

---

# 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 4, 1999*

### **Bank Holding Companies**

AmSouth Bancorporation, Birmingham, Alabama -- to merge with First American Corporation, Nashville, Tennessee, and thereby acquire First American National Bank and its nonbank subsidiaries, including First American Federal Savings Bank.  
- Approved, August 30, 1999

Firstar Corporation, Milwaukee, Wisconsin -- to merge with Mercantile Bancorporation, Inc., St. Louis, Missouri, and thereby acquire Ameribanc, Inc., Mercantile Bank National Association, and other subsidiary banks and nonbanking subsidiaries of Mercantile.  
- Approved, September 1, 1999

### **Forms**

Information collection under OMB delegated authority -- Publication for comment of proposals to: discontinue Commercial Bank Report of Consumer Credit; extend with revision Weekly Report of Assets and Liabilities for Large Banks, Weekly Report of Selected Assets, and Weekly Report of Assets and Liabilities for Large U.S. Branches and Agencies of Foreign Banks; and extend without revision Recordkeeping and Disclosure Requirements Associated with Loans Secured by Real Estate Located in Flood Hazard Areas.  
- Published, August 31, 1999

### **Regulations And Policies**

Electronic delivery of disclosures to consumers -- publication for comment of revised proposals to permit electronic delivery of federally mandated disclosures under Regulations B (Equal Credit Opportunity), E (Electronic Fund Transfers), M (Consumer Leasing), Z (Truth in Lending), and DD (Truth in Savings).  
- Published, August 31, 1999

Electronic delivery of disclosures to consumers -- interim rule amending Regulation DD (Truth in Savings) to allow depository institutions to deliver disclosures on periodic statements to a consumer's e-mail account or post them on a web site, if the consumer agrees.  
- Published, August 31, 1999

Host state lending ratios under the Interstate Act -- interagency release of the host state loan-to-deposit ratios used by the banking agencies to determine compliance with the Riegle-Neal Interstate Banking and Branching Efficiency Act.  
- Published, September 3, 1999

**BS&R** Banking Supervision and Regulation  
**C&CA** Consumer and Community Affairs  
**FOMC** Federal Open Market Committee

**RBOPS** Reserve Bank Operations and Payment  
**IF** International Finance  
**OSDM** Office of Staff Director for Management

**Bank Branches, Domestic**

Kansas City

Five Points Bank of Grand Island, Grand Island, Nebraska -- to establish a branch at 370 North Walnut Street.  
- Approved, September 1, 1999

Dallas

Legacy Bank, Plano, Texas -- to establish a branch at 2213 McDermott.  
- Approved, August 30, 1999

Philadelphia

New Century Bank, Phoenixville, Pennsylvania -- to establish a branch at 3557 West Chester Pike, Newtown Township.  
- Approved, September 2, 1999

Dallas

Texas Heritage Bank, Hutto, Texas -- to establish a branch at 18643 Highway 1431, Jonestown.  
- Approved, August 31, 1999

**Bank Holding Companies**

Richmond

AmericasBank Corp., Baltimore, Maryland, and AmericasBank -- to become a bank holding company through the acquisition of AmericasBank, and for AmericasBank to become a member of the Federal Reserve System.  
- Approved, September 2, 1999

San Francisco

Bank On It, Inc., Stockton, California -- to become a bank holding company through the acquisition of Community Bank of San Joaquin.  
- Approved, September 2, 1999

**Bank Holding Companies**

Chicago

Central Illinois Bancorp, Inc., Pewaukee, Wisconsin -- to acquire Marine Bank, Omaha, Nebraska, a de novo bank.  
- Approved, September 2, 1999

Atlanta

First Security Group, Inc., Dalton, Georgia -- to become a bank holding company through the acquisition of Dalton Whitfield Bank, a de novo bank.  
- Approved, August 30, 1999

