
Federal Reserve Release



H.2

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

No. 26

Week Ending June 27, 1998

Bank Holding Companies

Societe Generale, Paris, France -- to acquire Cowen & Co., New York, New York, and Cowen Incorporated and engage in underwriting and dealing, to a limited extent, in all types of debt and equity securities, except ownership interests in open-end investment companies, and in certain other nonbanking activities.

- Approved, June 22, 1998

SunTrust Banks, Inc., Atlanta, Georgia, and SunTrust Bank -- to include certain stock gains in Tier 2 capital.

- Approved, June 25, 1998

Regulations And Policies

Commodity Futures Trading Commission -- letter to the CFTC concerning its report on its exercise of margin authority.

- Approved, June 22, 1998

Regulation I -- revisions to simplify and update the regulation and reduce regulatory burden (Docket No. R-0966).

- Approved, June 26, 1998

Regulation H -- amendments to update and clarify Regulation H and to incorporate provisions of Regulation P (Docket No. R-0964); rescision of Regulation P (Docket No. R-0965)

- Approved, June 26, 1998

Reserve Bank Operations

Reserve Bank budgets -- objective for 1999.

- Approved, June 24, 1998

Enforcement

Credit and Commerce American Holdings, N.V., Netherland, Antilles -- order of prohibition against Faisal Saud Al-Fulaij, a former institution-affiliated party of Credit and Commerce American Holdings.

- Announced, June 23, 1998

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

Bank Branches, Domestic

St. Louis

Arkansas Bank and Trust Company, Hot Springs, Arkansas -- to establish a branch in the Albertson's store at 500 Cornerstone Blvd.
- Approved, June 26, 1998

Richmond

Bank of McKenney, McKenney, Virginia -- to establish a branch at 20815 Chesterfield Plaza, Ettrick, Virginia.
- Approved, June 15, 1998 (AC)

Chicago

Byron State Bank, Byron Center, Michigan -- to establish a branch at 4601 134th Avenue, Suite C, Hamilton, Michigan.
- Approved, June 11, 1998 (AC)

Chicago

CIB Bank, Hillside, Illinois -- to acquire the assets and assume the liability to pay deposits of the Burnee, Illinois, branch of Argo Federal Savings Bank, FSB, Summit, Illinois.
- Approved, June 24, 1998

Philadelphia

First Capitol Bank, York, Pennsylvania -- to establish a branch at 5 West High Street, Red Lion Borough, York, Pennsylvania.
- Approved, June 25, 1998

Chicago

Huron Community Bank, East Tawas, Michigan -- to purchase certain assets and assume certain liabilities of the Lincoln and Harrisville, Michigan, branches of First of America Bank, National Association, Kalamazoo, Michigan, and establish a branch at 423 East Main Street, Harrisville.
- Approved, June 22, 1998

Bank Branches, Domestic

Chicago

Union Bank and Trust Company of Indiana, Greensburg, Indiana -- to acquire the assets and assume the liability to pay deposits of three branches of First of America Bank, N.A., Kalamazoo, Michigan.

- Approved, June 24, 1998

San Francisco

Valley Independent Bank, El Centro, California -- to establish a branch at 39-700 Bob Hope Drive, Suite 100, Rancho Mirage, California.

- Approved, June 22, 1998

Bank Holding Companies

St. Louis

Ameribanc, Inc., St. Louis, Missouri -- termination as a registered lender under Regulation U.

- Approved, June 22, 1998

Chicago

Associated Banc-Corp., Green Bay, Wisconsin -- to acquire Citizens Bankshares, Inc., Shawano, Wisconsin, and acquire Citizens Bank, National Association; Wisconsin Finance Corporation; and Citizens Financial Services, Inc.

- Withdrawn, June 24, 1998

Dallas

CBOT Financial Corporation, New Waverly, Texas, -- to acquire CBOT Mortgage, Conroe, Texas,

- Permitted, June 22, 1998

Cleveland

Citizens Bancshares Inc., Salineville, Ohio -- to acquire shares of NSD Bancorp, Inc., Pittsburgh, Pennsylvania.

