
Federal Reserve Release



H.2

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

No. 14

Week Ending April 4, 1998

Bank Holding Companies

Bank of America, NT&SA, San Francisco, California -- application for its London branch to acquire Ruby Aircraft Leasing and Trading, Ltd., London, England.
- Approved, March 30, 1998

Popular, Inc., Hato Rey, Puerto Rico -- to acquire Florida Exchange, Inc., Oak Park, Illinois, and Mirando-J., Inc., and engage in money transmission and other related activities.
- Permitted, April 2, 1998

Board Operations

Government in the Sunshine Act -- annual report for 1997.
- Published, March 26, 1998 (AC)

Extensions Of Time

Regulations T, U, and X -- extension of the public comment period on the advance notice of proposed rulemaking concerning its margin regulations.
- Announced, March 31, 1998

Forms

Survey of Small Business Finances (FR 3044) -- to execute a one-time survey.
- Proposed, April 3, 1998

International Operations

Bankers International Corporation, New York, New York -- to make an investment in Bankers Trust International PLC, London, England.
- Permitted, April 2, 1998

Regulations And Policies

Examination frequency guidelines -- change to the interagency guidelines in accordance with section 306 of the Riegle Community Development Act and the Economic Growth & Regulatory Paperwork Reduction Act.
- Approved, February 13, 1998 (AC)

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

Bank Branches, Domestic

Chicago

Comerica Bank, Detroit, Michigan -- to establish a branch at 6425 28th Street, Cascade, Michigan.

- Approved, April 3, 1998

San Francisco

Community Bank of Nevada, Las Vegas, Nevada -- to establish a branch at 7676 West Lake Mead Boulevard.

- Approved, March 30, 1998

St. Louis

Farmers & Merchants Bank, Hannibal, Missouri -- to establish a branch at 3914 Market Street.

- Approved, April 3, 1998

St. Louis

Fifth Third Bank of Kentucky, Inc., Louisville, Kentucky -- to establish a branch at Hamburg Place, I-75 and Man-O-War Boulevard, Lexington, Kentucky.

- Approved, April 1, 1998

Richmond

First Virginia Bank of Tidewater, Norfolk, Virginia -- to establish a branch inside the Wal-Mart SuperCenter at 1521 Sams Circle, Chesapeake, Virginia

- Approved, March 30, 1998

Chicago

First American Bank, Ames, Iowa -- to establish a branch at 520 Grand Avenue.

- Approved, April 3, 1998

Richmond

Highlands Union Bank, Abingdon, Virginia -- to establish a branch at 506 Maple Street, Glade Springs, Virginia.

- Approved, April 2, 1998

Bank Branches, Domestic

Atlanta

Republic Security Bank, West Palm Beach, Florida -- to establish a branch at 8411 Pines Boulevard, Pembroke Pines, Florida.
- Approved, March 31, 1998

Chicago

Security State Bank, Hartley, Iowa -- to establish a branch at 117 South Central Avenue.
- Approved, April 2, 1998

Bank Holding Companies

Kansas City

Bancshares of Missouri, Inc., Kearney, Missouri -- to continue to engage in indirect lending via its investment in Jesse James Festival Grounds, LLC.
- Permitted, April 2, 1998

Kansas City

Bethany Bankshares, Inc., Bethany, Missouri -- to acquire Gallatin/New Hampton Bancshares, Inc., Albany, Missouri.
- Approved, April 1, 1998

Chicago

Central Iowa Bancorporation, Iowa City, Iowa -- to acquire Conrad Bancorporation and First State Bank.
- Approved, April 2, 1998

Cleveland

Citizens Bancshares, Inc., Salineville, Ohio -- to acquire Century Financial Corporation, Rochester, Pennsylvania.
- Approved, March 30, 1998

Atlanta

Community Bank Capital Corporation, Alpharetta, Georgia -- to acquire Bank of North Georgia.
- Approved, April 1, 1998

Bank Holding Companies

New York

Deutsche Bank AG, Frankfurt Am Main, Federal Republic of Germany -- to engage de novo in management consulting through a to-be-established U.S. subsidiary of Roland Berger & Partner Holding GMBH, Munich, Federal Republic of Germany.
- Permitted, April 3, 1998

