

H.2 - No. 26

Board of Governors of the Federal Reserve System

**Actions of the Board, its Staff, and the Federal Reserve Banks
Applications and Reports Received Week Ending June 28, 1997**

ACTIONS TAKEN BY THE BOARD OF GOVERNORS

BANK HOLDING COMPANIES

First Bank System, Inc., Minneapolis, Minnesota -- to acquire U.S. Bancorp, Portland, Oregon, and its banking and nonbanking subsidiaries.
- Approved, June 23, 1997

INTERNATIONAL OPERATIONS

KeyBank National Association, Cleveland, Ohio -- to establish Leasetec Corporation International, Boulder, Colorado, an agreement corporation, and for Leasetec to invest in its foreign subsidiaries and to establish foreign branches.
- Approved, June 23, 1997

H.2

June 22, 1997 to June 28, 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; RBOPS - Reserve Bank Operations and Payment Systems; IF - International Finance; OSDM - Office of Staff Director for Management

BANK BRANCHES, DOMESTIC

Cleveland

Andover Bank, Andover, Ohio, to establish a branch at the intersection of Sandusky Street and State Street, Conneaut, Ohio -- report on competitive factors.
- Submitted, June 27, 1997

San Francisco

Cuyamaca Bank, Santee, California -- to acquire the Pine Valley, Campo, and Jamul, California, branches of Wells Fargo Bank, N.A., San Francisco, California.
- Withdrawn, June 26, 1997

Chicago

Fifth Third Bank of Central Indiana, Indianapolis, Indiana -- to establish a branch at 3060 Valley Farms Road.
- Approved, June 23, 1997

Kansas City

Pitkin County Bank & Trust Company, Aspen, Colorado -- to establish a branch at 16 Kearns Road, Snowmass Village, Colorado.
- Approved, June 23, 1997

Chicago

Prairie Bank & Trust Company, Bridgeview, Illinois -- to establish a branch at Caton Farm Road and Route 59, Joliet, Illinois.
- Approved, June 27, 1997

BANK HOLDING COMPANIES

Richmond

Abbeville Capital Corporation, Abbeville, South Carolina -- to acquire The Bank of Abbeville.
- Approved, June 26, 1997

Dallas

Bedford Bancshares, Inc., Bedford, Texas -- to acquire Bedford Delaware Bancshares, Inc., Dover, Delaware, and Western American National Bank, Bedford, Texas.
- Approved, June 24, 1997

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

Dallas

Bedford Delaware Bancshares, Inc., Dover, Delaware -- to acquire Western American National Bank, Bedford, Texas.
- Approved, June 26, 1997

Kansas City

Binger Agency, Inc., Binger, Oklahoma -- to acquire Midstate Bancorp, Inc., Hinton, Oklahoma.
- Approved, June 26, 1997

New York

Dresdner Bank AG, Frankfurt, Germany -- to engage de novo through existing or future nonbank subsidiaries in lending, leasing, trust company functions, financial and investment advisory activities, agency transactional services for customer investments, investment transactions as principal, and management consulting and counseling activities.
- Permitted, June 23, 1997

Atlanta

ECSB Holding Company, Inc., Fort Walton Beach, Florida -- to merge with American National Financial Corporation, Panama City, Florida.
- Approved, June 25, 1997

Dallas

Fannin Bancorp, Inc., Employee Stock Ownership Plan & Trust, Windom, Texas -- to acquire Fannin Bancorp, Inc., and Fannin Bank.
- Approved, June 26, 1997

St. Louis

Gideon Bancshares Company, Dexter, Missouri -- to acquire First Midwest Bank of Chaffee, Chaffee, Missouri.
- Permitted, June 25, 1997

Kansas City

Hohl Financial, Inc., Wahoo, Nebraska -- to acquire Wahoo State Bank.
- Approved, June 25, 1997

St. Louis

Meade Bancorp, Inc., Brandenburg, Kentucky -- to acquire additional shares of Bedford Loan and Deposit Bancorp, Inc., Bedford, Kentucky.
- Approved, June 25, 1997

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

St. Louis

Mulberry Employee Stock Ownership Trust, Mulberry, Arkansas -- to acquire additional shares of Acme Holding Company, Inc.
- Approved, June 26, 1997

Boston

NMBT Corp., New Milford, Connecticut -- to acquire the New Milford Trust Company.
- Approved, June 27, 1997

Richmond

Patapsco Valley Bancshares, Inc., Ellicott City, Maryland -- to acquire Central Maryland Services Corporation and engage in data processing activities.
- Permitted, June 27, 1997

Chicago

Pinnacle Financial Services, Inc., St. Joseph, Michigan -- to acquire by merger CB Bancorp, Inc., Michigan City, Indiana, and Community Bank, FSB, and operate a savings association; and acquire Community Brokerage Services, Inc., and engage in financial and investment advisory activities, and provide securities brokerage services and riskless principal transactions.
- Permitted, June 26, 1997

Atlanta

Republic Bancshares, Inc., St. Petersburg, Florida -- to acquire F.F.O. Financial Group, Inc., St. Cloud, Florida, and First Federal Savings and Loan Association of Osceola County, Kissimmee, Florida, and engage in operating a savings and loan association.
- Permitted, June 25, 1997

Secretary

State Street Corporation, Boston, Massachusetts -- to acquire Telesphere Corporation, New York, New York, and engage in financial data processing.
- Permitted, June 26, 1997

Minneapolis

Stearns Financial Services, Inc., Employee Stock Ownership Plan, St. Cloud, Minnesota, and Stearns Financial Services, Inc. -- to acquire Arizona Community Bank of Scottsdale, Arizona.
- Approved, June 24, 1997

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

General Counsel

Thera Holding Partners, Ltd., Baytown, Texas -- determination that it is a qualified family partnership under the Bank Holding Company Act.
- Granted, June 24, 1997

St. Louis

Village Bancshares, Inc., Springfield, Missouri -- to acquire Village Bank.
- Approved, June 26, 1997

BANK PREMISES

San Francisco

First Utah Bank, Salt Lake City, Utah -- investment in bank premises.
- Approved, June 24, 1997

BANKS, STATE MEMBER

St. Louis

Bank Tennessee, Memphis, Tennessee -- payment of a dividend
- Approved, June 27, 1997

Kansas City

Peoples Bank, Pratt, Kansas -- six months' notice of intention to withdraw from membership in the Federal Reserve System.
- Waived, June 23, 1997

CHANGE IN BANK CONTROL

Kansas City

Bedene Insurance Agency, Inc., Arma, Kansas -- change in bank control.
- Permitted, June 25, 1997

Atlanta

First Holding Company, Livingston, Tennessee -- change in bank control.
- Permitted, June 24, 1997

San Francisco

Security First Bank, Fullerton, California -- change in bank control.
- Permitted, June 26, 1997

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

COMPETITIVE FACTORS REPORTS

New York

Astoria Federal Savings and Loan Association, Long Island City, New York, proposed merge with the Greater New York Savings Bank, Brooklyn, New York -- report on competitive factors.
- Submitted, June 24, 1997

Dallas

Bank of Logansport, Logansport, Louisiana, proposed merger with Mansfield Bank & Trust Company, Mansfield, Louisiana -- report on competitive factors
- Submitted, June 27, 1997

Chicago

Capstone Bank, National Association, Watseka, Illinois, proposed merger with Goodland Bank, Goodland, Indiana -- report on competitive factors.
- Submitted, June 24, 1997

Minneapolis

First Bank National Association, East Grand Forks, Minnesota, proposed merger with United States National Bank of Oregon, Portland, Oregon -- report on competitive factors.
- Submitted, June 27, 1997

Chicago

LaSalle Bank National Association, Chicago, Illinois, proposed merger with LaSalle Bank, Illinois, Franklin Park, and LaSalle Bank, Westmont, Westmont, Illinois -- report on competitive factors.
- Submitted, June 23, 1997

