
Federal Reserve Release



H.2

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

No. 36

Week Ending September 5, 1998

Bank Holding Companies

Norwest Corporation, Minneapolis, Minnesota, and Wells Fargo & Company, San Francisco, California -- public meeting to be held on Thursday, September 17, 1998, at 9 a.m. CDT at the Federal Reserve Bank of Minneapolis, 90 Hennepin Avenue, Minneapolis, Minnesota.

- Announced, August 31, 1998

Forms

Annual Salary Survey, ad hoc surveys, and Compensation Trend Survey (FR 29a, b, and c) -- implementation of new information collection reports.

- Proposed, September 4, 1998

Application for Employment with the Board of Governors of the Federal Reserve System (FR 28) -- extension with revision.

- Proposed, September 4, 1998

Recordkeeping and Disclosure Requirements Associated with Securities Transactions Pursuant to Regulation H -- extension, without revision.

- Proposed, September 4, 1998

International Operations

NationsBank N.A., Charlotte, North Carolina -- to invest an amount in excess of 10 percent of its capital and surplus in its Edge corporations.

- Approved, September 2, 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

Chicago

Michigan Heritage Bank, Novi, Michigan -- to establish a branch at 28270 Orchard Lake Road, Farmington Hills, Michigan.
- Returned, August 27, 1998 (AC)

Richmond

Second Bank & Trust, Culpeper, Virginia -- to establish a branch at 134-136 West Main Street, Orange, Virginia.
- Approved, September 4, 1998

Cleveland

Somerset Trust Company, Somerset, Pennsylvania -- to establish a branch at 4185 Glades Pike.
- Approved, August 20, 1998 (AC)

Atlanta

Suntrust Bank, Gulf Coast, Sarasota, Florida -- to establish a branch at 7419 West Manatee Avenue, Bradenton, Florida.
- Approved, September 4, 1998

Bank Holding Companies

Boston

Androscoggin Bancorp, MHC, Lewiston, Maine, and Androscoggin Bancorp, Inc. -- to become a mutual bank holding company and a bank holding company, respectively, through reorganization of Androscoggin Savings Bank.
- Approved, September 4, 1998

Atlanta

Banc Corporation, Panama City Beach, Florida -- to acquire Emerald Coast Bancshares, Inc.
- Withdrawn, September 1, 1998

Bank Holding Companies

St. Louis

BancorpSouth, Inc., Tupelo, Mississippi -- waiver of notification to acquire Merchants Capital Corporation, Vicksburg, Mississippi, and Merchants Bank.
- Granted, September 3, 1998

St. Louis

Bodcaw Bancshares, Inc., Stamps, Arkansas -- to acquire Bodcaw Bank.
- Approved, September 3, 1998

San Francisco

Community Financial Group, Inc., Davenport, Washington -- to acquire The Wheatland Bank.
- Approved, September 2, 1998

Atlanta

Equitable Financial Group, Inc., Fort Lauderdale, Florida -- to acquire Equitable Bank.
- Approved, August 31, 1998

Atlanta

First Banks, Inc., Carnesville, Georgia -- to engage in lending activities.
- Approved, September 1, 1998

Chicago

First Belmond Bancorporation, Belmond, Iowa -- to acquire shares of Community Bank of Oelwein, Oelwein, Iowa.
- Approved, September 1, 1998

Chicago

First Lansing Bancorp, Inc., Lansing, Illinois -- to acquire shares of Support Services, L.L.C., and engage in data processing services.
- Approved, September 1, 1998

Bank Holding Companies

Boston

Fleet Financial Group, Inc., Boston, Massachusetts -- to acquire Dresdner Asset Management (U.S.A.) Corporation, Delaware, and its direct and indirect holdings, including a minority interest in Oechsle International Advisors, L.P., Boston, Massachusetts.

- Approved, August 31, 1998

Chicago

Mercantile Bancorp, Inc., Hammond, Indiana -- to acquire shares of Support Services, L.L.C., Lansing, Illinois, and engage in data processing services.