Richmond

First Union Corporation, Charlotte, North Carolina -- to acquire Everen Capital Corporation, Chicago, Illinois, and to engage in management consulting and counseling activities through Everen Securities, Inc.  
- Approved, September 3, 1999

Atlanta

FLAG Financial Corporation, LaGrange, Georgia -- to acquire Abbeville Capital Corporation, Abbeville, South Carolina, and thereby acquire Bank of Abbeville.  
- Approved, September 1, 1999

Chicago

Holland Financial Corporation, Holland, Michigan -- to acquire The Bank of Northern Michigan, Petoskey, a de novo bank.  
- Returned, September 3, 1999

San Francisco

InterWest Bancorp, Inc., Oak Harbor, Washington -- to acquire NBT Northwest Bancorp, Tukwila.  
- Approved, September 2, 1999

Dallas

National Bancshares Corporation of Texas, San Antonio, Texas -- to establish NBC Financial, Inc. and thereby engage de novo in securities brokerage activities.  
- Approved, September 2, 1999

### **Bank Holding Companies**

#### St. Louis

Oakland Financial Services, Inc., Oakland, Tennessee -- to engage indirectly in title insurance activities through Oak Tree Title in small towns with a population not exceeding 5,000.

- Approved, September 1, 1999

#### Kansas City

Rae Valley Financials, Inc., Petersburg, Nebraska -- to become a bank holding company through the acquisition of Petersburg State Bank.

- Approved, September 1, 1999

#### Minneapolis

U.S. Bancorp, Minneapolis, Minnesota -- to acquire the investment banking business of The John Nuveen Company, Chicago, Illinois.

- Approved, August 30, 1999

#### San Francisco

Wells Fargo & Company, San Francisco, California; Norwest Mortgage, Inc., Des Moines, Iowa; and Southwest Partners, Inc. -- to engage in residential mortgage lending activities through two de novo joint ventures, United Mortgage Group and Gold Coast Mortgage, both in San Diego, California.

- Approved, August 30, 1999

### **Bank Mergers**

#### Atlanta

Cumberland Bank, Carthage, Tennessee -- to acquire certain assets and assume certain liabilities of two branches of American City Bank, Tullahoma.

- Approved, September 3, 1999

### **Banks, Nonmember, And Miscellaneous Institutions**

#### Atlanta

ABS Investors LLC, Marietta, Georgia -- modification of a commitment.

- Approved, September 1, 1999

**Banks, State Member**

Chicago

First Bank & Trust of Evanston, Evanston, Illinois -- to exercise trust powers.  
- Approved, September 3, 1999

**Change In Bank Control**

Atlanta

Alliance Bancshares, Inc., Orlando, Florida -- change in bank control.  
- Permitted, September 3, 1999

Kansas City

Butte State Company, Butte, Nebraska -- change in bank control.  
- Withdrawn, September 1, 1999

Dallas

New Mexico National Financial, Inc., Roswell, New Mexico -- change in bank control.  
- Permitted, September 1, 1999

St. Louis

Southern Missouri Bancshares, Inc., Marshfield, Missouri -- change in bank control.  
- Permitted, September 1, 1999

Dallas

Trenton Bankshares, Inc., Trenton, Texas -- change in bank control.  
- Permitted, September 1, 1999

**Competitive Factors Reports**

Minneapolis

Bremer Bank, National Association, South St. Paul, Minnesota -- report on competitive factors of the proposed merger with First State Bank of Eden Prairie, Eden Prairie, and Princeton Bank, Princeton.  
- Submitted, August 31, 1999

### **Competitive Factors Reports**

#### San Francisco

California Bank & Trust, San Diego, California -- report on competitive factors of the proposed merger with Regency Bank, Fresno.

- Submitted, August 6, 1999 (AC)

#### New York

Connecticut Bank of Commerce, Stamford, Connecticut -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of MTB Bank, New York, New York.

