
Federal Reserve Release



H.2

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

No. 41

Week Ending October 11, 1997

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

ACTIONS TAKEN BY THE BOARD OF GOVERNORS

TESTIMONY AND STATEMENTS

Bank examination and supervision systems -- statement by Governor Phillips before the House Subcommittee on Financial Institutions and Consumer Credit of the House Banking and Financial Services Committee, October 8, 1997.
- Authorized, October 6, 1997

Economic developments affecting the fiscal position of the United States. -- statement by Chairman Greenspan before the House Committee on the Budget, October 8, 1997.
- Published, October 8, 1997

BANK HOLDING COMPANIES

Barnett Banks, Inc., Jacksonville, Florida; BB&T Corporation, Winston-Salem, North Carolina; Central Fidelity Banks, Inc., Richmond, Virginia; Crestar Financial Corporation, Richmond; First American Corporation, Nashville, Tennessee; First Citizens BancShares, Inc., Raleigh, North Carolina; First Union Corporation, Charlotte, North Carolina; First Virginia Banks, Inc., Falls Church, Virginia; Jefferson Bankshares, Inc., Charlottesville, Virginia; NationsBank Corporation, Charlotte, North Carolina; Riggs National Corporation, Washington, D.C.; Signet Banking Corporation, Richmond, Virginia; SunTrust Banks, Inc., Atlanta, Georgia; Synovus Financial Corporation, Columbus, Georgia; and Wachovia Corporation, Winston-Salem, North Carolina -- to acquire Monetary Transfer System, L.L.C., St. Louis, Missouri, and engage in data processing services through Honor Technologies, Inc., Maitland, Florida.
- Approved, October 6, 1997

BANKS, STATE MEMBER

Centura Bank, Rocky Mount, North Carolina -- to acquire five branches of NationsBank, N.A., Charlotte, North Carolina, and to establish branches at those locations.
- Approved, October 6, 1997

BOARD OPERATIONS

Budget objective for 1998 and 1999.
- Approved, October 6, 1997

Committee on the Federal Reserve in the Payments Mechanism -- report from a series of forums on the Federal Reserve's future role in the nation's payments system, October 7, 1997.
- Published, October 7, 1997

CHANGE IN BANK CONTROL

Damen Financial Corporation, Schaumburg, Illinois -- change in bank control.
- Permitted, October 6, 1997

October 5, 1997 to October 11, 1997

ACTIONS TAKEN BY THE BOARD OF GOVERNORS

FORMS

Monthly Survey of Selected Deposits (FR 2042) and its Annual Supplement (FR 2042a) -- to discontinue.

- Proposed, October 6, 1997

INTERNATIONAL OPERATIONS

Wachovia Bank, N.A., Winston-Salem, North Carolina -- to establish a branch in London, England.

- Approved, October 6, 1997

ENFORCEMENT

University Bank, Ann Arbor, Michigan -- order of removal and prohibition against Gregory D. Cannon, an institution-affiliated party.

- Announced, October 10, 1997

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October 5, 1997 to October 11, 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

New York

Adirondack Trust Company, Saratoga Springs, New York -- to establish a branch at the intersection of Route 50 and Northline Road.

- Approved, October 6, 1997

San Francisco

Bank of Casa Grande Valley, Casa Grande, Arizona -- to upgrade loan production office at 325 W. Alma School Road, Chandler, Arizona, into a full-service branch.

- Approved, October 10, 1997

Chicago

Cole Taylor Bank, Chicago, Illinois -- to establish a branch at 111 West Washington Street.

- Approved, October 8, 1997

Chicago

Farmers State Bank of Waupaca, Waupaca, Wisconsin -- to establish a branch at 118 W. Session Street.

- Approved, October 6, 1997

Minneapolis

Farmers State Bank, Victor, Montana -- to establish a branch in Hamilton, Montana.

- Approved, October 6, 1997

Minneapolis

First Interstate Bank, Billings, Montana -- to establish a branch in West Yellowstone, Montana.

- Approved, October 6, 1997

New York

Great Eastern Bank, Flushing, New York -- to establish a branch at 235 Fifth Avenue, New York, New York.

- Approved, October 8, 1997

October 5, 1997 to October 11, 1997

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

Philadelphia

Sterling Bank, Mount Laurel, New Jersey -- to establish a branch in Mount Laurel Township, Burlington, New Jersey.
- Approved, October 10, 1997

BANK HOLDING COMPANIES

San Francisco

BYL Bancorp, Yorba Linda, California -- to acquire Bank of Yorba Linda.
- Approved, October 10, 1997

Secretary

Compass Bancshares, Inc., Birmingham, Alabama -- to acquire GSB Investments, Inc., Gainesville, Florida, and Gainesville State Bank.
- Approved, October 10, 1997

St. Louis

Exchange National Bancshares, Inc., Jefferson City, Missouri -- notice to acquire Union State Bancshares, Inc., Clinton, Missouri, and Union State Bank and Trust Company of Clinton.
- Approved, October 7, 1997

Chicago

FBOP Corporation, Oak Park, Illinois -- to retain shares of First Capital Bank of Arizona, Phoenix, Arizona.
- Approved, October 7, 1997

Director, BS&R

First Chicago NBD Corporation, Chicago, Illinois -- determination that First Chicago NBD Corporation and its subsidiaries had established acceptable policies and procedures in conformance with the Board's requirements, and that First Chicago Capital Markets, Inc., may commence underwriting and dealing in equity securities.
- Granted, October 10, 1997

Kansas City

First National Bank of Las Animas ESOP, Las Animas, Colorado -- to acquire shares of First Bankshares of Las Animas, Inc.
- Approved, October 9, 1997

October 5, 1997 to October 11, 1997

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

Boston

Iron Bancshares, Inc., Salisbury, Connecticut -- to acquire National Iron Bank.
- Approved, October 10, 1997

Chicago

Mahaska Investment Company, Oskaloosa, Iowa -- to acquire Pella State Bank (in organization), Pella, Iowa.
- Approved, October 10, 1997

Richmond

Marine BanCorp, Inc., Chincoteague, Virginia -- to acquire Marine Bank.
- Approved, October 9, 1997

St. Louis

National City Bancshares, Inc., Evansville, Indiana -- to acquire Fourth First Bancorp, Huntingburg, Indiana, and First Bank of Huntingburg.
- Approved, October 9, 1997

Dallas

Paradigm Bancorporation, Inc., Houston, Texas, and Paradigm Delaware Corporation, Inc., Dover, Delaware -- to acquire First National Bank of Dayton, Dayton, Texas.
- Approved, October 8, 1997

Richmond

Queenstown Bancorp of Maryland, Inc., Queenstown, Maryland -- to acquire Queenstown Bank of Maryland.
- Approved, October 8, 1997

St. Louis

Union Planters Corporation, Memphis, Tennessee -- to acquire Capital Bancorp, Miami, Florida, and Capital Bank.
- Approved, October 8, 1997

BANK MERGERS

Cleveland

Citizens Banking Company, Salineville, Ohio -- to acquire three branches of Metropolitan Savings Bank of Ohio, Youngstown, Ohio.
- Approved, October 10, 1997

October 5, 1997 to October 11, 1997

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

Philadelphia

PNC Bank Delaware, Wilmington, Delaware -- report on competitive factors of the proposed merger with PNC National Bank of Delaware.
- Submitted, October 10, 1997

Kansas City

WestStar Bank, Vail, Colorado -- to merge with Western Community Bank, Cedaredge, Colorado, and to establish additional branches.
- Approved, October 9, 1997

CAPITAL STOCK

Minneapolis

First National Agency at St. James, Minnesota, Inc., St. James, Minnesota -- redemption of stock
- Approved, October 10, 1997

CHANGE IN BANK CONTROL

Chicago

Albert City Bankshares, Inc., Albert City, Iowa -- change in bank control.
- Permitted, October 8, 1997

Dallas

AmeriBancShares, Inc., Wichita Falls, Texas -- change in bank control.
- Permitted, October 6, 1997

Dallas

First Riesel Corporation, Riesel, Texas -- change in bank control.
- Permitted, October 7, 1997

Kansas City

Harvard State Company, Harvard, Nebraska -- change in bank control.
- Permitted, October 10, 1997

St. Louis

Litchfield Bancshares Company, Litchfield, Illinois -- change in bank control.
- Permitted, October 10, 1997

October 5, 1997 to October 11, 1997

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

St. Louis

Sebastian Bankshares, Inc., Barling, Arkansas -- change in bank control.
- Permitted, October 10, 1997

COMPETITIVE FACTORS REPORTS

Chicago

AmericanMidwest Bank & Trust, Melrose Park, Illinois -- report on competitive factors of the proposed merger with Banco Popular Illinois, River Grove; Capitol Bank and Trust, Chicago; and Capitol Bank of Westmont, Westmont, Illinois.
- Submitted, October 8, 1997