Minneapolis

Farmers State Corporation, Mountain Lake, Minnesota -- to acquire Community Bank New Ulm, New Ulm, Minnesota.
- Approved, April 3, 1998

St. Louis

First State Bancshares, Inc., Farmington, Missouri -- waiver of application to acquire Joachim Bancorp, Inc., DeSoto, Missouri.
- Granted, April 2, 1998

Cleveland

F.N.B. Corporation, Hermitage, Pennsylvania -- to acquire Seminole Bank, Scranton, Pennsylvania.
- Approved, March 30, 1998

Atlanta

GB&T Bancshares, Inc., Gainesville, Georgia -- to acquire Gainesville Bank & Trust.
- Approved, April 2, 1998

Chicago

Independent Bank Corporation, Ionia, Michigan -- to acquire First Home Financial, Inc., Grand Rapids, Michigan, and engage in lending activities.
- Permitted, March 31, 1998

Chicago

ISB Financial Corp., Iowa City, Iowa -- to acquire Conrad Bancorporation and First State Bank.
- Approved, April 2, 1998

Bank Holding Companies

Kansas City

Kanbanc, Inc., Kansas City, Missouri -- to acquire shares of State Bank of Colony, Colony, Kansas.

- Approved, April 1, 1998

Dallas

Keene Bancorp, Inc., 401(K) Employee Stock Ownership Plan & Trust, Keene, Texas -- to acquire Keene Bancorp, Inc., and First State Bank.

- Approved, March 30, 1998

Chicago

LB Bancorp, Inc., Milwaukee, Wisconsin -- to acquire Liberty Bank.

- Approved, April 2, 1998

Richmond

Mid-Atlantic Community BankGroup, Inc., Gloucester, Virginia -- to acquire shares of Johnson Mortgage Company, L.L.C., Newport News, Virginia.

- Approved, March 30, 1998

Secretary

National City Corporation, Cleveland, Ohio -- to acquire Sterling Ltd., Co., Pepper Pike, Ohio, and Sterling Management Co, and engage in investment advisory activities, and also acquire SLC Capital, Inc., and serve as the general partner and manager of private investment limited partnerships and limited liability companies.

- Permitted, April 2, 1998

St. Louis

New Independent Bancshares, inc., New Washington, Indiana -- to engage in credit-related insurance activities through establishment of New Washington Reinsurance Company, Ltd.

- Permitted, March 30, 1998

Secretary

Norwest Corporation, Minneapolis, Minnesota -- to acquire certain assets of Automotive Financial Services, Inc., White Bear Lake, Minnesota, and engage in lending activities and the sale of credit life insurance.

- Permitted, March 31, 1998

Bank Holding Companies

Secretary

Norwest Corporation, Minneapolis, Minnesota -- to acquire certain assets and assume certain liabilities of WMC Mortgage Corporation, Woodland Hills, California, and acquire Spring Mountain Escrow Company, and engage in mortgage lending and escrow activities.

- Approved, April 2, 1998

Chicago

Stichting Administratiekantoor ABN AMRO Holding, Amsterdam, The Netherlands, Stichting Prioriteit ABN AMRO Holding, ABN AMRO Holding N.V., and ABN AMRO Bank N.V. -- to acquire Sage Clearing Limited Partnership, San Francisco, California, and Sage Clearing Corporation, and engage in clearing services.

- Permitted, April 3, 1998

Secretary

Union Planters Holding Corporation, Memphis, Tennessee -- to merge with Peoples First Corporation, Paducah, Kentucky, and acquire The Peoples First National Bank and Trust Company, and for Union Planters Corporation, Memphis, Tennessee, to acquire Peoples First Corporation and Peoples Bank.

- Approved, April 1, 1998

New York

Westdeutsche Landesbank Girozentrale, Dusseldorf, Germany -- to retain shares of Thomas Cook, Inc., New York, New York, its subsidiaries, and Interpayment Services Limited, London, England.

- Approved, March 31, 1998

Bank Premises

Dallas

Wellington State Bank, Wellington, Texas -- investment in bank premises.

- Approved, March 30, 1998

Capital Stock

Chicago

Harris Trust and Savings Bank, Chicago, Illinois -- redemption of shares.

