

James Garner, Senior Vice President and General Counsel, North America Consumer Finance for Citigroup, Baltimore, Maryland.

R. Charles Gatson, Vice President/Chief Operating Officer, Swope Community Builders, Kansas City, Missouri.

James King, President and Chief Executive Officer, Community Redevelopment Group, Cincinnati, Ohio.

Elsie Meeks, Executive Director, First Nations Oweesta Corporation, Kyle, South Dakota.

Bruce B. Morgan, Chairman, President and Chief Executive Officer, Valley State Bank, Roeland Park, Kansas.

Mark Pinsky, President and Chief Executive Officer, National Community Capital Association, Philadelphia, Pennsylvania.

Benjamin Robinson, Senior Vice President, Chief Privacy Executive, Bank of America, Charlotte, North Carolina.

Mary Jane Seebach, Executive Vice President, Chief Compliance Officer, Countrywide Financial Corporation, Calabasas, California.

Paul J. Springman, Group Executive, Predictive Sciences, Equifax, Atlanta, Georgia.

Forrest F. Stanley, Senior Vice President and Deputy General Counsel, KeyBank National Association, Cleveland, Ohio.

Lori R. Swanson, Solicitor General, Office of the Minnesota Attorney General, St. Paul, Minnesota.

Diane Thompson, Supervising Attorney, Land of Lincoln Legal Assistance Foundation, Inc., East St. Louis, Illinois.

Clint Walker, General Counsel/Chief Administrative Officer, Juniper Bank, Wilmington, Delaware.

Board of Governors of the Federal Reserve System, June 16, 2004.

Jennifer J. Johnson,
Secretary of the Board.

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FEDERAL RESERVE SYSTEM

Formations of, Acquisitions by, and Mergers of Bank Holding Companies

The companies listed in this notice have applied to the Board for approval, pursuant to the Bank Holding Company Act of 1956 (12 U.S.C. 1841 *et seq.*) (BHC Act), Regulation Y (12 CFR Part 225), and all other applicable statutes and regulations to become a bank holding company and/or to acquire the assets or the ownership of, control of, or the power to vote shares of a bank or

bank holding company and all of the banks and nonbanking companies owned by the bank holding company, including the companies listed below.

The applications listed below, as well as other related filings required by the Board, are available for immediate inspection at the Federal Reserve Bank indicated. The application also will be available for inspection at the offices of the Board of Governors. Interested persons may express their views in writing on the standards enumerated in the BHC Act (12 U.S.C. 1842(c)). If the proposal also involves the acquisition of a nonbanking company, the review also includes whether the acquisition of the nonbanking company complies with the standards in section 4 of the BHC Act (12 U.S.C. 1843). Unless otherwise noted, nonbanking activities will be conducted throughout the United States. Additional information on all bank holding companies may be obtained from the National Information Center website at www.ffiec.gov/nic/.

Unless otherwise noted, comments regarding each of these applications must be received at the Reserve Bank indicated or the offices of the Board of Governors not later than July 16, 2004.

A. Federal Reserve Bank of Cleveland
(Nadine W. Wallman, Assistant Vice President) 1455 East Sixth Street, Cleveland, Ohio 44101-2566:

1. *National City Corporation*, Cleveland, Ohio; to merge with Wayne Bancorp, Inc., Wooster, Ohio, and thereby indirectly acquire The Wayne County National Bank of Wooster, Wooster, Ohio, and Savings Bank & Trust, Wadsworth, Ohio.

In connection with this application, National City Corporation has applied to acquire Access Financial Corp., Massillon, Ohio, and thereby engage in consumer lending activities pursuant to section 225.28(b)(1) of Regulation Y.

B. Federal Reserve Bank of Atlanta
(Sue Costello, Vice President) 1000 Peachtree Street, N.E., Atlanta, Georgia 30303:

1. *Vision Bancshares, Inc.*, Gulf Shores, Alabama; to acquire 100 percent of the voting shares of BankTrust of Florida, Wewahatchka, Florida.

Board of Governors of the Federal Reserve System, June 17, 2004.

Robert deV. Frierson,
Deputy Secretary of the Board.

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FEDERAL RESERVE SYSTEM

Notice of Proposals to Engage in Permissible Nonbanking Activities or to Acquire Companies that are Engaged in Permissible Nonbanking Activities

The companies listed in this notice have given notice under section 4 of the Bank Holding Company Act (12 U.S.C. 1843) (BHC Act) and Regulation Y (12 CFR Part 225) to engage *de novo*, or to acquire or control voting securities or assets of a company, including the companies listed below, that engages either directly or through a subsidiary or other company, in a nonbanking activity that is listed in § 225.28 of Regulation Y (12 CFR 225.28) or that the Board has determined by Order to be closely related to banking and permissible for bank holding companies. Unless otherwise noted, these activities will be conducted throughout the United States.

Each notice is available for inspection at the Federal Reserve Bank indicated. The notice also will be available for inspection at the offices of the Board of Governors. Interested persons may express their views in writing on the question whether the proposal complies with the standards of section 4 of the BHC Act. Additional information on all bank holding companies may be obtained from the National Information Center website at www.ffiec.gov/nic/.

Unless otherwise noted, comments regarding the applications must be received at the Reserve Bank indicated or the offices of the Board of Governors not later than July 8, 2004.

A. Federal Reserve Bank of New York (Jay Bernstein, Bank Supervision Officer) 33 Liberty Street, New York, New York 10045-0001:

1. *NRW.Bank and WestLB AG*, both of Duesseldorf, Germany; to engage in:

Making, acquiring, brokering, or servicing loans or other extensions of credit for the bank holding company's own account or for the account of others in accordance with Section 225.28(b)(1);

Engaging under contract with a third party in asset management, servicing and collection of assets of a type that an insured depository institution may originate and own in accordance with Section 225.28(b)(2)(vi);

Leasing personal property or acting as agent, broker, or adviser in leasing such property, subject to the restrictions set forth in Section 225.28(b)(3)(i) and (ii) and the footnotes thereto;

Furnishing general economic information and advice, general economic statistical forecasting services, and industry studies in accordance with Section 225.28(b)(6)(ii);