPITAL FUND I, L.P.	* 3A1 * 3A3 4c8	First BanCapital Fund I, L.P., First BanCapital Parallel Fund I, L.P., CBCF Partners, L.P., MJR, LLC, MJR Financial Group, LLC: to become bank holding companies through the acquisition of up to 54.9% of the voting securities of Revere Bank, Laurel, Maryland (in organization); to retain 8.28% of the voting securities of NCB Holdings, Inc., Chicago, Illinois, and thereby indirectly hold an interest in New Century Bank, Chicago, Illinois; and to engage in private placement, investment advisory, and securities brokerage activities.	Newspaper:	09/04/2007
			Federal Register:	09/04/2007
HERITAGE BANK	* Branch	Heritage Bank, Norfolk, Virginia, proposes to establish a branch at 601 Lynnhaven Parkway, Virginia Beach, Virginia.	Newspaper:	08/18/2007
			Federal Register:	Not applicable

**District: 5**

**Federal Reserve Bank of Richmond**

**Availability of CRA Public Evaluations**

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NONE					

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

\* Subject to the provisions of the Community Reinvestment Act

**District: 6**

**Federal Reserve Bank of Atlanta**

**Filings received during the week ending August 11, 2007**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
BANCO POPULAR ESPANOL, S.A.	* 3A1	Banco Popular Espanol, S.A., Madrid, Spain, to become a bank holding company by acquiring 100 percent of the outstanding shares of Total Bancshares Corp., and thereby acquire its subsidiary, TotalBank, both of Miami, Florida.	Newspaper: Federal Register:	Not available Not available
BANCTENN CORP.	* 3A3	BancTenn Corporation, Kingsport, Tennessee, to acquire 20 percent of the outstanding shares of Paragon Commercial Corporation, and thereby acquire its subsidiary, Paragon Commercial Bank, both of Raleigh, North Carolina.	Newspaper: Federal Register:	09/04/2007 09/06/2007
CSB&T BANCORP, INC.	* 3A1	CSB&T Bancorp, Inc., Nashville, Tennessee, to become a bank holding company by acquiring 100 percent of the outstanding shares of Citizens Savings Bank & Trust Company, Nashville, Tennessee.	Newspaper: Federal Register:	09/10/2007 09/07/2007
SAVANNAH BANCORP, INC., THE	4c8	The Savannah Bancorp, Inc., Savannah, Georgia, to acquire Minis & Co., Inc., Savannah, Georgia, and thereby engage in investment advisory activities.	Newspaper: Federal Register:	Not applicable Not applicable

