

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

No. 22

Week Ending June 2, 2001

Board of Governors of the Federal Reserve System, Washington, DC 20551

Advisory Councils

Consumer Advisory Council -- request for nominations for nine new members. - Announced, May 29, 2001

<u>Forms</u>

Forms -- extension of Survey to Obtain Information on the Relevant Market in Individual Merger Cases (FR 2060); Notice of Proposed Stock Redemption (FR 4008); Notice Claiming Status as an Exempt Transfer Agent (FR 4013); and three Weekly Bank Credit Reports (FR 2416, FR 2644, and FR 2069). - Approved, May 29, 2001

Regulations And Policies

Payments System Risk Policy -- rescission of the interaffiliate transfer policy [Docket No. R-1106]; adoption of an interim policy statement that allows depository institutions to pledge collateral to access additional daylight credit with request for comment [Docket No. R-1107]; and proposals with requests for comment on daylight overdraft capacity for foreign banking organizations [Docket No. R-1108], modification to daylight overdraft posting rules for electronic check presentments [Docket No. R-1109]; retention of the current \$50 million Fedwire securities transfer limit [Docket No. R-1110], and various policy options under evaluation as part of a potential longer-term direction for payments system risk policy [Docket No. R-1111].

- Approved, May 29, 2001

Profitability of Credit Card Operations of Depository Institutions -- annual report to Congress.

- Approved, May 29, 2001

BS&RBanking Supervision and RegulatioC&CAConsumer and Community AffaiFOMCFederal Open Market Committ

RBOPSReserve Bank Operations and Payment**IF**International Fiance**OSDM**Office of Staff Director for Managemen

Bank Branches, Domestic

Chicago

1st Source Bank, South Bend, Indiana -- to establish a branch at 265 U.S. Highway 131, Three Rivers, Michigan.

- Approved, May 29, 2001

Secretary

AmSouth Bank, Birmingham, Alabama -- to establish a branch at 24037 Perdido Beach Boulevard, Orange Beach.

- Approved, May 30, 2001

St. Louis

The Callaway Bank, Fulton, Missouri -- to establish a mobile branch serving Boone and Callaway Counties.

- Withdrawn, May 30, 2001 (AC)

St. Louis

The Callaway Bank, Fulton, Missouri -- to establish a branch at West Broadway and Broadfield Drive, Columbia. - Approved, May 30, 2001 (AC)

Richmond

Farmers and Miners Bank, Pennington Gap, Virginia -- to establish a branch at 331 EastMain Street, Wise.Approved, May 30, 2001

Richmond

The Fauquier Bank, Warrenton, Virginia -- to establish a branch at 9073 Center Street, Manassas.

- Approved, May 31, 2001

Richmond

Hanover Bank, Mechanicsville, Virginia -- to establish a branch at 201 North WashingtonHighway, Ashland.Approved, May 31, 2001

Bank Branches, Domestic

Atlanta

Premier Bank of Brentwood, Brentwood, Tennessee -- to establish a mobile branch serving Davidson and Williamson Counties.

- Approved, May 31, 2001

Bank Holding Companies

Richmond

Carolina Financial Corporation, Charleston, South Carolina -- to acquire Crescent Bank, Myrtle Beach.

- Approved, June 1, 2001

Kansas City

Commerce Financial Corporation Employee Stock Ownership Plan, Topeka, Kansas -to acquire shares of Commerce Financial Corporation and its subsidiary, Commerce Bank & Trust.

- Approved, June 1, 2001

New York

First Bancorp, San Juan, Puerto Rico -- to acquire shares of Southern Security Bank Corporation, Hollywood, Florida. - Approved, May 29, 2001

Kansas City

First Liberty Capital Corporation Employee Stock Ownership Plan, Hugo, Colorado -- to acquire additional shares of First Liberty Capital Corporation.- Approved, June 1, 2001

Chicago

Republic Bancorp, Inc., Owosso, Michigan -- to engage in activities related to extending credit through a joint venture investment to be made by its subsidiary, Market Street Mortgage Corporation, Clearwater, Florida, in NeuMark Mortgage Services, LLC, Schaumburg, Illinois.

- Approved, May 30, 2001

Banks, Nonmember, And Miscellaneous Institutions

Kansas City

State Bank of Slater ESOP, Slater, Missouri -- to acquire additional shares of Slater Bancshares, Inc. and thereby indirectly increase its ownership of State Bank of Slater. - Approved, May 31, 2001

Competitive Factors Reports

Kansas City

American National Bank, Sapulpa, Oklahoma -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of the Yale branch of Security Bank, Pawnee. - Submitted, May 29, 2001

Kansas City

Bank of Tescott, Tescott, Kansas -- report on competitive factors of the proposed merger with the Salina branch of Commercial Federal Bank, a Federal Savings Bank, Omaha, Nebraska.