New York

New York Federal Savings Bank, New York, New York, proposed merger with Flushing Savings Bank, Flushing, New York -- report on competitive factors.
- Submitted, June 26, 1997

Chicago

Norwest Bank Illinois, National Association, Galesburg, Illinois, proposed merger with Farmers National Bank of Geneseo, Geneseo, Illinois -- report on competitive factors
- Submitted, June 23, 1997

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

Richmond

Peoples Bank of Elkton, Elkton, Maryland, proposed merger with PBE Interim Bank -- report on competitive factors.
- Submitted, June 23, 1997

Chicago

Pinnacle Bank, St. Joseph, Michigan, proposed merger with Community Bank, A Federal Savings Bank, Michigan City, Indiana -- report on competitive factors.
- Submitted, June 26, 1997

Chicago

Royal Bank, Elroy, Wisconsin, proposed purchase of the assets and assumption of the liabilities of several branches of M&I State Bank, Stevens Point, Wisconsin -- report on competitive factors.
- Submitted, June 24, 1997

Secretary

SunTrust Bank, East Tennessee, National Association, Knoxville, Tennessee, proposed purchase of the assets and assumption of the liabilities of five branches of Union Planters National Bank, Memphis, and one branch of Union Planters Bank of Lakeway Area, Morristown, Tennessee -- report on competitive factors.
- Submitted, June 23, 1997

Dallas

Woodhaven National Bank, Fort Worth, Texas, proposed merger with Norwest Interim Bank Fort Worth, N.A., Fort Worth, Texas -- report on competitive factors
- Submitted, June 24, 1997

San Francisco

Zions First National Bank, Salt Lake City, Utah, proposed acquisition of the assets and assumption of the liabilities of the Coalville, North Logan, and Price, Utah, branches of Wells Fargo Bank, N.A., San Francisco, California -- report on competitive factors.
- Submitted, June 25, 1997

Zions First National Bank, Salt Lake City, Utah, proposed acquisition of the assets and assumption of the liabilities of the Cedar City, Logan, and St. George, Utah, branches of Wells Fargo Bank, N.A., San Francisco, California -- report on competitive factors.
- Submitted, June 25, 1997

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

MEMBERSHIP

St. Louis

BankTennessee, Memphis, Tennessee -- to become a member of the Federal Reserve System.
- Approved, June 27, 1997

Kansas City

Five Points Bank of Grand Island, Grand Island, Nebraska -- to become a member of the Federal Reserve System.
- Approved, June 24, 1997

Minneapolis

LaCrescent State Bank, LaCrescent, Minnesota -- to become a member of the Federal Reserve System.
- Approved, June 27, 1997

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

BANK BRANCHES, DOMESTIC

Dallas

Texas Bank, Weatherford, Texas -- to establish a branch at 2525 Ridgmar Boulevard, Fort Worth, Texas.
- Approved, June 20, 1997

BANK HOLDING COMPANIES

Philadelphia

Absecon Bancorp, Absecon, New Jersey -- to acquire The First National Bank of Absecon.
- Approved, June 19, 1997

Dallas

Franklin Federal Bancorp, FSB, Austin, Texas -- deregistration under Regulation G.
- Approved, May 28, 1997

BANKS, NONMEMBER, AND MISCELLANEOUS INSTITUTIONS

Dallas

U.S. Employees Credit Union, Houston, Texas -- deregistration under Regulation G.
- Approved, May 28, 1997

COMPETITIVE FACTORS REPORTS

Philadelphia

Penncore Phantom Savings Bank, Newtown, Pennsylvania, proposed merger with Commonwealth State Bank -- report on competitive factors.
- Submitted, June 19, 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**

NONE

SECTION VI - APPLICATIONS BULLETIN

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

*Subject to CRA.

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

SECTION I

**Applications Subject to Newspaper
Notice Only**

None.

SECTION II

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

None.

SECTION III

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

None.

SECTION IV

**Applications Not Involving
Public Comment**

None.

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 June 28, 1997

<u>NAME OF BANK</u>	<u>RATING</u>	<u>EXAMINATION DATE</u>
Bank of Bermuda (New York) Limited 570 Lexington Avenue New York, New York 10022	Outstanding	December 9, 1996
Marine Midland Bank One Marine Midland Center Buffalo, New York 14203	Satisfactory	November 4, 1996

1/ Subject to provisions of Community Reinvestment Act.

2/ Later of dates specified in newspaper and Federal Register notices.

3/ Date specified in newspaper notice; a later date may be specified in the Federal Register notice.

4/ Date specified in Federal Register notice; a later date may be specified in the newspaper notice.

N/A - Not Available

FEDERAL RESERVE BANK OF PHILADELPHIA

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

Premier Bank, Doylestown, PA to establish a branch office at 101 Floral Vale Blvd, Yardley, PA, pursuant to Section 9 of the Federal Reserve Act.

Newspaper comment period expires: 07/13/97

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

NONE

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

NONE

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

NONE

FEDERAL RESERVE BANK OF PHILADELPHIA

SECTION V - AVAILABILITY OF CRA PUBLIC EVALUATIONS

The following institutions were examined for CRA. The 30-business day period the bank has to make the evaluation public has lapsed during the week ending June 27, 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

Community Bank & Trust
521 Main Street
Forest City, PA 18241

02/24/97

Outstanding

**District
Federal Reserve Bank of Cleveland**

Applications and notifications filed during the week of 6/28/97

Section I - Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18C 9	Received application from Provident Bank of Florida, Apollo Beach, FL, on June 23, 1997, to merge with Enterprise National Bank of Sarasota, FL, and incident thereto establish branches.	7/16/97
MEM	Received application from Provident Bank of Florida, Apollo Beach, FL, on June 23, 1997, to become a member of the Federal Reserve System.	7/16/97
18C 9	Received application from Fifth Third Bank, Cincinnati, OH, on June 26, 1997, to acquire five (5) branch facilities of Great Lakes National Bank Ohio, Hamilton, OH, and incident thereto establish branches.	7/26/97
18C 9	Received application from Fifth Third Bank of Columbus, Columbus, OH, on June 26, 1997, to acquire three (3) branch facilities of Great Lakes National Bank Ohio, Hamilton, OH, and incident thereto establish branches.	7/26/97

Footnotes

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3A3	Received notice from Citizens National Corp, Paintsville, KY, on June 26, 1997, to acquire Josephine Bancshares, Inc., Prestonburg, KY.	7/11/97
3A5	Received notice from Provident Financial Group, Cincinnati, OH, on June 23, 1997, to acquire GulfCoast Bancorp, Inc., Sarasota, FL.	7/16/97

Footnotes

Section III - Applications subject to Federal Register notice only

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

Footnotes

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

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

Footnotes

Section V - Availability of CRA public evaluations

Description of the CRA Goal against which institutions are evaluated, the four performance levels, and the institutions for which an evaluation is publicly available.

The CRA requires a periodic evaluation of each covered institution regarding the extent to which it has ascertained, and helped meet, the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

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

- Outstanding**
- Satisfactory**
- Needs to Improve**
- Substantial noncompliance**

<i>RSSD number</i>	<i>Institution/ Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>
	NONE			

Footnotes

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

Institution

Location

Footnotes

Federal Reserve Bank of Richmond

Section I - Applications Subject to Newspaper
Notice Only

<u>Application</u>	<u>Comment Period Ending Date</u>
Centura Bank, Rocky Mount, North Carolina, to establish a commercial lending branch facility at 4700 Six Forks Road, Homewood Court, Raleigh, North Carolina.*	7-19-97
Allied Irish Banks, p.l.c., Dublin, Ireland, to establish representative offices in Paoli, Pennsylvania, and Rolling Hills Estates, California.	Not yet available.

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

<u>Application</u>	<u>Comment Period Ending Date</u>
Notice of Change in Control filed by Estrin Associates, L.L.C. and Estrin Family Limited Partnership, Bethesda, Maryland, with respect to GrandBanc, Inc., Rockville, Maryland (formerly FWB Bancorporation).	7-15-97**

Section III - Applications Subject to Federal Register Notice

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

Federal Reserve Bank of Richmond

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

Application

First Fidelity International Bank,
New York, New York, to amend its
articles of association to move the
home office location to Charlotte,
North Carolina.

