

ANNOUNCEMENT
BOARD OF GOVERNORS
OF THE
FEDERAL RESERVE SYSTEM

H.2, 1997, No. 18
Actions of the Board, its Staff, and
the Federal Reserve Banks;
Applications and Reports Received
During the Week Ending May 3, 1997

ACTIONS TAKEN BY THE BOARD OF GOVERNORS

BANK HOLDING COMPANIES

Banc One Corporation, Columbus, Ohio, and Banc One Oklahoma Corporation, Oklahoma City, Oklahoma -- to acquire Liberty Bancorp, Inc., Oklahoma City, Liberty Bank & Trust Company of Oklahoma City, N.A., and Liberty Bank & Trust Company of Tulsa, N.A., Tulsa, all in Oklahoma; and to acquire the nonbanking subsidiaries of Liberty and engage in certain trust, credit life insurance, lending, and leasing activities.

Approved, April 28, 1997.

BOK Financial Corporation, Tulsa, Oklahoma -- to engage de novo in certain nonbanking activities, including underwriting and dealing in, to a limited extent, certain municipal revenue bonds, 1-4 family mortgage-related securities, consumer-receivable-related securities, and commercial paper through Alliance Securities Corporation

Permitted, April 28, 1997.

REGULATIONS AND POLICIES

H2A, new weekly publication to start April 30, 1997, that lists applications and notices under the Bank Holding Company and Change in Bank Control Acts, together with the deadline for comment.

Announced, April 30, 1997.

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

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

BANK BRANCHES, DOMESTIC

Chicago	Bank of Illinois in Normal, Normal, Illinois -- to establish a branch at 403 North Veterans Parkway, Bloomington, Illinois. Approved, April 29, 1997.
New York	Bank of New York, New York, New York -- to establish a branch at 2162 Nesconset Highway, Stony Brook, and 50 Manetto Hill Road, Plainview, New York, New York. Approved, May 2, 1997.
Richmond	Citizens Bank of Tazewell, Tazewell, Virginia -- to establish a branch at 910 East Main Street, Wytheville, Virginia. Approved, April 28, 1997.
Cleveland	Cortland Savings and Banking Company, Cortland, Ohio -- to establish a branch at 8572 South Avenue, Unit 1, Boardman, Ohio. Approved, May 1, 1997.
Chicago	M&I Bank of Burlington, Burlington, Wisconsin -- to establish a branch at 5455 Sheriden Road, Kenosha, Wisconsin. Approved, May 2, 1997.
Atlanta	Mercantile Bank of Southwest Florida, Naples, Florida -- to establish a branch approximately 600 feet north of Pelican's Nest Drive and U.S. 41, Bonita Springs, Florida. Approved, May 2, 1997.
Boston	Merrill Merchants Bank, Bangor, Maine -- to establish a branch in Bud's Shop & Save Supermarket, Newport, Maine. Approved, April 28, 1997.
Dallas	Minden Bank & Trust Company, Minden, Louisiana -- to establish a branch at 6601 Youree Drive, Shreveport, Louisiana. Approved, April 29, 1997.

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

BANK BRANCHES, DOMESTIC

Dallas Texas Bank, Weatherford, Texas -- to establish a branch at 3212 Long Prairie Road, Flower Mound, Texas.
Approved, May 2, 1997.

Dallas United Central Bank, Garland, Texas -- to establish a branch at 1611 Gessner, Houston, Texas.
Approved, April 29, 1997.

BANK HOLDING COMPANIES

Minneapolis Adams Bancshares, Inc., Employee Stock Ownership Plan with 401(k) Provision, Adams, Minnesota -- to acquire Adams Bancshares, Inc.
Approved, April 29, 1997.

Dallas Bonham Financial Services, Inc., Dover, Delaware -- to acquire Bonham State Bank, Bonham, Texas.
Approved, May 1, 1997.

Dallas BonState Bancshares, Inc., Bonham, Texas -- to acquire Bonham Financial Services, Inc., Dover, Delaware, and Bonham State Bank, Bonham, Texas.
Approved, May 1, 1997.

Richmond Carolina First Corporation, Greenville, South Carolina -- to acquire Net Bank, Inc., Roswell, Georgia, and Atlanta Internet Bank, Marietta, Georgia.
Approved, April 30, 1997.

Philadelphia Covenant Bancorp, Inc., Haddonfield, New Jersey -- to acquire Covenant Bank.
Approved, May 2, 1997.

Atlanta Cumberland Bancorp, Inc., Carthage, Tennessee -- to acquire an additional 4.6 percent of the shares of Bank of Mason, Mason, Tennessee.
Approved, April 29, 1997.

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

BANK HOLDING COMPANIES

Atlanta	First Citizens Bancorp, Cleveland, Tennessee -- to acquire The Home Bank, F.S.B., Ducktown, Tennessee, and engage in operating a savings and loan association. Approved, May 2, 1997.
Atlanta	Florida Bancshares, Inc., Dade City, Florida -- to acquire First National Bank of Pasco, Dade City, Florida. Approved, May 2, 1997.
Atlanta	GBC Bancorp, Inc., Lawrenceville, Georgia -- to acquire Gwinett Banking Company. Approved, May 2, 1997.
New York	Korea Long Term Credit Bank, Seoul, Korea -- to acquire up to 9.51 percent of Nara Bank, National Association, Los Angeles, California. Withdrawn, April 28, 1997.
Kansas City	Midstate Bancorp, Inc., Hinton, Oklahoma -- to acquire Binger Agency, Inc., Binger, Oklahoma. Withdrawn, April 30, 1997.
Philadelphia	Penns Woods Bancorp, Inc., Williamsport, Pennsylvania -- to acquire Columbia Financial Corporation, Bloomsburg, Pennsylvania. Approved, May 2, 1997.
Atlanta	Regions Financial Corporation, Birmingham, Alabama -- to acquire First Mercantile National Bank, Longwood, Florida. Approved, April 30, 1997.
Atlanta	Totalbank, Miami, Florida -- request for waiver of application to acquire Universal Bancorp, Inc., and Universal National Bank. Granted, May 1, 1997.
Atlanta	United Community Banks, Blairsville, Georgia -- to engage in credit insurance activities through United Family Finance, Blue Ridge, Georgia. Permitted, May 2, 1997.

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

BANK HOLDING COMPANIES

Boston Vermont Financial Services Corp., Brattleboro,
Vermont -- to merge with Eastern Bancorp, Inc.,
Dover, New Hampshire, a nondiversified savings and
loan holding company, with VFSC as the survivor,
and engage in operating Vermont Federal Bank, FSB,
Williston, Vermont.
Approved, April 30, 1997.

BANK MERGERS

Richmond Bank of White Sulphur Springs, White Sulphur Springs,
West Virginia -- to merge with Bank of Marlinton,
Marlinton, West Virginia.
Approved, April 28, 1997.

Chicago M&I Madison Bank, Madison, Wisconsin -- to merge with
M&I Bank Southwest, Spring Green, Wisconsin, and
establish eleven branches.
Approved, April 28, 1997.

Dallas Minden Bank & Trust Company, Minden, Louisiana -- to
acquire First Federal Savings Bank, Shreveport,
Louisiana.
Approved, April 29, 1997.

BANK PREMISES

Kansas City Lafayette State Bank, Lafayette, Colorado --
investment in bank premises.
Approved, April 30, 1997.

CHANGE IN BANK CONTROL

Minneapolis Country Bankers, Inc., Blooming Prairie, Minnesota --
change in bank control.
Permitted, April 29, 1997.

Kansas City Mulvane Bankshares, Inc., Mulvane, Kansas -- change
in bank control.
Permitted, May 2, 1997.

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

COMPETITIVE FACTORS REPORTS

Chicago	Austin Bank of Chicago, Chicago, Illinois, proposed merger with Ashland State Bank -- report on competitive factors. Submitted, May 2, 1997.
San Francisco	Bank of the West, San Francisco, California, proposed acquisition of the Pebble Beach, California, branch of Coast Federal Bank, F.S.B., Los Angeles, California -- report on competitive factors. Submitted, April 30, 1997.
Chicago	Citizens State Bank, Wyoming, Iowa, proposed acquisition of the assets and assumption of the liabilities of the Olin, Iowa, branch of Security State Bank, Anamosa, Iowa. Submitted, April 30, 1997.
Boston	Eagle Federal Savings Bank, Bristol, Connecticut, proposed merger with MidConn Bank, Kensington, Connecticut -- report on competitive factors. Submitted, May 2, 1997.
San Francisco	Home Security Bank, Sunnyside, Washington, proposed acquisition of the Naches, Mabton, and Walla Walla, branches of Wells Fargo Bank, N.A., San Francisco, California -- report on competitive factors. Submitted, April 28, 1997.
Chicago	Manufacturers Bank, Chicago, Illinois, proposed merger with Peterson Bank -- report on competitive factors. Submitted, April 30, 1997.
Chicago	Monitor Bank, Big Prairie, Ohio, proposed merger with Big Prairie Interim State Bank -- report on competitive factors. Submitted, April 29, 1997.
Dallas	NBC Bank-Rockdale, Rockdale, Texas, proposed acquisition of the assets and assumption of the liabilities of branches of Wells Fargo Bank (Texas), N.A., Houston, Texas, at 104 West Austin, Giddings, and 316 Main Street, Taylor, Texas -- report on competitive factors. Submitted, May 2, 1997.

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

COMPETITIVE FACTORS REPORTS

- San Francisco Nevada State Bank, Las Vegas, Nevada, proposed acquisition of the assets and assumption of the liabilities of five branches of Wells Fargo Bank, N.A., San Francisco, California -- report on competitive factors.
Submitted, May 1, 1997.
- Richmond Peninsula Bank, Princess Anne, Maryland, proposed merger with Farmers Bank of Mardela Springs, Mardela Springs, Maryland -- report on competitive factors.
Submitted, April 28, 1997.
- Richmond Peninsula Bank, Princess Anne, Maryland, proposed merger with Home Bank, Newark, Maryland -- report on competitive factors.
Submitted, April 29, 1997.
- Chicago Peoples State Bank, Hamtramck, Michigan, proposed merger with Peoples Interim Bank -- report on competitive factors.
Submitted, May 1, 1997.
- Chicago Shoreline Bank, Benton Harbor, Michigan, proposed merger with SJS Savings Bank, St. Joseph, Michigan -- report on competitive factors.
Submitted, April 30, 1997.
- Kansas City United Security Bank, Spokane, Washington, proposed acquisition of the Davenport and Moses Lake branches of Wells Fargo Bank, N.A., San Francisco, California -- report on competitive factors.
Submitted, April 28, 1997.

EXTENSIONS OF TIME

- New York Dresdner Bank AG, Frankfurt (Main), Germany -- extension to July 26, 1997, to engage in lending activities through Dresdner Bridge Investors, Inc., New York, New York.
Granted, May 1, 1997.

