
Federal Reserve Release



H.2

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

No. 49

Week Ending December 5, 1998

Bank Holding Companies

CAB Holding, LLC, Wilmington, Delaware -- to acquire The Chinese American Bank, New York, New York.

- Approved, November 30, 1998

City Holding Company, Charleston, West Virginia -- to acquire Horizon Bancorp, Inc., Beckley, West Virginia, and its subsidiary banks.

- Approved, November 30, 1998

Valley View Bancshares, Inc., Overland Park, Kansas -- to acquire Paola-Citizens Bancshares, Inc., Paola, Kansas, and Citizens State Bank.

- Approved, November 30, 1998

Bank Mergers

Poteau State Bank, Poteau, Oklahoma -- to merge with Spiro Interim Bank, Spiro, Oklahoma, and establish a branch at the location of Spiro Interim Bank.

- Approved, December 2, 1998

Forms

Annual Salary Survey, ad hoc surveys, and Compensation Trend Survey (FR 29a, b, and c) -- implementation of new information collection reports.

- Approved, November 30, 1998

Application for Employment with the Board of Governors of the Federal Reserve System (FR 28) -- extension with revision.

- Approved, November 30, 1998

Recordkeeping and Disclosure Requirements Associated with Securities Transactions Pursuant to Regulation H (FR H-3) -- extension, without revision.

- Approved, November 30, 1998

International Operations

City National Bank, Beverly Hills, California -- to establish an agreement corporation to be known as City National International Insurance Holdings Inc., and invest in City National Insurance Co. Ltd., Tortola, British Virgin Islands.

- Approved, December 2, 1998

Enforcement

Evergreen Bank, N.A., Poy Sippi, Wisconsin -- final decision and order of prohibition against James J. Redemann, a former institution-affiliated party.
- Announced, November 30, 1998

H.2 Actions under delegated authority

November 29, 1998 to December 5, 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

Secretary

AmSouth Bank, Birmingham, Alabama -- to establish branches at 7562 University Boulevard, Winter Park, Florida; 4300 US 98 North, Lakeland; and 2101 East Semoran Boulevard, Apopka.
- Approved, December 1, 1998

Secretary

AmSouth Bank, Birmingham, Alabama -- to establish branches at 4095 West Lake Mary Boulevard, Lake Mary, Florida; 945 East Semoran Boulevard, Casselberry; 7142 West Colonial Drive, Orlando; and 4255 Kings Highway, Port Charlotte.
- Approved, December 2, 1998

New York

Banco Popular de Puerto Rico, Hato Rey, Puerto Rico -- to establish a branch at 1170 Castle Hill Avenue, Bronx, New York.
- Approved, November 24, 1998 (AC)

St. Louis

Bank of Mulberry, Mulberry, Arkansas -- to establish a branch at 1012 West Second Street, Little Rock, Arkansas.
- Approved, December 1, 1998

Secretary

Compass Bank, Birmingham, Alabama -- to establish a branch at the intersection of Fry Road and Interstate Highway 10, Katy, Texas.
- Approved, November 30, 1998

Kansas City

Eaton Bank, Eaton, Colorado -- to establish a branch at 802 West Drake Road, Fort Collins, Colorado.
- Approved, December 1, 1998

Bank Branches, Domestic

Cleveland

Genoa Bank Company, Genoa, Ohio -- to establish a branch at 703 Conant Street, Maumee, Ohio.

- Approved, December 3, 1998

San Francisco

Idaho Banking Company, Boise, Idaho -- to establish a branch at 449 East Parkcenter Boulevard and 600 South Rivershore Lane, Suite 120, Eagle, Idaho.

- Approved, December 1, 1998

San Francisco

Santa Barbara Bank & Trust, Santa Barbara, California -- to establish a mobile branch to serve Ventura, Santa Barbara, and San Luis Obispo Counties in California.

- Approved, December 1, 1998

Minneapolis

Security State Bank & Trust Company, Polson, Montana -- to establish a branch at 146 South Shore Route.

- Approved, November 30, 1998

Atlanta

SunTrust Bank, North Central Florida, Ocala, Florida -- to establish a branch at 6801 Southeast Maricamp Road.

