
Federal Reserve Release



H.2

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

No. 28

Week Ending July 11, 1998

Bank Holding Companies

NationsBank Corporation, Charlotte, North Carolina, and BankAmerica Corporation, San Francisco, California -- scheduling of an additional day, July 10, 1998, and a time change to 8:00 a.m. PDT for the public meeting to be held at the Federal Reserve Bank of San Francisco, 101 Market Street, San Francisco, California.

- Announced, July 6, 1998

Regulations And Policies

Regulation DD -- final amendment concerning calculation of the annual percentage yield (Docket R-0869).

- Approved, July 9, 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

Richmond

Bank of Suffolk, Suffolk, Virginia -- to establish a branch at 3216 Western Branch Boulevard, Chesapeake, Virginia.
- Approved, July 10, 1998

Minneapolis

Dacotah Bank, Aberdeen, South Dakota -- to establish a branch in Aberdeen, South Dakota.
- Approved, July 10, 1998

Kansas City

First American Bank and Trust Company, Purcell, Oklahoma -- to establish a branch at 800 Northeast 12th Street, Norman, Oklahoma.
- Approved, July 9, 1998

Minneapolis

First Citizens Bank of Butte, Butte, Montana -- to establish a branch in Butte.
- Approved, July 10, 1998

Chicago

Midwest Bank of McHenry County, Union, Illinois -- to establish a branch at 204 E. State Street, Island Lake, Illinois, and 5555 Bull Valley Road, McHenry, Illinois.
- Approved, July 7, 1998

Bank Holding Companies

Richmond

Anchor Financial Corporation, Myrtle Beach, South Carolina -- to merge with ComSouth Bankshares, Inc., Columbia, South Carolina.
- Approved, July 7, 1998

Richmond

Anchor Financial Corporation, Myrtle Beach, South Carolina -- to merge with M&M Financial Corporation, Marion, South Carolina.
- Approved, July 7, 1998

Bank Holding Companies

Director, BS&R

BankAmerica Corporation, San Francisco, California, and Bank of America NT&SA -- request to increase the equity underwriting and dealing limits applicable to the foreign subsidiaries of Bank of America.

- Approved, July 8, 1998

Minneapolis

Community First Bankshares, Inc., Fargo, North Dakota -- to acquire Guardian Bancorp, Salt Lake City, Utah.

- Approved, July 6, 1998

Kansas City

Financial Bancshares, Inc., Holton, Kansas -- to acquire shares of Arizona Bancshares, Inc., Flagstaff, Arizona.

- Approved, July 9, 1998

Boston

GBT Bancorp, Gloucester, Massachusetts -- to acquire Gloucester Bank & Trust Company.

- Approved, July 8, 1998

Chicago

Hawthorn Corporation, Mundelein, Illinois -- to acquire Hawthorn Bank.

- Approved, July 10, 1998

Minneapolis

JDOB, Inc., Sandstone, Minnesota -- to acquire shares of Lakeland National Bank, Lino Lakes, Minnesota.

- Approved, July 8, 1998

Philadelphia

JeffBanks, Haverford, Pennsylvania -- to engage in mortgage banking activities through acquisition of Pioneer Mortgages, Inc., Haddon Heights, New Jersey.

- Approved, July 7, 1998

Bank Holding Companies

Chicago

Larch Bancorporation, Larchwood, Iowa -- notice to acquire Exchange State Agency, Hills, Minnesota.
- Permitted, July 8, 1998

Minneapolis

Minnwest Corporation, Minnetonka, Minnesota -- to engage de novo in lending and property leasing activities.
- Approved, July 10, 1998

Boston

MNB Bancorp, Milford, Massachusetts -- to become a bank holding company through reorganization and acquisition of Milford National Bank and Trust Company.
- Approved, July 8, 1998

Minneapolis

N.A. Corporation, Roseville, Minnesota -- to acquire North American Banking Company.
- Approved, July 6, 1998

Cleveland

Northwest Bancorp, MHC, Warren, Pennsylvania, and Northwest Bancorp, Inc. -- to acquire Corry Savings Bank, Corry, Pennsylvania.
- Approved, July 7, 1998