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

EXTENSIONS OF TIME

Kansas City	FirstBank Holding Company of Colorado Employee Stock Ownership Plan, Lockwood, Colorado -- extension to August 13, 1997, to acquire FirstBank Holding Company of Colorado. Granted, April 29, 1997.
Chicago	Halbur Bancshares, inc., Halbur, Iowa -- extension to August 5, 1997, to redeem shares. Granted, April 28, 1997.
New York	Saban S.A., Panama City, Panama, and RNYC Holdings Limited, Gibraltar -- extension to July 28, 1997, to acquire shares of Republic New York Corporation, New York, New York. Granted, April 29, 1997.
Dallas	Vernon Bancshares, Inc., Dover, Delaware -- extension to August 3, 1997, to acquire Waggoner National Bank of Vernon, Vernon, Texas. Granted, May 2, 1997.
Dallas	Waggoner National Bancshares, Inc., Vernon, Texas -- extension to August 3, 1997, to acquire Vernon Bancshares, Inc., Dover, Delaware, and Waggoner National Bank of Vernon, Vernon, Texas. Granted, May 2, 1997.

MEMBERSHIP

Kansas City	Bank of Chelsea, Chelsea, Oklahoma -- to become a member of the Federal Reserve System. Approved, April 29, 1997.
Atlanta	Colonial Bank, Montgomery, Alabama -- to become a member of the Federal Reserve System. Approved, April 30, 1997.
Chicago	F&M Bank, East Troy, Wisconsin -- to become a member of the Federal Reserve System. Approved, May 1, 1997.

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

RESERVE BANK SERVICES

Director, FRBO Federal Reserve Bank of Cleveland -- National
Clearing House Association to expand net settlement
agreement with Reserve Bank to include checks drawn
on Canadian banks in U.S. and Canadian dollars.
Approved, May 1, 1997.

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ADDITIONS AND CORRECTIONS

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

COMPETITIVE FACTORS REPORTS

Atlanta	First Banking Company, Carrollton, Georgia, proposed merger with Carrollton Federal Bank, FSB -- report on competitive factors. Submitted, April 23, 1997.
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FEDERAL RESERVE BANK OF BOSTON APPLICATIONS

SECTION I - APPLICATIONS SUBJECT TO
NEWSPAPER NOTICE ONLY

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

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

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

SECTION III - APPLICATIONS SUBJECT TO
FEDERAL REGISTER NOTICE ONLY

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

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

<u>Application</u>
NONE

SECTION V - AVAILABILITY OF CRA PUBLIC EVALUATIONS

<u>Institution</u>	<u>Examination Date</u>	<u>Rating**</u>
NONE		

SECTION VI - APPLICATIONS BULLETIN

Effective April 21, 1997, information regarding the comment periods associated with applications and notices submitted to the Federal Reserve Bank of Boston for processing under section 3 and 4(c)(8) of the Bank Holding Company Act of 1956, as amended, will be available 24 hours a day by calling the following toll-free number 1-800-896-9480.

*Subject to CRA.

**Rating Definitions: "O" - Outstanding; "S" - Satisfactory; "N" - Needs to Improve; "SN" - Substantial Noncompliance

FEDERAL RESERVE press release



For immediate release

April 30, 1997

The Federal Reserve Board announced today the start of a new weekly publication that lists applications and notices, together with the deadline for comment, that have been filed under the Bank Holding Company Act or the Change in Bank Control Act.

The new publication is available in three forms:

- By a fax-on-demand call-in facility that is available 24 hours a day, 7 days a week, and will automatically fax a copy of the new publication to the caller.

The call-in number is 202-452-3655

- On the Board's Internet Home Page at www.bog.frb.fed.us
- By mail by contacting the Board's Publications Services at 202-452-3245 or by writing to Publications Services, MS-127, Federal Reserve Board, Washington, D.C. 20551.

In its recent revision of Regulation Y, the Board announced that it would take steps to improve the effectiveness and timeliness of public notices of merger and acquisition proposals. The new publication, numbered the H.2A, lists applications and notices alphabetically by applicant together with the appropriate Federal Reserve Bank where comments may be filed, and who to contact to receive the public portion of the application.

Posting of the publication on the Board's Home Page allows a user to search for a notice by the applicant's name, acquiree's name or activity, section of law, or by Reserve

Bank. The information will be updated at least every three business days.

The H2, which lists actions taken by the Board on applications plus applications received, and Community Reinvestment activities, will continue to be published.

FEDERAL RESERVE BANK OF NEW YORK

Comment Period
Ending Date

SECTION I

**Applications Subject to Newspaper
Notice Only**

None.

SECTION II

**Applications Subject to Both
Newspaper and Federal Register Notice**

None.

SECTION III

**Nonbanking Applications
(subject to Federal Register Notice Only)**

Commerzbank AG, Frankfurt, Germany, to engage through its subsidiary, Commerz Futures Corporation, in financial and investment advisory activities.

SECTION IV

**Applications Not Involving
Public Comment**

Approved one year extension of time for Morgan Guaranty International Finance Corporation, Newark, Delaware, to establish a branch in London, England.

SECTION V

Availability of CRA Public Evaluations

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

Outstanding record of meeting community credit needs.

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

Satisfactory record of meeting community credit needs.

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

Needs to improve record of meeting community credit needs.

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

Substantial noncompliance in meeting community credit needs.

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

Week Ending May 3, 1997

<u>NAME OF BANK</u>	<u>RATING</u>	<u>EXAMINATION DATE</u>
Fleet Bank One Peter D. Kiernan Plaza Albany, New York 12207	Outstanding	April 15, 1996
Orange County Trust Company 75 North Street Middletown, New York 10940	Outstanding	December 2, 1996

- 1/ Subject to provisions of Community Reinvestment Act.
 - 2/ Later of dates specified in newspaper and Federal Register notices.
 - 3/ Date specified in newspaper notice; a later date may be specified in the Federal Register notice.
 - 4/ Date specified in Federal Register notice; a later date may be specified in the newspaper notice.
- N/A - Not Available

FEDERAL RESERVE BANK OF PHILADELPHIA

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

Ambassador Bank of The Commonwealth, Allentown, PA to merge with thrift (Pennsylvania chartered saving bank) Wilbur Savings Bank, Bethlehem, PA, pursuant to Section 5(d)(3) of the Federal Deposit Insurance Act.

Newspaper comment period expires: N/Avail

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

Susquehanna Bancshares, Inc., Lititz, PA to acquire 100 percent of the voting shares of Founders Bank, Bryn Mawr, PA, pursuant to Section 3(a)(3) of the Bank Holding Company Act.

Newspaper comment period expires: 05/17/97
Federal Register comment period expires: 05/19/97

**SECTION III - APPLICATIONS RECEIVED AND SUBJECT TO FEDERAL
REGISTER NOTICE ONLY**

NONE

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

NONE

FEDERAL RESERVE BANK OF PHILADELPHIA

SECTION V - AVAILABILITY OF CRA PUBLIC EVALUATIONS

The following institutions were examined for CRA. The 30-business day period the bank has to make the evaluation public has lapsed during the week ending May 2, 1997.

Identification of Ratings

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

Outstanding record of meeting community credit needs.

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

Satisfactory record of meeting community credit needs.

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

Needs to improve record of meeting community credit needs.

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

Substantial noncompliance in meeting community credit needs.

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

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

APPLICATIONS BULLETIN
(For the week ending May 3, 1997)

SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE ONLY

Received application from The Fifth Third Bank, Cincinnati, OH on April 29, 1997, to merge with Suburban Federal Savings Bank, Cincinnati, OH and incident thereto establish branch facilities.

* Not Yet Known#

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

Received notice from Elmo Greer, East Bernstadt, KY on April 30, 1997, of his intent to retain control of 14.100 percent of the outstanding shares of Cumberland Valley Financial Corporation, London, KY.

*N: May 16, 1997

Received 4C8 notice from Fifth Third Bancorp, Cincinnati, OH on April 29, 1997, to acquire Suburban Bancorporation, Inc., Cincinnati, OH.

*F: May 27, 1997

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER NOTICE ONLY

NONE

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

Received notice from GLB Bancorp, Inc., Mentor, OH of its intent to form a bank holding company by acquiring Great Lake Bank, Mentor, OH.

* - Subject to CRA

N - Newspaper Comment Period

F - Federal Register Comment Period

- Expected to End 30 Days from Date of Receipt

AVAILABILITY OF CRA PUBLIC EVALUATIONS
(May 2, 1997)

The following state member banks have been examined by the Federal Reserve Bank of Cleveland for compliance with The Community Reinvestment Act. A public evaluation document became available from the bank(s) listed below during the week ended May 2, 1997. If you are interested in obtaining a copy of an evaluation document, please contact the bank(s) directly.

There are four descriptive ratings for CRA:

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

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

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

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

NONE

Federal Reserve Bank of Richmond

Section I - Applications Subject to Newspaper
Notice Only

<u>Application</u>	<u>Comment Period Ending Date</u>
Bank of Gassaway, Gassaway, West Virginia, to establish a branch at 2190 Sutton Lane, Sutton, West Virginia.*	5-23-97
Union Bank and Trust Company, Bowling Green, Virginia, to establish a branch at 11625 Brock Road, Spotsylvania, Virginia.*	5-30-97

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

<u>Application</u>	<u>Comment Period Ending Date</u>
Community Bankshares Incorporated, Petersburg, Virginia, to acquire 100% of the voting shares of County Bank of Chesterfield, Midlothian, Virginia.*	5-20-97
Community Capital Corporation, Greenwood, South Carolina, to acquire The Bank of Newberry County, Newberry, South Carolina, an organizing bank.*	5-29-97**

Section III - Applications Subject to Federal Register Notice

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

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

<u>Application</u>
None.

*Application is subject to CRA requirements.

**Expiration of comment period as specified in the Federal Register.

Federal Reserve Bank of Richmond

Section V - Availability of CRA Public Evaluations

Week ending May 2, 1997

Definition of Ratings

Outstanding record of meeting community credit needs.

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

Satisfactory record of meeting community credit needs.

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

Needs to improve record of meeting community credit needs.

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

Substantial noncompliance in meeting community credit needs.

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

<u>RSSD</u>		<u>Examination</u>	
<u>Number</u>	<u>Name of Bank</u>	<u>Date</u>	<u>Rating</u>
926324	James River Bank Main Street Waverly, Virginia 23890	2-18-97	Satisfactory
410823	Regency Bank 1011 East Main Street Richmond, Virginia 23219	2-18-97	Satisfactory

Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending May 2, 1997

Section 1 - Applications Subject to Newspaper Notice Only

<u>Application</u>	<u>Comment Period Ending Date</u>
Louisiana Bancshares, Inc. Baton Rouge, Louisiana Notice for 1-BHC formation, Louisiana Bank and Trust Company, Baton, Rouge, Louisiana.	05-16-97*
Commercial Bank Harrogate, Tennessee To establish a branch located at the southwest corner of Emory and Primetime Roads, Knoxville, Tennessee.	05-31-97*

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

<u>Application</u>	<u>Comment Period Ending Date</u>
First Citizens Bancorp, Inc. Monroeville, Alabama Change in control notice by Mr. Charlie Deer to acquire an additional 14.77 percent of the outstanding shares of First Citizens Bancorp, Inc., Monroeville, Alabama. The acquisition will increase Mr. Deer's total ownership to 24.75 percent.	Not yet available*
Republic Bancshares, Inc. St. Petersburg, Florida To acquire F.F.O. Financial Group, Inc., St. Cloud, Florida, and its thrift subsidiary, First Federal Savings and Loan Association of Osceola County, Kissimmee, Florida, and thereby engage in operating a savings association, pursuant to Section 225.28(b)(4)(ii) of Regulation Y and Section 4(c)(8) of the Bank Holding Company Act.	Not yet available*
American Bancorp, Inc. Opelousas, Louisiana Change in control notice by Mr. Ronald J. Lashute to acquire an additional 13.33 percent of the outstanding shares of American Bancorp, Inc., Opelousas, Louisiana. The acquisition will increase Mr. Lashute's total ownership to 13.69 percent.	Not yet available*

Section 3 - Applications Subject to Federal Register Only

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

Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending May 2, 1997

*Subject to the provisions of the Community Reinvestment Act.

