STATE OF SOUTH DAKOTA DIVISION OF BANKING ACTIVITY REPORT 1997

APPLICANT

STATUS

| Change of Control | |
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| Roscoe Community Bankshares, Inc., Roscoe, South Dakota to acquire a controlling interest in First State Bank of Roscoe, Roscoe, South Dakota | Approved November 12, 1997 |
| New Charters | |
| BANKFIRST, National Association converted to a State charter under the name of BANKFIRST at 3609 West 41st Street, Sioux Falls, South Dakota | Effective March 31, 1997 |
| Branch Banks | |
| Security Bank, Madison to establish a branch bank at 1200 East Holly Boulevard, Brandon, South Dakota | Approved February 12, 1997 |
| BANKFIRST, Sioux Falls, conversion included branch offices at: 526 Main Avenue, Brookings, South Dakota and 123 Main Street, Toronto, South Dakota | Effective March 31, 1997 |
| Rushmore Bank & Trust, Rapid City to establish a branch bank in Baken Park Shopping Center, Rapid City, South Dakota | Approved May 13, 1997 |
| BankWest, Inc., Pierre, to establish a branch bank at 1611 N Harrison Avenue, Pierre, South Dakota | Approved May 13, 1997 |
| CorTrust Bank, Mitchell to establish a branch bank at 2405 Broadway Avenue, Yankton, South Dakota | Approved June 30, 1997 |
| Change of Location | |
| The Peoples Bank, Conde to relocate the Branch from 504 6th Avenue SE, Aberdeen to 815 6th Ave SE, Aberdeen, South Dakota | Approved January 21, 1997 |
| 1st Financial Bank South Dakota, Dupree to relocate the Main Office from Main Street to 331 N. Dakota Dunes Blvd., DakotaAugust 5,Dunes, and relocate the Branch at 331 N. Dakota Dunes Blvd., Dakota Dunes to Main Street, Dupree, South DakotaAugust 5,Blvd., Dakota Dunes to Main Street, Dupree, South DakotaAugust 5, | Approved 1997 |
| Badlands Trust Company to move its office from 818 St. Joseph, Rapid City, South Dakota to 122 South Philips, Suite 220, Sioux Falls, South Dakota | Hearing Scheduled February 10, 1997 |
| Mergers | |
| Farmers State Bank, Marion to merge with First State Bank, Bridgewater and to establish a branch at 330 Main Street, Bridgewater, South Dakota | Approved May 13, 1997 |
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| Dacotah Bank, Aberdeen to merge with Dacotah Bank, Clark; Dacotah Bank, Faulkton; Dacotah Bank, Lemmon; Dacotah Bank, Mobridge; and Dacotah Bank, Webster and to establish branches at Clark, Willow Lake, Watertown, Henry, Bradley, Faulkton, Lemmon, Bison, Mobridge, Webster, and Roslyn, South Dakota | Approved May 13, 1997 |
| Bank, Mobridge; and Dacotah Bank, Webster and to establish branches at Clark, Willow Lake, Watertown, Henry, Bradley, | May 13, 1997 Approved |
| Bank, Mobridge; and Dacotah Bank, Webster and to establish branches at Clark, Willow Lake, Watertown, Henry, Bradley, Faulkton, Lemmon, Bison, Mobridge, Webster, and Roslyn, South Dakota Eureka State Bank, Eureka to merge with First National Bank of Eden, Eden, and to establish a branch bank on Main Street, | May 13, 1997 Approved |

Rule Hearings

Amendment to ARSD 20:07:06:01 to reduce the semiannual examination fee to five cents per \$1,000 of total assets and impose an additional semiannual fee for non-depository banks

Approved February 12, 1997 First Bank System, Inc., Minneapolis, MN to acquire First Bank of South Dakota (NA) [new], and for First Bank of South Dakota (NA) [new] to purchase the assets and assume the liabilities of First Bank of South Dakota (NA) [old] as they pertain to the trust May 13, 1997 business of First Bank of South Dakota (NA) [old]
Interstate Branching
Stockmens Bank, National Association, Martin to merge with and into Stockmens National Bank, Rushville, Nebraska, and to become Approved

| a branch of Stockmens National Bank at 401 3rd Ave., Martin, South Dakota under the Interstate Branching Act | October 2, 1997 |
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| Trust Company | |
| Charles H. Bell, Santa Barbara, California to establish a trust company, Acorn Trust Company, at 2930 Airport Road, Pierre, South Dakota | Approved March 31, 1997 |
| Stewart R. Horejsi Trust No. 2, Salina, Kansas to establish a trust company, The Badlands Trust Company, at 818 St. Joseph Street, Rapid City, South Dakota | Approved May 13, 1997 |
| Laurie L. Arthur and James E. Hughes, Jr. to establish a trust company, River Trust Company, at 513 South Main Avenue, Suite 501, Sioux Falls, South Dakota | Approved May 13, 1997 |
| UMB Bank, n.a. ,1010 Grand Boulevard, Kansas City, Missouri to establish a trust company, UMB Trust Company of South | Approved |

November 5, 1997

Dakota at 300 N. Dakota Avenue, Suite 103B, Sioux Falls, South Dakota