ANNOUNCEMENT

BOARD OF GOVERNORS
OF THE
FEDERAL RESERVE SYSTEM

H.2, 1996, No. 51
Actions of the Board, its Staff, and
the Federal Reserve Banks;
Applications and Reports Received
During the Week Ending December 21, 1996

ACTIONS TAKEN BY THE BOARD OF GOVERNORS

BANK HOLDING COMPANIES

GB Bancorporation, San Diego, California -- to
increase its ownership in Pacific Commerce Bank,
Chula Vista; and Rancho Vista National Bank, Vista,
California.
Approved, December 18, 1996.

Ida Grove Bancshares, Inc., Ida Grove, Iowa, and
American Bancshares, Inc., Holstein -- to acquire
Pierson Bancorporation, Inc., Pierson, Iowa, and
Farmers Savings Bank.
Approved, December 20, 1996.

JHOB, Inc., Sandstone, Minnesota -- to acquire
Centennial National Bank, Walker, Minnesota.
Approved, December 20, 1996.

NationsBank Corporation, Charlotte, North Carolina,
and NB Holdings Corporation -- to acquire Boatmen's
Bancshares, Inc., St. Louis, Missouri.
Approved, December 16, 1996.

Unidanmark A/S, Copenhagen, Denmark, and Unibank
A/S -- to retain shares of Aros Securities Inc.,
New York, New York.
Approved, December 16, 1996.

EXTENSIONS OF TIME

Regulations G, T, and U -- extension to January 31,
1997, to receive public comments on proposed
changes to the Board's margin regulations.
Announced, December 20, 1996.

INTERNATIONAL OPERATIONS

Bank of New York, New York, New York -- to establish
a branch in Shanghai, People's Republic of China.
Permitted, December 20, 1996.

First Union National Bank of North Carolina,
Charlotte, North Carolina -- to establish an
agreement corporation to be known as First Union
Overseas Investment Corporation, a Delaware
company, and invest in Union Hamilton Assurance,
Ltd., Hamilton, Bermuda.
Permitted, December 20, 1996.
REGULATIONS AND POLICIES

Capital and accounting standards used by the federal bank and thrift regulatory agencies -- report to the Congress. Approved, December 19, 1996.

Fair Credit Reporting Act study on public availability and use of information about consumers -- publication for comment on issues to be addressed in the study. Approved, December 18, 1996.

Interagency Uniform Financial Institutions rating system (CAMEL) -- proposed changes. Approved, December 20, 1996.

Regulation B -- publication for comment of revisions to implement recent amendments to the Equal Credit Opportunity Act regarding self-testing (Docket R-0955). Approved, December 20, 1996.

Regulation B -- proposed amendment regarding data collection on all types of credit (Docket R-0876). Withdrawn, December 20, 1996.

Regulation M -- publication for comment of revisions to implement amendments to the Consumer Leasing Act (Docket R-0952). Approved, December 16, 1996.

RESERVE BANK OPERATIONS

Audits of Federal Reserve Banks -- expansion of contract with Coopers & Lybrand to include an annual financial audit of the 12 Reserve Banks. Announced, December 17, 1996.
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DECEMBER 16, 1996 TO DECEMBER 20, 1996
PAGE 3

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

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

BANK BRANCHES, DOMESTIC

San Francisco
Farmers & Merchants Bank of Rockford, Opportunity,
Washington -- to establish branches at 2024 North
Argonne, 6405 North Addison, and at the corner of
Pullman Highway and Spokane Road, Spokane,
Washington.
Approved, December 20, 1996.

Atlanta
Fifth Third Bank of Florida, Naples, Florida -- to
establish a branch at 9000 Bonita Beach Road,
Bonita Springs, Florida.
Approved, December 20, 1996.

Secretary
SunTrust Bank, Atlanta, Atlanta, Georgia -- to
establish a branch at 113 Joel Cowan Highway,
Peachtree City, Georgia.
Approved, December 19, 1996.

San Francisco
Vintage Bank, Napa, California -- to establish a
branch at 3626 Bel Aire Plaza.
Approved, December 17, 1996.

BANK HOLDING COMPANIES

Chicago
American Chartered Bancorp, Inc., Schaumburg,
Illinois -- request for waiver of a commitment.
Granted, December 19, 1996.