Richmond

Peoples Bancorporation, Inc., Easley, South Carolina -- to acquire Bank of Anderson, N.A., Anderson, South Carolina (a de novo bank).
- Approved, July 7, 1998

St. Louis

Peoples Service Company, Nixa, Missouri -- to acquire shares of Peoples Banking Company, Springfield, Missouri; Peoples Bank of the Ozarks, Nixa, Missouri; Citizens Bank of the Ozarks, Camdenton, Missouri; and Peoples Bank of Fordland, Fordland, Missouri.
- Approved, July 7, 1998

Bank Holding Companies

Philadelphia

PSB Bancorp, Inc., Philadelphia, Pennsylvania -- to acquire Pennsylvania Savings Bank.

- Approved, June 12, 1998 (AC)

Chicago

Rigler Investment Co., New Hampton, Iowa -- to acquire Figge Bancshares, Inc., Ossian, Iowa.

- Approved, June 10, 1998 (AC)

Boston

Service Bancorp, Medway, Massachusetts -- to acquire shares of Summit Bancorp.

- Approved, July 10, 1998

Atlanta

SNB Bancshares, Inc., Macon, Georgia -- to merge with Crossroads Bancshares, Inc., Perry, Georgia, and acquire Crossroads Bank of Georgia.

- Approved, July 9, 1998

Boston

Summit Bancorp, Medway, Massachusetts -- to form a stock bank holding company through reorganization of Summit Bank.

- Approved, July 10, 1998

Chicago

Withee Bank Shares, Inc., Withee, Wisconsin -- to acquire Community Insurance Agency, Owen, Wisconsin, through Hometown Agency, Inc., and engage in insurance agency activities in a town under 5000.

- Approved, June 29, 1998 (AC)

Bank Mergers

Kansas City

BancFirst, Oklahoma City, Oklahoma -- to merge with The Security Bank & Trust Company, Lawton, Oklahoma, and establish additional branches.

- Approved, July 9, 1998

Bank Mergers

Kansas City

Exchange Bank & Trust Company, Perry, Oklahoma -- to merge with the Perry, Oklahoma, branch of BancFirst, Oklahoma City, Oklahoma, and establish an additional branch.

- Approved, July 8, 1998

Banks, Foreign

General Counsel

Overseas Union Bank Limited, Singapore -- request to file an application under Regulation K to establish an office in the United States after consummation of its proposed merger with International Bank of Singapore Limited, Singapore.

- Approved, June 29, 1998 (AC)

Banks, State Member

St. Louis

First Illinois Bank, East St. Louis, Illinois -- request to withdraw proposed payment of a dividend.

- Granted, July 9, 1998

Chicago

M&I Bank of Shawano, Shawano, Wisconsin -- to purchase the assets and deposits of the Clintonville, Wisconsin, office of M&I Bank, S.S.B., Sheboygan, Wisconsin, and establish a branch at 60 10th Street, Clintonville, Wisconsin.

- Approved, July 10, 1998

Capital Stock

Kansas City

Avoca Company, Avoca, Nebraska -- redemption of shares.

- Approved, July 8, 1998

Dallas

Crockett County National Bancshares, Inc., Ozona, Texas -- redemption of shares.

- Approved, July 8, 1998

Change In Bank Control

Kansas City

Avoca Company, Avoca, Nebraska -- change in bank control.
- Permitted, July 8, 1998

Chicago

Community Bancorp, Inc., Norwalk, Wisconsin -- change in bank control.
- Permitted, July 10, 1998

Chicago

First of Waverly Corporation, Waverly, Iowa -- change in bank control.
- Permitted, July 9, 1998

Kansas City

First Pratt Bankshares, Inc., Pratt, Kansas -- change in bank control.
- Permitted, July 6, 1998

Minneapolis

Ringsmuth Family Limited Partnership, Wakefield, Michigan -- change in bank control.
- Permitted, July 6, 1998

Competitive Factors Reports

San Francisco

Big Sky Bancorp, Inc., Missoula, Montana -- report on competitive factors of the proposed merger with Sterling Financial Corporation, Spokane, Washington.
- Submitted, July 8, 1998

Kansas City

Central National Bank & Trust Company, Enid, Oklahoma -- report on competitive factors of the proposed acquisition of the assets and assumption of the liabilities of the Blackwell, Oklahoma, branch of Superior Federal Bank, FSB, Fort Smith, Arkansas.
- Submitted, July 6, 1998

Competitive Factors Reports

Cleveland

Charter One Financial, Inc., Cleveland, Ohio -- report on competitive factors of the proposed acquisition of Cuyahoga County Savings Association and proposed merger of Cuyahoga Savings Association into Charter One Bank, FSB.

