
Federal Reserve Release



H.2

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

No. 19

Week Ending May 9, 1998

Bank Holding Companies

North Fork Bancorporation, Melville, New York -- request for reconsideration of the Board's approval of the application to acquire up to 9.9 percent of Long Island Bancorp, Inc.

- Denied, May 5, 1998

Banks, Foreign

HSBC Equator Bank plc, London, England -- to establish a representative office in Washington, D.C.

- Approved, May 4, 1998

International Operations

Morgan Guaranty International Finance Corporation, Newark, Delaware -- to engage in futures commission merchant activities and options on the New Zealand Futures and Options Exchange.

- Permitted, May 4, 1998

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

Bank Branches, Domestic

Kansas City

Bank of Belen, Belen, New Mexico -- to establish a branch at 307 West Broadway, Mountainair, New Mexico.
- Approved, May 8, 1998

Atlanta

Bank of Nashville, Nashville, Tennessee -- to establish a branch at 100 Maple Drive, North, Hendersonville, Tennessee.
- Approved, May 8, 1998

Chicago

Baylake Bank, Sturgeon Bay, Wisconsin -- to establish a branch at 936 Furman Drive, Waupaca, Wisconsin.
- Approved, May 8, 1998

Richmond

First Virginia Bank-Mountain Empire, Abington, Virginia -- to establish a branch inside the Kroger Supermarket, Gate City, Highway and Midway Street, Bristol, Virginia.
- Approved, May 7, 1998

Richmond

First Virginia Bank-Southwest, Roanoke, Virginia -- to establish a branch in the Wal-Mart SuperCenter at Riverbend Mall, 313 West Thacker Drive, Covington, Virginia.
- Approved, May 4, 1998

San Francisco

Santa Barbara Bank & Trust, Santa Barbara, California -- to establish a branch at 2010 Mission Drive, Solvang, California.
- Approved, May 6, 1998

Cleveland

Somerset Trust Company, Somerset, Pennsylvania -- to establish a branch at 116 Market Street, Johnstown, Pennsylvania.
- Approved, May 4, 1998

Bank Branches, Domestic

Philadelphia

Summit Bank, Bethlehem, Pennsylvania -- to establish a branch at Genuardi's Family Market, Huntington Valley Shopping Center, 737 Huntington Pike, Montgomery County, Pennsylvania.

- Approved, May 7, 1998

Bank Holding Companies

Kansas City

Bank Capital Corporation, Strasburg, Colorado -- to establish Bank Capital Mortgage, LLC, and engage de novo in certain mortgage related activities.

- Permitted, May 4, 1998

Chicago

Bankers' Bancorporation, Inc., Madison, Wisconsin -- to engage in lending activities.

- Permitted, May 5, 1998

St. Louis

Buena Vista Bancorp, Inc., Chester, Illinois -- to acquire Bank of Evansville, Evansville, Illinois.

- Approved, May 7, 1998

St. Louis

Citizens Bancorp, Inc., Charleston, Missouri -- to acquire Citizens' Bank of Charleston, Charleston, Missouri.

- Approved, May 7, 1998

Atlanta

Community Financial Services, Inc., Atlanta, Georgia -- to acquire Community Bank Marketing Inc., and engage in management consulting and counseling activities.

- Permitted, May 6, 1998

Director, BS&R

FBC Financial Corporation, Claremore, Oklahoma -- request for relief from commitments made in connection with its acquisition of shares of Century Acquisition Corp., Hurst, Texas.

- Granted, May 6, 1998

Bank Holding Companies

Dallas

First Gilmer Bancshares, Inc., Gilmer, Texas, and First Gilmer Delaware Holdings, Inc., Wilmington, Delaware -- to acquire Wood County National Bank, Quitman, Texas.

- Approved, May 6, 1998

Secretary

First Security Corporation, Salt Lake City, Utah -- to acquire California State Bank, West Covina, California.

- Approved, May 6, 1998

Cleveland

FirstFederal Financial Services Corp., Wooster, Ohio -- to acquire First Shenango Bancorp, Inc., New Castle, Pennsylvania.

- Approved, May 6, 1998

Cleveland

F.N.B. Corporation, Hermitage, Pennsylvania -- to acquire Southwest Interim Bank, No. 4, National Association, Seminole, Florida.

- Approved, May 5, 1998

Philadelphia

Juniata Valley Financial Corp., Mifflintown, Pennsylvania -- to acquire Lewistown Trust Company.

