
Federal Reserve Release



H.2

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

*No. 32
Week Ending August 9, 1997*

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

ACTIONS TAKEN BY THE BOARD OF GOVERNORS

BANK HOLDING COMPANIES

CoreStates Financial Corporation, Philadelphia, Pennsylvania -- to engage in certain nonbanking activities through CoreStates Securities Corporation.
- Permitted, August 4, 1997

FORMS

Report of Transaction Accounts, Other Deposits and Vault Cash (FR 2900); Report of Certain Eurocurrency Transactions (FR 2950/2951); Quarterly Report of Selected Total Deposits and Reservable Liabilities (FR 2910q); Annual Report of Total Deposits and Reservable Liabilities (FR 2910a); Allocation of Low Reserve Tranche and Reservable Liabilities Exemption (FR 2930/2930a); Daily Advance Report of Deposits (FR 2000); and Weekly Report of Deposits (FR 2001) -- extension for three years with revision for FR 2900 and FR 2950/2951; and extension for three years, without revision for FR 2910q, FR 2910a, FR 2930/2930a, FR 2000, and for FR 2001.
- Approved, August 8, 1997

Uniform Application for Municipal Securities Principal or Municipal Securities Representative Associated with a Bank Municipal Securities Dealer (FR MSD-4); and Uniform Termination Notice for Municipal Securities Principal or Municipal Securities Representative Associated with a Bank Municipal Securities Dealer (FR MSD-5) -- extension for three years, with revision.
- Approved, August 5, 1997

REGULATIONS AND POLICIES

Profitability of Credit Card Operations of Depository Institutions -- annual report to the Congress.
- Approved, August 5, 1997

Regulation D -- request for comment on proposed amendments regarding pass-through accounts and reserve accounts of foreign bank offices and Edge and agreement corporations (Docket R-0980).
- Approved, August 4, 1997

H.2

August 3, 1997 to August 9, 1997

**ACTIONS TAKEN BY THE STAFF AND THE FEDERAL RESERVE BANKS
UNDER DELEGATED AUTHORITY**

Abbreviations: BS&R - Banking Supervision and Regulation; C&CA - Consumer and Community Affairs; FOMC - Federal Open Market Committee; RBOPS - Reserve Bank Operations and Payment Systems; IF - International Finance; OSDM - Office of Staff Director for Management

BANK BRANCHES, DOMESTIC

Atlanta

Colonial Bank, Montgomery, Alabama -- to establish a branch at 3379 Peachtree Road, Atlanta, Georgia.
- Approved, August 7, 1997

Colonial Bank, Montgomery, Alabama -- to establish a branch at 5441 Highway 90 West, Mobile, Alabama.
- Approved, August 7, 1997

Chicago

F & M Bank-Northeast, Pulaski, Wisconsin -- to establish a branch at 1926 and 1934 Dickinson Road, DePere, Wisconsin.
- Approved, August 4, 1997

Philadelphia

Madison Bank, Blue Bell, Pennsylvania -- to establish a branch office at 100 Main Street, Lansdale, Pennsylvania.
- Approved, August 8, 1997

Chicago

Mercantile Bank of Western Iowa, Des Moines, Iowa -- to establish a branch at the Clay County Fair, 1404 4th Avenue West, Spencer, Iowa.
- Approved, August 7, 1997

San Francisco

San Benito Bank, Hollister, California -- to establish a branch at 751 First Street, Gilroy, California.
- Approved, August 6, 1997

San Francisco

Silicon Valley Bank, Santa Clara, California -- to establish a branch at 899 Adams Street, St. Helena, California.
- Approved, August 6, 1997

August 3, 1997 to August 9, 1997

**ACTIONS TAKEN BY THE STAFF AND THE FEDERAL RESERVE BANKS
UNDER DELEGATED AUTHORITY**

Richmond

The Bank of Floyd, Floyd, Virginia -- to establish a branch at 185 South Main Street, Hillsville, Virginia.

- Approved, August 4, 1997

BANK HOLDING COMPANIES

Chicago

Bank of Elmwood Employee Stock Ownership Plan and Trust, Racine, Wisconsin -- to acquire additional shares of Elmwood Financial Corporation, Racine, Wisconsin.

- Approved, August 8, 1997

Kansas City

Central Bancshares, Inc., Kansas City, Missouri -- to acquire Cash Now L.L.C., Grandview, Missouri, and Cash Now, Inc., Kansas City, Kansas. and engage in lending and check cashing activities.

- Permitted, August 8, 1997

Kansas City

Citizens Bancshares Company, Chillicothe, Missouri -- to engage de novo in purchasing and servicing accounts receivable through a joint venture.

- Permitted, August 4, 1997

Kansas City

Community Bankshares, Inc., Denver, Colorado -- to acquire shares of Upper Rio Grande Bank Corporation, Del Norte, Colorado.

- Approved, August 6, 1997

Kansas City

First Fairland Bancshares, Inc., Fairland, Oklahoma -- to acquire Fairland Holding Company, Neosho, Missouri.

- Approved, August 8, 1997

Kansas City

First National Bank Shares, Ltd., Great Bend, Kansas -- to acquire shares of Bank West, Castle Rock, Colorado.

- Approved, August 6, 1997

August 3, 1997 to August 9, 1997

**ACTIONS TAKEN BY THE STAFF AND THE FEDERAL RESERVE BANKS
UNDER DELEGATED AUTHORITY**

Philadelphia

Keystone Financial Inc., Harrisburg, Pennsylvania -- to acquire MMC & P, Inc., Pittsburgh, Pennsylvania, and thereby engage in employee benefits consulting services.

- Approved, August 5, 1997

Kansas City

Lexington B&L Financial Corp., Lexington, Missouri -- to acquire Lafayette Bancshares, Inc., and engage in operating a savings association through ownership of B&L Bank.

- Approved, August 7, 1997

Cleveland

Mellon Bank Corporation, Pittsburgh, Pennsylvania -- to acquire an equity investment in Money Station, Inc., Columbus, Ohio.

- Permitted, August 5, 1997

St. Louis

Middleburg Bancorp, Inc., Middleburg, Kentucky -- to acquire voting stock of Lincoln Financial Bancorp, Inc., Stanford, Kentucky, and thereby indirectly acquire Lincoln Federal Savings Bank, Liberty, Kentucky.

- Approved, August 5, 1997

Chicago

Northwest Suburban Bancorp, Inc., Arlington Heights, Illinois -- to acquire shares of Mount Prospect National Bank, Mount Prospect, Illinois.

- Approved, August 4, 1997

Minneapolis

Norwest Corporation, Minneapolis, Minnesota -- to acquire The Bank of the Southwest, N.A., Pagosa Springs, Colorado.

- Approved, August 7, 1997

Norwest Corporation, Minneapolis, Minnesota -- to engage through Norwest Financial Services, Inc., and Norwest Financial, Inc., both of Des Moines, Iowa, in consumer finance activities and the sale of insurance related to extensions of credit through the acquisition of Fidelity Acceptance Corporation, Kansas City, Missouri.

- Permitted, August 7, 1997

August 3, 1997 to August 9, 1997

**ACTIONS TAKEN BY THE STAFF AND THE FEDERAL RESERVE BANKS
UNDER DELEGATED AUTHORITY**

Cleveland

Peoples Bancorp, Inc., Marietta, Ohio -- to acquire Gateway Bancorp, Inc.,
Catlettsburg, Kentucky.
- Approved, August 5, 1997

New York

Royal Bank of Canada -- to engage through RBC Dominion Securities Corporation,
New York, New York, in certain futures commission merchant activities.
- Permitted, August 4, 1997

Secretary

SouthTrust Corporation, Birmingham, Alabama, and SouthTrust of Alabama, Inc. --
request for waiver of application to acquire Barnett Bank of Southwest Georgia,
Columbus, Georgia.
- Granted, August 4, 1997

Dallas

Sterling Bancshares, Inc., Houston, Texas -- to acquire First Houston Bancshares,
Inc., Houston, Texas, and Houston National Bank.
- Approved, August 7, 1997

Kansas City

Stockmens Financial Corporation, Rushville, Nebraska -- to acquire shares of
BankWest, Castle Rock, Colorado.
- Approved, August 6, 1997

Richmond

Triangle Bancorp, Inc., Raleigh, North Carolina -- to acquire Bank of Mecklenburg,
Charlotte, North Carolina.
- Approved, August 6, 1997

BANK MERGERS

Richmond

Bank of Mecklenburg, Charlotte, North Carolina -- to merge with
Triangle-Mecklenburg Interim Bank, Charlotte.
- Approved, August 6, 1997

August 3, 1997 to August 9, 1997

**ACTIONS TAKEN BY THE STAFF AND THE FEDERAL RESERVE BANKS
UNDER DELEGATED AUTHORITY**

Atlanta

Colonial Bank, Montgomery, Alabama -- to merge with First Independence Bank of Florida, Fort Myers, Florida.
- Approved, August 7, 1997

Richmond

First Virginia Bank-Southwest, Roanoke, Virginia -- to merge with Premier Bank-South, N.A., Wytheville, Virginia.
- Approved, August 6, 1997

Richmond

Resource Bank, Virginia Beach, Virginia -- to merge with Eastern American Bank, F.S.B., Herndon, Virginia, and establish two branches.
- Approved, August 7, 1997

BANKS, NONMEMBER, AND MISCELLANEOUS INSTITUTIONS

San Francisco

Stockton Trust, Inc., Phoenix, Arizona -- request for relief from certain commitments.
- Withdrawn, August 8, 1997

BANKS, STATE MEMBER

Chicago

Marshall & Ilsley Corporation and M & I Marshall Ilsley Bank, Milwaukee, Wisconsin -- request for waiver of application to acquire eleven interim banks.
- Granted, August 7, 1997

Chicago

Nichols Bancorp, Inc., Nichols, Wisconsin -- request for waiver of a commitment in connection with the purchase of a commercial lot.
- Granted, August 8, 1997

CHANGE IN BANK CONTROL

Kansas City

Interstate Bank, Great Bend, Kansas -- change in bank control.
- Permitted, August 4, 1997

August 3, 1997 to August 9, 1997

**ACTIONS TAKEN BY THE STAFF AND THE FEDERAL RESERVE BANKS
UNDER DELEGATED AUTHORITY**

COMPETITIVE FACTORS REPORTS

New York

Bank Leumi Trust Company of New York, New York, New York -- report on competitive factors of the the proposed acquisition of assets and assumption of liabilities of three United States branches of Bank Leumi Le-Israel B.M., Tel Aviv, Israel.

- Submitted, August 6, 1997

Richmond

Bank of Raleigh, Beckley, West Virginia -- report on competitive factors of the proposed merger with Beckley Federal Savings Bank, Beckley, West Virginia.

- Submitted, August 5, 1997

Minneapolis

Bank of the Southwest, N.A., Pagosa Springs, Colorado -- report on competitive factors of the proposed acquisition of assets and assumption of liabilities of Norwest Interim Bank Southwest, N.A.

- Approved, August 7, 1997

Boston

BankBoston National, Boston, Massachusetts -- report on competitive factors of the proposed acquisition of assets and assumption of liabilities of Pacific National Bank, Nantuck, Massachusetts.

- Submitted, August 8, 1997

New York

China Trust Bank of New York, New York, New York -- report on competitive factors of the proposed acquisition of certain assets and assumption of certain liabilities of a branch of The Bank of New York in Hackensack, New Jersey.

- Submitted, August 5, 1997

San Francisco

Citizens State Bank of Santa Paula, Santa Paula, California -- report on competitive factors of the proposed merger with Interim Citizens, Inc.

- Submitted, August 8, 1997

August 3, 1997 to August 9, 1997

**ACTIONS TAKEN BY THE STAFF AND THE FEDERAL RESERVE BANKS
UNDER DELEGATED AUTHORITY**

Richmond

Community First Bank, Walhalla, South Carolina -- report on competitive factors of the proposed merger with Interim Community First Bank.
- Submitted, August 5, 1997

St. Louis

Farmers Deposit Bank, Middleburg, Kentucky -- report on competitive factors of the proposed merger with Lincoln Federal Savings Bank, Liberty, Kentucky.
- Submitted, August 4, 1997

Chicago

First State Bank, New London, Wisconsin -- report on competitive factors of the proposed purchase of assets and assumption of liabilities of the Cecil, Wisconsin, branch of M&I Bank of Shawano, Shawano, Wisconsin.
- Submitted, August 4, 1997

First State Bank, New London, Wisconsin -- report on competitive factors of the proposed purchase of assets and assumption of liabilities of the Waupaca, Wisconsin, branch of Security Bank. S.S.B., Milwaukee, Wisconsin.
- Submitted, August 4, 1997

Richmond

Matawan National Bank, Williamson, West Virginia -- report on competitive factors of the proposed merger with Matewan National Bank/Kentucky, Pikeville, Kentucky.
- Submitted, August 8, 1997

Atlanta

Merchants Bank, Jackson, Alabama -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of the Grove Hill Branch of United Security Bank, Thomasville, Alabama.
- Submitted, August 6, 1997

Minneapolis

Mid-Wisconsin Bank, Medford, Wisconsin -- report on competitive factors of the proposed purchase of the assets and assumption of the liabilities of the Northern and Tomahawk, Wisconsin, branches of M&I Merchants Bank, Rhinelander, Wisconsin.
- Approved, August 8, 1997

August 3, 1997 to August 9, 1997

**ACTIONS TAKEN BY THE STAFF AND THE FEDERAL RESERVE BANKS
UNDER DELEGATED AUTHORITY**

Atlanta

Peoples Bank, Winder, Georgia -- report on competitive factors of the proposed merger with Peoples Interim Corporation, Winder, Georgia.
- Submitted, August 6, 1997

Richmond

Peoples Federal Savings and Loan Association, Conway, South Carolina -- report on competitive factors of the proposed merger with Investors Savings Bank of South Carolina, Inc., Florence, South Carolina.
- Submitted, August 6, 1997

Minneapolis

Richfield Interim Bank & Trust Company, Richfield, Minnesota -- report on competitive factors of the proposed merger with Richfield Bank & Trust Company, Richfield, Minnesota.
- Submitted, August 6, 1997

Secretary

SouthTrust Bank of Alabama, N.A., Birmingham, Alabama -- report on competitive factors of the proposed merger with Barnett Bank of Southwest Georgia, Columbus, Georgia.
- Submitted, August 7, 1997

EXTENSIONS OF TIME

San Francisco

BankAmerica Corporation, San Francisco, California -- extension to divest certain property.
- Approved, August 5, 1997

Chicago

Country Bancorporation, Crawfordsville, Iowa -- extension to November 15, 1997, to acquire shares of Hiawatha Bank and Trust Company, Hiawatha, Iowa.
- Granted, August 5, 1997

St. Louis

FGH Bancorp, Inc., Herrin, Illinois -- extension to November 15, 1997, to become a bank holding company through the acquisition of shares of Bank of Herrin, and Carterville State & Savings Bank, Carterville, Illinois.
- Approved, August 5, 1997

August 3, 1997 to August 9, 1997

**ACTIONS TAKEN BY THE STAFF AND THE FEDERAL RESERVE BANKS
UNDER DELEGATED AUTHORITY**

Chicago

Halbur Bancshares, Inc., Halbur, Iowa -- extension to November 5, 1997, to redeem shares.