- Submitted, July 10, 1998

Cleveland

Community Trust Bank, N.A., Pikeville, Kentucky -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of five branches of PNC Bank, N.A., Pittsburgh, Pennsylvania, in Winchester, Richmond, and Harrodsburg, Kentucky.

- Submitted, July 10, 1998

Atlanta

Etowah Bank, Canton, Georgia -- report on competitive factors of the proposed merger with Etowah Interim Bank, Birmingham, Alabama.

- Submitted, July 8, 1998

Atlanta

First Community Bank of Southwest Georgia, Bainbridge, Georgia -- report on competitive factors of the proposed merger with Bainbridge National Bank.

- Submitted, July 8, 1998

St. Louis

First Tennessee Bank, N.A., Memphis, Tennessee -- report on competitive factors of the proposed merger with First Tennessee Bank, N.A., Mississippi, Southaven, Mississippi.

- Submitted, July 7, 1998

Kansas City

Johnson County Bank, Overland Park, Kansas -- report on competitive factors of the proposed merger with Peoples National Bank.

- Submitted, July 6, 1998

Richmond

Legg Mason Trust Bank, F.S.B., Baltimore, Maryland -- report on competitive factors of the proposed merger with Legg Mason Trust Company.

- Submitted, July 7, 1998

Competitive Factors Reports

Kansas City

McCurtain County National Bank, Idabel, Oklahoma -- report on competitive factors of the proposed acquisition of the assets and assumption of the liabilities of the Idabel, Oklahoma, branch of Superior Federal Bank, FSB, Fort Smith, Arkansas.
- Submitted, July 6, 1998

St. Louis

Pocahontas Federal Savings and Loan Association, Pocahontas, Arkansas -- report on competitive factors of the proposed purchase of the assets and assumption of the liabilities of the Brinkley, England, and Carlisle, Arkansas, branches of Superior Federal Bank, F.S.B., Fort Smith, Arkansas.
- Submitted, July 7, 1998

San Francisco

Realty and Mortgage Investors of the Pacific, Ltd., Honolulu, Hawaii -- report on competitive factors of the proposed merger with Bank of Hawaii.
- Submitted, July 8, 1998

Atlanta

Regions Bank, Birmingham, Alabama -- report on competitive factors of the proposed merger with Kilgore First National Bank, Kilgore, Texas; Lufkin National Bank, Lufkin, Texas; The Stone Fort National Bank of Nacogdoches, Nacogdoches, Texas; Tyler Bank and Trust, Tyler, Texas; The First National Bank of Palestine, Palestine, Texas; Arkansas State Bank, Clarksville, Arkansas; First Commercial Bank-Rogers, Rogers, Arkansas; Clinton State Bank, Clinton, Arkansas; The First National Bank of Conway, Conway, Arkansas; Morrilton Security Bank, N.A., Morrilton, Arkansas; First National Bank of Russellville, Russellville, Arkansas; Arkansas Bank and Trust Company, Hot Springs, Arkansas; Benton State Bank, Benton, Arkansas; Citizens First Bank, Arkadelphia, Arkansas; Commercial Bank, N.A., Little Rock, Arkansas; The First National Bank of Nashville, Nashville, Arkansas; First National Bank, Searcy, Arkansas; and First Bank of Arkansas, Jonesboro, Arkansas.
- Submitted, July 8, 1998

San Francisco

Republic Bank, Torrance, California -- report on competitive factors of the proposed merger with First Bank & Trust, Newport Beach, California.
- Submitted, July 8, 1998

Competitive Factors Reports

Minneapolis

Security State Bank of Lewiston, Lewiston, Minnesota -- report on competitive factors of the proposed merger with Security State Bank of Wykoff, Wykoff, Minnesota.

