



INTERMEDIATE SMALL BANK

Comptroller of the Currency
Administrator of National Banks

Washington, DC 20219

PUBLIC DISCLOSURE

January 03, 2012

COMMUNITY REINVESTMENT ACT PERFORMANCE EVALUATION

Sterling Federal Bank, F.S.B.
Charter Number 700073

110 East 4th Street
Sterling, IL 61081-3671

Office of the Comptroller of the Currency

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NOTE: This document is an evaluation of this institution's record of meeting the credit needs of its entire community, including low- and moderate-income neighborhoods consistent with safe and sound operation of the institution. This evaluation is not, nor should it be construed as, an assessment of the financial condition of this institution. The rating assigned to this institution does not represent an analysis, conclusion, or opinion of the federal financial supervisory agency concerning the safety and soundness of this financial institution.

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INSTITUTION'S CRA RATING

Sterling Federal Bank, F.S.B. is rated Satisfactory.

The Lending Test is rated: Satisfactory.

The Community Development Test is rated: Satisfactory.

The major factors supporting the bank's rating include:

- Sterling Federal Bank's (SFB) distribution of loans to families of different income levels is satisfactory given the bank's product offerings and local economic conditions in both assessment areas (AA).
- The geographic distribution of loans reflects reasonable dispersion throughout both AAs, including moderate-income geographies, given the bank's product offerings and local economic conditions.
- A substantial majority of the loans originated by SFB are to customers from within its AAs.
- SFB's quarterly average loan-to-deposit ratio of fifty percent over the evaluation period is reasonable.
- SFB's community development performance demonstrates satisfactory responsiveness to the community development needs of its AAs through community development loans, qualified investments, and community development services.

Scope of Examination

This performance evaluation assesses Sterling Federal Bank's record of meeting the credit needs of the communities in which it operates. We evaluated SFB under the Intermediate Small Savings Association performance criterion, which includes a lending test and a community development test. The lending test evaluates the bank's record of helping to meet the credit needs of its assessment area through its lending activities. The community development test evaluates the bank's community development lending, qualified investments, and community development service activities.

- The evaluation period covers loans originated from January 1, 2009, through December 20, 2011.
- The Illinois AA and Iowa AA received full scope reviews.

- The lending test is based on SFB's primary loan products. Conclusions regarding the bank's lending performance are based on residential mortgage loans originated from January 1, 2009, through December 20, 2011, utilizing 2000 census data.
- We reviewed residential related loans maintained in the mortgage loan register for the years 2009, 2010, and 2011.
- We conducted Data Integrity reviews of the loan register data by comparing information from the bank's mortgage loan register to actual loan files. We found the data for 2009, 2010, and 2011 to be accurate and reliable for use in this examination.

Description of Institution

Sterling Federal Bank is a mutual institution headquartered in Sterling, Illinois. Sterling is located in northwestern Illinois. As of September 30, 2011, SFB reported total assets of \$473 million. The bank owns Sauk Valley Title Insurance Company and SFB Service Corporation which provide insurance services. SFB's subsidiaries do not negatively impact their ability to meet the credit needs of the community.

There are no legal, financial, or other factors impeding SFB's ability to help meet the credit needs in the bank's assessment areas. There has been no change in the bank's corporate structure since the previous CRA evaluation. The bank's previous CRA rating, which was as an Intermediate Small Savings Association, was "Satisfactory Record of Meeting Community Credit Needs" as detailed in the performance evaluation dated July 7, 2008.

SFB is an interstate financial institution with ten offices serving Lee, Ogle, and Whiteside counties in the State of Illinois and Clinton County in the State of Iowa. The AAs meet the requirements of the regulation and does not arbitrarily exclude low- or moderate-income geographies. SFB also operates eleven cash dispensing automated teller machines (ATMs) located throughout the AAs.

All of the bank's offices are full-service facilities and offer a full range of consumer banking products, except for the Sterling East branch, which operates as a drive-up only facility. SFB's primary focus is to provide residential mortgage and consumer loans and retail services to its customers throughout its AAs.

SFB's primary lending product is residential real estate loans. This lending category accounts for ninety-one percent of all loan originations during the evaluation period and comprise eighty-six percent of outstanding loan balances as of September 30, 2011. Thus, we used this loan product for the analysis in this evaluation. Consumer and commercial loans are not primary loan products, accounting for nine percent of all loan

originations during the evaluation period.