- Submitted, May 29, 2001

Kansas City

Citizens National Bank, Arlington, Kansas -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of the McPherson branch of Commercial Federal Bank, a Federal Savings Bank, Omaha, Nebraska. - Submitted, May 29, 2001

Kansas City

Coldwater National Bank, Coldwater, Kansas -- report on competitive factors of the proposed merger with Wilmore State Bank, Wilmore. - Submitted, May 29, 2001

Philadelphia

Commerce Bank, National Association, Cherry Hill, New Jersey -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of the West Babylon branch of New York Community Bank, Flushing, New York. - Submitted, May 31, 2001

Competitive Factors Reports

Dallas

First Bank and Trust East Texas, Diboll, Texas -- report on competitive factors of the proposed merger with Pineland State Bank, Pineland. - Submitted, June 1, 2001

Chicago

First Community Bank, Newell, Iowa -- report on competitive factors of the proposed merger with the Fonda and Pomeroy branches of Commercial Federal Bank, a Federal Savings Bank, Omaha, Nebraska. - Submitted, May 31, 2001

Dallas

First Mercantile Bank, National Association, Dallas, Texas -- report on competitive factors of the proposed merger with Townbank, National Association, Mesquite. - Submitted, May 30, 2001

Chicago

First Midwest Bank, National Association, Buffalo Grove, Illinois -- report on competitive factors of the proposed merger with First Midwest Trust Company, N.A., Seneca.

- Submitted, May 31, 2001

Kansas City

First National Bank and Trust Company, Chickasha, Oklahoma -- report on competitive factors of the proposed merger with The First American Bank of Minco, Minco. - Submitted, May 29, 2001

Kansas City

First National Bank of Yuma, Yuma, Colorado -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of the Sterling branch of Vectra Bank Colorado, N.A., Farmington, New Mexico. - Submitted, May 29, 2001

Chicago

First National Bank, Oelwein, Iowa -- report on competitive factors of the proposed purchase of assets and assumption of liabilities of Iowa State Bank.Submitted, May 31, 2001

Competitive Factors Reports

St. Louis

First Vantage Bank-Tennessee, Knoxville, Tennessee -- report on competitive factors of the proposed merger with National Bank of Commerce, Memphis. - Submitted, May 30, 2001

Atlanta

First Volunteer Bank of Tennessee, Chattanooga, Tennessee -- report on competitive factors of the proposed merger with First Volunteer Bank of East Tennessee, Jacksboro. - Submitted, May 30, 2001

Chicago

Henry State Bank, Henry, Illinois -- report on competitive factors of the proposed merger with HSB Interim Bank.

- Submitted, May 31, 2001

Chicago

Iowa Savings Bank, Carroll, Iowa -- report on competitive factors of the proposed purchase of assets and assumption of liabilities of the Lake City branch of Commercial Federal Bank, a Federal Savings Bank, Omaha, Nebraska. - Submitted, May 31, 2001

Philadelphia

Juniper Bank, Wilmington, Delaware -- report on competitive factors of the proposed purchase of assets and assumption of liabilities of the Juniper branch of Columbus Bank and Trust Company, Columbus, Georgia. - Submitted, May 29, 2001

Kansas City

Lyndon State Bank, Lyndon, Kansas -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of the Lyndon and Topeka branches of Commercial Federal Bank, a Federal Savings Bank, Omaha, Nebraska. - Submitted, May 29, 2001

Competitive Factors Reports

Chicago

Manufacturers Bank & Trust Company, Forest City, Iowa -- report on competitive factors of the proposed purchase of assets and assumption of liabilities of the Clear Lake and Lake Mills branches of Commercial Federal Bank, a Federal Savings Bank, Omaha, Nebraska.

- Submitted, May 31, 2001

Chicago

Michigan National Bank, Farmington Hills, Michigan -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of the business credit division of Mellon Bank, National Association, Pittsburgh, Pennsylvania. - Submitted, May 31, 2001

New York

New York National Bank, Bronx, New York -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of the Roosevelt Island branch of The Chase Manhattan Bank, New York. - Submitted, June 1, 2001

New York

Panasia Bank, National Association, Fort Lee, New Jersey -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of the Cheltenham and Philadelphia, Pennsylvania, branches of National Penn Bank, Boyertown.