- Submitted, July 7, 1998

Chicago

Shelby State Bank, Shelby, Michigan -- report on competitive factors of the proposed acquisition of certain assets and assumption of certain liabilities of the Fruitport, Michigan, branch of First of America Bank, N.A., Kalamazoo, Michigan.

- Submitted, July 10, 1998

Extensions Of Time

Richmond

America's First Bancorp, Inc., Washington, D.C. -- extension of time to acquire America's First Bank, N.A., Washington, D.C. (a de novo bank).

- Approved, July 6, 1998

San Francisco

Asahi Bank, Ltd., Tokyo, Japan -- extension to September 30, 1998, to file Annual Report of Foreign Banking Organizations (FR Y-7).

- Granted, June 24, 1998 (AC)

Atlanta

Community Banks of Florida, Inc., Naples, Florida -- extension to October 7, 1998, to acquire Community Bank of Naples, N.A.

- Granted, July 7, 1998

Cleveland

Cortland Savings and Banking Company, Cortland, Ohio -- extension to December 31, 1998, to establish a branch at the intersection of Routes 44 and 82, Mantua, Ohio.

- Granted, July 8, 1998

Atlanta

Cumberland Bancorp, Inc., Carthage, Tennessee -- extension to October 7, 1998, to acquire The Bank of Mason, Mason, Tennessee.

- Granted, July 7, 1998

Extensions Of Time

San Francisco

Dai-Ichi Kangyo Bank, Limited, Tokyo, Japan -- extension to August 17, 1998, to file Annual Report of Foreign Banking Organizations (FR Y-7).
- Granted, July 6, 1998

Chicago

Exchange State Bank Corp., Carsonville, Michigan -- extension to October 11, 1998, to acquire Exchange State Bank.
- Granted, July 7, 1998

St. Louis

First State Bancshares, Inc., Farmington, Missouri -- extension to July 29, 1998, to acquire shares of Perry County Financial Corporation, Perryville, Missouri.
- Granted, June 16, 1998 (AC)

Kansas City

FirstBank Holding Company of Colorado ESOP, Lakewood, Colorado -- extension to October 21, 1998, to acquire FirstBank Holding Company of Colorado.
- Granted, July 9, 1998

Dallas

HB Financial Corp, Highlands, Texas, and HB Financial Corp of Delaware, Wilmington, Delaware -- extension to July 31, 1998, to acquire Highlands Bank, Highlands, Texas.
- Granted, July 6, 1998

Dallas

Keene Bancorp, Inc., 401(K) Employee Stock Ownership Plan & Trust, Keene, Texas -- extension to September 28, 1998, to acquire Keene Bancorp, Inc., and First State Bank.
- Granted, July 8, 1998

Minneapolis

Norwest Corporation, Minneapolis, Minnesota -- 90-day extension to acquire shares of CheckFree Corporation, Norcross, Georgia.
- Granted, July 6, 1998

International Operations

Director, BS&R

J.P. Morgan & Co., Inc., New York, New York -- waiver of the remainder of the 45-day notification period to make an additional investment, through J.P. Morgan Global Capital, Limited, in Almacenes Exito, S.A., Envigado, Antioquia, Colombia.
- Granted, July 6, 1998

Membership

Kansas City

Bank of Durango, Durango, Colorado -- to become a member of the Federal Reserve System.
- Approved, July 8, 1998

Chicago

M&I Bank, S.S.B., Sheboygan, Wisconsin -- to become a member of the Federal Reserve System.
- Approved, July 8, 1998

San Francisco

Valencia National Bank, San Clarita, California -- to retain membership in the Federal Reserve System on conversion from a national charter to a state charter with the name Valencia Bank & Trust.
- Approved, July 7, 1998

District 1

Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, July 11, 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)	Androscoggin Bancorp, MHC and Androscoggin Bancorp, Inc., both of Lewiston, Maine – application to become a mutual bank holding company and a bank holding company, respectively, through the reorganization of Androscoggin Savings Bank, Lewiston, Maine	Newspaper – 08/06/98 Fed Reg - 08/07/98