The table below illustrates the composition of loan originations made from January 2009 through December 20, 2011.

Table 1 – Loan Originations by Loan Type from January 1, 2009 through December 20, 2011		
Loan Category	\$ (000)	%
Residential Loans	\$180,442	91%
Consumer Loans	\$ 16,532	8%
Commercial Loans	\$ 2,107	1%
Total Originations	\$ 199,081	100%

Source: Bank records from January 1, 2009 through December 20, 2011

As of September 30, 2011, the bank reported \$185 million in outstanding loans representing thirty-nine percent of total assets. Tier One Capital was reported at \$49.5 million. The loan portfolio consists of:

Table 2 – Loan Portfolio Summary by Loan Type September 30, 2011		
Loan Category	\$(000)	%
Residential Loans	\$158,264	86%
Commercial Loans	\$ 19,638	10%
Consumer Loans	\$ 6,860	4%
Total Loans	\$184,762	100%

Source: September 30, 2011 Thrift Financial Report

Conclusions with Respect to Performance Criteria

SFB meets the standards for satisfactory performance.

- The distribution of loans to individuals of different income levels is reasonable.
- The geographic distribution of loans reflects reasonable dispersion throughout the AAs, including moderate-income census tracts (CT).
- A substantial majority of the loans originated by SFB are to customers within its AA.
- SFB's loan-to-deposit ratio is reasonable given the bank's size, financial condition, and AA's credit needs.

Loan-to-Deposit Ratio

SFB's average loan-to-deposit ratio is reasonable given the bank's size, financial condition, and their AA's credit needs. SFB's quarterly average loan-to-deposit ratio for the period July 1, 2008, to September 30, 2011, was fifty percent. The quarterly average loan-to-deposit ratio for other similarly situated financial institutions over the same time period ranged from forty-eight percent to ninety-nine percent. The similarly situated banks utilized for comparison purposes are community banks located within the AA counties. The similarly situated banks range in asset size from \$28 million to \$450 million.

Lending in Assessment Area

The distribution of loans reflects more than reasonable penetration in the AA. A substantial majority of the loans originated by SFB are to customers within its AA. The following table details the bank's lending within its AA based on the number of loan originations and dollar volume during the evaluation period.

Table 3 – Loans Originated within the Assessment Area										
Loan Type	Number of Loans					Dollars of Loans				
	Inside		Outside		Total	Inside		Outside		Total \$(000)
	#	%	#	%		\$(000)	%	\$(000)	%	
Residential	1,970	95%	104	5%	2,074	\$154,872	91%	\$15,775	9%	\$170,647

Source: Mortgage loan register records from January 1, 2009, to December 20, 2011.

COMMUNITY DEVELOPMENT TEST

The bank's performance under the community development test in its AA is rated Satisfactory. SFB's community development performance demonstrates a reasonable responsiveness to the community development needs of its AA through community development loans, qualified investments, and community development services. The evaluation period covers community development activities originated from July 8, 2008, through January 3, 2012.

Two community contacts from the bank's AA were used in our evaluation. One contact believes there are no unmet credit needs of the AA. The other contact indicated the primary credit needs in the AA are small business loans. Both contacts felt local financial institutions are meeting the credit needs of the area.

Number and Amount of Community Development Loans

SFB originated sixty-one qualifying loans totaling \$4.8 million during the evaluation period.

Number and Amount of Qualified Investments

SFB made a total of \$16 thousand in cash contributions and donations to community development organizations assisting low- and moderate-income individuals and families in the AA.

Extent to Which the Bank Provides Community Development Services

SFB provides an adequate level of community development services throughout its AA. Branch distribution is reasonable. Products and services offered by the bank help to meet the needs of the community. Employees provide their financial expertise to a variety of organizations that primarily benefit low- and moderate-income individuals or assist in economic development activities.

Responsiveness to Community Development Needs

The bank displays satisfactory responsiveness to community development needs of the AA through community development lending, investments, and services.

Fair Lending or Other Illegal Credit Practices Review

We found no evidence of discriminatory or other illegal credit practices inconsistent with helping to meet community credit needs.

