

ANNOUNCEMENT
BOARD OF GOVERNORS
OF THE
FEDERAL RESERVE SYSTEM

H.2, 1997, No. 21
Actions of the Board, its Staff, and
the Federal Reserve Banks;
Applications and Reports Received
During the Week Ending May 24, 1997

ACTIONS TAKEN BY THE BOARD OF GOVERNORS

TESTIMONY AND STATEMENTS

Financial modernization legislation, H.R.10 --
statement by Chairman Greenspan before the House
Committee on Banking and Financial Services,
May 22, 1997.
Published, May 22, 1997.

BANK HOLDING COMPANIES

Allied Irish Banks, pc., Dublin, Ireland, and First
Maryland Bancorp, Baltimore, Maryland -- to acquire
Dauphin Deposit Corporation, Harrisburg,
Pennsylvania, Dauphin Bank and Trust Company, the
nonbanking subsidiaries of Dauphin, and engage in
nonbanking activities.
Approved, May 19, 1997.

REGULATIONS AND POLICIES

Regulation C -- amendments to increase an exemption,
ease disclosure requirements, and extend data
collection authority (Docket R-0951).
Approved, May 19, 1997.

ENFORCEMENT

Marin National Bancorp, San Rafael, California --
written agreement dated April 17, 1997, by and
between the Federal Reserve Bank of San Francisco
and Marin.
Announced, May 21, 1997.

Provident Bancorp of Texas, Inc., Dallas, Texas --
issuance of consent orders of assessment of civil
money penalties against Michael L. Riddle, John
Averett, Park Jones, and T. Stuart Ducote, former
officers and directors of Provident Bancorp,
formerly a bank holding company.
Announced, May 22, 1997.

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

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

BANK BRANCHES, DOMESTIC

Richmond F & M Bank-Blakeley, Ramson, West Virginia -- to establish a branch inside the Wal-Mart SuperCenter, 4 Charles Town Plaza, Charles Town, West Virginia. Approved, May 20, 1997.

St. Louis McIlroy Bank & Trust, Fayetteville, Arkansas -- to establish a branch in the Wal-Mart Supercenter at 3919 North Mall Avenue. Approved, May 20, 1997.

Cleveland Provident Bank of Kentucky, Alexandria, Kentucky -- to establish a branch at Mt. Zion and Sam Neace Boulevard, Florence, Kentucky. Approved, May 23, 1997.

BANK HOLDING COMPANIES

San Francisco Castle Creek Capital Partners Fund-I, L.P., San Diego, California -- waiver of certain commitment concerning acquisition of Rancho Santa Fe National Bank, Rancho Santa Fe, and First Community Bank of the Desert, Yucca Valley, California. Granted, May 20, 1997.

GC Chambers Family Partnership, Danville, Arkansas -- determination that it is a qualified family partnership under the Bank Holding Company Act. Granted, May 20, 1997.

Atlanta Colonial BancGroup, Inc., Montgomery, Alabama -- waiver of application to merge with Great Southern Bancorp, West Palm Beach, Florida. Approved, May 21, 1997.

Atlanta Colonial BancGroup, Inc., Montgomery, Alabama -- waiver of application to merge with First Commerce Banks of Florida, Inc., Winter Haven, Florida. Approved, May 21, 1997.

Atlanta Colonial Bank, Montgomery, Alabama -- to merge with Great Southern Bank, West Palm Beach, Florida. Approved, May 21, 1997.

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

BANK HOLDING COMPANIES

Director, BS&R Compagnie Financiere e Paribas, Paris, France, and
Banque Paribas -- request by Paribas to restore two
directors to the board of directors of Finaxa, a
French company, which indirectly controls Equitable
Life Assurance Society of the United States and
Donaldson, Lufkin & Jenrette, both of New York, New
York.
Granted, May 19, 1997.

Secretary Compass Bancshares, Inc., Birmingham, Alabama, and
Compass Banks of Texas, Inc., and Compass
Bancorporation of Texas, Inc., Wilmington, Delaware
-- to acquire Central Texas Bancorp, Inc., Waco,
Texas, and Texas National Bank of Waco.
Approved, May 21, 1997.

Chicago Dunn Investment Co., Eagle Grove, Iowa -- to acquire
Dunn Shares, Security Savings Bank, F&M Shares
Corp., and Farmers & Merchants Savings Bank,
Manchester, Iowa.
Approved, May 22, 1997.

Boston Falmouth Bancorp, Inc., Falmouth, Massachusetts -- to
acquire Falmouth Co-operative Bank, Sandwich,
Massachusetts.
Approved, May 22, 1997.

St. Louis First Robinson Financial Corporation, Robinson,
Illinois -- to become a bank holding company upon
the conversion of First Robinson Savings and Loan,
F.S., to a stock savings and loan association, and
then into a national bank.
Approved, May 22, 1997.

Cleveland FirstFederal Financial Services, Corp., Wooster, Ohio
-- to acquire FirstFederal Bank, National
Association.
Approved, May 23, 1997.

Cleveland FirstFederal Financial Services Corp., Wooster,
Ohio -- to acquire Summit Bancorp, Akron, Ohio.
Approved, May 23, 1997.

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

BANK HOLDING COMPANIES

Atlanta	Firsttrust Corporation, New Orleans, Louisiana -- to acquire shares of Automated Technology Machines, Inc., and engage in data processing activities. Permitted, May 21, 1997.
Minneapolis	Fishback Financial Corporation, Brookings, South Dakota -- to engage de novo in lending activities. Permitted, May 21, 1997.
New York	Greater Community Bancorp, Totowa, New Jersey -- to engage in riskless principal transactions through Greater Community Financial, L.L.C. Approved, May 21, 1997.
Dallas	Hawkins Delaware Financial Corporation, Wilmington, Delaware -- to acquire The First State Bank, Hawkins, Texas. Approved, May 21, 1997.
Dallas	Hawkins Financial Corporation, Hawkins, Texas -- to acquire Hawkins Delaware Financial Corporation, Wilmington, Delaware, and The First State Bank, Hawkins, Texas. Approved, May 21, 1997.
GC	Jones Family Limited Partnership, Irving, Texas -- determination that it is a qualified family partnership under the Bank Holding Company Act. Granted, May 20, 1997.
Dallas	Medina Bankshares, Inc., D'Hanis, Texas -- to acquire Medina Financial, Inc., Carson City, Nevada, and D'Hanis State Bank, D'Hanis, Texas. Approved, May 22, 1997.
Dallas	Medina Financial, Inc., Carson City, Nevada -- to acquire D'Hanis State Bank, D'Hanis, Texas. Approved, May 22, 1997.