\* Subject to the provisions of the Community Reinvestment Act

**District: 6**

**Federal Reserve Bank of Atlanta**

**Availability of CRA Public Evaluations**

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

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

\* Subject to the provisions of the Community Reinvestment Act

**District: 7**

**Federal Reserve Bank of Chicago**

**Filings received during the week ending August 11, 2007**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
CAPITOL BANCORP LTD.	* 3A3	Capitol Bancorp, Ltd., Lansing, Michigan and Capitol Bancorp Colorado Ltd. II, Fort Collins, Colorado, to acquire 51 percent of the voting shares of Loveland Bank of Commerce (in organization), Loveland, Colorado.	Newspaper: Federal Register:	Not available 08/31/2007
CAPITOL BANCORP LTD.	* 3A3	Capitol Bancorp, Ltd., Lansing, Michigan and Capitol Development Bancorp Limited V, Lansing, Michigan, to acquire 51 percent of the voting shares of Bank of Feather River (in organization), Yuba City, California.	Newspaper: Federal Register:	08/29/2007 08/31/2007
COMERICA BANK	* Branch	Comerica Bank, Detroit, Michigan, to establish a branch facility to be located at 3361 Rosecrans Street, Suite 9A, San Diego, California.	Newspaper: Federal Register:	Not available Not applicable
FBOP CORPORATION	* 3A3	FBOP Corporation, Oak Park, Illinois, to acquire up to 10 percent of the voting shares of Banner Corporation, Walla Walla, Washington, and thereby indirectly acquire Banner Bank, Walla Walla, Washington.	Newspaper: Federal Register:	Not available 09/04/2007
FBOP CORPORATION	* 4c8	FBOP Corporation, Oak Park, Illinois, to acquire up to 10 percent of the voting shares of BankFinancial Corporation, Burr Ridge, Illinois, and thereby indirectly acquire BankFinancial F.S.B., Olympia Fields, Illinois, and thereby operate a savings association.	Newspaper: Federal Register:	Not available 09/04/2007
FBOP CORPORATION	* 4c8	FBOP Corporation, Oak Park, Illinois, to acquire up to 10 percent of the voting shares of CFS Bancorp, Inc., Munster, Indiana, and thereby indirectly acquire Citizens Financial Bank, Munster, Indiana, and thereby operate a savings association.	Newspaper: Federal Register:	Not available 09/04/2007
FBOP CORPORATION	* 4c8	FBOP Corporation, Oak Park, Illinois, to acquire up to 10 percent of the voting shares of PFF Bancorp, Inc., Rancho Cucamonga, California, and thereby indirectly acquire PFF Bank and Trust, Pomona, California, and thereby operate a savings association.	Newspaper: Federal Register:	Not available 09/04/2007
FBOP CORPORATION	* 4c8	FBOP Corporation, Oak Park, Illinois, to acquire up to 10 percent of the voting shares of Provident Financial Holdings, Inc., Riverside, California, and thereby indirectly acquire Provident Savings Bank, F.S.B., Riverside, California, and thereby operate a savings association.	Newspaper: Federal Register:	Not available 09/04/2007

**District: 7**

**Federal Reserve Bank of Chicago**

**Filings received during the week ending August 11, 2007**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
GREENWOODS FINANCIAL GROUP, INC.	* 3A1 4c8	Greenwoods Financial Group, Inc., Rio, Wisconsin, to become a bank holding company by acquiring 100 percent of the voting shares of Greenwood's Bancorporation, Inc., Lake Mills, Wisconsin, and thereby indirectly acquire Greenwoods State Bank, Lake Mills, Wisconsin, and to engage in insurance agency activities through the acquisition of The Greenwood's Financial Services, Inc., Lake Mills, Wisconsin.	Newspaper: Federal Register:	08/27/2007 08/24/2007
HEDRICK SAVINGS BANK	* Branch	Hedrick Savings Bank, Ottumwa, Iowa, to establish a branch at 202 High Street, Kellogg, Iowa.	Newspaper: Federal Register:	08/18/2007 Not applicable
LEVEL ONE BANCORP	* 3A1	Level One Bancorp, Inc., Farmington Hills, Michigan, to become a bank holding company by acquiring 100 percent of the voting shares of Level One Bank (in organization), Farmington Hills, Michigan.	Newspaper: Federal Register:	Not available 09/06/2007
METROPOLITAN BANK GROUP, INC.	* 3A3	Metropolitan Bank Group, Inc., Chicago, Illinois and Plaza Bancorp, Inc., Chicago, Illinois, to acquire 100 percent of the voting shares of Poplar Creek Community Bank (in organization), Rolling Meadows, Illinois.	Newspaper: Federal Register:	Not available 09/06/2007
OOSTBURG BANCORP, INC.	4c8	12-day Notice - Oostburg Bancorp, Inc., Oostburg, Wisconsin, proposes to engage in financial and investment advisory activities and agency transactional services for customers investments.	Newspaper: Federal Register:	Not applicable Not applicable
PAN AMERICAN ACQUISITION, INC	* 3A1	Pan American Acquisition, Inc., Oak Brook, Illinois, to become a bank holding company by acquiring 100 percent of the voting shares of JD Financial Group, Inc., Chicago, Illinois, and thereby indirectly acquire Pan American Bank, Chicago, Illinois.	Newspaper: Federal Register:	Not available 08/20/2007