- Approved, December 4, 1998

Minneapolis

Valley Bank of Ronan, Ronan, Montana -- to establish a branch at Mission Foods, 8 Dayton Street SW.

- Approved, November 30, 1998

Bank Holding Companies

Philadelphia

ACNB Corporation, Gettysburg, Pennsylvania -- to acquire Farmers National Bancorp, Inc., Newville, Pennsylvania, and Farmers National Bank of Newville.

- Approved, December 4, 1998

Bank Holding Companies

Dallas

Bank of Texas Bancshares, Inc., Devine, Texas -- to acquire BOT Financial Group, Inc., Carson City, Nevada, and The Bank of Texas, Devine.
- Approved, December 4, 1998

San Francisco

Banque Nationale de Paris, Paris, France -- to engage de novo in underwriting and dealing, to a limited extent, in all types of debt and equity securities through BNP Capital Markets, LLC, New York, New York.
- Approved, December 2, 1998

Chicago

Black Earth Bancshares, Inc., Black Earth, Wisconsin -- to acquire Black Earth State Bank.
- Approved, December 3, 1998

Kansas City

BOK Financial Corporation, Tulsa, Oklahoma -- to expand the underwriting and dealing authority of its section 20 subsidiary, BOSC, Inc.
- Approved, December 2, 1998

Dallas

BOT Financial Group, Inc., Carson City, Nevada -- to acquire The Bank of Texas, Devine, Texas.
- Approved, December 4, 1998

Richmond

Capital Bank Corporation, Raleigh, North Carolina -- to acquire Capital Bank and Home Savings of Siler City, Inc., SSB, Siler City, North Carolina.
- Approved, November 30, 1998

Chicago

CDS Bancorp, Inc., Spirit Lake, Iowa -- to acquire First Bank & Trust.
- Approved, December 3, 1998

Bank Holding Companies

Dallas

Farmers Bancshares, Inc., Center, Texas -- to acquire Carthage Bancshares, Inc., Carthage, Texas, and First National Bank of Carthage.
- Approved, December 2, 1998

Chicago

FBOP Corporation, Oak Park, Illinois -- to acquire Pullman Group, Inc., Chicago, Illinois, and Pullman Bank and Trust Company.
- Approved, November 30, 1998

Chicago

First American Bank Group, Ltd., Fort Dodge, Iowa -- to acquire First American Credit Corporation, Jewell, Iowa; Freedom Holdings, L.C., West Des Moines, Iowa; and Freedom Financial Bank.
- Approved, December 2, 1998

Chicago

First American Credit Corporation, Jewell, Iowa -- to acquire Freedom Holdings, L.C., West Des Moines, Iowa, and Freedom Financial Bank.
- Approved, December 2, 1998

Cleveland

First Commonwealth Financial Corporation, Indiana, Pennsylvania -- to acquire Southwest National Corporation, Greensburg, Pennsylvania.
- Approved, November 2, 1998 (AC)

Kansas City

First National Bancshares, Inc., Goodland, Kansas -- waiver of application to acquire Quinter Insurance Service, Inc., Quinter, Kansas, and First National Bank.
- Granted, October 16, 1998 (AC)

Minneapolis

First National Bank at St. James ESOP and Trust, St. James, Minnesota -- to acquire shares of The First National Agency at St. James, Minnesota, Inc.
- Approved, December 3, 1998

Bank Holding Companies

Chicago

First National Bank Corp., Cloverdale, Indiana -- to engage de novo in insurance activities in a town with a population of less than 5000.

- Returned, November 30, 1998

Philadelphia

First Star Bancorp, Inc., Bethlehem, Pennsylvania -- waiver of application to acquire Nesquehoning Savings Bank, Nesquehoning, Pennsylvania.

- Granted, October 15, 1998 (AC)

Secretary

FirstBank Holding Company of Colorado ESOP, Lakewood, Colorado -- to acquire shares of FirstBank Holding Company of Colorado.

- Approved, December 1, 1998

Chicago

Freedom Holdings, L.C., West Des Moines, Iowa -- to acquire Freedom Financial Bank.

- Approved, December 2, 1998

San Francisco

Frontier Financial Corporation, Everett, Washington -- to acquire Washington Banking Corporation, Oak Harbor, Washington.