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

BANK HOLDING COMPANIES

Minneapolis	Norwest Corporation, Minneapolis, Minnesota -- to acquire The First National Bankshares, Inc., Tucumcari, New Mexico. Approved, May 21, 1997.
Chicago	Peoples Financial Services, Inc., Hamtramck, Michigan -- to acquire Peoples State Bank. Returned, May 21, 1997.
Kansas City	Poteau Bancshares, Inc., Poteau, Oklahoma -- to acquire First Poteau Corporation. Approved, May 21, 1997.
Atlanta	Premier Bancshares, Inc., Atlanta, Georgia -- to merge with Central and Southern Holding Company, Milledgeville, and acquire Central and Southern Bank of Georgia, and Central and Southern Bank of North Georgia, Greensboro, and engage in operating a savings and loan association. Approved, May 21, 1997.
GC	Southerland Family Partnership, Little Rock, Arkansas -- determination that it is a qualified family partnership under the Bank Holding Company Act. Granted, May 20, 1997.
Atlanta	Southern Security Financial Corporation, Hollywood, Florida -- to acquire Southern Security Bank of Hollywood. Approved, May 22, 1997.
Director, BS&R	Stichting Prioriteit ABN AMRO Holding, Amsterdam, The Netherlands, Stichting Administratiekantoor ABN AMRO Holding, ABN AMRO Holding N.V., and ABN AMRO Bank N.V. -- request for relief from section 20 firewalls to permit ABN Chicago Corporation to underwrite the public offering of American depository receipts of ABN AMRO Holding N.V. Granted, May 19, 1997.

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

BANK MERGERS

Atlanta Colonial Bank, Montgomery, Alabama -- to merge with
First Commerce Bank of Polk County, Winter Haven,
Florida.
Approved, May 21, 1997.

CAPITAL STOCK

Kansas City Alamosa Bancorporation, Ltd., Alamosa, Colorado --
redemption of shares.
Approved, May 23, 1997.

CHANGE IN BANK CONTROL

Kansas City Alamosa Bancorporation, Ltd., Alamosa, Colorado --
change in bank control.
Permitted, May 23, 1997.

St. Louis Cecilian Bancorp, Inc., Cecilia, Kentucky -- change
in bank control.
Permitted, May 20, 1997.

Chicago Leighton Investment Company, Leighton, Iowa -- change
in bank control.
Permitted, May 19, 1997.

Atlanta Liberty Financial Services, Inc., New Orleans,
Louisiana -- change in bank control.
Permitted, May 19, 1997.

Dallas Morris County Bankshares, Inc., Naples, Texas --
change in bank control.
Permitted, May 20, 1997.

St. Louis Mountain Home Bancshares, Inc., Mountain Home,
Arkansas -- change in bank control.
Permitted, May 21, 1997.

Atlanta Weatherford Foundation of Red Bay, Alabama, Inc., Red
Bay, Alabama -- change in bank control.
Permitted, May 21, 1997.

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

CHANGE IN BANK CONTROL

Minneapolis Western Holding Company, Wolf Point, Montana --
change in bank control.
Permitted, May 20, 1997.

COMPETITIVE FACTORS REPORTS

Kansas City Canon National Bank, Canon City, Colorado, proposed
merger with Greenhorn Valley Bank, Colorado City,
Colorado -- report on competitive factors.
Submitted, May 19, 1997.

Dallas Compass Bank Houston, Texas, proposed merger with The
Texas National Bank of Waco, Waco, Texas -- report
on competitive factors.
Submitted, May 20, 1997.

San Francisco Cowlitz Bank, Longview, Washington, proposed
acquisition of the Castle Rock, Kalama, and
Longview, Washington, branches of Wells Fargo Bank,
N.A., San Francisco, California -- report on
competitive factors.
Submitted, May 20, 1997.

St. Louis EFS Federal Savings Bank, Oakland, Tennessee,
proposed purchase of the assets and assumption of
the liabilities of the Oakland, branch of First
Federal Bank, F.S.B., Memphis, Tennessee -- report
on competitive factors.
Submitted, May 21, 1997.

Atlanta First Bank of East Tennessee, National Association,
LaFollette, Tennessee, proposed merger with New
First Bank of East Tennessee, National
Association -- report on competitive factors.
Submitted, May 19, 1997.

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

COMPETITIVE FACTORS REPORTS

Dallas LaGrange State Bank, LaGrange, Texas, proposed merger with Citizens State Bank, Hempstead, Texas -- report on competitive factors. Submitted, May 23, 1997.

San Francisco National Bank of Arizona, Tucson, Arizona, proposed acquisition of the assets and assumption of the liabilities of eleven branches of Wells Fargo Bank, N.A., San Francisco, California -- report on competitive factors. Submitted, May 23, 1997.

New York National Bank of Delaware County, Walton, New York, proposed acquisition of certain assets and assumption of certain liabilities of a branch at Route 10, Hamden, of NBT Bank, National Association, Norwich, New York -- report on competitive factors. Submitted, May 21, 1997.

Philadelphia Sovereign Bancorp, Inc., Wyomissing, Pennsylvania, proposed merger with Bankers Corporation, Perth Amboy, New Jersey -- report on competitive factors. Submitted, May 20, 1997.

St. Louis Union Planters Bank of Jackson, N.A., Jackson, Tennessee, proposed purchase of certain assets and assumption of certain liabilities of the Jackson, branch of Central State Bank, Lexington, Tennessee -- report on competitive factors. Submitted, May 22, 1997.

EXTENSIONS OF TIME

Boston UFS Bancorp, Whitinsville, Massachusetts -- extension to acquire UniBank For Savings. Granted, May 19, 1997.

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

EXTENSIONS OF TIME

St. Louis	Union Illinois Company, Swansea, Illinois -- extension to engage in consumer credit activities through the purchase of the assets of Missouri Payday Loan Company, Inc., Missouri Budget Inc. (dba Missouri Payday Loan/Budget Finance), and Budget Finance, Inc., all in St. Louis, Missouri. Granted, May 23, 1997.
San Francisco	Wells Fargo & Company, San Francisco, California -- extension to divest certain property. Granted, May 22, 1997.

MEMBERSHIP

San Francisco	Foothill Independent Bank, Glendora, California -- to become a member of the Federal Reserve System. Approved, May 20, 1997.
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REGULATIONS AND POLICIES

Secretary	Federal Open Market Committee -- minutes of the meeting on March 25, 1997. Published, May 22, 1997.
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**ACTIONS TAKEN BY THE STAFF AND THE FEDERAL RESERVE BANKS
UNDER DELEGATED AUTHORITY**

BANK BRANCHES, DOMESTIC

Kansas City Bank of Colorado-Western Slope, Grand Junction, Colorado -- to establish a branch at 2900 F Road. Approved, May 16, 1997.

BANK HOLDING COMPANIES

Secretary Citizens Banking Corporation, Flint, Michigan -- to acquire CB Financial Corporation, Jackson, City Bank and Trust Company; City Bank, St. Johns, and CB-North, Charlevoix, Michigan. Approved, May 16, 1997.

New York Deutsche Bank Ag, Frankfurt, Germany -- to acquire Ganis Credit Corporation, Newport Beach, California, and engage in lending activities. Permitted, May 16, 1997.

Kansas City Northeast Kansas Bancshares, Inc., Valley Falls, Kansas -- to acquire Valley Falls Insurance, Inc., Valley Falls, Kansas. Approved, May 16, 1997.

BANKS, FOREIGN

New York National Westminster Bank PLC, London, England -- to establish an agency in Houston, Texas. Approved, May 14, 1997.

CHANGE IN BANK CONTROL

Kansas City First Bancshares, Inc., Ada, Oklahoma -- change in bank control. Permitted, May 16, 1997.

EXTENSIONS OF TIME

Chicago AliKat Investments, Inc., Gurnee, Illinois -- extension to September 2, 1997, to acquire NorthSide Community Bank. Granted, May 15, 1997.

Kansas City AMERIBANC HOLDINGS, Durango, Colorado -- extension to August 12, 1997, to acquire The Bank of Durango. Granted, May 14, 1997.

