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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. 40*

*Week Ending October 4, 2014*

Bank Holding Companies

Chemical Financial Corporation, Midland, Michigan -- to acquire Northwestern Bancorp, Inc., Traverse City, and its subsidiary, Northwestern Bank, a state savings bank that has elected to be treated as a savings association under the Home Owners' Loan Act; and for Chemical Financial's subsidiary, Chemical Bank, Midland, to merge with Northwestern Bank and thereby establish branches.

- Approved, September 30, 2014

**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**MA** Monetary Affairs**Bank Branches, Domestic**

## Secretary

Monarch Bank, Chesapeake, Virginia -- to establish a branch at 680 Oyster Point Road, Newport News.

- Approved, October 3, 2014

## Cleveland

North Valley Bank, Zanesville, Ohio -- to establish a branch at 5245 Walnut Road, Buckeye Lake.

- Approved, October 2, 2014

## Atlanta

Regions Bank, Birmingham, Alabama -- to establish branches at the intersections of McCalla Road and Promenade Parkway, Birmingham; Tchoupitoulas Street and Jefferson Avenue, New Orleans, Louisiana; West 7th Street and University Drive, Fort Worth, Texas; Richardson Road and Richardson Place (Richardson Crossing), Arnold, Missouri; Windward Parkway and McGinnis Ferry Road, Alpharetta, Georgia; Wolf River Boulevard and Germantown Road, Germantown, Tennessee; and at 17615 Chenal Parkway, Little Rock, Arkansas (seven applications).

- Approved, September 29, 2014

**Bank Holding Companies**

## Director, BS&amp;R

First Bank of Miami Shares, Inc., Coral Gables, Florida -- relief from certain commitments.

- Granted, October 3, 2014

**Bank Holding Companies**

St. Louis

Magnolia Banking Corporation, Magnolia, Arkansas -- to merge with First National Bancshares of Hempstead County, Hope, and thereby indirectly acquire 1st Bank, National Association, Texarkana, Texas.

- Approved, September 29, 2014

Chicago

NEB Corporation, Fond du Lac, Wisconsin -- to acquire InvestorsBank, Waukesha.

- Approved, September 30, 2014

St. Louis

Old National Bancorp, Evansville, Indiana -- waiver of application to merge with Founders Financial Corporation, Grand Rapids, Michigan, in connection with the merger of their respective subsidiaries, Old National Bank, Evansville, and Founders Bank & Trust, Grand Rapids.

- Granted, October 3, 2014

**Bank Mergers**

St. Louis

Centennial Bank, Conway, Arkansas -- to merge with Broward Bank of Commerce, Fort Lauderdale, Florida, and to retain the acquired facilities as branches.

- Approved, October 2, 2014

Richmond

First Community Bank, Bluefield, Virginia -- to purchase certain assets and assume certain liabilities of seven branches of Bank of America, National Association, Charlotte, North Carolina.

- Approved, October 1, 2014

**Banks, National**

Director, BS&R

Trustmark National Bank, Jackson, Mississippi -- relief from certain commitments.  
- Granted, September 30, 2014

**Banks, State Member**

Director, BS&R

Regions Bank, Birmingham, Alabama -- to make certain public welfare investments.  
- Approved, October 2, 2014

Director, BS&R

State Street Bank and Trust Company, Boston, Massachusetts -- to make a public welfare investment.  
- Approved, October 2, 2014

**Change in Bank Control**

Atlanta

Bank of Erath Holding Company, Erath, Louisiana -- to retain control of Bank of Erath Holding Company and its subsidiary, Bank of Erath, Erath.  
- Permitted, September 29, 2014

Atlanta

Pilot Bancshares, Inc., Tampa, Florida -- to retain control of Pilot Bancshares and its subsidiary, Pilot Bank, Tampa.  
- Permitted, October 3, 2014

**Change in Bank Control**

Minneapolis

Prairie Bancshares, Inc., Lester Prairie, Minnesota -- change in bank control of Prairie Bancshares and its subsidiary, First Community Bank, Lester Prairie.

- Permitted, October 3, 2014

**Extensions of Time**

Director, BS&R

Citigroup Inc., New York, New York -- extensions of time to divest certain real estate held by indirect foreign subsidiaries (two requests).

- Granted, October 3, 2014

**Financial Holding Companies**

St. Louis

First Savings Financial Group, Inc., Clarksville, Indiana -- election to become a financial holding company.