- Approved, April 2, 1998

Change In Bank Control

Kansas City

First Bancorp of Oklahoma, Tonkawa, Oklahoma -- change in bank control.
- Permitted, April 1, 1998

Kansas City

First Independent Bancorp, Inc., Chickasha, Oklahoma -- change in bank control.
- Permitted, March 30, 1998

San Francisco

National American Bancorp, San Francisco, California -- change in bank control.
- Permitted, April 3, 1998

Kansas City

Pieper Bancorp, Inc., Calhan, Colorado -- change in bank control.
- Permitted, April 2, 1998

St. Louis

South Beach Limited Partnership, Little Rock, Arkansas -- change in bank control.
- Permitted, March 30, 1998

Atlanta

Warrior Capital Corporation, Warrior, Alabama -- change in bank control.
- Permitted, April 1, 1998

Competitive Factors Reports

Chicago

Alliance Bancorp, Hinsdale, Illinois -- report on competitive factors of the proposed acquisition of the assets and assumption of the liabilities of Southwest Bancshares, Inc., Homestown, Illinois, and South Federal Savings and Loan Association.
- Submitted, March 31, 1998

Philadelphia

Bank of Lancaster County, NA., Lancaster, Pennsylvania -- report on competitive factors of the proposed purchase of the assets and assumption of the liabilities of one office of CoreStates Bank, N.A., Philadelphia, Pennsylvania.
- Submitted, April 2, 1998

Competitive Factors Reports

Richmond

Branch Banking and Trust Company of Virginia, Virginia Beach, Virginia -- report on competitive factors of the proposed merger with Life Savings Bank, FSB, Norfolk, Virginia.

- Submitted, March 30, 1998

Dallas

Citizens National Bank, Henderson, Texas -- report on competitive factors of the proposed merger with First State Bank, Waskom, Texas.

- Submitted, April 2, 1998

Dallas

City National Bank of Sulphur Springs, Sulphur Springs, Texas -- report on competitive factors of the proposed merger with The First National Bank of Sulphur Springs.

- Submitted, March 30, 1998

Chicago

Exchange State Bank, Carsonville, Michigan -- report on competitive factors of the proposed merger with ES Bank.

- Submitted, April 3, 1998

Chicago

First National Bank of Waverly, Waverly, Iowa -- report on competitive factors of the proposed merger with First National Bank of Cedar Falls, Plainfield, Iowa.

- Submitted, April 3, 1998

Dallas

Frost National Bank, San Antonio, Texas -- report on competitive factors of the proposed merger with Overton Bank & Trust, N.A., Fort Worth, Texas.

- Submitted, March 30, 1998

Chicago

Peoples State Bank, Hamtramck, Michigan -- report on competitive factors of the proposed merger with Madison National Bank, Madison Heights, Michigan.

- Submitted, April 2, 1998

Competitive Factors Reports

Philadelphia

Sovereign Bancorp, Inc., Wyomissing, Pennsylvania -- report on competitive factors of the proposed acquisition of the assets and assumption of the liabilities of Carnegie Bancorp, Langhorne, and Carnegie Bank, N.A
- Submitted, April 2, 1998

Philadelphia

Spangler Interim Bank, N.A., Ebensburg, Pennsylvania -- report on competitive factors of the proposed acquisition of the assets and assumption of the liabilities of The First National Bank of Spangler, Spangler, Pennsylvania.
- Submitted, April 2, 1998

Richmond

TeleBank, Arlington, Virginia -- report on competitive factors of the proposed merger with Premium Bank, Gibbsboro, New Jersey.
- Submitted, April 1, 1998

St. Louis

Union Planters Bank, National Association, Memphis, Tennessee -- report on competitive factors of the proposed merger with Capital Savings Bank, F.S.B., Jefferson City, Missouri.
- Submitted, March 31, 1998

St. Louis

Union Planters Bank, National Association, Memphis, Tennessee -- report on competitive factors of the proposed merger with City Bank & Trust Company, National Association, McMinnville, Tennessee.
- Submitted, April 2, 1998

Chicago

Worth Bank and Trust , Worth, Illinois -- report on competitive factors of the proposed merger with Mount Greenwood Bank, Chicago, Illinois.
- Submitted, March 31, 1998