- Approved, December 3, 1998

Dallas

FVNB Corp., Victoria, Texas -- to engage in mortgage banking activities.

- Approved, December 2, 1998

Dallas

FVNB Corp., Victoria, Texas, and FVNB Delaware Corp., Wilmington, Delaware -- to acquire CBOT Financial Corporation, New Waverly, Texas; CBOT Financial Corporation of Delaware, Wilmington, Delaware; and Citizens Bank of Texas, N.A., New Waverly.

- Approved, December 2, 1998

Bank Holding Companies

Minneapolis

Glacier Bancorp, Inc., Kalispell, Montana -- to acquire Big Sky Western Bank, Big Sky, Montana.

- Approved, December 2, 1998

Philadelphia

Harleysville National Corporation, Harleysville, Pennsylvania -- to acquire Northern Lehigh Bancorp, Inc., Slatington, Pennsylvania, and The Citizens National Bank of Slatington.

- Approved, November 30, 1998

Atlanta

Liberty Financial Services, Inc., New Orleans, Louisiana -- request for relief from a commitment.

- Granted, December 4, 1998

Richmond

Mason-Dixon Bancshares, Inc., Westminster, Maryland -- to merge with Sterling Bancorp, Baltimore, Maryland.

- Approved, November 30, 1998

Cleveland

Mellon Bank Corporation, Pittsburgh, Pennsylvania -- to acquire an interest in Russell Mellon Analytical Services, LLC, Tacoma, Washington, and engage in data processing activities.

- Approved, October 19, 1998 (AC)

Chicago

PSB Corporation, Wellsburg, Iowa -- to acquire Denver Ban Corporation, Denver, Iowa, and Denver Savings Bank.

- Approved, December 2, 1998

Dallas

Southwest Bancorporation of Texas, Inc., Houston, Texas -- waiver of application to acquire Fort Bend Holding Corporation, Rosenberg, Texas, and Fort Bend Savings & Loan Association of Rosenberg.

- Granted, December 3, 1998

Bank Holding Companies

Atlanta

SUM Financial Corporation, Pearson, Georgia -- to acquire The Citizens Exchange Bank.

- Approved, December 2, 1998

Philadelphia

Sun Bancorp, Inc., Vineland, New Jersey -- to acquire Sun National Bank, Delaware, Wilmington, Delaware.

- Approved, December 1, 1998

San Francisco

Valley Community Bancshares, Puyallup, Washington -- to acquire Valley Bank, Auburn, Washington.

- Approved, December 2, 1998

St. Louis

Warren County Bancshares, Inc., Warrenton, Missouri -- to acquire Central Missouri Bancshares, Inc., Sedalia, Missouri, and Central Bank of Missouri.

- Approved, December 4, 1998

Secretary

Zions Bancorporation, Salt Lake City, Utah -- to acquire Centennial Bank, N.A., Farmington, New Mexico.

- Approved, December 2, 1998

Bank Mergers

Kansas City

Bank of Colorado, Fort Lupton, Colorado -- to merge with Bank of Colorado - Front Range, Windsor, Colorado.

- Approved, December 2, 1998

Secretary

Compass Bank, Birmingham, Alabama -- to merge with Compass Bank, Houston, Texas, and establish branches at the location of its main office and branches.

- Approved, August 28, 1998 (AC)

Banks, State Member

Richmond

- Sterling Bank & Trust Co., Baltimore, Maryland -- payment of a dividend.
- Approved, November 30, 1998

Change In Bank Control

Kansas City

- Big Sandy Holding Company, Limon, Colorado -- change in bank control.
- Permitted, December 4, 1998

Kansas City

- Bradley Bancorp, Columbus, Nebraska -- change in bank control.
- Permitted, November 30, 1998

Kansas City

- Clark Bancshares, Inc., Clarks, Nebraska -- change in bank control.
- Permitted, December 4, 1998

Dallas

- First Artesia Bancshares, Inc., Artesia, New Mexico -- change in bank control.
- Permitted, December 3, 1998

Competitive Factors Reports

Cleveland

- Catlettsburg FSB, Catlettsburg, Kentucky -- report on competitive factors of the proposed merger with Russell FSB, Russell, Kentucky.
- Submitted, November 18, 1998 (AC)