State Rating

State of Illinois

CRA Rating for Illinois: Satisfactory.

The Lending test is rated: Satisfactory.

The Community development test is rated: Satisfactory.

The major factors that support this rating include:

- The distribution of loans to individuals of different income levels is reasonable.
- The geographic distribution of loans reflects reasonable dispersion throughout the AA, including moderate-income CTs.
- SFB's community development performance demonstrates satisfactory responsiveness to the community development needs of its AA through community development loans, qualified investments, and community development services.

DESCRIPTION OF INSTITUTION'S OPERATIONS IN ILLINOIS

SFB operates one limited-service office, seven full-service branch offices, and nine automated teller machines within Illinois. The Illinois AA consists of Lee, Ogle, and Whiteside counties. Residential mortgage loans are the primary credit products. Ninety percent of the bank's mortgage originations from our evaluation period are attributed to the Illinois AA.

The local economic condition has been affected negatively by high unemployment. The November 2011 unemployment rates all of the counties within the AA compares unfavorably to the 8.2 percent national average rate. One of the three counties within the Illinois AA compares favorably to the state unemployment rate of 9.4 percent. The November 2011 unemployment rates for each county are: 9.0 percent Lee, 11.6 percent Ogle, and 9.5 percent Whiteside.

The economy of the AA is concentrated in the education, healthcare, manufacturing, and retail sectors. Major employers include: local school districts, local hospital and health care facilities, Wal-Mart, Wahl Clipper Corporation, ComEd, Rochelle Foods, Quebecor Printing, Raynor Manufacturing Co., state correctional facilities, and city and county governmental units.

CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN ILLINOIS

LENDING TEST

Lending to Borrowers of Different Incomes and to Businesses of Different Sizes

The distribution of borrowers reflects, given the demographics of the AA, reasonable penetration among individuals of different income levels. The distribution of residential real estate loans is reasonable.

SFB's lending to moderate-income borrowers shows more than reasonable penetration and exceeds the percentage of moderate-income families in the Illinois AA. Although lending to low-income borrowers is below the percentage of low-income families in the Illinois AA, this is considered reasonable given the percentage of families in the Illinois AA below the poverty level.

Table 4 – Borrower Distribution of Residential Real Estate Loans in the Illinois AA								
Borrower Income Level	Low		Moderate		Middle		Upper	
Loan Type	% of AA Families	% of Number	% of AA Families	% of Number	% of AA Families	% of Number	% of AA Families	% of Number
Residential	13%	8%	17%	23%	24%	27%	46%	42%

Source: Mortgage loan register records from January 1, 2009, to December 20, 2011; 2000 Census Data

Table 5 – Illinois AA Borrower Distribution – HMDA Lending 2009-2011						
Income Category	Percent Families by Income Category	Peer Data Lending % 2010	Sterling Federal			
			Number of Loans	Percent of Loans	\$ Amt (000s)	Percent of \$ Amount
Low	13%	6%	159	9%	7,531	6%
Moderate	17%	19%	394	23%	22,559	17%
Subtotal: Low- and Moderate	30%	25%	553	32%	30,090	23%
Middle	24%	26%	462	27%	33,803	25%
Upper	46%	49%	698	41%	69,118	52%
Total	100%	100%	1,713*	100%	\$133,011	100%

* Income not available for 41 borrowers.

As indicated above, the percent of mortgage loans granted to low-income borrowers was below the number of low-income families, but exceeded the peer lenders in the AA on a numbers basis. The institution's level of mortgage lending to moderate-income borrowers was above the percentage of moderate-income families residing within the AA. Sterling Federal's lending to moderate-income borrowers was higher than HMDA-regulated financial institutions in the AA.

Geographic Distribution of Loans

SFB's geographic distribution of residential lending reflects a reasonable dispersion in CTs of different income levels, including moderate-income CTs. There are no low-income CTs within SFB's Illinois AA.

Based on the population of residential loans originated during the evaluation period in the Illinois AA, the percentage of residential loans originated in the moderate-income geographies exceeds the percentage of owner-occupied housing located in the moderate-income geographies of the Illinois AA.