St. Louis

Boone County National Bank of Columbia, Columbia, Missouri -- report on competitive factors of the proposed purchase of the assets and assumption of the liabilities of the Booneville branch of Mercantile Bank of Central Missouri, Washington, Missouri.
- Submitted, October 8, 1997

San Francisco

California Bank, N.A., Beverly Hills, California -- report on competitive factors of the proposed purchase of certain assets and assumption of the liabilities of six Los Angeles County branches of Regency Savings Bank, FSB, Naperville, Illinois.
- Submitted, October 10, 1997

Kansas City

Commerce Bank, N.A., Kansas City, Missouri -- report on competitive factors of the proposed merger with Commerce Bank, N.A., St. Louis, Missouri.
- Submitted, October 6, 1997

Philadelphia

Corestates Bank of Delaware, National Association, Wilmington, Delaware -- report on competitive factors of the proposed merger with Corestates Delaware, National Association.
- Submitted, October 10, 1997

San Francisco

Eastern Interim Bank, Heppner, Oregon -- report on competitive factors of the proposed merger with Bank of Eastern Oregon.
- Submitted, October 8, 1997

October 5, 1997 to October 11, 1997

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

Atlanta

Fidelity Bankshares, Inc., West Palm Beach, Florida, and Fidelity Bankshares, M.H.C. -- report on competitive factors of the proposed acquisition of BankBoynton, Boynton Beach, Florida.
- Submitted, October 8, 1997

Chicago

First Mid-Illinois Bank & Trust National Association, Mattoon, Illinois -- report on competitive factors of the proposed merger with Heartland Savings Bank.
- Submitted, October 8, 1997

Atlanta

First National Bank of Ashland, Ashland, Alabama -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of two branches of Southtrust Bank, N.A., Birmingham, Alabama.
- Submitted, October 8, 1997

Kansas City

First National Bank, Arvada, Colorado -- report on competitive factors of the proposed merger with Interamerica Bank, Albuquerque, New Mexico.
- Submitted, October 6, 1997

Dallas

First State Bank of Texas, Denton, Texas -- report on competitive factors of the proposed merger with First National Bank of Grapevine, Grapevine, Texas.
- Submitted, October 8, 1997

Chicago

Fisher National Bank, Fisher, Illinois -- report on competitive factors of the proposed merger with TF Interim National Bank.
- Submitted, October 8, 1997

San Francisco

Flagship Bank, FSB, San Diego, California -- report on competitive factors of the proposed merger with International City Bank, N.A., Long Beach, California.
- Submitted, October 7, 1997

October 5, 1997 to October 11, 1997

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

St. Louis

Guaranty Federal Bancshares, M.H.C., Springfield, Missouri -- report on competitive factors of the proposed conversion to a stock holding company to be named Guaranty Federal Bancshares, Inc.

- Submitted, October 8, 1997

St. Louis

Linn State Bank, Linn, Missouri -- report on competitive factors of the proposed merger with Heritage Bank, Loose Creek, Missouri.

- Submitted, October 9, 1997

St. Louis

Madison First Federal Savings & Loan Association, Madison, Indiana -- report on competitive factors of the proposed merger with Citizens National Bank of Madison.

- Submitted, October 8, 1997

Chicago

Northwest Investment Corp, Davenport, Iowa -- report on competitive factors of the proposed merger with Northwest Bank & Trust Company.

- Submitted, October 8, 1997

New York

Oriental Bank and Trust, Hato Rey, Puerto Rico -- report on competitive factors of the proposed acquisition of certain IRA deposits of Chase Manhattan Bank.

- Submitted, October 9, 1997

San Francisco

Pacific One Bank, N.A., Kennewick, Washington -- report on competitive factors of the proposed merger with Pacific One Bank, N.A., Portland, Oregon.

- Submitted, October 6, 1997

Atlanta

Peoples Bank of Fannin County, Blue Ridge, Georgia -- report on competitive factors of the proposed purchase of certain assets and the assumption of the liabilities of the Ellijay, Georgia, branch of Bank of North Georgia, Alpharetta, Georgia.

- Submitted, October 8, 1997

October 5, 1997 to October 11, 1997

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

San Francisco

PSB Interim Bank, Coos Bay, Oregon -- report on competitive factors of the proposed merger with Pacific State Bank, Reedsport, Oregon.
- Submitted, October 6, 1997

St. Louis

Roosevelt Bank, N.A., Chesterfield, Missouri -- report on competitive factors of the proposed merger with Mercantile Bank, N.A., Hartford, Illinois
- Submitted, October 8, 1997

San Francisco

Santa Monica Bank, Santa Monica, California -- report on competitive factors of the proposed merger with Western Bank, Los Angeles, California.
- Submitted, October 9, 1997

Dallas

South Texas National Bank of Laredo, Laredo, Texas -- report on competitive factors of the proposed merger with South Texas Interim National Bank.
- Submitted, October 10, 1997

Atlanta

State Bank of Cochran, Cochran, Georgia -- report on competitive factors of the proposed purchase of certain assets and the assumption of the liabilities of the Wrightsville, Georgia, branch of First South Bank, National Association, Macon, Georgia.
- Submitted, October 8, 1997

Chicago

State Bank of Graymont, Graymont, Illinois -- report on competitive factors of the proposed acquisition of the assets and assumption of the liabilities of the Chenoa branch of Citizens Savings Bank, F.S.B., Bloomington, Illinois.
- Submitted, October 8, 1997

EXTENSIONS OF TIME

San Francisco

BankAmerica Corporation, San Francisco, California -- extensions to divest certain properties.
- Granted, October 8, 1997

October 5, 1997 to October 11, 1997

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

Boston

Charter Oak Community Bank Corp., Vernon, Connecticut -- extension to January 9, 1998, to acquire Savings Bank of Rockville.
- Granted, October 10, 1997

San Francisco

Frontier Financial Corporation, Everett, Washington -- extension to January 11, 1998, to acquire shares of Washington Banking Company, Oak Harbor, Washington.
- Granted, October 9, 1997

Philadelphia

Fulton Financial Corporation, Lancaster, Pennsylvania -- request for an extension of the divestiture period for the impermissible activities relating to the acquisition of Central Pennsylvania Financial Corp.
- Granted, October 7, 1997

San Francisco

Pierce County Bancorp, Tacoma, Washington -- extension to October 24, 1997, to acquire Pierce Commercial Bank.
- Granted, October 9, 1997

Dallas

Texas State Bank, McAllen, Texas -- extension to September 24, 1998, to establish a branch at 5022 South McColl Road, Edinburg, Texas.
- Granted, October 8, 1997

San Francisco

Valley Bank of Arizona, Phoenix, Arizona -- extension to November 18, 1998, to establish a branch at 3001 East Camelback Road.
- Granted, October 10, 1997

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

CHANGE IN BANK CONTROL

Atlanta

First Bankshares, Inc., Longwood, Florida -- change in bank control.
- Permitted, October 3, 1997

EXTENSIONS OF TIME

Chicago

Marshall & Ilsley Corporation, Milwaukee, Wisconsin -- extension to December 30,
1997, to acquire Security Capital Corporation and Security Bank, S.S.B.
- Granted, September 29, 1997

Federal Reserve Bank of Boston

Applications and notifications filed during the week of 10-10-97

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>
CIC	Boston Private Bancorp, Inc., Boston, MA - pursuant to section 225.41 of Regulation Y by Charles Michael Hazard to acquire greater than 10% of the outstanding common stock of Boston Private Bancorp, Inc.	Newspaper-10/15/97 Fed Reg - 10/15/97
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

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>
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The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

The CRA requires that each depository institution's record in helping meet the credit needs of its entire community be evaluated periodically. That record is taken into account in considering an institution's application for deposit facilities.

A copy of an institution's CRA evaluation may be obtained directly from the institution or Reserve Bank.

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**

The following state member banks have been examined and their CRA public evaluations are now available.

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>
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NONE

Footnotes

Section VI - CRA examinations scheduled for Quarter of

<i>Institution</i>	<i>Location</i>
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NONE

Footnotes

District 02
Federal Reserve Bank of New York

Applications and notifications filed during the week of 10/05/97-10/11/97

Section I - Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Chase Manhattan Bank, New York, New York, to establish a branch office at 258 Genesee Street, Utica, New York.*	11/10/97

* Subject to provisions of the Community Reinvestment Act.

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.		

Section III - Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
25	Prior notice by Morgan Guaranty Trust Company of New York, New York, New York, to establish a branch in Johannesburg, South Africa.	N/Avail
25	Prior notice by Morgan Guaranty International Finance Corporation, Newark, Delaware, to make an additional investment in J.P. Morgan Securities Asia Ltd., Singapore.	N/Avail

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.		

Section V - Availability of CRA public evaluations

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

FEDERAL RESERVE BANK OF PHILADELPHIA

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

Community Bank and Trust Company, Forest City, PA, to acquire certain assets and assure deposit liabilities associated with two branch offices of First Union National Bank, Charlotte, NC, pursuant to Section 18(c) of the Federal Deposit Insurance Act.