- Approved, September 1, 1998

St. Louis

National City Bancshares, Inc., Evansville, Indiana -- waiver of notification to acquire, through merger, Downstate Banking Company, Brookport, Illinois, and Downstate National Bank.

- Granted, September 4, 1998

Dallas

Northwest Bancorporation, Inc., Houston, Texas -- to acquire Redstone Bancorporation, Inc., and Redstone Bank, N.A.

- Approved, September 2, 1998

Dallas

Redstone Bancorporation, Inc., Houston, Texas -- to acquire Redstone Bank, N.A.

- Approved, September 2, 1998

Secretary

RSNB Bancorp, Rock Springs, Wyoming -- to acquire Rock Springs National Bank.

- Approved, September 3, 1998

Richmond

Sandy Spring Bancorp, Inc., Sandy Spring, Maryland -- to acquire shares of Community Bankshares of Maryland, Inc., Bowie, Maryland.

- Approved, September 3, 1998

Bank Holding Companies

Chicago

Stichting Administratiekantoor ABN AMRO Holding, Amsterdam, The Netherlands; Stichting Prioriteit ABN AMRO Holding; ABN AMRO Holding N.V.; ABN AMRO Bank N.V.; and ABN AMRO North America, Inc., Chicago, Illinois -- to acquire through Lease Plan North America, Inc., Chicago, shares of Chevron Finance Corporation, Concord, California, and engage in extending credit and servicing loans.
- Approved, September 3, 1998

New York

Summit Bancorp, Princeton, New Jersey -- to acquire and merge with NSS Bancorp, Inc., Norwalk, Connecticut, and acquire NSS Bank.
- Approved, September 2, 1998

Richmond

United Bankshares, Inc., Charleston, West Virginia -- to acquire Fed One Bancorp, Inc., Wheeling, West Virginia.
- Approved, September 3, 1998

Banks, Nonmember, And Miscellaneous Institutions

San Francisco

MGM Grand Hotel, Inc., Las Vegas, Nevada -- deregistration under Regulation U.
- Approved, August 28, 1998 (AC)

Kansas City

Security Life of Denver Insurance Company, Denver, Colorado -- registration under Regulation U.
- Approved, September 2, 1998

Capital Stock

Chicago

Antioch Bancshares, Inc., Antioch, Illinois -- redemption of shares.
- Approved, September 2, 1998

Chicago

Madison Holding Company, Winterset, Iowa -- redemption of shares.
- Approved, August 28, 1998 (AC)

Change In Bank Control

Cleveland

Allegheny Valley Bancorp, Pittsburgh, Pennsylvania -- change in bank control.
- Permitted, September 2, 1998

Chicago

Citizens Holding Company, Sac City, Iowa -- change in bank control.
- Permitted, August 28, 1998 (AC)

Cleveland

Diamond Bancshares, Inc., Antwerp, Ohio -- change in bank control.
- Permitted, September 2, 1998

Chicago

First Bancshares, Inc., Highland, Indiana -- change in bank control.
- Permitted, September 4, 1998

Chicago

Madison Holding Company, Winterset, Iowa -- change in bank control.
- Permitted, August 28, 1998 (AC)

Cleveland

Marie R. Turner Holding Company, Jackson, Kentucky -- change in bank control.
- Permitted, September 2, 1998

Cleveland

Union Bancorp, West Mansfield, Ohio -- change in bank control.
- Permitted, September 2, 1998

Competitive Factors Reports

Kansas City

Bank of Kremlin, Kremlin, Oklahoma -- report on competitive factors of the proposed merger with Bank of Drummond, Drummond, Oklahoma.
- Submitted, September 3, 1998

Competitive Factors Reports

Kansas City

Bethany Trust Co., Bethany, Missouri -- report on competitive factors of the proposed merger with Bank of Gallatin/First State Bank, Gallatin, Missouri.
- Submitted, September 3, 1998