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

Application

Financial Investors of the South, Inc.

Birmingham, Alabama

Commitment waiver request.

Community Trust Financial Services Corporation

Hiram, Georgia

To enter into a 49%/51% joint venture with Ronny Henderson in establishing Cash Transactions, L.L.C., Hiram, Georgia (Company), and thereby engage *de novo* in data processing activities, pursuant to Section 225.28(b)(14) of Regulation Y and Section 4(c)(8) of the Bank Holding Company Act. Company will sell, lease, and service machines that disburse cash or cash equivalents.

Hancock Holding Company

Gulfport, Mississippi

Request for waiver of the application requirement of Section 3(a)(5) of the Bank Holding Company Act to merge with Commerce Corporation, St. Francisville, Louisiana, and thereby directly acquire Bank of Commerce & Trust Co., St. Francisville, Louisiana.

Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending May 2, 1997

Section 10 - Availability of CRA Public Evaluations

The CRA public evaluations of the insured depository institutions listed below became available during this week. Information about an institution's CRA evaluation may be obtained directly from the institution. In connection with the assessment of an institution's CRA performance, a rating is assigned from the following groups:

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

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

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

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

<u>Bank</u>	<u>CRA Rating</u>	<u>Examination Date</u>
AmSouth Bank of Florida 100 North Tampa Street Suite 3400 Tampa, Florida 33602 (813) 226-1200	Satisfactory	10-07-96
SunTrust Bank of Atlanta Post Office Box 4418 Atlanta, Georgia 30302 (404) 588-7711	Satisfactory	12-09-96

Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending May 2, 1997

<u>Recently Approved Applications</u>	<u>Approval Date</u>
Colonial Bank Montgomery, Alabama To become a member of the Federal Reserve System, pursuant to Section 208.4 of Regulation H and Section 9 of the Federal Reserve Act.	04-30-97
Regions Financial Corporation Birmingham, Alabama To acquire Mercantile National Bank, Longwood, Florida, pursuant to Section 3(a)(3) of the Bank Holding Company Act.	04-30-97
Totalbank Miami, Florida Request for waiver of the application requirement of Section 3(a)(1) of the Bank Holding Company Act for the proposal to to become a bank holding company by acquiring Universal Bancorp, Inc., Miami, Florida, and thereby acquiring Universal National Bank, Miami, Florida.	05-01-97
United Community Banks Blairsville, Georgia For its subsidiary, United Family Finance, Blue Ridge, Georgia, to engage in credit insurance activities, pursuant to Section 225.25(b)(8)(ii) of Regulation Y and Section 4(c)(8) of the Bank Holding Company Act.	05-02-97
Florida Bancshares, Inc. Dade City, Florida 1-BHC formation, First National Bank of Pasco, Dade City, Florida.	05-02-97
Mercantile Bank of Southwest Florida Naples, Florida To establish a branch office located approximately 600 feet north of Pelican's Nest Drive and US 41, Bonita Springs, Florida.	05-02-97
GBC Bancorp, Inc. Lawrenceville, Georgia 1-BHC formation, Gwinnett Banking Company, Lawrenceville, Georgia.	05-02-97
Cumberland Bancorp, Inc. Carthage, Tennessee To acquire 9.2 percent of the outstanding shares of The Bank of Mason, Mason, Tennessee, pursuant to Section 3(a)(3) of the Bank Holding Company Act.	04-29-97

Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending May 2, 1997

First Citizens Bancorp

05-02-97

Cleveland, Tennessee

To acquire The Home Bank, F.S.B., Ducktown, Tennessee, through conversion of its wholly-owned subsidiary, The Home Bank, Ducktown, Tennessee, from a state-chartered commercial bank into a federally chartered savings bank, and thereby engage in operating a savings association, pursuant to Section 225.25(b)(9) of Regulation Y and Section 4(c)(8) of the Bank Holding Company Act.

Federal Reserve Bank of Chicago

Section I - Applications Subject to Newspaper
Notice Only

<u>Type</u>	<u>Application</u>	<u>Comment Period Ending Date</u>
Merger & Branch	Security Savings Bank Farnhamville, Iowa Boxholm, Iowa branch office of Boone Bank and Trust Company Boone, Iowa Branch at 200 2nd Street Boxholm, Iowa	NP - 4-30-97
Merger & Branch	Huron Community Bank East Tawas, Michigan Au Gres Michigan branch of Citizens Bank Flint, Michigan Branch at 3150 East Huron Road Au Gres, Michigan	NP - 5-7-97
Merger & Branch	Citizens Bank Flint, Michigan City Bank and Trust Company Jackson, Michigan City Bank St. Johns, Michigan CB North Charlevoix, Michigan and to establish 33 branches	NP - 5-1-97
Branch	Old Kent Bank Grand Rapids, Michigan to establish a mobile branch	NP - 4-28-97
Merger & Branch	M&I Bank of Janesville Janesville, Wisconsin M&I Bank of Beloit Beloit, Wisconsin M&I Bank of Delavan Delavan, Wisconsin and to establish 7 branches	NP - 4-25-97

Merger & Branch

M&I Marshall & Ilsley Bank
Milwaukee, Wisconsin
Security Bank, S.S.B.
Milwaukee, Wisconsin
and to establish 34 branches

NP -5-22-97

NP - Newspaper

FR - Federal Register

* - Subject to Provisions of Community Reinvestment Act

** - Not available at this time

Federal Reserve Bank of Chicago

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

<u>Type</u>	<u>Application</u>	<u>Comment Period Ending Date</u>
CoC-HC	Osceola Bancorporation Osceola, Iowa By Denis L. And Sandra Kale	FR - 4-16-97 NP - 4-23-97
CoC-HC	First State Bancorp of Monticello, Inc. Monticello, Illinois By John W. Corley	FR - 5-16-97 NP - 5-13-97
3(a)(3)	Capitol Bancorp, Ltd.* Lansing, Michigan Valley First Community Bank (in organization) Scottsdale, Arizona	FR - 5-27-97 NP - 5-14-97
3(a)(3)	Sun Community Bancorp, Ltd.* Tucson, Arizona Valley First Community Bank (in organization) Scottsdale, Arizona	FR - 5-27-97 NP - 5-14-97
3(a)(5)	Marshall & Ilsey Corporation* Milwaukee, Wisconsin Security Capital Corporation Milwaukee, Wisconsin Security Bank, S.S.B. Milwaukee, Wisconsin	FR - 5-5-97 NP - 4-27-97
3(a)(5)	Citizens Banking Corporation* Flint, Michigan CB Financial Corporation Jackson, Michigan City Bank & Trust Company Jackson, Michigan City Bank St. Johns, Michigan CB North Charlevoix, Michigan	FR - 5-8-97 NP - 5-1-97

3(a)(3)

NEB Corporation*
Fond du Lac, Wisconsin
State Bank of St. Cloud
St. Cloud, Wisconsin

FR - 5-5-97
NP - 4-30-97

Federal Reserve Bank of Chicago

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

<u>Type</u>	<u>Application</u>	<u>Comment Period Ending Date</u>
3(a)(5)	F & M Bancorporation, Inc.* Kaukauna, Wisconsin Citizens National Bancorp, Inc. Darlington, Wisconsin Citizens National Bank of Darlington Darlington, Wisconsin	FR - 5-12-97 NP - 5-12-97
3(a)(5)	F & M Merger Corporation* Kaukauna, Wisconsin Citizens National Bancorp, Inc. Darlington, Wisconsin Citizens National Bank of Darlington Darlington, Wisconsin	FR - 5-12-97 NP - 5-12-97
3(a)(5)	F & M Bancorporation, Inc.* Kaukauna, Wisconsin Wisconsin Ban Corp. Prairie du Chien, Wisconsin Prairie City Bank Prairie du Chien, Wisconsin	FR - 5-12-97 NP - 5-7-97
3(a)(5)	F & M Merger Corporation* Kaukauna, Wisconsin Wisconsin Ban Corp. Prairie du Chien, Wisconsin Prairie City Bank Prairie du Chien, Wisconsin	FR - 5-12-97 NP - 5-7-97
3(a)(3)	Country Bancorporation* Crawfordsville, Iowa Hiawatha Bank and Trust Company (in organization) Hiawatha, Iowa	FR - 5-12-97 NP - 4-7-97
3(a)(3)	Community Financial Corp.* Edgewood, Iowa Community Savings Bank (in organization) Robins, Iowa	FR - 5-16-97 NP - 3-31-97

Federal Reserve Bank of Chicago

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

<u>Type</u>	<u>Application</u>	<u>Comment Period Ending Date</u>
3(a)(1)	Peoples Financial Services, Inc.* Hamtramck, Michigan Peoples State Bank Hamtramck, Michigan	FR - 5-23-97 NP - 5-10-97
3(a)(1)	Dunn Investment Co.* Eagle Grove, Iowa Dunn Shares Eagle Grove, Iowa Security Savings Bank Eagle Grove, Iowa F & M Shares Corp. Eagle Grove, Iowa Farmers & Merchants Savings Bank Manchester, Iowa	FR - 5-16-97 NP - 5-16-97
3(a)(3)	Shorebank Corporation* Chicago, Illinois Shorebank Pacific Corporation Ilwaco, Washington Shoretrust Bank Seattle, Washington	FR - 5-17-97 NP - 5-28-97
3(a)(1)	Shorebank Pacific Corporation* Ilwaco, Washington Shoretrust Bank Seattle, Washington	FR - 5-17-97 NP - 5-28-97
3(a)(1)	Schonath Family Partnership, A Limited Partnership* Oconomowoc, Wisconsin InvestorsBancorp, Inc. Pewaukee, Wisconsin InvestorsBank (in organization) Pewaukee, Wisconsin	FR - 5-30-97 NP - **
3(a)(1)	InvestorsBancorp, Inc.* Pewaukee, Wisconsin InvestorsBank (in organization) Pewaukee, Wisconsin	FR - 5-30-97 NP - **

Federal Reserve Bank of Chicago

Section III - Applications Subject to Federal Register
Notice Only

<u>Type</u>	<u>Application</u>	<u>Comment Period Ending Date</u>
4(c)(8)	Shorebank Pacific Corporation Ilwaco, Washington Shoretrust Trading Group Ilwaco, Washington	FR - 5-17-97

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

<u>Type</u>	<u>Application</u>
ROS	Midstates Bancshares, Inc. Harlan, Iowa To redeem approximately 450 shares of common stock
ROS	West Town Bancorp, Inc. Cicero, Illinois To redeem 20,000 shares of common stock

Federal Reserve Bank of Chicago

Section V - Availability of CRA Public Evaluations

The following state member banks have been examined by the Federal Reserve Bank of Chicago for compliance with the CRA. The 30-business day period the bank has to make the evaluation public has lapsed during the week ending May 2, 1997. If you are interested in obtaining a copy of the evaluation document, please contact the bank(s) directly.