Extensions Of Time

Chicago

Marshall & Ilsley Corporation, Milwaukee, Wisconsin -- extension to June 29, 1998, to acquire Advantage Bancorp, Inc., Kenosha, Wisconsin, and Advantage Bank, FSB.
- Approved, March 31, 1998

Chicago

Stichting Prioriteit ABN AMRO Holding, Amsterdam, The Netherlands, Stichting Administratierkantoor ABN AMRO Holding, ABN AMRO Bank, N.V., ABN AMRO Holding N.V. , and ABN AMRO North America, Inc., Chicago, Illinois -- extension to divest certain property.
- Granted, March 30, 1998

New York

Summit Bank, Hackensack, New Jersey -- extension to March 28, 1999, to establish branches at Edward's Supermarket at 1556 North Olden Avenue, New Jersey, and Pathmark Supermarket, Route 1 and Emmons Drive, Windsor, New York.
- Granted, March 28, 1998 (AC)

Membership

Kansas City

State Bank, Pretty Prairie, Kansas -- to become a member of the Federal Reserve System.
- Approved, March 31, 1998

Regulations And Policies

Director C&CA

Regulation Z -- revisions to official staff commentary to provide guidance for open-end credit plans that increase rates triggered by late payments or by exceeding credit limits and that have deferred payment features (Docket R-0992).
- Approved, March 31, 1998

District 1
Federal Reserve Bank of Boston

Applications and notifications filed during the week of April 4, 1998

Section I - Applications subject to newspaper notice only

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

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

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

Section III - Applications subject to Federal Register notice only

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

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

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

Section V - Availability of CRA public evaluations

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>
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The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

The CRA requires that each depository institution's record in helping meet the credit needs of its entire community be evaluated periodically. That record is taken into account in considering an institution's application for deposit facilities.

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

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

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

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

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

Section VI - CRA examinations scheduled for 2nd Quarter of 1998

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

District 2
Federal Reserve Bank of New York

Applications and notifications filed during the week of April 4, 1998

Section I - Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	The Chase Manhattan Bank, New York, New York, to establish a branch office on the premises of Pfizer, Inc., located at 219 East 42nd Street, New York, New York.*	04/16/98

*Subject to the provisions of the Community Reinvestment Act.

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
CIC	The State Bancorp, Inc., and its Employee Stock Ownership Plan Trust, both of New Hyde Park, New York, to acquire up to 24.9 percent of State Bancorp, Inc., and its subsidiary, State Bank of Long Island, both of New Hyde Park, New York.	04/24/98 <u>1/</u>

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

Section III - Applications subject to Federal Register notice only

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

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

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

Section V - Availability of CRA public evaluations

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

Section VI - CRA examinations scheduled for 2nd Quarter of 1998

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

District 3
Federal Reserve Bank of Philadelphia

Applications and notifications filed during the week of April 4, 1998

Section I - Applications subject to newspaper notice only

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

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(3)	Mid Penn Bancorp, Inc. Millersburg, PA to acquire Miners Bank of Lykens, Lykens, PA.	Newspaper - 4/30/98 Fed Reg - 5/01/98

Section III - Applications subject to Federal Register notice only

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

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

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

Section V - Availability of CRA public evaluations

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>
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The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

The CRA requires that each depository institution's record in helping meet the credit needs of its entire community be evaluated periodically. That record is taken into account in considering an institution's application for deposit facilities.

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None

Section VI - CRA examinations scheduled for 2nd Quarter of 1998

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

District 4

Federal Reserve Bank of Cleveland

Applications and Notifications Filed During the Week of April 4, 1998

Section I - Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Received notice from Ohio Heritage Bank, Coshocton, OH on April 1, 1998, to establish a branch at 116 Market Street, Johnstown, PA.	4/27/98