- Approved, May 7, 1998

Minneapolis

Lino Lakes Banc Shares, Inc., Forest Lake, Minnesota -- to acquire Lino Lakes State Bank.

- Approved, May 5, 1998

Secretary

Norwest Corporation, Minneapolis, Minnesota -- to establish a joint venture, through the sale of shares of Norwest Mortgage of Hawaii, LLC, Honolulu, Hawaii, to Home Financial Services, Inc., and engage in residential mortgage lending.

- Permitted, May 7, 1998

Bank Holding Companies

Secretary

Norwest Corporation, Minneapolis, Minnesota -- to establish a joint venture, through the sale of shares of Edward Jones Mortgage LLC, to E.J. Mortgage, LLC, St. Louis, Missouri, and engage in residential mortgage lending.
- Permitted, May 7, 1998

Chicago

Osceola Bancorporation, Inc., Osceola, Iowa -- to acquire Huxley Bancorp, Huxley, Iowa, and First State Bank.
- Approved, May 7, 1998

Cleveland

Peoples Holding Company, Inc., Coldwater, Ohio -- to acquire The Peoples Bank Company.
- Approved, May 8, 1998

St. Louis

Signature Bancshares, Inc., Springfield, Missouri -- to acquire Signature Bank.
- Approved, May 7, 1998

St. Louis

Union Planters Corporation, Memphis, Tennessee -- request for waiver of notification to acquire through merger First Community Bancshares, Inc., Middleton, Tennessee, and Bank of Middleton.
- Granted, May 6, 1998

San Francisco

USDB Bancorp, Stockton, California -- to acquire Union Safe Deposit Bank.
- Approved, May 7, 1998

Atlanta

Valley National Corporation, Lanett, Alabama -- to merge with National Sylacauga, Corporation, Sylacauga, Alabama, and acquire First National-America's Bank.
- Approved, May 7, 1998

Bank Mergers

Richmond

FCNB Bank, Frederick, Maryland -- to acquire three branches of Farmers Bank of Maryland, Annapolis, and four branches of First Virginia Bank-Maryland, Upper Marlboro, Maryland.

- Approved, April 27, 1998 (AC)

Banks, Nonmember, And Miscellaneous Institutions

St. Louis

Insituform Technologies, Inc., Chesterfield, Missouri -- registration statement.

- Withdrawn, May 6, 1998

Banks, State Member

Minneapolis

F&M Bank-Landmark, Clear Lake, Wisconsin -- to relocate its main office to Hudson, Wisconsin, and establish a branch in Clear Lake.

- Approved, May 4, 1998

Change In Bank Control

Chicago

First Mutual Bancorp of Illinois Inc., Harvey, Illinois -- change in bank control.

- Permitted, May 5, 1998

Competitive Factors Reports

Kansas City

1st Choice Bank, Greeley, Colorado -- report on competitive factors of the proposed acquisition of the assets and assumption of the liabilities of the Fort Collins and Greeley branches of Liberty Savings Bank, F.S.B., Washington, Ohio.

- Submitted, April 27, 1998 (AC)

Kansas City

American National Bank, Omaha, Nebraska -- report on competitive factors of the proposed merger with Am Data, Inc.

- Submitted, April 27, 1998 (AC)

Competitive Factors Reports

Kansas City

Bank of Oklahoma, N.A., Tulsa, Oklahoma -- report on competitive factors of the proposed acquisition of the assets and assumption of the liabilities of the Bartlesville, Oklahoma, branch of BancFirst, Oklahoma City, Oklahoma.

- Submitted, April 28, 1998 (AC)

Chicago

Citizens Financial Services, F.S.B., Munster, Indiana -- report on competitive factors of the proposed acquisition of the assets and assumption of the liabilities of the SuburbFed Financial Corp., Flossmoor, Illinois.

- Submitted, May 6, 1998

Kansas City

Commercial Federal Bank, F.S.B., Omaha, Nebraska -- report on competitive factors of the proposed merger with First Federal Bank of Colorado, F.S.B., Lakewood, Colorado.

- Submitted, April 27, 1998 (AC)

San Francisco

Direct Merchants Interim National Bank, Scottsdale, Arizona -- report on competitive factors of the proposed acquisition of the assets and assumption of the liabilities of the Direct Merchants Credit Card Bank, N.A., Salt Lake City, Utah.