FEDERAL RESERVE BANK OF BOSTON APPLICATIONS

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

NONE

SECTION III - APPLICATIONS SUBJECT TO
FEDERAL REGISTER NOTICE ONLY

Application

Comment Period Ending Date

NONE

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

Application

NONE

SECTION V - AVAILABILITY OF CRA PUBLIC EVALUATIONS

Institution

Examination Date

Rating**

Fleet Bank - NH
1155 Elm Street
Manchester, NH 03101
(603) 647-7660

April 15, 1996

"S"

- RSSD No. 287604

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 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**

United Roosevelt MHC, a proposed New Jersey mutual holding company, and its subsidiary, United Roosevelt Bancorp, a proposed New Jersey stock holding company, both of Carteret, New Jersey, to acquire 100 percent of the shares of common stock of United Roosevelt Savings Bank, Carteret, New Jersey, a New Jersey stock savings bank and the proposed successor to United Roosevelt Savings Bank, a New Jersey mutual savings bank. 1/

6/23/97 2/

SECTION III

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

Dresdner Bank AG, Frankfurt, Germany, to engage through existing or future nonbank subsidiaries in the following activities: extending credit and servicing loans; activities related to extending credit; leasing personal or real property; trust company functions; financial and investment advisory activities; agency transactional services for customer investments; investment transactions as principal; and management consulting and counseling activities.

N/A

Cooperatieve Centrale Raiffeisen-Boerenleenbank, B.A., Rabobank Nederland, Utrecht, The Netherlands, to acquire indirectly, through Robeco Group, N.V., The Netherlands: (1) SmithGraham & Co. Asset Managers, L.P., Houston, Texas; (2) SGR Global Advisors, Houston, Texas; (3) Robeco Institutional Asset Management US Inc., Houston, Texas; and (4) AEA Global Advisors, LLC, New York, New York, and thereby engage in: (i) acting as an investment or financial advisor; and (ii) acting as a commodity pool operator.

N/A

SECTION IV

**Applications Not Involving
Public Comment**

Notice by NSS Bancorp, Inc., Norwalk, Connecticut, to become a bank holding company with respect to Norwalk Savings Society, Norwalk, Connecticut.

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 24, 1997

NAME OF BANK

RATING

EXAMINATION DATE

None.

-
- 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**

Northumberland Bancorp, Dunmore, PA to become a bank holding company through the acquisition of The Northumberland National Bank, Northumberland, PA, pursuant to Section 3(a)(1)RN of the Bank Holding Company Act.

Newspaper comment period expires: 05/028/97

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

Fulton Financial Corp, Lancaster, PA to acquire 100 percent of the voting shares of The Peoples Bank of Elkton, Elkton, PA., pursuant to Section 3(a)(3) of the Banking Holding Company Act.

Newspaper comment period expires: N/Avail
Federal Register comment period expires: N/Avail

**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**

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 23, 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.

Bank/Location

Examination Date

CRA Rating

NONE

NONE

NONE

APPLICATIONS BULLETIN
(For the week ending May 24, 1997)

SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE ONLY

NONE

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

NONE

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 Monitor Bancorp, Inc., Big Prairie, OH on May 21, 1997, of its intent to acquire the outstanding voting shares of The Monitor Bank, Big Prairie, 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 23, 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 23, 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.

Fifth Third Bank
Fifth Third Center
38 Fountain Square Plaza
Cincinnati, OH 45263
Rating: Outstanding
Exam. Date: 2-3-97
Disclosure Date: 5-23-97
RSSD# 723112

Federal Reserve Bank of Richmond

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>
NationsBank Corporation, Charlotte, North Carolina, to retain in a fiduciary capacity 14.83% of Citizens Bankshares of Eldon, Missouri, Inc., Eldon, Missouri.*	6-23-97

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>
Southern National Corporation, Winston- Salem, North Carolina, to acquire Refloat, Inc., Pilot Mountain, North Carolina, and Sheffield Financial Corp., Clemmons, North Carolina.
Botetourt Bankshares, Inc., Buchanan, Virginia, to become a bank holding company through the acquisition of 100% of the voting shares of Bank of Botetourt, Buchanan, Virginia.

*Application is subject to CRA requirements.

Federal Reserve Bank of Richmond

Section V - Availability of CRA Public Evaluations

Week ending May 23, 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>Number</u>	<u>Name of Bank</u>	<u>Examination</u> <u>Date</u>	<u>Rating</u>
887126	First Community Bank, Inc. 2 West Main Street Buckhannon, West Virginia 26202	2-3-97	Satisfactory
2353595	First Community Bank of Mercer County, Inc. 1001 Mercer Street Princeton, West Virginia 24740	2-3-97	Satisfactory
829032	Barbour County Bank 107 Pike Street Philippi, West Virginia 26416	3-3-97	Needs to improve.

Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending May 23, 1997

Section 1 - Applications Subject to Newspaper Notice Only

<u>Application</u>	<u>Comment Period Ending Date</u>
Southwest Georgia Bank Moultrie, Georgia To establish a drive-thru branch facility located at 205 Second Street, S.E., Moultrie, Georgia.	06-06-97*

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

<u>Application</u>	<u>Comment Period Ending Date</u>
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.	06-20-97* Newspaper
First State Bancshares of Blakely, Inc. Blakely, Georgia To convert its wholly-owned thrift subsidiary, First Federal Savings Bank of Southwest Georgia, Donalsonville, Georgia, to a state-chartered commercial bank, First State Bank of Donalsonville, Donalsonville, Georgia, pursuant to Section 3(a)(3) of the Bank Holding Company Act.	Not yet available*

Section 3 - Applications Subject to Federal Register Only

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

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

Application
None.

*Subject to provisions of the Community Reinvestment Act.

Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending May 23, 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.

Bank

CRA Rating

Examination Date

None.

Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending May 23, 1997

<u>Recently Approved Applications</u>	<u>Approval Date</u>
The Colonial BancGroup, Inc. Montgomery, Alabama Request for waiver of the application requirement of Section 3(a)(5) of the Bank Holding Company Act to merge with Great Southern Bancorp, West Palm Beach, Florida, and thereby directly acquire Great Southern Bank, West Palm Beach, Florida.	05-21-97
The Colonial BancGroup, Inc. Montgomery, Alabama Request for waiver of the application requirement of Section 3(a)(5) of the Bank Holding Company Act to merge with First Commerce Banks of Florida, Inc., Winter Haven, Florida, and thereby directly acquire First Commerce Bank of Polk County, Winter Haven, Florida.	05-21-97
Colonial Bank Montgomery, Alabama To merge with Great Southern Bank, West Palm Beach, Florida, pursuant to Section 18(c) of the Federal Deposit Insurance Act.	05-21-97
Colonial Bank Montgomery, Alabama To merge with First Commerce Bank of Polk County, Winter Haven, Florida, pursuant to Section 18(c) of the Federal Deposit Insurance Act.	05-21-97
The Weatherford Foundation of Red Bay, Alabama, Inc. Red Bay, Alabama After-the-fact notification filed by Ms. Tammy B. Montgomery to retain 60.90 percent of the outstanding shares of The Weatherford Foundation of Red Bay, Alabama, Inc., Red Bay, Alabama (Foundation), in her capacity as one of five trustees of Foundation.	05-21-97
Southern Security Financial Corporation Hollywood, Florida 1-BHC formation, Southern Security Financial Corporation, and its subsidiary, Southern Security Bank of Hollywood, both of Hollywood, Florida.	05-22-97
Premier Bancshares, Inc. Atlanta, Georgia Notification to acquire Central and Southern Bank of North Georgia, Greensboro, Georgia, 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.	05-21-97

Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending May 23, 1997

Recently Approved Applications

Approval Date

Premier Bancshares, Inc.