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(3)	Received application from FNB Corporation, Hermitage, PA on April 1, 1998, to acquire Southwest Interim Bank No. 4 which will operate for 44-60 days as Seminole Bank, N.A., whereupon it will be merged into First National Bank of Florida, Largo, FL.	Newspaper - N/Avail
3(a)(1)	Received application from The Peoples Holding Company, Inc., Coldwater, OH on April 1, 1998, to acquire The Peoples Bank Co., Coldwater, OH.	N/Avail
3(a)(5)	Received application from United Bancorp, Martins Ferry, OH on April 1, 1998, to acquire Southern Ohio Community Bancorporation, Inc., Glouster, OH.	Fed Reg - 5/1/98
4(c)(8)	Received notice from FirstFederal Financial Service Corp., Wooster, OH on April 1, 1998, to acquire Shenango Bancorp, Inc., and its subsidiary First Federal Savings Bank of New Castle, both of New Castle, PA.	Fed Reg - 4/25/98

Section III - Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4(c)(8)	Received notice from Fifth Third Bancorp, Cincinnati, OH on April 1, 1998, to acquire The Ohio Company, Columbus, OH and its subsidiary Cardinal Management Corp., Columbus, OH.	4/23/98

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

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

Section V - Publicly available CRA evaluations

<i>RSSD number</i>	<i>Institution/ Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>
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The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

The CRA requires that each depository institution's record in helping meet the credit needs of its entire community be evaluated periodically. That record is taken into account in considering an institution's application for deposit facilities.

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

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

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

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

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560214	The Corn City State Bank 201 West Main Street P.O. Box 197 Deshler, OH 43516	11/24/97	3/31/98	Outstanding	Small Bank
113012	Wesbanco Bank Barnesville P.O. Box 70 Barnesville, OH 45833	2/27/98	3/31/98	Satisfactory	Large Bank
581116	The Custar State Bank P.O. Box 127 Custar, OH 43511	11/17/98	4/1/98	Satisfactory	Small Bank

Section VI - CRA examinations scheduled 2nd **Quarter of** 1998

<i>Institution</i>	<i>Location</i>
Citizens Deposit Bank & Trust	P.O. Box 9, 400 Second Street, Vanceburg, KY 41179-0009
Enterprise Bank	6150 Enterprise Parkway, Solon, OH 44139
Farmers Bank & Savings Company	P.O. Box 626, 211 W. 2nd Street, Pomeroy, OH 45769-1037
Heartland Bank	P.O. Box 7, 12 N. Main Street, Croton, OH 43013-0007
The Citizens Banking Company	P.O. Box 247, 10 E. Main Street, Salineville, OH 43945-0247
The St. Henry Bank	P.O. Box 330, 231 E. Main Street, St. Henry, OH 45883
Towne Bank	610 East South Boundary, Perrysburg, OH 43551

District 5

Federal Reserve Bank of Richmond

Applications and notifications filed during the week of April 4, 1998

Section I - Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Heritage Bank, McLean, Virginia, to establish a branch at Unit 6, Heritage Plaza, Pidgeon Hill Drive, Sterling, Virginia.*	4/13/98
Branch	Crestar Bank, Richmond, Virginia, to establish a branch in the Kroger store at the intersection of 11th Street and Arch Avenue, Waynesboro, Virginia.*	4/23/98
Branch	Crestar Bank, Richmond, Virginia, to establish a branch in the Hannaford grocery store at 3507 West Cary Street, Richmond, Virginia.*	4/23/98
Branch	Crestar Bank, Richmond, Virginia, to establish a branch in the Community Pride Food Store at the intersection of Hull Street and Belt Boulevard, Richmond, Virginia.*	4/23/98
Branch	First Virginia Bank-Southwest, Roanoke, Virginia, to establish a branch inside the Wal-Mart SuperCenter at Riverbend Mall, 313 West Thacker Drive, Covington, Virginia.*	4/27/98
Branch	First Virginia Bank-Mountain Empire, Abingdon, Virginia, to establish a branch inside the Kroger Supermarket, Gate City Highway and Midway Street, Bristol, Virginia.*	4/30/98

*Subject to the provisions of the Community Reinvestment Act.

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(1)	Cardinal Financial Corporation, Fairfax, Virginia, to become a bank holding company through the acquisition of 100% of the voting shares of Cardinal Bank, N.A., Fairfax, Virginia (in organization).*	Newspaper - 4/23/98 Fed Reg - 4/27/98

*Subject to the provisions of the Community Reinvestment Act.