- Submitted, May 30, 2001

Philadelphia

Sun National Bank, Vineland, New Jersey -- report on competitive factors of the proposed merger with Delaware City Bank, Delaware City, Delaware. - Submitted, May 31, 2001

Kansas City

Valley Bank and Trust Company, Scottsbluff, Nebraska -- report on competitive factors of the proposed merger with Community Bank-Dove Creek, Dove Creek, Colorado. - Submitted, May 29, 2001

Extensions Of Time

Atlanta

Commercial Bank, Harrogate, Tennessee -- extension to August 28, 2001, to increase its investment in bank premises.

- Granted, May 30, 2001

Chicago

Foster Bankshares, Inc., Chicago, Illinois -- extension to September 1, 2001, to become a bank holding company through the acquisition of The Foster Bank. - Granted, May 31, 2001

Financial Holding Companies

Dallas

Doss, Ltd. and M&F Bancshares, Inc., Weatherford, Texas, and M&F Financial Corporation, Wilmington, Delaware -- elections to become financial holding companies. - Effective, June 1, 2001

St. Louis

First State Bancshares, Inc., Farmington, Missouri -- election to become a financial holding company. - Effective, June 1, 2001

Chicago

Guaranty Bankshares, Ltd., Cedar Rapids, Iowa -- election to become a financial holding company.

- Effective, June 1, 2001

Chicago

Hometown Independent Bancorp, Inc., Morton, Illinois, and Hometown Independent Bancorp, Inc. Employee Stock Ownership Plan and Trust -- elections to become financial holding companies.

- Effective, June 1, 2001

Membership

Dallas

First Bank and Trust, Ennis, Texas, a de novo bank -- to become a member of the Federal Reserve System.

- Approved, June 1, 2001

Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, June 2, 2001

Section I – Applications subject to newspaper notice only

Туре	Application	Ending date of comment period
Reg K	Anglo Irish Bank Corporation plc, Dublin, Ireland – to establish a representative office in New York, New York	Newspaper – N/Avail

Section II – Applications subject to both newspaper and Federal Register notice

Туре	Application	Ending date of comment period
None		

Section III – Applications subject to Federal Register notice only

Туре	Application	Ending date of comment period
4(c)(8)	Camden National Corporation, Camden, Maine – notification to acquire Acadia Trust, National Association and Gouws Capital Management, Inc., both of Portland, Maine	Fed Reg – 06/22/2001

Туре	Application	
None		

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

RSSD		Examination	CRA	CRA	Exam type
number	Institution/Location	date	public date	rating	LrgBk SmBk
None					

Section VI – CRA examinations scheduled for	Quarter of
Institution	Location
None	

Federal Reserve Bank of New York

Applications and notifications filed during the week ending Saturday, June 2, 2001

Туре	Application	Ending date of comment period
Representative Office	Icici Ltd., Mumbai, India, to establish a representative office in New York, New York.*	Newspaper – N/Avail
Representative Office	China Merchants Bank, Shenzhen, People's Republic of China, to establish a representative office in New York, New York.*	Newspaper – N/Avail
Representative Office	Banca Comerciala Romana S.A., Bucharest, Romania, to establish a representative office in New York, New York.*	Newspaper – N/Avail

* Subject to the provisions of the Community Reinvestment Act

Section II – Applications sub	iect to both newsnaner	and Federal Register notice
Section II – Applications sub	jeet to both newspaper	and rederal Register notice

Туре	Application	Ending date of comment period
None		

Section III – Applications subject to Federal Register notice only

Туре	Application	Ending date of comment period
4(c)(8)	Dexia SA, Brussels, Belgium, proposes to acquire indirectly Artesia Mortgage Capital Corporation, Artesia North America Inc., Artesia Delaware Inc. and Artesia Mortgage CMBS, Inc., and to engage in certain nonbanking activities.	Fed Reg – 06/18/2001
4(c)(8)	Discount Bancorp, Inc., New York, New York, proposes to engage de novo, through IDB Mortgage Corp., in residential mortgage lending activities.	Fed Reg – 06/18/2001

Section IV – Applications not subject to Federal Register or newspaper notice

Туре	Application
None	

Section V - Availability of CRA public evaluations

The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

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

A copy of an institution's CRA evaluation may be obtained directly from the institution or Reserve Bank.