05-21-97

Atlanta, Georgia

To merge with Central and Southern Holding Company, Milledgeville, Georgia, and thereby directly acquire Central and Southern Bank of Georgia, Milledgeville, Georgia, pursuant to Section 3(a)(5) of the Bank Holding Company Act.

Firsttrust Corporation

05-21-97

New Orleans, Louisiana

Notification to acquire up to 24.9 percent of Automated Technology Machines, Inc., New Orleans, Louisiana, and thereby engage 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.

Liberty Bank Employee Stock Ownership Plan

05-19-97

New Orleans, Louisiana

To retain 1.99 percent of the outstanding shares of Liberty Financial Services, Inc., New Orleans, Louisiana. The acquisition will increase the total ownership to 14.53 percent.

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	M&I Marshall & Ilsley Bank Milwaukee, Wisconsin Security Bank, S.S.B. Milwaukee, Wisconsin and to establish 34 branches	NP -5-22-97
Merger & Branch	Old Kent Bank Grand Rapids, Michigan Old Kent Bank Elmhurst, Illinois and to establish 26 branches	NP -5-30-97
Merger & Branch	M&I Bank of Fox Valley Appleton, Wisconsin 5 branch offices of M&I Marshall & Ilsley Bank Milwaukee, Wisconsin and to establish 5 branches	NP -**
Merger & Branch	M&I Bank Northeast Green Bay, Wisconsin 10 branch offices of M&I Marshall & Ilsley Bank Milwaukee, Wisconsin and to establish 10 branches	NP -**
Merger & Branch	M&I Bank of Eagle River Eagle River, Wisconsin Eagle River, Wisconsin & Three Lakes, Wisconsin branches of M&I Marshall & Ilsley Bank Milwaukee, Wisconsin and to establish branches at 633 North Railroad Street Eagle River, Wisconsin 624 Anderson Street Three Lakes, Wisconsin	NP -**

Federal Reserve Bank of Chicago

Section I - Applications Subject to Newspaper
Notice Only cont'd

<u>Type</u>	<u>Application</u>	<u>Comment Period Ending Date</u>
Merger & Branch	M&I Bank of Menomonee Falls Menomonee Falls, Wisconsin Menomonee Falls, Wisconsin branch office of M&I Marshall & Ilsley Bank Milwaukee, Wisconsin and to establish a branch at N85 W16058 Appleton Avenue Menomonee Falls, Wisconsin	NP -**
Merger & Branch	M&I Bank of Shawano Shawano, Wisconsin Shawano, Wisconsin branch office of M&I Marshall & Ilsley Bank Milwaukee, Wisconsin and to establish a branch at 401 East Green Bay Street Shawano, Wisconsin	NP -**
Merger & Branch	M&I Bank of South Central Watertown, Wisconsin Watertown, Wisconsin branch office of M&I Marshall & Ilsley Bank Milwaukee, Wisconsin and to establish a branch at 808 East Main Street Watertown, Wisconsin	NP -**
Merger & Branch	M&I Central State Bank Oshkosh, Wisconsin Oshkosh, Wisconsin branch office of M&I Marshall & Ilsley Bank Milwaukee, Wisconsin and to establish a branch at 347 North Sawyer Street Oshkosh, Wisconsin	NP -**

Federal Reserve Bank of Chicago

Section I - Applications Subject to Newspaper
Notice Only cont'd

<u>Type</u>	<u>Application</u>	<u>Comment Period Ending Date</u>
Merger & Branch	M&I Lake Country Bank Hartland, Wisconsin Oconomowoc, Wisconsin branch office of M&I Marshall & Ilsley Bank Milwaukee, Wisconsin and to establish a branch at 326 East Wisconsin Avenue Oconomowoc, Wisconsin	NP -**
Merger & Branch	M&I Merchants Bank Rhineland, Wisconsin Rhineland, Wisconsin branch office of M&I Marshall & Ilsley Bank Milwaukee, Wisconsin and to establish a branch at 4 South Brown Street Rhineland, Wisconsin	NP -**
Merger & Branch	M&I First American Bank Wausau, Wisconsin Wausau, Wisconsin & Rothschild, Wisconsin branch offices of M&I Marshall & Ilsley Bank Milwaukee, Wisconsin and to establish branches at 400 4th Street Wausau, Wisconsin 2001 Steward Avenue Wausau, Wisconsin 1134 Grand Avenue Rothschild, Wisconsin	NP -**

Federal Reserve Bank of Chicago

Section I - Applications Subject to Newspaper
Notice Only cont'd

<u>Type</u>	<u>Application</u>	<u>Comment Period Ending Date</u>
Merger & Branch	M&I Bank of Racine Racine, Wisconsin Racine, Wisconsin branch office of M&I Marshall & Ilsley Bank Milwaukee, Wisconsin and to establish branches at 468 College Avenue Racine, Wisconsin 4100 Durand Avenue Racine, Wisconsin 3215 Douglas Avenue Racine, Wisconsin 5100 Washington Avenue Racine, Wisconsin	NP -**
Branch	Bank of Lenawee Adrian, Michigan 450 East Michigan Avenue Saline, Michigan	NP -5-31-97
Branch	State Bank Everly, Iowa 301 North Main Street Everly, Iowa	NP -5-14-97

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>
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)(1)	Bancorp of New Glarus, Inc.* New Glarus, Wisconsin Bank of New Glarus New Glarus, Wisconsin	FR - 6-6-97 NP - 6-2-97
3(a)(1)	Peoples Financial Services, Inc.* Hamtramck, Michigan Peoples State Bank Hamtramck, Michigan	FR - 5-23-97 NP - 5-10-97
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

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)	Schonath Family Partnership, A Limited Partnership* Oconomowoc, Wisconsin InvestorsBancorp, Inc. Pewaukee, Wisconsin InvestorsBank (in organization) Pewaukee, Wisconsin	FR - 5-30-97 NP - 5-16-97
3(a)(1)	InvestorsBancorp, Inc.* Pewaukee, Wisconsin InvestorsBank (in organization) Pewaukee, Wisconsin	FR - 5-30-97 NP - 5-16-97
3(a)(1)	FBA Bancorp Inc.* Chicago, Illinois First Bank of the Americas, S.S.B. Chicago, Illinois	FR - 6-12-97 NP - **
3(a)(3)	Central Illinois Bancorp, Inc.* Sidney, Illinois First Ozaukee Capital Corporation Cedarburg, Wisconsin First Ozaukee Savings Bank Cedarburg, Wisconsin	FR - ** NP - **
3(a)(3)	Firstbank Corporation* Alma, Michigan Lakeview Financial Corporation Lakeview, Michigan Bank of Lakeview Lakeview, Michigan	FR - 6-9-97 NP - 6-8-97