*Application is subject to CRA requirements.

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

Federal Reserve Bank of Richmond

Section V - Availability of CRA Public Evaluations

Week ending June 27, 1997

Definition of Ratings

Outstanding record of meeting community credit needs.

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

Satisfactory record of meeting community credit needs.

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

Needs to improve record of meeting community credit needs.

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

Substantial noncompliance in meeting community credit needs.

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

<u>RSSD</u>		<u>Examination</u>	
<u>Number</u>	<u>Name of Bank</u>	<u>Date</u>	<u>Rating</u>
926025	F & M Bank-Central Virginia 1425 Seminole Trail Charlottesville, Virginia 22901-1480	3-31-97	Satisfactory

Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending June 27, 1997

Section 1 - Applications Subject to Newspaper Notice Only

<u>Application</u>	<u>Comment Period Ending Date</u>
The Peoples Bank & Trust Company Selma, Alabama To establish a branch located at 125 Hazel Avenue, Centreville, Alabama.	07-21-97*
Compass Bank Selma, Alabama To establish a branch located at the intersection of J. Turner Butler Boulevard and Gate Parkway, Jacksonville, Florida.	07-30-97*
Commercial Bank of Florida Miami, Florida To establish a branch located at the intersection of Northwest 116th Way and Northwest South River Drive, Medley, Florida.	07-18-97*
Ready Bank of Fort Walton Holding Company, Inc. Fort Walton Beach, Florida Notice for 1 -BHC formation, Ready Bank of West Florida, Fort Walton Beach, Florida.	Not yet available*

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

<u>Application</u>	<u>Comment Period Ending Date</u>
Pioneer Bancshares, Inc. Chattanooga, Tennessee To acquire Pioneer, f.s.b., Chattanooga, Tennessee (in organization), 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.	07-25-97*

Section 3 - Applications Subject to Federal Register Only

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

Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending June 27, 1997

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

Application

AmTrade International Bank of Georgia
Atlanta, Georgia
Commiment waiver request.

Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending June 27, 1997

Section 10 - Availability of CRA Public Evaluations

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

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

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

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

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

<u>Bank</u>	<u>CRA Rating</u>	<u>Examination Date</u>
United American Bank of Central Florida 105 West Colonial Drive Orlando, Florida 32801 (407) 648-0546	Outstanding	03-17-97

Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending June 27, 1997

Recently Approved Applications

Approval Date

ECSB Holding Company, Inc.
Fort Walton Beach, Florida

06-25-97

To merge with American National Financial Corporation, Panama City, Florida, and thereby directly acquire First National Bank Northwest Florida, Panama City, Florida, pursuant to Section 3(a)(5) of the Bank Holding Company Act.

Republic Bancshares, Inc
St. Petersburg, Florida

06-25-97

Notification by 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.

First Holding Company
Livingston, Tennessee

06-24-97

After-the-fact notification filed by Mr. Ronald H. Hyder and Mr. Gary W. McNabb, as co-trustees of the Melissa Lynn Oakley 1996 Trust, to retain 27.06 percent of the outstanding shares of First Holding Company, Livingston, Tennessee, pursuant to the Change in Bank Control Act of 1978.

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 Bank of Fox Valley Appleton, Wisconsin 5 branch offices of M&I Marshall & Ilsley Bank Milwaukee, Wisconsin and to establish 5 branches	NP - 6-19-97
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 - 6-19-97
Merger	M&I Bank of Eagle River Eagle River, Wisconsin Eagle River, Wisconsin & Three Lakes, Wisconsin branches of M&I Marshall & Ilsley Bank Milwaukee, Wisconsin	NP - 6-19-97
Merger	M&I Bank of Menomonee Falls Menomonee Falls, Wisconsin Menomonee Falls, Wisconsin branch office of M&I Marshall & Ilsley Bank Milwaukee, Wisconsin	NP - 6-19-97
Merger	M&I Bank of Shawano Shawano, Wisconsin Shawano, Wisconsin branch office of M&I Marshall & Ilsley Bank Milwaukee, Wisconsin	NP - 6-20-97
Merger	M&I Bank of South Central Watertown, Wisconsin Watertown, Wisconsin branch office of M&I Marshall & Ilsley Bank Milwaukee, Wisconsin	NP - 6-19-97
Merger	M&I Central State Bank Oshkosh, Wisconsin Oshkosh, Wisconsin branch office of M&I Marshall & Ilsley Bank Milwaukee, Wisconsin	NP - 6-19-97

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 - 6-19-97
Merger	M&I Merchants Bank Rhineland, Wisconsin Rhineland, Wisconsin branch office of M&I Marshall & Ilsley Bank Milwaukee, Wisconsin	NP - 6-19-97
Merger	M&I First American Bank Wausau, Wisconsin Wausau, Wisconsin & Rothschild, Wisconsin branch offices of M&I Marshall & Ilsley Bank Milwaukee, Wisconsin	NP - 6-19-97
Merger & Branch	M&I Bank of Racine Racine, Wisconsin Racine, Wisconsin branch office of M&I Marshall & Ilsley Bank Milwaukee, Wisconsin and to establish a branch at 468 College Avenue Racine, Wisconsin	NP - 6-19-97
Branch	1st Source Bank South Bend, Indiana 801 West Wayne Avenue Middlebury, Indiana	NP - 6-23-97

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>
Branch	Prairie Bank & Trust Company Bridgeview, Illinois Caton Farm Road and Route 59 Joliet, Illinois	NP - 6-20-97
Branch	1st Source Bank South Bend, Indiana 815-H South Centerville Road Sturgis, Michigan	NP - 7-7-97
Branch	First American Bank Carpentersville, Illinois 33 West Monroe Street Chicago, Illinois	NP - 7-7-97
Branch	Fifth Third Bank of Central Indiana Indianapolis, Indiana 3060 Valley Farms Road Indianapolis, Indiana	NP - 7-1-97
Merger & Branch	UnionBank Streator, Illinois UnionBank/Sandwich Sandwich, Illinois and to establish a branch at Route 34 and Center Street Plano, Illinois	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	Tiskilwa State Bank Tiskilwa, Illinois Tampico National Bank Tampico, Illinois First National Bank of Manlius Manlius, Illinois and to establish branches at 601 S. Main Street Princeton, Illinois 1839 N. Main Street Princeton, Illinois	NP - **
Merger & Branch	Omni Bank Macomb, Illinois Farmers State Bank of Ferris Ferris, Illinois and to establish a branch at Main Street, Ferris, Illinois	NP - **

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)(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 - 6-26-97 NP - 6-27-97
3(a)(1)	Covest Bancshares, Inc.* Des Plaines, Illinois Covest Banc, N.A. (formerly First Federal Bank for Savings) Des Plaines, Illinois	FR - 7-7-97 NP - 6-30-97
CoC-HC	Home Financial Bancorp Spencer, Indiana by Leon A. Greenblatt, III and Chiplease, Inc.	FR - 7-9-97 NP - 7-14-97
CoC-HC	South Holland Bancorp, Inc. South Holland, Illinois by Charles E. Waterman	FR - 7-10-97 NP - **
3(a)(1)	Edgar County Banc Shares, Inc.* Paris, Illinois Kansas Banc Corporation Kansas, Illinois Edgar County Bank and Trust Co. Paris, Illinois	FR - 6-30-97 NP - 7-3-97
3(a)(1)	Community National Bancorporation.* Waterloo, Iowa Community National Bank (in organization) Waterloo, Iowa	FR - ** NP - 7-18-97

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)(3)	F&M Bancorporation* Kaukauna, Wisconsin Clear Lake Bancorp, Inc. Clear Lake, Wisconsin Landmark Bank Clear Lake, Wisconsin	FR - 7-3-97 NP - 7-7-97
3(a)(5)	F&M Merger Corporation* Kaukauna, Wisconsin Clear Lake Bancorp, Inc. Clear Lake, Wisconsin Landmark Bank Clear Lake, Wisconsin	FR - 7-3-97 NP - 7-7-97
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 Community Brokerage Services, Inc. Michigan City, Indiana	FR - 6-19-97 NP - 6-23-97
4(c)(8)	Pinnacle Financial Services, Inc. St. Joseph, Michigan Indiana Federal Corporation Valparaiso, Indiana Indiana Federal Bank Valparaiso, Indiana IndFed Mortgage Company Valparaiso, Indiana IndFed Investment Services, Inc. Valparaiso, Indiana Forrest Holdings, Inc. Lisle, Illinois	FR - 6-19-97 NP - 6-25-97

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)	First Chicago NBD Corporation Chicago, Illinois First Chicago Capital Markets, Inc. Chicago, Illinois	FR - 6-30-97

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

<u>Type</u>	<u>Application</u>
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 June 27, 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>
First Bank of Berne 102 West Main Street P.O. Box 369 Berne, Indiana 46711-0369 (219) 589-2151 RSSD #312244	3/07/97	S

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

None.