- Approved, August 5, 1997

MEMBERSHIP

Chicago

Charter Bank, Wyandotte, Michigan -- to become a member of the Federal Reserve System.

- Approved, August 8, 1997

**ACTIONS TAKEN BY THE STAFF AND THE FEDERAL RESERVE BANKS
UNDER DELEGATED AUTHORITY**

COMPETITIVE FACTORS REPORTS

San Francisco

Hawaiian Trust Company, Ltd., Honolulu, Hawaii -- report on competitive factors of the proposed merger with Bank of Hawaii.
- Submitted, August 1, 1997

New York

Synergy Federal Credit Union, Cranford, New Jersey -- report on competitive factors of the proposed merger with Synergy Federal Mutual Savings Bank.
- Submitted, July 28, 1997

EXTENSIONS OF TIME

Atlanta

First Citizens Bancorp, Cleveland, Tennessee -- extension to November 2, 1997, to convert its subsidiary, The Home Bank of Ducktown, Ducktown, Tennessee, to a federally chartered savings bank.
- Granted, August 1, 1997

FEDERAL RESERVE BANK OF BOSTON APPLICATIONS

SECTION I - APPLICATIONS SUBJECT TO
NEWSPAPER NOTICE ONLY

Application Comment Period Ending Date
NONE

SECTION II - APPLICATIONS SUBJECT TO BOTH
NEWSPAPER AND FEDERAL REGISTER NOTICE

Application Comment Period Ending Date

FSB Bancorp, MHC and FSB Newspaper 08/24/97
Bancorp, both of Farmington,
Maine -3(a)(1) application Federal Register 08/28/97
to become bank holding
companies through the
acquisition of Franklin
Savings Bank, Farmington,
Maine*

SECTION III - APPLICATIONS SUBJECT TO
FEDERAL REGISTER NOTICE ONLY

Application Comment Period Ending Date
NONE

SECTION IV - APPLICATIONS NOT SUBJECT TO
FEDERAL REGISTER OR NEWSPAPER NOTICE

Application
NONE

SECTION V - AVAILABILITY OF CRA PUBLIC EVALUATIONS

Institution Examination Date Rating**
NONE

SECTION VI - APPLICATIONS BULLETIN

Effective April 21, 1997, information regarding the comment periods associated with applications and notices submitted to the Federal Reserve Bank of Boston for processing under section 3 and 4(c)(8) of the Bank Holding Company Act of 1956, as amended, will be available 24 hours a day by calling the following toll-free number 1-800-896-9480.

*Subject to CRA.

**Rating Definitions: "O" - Outstanding; "S" - Satisfactory; "N" - Needs to Improve; "SN" - Substantial Noncompliance

SECTION I

**Applications Subject to Newspaper
Notice Only**

None.

SECTION II

**Applications Subject to Both
Newspaper and Federal Register Notice**

Banco Santander, S.A.'s ("Santander") wholly-owned subsidiaries, Santander Holding Internacional, S.A. ("Santander Holding") and Santusa Holding, S.L. ("Santusa"), all of Madrid Spain (together, the "Applicants"), to become bank holding companies in connection with the transfer of all of the common stock of Santander's 99.6 percent owned subsidiary, Banco Santander Puerto Rico, Hato Rey, Puerto Rico, to Santusa and to retain: (i) 9.89 percent of the shares of The Royal Bank of Scotland Group plc, Edinburg, Scotland; and (ii) 9.81 percent of the shares of First Union Corporation, Charlotte, North Carolina. Concurrent notice by Applicants to retain indirect interests in certain nonbanking subsidiaries of RBSG and First Union, and thereby engage in certain nonbanking activities.^{1/}

08/22/97 3/

SECTION III

**Nonbanking Applications
(subject to Federal Register Notice Only)**

Suez Lyonnaise des Eaux, Paris, France, Societe Generale de Belgique, Brussels, Belgium, and Generale de Banque, Brussels, Belgium, to acquire 51 percent of the voting stock of Harbor Capital Management, Inc., Boston, Massachusetts, and thereby engage de novo in the following activities: investment advisory activities; investment transactions as principal; and serving as general partner of, and providing management and private placement services to unregistered investment funds.

08/21/97

SECTION IV

**Applications Not Involving
Public Comment**

None.

SECTION V

Availability of CRA Public Evaluations

In connection with the assessment of each insured depository institution's CRA performance, a rating is assigned from the following group:

Outstanding record of meeting community credit needs.

An institution in this group has an outstanding record of, and is a leader in, ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

Satisfactory record of meeting community credit needs.

An institution in this group has a satisfactory record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate- income neighborhoods, in a manner consistent with its resources and capabilities.

Needs to improve record of meeting community credit needs.

An institution in this group needs to improve its overall record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate income neighborhoods, in a manner consistent with its resources and capabilities.

Substantial noncompliance in meeting community credit needs.

An institution in this group has a substantially deficient record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate- income neighborhoods, in a manner consistent with its resources and capabilities.

Week Ending August 9, 1997

NAME OF BANK

RATING

EXAMINATION DATE

None

-
- 1/ Subject to provisions of Community Reinvestment Act.
 - 2/ Later of dates specified in newspaper and Federal Register notices.
 - 3/ Date specified in newspaper notice; a later date may be specified in the Federal Register notice.
 - 4/ Date specified in Federal Register notice; a later date may be specified in the newspaper notice.
- N/A - Not Available

FEDERAL RESERVE BANK OF PHILADELPHIA

**SECTION I - APPLICATIONS RECEIVED AND SUBJECT TO NEWSPAPER
NOTICE ONLY**

Ambassador Bank of the Commonwealth, Allentown, Pennsylvania to effect and survive a merger with Wilbur Savings Bank, Bethlehem, Pennsylvania, pursuant to Section 5(d)(3) of the Federal Deposit Insurance Act.

Newspaper comment period expires: expired

**SECTION II - APPLICATIONS RECEIVED AND SUBJECT TO BOTH NEWSPAPER
AND FEDERAL REGISTER NOTICE**

NONE

**SECTION III - APPLICATIONS RECEIVED AND SUBJECT TO FEDERAL
REGISTER NOTICE ONLY**

NONE

**SECTION IV - APPLICATIONS RECEIVED AND NOT SUBJECT TO FEDERAL
REGISTER NOTICE OR NEWSPAPER**

NONE

FEDERAL RESERVE BANK OF PHILADELPHIA

SECTION V - AVAILABILITY OF CRA PUBLIC EVALUATIONS

The following institutions were examined for CRA. The 30-business day period the bank has to make the evaluation public has lapsed during the week ending August 8, 1997.

Identification of Ratings

In connection with the assessment of each insured depository institution's CRA performance, a rating is assigned from the following groups:

Outstanding record of meeting community credit needs.

An institution in this group has an outstanding record of, and is a leader in, ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

Satisfactory record of meeting community credit needs.

An institution in this group has a satisfactory record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

Needs to improve record of meeting community credit needs.

An institution in this group needs to improve its overall record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

Substantial noncompliance in meeting community credit needs.

An institution in this group has a substantially deficient record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

<u>Bank/Location</u>	<u>Examination Date</u>	<u>CRA Rating</u>
NONE	NONE	NONE

District
Federal Reserve Bank of Cleveland
Applications and notifications filed during the week ending 8/9/97

Section I - Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
	NONE	

Footnotes

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
	NONE	

Footnotes

Section III - Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
	NONE	

Footnotes

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
	NONE	

Footnotes

Section V - Availability of CRA public evaluations

Description of the CRA Goal against which institutions are evaluated, the four performance levels, and the institutions for which an evaluation is publicly available.

The CRA requires a periodic evaluation of each covered institution regarding the extent to which it has ascertained, and helped meet, the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

The federal bank regulators use the following four performance levels to rate an institution's performance under CRA.:

- Outstanding**
- Satisfactory**
- Needs to Improve**
- Substantial noncompliance**

<i>RSSD number</i>	<i>Institution/ Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>
212522	Somerset Trust Company P.O. Box 777 151 West Main Street Somerset, KY 15501	4/28/97	8/04/97	Satisfactory

Footnotes

Federal Reserve Bank of Richmond

Section I - Applications Subject to Newspaper

Notice Only

<u>Application</u>	<u>Comment Period Ending Date</u>
First Community Bank, Inc., Buckhannon, West Virginia, to acquire certain assets and assume certain liabilities of the Man, West Virginia, branch of The Huntington National Bank, Columbus, Ohio.*	8-28-97
Crestar Bank, Richmond, Virginia, to merge with American National Savings Bank, F.S.B., Baltimore, Maryland.*	8-30-97
Pee Dee State Bank, Timmons ville, South Carolina, to establish a branch at 760 West Liberty Street, Sumter, South Carolina.*	9-2-97
Centura Bank, Rocky Mount, North Carolina, to purchase certain assets and assume certain liabilities of the Calabash, Dunn, Harmony, Hertford, and Richlands, North Carolina, branches of NationsBank, National Association, Charlotte, North Carolina.*	9-4-97

Section II - Applications Subject to Both

Newspaper and Federal Register Notice

<u>Application</u>	<u>Comment Period Ending Date</u>
None.	

Section III - Applications Subject to Federal Register Notice

<u>Application</u>	<u>Comment Period Ending Date</u>
None.	

Section IV - Application Not Subject to
Federal Register Notice or Newspaper Notice

Application

None.

*Application is subject to CRA requirements.

Federal Reserve Bank of Richmond

Section V - Availability of CRA Public Evaluations

Week ending August 8, 1997

Definition of Ratings

Outstanding record of meeting community credit needs.

An institution in this group has an outstanding record of, and is a leader in, ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

Satisfactory record of meeting community credit needs.

An institution in this group has a satisfactory record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

Needs to improve record of meeting community credit needs.

An institution in this group needs to improve its overall record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

Substantial noncompliance in meeting community credit needs.

An institution in this group has a substantially deficient record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

<u>RSSD</u>		<u>Examination</u>	
<u>Number</u>	<u>Name of Bank</u>	<u>Date</u>	<u>Rating</u>
911825	Heritage Bank and Trust 841 North Military Highway Norfolk, Virginia 23502-3626	5-19-97	Satisfactory

Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending August 8, 1997

Section 1 - Applications Subject to Newspaper Notice Only

<u>Application</u>	<u>Comment Period Ending Date</u>
AmSouth Bank Birmingham, Alabama To establish a branch located at 11314 Causeway Boulevard, Brandon, Florida.	08-29-97*
AmSouth Bank Birmingham, Alabama To establish a branch located at 15051 Tamiami Trail, Fort Myers, Florida.	08-29-97*
Colonial Bank Montgomery, Alabama To establish a branch located at 4336 US Highway 231, Wetumpka, Alabama.	09-07-97*
Metro Bank of Dade County Coral Gables, Florida To establish a branch located at 4820 N. Federal Highway, Lighthouse Point, Florida.	08-07-97*

Section 2 - Applications Subject to Both
Newspaper and Federal Register Notice

<u>Application</u>	<u>Comment Period Ending Date</u>
Valley National Corporation Lanett, Alabama 1-BHC formation, Valley National Bank of Lanett, Lanett, Alabama.	Not yet available*
Independent Bancshares, Inc. Powder Springs, Georgia After-the-fact change in control by Mr. Bob Maurice Prillaman and Ms. Lillias B. Prillaman to retain 10.4 percent of the outstanding shares of Independent Bancshares, Inc., Powder Springs, Georgia.	Not yet available*

*Subject to provisions of the Community Reinvestment Act.

Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending August 8, 1997

Section 2 - Applications Subject to Both
Newspaper and Federal Register Notice

<u>Application</u>	<u>Comment Period Ending Date</u>
St. Mary Holding Corporation Franklin, Louisiana After-the-fact change in control notice by Mr. Marshall T. Reynolds to retain 11.1 percent of the outstanding shares of St. Mary Holding Corporation, Franklin, Louisiana.	08-27-97* Newspaper
Tri-Parish Bancshares, Ltd. Eunice, Louisiana Change in control notice by Harold Edwin McGlasson, Karen Jane Veilon McGlasson and Vorhies & Labbe Profit Sharing Plan, to increase their ownership to 32.25 percent of the outstanding shares of Tri-Parish Bancshares, Ltd., Eunice, Louisiana.	08-13-97* Newspaper

Section 3 - Applications Subject to Federal Register Only

<u>Application</u>	<u>Comment Period Ending Date</u>
CB&T, Inc. McMinnville, Tennessee After-the-fact notice to retain CB&T Insurance, Inc., Smithville, Tennessee, and thereby continue engaging in insurance activities, pursuant to Section 225.28(b)(11)(iii) of Regulation Y and Section 4(c)(8) of the Bank Holding Company Act.	08-20-97

Section 4 - Applications Not Subject to
Federal Register Notice or Newspaper Notice

<u>Application</u>
Gulf West Banks, Inc. St. Petersburg, Florida Request for waiver of the application requirement of Section 3(a)(3) of the Bank Holding Company Act to acquire Citizens National Bank and Trust Company, Port Richey, Florida.

*Subject to provisions of the Community Reinvestment Act.

Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending August 8, 1997

Section 10 - Availability of CRA Public Evaluations

The CRA public evaluations of the insured depository institutions listed below became available during this week. Information about an institution's CRA evaluation may be obtained directly from the institution. In connection with the assessment of an institution's CRA performance, a rating is assigned from the following groups:

Outstanding record of meeting community credit needs: An institution has an outstanding record of, and is a leader in, ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

Satisfactory record of meeting community credit needs: An institution has a satisfactory record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

Needs to improve record of meeting community credit needs: An institution needs to improve its overall record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

Substantial noncompliance in meeting community credit needs: An institution has a substantially deficient record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

<u>Bank</u>	<u>CRA Rating</u>	<u>Examination Date</u>
Independent Bank of Ocala Post Office Box 2900 Ocala, Florida 32678 (904) 622-2377	Satisfactory	04-28-97
Family Bank Post Office Box 10 Hallandale, Florida 33009 (305) 458-2211	Satisfactory	04-21-97

Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending August 8, 1997

<u>Recently Approved Applications</u>	<u>Approval Date</u>
Colonial Bank Montgomery, Alabama To merge with First Independence Bank of Florida, Fort Myers, Florida, pursuant to Section 18(c) of the Federal Deposit Insurance Act.	08-06-97
Colonial Bank Montgomery, Alabama To establish a branch located at 5441 Highway 90 West, Mobile, Alabama.	08-07-97
Colonial Bank Montgomery, Alabama To establish a branch located at 3379 Peachtree Road, Atlanta, Georgia.	08-07-97
SouthTrust Corporation Birmingham, Alabama Request for waiver of the application requirement of Section 3(a)(3) of the Bank Holding Company Act by SouthTrust Corporation, Birmingham, Alabama, to acquire Barnett Bank of Southwest Georgia, Columbus, Georgia.	08-04-97
Compass Bank Jacksonville, Florida To establish a branch located at the intersection of J. Turner Butler Boulevard and Gate Parkway, Florida.	08-06-97

Federal Reserve Bank of Chicago

Section I - Applications Subject to Newspaper
Notice Only

<u>Type</u>	<u>Application</u>	<u>Comment Period Ending Date</u>
Branch	First American Bank Carpentersville, Illinois Northeast corner of intersection of Roosevelt Road (Route 38) and Bakerhill Road Glen Ellyn, Illinois	NP - 8-7-97
Branch	Fifth Third Bank of Central Indiana Indianapolis, Indiana 3060 Valley Farms Road Indianapolis, Indiana	NP - 8-15-97
Branch	First Farmers Bank & Trust Company Converse, Indiana 36 West Fifth Street Peru, Indiana	NP - 8-18-97
Branch	Mercantile Bank of Western Iowa Des Moines, Iowa Clay County Fair, 1404 4th Avenue West Spencer, Iowa	NP - 8-4-97
Branch & Merger	F & M Bank-Fennimore Fennimore, Wisconsin F & M Bank - Potosi Potosi, Wisconsin F & M Bank - Lancaster Lancaster, Wisconsin to establish branches at 302 South Madison Lancaster, Wisconsin 102 South Main Street Potosi, Wisconsin 100 Rosalyn Avenue Dickeyville, Wisconsin	NP - **

Federal Reserve Bank of Chicago

Section I - Applications Subject to Newspaper
Notice Only cont'd

<u>Type</u>	<u>Application</u>	<u>Comment Period Ending Date</u>
Branch	F & M Bank - Appleton Appleton, Wisconsin 3000 E. College Avenue Appleton, Wisconsin	NP - 8-25-97
Reg K	Caisse Nationale de Credit Agricole Paris, France To establish branches in New York, New York and Chicago, Illinois	NP - 8-9-97
Reg K	Credit Agricole Indosuez Paris, France To establish branches in New York, New York and Chicago, Illinois	NP - 8-9-97
Branch	Firststar Bank Wisconsin Madison, Wisconsin East Pointe Shopping Center 5673 Highway 10 East Stevens Point, Wisconsin	NP - 8-21-97

NP - Newspaper

FR - Federal Register

* - Subject to Provisions of Community Reinvestment Act

** - Not available at this time

Federal Reserve Bank of Chicago

Section II - Applications Subject to Both Newspaper and Federal Register Notice

<u>Type</u>	<u>Application</u>	<u>Comment Period Ending Date</u>
3(a)(3)	Bank of Elmwood Employee Stock Ownership Plan and Trust* Racine, Wisconsin Elmwood Financial Corporation Racine, Wisconsin Bank of Elmwood Racine, Wisconsin	FR - 8-4-97 NP - 7-24-97
CoC-HC	Damen Financial Corporation Schaumburg, Illinois By Jackson Boulevard Fund, Ltd. and Paul J. Duggan	FR - ** NP - **
3(a)(1)	Progressive Bancorp, Inc.* Pekin, Illinois Pekin Savings, S.B. Pekin, Illinois	FR - 8-15-97 NP - 8-14-97
CoC-HC	First Business Bancshares, Inc. Madison, Wisconsin By Sam Jacobsen	FR - ** NP - **
3(a)(1)	First State Bancshares, Inc.* Ida Grove, Iowa First State Bank Ida Grove, Iowa	FR - 8-15-97 NP - 8-22-97
3(a)(1)	Hometown Independent Bancorp, Inc.* Morton, Illinois Morton Community Bank Morton, Illinois	FR - 8-15-97 NP - **

Federal Reserve Bank of Chicago

Section II - Applications Subject to Both Newspaper and Federal
Register Notice cont'd

<u>Type</u>	<u>Application</u>	<u>Comment Period Ending Date</u>
4(c)(8)	Associated Banc-Corp Green Bay, Wisconsin First Financial Corporation Stevens Point, Wisconsin First Financial Bank, FSB Stevens Point, Wisconsin Appraisals Services, Inc. Milwaukee, Wisconsin First Financial Card Services Bank, N.A. Stevens Point, Wisconsin	FR - 8-15-97 NP - 7-16-97
3(a)(3)	O.A.K. Financial Corporation* Byron Center, Michigan Caledonia Financial Corporation Caledonia, Michigan State Bank of Caledonia Caledonia, Michigan	FR - 8-15-97 NP - 8-11-97
3(a)(3)	Mid City Financial Corporation* Chicago, Illinois Abrams Centre Bancshares, Inc. Dallas, Texas Abrams Centre National Bank Dallas, Texas	FR - 8-28-97 NP - 8-25-97
COC-HC	Northern Bankshares, Inc. McFarland, Wisconsin By E. David Locke	FR - ** NP - **

Federal Reserve Bank of Chicago

Section III - Applications Subject to Federal Register
Notice Only

<u>Type</u>	<u>Application</u>	<u>Comment Period Ending Date</u>
4(c)(8)	First National Bancshares, Inc. East Lansing, Michigan To engage de novo in making & servicing loans through its subsidiary Finance Company of North America, LLC East Lansing, Michigan	FR - 8-7-97
4(c)(8)	ABN AMRO Bank, N.V. Amsterdam, The Netherlands Visa Interactive, Inc. through Integriion Financial Network, LLC, Atlanta, Georgia	FR - 8-11-97
4(c)(8)	ABN AMRO Holding, N.V. Amsterdam, The Netherlands Visa Interactive, Inc. through Integriion Financial Network, LLC, Atlanta, Georgia	FR - 8-11-97
4(c)(8)	ABN AMRO North America, Inc. Chicago, Illinois Visa Interactive, Inc. through Integriion Financial Network, LLC, Atlanta, Georgia	FR - 8-11-97
4(c)(8)	Stichting Administratiekantoor ABN AMRO Holding Amsterdam, The Netherlands Visa Interactive, Inc. through Integriion Financial Network, LLC, Atlanta, Georgia	FR - 8-11-97
4(c)(8)	Stichting Prioriteit ABN AMRO Holding Amsterdam, The Netherlands Visa Interactive, Inc. through Integriion Financial Network, LLC, Atlanta, Georgia	FR - 8-11-97

Federal Reserve Bank of Chicago

Section III - Applications Subject to Federal Register
Notice Only cont'd

<u>Type</u>	<u>Application</u>	<u>Comment Period</u> <u>Ending Date</u>
4(c)(8)	Northern Bankshares, Inc. McFarland, Wisconsin To extend its lending authority	FR - **
4(c)(8)	Bank of Montreal Toronto, Canada Cash Station, Inc. Chicago, Illinois	FR - **
4(c)(8)	Bankmont Financial Corp. Chicago, Illinois Cash Station, Inc. Chicago, Illinois	FR - **
4(c)(8)	Harris Bankcorp, Inc. Chicago, Illinois Cash Station, Inc. Chicago, Illinois	FR - **
4(c)(8)	Harris Bankmont, Inc. Chicago, Illinois Cash Station, Inc. Chicago, Illinois	FR - **
4(c)(8)	Firstbank of Illinois Co. Springfield, Illinois Geneva Capital Corp. Springfield, Illinois	FR - 8-26-97

Federal Reserve Bank of Chicago

Section IV - Applications Not Subject to Federal Register or Newspaper Notice

Type Application

NONE

Section V - Availability of CRA Public Evaluations

The following state member banks have been examined by the Federal Reserve Bank of Chicago for compliance with the CRA. The 30-business day period the bank has to make the evaluation public has lapsed during the week ending August 8, 1997. If you are interested in obtaining a copy of the evaluation document, please contact the bank(s) directly.

Identification of Ratings

- O - An institution in this group has an outstanding record of, and is a leader in, ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

- S - An institution in this group has a satisfactory record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

- NI - An institution in this group has a needs to improve its overall record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

- SN - An institution in this group has a substantial noncompliance record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

<u>BANK NAME/LOCATION</u>	<u>EXAMINATION DATE</u>	<u>RATINGS</u>
Iowa Trust & Savings Bank 2101 10th Street P.O. Box 159 Emmetsburg, Iowa 50536-0159 (712) 852-3451 RSSD #649342	5/5/97	S

Federal Reserve Bank of Chicago

Section V - Availability of CRA Public Evaluations
cont'd

<u>BANK NAME/LOCATION</u>	<u>EXAMINATION DATE</u>	<u>RATINGS</u>
The First Commercial Bank 6945 North Clark Street Chicago, Illinois 60626-3298 (312) 761-4300 RSSD #48730	3/31/97	S
The Friendship State Bank 5908 State Road 62 Friendship, Indiana 47021 (812) 667-5101 RSSD #427241	4/7/97	O
Farmers State Bank of Western Illinois 600 Main Street New Windsor, Illinois 61465 (309) 667-2735 RSSD #653433	4/14/97	S
Cedar Valley State Bank 345 West 4th Street P.O. Box 548 St. Ansgar, Iowa 50472-0548 (515) 736-2425 RSSD #858649	4/21/97	S
The Security Trust & Savings Bank 617 West Sheridan Shenandoah, Iowa 51601-1707 (712) 246-1311 RSSD #352941	4/21/97	S

FEDERAL RESERVE BANK OF ST. LOUIS

SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE

<u>Application</u>	<u>End of Comment Period</u>
* Section 9 notification by The Bank of Bentonville, Bentonville, Arkansas, to establish a branch at 1802 Forest Hills Boulevard, Bella Vista, Arkansas.	8-24-97

**SECTION II - APPLICATIONS SUBJECT TO BOTH
NEWSPAPER AND FEDERAL REGISTER NOTICE**

<u>Application</u>	<u>End of Comment Period</u>
None.	

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER NOTICE

<u>Application</u>	<u>End of Comment Period</u>
Section 4(c)(8) notification by Hardin County Bancshares, Inc., Savannah, Tennessee, to acquire Majors Insurance Agency, Inc., Adamsville, Tennessee.	8-26-97

**SECTION IV - APPLICATIONS NOT SUBJECT TO FEDERAL REGISTER NOTICE
OR NEWSPAPER NOTICE**

<u>Application</u>	<u>End of Comment Period</u>
None.	

* This notification is subject to CRA.