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

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RSSD		Examination	CRA	CRA	Exam type
number	Institution/Location	date	public date	rating	LrgBk SmBk
None					

Section VI – CRA examinations scheduled for	Quarter of
Institution	Location
None	

Federal Reserve Bank of Philadelphia

Applications and notifications filed during the week ending Saturday, June 2, 2001

Section I – Applications subject to newspaper notice only

Туре	Application	Ending date of comment period
None		

Section II – Applications subject to both newspaper and Federal Register notice

Туре	Application	Ending date of comment period
None		

Section III – Applications subject to Federal Register notice only

Туре	Application	Ending date of comment period
None		

Туре	Application		
None			

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

RSSD		Examination	CRA	CRA	Exam type
number	Institution/Location	date	public date	rating	LrgBk SmBk
None					

Section VI – CRA examinations scheduled for Third Quarter of 2001

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Institution	Location
Founders Bank	Bryn Mawr, PA
Sterling Bank	Mt Laurel, NJ
Lafayette Ambassador Bank	Easton, PA
Woodlands Bank	Williamsport, PA
United Bank of Philadelphia	Philadelphia, PA

The inclusion on the list of institutions that are scheduled to undergo CRA examinations in the next calendar quarter is not determinative of whether the institution will be examined in that quarter. Reserve Banks may need to defer a planned examination or conduct an unforeseen examination because of scheduling difficulties or other circumstances.

Federal Reserve Bank of Cleveland

Applications and notifications filed during the week ending Saturday, June 2, 2001

Section I – Applications subject to newspaper notice only

Туре	Application	Ending date of comment period
None		

Section II – Applications subject to both newspaper and Federal Register notice

Туре	Application	Ending date of comment period
None		

Section III – Applications subject to Federal Register notice only

Туре	Application	Ending date of comment period
None		

Туре	Application		
None			

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

RSSD		Examination	CRA	CRA	Exam type
number	Institution/Location	date	public date	rating	LrgBk SmBk
None					

Section VI – CRA examinations scheduled for	Quarter of
Institution	Location
None	

Federal Reserve Bank of Richmond

Applications and notifications filed during the week ending Saturday, June 2, 2001

Section I – Applications subject to newspaper notice only

Туре	Application	Ending date of comment period
Branch	Bank of Hampton Roads, Chesapeake, Virginia, to establish a branch in Suite 100 of the Pembroke One Building located at 281 Independence Boulevard, Virginia Beach, Virginia.*	Newspaper - 06/08/2001

*Subject to the provisions of the Community Reinvestment Act.

Section II – Applications subject to both newspaper and Federal Register notice

Туре	Application	Ending date of comment period
None		

Section III – Applications subject to Federal Register notice only

		Ending date of
Туре	Application	comment period
None		

Туре	Application
Member	First Charter Bank, Charlotte, North Carolina, for membership in the Federal Reserve System.
Member	Park Meridian Bank, Charlotte, North Carolina, for membership in the Federal Reserve System.

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

RSSD		Examination	CRA	CRA	Exam type
number	Institution/Location	date	public date	rating	LrgBk SmBk
None					

Section VI – CRA examinations scheduled for	Quarter of
Institution	Location
None	

Federal Reserve Bank of Atlanta

Applications and notifications filed during the week ending Saturday, June 2, 2001

Section I – Applications subject to newspaper notice only

Туре	Application	Ending date of comment period	
None			

Туре	Application	Ending date of comment period
3(a)(5)	ABC Bancorp, Moultrie, Georgia, to merge with Golden Isles Financial Holdings, Inc., St. Simons Island, Georgia, and thereby acquire Bank of Brunswick, Brunswick, Georgia.	Fed Reg – 06/29/2001*
CIC	FCB Financial, Inc., Tampa, Florida, prior notification filed by Mantabs, L.L.C., Mantabs FCB Trust, and Mr. Albert McCall Salem, Jr., to acquire 12.23 percent of the outstanding shares of FCB Financial, Inc., Tampa, Florida, pursuant to the Change in Bank Control Act of 1978. Total ownership will equal 22.35 percent.	N/Avail
3(a)(5)	SunTrust Banks, Inc., Atlanta, Georgia, to merge with Wachovia Corporation, Winston-Salem, North Carolina, and thereby acquire Wachovia Bank, N.A., Winston-Salem, North Carolina, Republic Security Bank, West Palm Beach, Florida, and The First National Bank of Atlanta, d/b/a Wachovia Bank Card Services, N.A., New Castle, Delaware.	N/Avail*
3(a)(3)	SunTrust Banks, Inc., Atlanta, Georgia, to acquire Wachovia Corporation, Winston-Salem, North Carolina, and thereby acquire Wachovia Bank, N.A., Winston-Salem, North Carolina, Republic Security Bank, West Palm Beach, Florida, and The First National Bank of Atlanta, d/b/a Wachovia Bank Card Services, N.A., New Castle, Delaware.	N/Avail*
4(c)(8)	SunTrust Banks, Inc., Atlanta, Georgia, to acquire Atlantic Savings Bank, FSB, Hilton Head, South Carolina, and thereby engage in operating a savings association.	N/Avail*