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

* Section 4(c)(8) notification by Middleburg Bancorp, Inc., Middleburg, Kentucky, to acquire Lincoln Financial Bancorp, Stanton, Kentucky (erroneously reported as the acquisition of First Southern Bancorp, Lexington, Kentucky, during the week ending June 20, 1997).

Federal Register: 7-14-97

* Section 3(a)(3) notification by Commercial Bancshares, Inc., Texarkana, Arkansas, to acquire Citizens State Bank, Hempstead, Texas.

Newspaper: 7-25-97

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

None.

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

Section 3(a)(5)(C) notification by Holly Springs Bancshares, Inc., Holly Springs, Mississippi, to acquire Bank of Holly Springs, Holly Springs, Mississippi.

None.

* This notification is subject to CRA.

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
689245	First State Bank of Jonesboro	Jonesboro, AR	3/17/97	Outstanding
657459	Lemay Bank & Trust Co.	Lemay, MO	3/10/97	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

NONE.

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 June 27, 1997

ASSIGNMENT OF RATING

Identification of Ratings

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

OUTSTANDING RECORD OF MEETING COMMUNITY CREDIT NEEDS.

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

SATISFACTORY RECORD OF MEETING COMMUNITY CREDIT NEEDS.

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

NEEDS TO IMPROVE RECORD OF MEETING COMMUNITY CREDIT NEEDS.

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

SUBSTANTIAL NONCOMPLIANCE IN MEETING COMMUNITY CREDIT NEEDS.

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

BANK(S) EXAMINED

DATE OF EXAMINATION

CRA RATING

Security State Bank & Trust Co.
301 Main Street
P.O. Box 1299
Polson, MT 59860-1299

March 17, 1997

Satisfactory

SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE ONLY

APPLICATION

COMMENT PERIOD ENDING DATE

Vectra Bank, Denver, Colorado for prior approval to establish a branch at 6025 Parkway Drive, Commerce City, Colorado

Not Available

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

APPLICATION

COMMENT PERIOD ENDING DATE

Lincoln Bancshares, Lincoln, Missouri notice filed by Fred and Rayma Joy Wenig, Lincoln, Missouri, to retain control of Lincoln Bancshares, Inc., Lincoln, Missouri, and its subsidiary, The Farmers Bank of Lincoln, Missouri.

July 16, 1997

Thomas J., and S. June Remington, both of Lincoln, Nebraska, and Ada E. Remington, McCook, Nebraska; to acquire shares of Clatonia Bancshares, Inc., Clatonia, Nebraska, and thereby indirectly acquire Farmers Bank of Clatonia, Clatonia, Nebraska.

July 18, 1997

Century Acquisition Corporation, Hurst, Texas; to become a bank holding company by acquiring 100 percent of the voting shares of Century Capital Financial, Inc., Kilgore, Texas (Texas Corp.), and thereby indirectly acquire Century Capital Financial, Inc., Kilgore, Texas (Delaware Corp.), and City National Bank, Kilgore, Texas

July 21, 1997

Davis Bancorporation, Inc., Davis, Oklahoma; to acquire 17.04 percent: First Centralia Bancshares, Inc., Centralia, Kansas, to acquire 30.67 percent; Morrill Bancshares, Inc., Sabetha, Kansas, acquire 34.08 percent and Onaga Bancshares, Inc., Overland Park, Kansas, to acquire 17.04 percent, of the voting shares of Century Acquisition Corporation, Hurst, Texas, and thereby indirectly acquire City National Bank, Kilgore, Texas.

July 21, 1997

First National Bank of Julesburg and South Platte Bancorp, ESOP, Julesburg, Colorado; to acquire 1.41 percent for a total of 34.64 percent, of the voting shares of South Platte Bancorp, Julesburg, Colorado. July 21, 1997

First National Bank Shares, Ltd., Great Bend, Kansas; to acquire 20 percent of the voting shares of BankWest (a de novo bank), Castle Rock, Colorado July 25, 1997

RCB Holding Company, Claremore, Oklahoma; to acquire 100 percent of the voting shares of Northeastern Oklahoma Bancshares, Inc., Inola, Oklahoma, and thereby indirectly acquire at least 80 percent of the voting shares of Bank of Inola, Inola, Oklahoma. July 25, 1997

Stockmens Financial Corporation, Rushville, Nebraska; to acquire 20 percent of the voting shares of BankWest (a de novo bank), Castle Rock, Colorado July 25, 1997

Community Bancshares, Denver, Colorado, for prior approval to directly acquire 100 percent of the voting shares of Upper Rio Grande Bank Corporation, Del Norte, Colorado, and indirectly, not less than 80 percent of the voting shres of Rio Grande County Bank, Del Norte, Colorado Not Available

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER NOTICE ONLY

APPLICATION

COMPEN PERIOD ENDING DATE

None.

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

APPLICATION

None.

SECTION V - AVAILABILITY OF CRA PUBLIC EVALUATIONS

Identification of Ratings

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

Outstanding record of meeting community credit needs

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

Satisfactory record of meeting community credit needs

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

Needs to improve record of meeting community credit needs

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

Substantial noncompliance in meeting community credit needs

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

<u>Bank/Location</u>	<u>RSSD#</u>	<u>Exam Date</u>	<u>CRA Public Date</u>	<u>CRA Rating</u>
Schuyler State Bank and Company P.O. Box 427 Schuyler, NE 68661-0427	866550	3-31-97	6-25-97	Satisfactory
Lafayette State Bank 811 South Public Road Lafayette, CO 80026-2127	283054	3-31-97	6-27-97	Outstanding
Sundance State Bank P.O. Box 950 Sundance, WY 82729-0950	94755	3-31-97	6-27-97	Satisfactory

*Application is subject to CRA.

District 11

Federal Reserve Bank of Dallas

Applications and Notifications Filed During the Week of June 23, 1997

Section I - Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Comment period ending date</i>
None.		

* Subject to CRA.

** Comment period ending date is the date specified in the newspaper only.

N/A - Not available at this time.

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

<i>Type</i>	<i>Application</i>	<i>Comment period ending date</i>
*Section 3(a)(1)	First Marshall Bancshares, Inc., Marshall, TX, to acquire First Marshall Delaware Bancshares, Inc., Dover, DE, First Marshall Corporation, Marshall, TX, and East Texas National Bank, Marshall, TX	**97/07/08
*Section 3(a)(1)	First Marshall Delaware Bancshares, Inc., Dover, DE, to acquire First Marshall Corporation, Marshall, TX, and East Texas National Bank, Marshall, TX	**97/07/08
*Section 3(a)(3)	Sterling Bancshares, Inc., Houston, TX, to acquire First Houston Bancshares, Inc., Houston, TX, and Houston National Bank, Houston, TX	**97/07/18
*Section 3(a)(1)	TNB Bancorporation, Inc., Brenham, TX, to acquire TNB Bancorporation of Delaware, Inc., Wilmington, DE, and Texas National Bank, Brenham, TX	N/A
*Section 3(a)(1)	TNB Bancorporation of Delaware, Inc., Wilmington, DE, to acquire Texas National Bank, Brenham, TX	N/A

* Subject to CRA.