- Approved, June 26, 1998

Philadelphia

Commerce Bancorp, Inc., Cherry Hill, New Jersey -- to acquire shares of Commerce Bank/Delaware, National Association, Wilmington, Delaware.

- Approved, June 22, 1998

Bank Holding Companies

Secretary

Compass Bancshares, Inc., Birmingham, Alabama; Compass Banks of Texas, Inc.; and Compass Bancorporation of Texas, Inc., Wilmington, Delaware -- to acquire Hill Country Bank, Austin, Texas, and for Compass Bank, Houston, Texas, to merge with Hill Country Bank and establish branches at the current locations of Hill Country Bank.

- Approved, June 25, 1998

Minneapolis

Frandsen Financial Corporation, Forest Lake, Minnesota -- to acquire shares of Taylor Bancshares, Inc., North Mankato, Minnesota.

- Approved, June 24, 1998

Dallas

Horizons Bancorp, Inc., Monroe, Louisiana -- to acquire Horizons Bank.

- Approved, June 24, 1998

Minneapolis

M.I.F. Limited, Chisholm, Minnesota -- to acquire Chisholm Bancshares, Inc.

- Approved, June 24, 1998

Cleveland

Mellon Bank Corporation, Pittsburgh, Pennsylvania -- to acquire, through Mellon MBC Investments Corporation, shares of Prime Advisors, Inc., Kirkland, Washington, and engage in permissible investment activities.

- Permitted, June 25, 1998

St. Louis

National Commerce Bancorporation, Memphis, Tennessee -- to acquire CBC Bancshares, Inc., Collierville, Tennessee, and its subsidiary, The Citizens Bank, Collierville, Tennessee.

- Approved, June 24, 1998

New York

PASL Holding Corp., New York, New York, and MetBank Holding Corp. -- to acquire Metropolitan National Bank.

- Approved, June 26, 1998

Bank Holding Companies

St. Louis

RVB Bancshares, Inc., Russellville, Arkansas -- to acquire River Valley Bank.
- Approved, June 25, 1998

Dallas

Spring Hill (Delaware), Inc., Wilmington, Delaware -- to acquire Spring Hill State Bank, Longview, Texas.
- Approved, June 24, 1998

Dallas

Spring Hill Holdings Corporation, Longview, Texas -- to acquire Spring Hill (Delaware), Inc., Wilmington, Delaware, and Spring Hill State Bank, Longview, Texas.
- Approved, June 24, 1998

Secretary

State Street Corporation, Boston, Massachusetts, and SSB Investments, Inc. -- to acquire Askari, Inc., New York, New York, and engage in data processing activities.
- Permitted, June 23, 1998

Chicago

Stichting Administratiekantoor ABN AMRO Holding, Amsterdam, The Netherlands; Stichting Prioriteit ABN AMRO Holding; ABN AMRO Bank N.V.; and ABN AMRO Holding N.V. -- to serve as a general partner of one or more investment funds organized as limited partnerships and act as a commodity pool operator, to act as agent for the private placement of securities issued by the limited partnership, and to trade as principal in all assets in which a bank holding company is permitted to trade.
- Approved, June 23, 1998

Richmond

Triangle Bancorp, Inc., Raleigh, North Carolina -- to acquire the successor by conversion to United Federal Savings Bank, Rocky Mount, North Carolina.
- Approved, June 24, 1998

Bank Holding Companies

St. Louis

Union Planters Corporation, Memphis, Tennessee, and Union Planters Holding Corporation -- to acquire Ambanc Corp., Vincennes, Indiana, and its subsidiary banks, Ambanc Indiana, Vincennes, and Ambanc Illinois, N.A., Robinson, Illinois.
- Approved, June 24, 1998

Chicago

UnionBancorp, Inc., Ottawa, Illinois -- to retain Sainet, Streeter, Illinois, and provide certain Internet access and engage in data processing.
- Permitted, June 24, 1998

Minneapolis

United Community Bancshares, Inc., Eagan, Minnesota -- to acquire a joint venture interest in United Trust Company National Association, Eagan, Minnesota, and engage de novo in nondepository trust company activities.
- Permitted, June 24, 1998