FEDERAL RESERVE BANK OF MINNEAPOLIS

Section I - Applications Subject to

Newspaper Notice Only

Application

Le Sueur State Bank, Le Sueur, Minnesota to purchase certain assets and assume certain liabilities of the Cloquet, Minnesota branch of TCF National Bank Minnesota, Minneapolis, Minnesota, and, incident thereto, to establish a branch. *

* Subject to CRA

Comment Period

Ending Date

Not yet available

FEDERAL RESERVE BANK OF MINNEAPOLIS

Section II - Applications Subject to Both

Newspaper and Federal Register Notice

Application

Bloomer Bancshares, Inc., Bloomer, Wisconsin for prior approval to become a bank holding company through the acquisition of 100% of the voting shares of Peoples State Bank, Bloomer, Wisconsin. *

* Subject to CRA

Comment Period

Ending Date

September 5, 1997
(Federal Register)

FEDERAL RESERVE BANK OF MINNEAPOLIS

Section III - Applications Subject

to Federal Register Notice Only

Application

NONE.

Comment Period

Ending Date

FEDERAL RESERVE BANK OF MINNEAPOLIS

Section IV - Applications Not Subject to

Federal Register Notice or Newspaper Notice

Application

NONE.

FEDERAL RESERVE BANK OF MINNEAPOLIS
Section V - Availability of
CRA Public Evaluations
week ending August 8, 1997

ASSIGNMENT OF RATING

Identification of Ratings

In connection with the assessment of each insured depository institution's CRA performance, a rating is assigned from the following groups:

OUTSTANDING RECORD OF MEETING COMMUNITY CREDIT NEEDS.

An institution in this group has an outstanding record of, and is a leader in, ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

SATISFACTORY RECORD OF MEETING COMMUNITY CREDIT NEEDS.

An institution in this group has a satisfactory record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

NEEDS TO IMPROVE RECORD OF MEETING COMMUNITY CREDIT NEEDS.

An institution in this group needs to improve its overall record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

SUBSTANTIAL NONCOMPLIANCE IN MEETING COMMUNITY CREDIT NEEDS.

An institution in this group has a substantially deficient record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

BANK(S) EXAMINED

DATE OF EXAMINATION

CRA RATING

F&M Bank-Lakeland
Highway 51 and Townline Road
Woodruff, WI 54568
(715) 356-3214

April 21, 1997

Satisfactory

SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE ONLY

<u>APPLICATION</u>	<u>COMMENT PERIOD ENDING DATE</u>
Mercantile Bank, Overland Park, Kansas, for prior approval to merge with Roosevelt Bank, Chesterfield, Missouri, and to establish additional branches.	Not Available

**SECTION II - APPLICATIONS SUBJECT TO BOTH
NEWSPAPER AND FEDERAL REGISTER NOTICE**

<u>APPLICATION</u>	<u>COMMENT PERIOD ENDING DATE</u>
First National of Nebraska, Inc., Omaha, Nebraska, and its subsidiary, First National of Colorado, Fort Collins, Colorado, for prior approval to acquire 100 percent of the voting shares of Platte Valley National Bank, Grand Island, Nebraska, and First National of Nebraska, Lincoln, Nebraska, both <u>de novo</u> banks in organization.*	August 25, 1997
Gold Banc Corporation, Inc., Leawood, Kansas, for prior approval to acquire up to 100 percent of the voting shares of Farmers Bancshares of Oberlin, Inc., Oberlin, Kansas, and thereby indirectly acquire Farmers National Bank, Oberlin, Kansas.*	August 21, 1997
Kirk F. and Patricia A. McConachie, Andover, Kansas, to retain control of Andover Financial Corporation, Andover, Kansas, and its subsidiary, The Andover State Bank, Andover, Kansas.	August 22, 1997

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER NOTICE ONLY

<u>APPLICATION</u>	<u>COMMENT PERIOD ENDING DATE</u>
Emprise Financial Corporation, Wichita, Kansas, for prior approval to acquire up to 9.9 percent of the voting shares of Mid Continent Bancshares, Inc., El Dorado, Kansas, parent of Mid Continent Federal Savings & Loan Association, El Dorado, Kansas, and thereby indirectly engage in operating a savings association.*	September 2, 1997

**SECTION IV - APPLICATIONS NOT SUBJECT TO FEDERAL REGISTER NOTICE
OR NEWSPAPER NOTICE**

APPLICATION

SBT Bancshares, Inc., Colorado Springs, Colorado, for prior approval to operate State Bank & Trust Mortgage L.L.C., Colorado Springs, Colorado, as a joint venture with Auer Mortgage Company, Inc., Colorado Springs, Colorado; and engage de novo in mortgage origination and lending activities.

Community Bancshares of Alva, Inc., Alva, Oklahoma, for prior approval to redeem 47,100 shares of its voting common stock and 5,000 shares of its preferred stock.

SECTION V - AVAILABILITY OF CRA PUBLIC EVALUATIONS

Identification of Ratings

In connection with the assessment of each insured depository institution's CRA performance, a rating is assigned from the following groups:

Outstanding record of meeting community credit needs

An institution in this group has an outstanding record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

Satisfactory record of meeting community credit needs

An institution in this group has a satisfactory record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

Needs to improve record of meeting community credit needs

An institution in this group needs to improve its overall record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

Substantial noncompliance in meeting community credit needs

An institution in this group has a substantially deficient record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

<u>Bank/Location</u>	<u>RSSD#</u>	<u>Exam Date</u>	<u>CRA Public Date</u>	<u>CRA Rating</u>
Havelock Bank 6145 Havelock Avenue Lincoln, Nebraskas 68507-1234	22057	5-5-97	8-7-97	Satisfactory
Citizens State Bank P.O. Box 413 Miltonvale, Kansas 67466-0413	328151	5-5-97	8-7-97	Satisfactory
Stockgrowers State Bank P.O. Box 790 Worland, Wyoming 82401-0790	565853	5-5-97	8-8-97	Satisfactory

*Application is subject to CRA.

District 11

Federal Reserve Bank of Dallas

Applications and Notifications Filed During the Week of August 4, 1997

Section I - Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Comment period ending date</i>
None.		

* Subject to CRA.

** Comment period ending date is the date specified in the newspaper only.

N/A - Not available at this time.

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

<i>Type</i>	<i>Application</i>	<i>Comment period ending date</i>
*Section 3(a)(3)	ANB Corporation, Terrell, TX, to acquire Lakeside Bancshares, Inc., Rockwall, TX, and Lakeside National Bank, Rockwall, TX	**97/09/03
*Section 3(a)(1)	New Broadway, Inc., San Antonio, TX, to acquire Broadway Bancshares, Inc., San Antonio, TX, Broadway Bancshares of Delaware, Inc., Wilmington, DE, Broadway National Bank, San Antonio, TX, and Eisenhower National Bank, San Antonio, TX	N/A
*Section 3(a)(1)	Nichols Bancshares, Inc., Kenedy, TX, to acquire J. M. Nichols, Inc., Dover, DE, and First-Nichols National Bank of Kenedy, Kenedy, TX	N/A
*Section 3(a)(1)	J. M. Nichols, Inc., Dover, DE, to acquire First-Nichols National Bank of Kenedy, Kenedy, TX	N/A
Change in Control Notice	Thomas M. Woodruff, Humble, TX, only notificant, to acquire an interest in Grimes County Capital Corporation, Houston, TX	N/A
Change in Control Notice	William A. Gage, Houston, TX, only notificant, to acquire an interest in First Bancshares of Texas, Inc., Houston, TX (Previously reported during the week of July 28, 1997)	**97/08/20

Federal Reserve Bank of Dallas

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

<i>Type</i>	<i>Application</i>	<i>Comment period ending date</i>
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* Subject to CRA.

** Comment period ending date is the date specified in the newspaper only.

N/A - Not available at this time.

Section III - Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Comment period ending date</i>
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None.

* Subject to CRA.

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

<i>Type</i>	<i>Application</i>	<i>Comment period ending date</i>
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None.

Federal Reserve Bank of Dallas

Section V - Publicly available CRA evaluations

Description of the CRA goal against which institutions are evaluated, the four performance levels, and the institutions for which an evaluation is publicly available.

The CRA requires a periodic evaluation of each covered institution regarding the extent to which it has ascertained, and helped meet, the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

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

- Outstanding**
- Satisfactory**
- Needs to improve**
- Substantial noncompliance**

<i>RSSD number</i>	<i>Institution/ Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>
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None.

Section VI - CRA examinations scheduled **Quarter of**

<i>Institution</i>	<i>Location</i>
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*N/A

* The examination schedule for the fourth quarter of 1997 will be published on August 16, 1997.

FEDERAL RESERVE BANK OF SAN FRANCISCO

Week ending 8/08/97

Section I - Applications Subject to Newspaper Notice Only

<u>Application</u>	<u>Comment Period Ending Date</u>
Silicon Valley Bank, Santa Clara, California, to establish a branch office at 899 Adams Street, Suite G2, St. Helena, California. *	<u>Newspaper:</u> 7/25/97

Section II - Applications Subject to Both Newspaper and Federal Register Notice

Richard A. and Ramona Lagomarsino, the Ramona Lagomarsino Family Limited Partnership, Robert J. and Norma M. Lagomarsino, and Catherine S. and Jack W. Wood, Ventura, California, to retain their ownership of 19.06 percent of Americorp, Ventura, California. *	<u>Newspaper:</u> Not available <u>Fed. Reg.:</u> 8/20/97
John I. Bloomberg, Park City, Utah, to acquire 3.2 percent of Draper BanCorp, Draper, Utah. *	<u>Newspaper:</u> Not available <u>Fed. Reg.:</u> 8/12/97
1867 Western Financial Corporation, Stockton, California, to acquire less than 25 percent of Capital Corp of the West, Merced, California. *	<u>Newspaper:</u> 8/31/97 <u>Fed. Reg.:</u> 9/02/97

Section III - Applications Subject to Federal Register Only

1867 Western Financial Corporation, Stockton, California, to engage indirectly in operating an industrial loan company and providing credit life insurance through the acquisition of Town and Country Finance and Thrift Company, Turlock, California, which is a subsidiary of Capital Corp of the West, Merced, California.	<u>Fed. Reg.:</u> 8/26/97
1867 Western Financial Corporation, Stockton, California, to engage indirectly in management consulting and furnishing investment advice through Capital West Group, Inc., Merced, California, which is a subsidiary of Capital Corp of the West, Merced, California.	<u>Fed. Reg.:</u> 8/26/97

* Subject to CRA.

FEDERAL RESERVE BANK OF SAN FRANCISCO

Week ending 8/08/97

Section III - Applications Subject to Federal Register Only (cont'd.)

BankAmerica Corporation, San Francisco, California, to engage in underwriting and dealing in debt and equity securities and in obligations of the U.S.; acting as an investment advisor; providing securities brokerage services; acting as riskless principal; and acting as agent for private placement of securities through Robertson, Stevens & Company Group, L.L.C., and Robertson, Stevens & Company, Inc., both of San Francisco, California.

Fed. Reg.: Not available

Section IV - Applications Not Subject to Federal Register Notice or Newspaper Notice (Cont'd.)

None

FEDERAL RESERVE BANK OF SAN FRANCISCO

Week ending 8/08/97

Section V - Availability of CRA Public Evaluations

The CRA public evaluations of the institution(s) below became available during this week. Information about a particular institution's CRA evaluation may be obtained directly from the institution.

<u>Institution</u>	<u>Location</u>	<u>Examination Date</u>	<u>Rating*</u>
California Center Bank	2222 W. Olympic Blvd. Los Angeles, CA 90006-2118 (213) 386-2222	3/03/97	Needs To Improve

*Under the rating system an institution's CRA performance is assigned one of the following four ratings:

Outstanding record of meeting community credit needs: An institution has an outstanding record of, and is a leader in, ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

Satisfactory record of meeting community credit needs: An institution has a satisfactory record of ascertaining and meeting the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

Needs to Improve record of meeting community credit needs: An institution needs to improve its overall record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- to moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

Substantial Noncompliance in meeting community credit needs: An institution has a substantially deficient record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- to moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

The above listing has been prepared as a courtesy by the Federal Reserve Bank of San Francisco, and is not intended to replace formal notices required by statute or regulation; the Reserve Bank assumes no responsibility for errors or omissions.

H.2A

Notice of Formations and Mergers of, and Acquisitions by, Bank Holding Companies; Change in Bank Control

Notices Filed as of August 14, 1997

The following companies and individuals seek System approval to acquire a bank holding company, a bank, or a nonbanking company in a transaction that is subject to the Bank Holding Company Act of 1956 (12 U.S.C. 1841 et seq.), the Change in Bank Control Act (12 U.S.C.1817(j)), Regulation Y (12 CFR Part 225), or other applicable statutes and regulations. Comments regarding the applications and notices must be received in writing at the Reserve Bank indicated, or at the Board of Governors, no later than the end of the public comment period. Addresses for the Board and Federal Reserve Banks are listed at the end of this release.

The public portions of the applications and notices, as well as other related filings required by the Board, may be obtained on an expedited basis by contacting the appropriate Federal Reserve Bank; addresses are listed at the end of this release. Applications and notices also may be obtained from the Board.