Cleveland

- Citizens Savings Bank, Martins Ferry, Ohio -- report on competitive factors of the proposed acquisition of the assets and assumption of the liabilities of the Jewett, Ohio, branch of Belmont National Bank, Wheeling, West Virginia.
- Submitted, December 4, 1998

Competitive Factors Reports

Dallas

Commerce Bank, Laredo, Texas -- report on competitive factors of the proposed acquisition of a branch of Pacific Southwest Bank, Corpus Christi, Texas.
- Submitted, December 2, 1998

Cleveland

Community Trust Bank, NA, Pikeville, Kentucky -- report on competitive factors of the proposed merger with Community Trust Bank of West Virginia, NA, Williamson, West Virginia.
- Submitted, December 4, 1998

Dallas

Farmers State Bank, Center, Texas -- report on competitive factors of the proposed merger with First National Bank of Carthage, Carthage, Texas.
- Submitted, December 3, 1998

San Francisco

Finance Factors, Limited, Honolulu, Hawaii -- report on competitive factors of the proposed purchase of the assets and assumption of the liabilities of Rainbow Financial Corporation.
- Submitted, December 3, 1998

Chicago

First Illinois National Bank, Savanna, Illinois -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of two Savanna, Illinois, branches of Grand National Bank, Wauconda, Illinois.
- Submitted, December 4, 1998

Philadelphia

Heritage National Bank, Pottsville, Pennsylvania -- report on competitive factors of the proposed merger with Berks County Bank, Reading, Pennsylvania.
- Submitted, December 1, 1998

Cleveland

Huntington National Bank, Columbus, Ohio -- report on competitive factors of the proposed merger with Huntington State Bank, Alexandria, Ohio.
- Submitted, December 4, 1998

Competitive Factors Reports

Cleveland

Matewan National Bank, Matewan, West Virginia -- report on competitive factors of the proposed purchase of the assets and assumption of the liabilities of the Prestonsburg and Whitesburg, Kentucky, branches of Matewan Federal Savings Bank, Pikeville, Kentucky.
- Submitted, December 4, 1998

Secretary

Mercantile Bank of Memphis National Association, Memphis, Missouri -- report on competitive factors of the proposed merger with several of its affiliated banks in Missouri.
- Submitted, December 4, 1998

Cleveland

Mid American Bank & Trust Company, Toledo, Ohio -- report on competitive factors of the proposed merger with First National Bank of Northwest Ohio, Bryan, Ohio.
- Submitted, December 4, 1998

Cleveland

Mid American National Bank & Trust Company, Toledo, Ohio -- report on competitive factors of the proposed merger with Adrian Street Bank, Adrian, Michigan.
- Submitted, December 4, 1998

Chicago

Pinnacle Bank, St. Joseph, Michigan -- report on competitive factors of the proposed merger with Citizens Trust Company of Indiana, National Association, Evansville, Indiana.
- Submitted, December 4, 1998

Minneapolis

Preferred Interim Bank, Big Lake, Minnesota -- report on competitive factors of the proposed merger with Preferred Bank.
- Submitted, December 1, 1998

Competitive Factors Reports

Cleveland

Three Rivers Bank and Trust Company, Jefferson Borough, Pennsylvania -- report on competitive factors of the proposed acquisition of the assets and assumption of the liabilities of the Leechburg, Pennsylvania, branch of First Western Bank, N.A., New Castle, Pennsylvania.

- Submitted, December 2, 1998

Extensions Of Time

Boston

Androscoggin Bancorp, MHC, Lewiston, Maine, and Androscoggin Bancorp, Inc. -- extension to January 29, 1999, to become a mutual bank holding company and a bank holding company, respectively, through the reorganization of Androscoggin Savings Bank.

- Granted, December 1, 1998

Dallas

Central Texas Bankshare Holdings, Inc., Columbus, Texas, and Colorado County Investment Holdings, Inc., Wilmington, Delaware -- extension to March 4, 1999, to acquire Hill Bancshares Holdings, Inc., Weimar, Texas; Hill Bancshares, Inc., Wilmington, Delaware; and Hill Bank & Trust Company, Weimar.

