
Federal Reserve Release



H.2

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

No. 34

Week Ending August 23, 1997

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

ACTIONS TAKEN BY THE BOARD OF GOVERNORS

BANK HOLDING COMPANIES

Horizon Bancorp, Inc., Beckley, West Virginia -- to acquire Beckley Bancorp, Inc., and its subsidiary, Beckley Federal Savings Bank.
- Approved, August 22, 1997

Northwest Bancorp, MHC, Warren, Pennsylvania -- to form Northwest Bancorp, Inc., a second tier-stock bank holding company.
- Approved, August 18, 1997

Santa Barbara Bancorp, Santa Barbara, California, and Santa Barbara Bank & Trust -- to acquire Citizens State Bank of Santa Paula, Santa Paula, California.
- Approved, August 21, 1997

BOARD OPERATIONS

Labor Relations Panels of the Federal Reserve System -- reappointment of Richard Bloch to the panels.
- Approved, August 19, 1997

REGULATIONS AND POLICIES

Capital guidelines -- request for comment on a proposal to amend risk-based capital guidelines to recognize certain revaluation gains on equity securities in Tier 2 capital.
- Approved, August 18, 1997

Capital guidelines -- request for comment on proposed revisions of risk-based capital guidelines to address the regulatory capital treatment of recourse obligations, direct credit substitutes, and securitized transactions.
- Approved, August 21, 1997

Section 20 subsidiaries of bank holding companies -- amendments to eliminate most of the section 20 firewalls and incorporate remaining firewalls in a statement of operating standards.
- Approved, August 21, 1997

RESERVE BANK OPERATIONS

Policies and guidelines concerning Federal Reserve Bank operations -- revisions to certain approval authority limits and reassignment of certain review responsibilities.
- Approved, August 19, 1997

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August 17, 1997 to August 23, 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

Richmond

F & M Bank-Winchester, Winchester, Virginia -- to establish a drive-through branch at 8 West Market Street, Leesburg, Virginia.

- Approved, August 22, 1997

Chicago

Fifth Third Bank of Central Indiana, Indianapolis, Indiana -- to establish a branch at 3060 Valley Farms Road.

- Approved, August 22, 1997

San Francisco

First Security Bank of Nevada, Las Vegas, Nevada -- to establish a branch at 3320 N. Buffalo.

- Approved, August 19, 1997

BANK HOLDING COMPANIES

Richmond

BB&T Corporation, Winston-Salem, North Carolina -- to acquire Virginia First Financial Corporation, Petersburg, Virginia, and First Federal Savings Bank, F.S.B.

- Approved, August 21, 1997

Atlanta

Big Lake Financial Corporation, Okeechobee, Florida -- to merge with CNB Financial Corporation, Clewiston, Florida, and acquire Clewiston National Bank.

- Approved, August 21, 1997

Philadelphia

Century Bancorp, MHC, Bridgeton, New Jersey, and Century Bancorp, Inc. -- to acquire Century Savings Bank.

- Approved, August 22, 1997

Atlanta

Commercial Bancorp, Inc., Ormond Beach, Florida -- to acquire Commercial Bank of Volusia County (in organization).

- Approved, August 20, 1997

August 17, 1997 to August 23, 1997

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

St. Louis

Commercial Bancshares, Inc., Texarkana, Arkansas -- to acquire Citizens State Bank, Hempstead, Texas.
- Approved, August 20, 1997

Richmond

Crestar Financial Corporation, Richmond, Virginia -- to acquire American National Bancorp, Inc., Baltimore, Maryland, and American National Savings Bank, F.S.B.
- Approved, August 22, 1997

Philadelphia

Harris Financial Inc., Harrisburg, Pennsylvania, and Harris Financial, MHC -- to acquire Harris Savings Bank and Bancorp.
- Approved, August 19, 1997

Chicago

Hometown Independent Bancorp, Inc., Morton, Illinois -- to acquire Morton Community Bank.
- Approved, August 20, 1997

Dallas

Maypearl Bancshares, Inc., Maypearl, Texas -- to acquire Maypearl Holdings, Inc., Wilmington, Delaware, and First State Bank, Maypearl, Texas.
- Approved, August 19, 1997

Dallas

Maypearl Holdings, Inc., Wilmington, Delaware -- to acquire First State Bank, Maypearl, Texas.
- Approved, August 19, 1997

Minneapolis

Norwest Corporation, Minneapolis, Minnesota -- notice to acquire through Integrion Financial Network, LLC, Atlanta, Georgia, certain assets and assume certain liabilities of Visa Interactive, Inc., Foster City, California.
- Approved, August 21, 1997

August 17, 1997 to August 23, 1997

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

Chicago

O.A.K. Financial Corporation, Byron Center, Michigan -- to acquire shares of Caledonia Financial Corporation, Caledonia, Michigan, and to acquire State Bank of Caledonia.

- Approved, August 21, 1997

Minneapolis

Otto Bremer Foundation, St. Paul, Minnesota, and Bremer Financial Corporation -- to acquire Halo Bancorporation, Inc., Devils Lake, North Dakota.

- Approved, August 20, 1997

Richmond

People's Community Capital Corporation, Aiken, South Carolina -- to acquire People's Community Bank of South Carolina, an organizing bank.

- Approved, August 21, 1997

Atlanta

Pioneer Bancshares, Inc., Chattanooga, Tennessee -- notice to acquire Pioneer Bank, F.S.B. (in organization), and engage in operating a savings association.

- Approved, August 21, 1997

Dallas

Planters & Merchants Bancshares, Inc., Hearne, Texas, and Planters & Merchants Bancshares of Delaware, Inc., Wilmington, Delaware -- to acquire Homestead Bank, S.B., College Station, Texas.

- Approved, August 20, 1997

Chicago

Progressive Bancorp, Inc., Pekin, Illinois -- to acquire Pekin Savings Bank, S.B.

- Approved, August 19, 1997

Kansas City

SBT Bankshares, Inc., Colorado Springs, Colorado -- to acquire shares of State Bank & Trust Mortgage, L.L.C., Colorado Springs, Colorado, and engage in extending credit and servicing loans.