Newspaper comment period expires: N/Avail.

Summit Bank, Bethlehem, PA seeks to become a member of the Federal Reserve System pursuant to Section 9 of the Federal Reserve Act.

Newspaper comment period expires: N/Avail.

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

Penn Woods, Williamsport, PA, to acquire up to 10 percent of Columbia Financial Institution, Bloomsburg, PA, pursuant to Section 3(a)(3) of the Bank Holding Company Act.

Newspaper comment period expires: 10/11/97
Federal Register comment period expires: N/Avail.

**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 October 10, 1997.

Identification of Ratings

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

Outstanding record of meeting community credit needs.

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

Satisfactory record of meeting community credit needs.

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

Needs to improve record of meeting community credit needs.

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

Substantial noncompliance in meeting community credit needs.

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

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

**District
Federal Reserve Bank of Cleveland**

Applications and notifications filed during the week ending 10/11/97

Section I - Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
BKBRX	<i>Notice by Hocking Valley Bank, Athens, OH of its intent to establish a branch at 11 Mill Street, Coolville, OH received on October 10, 1997.</i>	* November 3, 1997
BKBRX	<i>Notice by Hocking Valley Bank, Athens, OH of its intent to establish a branch at 118 North Plains Road, The Plains, OH received on October 10, 1997.</i>	* October 26, 1997

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>
CC	<i>Notice of Change in Control for Billy Miller Smith; Marcia Smith Lawrence; Valerie Smith Bartley; Tracey Smith Weinberg; Carew Smith Bartley; Benjamin Lee Smith; Stuart G. Smith; Dirk Smith Trust; William D. Smith; William Samuel Smith; National City Bank, Trustee for U/W Philip Lawrence involving Hindman Bancshares, Inc. located in Hindman, KY received on 10/9/97.</i>	*UNKNOWN

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>
	<i>Exception for notice of proposed redemption of equity securities by Hindman Bancshares, Inc. located in Hindman, Kentucky, pursuant to 12 C.F.R. Part 225.4(b)(6) received on 10/10/97.</i>	

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>
	<i>None</i>			

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

District 05
Federal Reserve Bank of Richmond

Applications and notifications filed during the week of October 10, 1997

Section I - Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None.		

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.		

Section III - Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4(c)(8)	First Union Corporation, Charlotte, North Carolina, to acquire First Wheat Butcher Singer, Inc., Richmond, Virginia.	Not yet available.

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.		

Section V - Availability of CRA public evaluations

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>
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The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

The CRA requires that each depository institution's record in helping meet the credit needs of its entire community be evaluated periodically. That record is taken into account in considering an institution's application for deposit facilities.

A copy of an institution's CRA evaluation may be obtained directly from the institution or Reserve Bank.

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

The following state member banks have been examined and their CRA public evaluations are now available.

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>
990325	F & M Bank-Winchester 115 North Cameron Street Winchester, Virginia 22601	7-7-97	10-9-97	Satisfactory	Large
1161029	Bank of Hampton Roads 201 Volvo Parkway Chesapeake, Virginia 23320- 4652	7-28-97	10-9-97	Satisfactory	Small
698229	Prosperity Bank & Trust Company 5803 Rolling Road Springfield, Virginia 22152-1056	7-28-97	10-9-97	Satisfactory	Small

Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending October 10, 1997

Section 1 - Applications Subject to Newspaper Notice Only

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

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

<u>Application</u>	<u>Comment Period Ending Date</u>
Trust No. 3 under Will of Charles Henderson Troy, Alabama Along with Henderson Bancshares, Inc., Troy, Alabama, to acquire Pea River Capital Corporation, and its subsidiary, The Peoples Bank of Coffee County, both of Elba, Alabama, pursuant to Section 3(a)(3) of the Bank Holding Company Act.	11-03-97* Federal Register
Embry Bankshares, Inc. Duluth, Georgia After-the-fact change in control notice by Mr. Stuart A. Cashin, Jr., as co-trustee of the 1976 Mary Jacqueline Embry Trust and the 1976 Sarah Elizabeth Embry Trust in the place of Mr. O'Neal Embry, deceased, to retain 44.94 percent of the outstanding shares of Embry Bankshares, Inc., Duluth, Georgia, and its subsidiary, Embry National Bank, Lawrenceville, Georgia, pursuant to the Change in Bank Control Act of 1978.	10-21-97* Federal Register
Georgia National Bancorp, Inc. Athens, Georgia After-the-fact change in control notice by Mr. Conway C. Broun in his capacity as Managing Partner of Broun Family Partnership, LLP, to retain 11.61 percent of the outstanding shares of Georgia National Bancorp, Inc., Athens, Georgia, pursuant to the Change in Bank Control Act of 1978.	Not yet available*

Section 3 - Applications Subject to Federal Register Only

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

*Subject to provisions of the Community Reinvestment Act.

Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending October 10, 1997

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

Application

AuburnBank, et al
Auburn, Alabama

Along with 15 other institutions (First National Bank, Brookings, South Dakota; First National Bank Northwest Florida, Panama City, Florida; First National Bank & Trust, Fort Walton Beach, Florida; First State Bank & Trust, Albany, Georgia; The Bankers Bank, Atlanta, Georgia; Piedmont Trust Bank, Martinsville, Virginia; West Central Georgia Bank, Thomaston, Georgia; Main Street Bank, Covington, Georgia; Habersham Bank, Cornelia, Georgia; Success National Bank, Libertyville, Illinois; Tennessee State Bank, Gatlinburg, Tennessee; Bank of Union, Monroe, North Carolina; Cenit Bank, FSB, Norfolk, Virginia; First American Bank, Decatur, Alabama, and United Bank, Barnesville, Georgia); to collectively acquire 100 percent of the outstanding common stock of Southeast Bankcard Association, Inc., Duluth, Georgia, and thereby operate a bank service corporation, pursuant to Section 4(f) of the Bank Service Corporation Act.

Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending October 10, 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.

Bank

CRA Rating

Examination Date

None.

Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending October 10, 1997

Recently Approved Applications

Approval Date

First Bankshares, Inc.
Longwood, Florida

10-03-97

Change in control notice by Ms. Sushulaben Patel, as a member of the Patel Group, to acquire up to 50 percent of the voting shares of First Bankshares, Inc., and its subsidiary, First National Bank of Central Florida, both of Longwood, Florida, pursuant to the Change in Bank Control Act of 1978.

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>
Merger & Branch	Omni Bank Macomb, Illinois Farmer State Bank of Ferris Ferris, Illinois 1395 Buchaman Street Carthage, Illinois Main Street Ferris, Illinois	NP - 10-18-97
Branch	1st Source Bank South Bend, Indiana 3905 Franklin Street Michigan City, Indiana	NP - 10-14-97
Branch	Comerica Bank Detroit, Michigan 1905 Canton Center Canton, Michigan	NP - 10-15-97
Branch	Comerica Bank Detroit, Michigan 54750 Shelby Road Shelby Township, Michigan	NP - 10-11-97

NP - Newspaper

FR - Federal Register

* - Subject to Provisions of Community Reinvestment Act

** - Not available at this time

Federal Reserve Bank of Chicago

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

<u>Type</u>	<u>Application</u>	<u>Comment Period Ending Date</u>
3(a)(1)	Marengo Bancshares, Inc.* Marengo, Illinois Prairie State Bank (in organization) Marengo, Illinois	FR - 10-2-97 NP - 10-15-97
3(a)(1)	Builders Financial Corporation* Chicago, Illinois Builders Bank (in organization) Chicago, Illinois	FR - 10-23-97 NP - 08-21-97
3(a)(1)	George Washington Bancorp, Inc.* Oak Lawn, Illinois George Washington Savings Bank Oak Lawn, Illinois	FR - 10-6-97 NP - 10-27-97
3(a)(1)	Mercantile Bank Corporation* Grand Rapids, Michigan Mercantile Bank of West Michigan (in organization) Grand Rapids, Michigan	FR - 10-9-97 NP - 9-29-97
3(a)(3)	FBOP Corporation* Oak Park, Illinois California Bank, N.A. (in organization) Beverly Hills, California	FR - 10-27-97 NP - **
3(a)(3)	Fidelity Ban Corporation* Independence, Iowa Benton County Savings Bank Norway, Iowa	FR - 11-10-97 NP - **
3(a)(3)	Albrecht Financial Services, Inc.* Norwalk, Iowa Heartland Bankshares, Inc. Madrid, Iowa City State Bank Grimes, Iowa	FR - 10-9-97 NP - 10-4-97