- Granted, December 1, 1998

Chicago

First Banking Center-Burlington, Burlington, Wisconsin -- extension to November 21, 1999, to establish a branch at 550 Commercial Court (f/k/a Park Street), Lake Geneva, Wisconsin.

- Granted, December 1, 1998

Dallas

First Gilmer Bancshares, Inc., Gilmer, Texas, and First Gilmer Delaware Holdings, Ltd., Wilmington, Delaware -- extension to January 8, 1999, to acquire Security State Bank, Ore City, Texas.

- Granted, December 4, 1998

Extensions Of Time

Atlanta

Premier Bancshares, Inc., Atlanta, Georgia -- extension to March 8, 1999, to acquire Frederica Bank & Trust, St. Simons, Georgia.
- Granted, December 4, 1998

Atlanta

PSB BancGroup, Inc., Lake City, Florida -- extension to March 5, 1999, to acquire Peoples State Bank.
- Granted, December 4, 1998

International Operations

Secretary

National City Bank of Michigan/Illinois, Kalamazoo, Michigan -- to establish a branch in Grand Cayman, British West Indies.
- Approved, December 3, 1998

Regulations And Policies

Director, C&CA

Regulation M -- request for comment on proposed revisions of the official staff commentary to provide guidance on disclosure for lease advertisements, multiple-item leases, renegotiations and extensions, and estimates of official fees and taxes.
- Published, December 1, 1998

Director, C&CA

Regulation Z -- request for comment on proposed revisions of the official staff commentary to address the issuance of unsolicited multifunction credit cards, credit sales involving trade-ins, and payment schedules that include private mortgage insurance.
- Published, December 2, 1998

Director, C&CA

Regulation Z -- annual adjustment of the dollar amount that triggers certain requirements under the Truth in Lending Act for mortgage loans that bear fees above a certain amount (Docket No. R-1030).
- Published, December 2, 1998

District 1

Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, December 5, 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.

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.

Federal bank regulators use the following 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, December 5, 1998

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
FBSEA	Banco de la Ciudad de Buenos Aires, Buenos Aires, Argentina, to establish a representative office in New York, New York.	Newspaper – N/Avail
FBSEA	Moscow Narodny Bank, London, England, to establish a representative office in New York, New York.	Newspaper – N/Avail
FBSEA	KBC Bank N.V., Brussels, Belgium, to establish a branch in New York, New York, an agency in Atlanta, Georgia, and a representative office in Los Angeles, California.	Newspaper – 12/09/1998

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

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

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4(c)(8)	Istituto Bancario San Paolo di Torino-Istituto Mobiliare Italiano S.p.A., Turin, Italy, to engage, through its subsidiaries, Mabon Securities Corp. (“Mabon”) and Cedar Street Securities Corp., both of New York, New York, in various laundry list activities, and to engage, only through Mabon, in underwriting and dealing, on a limited basis.	Fed Reg – 12/30/1998
4(c)(8)	Skandinaviska Enskilda Banken, Stockholm, Sweden, to retain ABB Investment Management Corp., Stamford, Connecticut, and as a result to provide investment advice.	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>
4(c)(8)	The Bank of New York Company, New York, New York, to act, through its Section 20 subsidiary, BNY Capital Markets, Inc., New York, New York, as a Specialist and Floor Broker on the Chicago and Philadelphia Stock Exchanges through acquisition of business of EVEREN Securities, Inc., Chicago, Illinois.	Fed Reg – 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.

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

Federal bank regulators use the following 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

Institution

Location

None

District 3

Federal Reserve Bank of Philadelphia

Applications and notifications filed during the week ending Saturday, December 5, 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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<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 4

Federal Reserve Bank of Cleveland

Applications and notifications filed during the week ending Saturday, December 5, 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.