Section III - Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4(c)(8)	Carolina First Corporation, Greenville, South Carolina, to acquire Resource Processing Group, Inc., Columbia, South Carolina.	Fed Reg - N/Avail

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(1)	Clover Community Bankshares, Inc., Clover, South Carolina, to become a bank holding company through the acquisition of 100% of the voting shares of Clover Community Bank, Clover, South Carolina.	

Section V - Availability of CRA public evaluations

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>
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- Satisfactory**
- Needs to improve**
- Substantial noncompliance**

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940825	The Community Bank 200 North Sycamore Street Petersburg, Virginia 23803-3228	1/12/98	4/2/98	Satisfactory	Small Bank

Section VI - CRA examinations scheduled for 2nd Quarter of 1998

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

District 6
Federal Reserve Bank of Atlanta

Applications and notifications filed during the week of April 4, 1998

Section I - Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Colonial Bank, Montgomery, Alabama, to establish a branch located at 1201 Gunter Avenue, Guntersville, Alabama.*	4/23/98
3(a)(1)	USAL Bancorp, Inc., Union Springs, Alabama, notice to become a bank holding by acquiring AmeriFirst Bank, N.A., Union Springs, Alabama.*	4/14/98
Branch	Provident Bank of Florida, Sarasota, Florida, to establish a branch located at 5550 Fruitville Road, Sarasota, Florida.*	4/25/98

*Subject to the provisions of the Community Reinvestment Act.

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(5)	Valley National Corporation, Lanett, Alabama, to merge with First National Sylacauga Corporation, Sylacauga, Alabama, and thereby directly acquire First National-America's Bank, Sylacauga, Alabama.*	N/Avail
3(a)(1)	Southern Heritage Bancorp, Inc., Oakwood, Georgia, to become a bank holding company by acquiring Southern Heritage Bank, Oakwood, Georgia.*	Fed Reg - 4/27/98

*Subject to the provisions of the Community Reinvestment Act.

Section III - Applications subject to Federal Register notice only

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

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(1)	Premier Bancorp, Inc., Brentwood, Tennessee, notice to become a bank holding company by acquiring Premier Bank of Brentwood, Brentwood, Tennessee.	

Section V - Availability of CRA public evaluations

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>
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The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

The CRA requires that each depository institution's record in helping meet the credit needs of its entire community be evaluated periodically. That record is taken into account in considering an institution's application for deposit facilities.

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

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

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

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

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

Section VI - CRA examinations scheduled for 2nd Quarter of 1998

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

District 7

Federal Reserve Bank of Chicago

Applications and notifications filed during the week of April 3, 1998

Section I - Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Onsted State Bank Onsted, Michigan 7577 W.S. 12 Onsted, Michigan	Newspaper - 4/4/98
Branch	Old Kent Bank Grand Rapids, Michigan 3010 Union Lake Raod Commerce Township, Michigan	Newspaper - 4/14/98
Merger & Branch	Johnson Bank (formerly Heritage Bank and Trust) Racine, Wisconsin Bank of Fort Artkinson Fort Atkinson, Wisconsin 200 West Sherman Avenue Fort Atkinson, Wisconsin	Newspaper - N/Avail

Newspaper- Newspaper Comment Period Ending Date
N/Avail - Not Available at this time

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(3)	Osceola Bancorporation* Osceola, Iowa Huxley Bancorp Huxley, Iowa First State Bank Huxley, Iowa	Fed Reg - 4/30/98 Newspaper - N/Avail
3(a)(1)	First Midwest Acquisition Corporation* Itasca, Illinois Heritage Financial Services, Inc. Tinley Park, Illinois Heritage Bank Blue Island, Illinois	Fed Reg - 4/9/98 Newspaper - 3/16/98

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(3)	First Midwest Bancorp, Inc.* Itasca, Illinois Heritage Financial Services, Inc. Tinley Park, Illinois Heritage Bank Blue Island, Illinois	Fed Reg - 4/9/98 Newspaper - 3/16/98
3(a)(1)	Charcompany, Inc.* Birmingham, Michigan Warren Bank (in organization) Warren, Michigan	Fed Reg - N/Avail Newspaper - 4/27/98
COC-HC	Decatur Corporation Leon, Iowa By Julie Hamann Bunderson	Fed Reg - 3/19/98 Newspaper - 4/8/98