Identification of Ratings

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

<u>BANK NAME/LOCATION</u>	<u>EXAMINATION DATE</u>	<u>RATINGS</u>
Security State Bank 25 North Chestnut New Hampton, Iowa 50659-1336 (515) 394-3021	12/30/96	S
Bankers Trust Company 665 Locust Street Des Moines, Iowa 50309-3763 (515) 245-2424	12/31/96	O

BANK NAME/LOCATION**EXAMINATION DATE****RATINGS**

Bank of Oakfield
103 Main Street, P.O. Box 128
Oakfield, Wisconsin 53065-0128
(414) 583-3191

1/06/97

O

Farmers and Merchants Bank
123 West Hurton Street
Berlin, Wisconsin 54923-0270
(414) 361-0270

1/13/97

S

AMCORE Bank, Aledo
201 West Main, P.O. Box 289
Aledo, Illinois 61231-0289
(309) 582-5171

1/21/97

S

FEDERAL RESERVE BANK OF ST. LOUIS**SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE****Application****End of Comment Period**

None.

**SECTION II - APPLICATIONS SUBJECT TO BOTH
NEWSPAPER AND FEDERAL REGISTER NOTICE****Application****End of Comment Period**

* Section 3(a)(3) notification by Whipple Family Limited Partnership, Arkadelphia, Arkansas, to increase its ownership interest in Horizon Bancorp, Inc., Arkadelphia, Arkansas, from 46.53 percent to 49.99 percent.

Newspaper: 5-24-97

Change in control notification involving Fredonia Valley Bancorp, Inc., Fredonia, Kentucky, by William H. Young.

Newspaper: 5-26-97

* Section 3(a)(1) notification by Trustcorp Financial, Inc., St. Louis, Missouri, to acquire Missouri State Bank & Trust Company, St. Louis, Missouri.

Newspaper: 5-22-97

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER NOTICE**Application****End of Comment Period**

Section 4(c)(8) notification by Union Illinois Company, Swansea, Illinois, to engage in finance company activities through the acquisition of the assets of Missouri PayDay Loan Company, Inc., Missouri Budget, Inc. d/b/a Missouri PayDay Loan, and Budget Finance, Inc., all of St. Louis, Missouri (previously reported during the week ending April 25, 1997).

5-19-97

**SECTION IV - APPLICATIONS NOT SUBJECT TO FEDERAL REGISTER NOTICE
OR NEWSPAPER NOTICE****Application****End of Comment Period**

None.

*This notification is subject to CRA.

FEDERAL RESERVE BANK OF MINNEAPOLIS
Section I - Applications Subject to
Newspaper Notice Only

Application

Comment Period
Ending Date

NONE.

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

Application

Comment Period
Ending Date

Farmers State Holding Company, Marion, South Dakota
for prior approval to acquire, through merger, First

May 30, 1997
(Federal Register)

State Financial Services, Inc., Bridgewater, South Dakota. *

*Subject to CRA

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

Application

Comment Period
Ending Date

Fishback Financial Corporation, Brookings, South Dakota
to engage *de novo* in lending activities.

May 16, 1997

TCF Financial Corporation, Minneapolis, Minnesota to engage
in leasing activities through the acquisition of Winthrop Resources
Corporation, Minnetonka, Minnesota.

Not yet available

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

Application

NONE.

FEDERAL RESERVE BANK OF MINNEAPOLIS

Section V - Availability of

CRA Public Evaluations

week ending May 2, 1997

ASSIGNMENT OF RATING

Identification of Ratings

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

OUTSTANDING RECORD OF MEETING COMMUNITY CREDIT NEEDS.

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

SATISFACTORY RECORD OF MEETING COMMUNITY CREDIT NEEDS.

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

NEEDS TO IMPROVE RECORD OF MEETING COMMUNITY CREDIT NEEDS.

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

SUBSTANTIAL NONCOMPLIANCE IN MEETING COMMUNITY CREDIT NEEDS.

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

BANK(S) EXAMINED

DATE OF EXAMINATION

CRA RATING

NONE.

KANSAS CITY RESERVE BANK APPLICATIONS AND REPORTS RECEIVED
During the week ending May 2, 1997

SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE ONLY

APPLICATION

COMMENT PERIOD ENDING DATE

None.

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

APPLICATION

COMMENT PERIOD ENDING DATE

FSB Bancorp of Fort Morgan, ESOP, Fort Morgan,
Colorado, for prior approval to acquire up to 33.09
percent of the voting shares of FSB Bancorporation,
Inc., Fort Morgan, Colorado.*

Not Available

Reich Family Limited Partnership, Kansas City,
Missouri, to increase their ownership interest from 22
percent to 34 percent of the voting shares of Blue Ridge
Bancshares, Inc., Kansas City, Missouri.*

Not Available

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER NOTICE ONLY

APPLICATION

COMMENT PERIOD ENDING DATE

None.

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

APPLICATION

None.

SECTION V - AVAILABILITY OF CRA PUBLIC EVALUATIONS

Identification of Ratings

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

Outstanding record of meeting community credit needs

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

Satisfactory record of meeting community credit needs

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

Needs to improve record of meeting community credit needs

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

Substantial noncompliance in meeting community credit needs

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

<u>Bank/Location</u>	<u>RSSD#</u>	<u>Exam Date</u>	<u>CRA Public Date</u>	<u>CRA Rating</u>
Pinnacle Bank P.O. Box 46967 Papillion, Nebraska 68046-0000	913856	01/27/97	04/28/97	Satisfactory

*Application is subject to CRA.

FEDERAL RESERVE BANK OF DALLAS APPLICATIONS BULLETIN

APPLICATIONS AND NOTIFICATIONS FILED DURING THE WEEK OF APRIL 28, 1997

SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER
NOTICE ONLY

APPLICATION

NOTICE EXP

None.

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

APPLICATION

** NOTICE EXP

Change in Control Notice by
Walter L. Cox, Sr., Naples, TX,
only notificant, to acquire an interest in
Morris County Bankshares, Inc., Naples, TX

97/05/16

(Previously reported during the week of 04-07-97)

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER
NOTICE ONLY

APPLICATION

NOTICE EXP

None.

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

APPLICATION

Notice by New Mexico National Financial Inc., Roswell, NM,
to repurchase 91,642 shares of its common stock

* SUBJECT TO CRA.

** EXPIRATION DATE IS THE DATE SPECIFIED IN THE NEWSPAPER NOTICE ONLY.

N/A - NOT AVAILABLE AT THIS TIME.

SECTION V - AVAILABILITY OF CRA PUBLIC EVALUATIONS
FOR THE WEEK OF APRIL 28, 1997

Outstanding record of meeting community credit needs.

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

Satisfactory record of meeting community credit needs.

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

Needs to Improve record of meeting community credit needs.

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

Substantial Noncompliance in meeting community credit needs.

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

<u>Bank</u>	<u>Date of Examination</u>	<u>CRA Rating</u>
Texas Coastal Bank P.O. Box 5626 6731 Spencer Highway Pasadena, TX 77508 783965	97/01/21	Satisfactory

FEDERAL RESERVE BANK OF SAN FRANCISCO

Week ending 5/02/97

Section I - Applications Subject to Newspaper Notice Only Date

<u>Application</u>	<u>Comment Period Ending Date</u>
Eldorado Bank, Irvine, CA, to merge with: Liberty National Bank, Huntington Beach, CA; Commerce Security Bank, Sacramento, CA; and San Dieguito National Bank, Encinitas, CA. *	<u>Newspaper:</u> 5/24/97
Security State Corporation, to become a bank holding company by acquiring Security State Bank, both of Centralia, CA.	<u>Newspaper:</u> Not available

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

Imperial Bancorp, Inglewood, California, to acquire Imperial Bank of Arizona, Phoenix, AZ. *	<u>Newspaper:</u> 5/23/97
	<u>Fed. Reg.:</u> 5/01/97
First Security Corporation, Salt Lake City, Utah, to acquire by merger American Bancorp of Nevada, Las Vegas, NV. *	<u>Newspaper:</u> 5/22/97
	<u>Fed. Reg.:</u> 5/27/97
Clifford R. Ronnenberg, Sunset Beach, California, to increase his ownership up to 27.8 percent of Security First Bank, Fullerton, CA. *	<u>Newspaper:</u> Not available
	<u>Fed. Reg.:</u> 5/27/97

Section III - Applications Subject to Federal Register Only

None

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

None

* Subject to CRA.

FEDERAL RESERVE BANK OF SAN FRANCISCO

Week ending 5/02/97

Section V - Availability of CRA Public Evaluations

The CRA public evaluations of the institution(s) below became available during this week. Information about a particular institution's CRA evaluation may be obtained directly from the institution.

<u>Institution</u>	<u>Location</u>	<u>Examination Date</u>	<u>Rating*</u>
Cuyamaca Bank	9955 Mission Gorge Rd. Santee, CA 92071-3841 (619) 562-6400	1/06/97	Satisfactory
Western Security Bank	7401 E Camelback Rd. Scottsdale, AZ 85251-3508 (602) 947-9888	1/06/97	Satisfactory

*Under the rating system an institution's CRA performance is assigned one of the following four ratings:

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

Satisfactory record of meeting community credit needs: An institution has a satisfactory record of ascertaining and meeting the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

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

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

The above listing has been prepared as a courtesy by the Federal Reserve Bank of San Francisco, and is not intended to replace formal notices required by statute or regulation; the Reserve Bank assumes no responsibility for errors or omissions.

H.2A

Notice of Formations and Mergers of, and Acquisitions by, Bank Holding Companies; Change in Bank Control

Notices Filed as of May 2, 1997

The following companies and individuals seek System approval to acquire a bank holding company, a bank, or a nonbanking company in a transaction that is subject to the Bank Holding Company Act of 1956 (12 U.S.C. 1841 et seq.), the Change in Bank Control Act (12 U.S.C.1817(j)), Regulation Y (12 CFR Part 225), or other applicable statutes and regulations. Comments regarding the applications and notices must be received in writing at the Reserve Bank indicated, or at the Board of Governors, no later than the end of the public comment period. Addresses for the Board and Federal Reserve Banks are listed at the end of this release.

The public portions of the applications and notices, as well as other related filings required by the Board, may be obtained on an expedited basis by contacting the appropriate Federal Reserve Bank; addresses are listed at the end of this release. Applications and notices also may be obtained from the Board.