Chicago

United Security Bancorporation, Spokane, Washington -- to acquire Grant National Bank, Ephrata, Washington.
- Approved, June 24, 1998

Chicago

West Point Bancshares, Inc., Oshkosh, Wisconsin -- to purchase loans.
- Permitted, June 23, 1998

Bank Mergers

Richmond

Triangle Bank, Raleigh, North Carolina -- to merge with the successor by conversion to United Federal Savings Bank, Rocky Mount, North Carolina, in an Oakar transaction, and to establish branches.
- Approved, June 24, 1998

Banks, State Member

San Francisco

Eldorado Bank, Tustin, California -- payment of a dividend.
- Approved, June 24, 1998

Banks, State Member

San Francisco

Southern California Bank, Newport Beach, California -- payment of a dividend.
- Returned, June 24, 1998

Change In Bank Control

Richmond

United Financial Banking Companies, Inc., Vienna, Virginia -- change in bank control.
- Permitted, June 25, 1998

Kansas City

Yutan Bancorp, Inc., Yutan, Nebraska -- change in bank control.
- Permitted, June 22, 1998

Competitive Factors Reports

St. Louis

Bank of Dardanelle, Dardanelle, Arkansas -- report on competitive factors of the proposed purchase of the assets and assumption of the liabilities of the Danville, Arkansas, branch of Superior Federal Bank, F.S.B., Fort Smith, Arkansas.
- Submitted, June 24, 1998

Dallas

Bank of Livingston, Livingston, Texas -- report of competitive factors of the proposed merger with New First National Bank of Livingston.
- Submitted, June 23, 1998

St. Louis

Bank of the Ozarks, NWA, Jasper, Arkansas -- report on competitive factors of the proposed purchase of the assets and assumption of the liabilities of the Marshall, Arkansas, branch of Superior Federal Bank, F.S.B., Fort Smith, Arkansas.
- Submitted, June 24, 1998

Competitive Factors Reports

St. Louis

Banterra Bank, Marion, Illinois -- report on competitive factors of the proposed merger with Banterra Bank of West Frankfort, West Frankfort, Illinois; Banterra Bank Group, Eldorado, Illinois; Banterra Bank, N.A., Paducah, Kentucky; and Banterra Bank of Christopher, Christopher, Illinois.
- Submitted, June 26, 1998

Boston

Berkshire Bank, Pittsfield, Massachusetts -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of the North Adams, Massachusetts, branch and two Pittsfield, Massachusetts, branches of Fleet National Bank, Providence, Rhode Island.
- Submitted, June 24, 1998

Boston

Citizens Bank of Connecticut, New London, Connecticut -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of the Branford, East Haven, and North Haven, Connecticut, branches of Branford Savings Bank, Branford, Connecticut.
- Submitted, June 22, 1998

Boston

Citizens Bank of Massachusetts, Boston, Massachusetts -- report on competitive factors of the proposed merger with Woburn National Bank, Woburn, Massachusetts.
- Submitted, June 24, 1998

Cleveland

Citizens Commerce National Bank, Versailles, Kentucky -- report on competitive factors of the proposed merger with Citizens Commerce Interim National Bank.
- Submitted, June 25, 1998

Dallas

Community Bank of Texas, Beaumont, Texas -- report on competitive factors of the proposed merger with Silsbee State Bank, Silsbee, Texas.
- Submitted, June 24, 1998

Competitive Factors Reports

St. Louis

First National Bank at Paris, Paris, Arkansas -- report on competitive factors of the proposed purchase of the assets and assumption of the liabilities of the Waldron, Arkansas, branch of Superior Federal Bank, F.S.B., Fort Smith, Arkansas.
- Submitted, June 26, 1998

Richmond

First Union National Bank, Charlotte, North Carolina -- report on competitive factors of the proposed merger with Mentor Trust Company, Richmond, Virginia.
- Submitted, June 22, 1998

Dallas

New First National Bank of Livingston, Livingston, Texas -- report on competitive factors of the proposed merger with The First National Bank of Livingston.
- Submitted, June 23, 1998

San Francisco

North Pacific Bank, Tacoma, Washington -- report on competitive factors of the proposed merger with Heritage Savings Bank, Olympia, Washington.
- Submitted, June 22, 1998