Chicago

Busey Bank, Urbana, Illinois -- report on competitive factors of the proposed merger with Busey Business Bank, Indianapolis, Indiana.
- Submitted, September 1, 1998

St. Louis

Carrollton Bank, Carrollton, Illinois -- report on competitive factors of the proposed acquisition, through merger, of South Holt Bancshares, Inc., Oregon, Missouri, and Zook & Roecker State Bank.
- Submitted, September 1, 1998

Chicago

Chemical Bank South, Marshall, Michigan -- report on competitive factors of the proposed acquisition of the Albion, Michigan, branch of Great Lakes National Bank Michigan, Ann Arbor, Michigan.
- Submitted, September 3, 1998

Dallas

Citizens State Bank of Dickinson, Dickinson, Texas -- report on competitive factors of the proposed acquisition of a branch of International Bank of Commerce, Laredo, Texas.
- Submitted, September 2, 1998

Philadelphia

Elverson National Bank, Elverson, Pennsylvania -- report on competitive factors of the proposed merger with and into National Penn Bank, Boyertown, Pennsylvania.
- Submitted, August 31, 1998

Richmond

Farmers & Merchants Bank-Eastern Shore, Onley, Virginia -- report on competitive factors of the proposed merger with The Marine Bank, Chincoteague, Virginia.
- Submitted, September 4, 1998

Competitive Factors Reports

Kansas City

First Central Bank McCook, N.A., McCook, Nebraska -- report on competitive factors of the proposed acquisition of certain assets and assumption of the liabilities of First Central Bank, Cambridge, Nebraska.

- Submitted, September 3, 1998

Dallas

First National Bank of Missouri City, Missouri City, Texas -- report on competitive factors of the proposed merger with Norwest Interim Bank Missouri City, N.A.

- Submitted, September 2, 1998

Richmond

NationsBank, National Association, Charlotte, North Carolina -- report on competitive factors of the proposed merger with NationsBank of Tennessee, National Association, Nashville, Tennessee.

- Submitted, September 1, 1998

Minneapolis

New Bremer Bank, National Association, South St. Paul, Minnesota -- report on competitive factors of the proposed merger with Bremer Bank, National Association.

- Submitted, September 1, 1998

Minneapolis

New First American Bank, National Association, Brainerd, Minnesota -- report on competitive factors of the proposed merger with First American Bank, National Association, Brainerd.

- Submitted, September 1, 1998

Minneapolis

New First American Bank, National Association, Grand Forks, North Dakota -- report on competitive factors of the proposed merger with First American Bank, National Association, Grand Forks.

- Submitted, September 1, 1998

Competitive Factors Reports

Minneapolis

New First American Bank, National Association, International Falls, Minnesota -- report on competitive factors of the proposed merger with First American Bank, National Association, International Falls.

- Submitted, September 1, 1998

Minneapolis

New First American Bank, National Association, Menomonie, Wisconsin -- report on competitive factors of the proposed merger with First American Bank, National Association, Menomonie.

- , September 1, 1998

Chicago

Union Bank and Trust Company of Indiana, Greensburg, Indiana -- report on competitive factors of the proposed acquisition of the assets and assumption of the liabilities of the Frankton, Indiana, branch of Union Federal Savings of Indianapolis, Indianapolis, Indiana.

- Submitted, September 1, 1998

Extensions Of Time

Kansas City

Bank of Cushing, Cushing, Oklahoma -- extension to December 31, 1998, to establish a branch at 2106 E. Main.

- Granted, September 1, 1998

Director, BS&R

Bankers Trust Corporation, New York, New York -- extension to October 30, 1998, to conform remaining equity positions under Regulation K.

- Granted, September 3, 1998

Richmond

Carrollton Bancorp, Baltimore, Maryland -- extension to October 31, 1998, to acquire shares of Patapsco Valley Bancshares, Inc., Ellicott City, Maryland.

