
Federal Reserve Release



H.2

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

No. 48

Week Ending November 29, 1997

ACTIONS TAKEN BY THE BOARD OF GOVERNORS

BANK HOLDING COMPANIES

First National Security Company, DeQueen, Arkansas -- to acquire First Financial Corporation of Idabel, Idabel, Arkansas, and First State Bank of Idabel.

- Approved, November 24, 1997

First Union Corporation, Charlotte, North Carolina -- to acquire Wheat First Butcher Singer, Inc., Richmond, Virginia, and thereby control Wheat First Securities, Inc., and engage in underwriting and dealing in certain securities, providing financial and investment advisory services, and providing securities brokerage, private placement, and riskless principal services.

- Approved, November 26, 1997

Skandinaviska Enskilda Banken, New York, New York -- request for exemption under section 4(c) (9) of the Bank Holding Company Act in connection with proposed acquisition of U.S. operations of Trygg-Hansa AB, Stockholm, Sweden.

- Granted, November 26, 1997

U.S. Bancorp, Minneapolis, Minnesota -- to acquire U.S. Bancorp Investments, Inc., and engage in underwriting and dealing in certain securities, providing financial and investment services, and providing securities brokerage, private placement, and riskless principal services.

- Permitted, November 26, 1997

BANKS, FOREIGN

Bank of Cyprus, Ltd., Nicosia, Cyprus -- to establish a representative office in New York, New York.

- Approved, November 24, 1997

GENERAL ACCOUNTING OFFICE

General Accounting Office -- letter to Congress on final report on Internal Control and Audit Weaknesses in U.S. Offices of Foreign Banking Organizations.

- Approved, November 24, 1997

ENFORCEMENT

National Bank of Canada, New York, New York (New York Branch) -- order of prohibition against Eric C. Dill, a former employee of the New York branch of the National Bank of Canada, New York, New York.

- Announced, November 24, 1997

ACTIONS TAKEN BY THE BOARD OF GOVERNORS

BANK MERGERS

Centura Bank, Rocky Mount, North Carolina -- request for reconsideration of the Board's approval of the application to purchase certain assets and assume certain liabilities of five branches of NationsBank, N.A., Charlotte, North Carolina.
- Denied, November 4, 1997

H.2

November 23, 1997 to November 29, 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

St. Louis

BankTennessee, Collierville, Tennessee -- to establish a branch at 100 Mulberry Street.
- Approved, November 24, 1997

Cleveland

Farmers Citizens Bank, Bucyrus, Ohio -- to establish a branch in Cardington, Ohio.
- Approved, November 26, 1997

San Francisco

M&I Thunderbird Bank, Phoenix, Arizona -- to establish a branch at 19052 R.H. Johnson Boulevard, Sun City West, Arizona.
- Approved, November 25, 1997

Atlanta

Mercantile Bank of Southwest Florida, Naples, Florida -- to establish a branch at approximately 600 feet north of Pelican's Nest Drive and U.S. 41, Bonita Springs, Florida.
- Withdrawn, November 24, 1997

New York

Summit Bank, Princeton, New Jersey -- to establish branches at Pathmark Supermarket, 119 Route 130 and Woodland Road, Edgewater Park; Shop Rite Supermarket, Route 9 and 1st Street, Lanoka Harbor; and Shop Rite Supermarket, 319 Route 130 North, Highstown, New Jersey.
- Approved, November 26, 1997

St. Louis

Truman Bank, St. Louis, Missouri -- to establish a branch at 3899 South Service Road, Unit J, Blackstone Centre, St. Peters, Missouri.
- Approved, November 25, 1997

November 23, 1997 to November 29, 1997

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

BANK HOLDING COMPANIES

New York

Bank of Nova Scotia, Toronto, Ontario, Canada -- to acquire Iron Mountain Depository Corporation, New York, New York.

- Approved, November 28, 1997

Cleveland

Central Bancshares, Inc., Lexington, Kentucky -- to acquire Central Bank, FSB, Nicholasville, Kentucky.

- Permitted, November 24, 1997

Dallas

City Bancshares, Inc., Natchitoches, Louisiana -- to acquire City Bank & Trust Co.