- Permitted, August 21, 1997

August 17, 1997 to August 23, 1997

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

Kansas City

Southwestern Bancshares, Inc., Oklahoma City, Oklahoma -- to acquire
Southwestern Bank & Trust Company, Oklahoma City, Oklahoma.
- Approved, August 19, 1997

Atlanta

United Community Banks, Inc., Blairsville, Georgia -- to merge with First Clayton
Bancshares, Inc., Clayton, Georgia, and acquire First Clayton Bank & Trust
Company.
- Approved, August 20, 1997

Kansas City

WFS Bancorp., Inc., Wichita, Kansas -- application to terminate its status as margin
lender under Regulation G.
- Approved, August 19, 1997

BANK MERGERS

Atlanta

Colonial Bank, Montgomery, Alabama -- to merge with Dadeland Bank, Miami,
Florida.
- Approved, August 20, 1997

Secretary

Compass Bank, Birmingham, Alabama -- to merge with Compass Bank,
Jacksonville, Florida, and to establish branches.
- Approved, August 20, 1997

BANKS, NONMEMBER, AND MISCELLANEOUS INSTITUTIONS

Director, BS&R

Metro Financial Corporation, Atlanta, Georgia -- registration as transfer agent.
- Withdrawn, August 18, 1997

BANKS, STATE MEMBER

Cleveland

Citizens Commercial Bank and Trust Company, Celina, Ohio -- to acquire and
merge with Van Wert National Bank, Van Wert, Ohio, and to establish branches.
- Approved, August 22, 1997

August 17, 1997 to August 23, 1997

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

CHANGE IN BANK CONTROL

Kansas City

B-K Agency, Inc., Hardtner, Kansas -- change in bank control.
- Withdrawn, August 21, 1997

Dallas

First University Corporation, Houston, Texas -- change in bank control.
- Permitted, August 20, 1997

Dallas

Portales National Bancshares, Inc., Portales, New Mexico -- change in bank control.
- Permitted, August 19, 1997

San Francisco

Prineville Bancorporation, Prineville, Oregon -- change in bank control.
- Permitted, August 20, 1997

Atlanta

Tri-Parish Bancshares, Ltd., Eunice, Louisiana -- change in bank control.
- Permitted, August 21, 1997

COMPETITIVE FACTORS REPORTS

Richmond

Century National Bank, Washington, D.C. -- report on competitive factors of the proposed purchase of certain assets and the assumption of certain liabilities of the McLean, Virginia, branch of Eastern Savings Bank, F.S.B., Herndon, Virginia.
- Submitted, August 21, 1997

Dallas

Citizens National Bank of Childress, Childress, Texas -- report on competitive factors of the proposed acquisition of a branch of Boatman First National Bank of Amarillo, Amarillo, Texas.
- Submitted, August 21, 1997

August 17, 1997 to August 23, 1997

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

Minneapolis

City National Bank of Cloquet, Cloquet, Minnesota -- report on competitive factors of the proposed merger with Norwest Interim National Bank Cloquet, National Association.

- Submitted, August 21, 1997

Cleveland

Community National Corporation, Lexington, Tennessee -- report on competitive factors of the proposed acquisition of Lexington First FSB.

- Submitted, August 22, 1997

New York

Eurobank, Hato Rey, Puerto Rico -- report on competitive factors of the proposed merger with Prime Bank of Puerto Rico, Caguas, Puerto Rico.

- Submitted, August 21, 1997

Kansas City

Farmers State Bank, Cameron, Missouri -- report on competitive factors of the proposed acquisition of the assets and assumption of the liabilities of the Trenton, Missouri, branch of Roosevelt Bank.

- Submitted, August 21, 1997

Philadelphia

First National Bank of Wyoming, Wyoming, Delaware -- report on competitive factors of the proposed purchase of the assets and assumption of the liabilities of two offices of JCPenny National Bank, Harrington, New Jersey.

- Submitted, August 21, 1997

Dallas

First State Bank of Canadian, N.A., Canadian, Texas -- report on competitive factors of the proposed acquisition of a branch of Boatman First National Bank of Amarillo, Amarillo, Texas.

- Submitted, August 22, 1997

Cleveland

First Western Bank, FSB, Sharon, Pennsylvania -- report on competitive factors of the proposed merger with First Western Bank, NA, New Castle, Pennsylvania.

- Submitted, August 20, 1997

August 17, 1997 to August 23, 1997

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

Cleveland

First Western Bank, NA, New Castle, Pennsylvania -- report on competitive factors of the proposed purchase of assets and assumption of liabilities of the Mentor, Ohio, branch of First Western Bank, FSB, Sharon, Pennsylvania, and the establishment of one branch.

- Submitted, August 20, 1997

Cleveland

First Western Bank, NA, New Castle, Pennsylvania -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of the Chicora, Pennsylvania, office of Mellon Bank, NA, Pittsburgh, Pennsylvania.

- Submitted, August 20, 1997

San Francisco

Goleta National Bank, Goleta, California -- report on competitive factors of the proposed merger with Goleta Interim National Bank.

- Submitted, August 22, 1997

Dallas

Graham National Bank, Graham, Texas -- report on competitive factors of the proposed acquisition of five branches of Boatman's First National Bank of Amarillo, Amarillo, Texas.

- Submitted, August 19, 1997

Richmond

Greater Atlantic Savings Bank, F.S.B., Rockville, Maryland -- report on competitive factors of the proposed merger with Interim Bank, Rockville, Maryland, an organizing bank.

- Submitted, August 18, 1997

Minneapolis

Laona State Bank, Laona, Wisconsin -- report on competitive factors of the proposed purchase of the assets and assumption of the liabilities of the Crandon, Wisconsin, branch of Security Bank, S.S.B., Milwaukee, Wisconsin.