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)	Caisse Nationale de Credit Agricole, S.A. Paris, France Dean Witter Reynolds Inc. London, England Dean Witter International, Ltd. London, England	FR - **
4(c)(8)	Credit Agricole Indosuez Paris, France Dean Witter Reynolds Inc. London, England Dean Witter International, Ltd. London, England	FR - **
4(c)(8)	Pinnacle Financial Services, Inc. St. Joseph, Michigan CB Bancorp, Inc. Michigan City, Indiana Community Bank, a Federal Savings Bank Michigan City, Indiana	FR - **
4(c)(8)	Pinnacle Financial Services, Inc. St. Joseph, Michigan Indiana Federal Corporation Valparaiso, Indiana Indiana Federal Bank Valparaiso, Indiana IndFed Financial Services, Inc. Valparaiso, Indiana IndFed Mortgage Company Valparaiso, Indiana IndFed Investment Services, Inc. Valparaiso, Indiana Forest Holdings, Inc. Lisle, Illinois	FR - **

Federal Reserve Bank of Chicago

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

Type

Application

NONE

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 23, 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>
Villa Grove State Bank Ten North Main Street Villa Grove, Illinois 61956-0027 (217) 832-2631 RSSD# 474245	1/27/97	O
Hinsbrook Bank and Trust 6262 South Route 83 Willowbrook, Illinois 60514-2985 (630) 920-2700 RSSD# 428547	2/03/97	S

FEDERAL RESERVE BANK OF ST. LOUIS**SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE**

<u>Application</u>	<u>End of Comment Period</u>
* Section 9 branch notification by MidSouth Bank, Monette, Arkansas, to establish a branch at 3505 East Johnson Avenue, Jonesboro, Arkansas.	6-14-97

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

<u>Application</u>	<u>End of Comment Period</u>
* Section 3(a)(1) notification by Midwest Bancshares, Inc. and Affiliates Employee Stock Ownership Plan, Poplar Bluff, Missouri, to acquire 36.48 percent of Midwest Bancorporation, Inc., Poplar Bluff, Missouri (received during the week ending May 16, 1997).	Newspaper: 6-16-97
* Section 3(a)(3) notification by Gideon Bancshares Company, Dexter, Missouri, to acquire First Midwest Bank of Chaffee, Chaffee, Missouri.	<u>Federal Register</u> : 6-20-97
* Section 3(a)(1) notification by The Bank of Mulberry Employee Stock Ownership Trust, Mulberry, Arkansas, to acquire 50.5 percent of Acme Holding Company, Mulberry, Arkansas.	Newspaper: 6-16-97
* Section 3(a)(5) expedited notification by National City Bancshares, Inc., Evansville, Indiana, to merge with Bridgeport Bancorp, Inc., Bridgeport, Illinois.	Newspaper: 6-9-97
* Section 3(a)(3) notification by Meade Bancorp, Inc., Brandenburg, Kentucky, to acquire 15.6 percent of Bedford Loan and Deposit Bancorp, Inc., Bedford, Kentucky.	Newspaper: 6-16-97

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER NOTICE

<u>Application</u>	<u>End of Comment Period</u>
None.	

* This notification is subject to CRA.

FEDERAL RESERVE BANK OF ST. LOUIS

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

Application

End of Comment Period

Section 3(a)(5)(C) notification by Clay City Bank
Shares, Inc., Clay City, Illinois, to acquire The
Clay City Bank, Clay City, Illinois.

N/A

FEDERAL RESERVE BANK OF ST. LOUIS

SECTION V - AVAILABILITY OF CRA PUBLIC DISCLOSURES

Identification 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.

Bank RSSD Number	Name of Bank	Bank Address	Examination Date	Examination Rating
773247	Effingham State Bank	Effingham, IL	02/10/97	Satisfactory
77347	English State Bank	English, IN	02/18/97	Satisfactory

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

First Bancorp of River Falls, River Falls, Wisconsin,
for prior approval to become a bank holding company
through the acquisition of 100% of the voting shares of
First National Bank of River Falls, River Falls, Wisconsin. *

Not yet available

Ewen Bancshares, Inc., Ewen, Michigan, for prior approval
to become a bank holding company through the acquisition
of 100% of the voting shares of State Bank of Ewen, Ewen,
Michigan. *

Not yet available

* Subject to CRA

FEDERAL RESERVE BANK OF MINNEAPOLIS

Section III - Applications Subject
to Federal Register Notice Only

Application

Comment Period
Ending Date

NONE.

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 23, 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.

<u>BANK(S) EXAMINED</u>	<u>DATE OF EXAMINATION</u>	<u>CRA RATING</u>
The Citizens State Bank of Ontonagon 501 River Street Ontonagon, MI 49953	February 11, 1997	Satisfactory
The First State Bank of Emmons P.O. Box 28 Emmons, MN 56029-0028	February 18, 1997	Satisfactory
Ridgedale State Bank 1730 Plymouth Road Minnetonka, MN 55305	February 18, 1997	Satisfactory

KANSAS CITY RESERVE BANK APPLICATIONS AND REPORTS RECEIVED
During the week ending May 23, 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

Security Bancshares, Inc., Scott City, Kansas, for prior approval to acquire 9.5 percent of the voting shares of Intra Financial Corporation, Clyde, Kansas.*

June 20, 1997

Intra Financial Corporation, Clyde, Kansas, for prior approval to acquire 100 percent of the voting shares of Peoples Bancorp of Belleville, Inc., Belleville, Kansas.*

June 20, 1997

Binger Agency, Inc., Binger, Oklahoma, for prior approval to merge with Midstate Bancorp, Inc., Hinton, Oklahoma.*

June 20, 1997

Plainview Holding Company, Pilger, Nebraska, for prior approval to acquire 100 percent of the voting shares of American National Bank of Creighton, Nebraska.*

June 23, 1997

Gold Banc Corporation, Prairie Village, Kansas, for prior approval to acquire 100 percent of the voting shares of Peoples Bancshares, Inc., Clay Center, Kansas.*

Not Available

Trust Estate Established Under THIRD Clause of the Will of John H. Bedene, Arma, Kansas, for prior approval to acquire 51 percent of the voting shares of Bedene Insurance Agency, Arma, Kansas.

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

First Kansas Holding Company, Junction City,
Kansas, for prior approval to redeem 2,000 shares of
common stock.

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>
Central Bank of Missouri P.O. Box 1326 Sedalia, Missouri 65301-1326	491251	02-10-97	05-22-97	Satisfactory
Bank of Commerce P.O. Box 50 Rawlins, Wyoming 82301-0050	547550	02-24-97	05-20-97	Outstanding
Crete State Bank P.O. Box 66 Crete, Nebraska 68333-0066	543057	02-18-97	05-20-97	Satisfactory

*Application is subject to CRA.

FEDERAL RESERVE BANK OF DALLAS APPLICATIONS BULLETIN

APPLICATIONS AND NOTIFICATIONS FILED DURING THE WEEK OF MAY 19, 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
John P. Pennington, El Paso, TX, only notificant,
to acquire an interest in Ruidoso Bank Corporation,
Ruidoso, NM

97/06/05

*Section 3(a)(1) application by
Bedford Bancshares, Inc., Bedford, TX, to acquire
Bedford Delaware Bancshares, Inc., Dover, DE,
and Western American National Bank, Bedford, TX

N/A

*Section 3(a)(1) application by
Bedford Delaware Bancshares, Inc., Dover, DE, to acquire
Western American National Bank, Bedford, TX

N/A

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

None.