- Effective, September 29, 2014

**Membership**

Dallas

Texas Regional Bank, Harlingen, Texas -- to become a member of the Federal Reserve System.

- Approved, September 29, 2014

**District: 1**

**Federal Reserve Bank of Boston**

**Filings received during the week ending October 4, 2014**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
STATE STREET BANK AND TRUST COMPANY	Investment	State Street Bank and Trust Company and State Street International Holdings, both of Boston, Massachusetts, submit prior notice pursuant to Section 211.9(f) of Regulation K to invest in certain subsidiaries in connection with an internal reorganization of its European operations.	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 October 4, 2014**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
ROYAL BANK OF CANADA	FBSEA	Royal Bank of Canada, Montreal, Canada, to establish a federal branch in Jersey City, New Jersey, pursuant to Section 211.24(a) of Regulation K.	Newspaper: Federal Register:	10/12/2014 Not applicable
SENVEST GROUP	CIC	Senvest Master Fund, L.P., Senvest International, L.L.C., Senvest Partners, L.P., Senvest Partners Ltd., Rima Senvest Management, L.L.C, Senvest Capital Inc., Jefferson Northern Inc., Richard Mashaal and Victor Mashaal (Collectively, "Senvest Group"), all of New York, New York, to directly acquire 17.1 percent of the voting preferred stock of Doral Financial Corporation, San Juan, Puerto Rico.	Newspaper: Federal Register:	Not available Not available
SUMITOMO MITSUI BANKING CORPORATION	* 3A3	Sumitomo Mitsui Financial Group, Inc. and Sumitomo Mitsui Banking Corporation, both of Tokyo, Japan, propose to acquire additional shares and increase ownership of voting shares of The Bank of East Asia, Limited, Hong Kong S.A.R., Peoples Republic of China, and indirectly increase their interest in The Bank of East Asia (U.S.A.), N.A., New York, New York from approximately 9.7 percent to no more than 19.9 percent, pursuant to Section 3(a)(3) of the BHC Act of 1956, as amended, and Section 225.15 of Regulation Y.	Newspaper: Federal Register:	Not available Not available

**District: 2**

**Federal Reserve Bank of New York**

**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: 3**

**Federal Reserve Bank of Philadelphia**

**Filings received during the week ending October 4, 2014**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
KEARNY MHC	* MHC Conversion	Kearny MHC, and Kearny Financial Corp., both of Kearny, NJ, proposes to convert to stock form and merge with Kearny Financial Corp., (a newly formed holding company), which proposes to become a savings and loan holding company by acquiring 100 percent of Kearny Federal Savings Bank, Kearny, NJ.	Newspaper: Federal Register:	Not available 10/09/2014
LAFAYETTE AMBASSADOR BANK	PWI	Lafayette Ambassador Bank, Bethlehem, PA, seeks prior approval to make a public welfare investment for the purposes of the purchasing and renovating of Cumberland Gardens, which qualifies as low-income housing project.	Newspaper: Federal Register:	Not applicable Not applicable

**District: 3**

**Federal Reserve Bank of Philadelphia**

**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: 4

Federal Reserve Bank of Cleveland

Filings received during the week ending October 4, 2014

Filer	Filing Type	Filing Proposal	End of Comment Period	
CORTLAND SAVINGS AND BANKING COMPANY, THE	* Branch	Application by The Cortland Savings and Banking Company, Cortland, OH to establish a branch at 3615 Boardman Canton Road, Canfield, OH.	Newspaper:	10/03/2014
			Federal Register:	Not applicable
MW BANCORP, INC	* SLHC Formation	Application by MW Bancorp, Cincinnati, OH to form a savings and loan holding company by acquiring 100 percent of Mount Washington Savings Bank, Cincinnati, OH in connection with the thrift's full mutual to stock conversion	Newspaper:	10/10/2014
			Federal Register:	10/20/2014