St. Louis
Arvest Banc Group, Inc., Bentonville, Arkansas, First
Commercial Corporation, Little Rock; and TRH Bank
Group, Inc., Little Rock, Arkansas -- to invest in
The Bankcard Center, Inc., Norman, Oklahoma, a de
novo bank service corporation.
Approved, December 17, 1996.

St. Louis
Bankshares of Fayetteville, Inc., Fayetteville,
Arkansas -- to acquire Bank of Fayetteville, N.A.
Permitted, December 16, 1996.

Kansas City
Berthoud Bancorp Employee Stock Ownership Plan,
Berthoud, Colorado -- to acquire Berthoud Bancorp,
Inc.
Approved, December 19, 1996.
<table>
<thead>
<tr>
<th>Location</th>
<th>Description</th>
<th>Approval Date</th>
</tr>
</thead>
<tbody>
<tr>
<td>Kansas City</td>
<td>Denison Bancshares, Inc., Holton, Kansas -- to retain shares of De Soto State Bank, De Soto, Kansas.</td>
<td>December 17, 1996</td>
</tr>
<tr>
<td>Dallas</td>
<td>First Mineola, Inc., Mineola, Texas -- to acquire First National Bank.</td>
<td>December 17, 1996</td>
</tr>
<tr>
<td>Chicago</td>
<td>Heartland Financial USA, Inc., Dubuque, Iowa -- to acquire Tri-State Community Credit Corp., and engage in lending activities in connection with credit-related insurance.</td>
<td>December 20, 1996</td>
</tr>
<tr>
<td>Kansas City</td>
<td>Hoeme Family Partnership, Scott City, Kansas -- to acquire First National Bancshares of Scott City, Ltd.</td>
<td>December 20, 1996</td>
</tr>
<tr>
<td>St. Louis</td>
<td>Magna Group, Inc., St. Louis, Missouri, and HBC Acquisition Sub, Inc. -- to acquire Homeland Bankshares Corporation, Waterloo, Iowa.</td>
<td>December 17, 1996</td>
</tr>
</tbody>
</table>
### ACTIONS TAKEN BY THE STAFF AND THE FEDERAL RESERVE BANKS UNDER DELEGATED AUTHORITY

#### BANK HOLDING COMPANIES

<table>
<thead>
<tr>
<th>Location</th>
<th>Description</th>
</tr>
</thead>
<tbody>
<tr>
<td>St. Louis</td>
<td>Magna Group, Inc., St. Louis, Missouri, and HBC Acquisition Sub, Inc. -- to acquire Homeland Savings Bank, FSB, Des Moines, Iowa, Homeland Trust Company, Des Moines, Iowa, and Homeland Student Loan Company, West Des Moines, Iowa. Permitted, December 17, 1996.</td>
</tr>
<tr>
<td>Cleveland</td>
<td>Mid Am, Inc., Bowling Green, Ohio -- to acquire Simplicity Mortgage Consultants, Inc., Marion, Ohio, and engage in lending activities. Permitted, December 19, 1996.</td>
</tr>
<tr>
<td>New York</td>
<td>Mitsubishi Trust and Banking Corporation, Tokyo, Japan -- to acquire additional shares of Spectrum Capital, Ltd., New York, New York, and engage in lending and leasing activities. Permitted, December 16, 1996.</td>
</tr>
</tbody>
</table>
H.2
DECEMBER 16, 1996 TO DECEMBER 20, 1996
PAGE 6

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

BANK HOLDING COMPANIES

Secretary  State Street Boston Corporation, Boston, Massachusetts -- to acquire Dunai Financial Services, Pty. Limited, Melbourne, Australia and engage in data processing activities. Approved, December 20, 1996.


BANKS, STATE MEMBER

Director, 8S&R  Southwest Georgia Bank, Moultrie, Georgia -- registration as transfer agent. Withdrawn, December 17, 1996.


**CAPITAL STOCK**

<table>
<thead>
<tr>
<th>Location</th>
<th>Description</th>
</tr>
</thead>
<tbody>
<tr>
<td>Dallas</td>
<td>First Riesel Corporation, Riesel, Texas -- redemption of shares. Approved, December 16, 1996.</td>
</tr>
</tbody>
</table>