- Approved, November 26, 1997

San Francisco

Eggemeyer Advisory Corp., Castle Creek Capital, L.L.C., Castle Creek Capital Partners Fund-I.L.P., and Western Bancorp -- waiver of application to acquire Santa Monica Bank, Santa Monica, California.

- Granted, November 26, 1997

Atlanta

Hibernia Corporation, New Orleans, Louisiana -- to merge with Northwest Bancshares of Louisiana, Inc., Mansfield, Louisiana, and acquire First National Bank in Mansfield.

- Approved, November 26, 1997

St. Louis

Mid America Mortgage Services, Inc, Columbia, Missouri, and Mid America Banking Corporation -- to acquire acquire Pulaski Bancshares, Inc., Dixon, Missouri, and State Bank of Dixon.

- Approved, November 24, 1997

November 23, 1997 to November 29, 1997

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

St. Louis

Mid America Mortgage Services, Inc., Columbia, Missouri -- to continue to engage in mortgage activities.

- Permitted, November 24, 1997

Kansas City

MNB Bankshares, Inc., Manhattan, Kansas -- to acquire Freedom Bancshares, Inc., Osage City, Kansas.

- Approved, November 26, 1997

Boston

North Shore Bancorp, Peabody, Massachusetts -- to acquire North Shore Bank.

- Approved, November 28, 1997

St. Louis

NSB Bancorp, Inc., Metropolis, Illinois -- to acquire shares of Central Coast Processing, Inc., San Luis Obispo, California, and engage in credit card data processing.

- Permitted, November 26, 1997

Philadelphia

Penseco Financial Services, Scranton, Pennsylvania -- to acquire Penn Security Bank and Trust Company.

- Approved, November 26, 1997

Atlanta

Premier Bancshares, Inc., Atlanta, Georgia -- to merge with Citizens Gwinnett Bankshares, Inc., Duluth, Georgia, and acquire Citizens Bank of Gwinnett.

- Approved, November 26, 1997

St. Louis

Southern Missouri Bancshares, Inc., Marshfield, Missouri -- to acquire Southern Missouri Bank.

- Approved, November 26, 1997

November 23, 1997 to November 29, 1997

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

Secretary

SouthTrust Corporation, Birmingham, Alabama -- determination that application is not required to acquire First of America Bank-Florida, F.S.B., Tampa, Florida.
- Granted, November 26, 1997

San Francisco

Timberland Bancorp, Inc., Hoquiam, Washington -- to acquire Timberland Savings Bank, SSB.
- Approved, November 26, 1997

Director, BS&R

WestDeutsche Landensbank Girozentrale, Dusseldorf, Federal Republic of Germany -- request for relief from a commitment.
- Granted, November 28, 1997

Dallas

Wills Point Financial Corporation, Wills Point, Texas -- to acquire Citizens National Bank of Wills Point.
- Approved, November 25, 1997

San Francisco

Zions Bancorporation, Salt Lake City, Utah -- to merge with Vectra Banking Corporation, Denver, Colorado, and acquire Vectra Bank.
- Approved, November 25, 1997

BANK MERGERS

Cleveland

Sabina Bank, Sabina, Ohio -- to acquire the Ada and Waynesfield, Ohio, branches of The Fifth Third Bank of Western Ohio, Dayton, Ohio, and to establish branches.
- Approved, November 26, 1997

Dallas

Harrisburg Bank, Houston, Texas -- to merge with The Frost National Bank, San Antonio, Texas.
- Approved, November 26, 1997

November 23, 1997 to November 29, 1997

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

CHANGE IN BANK CONTROL

Minneapolis

Adino Company, Onida, South Dakota -- change in bank control.
- Permitted, November 28, 1997

COMPETITIVE FACTORS REPORTS

Kansas City

Colorado Business Bank, N.A., Denver, Colorado -- report on competitive factors of the proposed merger with Colorado Business Bank, N.A., Littleton, Colorado.
- Submitted, November 25, 1997

Minneapolis

First National Bank of Montana, Inc., Libby, Montana -- report on competitive factors of the proposed merger with First National Bank of Montana, Butte, Montana.
- Submitted, November 28, 1997