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Allied Irish Banks, p.l.c., Dublin, Ireland, and First Maryland Bancorp, Baltimore, MD	Dauphin Deposit Corp.; Dauphin Deposit Bank and Trust Co., Harrisburg, PA; Hopper Soliday & Co., Inc., Lancaster, PA; Dauphin Life Insurance Co., Harrisburg, PA, securities (b)(8)(i); Loans USA, Inc., Pasadena, MD, (b)(1), (b)(21), (b)(7), (b)(8)(ii)	3 and 4	Richmond	May 1, 1997
AMCORE Financial, Inc., Rockford, IL	County Bank Shares Corp.; State Bank of Mt. Horeb; Mt. Horeb, WI; Belleville Bancshares Corp., Belleville, WI; Montello State Bank, Montello, WI; State Bank of Argyle, Argyle, WI; Citizens State Bank, Clinton, WI; Belleville State Bank, Belleville, WI	3	Chicago	April 22, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Banc One Corporation, Columbus, OH	First USA, Inc., Dallas, TX, lending (b)(1); data processing (b)(7)	4	Cleveland	March 27, 1997
Banc One Corporation, Columbus, OH and Banc One Oklahoma Corporation, Oklahoma City, OK	Liberty Bancorp Inc.; Liberty Bank and Trust Company of Oklahoma City, N.A., Oklahoma City, OK; Liberty Bank and Trust Company of Tulsa, N.A., Tulsa, OK, insurance (b)(8); trust services (b)(3); and lending (b)(1) and (5)	3 and 4	Cleveland	March 14, 1997
Banco Bilbao Vizcaya, S.A., Bilbao, Spain	BBV LatInvest Securities Inc., New York, NY, securities activities (b)(1), (b)(4), (b)(15), and (b)(16)	4	New York	March 4, 1997
Bancorp Hawaii, Inc., Honolulu, HI	CU Bancorp, Encino, CA; California United Bank, Encino, CA	3	San Francisco	May 5, 1997
Bank of New York Company, Inc., New York, NY	State Street Boston Corporation, Boston, MA; State Street Bank and Trust Company, Boston, MA, trust, securities and data processing activities (b)(3), (b)(4), and (b)(7)	3 and 4	New York	March 14, 1997
BanPonce Corporation, Hato Rey, Puerto Rico; Popular International Bank, Inc., Hato Rey, Puerto Rico; and BanPonce Financial Corp., Wilmington, DE	CBC Bancorp, Ltd., Chicago, IL; Capitol Bank of Westmont, Westmont, IL; Chicago Bank and Trust, Chicago, IL	3	New York	April 21, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
BanPonce Corporation, and Poplar International Bank, Inc., both of Hato Rey, Puerto Rico	National Bancorp, Inc., Streamwood, IL; AmericanMidwest Bank and Trust, Melrose Park, IL	3	New York	April 21, 1997
Bay Bankcorp, Inc., Gladstone, MI	Baybank, Gladstone, MI	3	Minneapolis	April 28, 1997
BNB Bancorp, Inc., Brookville, OH	Brookville National Bank, Brookville, OH	3	Cleveland	April 28, 1997
BonState Bancshares, Inc., Bonham, TX, and Bonham Financial Services, Inc., Dover, DE CORRECTION	Bonham State Bank, Bonham, TX	3	Dallas	April 25, 1997
BonState Bancshares, Inc., Bonham, TX, and Bonham Financial Services, Inc., Dover, DE	Bonham Financial Services, Inc., Dover, DE; Bonham State Bank, Bonham, TX	3	Dallas	April 25, 1997
Briscoe, Dolph, Jr., Uvalde, TX	Zavala Bankshares, Inc., Crystal City, TX	CIBC	Dallas	April 16, 1997
Buffalo Bancorp, Inc., Buffalo, TX; Buffalo Corp., Dover, DE	Citizens State Bank, Buffalo, TX	3	Dallas	May 8, 1997
California Community LLC, Los Angeles, CA	First Coastal Bancshares, El Segundo, CA ; First Coastal Bank, N.A., El Segundo, CA	3	San Francisco	April 11, 1997
Capitol Bancorp, Ltd., Lansing, MI and Sun Community Bancorp, Ltd., Tucson, AZ	Valley First Community Bank, Scottsdale, AZ	3	Chicago	May 27, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Carson, Frank L., III, Mulvane, KS	Mulvane Bankshares, Inc., Mulvane, KS; Mulvane State Bank, Mulvane, KS	CIBC	Kansas City	April 23, 1997
Castle Creek Capital Partners Fund-I, L.P., Castle Creek Capital, L.L.C., and Eggemeyer Advisory Corporation, all of San Diego, CA	Rancho Santa Fe National Bank, Rancho Santa Fe, CA; First Community Bank of Desert, Yucca Valley, CA	3	San Francisco	March 24, 1997
Castle Creek Capital Partners Fund-I, L.P.; Castle Creek Capital, L.L.C.; and Eggemeyer Advisory Corporation, all of San Diego, CA	Rancho Santa Fe National Bank, Rancho Santa Fe, CA; First Community Bank of the Desert, Yucca Valley, CA	3	San Francisco	April 25, 1997
Castle Creek Capital Partners Fund-I, L.P.; Castle Creek Capital, L.L.C.; and Eggemeyer Advisory Corporation, all of San Diego, CA	Rancho Santa Fe National Bank, Rancho Santa Fe, CA	3	San Francisco	April 25, 1997
CB Bancorp, Inc., Higginsport, OH	The Citizens Bank, Higginsport, OH	3	Cleveland	March 24, 1997
CCB Financial Corporation, Durham, NC	American Federal Banks, F.S.B., Greenville, SC, mortgage lending; acting as agent in the sale of certain credit related insurance; savings association; and brokerage services (b)(1)(iii), (8)(i), (9), and (15)	4	Richmond	May 16, 1997
Central Bancompany, Inc., Jefferson City, MO	Warrensburg Bancshares, Inc., Warrensburg, MO; Bank of Warrensburg, Warrensburg, MO	3	St. Louis	May 8, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Century Bancorp, MHC, Bridgeton, NJ; and Century Bancorp, Inc., Bridgeton, NJ	Century Savings Bank, Bridgeton, NJ	3	Philadelphia	May 1, 1997
CH and JD Byrum, LLC, Indianapolis, IN	American State Bank, Lawrenceburg, IN; American State Corporation, Lawrenceburg, IN	3	Chicago	April 14, 1997
Citizens Bancorp, Corvallis, OR	Citizens Bank, Corvallis, OR	3	San Francisco	April 7, 1997
Citizens Banking Corporation, Flint, MI	CB Financial Corporation, Jackson, MI; CB North, Charleviox, MI; City Bank & Trust, Jackson, MI; City Bank, Saint Johns, MI	3	Chicago	May 8, 1997
Comerzbank AG, Frankfurt am Main, Germany	CAM Acquisition, LLC, Wilmington, DE Montgomery Asset Mangement, L.P., Montgomery Services, LLC, all of San Francisco, CA, securities activities (b)(7)(i) and (iii); financial & Investment advisory services (b)(6); administrative services	4	New York	May 14, 1997
Community Capital Corporation, Greenwood, SC	The Bank of Newberry County, Newberry, SC	3	Richmond	May 29, 1997
Community Financial Corp., Edgewood, IA	Community Savings Bank, Robbins, IA	3	Chicago	May 16, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Compass Bancshares, Inc., Birmingham, AL; Compass Banks of Texas, Inc., Birmingham, AL; Compass Bancorporation of Texas, Inc., Wilmington, DE	Central Texas Bancorp, Inc., Waco, TX; The Texas National Bank of Waco, Waco, TX	3	Atlanta	May 12, 1997
Concord EFS, Inc., Memphis, TN	EFS Federal Savings Bank, Oakland, TN; First Federal Bank, FSB, Memphis, TN, operating a savings association (b)(4)(ii)	4	St. Louis	May 13, 1997
Concordia Capital Corporation, Vidalia, LA	Cordia Bank & Trust Company, Vidalia, LA	3	Dallas	April 21, 1997
Conrad Company, Minneapolis, MN	National Mercantile Bancorp, Los Angeles, CA; Mercantile National Bank, Los Angeles, CA	3	Minneapolis	April 7, 1997
Corley, John William, (1) Monticello, IL CONTINUED	First State Bancorp of Monticello, Inc., Monticello, IL State Bank of Hammond, Hammond, IL; First State Bank of Monticello, Monticello, IL; First State Bank of Bloomington, Bloomington, IL; First State Bank of Heyworth, Heyworth, IL; CONTINUED	CIBC	Chicago	May 16, 1997
Corley, John William, (2) Monticelli, IL	and First State Bank of Atwood, Atwood, IL	CIBC	Chicago	May 16, 1997
Country Bancorporation, Crawfordsville, IA	Hiawatha Bank and Trust Company, Hiawatha, IA	3	Chicago	May 12, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Covenant Bancorp, Inc., Haddonfield, NJ	Covenant Bank, Haddonfield, NJ	3	Philadelphia	April 22, 1997
Cox, Walter L., Sr., Naples, TX	Morris County Bankshares, Incorporated, Naples, TX; Morris County National Bank, Naples, TX	CIBC	Dallas	April 30, 1997
Credit Suisse Group, Zurich, Switzerland, and Credit Suisse First Boston Corp., New York, NY	TradeWeb, L.L.C., data processing (b)(7)	4	New York	April 16, 1997
Creditanstalt- Bankverein, Vienna, Austria	community investments (b)(6)	4	New York	February 24, 1997
Criswell, Thomas E., Ada, OK; Horne, Bill J., Sr., Ada, OK; Howard, C.B., Ada, OK; Thompson, Richard J., Oklahoma City, OK; Wall, James N., Shawnee, OK, all as co-trustees,	First Ada Bancshares, Inc., Ada, OK; First National Bank and Trust Company, Ada, OK	CIBC	Kansas City	April 30, 1997
Cumberland Bancorp, Inc., Carthage, TN	The Bank of Mason, Mason, TN	3	Atlanta	April 4, 1997
Dartmouth Capital Group, Inc., Huntington Beach, CA; Dartmouth Capital Group, L.P., Huntington Beach, CA; Commerce Security Bancorp, Inc., Huntington Beach, CA; and SDN Bancorp, Inc., Encinitas, CA	Eldorado Bancorp, Irvine, CA; Eldorado Bank, Tustin, CA	3	San Francisco	April 25, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Deutsche Bank, AG (Main) Federal Republic of Germany	Ganis Credit Corporation, Newport Beach, CA, lending (b)(1)	4	New York	May 12, 1997
DUNN Investment Co., Eagle Grove, IA	Dunn Shares, Inc., Eagle Grove, IA; Security Savings Bank, Eagle Grove, IA; and F&M Shares Corp., Eagle Grove, IA; Farmers & Merchants Savings Bank, Manchester, IA	3	Chicago	May 16, 1997
Eden Financial Corporation, San Angelo, TX	The First State Bank of Rankin, Rankin, TX	3	Dallas	March 24, 1997
Eggemeyer Advisory Corp., San Diego, CA; Castle Creek Capital, L.L.C., San Diego, CA; Castle Creek Capital Partners Fund - I, L.P., San Diego, CA; and Monarch Bancorp, Laguna Niguel, CA	California Commercial Bankshares, Newport Beach, CA; National Bank of Southern California, Newport Beach, CA; Venture Partners, Inc., Newport Beach, CA, trust services (b)(3)(ii)	3 and 4	San Francisco	April 18, 1997
Exchange Bankshares Corporation of Kansas, Atchison, KS	The Farmers and Merchants State Bank, Effingham, KS	3	Kansas City	May 2, 1997
F&M Bancorporation, Inc., Kaukana, WI; F&M Merger Corporation, Kaukana, WI	Wisconsin Ban Corp., Prairie Du Chien, WI; Prairie City Bank, Prairie Du Chien, WI	3	Chicago	May 12, 1997
F&M Bancorporation, Inc., Kaukana, WI; F&M Merger Corporation, Kaukana, WI	Citizen's National Bancorporation, Darlington, WI; Citizen's National Bank of Darlington, Darlington, WI	3	Chicago	May 12, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