- Granted, July 29, 1998 (AC)

Extensions Of Time

Dallas

Central Texas Bankshare Holdings, Inc., Columbus, Texas, and Colorado County Investment Holdings, Inc., Wilmington, Delaware -- extension to December 4, 1998, to acquire Hill Bancshare Holdings, Inc., Weimar, Texas; Hill Bancshares, Inc., Wilmington, Delaware; and Hill Bank & Trust Company, Weimar.
- Granted, September 3, 1998

Atlanta

Citizens Effingham Bancshares, Inc., Springfield, Georgia -- extension to November 19, 1998, to acquire Citizens Bank of Effingham.
- Granted, August 3, 1998 (AC)

Chicago

First American Bank, Kankakee, Illinois -- extension to September 3, 1999, to establish a branch at northwest corner of Naperville Road and Boughton Road, Bolingbrook, Illinois.
- Granted, September 3, 1998

Atlanta

First American Corporation, Nashville, Tennessee -- extension to December 5, 1998, to acquire Peoples Bank, Dickson, Tennessee.
- Granted, September 3, 1998

Atlanta

PSB BancGroup, Inc., Lake City, Florida -- extension to December 5, 1998, to acquire Peoples State Bank.
- Granted, September 3, 1998

Atlanta

Republic Bancshares, Inc., St. Petersburg, Florida -- extension to December 4, 1998, to acquire Bankers Savings Bank, FSB, Coral Gables, Florida, and engage in operating a savings association.
- Granted, September 3, 1998

Extensions Of Time

Atlanta

Riverside Banking Company, Fort Pierce, Florida -- extension to December 4, 1998, to acquire shares of Riverside Gulf Coast Banking Company, Cape Coral, Florida, and Riverside Bank of the Gulf Coast.

- Granted, September 3, 1998

Dallas

Woodforest Bancshares, Inc., Houston, Texas, and Sun Belt Bancshares Corporation, Wilmington, Delaware -- extension to December 2, 1998, to acquire Main Street National Bank, Cleveland, Texas.

- Granted, September 2, 1998

International Operations

Director, BS&R

Bankers Trust Corporation, New York, New York -- waiver of the remainder of the 45-day notification period to make an investment in ISM, S.A., Paris, France.

- Granted, September 4, 1998

Membership

Boston

Banker's Bank Northeast, Glastonbury, Connecticut -- to become a member of the Federal Reserve System.

- Approved, September 2, 1998

District 1

Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, September 5, 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)*	Machias Bancorp, Inc. and Machias Bancorp, MHC both of Machias, Maine – to become a bank holding company and a mutual holding company, respectively, through the reorganization of Machias Savings Bank, Machias, Maine	Newspaper – N/Avail Fed Reg – 10/05/98

*Subject to CRA.

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

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.

Federal bank regulators use the following 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</i>		<i>Examination</i>	<i>CRA</i>	<i>CRA</i>	<i>Exam type</i>	
<i>number</i>	<i>Institution/Location</i>	<i>date</i>	<i>public date</i>	<i>rating</i>	<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for

Quarter of

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

District 2

Federal Reserve Bank of New York

Applications and notifications filed during the week ending Saturday, September 5, 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)	CommerzBank AG, Frankfurt am Main, Federal Republic of Germany, to acquire 32.39 percent of the voting stock of Korea Exchange Bank, Seoul, Korea, and thereby indirectly control California Korea Bank, Los Angeles, California.	10/01/98*
3(a)(5)	Cortland First Financial Corporation, Cortland, New York, to merge with Oneida Valley Bancshares, Inc., Oneida, New York, and thereby indirectly acquire Oneida Valley National Bank, Oneida, New York.	10/02/98*
3(a)(1)	Oneida Financial, MHC, and Oneida Financial Corp., both of Oneida, New York, to become bank holding companies with respect to the Oneida Savings Bank, Oneida, New York.	10/02/98*
3(a)(1)	Greene County Bancorp, MHC, and Greene County Bancorp, both of Catskill, New York, to become bank holding companies with respect to Greene County Savings Bank, Catskill, New York.	10/02/98*

* Fed Reg - Federal Register Comment Period Ending Date

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>
None	

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.