Table 6 – Geographic Distribution of Residential Real Estate Loans in the Illinois AA								
Census Tract Income Level	Low		Moderate		Middle		Upper	
Loan Type	% of AA Owner Occupied Housing	% of Number	% of AA Owner Occupied Housing	% of Number	% of AA Owner Occupied Housing	% of Number	% of AA Owner Occupied Housing	% of Number
Residential	0%	0%	4%	6%	63%	70%	33%	24%

Source: Mortgage loan register records from January 1, 2009, to December 20, 2011; 2000 Census Data

Table 7 – Illinois AA Geographic Distribution – HMDA Lending 2009-2011						
Income Category	Distribution of OOHU's	Peer Data Lending % 2010	Sterling Federal			
			Number of Loans	Percent of Loans	\$ Amt (000s)	Percent of \$ Amount
Moderate	4%	1%	110	6%	5,164	4%
Middle	63%	49%	1,226	70%	90,467	65%
Upper	33%	50%	418	24%	42,633	31%
Total	100.0%	100.0%	1,754	100%	\$138,264	100%

As indicated above, the institution's overall record of lending in the moderate-income CTs was above the area's demographics and other lenders in the AA. Performance under this criterion meets the standards for satisfactory performance.

Responses to Complaints

SFB has received no complaints about its performance in helping to meet the credit needs within its AA during this evaluation period.

COMMUNITY DEVELOPMENT TEST

The bank's performance under the community development test in Illinois is rated Satisfactory. SFB's community development performance demonstrates a reasonable responsiveness to the community development needs of its AA through community development loans, qualified investments, and community development services.

Number and Amount of Community Development Loans

SFB had four qualifying loans from the Illinois AA totaling \$1 million during the evaluation period.

- SFB originated a \$288 thousand loan and a \$203 thousand loan to a start-up manufacturing business for equipment and initial capital. The new small business is located in a moderate-income tract and will provide jobs for LMI individuals.
- SFB refinanced a \$182 thousand loan for five rental properties used for housing LMI families.
- SFB refinanced a \$304 thousand loan for a not-for-profit agency that provides educational, recreational, social, and cultural activities to people of all ages. A majority of the individuals served by this organization are low- and moderate-income people.

SFB participates in the USDA Guaranteed Rural Housing Loan Program. This federal government program is designed to encourage people to purchase homes in rural areas. The USDA sets maximum income guidelines for people to qualify for the program.

- SFB originated 57 USDA Guaranteed Rural Housing Loan loans totaling \$3.8 million to LMI individuals in the Illinois AA.

Number and Amount of Qualified Investments

SFB made a total of \$15 thousand in cash contributions and donations to community development organizations assisting low- and moderate-income individuals and families in the Illinois AA.

Extent to Which the Bank Provides Community Development Services

Delivery systems are reasonably accessible to individuals of different income levels.

SFB operates one limited-service office, seven full-service branch offices, and nine ATMs within the Illinois AA. All offices are located in middle- or upper-income census tracts. Extended hours are available at all drive up locations. SFB's loan and deposit products are available at all branch locations except for the drive-up only facility in Sterling.

The officers and employees of the bank are heavily involved in a number of community service organizations in the Illinois AA.

Responsiveness to Community Development Needs

The bank displays satisfactory responsiveness to community development needs of the Illinois AA through community development lending, investments, and services.

State Rating

State of Iowa

CRA Rating for Iowa: Satisfactory.

The Lending test is rated: Satisfactory.

The Community development test is rated: Needs to Improve.

The major factors that support this rating include:

- The distribution of loans to individuals of different income levels is reasonable.
- The geographic distribution of loans reflects reasonable dispersion throughout the AA, including moderate-income CTs.
- SFB's community development performance demonstrates less than satisfactory responsiveness to the community development needs of the Iowa AA through loans, qualified investments, and community development services.

DESCRIPTION OF INSTITUTION'S OPERATIONS IN IOWA

SFB operates two full-service branch offices and two automated teller machines within Iowa. The Iowa AA consists of Clinton County. Residential mortgage loans are the primary credit products. SFB ranks seventh in deposit market share among all institutions in Clinton County. Deposits in Clinton County total \$68 million and represent eight percent of the market.