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 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 5

Federal Reserve Bank of Richmond

Applications and notifications filed during the week ending Saturday, December 5, 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 the Commonwealth, Norfolk, Virginia, to establish a branch at 1245 Cedar Road, Chesapeake, Virginia.*	12/11/1998
Branch	First Virginia Bank – Southwest, Roanoke, Virginia, to establish a branch inside the Wal-Mart store at 1140 East Stuart Drive, Galax, Virginia.*	12/25/1998
Merger	Centura Bank, Rocky Mount, North Carolina, to merge with First Coastal Bank, Virginia Beach, Virginia.*	12/31/1998

*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>
4(c)(8)	Centura Banks, Inc., Rocky Mount, North Carolina, to acquire 100% of the voting shares of First Coastal Bankshares, Inc., Virginia Beach, Virginia.*	12/31/1998

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)	BankAmerica Corporation, Charlotte, North Carolina; First Union Corporation, Charlotte, North Carolina; BB&T Corporation, Winston-Salem, North Carolina; Wachovia Corporation, Winston-Salem, North Carolina; SunTrust Banks, Inc., Atlanta, Georgia; BancWest Corporation, Honolulu, Hawaii; and Zions Bancorporation, Salt Lake City, Utah, for prior approval to own or control 5% or more of the voting securities of H&S Holding Company, Maitland, Florida, and its subsidiaries, HONOR Technologies, Inc., Maitland, Florida, and Star Systems, Inc., San Diego, California.	Fed Reg – 12/30/1998

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

<i>Type</i>	<i>Application</i>
4(c)(8)	Centura Banks, Inc., Rocky Mount, North Carolina, to acquire Capital Advisors, Inc., Raleigh, North Carolina.

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.

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

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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>
667524	The Bank of Charlotte County Highway 40 Phenix, Virginia 23959-9703	09/14/1998	12/02/1998	O		X

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, December 5, 1998

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18(c)	Compass Bank, Tucson, Arizona, to acquire certain assets and assume certain liabilities of 14 branches of Norwest Bank Arizona, National Association, Phoenix, Arizona. Listed below are the following locations: 1599 South Fourth Avenue, Yuma, Arizona; 3348 West Thomas Road, Phoenix, Arizona; 6002 South Central Avenue, Phoenix, Arizona; 302 North First Avenue, Phoenix, Arizona; 1325 West Southern, Mesa, Arizona; 7315 East Osborn Road, Scottsdale, Arizona; 7605 South McClintock Drive, Tempe, Arizona; 613 South Beeline Street Parkway, Payson, Arizona; 781 E. White Mountain Boulevard, Pinetop, Arizona; and 211 South Carmichael Avenue, Sierra Vista, Arizona.	N/Avail*
18(c)	Compass Bank, Phoenix, Arizona (Applicant), to acquire certain assets and assume certain liabilities of the branch of Wells Fargo Bank, National Association, San Francisco, California, located at 2 East Birch Avenue, Flagstaff, Arizona. These applications were filed in connection with an application by Applicant to become a member of the Federal Reserve System.	N/Avail*

*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)(1)	Altrust Financial Services, Inc., Employee Stock Ownership Plan, Cullman, Alabama, to become a bank holding company by acquiring Altrust Financial Services, Inc., Cullman, Alabama, and its subsidiary, The Peoples Bank of North Alabama, Cullman, Alabama.	Fed Reg - 12/21/1998*
4(c)(8)	The Banc Corporation, Birmingham, Alabama, to acquire Emerald Coast Bank, Panama City Beach, Florida, upon its conversion from a state chartered bank to a federal stock savings bank, and thereby engage in operating a savings association.	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)(3)	First Bancshares, Inc., Hattiesburg, Mississippi, to acquire First National Bank of the Pine Belt, Laurel, Mississippi (in organization).	Fed Reg – 12/21/1998*

*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>
Member	Compass Bank, Tucson, Arizona, to become a member of the Federal Reserve System.
S/R	Bank Independent, Sheffield, Alabama, request for increase in bank premises.
3(a)(1)	EBA Bancshares, Inc., Opelika, Alabama, notice to become a bank holding company by acquiring Eagle Bank of Alabama, Opelika, Alabama.

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.