Federal bank regulators use the following 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</i>		<i>Examination</i>	<i>CRA</i>	<i>CRA</i>	<i>Exam type</i>	
<i>number</i>	<i>Institution/Location</i>	<i>date</i>	<i>public date</i>	<i>rating</i>	<i>LrgBk</i>	<i>SmBk</i>
None						

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

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

District 3

Federal Reserve Bank of Philadelphia

Applications and notifications filed during the week ending Saturday, September 5, 1998

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Summit Bank, Bethlehem, PA, to establish a branch office at 1758 Allentown Road, Lansdale, Montgomery County, PA	09/30/1998

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>	
None		

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.

Federal bank regulators use the following 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</i>		<i>Examination</i>	<i>CRA</i>	<i>CRA</i>	<i>Exam type</i>	
<i>number</i>	<i>Institution/Location</i>	<i>date</i>	<i>public date</i>	<i>rating</i>	<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for Quarter of

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

District 4

Federal Reserve Bank of Cleveland

Applications and notifications filed during the week ending Saturday, September 5, 1998

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Membership	Received application from Western Reserve Bank, Medina, OH on 09/02/1998, to become a member of the Federal Reserve System.	*Not Yet Known

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) 4(c)(8)	Received application/notice from Charter One Financial, Inc., and Charter-Michigan Bancorp, Inc., both of Cleveland, OH on 08/31/1998, to acquire ALBANK Financial Corporation, Albany, NY and its bank and non-bank subsidiaries and to retain its ownership of Charter One Bank, F.S.B., Cleveland, OH and its subsidiaries.	*Not Yet Known
3(a)(1)	Received application from Western Reserve Bancorp, Inc., Medina, OH on 9/02/1998, to acquire Western Reserve Bank, Medina, OH.	*Fed Reg - 10/02/1998
3(a)(1)	Received application from Seed Money Limited Partnership, Allison Park, PA on 09/02/1998, to acquire Enterprise Bank, Allison Parkway, PA.	*Fed Reg - 10/02/1998

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 KeyCorp, Cleveland, OH on 08/31/1998, of its intent to acquire McDonald & Company Investments, Inc., Cleveland, OH.	Not Yet Known

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

<i>Type</i>	<i>Application</i>
None	

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.

Federal bank regulators use the following 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>
None						

Section VI – CRA examinations scheduled for Quarter of

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

District 5

Federal Reserve Bank of Richmond

Applications and notifications filed during the week ending Saturday, September 5, 1998

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	First Virginia Bank, Falls Church, Virginia, to establish a branch at 5844 Mapledale Plaza, Woodbridge, Virginia.*	9/28/1998
Branch	F & M Bank-Central Virginia, Charlottesville, Virginia, to establish a branch at the intersection of U. S. Route 29 and State Route 607, Ruckersville, Virginia.*	9/30/1998
Branch	Bank of Hampton Roads, Chesapeake, Virginia, to establish a branch at the Border Station Shopping Center, State Route 168, Chesapeake, Virginia.*	9/30/1998

*Subject to 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)	Pleasants County Bankshares, Inc., St. Marys, West Virginia, to become a bank holding company through the acquisition of 100% of the voting shares of The Pleasants County Bank, St. Marys, West Virginia.*	Fed Reg – 10/2/1998 Newspaper – 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>
4(c)(8)	First National Corporation, Orangeburg, South Carolina, to establish a de novo subsidiary, NewSouth Financial Services Corporation, Florence, South Carolina, which will acquire certain assets of Superior Mortgage Corporation, Florence, South Carolina.

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.