** Comment period ending date is the date specified in the newspaper only.

N/A - Not available at this time.

Federal Reserve Bank of Dallas

Section III - Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Comment period ending date</i>
-------------	--------------------	---------------------------------------

None.

* Subject to CRA.

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

<i>Type</i>	<i>Application</i>	<i>Comment period ending date</i>
-------------	--------------------	---------------------------------------

Stock Redemption Notice	Quadco Bancshares, Inc., Ladonia, TX, to repurchase 497 shares of common stock	
----------------------------	-----------------------------------------------------------------------------------	--

Section V - Publicly available CRA evaluations

Description of the CRA goal against which institutions are evaluated, the four performance levels, and the institutions for which an evaluation is publicly available.

The CRA requires a periodic evaluation of each covered institution regarding the extent to which it has ascertained, and helped meet, the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.

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

- Outstanding**
- Satisfactory**
- Needs to improve**
- Substantial noncompliance**

<i>RSSD number</i>	<i>Institution/ Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>
None.				

Section VI - CRA examinations scheduled **Quarter of**

<i>Institution</i>	<i>Location</i>
*N/A	

* The examination schedule for the fourth quarter of 1997 will be published on August 16, 1997.

FEDERAL RESERVE BANK OF SAN FRANCISCO

Week ending 6/27/97

Section I - Applications Subject to Newspaper Notice Only

<u>Application</u>	<u>Comment Period Ending Date</u>
First Utah Bank, Salt Lake City, Utah, to establish a branch office at 1300 South State Street, Salt Lake City, Utah. *	<u>Newspaper:</u> 7/24/07
Santa Barbara Bank & Trust, Santa Barbara, California, to merge with Citizens Bank of Santa Paula, Santa Paula, California. *	<u>Newspaper:</u> 7/20/97

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

Eggemeyer Advisory Corp., Castle Creek Capital, L.L.C., Castle Creek Capital Partners Fund-I, L.P., San Diego, California, and Western Bancorp, Laguna Niguel, California, to acquire by merger SC Bancorp, Anaheim, California. *	<u>Newspaper:</u> Not available
	<u>Fed. Reg.:</u> 7/21/97
Santa Barbara Bancorp, Santa Barbara, California, to acquire Citizens Bank of Santa Paula, Santa Paula, California. *	<u>Newspaper:</u> 7/20/97
	<u>Fed. Reg.:</u> 7/21/97

Section III - Applications Subject to Federal Register Only

None

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 6/27/97

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>
--------------------	-----------------	-------------------------	----------------