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>
3(a)(1) & 4(c)(8)	Washington Bancorp* Washington, Iowa Rubio Savings Bank of Brighton Brighton, Iowa Washington Federal Savings Bank Washington, Iowa	FR - 10-23-97 NP - 10-25-97
3(a)(1)	Fisher Bancorp, Inc.* Fisher, Illinois Fisher National Bank Fisher, Illinois	FR - 10-24-97 NP - 10-25-97
3(a)(1)	Midland Bancshares, Inc.* Kincaid, Illinois The Midland Community Bank Kincaid, Illinois	FR - 10-31-97 NP - **
3(a)(1)	Sparta Union Bancshares, Inc.* Sparta, Wisconsin Union National Bank & Trust Company Sparta, Wisconsin	FR - 11-03-97 NP - **

Federal Reserve Bank of Chicago

Section III - Applications Subject to Federal Register
Notice Only

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

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

<u>Type</u>	<u>Application</u>
ROS	Bankers Trust Company Des Moines, Iowa To redeem \$2 million of noncumulative perpetual preferred 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 October 10, 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>
M&I First American Bank 500 3rd Street P.O.Box 8008 Wausau, WI 54402-8008 (715) 845-4311 RSSD# 820945	6/9/97	O
Fort Madison Bank and Trust Co Avenue "G" and 7th Streets P.O. Box 329 Fort Madison, IA 52627-5164 (319) 372-5164 RSSD# 624246	6/30/97	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>
Union Bank Sandwich 202 Indian Spring Drive Sandwich, IL (815) 786-8455 RSSD# 395340	8/29/97	O
Union Bank 201 East Main Streator, IL 61364-2977 (815) 673-3333 RSSD# 457547	6/9/97	S
American Trust and Savings Bank 895 Town Clock Plaza P.O. Box 938 (319) 582-1841 Dubuque, IA 52004-0938 RSSD# 596848	6/16/97	O
People's Bank and Trust Company Highway 101 North P.O. Box 168 Sunman, IN 47041-0168 (812) 623-2237 RSSD# 8547	6/23/97	S

Revised data for week ending September 5, 1997

NAB Bank 222 West Cermak Road Chicago, Illinois 60616-1997 (312) 225-5991 RSSD # 209139	5/27/96	S
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FEDERAL RESERVE BANK OF ST. LOUIS**SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE**

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

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

<u>Application</u>	<u>End of Comment Period</u>
* Section 4(c)(8) notification by National Commerce Bancorporation, Inc., Memphis, Tennessee, to acquire 49% of First Market Bank, FSB, Memphis, Tennessee.	Newspaper: 10-23-97
Change in control notification involving Rogers Bancshares, Inc., Little Rock, Arkansas, by The Rogers Family Limited Partnership, Little Rock, Arkansas.	N/A
* Section 3(a)(1) notification by Mid America Banking Corporation, Columbia, Missouri, to acquire Pulaski Bancshares, Inc., Dixon, Missouri.	<u>Federal Register</u> : 10-27-97

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER NOTICE

<u>Application</u>	<u>End of Comment Period</u>
Section 4(c)(8) notification by Louisville Development Bancorp, Inc., Louisville, Kentucky, to control the assets and exercise a controlling influence over the management of Louisville Enterprise Center, Inc., Louisville, Kentucky.	N/A

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

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

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

Application

Comment Period
Ending Date

NONE.

FEDERAL RESERVE BANK OF MINNEAPOLIS
Section II - Applications Subject to Both
Newspaper and Federal Register Notice

Application

Comment Period
Ending Date

Roscoe Community Bankshares, Inc., Roscoe, South Dakota for prior approval to become a bank holding company through the acquisition of 100% of the voting shares of First State Bank of Roscoe, Roscoe, South Dakota. *

October 31, 1997
(Newspaper)

* Subject to CRA

FEDERAL RESERVE BANK OF MINNEAPOLIS
Section III - Applications Subject
to Federal Register Notice Only

Application

Comment Period
Ending Date

U.S. Bancorp, Minneapolis, Minnesota to engage *de novo*, through its subsidiary, U.S. Bancorp Investments, Inc., Minneapolis, Minnesota in underwriting and dealing in commercial paper, municipal revenue bonds, mortgage-backed securities, and consumer-receivable-related securities. See, Citicorp, J.P. Morgan & Co., Inc., and Bankers Trust New York Corp., 73 Federal Reserve Bulletin 473 (1987); extending credit and servicing loans, pursuant to Section 225.28(b)(1) of the Board's Regulation Y; arranging commercial real estate equity financing, asset management servicing and collection activities, and acquiring debt in default, pursuant to Sections 225.28(b)(2)(ii), (vi), and (vii) of the Board's Regulation Y; leasing personal or real property, pursuant to Section 225.28(b)(3) of the Board's Regulation Y; financial and investment advisory activities, pursuant to Section 225.28(b)(6) of the Board's Regulation Y; agency transactional services for customer investments, pursuant to Section 225.28(b)(7) of the Board's Regulation Y; investment transactions as principal, pursuant to Section 225.28(b)(8) of the Board's Regulation Y; management consulting and counseling activities, pursuant to Sections 225.28(b)(9)(i)(A)(1) and (2) of the Board's Regulation Y; and insurance agency activities, pursuant to Section 225.28(b)(11)(vii) of the Board's Regulation Y.

October 29, 1997

FEDERAL RESERVE BANK OF MINNEAPOLIS
Section IV - Applications Not Subject to
Federal Register Notice or Newspaper Notice

Application

FEDERAL RESERVE BANK OF MINNEAPOLIS
Section V - Availability of
CRA Public Evaluations
week ending October 10, 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

1st United Bank of Sidney
120 Second Street N.W.
Sidney, Montana 59270
(406) 482-3212

July 7, 1997

Outstanding

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

CSB Bancshares, Inc., Ellsworth, Kansas, for prior approval to acquire 5.92 percent of the voting shares of Wilson Bancshares, Inc., Wilson, Kansas; and thereby indirectly acquire The Wilson State Bank, Wilson, Kansas.*

October 25, 1997

Midland First Financial Corporation, Lee's Summit, Missouri, for prior approval to become a bank holding company through the acquisition of 100 percent of the voting shares of Midland Bank, Lee's Summit, Missouri.*

November 3, 1997

Citizens Bancshares Company, Chillicothe, Missouri, for prior approval to merge with Trenton Trust Bancshares, Inc., Trenton, Missouri; and thereby indirectly acquire Trenton Trust Company, Trenton, Missouri.*

November 7, 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

None.

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>
Union State Bank 612 Pine Street Upton, Wyoming 82730	29159	07/21/97	10/06/97	Satisfactory
First Security Bank 204 W. Main Street Newcastle, Wyoming 82701-2126	540757	07/14/97	10/07/97	Satisfactory
Grant County Bank 129 S. Main Medford, Oklahoma 73759-1531	361354	08/04/97	10/09/97	Satisfactory

District 11

Federal Reserve Bank of Dallas

Applications and Notifications Filed During the Week of October 6, 1997

Section I - Applications subject to newspaper notice only

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

- * Subject to the provisions of the Community Reinvestment Act.
- ** Comment period ending date is the date specified in the newspaper only.
- N/Avail - 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>
CIC	Smith Mustang, Ltd., Rio Vista, TX, only notificant, to acquire an interest in First State Bank, Rio Vista, TX	N/Avail
*3(a)(3)	Olney Bancshares of Texas, Inc., Olney, TX, and Olney Bancorp of Delaware, Inc., Wilmington, DE, to acquire First National Bank of Borger, Borger, TX, Citizens National Bank of Childress, Childress, TX, and First State Bank of Canadian, N.A., Canadian, TX (Previously reported during the week of September 29, 1997)	**97/10/28
*3(a)(1)	Amador Merger Corporation, Las Cruces, NM, to acquire Amador Bancshares, Inc., Las Cruces, NM, and Citizens Bank of Las Cruces, Las Cruces, NM (Previously reported during the week of September 29, 1997)	**97/10/31

- * Subject to the provisions of the Community Reinvestment Act.
- ** Comment period ending date is the date specified in the newspaper only.
- N/Avail - Not available at this time.

Section III - Applications subject to Federal Register notice only

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

* Subject to the provisions of the Community Reinvestment Act.

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

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

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.				

Federal Reserve Bank of Dallas

Section VI - CRA examinations scheduled

Quarter of

Institution

Location

N/Avail

N/Avail - Not available at this time.