Federal bank regulators use the following 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, December 5, 1998

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18(c)& Branches	Salin Bank and Trust Company Indianapolis, Indiana 4 branches from Bank One, Indiana, National Association Indianapolis, Indiana 1200 N. Baldwin Avenue Marion, Indiana 3010 S. Adams Street Marion, Indiana 302 S. Washington Street Marion, Indiana 114 N. Main Street Jonesboro, Indiana	Newspaper – 11/30/1998
Newspaper - Newspaper Comment Period Ending Date		

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(3)	Bancorp of Rantoul, Inc.* Rantoul, Illinois Rossville Bancorp, Inc. Rossville, Illinois First National Bank of Rossville Rossville, Illinois	Fed Reg – 12/28/1998 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>
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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Federal bank regulators use the following 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>
177742	Citizens Bank & Trust Co. 100 Eddy Stone Drive P.O. Box 842 Hudson, Iowa 50643 (319) 988-4090	9/7/1998	12/2/1998	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, December 5, 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)	*Notice by Citizens First Corporation, Bowling Green, Kentucky, to acquire Citizens First Bank, Inc., Bowling Green, Kentucky (in organization).	Newspaper – 12/22/98 Fed Reg – 12/21/98
3(a)(1)	*Notice by McIlroy Family Limited Partnership, Bowling Green, Missouri, to acquire Community State Bank of Bowling Green, Bowling Green, Missouri.	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>
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.

Federal bank regulators use the following 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>
2356710	Bankof Rogers Rogers, Arkansas	8/10/1998	11/17/1998	S		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, December 5, 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	Campbell Family Limited Partnership II, Dunseith, North Dakota, to acquire control of Security Bancshares, Inc., Dunseith, North Dakota.	Fed Reg – 12/04/1998

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>	
S/R	Owatonna Bancshares, Inc., Owatonna, Minnesota, to redeem 32.2% of its voting shares.	
S/R	Adams Bancshares, Inc., Adams, Minnesota, to redeem 15.4% of its voting shares.	

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.

Federal bank regulators use the following 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 10

Federal Reserve Bank of Kansas City

Applications and notifications filed during the week ending Saturday, December 5, 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 Star Valley, Afton, Wyoming, for prior approval to establish a branch at 118 Village Parkway, Thayne, Wyoming.	Newspaper – 12/04/1998

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)(1)	Citizens Bancshares ESOP, Farmington, New Mexico, for prior approval to become a bank holding company through the acquisition of 30 percent of the voting shares of Citizens Bancshares, Inc., Farmington, New Mexico; and thereby indirectly acquire Citizens Bank, Farmington, New Mexico.	Newspaper – N/Avail Fed Reg – 01/04/1998
3(a)(3)	Adbanc, Inc., Ogallala, Nebraska, for prior approval to acquire 100 percent of the voting shares of Indianola Agency, Inc., Indianola, Nebraska; and thereby indirectly acquire Bank of Indianola, Indianola, Nebraska.	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>
Member	First National Bank & Trust Company, Osawatomie, Kansas, to remain a member of the Federal Reserve System following its conversion from a national to a state chartered institution.
4(c)(8)	First Pryor Bancorporation, Pryor, Oklahoma, for prior approval to acquire Stephen L. Smith Corporation and thereby indirectly engage in financial advisory activities.

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.

Federal bank regulators use the following 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, December 5, 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)	Woodlands Bancorp, Inc., Homer, LA, to become a bank holding company by acquiring First Woodlands Bank, Homer, LA* (Previously reported the week ending November 21, 1998)	Fed Reg – 12/18/1998 Newspaper – 12/26/1998

* 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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<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 12

Federal Reserve Bank of San Francisco

Applications and notifications filed during the week ending Saturday, December 5, 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)	Western Acquisitions, L.L.C., and Western Acquisition Partners, L.P., both of Washington, D.C., to acquire West Coast Bancorp Tustin, California. *	Newspaper – N/Avail Fed Reg – 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>
4(c)(8)	First Security Corporation, Salt Lake City, Utah, to engage in section 20 nonbank activities through the acquisition of Van Kasper & Company, San Francisco, California.	Fed Reg – 12/22/1998

Fed Reg - Federal Register Comment Period Ending Date

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

<i>Type</i>	<i>Application</i>
S/R	Eldorado Bank, Tustin, California, to pay a dividend of \$1 million to Eldorado Bancshares, Inc., Laguna Hills, California.

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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NI = Needs to improve

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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>
533964	CivicBank of Commerce 2101 Webster Street Oakland, CA 94612-3043 (510) 836-6500	08/03/1998	11/30/1998	S	X	
868376	Barnes Banking Co. 33 S. Main Street Kaysville, UT 84037-1922 (801) 544-3424	08/03/1998	11/30/1998	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