* 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 MAY 19, 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>
None.		

FEDERAL RESERVE BANK OF SAN FRANCISCO

Week ending 5/23/97

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

Security State Corporation to become a bank holding company by acquiring Security State Bank, both of Centralia, California. *	<u>Newspaper:</u> 6/03/97
	<u>Fed. Reg.:</u> 6/09/97
Bank of Idaho Holding Company to become a bank holding company by acquiring Bank of Eastern Idaho, both of Idaho Falls, Idaho. *	<u>Newspaper:</u> 6/09/97
	<u>Fed. Reg.:</u> 6/09/97
Neighborhood Bancorp, San Diego, California, to become a bank holding company by acquiring Neighborhood National Bank (In Organization), San Diego, California. *	<u>Newspaper:</u> Not available
	<u>Fed. Reg.:</u> 6/23/97

Section III - Applications Subject to Federal Register Only

Neighborhood Bancorp, San Diego, California, to engage <u>de novo</u> in certain nonbanking activities through Neighborhood Housing Development Corporation and Neighborhood Capital Advisors, both of San Diego, California.	<u>Fed. Reg.:</u> 6/23/97
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Section IV - Applications Not Subject to Federal Register Notice
or Newspaper Notice (Cont'd.)

None

* Subject to CRA.

FEDERAL RESERVE BANK OF SAN FRANCISCO

Week ending 5/23/97

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>
The Vintage Bank	1500 Soscol Avenue Napa, CA 94559-1910 (707) 257-8585	1/21/97	Satisfactory
First Security Bank of Nevada	530 Las Vegas Blvd. South Las Vegas, NV 89101 (702) 251-1100	1/21/97	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 since the H.2A dated May 23, 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
Bedene, John B., Bedene, Bruce Fowler, Bualle, Becky Suzanne, and Bedene, Barry William, as co-trustees of the Trust Estate established by the Will of John H. Bedene, Deceased, all of Arma, KS	Bedene Insurance Agency, Inc., Arma, KS, and The First State Bank, Arma, KS	CIBC	Kansas City	June 18, 1997
Central Illinois Bancorp, Sidney, IL	First Ozaukee Capital Corporation, Cedarburg, WI, and First Ozaukee Savings Bank, Cedarburg, WI	3	Chicago	June 26, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Cooperative Centrale Raiffeisen-Boerenleenbank, B.A., Rabobank Nederland, Utrecht, Netherlands; and Smith Graham & Co. Asset Managers L.P., Houston, TX	Financial advisor (b)(1) & (2)	4	New York	June 17, 1997
Dresdner Bank AG, Frankfurt, Germany, and Dresdner Kleinwort Benson, New York, NY	extending credit & servicing loans (b)(1), leasing personal/real property (b)(3), trust company functions (b)(5), financial/investment advisor (b)(6); agency transactional services for customer investment (b)(8); & management consulting & conseling (b)(9)	4	New York	June 17, 1997
ECSB Holding Company, Inc., Fort Walton Beach, FL	American National Financial Corporation, Panama City, FL and First National Bank Northwest Florida, Panama City, FL	3	Atlanta	June 27, 1997
Ewen Bancshares, Inc., Ewen, MI	State Bank of Ewen, Ewen, MI	3	Minneapolis	June 26, 1997
Fields, Alvin L., Honey Grove, TX, and Wilburn, Ronald L., San Antonio, TX	Quadco Bancshares, Inc., Ladonia, TX, and Farmers and Merchants State Bank, Ladonia, TX	CIBC	Dallas	June 18, 1997
First National Bancorp of River Falls, Inc., River Falls, WI	The First National Bank of River Falls, River Falls, WI	3	Minneapolis	June 26, 1997
First National Bancshares of Gallatin, Inc., Gallatin, MO	Interim First National Bank of Gallatin, Gallatin, MO, First National Bank of Gallatin, Gallatin, MO	3	Kansas City	June 27, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Huntington Bancshares, Inc., Columbus, OH CONTINUED	The Chase Manhattan Corp., Bankers Trust New York Corp., Citicorp and Security Pacific Corp. (75. Fed. Res. Bull. 192 (1989)	4	Cleveland	June 17, 1997
Huntington Bancshares, Inc., Columbus, OH, Huntington Capital Corp., Columbus, OH CONTINUED	underwriting & dealing to a limited extent in all types of debt securities, including corporate debt, sovereign debt securities, mortgage revenue bonds, mortgage-backed and consumer-receivable securities J.P. Morgan & Co., CONTINUED	4	Cleveland	June 17, 1997
Johnson, Willard M., as managing general partner of the WMJ/RMJ Family Limited Partnership II, Houston, TX	Jamestown Union Bancshares, Inc., Jamestown, TN, and Union Bank, Jameston, TN	CIBC	Atlanta	June 18, 1997
Moody Bancshares, Inc., Galveston, TX, and Moody Bank Holding Company, Reno, NV	The Moody National Bank of Galveston, Galveston, TX	3	Dallas	June 27, 1997
MSB Mutual Holding Company, and MSB Financial Corp., both of Wall Township, NJ	Manasquan Savings Bank, Wall Township, NJ	3	New York	June 27, 1997
NationsBank Corporation, and NB Holdings Corporation, both of Charlotte, NC	Citizens Bancshares of Eldon, Missouri, Inc., Eldon, MO, and Citizens Bank of Eldon, Eldon, MO	3	Richmond	June 26, 1997
New Woodson Bancshares, Inc., Graham, TX	Woodson Bancshares, Inc., Woodson, TX, and First State Bancorp, Inc., Carson City, NV, and First State Bank, Graham, TX	3	Dallas	June 27, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Simmons First National Corporation, Pine Bluff, AR	First Bank of Arkansas, Russellville, AR, and First Bank of Arkansas, Searcy, AR	3	St. Louis	June 27, 1997
State Bank of Hawley Employee Stock Ownership Plan and Trust, Hawley, MN	Bankshares of Hawley, Inc., Hawley, MN, and State Bank of Hawley, Hawley, MN	3	Minneapolis	June 27, 1997
Sullivan, John C., Livingston, MT, and Hornby, Mary C., Las Cruces, NM	Northeastern Wyoming Bank Corporation, Newcastle, WY, and First State Bank of Newcastle, Newcastle, WY	CIBC	Kansas City	June 17, 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

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)

Federal Reserve Bank of Philadelphia

Rosanna Crosier (TEL: 215-574-6581; FAX: 215-574-4146)

Federal Reserve Bank of Cleveland

Jim Terlop (TEL: 216-579-2197; FAX: 216-579-2932)

Federal Reserve Bank of Richmond

Gaile Clark (TEL: 804-697-8825; FAX: 804-697-8283)

Federal Reserve Bank of Atlanta

Wayne Smith (TEL: 404-589-7265; FAX: 404-589-7342)

Federal Reserve Bank of Chicago

Frank Skweres (TEL: 312-322-4785; FAX: 312-322-5894)

Federal Reserve Bank of St. Louis

Cathie Windsor (TEL: 314-444-4638; FAX: 314-444-8740)

Federal Reserve Bank of Minneapolis

Paula Charles (TEL: 612-372-2982; FAX: 612-344-2702)

Federal Reserve Bank of Kansas City

Patty Biesemeyer (TEL: 816-881-2464; FAX: 816-881-2252)