District 12

Federal Reserve Bank of San Francisco

Applications and Notifications Filed During the Week of October 6, 1997

Section I - Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(1)	Heritage Financial Corporation to become a bank holding company by acquiring Heritage Savings Bank, both of Olympia, Washington. *	Newspaper 10/29/97 Fed Reg 10/31/97
3(a)(3)	Greater Bay Bancorp, Palo Alto, California, to acquire Peninsula Bank of Commerce, Millbrae, California. *	Newspaper 11/06/97 Fed Reg 10/31/97
CIC	Ronald B. Douglass, Medina, Washington, to increase his ownership up to 24.9 percent of Washington Commercial Bancorp, Redmond, Washington. *	Newspaper 10/22/97 Fed Reg 10/29/97
CIC	Wendell Allen Jacobson, Fountain Green, Utah, to increase his ownership to 25.24 percent of Bank of Ephraim, Ephraim, Utah. *	Newspaper N/Avail Fed Reg N/Avail
3(a)(5)	City National Corporation, Beverly Hills, California, to acquire Harbor Bancorp, Long Beach, California. *	Newspaper 11/06/97 Fed Reg 11/07/97

* Subject to CRA

Section III - Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
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Section IV - Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(5)(C)	Roseville 1st Community Bancorp, to become a bank holding company by acquiring Roseville First National Bank, both of Roseville, California.	None
COM	Zubair and Khatija Kazi and Yahia and Magda Abdul-Rahman, Studio City, California, requests a relief of commitments in connection with their Change in Bank Control Notice to acquire Greater Pacific Bancshares, Whittier, California.	None

Section V - Publicly available CRA evaluations

<i>RSSD number</i>	<i>Institution/ Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>Large bank</i>	<i>Small bank</i>

The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

The CRA requires that each depository institution's record in helping meet the credit needs of its entire community be evaluated periodically. That record is taken into account in considering an institution's application for deposit facilities.

A copy of an institution's CRA evaluation may be obtained directly from the institution or Reserve Bank.

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**

The following state member banks have been examined and their CRA public evaluations are now available.

<i>RSSD number</i>	<i>Institution/ Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>Large bank</i>	<i>Small bank</i>
802866	Silicon Valley Bank 3003 Tasman Drive Santa Clara, CA 95054 (408) 654-7400	6/02/97	10/06/97	Satisfactory	X	

Footnotes: 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 October 10, 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
Alabama National BanCorporation, Birmingham, AL	First American Bancorp, Decatur, AL & First American Bank, Decatur, AL	3	Atlanta	October 24, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Albrecht Financial Services, Inc., Norwalk, IA	Heartland Bankshares, Inc., Madrid, IA & City State Bank, Grimes, IA	3	Chicago	October 9, 1997
Amador Merger Corporation, Las Cruces, NM	Citizens Bank of Las Cruces, Las Cruces, NM	3	Dallas	October 31, 1997
Amador Merger Corporation, Las Cruces, NM CORRECTION	Amador Bancshares, Inc., Las Cruces, NM & Citizens Bank of Las Cruces, Las Cruces, NM CORRECTION	3	Dallas	October 31, 1997
Arrendale Undiversified Family Limited Partnership(2), Baldwin, GA CONTINUED Cynthia Bussey, in their individual capacities		CIBC	Atlanta	October 16, 1997
Arrendale Undiversified Family Ltd. Partnership(1), Baldwin, GA; its general partners, Thomas A. Arrendale, III, Gainsville, GA; Cynthia Bussey, Atlanta, GA; & Thomas A. Arrendale, Jr., Clarkesville, GA; Thomas A. Arrendale, III, & CONTINUED	Habersham Bancorp, Cornelia, GA, & Habersham Bank, Clarkesville, GA CONTINUED	CIBC	Atlanta	October 16, 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 Capital Corporation, Strasburg, CO	Guaranty Corporation, Denver, CO	3	Kansas City	September 26, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
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
Bennett, James(1), Billings, MT; First PREMIER Bank as Custodian/FBO Emil Erhardt IRA, Stevensville, MT; Donald Bennett, Columbia Falls, MT; Steven Tostenrud, Billings, MT; Alex Zier, Lewistown, MT; William Thorndal, Laurel, MT; CONTINUED	Citizens Development Co., Billings, MT, & First Security Bank of Laurel, Laurel, MT; First Citizens Bank of Billings, Billings, MT; Citizens State Bank, Hamilton, MT; First Citizens Bank, N.A., Columbia Falls, MT: First National Bank CONTINUED	CIBC	Minneapolis	October 23, 1997
Bennett, James(2), Billings, MT; Robert Sizemore, Chinook, MT; Willam Curley, Oyette, WI; Jon Sustarich, Cambridge, WI; Kenneth Baker, Osceola, IA; Gregory Bormann, Stickney, SD; Duncan Flann, Iroquois, SD; Ronald Hornischer, Merrill, WI; CONTINUED	of Lewistown, Lewistown, MT & Western Bank of Chinook, N.A., Chinook, MT	CIBC	Minneapolis	October 23, 1997
Bennett, James(4), Billings, MT; D.A. Davidson & Co., as custodian/FBO William Thorndal IRA, Laurel, MT; and James Bennett, et al CONTINUED	United Bancorporation, Billings, MT & Bank of Poyette, Poyette, WI; Cambridge State bank, Cambridge, WI; Clarke County State Bank, Osceola, IA; Farmers State Bank, Stickney, SD; Farmers & Merchants State Bank, Iroquois, SD; CONTINUED	CIBC	Minneapolis	October 23, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Bennett, James(5), Billings, MT CONTINUED	Lincoln County Bank, Merrill, WI & United Bank, Osseo, WI	CIBC	Minneapolis	October 23, 1997
Boston Private Bancorp, Inc., Boston, MA	Westfield Capital Management Company, Inc., Boston, MA, in financial & investment advisory activities (b)(6)	4	Boston	October 14, 1997
Boston Private Bancorp, Inc., Boston, MA	Westfield Capital Management Company, Inc., Boston, MA, financial investment advisory activities (b)(6)	4	Boston	October 21, 1997
Bradley Investments, L.L.L.P., Golden, CO, Bradley, Leo N., Golden, CO, Bradley, Susan Q., Denver, CO, and Bradley, Jeffrey N., Denver, CO	Evergreen Bancorporation, Evergreen, CO & Evergreen National Bank, Evergreen, CO	CIBC	Kansas City	October 10, 1997
Builders Financial Corporation, Chicago, IL	Builders Bank, Chicago, IL	3	Chicago	October 23, 1997
California Community Financial Institutions Fund Limited Partnership; Belvedere Capital Partners, Inc., & Newco, all of San Francisco, CA & National Bancorp of Alaska, Inc., Anchorage, AL	Securities First Bank, Fulleton, CA	3	San Francisco	September 29, 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

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Canadian Imperial Bank of Commerce(3), Toronto, CA CONTINUED	agency transactional services (b)(7); in underwriting & delaing in government obligations & money market instruments, providing investments & trading services & buying & selling bullion & related activities (b)(8)	4	New York	August 28, 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
Canadian Imperial Bank of Commerce(2), Toronto, Canada CONTINUED	dealing to a limited extent in all types of equity & debt securities; lending (b)(1), (b)(2); financial & investment advisory services (b)(6); securities brokerage, riskless principal, private placement, futures commission merchant & other CONTINUED	4	New York	August 28, 1997
Canisteo Valley Corporation, Canisteo, NY	First State Bank, Canisteo, NY	3	New York	October 30, 1997
Capitol Bancorp, Ltd., Lansing, MI	Muskegon Commerce Bank, Muskegon, MI	3	Chicago	October 31, 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