None

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

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

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

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

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

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

H.2A

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

Notices Filed as of July 3, 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
ABC Bancorp, Moultrie, GA	Irwin Bankcorp, Inc., Ocilla, GA and Bank of Ocilla, Ocilla, GA	3	Atlanta	July 18, 1997
Altus NBC Corporation, Inc., Oklahoma City, OK	NBC Corporation, Inc., Oklahoma City, OK, and NBC Technologies, Inc., Oklahoma City, OK providing data processing services (b)(14)	4	Kansas City	June 25, 1997
AMFED Financial, Inc., Minneapolis, MN	Norwest Bank Nevada, National Association, Las Vegas, NV	3	Minneapolis	July 14, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Anteilsverwaltung-Zentralsparkasse and Bank of Austria Aktiengesellschaft(1), both of Vienna, Austria CONTINUED	Creditanstalt-Bankverein, Vienna, Austria, and thereby CA Trade Finance Services, Inc., Greenwich, CT in export trade and lease finance activities (b)(1) & (2); CA Tradeco, Inc., Greenwich, CT in community development activities (b)(12); CONTINUED	4	New York	July 14, 1997
Anteilsverwaltung-Zentralsparkasse and Bank of Austria Aktiengesellschaft(2), both of Vienna, Austria CONTINUED	Creditanstalt-A.W.T. Trade Finance Co., New York, NY in export trade finance activities (b)(1) & (2); Creditanstalt Corporate Finance, Inc., Greenwich, CT in corporate finance and commercial lending activities (b)(1) & (2); CONTINUED	4	New York	July 14, 1997
Anteilsverwaltung-Zentralsparkasse and Bank of Austria Aktiengesellschaft(3), both of Vienna, Austria CONTINUED	Creditanstalt Equipment Leasing, Inc., Greenwich, CT in full payment lease financing (b)(3); Creditanstalt International Advisers, Inc., New York, NY in securities brokerage, private placement & riskless principal activities, CONTINUED	4	New York	July 14, 1997
Anteilsverwaltung-Zentralsparkasse and Bank of Austria Aktiengesellschaft(4), both of Vienna, Austria CONTINUED	provides merger-acquisition, corporate finance & investment advice & research (b)(6) & (b)(7); Creditanstalt International Asset Management, Inc., New York, NY providing investment management & economic research (b)(6); CONTINUED	4	New York	July 14, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Anteilsverwaltung-Zentralsparkasse and Bank of Austria Aktiengesellschaft(5), both of Vienna, Austria CONTINUED	Creditanstalt Municipal Leasing Co., Limited Partnership, Greenwich, CT in full payout municipal leasing (b)(3)	4	New York	July 14, 1997
Area Bancshares Corporation(1), Owensboro, KY CONTINUED	Cardinal Bancshares, Inc., Lexington, KY, & The Vine Street Trust Company, Lexington, KY, and First & Peoples Bank, Springfield, KY, and HNB Bank National Associaton, Harlan, KY, and Jefferson Banking Company, Louisville, KY, CONTINUED	3 and 4	St. Louis	July 21, 1997
Area Bancshares Corporation(2), Owensboro, KY CONTINUED	and Alliance Bank, FSB, Somerset, KY, and operation of a federal savings bank (b)(4), and Cardinal Data Services Corporation, Lexington, KY, and data processing activities (b)(14)	3 and 4	St. Louis	July 21, 1997
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
Bank of Idaho Holding Company, Idaho Falls, ID	Bank of Eastern Idaho, Idaho Falls, ID	3	San Francisco	June 9, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
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
Bankers Trust New York Corporation(1), New York, NY CONTINUED	Alex Brown Inc., Baltimore, MD, underwriting & dealing in, to a limited extent, all types of debt & equity securities other than interests in open end investment companies; making, acquiring, brokering & servicing loans or other extensions of CONTINUED	4	New York	July 3, 1997
Bankers Trust New York Corporation(2), New York, NY CONTINUED	credit (b)(1); trust company activities (b)(5); acting as investment or financial advisor (b)(6); securities brokerage services (b)(7); buying & selling securities (b)(7); acting as agent for the private placement of securities (b)(7); CONTINUED	4	New York	July 3, 1997
Bankers Trust New York Corporation(3), New York, NY CONTINUED	underwriting & dealing in obligations of the U.S. (b)(8); providing administrative & other services to investment companies.	4	New York	July 3, 1997
Banterra Corp, Eldorado, IL	1st Bancorp Vienna, Inc., Vienna, IL, First State Bank of Vienna, Vienna, IL	3	St. Louis	July 18, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Biggs, Daniel Biggs; Grimes, Merlin; ED&J, Inc., c/o David Marmie; Carr, Ronald and Call, Dennis; and Southard, R. Joe, all of Great Bend, KS	First Wakeeney Agency, Inc., Wakeeney, KS, and Interstate Bank, Great Bend, KS	CIBC	Kansas City	July 3, 1997
Bryan Family Management Trust, Bryan, TX, and Bryan- Heritage Limited Partnership, Bryan, TX	Bryan-Heritage Limited Partnership, Bryan, TX, and The First National Bank of Bryan, Bryan, TX	3	Dallas	July 21, 1997
Bryan, James Hugh, Jasper, GA	JBC Bancshares, Inc., Jasper, GA, and Jasper Banking Company, Jasper, GA	CIBC	Atlanta	July 10, 1997
Cabot Bankshares, Inc., Cabot, AR	The Capital Bank, Cabot, AR	3	St. Louis	July 11, 1997
Cabot Bankshares, Inc., Cabot, AR CORRECTION	The Capital Bank, Little Rock, AR	3	St. Louis	July 11, 1997
Central Bancompany, Inc., Jefferson City, MO	Farmers and Traders Bancshares, Inc., California, MO, and Farmers and Traders Bank, California, MO	3	St. Louis	July 7, 1997
Central Illinois Bancorp, Sidney, IL	First Ozaukee Capital Corporation, Cedarburg, WI, and First Ozaukee Savings Bank, Cedarburg, WI	3	Chicago	June 26, 1997
Century Acquisition Corporation, Hurst, TX	Century Capital Financial, Inc., Kilgore, TX, and Century Capital Financial, Inc., Kilgore, TX, and City National Bank, Kilgore, TX	3	Kansas City	July 21, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Century Bancorp, MHC, Bridgeton, NJ; and Century Bancorp, Inc., Bridgeton, NJ	Century Savings Bank, Bridgeton, NJ	3	Philadelphia	May 1, 1997
Century South Banks, Inc., Dahlonega, GA	Bank Corporation of Georgia, Macon, GA, and First South Banks, N.A., Macon, GA, and AmeriBank, N.A., Savannah, GA	3	Atlanta	July 18, 1997
Citizens National Corporation, Paintsville, KY	Josephine Bancshares, Inc., Prestonburg, KY, and The Bank Josephine, Prestonburg, KY	3	Cleveland	July 28, 1997
City Bancorp, Springfield, MO	THE BANK, Springfield, MO, a de novo bank	3	St. Louis	July 3, 1997
Comerzbank AG, Frankfurt am Main, Germany	CAM Acquisition, LLC, Wilmington, DE Montgomery Asset Mangement, L.P., Montgomery Services, LLC, all of San Francisco, CA, securities activities (b)(7)(i) and (iii); financial & Investment advisory services (b)(6); administrative services	4	New York	May 14, 1997
Commercial Bancshares of Ozark, Inc., Ozark, AL	The Commercial Bank of Ozark, Ozark, AL	3	Atlanta	July 3, 1997
Commercial Bancshares, Inc., Texarkana, AR	Citizens State Bank, Hempstead, TX	3	St. Louis	July 29, 1997
Community Bancshares, Inc., Butler, MO	Citizens Bank, Appleton City, MO	3	Kansas City	July 31, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Community Bancshares, Inc., Denver, CO	Upper Rio Grande Bank Corporation, Del Norte, CO, and Rio Grande County Bank, Del Norte, CO	3	Kansas City	July 28, 1997
Community National Bancorporation, Waterloo, IA	Community National Bank (in organization), Waterloo, IA	3	Chicago	July 29, 1997
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
Cooperative Centrale Raiffeisen-Boerenleenbank, B.A.(1), Rabobank Nederland, Utrecht, The Netherlands CONTINUED	Smith Graham & Co. Asset Managers L.P., Houston, TX, & SGR Global Advisers, Houston, TX, & Robeco Institutional Asset Management US, Inc., Houston, TX, & AEA Global Advisors LLC, New York, NY, & Robeco Group, N.V., Rotterdam CONTINUED	4	New York	July 10, 1997
Cooperative Centrale Raiffeisen-Boerenleenbank, B.A.(2), Rabobank Nederland, Utrecht, The Netherlands CONTINUED	Smith Graham & Co. Asset Managers L.P., and SGR Global Advisers, and Robeco Institutional Asset Management US, Inc., and AEA Global Advisors, LLC, and Smith Graham & Co. Asset Managers L.P., and SGR Global Advisers, CONTINUED	4	New York	July 10, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Cooperative Centrale Raiffeisen-Boerenleenbank, B.A.(3), Rabobank Nederland, Utrecht, the Netherlands CONTINUED	Robeco Institutional Asset Management US, Inc., and AEA Global Advisors LLC, in investment (b)(6), as a general partner to and providing administrative services to investment partnerships, including placing interests in such partnerships, CONTINUED	4	New York	July 10, 1997
Cooperative Centrale Raiffeisen-Boerenleenbank, B.A.(4), Rabobank Nederland, Utrecht, the Netherlands CONTINUED	in acting as a commodity pool operator, and in providing administrative services to open-end investment companies	4	New York	July 10, 1997
CoreStates Financial Corp., Philadelphia, PA	CoreStates Securities Corp., Philadelphia, PA, underwriting; lending (b)(1); investment advice (b)(6); and management consulting (b)(9)	4	Philadelphia	June 27, 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 CONTINUED	First State Bank of Atwood, Atwood, IL	CIBC	Chicago	May 16, 1997
CoVest Bancshares, Inc., Des Plaines, IL	CoVest Banc, N.A. (formerly known as First Federal Bank for Savings), Des Plaines, IL	3	Chicago	July 3, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Cox, Walter L., Sr., Naples, TX	Morris County Bankshares, Incorporated, Naples, TX; Morris County National Bank, Naples, TX	CIBC	Dallas	April 30, 1997
Davis Bancorporation, Inc., Davis, OK; First Centralia Bancshares, Inc., Centralia, KS; Morrill Bancshares, Inc., Sabetha, KS; and Onaga Bancshares, Inc., Overland Park, KS	Century Acquisition Corporation, Hurst, TX, and City National Bank, Kilgore, TX	3	Kansas City	July 21, 1997
Deposit Guaranty Corp., Jackson, MS	CSF Acquisition Corp., Jackson, MS; CitiSave Financial Corporation, Baton Rouge, LA; Citizens Savings Association, F.A., Baton Rouge, LA operating a savings association (b)(4)	4	Atlanta	July 3, 1997
Deutsche Bank, AG (Main) Federal Republic of Germany	Ganis Credit Corporation, Newport Beach, CA, lending (b)(1)	4	New York	May 12, 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
Edgar County Banc Shares, Inc., Paris, IL	Kansas Banc Corporation, Kansas, IL, and Kansas State Bank, Kansas, IL, and Edgar County Bank & Trust Co., Paris, IL	3	Chicago	June 30, 1997
Edison Bancshares, Fort Myers, FL	Edison National Bank (in organization), Fort Myers, FL	3	Atlanta	August 1, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Eggemeyer Advisory Corp., San Diego, CA, and Castle Creek Capital, L.L.C., San Diego, CA, Castle Creek Capital Partners Fund - I, L.P., San Diego, CA, and Western Bancorp, Laguna Niguel, CA.	SC Bancorp, Anaheim, CA, and Southern California Bank, Anaheim, CA	3	San Francisco	July 21, 1997
Enterbank Holdings, Inc., Clayton, MO	City Bancorp, Springfield, MO, and THE BANK (a proposed de novo bank), Springfield, MO	3	St. Louis	July 14, 1997
Estrin Associates, L.L.C. and Estrin Family Limited Partnership, Bethesda, MD	Estrin Associates, L.L.C. & Estrin Family Limited Partnership T1, Bethesda, MD	CIBC	Richmond	July 15, 1997
F & M Bancorporation, Inc., Kaukauna, WI, and F & M Merger Corporation, Kaukauna, WI	Clear Lake Bancorp, Inc., Clear Lake, WI, and Landmark Bank, Clear Lake, WI	3	Chicago	July 3, 1997
F & M Bancorporation, Inc., Kaukauna, WI, and F & M Merger Corporation, Kaukauna, WI CORRECTION	Clear Lake Bancorp, Inc., Clear Lake, WI, and Landmark Bank, Clear Lake, WI	3	Chicago	July 3, 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