Fed Reg - Federal Register Comment Perid Ending Date

Newspaper - Newspaper Period Endig Date

N/Avail - Not available at this time

* - Subject to Community Reinvest Act

Section III - Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4(c)(8)	First Midwest Bancorp, Inc. Itasca, Illinois Heritage Trust Company Tinley Park, Illinois	Fed Reg - 4/9/98
4(c)(8)	First Midwest Acquisition Corporation Itasca, Illinois Heritage Trust Company Tinley Park, Illinois	Fed Reg - 4/9/98

Fed Reg - Federal Register Comment Period Ending Date

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

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

Section V - Availability of CRA public evaluations

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>
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The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

The CRA requires that each depository institution's record in helping meet the credit needs of its entire community be evaluated periodically. That record is taken into account in considering an institution's application for deposit facilities.

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

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

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

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>
1017443	M&I Bank of Shawano 101 N. Main Street Shawano, Wisconsin (715) 526-6101	12/15/97	4/1/98	Satisfactory	Large
60545	Home Trust & Savings Bank 628 Main Street Osage, Iowa (515) 732-3701	1/2/98	3/31/98	Need to Improve	Small

Section VI - CRA examinations scheduled for 2nd Quarter of 1998

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

District 8
Federal Reserve Bank of St. Louis

Applications and notifications filed during the week of April 4, 1998

Section I - Applications subject to newspaper notice only

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

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
CIC	Notice involving Tallahatchie Holding Company, Charleston, Mississippi, by Isaac E. Sayle (previously reported during the week of March 16, 1998).*	Fed Reg - 4/17/98
3(a)(3)	Notice by Buena Vista Bancorp, Inc., Chester, Illinois, to acquire Bank of Evansville, Evansville, Illinois.*	Fed Reg - 5/4/98
3(a)(3)	Notice by Security State Bancshares, Inc., Charleston, Missouri, to acquire Bank of Atkins, Atkins, Arkansas.*	N/Avail

*Subject to the provisions of the Community Reinvestment Act.

Section III - Applications subject to Federal Register notice only

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

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

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

Section V - Availability of CRA public evaluations

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>
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The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

The CRA requires that each depository institution's record in helping meet the credit needs of its entire community be evaluated periodically. That record is taken into account in considering an institution's application for deposit facilities.

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

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

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

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

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>
267148	The Security Bank Harrison, Arkansas	12/08/97	03/27/98	Satisfactory	Large Bank

Section VI - CRA examinations scheduled for 2nd Quarter of 1998

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

District 9
Federal Reserve Bank of Minneapolis

Applications and Notifications Filed During the Week of April 4, 1998

Section I - Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	F & M Bank - Landmark, Clear Lake, Wisconsin, to relocate its main office to Hudson, Wisconsin, and to establish a branch in Clear Lake, Wisconsin.*	4/27/98

*Subject to the provisions of the Community Reinvestment Act.

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
CIC	James Wade Emison Trust to acquire control of 22.4% of the voting shares of Community Bank Group, Inc., Eden Prairie, Minnesota.	Fed Reg - 4/22/98
3(a)(1)	N.A. Corporation, Roseville, Minnesota, for prior approval to become a bank holding company through the acquisition of 100% of the voting shares of North American Banking Company, Roseville, Minnesota, a <i>de novo</i> bank.*	N/Avail
3(a)(3)	Norwest Corporation, Minneapolis, Minnesota, for prior approval to acquire 100% of the voting shares of Mountain Bancshares, Inc., Newport, Minnesota.*	N/Avail

*Subject to the provisions of the Community Reinvestment Act.

Section III - Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4 (c)(8)	Norwest Corporation, Minneapolis, Minnesota, to engage <i>de novo</i> in underwriting and dealing in, to a limited extent, all types of debt securities.	4/24/98

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

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

Section V - Publicly available CRA evaluations

<i>RSSD number</i>	<i>Institution/ Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>
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The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

The CRA requires that each depository institution's record in helping meet the credit needs of its entire community be evaluated periodically. That record is taken into account in considering an institution's application for deposit facilities.