**CHANGE IN BANK CONTROL**

<table>
<thead>
<tr>
<th>Location</th>
<th>Description</th>
</tr>
</thead>
<tbody>
<tr>
<td>Minneapolis</td>
<td>Flathead Holding Company of Bigfork, Bigfork, Montana -- change in bank control. Permitted, December 17, 1996.</td>
</tr>
<tr>
<td>Kansas City</td>
<td>Prairie Bankshares, Pretty Prairie, Kansas -- change in bank control. Permitted, December 18, 1996.</td>
</tr>
<tr>
<td>San Francisco</td>
<td>SC Bancorp, Anaheim, California -- change in bank control. Withdrawn, December 17, 1996.</td>
</tr>
</tbody>
</table>

**COMPETITIVE FACTORS REPORTS**

<table>
<thead>
<tr>
<th>Location</th>
<th>Description</th>
</tr>
</thead>
<tbody>
<tr>
<td>St. Louis</td>
<td>Arkansas Bank, National Association, Batesville, Arkansas, proposed purchase of assets and assumption of liabilities of the Newport branch of Arkansas Bank, Jonesboro, Arkansas -- report on competitive factors. Submitted, December 18, 1996.</td>
</tr>
</tbody>
</table>
COMPETITIVE FACTORS REPORTS

Submitted, December 13, 1996.

San Francisco  Bank of Salinas, Salinas, California, proposed acquisition of the assets and assumption of the liabilities of the Castroville and Gonzales, California, branches of Wells Fargo Bank, N.A., San Francisco, California -- report on competitive factors.
Submitted, December 16, 1996.

San Francisco  Bank of The Sierra, Porterville, California, proposed acquisition of the assets and assumption of the liabilities of the Dinuba branch of Wells Fargo Bank, N.A., San Francisco, California -- report on competitive factors.
Submitted, December 16, 1996.

Submitted, December 16, 1996.

Dallas  Camp Bowie National Bank, Fort Worth, Texas, proposed acquisition of the assets and assumption of the liabilities of a branch at 9001 Airport Freeway, North Richland Hills, of Summit National Bank, Fort Worth, Texas -- report on competitive factors.
Submitted, December 16, 1996.

Submitted, December 17, 1996.
COMPETITIVE FACTORS REPORTS

St. Louis
First Community Bank, National Association, Conway, Arkansas, proposed merger with First Community Bank -- report on competitive factors.
Submitted, December 20, 1996.

St. Louis
First Financial Bank of St. Louis, St. Louis, Missouri, proposed merger with Union Planters Bank of Missouri, Clayton, Missouri -- report on competitive factors.
Submitted, December 18, 1996.

Dallas
Submitted, December 16, 1996.

Dallas
First State Bank, Temple, Texas, proposed merger with First National Bank, Goldthwaite, Texas -- report on competitive factors.
Submitted, December 17, 1996.

Kansas City
Firststate Bank of Colorado, Northglenn, Colorado, proposed merger with First Northern Savings Bank, Greeley, Colorado -- report on competitive factors.
Submitted, December 17, 1996.

San Francisco
Glendale Federal Bank, Federal Savings Bank, Glendale, California, proposed merger with Transworld Bancorp and Transworld Bank, both of Sherman Oaks, California -- report on competitive factors.
Submitted, December 16, 1996.

Dallas
Submitted, December 16, 1996.
COMPETITIVE FACTORS REPORTS

Cleveland    MSB Capital Corporation, Columbus, Ohio (currently d.b.a. Rexer Corporation), proposed acquisition of the assets and assumption of the liabilities of Midwest Savings Bank, De Graff, Ohio -- report on competitive factors. Submitted, December 19, 1996.

Cleveland    People's Banking and Trust Company, Marietta, Ohio, proposed purchase of the assets and assumption of the liabilities of the Baltimore branch of National City Bank of Columbus, Columbus, Ohio -- report on competitive factors. Submitted, December 19, 1996.


Dallas       Town and Country Bank, Stephenville, Texas, proposed acquisition of the assets and assumption of the liabilities of a branch at 609 S.W. Bend Trail, Glen Ross, of Texas Bank, Weatherford, Texas -- report on competitive factors. Submitted, December 16, 1996.
COMPETITIVE FACTORS REPORTS

St. Louis  Union Planters Bank of Southeast Missouri, Cape Girardeau, Missouri, proposed merger with Citizens First Financial Bank, Dexter; First Financial Bank of Southeast Missouri, Sikeston; and First Financial Bank of Ste. Genevieve County, Ste. Genevieve, Missouri -- report on competitive factors.
Submitted, December 17, 1996.

EXTENSIONS OF TIME

Director, BS&R  AmSouth Bancorporation, Birmingham, Alabama -- extension to divest certain property.
Granted, December 17, 1996.