Richmond

One Valley Bank-East, National Association, Martinsburg, West Virginia -- report on competitive factors of the purchase of certain assets and assumption of certain liabilities of the Purcellville, Virginia, branch of One Valley Bank-Central Virginia, National Association, Lynchburg, Virginia.
- Submitted, June 22, 1998

Secretary

Pacific Century Bank, N.A., Phoenix, Arizona -- report on competitive factors of the proposed merger with California United Bank, Encino, California.
- Submitted, June 24, 1998

San Francisco

People's Bank of California, Los Angeles, California -- report on competitive factors of the proposed acquisition of the United Pacific Bank branch at 1555 Brookhurst Avenue, Westminster, California.
- Submitted, June 22, 1998

Competitive Factors Reports

Cleveland

Security Federal Savings and Loan Association of Cleveland, Mayfield Heights, Ohio, and First Federal Savings Bank of Kent, Kent, Ohio -- report on competitive factors of the proposed merger with FirstMerit Bank, N.A., Akron, Ohio.

- Submitted, June 27, 1998

Richmond

Sentinel Interim Bank, Richlands, Virginia -- report on competitive factors of the proposed merger with First Sentinel Bank.

- Submitted, June 25, 1998

Cleveland

Signal Bank, N.A., Wooster, Ohio -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of the 350 North Seltzer Street, Crestline, Ohio, branch of FirstMerit Bank, N.A., Akron, Ohio.

- Submitted, June 25, 1998

Extensions Of Time

Secretary

Compass Bancshares, Inc., Birmingham, Alabama; Compass Banks of Texas, Inc.; and Compass Bancorporation of Texas, Inc., Wilmington, Delaware -- request for extension of comment period.

- Denied, June 25, 1998

Atlanta

East Coast Bank Corporation Employee Stock Ownership Plan Trust, Ormond Beach, Florida -- extension to September 27, 1998, to acquire shares of East Coast Bank Corporation.

- Granted, June 27, 1998

Richmond

First Union Corporation, Charlotte, North Carolina -- extension to September 29, 1998, to provide, through Electronic Payment Services, Inc., automated teller machine and point-of-sale services outside the United States.

- Granted, June 26, 1998

Extensions Of Time

New York

Greater Community Bancorp, Totowa, New Jersey -- extension to August 19, 1998, to acquire shares of 1st Bergen Bancorp, Wood-Ridge, New Jersey
- Approved, June 26, 1998

Chicago

Morrill Bancshares, Sabetha, Kansas -- extension to March 24, 1999, to acquire voting securities of Century Acquisition Corporation, Hurst, Texas.
- Granted, June 19, 1998 (AC)

Secretary

Pathfinder Bancorp, MHC, Oswego, New York, and Oswego County, MHC -- extension of time to file comments.
- Granted, June 22, 1998

Secretary

Travelers Group Inc., New York, New York, and Citicorp -- request for extension of comment period.
- Denied, June 23, 1998

Membership

Richmond

Farmers Bank, Windsor, Virginia -- to become a member of the Federal Reserve System.
- Approved, June 26, 1998

Secretary

FirstBank of Vail, Vail, Colorado -- to become a member of the Federal Reserve System.
- Approved, June 26, 1998

District 1

Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, June 27, 1998

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)*	Danvers Bancorp, Inc., Danvers, Massachusetts – application to form a mutual bank holding company through the acquisition of 100% of Danvers Savings Bank, Danvers, Massachusetts	Newspaper-07/20/98 Fed Reg – 07/16/98

*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>
4(c)(8)	UST Corp., Boston, Massachusetts – application to organize a new subsidiary to be called Cambridge Trade Finance Corp., Boston, Massachusetts and acquire certain assets of Cambridge Trading Services Corporation, Boston, Massachusetts	Fed Reg – 07/20/98

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

<i>Type</i>	<i>Application</i>	
None		

Section V – Availability of CRA public evaluations

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:

- O = Outstanding**
- S = Satisfactory**
- NI = Needs to improve**
- SN = Substantial noncompliance**

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

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

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

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

District 2

Federal Reserve Bank of New York

Applications and notifications filed during the week ending Saturday, June 27, 1998