F.N.B. Corporation, Hermitage, PA	Sun Bancorp, Inc., Selinsgrove, PA; Sun Bank, Selinsgrove, PA; Pennsylvania Sun Life Insurance Company, Phoenix, AR, insurance (b)(8)(i)	3 and 4	Cleveland	April 10, 1997
Farmers State Holding Company, Marion, SD	First State Financial Services, Inc., Bridgewater, SD, and First State Bank, Bridgewater, SD	3	Minneapolis	May 30, 1997
Fifth Third Bancorp, Cincinnati, OH	Suburban Bancorporation, Inc., Cincinnati, OH, Suburban Federal Savings Bank, Cincinnati, OH	4	Cleveland	May 27, 1997
First Bank System, Inc. (1), Minneapolis, MN CONTINUED	U.S. Bancorp; U.S. Nat'l Bank of Oregon, Portland, OR; U.S. Bank of Washington, N.A., Seattle, WA; U.S. Bank of Nevada, Reno, NV; U.S. Bank of Utah, Salt Lake City, UT; U.S. Bank of Idaho, Boise, ID; U.S. Bank of California, Sacramento, CA; CONTINUED	3 and 4	Minneapolis	May 16, 1997
First Bank System, Inc. (2), Minneapolis, MN CONTINUED	First State Bank of Oregon, Canby, OR; Sun Capital Bank, St. George, UT; and Business & Professional Bank, Woodland, CA; West One Trust Co., Salt Lake City, UT; LNB Corp., Alameda, CA; and U.S. Bank Trust Co., Portland, OR, CONTINUED	3 and 4	Minneapolis	May 16, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
First Bank System, Inc. (3), Minneapolis, MN CONTINUED	personal and institutional trust & fiduciary activities (b)(3); U.S. Bancorp Insurance Agency, Inc., Portland, OR, insurance agency activities (b)(8)(i) and (vii); U.S. Trade Services, Inc., Portland, OR, letter of credit activities, (b)(1)(iv); CONTINUED	3 and 4	Minneapolis	May 16, 1997
First Bank System, Inc. (4), Minneapolis, MN CONTINUED	West One Life Insurance Co., Portland, OR, credit reinsurance (b)(8)(i); CBI Mortgage, Modesto, CA, mortgage banking (b)(1)(iii); Compass Group, Inc., Spokane, WA, investment advisory services (b)(4); Island Bancorp Leasing, Inc., Alameda, CA, CONTINUED	3 and 4	Minneapolis	May 16, 1997
First Bank System, Inc. (5), Minneapolis, MN	leasing & equipment financing (b)(5); and numerous partnerships, community development activities, (b)(6)	3 and 4	Minneapolis	May 16, 1997
First Bank System, Inc., Minneapolis, MN	First Bank of South Dakota, Sioux Falls, SD; First Interim Bank of Cheyenne, FSB, Cheyenne, WY	3	Minneapolis	May 1, 1997
First Citizens Bancorp, Cleveland, TN	The Home Bank FSB, Ducktown, TN, savings association (b)(9)	4	Atlanta	April 25, 1997
First Coastal Bancshares, El Segundo, CA	First Coastal Bank, N.A., El Segundo, CA	3	San Francisco	April 11, 1997
First Commerical Corporation, Little Rock, AR	First Central Corporation, Searcy, AR; First National Bank, Search, AR	3	St. Louis	April 22, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
First Financial Bancorp, Hamilton, OH	Southeastern Indiana Bancorp, Vevay, IN; Vevay Deposit Bank, Vevay, IN	3	Cleveland	April 14, 1997
First National Community Bancorp, Inc., Dunmore, PA	First National Community Bank, Dunmore, PA	3	Philadelphia	May 10, 1997
First National Security Company, DeQueen, AR	First National Bancshares of Hempstead County, Inc., Hope, AR; First National Bank of Hope, Hope, AR; Bank of Blevins, Blevins, AR; First National Bank of Lewisville, Lewisville, AR	3	St. Louis	May 5, 1997
First Robinson Financial Corporation, Robinson, IL	First Robinson Savings Bank, National Association, Robinson, IL	3	St. Louis	May 19, 1997
First Security Borporation, Salt Lake City, UT	American Bancorp of Nevada, Inc., Las Vegas, NV; American Bank of Commerce, Las Vegas, NV	3	San Francisco	May 27, 1997
First Security Corporation Employee Stock Ownership Plan, Norcross, GA	First Security Corporation, Norcross, GA; First Security National Bank, Norcross, GA	3	Atlanta	May 12, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
First Virginia Banks, Inc., Falls Church, VA	Premier Bankshares Corporation, Bluefield, VA; Premier Bank, N.A., Tazewell, VA; Premier Bank-South, National Association, Wytheville, VA; and Premier Bank-Central, N.A., Honaker, VA; Premier Trust Co., Bluefield, VA, trust services (b)(3)	3 and 4	Richmond	April 7, 1997
FirstFederal Financial Services, Corp., Wooster, OH	Summit Bancorp, Inc., Akron, OH; Summit Bank, Akron, OH; Summit Banc Investment Corporation, Akron, OH, investment advisory & securities brokerage (b)(6) and (7)	3 and 4	Cleveland	May 12, 1997
FirstFederal Financial Services, Corp., Wooster, OH	FirstFederal Bank, N.A., Wooster, OH; Mobile Consultants, Inc., Wooster, OH, lending (b)(1) & (b)(2)	3 and 4	Cleveland	May 12, 1997
Fishback Financial Corporation, Brookings, SD	lending activities (b)(1)	4	Minneapolis	May 16, 1997
Florida Bancshares, Inc., Dade City, FL	First National Bank of Pasco, Dade City, FL	3	Atlanta	April 21, 1997
Foffman Family, LLC, Harrison, AR	Mountain Home bancshares, Inc., Mountain Home, AR; First national Bank & Trust Company of Mountain Home, Mountain Home, AR	CIBC	St. Louis	May 2, 1997
Ford, Thomas Riley; Nelson, Paul Emil; and Southway, Henry Thomas, Alamosa, CO	Alamosa Bancorporation Ltd., Alamosa, CO; Alamosa National Bank, Alamosa, CO	CIBC	Kansas City	May 1, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
GBC Bancorp, Inc., Lawrenceville, GA	Gwinnett Banking Company, Lawrenceville, GA (in organization)	3	Atlanta	April 10, 1997
Giltner Investment Partnership, Ltd., Omaha, NE	The Avoca Company, Avoca, NE; Farmers State Bank, Bennett, NE	3	Kansas City	May 5, 1997
Glendening, Helen, Pella, IA, and DeBruin, Harold A. and Ethel R., Pella, IA	Leighton Investment Company, Leighton, IA; Farmers Savings Banks, Leighton, IA	CIBC	Chicago	April 11, 1997
Harris Financial MHC, Harrisburg, PA	Harris Financial Inc., Harrisburg, PA; Harris Savings Bank, Harrisburg, PA	3	Philadelphia	March 27, 1997
Hawkins Financial Corporation, Hawkins, TX; and Hawkins Delaware Financial Corporation, Wilmington, DE	The First State Bank of Hawkins, Hawkins, TX	3	Dallas	May 27, 1997
Hendricks, Randall J. , Elsie, NE; and Orr, Warren , North Platte, NE	Elsie, Inc., Elsie, NE; Commercial State Bank, Elsie, NE	CIBC	Kansas City	March 14, 1997
Hohl Financial, Inc., Wahoo, NE	Wahoo State Bank, Wahoo, Nebraska	3	Kansas City	May 16, 1997
Imperial Bancorp, Inglewood, CA	Imperial Bank Arizona, Phoenix, AZ	3	San Francisco	May 1, 1997
Industrial Bank of Japan, Ltd., Tokyo, Japan	Aubrey G. Lanston & Co., Inc., New York, NY, securities activities (b)(7); data processing (b)(14); financial & investment activities (b)(6); and underwriting (b)(8)	4	New York	May 12, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
InvestorsBancorp, Inc., Pewaukee, WI	InvestorsBank, Pewaukee, WI	3	Chicago	May 30, 1997
Kale, Denis L. and Sandra, Osceola, IA	Osceola Bancorporation, Osceola, IA; American State Bank, Osceola, IA	CIBC	Chicago	April 16, 1997
Karge, Carl L., Wolf Point, MT	Western Holding Company, Wolf Point, MT; Western Bank of Wolf Point, Wolf Point, MT	CIBC	Minneapolis	May 8, 1997
Kazi, Zubair and Khatija, Studio City, CA; and Abdul-Rahman, Yahia and Magda, Pasadena, CA	Greater Pacific Bancshares, Whittier, CA; Bank of Whittier, N.A., Whittier, CA	CIBC	San Francisco	May 5, 1997
Kazi, Zubair and Khatija, Studio City, CA; and Yahia and Magda Abdul-Rahman, Pasadena, CA	Kentucky Home Bank, Bardstown, KY	3	San Francisco	April 17, 1997
Korea Long Term Credit Bank, Seoul, Korea	Nara Bank, National Association, Los Angeles, CA	3	New York	May 1, 1997
Kremlin Bancshares, Inc., Kremlin, OK	Bank of Kremlin, Kremlin, OK	3	Kansas City	April 11, 1997
Lane, Richard E.(1); McFadin, Nick, Jr.; Krause, Charles F.; Rockwald Ltd.; Wolff, Gary W.; Meadows, Gilbert R.; G. G. Gale Family Partners, Ltd.; BGG Associates, LC; Schroeder, George F.; all of San Antonio, TX; CONTINUED	South Texas Capital Group, Inc., San Antonio, TX; Plaza International Bank, N.A., San Antonio, TX; CONTINUED	CIBC	Dallas	May 2, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Lane, Richard E.(2), San Antonio, TX; Garrett, Michael L. Garrett; Jack B. Sommerfield Defined Benefit Pension Plan, both of Dallas, TX; Wolff, George A.; Friddle, Paul R., both of Boerne, TX; CONTINUED	South Texas Capital Group, Inc., San Antonio, TX; Plaza International Bank, N.A., San Antonio, TX; CONTINUED	CIBC	Dallas	May 2, 1997
Lane, Richard E.(3), San Antonio, TX; Garrett, J. Patrick; and McDonie, Karen Wynne, Both of Houston, TX	South Texas Capital Group, Inc., San Antonio, TX; Plaza International Bank, N.A., San Antonio, TX	CIBC	Dallas	May 2, 1997
Liberty Bank Employee Stock Ownership Plan, New Orleans, LA	Liberty Financial Services, Inc., New Orleans, LA; Liberty Bank and Trust Company, New Orleans, LA	CIBC	Atlanta	April 8, 1997
Lloyds TSB Group PLC, and Lloyds Bank PLC, both of London, England	IAI Holdings Inc., Investment Advisers, Inc., Minneapolis, MN, trust services (b)(3); investment advisory services (b)(4); full-service brokerage (b)(15); foreign exchange execution & advisory services, and other advisory & administrative services	4	New York	March 26, 1997
Mahurin, Dixi, Bowling Green, KY; Mahurin, Peter and Dixie , Bowling Green, KY, acting in concert	First Cecilian Bancorp, Inc., Cecilia, KY, Cecilian Bank, Cecilia, KY	CIBC	St. Louis	April 30, 1997
Marshall & Ilsey Corporation, Milwaukee, WI	Security Capital Corporation, Milwaukee, WI, Security Bank, S.S.B., Milwaukee, WI	3	Chicago	May 5, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
MASSBANK Corp., Reading, MA	Glendale Co-operative Bank Bank, Everett, MA	3	Boston	May 23, 1997
MAXLOU Bancshares, Inc., Tahlequah, OK	First State Bank, Tahlequah, OK; Liberty Finance, Inc., Tahlequah, OK, lending (b)(1)	3 and 4	Kansas City	April 11, 1997
McConnell, Richard J. , Franklin, IN	FSB Financial Corporation, Francisco, IN; FSB Bank, Francisco, IN	CIBC	St. Louis	March 21, 1997