**District: 4**

**Federal Reserve Bank of Cleveland**

**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

**District: 5**

**Federal Reserve Bank of Richmond**

**Filings received during the week ending October 4, 2014**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
BANK OF MARION, THE	Premises	The Bank of Marion, Marion, Virginia, to increase its investment in bank premises.	Newspaper: Federal Register:	Not applicable Not applicable
BAY BANCORP, INC.	CIC	EREF-MP Alpha, LLC; East Rock Endowment Fund, L.P.; East Rock Capital, LLC; East Rock Capital GP, LLC; D Partners Management, LLC; Shapiro Partners Management, LLC; Graham Duncan and Adam Shapiro, all located in New York, New York; and MP Alpha Holdings LLLP, Miami, Florida, to retain a 14.96% ownership interest in Bay Bancorp, Inc., Columbia, Maryland.	Newspaper: Federal Register:	10/14/2014 10/16/2014
CNB	* Branch	CNB, Centreville, Maryland, to establish a branch at 800 South Governors Avenue, Dover, Delaware.	Newspaper: Federal Register:	10/17/2014 Not applicable
KS BANCORP, INC.	CIC	Harold T. Keen, Four Oaks, North Carolina, to individually control 10.00% of KS Bancorp, Inc., Smithfield, North Carolina, and together with the Barbara A. Keen, Four Oaks, North Carolina, Matthew Keen, Annapolis, Maryland, and Catherine Keen Hock, Greensboro, North Carolina, as a group acting in concert, to control 12.22% of KS Bancorp, Inc.	Newspaper: Federal Register:	10/20/2014 10/14/2014
SANDY SPRING BANK	* Branch	Sandy Spring Bank has submitted an application to open a branch at 7550 Wisconsin Avenue, Bethesda, Maryland.	Newspaper: Federal Register:	Not available Not applicable

**District: 5**

**Federal Reserve Bank of Richmond**

**Availability of CRA Public Evaluations**

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

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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
2353595	FIRST CMNTY BK, BLUEFIELD, VIRGINIA	04/21/2014	09/14/2014	S	Large Bank

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 October 4, 2014**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
BANCO DE CREDITO E INVERSIONES S.A.	* 3A1	Banco De Credito E Inversiones, Empresas Juan Yarur S.A.C., Inversiones Petro S.A., Inversiones Baquio LTDA., Inversiones Nueve LTDA., and Administraciones Baquio LTDA., all of Santiago, Chile, to become bank holding companies by acquiring 100 percent of CM Florida Holdings, Inc., Coral Gables, Florida, and its subsidiary, City National Bank of Florida, Miami, Florida.	Newspaper: Federal Register:	Not available 08/08/2013
STATE BANK FINANCIAL CORPORATION	* 3A5	State Bank Financial Corporation, Atlanta, Georgia, to merge with Georgia-Carolina Bancshares, Inc., and thereby acquire its subsidiary, First Bank of Georgia, both of Augusta, Georgia.	Newspaper: Federal Register:	10/26/2014 10/24/2014
UNITED LEGACY BANK	* Branch	United Legacy Bank, Longwood, Florida, to establish a branch located at 1250 Lee Road, Winter Park, Florida, to be known as the Winter Park Village Branch.	Newspaper: Federal Register:	10/21/2014 Not applicable

**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
876634	CAPITAL CITY BK, TALLAHASSEE, FLORIDA	05/05/2014	10/01/2014	S	Large Bank

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 October 4, 2014**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
BEN FRANKLIN FINANCIAL MHC	* MHC Conversion	Ben Franklin Financial, MHC, Arlington Heights, Illinois, to convert to stock form and merge with and into Ben Franklin Financial, Inc., Arlington Heights, Illinois. In connection with this application, Ben Franklin Financial, Inc. will be merged into a de novo corporation named Ben Franklin Financial, Inc., a Maryland Corporation, which has applied to become a savings and loan holding company by acquiring 100 percent of the voting shares of Ben Franklin Bank of Illinois, Arlington Heights, Illinois.	Newspaper: Federal Register:	Not available 10/17/2014
NORTHWOOD FINANCIAL SERVICES CORPORATION	CIC	Notice by The Paulson 2014 Trust, Mason City, Iowa, the trustees are Kirk S. Paulson, Mason City, Iowa, Sarah C. Walter, Kingsport, Tennessee, Kris S. Paulson, Mason City, Iowa, and Dean A. Moretz, Northwood, Iowa, and the Paulson 2014 Trust together with Kirk S. Paulson, Sarah C. Walter and Kris S. Paulson acting in concert as a family control group to control 100 percent of the voting shares of Northwood Financial Services Corporation, Northwood, Iowa, and thereby indirectly NSB Bank, Mason City, Iowa.	Newspaper: Federal Register:	Not available 10/17/2014
OTTAWA SAVINGS BANCORP, MHC	* SLHC Acquisition	Ottawa Savings Bancorp MHC, and Ottawa Savings Bancorp, Inc., both of Ottawa, Illinois, will merge Twin Oaks Savings Bank a mutual savings bank in Marseilles, Illinois, with and into Ottawa Savings Bank FSB, Ottawa, Illinois, with Ottawa Savings Bank as the surviving institution.	Newspaper: Federal Register:	Not available 09/26/2014
OXFORD FINANCIAL CORPORATION	CIC	The 2011 Colis Delta Trust proposes to acquire approximately 75.49% of the issued and outstanding shares of common stock of Oxford Financial Corporation, Oak Brook, Illinois, by acquiring the shares held by three separate Colis Family trusts known as the Colis Family Trust, the Colis Legacy Trust, and the Colis Marital Deduction Trust.	Newspaper: Federal Register:	Not available Not available
TALMER BANCORP INC.	* 3A5	Talmer Bancorp, Inc., Troy, Michigan, to acquire First Huron Corporation, Bad Axe, Michigan, and thereby indirectly acquire Signature Bank, Bad Axe, Michigan, pursuant to section 3(a)(5) of the Bank Holding Company Act.	Newspaper: Federal Register:	Not available 10/27/2014