Section II – Applications subject to both newspaper and Federal Register notice

*Subject to provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

		Ending date of
Туре	Application	comment period
None		

Section IV – Applications not subject to Federal Register or newspaper notice

Туре	Application
СОМ	Appalachian Bancshares, Inc., Ellijay, Georgia, commitment waiver request.
Reg K	SunTrust Banks, Inc., Atlanta, Georgia, to acquire an edge corporation, Wachovia International Banking Corporation, Winston-Salem, North Carolina.
Reg K	SunTrust Banks, Inc., Atlanta, Georgia, to engage in commercial and other banking activities abroad, through Banco Wachovia, S.A., Sao Paulo, Brazil.
Reg K	SunTrust Banks, Inc., Atlanta, Georgia, to operate an international representative office through WSH Holdings, Ltd., George Town, Cayman Islands, and Wachovia International Servicos Limitada, Sao Paulo, Brazil.
Reg K	SunTrust Banks, Inc., Atlanta, Georgia, to engage in international capital markets activities through Wachovia International Capital Corporation, Atlanta, Georgia.

Section V - 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

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Section VI – CRA examinations scheduled for	Quarter of
Institution	Location
None	

Federal Reserve Bank of Chicago

Applications and notifications filed during the week ending Saturday, June 2, 2001

Section I – Ap	plications sub	ject to	newspaper	notice only

Туре	Application	Ending date of comment period
Regulation K	ABN AMRO Bank N.V., Amsterdam, The Netherlands, for prior approval to establish a branch at 680 Fifth Avenue, New York, New York.*	Newspaper – 6/08/2001
Merger & Branch	Central State Bank, Muscatine, Iowa, for prior approval to acquire the Muscatine, Iowa branch of Commercial Federal Bank, FSB, Omaha, Nebraska and thereby to establish a branch at 2400 Second Avenue, Muscatine, Iowa.*	Newspaper – N/Avail
Merger & Branch	Central Trust & Savings Bank, Cherokee, Iowa, for prior approval to acquire the assets and liabilities of First Federal Bank, Sioux City, Iowa and thereby to establish a branch at 2 Bow Drive, Cherokee, Iowa.*	Newspaper – N/Avail
Merger & Branch	Commercial Trust & Savings Bank, Storm Lake, Iowa, for prior approval to acquire the Storm Lake, Iowa branch office of Commercial Federal Bank, FSB, Omaha, Nebraska and thereby to establish a branch at 1250 N. Lake Avenue, Storm Lake, Iowa.*	Newspaper - N/ Avail
Branch	First Bank of Berne, Berne, Indiana, for prior approval to establish a branch at 1350 W. Main Street, Berne, Indiana.*	Newspaper - 6/08/2001
Merger & Branches	M&I Marshall & Ilsley Bank, Milwaukee, Wisconsin, for prior approval to purchase certain assets and assume certain liabilities of Fifth Third Bank, Southwest F.S.B., Scottsdale, Arizona and thereby to establish nine branches at the following locations: 4835 E. Warner, Phoenix, Arizona; 270 W. Continental Road, Green Valley, Arizona; 1510 W. Southern Avenue, Mesa, Arizona; 4574 East Cactus Road, Phoenix, Arizona; 303 N. Montezuma Street, Phoenix, Arizona; 7350 East Evans Road, Scottsdale, Arizona; 2010 West Highway 89A, Sedona, Arizona; 19428 RH Johnson Boulevard, Sun City West, Arizona and 4380 N. Campbell Avenue, Tucson, Arizona.*	Newspaper – N/Avail
Branch	Royal American Bank, Inverness, Illinois, for prior approval to establish a branch at 645 Tollgate Road, Elgin, Illinois.*	Newspaper - 6/20/2001
Branch	Tri-County Bank, Brown City, Michigan, for prior approval to establish a branch at 2575 Van Dyke, Marlette, Michigan.*	Newspaper - 6/01/2001

Туре		Ending date of comment period
Merger & Branches	Titonka Savings Bank, Titonka, Iowa, for prior approval to purchase the Forest City, Iowa and Thompson, Iowa branches of Commercial Federal Bank, FSB, Omaha, Nebraska and thereby to establish a branch at 155 Jackson Street, Thompson, Iowa and to relocate their branch located at 101 N. Clark Street, Forest City, Iowa to 102 N. Clark Street, Forest City, Iowa.*	Newspaper – N/Avail