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	The Adirondack Trust Company, Saratoga Springs, New York, to establish a branch office at the 3017 Route 50, Wilton, New York.*	07/11/1998
Branch	European American Bank, Uniondale, New York, to establish a branch office at the Edwards supermarket located at 3577 Long Beach Road, Oceanside, New York.*	07/13/98

* 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	Mr. John L. Soldoveri to acquire additional shares of Greater Community Bancorp, Totowa, New Jersey.	07/11/98*

* Newspaper Comment Period Ending Date

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)	Deutsche Bank, Frankfurt am Main, Germany, to acquire indirectly through its wholly-owned subsidiary, German American capital corporation, New York, New York, ownership and control of a 33.33 percent interest in Bouclier Bert Limited, L.L.C., d/b/a Green Shield Limited, L.L.C., Woodbury, New Jersey, and thereby engage in residential mortgage warehouse lending, pursuant to Section 225.28 (b)(1) of the Board's Regulation Y.	N/Avail

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

<i>Type</i>	<i>Application</i>
None	

Section V – Availability of CRA public evaluations

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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S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

<i>RSSD</i>		<i>Examination</i>	<i>CRA</i>	<i>CRA</i>	<i>Exam type</i>	
<i>number</i>	<i>Institution/Location</i>	<i>date</i>	<i>public date</i>	<i>rating</i>	<i>LrgBk</i>	<i>SmBk</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 ending Saturday, June 27, 1998

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Summit Bank, Bethlehem, PA, to establish a branch office at Pathmark Supermarket, 1000 East Road, Wyncote, Montgomery County, PA.	7/12/98
Branch	Summit Bank, Bethlehem, PA, to establish a branch office at Genuardi's Family Market, Roslyn Shopping Center, Easton & Susquehanna Roads, Roslyn Montgomery County, PA, and Pathmark Supermarket 421 South 69 th Boulevard, Upper Darby, Delaware County, PA.	6/23/98

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>
None	

Section V – Availability of CRA public evaluations

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:

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = 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>LrgBk</i>	<i>SmBk</i>
734613	Bank of Landisburg Landisburg, PA	1/20/98	6/16/98	S		X

Section VI – CRA examinations scheduled for Quarter of

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

District 4

Federal Reserve Bank of Cleveland

Applications and notifications filed during the week ending Saturday, June 27, 1998

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)(5)	Application by F.N.B. Corporation, Hermitage, PA and Southwest banks, Inc., Naples, FL received on June 26, 1998, to acquire Citizens Holding Corporation, Clearwater, FL.	*Newspaper: July 25, 1998

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>	
None		

Section V – Availability of CRA public evaluations

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:

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = 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>LrgBk</i>	<i>SmBk</i>
612618	The Provident Bank 1 East Fourth Street Cincinnati, OH 45202	10/20/97	6/26/98	O	X	

Section VI – CRA examinations scheduled for Quarter of

Institution

Location

None

District 5

Federal Reserve Bank of Richmond

Applications and notifications filed during the week ending Saturday, June 27, 1998

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Centura Bank, Rocky Mount, North Carolina, to establish a branch at 608 16 th Avenue North, Myrtle Beach, South Carolina.*	7-22-1998
Branch	Peninsula Trust Bank, Incorporated, Gloucester, Virginia, to establish a branch at 100 McLaws Circle, Williamsburg, Virginia.*	7-27-1998

* 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>
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>	
3(a)(1)	Delmarva Bancshares, Inc., Cambridge, Maryland, to become a bank holding company through the acquisition of 100% of the voting shares of The National Bank of Cambridge, Cambridge, Maryland.	