Granted, December 18, 1996.

Granted, December 18, 1996.

Granted, December 16, 1996.

Director, BS&R  Citizens Financial Group, Inc., Providence, Rhode Island, and Citizens Bank of Massachusetts -- extension to divest certain property.
Granted, December 16, 1996.

Granted, December 20, 1996.
### Extensions of Time

<table>
<thead>
<tr>
<th>City</th>
<th>Institution</th>
<th>Description</th>
<th>Date Granted</th>
</tr>
</thead>
<tbody>
<tr>
<td>Minneapolis</td>
<td>Norwest Corporation, Minneapolis, Minnesota; Norwest Financial Services, Inc., Des Moines, Iowa; and Norwest Financial Inc., Des Moines, Iowa</td>
<td>Extension to February 22, 1997, to engage in the issuance and sale at retail of money orders.</td>
<td>December 20, 1996</td>
</tr>
<tr>
<td>San Francisco</td>
<td>PNB Financial Group, Newport Beach, California</td>
<td>Extension to October 17, 1997, for change in bank control.</td>
<td>December 18, 1996</td>
</tr>
<tr>
<td>San Francisco</td>
<td>WKS, Inc., Fresno, California</td>
<td>Extension to February 7, 1997, to acquire Sierra Thrift, upon conversion to a state-chartered commercial bank.</td>
<td>December 17, 1996</td>
</tr>
</tbody>
</table>

### Membership

<table>
<thead>
<tr>
<th>City</th>
<th>Institution</th>
<th>Description</th>
<th>Date Approved</th>
</tr>
</thead>
<tbody>
<tr>
<td>Kansas City</td>
<td>American Bank, Wichita, Kansas</td>
<td>To become a member of the Federal Reserve System.</td>
<td>December 20, 1996</td>
</tr>
<tr>
<td>Secretary</td>
<td>Pacific Coast Bankers' Bank (in organization), San Francisco, California</td>
<td>To become a member of the Federal Reserve System.</td>
<td>December 17, 1996</td>
</tr>
</tbody>
</table>
REGULATIONS AND POLICIES

Secretary FOMC

Federal Open Market Committee -- minutes of the meeting on November 13, 1996. Published, December 20, 1996.

RESERVE BANK SERVICES

Director, FRBO

Federal Reserve Bank of San Francisco -- to offer electronic cash letter (ECL) deposit products and joint ECL and payor bank service discounts to customers who send and receive electronic files from a Twelfth District office. Approved, December 16, 1996.
REGULATIONS AND POLICIES

Regulation C -- amendment to implement increase in the asset-size exemption from disclosure requirements for depository institutions (Docket R-0951).
Approved, December 13, 1996.

BANK HOLDING COMPANIES

Chicago
Pineries Bankshares, Inc., Stevens Point, Wisconsin -- to acquire Mattoon State Bank, Mattoon, Wisconsin.
Approved, December 13, 1996.

COMPETITIVE FACTORS REPORTS

Boston
Submitted, December 12, 1996.
SECTION I - APPLICATIONS SUBJECT TO
NEWSPAPER NOTICE ONLY

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

SECTION III - APPLICATIONS SUBJECT TO
FEDERAL REGISTER NOTICE ONLY

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

SECTION V - AVAILABILITY OF CRA PUBLIC EVALUATIONS

Rating Definitions: "O" - Outstanding; "S" - Satisfactory; "N" - Needs to Improve; "SN" - Substantial Noncompliance.
SECTION I
Applications Subject to Newspaper Notice Only
None.

SECTION II
Applications Subject to Both Newspaper and Federal Register Notice
None.

SECTION III
Nonbanking Applications (subject to Federal Register Notice Only)
The Bank of New York Company, Inc., New York, New York, New York, to engage through its subsidiary, BNY Capital Markets Inc., in the underwriting and dealing, to a limited degree, in all debt and equity securities.

Canadian Imperial Bank of Commerce, Toronto, Canada, to engage de novo through CIBC Investment Corporation in trading, for non-hedging purposes, in options, options on futures and futures on securities indices and money market instruments.

The Toronto-Dominion Bank, Toronto, Canada, and Waterhouse Investor Services, New York, New York (“Waterhouse”; together Notificants), to engage in a joint venture through which they will acquire through Waterhouse 50 percent of the voting shares of Marketware International, Inc., Holmdel, New Jersey, and thereby to provide data processing activities and transmission services.