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
1867 Western Financial Corporation (1), Stockton, CA CONTINUED	Capital Corp of the West, Merced, CA, & Town & Country Finance & Thrift Co., Turlock, CA & Capital West Group, Inc., Stockton, CA operating an industrial loan co. (b)(4); providing credit life insurance (b)(11); management consulting (b)(9); CONTINUED	4	San Francisco	August 26, 1997
1867 Western Financial Corporation(2), Stockton, CA CONTINUED	& investment & financial advice (b)(6)	4	San Francisco	August 26, 1997
1867 Western Financial Corporation, Stockton, CA	Capital Corp of the West, Merced, CA & County Bank, Merced, CA	3	San Francisco	September 2, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Altus NBC Corporation, Inc., Oklahoma City, OK	NBC Corporation, Inc., Oklahoma City, OK, and NBC Technologies, Inc., Oklahoma City, OK providing data processing services (b)(14)	4	Kansas City	June 25, 1997
ANB Corporation, Terrell, TX	Lakeside Bancshares, Inc., Rockwall, TX & Lakeside National Bank, Rockwall, TX	3	Dallas	August 25, 1997
Arrendale, Thomas A., III, Gainesville, GA, Bussey, Cynthia A., Atlanta, GA, and Arrendale, Nelle, Clarkesville, GA, as partners in the Arrendale Undiversified Family Limited Partnership, Baldwin, GA	Habersham Bancorp, Cornelia, GA, and Habersham Bank, Clarkesville, GA	CIBC	Atlanta	June 5, 1997
Associated Banc-Corp(1), Green Bay, WI CONTINUED	First Financial Corporation, Stevens Point, WI, and First Financial Bank, FSB, Stevens Point, WI owning and operating a savings and loan association (b)(4); Appraisal Services, Inc., Milwaukee, WI performing appraisals of real estate & CONTINUED	4	Chicago	August 15, 1997
Associated Banc-Corp(2), Green Bay, WI CONTINUED	tangible personal property (b)(2); & First Financial Card Services Bank, N.A., Stevens Point, WI operating a credit card bank (b)(1) and (2)	4	Chicago	August 15, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Associated Banc-Corp, Green Bay, WI	First Financial Corporation, Stevens Point, WI, and First Financial Bank, FSB, Stevens Point, WI owning & operating a savings and loan association (b)(4)	4	Chicago	August 5, 1997
Banco Bilbao Vizcaya, S.A., Bilbao, Spain	BBV LatInvest Securities Inc., New York, NY, securities activities (b)(1), (b)(4), (b)(15), and (b)(16)	4	New York	March 4, 1997
Bank of Elmwood Employee Stock Ownership Plan and Trust, Racine, WI	Elmwood Financial Corporation, Racine, WI, and Bank of Elmwood, Racine, WI	3	Chicago	August 4, 1997
Bank of Idaho Holding Company, Idaho Falls, ID	Bank of Eastern Idaho, Idaho Falls, ID	3	San Francisco	June 9, 1997
Bank of Montreal, Montreal, Canada; Bankmont Financial Corp., Chicago, IL; Harris Bankcorp, Inc., Chicago, IL & Harris Bankmont, Inc., Chicago, IL	Cash Station, Inc., Chicago, IL in certain data processing activities, consisting of electronic funds transfer services (b)(14)	4	Chicago	August 28, 1997
Bank of New York Company, Inc., New York, NY	State Street Boston Corporation, Boston, MA; State Street Bank and Trust Company, Boston, MA trust, securities and data processing activities (b)(3), (b)(4), and (b)(7)	3 and 4	New York	March 14, 1997
Banterra Corp, Eldorado, IL	1st Bancorp Vienna, Inc., Vienna, IL, First State Bank of Vienna, Vienna, IL	3	St. Louis	July 18, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Barnett Banks, Inc.(1), Jacksonville, FL; BB&T Corp., Winston-Salem, NC; Central Fidelity Banks, Inc., & Crestar Financial Corp., Richmond, VA; First American Corp., Nashville, TN; First Citizens BancShares, Inc., Raleigh, NC; CONTINUED	through HONOR Technologies, Inc., Maitland, FL, Monetary Transfer System, L.L.C., St. Louis, MO, directly & indirectly in certain data processing & electronic funds transfer services (b)(14)	4	Richmond	September 3, 1997
Barnett Banks, Inc.(2), Jacksonville, FL; First Union Corp., Charlotte, NC; First Virginia Banks, Inc., Falls Church, VA; Jefferson Bankshares, Inc., Charlottesville, VA; NationsBank Corp., Charlotte, NC; Riggs Nat'l Corp., Washington, D.C.; CONTINUED		4	Richmond	September 3, 1997
Barnett Banks, Inc.(3), Jacksonville, FL; Signet Banking Corp. Richmond, VA; SunTrust banks, Inc., Atlanta, GA; Synovus Financial Corp., Columbus, GA, & Wachovia Corporation, Winston-Salem, NC		4	Richmond	September 3, 1997
Barnett Banks, Inc., Jacksonville, FL	First of America Bank- Florida, FSB, Tampa, FL owning, controlling & operating a savings association (b)(4)	4	Atlanta	August 15, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
BB&T Corporation(A), Winston-Salem, NC CONTINUED	Craigie Incorporated, Richmond, VA in underwriting & dealing in, to a limited extent, all types of debt & equity securities, other than interests in open end investment companies; underwriting & dealing in bank-eligible securities, (b)(8); CONTINUED	4	Richmond	August 20, 1997
BB&T Corporation(B), Winston-Salem, NC CONTINUED	providing securities brokerage services on either a stand-alone or full-service basis (b)(7); acting as agent for issuers & holders in the private placement of various types of securities with financially sophisticated counterparties in a CONTINUED	4	Richmond	August 20, 1997
BB&T Corporation(C), Winston-Salem, NC CONTINUED	non-public offering (b)(7); buying & selling on the order of investors as a riskless principal (b)(7); making, acquiring or servicing loans or other extensions of credit, including purchasing & selling such loans & extensions of credit in the CONTINUED	4	Richmond	August 20, 1997
BB&T Corporation(D), Winston-Salem, NC CONTINUED	secondary market, & engaging in mortgage banking activities (b)(1); acting as an investment or financial advisor to the extent of serving as the advisory company for a mortgage or real estate investment trust; serving as an investment CONTINUED	4	Richmond	August 20, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
BB&T Corporation(E), Winston-Salem, NC CONTINUED	adviser to an investment company registered under the 1940 Act, including sponsoring, organizaing & managing a closed-end investment company; providing portfolio investment advice; furnishing general economic information & advice, general CONTINUED	4	Richmond	August 20, 1997
BB&T Corporation(F), Winston-Salem, NC CONTINUED	economic statistical forecasting services & industry studies; &/or providing financial advice to state & local governments, such as w/respect to the issuance of their securities (b)(6); providing advice & acting as arranger in connection CONTINUED	4	Richmond	August 20, 1997
BB&T Corporation(G), Winston-Salem, NC CONTINUED	w/merger, acquisition, divestiture & financial transactions, including public & private financings, loan syndications, interest rate & currency swaps, interest rate caps & similar transactions &/or furnishing evaluation & fairness opinions in CONTINUED	4	Richmond	August 20, 1997
BB&T Corporation(H), Winston-Salem, NC CONTINUED	connection w/merger, acquisition, & similar transactions (b)(6) & (b)(7); acting as agent or broker w/respect to interests in loan sundications, interest rate & currency swaps, interest rate caps, floors & collars, & options on such CONTINUED	4	Richmond	August 20, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
BB&T Corporation(I), Winston-Salem, NC CONTINUED	instruments (b)(7); leasing personal or real property or acting as agent, broker or adviser in leasing such property (b)(3); providing management consulting advice to non-affiliated depository institution (b)(9); engaging in futures, forward & CONTINUED	4	Richmond	August 20, 1997
BB&T Corporation(J), Winston-Salem, NC CONTINUED	option contracts on bank-eligible securities for hedging purposes (b)(8); engaging in securities credit activities (Reg. T), including acting as a conduit or imermediary in securities borrowing & lending (b)(7); & serving as the general partner CONTINUED	4	Richmond	August 20, 1997
BB&T Corporation(K), Winston-Salem, NC CONTINUED	of & holding equity interests in certain limited partnerships that would be exempt from registration under the 1940 Act.	4	Richmond	August 20, 1997
BB&T Corporation, Winston-Salem, NC	Virginia First Financial Corporation, Petersburg, VA, and Virginia Savings Bank, F.S.B., Petersburg, VA mortgage banking & operating a savings & loan association (b)(1) and (4)	4	Richmond	August 18, 1997
BCB Bancorp, Inc., Chippewa Falls, WI	Heartland Data Center, Inc., Cameron, WI providing data processing services to local, nonaffiliated financial institutions (b)(14)	4	Minneapolis	August 11, 1997
Big Lake Financial Corporation, Okeechobee, FL	CNB Financial Corporation, Clewiston, FL, and Clewiston National Bank, Clewiston, FL	3	Atlanta	August 18, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Biggs, Daniel Biggs; Grimes, Merlin; ED&J, Inc., c/o David Marmie; Carr, Ronald and Call, Dennis; and Southard, R. Joe, all of Great Bend, KS	First Wakeeney Agency, Inc., Wakeeney, KS, and Interstate Bank, Great Bend, KS	CIBC	Kansas City	July 3, 1997
Bloomberg, John Isaac, Park City, UT	Draper BanCorp, Draper, UT and Draper Bank & Trust, Draper, UT	CIBC	San Francisco	August 12, 1997
Bloomer Bancshares, Inc., Bloomer, WI	Peoples State Bank, Bloomer, WI	3	Minneapolis	September 5, 1997
Bryan Family Management Trust, Bryan, TX, and Bryan- Heritage Limited Partnership, Bryan, TX	Bryan-Heritage Limited Partnership, Bryan, TX, and The First National Bank of Bryan, Bryan, TX	3	Dallas	July 21, 1997
C B & T, Inc., McMinnville, TN	CBT Insurance, Inc., Smithville, TN in insurance activities, (b)(11)	4	Atlanta	August 20, 1997
Cabot Bankshares, Inc., Cabot, AR	The Capital Bank, Cabot, AR	3	St. Louis	July 11, 1997
Cabot Bankshares, Inc., Cabot, AR	The Capital Bank, Little Rock, AR	3	St. Louis	August 11, 1997
Cabot Bankshares, Inc., Cabot, AR CORRECTION	The Capital Bank, Little Rock, AR	3	St. Louis	July 11, 1997
Caisse Nationale de Credit Agricole Paris, France	Credit Agricole Indosuez, Paris, France, and Indosuez Investment Management Services, Inc., Menlo Park, CA investment management and advisory services (b)(6)	4	Chicago	July 25, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Canadian Imperial Bank of Commerce(1), Toronto, Canada CONTINUED	CIBC Wood Gundy Securities Corp. ("CIBC Wood Gundy"), New York, NY, all the outstanding shares of Oppenheimer Holdings, Inc., New York, NY, & its subsidiaries, including Oppenheimer & Co., Inc., New York, NY in underwriting & CONTINUED	4	New York	August 28, 1997
Canadian Imperial Bank of Commerce(3), Toronto, CA CONTINUED	in activities related to extending credit (b)(2); in providing financial & investment advisory services (b)(6); in providing securities brokerage, riskless principal, private placement, futures commission merchant & other agency transactional CONTINUED	4	New York	August 28, 1997
Canadian Imperial Bank of Commerce(2), Toronto, Canada CONTINUED	dealing to a limited extent in all types of equity & debt securities that a state member bank may not underwrite and deal in, except ownership interests in open-end investment companies; in making loans or other extensions of credit (b)(1); CONTINUED	4	New York	August 28, 1997
Canadian Imperial Bank of Commerce(4), Toronto, Canada CONTINUED	services (b)(7); in underwriting & dealing in government obligations & money market instruments, providing investments & trading services & buying & selling bullion & related activities (b)(8)	4	New York	August 28, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Carolina First Corporation, Greenville, SC	First Southeast Financial Corporation, Anderson, SC & First Federal Savings & Loan Association of Anderson, Anderson, SC in operating a savings & loan association (b)(4)(ii)	4	Richmond	September 3, 1997
Cates, Joe Lecil and Cates, Roger Kevin, both of Leedy, OK	Western Oklahoma Bancshares, Inc., Elk City, OK, and Bank of Western Oklahoma, Elk City, OK	CIBC	Kansas City	August 11, 1997
Central Illinois Bancorp, Sidney, IL	First Ozaukee Capital Corporation, Cedarburg, WI, and First Ozaukee Savings Bank, Cedarburg, WI	3	Chicago	June 26, 1997
Century Bancorp, MHC, Bridgeton, NJ; and Century Bancorp, Inc., Bridgeton, NJ	Century Savings Bank, Bridgeton, NJ	3	Philadelphia	May 1, 1997