Medina Bankshares, Inc., D'Hanis, TX, and Medina Financial Inc., Carson City, NV	D'Hanis State Bank, D. Hanis, TX	3	Dallas	April 22, 1997
Mellon Bank Corporation, Pittsburgh, PA	1st Business Corporation, Los Angeles, CA, and 1st Business Bank, Los Angeles, CA	3	Cleveland	May 30, 1997
Mercantile Bancorporation Inc., St. Louis, MO, and Ameribanc, Inc., St. Louis, MO	Roosevelt Financial Group, Inc., Chesterfield, MO; Missouri State Bank & Trust Company, St. Louis, MO; Roosevelt Bank, Chesterfield, MI, savings association (b)(9)	3 and 4	St. Louis	April 4, 1997
Mercantile Bancorporation, Inc., St. Louis, MI; Ameribanc, Inc., St. Louis, MI	Roosevelt Bank, Chesterfield, MI; Roosevelt Mortgage Company, Kansas City, MI, operation of a federal savings bank (b)(9) and mortgage banking activities (b)(1)	4	St. Louis	May 8, 1997
Midstate Bancorp, Inc., Hinton, OK	Binger Agency, Inc., Binger, OK; First Community Bank. Binger, OK	3	Kansas City	May 8, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Montgomery, Tammy Bolton. Golden, MS, as Trustee for The Weaterford Foundation of Red Bay, Alabama, Inc., Red Bay, AL	Independent Bancshares, Inc.. Red Bay, AL, Bank of Red Bay, Red Bay, AL	CIBC	Atlanta	April 28, 1997
Morris Mayer Testamentary Trust, Walkenhorst, Dale as Trustee, Madison, NE	Madison Bancshares, Inc., Madison, NE, Bank of Madison, Madison, NE	CIBC	Kansas City	April 7, 1997
National Canton Bancshares, Inc., Canton, IL	Sturm Investment, Inc., Denver, CO, The Union National Bank of Macomb, Macomb, IL	3	Chicago	April 18, 1997
NEB Corporation, Fond du Lac, WI	State Bank of St. Cloud, St. Cloud, WI	3	Chicago	May 5, 1997
Northeast Kansas Bancshares, Inc., Valley Falls, KS	Valley Falls Insurance, Inc., Valley Falls, KS, Kendall State Bank, Valley Falls, KS, insurance activities (b)(8)(iii)	3 and 4	Kansas City	May 5, 1997
Norwest Corporation, Minneapolis, MN	Ohio Executive Mortgage Company, Mansfield, OH, residential mortgage lending (b)(1)	4	Minneapolis	May 8, 1997
Norwest Corporation, Minneapolis, MN	JMS Mortgage Company, Cedar Rapids, IA, residential mortgage lending (b)(1)	4	Minneapolis	May 9, 1997
Norwest Corporation, Minneapolis, MN	The First National Bankshares, Inc., Tucumcari, NM; The First National Bank of Tucumcari, Tucumcari, NM	3	Minneapolis	May 9, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Norwest Corporation, Minneapolis, MN	Trinty Mortgage Affiliates, Atlanta, GA, residential mortgage lending (b)(1)	4	Minneapolis	May 8, 1997
P.C.B. Bancorp, Inc., Largo, FL	Anchor Savings Bank, F.S.B., St. Petersburg, FL, savings association (b)(9)	4	Atlanta	May 8, 1997
Parkway Bancorp, Inc., Harwood Heights, IL, and Parkway Acquisition Corporation, Harwood Heights, IL	Jefferson Holding Corp., Chicago, IL; Jefferson State Bank, Chicago, IL	3	Chicago	April 21, 1997
Penns Woods Bancorp, Inc., Williamsport, PA	Columbia Financial Corporation, Bloomsburg, PA; First Columbia Bank & Trust Company, Bloomsburg, PA	3	Philadelphia	April 25, 1997
Peoples Financial Services, Inc., Hamtramck, MI	Peoples State Bank, Hamtramck, MI	3	Chicago	May 23, 1997
PHS Bancorp, M.H.C., Beaver Falls, PA	Peoples Home Savings Bank, Beaver Falls, PA	3	Cleveland	May 1, 1997
Pierce County Bancorp, Tacoma, WA	Pierce Commercial Bank, Tacoma, WA	3	San Francisco	April 21, 1997
Pinnacle Bancorp, Inc., Central City, NE	First Ogallala Investment, Inc., Ogallala, NE; First National Bank of Ogallala, Ogallala, NE	3	Kansas City	April 25, 1997
Pinnacle Bancshares, Inc., Thomson, GA	McDuffie Bank & Trust, Thomson, GA	3	Atlanta	May 5, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
PN Holdings, Inc., Ann Arbor, MI	Pelican National Bank, Naples, FL (in organization); Washtenaw Mortgage Company, Ann Arbor, MI, lending (b)(1)	3 and 4	Atlanta	April 21, 1997
Poteau Bancshares, Inc., Poteau, OK	First Poteau Corporation, Poteau, OK; Poteau State Bank, Poteau, OK	3	Kansas City	May 17, 1997
Powell, Donald Edward, Amarillo, TX	Tejas Bancshares, Inc. Fritch, TX; Fritch State Bank, Fritch, TX	CIBC	Dallas	April 7, 1997
Premier Bancshares, Inc., Atlanta, GA	Central and Southern Holding Company, Milledgeville, GA; Central and Southern Bank of Georgia, Milledgeville, GA; Central and Southern Bank of North Georgia, Greensboro, GA savings association (b)(9)	3 and 4	Atlanta	May 12, 1997
Premier Bancshares, Inc., LaGrange, TX, and Premier Holdings - Nevada, Inc., Carson City, NV	Citizens State Bank, Hempstead, TX	3	Dallas	May 1, 1997
Regions Financial Corporation, Birmingham, AL	The New Iberia Bancorp, Inc., New Iberia, LA; The New Iberia Bank, New Iberia, LA; First Bankshares, Inc., East Point, GA; First Bank of Georgia, East Point, GA; SB&T Corporation, Smyrna, GA; and Smyrna Bank and Trust Company, Smyrna, GA	3	Atlanta	May 5, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Regions Financial Corporation, Birmingham, AL	First Mercantile National Bank, Longwood, FL	3	Atlanta	April 14, 1997
Rossenber, Clifford R., Sunset Beach, CA	Security First Bank, Fullerton, CA	CIBC	San Francisco	May 27, 1997
Sankovitz Family Limited Partnership, and Frankson Investment Corporation, both of Waseca, MN	Bank of Ellendale, Ellendale, MN	3	Minneapolis	April 28, 1997
Schonath Family Partnership, LP, Oconomowoc, WI	InvestorsBancorp, Inc., Pewaukee, WI, and InvestorsBank, Pewaukee, WI	3	Chicago	May 30, 1997
Scott, Ben Jay, Coleman, TX	Coleman Bancshares, Inc., Coleman, TX; Coleman County State Bank, Coleman, TX	CIBC	Dallas	April 25, 1997
Seacoast Banking Corporation of Florida, Stuart, FL	Port St. Lucie National Bank Holding Corporation, Port St. Lucie, FL; Port St. Lucie National Bank, Port St. Lucie, FL; Spirit Mortgage Company, Port St. Lucie, FL, lending (b)(1)(iii)	3 and 4	Atlanta	April 24, 1997
Shorebank Corporation, Chicago, IL	Shorebank Pacific Corp., Ilwaco, WA; ShoreTrust Bank, Seattle, WA; ShoreTrust Trading Group, Inc., investment advice (b)(6)	3	Chicago	May 17, 1997
South Branch Valley Bancorp, Inc., Moorefield, WV	Capital State Bank, Inc., Charleston, WV	3	Richmond	May 23, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Southeast Bancorp, Inc., Corbin, KY	First Bank of East Tennessee, National Association, La Follette, TN	3	Cleveland	April 4, 1997
Southerland Family Limited Partnership, Batesville, AR	Citizens Bancshares of Batesville, Inc., Batesville, AR	CIBC	St. Louis	May 15, 1997
Southern National Corporation, Winstom-Salem, NC	United Carolina Bancshares Corporation, Whiteville, NC; United Carolina Bank, Whiteville, NC; United Carolina Bank of South Carolina, Greer, SC	3	Richmond	March 31, 1997
Southern Security Financial Corporation, Hollywood, FL	Southern Security Bank Corporation, Hollywood, FL; Southern Security Bank of Hollywood, Hollywood, FL	3	Atlanta	April 10, 1997
Spangler, Charles Leon, Aurora, MO	Seligman Bancshares, Inc., Seligman, MO; First Independent Bank, Seligman, MO	CIBC	St. Louis	May 15, 1997
Stichting Prioriteit (1) ABN AMRO Holding, Amsterdam, The Netherlands; Stichting Administratiekantoor ABN AMRO Holding, Amsterdam, The Netherlands; ABN AMRO Holding N.V., Amsterdam, The Netherlands; and ABN AMRO Bank, N.V., Amsterdam, CONTINUED	Citicorp Futures Corp., New York, NY; Citifutures Ltd., London, England; & Citicorp Futures Ltd., Singapore, acting as FCM (b)(17); investment advice (b)(18); acting as FCM in the execution & clearance of futures & options on futures contracts; CONTINUED	4	Chicago	March 17, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Stichting Prioriteit (2), The Netherlands	and providing execution- only or clearing-only services with respect to financial and non-financial futures and options on futures contracts	4	Chicago	March 17, 1997
Summit Bancorp, Princeton, NJ	Collective Bancorp, Inc., Egg Harbor, NJ; Collective Bank, Egg Harbor, NJ, operating a federal savings bank (b)(4)(ii) Collective Financial Services, Inc., securities brokerage & insurance agency activities (b)(7)(1) and (b)(11)(iii)	4	New York	May 23, 1997
Susquehanna Bancshares, Inc., Lititz, PA	Founders Bank, Bryn Mawr, PA	3	Philadelphia	May 19, 1997
Tehama Bancorp, Red Bluff, CA	Tehama Bank, Red Bluff, CA	3	San Francisco	May 12, 1997
Tehama Bancorp, Red Bluff, CA	Bancorp Financial Services, Sacramento, CA, leasing activities (b)(5)	4	San Francisco	May 5, 1997
Texas Financial Bancorporation, Inc., Minneapolis, MN, and Delaware Financial Bancorporation, Inc., Wilmington, DE	Austin County Bancshares, Inc., Belleville, TX; Austin County Bancshares- Delaware, Wilmington, DE; and Austin County State Bank, Belleville, TX	3	Dallas	March 27, 1997
Union Illinois 1995 Investment Limited Partnership, Swansea, IL	Union Illinois Company, Swansea, IL, Union Bank of Illinois, Swansea, IL, State Bank of Jerseyville, Jerseyville, IL	3	St. Louis	May 10, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Union Illinois Company, Swansea, IL	Missouri PayDay Loan Company, Inc., St. Louis, MO; Missouri Budget, Inc., St. Louis, MO, and Budget Finance, Inc., St. Louis, MO, consumer credit (b)(1)	4	St. Louis	May 19, 1997
United Community Banks, Inc., Blairsville, GA	United Family Finance Co., Blue Ridge, GA (formerly Mountain Mortgage & Loan, Inc.), making, acquiring, or servicing loans or other extensions of credit (b)(1)	4	Atlanta	March 25, 1997
United Community Banks, Inc., Blairsville, GA	United Family Finance Co., Blairsville, GA, credit insurance activities (b)(8)(ii)	4	Atlanta	April 25, 1997
Vermont Financial Services Corp., Brattleboro, VT	Eastern Bancorp, Inc., Dover, NH savings association, Vermont Federal Bank, FSB, Williston, VT, (b)(9)	4	Boston	April 14, 1997
West Point Bancorp, Inc., West Point, NE	Dakota Bancshares, Inc., West Point, NE; Dakota County State Bank, West Point, NE	3	Kansas City	April 18, 1997
Whipple Family Limited Partnership, Arkadelphia, AR	Horizon Bancorp, Inc., Arkadelphia AR; Horizon Bank, Inc. Malvern, AR	3	St. Louis	May 27, 1997