- Submitted, August 20, 1997

August 17, 1997 to August 23, 1997

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

Minneapolis

Murray County State Bank, Slayton, Minnesota -- report on competitive factors of the proposed acquisition of certain assets and assumption of the deposit liabilities of the Waseca, Minnesota, branch of the Family Bank, fsb, Mankato, Minnesota.
- Submitted, August 22, 1997

Minneapolis

Northern National Bank, International Falls, Minnesota -- report on competitive factors of the proposed merger with Norwest Interim Bank Falls, National Association.
- Submitted, August 21, 1997

Cleveland

Oak Hill Banks, Jackson, Ohio -- report on competitive factors of the proposed merger with Unity Savings Bank, McArthur, Ohio.
- Submitted, August 20, 1997

Cleveland

Peoples Exchange Bank of Beattyville, Beattyville, Kentucky -- report on competitive factors of the proposed purchase of certain assets and assumption of the liabilities of the Stanton, Kentucky, office of Pioneer Federal Savings Bank, Winchester, Kentucky.
- Submitted, August 22, 1997

Cleveland

PNC Bank, FSB, Vero Beach, Florida -- report on competitive factors of the proposed acquisition of certain assets and assumption of certain liabilities of PNC Bank, NA, Pittsburgh, Pennsylvania.
- Submitted, August 20, 1997

Cleveland

Reliable Savings and Loan Association, Bridgeville, Pennsylvania, dba Reliable Savings Bank -- report on competitive factors of the proposed merger with First Commonwealth Bank.
- Submitted, August 22, 1997

Cleveland

Signal Bank, NA, Wooster, Ohio -- report on competitive factors of the proposed purchase of seven offices of KeyBank, NA, Cleveland, Ohio.
- Submitted, August 20, 1997

August 17, 1997 to August 23, 1997

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

Secretary

Six Rivers National Bank, Eureka, California -- report on competitive factors of the proposed acquisition of four branches of Bank of America National Trust and Savings Association, San Francisco, California.
- Submitted, August 22, 1997

New York

Skylands Community Bank, Independence Township, New Jersey -- report on competitive factors of the proposed acquisition of certain assets and assumption of the liabilities of a branch of First Union National Bank, Avondale, Pennsylvania.
- Submitted, August 21, 1997

EXTENSIONS OF TIME

San Francisco

Asahi Bank, Ltd., Tokyo, Japan -- extension to September 30, 1997, to file certain information in the Annual Report of Foreign Banking Organizations (FR Y-7).
- Granted, August 18, 1997

Boston

Falmouth Bancorp, Inc., Falmouth, Massachusetts -- extension to acquire Falmo Co-operative Bank.
- Granted, August 22, 1997

Dallas

Medina Bankshares, Inc., D'Hanis, Texas -- extension to November 22, 1997, to acquire Medina Financial, Inc., Carson, City, Nevada, and D'Hanis State Bank, D'Hanis, Texas.
- Granted, August 20, 1997

Secretary

Sections 23A and 23B of the Federal Reserve Act -- extension of comment period to October 3, 1997, on a proposal to apply both sections to transactions between a member bank and certain subsidiaries (Docket R-0977).
- Granted, August 20, 1997

Boston

UFS Bancorp, Whitinsville, Massachusetts -- extension to acquire Unibank For Savings.
- Granted, August 19, 1997

August 17, 1997 to August 23, 1997

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

MEMBERSHIP

Kansas City

First Bank of Hennessey, Hennessey, Oklahoma -- to become a member of the Federal Reserve System.

- Approved, August 21, 1997

RESERVE BANK OPERATIONS

General Counsel

Federal Reserve Bank uniform operating circulars -- uniform operating circulars entitled Automated Clearing House Items and Collection of Cash Items and Returned Checks.

- Approved, August 19, 1997

General Counsel

Federal Reserve Bank uniform operating circulars -- operating circulars entitled Book-Entry Securities Account Maintenance and Transfer Services and Funds Transfers Through Fedwire.

- Approved, August 19, 1997

FEDERAL RESERVE BANK OF BOSTON APPLICATIONS

SECTION I - APPLICATIONS SUBJECT TO
NEWSPAPER NOTICE ONLY

<u>Application</u>		<u>Comment Period Ending Date</u>
	NONE	

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

<u>Application</u>		<u>Comment Period Ending Date</u>
Mutual Bancorp of the Berkshires, Inc., Pittsfield, Massachusetts - 3(a)(1)/3(a)(3) application to acquire City Savings Bank of Pittsfield, Pittsfield, Massachusetts and Lee National Banc Corp., Lee, Massachusetts*	<u>Newspaper</u> <u>Federal Register</u>	9-18-97 9-19-97

SECTION III - APPLICATIONS SUBJECT TO
FEDERAL REGISTER NOTICE ONLY

<u>Application</u>		<u>Comment Period Ending Date</u>
	NONE	

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

<u>Application</u>
NONE

SECTION V - AVAILABILITY OF CRA PUBLIC EVALUATIONS

<u>Institution</u>	<u>Examination Date</u>	<u>Rating**</u>
	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

FEDERAL RESERVE BANK OF NEW YORK

Comment Period
Ending Date

SECTION I

**Applications Subject to Newspaper
Notice Only**

Summit Bank, Hackensack, New Jersey, to establish branches at the Pathmark supermarkets located at: 1) 498 E.30th Street, Paterson, New Jersey; and 2) Plaza 46, Route 46 W., W.Paterson, New Jersey; and at the Shop Rite supermarkets located at: 3) Route 45 & Parkville Station Road, W.Deptford, New Jersey; and 4) 1224 Blackwood-Clementon Road, Clementon, New Jersey.1/

09/14/97

SECTION II

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

None.

SECTION III

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

None.

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 23, 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**

NONE

**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 22, 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.

Bank/Location

Examination Date

CRA Rating

NONE

NONE

NONE

**District
Federal Reserve Bank of Cleveland**
Applications and notifications filed during the week ending 8/23/97

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>
934114	The Commercial Bank 230 E. Second Street Delphos, OH 45833	6/16/97	8/23/97	Satisfactory

Footnotes

Section VI - CRA examinations scheduled for Fourth Quarter of 1997

<i>Institution</i>	<i>Location</i>
Andover Bank	P.O. Box 1300, Public Square, Andover, OH 44003-1300
Bank of Corning Company	P.O. Box 428, N. Valley Street, Corning, OH 43730-0428
Commercial & Savings Bank Co.	P.O. Box 50, 701 S. Market Street, Danville, OH 43014-0050
Fifth Third of Northeastern Ohio	1404 E. Ninth Street, Cleveland, OH 44114
Genoa Banking Company	P.O. Box 98, 801 Main Street, Genoa, OH 43430-0098
Hamler State Bank	P.O. Box 358, 210 Randolph Street, Hamler, OH 43524-0358
Hocking Valley Bank	P.O. Box 4847, 7 W. Stimson, Athens, OH 45701-4847
The Citizens Banking Company	P.O. Box 5016, 100 E. Water Street, Sandusky, OH 44871-5016
The Corn City State Bank	P.O. Box 197, 120 W. Main Street, Deshler, OH 43516-0197
The Cortland Savings & Banking Co.	P.O. Box 98, 194 W. Main Street, Cortland, OH 44410-0098
The Custar State Bank	P.O. Box 127, Main Street, Custar, OH 43511-0127
The Farmers Citizen Bank	P.O. Box 567, Washington Square, Bucyrus, OH 44820-0567
The Metamora State Bank	P.O. Box F, 120 E. Main Street, Metamora, OH 43540-0270
The Minster State Bank	P.O. Box 90, 96 W. Fourth Street, Minster, OH 45865-0090
The Provident Bank	1 E. 4th Street, Cincinnati, OH 45202
Towne Bank	P.O. Box 202, 610 E. South Boundary, Perrysburg, OH 43551