Century South Banks, Inc., Dahlonega, GA	Bank Corporation of Georgia, Macon, GA, and First South Banks, N.A., Macon, GA, and AmeriBank, N.A., Savannah, GA	3	Atlanta	July 18, 1997
Chaparral Bancshares, Inc., Richardson, TX, and Chaparral Delaware Bancshares, Inc., Dover, DE	Van Alstyne Financial Corporation, Van Alstyne, TX, and First National Bank of Van Alstyne, Van Alstyne, TX	3	Dallas	August 8, 1997
Citizens Bancshares Company, Chillicothe, MO	John Birchfield and Debbie Keele, the purchase and servicing of accounts receivable (b)(1)	4	Kansas City	July 30, 1997
Citizens Bancshares of Woodville, Inc., Woodville, WI	Investors bancorporation, Inc., Hudson, WI & Bank St. Croix, Roberts, WI	3	Minneapolis	August 25, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Citizens National Bank of Waxahachie Employee Stock Ownership Plan, Waxahachie, TX	First Citizens Bancshares, Inc. Waxahachie, TX & Citizens National Bank, Waxahachie, TX	CIBC	Dallas	September 3, 1997
Citizens National Corporation, Paintsville, KY	Josephine Bancshares, Inc., Prestonburg, KY, and The Bank Josephine, Prestonburg, KY	3	Cleveland	July 28, 1997
Comerzbank AG, Frankfurt am Main, Germany	CAM Acquisition, LLC, Wilmington, DE Montgomery Asset Management, L.P., Montgomery Services, LLC, all of San Francisco, CA, securities activities (b)(7)(i) and (iii); financial & investment advisory services (b)(6); administrative services	4	New York	May 14, 1997
Commerce Bancshares, Inc., Kansas City, MO, and CBI-Kansas Inc., Kansas City, MO	CNB Bancorp, Inc., Independence, KS, and Citizens National Bank, Independence, KS	3	Kansas City	August 8, 1997
Commercial Bancshares, Inc., Texarkana, AR	Citizens State Bank, Hempstead, TX	3	St. Louis	July 29, 1997
Community Bancshares, Inc., Butler, MO	Citizens Bank, Appleton City, MO	3	Kansas City	July 31, 1997
Community Bancshares, Inc., Denver, CO	Upper Rio Grande Bank Corporation, Del Norte, CO, and Rio Grande County Bank, Del Norte, CO	3	Kansas City	July 28, 1997
Community Financial Corp., Olney, IL	MidAmerica Bank of St. Clair County, O'Fallon, IL	3	St. Louis	September 12, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Community Holding Company, Inez, KY	The First National Bank of Louisa, Louisa, KY, into a federal-charted stock savings bank, Inez Deposit Bank, F.S.B., Inez, KY savings & loan activities (b)(4)	4	Cleveland	August 26, 1997
Community National Bancorporation, Waterloo, IA	Community National Bank (in organization), Waterloo, IA	3	Chicago	July 29, 1997
Cooperative Centrale Raiffeisen-Boerenleenbank, B.A.(1), Rabobank Nederland, Utrecht, The Netherlands CONTINUED	Smith Graham & Co. Asset Managers L.P., Houston, TX, & SGR Global Advisers, Houston, TX, & Robeco Institutional Asset Management US, Inc., Houston, TX, & AEA Global Advisors LLC, New York, NY, & Robeco Group, N.V., Rotterdam CONTINUED	4	New York	July 10, 1997
Cooperative Centrale Raiffeisen-Boerenleenbank, B.A.(2), Rabobank Nederland, Utrecht, The Netherlands CONTINUED	Smith Graham & Co. Asset Managers L.P., and SGR Global Advisors, and Robeco Institutional Asset Management US, Inc., and AEA Global Advisors, LLC, and Smith Graham & Co. Asset Managers L.P., and SGR Global Advisers, CONTINUED	4	New York	July 10, 1997
Cooperative Centrale Raiffeisen-Boerenleenbank, B.A.(3), Rabobank Nederland, Utrecht, the Netherlands CONTINUED	Robeco Institutional Asset Management US, Inc., and AEA Global Advisors LLC, in investment (b)(6), as a general partner to and providing administrative services to investment partnerships, including placing interests in such partnerships, CONTINUED	4	New York	July 10, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Cooperative Centrale Raiffeisen- Boerenleenbank, B.A.(4), Rabobank Nederland, Utrecht, the Netherlands CONTINUED	in acting as a commodity pool operator, and in providing administrative services to open-end investment companies	4	New York	July 10, 1997
Corley, John William, (1) Monticello, IL CONTINUED	First State Bancorp of Monticello, Inc., Monticello, IL State Bank of Hammond, Hammond, IL; First State Bank of Monticello, Monticello, IL; First State Bank of Bloomington, Bloomington, IL; First State Bank of Heyworth, Heyworth, IL; CONTINUED	CIBC	Chicago	May 16, 1997
Corley, John William, (2) Monticelli, IL CONTINUED	First State Bank of Atwood, Atwood, IL	CIBC	Chicago	May 16, 1997
Cox, Walter L., Sr., Naples, TX	Morris County Bankshares, Incorporated, Naples, TX; Morris County National Bank, Naples, TX	CIBC	Dallas	April 30, 1997
Crestar Financial Corporation, Richmond, VA	American Nat'l Bancorp, Inc., & American Nat'l Savings Bank, F.S.B., Baltimore, MD acting as agent in the sale of mutual funds (b)(7); in the sale of home mortgage redemption insurance (b)(11)(i); and in the sale of annuities (b)(11)(vii)	4	Richmond	August 15, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Crestar Financial Corporation, Richmond, VA	American National Bancorp, Inc., Baltimore, MD, and American National Savings Bank, F.S.B., Baltimore, MD operating a savings and loan association (b)(4)	4	Richmond	August 15, 1997
Cross County Bank Employee Stock Ownership Plan, Wynne, AR	Cross County Bancshares, Inc., Wynne, AR, and Cross County Bank, Wynne, AR	CIBC	St. Louis	August 4, 1997
Dean Financial Services, Inc., St. Paul, MN	The First National Corporation of Aitkin, Inc., & The First National Bank of Aitkin, Aitkin, MN; Mid-Continent Financial Services, Inc., Bloomington, MN, & State Bank of Edgerton, Edgerton, MN; & The First State Bank of Eden Prairie, Eden Prairie, MN	3	Minneapolis	August 15, 1997
Deposit Guaranty Corp., Jackson, MS	CSF Acquisition Corp., Jackson, MS; CitiSave Financial Corporation, Baton Rouge, LA; Citizens Savings Association, F.A., Baton Rouge, LA operating a savings association (b)(4)	4	Atlanta	July 3, 1997
Deutsche Bank, AG (Main) Federal Republic of Germany	Ganis Credit Corporation, Newport Beach, CA, lending (b)(1)	4	New York	May 12, 1997
ECSB Holding Company, Inc., Fort Walton Beach, FL	American National Financial Corporation, Panama City, FL and First National Bank Northwest Florida, Panama City, FL	3	Atlanta	June 27, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Edison Bancshares, Fort Myers, FL	Edison National Bank (in organization), Fort Myers, FL	3	Atlanta	August 1, 1997
Emprise Financial Corporation, Wichita, KS	Mid Continent Bancshares, Inc., El Dorado, KS, & Mid Continent Federal Savings & Loan Association, El Dorado, KS operating a savings association (b)(4)	4	Kansas City	September 2, 1997
Estrin Associates, L.L.C. and Estrin Family Limited Partnership, Bethesda, MD	Estrin Associates, L.L.C. & Estrin Family Limited Partnership T1, Bethesda, MD	CIBC	Richmond	July 15, 1997
F.N.B. Corporation, Hermitage, PA	Sun Bancorp, Inc., Selinsgrove, PA & Sun Bank, Selinsgrove, PA, & Pennsylvania Sun Life Insurance Company, Phoenix, AZ providing credit life & disability insurance exclusively to customers of Sun Bank, Sun Bancorp, Inc.'s bank subsidiary (b)(11)	3 and 4	Cleveland	August 7, 1997
F.N.B. Corporation, Hermitage, PA	Indian Rocks State Bank, Largo, FL	3	Cleveland	September 2, 1997
Fifth Third Bancorp, Cincinnati, OH	Suburban Bancorporation, Inc., Cincinnati, OH, Suburban Federal Savings Bank, Cincinnati, OH	4	Cleveland	May 27, 1997
First Fairland Bancshares, Inc., Fairland, OK	Fairland Holding Company, Inc., Neosho, MO	3	Kansas City	August 1, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
First Financial Caribbean Corporation, San Juan, Puerto Rico	Doral Bank, San Juan, Puerto Rico, and Doral Mortgage Corporation, Hato Rey, Puerto Rico making, acquiring, or servicing mortgage loans (b)(1)	3 and 4	New York	August 18, 1997
First Midwest Bancorp, Inc., Itasca, IL	SparBank, Incorporated, McHenry, IL, and McHenry State Bank, McHenry, IL	3	Chicago	July 21, 1997
First National Bancshares of Gallatin, Inc., Gallatin, MO	Interim First National Bank of Gallatin, MO, First National Bank of Gallatin, MO	3	Kansas City	June 27, 1997
First National Bancshares, Inc., East Lansing, MI	Finance Company of North America, LLC, East Lansing, MI in making and servicing loans (b)(1)	4	Chicago	August 17, 1997
First National Bank Shares, LTD., Great Bend, KS	BankWest (a de novo bank), Castle Rock, CO	3	Kansas City	July 25, 1997
First National of Nebraska, Inc., Omaha, NE, & its subsidiary First National of Colorado, Inc., Fort Collins, CO	Platte Valley National Bank, Grand Island, NE & First National of Nebraska, Lincoln, NE	3	Dallas	August 25, 1997
First State Bancorp of Monticello, Inc., Employee Stock Ownership Plan(1), Monticello, IL CONTINUED	First State Bancorp of Monticello, Inc., Monticello, IL & State Bank of Hammond, Hammond, IL; First State Bank of Monticello, Monticello, IL; First State Bank of Bloomington, Bloomington, IL; First State Bank of Heyworth, Heyworth, IL CONTINUED	3	Chicago	September 12, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
First State Bancorp of Monticello, Inc., Employee Stock Ownership Plan(2), Monticello, IL CONTINUED	& First State Bank of Atwood, Atwood, IL	3	Chicago	September 12, 1997
First State Bancshares, Inc., Farmington, MO	Perry County Financial Corporation, Perryville, MO, and Perry County Savings Bank, FSB, Perryville, MO operating a savings association (b)(4)	4	St. Louis	August 1, 1997
First State Bancshares, Inc., Ida Grove, IA	First State Bank, Ida Grove, IA	3	Chicago	August 15, 1997
Firstbank of Illinois Co., Springfield, IL	Geneva Capital Corporation, Springfield, IL serving as a broker in IL, IN & St. Louis, MO for mortgage loans to companies engaged in operating income-producing commercial real estate & in extending credit & servicing loans (b)(1)	4	Chicago	August 26, 1997
Florida Bancshares, Inc., Dade City, FL	First National Bank of Pasco, Dade City, FL	3	Atlanta	April 21, 1997
FSB Bancorp, MHC & FSB Bancorp, both of Farmington, ME CORRECTION	Franklin Savings Bank, Farmington, MN	CIBC	Boston	August 28, 1997
FSB Bancorp, MHC, and FSB Bancorp, both of Farmington, ME	Franklin Savings Bank, Farmington, ME	3	Boston	August 28, 1997
Gage, W. Allen, Houston, TX	First Bancshares of Texas, Inc., Houston, TX & First Bank of Texas, Tomball, TX	CIBC	Dallas	August 28, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Gideon Bancshares Company, Dexter, MO	First Midwest Bank of Chaffee, Chaffee, MO	3	St. Louis	June 20, 1997
Gold Banc Corporation, Inc., Leawood, KS	Farmers Bancshares of Oberlin, Inc., Oberlin, KS, and Farmers National Bank, Oberlin, KS	3	Kansas City	August 21, 1997
Greenblatt, Leon A., III, and Chiplease, Inc., both of Chicago, IL	Home Financial Bancorp, Spencer, IN, and Owen Community Bank, S.B., Spencer, IN	CIBC	Chicago	July 9, 1997
Greer, Elmo, East Bernstadt, KY	Cumberland Valley Financial Company, London, KY	CIBC	Cleveland	May 23, 1997
Grell, Steven; Bovee Investment Trust, Bovee, Michael R., Trustee; Tamisiea, Bruce; Nystrom, Bruce; Grave, Gary; Cotton, John M.; & Hultgren, David M.; all of Spencer, IA, acting in concert	Albert City Bankshares, Inc., Albert City, IA & Albert City Savings Bank, Albert City, IA & The Citizens State Bank, Marathon, IA	CIBC	Chicago	August 29, 1997
Hardin County Bancshares, Inc., Savannah, TN	Majors Insurance Agency, Inc., Adamsville, TN general insurance agency activities in a town of less than 5,000 (b)(11)	4	St. Louis	August 26, 1997
Harris Financial MHC, Harrisburg, PA	Harris Financial Inc., Harrisburg, PA; Harris Savings Bank, Harrisburg, PA	3	Philadelphia	March 27, 1997
Hatch, Gordon M., Portales, NM	Portales National Bancshares, Inc., Portales, NM, and Portales National Bank, Portales, NM	CIBC	Dallas	August 8, 1997
Heartland Bancshares, Inc., Franklin, IN	Heartland Community Bank, Franklin, IN	3	Chicago	September 12, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Hibernia Corporation, New Orleans, LA	Unicorp Bancshares-Texas Inc., Orange, TX, and OrangeBank, Orange, TX	3	Atlanta	August 11, 1997
Hometown Independent Bancorp, Inc., Morton, IL	Morton Community Bank, Morton, IL	3	Chicago	August 15, 1997
Horizon Bancorp, Inc., Beckley, WV	Beckley Bancorp, Inc., Beckley, WV, and Beckley Federal Savings Bank, Beckley, WV operating a savings and loan association (b)(4)	4	Richmond	August 14, 1997