Federal Reserve Bank of Chicago

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
NONE					

CRA Examinations scheduled for	Quarter of	Institution	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 August 11, 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 5311 West 6th Avenue, Stillwater, Oklahoma.	Newspaper: Federal Register:	08/18/2007 Not applicable
CITIZENS BANCSHARES OF BATESVILLE, INC.	CIC	Notice by the Irrevocable Trust of Doyle W. Rogers, Sr. and Josephine Raye Rogers, with Barbara R. Hoover and Doyle W. Rogers, Jr. as trustees, in concert with Doyle W. Rogers, Sr., all of Batesville, Arkansas, to increase control of Citizens Bancshares of Batesville, Inc., Batesville, Arkansas.	Newspaper: Federal Register:	08/29/2007 08/15/2007
FIRST SECURITY, INC.	CIC	Notice by Harry Roberts, individually, and The Roberts Group, Owensboro, Kentucky, to gain control of First Security, Inc., Owensboro, Kentucky. The Roberts Group consists of Harry Roberts, Willa Roberts, Harry L. Roberts and Sherry Turner, all of Owensboro, Kentucky.	Newspaper: Federal Register:	08/19/2007 08/15/2007
LONOKE BANCSHARES, INC.	* 3A3	Lonoke Bancshares, Inc., Lonoke, Arkansas, to acquire additional shares of Central Bank, Little Rock, Arkansas, resulting in ownership of up to 9.65 percent.	Newspaper: Federal Register:	08/18/2007 08/09/2007
LONOKE BANCSHARES, INC.	* 3A3	Lonoke Bancshares, Inc., Lonoke, Arkansas, to retain its existing ownership interest of up to 6.88 percent of Pinnacle Bancshares, Inc., Bentonville, Arkansas, and thereby retain its indirect ownership of Pinnacle Bank, Bentonville, Arkansas.	Newspaper: Federal Register:	09/02/2007 08/09/2007
M&P COMMUNITY BANCSHARES, INC. 401(K) EMPLOYEE STOCK OWNERSHIP PLAN	* 3A3	M & P Community Bancshares, Inc. 401(k) Employee Stock Ownership Plan, Newport, Arkansas, to acquire additional shares of M & P Community Bancshares, Inc., Newport, Arkansas, for total ownership of up to 32 percent.	Newspaper: Federal Register:	Not available Not available

**District: 8**

**Federal Reserve Bank of St. Louis**

**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
554848	BANK OF MOUNTAIN VIEW, MOUNTAIN VIEW, ARKANSAS	04/30/2007	07/23/2007	S	Small Bank

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

\* Subject to the provisions of the Community Reinvestment Act

District: 9

Federal Reserve Bank of Minneapolis

Filings received during the week ending August 11, 2007

Filer	Filing Type	Filing Proposal	End of Comment Period	
ACCESS BANCSHARES, INC.	CIC	Notice by First Trust Company of Onaga, N.A. FBO LeRoy Albjerg, IRA, Arden Hills, Minnesota; US Bancorp Piper Jaffray custodian FBO Harold Broman, Jr., North St. Paul, Minnesota; Larry Dunn, Stacy, Minnesota; and Diana Makens, Las Vegas, Nevada, to join an existing group acting in concert: Walter G. Fries, Wabasha, Minnesota; Raymond B. Pinson, Del Ray Beach, Florida; Kenneth D. Myers, Apple Valley, Minnesota; GLA Investments, L.L.C., Lakeville, Minnesota, Gary Anderson as general partner; AMSIE Enterprises, LLC, Minnetonka, Minnesota, Donald Eisma as general partner; Nancy Ludwig and Francis N. Ludwig, Apple Valley, Minnesota; Richard B. Lambert, Jr., Apple Valley, Minnesota; Russell S. Sampson, Prior Lake, Minnesota; Curtis A. Sampson, Hector, Minnesota; Brett D. Reese, Northfield, Minnesota; S & L Investments, LLP, Bloomington, Minnesota, David Stueve as general partner; Savage Capitalists, LLP, Bloomington, Minnesota, David Stueve as general partner; Pershing LLC FBO Richard D. Estenson IRA, Northfield, Minnesota; Charles and Cindy Beske, Lakeville, Minnesota; and Brian Bauer, Garvin, Minnesota, to gain control of 25 percent or more of the shares of Access Bancshares, Inc., Champlin, Minnesota, and thereby indirectly gain control of Access Bank, Champlin, Minnesota.	Newspaper:	Not available
			Federal Register:	Not available

**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.

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RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
655651	MONTANA ST BK, PLENTYWOOD, MONTANA	04/16/2007	07/31/2007	S	Small Bank