Footnotes

Federal Reserve Bank of Richmond

Section I - Applications Subject to Newspaper
Notice Only

<u>Application</u>	<u>Comment Period Ending Date</u>
First Virginia Bank-Clinch Valley, Richlands, Virginia, to merge with Premier Bank, National Association, Tazewell, Virginia.*	9-17-97
First Virginia Bank-Mountain Empire, Damascus, Virginia, to merge with Premier Bank-Central, N.A., Honaker, Virginia.*	9-17-97

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

<u>Application</u>	<u>Comment Period Ending Date</u>
Wachovia Corporation, Winston-Salem, North Carolina, to acquire First United Bancorp, Boca Raton, Florida.*	9-15-97**
Carolina First Corporation, Greenville, South Carolina, to acquire First South- east Financial Corporation, Anderson, South Carolina.*	9-15-97
First Union Corporation, Charlotte, North Carolina, to acquire Signet Banking Corporation, Richmond, Virginia.*	9-19-97**
Wachovia Corporation, Winston-Salem, to acquire Central Fidelity Banks, Inc., Richmond, Virginia.*	9-19-97

Section III - Applications Subject to Federal Register Notice

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

*Application is subject to CRA requirements.

**Expiration of comment period specified in the Federal Register.

Federal Reserve Bank of Richmond

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

Application

Wachovia Corporation, Winston-Salem,
North Carolina, to establish a branch
in London, England.

Federal Reserve Bank of Richmond

Section V - Availability of CRA Public Evaluations

Week ending August 22, 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>Number</u>	<u>Name of Bank</u>	<u>Examination</u> <u>Date</u>	<u>Rating</u>
612720	Commercial and Farmers Bank 8593 Baltimore National Pike Ellicott City, Maryland 21043-4202	6-2-97	Satisfactory

Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending August 22, 1997

Section 1 - Applications Subject to Newspaper Notice Only

<u>Application</u>	<u>Comment Period Ending Date</u>
Caja de Ahorros de Valencia, Castellón y Alicante, Bancaja Valencia, Spain To establish an international agency in Miami, Florida.	09-15-97*

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

<u>Application</u>	<u>Comment Period Ending Date</u>
Regions Financial Corporation Birmingham, Alabama To acquire Griffin Federal Savings Bank, Griffin, Georgia, and thereby engage in operating a savings association, pursuant to Section 225.28(b)(4)(ii) of Regulation Y and Section 4(c)(8) of the Bank Holding Company Act.	09-15-97* Federal Register
Landmark Bancorp, Inc. Margate, Florida 1-BHC formation, Sunniland Bank, Fort Lauderdale, Florida.	09-19-97* Federal Register

Section 3 - Applications Subject to Federal Register Only

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

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

<u>Application</u>
Provident Bank of Florida Apollo Beach, Florida Application for authority to exercise trust powers.

*Subject to provisions of the Community Reinvestment Act.

Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending August 22, 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>
Citizens Trust Bank Post Office Box 4485 Atlanta, Georgia 30302 (404) 659-5959	Satisfactory	04-14-97

Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending August 22, 1997

Recently Approved Applications

Approval Date

Colonial Bank Montgomery, Alabama To merge with Dadeland Bank, Miami, Florida, pursuant to Section 18(c) of the Federal Deposit Insurance Act.	08-20-97
Compass Bank Birmingham, Alabama To merge with Compass Bank, Jacksonville, Florida, pursuant to Section 18(c) of the Federal Deposit Insurance Act.	08-20-97
Big Lake Financial Corporation Okeechobee, Florida To merge with CNB Financial Corporation, and thereby directly acquire Clewiston National Bank, both of Clewiston, Florida, pursuant to Section 3(a)(5) of the Bank Holding Company Act.	08-21-97
The Commercial Bancorp, Inc. Ormond Beach, Florida 1-BHC formation, Commercial Bank of Volusia County, Ormond Beach, Florida (in organization).	08-20-97
United Community Banks, Inc. Blairsville, Georgia To merge with First Clayton Bancshares, Inc., Clayton, Georgia, and thereby directly acquire First Clayton Bank & Trust Company, Clayton, Georgia, pursuant to Section 3(a)(5) of the Bank Holding Company Act.	08-20-97
Tri-Parish Bancshares, Ltd. Eunice, Louisiana Change in control notification by Mr. Harold Edwin McGlasson, Ms. Karen Jane Veillon McGlasson, and Voorhies & Labbe Profit Sharing Plan to increase their ownership to 32.35 percent of the outstanding shares of Tri-Parish Bancshares, Ltd., Eunice, Louisiana.	08-21-97
Pioneer Bancshares, Inc. Chattanooga, Tennessee To acquire Pioneer Bank, f.s.b., Chattanooga, Tennessee, and thereby engage in operating a savings association, pursuant to Section 225.28(b)(4)(ii) of Regulation Y and Section 4(c)(8) of the Bank Holding Company Act.	08-21-97

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 Farmers Bank & Trust Company Converse, Indiana 36 West Fifth Street Peru, Indiana	NP - 8-18-97
Merger & Branch	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 - 8-28-97
Merger & Branch	First Farmers Bank & Trust Company Converse, Indiana Sheridan, Indiana branch office of NBD Bank, N.A. to establish a branch at 322 South Main Street Sheridan, Indiana	NP - **
Branch	Prairie Bank and Trust Company Bridgeview, Illinois Corner of 179th Street and Southwest Highway Orland Park, Illinois	NP - 8-30-97
Branch	First American Bank Kankakee, Illinois Northwest corner of Naperville Road and Boughton Road Bolingbrook, Illinois	NP - 8-26-97