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>
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, July 11, 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	Mr. John Soldoveri, Totowa, New Jersey, to acquire additional outstanding common stock of Greater Community Bancorp, Totowa, New Jersey, thereby increasing the shares held from 9 percent to more than 10 percent, but less than 25 percent, of the outstanding common stock.	07/24/98*
3(a)(1)	Piraeus Bank, S.A., Athens, Greece, to become a bank holding company by acquiring 56 percent of the voting stock of Marathon Banking Corporation, Astoria, New York.	08/03/98*

* Fed Reg - Federal Register 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 AG, 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 Vert 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.	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 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 3

Federal Reserve Bank of Philadelphia

Applications and notifications filed during the week ending Saturday, July 11, 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 branch offices at Pathmark Supermarket, 140 North McDade Boulevard, Glenolden, Delaware County, PA, and at Genuardi's Family Market, 1925 Norristown Road, Maple Glen, Montgomery County, PA	7/31/98

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>
1404968	First Commercial Bank of Philadelphia, Philadelphia, PA	5/28/98	7/10/98	O		X

Section VI – CRA examinations scheduled for Quarter of

Institution *Location*

None

District 4

Federal Reserve Bank of Cleveland

Applications and notifications filed during the week ending Saturday, July 11, 1998

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Received application from Citizens Banking Company, Sandusky, OH on July 10, 1998, to establish a branch at 408 East Cleveland Rd., Huron, OH.	*Not Yet Known

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	Change in Control notice received on July 9, 1998, filed by the Friedley and MacGilivary Families to retain ownership of their investment in the outstanding voting shares of Union Bancorp, Inc., West Mansfield, OH.	*Fed Reg – 07/31/98
CIC	Change in Control notice received on July 10, 1998, filed by the Brown Family to retain ownership of their investment in the outstanding voting shares of Allegheny Valley Bancorp, Pittsburgh, PA.	*Fed Reg – 07/31/98

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>
INV	Received prior notice from National City Bank, Cleveland, OH on July 9, 1998, to establish National City Canada, Inc., Toronto, Canada, through Ohio National Corporation Trade Services.

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>
None						

Section VI – CRA examinations scheduled for

Quarter of

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

District 5

Federal Reserve Bank of Richmond

Applications and notifications filed during the week ending Saturday, July 11, 1998

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Bank of Hampton Roads, Chesapeake, Virginia, to establish a branch at 4037 East Little Creek Road, Norfolk, Virginia.*	7-30-1998
Branch	Metro-County Bank of Virginia, Inc., Mechanicsville, Virginia, to establish a branch at 5419 Lakeside Avenue, Richmond, Virginia.*	8-5-1998
Branch	First Virginia Bank-Mountain Empire, Abingdon, Virginia, to establish a branch at 3000 Lee Highway, Bristol, Virginia.*	8-7-1998
Branch	FCNB Bank, Frederick, Maryland, to establish a branch at 1777 Reisterstown Road, Pikesville, Maryland.*	8-10-1998

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4(c)(8)	Carolina First Corporation, Greenville, South Carolina, to acquire Poinsett Financial Corporation, Travelers Rest, South Carolina.*	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>
3(a)(1)	Heritage Bancorp, Inc., McLean, Virginia, to become a bank holding company through the acquisition of 100% of the voting shares of The Heritage Bank, McLean, Virginia.

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>
None						

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 ending Saturday, July 11, 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 Peoples Bank and Trust Company, Selma, Alabama, to merge with The Bank of Tallassee, Tallassee, Alabama.	7/31/1998*

*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>
3(a)(5)	First American Corporation, Nashville, Tennessee, to merge with CSB Financial Corporation, Ashland City, Tennessee, and thereby acquire Cheatham State Bank, Kingston Springs, Tennessee.	Fed Reg – 7/31/1998*

*Subject to 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>
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>
680130	Citizens Trust Bank Post Office Box 4485 Atlanta, GA 30302 (404) 653-2800	3/9/1998	7/5/1998	O		X