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Ferguson, Roy, Tulsa, OK; Leonard, Michael S., Muskogee, OK, directly and indirectly; and Jackson, Beverly Carter, Q-TIP Trust, and Leonard, Michael S., Trustee, both of Stigler, OK	Stigler Bancorporation, Inc., Stigler, OK, and First National Bank of Stigler, Stigler, OK	CIBC	Kansas City	July 2, 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
Fifth Third Bancorp, Cincinnati, OH	Suburban Bancorporation, Inc., Cincinnati, OH, Suburban Federal Savings Bank, Cincinnati, OH	4	Cleveland	May 27, 1997
First Chicago NBD Corporation, Chicago, IL	First Chicago Capital Markets, Inc., Chicago, IL, underwriting & dealing in to a limited extent, equity securities	4	Chicago	June 30, 1997
First Eldorado Bancshares, Inc., Eldorado, IL	Dana Bancorp, Inc., Dana, IN, and First National Bank of Dana, Dana, IN	3	St. Louis	July 10, 1997
First Fairland Bancshares, Inc., Fairland, OK	Fairland Holding Company, Inc., Neosho, MO	3	Kansas City	August 1, 1997
First Marshall Bancshares, Inc., Marshall, TX, and First Marshall Delaware Bancshares, Inc., Dover, DE	First Marshall Corporation, Marshall, TX, and East Texas National Bank of Marshall, Marshall, TX	3	Dallas	July 11, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
First Midwest Bancorp, Inc., Itasca, IL	SparBank, Incorporated, McHenry, IL, and McHenry State Bank, McHenry, IL	3	Chicago	July 21, 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
First National Bank of Julesburg and South Platte Bancorp, ESOP, Julesburg, CO	South Platte Bancorp, Julesburg, CO	3	Kansas City	July 21, 1997
First National Bank Shares, LTD., Great Bend, KS	BankWest (a de novo bank), Castle Rock, CO	3	Kansas City	July 25, 1997
First State Bancshares of Blakely, Inc., Blakely, GA	First State Bank of Donalsonville, Donalsonville, GA	3	Atlanta	June 20, 1997
First State Bancshares, Inc., Farmington, MO	Perry County Financial Corporation, Perryville, MO, and Perry County Savings Bank, FSB, Perryville, MO operating a savings association (b)(4)	4	St. Louis	August 1, 1997
First United Bancshares, Inc., El Dorado, AR	Fredonia Bancshares, Inc., Nacogdoches, TX, and Fredonia State Bank, Nacogdoches, TX	3	St. Louis	June 30, 1997
Florida Bancshares, Inc., Dade City, FL	First National Bank of Pasco, Dade City, FL	3	Atlanta	April 21, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Fulton Financial Corporation, Lancaster, PA	The Peoples Bank of Elkton, Elkton, MD	3	Philadelphia	June 23, 1997
Gideon Bancshares Company, Dexter, MO	First Midwest Bank of Chaffee, Chaffee, MO	3	St. Louis	June 20, 1997
Greenblatt, Leon A., III, and Chiplease, Inc., both of Chicago, IL	Home Financial Bancorp, Spencer, IN, and Owen Community Bank, S.B., Spencer, IN	CIBC	Chicago	July 9, 1997
Greer, Elmo, East Bernstadt, KY	Cumberland Valley Financial Company, London, KY	CIBC	Cleveland	May 23, 1997
Harris Financial MHC, Harrisburg, PA	Harris Financial Inc., Harrisburg, PA; Harris Savings Bank, Harrisburg, PA	3	Philadelphia	March 27, 1997
Hibernia Corporation, New Orleans, LA	Executive Bancshares, Inc., Paris, TX, and First National Bank of Paris, Paris, TX, and Collin County National Bank, McKinney, TX	3	Atlanta	June 14, 1997
Huntington Bancshares Incorporated(1), Columbus, OH CONTINUED	First Michigan Bancorporation, and Superior Financial Corp., Holland, MI; FMB-Sault Bank, Saulte Ste. Marie, MI; FMB-First Michigan Bank, Zeeland, MI; FMB-First Michigan Bank, Grand Rapids, MI; FMB-Lumberman's Bank, Muskegon, MI; CONTINUED	3 and 4	Cleveland	July 18, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Huntington Bancshares Incorporated(2), Columbus, OH CONTINUED	FMB-Northwestern Bank, Boyne City, MI; FMB-State Savings Bank, Lowell, MI; FMB-Commercial Bank, Greenville, MI; FMB-Security Bank, Manistee, MI; FMB-Community Bank, Dowagiac, MI; FMB-Oceana Bank, Hart, MI; CONTINUED	3 and 4	Cleveland	July 18, 1997
Huntington Bancshares Incorporated(3), Columbus, OH CONTINUED	FMB-Reed City Bank, Reed City, MI; FMB-Maynard Allen Bank, Portland, MI; FMB-Old State Bank, Fremont, MI; FMB-Arcadia Bank, Kalamazoo, MI; and FMB-Trust, Holland, MI trust company activities (b)(5); FMB-Brokerage Services, Inc., Holland, MI CONTINUED	3 and 4	Cleveland	July 18, 1997
Huntington Bancshares Incorporated(4), Columbus, OH CONTINUED	customer investments (b)(7); and First Michigan Life Insurance Co., Holland, MI insurance agency underwriting (b)(11);	3 and 4	Cleveland	July 18, 1997
Huntington Bancshares, Inc.(A), 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
Huntington Bancshares, Inc.(B), Columbus, OH CONTINUED	The Chase Manhattan Corp., Bankers Trust New York Corp., Citicorp and Security Pacific Corp. (75. Fed. Res. Bull. 192 (1989) CONTINUED	4	Cleveland	June 17, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
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
J&L Holdings Limited Partnership, and Plainview Holding Company, both of Pilger, NE	American National Creighton Company, Creighton, NE	3	Kansas City	July 18, 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
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
Lashute, Ronald J., Opelousas, LA	American Bancorp, Inc., Opelousas, LA and American Bank & Trust Company, Opelousas, LA	CIBC	Atlanta	May 23, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Leake Family Partnership, L.P., Jackson, MS	Citizens Capital Corporation, Magee, MS, and Citizens State Bank, Magee, MS	CIBC	Atlanta	July 23, 1997
Lloyds TSB Group PLC, and Lloyds Bank PLC, both of London, England	IAI Holdings Inc., Investment Advisers, Inc., Minneapolis, MN, trust services (b)(3); investment advisory services (b)(4); full-service brokerage (b)(15); foreign exchange execution & advisory services, and other advisory & administrative services	4	New York	March 26, 1997
Marshall & Ilsey Corporation, Milwaukee, WI	Security Capital Corporation, Milwaukee, WI, Security Bank, S.S.B., Milwaukee, WI	3	Chicago	May 5, 1997
Mauldin, Leonard P., Town Creek, AL, Mauldin, Macke B., Sheffield, AL, and Mauldin, E. Fennel, Jr., Sheffield, AL, as the MPEFM, II Limited Partnership	BancIndependent, Inc., Sheffield, AL, and Bank Independent, Sheffield, AL	CIBC	Atlanta	June 2, 1997
Mayer, Morris, Testamentary Trust, Walkenhorst, Dale as Trustee, Madison, NE	Madison Bancshares, Inc., Madison, NE, Bank of Madison, Madison, NE	CIBC	Kansas City	April 7, 1997
Middleburg Bancorp, Inc., Middleburg, KY	Lincoln Federal Savings Bank, Liberty, KY in the operation of a federal savings bank (b)(4)	4	St. Louis	July 24, 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
Moody Bancshares, Inc., Galveston, TX, and Moody Bank Holding Company, Reno, NV	The Bank of Galveston, N.A., Galveston, TX	3	Dallas	June 30, 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
Moyer, George H., Jr., Madison, NE, and Moyer, Jon M., Madison, NE	Madison Bancshares, Inc., Madison, NE, and The Bank of Madison, Madison, NE	CIBC	Kansas City	June 26, 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
Murfreesboro Bancorp, Inc., Murfreesboro, TN	Bank of Murfreesboro, Murfreesboro, TN	3	Atlanta	July 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
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