Federal bank regulators use the following 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>
None						

Section VI – CRA examinations scheduled for Quarter of

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

District 6

Federal Reserve Bank of Atlanta

Applications and notifications filed during the week ending Saturday, September 5, 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)(5)	FLAG Financial Corporation, LaGrange, Georgia, to merge with Heart of Georgia Bancshares, Inc., Mount Vernon, Georgia, and thereby directly acquire Mount Vernon Bank, Mount Vernon, Georgia.	Fed Reg – 09/21/1998*
3(a)(1)	Southern Bancorp, Inc., Marietta, Georgia, to become a bank holding company by acquiring Southern National Bank, Marietta, Georgia.	Fed Reg – 10/09/1998*
CIC	United Bank Corporation, Barnesville, Georgia, after-the-fact change in control notification filed by Popekili Partners, L.P., a Georgia limited partnership, Griffin, Georgia, to collectively retain 26.56 percent of the outstanding shares of Class A Common Stock.	N/Avail
3(a)(1)	Business Holding Corporation, Baton Rouge, Louisiana, to become a bank holding company by acquiring The Business Bank of Baton Rouge, Louisiana, Baton Rouge, Louisiana (in organization).	Fed Reg – 09/28/1998*

*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>
SMBOTH	Bank Independent, Sheffield, Alabama, to make community development investments.
4(c)(8)	Compass Bancshares, Inc., Birmingham, Alabama, to acquire Albrecht & Associates, Inc., Houston, Texas, and thereby engage in financial and advisory activities.
4(c)(8)	South Alabama Bancorporation, Mobile, Alabama, to acquire First National Securities, Inc., and thereby engage in securities brokerage activities, pursuant to section 4(c)(8) of the Bank Holding Company Act and section 225.28(b)(7)(i) of Regulation Y.
CN	Provident Bank of Florida, Sarasota, Florida, to issue capital notes.
4(c)(8)	Upton Bankshares, Inc., Thomaston, Georgia, to acquire First Finance Co. of Thomaston, Inc., Thomaston, Georgia, and thereby engage in making, acquiring, or servicing loans or other extensions of credit by a finance company, and engage in related insurance activities.
4(c)(8)	Sequatchie Valley Bancshares, Inc., Dunlap, Tennessee, to acquire Commercial Bancshare Services, Inc., Birmingham, Alabama, and thereby engage in data processing activities.

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.

Federal bank regulators use the following 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</i>	<i>Institution/Location</i>	<i>Examination</i>	<i>CRA</i>	<i>CRA</i>	<i>Exam type</i>	
<i>number</i>		<i>date</i>	<i>public date</i>	<i>rating</i>	<i>LrgBk</i>	<i>SmBk</i>
None						

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

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

District 7

Federal Reserve Bank of Chicago

Applications and notifications filed during the week ending Saturday, September 5, 1998

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18(c) & Branches	Mercantile Bank Midwest Des Moines, Iowa Rock Island Bank, N.A. Bettendorf, Iowa and thereby to establish 6 branches	Newspaper – N/Avail