The local economic condition remains stable. The November 2011 unemployment rates compare favorably to the 8.2 percent national average rate. Clinton County compares unfavorably to the State of Iowa's unemployment average rate of 5.7 percent. The November 2011 unemployment rate for Clinton County is 6.2 percent.

The economy of the AA is concentrated in the education, healthcare, and manufacturing sectors. Major employers include: local school districts, local hospital and health care facilities, ADM, CustomPak, and city and county governmental units.

CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN IOWA

LENDING TEST

Lending to Borrowers of Different Incomes

The distribution of borrowers reflects, given the demographics of the AA, reasonable penetration among individuals of different income levels. The distribution of residential

real estate loans is reasonable.

SFB's lending to moderate-income borrowers shows more than reasonable penetration and exceeds the percentage of moderate-income families in the Iowa AA. Although lending to low-income borrowers is below the percentage of low-income families in the Iowa AA, this is considered reasonable given the percentage of families in the Iowa AA below the poverty level.

Table 8 – Borrower Distribution of Residential Real Estate Loans in the Iowa AA								
Borrower Income Level	Low		Moderate		Middle		Upper	
Loan Type	% of AA Families	% of Number	% of AA Families	% of Number	% of AA Families	% of Number	% of AA Families	% of Number
Residential	16%	8%	18%	22%	25%	36%	41%	34%

Source: Mortgage loan register records from January 1, 2009, to December 20, 2011; 2000 Census Data

Table 9 – Iowa AA Borrower Distribution – HMDA Lending 2009-2011						
Income Category	Percent Families by Income Category	Peer Data Lending % 2010	Sterling Federal			
			Number of Loans	Percent of Loans	\$ Amt (000s)	Percent of \$ Amount
Low	16%	13%	21	9%	700	4%
Moderate	18%	23%	49	20%	2,726	15%
Subtotal: Low- and Moderate	34%	36%	70	29%	3,426	19%
Middle	25%	26%	91	37%	6,794	39%
Upper	41%	38%	82	34%	7,424	42%
Total	100%	100%	243*	100%	\$17,644	100%

* Income not available for 4 borrowers.

As indicated above, the percent of mortgage loans granted to low-income borrowers was below the number of low-income families and peer lenders in the AA on a numbers basis. The institution's level of mortgage lending to moderate-income borrowers was above the percentage of moderate-income families residing within the AA. Sterling Federal's lending to moderate-income borrowers was below the HMDA-regulated financial institutions in the AA.

Geographic Distribution of Loans

SFB's geographic distribution of residential lending reflects a reasonable dispersion in CTs of different income levels, including moderate-income CTs. There are no low-

income CTs within SFB's Iowa AA.

Based on the population of residential loans originated during the evaluation period in the Iowa AA, the percentage of residential loans originated in the moderate-income geographies exceeds the percentage of owner-occupied housing located in the moderate-income geographies of the Iowa AA.

Table 10 – Geographic Distribution of Residential Real Estate Loans in the Iowa AA								
Census Tract Income Level	Low		Moderate		Middle		Upper	
Loan Type	% of AA Owner Occupied Housing	% of Number	% of AA Owner Occupied Housing	% of Number	% of AA Owner Occupied Housing	% of Number	% of AA Owner Occupied Housing	% of Number
Residential	0%	0%	5%	6%	74%	74%	21%	19%

Source: Mortgage loan register records from January 1, 2009, to December 20, 2011; 2000 Census Data

Table 11 – Iowa AA Geographic Distribution – HMDA Lending 2009-2011						
Income Category	Distribution of OOHU's	Peer Data Lending % 2010	Sterling Federal			
			Number of Loans	Percent of Loans	\$ Amt (000s)	Percent of \$ Amount
Moderate	5%	3%	16	6%	652	4%
Middle	74%	64%	182	74%	13,366	74%
Upper	21%	33%	49	20%	4,067	22%
Total	100%	100%	247	100%	\$18,085	100%

As indicated above, the institution's overall record of lending in the moderate-income CTs was above the area's demographics and other lenders in the AA. Performance under this criterion meets the standards for satisfactory performance.

Responses to Complaints

SFB received no complaints about its performance in helping to meet the credit needs within its AA during this evaluation period.

COMMUNITY DEVELOPMENT TEST

SFB's community development performance demonstrates a less than reasonable responsiveness to the community development needs of its Iowa AA through community development loans, qualified investments, and community development services.