Section V – Availability of CRA public evaluations

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:

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = 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>LrgBk</i>	<i>SmBk</i>
904425	Bank of the Eastern Shore 301 Crusader Road Cambridge, Maryland 21613-2503	4-20-1998	6-27-1998	S		X

Section VI – CRA examinations scheduled for

Quarter of

Institution

Location

None

District 6

Federal Reserve Bank of Atlanta

Applications and notifications filed during the week ending Saturday, June 27, 1998

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of Comment period</i>
Branch	Mobile County Bank, Grand Bay, Alabama, to establish a branch located at 5370 Highway 90 West, Mobile, Alabama.	07-20-98*
18(c)	Republic Security Bank, West Palm Beach, Florida, to merge with First Bank of Florida, West Palm Beach, Florida.	N/Avail*
Member	FirstBank, Dallas, Texas, to become a member of the Federal Reserve System.	N/Avail*
Branch	First Newton Bank, Covington, Georgia, to establish a branch located at 285 Jonesboro Road, McDonough, Georgia.	07-19-98*

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)	The Colonial BancGroup, Inc., Montgomery, Alabama, to acquire FirstBank, Dallas, Texas.	N/Avail*
CIC	First Western Bank, Cooper City, Florida, after-the-fact notification filed by Mr. Carl Thomas, et al., to retain shares of First Western Bank, Cooper City, Florida, and prior notice for Mr. Carl Thomas to acquire additional shares of First Western Bank, Cooper City, Florida.	N/Avail*
CIC	The Brand Banking Company, Lawrenceville, Georgia, prior notification by Mrs. Patricia McLaurin Morgan, Mr. Richard Brand Morgan, and Mr. Paul Mangum Morgan, to acquire an additional 36.375 percent of the outstanding shares of The Brand Banking Company, Lawrenceville, Georgia. The acquisition will increase their total ownership to 62.325 percent.	N/Avail*
3(a)(1)	CCF Holding Company, Jonesboro, Georgia, to become a bank holding company by acquiring Heritage Bank, Jonesboro, Georgia.	N/Avail*

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)(5)	SunTrust Banks, Inc., Atlanta, Georgia, along with SunTrust Banks of Florida, Inc., Orlando, Florida, to merge with Citizens Bancorporation, Inc., Marianna, Florida, and thereby directly acquire Citizens Bank of Marianna, Marianna, Florida, and Gadsden State Bank, Chattahoochee, Florida.	Fed Reg - 07-24-98*
3(a)(3)	First American Corporation, Nashville, Tennessee, to acquire The Middle Tennessee Bank, Columbia, Tennessee.	Fed Reg - 07-17-98*

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>
WAIVER	Republic Security Financial Corporation, West Palm Beach, Florida, application waiver request for the proposed merger with First Palm Beach Bancorp, Inc., West Palm Beach, Florida.
COM	The Brand Banking Company, Lawrenceville, Georgia, commitment waiver request.

Section V – Availability of CRA public evaluations

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:

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

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

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 ending Saturday, June 27, 1998

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	F&M Bank-Central Stevens Point 2710 Scholfield Avenue Stevens Point, Wisconsin	Newspaper – 7/15/1998
Branch	First Bank of Berne Berne, Indiana 404 N. Main Street Bluffton, Indiana	Newspaper – 7/19/1998
18c & Branch	Huron Community Bank East Tawas, Michigan Citizens Bank- Au Gres Branch Office Flint, Michigan 3150 East Huron Road Au Gres, Michigan	Newspaper – 6/15/1998
18c & Branch	Old Kent Bank Grand Rapids, Michigan First National Bank of Evergreen Park Evergreen Park, Illinois	Newspaper – 7/15/1998
18c	Mercantile Bank of Western Iowa Des Moines, Iowa Mercantile Bank of Eastern Iowa Waterloo, Iowa	Newspaper – N/Avail

Newspaper - Newspaper Comment Period Ending Date

N/Avail - Not Available (Not yet available; Not available at this time)

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4(c)(8)	Blackhawk Bancorp, Inc. Beloit, Wisconsin First Financial Services of Belvidere Belvidere, Illinois First Financial Bancorp, Inc. Belvidere, Illinois First Federal Savings Bank Belvidere, Illinois	Newspaper – 7/10/1998 Fed Reg – 7/09/1998
3(a)(3)	Old Kent Financial Corporation* Grand Rapids, Michigan First Evergreen Corporation Evergreen Park, Illinois First National Bank of Evergreen Park Evergreen Park, Illinois	Newspaper – 7/15/1998 Fed Reg – N/Avail
3(a)(3)	Pilot Grove Savings Bank Employee Stock Ownership* Pilot Grove, Iowa Pilot Bancorp, Inc. Pilot Grove, Iowa Pilot Grove Savings Bank Pilot Grove, Iowa	Newspaper – N/Avail Fed Reg – 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>
None	