Section I – Applications subject to newspaper notice only

* Subject to the provisions of the Community Reinvestment Act

Section II – Applications	subject to both	newspaper and	Federal Register notice

Туре	Application	Ending date of comment period
3(a)(1)	Advantage Bancorp, Woodbury, Minnesota, for prior approval to become a bank holding company through the acquisition of 100 percent of the voting shares of First Choice Bank (in organization), Geneva, Illinois.*	Fed Reg – 5/29/2001 Newspaper – 6/01/2001
3(a)(1)	American Bank Holding, LLC, Cedar Falls, Iowa, for prior approval to become a bank holding company through the acquisition of 100 percent of the voting shares of American Bancorporation, Cedar Falls, Iowa and Cedar Valley Holding Company, Cedar Falls, Iowa (formerly Newburg Corporation) and thereby indirectly acquire Cedar Valley State Bank, St. Ansgar, Iowa.*	Fed Reg – N/Avail Newspaper – N/Avail
3(a)(1)	Bancshares Holding Corp., Downers Grove, Illinois, for prior approval to become a bank holding company through the acquisition of 100 percent of the voting shares of The Bank of Commerce, Downers Grove, Illinois and by Commerce Investments I, Commerce Investments II and Commerce Investments III, all located Oak Brook Terrace, Illinois, for prior approval to become a bank holding company through the acquisition of 27.87 percent of the voting shares of Bancshares Holding Corp., Downers Grove, Illinois and thereby indirectly acquire The Bank of Commerce, Downers Grove, Illinois.*	Fed Reg – 6/22/2001 Newspaper – N/Avail
3(a)(5)	CIB Marine Bancshares, Inc., Pewaukee, Wisconsin, for prior approval to acquire 100 percent of the voting shares of Citrus Financial Services, Inc., Vero Beach, Florida and thereby indirectly acquire Citrus Bank, N.A., Vero Beach, Florida.*	Fed Reg – 5/29/2001 Newspaper – 5/25/2001
3(a)(3)	Harvard Bancorp, Inc., Harvard, Illinois, for prior approval to acquire 100 percent of the voting shares of Hebron Bancshares, Inc., Hebron, Illinois and thereby indirectly acquire Hebron State Bank, Hebron, Illinois.*	Fed Reg – N/Avail Newspaper – N/Avail

Туре	Application	Ending date of comment period
3(a)(5 & 3(a)(1)	Bank of Montreal, Montreal, Canada and Bankmont Financial Corp., Chicago, Illinois, for prior approval to acquire 100 percent of the voting shares of First National Bancorp, Inc., Joliet, Illinois and thereby indirectly acquire First National Bank of Joliet, Joliet, Illinois; Bank of Montreal, Montreal, Canada and Harris Joliet Bankcorp, Inc., Chicago, Illinois, for prior approval to acquire 100 percent of the voting shares of First National Bancorp, Inc., Joliet, Illinois and thereby indirectly acquire First National Bank of Joliet, Joliet, Illinois and by Harris Joliet Bankcorp, Inc., Chicago, Illinois, for prior approval to become a bank holding company through the acquisition of 100 percent of the voting shares of First National Bancorp, Inc., Joliet, Illinois and thereby indirectly acquire First National Bancorp, Inc., Joliet, Illinois and thereby indirectly acquire First National Bank of Joliet, Joliet, Illinois.*	Fed Reg – 6/15/2001 Newspaper – 6/16/2001
3(a)(1)	Henry State Bancorp, Inc., Henry, Illinois, for prior approval to become a bank holding company through the acquisition of 100 percent of the voting shares of Henry State Bank, Henry, Illinois.*	Fed Reg – 5/29/2001 Newspaper – 5/26/2001
3(a)(1)	Hustisford Community Bancorp, Inc., Hustisford, Wisconsin, for prior approval to become a bank holding company through the acquisition of 100 percent of the voting shares of Hustisford State Bank, Hustisford, Wisconsin.*	Fed Reg – 5/29/2001 Newspaper – 5/14/2001
3(a)(5)	Marshall & Ilsley Corporation, Milwaukee, Wisconsin, for prior approval to acquire 100 percent of the voting shares of National City Bancorporation, Minneapolis, Minnesota and thereby indirectly acquire National City Bank of Minneapolis, Minneapolis, Minnesota.*	Fed Reg – N/Avail Newspaper – N/Avail
4(c)(8)	Republic Bancorp, Inc., Owosso, Michigan, notification of intent to acquire more than 5 percent of the voting shares of NetBank, Inc., Alpharetta, Georgia and thereby indirectly acquire NetBank, a federal savings bank, Alpharetta, Georgia and to acquire more than 5 percent of the voting shares of NetBank Partners, LLC, Alpharetta, Georgia, a nonbank subsidiary engaged in management consulting and counseling services.*	Fed Reg – 6/04/2001 Newspaper – 5/27/2001
CIC	Notification by William Robert Phelps, Fairmont, Minnesota, of a Change in Control, for approval to retain his current 25.31 percent of the outstanding voting shares of Swea City Bancorporation, Inc., Estherville, Iowa.	Fed Reg – 5/31/2001 Newspaper – N/Avail