- Submitted, September 2, 1999

#### Chicago

Firstar Bank, National Association, Cincinnati, Ohio -- report on competitive factors of the proposed merger with Mercantile Bank, National Association, St. Louis, Missouri; Mercantile Bank, Overland Park, Kansas; Mercantile Bank of Arkansas, National Association, North Little Rock, Arkansas; Mercantile Bank Midwest, Des Moines, Iowa; Mercantile Bank of Kentucky, Paducah, Kentucky; Mercantile Bank of Trenton, Trenton, Missouri; Mercantile Bank of Illinois, Springfield, Illinois; and Mercantile Trust Company, National Association, St. Louis, Missouri.

- Submitted, September 3, 1999

#### San Francisco

Quaker City Federal Savings and Loan Association, Whittier, California -- report on competitive factors of the proposed purchase of assets and assumption of liabilities of the Rowland Heights branch of PPF Bank & Trust, Pomona.

- Submitted, September 2, 1999

#### Secretary

SouthTrust Bank, N.A., Birmingham, Alabama -- report on competitive factors of the proposed merger with First Bank and Trust, Groves, Texas.

- Submitted, September 2, 1999

### **Extensions Of Time**

#### Minneapolis

First Interstate Bank, Billings, Montana -- extension to September 8, 2000, to establish a branch in Helena.

- Granted, August 31, 1999

**Membership**

Kansas City

First State Bank, Wister, Oklahoma -- membership in the Federal Reserve System.  
- Approved, August 31, 1999

# District 1

## Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, September 4, 1999

### 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)/3(a)(5)/ 4(c)(8)	The Royal Bank of Scotland Group plc, The Royal Bank of Scotland plc, RBSG International Holdings Limited, all of Edinburgh, Scotland and Citizens Financial Group, Inc., Providence, Rhode Island– application/notification to acquire UST Corp., Boston, Massachusetts *	Newspaper - 09/11/1999 Fed Reg - 09/16/1999

\*This application was previously identified on the August 21, 1999 H.2. It is being resubmitted in this H.2 only to indicate the addition of RBSG International Holdings Limited, a mid-tier bank holding company in the Royal Bank of Scotland Group organization, as an applicant. Publication dates have not been affected by this revision.

### 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 4, 1999

#### Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
FBSEA	Moscow Narodny Bank, London, England, to establish a representative office in New York, New York.	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)	Warwick Community Bancorp, Inc., Warwick, New York, to acquire The Towne Center Bank, Lodi, New Jersey*	Newspaper – 09/20/1999 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>
4(c)(8)	UBS AG, Zurich, Switzerland, to retain indirect control, through TP Group, Ltd., Grand Cayman, Cayman Islands, of Tradepoint Financial Networks plc, London, England, and thereby engage in agency transactional services.	Fed Reg – 09/17/1999
4(c)(8)	National Bank of Canada, Montreal, Canada, to acquire in excess of 4.9 percent, but less than 25 percent of the voting shares of GlobalNet Financial.Com, Inc., Boca Raton, Florida, and thereby engage in certain nonbanking activities.	Fed Reg – 09/21/1999
4(c)(8)	Banco Santander Central Hispano, S.A., Madrid, Spain, to purchase interests in business trusts holding personal property subject to lease, and thereby to engagede <i>de novo</i> in leasing activities.	Fed Reg – N/Avail

**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)	Canadian Imperial Bank of Commerce, Toronto, Canada, to invest through its wholly-owned subsidiary, CIBC World Markets Corp., in Identrus, LLC, New York, New York (aka Global Trust Organization), and engage <i>de novo</i> in digital certification, and data processing and data transmission activities.	Fed Reg – N/Avail

**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 3

### Federal Reserve Bank of Philadelphia

Applications and notifications filed during the week ending Saturday, September 4, 1999

#### Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4(c)(8)	Commerce Bancorp, Inc., Cherry Hill, NJ, to acquire up to 9.9 percent of the voting shares of Chester Valley Bancorp, Inc., Downingtown, PA, (a thrift holding company) and its wholly-owned subsidiary First Financial Savings Bank, Downingtown, PA.	Newspaper 9/25/1999 Fed. Reg. 10/1/1999

#### 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 4, 1999

#### 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>
Section 3(a)(1)	Received final application on 8/30/1999 from TCNB Financial Corp., Dayton, Ohio, to acquire 100 percent of the voting shares of The Citizens National Bank of Southwestern Ohio, Dayton, Ohio, a de novo national bank.	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>	
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 4, 1999

#### Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Allfirst Bank, Baltimore, Maryland, to establish a branch at 1025 Herndon Parkway, Herndon, Virginia.*	Newspaper – 09/10/1999

\*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>
4(c)(8)	James River Bankshares, Inc., Suffolk, Virginia, to acquire Colonial Loans, Inc., Fredericksburg, Virginia.

## 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 6

### Federal Reserve Bank of Atlanta

Applications and notifications filed during the week ending Saturday, September 4, 1999

#### 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)	Horizon Bancorporation, Bradenton, Florida, to become a bank holding company by acquiring Horizon Bank, Bradenton, Florida (in organization).	N/Avail*
3(a)(1)	Marine Bancorp, Inc., Marathon, Florida, to become a bank holding company by acquiring Marine Bank of the Florida Keys, Marathon, Florida.	Fed Reg - 10/04/1999*
CIC	Exchange Bankshares, Inc., Milledgeville, Georgia, prior notification by the Morrison Family Partnership, Milledgeville, Georgia, to acquire 12.72 percent of the outstanding shares of Exchange Bankshares, Inc., Milledgeville, Georgia.	Fed Reg – 09/22/1999

\*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>
Member	Flagler Bank, West Palm Beach, Florida (in organization), to become a member of the Federal Reserve System.
Member	Horizon Bank, Bradenton, Florida (in organization), 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**

**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>
395630	Bank at Ormond-by-the Sea Post Office Box 4318 Ormond Beach, Florida 32175	03/15/1999	08/30/1999	S		X
93039	Harris Trust/Bank of Montreal 777 S. Flagler Drive West Palm Beach, Florida 33401	03/29/1999	09/02/1999	S	X	

**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 4, 1999

#### 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)	Citizens Banking Corporation* Flint, Michigan F&M Bancorporation, Inc. Kaukauna, Wisconsin F & M Merger Corporation Kaukauna, Wisconsin F&M Bank-Brodhead Brodhead, Wisconsin F&M Bank-New London New London, Wisconsin F&M Bank-Waushara County Wautoma, Wisconsin F&M Bank-Appleton Appleton, Wisconsin F&M Bank-Algoma Algoma, Wisconsin F&M Bank-Kaukauna Kaukauna, Wisconsin F&M Bank-Hilbert Hilbert, Wisconsin F&M Bank-East Troy East Troy, Wisconsin F&M Bank Dundas, Minnesota F&M Bank-Central Stevens Point, Wisconsin	Fed Reg – 09/24/1999 Newspaper – 09/22/1999