Huntington Bancshares Incorporated(1), Columbus, OH CONTINUED	First Michigan Bancorporation, and Superior Financial Corp., Holland, MI; FMB-Sault Bank, Saulte Ste. Marie, MI; FMB-First Michigan Bank, Zeeland, MI; FMB-First Michigan Bank, Grand Rapids, MI; FMB-Lumberman's Bank, Muskegon, MI; CONTINUED	3 and 4	Cleveland	July 18, 1997
Huntington Bancshares Incorporated(2), Columbus, OH CONTINUED	FMB-Northwestern Bank, Boyne City, MI; FMB-State Savings Bank, Lowell, MI; FMB-Commercial Bank, Greenville, MI; FMB- Security Bank, Manistee, MI; FMB-Community Bank, Dowagiac, MI; FMB- Oceana Bank, Hart, MI; CONTINUED	3 and 4	Cleveland	July 18, 1997
Huntington Bancshares Incorporated(3), Columbus, OH CONTINUED	FMB-Reed City Bank, Reed City, MI; FMB-Maynard Allen Bank, Portland, MI; FMB-Old State Bank, Fremont, MI; FMB-Arcadia Bank, Kalamazoo, MI; and FMB-Trust, Holland, MI trust company activities (b)(5); FMB-Brokerage Services, Inc., Holland, MI CONTINUED	3 and 4	Cleveland	July 18, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Huntington Bancshares Incorporated(4), Columbus, OH CONTINUED	customer investments (b)(7); and First Michigan Life Insurance Co., Holland, MI insurance agency underwriting (b)(11);	3 and 4	Cleveland	July 18, 1997
Huntington Bancshares, Inc.(A), Columbus, OH, Huntington Capital Corp., Columbus, OH CONTINUED	underwriting & dealing to a limited extent in all types of debt securities, including corporate debt, sovereign debt securities, mortgage revenue bonds, mortgage-backed and consumer-receivable securities J.P. Morgan & Co. CONTINUED	4	Cleveland	June 17, 1997
Huntington Bancshares, Inc.(B), Columbus, OH CONTINUED	The Chase Manhattan Corp., Bankers Trust New York Corp., Citicorp and Security Pacific Corp. (75. Fed. Res. Bull. 192 (1989) CONTINUED	4	Cleveland	June 17, 1997
Industrial Bank of Japan, Ltd., Tokyo, Japan	Aubrey G. Lanston & Co., Inc., New York, NY, securities activities (b)(7); data processing (b)(14); financial & investment activities (b)(6); and underwriting (b)(8)	4	New York	May 12, 1997
Intra Financial Corporation, Clyde, KS	Peoples Bancorp of Belleville, Inc., Belleville, KS, and Peoples Bank of Belleville, Belleville, KS	3	Kansas City	June 20, 1997
Jackson Boulevard Fund, Ltd., Chicago, IL	Damen Financial Corporation, Schaumburg, IL, Damen National Bank, Schaumburg, IL	CIBC	Chicago	August 1, 1997
Jackson Boulevard Fund, Ltd.; Jackson Boulevard Equities, L.P. & Paul J. Duggan, all of Chicago, IL	Damen Financial Corporation, Schaumburg, IL & Damen National Bank, Schaumburg, IL	CIBC	Chicago	September 3, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Jacobsen, Sam J., Middleton, WI	First Business Bancshares, Madison, WI & First Business Bank, Madison, WI	CIBC	Chicago	August 28, 1997
Jasper Banking Company Second Amended and Restated Employee Stock Ownership Stock Bonus Plan (ESOP), Jasper, GA	JBC Bancshares, Inc., Jasper, GA	CIBC	Atlanta	August 12, 1997
Kazi, Zubair and Khatija, Studio City, CA; and Abdul-Rahman, Yahia and Magda, Pasadena, CA	Greater Pacific Bancshares, Whittier, CA; Bank of Whittier, N.A., Whittier, CA	CIBC	San Francisco	May 5, 1997
Kazi, Zubair and Khatija, Studio City, CA; and Yahia and Magda Abdul-Rahman, Pasadena, CA	Kentucky Home Bank, Bardstown, KY	3	San Francisco	April 17, 1997
Keene Bancorp Employee Stock Ownership Plan & Trust, Keene, TX	Keene Bancorp, Inc., Keene, TX & First State Bank, Keene, TX	3	Dallas	September 2, 1997
KeyCorp(1), Cleveland, OH CONTINUED	Key Capital Markets, Inc., Cleveland, OH, in underwriting & dealing in, to a limited extent, all types of debt & equity securities (other than ownership interests in open-end investment companies) J.P. Morgan & Co., Inc., et al, CONTINUED	4	Cleveland	August 11, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
KeyCorp(1), Cleveland, OH CONTINUED	Key Capital Markets, Inc., Cleveland, OH underwriting & dealing in all types of debt and equity securities (other than ownership interests in open-end investment companies) J.P. Moran & Co., Inc., The Chase Manhattan Corp., CONTINUED	4	Cleveland	August 1, 1997
KeyCorp(2), Cleveland, OH CONTINUED	Bankers Trust New York Corp., Citicorp and Security Pacific Corp., 75 Fed. Res. Bull. 192 (1989); providing certain financial & investment advisory services, providing certain agency transactional services for customer investments CONTINUED	4	Cleveland	August 1, 1997
KeyCorp(2), Cleveland, OH CONTINUED	75 Fed. Res. Bull. 192 (1989); financial & investment advisory activities (b)(6); agency transactional services for customer investments (b)(7); and investment transactions as principal (b)(8)	4	Cleveland	August 11, 1997
KeyCorp(3), Cleveland, OH	& engaging in certain investment transactions & principal (b)(6), (7) & (8)	4	Cleveland	August 1, 1997
Keystone Financial, Inc., Harrisburg, PA	MMC & P, Inc., Pittsburgh, PA employee benefits consulting services (b)(9)	4	Philadelphia	July 29, 1997
Lagomarsino, Richard A, and Robert J., both of Ventura, CA, & Wood, Catherine S., Carpinteria, CA; acting in concert	Americorp, Ventura, CA, and American Commercial Bank, Ventura, CA	CIBC	San Francisco	August 6, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Lagomarsino, Richard A.; Lagomarsino, Ramona; Ramona Lagomarsino Family Limited Partnership; Lagomarsino, Robert J., all of Ventura, CA; & Lagomarsino, Norma M; Wood, Catherine S.; & Wood, Jack W.; acting in concert, all of Carpinteria, CA	Americorp , Ventura, CA, and American Commercial Bank, Ventura CA	CIBC	San Francisco	August 20, 1997
Lashute, Ronald J., Opelousas, LA	American Bancorp, Inc., Opelousas, LA and American Bank & Trust Company, Opelousas, LA	CIBC	Atlanta	May 23, 1997
Leake Family Partnership, L.P., Jackson, MS	Citizens Capital Corporation, Magee, MS, and Citizens State Bank, Magee, MS	CIBC	Atlanta	July 23, 1997
Lexington B & L Financial Corp., Lexington, MO	Lafayette Bancshares, Inc., Lexington, MO, and Lafayette County Bank of Lexington/Wellington, Lexington, MO; and B & L Bank, Lexington, MO operating a savings association (b)(4)	3 and 4	Kansas City	August 4, 1997
Lloyds TSB Group PLC, and Lloyds Bank PLC, both of London, England	IAI Holdings Inc., Investment Advisers, Inc., Minneapolis, MN, trust services (b)(3); investment advisory services (b)(4); full-service brokerage (b)(15); foreign exchange execution & advisory services, and other advisory & administrative services	4	New York	March 26, 1997
Locke, E. David, McFarland, WI	Northern Bancshares, Inc., McFarland, WI & McFarland State Bank, McFarland, WI	CIBC	Chicago	August 29, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Mahaska Investment Company, Oskaloosa, IA	Pella State Bank, Pella, IA	3	Chicago	September 12, 1997
Maries County Bancorp, Inc., Vienna, MO	Progress Bancshares, Inc., Sullivan, MO, and Progress Bank of Sullivan, Sullivan, MO, a de novo bank	3	St. Louis	August 15, 1997
Marshall & Ilsey Corporation, Milwaukee, WI	Security Capital Corporation, Milwaukee, WI, Security Bank, S.S.B., Milwaukee, WI	3	Chicago	May 5, 1997
Maypearl Bancshares, Inc., Maypearl, TX, and Maypearl Holdings, Inc., Wilmington, DE	First State Bank, Maypearl, TX	3	Dallas	August 7, 1997
McConachie, Kirk F., and Patricia A., Andover, KS	Andover Financial Corporation, Andover, KS & The Andover State Bank, Andover, KS	CIBC	Kansas City	August 22, 1997
McGlasson, Harold Edwin, McGlasson, Karen Jane Veilon, and Voorhies & Labbe Profit Sharing Plan, all of Lafayette, LA	Tri-Parish Bancshares, Ltd., Eunice, LA, and Tri-Parish Bank, Eunice, LA	CIBC	Atlanta	August 1, 1997
MidCity Financial Corporation, Chicago, IL	Abrams Centre Bancshares, Inc., Dallas, TX, and Abrams Centre National Bank, Dallas, TX	3	Chicago	August 28, 1997
Middleburg Bancorp, Inc., Middleburg, KY	Lincoln Federal Savings Bank, Liberty, KY in the operation of a federal savings bank (b)(4)	4	St. Louis	July 24, 1997
Midwest Community Bancshares, Inc., Marion, IL	The Bank of Marion, Marion, IL	3	St. Louis	September 2, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Moody Bancshares, Inc., Galveston, TX, and Moody Bank Holding Company, Reno, NV	The Bank of Galveston, N.A., Galveston, TX	3	Dallas	June 30, 1997
Moyer, George H., Jr., Madison, NE, and Moyer, Jon M., Madison, NE	Madison Bancshares, Inc., Madison, NE, and The Bank of Madison, Madison, NE	CIBC	Kansas City	June 26, 1997
Murfreesboro Bancorp, Inc., Murfreesboro, TN	Bank of Murfreesboro, Murfreesboro, TN	3	Atlanta	July 18, 1997
National City Bancshares, Inc., Evansville, IN	Bridgeport Bancorp, Inc., Bridgeport, IL, and First National Bank of Bridgeport, Bridgeport, IL	3	St. Louis	June 6, 1997
NationsBank Corporation(1), Charlotte, NC CONTINUED	Montgomery Securities, Inc., & The Pyramid Company, San Francisco, CA underwriting & dealing in, to a limited extent, all types of debt & equity securities other than interests in open end investment companies CONTINUED	4	Richmond	August 6, 1997
NationsBank Corporation(2), Charlotte, NC CONTINUED	(See J.P. Morgan & Co., Inc., The Chase Manhattan Corp., Bankers Trust New York Corp., Citicorp, & Security Pacific Corp., 75 Fed. Res. Bull. 192 (1989)); in underwriting & dealing in obligations of the United States, general CONTINUED	4	Richmond	August 6, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
NationsBank Corporation(3), Charlotte, NC CONTINUED	of states and their political subdivisions, and other obligations that state member banks of the Federal Reserve System may be authorized to underwrite and deal in under 12 U.S.C. 24 & 335 (b)(8); in acting as investment or CONTINUED	4	Richmond	August 6, 1997
NationsBank Corporation(4), Charlotte, NC CONTINUED	financial advisor (b)(6); in providing securities brokerage services (including securities clearing & securities execution services on an exchange), alone & in combination with investment advisory services, & incidental activities CONTINUED	4	Richmond	August 6, 1997
NationsBank Corporation(5), Charlotte, NC CONTINUED	(including related securities credit activities & custodial services) (b)(7); in buying & selling in the secondary market all types of securities on the order of customers as a riskless principal to CONTINUED	4	Richmond	August 6, 1997
NationsBank Corporation(6), Charlotte, NC CONTINUED	the extent of engaging in a transaction in which the company, after receiving an order to buy (or sell) a security from a customer, purchases (or sells) the security for its own account to offset a contemporaneous sale to (or purchase CONTINUED	4	Richmond	August 6, 1997
NationsBank Corporation(7), Charlotte, NC CONTINUED	from) the customer (b)(7); in acting as agent for the private placement of securities (b)(7)	4	Richmond	August 6, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
New Broadway, Inc., San Antonio, TX	Broadway Bancshares, Inc., San Antonio, TX & Broadway Bancshares of Delaware, Inc., Wilmington, DE; Broadway National Bank, San Antonio, TX & Eisenhower National Bank, San Antonio, TX	3	Dallas	September 4, 1997
New Prague Bancshares, Inc., New Prague, MN	Community Security Bank, New Prague, MN, a de novo bank	3	Minneapolis	July 7, 1997
Nichols Bancshares, Inc., Kenedy, TX & J.M. Nichols, Inc., Dover, DE	First-Nichols National Bank of Kenedy, Kenedy, TX	3	Dallas	September 2, 1997
Northside Banking Corporation, Tampa, FL	Northside Bank of Tampa, Tampa, FL	3	Atlanta	August 29, 1997
Northwest Suburban Bancorp., Inc. (in formation), Arlington Heights, IL	Mount Prospect National Bank (in organization), Mount Prospect, IL	3	Chicago	July 28, 1997
Northwest Wisconsin Bancorp, Inc., & its wholly-owned subsidiary, BCB Bancorp, Inc., both of Chippewa Falls, WI CORRECTION	Heartland Data Center, Inc., Cameron, WI providing data processing services to local, non-affiliate financial institutions (b)(14)	4	Minneapolis	August 11, 1997
Norwest Corporation, Minneapolis, MN	First Valley Bank Group, Los Fresons, TX & First Valley Delaware Financial Corporation, Dover, Delaware, & First Valley Bank, Harlingen, TX	3	Minneapolis	September 2, 1997