Newspaper - Newspaper Comment Period Ending Date

N/Avail - Not Available (Not yet available; 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)(5)	Firststar (WI) Corporation* Milwaukee, Wisconsin Star Banc Corporation Cincinnati, Ohio Star Bank, National Association Cincinnati, Ohio	Fed Reg – 09/18/1998 Newspaper – 09/07/1998
3(a)(5)	Firststar Corporation* Milwaukee, Wisconsin Star Banc Corporation Cincinnati, Ohio Star Bank, National Association Cincinnati, Ohio	Fed Reg – 09/18/1998 Newspaper – 09/07/1998
3(a)(3)	Star Banc Corporation* Cincinnati, Ohio Firststar Corporation Milwaukee, Wisconsin	Fed Reg – 09/18/1998 Newspaper – 09/07/1998
3(a)(1)	Legacy Bancorp, Inc.* Milwaukee, Wisconsin Legacy Bank (in organization) Milwaukee, Wisconsin	Fed Reg – 10/02/1998 Newspaper – 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>
3(a)(1)	Michigan Community Bancorp Limited* Sterling Heights, Michigan Lakeside Community Bank (in organization) Sterling Heights, Michigan North Oakland Community Bank (in organization) Rochester Hills, Michigan	Fed Reg – 10/02/1998 Newspaper – N/Avail
3(a)(3)	High Point Financial Services, Inc.* Forreston, Illinois Kent Bancshares, Inc. Kent, Illinois Kent Bank Kent, Illinois	Fed Reg – N/Avail Newspaper – N/Avail
3(a)(1)	Petefish, Skiles Bancshares, Inc.* Virginia, Illinois Petefish, Skiles & Co. Virginia, Illinois	Fed Reg – N/Avail Newspaper – N/Avail

* Subject to the provisions of the Community Reinvestment Act
Fed Reg - Federal Register Comment Period Ending Date
Newspaper - Newspaper Comment Period Ending Date
N/Avail - Not Available (Not yet available; Not available at this time)

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)	ANB Corporation Muncie, Indiana Indiana Trust & Investment Management Company Mishawaka, Indiana	Fed Reg – N/Avail
4(c)(8)	Firststar (WI) Corporation Milwaukee, Wisconsin Star Banc Corporation Cincinnati, Ohio and their 4 nonbanking subsidiaries	Fed Reg - 09/07/1998
4(c)(8)	Firststar Corporation Milwaukee, Wisconsin Star Banc Corporation Cincinnati, Ohio and their 4 nonbanking subsidiaries	Fed Reg – 09/07/1998

Fed Reg - Federal Register Comment Period Ending Date
N/Avail - Not Available (Not yet available; Not available at this time)

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

<i>Type</i>	<i>Application</i>
None	

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.

Federal bank regulators use the following 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>
58243	Johnson Bank (Heritage) 245 N. Main Racine, Wisconsin 53402 (414) 639-6010	04/13/1998	09/01/1998	S	X	

Section VI – CRA examinations scheduled for

Quarter of

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

District 8

Federal Reserve Bank of St. Louis

Applications and notifications filed during the week ending Saturday, September 5, 1998

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18(c)	Notice by Bank of Bentonville, Bentonville, Arkansas, to acquire, through merger, State Bank of Noel, Noel, Missouri.	Newspaper - 10/2/1998

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)	*Notice by Area Bancshares Corporation, Owensboro, Kentucky, to acquire Broadway Bank & Trust, Paducah, Kentucky (in organization).	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>
None		

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.

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

O = Outstanding

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

Section VI – CRA examinations scheduled for Quarter of

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

District 9

Federal Reserve Bank of Minneapolis

Applications and notifications filed during the week ending Saturday, September 5, 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	Herbert A. Lund Revocable Trust to acquire control of Lake Bank Shares, Inc., Albert Lea, Minnesota.	N/Avail
3(a)(1)	Lake Bank Shares, Inc. Employee Stock Ownership Plan, Albert Lea, Minnesota, for prior approval to become a bank holding company through the acquisition of 30.0% of the voting shares of Lake Bank Shares, Inc., Albert Lea, 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>
None		

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

<i>Type</i>	<i>Application</i>
Member	Valley Bank of Helena, Helena, Montana, for prior approval to become a member of the Federal Reserve System.

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.