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Cashin, Stuart A., Jr., Duluth, GA	Embry Bankshares, Inc., Duluth, GA & Embry National Bank, Larenceville, GA	CIBC	Atlanta	October 21, 1997
Centre 1 Bancorp, Inc., Beloit, WI	First Winnebago Corporation, Winnebago, IL & First National Bank of Winnebago	3	Chicago	September 26, 1997
Citizens Bancshares Company, Chillicothe, MO	Trenton Trust Bancshares, Inc., Trenton, MO & Trenton Trust Company, Trenton, MO	3	Kansas City	November 7, 1997
Citizens Bankers, Inc., Baytown, TX	First National Bank of Bay City, Bay City, TX	3	Dallas	October 6, 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 Development Co., Billings, MT	Citizens Development Col., Billings, MT, in making & servicing loans, (b)(1)	4	Minneapolis	October 23, 1997
Citizens Financial Corp., Midwest City, OK	U.S. National Bank, Midwest City, OK	3	Kansas City	October 16, 1997
City National Corporation, Beverly Hills, CA	Harbor Bancorp, Long Beach, CA & Harbor Bank, Long Beach, CA	3	San Francisco	November 7, 1997
Coddle Creek Financial Corp., Mooresville, NC	Mooresville Savings Bank, SSB, Mooresville, NC	3	Richmond	October 16, 1997
Community Bancshares of West Plains, Inc., West Plains, MO	Community First National Bank of West Plains, West Plains, MO	3	St. Louis	October 24, 1997
Community Bankshares, Inc., Denver, CO	Dove Creek State Bank, Dover Creek, CO	3	Kansas City	October 20, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Community First Bankshares, Inc., Fargo, ND	First National Summit Bankshares, Inc., Gunnison, CO & First National Summit Bank, Gunnison, CO	3	Minneapolis	October 6, 1997
Community First Bankshares, Inc., Fargo, ND	Republic National Bancorp, Inc., Pehoenix, AZ & Republic National Bank of Arizona, N.A., Phoenix, AZ	3	Minneapolis	October 6, 1997
Community National Corporation, Lexington, TN	Community National Bank of Tennessee, Lexington, TN	3	St. Louis	October 17, 1997
Compass Bancshares, Inc., Birmingham, AL	GSB Investments, Inc., Gainesville, FL & Gainsville State Bank, Gainesville, FL	3	Atlanta	October 6, 1997
Cortez Investment Co., Cortez, CO	The Cortez State Bank, Cortez, CO	3	Kansas City	October 6, 1997
CSB Bancshares, Inc., Ellsworth, KS	Wilson Bancshares, Inc., Wilson, KS & Wilson State Bank, Wilson, KS	3	Kansas City	October 23, 1997
Davis, John Francis, and Davis, Carman Lee, both of Concordia, KS	Tri-County Bancshares, Inc., Linn, KS, & Tri-County National Bank, Washington, KS	CIBC	Kansas City	October 15, 1997
Deutsche Bank, AG (Main) Federal Republic of Germany	Ganis Credit Corporation, Newport Beach, CA, lending (b)(1)	4	New York	May 12, 1997
Douglas, Ronald B., Medina, WA	Washington Commercial Bancorp, Redmond, WA & Redmond National Bank, Redmond, WA	CIBC	San Francisco	October 29, 1997
Exchange National Bancshares, Inc., Jefferson City, MO	Union State Bancshares, Inc., Clinton, MO & Union State Bank & Trust Company of Clinton, Clinton, MO	3	St. Louis	October 2, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
F.N.B. Corporation, Hermitage PA & Southwest Banks, Inc., Naples, FL	Mercantile Bank of Southwest Florida, Naples, FL	3	Cleveland	October 10, 1997
F.N.B. Corporation, Hermitage, PA	Indian Rocks State Bank, Largo, FL	3	Cleveland	September 2, 1997
FBOP Corporation, Oak Park, IL	First Capital Bank of Arizona, Phoenix, AZ	3	Chicago	October 2, 1997
FBOP Corporation, Oak Park, IL	California Bank, N.A., Beverly Hills, CA	3	Chicago	October 27, 1997
Fidelity Ban Corporation, Independence, IA	Benton County Savings Bank, Norway, IA	3	Chicago	November 10, 1997
First Banks, Inc., St. Louis, MO	Surety Bank, Vallejo, CA	3	St. Louis	October 14, 1997
First Citizens Bancshares, Inc., Dyersburg, TN	Bank of Troy, Troy, TN	3	St. Louis	October 30, 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 National Bancorp, Inc., Green Forest, AR	First National Bank of Green Forest, Green Forest, AR	3	St. Louis	November 3, 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 of Las Animas ESOP, Las Animas, CO	First Bankshares of Las Animas, Inc., Las Animas, CO & First National Bank, Las Animas, CO	3	Kansas City	October 6, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
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 National Security Company, DeQueen, AR	First Financial Corporation of Idabel, Idabel, OK & First State Bank of Idabel, Idabel, OK	3	St. Louis	November 7, 1997
First State Bancshares, Inc., Farmington, MO	Perry County Financial Corporation, Perryville, MO, and Perry County Savings Bank, FSB, Perryville, MO operating a savings association (b)(4)	4	St. Louis	August 1, 1997
First United Bancshares, Inc., El Dorado, AR	City Bank & Trust of Shreveport, Shreveport, LA	3	St. Louis	October 9, 1997
FirstBank Holding Company of Colorado, ESOP, Lakewood, CO	FirstBank Holding Company of Colorado, Lakewood, CO	3	Kansas City	October 9, 1997
Fischer Bancorp, Inc., Fischer, IL	Fisher National Bank, Fisher, IL	3	Chicago	October 24, 1997
Frame, Chark S. & David C., Doylestown, PA	Premier Bancorp, Inc., Doylestown, PA & Premier Bank, Doylestown, PA	CIBC	Philadelphia	October 22, 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
George Washington, Bancorp, Inc., Oak Lawn, IL	George Washington Savings Bank, Oak Lawn, IL	3	Chicago	October 6, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Gilinski, Jaime, Santafe de Bogota, Columbia	Eagle National Holding Company, Inc., Miami, FL	CIBC	Atlanta	October 1, 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
Great Southern Capital Corporation Employee Stock Ownership Trust, Meridian, MS	Great Southern Capital Corporation, Meridian, MS, & Great Southern National Bank, Meridian, MS	3	Atlanta	October 30, 1997
Greater Bay Bancorp, Palo Alto, CA	Peninsula Bank of Commerce, Millbrae, CA	3	San Francisco	October 31, 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
Griffin Investment, L.P. & Griffin General Partner, Inc., both of Cameron, MO	Griffin Bancshares, Inc., Cameron, MO & Pony Express Bank, Braymer, MO	3	Kansas City	October 16, 1997
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

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
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
Hazard, Charles Michael, Boston, MA	Boston Private Bancorp, Inc., Boston, MA, & Boston Private Bank & Trust Company, Boston, MA	CIBC	Boston	October 15, 1997
Hazard, Charles Michael, Boston, MA CORRECTION	Boston Private Bancorp, Inc., Boston, MA & Boston Private Bank & Trust Company, Boston, MA CORRECTION	CIBC	Boston	October 15, 1997
Heath, Craig Dwight, Phoenix, AZ	Texico Bancshares Corporation, Texico, IL & Texico State Bank, Texico, IL	CIBC	St. Louis	October 1, 1997
Heritage Financial Corporation, Olympia, WA	Heritage Savings Bank, Olympia, WA	3	San Francisco	October 31, 1997
Hibernia Corporation, New Orleans, LA	Northwest Bancshares of Louisiana, Inc., Mansfield, LA & First National Bank in Mansfield, Mansfield, LA	3	Atlanta	October 24, 1997
Hibernia Corporation, New Orleans, LA	Unicorp Bancshares-Texas Inc., Orange, TX, and OrangeBank, Orange, TX	3	Atlanta	August 11, 1997
Horizon Bancorp of South Arkansas, Inc., Magnolia, AR	Horizon Bank of Columbia County, Magnolia, AR	3	St. Louis	October 20, 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