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
Branch	Firststar Bank Wisconsin Madison, Wisconsin East Pointe Shopping Center 5673 Highway 10 East Stevens Point, Wisconsin	NP - 8-21-97
Merger & Branch	F&M Bank-Portage County Stevens Point, Wisconsin Antigo branch of Security Bank, S.S.B. Antigo, Wisconsin to establish a branch at 724 Fifth Avenue Antigo, Wisconsin	NP - **
Branch	Old Kent Bank Grand Rapids, Michigan 17447 Haggerty Road Northville, Michigan	NP - 6-29-97
Branch	Old Kent Bank Grand Rapids, Michigan University Road and Adams Road Rochester Hills, Michigan	NP - 6-29-97
Branch	Old Kent Bank Grand Rapids, Michigan 1495 Rochester Road Rochester, Michigan	NP - 6-29-97
Branch	Old Kent Bank Grand Rapids, Michigan Petoskey Independence Village 965 Hager Drive Petoskey, Michigan	NP - 7-20-97

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	Old Kent Bank Grand Rapids, Michigan 4668 Cascade Road S.E. Grand Rapids, Michigan	NP - 6-16-97
Branch	Citizens Bank and Trust Company Hudson, Iowa 209 West Fifth Street Waterloo, Iowa	NP - 9-13-97

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>
CoC-HC	Damen Financial Corporation Schaumburg, Illinois By Jackson Boulevard Fund, Ltd. and Paul J. Duggan	FR - 9-3-97 NP - **
CoC-HC	First Business Bancshares, Inc. Madison, Wisconsin By Sam Jacobsen	FR - 8-28-97 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 - 8-15-97
3(a)(1)	Heartland Bancshares, Inc.* Franklin, Indiana Heartland Community Bank (in organization) Franklin, Indiana	FR - 9-12-97 NP - 9-8-97
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 - 8-29-97 NP - 8-29-97

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>
CoC-HC	Albert City Bankshares, Inc. Albert City, Iowa By Steven A. Grell Bovee Investment Trust Bruce Tamisiea Bruce Nystrom Gary Grave John M. Cotton David M. Hultgren	FR - 8-29-97 NP - 8-25-97

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)	Bank of Montreal Toronto, Canada Cash Station, Inc. Chicago, Illinois	FR - 8-28-97
4(c)(8)	Bankmont Financial Corp. Chicago, Illinois Cash Station, Inc. Chicago, Illinois	FR - 8-28-97
4(c)(8)	Harris Bankcorp, Inc. Chicago, Illinois Cash Station, Inc. Chicago, Illinois	FR - 8-28-97
4(c)(8)	Harris Bankmont, Inc. Chicago, Illinois Cash Station, Inc. Chicago, Illinois	FR - 8-28-97
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

ROS

Albert City Bankshares, Inc.

Albert City, Iowa

To redeem approximately 1,513 shares of common
stock

Federal Reserve Bank of Chicago

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 22, 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>
Midwest Guaranty Bank 201 West Big Beaver Road P.O. Box 7091 Troy, Michigan 48007-7091 (810) 689-1200 RSSD #1356683	4/25/97	O
North Shore Community Bank & Trust 1145 Wilmette Avenue Wilmette, Illinois 60091 (847) 853-1145 RSSD #2239288	4/28/97	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>
Titonka Savings Bank 173 Main Street North P.O. Box 309 Titonka, Iowa 50480-0309 (515) 928-2142 RSSD #334648	5/12/97	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 Union Bank of Illinois, Swansea, Illinois, to establish a branch at 2200 Troy Road, Edwardsville, Illinois.	9-18-97
* Section 9 notification by Belgrade State Bank, Potosi, Missouri, to transfer the bank's main office designation from its Potosi, Missouri facility to an existing facility located in Belgrade, Missouri, and to redesignate the Potosi, Missouri facility as a branch office.	9-2-97

**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>
None.	

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

<u>Application</u>	<u>End of Comment Period</u>
Section 3(a)(5)(C) notification by CB&T Bancshares, Inc., Marks, Mississippi, to acquire Citizens Bank & Trust Company, Marks, Mississippi.	N/A

* This notification is subject to CRA.

SECTION VI - CRA EXAMINATIONS SCHEDULED

Examinations may have to be rescheduled during the calendar quarter in which they are designated to begin. If an institution's examination is rescheduled for a date later than the end of the date range reflected in a published schedule, the institution's name will be republished in an appropriate later listing. Any comments received as a result of either the first publication or subsequent publications will be considered during the examination.

RSSD Number	Name	City	State
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FEDERAL RESERVE BANK OF MINNEAPOLIS

Section I - Applications Subject to
Newspaper Notice Only

<u>Application</u>	<u>Comment Period Ending Date</u>
First Interstate Bank, Billings, Montana to establish a branch in Helena, Montana. *	August 31, 1997
First Interstate Bank, Billings, Montana to establish a branch in Great Falls, Montana. *	August 24, 1997
First Interstate Bank, Billings, Montana to establish a branch in West Yellowstone, Montana. *	August 24, 1997

* Subject to CRA

FEDERAL RESERVE BANK OF MINNEAPOLIS

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

<u>Application</u>	<u>Comment Period Ending Date</u>
Union Bancshares, Inc., Fargo, North Dakota for prior approval to become a bank holding company through the acquisition of 84.56% of the voting shares of Union State Bank, Fargo, North Dakota. *	September 15, 1997 (Federal Register)
Anderson Financial Group, Inc., Golden Valley, Minnesota for prior approval to become a bank holding company through the acquisition of 100% of the voting shares of Northern National Bank, Nisswa, Minnesota, a <i>de novo</i> bank. *	September 18, 1997 (Federal Register)
International Bancorporation, Golden Valley, Minnesota for prior approval to acquire 100% of the voting shares of the Northern National Bank, Nisswa, Minnesota, a <i>de novo</i> bank. *	September 18, 1997 (Federal Register)

* Subject to CRA

FEDERAL RESERVE BANK OF MINNEAPOLIS

Section III - Applications Subject
to Federal Register Notice Only

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

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 22, 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

Victoria State Bank
1630 Arboretum Boulevard
Victoria, MN 55386
(612) 443-2491

May 27, 1997

Satisfactory

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

FirstBank Holding Company of Colorado, Lakewood, Colorado, for prior approval to acquire 100 percent of the voting shares of FirstBank of Parker, Parker, Colorado, a de novo bank in organization.*

September 19, 1997

Imogene Metcalf, and Charles W. Butler, both of Hooker, Oklahoma; for prior approval to acquire voting shares of Hooker National Bancshares, Inc., Hooker, Oklahoma, and thereby indirectly acquire First National Bank, Hooker, Oklahoma.