District: 7

Federal Reserve Bank of Chicago

Filings received during the week ending October 4, 2014

Filer	Filing Type	Filing Proposal	End of Comment Period	
WESTERN ILLINOIS BANCSHARES, INC.	CIC	Notice by Augustin S. Hart, Ill, Rebecca S. Hart and Broadwater Partners LP, all of Oquawka, Illinois; Douglas S. Hart of Powell, Wyoming; the general partner of Broadwaters Partnership LP, Broadwaters, Inc. of Cody, Wyoming ("GP"); the principal shareholder and President of GP, Augustin S. Hart III and three other principal shareholders of GP, Kathryn Stuart Lansing, Lake Forest, Illinois; Douglas S. Hart, Powell, Wyoming; and Harriet Heather Hart, Bozeman, Montana, to retain more than 10 percent of Western Illinois Bancshares, Inc., Monmouth, Illinois.	Newspaper:	08/15/2014
			Federal Register:	Not available

Federal Reserve Bank of Chicago

Availability of CRA Public Evaluations

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RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
2239288	NORTH SHORE CMNTY B&TC, WILMETTE, ILLINOIS	06/02/2014	09/30/2014	O	Large Bank
363648	SECURITY T&SB, STORM LAKE, IOWA	06/09/2014	09/24/2014	S	Small Bank

CRA Examinations scheduled for Quarter of

Institution Location

NONE

**District: 8**

**Federal Reserve Bank of St. Louis**

**Filings received during the week ending October 4, 2014**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
BANK OF ASH GROVE	Member	Bank of Ash Grove, Ash Grove, Missouri, to become a member of the Federal Reserve System.	Newspaper: Federal Register:	Not applicable Not applicable
STERLING BANCSHARES, INC.	* 3A3	Sterling Bancshares, Inc., Poplar Bluff, Missouri, to acquire 100 percent of Bootheel Bancorp, Inc., Poplar Bluff, Missouri, and thereby indirectly acquire First Community Bank, Poplar Bluff, Missouri.	Newspaper: Federal Register:	11/03/2014 Not available



**District: 9**

**Federal Reserve Bank of Minneapolis**

**Filings received during the week ending October 4, 2014**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
CENTRAL TRUST COMPANY	CIC	Change in Control Notice by John R. Von Holtum, Minneapolis, Minnesota, to retain control of 25% or more of Central Trust Company, Edina, Minnesota, and thereby indirectly retain control of Central Bank and Trust, Lander, Wyoming, CenBank, Buffalo Lake, Minnesota, and VH Bancorporation, Inc., Edina, Minnesota, and its subsidiary Grand Marais State Bank, Grand Marais, Minnesota.	Newspaper: Federal Register:	Not available Not available
CORNERSTONE HOLDING COMPANY, INC.	* 3A5	Cornerstone Holding Company, Inc., Fargo, North Dakota, to merge with Lakeside Bank Holding Company, New Town, North Dakota, and thereby indirectly acquire Lakeside State Bank, New Town, North Dakota, and McKenzie County Bank, Watford City, North Dakota.	Newspaper: Federal Register:	10/31/2014 10/31/2014
NORTHFIELD BANCSHARES, INC.	CIC	James C. Hays, Miami Beach, Florida, individually and as part of a group acting in concert consisting of Barlow Banking Corporation, Iowa Falls, Iowa, John R. Barlow, Mound, Minnesota, the John R. Barlow IRA, Mound, Minnesota, William L. Mershon, Miami Beach, Florida, Stephen T. Lerum, Hamel, Minnesota, and Howard B. Wenger, Iowa Falls, Iowa, to acquire voting shares of Northfield Bancshares, Inc., Northfield, Minnesota, and thereby indirectly gain control of Community Resource Bank, Northfield, Minnesota.	Newspaper: Federal Register:	10/03/2014 10/02/2014