- Submitted, May 5, 1998

Dallas

First National Bank of Dona Ana County, Las Cruces, New Mexico -- report on competitive factors of the proposed merger with First National Bank of Chaves County, Roswell, New Mexico.

- Submitted, May 5, 1998

Boston

Mechanics Savings Bank, Hartford, Connecticut -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of two Connecticut branches of The Chase Manhattan Bank, New York, New York

- Submitted, May 8, 1998

Competitive Factors Reports

Kansas City

Peoples Bank & Trust Company, McPherson, Kansas -- report on competitive factors of the proposed merger with Nickerson State Bank, Nickerson, Kansas, and The farmers State Bank, Yoder, Kansas.
- Submitted, April 28, 1998 (AC)

Boston

Plymouth Bancorp, Inc., Wareham, Massachusetts -- report on competitive factors of the proposed merger with Plymouth Savings Bank.
- Submitted, May 8, 1998

Chicago

St. Paul Federal Bank for Savings, Chicago, Illinois -- report on competitive factors of the proposed merger with Beverly National Bank, Wilmington, Illinois.
- Submitted, May 6, 1998

St. Louis

Trans Financial Bank, N.A., Bowling Green, Kentucky -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of eight branches of Bank One, Kentucky, N.A., Louisville, Kentucky.
- Submitted, May 7, 1998

Minneapolis

U.S. Bank National Association, Minneapolis, Minnesota -- report on competitive factors of the proposed acquisition of the assets and assumption of the liabilities of West One Trust Company, Salt Lake City, Utah.
- Submitted, May 8, 1998

Extensions Of Time

Richmond

Carrollton Bancorp, Baltimore, Maryland -- extension to August 4, 1998, to acquire up to nine percent of the shares of Patapsco Valley Bancshares, Inc., Ellicott City, Maryland
- Granted, May 4, 1998

Extensions Of Time

Atlanta

Great Southern Capital Corporation Employee Stock Ownership Trust, Meridian, Mississippi -- extension to August 4, 1998, to acquire shares of Great Southern Capital Corporation.

- Granted, May 4, 1998

Minneapolis

Inver Grove Bancshares, Inc., Inver Grove Heights, Minnesota -- 30-day extension to acquire Key Community Bank.

- Granted, May 5, 1998

District 1
Federal Reserve Bank of Boston

Applications and notifications filed during the week of May 9, 1998

Section I - Applications subject to newspaper notice only

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

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(1)	Salisbury Bancorp, Inc., Lakeville, Connecticut - notification to acquire 100% of the outstanding common stock of Salisbury Bank and Trust Company, Lakeville, Connecticut.*	Newspaper - 6/08/98 Federal 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>
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 May 9, 1998

Section I - Applications subject to newspaper notice only

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

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(1)	Travelers Group, Inc., New York, New York, to become a bank holding company as a result of its proposed merger with Citicorp, New York, New York, and related applications and notices, pursuant to Sections 3 and 4 of the BHC Act.	N/Avail

Section III - Applications subject to Federal Register notice only

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

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

<i>Type</i>	<i>Application</i>	<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>
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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 May 9, 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 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>
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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 May 9, 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)	Received application from Premier Financial Bancorp, on May 8, 1998, to acquire The Bank of Philippi, Inc., Philippi, WV.	Newspaper - N/Avail
3(a)(3)	Received application from Premier Financial Bancorp, on May 8, 1998, to acquire Boone County Bank, Inc., Madison, WV.	Newspaper - N/Avail

Section III - Applications subject to Federal Register notice only

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

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

<i>Type</i>	<i>Application</i>	<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>
230610	The Hocking Valley Bank 7 W. Stimson Avenue Athens, OH 15203-45701	12/15/97	5/4/98	Outstanding	Small Bank
783910	The Bank of Corning Company North Valley Street Corning, OH 43730	12/8/97	5/4/98	Satisfactory	Small Bank
846619	The Cortland Savings & Banking Co. 194 West Main Street Cortland, OH 44410	12/1/97	5/5/98	Satisfactory	Large Bank
618423	Security Dollar Bank One South Main Street Niles, OH 44446	9/22/97	5/7/98	Satisfactory	Small Bank
542528	The Citizens Banking Company 1000 East Eater Street Sandusky, OH 44871-5016	10/6/97	5/8/98	Satisfactory	Small Bank
443625	The Ottoville Bank Company 161 West 3rd Street Ottoville, OH 45876	2/23/98	5/8/98	Satisfactory	Small Bank