September 10, 1997

Michael D. Platt, Hardtner, Kansas, James L. Molz, Kiowa, Kansas, David C. Collins, and Roland C. Pederson, both of Burlington, Oklahoma; for prior approval to acquire voting shares of B-K Agency, Inc., Hardtner, Kansas, and thereby indirectly acquire The Farmers State Bank, Hardtner, Kansas.

September 10, 1997

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER NOTICE ONLY

APPLICATION

COMMENT PERIOD ENDING DATE

None.

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

APPLICATION

State Bank of Burden, Burden, Kansas, for prior approval to become a member in the Federal Reserve System.

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>
Eaton Bank 100 Oak Avenue Eaton, Colorado 80616	83450	6-9-97	8-22-97	Outstanding

*Application is subject to CRA.

District 11

Federal Reserve Bank of Dallas

Applications and Notifications Filed During the Week of August 18, 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)	Keene Bancorp, Inc., 401(K) Employee Stock Ownership Plan & Trust, Keene, TX, to acquire Keene Bancorp, Inc., Keene, TX, and First State Bank of Keene, Keene, TX	**97/09/03
*Section 3(a)(5)	First Financial Bankshares, Inc., Abilene, TX, to acquire Southlake Bancshares, Inc., Southlake, TX, and Texas National Bank, Southlake, TX	N/A
Change in Control Notice	Citizens National Bank of Waxahachie Employee Stock Ownership Plan, Waxahachie, TX, only notificant, to acquire an interest in First Citizens Bancshares, Inc., Waxahachie, TX (Previously reported during the week of August 11, 1997)	**97/08/28
Change in Control Notice	Lacy J. Harber, Denison, TX, only notificant, to acquire an interest in Marble Falls National Bancshares, Inc., Marble Falls, TX (Previously reported during the week of August 11, 1997)	**97/09/09

* Subject to CRA.

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

N/A - Not available at this time.

Federal Reserve Bank of Dallas

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>
None.				

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

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

* Not Available.

FEDERAL RESERVE BANK OF SAN FRANCISCO

Week ending 8/22/97

Section I - Applications Subject to Newspaper Notice Only

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

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

Saehan Bancorp, Los Angeles, California, to become a bank holding company by acquiring Saehan Bank, Los Angeles, California. *	<u>Newspaper:</u> Not available
	<u>Fed. Reg.:</u> 9/19/97
Zions Bancorporation, Salt Lake City, Utah, to acquire by merger, GB Bancorporation, and its wholly-owned subsidiary, Grossmont Bank, both of San Diego, California. *	<u>Newspaper:</u> 9/21/97
	<u>Fed. Reg.:</u> 9/25/97

Section III - Applications Subject to Federal Register Only

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.	<u>Fed. Reg.:</u> 9/09/97
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Section IV - Applications Not Subject to Federal Register Notice
or Newspaper Notice (Cont'd.)

Western Holdings Bancorp, Los Altos, California, to become a bank holding company by acquiring Bank of Los Altos, Los Altos, California.

* Subject to CRA.

FEDERAL RESERVE BANK OF SAN FRANCISCO

Week ending 8/22/97

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>
None			

*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 22, 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
ALBANK, FSB Incentive Savings and Employee Stock Ownership Plan, Albany, NY	ALBANK Financial Corporation, Albany, NY, & ALBANK Commercial, Albany, NY, & ALBANK, FSB, Albany, NY	CIBC	New York	September 10, 1997
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
Anderson Financial Group, Inc., Golden Valley, MN	Northern National Bank, Nisswa, MN	3	Minneapolis	September 18, 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

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
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
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

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
BankAmerica Corporation(1), San Francisco, CA CONTINUED	all of the assets, & assume all of the liabilities of Robertson Stephens & Company Group ("Group"), & Robertson Stephen & Company, Inc. ("RS&Co., Inc."), worldwide in underwriting & dealing in, to a limited extent, all types of CONTINUED	4	San Francisco	September 9, 1997
BankAmerica Corporation(2), San Francisco, CA CONTINUED	and other securities activities	4	San Francisco	September 9, 1997
Banterra Corp, Eldorado, IL	1st Bancorp Vienna, Inc., Vienna, IL, First State Bank of Vienna, Vienna, IL	3	St. Louis	July 18, 1997
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

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
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
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	and other securities and related activities	4	Richmond	August 20, 1997
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

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
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
Calvin B. Taylor Bankshares, Inc., Berlin, MD	Calvin B. Taylor Banking Company of Berlin Maryland, Berlin, MD, & Calvin B. Taylor Bank of Delaware, Ocean View, DE	3	Richmond	September 15, 1997
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

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
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(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(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
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

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
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
Citizens Bankers, Inc., Baytown, TX, and Citizens Bankers of Delaware, Wilmington, DE	First National Bank of Bay City, Bay City, TX	3	Dallas	September 18, 1997
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

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Citizens National Corporation, Paintsville, KY	Josephine Bancshares, Inc., Prestonburg, KY, and The Bank Josephine, Prestonburg, KY	3	Cleveland	July 28, 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
Community Holding Company, Inez, KY	The First National Bank of Louisa, Louisa, KY, into a federal-chartered 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

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
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
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

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
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
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

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
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
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

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
F.N.B. Corporation, Hermitage, PA	Indian Rocks State Bank, Largo, FL	3	Cleveland	September 2, 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
Fifth Third Bancorp, Cincinnati, OH	Suburban Bancorporation, Inc., Cincinnati, OH, Suburban Federal Savings Bank, Cincinnati, OH	4	Cleveland	May 27, 1997
First Commercial Corporation, Little Rock, AR	First Charter Bancshares, Inc., North Little Rock, AR, & Charter State Bank, Beebe, Arkansas, Beebe, AR	3	St. Louis	September 19, 1997
First Fairland Banshares, Inc., Fairland, OK	Fairland Holding Company, Inc., Neosho, MO	3	Kansas City	August 1, 1997
First Financial Bankshares, Inc., Abilene, TX	Southlake Bancshares, Inc., Southlake, TX & Texas National Bank, Southlake, TX	3	Dallas	September 19, 1997
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