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Neighborhood Bancorp(1), 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
Neighborhood Bancorp(2), 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
New Prague Bancshares, Inc., New Prague, MN	Community Security Bank, New Prague, MN, a de novo bank	3	Minneapolis	July 7, 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
Norma McLane-Smith Family Limited Partnership, Poplar Bluff, MO	Midwest Bancorporation, Inc.; Midwest Bancshares, Inc., Poplar Bluff, MI; First Midwest Bank of Piedmont, Piedmont, MI; First Midwest Bank of Dexter, Dexter, MI; and Carter County State Bank, Van Buren, MI	3	St. Louis	July 3, 1997
Northway Financial, Inc., Berlin, NH	The Berlin City Bank, Berlin, NH, and Pemi Bancorp, Inc., Plymouth, NH, and Pemigewasset National Bank of Plymouth, Plymouth, NH	3	Boston	July 17, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Northwest Suburban Bancorp., Inc. (in formation), Arlington Heights, IL	Mount Prospect National Bank (in organization), Mount Prospect, IL	3	Chicago	July 28, 1997
Norwest Corporation, Minneapolis, MN	Revelation Mortgage Company of America, Washington, D.C. residential mortgage lending activities (b)(1) and (b)(2)	4	Minneapolis	July 8, 1997
Norwest Corporation, Minneapolis, MN	Woodhaven National Bank, Fort Worth, TX	3	Minneapolis	July 3, 1997
Norwest Corporation, Minneapolis, MN	AMFED Financial, Inc., Minneapolis, MN, and Norwest Bank, Nevada, N.A., Las Vegas, NV	3	Minneapolis	July 14, 1997
Norwest Corporation, Minneapolis, MN	Myers Bancshares, Inc., Dallas, TX, and Continental State Bank, Boyd, TX	3	Minneapolis	July 3, 1997
NSS Bancorp, Inc., Norwalk, CT	Norwalk Savings Society, Norwalk, CT	3	New York	July 21, 1997
Patel, Susma; Patel, Suketu Madhusudan (Suku); Patel, Parimal Kantibhai (Perry); 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	June 26, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
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
Peoples Bancorp, Inc., Marietta, OH	Gateway Bancorp, Inc., Catlettsburg, KY, and Catlettsburg Federal Savings Bank, Catlettsburg, KY operating a savings association (b)(4)(ii)	4	Cleveland	August 1, 1997
Peoples Bank Employee Stock Ownership Trust, Marion, KY	Peoples-Marion Bancorp, Inc., Marion, KY	3	St. Louis	June 12, 1997
Peoples Community Bancshares, Inc., Colquitt, GA	Farmers Bank of Malone, Malone, FL	3	Atlanta	July 14, 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
Pioneer Bancshares, Inc., Chattanooga, TN	Pioneer Bank, F.S.B., Chattanooga, TN operating a savings association (b)(4)	4	Atlanta	July 25, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Pioneer Bancshares, Inc., ESOP, Ponca City, OK	Pioneer Bancshares, Inc., Ponca City, OK, and Bank & Trust, Ponca City, OK; Bancshares of Nichols Hills, Inc., Oklahoma City, OK; and Bank of Nichols Hills, Oklahoma City, OK	3	Kansas City	July 18, 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
Porter, John D., Jr., Mount Hope, KS, and Hill, Nancy L., Burrton, KS	Mount Hope Bancshares, Inc., Mount Hope, KS, and First National Bank of Mount Hope, Mount Hope, KS	CIBC	Kansas City	July 15, 1997
Proctor, Randall M., Sandy, OR	CCB Financial Corporation, Sandy, OR, and Clackamas County Bank, Sandy, OR	CIBC	San Francisco	June 23, 1997
Provident Bankshares Corporation, Baltimore, MD	First Citizens Financial Corp., Gaithersburg, MD, and Citizens Savings Bank, F.S.B., Gaithersburg, MD, operating a saving association (b)(4)(ii); originating & selling residential mortgage loans (b)(1); and selling mortgage life insurance (b)(11)(i)	4	Richmond	June 30, 1997
Provident Financial Group, Inc., & FGBI Acquisition Corp., both of Cincinnati, OH	Florida Gulfcoast Bancorp, Inc., Sarasota, FL, and Enterprise National Bank of Sarasota, Sarasota, FL	3	Cleveland	July 24, 1997
RCB Holding Company, Claremore, OK	Northeastern Oklahoma Bancshares, Inc., Inola, OK, and Bank of Inola, Inola, OK	3	Kansas City	July 25, 1997

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Remington, Thomas J., and S. June, both of Lincoln, NE, and Remingrton, Ada E., McCook, Nebraska	Clatonia Bancshares, Inc., Clatonia, NE, and Farmers Bank of Clatonia, Clatonia, NE	CIBC	Kansas City	July 18, 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
Rossenber, Clifford R., Sunset Beach, CA	Security First Bank, Fullerton, CA	CIBC	San Francisco	May 27, 1997
Santa Barbara Bancorp, Santa Barbara, CA	Citizens State Bank of Santa Paula, Santa Paula, CA	3	San Francisco	July 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
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

Applicant or notificant	Acquiree or activity	Section of law	Reserve Bank	End of comment period
Sterling Bancshares, Inc., Houston, TX	First Houston Bancshares, Houston, TX, and Houston National Bank, Houston, TX	3	Dallas	July 21, 1997
Stockmens Financial Corporation, Rushville, NE	BankWest (a de novo bank), Castle Rock, CO	3	Kansas City	July 25, 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
Swiss Bank Corporation, Basel, Switzerland	Dillon, Read Holding, Inc., New York, NY, investment advisory lending (b)(6); futures commission merchant (b)(7); brokerage activities (b)(7); underwriting	4	New York	June 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
The Union Illinois 1995 Investment Limited Partnership, Swansea, IL	Union Illinois Company, Swansea, IL, and Union Bank of Illinois, Swansea, IL, and State Bank of Jerseyville, Jerseyville, IL	3	St. Louis	July 7, 1997
TNB Bancorporation, Inc., Brenham, TX, and TNB Bancorporation of Delaware, Inc., Wilmington, DE	Texas National Bank, Brenham, TX	3	Dallas	July 29, 1997
Triangle Bancorp, Inc., Raleigh, NC	Bank of Mecklenburg, Charlotte, NC	3	Richmond	August 1, 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 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
Waseca Bancshares, Inc., Waseca, MN	American Savings, Inc., Farmington, MM, acquiring an industrial loan and thrift company (b)(4)(i)	4	Minneapolis	June 24, 1997
Waterman, Charles E. Frankfort, IL	South Holland Bancorp, Inc., South Holland, IL, and South Holland Trust & Savings Bank, South Holland, IL	CIBC	Chicago	July 10, 1997
Welch, Waymon Heriot, Jr., Memphis, TN	Noshoba Bancshares, Inc., Memphis, TN, and Nashoba Bank, Germantown, TN	CIBC	St. Louis	June 23, 1997
Wenig, Fred and Rayma, Lincoln, MO	Lincoln Bancshares, Inc., Lincoln, MO, and The Farmers Bank of Lincoln, Lincoln, MO	CIBC	Kansas City	July 16, 1997
Young, David E., Chattanooga, TN	East Ridge Bancshares, Inc., East Ridge, TN, and Bank of East Ridge, East Ridge, TN	CIBC	Atlanta	July 22, 1997
Zions Bancorporation, Salt Lake City, UT	Tri-State Bank, Montpelier, ID	3	San Francisco	June 6, 1997

Addresses for Comments and Information Requests

Addresses for comments differ from those for information requests.

Addresses for Comments

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

Federal Reserve Bank of Boston

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

Federal Reserve Bank of New York

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

Federal Reserve Bank of Philadelphia

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

Federal Reserve Bank of Cleveland

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

Federal Reserve Bank of Richmond

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

Federal Reserve Bank of Atlanta

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

Federal Reserve Bank of Chicago

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

Federal Reserve Bank of St. Louis

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

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)