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Iron Bancshares, Inc., Salisbury, CT	The National Iron Bank, Salisbury, CT	3	Boston	October 2, 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
Jacsonson, Wendell A., Fountain Green, UT	Bank of Ephraim, Ephraim, UT	CIBC	San Francisco	October 30, 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 Yahia and Magda Abdul-Rahman, Pasadena, CA	Kentucky Home Bank, Bardstown, KY	3	San Francisco	April 17, 1997
Kroll, Rodney, G; Copeland, Newman E.; Slamans, Scott J.; Gray, Rondy, T.; Turner, Charles B.; DuBois, James H., all of Waco, TX, and Salome, Tommy G., Crawford, TX, & Time Manufacturing Company., Waco, TX	First Riesel Corporation, Riesel, TX & First State bank, Riesel, TX	CIBC	Dallas	September 30, 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
Landen, Michael P., Dallas, TX	Security National Corporation, Omaha, NE & Security National Bank of Omaha, Omaha, NE	CIBC	Kansas City	October 22, 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
Mahaska Investment Company, Oskaloosa, IA	Pella State Bank, Pella, IA	3	Chicago	September 12, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
MainStreet BankGroup Incorporated, Martinsville, VA	Commerce Bank Corporation, College Park, MD	3	Richmond	October 6, 1997
Marengo Bancshares, Inc., Marengo, IL	Prairie State Bank, Marengo, IL	3	Chicago	October 2, 1997
MBNA Corporation, Wilmington, DE	MBNA America Bank (Delaware), Wilmington, DE	3	Philadelphia	November 1, 1997
Mercantile Bancorp, Inc., Quincy, Illinois, Quincy, IL	Golden Bancshares, Inc., Golden, IL & Golden State Bank, Golden, IL & Brown County State Bank, Mount Sterling, IL	3	St. Louis	October 27, 1997
Mercantile Bank Corporation, Grand Rapids, MI	Mercantile Bank of West Michigan, Grand Rapids, MI	3	Chicago	October 9, 1997
Mid America Banking Corporation, Columbia, MO	Pulaski Bancshares, Inc., Dixon, MO & State Bank of Dixon, Dixon, MO	3	St. Louis	October 27, 1997
Mid America Mortgage Services, Inc., Columbia, MO; Mid America Mortgage Services of St. Louis, Inc., St. Louis, MO; Mid America Mortgage Services of Springfield, Inc., Springfield, MO	Mid America Banking Corporation, Columbia, MO, & Pulaski Bancshares, Inc., Dixon, MO, & State Bank of Dixon, Dixon, MO	3	St. Louis	October 27, 1997
Midland Bancshares, Inc., Kincaid, IL	The Midland Community Bank, Kincaid, IL	3	Chicago	October 31, 1997
Midland First Financial Corporation, Lee's Summit, MO	Midland Bank, Lee's Summit, MO	3	Kansas City	November 3, 1997
MidSouth Bancorp, Inc., ESOP, Lafayette, LA	MidSouth Bancorp, Inc., Lafayette, LA & MidSouth National Bank, Lafayette, LA	CIBC	Atlanta	September 30, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Midwest Community Bancshares, Inc., Marion, IL	The Bank of Marion, Marion, IL	3	St. Louis	September 2, 1997
Mutual Bancorp of the Berkshires, Inc., Pittsfield, MA	Trust Company of the Berkshires, N.A., Pittsfield, MA, performing trust company functions (b)(5)	4	Boston	October 10, 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
Mutual Bancorp of the Berkshires, Inc., Pittsfield, MA	Pittsfield Central Development Company, LLC., Pittsfield, MA, community development activities (b)(12)	4	Boston	October 10, 1997
Myers, Judy Noe, Dallas, TX	Rusk County Bancshares, Inc., Henderson, TX & Peoples State Bank, Henderson, TX	CIBC	Dallas	September 24, 1997
National Bank of Canada, Montreal, Canada & NatBC Holding Corporation, Hollywood, FL	Natbank, N.A., Hollywood, FL & Natbank, N.A.	3	New York	October 3, 1997
National City Bancshares, Inc., Evansville, IN	Fourth First Bancorp, Inc., Huntingburg, IN & First Bank of Huntingburg, Huntingburg, IN	3	St. Louis	October 3, 1997
National Commerce Bancorporation, Memphis, TN	First Market Banks, FSB, Memphis, TN, operation of a federal savings bank (b)(4).	4	St. Louis	October 10, 1997
New Amboy, Inc., Old Bridge, NJ	Amboy Bancorporation, Old Bridge, NJ & Amboy National Bank, Old Bridge, NJ	3	New York	September 26, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Northside Banking Corporation, Tampa, FL	Northside Bank of Tampa, Tampa, FL	3	Atlanta	August 29, 1997
Norwest Corporation, Minneapolis, MN, through its wholly owned subsidiaries Norwest Financial Services, Inc., and Norwest Financial, Inc., both of Des Moines, IA	Cityside Fin.'l Serv.s of WI, Inc., Cityside Savings & Fin.'l Services, Co., & Cityside Insurance Co., Ltd., Eden Prairie, MN, in consumer fin. (b)(1); the sale of insur. (b)(11)(i), (ii) & (iii) & the operation of a nonbank depository institution (b)(4)	4	Minneapolis	October 17, 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
Olney Bancshares of Texas, Inc., Olney, TX & Olney Bancorp of Delaware, Inc., Wilimington, DE	First National Bank of Borger, Borger, TX; Citizens National Bank of Childress, Childress, TX & First State Bank of Canadian, N.A., Canadian, TX	3	Dallas	October 16, 1997
Olympian New York Corporation, Brooklyn, NY	Olympian Bank, Brooklyn, NY	3	New York	October 9, 1997
Olympic Bancorp, Port Orchard, WA	Kitsap Bank, Port Orchard, WA	3	San Francisco	September 19, 1997
One Valley Bancorp, Inc., Charleston, WV	One Valley Bank-Central Virginia, N.A., Lynchburg, VA	3	Richmond	October 9, 1997
P.C.B. Bancorp, Inc., Largo, FL	Anchor Savings Bank, F.S.B., St. Petersburg, FL operating a savings association (b)(4)	4	Atlanta	August 8, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Paradigm Bancorporation, Inc., Houston, TX & Paradigm Delaware Bancorporation, Inc., Dover, DE	First National Bank of Dayton, Dayton, TX	3	Dallas	October 3, 1997
Pederson, Richard Paul II, Page, ND	Page Bank Holding Company, Page, ND, & Page State Bank, Page, ND	CIBC	Minneapolis	October 17, 1997
Penns Wood Bancorp, Inc., Williamsport, PA	Columbia Financial Corporation, Bloomsburg, PA & First Columbia Bank & Trust Company, Bloomsburg, PA	3	Philadelphia	October 20, 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 Bancorporation, Inc., Cuba, MO	Peoples Investment Corporation, Cuba, MO & Peoples Bank, Cuba, MO	3	St. Louis	October 17, 1997
Peoples Commercial Bancorp, Inc., Stilwell, OK	Bank of Commerce, Stilwell, OK & Peoples Bank, Westville, OK	3	Kansas City	September 26, 1997
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
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