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

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

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

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

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

Section VI - CRA examinations scheduled for 2nd Quarter of 1998

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

District 10
Federal Reserve Bank of Kansas City
Applications and notifications filed during the week of April 4, 1998

Section I - Applications subject to newspaper notice only

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

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
CIC	The Korell Family Partnership, McCook, Nebraska; to acquire voting shares of AmFirst Financial Services, Inc., McCook, Nebraska, and thereby indirectly acquire State Bank, Benkleman, Nebraska, and AmFirst Bank, N.A., McCook, Nebraska.	Newspaper - 04/21/98 Fed Reg - 04/21/98

Section III - Applications subject to Federal Register notice only

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

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Membership	First State Bank, Elkhart, Kansas, for prior approval to become a member of the Federal Reserve System.	
3(a)(1) Riegle	Firstand Co., Hordville, Nebraska, for prior approval to become a bank holding company through the acquisition of 100 percent of the voting shares of First State Bank, Hordville, Nebraska.	

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				

Section VI - CRA examinations scheduled for 2nd Quarter of 1998

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

District 11
Federal Reserve Bank of Dallas

Applications and notifications filed during the week of April 4, 1998

Section I - Applications subject to newspaper notice only

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

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
CIC	Thomas Peters, et al, Walnut Springs, TX, to acquire an interest in Southwestern Bancshares, Inc., Glen Rose, TX	Newspaper - 4/8/98

Section III - Applications subject to Federal Register notice only

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

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Withdrawal	Request by Silsbee State Bank, TX, to withdraw membership from the Federal Reserve System	
3(a)(1)	Round Top Bancshares, Inc., Round Top, TX, to acquire South Central Texas Commercial Corporation, Carson City, NV, and Round Top State Bank, Round Top, TX	
3(a)(1)	South Central Texas Commercial Corporation, Carson City, NV, to acquire Round Top State Bank, Round Top, TX	

Section V - Availability of CRA public evaluations

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>
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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**

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

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

Section VI - CRA examinations scheduled for 2nd Quarter of 1998

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

District 12

Federal Reserve Bank of San Francisco

Applications and Notifications Filed During the Week of April 4, 1998

Section I - Applications subject to newspaper notice only

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

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
CIC	Learner Family 1998 Trust, Walnut Creek, California, to acquire all of the outstanding shares of Learner Financial Corporation, Walnut Creek, California.*	Newspaper - 4/17/98 Fed Reg - 4/14/98
3(a)(5)	Greater Bay Bancorp, Palo Alto, California, to acquire Pacific Rim Bancorporation and its wholly-owned subsidiary, Golden Gate Bank, both of San Francisco, California.*	Newspaper - 4/19/98 Fed Reg - 4/16/98
3(a)(3)	First Security Corporation, Salt Lake City, Utah, to acquire California State Bank, Covina, California *	Newspaper - N/Avail Fed Reg - N/Avail

* Subject to the provisions of the Community Reinvestment Act.

Section III - Applications subject to Federal Register notice only

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

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
S/R	Wells Fargo & Company, San Francisco, California, to purchase up to \$379.5 million of its common stock between 4/01/98 and 6/30/98.	None
5(b)	First Utah Bank, Salt Lake City, Utah, to engage in management consulting, courier services, and data processing activities through Premier Data Corp, Salt Lake City, Utah.	None
Member	Channel Island Bank, Oxnard, California, to become a member of the Federal Reserve System.	None
COM	American MarineBank Employee Stock Ownership Plan, Bainbridge Island, Washington, requests relief of a commitment made not to incur any debt without prior Federal Reserve approval, in connection with its acquisition of 48.58 percent of American Marine Bank, Bainbridge Island, Washington.	None
Foreign Acquisition	Wells Fargo & Company, San Francisco, California, to provide certain export trade services through the establishment of Wells Fargo HSBC Trade Company, San Francisco, California.	None

Section V - Publicly available CRA evaluations

<i>RSSD number</i>	<i>Institution/ Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>Large bank</i>	<i>Small bank</i>

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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**

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

<i>RSSD number</i>	<i>Institution/ Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>Large bank</i>	<i>Small bank</i>
None						

Section VI - CRA examinations scheduled 2nd Quarter of 1998

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