Atlanta

Hibernia National Bank, New Orleans, Louisiana -- report on competitive factors of the proposed acquisition of assets and assumption of liabilities of ArgentBank, Thibodaux, Louisiana.
- Submitted, November 26, 1997

Minneapolis

Mountain West Bank of Helena, N.A., Helena, Montana -- report on competitive factors of the proposed merger with Mountain West Bank of Great Falls, N.A., Great Falls, Montana.
- Submitted, November 28, 1997

Kansas City

National Bank of Commerce, Altus, Oklahoma -- report on competitive factors of the proposed acquisition of assets and assumption of liabilities of National Bank of Commerce, Tulsa, Oklahoma.
- Submitted, November 25, 1997

November 23, 1997 to November 29, 1997

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

Dallas

Surety Bank, N.A., Hurst, Texas -- report on competitive factors of the proposed acquisition of the assets and assumption of the liabilities of TexStar National Bank, Universal City, Texas.

- Submitted, November 25, 1997

EXTENSIONS OF TIME

Atlanta

First Commerce Corporation, New Orleans, Louisiana -- extension to March 1, 1998, to engage in community development investment activities through a proposed limited partnership known as 150 Baronne Street Limited Partnership, New Orleans, Louisiana.

- Granted, November 24, 1997

Cleveland

FJSB Bancshares, Inc., Fort Jennings, Ohio -- extension to January 24, 1998, to acquire The Fort Jennings State Bank.

- Granted, November 25, 1997

Kansas City

Southwestern Bancshares, Inc., Oklahoma City, Oklahoma -- extension to January 31, 1998, to acquire Southwestern Bank & Trust Company.

- Approved, November 24, 1997

Atlanta

Valley National Corporation, Lanett, Alabama -- extension to March 3, 1998, to acquire Valley National Bank of Alabama.

- Granted, November 26, 1997

MEMBERSHIP

Minneapolis

Community First Bankshares, Inc., Fargo, North Dakota -- membership in the Federal Reserve System.

- Withdrawn, November 25, 1997

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

BANK HOLDING COMPANIES

Minneapolis

Norwest Corporation, Minneapolis, Minnesota -- to engage in residential mortgage lending activities through acquisition of Revelation Mortgage Company of America, Washington, D.C., a joint venture with Revelation Mortgage Corporation.
- Withdrawn, November 17, 1997

COMPETITIVE FACTORS REPORTS

Chicago

LaSalle National Bank, Chicago, Illinois -- report on competitive factors of the proposed merger with LaSalle Bank NI.
- Submitted, November 19, 1997

District 1

Federal Reserve Bank of Boston

Applications and notifications filed during the week of November 29, 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>
3(a)(1)	Lenox Financial Service Corp., Lenox, Massachusetts - application to become a mutual holding company through the acquisition of Lenox Savings Bank, Lenox, Massachusetts*	Newspaper - 1/2/98 Fed Reg - N/Avail
3(a)(1)	Hoosac Financial Services, Inc., North Adams, Massachusetts - application to become a mutual holding company through the reorganization of North Adams Hoosac Savings Bank, North Adams, Massachusetts	Newspaper - 12/19/97 Fed Reg - 12/29/97

*Subject to the provisions of the Community Reinvestment Act.

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)	Fleet Financial Services, Inc., North Adams, Massachusetts - notification to acquire The Quick & Reilly Group, Inc., and thereby engage in various securities activities	Fed Reg - 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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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>
None					

Section VI - CRA examinations scheduled for

Quarter of January 1, 1998 - March 31, 1998

<i>Institution</i>	<i>Location</i>
None	

District 2
Federal Reserve Bank of New York

Applications and notifications filed during the week of November 29, 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>
3(a)(3)	Lakeland Bancorp, Inc., Oak Ridge, New Jersey, to acquire 100 percent of the voting shares of Metropolitan State Bank, Montville, New Jersey.	12/22/97 <u>1/</u>

1/ Date specified in newspaper notice; a later date may be specified in the Federal Register notice.