Norwest Corporation, Minneapolis, MN	Packers Management Company, Omaha, NE, & Packers Bank, Omaha, NE	3	Minneapolis	September 2, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Norwest Corporation, Minneapolis, MN	Int'l Bancorp, Golden Valley, MN & Northern Nat'l Bank, Int'l Falls, MN; City Nat'l Bank of Cloquet, Cloquet, MN & Northern Nat'l Bank, Nisswa, MN & Norwest Investment Services, Inc., Minneapolis, MN securities & underwriting activities (b)(7) & (b)(8)	3 and 4	Minneapolis	September 12, 1997
NSB Holding Corp., Staten Island, NY	Check Depot, Staten Island, NY in check cashing, See Midland Bank T1, PLC, 76 Fed. Res. Bull. 869 (1990)	4	New York	August 6, 1997
O.A.K. Financial Corporation, Byron Center, MI	Caledonia Financial Corporation, Caledonia, MI, & State Bank of Caledonia, Caledonia, MI	3	Chicago	August 15, 1997
Otto Bremer Foundation, St. Paul, MN	Bremer Financial Corporation, St. Paul, MN, The Halo Bancorporation, Inc., Devils Lake, ND, & First National Bank of Devils Lake, Devils Lake, ND	3	Minneapolis	August 15, 1997
P.C.B. Bancorp, Inc., Largo, FL	Anchor Savings Bank, F.S.B., St. Petersburg, FL operating a savings association (b)(4)	4	Atlanta	August 8, 1997
Patel, Susma; Patel, Suketu Madhusudan (Suku); Patel, Parimal Kantibhai (Perry); Amin, Bharat Muljibhai, London, England; and King, Dennis John Lloyd, Surrey, England; collectively, as the Patel Group	First Bankshares, Inc., Longwood, FL, and First National Bank of Central Florida, Longwood, FL	CIBC	Atlanta	June 26, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Patel, Susma;Patel (Suku), Suketu Madhusudan; Patel (Perry), Parimal Kantibhai; Amin, Bharat Muljibhai, London, England; and King, Dennis John Lloyd, Surrey, England; collectively, as the Patel Group	First Bankshares, Inc., Longwood, FL, and First National Bank of Central Florida, Longwood, Fl	CIBC	Atlanta	May 30, 1997
Pathfinder Bancorp, MHC, Oswego, NY	Pathfinder Bancorp, Oswego, NY, and Stock Holding Company, Oswego, NY and Oswego City Savings Bank, Oswego, NY	3	New York	August 7, 1997
PBT Bancshares, Inc., McPherson, KS	Yoder Bankshares, Inc., Yoder, KS, and Farmers State Bank, Yoder, KS	3	Kansas City	June 6, 1997
People's Community Capital Corporation, Aiken, SC	People's Community Bank of South Carolina, Aiken, SC	3	Richmond	August 14, 1997
Peoples Bancorp, Inc., Marietta, OH	Gateway Bancorp, Inc., Catlettsburg, KY, and Catlettsburg Federal Savings Bank, Catlettsburg, KY operating a savings association (b)(4)(ii)	4	Cleveland	August 1, 1997
Peoples Bank Employee Stock Ownership Trust, Marion, KY	Peoples-Marion Bancorp, Inc., Marion, KY	3	St. Louis	June 12, 1997
Peoples Community Bancshares, Inc., Colquitt, GA	Farmers Bank of Malone, Malone, FL	3	Atlanta	July 14, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Peoples Community Bancshares, Inc., Colquitt, GA	Farmers Bank of Malone, Malone, FL	3	Atlanta	August 11, 1997
Peoples Financial Corp., Inc., Ford City, PA	Elderton State Bank, Elderton, PA	3	Cleveland	August 25, 1997
Peoples-Marion Bancorp, Inc., Marion, KY	The Peoples Bank, Marion, KY	3	St. Louis	June 12, 1997
PHS Bancorp, M.H.C., Beaver Falls, PA	Peoples Home Savings Bank, Beaver Falls, PA	3	Cleveland	May 1, 1997
Pioneer Bancshares, Inc., Chattanooga, TN	Pioneer Bank, F.S.B., Chattanooga, TN operating a savings association (b)(4)	4	Atlanta	July 25, 1997
Plainview Holding Company, Pilger, NE	American National Creighton Co., Creighton, NE, and American National Bank of Creighton, Creighton, NE	3	Kansas City	June 23, 1997
Planters & Merchants Bancshares, Inc., Hearne, TX, & Planters & Merchants Bancshares of Delaware, Inc., Wilmington, DE	Homestead Bank, S.S.B., College Station, TX	3	Dallas	August 14, 1997
Premier Financial Bancorp, Inc., Georgetown, KY	The Sabina Bank, Sabina, OH	3	Cleveland	August 21, 1997
Prillaman, Bob Maurice & Lillias B., Marietta, GA	Independent Bancshares, Inc., Powder Springs, GA	CIBC	Atlanta	August 29, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Proffitt, Richard Todd, Pigeon Forge, TN	Tennessee State Bancshares, Inc., Pigeon Forge, TN (formerly Gatlinburg, TN), and Tennessee State Bank, Gatlinburg, TN	CIBC	Atlanta	August 5, 1997
Progress Bancshares, Inc., Sullivan, MO	Progress Bank of Sullivan, Sullivan, MO, a de novo bank	3	St. Louis	August 8, 1997
Progressive Bancorp, Inc., Pekin, IL	Pekin Savings Bank, S.B., Pekin, IL	3	Chicago	August 15, 1997
Provident Financial Group, Inc., & FGBI Acquisition Corp., both of Cincinnati, OH	Florida Gulfcoast Bancorp, Inc., Sarasota, FL, and Enterprise National Bank of Sarasota, Sarasota, FL	3	Cleveland	July 24, 1997
Remington, Thomas J., and S. June, both of Lincoln, NE, and Remington, Ada E., McCook, Nebraska	Clatonia Bancshares, Inc., Clatonia, NE, and Farmers Bank of Clatonia, Clatonia, NE	CIBC	Kansas City	July 18, 1997
Republic Bancshares, Inc., St. Petersburg, FL	F.F.O. Financial Group, Inc., St. Cloud, FL, and First Federal Savings and Loan Association of Ocelola County, Kissimmee, FL, operating a savings association (b)(4)(ii)	4	Atlanta	May 23, 1997
Reynolds, Marshall T., Huntington, WV	St. Mary Holding Corporation, and Saint Mary Bank & Trust Company, Franklin, Louisiana	CIBC	Atlanta	August 15, 1997
Rockdale National Bankshares, Conyers, GA CORRECTION	Rockdale National Bank, Conyers, GA	3	Atlanta	August 22, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Rockdale National Bankshares, Inc., Conyers, GA	Rockdale National Bank, Conyers, GA	3	Atlanta	August 25, 1997
Rockdale National Bankshares, Inc., Conyers, GA	Rockdale National Bank, Conyers, GA	3	Atlanta	August 22, 1997
Rosenberg, Clifford R., Sunset Beach, CA	Security First Bank, Fullerton, CA	CIBC	San Francisco	May 27, 1997
Royal Bank of Canada, Montreal, Canada and Stitching Prioriteir ABN AMRO Holding; Stichting Administratiekantoor ABN AMRO Holding; ABN AMRO Holding, N.V.; ABN AMRO Bank, N.V., Amsterdam, The Netherlands; and ABN AMRO North America, Inc., Chicago, IL	Integrion Financial Network, LLC, Atlanta, GA, & acquire certain assets & liabilities of VISA Interactive, Inc., in data processing & data transmission services (b)(14)	4	New York	August 11, 1997
Santa Barbara Bancorp, Santa Barbara, CA	Citizens State Bank of Santa Paula, Santa Paula, CA	3	San Francisco	July 25, 1997
Security Bancshares, Inc., Scott City, KS	Intra Financial Corp., and Exchange Bank of Clyde, Clyde, KS; Farmers State Bancshares of Sabetha, Inc., Sabetha, KS; Farmers State Bank, Sabetha, KS; Peoples Bancorp of Belleville, Inc., and Peoples Bank of Belleville, Belleville, KS	3	Kansas City	June 20, 1997
Security State Corporation, Centralia, WA	Security State Bank, Centralia, WA	3	San Francisco	June 9, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Sephar, David L., Kansas City, KS	First Community Bancshares, Inc., Kansas City, KS, and First Community Bank, Kansas City, KS	CIBC	Kansas City	July 25, 1997
Southwestern Bancshares, Inc., Oklahoma City, OK	Southwestern Bank & Trust Company, Oklahoma City, OK	3	Kansas City	August 11, 1997
Spanjer, Leland, Cozad, NE, in his capacity as Personal Representative of the Estate of Clifford G. Young	C.S.B. Co., Cozad, NE, Cozad State Bank & Trust Company, Cozad, NE, and First National Bank of Chadron, Chadron, NE	CIBC	Kansas City	August 11, 1997
Spehar, David L. & Nancy A., Kansas City, KS	First Community Bancshares, Inc., Kansas City, KS, and First Community Bank, Kansas City, KS	CIBC	Kansas City	August 5, 1997
St. Yves, Robert W., Prineville, OR	Prineville Bancorporation, Prineville, OR and Community First Bank, Prineville OR (formerly the Prineville Bank)	CIBC	San Francisco	August 5, 1997
Sterling Bancshares, Inc., Houston, TX	First Houston Bancshares, Houston, TX, and Houston National Bank, Houston, TX	3	Dallas	July 21, 1997
Stockmens Financial Corporation, Rushville, NE	BankWest (a de novo bank), Castle Rock, CO	3	Kansas City	July 25, 1997
Suez Lyonnaise des Euax, Paris, France; Societe Generale de Belgique, Brussels, Belgium; and Generale de Banque, Brussels, Belgium	Harbor Capital Management, Inc., Boston, MA investment advisory activities (b)(6); investment transactions as principal (b)(8); & serve as general partner of & provide management & private placement services to unregistered investment funds	4	New York	August 21, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
The Bank of Mulberry Employee Stock Ownership Trust, Mulberry, AR	ACME Holding Company, Inc., Mulberry, AR, and The Bank of Mulberry, Mulberry, AR	3	St. Louis	June 23, 1997
The Chase Manhattan Corporation & Chase Holdings Delaware, Inc., New York, NY CORRECTION	Chase Manhattan Bank & Trust Company, National Association, Los Angeles, CA	3	New York	August 18, 1997
The Chase Manhattan Corporation and Chase Holding Delaware Inc., New York, NY	Chase Trust Company, National Association, Los Angeles, CA	3	New York	August 18, 1997
The Commercial Bancorp, Inc., Ormond Beach, FL	Commercial Bank of Volusia County, Ormond Beach, FL	3	Atlanta	August 15, 1997
TNB Bancorporation, Inc., Brenham, TX, and TNB Bancorporation of Delaware, Inc., Wilmington, DE	Texas National Bank, Brenham, TX	3	Dallas	July 29, 1997
Triangle Bancorp, Inc., Raleigh, NC	Bank of Mecklenburg, Charlotte, NC	3	Richmond	August 1, 1997
Union Planters Corporation(1), Memphis, TN CONTINUED	Magna Bancorp, Inc., Hattiesburg, MS, & Magnolia Federal Bank for Savings, Hattiesburg, MS indirectly acquiring a federal savings bank (b)(4); & Magna Mortgage Co., Hattiesburg, MS originating & servicing mortgage loans (b)(1) CONTINUED	4	St. Louis	August 15, 1997
Union Planters Corporation(2), Memphis, TN CONTINUED	& in providing real estate appraisal & inspection services (b)(2)	4	St. Louis	August 15, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
United Bankshares, Inc., Charleston, WV	First Patriot Bankshares Corporation, Reston, VA, and Patriot National Bank, Reston, VA	3	Richmond	June 16, 1997
United Community Banks Inc., Blairsville, GA	First Clayton Bancshares, Inc., Clayton, GA, and First Clayton Bank and Trust Company, Clayton, GA	3	Atlanta	August 8, 1997
Valcourt, Jeffery T., Arlington, VA	United Financial Banking Companies, Inc., Vienna, VA, and The Business Bank, Vienna, VA	CIBC	Atlanta	June 5, 1997
Valley National Corporation, Lanett, AL	Valley National Bank of Lanett, Lanett, AL	3	Atlanta	September 5, 1997
Wachovia Corporation, Winston-Salem, NC	Jefferson National Bank, Charlottesville, VA and Jefferson National Bank, Charlottesville, VA	3	Richmond	August 18, 1997
West U. Limited, Bradley F. Bracewell, Jr., General Partner, Houston, TX	First University Corporation, Houston, TX, and West University Bank, N.A., Houston, TX	CIBC	Dallas	August 8, 1997
Western Bank, Albuquerque, New Mexico ESOP & Trust, Albuquerque, NM	Western Bancshares of Albuquerque, Inc., Albuquerque, NM, and Western Bank, Albuquerque, NM	3	Kansas City	August 21, 1997
Woodruff, Thomas M., Humble, TX	Grimes County Capital Corporation, Iola, TX & Community State Bank, Houston, TX	CIBC	Dallas	August 26, 1997
Young, David E., Chattanooga, TN	East Ridge Bancshares, Inc., East Ridge, TN, and Bank of East Ridge, East Ridge, TN	CIBC	Atlanta	July 22, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Young, Susan Aileen, Chicago, IL	C.S.B. Co., Cozad, NE, and Cozad State Bank & Trust Company, Cozad, NE, and First National Bank of Chadron, Chadron, NE	CIBC	Kansas City	August 5, 1997

Addresses for Comments and Information Requests

Addresses for comments differ from those for information requests.

Addresses for Comments

Comments on the applications and notices may be sent to the appropriate Federal Reserve Bank or the Board.

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Board of Governors of the Federal Reserve System

William W. Wiles, Secretary, 20th & Constitution Avenue, N.W., Washington, DC 20551-0001

Information Requests

The public portions of the applications and notices currently listed in this release are available on an expedited basis from the appropriate Federal Reserve Bank. The public portion of the application also may be obtained from the Board.

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Board of Governors of the Federal Reserve System

Freedom of Information Office (TEL: 202-452-3684; FAX: 202-872-7562, and 202-872-7565)