**District: 9**

**Federal Reserve Bank of Minneapolis**

**Availability of CRA Public Evaluations**

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RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
685555	COMMUNITY BK, RONAN, MONTANA	06/02/2014	09/19/2014	O	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 October 4, 2014**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
CORNERSTONE ALLIANCE, LTD.	CIC	Notification submitted by Robert Craig Duncan and Diana H. Duncan Revocable Trust, R. Craig Duncan and Diana H. Duncan as trustees, all of Winfield, Kansas; Robert E. Duncan Revocable Trust, R. Craig Duncan, as trustee, both of Winfield, Kansas; the Dana James Revocable Trust, Dana James Duncan, as trustee, both of Dallas, Texas; Jane Gary Duncan Revocable Trust, Jane Gary Duncan, as Trustee, both of Winfield, Kansas; George Duncan and Adrianna Duncan, both of Santa Fe, New Mexico; Spencer Duncan and Tessa Duncan, both of Wichita, Kansas; and Taylor Duncan and Tara Duncan, both of Winfield, Kansas, all as members of the R. Craig Duncan Family Group, to retain control of Cornerstone Alliance, Ltd, parent of CornerBank, both of Winfield, Kansas.	Newspaper: Federal Register:	Not available 10/10/2014
ELK COUNTY BANKSHARES, INC.	CIC	Notification submitted by the Kathryn J. Kelly, Severy, Kansas, as co-trustee of the E. Eugene Kelly Special Trust, to retain control of Elk County Bankshares, Inc., parent of Howard State Bank, both of Howard, Kansas.	Newspaper: Federal Register:	09/10/2014 10/07/2014
LITTLE LONDON BANCORP	* 3A1	Little London Bancorp, Colorado Springs, Colorado, to become a bank holding company through the acquisition of 100 percent of the voting shares of 5Star Bank, Colorado Springs, Colorado.	Newspaper: Federal Register:	Not available 10/30/2014
METCALF BANK	* 18C * Branch	Metcalf Bank, Lee's Summit, Missouri, to merge with Douglas County Bank, Lawrence, Kansas, and incident thereto to establish 7 branches in Lawrence, Kansas and a branch in Eudora, Kansas. Request by Metcalf Bank, Lee's Summit, Missouri, to waive the Section 3a1 filing requirements in connection with the bank's application to merge with Douglas County Bank, Lawrence, Kansas, and establish 7 branches in Lawrence, Kansas and a branch in Eudora, Kansas.	Newspaper: Federal Register:	Not available Not applicable
MID-AMERICA BANKSHARES, INC.	CIC	A notice submitted by Janet K. Wozniak, Los Gatos, California, as a member of the Hill family group, to retain control of Mid-America Bankshares, Inc., Baldwin City, Kansas, parent of Mid-America Bank, Baldwin City, Kansas.	Newspaper: Federal Register:	08/27/2014 10/23/2014
WHITCORP FINANCIAL COMPANY	CIC	Notification submitted by the Jeffrey F. Whitham Revocable Trust, Patricia M. Whitham and Tyler F. Whitham, as trustees and to become members of the Whitham Control Group, all of Garden City, Kansas, to acquire control of Whitcorp Financial Company, Leoti, Kansas, parent of Western State Bank, Garden City, Kansas, and Frontier Bank, Lamar, Colorado.	Newspaper: Federal Register:	10/15/2014 09/26/2014

\* Subject to the provisions of the Community Reinvestment Act

**District: 10**

**Federal Reserve Bank of Kansas City**

**Filings received during the week ending October 4, 2014**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>
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**District: 10**