Section II – Applications subject to both newspaper and Federal Register notice

* Subject to the provisions of the Community Reinvestment

Туре	Application	Ending date of comment period
4(c)(8)	Marshall & Ilsley Corporation, Milwaukee, Wisconsin, for prior approval to acquire 100 percent of the voting shares of Diversified Business Credit, Inc., Diversified Real Estate Holdings, Inc. and Diversified Real Estate Holdings II, Inc.	Fed Reg – N/Avail
4(c)(8)	Northview Financial Corporation, Northfield, Illinois, for prior approval to retain 50 percent interest in Northview Mortgage, LLC, Northfield, Illinois and thereby engage in extending credit and servicing loans.	Fed Reg – 6/18/2001

Section III – Applications subject to Federal Register notice only

Section IV – Applications not subject to Federal Register or newspaper notice

Туре	Application
Membership	Marquette National Bank, Chicago, Illinois, for prior approval to become a member of the Federal Reserve System.
4(c)(8)	Marshall & Ilsley Corporation, Milwaukee, Wisconsin, for prior approval to acquire, indirectly through its subsidiary, Metavante Corporation, all of the assets of CyberBills, Inc., San Jose, California, a leading provider of online bill management solutions with operations in San Jose, California, Henderson, Nevada and Hyderabad, India.
Membership	Northview Bank & Trust, Northfield, Illinois, for prior approval to become a member of the Federal Reserve System.

Section V - 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

RSSD		Examination	CRA	CRA	Exam type
number	Institution/Location	date	public date	rating	LrgBk SmBk
None					

Section VI – CRA examinations scheduled for	Quarter of
Institution Location	
None	

Federal Reserve Bank of St. Louis

Applications and notifications filed during the week ending Saturday, June 2, 2001

Section I – Applications subject to newspaper notice only

Туре	Application	Ending date of comment period
18(c)	Notice by English State Bank, English, Indiana, to merge with Peoples Trust Bank Company, Corydon, Indiana. The surviving entity will be renamed Community First Bank and will be located in Corydon, Indiana.*	Newpaper – N/Avail

* Subject to the provisions of the Community Reinvestment Act

Section II – Applications subject to both newspaper and Federal Register notice

Туре	Application	Ending date of comment period
3(a)(1)	Notice by Peoples Home Holding, Inc., Greenbrier, Arkansas, to acquire 80 percent of The Peoples Bank, Portland, Arkansas.*	Newspaper – N/Avail.
		Fed Reg – N/Avail.

* Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

		Ending date of
Туре	Application	comment period
None		

Туре	Application	
None		

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RSSD		Examination	CRA	CRA	Exam type
number	Institution/Location	date	public date	rating	LrgBk SmBk
None					

Section VI – CRA examinations scheduled for	Quarter of
Institution	Location
None	

Federal Reserve Bank of Minneapolis

Applications and notifications filed during the week ending Saturday, June 2, 2001

Section I – Applications subject to newspaper notice only

Туре	Application	Ending date of comment period
18(c)&BKBR	Central Savings Bank, Sault Ste. Marie, Michigan to purchase the assets and assume the liabilities of the St. Ignace and Mackinac Island, Michigan branches of North Country Bank and Trust, Traverse City, Michigan, and incident thereto establish branches in St. Ignace and Mackinac Island, Michigan.*	06/25/2001.

*Subject to the provisions of the Community Reinvestment Act.

Section II – Applications subject to both newspaper and Federal Register notice

		Ending date of
Туре	Application	comment period
None		

Section III – Applications subject to Federal Register notice only

Type	Application	Ending date of comment period
None		

Туре	Application		
None			

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RSSD	Institution/Location	Examination	CRA	CRA	Exam type
number		date	public date	rating	LrgBk SmBk
132152	First State Bank of Warner Warner, South Dakota	02/26/2001	06/01/2001	S	Х

Section VI – CRA examinations scheduled for	Quarter of
Institution	Location
None	

Federal Reserve Bank of Kansas City

Applications and notifications filed during the week ending Saturday, June 2, 2001

Section I – Applications subject to newspaper notice only

Туре	Application	Ending date of comment period
Branch	Bank of Colorado, Fort Lupton, Colorado, for prior approval to establish a mobile branch that operates as an arm of the branch at 1609 East Harmony Road, Fort Collins, Colorado, and services Larimer and Weld Counties.	Newspaper – 06/15/2001