Section VI - CRA examinations scheduled 3rd **Quarter of** 1998

<i>Institution</i>	<i>Location</i>
Apollo Trust Company	201 N. Warren Avenue, Apollo, PA 15613-0247
Community First Bank & Trust	225 N. Main Street, Celina, OH 45822-2201
Iron & Glass Bank	1114 Carson Street, Pittsburgh, PA 15203-1124
The Farmers Citizens Bank	Washington Square, Bucyrus, OH 44820
The Ohio Bank	236 S. Main Street, Findlay, OH 45840-0300
Sabina Bank	135 N. Howard Street, Sabina, OH 45169-1152
Shore Bank & Trust Company	540 E. 105th Street, Cleveland, OH 44108
Somerset Trust Company	151 W. Main Street, Somerset, PA 15501-0777

District 5

Federal Reserve Bank of Richmond

Applications and notifications filed during the week of May 9, 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-West Virginia, Ranson, West Virginia, to establish a branch in the Wal-Mart SuperCenter on State Route 220 South, Keyser, West Virginia.*	6/1/98
18(c)	Peninsula Trust Bank, Gloucester, Virginia, to acquire the Mattaponi, Virginia, branch of First Virginia Bank-Commonwealth, Grafton, Virginia.*	6/8/98

*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	Notice of Change in Control with respect to United Financial Banking Companies, Inc., Vienna, Virginia, filed by Manuel V. Fernandez.	Fed Reg - 5/26/98 Newspaper - N/Avail
3(a)(5)	Union Bankshares Corporation, Bowling Green, Virginia, to acquire Rappahannock Bankshares, Inc., Washington, Virginia.*	Fed Reg - 6/8/98 Newspaper - 6/8/98

*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>
25	NationsBank Corporation, Charlotte, North Carolina, to establish a de novo bank in the Cayman Islands.	

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>
906933	One Valley Bank of Summersville, Inc. 811 Main Street Summersville, West Virginia 26651	2/23/98	5/10/98	Satisfactory	Large Bank
777124	The First Bank of Stuart Blue Ridge and Main Streets Stuart, Virginia 24717	3/2/98	5/7/98	Satisfactory	Small Bank

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

Institution

Location

None

District 6

Federal Reserve Bank of Atlanta

Applications and notifications filed during the week of May 9, 1998

Section I - Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18(c)	Colonial Bank, Montgomery, Alabama, to merge with Commercial National Bank, Daytona Beach, Florida.*	6/05/98

*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)(3)	Regions Financial Corporation, Birmingham, Alabama, to acquire Jacobs Bank, Scottsboro, Alabama.*	Fed Reg - 6/08/98
3(a)(5)	Regions Financial Corporation, Birmingham, Alabama, to merge with Villages Bankshares, Inc., Tampa, Florida, and thereby directly acquire Villages Bank of Florida, Tampa, Florida.*	Fed Reg - 6/08/98
3(a)(3)	Regions Financial Corporation, Birmingham, Alabama, to acquire Etowah Bank, Canton, Georgia.*	Fed Reg - 6/08/98
3(a)(5)	Regions Financial Corporation, Birmingham, Alabama, to merge with First Community Banking Services, Peachtree City, Georgia (formerly Fayette County Bancshares, Inc.), and thereby directly acquire Fayette County Bank, Peachtree City, Georgia.*	Fed Reg - 6/08/98
CIC	Valley National Corporation, Lanett, Alabama, after-the-fact notice filed by CM/FS Reeves Investments, L.P. (Charles M. Reeves and Frances Skinner Reeves, general partners) to retain 64.8 percent of Valley National Corporation, Lanett, Alabama.	Fed Reg - 5/27/98
3(a)(1)	First TeleBanc Corp., Sanford, Florida, to become a bank holding company by acquiring First National Bank, Boca Raton, Florida.*	N/Avail
3(a)(3)	First American Corporation, Nashville, Tennessee, to acquire Peoples Bank, Dickson, Tennessee.*	N/Avail

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4(c)(8)	Republic Bancshares, Inc., St. Petersburg, Florida, to acquire Republic Bank, F.S.B., St. Petersburg, Florida, and thereby engage in operating a savings association.*	Newspaper - 6/10/98

*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>
WAIVR	Colonial BancGroup, Inc., Montgomery, Alabama, application waiver request for the proposed merger with CNB Holding Company, Daytona Beach, Florida, and indirect acquisition of Commercial National Bank, Daytona Beach, Florida.	