Section V – Availability of CRA public evaluations

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = 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>LrgBk</i>	<i>SmBk</i>
499248	First American Bank 635 1 st Street P.O. Box 70 Webster City, Iowa 50595 (515) 832-1133	10/6/1997	6/22/1998	S		X

Section VI – CRA examinations scheduled for

Quarter of

Institution

Location

None

District 8

Federal Reserve Bank of St. Louis

Applications and notifications filed during the week ending Saturday, June 27, 1998

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	Notice involving Central Banccompany, Inc., Jefferson City, Missouri, by Sam Bryan Cook and Robert Robuck, as trustees of the Central Banccompany Trust (previously reported during the week ending June 20, 1998).	Fed Reg: 7/10/1998
CIC	Notice involving Maries County Bancorp, Inc., Vienna, Missouri, by The Henderson Family Limited Partnership (previously reported during the week ending June 20, 1998).	Newspaper: 8/6/1998
3(a)(5)	* Notice by National City Bancshares, Inc., Evansville, Indiana, to acquire Trigg Bancorp, Inc., Cadiz, Kentucky (previously reported during the week ending June 20, 1998).	Newspaper: 7/17/1998
3(a)(5)	* Notice by National City Bancshares, Inc., Evansville, Indiana, to acquire Community First Financial, Inc., Maysville, Kentucky (previously reported during the week ending June 20, 1998).	Newspaper: 7/17/1998
3(a)(5)	* Notice by National City Bancshares, Inc., Evansville, Indiana, to acquire Hoosier Hills Financial Corporation, Osgood, Indiana (previously reported during the week ending June 20, 1998).	Newspaper: 7/18/1998
3(a)(3)	* Notice by First Banks, Inc., St. Louis, Missouri, to indirectly acquire Republic Bank, Torrance, California.	Newspaper: 7/20/1998 Fed Reg: N/Avail
3(a)(3)	* Companion notice by CCB Bancorp, Inc., Newport Beach, California, a wholly owned subsidiary of First Banks, Inc., St. Louis, Missouri, to acquire Republic Bank, Torrance, California.	Newspaper: 7/20/1998 Fed Reg: N/Avail
3(a)(3)	* Notice by First Illinois Bancorp, Inc., St. Louis, Missouri, to acquire Duchesne Bank, St. Peters, Missouri.	Newspaper: N/Avail Fed Reg: N/Avail

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	Notice involving Allendale Bancorp, Inc., Allendale, Illinois, by Keith R. Loeffler, Allendale, Illinois, as voting trustee of a proposed unnamed voting trust for the shares of Allendale Bancorp, Inc.	Newspaper: N/Avail Fed Reg: 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>
None		

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

<i>Type</i>	<i>Application</i>	
SMBOTH	Notice by Citizens First Bank, El Dorado, Arkansas, to make a dividend payment.	Not applicable

Section V – Availability of CRA public evaluations

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:

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

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

Section VI – CRA examinations scheduled for Quarter of

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

District 9

Federal Reserve Bank of Minneapolis

Applications and notifications filed during the week ending Saturday, June 27, 1998

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	Lonnie E. Clark to acquire control of 36.9% of the voting shares of N/Avail Chandler Bancshares, Inc., Chandler, Minnesota.	

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>	
None		

Section V – Availability of CRA public evaluations

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:

- O = Outstanding**
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- NI = Needs to improve**
- SN = 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>LrgBk</i>	<i>SmBk</i>
256553	Dacotah Bank Aberdeen, SD	3/9/1998	6/25/1998	O	X	

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

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

District 10

Federal Reserve Bank of Kansas City

Applications and notifications filed during the week ending Saturday, June 27, 1998