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
First National Bancshares of Gallatin, Inc., Gallatin, MO	Interim First National Bank of Gallatin, Gallatin, MO, First National Bank of Gallatin, 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
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

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
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
First Union Corporation(1), Charlotte, NC CONTINUED	Signet Banking Corp., & Signet Bank, Richmond, VA; Signet Commercial Credit Corp., Richmond, VA making loans that are typically secured by inventory, accounts receivable or like security & are generally structured on a revolving basis (b)(1); CONTINUED	3 and 4	Richmond	September 19, 1997
First Union Corporation(2), Charlotte, NC CONTINUED	and other nonbanking activities (b)(11)(iv); (b)(5) (b)(7), (b)(8), (b)(6)	3 and 4	Richmond	September 19, 1997
FirstBank Holding Company of Colorado, Lakewood, CO	FirstBank of Parker, Parker, CO	3	Kansas City	September 19, 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

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Frei, Robert L., Wagner, SD	Commercial Holding Company, Wagner, SD, & Commercial State Bank of Wagner, Wagner, SD	CIBC	Minneapolis	September 11, 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
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

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Harbor, Lacy J., Denison, TX	Marble Falls National Bancshares, Inc., Marble Falls, TX, & Marble Falls National Bank, Marble Falls, TX	CIBC	Dallas	September 4, 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
Heartland Bancshares, Inc., Franklin, IN	Heartland Community Bank, Franklin, IN	3	Chicago	September 12, 1997
Hibernia Corporation, New Orleans, LA	Unicorp Bancshares-Texas Inc., Orange, TX, and OrangeBank, Orange, TX	3	Atlanta	August 11, 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

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
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
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
International Bancorporation, Golden Valley, MN	Northern National Bank, Nisswa, MN	3	Minneapolis	September 18, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
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.; 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
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

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) CONTINUED	4	Cleveland	August 1, 1997
KeyCorp(2), Cleveland, OH CONTINUED	& engaging in certain investment transactions & principal (b)(6), (7) & (8)	4	Cleveland	August 1, 1997
KeyCorp(A), 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
KeyCorp(B), 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
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 Commerical Bank, Ventura CA	CIBC	San Francisco	August 20, 1997
Landmark Bancorp, Inc., Margate, FL	Sunniland Bank, Fort Lauderdale, FL	3	Atlanta	September 19, 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

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Locke, E. David, McFarland, WI	Northern Bancshares, Inc., McFarland, WI & McFarland State Bank, McFarland, WI	CIBC	Chicago	August 29, 1997
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
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
Metcalf, Imogene and Butler, Charles W., both of Hooker, OK	Hooker National Bancshares, Inc., Hooker, OK, & First National Bank, Hooker, OK	CIBC	Kansas City	September 10, 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
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

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
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
Mutual Bancorp of the Berkshires, Inc., Pittsfield, MA	Lee National Banc Corp., Lee, MA, & First National Bank of the Berkshires, Lee, MA & City Savings Bank of Pittsfield, Pittsfield, MA	3	Boston	September 19, 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
National City Corporation, Cleveland, OH, acting through its wholly-owned subsidiary, National Processing, Inc., Louisville, KY	Caribbean Data Services, Ltd., Dallas, TX in data processing activities (b)(14); See Banc One Corp. 80 Fed. Res. Bull 139 (1994)	4	Cleveland	September 9, 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

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
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)); and other securities and related activities (b)(8), (b)(6), & (b)(7)	4	Richmond	August 6, 1997
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
North Fork Bancorporation, Inc., Melville, NY	Branford Savings Bank, Branford, CT	3	New York	September 18, 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

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
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	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
Norwest Corporation, Minneapolis, MN	Packers Management Company, Omaha, NE, & Packers Bank, Omaha, NE	3	Minneapolis	September 2, 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
Olympic Bancorp, Port Orchard, WA	Kitsap Bank, Port Orchard, WA	3	San Francisco	September 19, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
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
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
PBT Bancshares, Inc., McPherson, KS	Yoder Bankshares, Inc., Yoder, KS, and Farmers State Bank, Yoder, KS	3	Kansas City	June 6, 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
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
Platt, Michael D., Hardtner, KS; Molz, James L., Kiowa, KS; Collins, David C., & Pederson, Roland C., both of Burlington, OK	B-K Agency, Inc. Hardtner, KS, & The Farmers State Bank, Hardtner, KS	CIBC	Kansas City	September 10, 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
Provident Financial Group, Inc., & FGBl 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
Regions Financial Corporation, Birmingham, AL	Griffin Federal Savings Bank, Griffin, GA operating a savings association (b)(4)	4	Atlanta	September 15, 1997
Remington, Thomas J., and S. June, both of Lincoln, NE, and Remington, Ada E., McCook, NE	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
Rossenberg, Clifford R., Sunset Beach, CA	Security First Bank, Fullerton, CA	CIBC	San Francisco	May 27, 1997
Saehan Bancorp, Los Angeles, CA	Saehan Bank, Los Angeles, CA	3	San Francisco	September 19, 1997
Santander Holding Internacional, S.A., and Santusa Holding, S.L., both of Madrid, Spain	Banco Santander Puerto Rico, San Juan, Puerto Rico. Santander Holding Invernacional, S.A., Santusa Holding, S.L., & Banco Santander Puerto Rico all currently are subsidiaries of Banco Santander, S.A., Madrid, Spain	3	New York	September 10, 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
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

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
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
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	Bank West (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
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

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
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 Bancshares, Inc., Fargo, ND	Union State Bank of Fargo, Fargo, ND	3	Minneapolis	September 15, 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
Union Planters Corporation, Memphis, TN, and its wholly-owned bank holding company subsidiary, Capital Bancorporation, Inc., Memphis, TN	Sho-Me Financial Corporation, Mt. Vernon, MO, and its wholly-owned savings association subsidiary, 1st Savings Bank, f.s.b., Mt. Vernon, MO in operating a savings institution (b)(4)(ii)	4	St. Louis	September 4, 1997
United Bankshares, Inc., Charleston, WV	First Patriot Bankshares Corporation, Reston, VA, and Patriot National Bank, Reston, VA	3	Richmond	June 16, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
UST Corp., Boston, MA	Firestone Financial Corp., Newton, MA in installment loan & lease financing activities to commercial customers (b)(1) & (b)(3)	4	Atlanta	September 15, 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 Lannett, Lanett, AL	3	Atlanta	September 5, 1997
Wachovia Corporation, Winston-Salem, NC	1st United Bancorp, Boca Raton, FL, & First United Bank, Boca Raton, FL, & United Bancorp's subsidiary, Island Investment Service, Inc., Palm Beach, FL in securities brokerage activities (b)(7)(i)	3	Richmond	September 15, 1997
Wachovia Corporation, Winston-Salem, NC	Jefferson National Bank, Charlottesville, VA and Jefferson National Bank, Charlottesville, VA	3	Richmond	August 18, 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
Zions Bancorporation, Salt Lake City, UT	GB Bancorporation, San Diego, CA, & Grossmont Bank, San Diego, CA	3	San Francisco	September 15, 1997
Zions Bancorporation, Salt Lake City, UT	GB Bancorporation, San Diego, CA & Grossmont Bank, San Diego, CA; Rancho Vista National Bank, Vista, CA & Pacific Commerce Bank, Chula Vista, CA	3	San Francisco	September 22, 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.