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.

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- Satisfactory**
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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 7
Federal Reserve Bank of Chicago

Applications and notifications filed during the week of May 9, 1998

Section I - Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Comerica Bank Detroit, Michigan 725 East Maple Birmingham, Michigan	Newspaper - 5/13/98
Branch	First American Bank Carpentersville, Illinois 356 Armitage Avenue Chicago, Illinois	Newspaper - 5/23/98

Newspaper - Newspaper Comment Period Ending Date

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(1)	Ploetz Investments Limited Partnership* Prairie du Sac, Wisconsin Bank of Prairie Du Sac Prairie du Sac, Wisconsin	Fed Reg - 6/4/98 Newspaper - 5/27/98

Fed Reg - Federal Register Comment Period Ending Date

Newspaper - Newspaper Comment Period Ending Date

*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>
983448	M&I Bank - Milwaukee 770 N. Water Street P.O. Box 2035 Milwaukee, Wisconsin 53201 (414) 765-7700	11/17/97	5/5/98	Outstanding	Large Bank
1003549	First State Bank 300 East Main Street P.O. Box 439 Manchester, Iowa (319) 927-3814	2/4/98	5/4/98	Satisfactory	Small Bank

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

Institution

Location

None

District 8

Federal Reserve Bank of St. Louis

Applications and notifications filed during the week of May 9, 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 Magnolia Bancshares, Inc., Hodgenville, Kentucky, by the Clanton Investment LP, Louisville, Kentucky (Jerry Clanton and Janys Clanton as general partners) (previously reported during the week of April 27, 1998).	Newspaper - 5/20/98
3(a)(3)	Notice by Union Planters Corporation, Memphis, Tennessee, to indirectly acquire Alvin Bancshares, Inc., Alvin, Texas.*	Fed Reg - 5/26/98
3(a)(5)	Companion notice by Union Planters Holding Corporation, Memphis, Tennessee, a wholly owned bank holding company subsidiary of Union Planters Corporation, Memphis, Tennessee, to acquire, through merger, Alvin Bancshares, Inc., Alvin, Texas.*	Fed Reg - 5/26/98
3(a)(3)	Notice by Farmers Bancshares, Inc., Hardinsburg, Kentucky, to acquire up to 30 percent of the voting shares of Leitchfield Deposit Bancshares, Inc., Leitchfield, Kentucky.*	Newspaper - 6/9/98
3(a)(1)	Notice by Great Southern Bancorp, Inc., Springfield, Missouri, to become a bank holding company upon the conversion of its wholly owned thrift subsidiary, Great Southern Bank, FSB, Springfield, Missouri, to a state-chartered bank to be titled Great Southern Bank.*	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)	Companion notice by Great Southern Bancorp, Inc., Springfield, Missouri, to retain its existing wholly owned nonbank subsidiary, Great Southern Capital Management, Inc., Springfield, Missouri, and thereby continue to engage in discount securities brokerage activities and related investment advisory activities, pursuant to Section 225.28(b)(7)(i) of Regulation Y.	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>
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>
719656	Callaway Bank Fulton, Missouri	1/26/98	3/24/98	Satisfactory	Small 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 May 9, 1998

Section I - Applications subject to newspaper notice only

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

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(1)	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.*	Fed Reg - 6/8/98
3(a)(1)	Freedome Bancshares, Inc., La Crosse, Wisconsin, for prior approval to become a bank holding company through the acquisition of at least 80% of the voting shares of Park Bank, Holmen, Wisconsin.*	N/Avail
3(a)(3)	Merchants Holding Company, Winona, Minnesota, for prior approval to increase its ownership interest to 32.1% of the voting shares of BRAD, Inc., Black River Falls, Wisconsin.*	Fed Reg - 6/5/98
3(a)(3)	First National Bank of St. James ESOP, St. James, Minnesota, for prior approval to increase its ownership interest to 24.2% of the voting shares of First National Agency at St. James, Inc., St. James, Minnesota.*	N/Avail
3(a)(3)	U.S. Bancorp, Minneapolis, Minnesota, for prior approval to acquire at least 86.8% of the voting shares of Northwest Bancshares, Inc., Vancouver, Washington.*	N/Avail
3(a)(5)	Community First Bankshares, Inc., Fargo, North Dakota, for prior approval to merge with Western Bancshares of Las Cruces, Inc., Carlsbad, New Mexico.*	Fed Reg - 6/1/98
CIC	The 1996 Radcliffe Family Irrevocable Trust to acquire control of 35.0% of the voting shares of BRAD, Inc., Black River Falls, Wisconsin.	Fed Reg - 5/12/98