Number and Amount of Community Development Loans

SFB did not have any qualifying CD loans during the evaluation period.

Number and Amount of Qualified Investments

SFB made a total of \$500 in cash contributions and donations to community development organizations assisting low- and moderate-income individuals and families in the Iowa AA.

Extent to Which the Bank Provides Community Development Services

Delivery systems are reasonably accessible to individuals of different income levels. SFB operates two full-service offices and two ATM's in the AA. The Clinton, Iowa branch located at 247 7th Avenue S is located in a moderate-income tract. The remaining location is in a middle-income tract. Both offices are open on Saturdays, and the drive-up locations are open longer on the weekdays. SFB's loan and deposit products are available at both branch locations.

The officers and employees of the bank are involved in a number of community service organizations in the Iowa AA.

Responsiveness to Community Development Needs

The bank displays less than satisfactory responsiveness to community development needs of the Iowa AA through community development lending, investments, and services.

Appendix A: Scope of Examination

Time Period Reviewed	Lending Test: (01/01/09 to 12/20/11) Community Development Test: (07/08/08 to 01/03/12)	
Financial Institution		Products Reviewed
Sterling Federal Bank, F.S.B. Sterling, Illinois		Home mortgage and community development loans; qualified investments
Affiliate(s)	Affiliate Relationship	Products Reviewed
No affiliate activity was considered in this evaluation.		
List of Assessment Areas and Type of Examination		
Assessment Area	Type of Exam	Other Information
Illinois AA	Full Scope	Lee, Ogle, and Whiteside Counties
Iowa AA	Full Scope	Clinton County

Market Profile Tables

Illinois AA

The Illinois AA is not located in an MSA and consists of thirty-eight geographies; nine geographies in Lee County, eleven geographies in Ogle County, and eighteen geographies in Whiteside County. Two geographies are designated moderate-income (5%), while the remaining thirty-six geographies are designated middle- or upper-income (95%). The two moderate-income geographies are located in the town portions of Sterling and Rock Falls in Whiteside County.

Table 12 - Demographic Information for the Illinois AA					
Demographic Characteristics	#	Low % of #	Mod % of #	Middle % of #	Upper % of #
Geographies (Census Tracts)	38	0%	5%	66%	29%
Population by Geography	147,747	0%	5%	65%	30%
Owner-Occupied Housing by Geography	41,787	0%	4%	63%	33%
Businesses by Geography	9,730	0%	3%	66%	31%
Farms by Geography	1,384	0%	1%	62%	37%
Family Distribution by Census Tract	40,194	0%	4%	64%	32%
Family Distribution by Income Level	40,194	13%	17%	24%	46%
Median Family Income	\$49,903	Median Housing Value		\$88,818	
Median Household Income	\$42,496	Median Year Built		1956	
2011 HUD Adjusted Median Family Income for the MSA	\$56,600	Average Monthly Gross Rent		\$473	
Households Below the Poverty Level	8%				

Source: 2000 U.S. Census Data

Iowa AA

The Iowa AA is not located in an MSA and consists of Clinton County, which is composed of twelve geographies. One geography is designated moderate-income (8%), while the remaining eleven geographies are designated middle- or upper-income (92%). The one moderate-income geography is located in a portion of the city of Clinton.

Table 13 - Demographic Information for the Iowa AA

Demographic Characteristics	#	Low % of #	Mod % of #	Middle % of #	Upper % of #
Geographies (Census Tracts)	12	0%	8%	75%	17%
Population by Geography	50,149	0%	7%	72%	21%
Owner-Occupied Housing by Geography	14,655	0%	5%	74%	31%
Businesses by Geography	4,170	0%	12%	64%	24%
Farms by Geography	549	0%	1%	84%	15%
Family Distribution by Census Tract	13,785	0%	5%	74%	21%
Family Distribution by Income Level	13,785	16%	18%	25%	41%
Median Family Income	\$46,835	Median Housing Value			\$71,726
Median Household Income	\$38,435	Median Year Built			1951
2011 HUD Adjusted Median Family Income for the MSA	\$58,500	Average Monthly Gross Rent			\$400
Households Below the Poverty Level	10%				

Source: 2000 U.S. Census Data