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
(cont'd)	F&M Bank-Winnebago County Omro, Wisconsin F&M Bank-Prairie du Chien Prairie du Chien, Wisconsin F&M Bank-Northeast Pulaski, Wisconsin F&M Bank Darlington Darlington, Wisconsin F&M Bank-Kiel Kiel, Wisconsin F&M Bank-Jefferson Jefferson, Wisconsin F&M Bank-Grant County Fennimore, Wisconsin F&M Bank-Woodruff Woodruff, Wisconsin F&M Bank Superior Superior, Wisconsin F&M Bank Landmark Hudson, Wisconsin F&M Bank Iowa Central Marshalltown, Iowa F&M Bank Iowa Story City Story City, Iowa F&M Bank Iowa South Central Grinnell, Iowa F&M Bank Elkhorn Elkhorn, Wisconsin	
3(a)(3)	Holland Financial Corporation* Holland, Michigan The Bank of Northern Michigan (in organization) Petoskey, Michigan	Fed Reg – 10/01/1999 Newspaper – N/Avail
3(a)(3)	Capitol Bancorp, Ltd* Lansing, Michigan Red Rock Community Bank (in organization) Las Vegas, Nevada	Fed Reg – 09/17/1999 Newspaper – 09/17/1999
3(a)(3)	Sun Community Bancorp Limited* Phoenix, Arizona Red Rock Community Bank (in organization) Las Vegas, Nevada	Fed Reg – 09/17/1999 Newspaper – 09/17/1999
3(a)(3)	Nevada Community Bancorp Limited* Las Vegas, Nevada Red Rock Community Bank (in organization) Las Vegas, Nevada	Fed Reg – 09/17/1999 Newspaper – 09/17/1999

**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)	WCB Holding Company of Illinois, Inc.* Geneva, Illinois Winfield Community Bank (in organization) Winfield, Illinois	Fed Reg – 10/04/1999 Newspaper – N/Avail
3(a)(3)	Backlund-White, Inc.* Peoria, Illinois Hopedale Investment Company Peoria, Illinois	Fed Reg – N/Avail Newspaper – 10/06/1999
3(a)(3)	Backlund-White, Inc.* Peoria, Illinois Backlund Scott Company Peoria, Illinois	Fed Reg – N/Avail Newspaper – 10/06/1999
3(a)(3)	Backlund-White, Inc.* Peoria, Illinois Backlund Investment Company Peoria, Illinois	Fed Reg – N/Avail Newspaper – 10/06/1999
3(a)(3)	Backlund Scott Company* Peoria, Illinois Hopedale Investment Company Peoria, Illinois	Fed Reg – N/Avail Newspaper – 10/06/1999
3(a)(3)	Backlund Investment Company* Peoria, Illinois Hopedale Investment Company Peoria, Illinois	Fed Reg – N/Avail Newspaper – 10/06/1999
3(a)(3)	Bartonville Investment Company* Peoria, Illinois Hopedale Investment Company Peoria, Illinois	Fed Reg – N/Avail Newspaper – 10/06/1999

\* 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.

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>
280044	Baylake Bank 217 N. 4 <sup>th</sup> Avenue Sturgeon Bay, Wisconsin 54235 (920) 743-5551	05/10/1999	09/01/1999	O	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 4, 1999

### 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)	Notice by Kennett Merger Corporation, Kennett, Missouri, to acquire Kennett Bancshares, Inc., Kennett, Missouri.*	Newspaper – 9/27/1999 Fed Reg – 10/4/1999

\* 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.

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>
753548	The Scott County State Bank Scottsburgh, Indiana	5/17/1999	8/30/1999	S		x

---

## Section VI – CRA examinations scheduled for Quarter of

---

*Institution*

*Location*

---

None

---

## District 9

### Federal Reserve Bank of Minneapolis

Applications and notifications filed during the week ending Saturday, September 4, 1999

#### Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	First Community Bank, Glasgow, Montana, proposes to establish a branch in Three Forks, Montana.*	09/20/1999

\*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	Harriet Dolores Jones to acquire control of CNB, Inc., Walker, Minnesota.	Fed Reg - 09/21/1999

#### 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 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>
705958	Kanabec State Bank Mora, Minnesota	06/07/1999	09/02/1999	S		X
223751	Belt Valley Bank Belt, Montana	05/17/1999	09/03/1999	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 4, 1999

#### Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Five Points Bank, Grand Island, Nebraska, to establish a branch at 370 North Walnut Street, Grand Island, Nebraska.	Newspaper – 07/31/1999
Branch	People First Bank, Hennessey, Oklahoma, to establish a branch at 1601 S.E. 19 <sup>th</sup> Street, Edmond, Oklahoma.	Newspaper – 09/03/1999