*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>
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>
None					

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

Institution

Location

None

District 10
Federal Reserve Bank of Kansas City

Applications and notifications filed during the week of May 9, 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	William and Marla Lastovica, Yutan, Nebraska, for prior approval to acquire voting shares of Yutan Bancorp., Inc., Yutan, Nebraska; and thereby indirectly acquire Bank of Yutan, Yutan, Nebraska.	Newspaper - 05/20/98 Fed Reg - 05/26/98
3(a)(5)	Farmers Bancshares, Inc., Lincoln, Kansas, for prior approval to merge with Beverly Bankshares, Inc., Beverly, Kansas, and thereby indirectly acquire Beverly State Bank, Beverly, Kansas.	Newspaper - N/Avail Fed Reg - 06/08/98

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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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 **Quarter of**

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

District 11

Federal Reserve Bank of Dallas

Applications and notifications filed during the week ending Saturday, May 9, 1998

Section I – Applications subject to newspaper notice only

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

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(1)	WTSB Bancorp, Inc., Snyder, TX, to acquire WTSB Delaware Bancorp, Dover, DE, and West Texas State Bank, Snyder, TX*	Fed Reg - 05/30/1998 Newspaper - 06/08/1998
3(a)(1)	WTSB Delaware Bancorp, Dover, DE, to acquire West Texas State Bank, Snyder, TX*	Fed Reg - 05/30/1998 Newspaper - 06/08/1998

* Subject to provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

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

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

<i>Type</i>	<i>Application</i>
3(a)(1)	CNBT Bancshares, Inc., Bellaire, TX, to acquire CNBT Bancshares Delaware, Inc., Wilmington, DE, and Citizens National Bank of Texas, Bellaire, TX
3(a)(1)	CNBT Bancshares Delaware, Inc., Wilmington, DE, to acquire Citizens National Bank of Texas, Bellaire, TX

Section V – Availability of CRA public evaluations

The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

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

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

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

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

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

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
961156	Texas Heritage Bank 500 W. Hwy 79 Hutto, TX 78634	01/26/1998	05/09/1998	S		X

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

Institution *Location*

None

District 12
Federal Reserve Bank of San Francisco
Applications and Notifications Filed During the Week of May 9, 1998

Section I - Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Ireland Bank, Malad City, Idaho, to establish a branch office at 420 North 4th Street, Montpelier, Idaho. *	Newspaper - 5/26/98

*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>
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>
COM	Sunbelt Communications Company, Las Vegas, Nevada, requests to modify a commitment made in order to allow up to \$1 million in deposits and a \$1 million line of credit in connection with its 14.63 percent interest in Nevada First Bank, Las Vegas, Nevada.	

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Waiver	BYL Bancorp, Yorba Linda, California, requests a waiver of any Bank Holding Company Act application requirement in connection with its proposed merger of DNB Financial and its wholly-owned subsidiary, De Anza National Bank, both of Riverside, California. As a result, De Anza National Bank will be merged into Bank of Yorba Linda, Yorba Linda, California.	

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>

The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

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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 3rd **Quarter of** 1998

<i>Institution</i>	<i>Location</i>
Eldorado Bank	Tustin, CA
Santa Barbara Bank & Trust	Santa Barbara, CA
Valley Bank of Arizona	Phoenix, AZ
North County Bank	Escondido, CA
Barnes Banking Company	Kaysville, UT
CivicBank of Commerce	Oakland, CA
Community Bank of Nevada	Las Vegas, NV

Footnotes: The above data are being provided for your information should you wish to share comments with this Reserve Bank regarding the CRA performance of a scheduled bank's examination. Examinations may have to be rescheduled during the calendar quarter in which they are designated to begin. If an institution's examination is rescheduled for a date later than the end of the date range reflected in a published schedule, the institution's name will be republished in an appropriate later listing. Any comments received as a result of either the first publication or subsequent publications will be considered during the examination. Written comments should be directed to Ms. Joy Hoffman-Molloy, Division of Banking Supervision and Regulation (MS620), 101 Market Street, San Francisco, California 94105.