Section VI – CRA examinations scheduled for

Quarter of

Institution

Location

None

District 7

Federal Reserve Bank of Chicago

Applications and notifications filed during the week ending Saturday, July 11, 1998

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18c & Branch	M&I Bank of Shawano Shawano, Wisconsin M&I Bank S.S.B., Sheboygan, Wisconsin 60 10 th Street Clintonville, Wisconsin	Newspaper – 07/04/1998
18c & Branch	Johnson Bank Racine, Wisconsin Johnson Bank N.A. Janesville, Wisconsin 2636 Hwy 51 South, 1 South Main Street, 1309 Wright Road, 2021 Holiday Drive all in Janesville, Wisconsin 4600 American Parkway Madison, Wisconsin	Newspaper – 08/03/1998
Branch	Irwin Union Bank and Trust Company Columbus, Indiana 528 College Avenue and 1175 College Mall Road Bloomington, Indiana	Newspaper – 07/08/1998

* 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>
CIC	PSB Corporation Wellsburg, Iowa by PSB Corporation ESOP with 401(k) provision	Fed Reg – 06/19/1998 Newspaper – 06/26/1998

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)(5)	Old Kent Financial Corporation* Grand Rapids, Michigan First Evergreen Corporation Evergreen Park, Illinois First National Bank of Evergreen Park Evergreen Park, Illinois	Fed Reg – 07/27/1998 Newspaper – 07/17/1998
CIC	Citizens Holding Company Sac City, Iowa by John W. Lange & Thomas J. Lange	Fed Reg – 07/27/1998 Newspaper – 07/20/1998
CIC	Madison Holding Company Winterset, Iowa by Gene C. Lange	Fed Reg – 07/27/1998 Newspaper – 07/21/1998
3(a)(3)	The Connor Trusts* Marshfield, Wisconsin Pioneer Bancorp, Inc. Auburndale, Wisconsin Pioneer Bank Auburndale, Wisconsin	Fed Reg – 07/17/1998 Newspaper – N/Avail
4(c)(8)	Northern Trust Corporation Chicago, Illinois Northern Trust Bank, Federal Savings Bank (in organization) Bloomfield Hills, Michigan	Fed Reg – 07/24/1998 Newspaper – 07/20/1998
CIC	First Bancshares, Inc. Highland, Indiana by Patricia Lee Joseph	Fed Reg – 07/29/1998 Newspaper – N/Avail

* Subject to the provisions of the Community Reinvestment Act
Fed Reg - Federal Register Comment Period Ending Date
Newspaper - Newspaper Comment Period Ending Date
N/Avail - Not Available (Not yet available; 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>
S/R	Madison Holding Company Winterset, Iowa To redeem 482 shares of common stock and 5,594 shares of preferred 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.

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>
566841	M&I Bank - Fox Valley 221 W. College Avenue P.O. Box 239 Appleton, Wisconsin 54912 (920) 738-3800	12/15/1997	7/8/1998	S	X	
61645	M&I Central State Bank 50 Pearl Avenue P.O. Box 948 Oshkosh, Wisconsin 54901 (414) 236-5300	2/13/1998	7/10/1998	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, July 11, 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 Hbancorporation, Inc., Lawrenceville, Illinois, by HBancorporation, Inc. Employee Stock Ownership Plan, Lawrenceville, Illinois (previously reported during the week ending July 11, 1998).	Fed Reg – 7/22/1998
3(a)(3)	* Notice by Arvest Bank Group, Inc., Bentonville, Arkansas, to acquire Ameribank Corporation, Shawnee, Oklahoma.	Newspaper – 8/6/1998 Fed Reg – N/Avail
3(a)(3)	* Notice by Arvest Bank Group, Inc. Bentonville, Arkansas, to acquire United Oklahoma Bancshares, Inc., Del City, Oklahoma.	Newspaper – 8/7/1998 Fed Reg – N/Avail
3(a)(1)	* Notice by Bodcaw Bancshares, Inc., Stamps, Arkansas, to acquire Bodcaw Bank, Stamps, Arkansas.	Newspaper – 8/1/1998 Fed Reg – N/Avail
CIC	Notice involving Ballard Kevil Bancorp, Inc., Kevil, Kentucky, by David Lawrence Blaine, Kevil, Kentucky.	Newspaper – 7/29/1998