CRA Examinations scheduled for	Quarter of
Institution	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 August 11, 2007**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
AMERICAN STATE BANCSHARES, INC.	* 3A3	American State Bancshares, Inc., Great Bend, Kansas, to acquire 100 percent of the voting shares of Intra Financial Corp, Concordia, Kansas, parent of Peoples Exchange Bank, Belleville, Kansas.	Newspaper: Federal Register:	Not available 09/07/2007
CARROLL COUNTY BANCSHARES, INC.	CIC	Notification by Emmalie Gessner Cowherd, Carrollton, Missouri, individually, as trustee of the Emmalie Gessner Cowherd Revocable Living Trust, as personal representative of the Clifton R. Cowherd Estate and as a member of a family group; and Benjamin G. Polen, Carrollton, Missouri, both individually and as a member of a family group; to retain control of Carroll County Bancshares, Inc., Carrollton, Missouri, parent of Carroll County Trust Company of Carrollton, Missouri.	Newspaper: Federal Register:	Not available 08/23/2007
COMMUNITY BANKS OF COLORADO	* Branch	Community Banks of Colorado, Greenwood Village, Colorado, to establish a branch at 280 Main Street, Unit C104, River Walk Quartz Building, Edwards, Colorado.	Newspaper: Federal Register:	09/07/2007 Not applicable
PEOPLES BANCSHARES, INC.	* 3A1 * 3A3	Peoples Bancshares, Inc., Lawrence, Kansas, to become a bank holding company through the acquisition of 100 percent of the voting shares of Peoples National Bank Colorado, Colorado Springs, Colorado; Peoples National Bank Monument, Monument, Colorado; and Peoples National Bank Interim, Leadville, Colorado. Winter Trust of 12/3/74, Ottawa, Kansas, and Peoples Inc., Colorado Springs, Colorado, to acquire 100 percent of the voting shares of Peoples Bancshares, Inc., Colorado Springs, Colorado, parent of Peoples National Bank Interim, Leadville, Colorado.	Newspaper: Federal Register:	Not available 09/06/2007

**District: 10**

**Federal Reserve Bank of Kansas City**

**Availability of CRA Public Evaluations**

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RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
95659	MORRIS ST BK, MORRIS, OKLAHOMA	04/30/2007	07/30/2007	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 August 11, 2007**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
ABCT HOLDINGS, INC.	* 3A1	ABCT Holdings, Inc., Waco, Texas, to become a bank holding company by acquiring 100 percent of State Bank of Jewett, Jewett, Texas.	Newspaper:	08/31/2007
			Federal Register:	09/07/2007
MINEOLA COMMUNITY MUTUAL HOLDING COMPANY	* 3A1	Mineola Community Mutual Holding Company, Mineola, Texas, and Mineola Community Financial Group, Inc., Mineola, Texas, to become bank holding companies by acquiring 100 percent of Mineola Community Bank, S.S.B., Mineola, Texas.	Newspaper:	Not available
			Federal Register:	08/27/2007
SOUTHWEST BANK	* 18C * Branch	Southwest Bank, Fort Worth, Texas, to merge with affiliate Community Bank of Texas, National Association, Grand Prairie, Texas, and to establish a branch to be located at 1106 North Highway 360, Suite 100, Grand Prairie, Texas 75050.	Newspaper:	08/27/2007
			Federal Register:	Not applicable



**District: 11**

**Federal Reserve Bank of Dallas**

**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.

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

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CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

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\* Subject to the provisions of the Community Reinvestment Act

District: 12

Federal Reserve Bank of San Francisco

Filings received during the week ending August 11, 2007

Filer	Filing Type	Filing Proposal	End of Comment Period	
CAPITAL CORP OF THE WEST	4c8	Capital Corp of the West, Merced, California, to acquire Bay View Funding, San Mateo, California, and thereby engage in factoring and accounts receivable, pursuant to sections 225.28(b)(1) and 225.28(b)(2)(vi) of Regulation Y.	Newspaper: Federal Register:	Not applicable 08/30/2007
COUNTY BANK	* 18C	County Bank, Merced, California, to purchase the assets and assume the liabilities of 11 California branches of National Bank of Arizona, Tucson, Arizona.	Newspaper: Federal Register:	Not available Not applicable

**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
NONE					

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CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

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\* Subject to the provisions of the Community Reinvestment Act