**Federal Reserve Bank of Kansas City**

**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
912550	LUSK ST BK, LUSK, WYOMING	07/07/2014	09/30/2014	S	Small Bank
3322468	VERUS BK OF CMRC, FORT COLLINS, COLORADO	06/16/2014	09/19/2014	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 October 4, 2014**

<b>Filer</b>	<b>Filing Type</b>	<b>Filing Proposal</b>	<b>End of Comment Period</b>	
ABCT HOLDINGS, INC.	CIC	Notice by Benjy Marc Bauer, Waco, Texas; Elizabeth Theresa Bauer, Waco, Texas; Jacob Koppie Bauer, Waco, Texas; Simone Heyman Bauer, Waco, Texas; Rana Sue Bauer, Austin, Texas; Jacqueline Kalize Bauer, Woodway, Texas; and Eric Kandon Bauer, Dallas, Texas, collectively a group acting in concert, to acquire and control 10 percent or more of ABCT Holdings, Inc., Waco, Texas, and indirectly, Alliance Bank Central Texas, Waco, Texas.	Newspaper: Federal Register:	Not available Not available
CATAHOULA HOLDING COMPANY	* 3A3	Catahoula Holding Company, Jonesville, Louisiana, to acquire 100 percent of JBI Financial Corporation, Jena, Louisiana, and indirectly, Bank of Jena, Jena, Louisiana.	Newspaper: Federal Register:	Not available 09/12/2014
COMERICA BANK	* Branch	Comerica Bank, Dallas, Texas, to establish a branch at 7525 West Thunderbird Road, Peoria, Arizona 85381.	Newspaper: Federal Register:	Not available Not applicable
NORTHSTAR BANK OF TEXAS	* 18C * Branch	Northstar Bank of Texas, Denton, Texas, proposes to acquire through merger its affiliate Community Bank, Fort Worth, Texas, and to establish the existing 10 locations of Community Bank as branches.	Newspaper: Federal Register:	Not available Not applicable

**District: 11**

**Federal Reserve Bank of Dallas**

**Availability of CRA Public Evaluations**

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RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
262358	AMERICAN ST BK, ARP, TEXAS	12/02/2013	09/06/2014	S	Small Bank
368054	MASON BK, MASON, TEXAS	03/17/2014	08/29/2014	S	Small Bank
637451	PLAINSCAPITAL BK, DALLAS, TEXAS	06/03/2013	09/30/2013	S	Large Bank
274164	TEXAS STAR BK, VAN ALSTYNE, TEXAS	04/15/2013	09/23/2013	S	Small Bank

**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 October 4, 2014

Filer	Filing Type	Filing Proposal	End of Comment Period	
NHB HOLDINGS, INC.	CIC	Brink Investments, Christina Ann Fink, Orlando, Florida, Robert Thomas Fink, Fayetteville, Arkansas, and Timothy Russell Brose, St. Petersburg, Florida, for approval to retain over 10 percent of the voting shares of NHB Holdings, Inc., which owns Proficio Bank, both of Cottonwood Heights, Utah.	Newspaper: Federal Register:	07/15/2014 Not available
SILICON VALLEY BANK	PWI	Silicon Valley Bank, Santa Clara, California, requests prior approval to make a public welfare investment in the amount of up to \$5 million in the DBL Partners III, L.P.	Newspaper: Federal Register:	Not applicable Not applicable
TAB BANK HOLDINGS, INC.	* 3A1	TAB Bank Holdings, Inc., Salt Lake City, Utah, to become a bank holding company by acquiring 100 percent of Transportation Alliance Bank, Inc., DBA TAB Bank, Ogden, Utah, upon its conversion from an industrial bank to a commercial bank.	Newspaper: Federal Register:	Not available 10/09/2014

**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.

RSSD ID	Institution / Location	Exam Date	CRA Public Date	CRA Rating	Exam Method
3597305	CAPITAL BK, SAN JUAN CAPISTRANO, CALIFORNIA	06/02/2014	09/25/2014	S	Small Bank
802866	SILICON VALLEY BK, SANTA CLARA, CALIFORNIA	04/28/2014	09/26/2014	S	Strategic Plan

CRA Examinations scheduled for	Quarter of
Institution	Location
NONE	

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\* Subject to the provisions of the Community Reinvestment Act