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

O = Outstanding

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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>
786555	Peoples State Bank of Plainview Plainview, Minnesota	06/01/1998	09/03/1998	S		X
914853	Cornerstone State Bank Le Sueur, Minnesota	05/25/1998	09/04/1998	S		X

Section VI – CRA examinations scheduled for

Quarter of

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

District 10

Federal Reserve Bank of Kansas City

Applications and notifications filed during the week ending Saturday, September 5, 1998

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18(c) / Branch	BancFirst, Oklahoma City, Oklahoma, for prior approval to merge with Kingfisher Bank and Trust Co., Kingfisher, Oklahoma, and incident thereto, establish an additional branch.	Newspaper – N/Avail
18(c) / Branch	People First Bank, Hennessey, Oklahoma, for prior approval to merge with City Bank, Weatherford, Oklahoma, and incident thereto, establish additional branches.	Newspaper – 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>
3(a)(3)	BOK Financial Corporation, Tulsa, Oklahoma, for prior approval to acquire 100 percent of the voting shares of Bank of Albuquerque, N.A., Albuquerque, New Mexico, <i>ade novo</i> bank in organization.	Newspaper – 09/23/1998 Fed Reg – 09/24/1998
3(a)(3)	BancFirst Corporation, Oklahoma City, Oklahoma, for prior approval to acquire 100 percent of the voting shares of Kingfisher Bancorp, Inc., Kingfisher, Oklahoma, and thereby indirectly acquire Kingfisher Bank and Trust Co., Kingfisher, Oklahoma.	Newspaper – N/Avail Fed Reg – 10/02/98

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>	
None		

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.

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

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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>
440352	Union Colony Bank 1701 23 rd Avenue Greeley, Colorado 80631-5050	06/08/1998	09/01/1998	O	X	
152057	Bank of Chelsea 322 W. 6 th Street Chelsea, Oklahoma 74016-1638	05/18/1998	09/01/1998	O		X
462756	First American Bank & Trust Company 324 W. Main Purcell, Oklahoma 73080-4224	06/08/1998	09/03/1998	O		X

Section VI – CRA examinations scheduled for

Quarter of

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

District 11

Federal Reserve Bank of Dallas

Applications and notifications filed during the week ending Saturday, September 5, 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)	Texas Financial Bancorporation, Minneapolis, MN, and Delaware Financial, Inc., Wilmington, DE, to acquire Walburg State Bank, Georgetown, TX* (Previously reported the week ending August 29, 1998)	Fed Reg – 09/25/1998 Newspaper – 09/21/1998
3(a)(1)	Grandview Bancshares, Inc., Grandview, TX, and Grandview Delaware Financial, Inc., Dover, DE, to acquire First State Bank, Grandview, TX* (Previously reported the week ending August 29, 1998)	Fed Reg – 09/25/1998 Newspaper – 09/18/1998
3(a)(1)	Grandview Delaware Financial, Inc., Dover, DE, to acquire First State Bank, Grandview, TX* (Previously reported the week ending August 29, 1998)	Fed Reg – 09/25/1998 Newspaper – 09/18/1998

* 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>
None	

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.

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

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

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

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

District 12

Federal Reserve Bank of San Francisco

Applications and notifications filed during the week ending Saturday, September 5, 1998

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	North County Bank, Escondido, California, to establish a branch office at Palomar Airport Road and Business Park Drive, Vista, California. *	Newspaper 08/28/1998

* Subject to the provisions of the Community Reinvestment Act
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)(5)	Frontier Financial Corporation, Everett, Washington, to acquire and merge with Valley Bancorporation, which owns Bank of Sumner, both of Sumner, Washington. *	Newspaper 10/01/1998 Fed Reg 09/28/1998
3(a)(2)	Marin National Bancorp, San Rafael, California, to acquire First National Bank of Marin, San Rafael, California. *	Newspaper N/Avail Fed Reg 10/02/1998

* Subject to the provisions of the Community Reinvestment Act
Fed Reg - Federal Register Comment Period Ending Date
Newspaper - Newspaper Comment Period Ending Date
N/Avail - Not Available (Not yet available; Not available at this time)

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>
S/R	Westamerica Bank, San Rafael, California, to pay a dividend in the amount of \$40 million to its parent, Westamerica Bancorporation, San Rafael, California.

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.

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SN = Substantial noncompliance

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<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>
None						

Section VI – CRA examinations scheduled for Quarter of

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