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)	Popular Inc., Hato Rey, Puerto Rico, to acquire, through its wholly-owned subsidiary, Popular Cash Express, Inc., eleven outlets of Florida Exchange, Ltd., an Illinois corporation, and Mirando-J., Inc., a Florida corporation, and thereby engage in certain nonbanking activities.	12/05/97

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
25 4(c)(13)	Republic National Bank of New York, New York, New York, and Saban S.A., Marina Bay, Gibraltar, for an extension of time within which to make indirectly an additional investment in Republic National Bank of New York (France), Paris, France.	N/Avail

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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- 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>
None					

Section VI - CRA examinations scheduled for Quarter of

<i>Institution</i>	<i>Location</i>
None	

District 3
Federal Reserve Bank of Philadelphia

Applications and notifications filed during the week of November 28,1997

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>
3(a)(3)	Fulton Financial Corporation, Lancaster, PA, to acquire Keystone Heritage Group, Inc., Lebanon, PA.	Fed. Reg. - N/Avail Newspaper - N/Avail

Section III - Applications subject to Federal Register notice only

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

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
25	Bryn Mawr Trust Company, Scranton PA, to establish and invest in Bryn Mawr Jersey Trust, Jersey, Channel Islands, pursuant to Regulation K of the Federal Reserve Act..	
25	MBNA America Bank, N.A., Wilmington, DE, investment in MBNA Canada Bank, Gloucester, Ontario, Canada, pursuant to Regulation K of the Federal Reserve Act.	

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

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

<i>Institution</i>	<i>Location</i>
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None

District 4
Federal Reserve Bank of Cleveland

Applications and notifications filed during the week ending 11/29/97

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>
3(a)(3)	Received notice from Premier Financial Bancorp, Inc., Georgetown, KY on November 14, 1997, of its intent to acquire Ohio River Bank, Ironton, OH.	Fed Reg - 12/15/97
CIC	Received notice of Change in Bank Control on November 24, 1997, from Andrew Godby; Bill David Godby; Christopher L. Godby; The Clell Dean Godby Living Trust; David H. Godby; Joshua H. Godby; Melodie Godby; Melvin M. Godby, Sr.; Melvin M. Godby, Jr.; Vicki Godby; Clellan Prewitt; and Leora Prewitt, all of Somerset, KY of their intent to control up to 46.10 percent of the outstanding voting shares of First Commerce Bancorp, Inc., Somerset KY.	N/Avail

Section III - Applications subject to Federal Register notice only

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

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

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

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

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

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

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

Section VI - CRA examinations scheduled for First Quarter of 1998

<i>Institution</i>	<i>Location</i>
Chippewa Valley Bank	P.O. Box 68, 20 S. Main Street, Rittman, OH 44270-0068
Oakwood Deposit Bank	P.O. Box 207, 218 N. 1st Street, Oakwood, OH 45873-0207
The Ottoville Banking Company	P.O. Box 459, 161 W. 3rd Street, Ottoville, OH 45876-0459
WesBanco Bank Barnesville	P.O. 70, 101 E. Main Street, Barnesville, OH 43713-0070

District 5
Federal Reserve Bank of Richmond

Applications and notifications filed during the week of November 29, 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>
None		

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>
844820	Bank of Tazewell County 309 East Main Street Tazewell, Virginia 24651-1029	9/8/97	11/23/97	Satisfactory	Small

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

<i>Institution</i>	<i>Location</i>
None	

District 6

Federal Reserve Bank of Atlanta

Applications and notifications filed during the week of November 29, 1997

Section I - Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	The Bank of Nashville, Nashville, Tennessee, to establish a branch located at 8200 Maryland Way, Brentwood, Tennessee.*	12/01/97

*Subject to the 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>
CIC	Villages Bancorporation, Inc., Lady Lake, Florida, Prior notification by Mr. Gary Morse; Mark Morse Irrevocable Trust; Jennifer Boone Irrevocable Trust; Tracy Mathews Irrevocable Trust; Mr. Mark Morse; Ms. Jennifer Boone Parr; and Ms. Tracy Mathews, to acquire 34.54 percent of the outstanding shares of Villages Bancorporation, Inc., Lady Lake, Florida. The acquisition will increase the total ownership to 60.28 percent.*	N/Avail

*Subject to the provisions of the Community Reinvestment Act.