Section II – Applications subject to both newspaper and Federal Register notice

Туре	Application	Ending date of comment period
3(a)(1)	Trinidad Capital Corporation, Trinidad, Colorado, for prior approval to become a bank holding company through the acquisition of 90 percent of the voting shares of International Bank, Trinidad, Colorado.	Newspaper – 05/29/2001 Fed Reg – 06/28/2001
3(a)(1)	Millennium Bancorp, Inc., Edwards, Colorado, for prior approval to become a bank holding company through the acquisition of 100 percent of the voting shares of Millennium Bank, Edwards, Colorado, a de novo bank.	Newspaper – 06/25/2001 Fed Reg – 06/28/2001
3(a)(3)	Geneva State Company, Geneva, Nebraska, for prior approval to acquire 73 percent of the voting shares of Grafton State Bank, Grafton, Nebraska.	Newspaper – 06/22/2001 Fed Reg – 06/22/2001
3(a)(3)	Raton Capital Corporation, Raton, New Mexico, for prior approval to acquire 100 percent of the voting shares of Trinidad Capital Corporation, Trinidad, Colorado.	Newspaper – 05/29/2001 Fed Reg – 06/28/2001
3(a)(3)	State Bank of Slater Employee Stock Ownership Plan, Slater, Missouri, for prior approval to acquire an additional 2.86 percent, for a total of 30.68 percent of the voting shares of Slater Bancshares, Inc., Slater, Missouri, parent of State Bank of Slater, Slater, Missouri.	Newspaper – 05/19/2001 Fed Reg – 05/18/2001

Section III – Applications subject to Federal Register notice only

		Ending date of
Туре	Application	comment period
None		

Section IV - Applications not subject to Federal Register or newspaper notice

Туре	Application	
None		

Section V - Availability of CRA public evaluations

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RSSD	Institution/Location	Examination	CRA	CRA	Exam type
number		date	public date	rating	LrgBk SmBk
716851	Community Bank of Raymore 801 W. Foxwood Drive Raymore, Missouri 64083-9195	03/12/2001	05/29/2001	S	Х

Section VI – CRA examinations scheduled for	Quarter of
Institution	Location
None	

Federal Reserve Bank of Dallas

Applications and notifications filed during the week ending Saturday, June 2, 2001

Section I – Applications subject to newspaper notice only

Туре	Application	Ending date of comment period
None		

Section II – Applications subject to both newspaper and Federal Register notice

Туре	Application	Ending date of comment period
CIC	Eugene J. Allen and Virginia Allen, Meridian, TX, co-trustees of the Eugene J. Allen Living Trust, to acquire an interest in Bosque Corp, Meridian, TX(previously reported the week ending May 26, 2001)	Fed Reg – 06/18/2001 Newspaper – 06/19/2001
CIC	Jimmie Michael Luecke, Giddings, TX, et al, to acquire an interest in Giddings Bancshares, Inc., Giddings, TX (previously reported the week ending May 26, 2001)	Fed Reg – 06/12/2001 Newspaper – 06/04/2001
3(a)(1)	County Bancshares, Inc., Orange, TX, to acquire Newton Bancshares, Inc., Newton, TX, Newton Delaware Financial Corporation, Dover, DE, and First National Bank of Newton, Newton, TX*	Fed Reg – 06/28/2001 Newspaper – N/Avail
+ 0 1 1		

*Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

Туре	Application	Ending date of comment period
None		

Туре	Application		
None			

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RSSD		Examination	CRA	CRA	Exam type
number	Institution/Location	date	public date	rating	LrgBk SmBk
None					

Section VI – CRA examinations scheduled for	Quarter of
Institution	Location
None	

Federal Reserve Bank of San Francisco

Applications and notifications filed during the week ending Saturday, June 2, 2001

Section I – Applications subject to newspaper notice only

Туре	Application	Ending date of comment period	
None			

Section II – Applications subject to both newspaper and Federal Register notice

Туре	Application	Ending date of comment period
3(a)(1)	Cascade Financial Corporation to become a bank holding company by acquiring Cascade Bank, both of Everett, Washington. Cascade bank will convert from a savings bank to a commercial bank.	Newspaper – 06/27/2001 Fed Reg – 07/02/2001

Section III – Applications subject to Federal Register notice only

		Ending date of
Туре	Application	comment period
None		

Туре	Application
CDC	United Security Bank, Fresno, California, to invest \$1 million in The California Tax Credit Fund VI, a Limited Partnership, to provide affordable housing for low-and-moderate-income communities throughout California.

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RSSD		Examination	CRA	CRA	Exam type
number	Institution/Location	date	public date	rating	LrgBk SmBk
None					

Section VI – CRA examinations scheduled for	Quarter of
Institution	Location
None	