Federal Reserve Bank of Dallas

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 as of May 23, 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
1st United Bancorp, Boca Raton, FL	Seaboard Savings Bank, F.S.B., Stuart, FL, operating a savings association (b)(4)(ii)	4	Atlanta	June 12, 1997
Allegiant Bancorp, Inc., Clayton, MO	Reliance Financial, Inc., St. Louis, MI, and Reliance Federal Savings and Loan Association of St. Louis County, St. Louis, MI, operating a savings and loan (b)(4)(ii)	4	St. Louis	June 9, 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
Arrendale, Thomas A., III, Gainesville, GA, Bussey, Cynthia A., Atlanta, GA, and Arrendale, Nelle, Clarkesville, GA, as partners in the Arrendale Undiversified Family Limited Partnership, Baldwin, GA	Habersham Bancorp, Cornelia, GA, and Habersham Bank, Clarkesville, GA	CIBC	Atlanta	June 5, 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
Bancorp of New Glarus, Inc., New Glarus, WI	The Bank of New Glarus, New Glarus, WI	3	Chicago	June 6, 1997
Bank of Idaho Holding Company, Idaho Falls, ID	Bank of Eastern Idaho, Idaho Falls, IA	3	San Francisco	June 9, 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
Bedford Bancshares, Bedford, TX, and Bedford Delaware Bancshares, Inc., Dover, DE	Western American National Bank, Bedford, TX	3	Dallas	June 23, 1997
Biggs, Danny; Grimes, Merlin & Nelva; ED&J, Inc.; Carr, Ronald & Carol; Sell, Steven J.; Schenk, Schenk; Call, Dennis; and Southland, R. Joe, Great Bend, Kansas	First Wakeeney Agency, Inc., Great Bend, KS, and Interstate Bank, Great Bend, KS	CIBC	Kansas City	May 30, 1996
Binger Agency, Inc., Binger, OK	Midstate Bancorp, Inc., Hinton, OK, and Legacy Bank TC, Blanchard, OK, and Legacy Bank, Hinton, OK	3	Kansas City	June 20, 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

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
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
Caisse Nationale de Credit Agricole and Credit Agricole Indosuez (formerly Banque Indosuez), both of Paris, France	Indosuez Carr Futures, Inc., Chicago, IL, purchasing the institutional futures business of Dean Witter Reynolds, Inc., & its London, England, based affiliate, Dean Witter Reynolds, Internat'l., Ltd., financial & investment advise (b)(6) and (7)	4	Chicago	June 13, 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
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	3	San Francisco	April 25, 1997
CB Bancorp, Inc., Higginsport, OH	The Citizens Bank, Higginsport, OH	3	Cleveland	March 24, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
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
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, Charlevoix, 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 Management, 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
Commercial Guaranty Bancshares, Inc., Shawnee Mission, KS	CGB Capital Corporation, Shawnee Mission, KS, private placement of securities (b)(7)(iii)	4	Kansas City	June 3, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
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
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
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
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
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

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
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
Crites, John William, Petersburg, WV	South Branch Valley Bancorp, Inc., Moorefield, WV, and South Branch Valley National Bank of Moorefield, Moorefield, WV	CIBC	Richmond	June 3, 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
Deer, Charlie, Monroeville, AL	First Citizens Bancorp, Inc., Monroeville, AL First Citizens Bank of Monroe County, Monroeville, AL	CIBC	Atlanta	May 27, 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
Eagle Investment Company, Inc., Glenwood, MN	Eagle Bank, Glenwood, MN	3	Minneapolis	June 13, 1997
Eden Financial Corporation, San Angelo, TX	The First State Bank of Rankin, Rankin, TX	3	Dallas	March 24, 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
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

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Fannin Bancorp, Inc., Employee Stock Ownership Plan and Trust, Windom, TX	Fannin Bancorp, Inc., Windom, TX, and Fannin Bank, Windom, TX	3	Dallas	June 12, 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
Farmers State Holding Company, Marion, SD	First State Financial Services, Inc., Bridgewater, SD, and First State Bank, Bridgewater, SD	3	Minneapolis	May 30, 1997
FBA Bancorp, Inc., Chicago, IL	Interim First Bank, S.B., Chicago, IL, a de novo bank, First Bank of the Americas, SSB, Chicago, IL	3	Chicago	June 12, 1997
Fifth Third Bancorp, Cincinnati, OH	Suburban Bancorporation, Inc., Cincinnati, OH, Suburban Federal Savings Bank, Cincinnati, OH	4	Cleveland	May 27, 1997
Financial Services of St. Croix Falls, St. Croix Falls, WI	State Bank of Dennison, Dennison, MN	3	Minneapolis	June 6, 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

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
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
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 Citizens Bancorp, Cleveland, TN	The Home Bank FSB, Ducktown, TN, savings association (b)(9)	4	Atlanta	April 25, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
First Citizens BancShares, Inc., Raleigh, NC	First Savings Financial Corp., Reidsville, NC, and First Savings Bank of Rockingham County, Inc., SSB, Reidsville, NC	3	Richmond	June 13, 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
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 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
First State Bancshares of Blakely, Inc., Blakely, GA	First State Bank of Donalsonville, Donalsonville, GA	3	Atlanta	June 20, 1997
Firstbank Corporation, Alma, MI	Lakeview Financial Corporation, Lakeview, MI, and Bank of Lakeview, Lakeview, MI	3	Chicago	June 9, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
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
Florida Bancshares, Inc., Dade City, FL	First National Bank of Pasco, Dade City, FL	3	Atlanta	April 21, 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
Fulton Financial Corporation, Lancaster, PA	The Peoples Bank of Elkton, Elkton, MD	3	Philadelphia	June 23, 1997
GBC Bancorp, Inc., Lawrenceville, GA	Gwinnett Banking Company, Lawrenceville, GA (in organization)	3	Atlanta	April 10, 1997
Gideon Bancshares Company, Dexter, MO	First Midwest Bank of Chaffee, Chaffee, MO	3	St. Louis	June 20, 1997
Giltner Investment Partnership, Ltd., Omaha, NE	The Avoca Company, Avoca, NE; Farmers State Bank, Bennett, NE	3	Kansas City	May 5, 1997
Gold Banc Corporation, Inc., Prairie Village, KS	Peoples Bancshares, Inc., Clay Center, KS, and Peoples National Bank of Clay Center, Clay Center, KS	3	Kansas City	June 13, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Greer, Elmo, East Bernstadt, KY	Cumberland Valley Financial Company, London, KY	CIBC	Cleveland	May 23, 1997
Guaranty Bancshares Corporation, Kansas City, KS	Bank of Coffey, Coffey, MO	3	Kansas City	June 4, 1997
Harris Financial MHC, Harrisburg, PA	Harris Financial Inc., Harrisburg, PA; Harris Savings Bank, Harrisburg, PA	3	Philadelphia	March 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
Hyder, Ronald Hollis, and McNabb, Garry Wayne, both of Livingston, TN, as co- trustees of the Melissa Lynn Oakley 1996 Trust	First Holding Company, Inc., Livingston, TN, First National Bank of the Cumberlands, Livingston, TN	CIBC	Atlanta	June 2, 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
Intra Financial Corporation, Clyde, KS	Peoples Bancorp of Belleville, Inc., Belleville, KS, and Peoples Bank of Belleville, Belleville, KS	3	Kansas City	June 20, 1997
InvestorsBancorp, Inc., Pewaukee, WI	InvestorsBank, Pewaukee, WI	3	Chicago	May 30, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
John Porter Pennington, El Paso, TX	Ruidoso Bank Corporation, Ruidoso, NM, and Ruidoso State Bank, Ruidoso, NM	CIBC	Dallas	June 11, 1997
Kale, Denis L. and Sandra, Osceola, IA	Osceola Bancorporation, Osceola, IA; American State Bank, Osceola, IA	CIBC	Chicago	April 16, 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
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