#### 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)	FMLB Acquisition, Inc., Medicine Lodge, Kansas, to become a bank holding company through the acquisition of 100 percent of the voting shares of First Medicine Lodge Bancshares, Inc., Medicine Lodge, Kansas; and thereby indirectly acquire First National Bank of Medicine Lodge, Medicine Lodge, Kansas.	Newspaper – N/Avail Fed Reg – N/Avail
3(a)(1)	SJN Banc Co., St. John, Kansas, to become a bank holding company through the acquisition of 66.35 percent of the voting shares of Saint John National Bank, St. John, Kansas.	Newspaper – 09/17/1999 Fed Reg – 09/23/1999
3(a)(3)	DFC Acquisition Corp. Two, Kansas City, Missouri, and Dickinson Financial Corporation, both of Kansas City, Missouri, to acquire 100 percent of the voting shares of Armed Forces Bank of California, N.A., San Diego, California.	Newspaper – 09/15/1999 Fed Reg – 09/17/1999
3(a)(3)	UMB Financial Corporation, Kansas City, Missouri, and First Sooner Bancshares, Inc., Oklahoma City, Oklahoma, to acquire 100 percent of the voting shares of Charter Bancshares, Inc., Oklahoma City, Oklahoma; and thereby indirectly acquire Charter National Bank, Oklahoma City, Oklahoma.	Newspaper – 09/23/1999 Fed Reg – 09/20/1999
3(a)(1)	Alta Vista Bancshares, Inc., Alta Vista, Kansas, to become a bank holding company through the acquisition of 91 percent of the voting shares of Alta Vista State Bank, Alta Vista, Kansas.	Newspaper – 09/15/1999 Fed Reg – 09/23/1999
3(a)(3)	First Bancshares, Inc., Kansas City, Missouri, to acquire 100 percent of the voting shares of The Lawrence Bank, Lawrence, Kansas.	Newspaper – 09/14/1999 Fed Reg – 09/27/1999

**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 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>
866859	Canadian State Bank Yukon, Oklahoma	06/14/1999	09/01/1999	S		X
776659	Bank at Broadmoor Colorado Springs, Colorado	06/14/1999	09/03/1999	S		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 4, 1999

### 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)	Parkway National Bancshares, Inc., Plano, TX, to acquire Parkway Bank, N.A., Plano, TX (de novo)*	Fed Reg – 09/24/1999 Newspaper – 09/17/1999

\*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.

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>
1017658	Texas State Bank 3900 N 10 <sup>th</sup> McAllen, Texas 78501	05/17/1999	09/04/1999	O	X	

---

## 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 4, 1999

#### 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	Kevin Philo Gates, Salt Lake City, Utah, to increase his ownership to more than 25 percent of Centennial Bancshares, Inc., Ogden, Utah. *	Newspaper – N/Avail Fed Reg – 09/21/1999

\* 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)	The Sanwa Bank, Limited, Osaka, Japan, to engage in digital certification and data processing activities through Identrus, LLC, New York, New York.	Fed Reg – 09/22/1999
4(c)(8)	Wells Fargo & Company, San Francisco, California, Norwest Financial Services, Inc., and Norwest Financial, Inc., both of Des Moines, Iowa, to acquire certain consumer finance receivables through TCF National Bank Minnesota, Minneapolis, Minnesota.	Fed Reg – N/Avail

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

<i>Type</i>	<i>Application</i>
3(a)(5)(C)	North Bay Bancorp, to become a bank holding company by acquiring The Vintage Bank, both of Napa, California.
Member	Palomar Savings and Loan Association, Escondido, California, to become a member of the Federal Reserve System, upon conversion to a state charter.
COM	Pedcor Bancorp, Indianapolis, Indiana, requests relief of a commitment made not to incur debt, in order to borrow \$2 million to fund working capital needs.

**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	