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)	United Financial Holdings, Inc., St. Petersburg, Florida, to acquire United Trust Company, St. Petersburg, Florida (in organization), and thereby engage de novo in trust activities.	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>
S/R	First Southern Bancorp, Inc., Boca Raton, Florida, to redeem 65,719 shares of its outstanding common stock.	
S/R	Horizon Bancshares, Inc., Pensacola, Florida, to redeem 8,278 of its outstanding common stock.	

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.

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- 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>
548735	Mobile County Bank Post Office Box 327 Grand Bay, AL 36541	8/11/97	11/19/97	Satisfactory	Small Bank
330837	First American Bank of Indian River County 4000 20th Street Vero Beach, FL 32960	8/11/97	11/20/97	Satisfactory	Small Bank

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>
376237	Merchants & Farmers Bank of Greene County Post Office Box 568 Eutaw, AL 35462	8/18/97	11/27/97	Outstanding	Small Bank

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

<i>Institution</i>	<i>Location</i>
None	

District 7

Federal Reserve Bank of Chicago

Applications and notifications filed during the week of November 29, 1997

Section I - Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Old Kent Bank Grand Rapids, Michigan 15255 Michigan Avenue Dearborn, Michigan	Newspaper - 12/6/97
Branch	1st Source Bank South Bend, Indiana 5631 Cleveland Avenue Stevensville, Michigan	Newspaper - 12/22/97

Newspaper - Newspaper Comment Period Ending Date

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)(3)	Capitol Bancorp Ltd.* Lansing, Michigan Kent Commerce Bank (in organization) Kentwood, Michigan	Fed Reg - 11/28/97 Newspaper - 11/23/97
CIC	Mid-Iowa Bancshares, Co. Algona, Iowa Paul H. and Neva M. Johnson	Fed Reg - 11/21/97 Newspaper - 12/3/97
3(a)(3)	Heartland Bancshares, Inc.* Lenox, Iowa Union Bank of Arizona, N.A. (in organization) Gilbert, Arizona	Fed Reg - 12/5/97 Newspaper - 12/15/97
3(a)(3)	F&M Bancorporation, Inc.* Kaukauna, Wisconsin Sentry Bancorp, Inc. Edina, Minnesota Cannon Valley Bank Dundas, Minnesota	Fed Reg - 12/15/97 Newspaper - 12/18/97

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)(3)	F&M Merger Corporation* Kaukauna, Wisconsin Sentry Bancorp, Inc. Edina, Minnesota Cannon Valley Bank Dundas, Minnesota	Fed Reg - 12/15/97 Newspaper - 12/18/97
3(a)(3)	First Busey Corporation* Urbana, Illinois Busey Business Bank (in organization) Indianapolis, Indiana	Fed Reg - 12/18/97 Newspaper - 12/18/97
CIC	Damen Financial Corporation Schaumburg, IL Southwest Financial Bank and Trust Company Employee Stock Ownership Plan	Fed Reg - N/Avail Newspaper - N/Avail

Fed Reg - Federal Register Comment Period Ending Date
Newspaper - Newspaper Comment Period Ending Date
N/Avail - Not available at this time
* - Subject to the provisions of the Community Reinvestment Act

Section III - Applications subject to Federal Register notice only

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

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>
554147	M&I Bank-Menomonee Falls N82 W15415 Appleton Avenue P.O. Box 387 Menomonee Falls, WI 53052 (414) 255-4600	8/4/97	11/24/97	Satisfactory	Large

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

<i>Institution</i>	<i>Location</i>
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None

District 8
Federal Reserve Bank of St. Louis

Applications and notifications filed during the week of November 29, 1997

Section I - Applications subject to newspaper notice only

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

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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None

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

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

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- 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

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

<i>Institution</i>	<i>Location</i>
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None

District 9

Federal Reserve Bank of Minneapolis

Applications and notifications filed during the week of November 29, 1997

Section I - Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Member	Glacier National Bank, Kalispell, Montana, a <i>de novo</i> bank, for prior approval to become a member of the Federal Reserve System.*	12/23/97

*Subject to the 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>
3(a)(3)	Glacier Bancorp, Inc., Kalispell, Montana, for prior approval to acquire 100% of the voting shares of Glacier Bank, Kalispell, Montana, a <i>de novo</i> bank.*	Fed Reg - 12/29/97
CIC	Betty Lou Johnson as trustee for the Betty Lou Johnson Trust and Mark Johnson to acquire control of 100% of the voting shares of Winthrop Bancshares, Inc., Winthrop, Minnesota.	Fed Reg - 12/18/97

*Subject to the provisions of the Community Reinvestment Act.