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
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
Popular, Inc., Hato Rey, Puerto Rico	Houston Bancorporation, Inc., Houston, TX, & Citizens National Bank, Houston, TX	3	New York	October 16, 1997
Preimer Bancorp, Inc., Doylestown, PA	Preimer Bank, Doylestown, PA	3	Philadelphia	October 23, 1997
Premier Bancshares, Inc., Atlanta, GA	Citizens Gwinnett Bankshares, Inc., Duluth, GA & Citizens Bank of Gwinnett, Duluth, GA	3	Atlanta	October 31, 1997
Prillaman, Bob Maurice & Lillias B., Marietta, GA	Independent Bancshares, Inc., Powder Springs, GA	CIBC	Atlanta	August 29, 1997
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., & FGBI Acquisition Corp., both of Cincinnati, OH	Florida Gulfcoast Bancorp, Inc., Sarasota, FL, and Enterprise National Bank of Sarasota, Sarasota, FL	3	Cleveland	July 24, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Rice Lake Bancorp, Inc., Rice Lake, WI	TALCO, Inc., Menomonie, WI & Menomonie Shares, Inc., Menomonie, WI; Menomonie Financial Services, Inc., Menomonie, WI & First Bank and Trust, Menomonie, WI	3	Minneapolis	October 9, 1997
Riverside Gulf Coast Banking Company, Cape Coral, FL	Riverside Bank of the Gulf Coast, Cape Coral, FL	3	Atlanta	October 24, 1997
Rockdale National Bankshares, Conyers, GA CORRECTION	Rockdale National Bank, Conyers, GA	3	Atlanta	August 22, 1997
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
Roscoe Community Bankshares, Inc., Roscoe, SD	Roscoe Financial Services, Inc., Roscoe, SD & First State Bank of Roscoe, Roscoe, SD	3	Minneapolis	October 28, 1997
Roseau Realty Co., Inc., Roseau, MN	Citizens State Bank of Roseau, Roseau, MN, in general insurance agency activities (b)(11)(iii)(A)	3 and 4	Minneapolis	October 23, 1997
Security Bank Holding Company ESOP and Security Bank Holding Company, both of Coos Bay, OR	Pacific State Bank, Reedsport, OR	3	San Francisco	October 20, 1997
Security State Bancshares, Inc., Charleston, MO	Merchants and Planters Bank of Hornersville, Hornersville, MO	3	St. Louis	October 24, 1997
Shields, James Homer, III, London, England	Sebastian Bankshares, Inc., Barling, AR & River Valley Bank and Trust, Lavaca, AR	CIBC	St. Louis	September 24, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
SIS Bancorp, Inc., Springfield, MA	Glastonbury Bank & Trust Company, Glastonbury, CT	3	Boston	October 16, 1997
Smith Mustang Ltd., Rio Vista, TX; Lowell Smith, Jr., General Partner	Mustang Financial Corporation, Rio Vista, TX, & First State Bank of Rio Vista, Rio Vista, TX	CIBC	Dallas	October 28, 1997
Smith(1), Billy, Miller; Weinberg, Tracey Smith; Dirk Smith Trust; Smith, William Dirk, Hindman, KY; Larwence, Marcia, Lexington, KY; Bartley, Valerie Smith; Barley, Carew Smith, Pikeville, KY; Smith, Benjamin Lee; CONTINUED	Hindman Banchsares, Inc., Kindman, KY & Hindman Bank, Hindman, KY CONTINUED	CIBC	Cleveland	October 30, 1997
Smith(2), Billy Miller; Smith, William Samuel, Archbold, OH; National City Bank, Trustee for U/W Philip Lawrence, Cleveland, OH collectively referred to as the Smith Family CONTINUED		CIBC	Cleveland	October 30, 1997
Smith, Carmen P. Family Limited Partnership; Smith, Carmen P.; & Woodruff, Peggie J., as General Partners, all of Wichita Falls, TX	AmeriBancShares, Inc., Wichita Falls, TX & AmeriBancShares of Delaware, Inc., Wilmington, DE & American National Bank, Wichita Falls, TX	CIBC	Dallas	September 24, 1997
Smith, James Randel, Auburn, NE; Jobe, Jerry A. Tabor, IA; and Schaaf, Grant, T., Randolph, IA	Tabor Enterprises, Inc., Tabor, IA & First State Bank, Tabor, IA	CIBC	Chicago	October 1, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Smith, James Randel, Auburn, NE; Jobe, Jerry A., Tabor, IA, and Schaaf, Grant T., Randolph, IA CORRECTION	Tabor Enterprises, Inc., Tabor, IA, & First State Bank, Tabor, IA CORRECTION	CIBC	Chicago	October 1, 1997
Spanjer, Leland, Cozad, NE, in his capacity as Personal Representative of the Estate of Clifford G. Young	C.S.B. Co., Cozad, NE, Cozad State Bank & Trust Company, Cozad, NE, and First National Bank of Chadron, Chadron, NE	CIBC	Kansas City	August 11, 1997
Sparta Union Bancshares, Inc., Sparta, WI	Union National Bank & Trust Company, Sparta, WI	3	Chicago	November 3, 1997
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
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
SWB Bancshares, Inc., Fort Worth, TX & SW Financial, Inc., Dover, DE	Southwest Bank, Fort Worth, TX	3	Dallas	October 23, 1997
TCA Financial Corporation, Englewood, CO	Trust Company of America, Boulder, CO	3	Kansas City	October 31, 1997
The First national Bank of St. James ESOP, St. James, MN	The First National Agency at St. James, St. James, MN, & The First National Bank of St. James, St. James, MN	3	Minneapolis	October 20, 1997
The Marine BancCorp, Inc., Chincoteague, VA	The Marine Bank, Chincoteague, VA	3	Richmond	October 6, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
The Sanwa Bank Limited, Osaka, Japan	Morcroft Capital Corporation, Fairfield, NJ, leasing & financing activities, (b)(3) & (b)(1)	4	San Francisco	October 21, 1997
Triangle Bancorp, Inc., Raleigh, NC	Bank of Mecklenburg, Charlotte, NC	3	Richmond	August 1, 1997
Trust No. 3 Under Will of Charles Henderson, Troy, AL	Pea River Capital Corporation, Elba, AL, & The Peoples Bank of Coffee County, Elba, AL	3	Atlanta	November 3, 1997
Trust No. 3 Under Will of Charles Henderson, Troy, AL, & Henderson Bancshares, Inc., Troy, AL	Pea River Capital, Corporation, Elba, AL, & Peoples Bank of Coffee County, Elba, AL	3	Atlanta	October 24, 1997
Trustbank Financial Corporation, Denver, CO	Trust Bank of Colorado, Denver, CO	3	Kansas City	October 20, 1997
U.S. Bancorp(2), Minneapolis, MN CONTINUED	arranging commercial real estate equity financing, asset manamange servicing & collection activities, & acquiring debt in default (b)(2)(ii), (vi), & (vii); leasing personal or real property (b)(3); financial & investment advisory (b)(6); CONTINUED	4	Minneapolis	October 29, 1997
U.S. Bancorp(3), Minneapolis, MN CONTINUED	agency transactional services for customer investments (b)(7); investment transactions as principal (b)(8); management consulting & counseling (b)(9);(i)(A)(1) and (2); & insurance agency activities (b)(11)(vii)	4	Minneapolis	October 29, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
U.S. Bancorp, Minneapolis, MN	Zappco, Inc., St. Cloud, MN & The First National Bank of Little Falls, Little Falls, MN; Melrose State Bank, Melrose, MN; & Zapp National Bank of St. Cloud, St. Cloud, MN & Zapp Data, Inc., St. Cloud, MN, providing data processing services (b)(14)	3 and 4	Minneapolis	October 24, 1997
Union Planters Corporation, Memphis, TN	Capital Bancorp, Miami, FL & Capital Bank, Miami, FL	3	St. Louis	October 3, 1997
US Bancorp(1), Minneapolis, MN CONTINUED	U.S. Bancorp Investment, Inc., Minneapolis, MN, in underwriting & dealing in commercial paper, municipal revenue bonds, mortgage-backed securities, & consumer-receivable- related securities; in extending credit & servicing loans (b)(1); CONTINUED	4	Minneapolis	October 29, 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
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
Vail Banks, Inc., Vail, CO	Cedaredge Financial Services, Inc., Cedaredge, CO	3	Kansas City	October 6, 1997
Voorhees, Steven L., Harvard, NE	Harvard State Company, Harvard, NE & Harvard State Bank, Harvard, NE	CIBC	Kansas City	September 29, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
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	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
Warwick Community Bancorp, Inc., Warwick, NY	Warwick Savings Bank, Warwick, NY	3	New York	October 24, 1997
Washington Bancorp, Washington, IA	Rubio Savings Bank of Brighton, Brighton, IA & Washington Federal Savings Bank, operating a savings association (b)(11)	3 and 4	Chicago	October 23, 1997
Wingate, J. Alton, Cornelia, GA	Community Bankshares, Inc., Cornelia, GA, & Community Bank & Trust-Jackson, Commerce, GA; Community Bank & Trust-Troup, LaGrange, GA, & Community Bank & Trust-Alabama, Union Springs, AL	CIBC	Atlanta	October 16, 1997
Winter-Park Bancshares, Inc., Cameron, WI	Owen-Curtiss Financial Corporation, Rice Lake, WI & Brill Bancshares, Inc., Rice Lake, WI & Brill State Bank, Brill, WI	3	Minneapolis	October 23, 1997
Yaeger, Marion P., Trust, Grand Rapids, MI	Litchfield Bancshares Company, Litchfield, IL & Litchfield National Bank, Litchfield, IL	CIBC	St. Louis	September 26, 1997

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

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Addresses for Comments

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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

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Federal Reserve Bank of Atlanta

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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

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Board of Governors of the Federal Reserve System

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

Information Requests

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Federal Reserve Bank of New York

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

Federal Reserve Bank of Philadelphia

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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)

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
The Toronto-Dominion Bank, Toronto, Canada, & Waterhouse Investors Services, Inc., New York, NY	Kennedy Cabot & Co., Beverly Hills, CA, in investment advisory activities & securities brokerage & riskless principal activities (b)(6) and (7)	4	New York	November 4, 1997
WNB Bancshares, Inc., Odessa, TX	City National Bank, Austin, TX, a de novo bank	3	Dallas	November 14, 1997

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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 October 10, 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
Area bancshares Corporation, Owensboro, KY	Security First Network Bank, Atlanta, GA & Solutions by Design, Inc., Atlanta, GA in data processing & data transmission services (b)(14)	4	St. Louis	November 5, 1997
Broun Family Partnership LLP & Conway C. Broun, Managing Partner, Athen, GA	Georgia National Bancorp, Inc., Athens, GA & The Georgia Bank, Athens, GA	CIBC	Atlanta	November 3, 1997
Citizens Effingham Bancshares, Inc., Leeds, AL	Citizens Bank of Effingham, Springfield, GA	3	Atlanta	November 14, 1997
Covenant Bancgroup, Inc., Leeds, AL	Covenant Bank, Leeds, AL	3	Atlanta	November 14, 1997
First State Financial Corporation, Sarasot, FL	First State Bank, Sarasot, FL (formerly First State Bank of Sarasota)	3	Atlanta	November 14, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Louisville Development Bancorp, Inc., Louisville, KY	Louisville Enterprise Center, Inc., Louisville, KY, in community development activities (b)(12)	4	St. Louis	November 4, 1997
NationsBank Corporation(1), & NB Holdings Corporation, both of Charlotte, NC CONTINUED	Barnett Banks, Inc., & Barnett Bank, Nat'l Association, Jacksonville, FL & Community Bank of the Islands, Sanibel, FL, & acquire a savings assoc., (b)(4); Barnett Community Development Corp., Jacksonville, FL, in community development (b)(12); CONTINUED	3 and 4	Richmond	November 13, 1997
NationsBank Corporation(2), & NB Holdings Corporation, Jacksonville, FL CONTINUED	EquiCredit Corp., Jacksonville, FL, in lending (b)(1); Equity/Protect Reinsurance Co., Jacksonville, FL in credit related insurance (b)(11) & Honor Technologies, Inc., Maitland, FL, in data processing & management consulting (b)(9) & (b)(14)	3 and 4	Richmond	November 13, 1997
North Shore Bancorp, Peabody, MA	North Shore Bank, Peabody, MA	3	Boston	November 14, 1997
Rogers Family Limited Partnership No. 2 & Doyle W. Rogers, General Partner, Batesville, AR	Rogers Bancshares, Inc., Little Rock, AR & Metropolitan National Bank, Little Rock, AR	CIBC	St. Louis	November 4, 1997
State Financial Services Corporation, Hales Corners, WI	Richmond Bancorp, Inc., Gurnee, IL & Richmond Bank, Richmond, IL & Richmond Financial Services, Inc., Richmond, IL, in discount brokerage, insurance agency activities & management advisory services (b)(7), (b)(11) & (b)(6)(iii)	3 and 4	Chicago	November 14, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
The Toronto-Dominion Bank, Toronto, Canada, & Waterhouse Investors Services, Inc., New York, NY	Kennedy Cabot & Co., Beverly Hills, CA, in investment advisory activities & securities brokerage & riskless principal activities (b)(6) and (7)	4	New York	November 4, 1997
WNB Bancshares, Inc., Odessa, TX	City National Bank, Austin, TX, a de novo bank	3	Dallas	November 14, 1997

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