Addresses for Comments and Information Requests

Addresses for comments differ from those for information requests.

Addresses for Comments

Comments on the applications and notices may be sent to the appropriate Federal Reserve Bank or the Board.

Federal Reserve Bank of Boston

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02106-2204

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Federal Reserve Bank of Philadelphia

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44101-2566

Federal Reserve Bank of Richmond

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Federal Reserve Bank of Atlanta

Lois Berthaume, Vice President, 104 Marietta Street, N.W., Atlanta, GA
30303-2713

Federal Reserve Bank of Chicago

Philip Jackson, Applications Officer, 230 South LaSalle Street, Chicago, IL
60690-1413

Federal Reserve Bank of St. Louis

Randall C. Sumner, Vice President, 411 Locust Street, St. Louis, MO 63102-2034

Federal Reserve Bank of Minneapolis

Karen L. Grandstrand, Vice President, 250 Marquette Avenue, Minneapolis, MN 55480-2171

Federal Reserve Bank of Kansas City

D. Michael Manies, Assistant Vice President, 925 Grand Avenue, Kansas City, MO 64198-0001

Federal Reserve Bank of Dallas

Genie D. Short, Vice President, 2200 North Pearl Street, Dallas, TX 75201-2272

Federal Reserve Bank of San Francisco

Pat Marshall, Manager of Analytical Support, Consumer Regulation Group, 101 Market Street, San
Francisco, CA 94105-1579

Board of Governors of the Federal Reserve System

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

Information Requests

The public portions of the applications and notices currently listed in this release are available on an expedited basis from the appropriate Federal Reserve Bank. The public portion of the application also may be obtained from the Board.

Federal Reserve Bank of Boston

Jonathan Fine (TEL: 617-973-3339; FAX: 617-973-3219)

Federal Reserve Bank of New York

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

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Rob Jolley (TEL: 214-922-6071; FAX: 214-922-6302)

Federal Reserve Bank of San Francisco

Michael Johnson (TEL: 415-974-2995; FAX: 415-974-3031)

Board of Governors of the Federal Reserve System

Freedom of Information Office (TEL: 202-452-3684; FAX: 202-872-7562, and 202-872-7565)

H.2A

Notice of Formations and Mergers of, and Acquisitions by, Bank Holding Companies; Change in Bank Control

Notices Filed since the H.2A dated May 2, 1997

The following companies and individuals seek System approval to acquire a bank holding company, a bank, or a nonbanking company in a transaction that is subject to the Bank Holding Company Act of 1956 (12 U.S.C. 1841 et seq.), the Change in Bank Control Act (12 U.S.C.1817(j)), Regulation Y (12 CFR Part 225), or other applicable statutes and regulations. Comments regarding the applications and notices must be received in writing at the Reserve Bank indicated, or at the Board of Governors, no later than the end of the public comment period. Addresses for the Board and Federal Reserve Banks are listed at the end of this release.

The public portions of the applications and notices, as well as other related filings required by the Board, may be obtained on an expedited basis by contacting the appropriate Federal Reserve Bank; addresses are listed at the end of this release. Applications and notices also may be obtained from the Board.

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Bancorp of New Glarus, Inc., New Glarus, WI	The Bank of New Glarus, New Glarus, WI	3	Chicago	June 6, 1997
Commerzbank Aktiengesellschaft, Frankfurt Main, Germany	Commerz Futures Corporation, Chicago, IL, financial & investment advisory (b)(6)	4	New York	May 23, 1997
Community Bankshares Incorporated, Petersburg, VA	County Bank of Chesterfield, Midlothian, VA	3	Richmond	June 2, 1997
Deer, Charlie, Monroeville, AL	First Citizens Bancorp, Inc., Monroeville, AL First Citizens Bank of Monroe County, Monroeville, AL	CIBC	Atlanta	May 27, 1997
Farmers State Bank of Fort Morgan, ESOP, Fort Morgan, CO	FSB Bancorporation, Inc., Fort Morgan, CO and Farmers State Bank, Fort Morgan, CO	3	Kansas City	June 2, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Financial Services of St. Croix Falls, WI	State Bank of Dennison, MN	3	Minneapolis	June 6, 1997
Greer, Elmo, KY	Cumberland Valley Financial Company, London, KY	CIBC	Cleveland	May 23, 1997
Lashute, Ronald J., Opelousas, LA	American Bancorp, Inc., Opelousas, LA and American Bank & Trust Company, Opelousas, LA	CIBC	Atlanta	May 23, 1997
Lauritzen Corporation (1), Omaha, NE CONTINUED	First National of Nebraska, Inc., Omaha, NE, & First Nat'l Bank of Kansas, Overland Park, KS; First Nat'l Bank and Trust Co., Columbus, NE; Fremont Nat'l Bank, Fremont, NE; Platte Valley State Bank, Kearney, NE; First Nat'l Bank, CONTINUED	3	Kansas City	June 2, 1997
Lauritzen Corporation (2), Omaha, NE CONTINUED	North Platte, NE; and First National Bank of Omaha, Omaha, NE	3	Kansas City	June 2, 1997
Mellon Bank Corporation, Pittsburgh, OH	Buck Consultants, Inc., New York, NY, employee benefits consulting (b)(9)(ii)	4	Cleveland	May 27, 1997
National City Bancshares, Inc., Evansville, IN	Bridgeport Bancorp, Inc., Bridgeport, IL, and First National Bank of Bridgeport, Bridgeport, IL	3	St. Louis	June 6, 1997
PBT Bancshares, Inc., McPherson, KS	Yoder Bankshares, Inc., Yoder, KS, and Farmers State Bank, Yoder, KS	3	Kansas City	June 6, 1997

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Financial Services of St. Croix Falls, WI	State Bank of Dennison, Dennison, MN	3	Minneapolis	June 6, 1997
Greer, Elmo, East Bernstadt, KY	Cumberland Valley Financial Company, London, KY	CIBC	Cleveland	May 23, 1997
Lashute, Ronald J., Opelousas, LA	American Bancorp, Inc., Opelousas, LA and American Bank & Trust Company, Opelousas, LA	CIBC	Atlanta	May 23, 1997
Lauritzen Corporation (1), Omaha, NE CONTINUED	First National of Nebraska, Inc., Omaha, NE, & First Nat'l Bank of Kansas, Overland Park, KS; First Nat'l Bank and Trust Co., Columbus, NE; Fremont Nat'l Bank, Fremont, NE; Platte Valley State Bank, Kearney, NE; First Nat'l Bank, CONTINUED	3	Kansas City	June 2, 1997
Lauritzen Corporation (2), Omaha, NE CONTINUED	North Platte, NE; and First National Bank of Omaha, Omaha, NE	3	Kansas City	June 2, 1997
Mellon Bank Corporation, Pittsburgh, OH	Buck Consultants, Inc., New York, NY, employee benefits consulting (b)(9)(ii)	4	Cleveland	May 27, 1997
National City Bancshares, Inc., Evansville, IN	Bridgeport Bancorp, Inc., Bridgeport, IL, and First National Bank of Bridgeport, Bridgeport, IL	3	St. Louis	June 6, 1997
PBT Bancshares, Inc., McPherson, KS	Yoder Bankshares, Inc., Yoder, KS, and Farmers State Bank, Yoder, KS	3	Kansas City	June 6, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Reich Family Limited Partnership, Kansas City, MO, and general partners Carolyn Reich Weir, Independence, MO, and Nancy Reich Esry, Sarasota, FL	Blue Ridge Bancshares, Inc., Kansas City, MO, and Blue Ridge Bank and Trust Co., Kansas City, MO	CIBC	Kansas City	May 27, 1997
Republic Bancshares, Inc., St. Petersburg, FL	F.F.O. Financial Group, Inc., St. Cloud, FL, and First Federal Savings and Loan Association of Ocelola County, Kissimmee, FL, operating a savings association (b)(4)(ii)	4	Atlanta	May 23, 1997
Stearns Financial Services, Inc., Employee Stock Ownership Plan T1, St. Cloud, MN, and Stearns Financial Services, Inc., St. Cloud, MN	Arizona Community Bank of Scottsdale, Scottsdale, AZ	3	Minneapolis	June 6, 1997
TCF Financial Corporation, Minneapolis, MN	Winthrop Resources Corporation, Minnetonka, MN, leasing personal property (b)(3)	4	Minneapolis	May 27, 1997
Trustcorp Financial, Inc., St. Louis, MO	Missouri State Bank and Trust Company, St. Louis, MO	3	St. Louis	June 2, 1997
Young, William Howerton, Fredonia, KY	Fredonia Valley Bancorp, Inc., Fredonia, KY and Fredonia Valley Bank, Fredonia, KY	CIBC	St. Louis	May 23, 1997
Zions Bancorporation, Salt Lake City, UT	Tri-State Bank, Montpelier, ID	3	San Francisco	June 6, 1997

Addresses for Comments and Information Requests

Addresses for comments differ from those for information requests.

Addresses for Comments

Comments on the applications and notices may be sent to the appropriate Federal Reserve Bank or the Board.

Federal Reserve Bank of Boston

Richard Walker, Community Affairs Officer, 600 Atlantic Avenue, Boston, MA
02106-2204

Federal Reserve Bank of New York

Betsy Buttrill White, Senior Vice President, 33 Liberty Street, New York, NY 10045-0001

Federal Reserve Bank of Philadelphia

Michael E. Collins, Senior Vice President, 100 North 6th Street, Philadelphia,
PA 19105-1521

Federal Reserve Bank of Cleveland

Jeffrey Hirsch, Banking Supervisor, 1455 East Sixth Street, Cleveland, OH
44101-2566

Federal Reserve Bank of Richmond

A. Linwood Gill, III, Assistant Vice President, 701 East Byrd Street, Richmond, VA 23261-4528

Federal Reserve Bank of Atlanta

Lois Berthaume, Vice President, 104 Marietta Street, N.W., Atlanta, GA
30303-2713

Federal Reserve Bank of Chicago

Philip Jackson, Applications Officer, 230 South LaSalle Street, Chicago, IL
60690-1413

Federal Reserve Bank of St. Louis

Randall C. Sumner, Vice President, 411 Locust Street, St. Louis, MO 63102-2034

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