Section III - Applications subject to Federal Register notice only

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

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
S/R	Liberty Bancshares, Inc., St. Paul, Minnesota, to redeem 4.99% of its voting shares.	

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>
988658	Farmers State Bank of Madelia, Inc. Madelia, Minnesota	8/18/97	11/26/97	Outstanding	Small Bank

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

<i>Institution</i>	<i>Location</i>
None	

District 10

Federal Reserve Bank of KansasCity

Applications and notifications filed during the week of November 29, 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>
CIC	Michael D. Platt, Hardtner, Kansas; James L. Molz, Kiowa, Kansas; David C. Collins, and Roland C. Pederson, both of Burlington, Oklahoma; to acquire voting shares of B-K Agency, Inc., Hardtner, Kansas, and thereby indirectly acquire The Farmers State Bank, Hardtner, Kansas.	Newspaper - 09/02/97 Fed Reg - 12/12/97
CIC	Jack L. Grimmett, Jr., and Robert B. Grimmett, both of Pauls Valley, Oklahoma, for prior approval to acquire voting shares of Valley Bancshares, Inc., Pauls Valley, Oklahoma, and thereby indirectly acquire Pauls Valley National Bank, Pauls Valley, Oklahoma.	Newspaper - 12/18/97 Fed Reg - 12/16/97
CIC	Alan C. Porter, Chester, Nebraska; Warren V. Porter, Houston, Texas; and Timothy H. Porter, Olathe, Kansas; to acquire voting shares of Chester Insurance Agency, Inc., Chester, Nebraska, and thereby indirectly acquire State Bank of Chester, Chester, Nebraska.	Newspaper - 12/17/97 Fed Reg - 12/16/97
CIC	Fred C. and Kellie P. Harlan, Okmulgee, Oklahoma; to acquire voting shares of First Okmulgee Corporation, Okmulgee, Oklahoma, and thereby indirectly acquire First National Bank & Trust Company, Okmulgee, Oklahoma.	Newspaper - N/Avail Fed Reg - 12/18/97

Section III - Applications subject to Federal Register notice only

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

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Member	First Community Bank, Emporia, Kansas, for prior approval to become a member of the Federal Reserve System.	

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>
638850	Fidelity State Bank & Trust Company 510 2nd Street Dodge City, Kansas 67801-1120	09/08/97	11/25/97	Satisfactory

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

<i>Institution</i>	<i>Location</i>
None	

District 11

Federal Reserve Bank of Dallas

Applications and notifications filed during the week of November 29, 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>
CIC	Western Bank, Las Cruces, Employee Stock Ownership Plan, Las Cruces, NM, et al, to acquire an interest in Western Bancshares of Las Cruces, Inc., Carlsbad, NM	N/Avail
CIC	Michael S. Helfer, Washington, D.C., only notificant, to acquire an interest in First Community Bancshares, Inc., Houston, TX (Previously reported during the week of November 17, 1997)	Newspaper - 12/18/97

N/Avail - Not available at this time.

Section III - Applications subject to Federal Register notice only

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

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Member	Texas Bank & Trust, National Association, Dallas, TX, to convert to a state member bank.	

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.

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

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

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

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None					

Section VI - CRA examinations scheduled for Quarter of

<i>Institution</i>	<i>Location</i>
None	

District 12
Federal Reserve Bank of San Francisco

Applications and notifications filed during the week of November 29, 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>
None		

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)	Panhandle Bancorp, Sandpoint, Idaho, to become a bank holding company by acquiring Panhandle State Bank, Sandpoint, Idaho.	

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>
20866	Home Valley Bank 103 S. Kerby Avenue Cave Junction, OR 97523-0129 (541) 592-4663	7/14/97	11/24/97	Outstanding	Small bank

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.

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

<i>Institution</i>	<i>Location</i>
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None