Federal Reserve Bank of Boston

Richard Walker, Community Affairs Officer, 600 Atlantic Avenue, Boston, MA
02106-2204

Federal Reserve Bank of New York

Betsy Buttrill White, Senior Vice President, 33 Liberty Street, New York, NY 10045-0001

Federal Reserve Bank of Philadelphia

Michael E. Collins, Senior Vice President, 100 North 6th Street, Philadelphia,
PA 19105-1521

Federal Reserve Bank of Cleveland

Jeffrey Hirsch, Banking Supervisor, 1455 East Sixth Street, Cleveland, OH
44101-2566

Federal Reserve Bank of Richmond

A. Linwood Gill, III, Assistant Vice President, 701 East Byrd Street, Richmond, VA 23261-4528

Federal Reserve Bank of Atlanta

Lois Berthaume, Vice President, 104 Marietta Street, N.W., Atlanta, GA
30303-2713

Federal Reserve Bank of Chicago

Philip Jackson, Applications Officer, 230 South LaSalle Street, Chicago, IL
60690-1413

Federal Reserve Bank of St. Louis

Randall C. Sumner, Vice President, 411 Locust Street, St. Louis, MO 63102-2034

Federal Reserve Bank of Minneapolis

Karen L. Grandstrand, Vice President, 250 Marquette Avenue, Minneapolis, MN 55480-2171

Federal Reserve Bank of Kansas City

D. Michael Manies, Assistant Vice President, 925 Grand Avenue, Kansas City, MO 64198-0001

Federal Reserve Bank of Dallas

Genie D. Short, Vice President, 2200 North Pearl Street, Dallas, TX 75201-2272

Federal Reserve Bank of San Francisco

Pat Marshall, Manager of Analytical Support, Consumer Regulation Group, 101 Market Street, San
Francisco, CA 94105-1579

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.

Federal Reserve Bank of Boston

Jonathan Fine (TEL: 617-973-3339; FAX: 617-973-3219)

Federal Reserve Bank of New York

Margaret Carmody (TEL: 212-720-7924; FAX: 212-720-6628)

Federal Reserve Bank of Philadelphia

Rosanna Crosier (TEL: 215-574-6581; FAX: 215-574-4146)

Federal Reserve Bank of Cleveland

Jim Terlop (TEL: 216-579-2197; FAX: 216-579-2932)

Federal Reserve Bank of Richmond

Gaile Clark (TEL: 804-697-8825; FAX: 804-697-8283)

Federal Reserve Bank of Atlanta

Wayne Smith (TEL: 404-589-7265; FAX: 404-589-7342)

Federal Reserve Bank of Chicago

Frank Skweres (TEL: 312-322-4785; FAX: 312-322-5894)

Federal Reserve Bank of St. Louis

Cathie Windsor (TEL: 314-444-4638; FAX: 314-444-8740)

Federal Reserve Bank of Minneapolis

Paula Charles (TEL: 612-372-2982; FAX: 612-344-2702)

Federal Reserve Bank of Kansas City

Patty Biesemeyer (TEL: 816-881-2464; FAX: 816-881-2252)

Federal Reserve Bank of Dallas

Rob Jolley (TEL: 214-922-6071; FAX: 214-922-6302)

Federal Reserve Bank of San Francisco

Michael Johnson (TEL: 415-974-2995; FAX: 415-974-3031)

Board of Governors of the Federal Reserve System

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

H.2A

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

Notices Filed since the H.2A dated August 22, 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
Bank Capital Corporation, Strasburg, CO	Guaranty Corporation, Denver, CO	3	Kansas City	September 26, 1997
Centre 1 Bancorp, Inc., Beloit, WI	First Winnebago Corporation, Winnebago, IL & First National Bank of Winnebago	3	Chicago	September 26, 1997
New Amboy, Inc., Old Bridge, NJ	Amboy Bancorporation, Old Bridge, NJ & Amboy National Bank, Old Bridge, NJ	3	New York	September 26, 1997
Peoples Commercial Bancorp, Inc., Stilwell, OK	Bank of Commerce, Stilwell, OK & Peoples Bank, Westville, OK	3	Kansas City	September 26, 1997
Prestige Financial Corp., Flemington, NJ	PSC Financial Services, Inc., Flemington, NJ securities brokerage activities (b)(7(i))	4	New York	September 16, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Spectrum Bancorporation, Inc., Omaha, NE	First Savings & Loan Association of South Dakota, Inc., Aberdeen, SD in the operation of a savings association (b)(4)	4	Minneapolis	September 26, 1997
Texas Financial Bancorporation, Inc., Minneapolis, MN & Delaware Financial, Inc., Wilmington, DE	CNB Bancshares of Victoria, Victoria, TX & Citizens Bancorp of Delaware, Inc., Wilimington, DE & Citizens National Bank, Victoria, TX	3	Dallas	September 26, 1997
UST Corp. Boston, MA CORRECTION	Firestone Financial Corp., Newton, MA in installment loan and lease financing activities to commercial customer (b)(1) & (b)(3)	4	Boston	September 5, 1997
Wachovia Corporation, Winston-Salem, NC	Central Fidelity Banks, Inc., & Central Fidelity National Bank, Richmond, VA; Central Fidelity Insurance Agency, Inc., Richmond, VA acting as an agent or broker in the sale of credit related insurance (b)(11)	3 and 4	Richmond	September 26, 1997

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02106-2204

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30303-2713

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60690-1413

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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

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