* 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>
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:

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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>
724052	Farmer's & Merchants Hannibal, Missouri	3/30/1998	7/8/1998	O		X

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, July 11, 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	First Community Bank, Glasgow, Montana, for prior approval to merge with Cheyenne Western Bank, Ashland, Montana, and incident thereto establish a branch.*	N/Avail
Branch	Ravalli County Bank, Hamilton, Montana, to establish a branch in Stevensville, Montana.*	7/10/1998

* 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>
CIC	Thomas J. Sexton to acquire control of 26.7% of the voting shares of Yellow Medicine Bancshares, Inc., Granite Falls, Minnesota.	7/30/1998 (Fed Reg)

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

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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>
632250	F&M Bank-Landmark Clear Lake, Wisconsin	3/30/1998	7/7/1998	S		X
904256	F&M Bank-Lakeland Woodruff, Wisconsin	4/6/1998	7/7/1998	S		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, July 11, 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)(3) / 3(a)(5)	Commerce Bancshares, Inc., Kansas City, Missouri, and its wholly owned subsidiary, CBI-Kansas, Inc., Kansas City, Missouri; to acquire and thereby merge with Columbus Bancshares, Inc., Columbus, Kansas, and thereby indirectly acquire Columbus State Bank, Columbus, Kansas.	Newspaper – 08/01/1998 Fed Reg – 07/30/1998
CIC / S/R	Ronald F. Tanner, Cornville, Arizona, and Rex K. Alexander, Tulsa, Oklahoma, for prior approval to acquire voting shares of BOC Banshares, Chouteau, Oklahoma; and BOC Banshares, Chouteau, Oklahoma, to redeem 1,615 shares of its own voting common stock.	Newspaper – N/Avail Fed Reg – 07/29/1998

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>	<i>Ending date of comment period</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**
- 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>
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, July 11, 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)(3)	First National Bank Group, Inc., Edinburg, TX, to acquire Nueces National Bank, Corpus Christi, TX*	Fed Reg – 08/07/1998 Newspaper – 08/01/1998
3(a)(1)	Marfa Bancshares, Inc., Marfa, TX, to acquire Marfa Delaware Bancshares, Inc., Wilmington, DE, and Marfa National Bank, Marfa, TX* (Previously reported the week ending July 4, 1998)	Fed Reg – 07/31/1998 Newspaper – 07/25/1998
3(a)(1)	Marfa Delaware Bancshares, Inc., Wilmington, DE, to acquire Marfa National Bank, Marfa, TX* (Previously reported the week ending July 4, 1998)	Fed Reg – 07/31/1998 Newspaper – 07/25/1998
3(a)(3)	First Pecos Bancshares, Inc., Midland, TX, to acquire First Alpine, Inc., Alpine, TX, Alpine Delaware Financial Corporation, Dover, DE, and First National Bank, Alpine, TX* (Previously reported the week ending July 4, 1998)	Fed Reg – 08/03/1998 Newspaper – 07/25/1998
3(a)(3)	Prosperity Bancshares, Inc., El Campo, TX, to acquire Union State Bank, East Bernard, TX*	Fed Reg – N/Avail Newspaper – 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>
4(c)(8)	Lone Star National Bancshares Texas, Inc., Pharr, TX, notice to engage in securities brokerage activities, riskless principal transactions, private placement activities, and underwriting and dealing in government obligations and money market instruments

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>
203856	Citizens Bank & Trust Co. 1300 Rollingbrook Dr. Baytown, TX 77521	03/30/1998	07/11/1998	S		X

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 ending Saturday, July 11, 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>
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.

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SN = Substantial noncompliance

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

<i>RSD 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>
697763	West America Bank 4550 Mangels Blvd. Fairfield, CA 94585 (707) 422-7879	2/23/98	7/06/98	S	X	
982263	Santa Lucia Bank 7489 El Camino Real Atascadero, CA (805) 466-7087	3/09/98	7/08/98	S		X

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

Institution

Location

None