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
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
Mansfield Bancshares, Inc., Mansfield, LA	Riverside Bancshares, Inc., Logansport, LA, and Bank of Logansport, Logansport, LA	3	Dallas	June 12, 1997
Marshall & Ilsey Corporation, Milwaukee, WI	Security Capital Corporation, Milwaukee, WI, Security Bank, S.S.B., Milwaukee, WI	3	Chicago	May 5, 1997
MASSBANK Corp., Reading, MA	Glendale Co-operative Bank Bank, Everett, MA	3	Boston	May 23, 1997
Mauldin, Leonard P., Town Creek, Alabama, Mauldin, Macke B., Sheffield, Alabama, and Mauldin, E. Fennel, Jr., Sheffield, Alabama, as the MPEFM, II Limited Partnership	BancIndependent, Inc., Sheffield, AL, and Bank Independent, Sheffield, AL	CIBC	Atlanta	June 2, 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

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
McConnell, Richard J. , Franklin, IN	FSB Financial Corporation, Francisco, IN; FSB Bank, Francisco, IN	CIBC	St. Louis	March 21, 1997
Meade Bancorp, Inc., Brandenburg, KY	Bedford Loan & Deposit Bancorp, Inc., Bedford, KY, and Bedford Loan & Deposit Bank, Bedford, KY	3	St. Louis	June 20, 1997
Mellon Bank Corporation, Pittsburgh, PA	1st Business Corporation, Los Angeles, CA, and 1st Business Bank, Los Angeles, CA	3	Cleveland	May 30, 1997
Mellon Bank Corporation, Pittsburgh, OH	Buck Consultants, Inc., New York, NY, employee benefits consulting (b)(9)(ii)	4	Cleveland	May 27, 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
Midwest Bancorporation, Inc.; Midwest Bancshares, Inc., and Affiliated Employee Stock Ownership Plan, all of Poplar Bluff, MO	Midwest Bancshares, Inc., Poplar Bluff, MO, and First Midwest Bank of Dexter, Dexter, MO; First Midwest Bank of Piedmont, Piedmont, MO; and Carter County State Bank, Van Buren, MO	3	St. Louis	June 16, 1997
Montgomery, Tammy Bolton, Golden, MS, as Trustee for The Waterford 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
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
NEB Corporation, Fond du Lac, WI	State Bank of St. Cloud, St. Cloud, WI	3	Chicago	May 5, 1997
Neighborhood Bancorp, San Diego, CA CONTINUED	extending loan and credit activities (b)(1) & (2), and consumer financial counseling (b)(6)	3 and 4	San Francisco	June 23, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Neighborhood Bancorp, San Diego, CA CONTINUED	Neighborhood Nat'l Bank, San Diego, CA; & Neighborhood Capital Advisors, San Diego, CA, community development (b)(12); financial & investment advisory (b)(6); Neighborhood Housing Development Corp., San Diego, CA, community development (b)(12), CONTINUED	3 and 4	San Francisco	June 23, 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
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
Patel, Susma; Patel (Suku), Suketu Madhusudan; Patel (Perry), Parimal Kantibhai; Amin, Bharat Muljibhai, London, England; and King, Dennis John Lloyd, Surrey, England; collectively, as the Patel Group	First Bankshares, Inc., Longwood, FL, and First National Bank of Central Florida, Longwood, FL	CIBC	Atlanta	May 30, 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
Penns Woods Bancorp, Inc., Williamsport, PA	Columbia Financial Corporation, Bloomsburg, PA; First Columbia Bank & Trust Company, Bloomsburg, PA	3	Philadelphia	April 25, 1997
Peoples Bank Employee Stock Ownership Trust, Marion, KY	Peoples-Marion Bancorp, Inc., Marion, KY	3	St. Louis	June 12, 1997
Peoples Financial Services, Inc., Hamtramck, MI	Peoples State Bank, Hamtramck, MI	3	Chicago	May 23, 1997
Peoples-Marion Bancorp, Inc., Marion, KY	The Peoples Bank, Marion, KY	3	St. Louis	June 12, 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
Plainview Holding Company, Pilger, NE	American National Creighton Co., Creighton, NE, and American National Bank of Creighton, Creighton, NE	3	Kansas City	June 23, 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
Powell, Donald Edward, Amarillo, TX	Tejas Bancshares, Inc. Fritch, TX; Fritch State Bank, Fritch, TX	CIBC	Dallas	April 7, 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
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

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Rossenberg, 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
Security Bancshares, Inc., Scott City, KS	Intra Financial Corp., and Exchange Bank of Clyde, Clyde, KS; Farmers State Bancshares of Sabetha, Inc., Sabetha, KS; Farmers State Bank, Sabetha, KS; Peoples Bancorp of Belleville, Inc., and Peoples Bank of Belleville, Belleville, KS	3	Kansas City	June 20, 1997
Security State Corporation, Centralia, WA	Security State Bank, Centralia, WA	3	San Francisco	June 9, 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 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
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
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

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
TCF Financial Corporation, Minneapolis, MN	Winthrop Resources Corporation, Minnetonka, MN, leasing personal property (b)(3)	4	Minneapolis	May 27, 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
The Bank of Mulberry Employee Stock Ownership Trust, Mulberry, AR	ACME Holding Company, Inc., Mulberry, AR, and The Bank of Mulberry, Mulberry, AR	3	St. Louis	June 23, 1997
Trustcorp Financial, Inc., St. Louis, MO	Missouri State Bank and Trust Company, St. Louis, MO	3	St. Louis	June 2, 1997
Union Illinois 1995 Investment Limited Partnership, Swansea, IL	Union Illinois Company, Swansea, IL, Union Bank of Ollinois, Swansea, IL, State Bank of Jerseyville, Jerseyville, IL	3	St. Louis	May 10, 1997
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

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
United Bankshares, Inc., Charleston, WV	First Patriot Bankshares Corporation, Reston, VA, and Patriot National Bank, Reston, VA	3	Richmond	June 16, 1997
United Community Banks, Inc., Blairsville, GA	United Family Finance Co., Blairsville, GA, credit insurance activities (b)(8)(ii)	4	Atlanta	April 25, 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 Rossevelt MHC, and United Rossevelt Bancorp, both of Carteret, NJ	United Rossevelt Savings Bank, Carteret, NJ	3	New York	June 23, 1997
Valcourt, Jeffery T., Arlington, VA	United Financial Banking Companies, Inc., Vienna, VA, and The Business Bank, Vienna, VA	CIBC	Atlanta	June 5, 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
Village Bancshares, Inc., Springfield, MO	Village Bank, Springfield, MO (a de novo state chartered bank)	3	St. Louis	June 16, 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

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
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.

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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.

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Board of Governors of the Federal Reserve System

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