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18(c) / Branch	BancFirst, Oklahoma City, Oklahoma, to merge with AmQuest Bank, N.A., Lawton, Oklahoma, and Exchange National Bank and Trust Company, Ardmore, Oklahoma; and incident thereto, establish additional branches.	Newspaper – 07/13/1998
18(c) / Branch	Exchange Bank & Trust Company, Perry, Oklahoma, to purchase the assets and assume the liabilities of the Perry, Oklahoma, branch of BancFirst, Oklahoma City, Oklahoma; and incident thereto, establish an additional branch.	Newspaper – 07/01/1998

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)	BancFirst Corporation, Inc., Oklahoma City, Oklahoma, for prior approval to acquire 100 percent of the voting shares of AmQuest Financial Corp., Duncan, Oklahoma.	Newspaper – 07/13/1998 Fed Reg – 07/23/1998
CIC	Donald Ray Clark and Kitty Drline Clark, both of Anadarko, Oklahoma; to acquire voting shares of First State Bank, Anadarko, Oklahoma.	Newspaper – 06/26/1998 Fed Reg – 07/15/1998

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>
None	

Section V – Availability of CRA public evaluations

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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<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>LrgBk</i>	<i>SmBk</i>
None						

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 ending Saturday, June 27, 1998

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)	Violeta Investments, Ltd., Hebronville, TX, to acquire Hebronville State Bank, Hebronville, TX*	Fed Reg – 07/23/1998 Newspaper – 07/18/1998
3(a)(1)	MetroCorp Bancshares, Inc., Houston, TX, to acquire MetroCorp-Delaware, Inc., Wilmington, DE, and MetroBank, N.A., Houston, TX* (Previously reported the week ending June 20, 1998)	Fed Reg – 07/20/1998 Newspaper – 07/18/1998
3(a)(1)	MetroCorp-Delaware, Inc., Wilmington, DE, to acquire MetroBank, N.A., Houston, TX* (Previously reported the week ending June 20, 1998)	Fed Reg – 07/20/1998 Newspaper – 07/18/1998
3(a)(3)	Independent Bankshares, Inc., Abilene, TX, to acquire Azle Bancorp, Azle, TX, Azle Holdings, Inc., Azle, TX, and Azle State Bank, Azle, TX* (Previously reported the week ending June 20, 1998)	Fed Reg – 07/19/1998 Newspaper – 07/17/1998
3(a)(3)	McLaughlin Bancshares, Inc., Ralls, TX, to acquire First Petersburg Bancshares, Inc., Petersburg, TX, and First State Bank, Petersburg, TX* (Previously reported the week ending June 20, 1998)	Fed Reg – 07/19/1998 Newspaper – 07/19/1998
CIC	Julia Dobbins, Fort Worth, TX, et al, to acquire an interest in Mercedes Bancorp, Inc., Mercedes, TX (Previously reported the week ending June 20, 1998)	Fed Reg – 07/06/1998 Newspaper – 06/30/1998

* 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>
S/R	Notice by Crockett County National Bancshares, Inc., Ozona, TX, to repurchase 32,616 shares of its common stock

Section V – Availability of CRA public evaluations

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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					<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for

Quarter of

Institution

Location

None

District 12

Federal Reserve Bank of San Francisco

Applications and notifications filed during the week ending Saturday, June 27, 1998

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18(c)	The Bank of Casa Grande Valley, Casa Grande, Arizona, to acquire the Eloy, Arizona, branch of National Bank of Arizona, Tucson, Arizona. *	Newspaper 8/03/98

* Subject to the provisions of the Community Reinvestment Act
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)(5)	InterWest Bancorp, Inc., Oak Harbor, Washington, to merge with Kittitas Valley Bancorp, Inc., Ellensburg, Washington. *	Newspaper 7/19/98 Fed Reg 7/20/98

* Subject to the provisions of the Community Reinvestment Act
Fed Reg - Federal Register Comment Period Ending Date
Newspaper - Newspaper Comment Period Ending Date

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>
COM	Palm Desert Investments, Palm Desert, California, requests a relief of a commitment made for Kevin McGuire not to acquire additional shares of stock without prior approval of the Federal Reserve System.
Member	Regency Bank, Fresno, California, to become a member of the Federal Reserve System.

Section V – Availability of CRA public evaluations

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					<i>LrgBk</i>	<i>SmBk</i>
None						

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

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