SECTION IV
Applications Not Involving Public Comment
None.

SECTION V
Availability of CRA Public Evaluations
In connection with the assessment of each insured depository institution's CRA performance, a rating is assigned from the following group:

Outstanding record of meeting community credit needs.

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

Satisfactory record of meeting community credit needs.

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

Needs to improve record of meeting community credit needs.

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

Substantial noncompliance in meeting community credit needs.

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

Week Ending December 21, 1996

<table>
<thead>
<tr>
<th>NAME OF BANK</th>
<th>RATING</th>
<th>EXAMINATION DATE</th>
</tr>
</thead>
</table>

1. Subject to provisions of Community Reinvestment Act.
2. Later of dates specified in newspaper and Federal Register notices.
3. Date specified in newspaper notice: a later date may be specified in the Federal Register notice.
4. Date specified in Federal Register notice: a later date may be specified in the newspaper notice.

N A - Not Available
FEDERAL RESERVE BANK OF PHILADELPHIA

SECTION I - APPLICATIONS RECEIVED AND SUBJECT TO NEWSPAPER NOTICE ONLY

NONE

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

Fulton Financial Corporation, Lancaster, PA to acquire 100 percent of The Woodstown National Bank & Trust Company, Woodstown, NJ, pursuant to Section 3(a)(3) of the Bank Holding Company Act.

Newspaper comment period expires: 01/17/97
Federal Register comment period expires: N/Avail

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

NONE

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

NONE
SECTION V - AVAILABILITY OF CRA PUBLIC EVALUATIONS

The following institutions were examined for CRA. The 30-business day period the bank has to make the evaluation public has lapsed during the week ending December 20, 1996.

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

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

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

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

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

<table>
<thead>
<tr>
<th>Bank/Location</th>
<th>Examination Date</th>
<th>CRA Rating</th>
</tr>
</thead>
<tbody>
<tr>
<td>NONE</td>
<td>NONE</td>
<td>NONE</td>
</tr>
</tbody>
</table>
APPLICATIONS BULLETIN
(For the week ending December 21, 1996)

SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE ONLY

NONE

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

Received application from FJSB Bancshares, Inc., Fort Jennings, Ohio, on December 20, 1996, to acquire The Fort Jennings State Bank, Fort Jennings, Ohio, pursuant to Section 3(a)(1) of the Bank Holding Company Act.

* N: December 27, 1996

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER NOTICE ONLY

NONE

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

Received notice from Key Bank, New York, Albany, New York, on December 13, 1996, of its intent to retain its branch located in George Town, Grand Cayman, Cayman Islands, British West Indies, after its conversion to a national banking charter.

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* - Subject to CRA
N - Newspaper Comment Period
F - Federal Register Comment Period
# - Expected to End 30 Days from Date of Receipt
AVAILABILITY OF CRA PUBLIC EVALUATIONS
(December 20, 1996)

The following state member banks have been examined by the Federal Reserve Bank of Cleveland for compliance with The Community Reinvestment Act. A public evaluation document became available from the bank(s) listed below during the week ended December 20, 1996. If you are interested in obtaining a copy of an evaluation document, please contact the bank(s) directly.

There are four descriptive ratings for CRA:

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

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

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

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

NONE
Federal Reserve Bank of Richmond

Section I - Applications Subject to Newspaper Notice Only

Application

Crestar Bank, Vienna, Virginia, to establish branches at the following locations: Wal-Mart Supercenters at 7901 Brook Road, Richmond, Virginia, and at 11400 West Broad Street Road, Glen Allen, Virginia; and in the Hannaford Supermarket at 7951 Brook Road, Richmond, Virginia.* 1-12-97

The Bank of Tidewater, Virginia Beach, Virginia, to operate a mobile branch to pick up noncash deposits of business customers at general locations throughout Virginia Beach, Norfolk, and Chesapeake, Virginia.* 1-13-97

Farmers Bank of Maryland, Annapolis, Maryland, to merge with First Virginia Bank-Central Maryland, Bel Air, Maryland.* 1-15-97

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

Application

Carolina First Corporation, Greenville, South Carolina, to acquire shares of Internet Organizing Group, Inc., Roswell, Georgia, and thereby indirectly acquire Premier Savings Bank, F.S.B, Marietta, Georgia. 1-6-97**

Section III - Applications Subject to Federal Register Notice

Application

None.

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

Application
Crestar Bank, Vienna, Virginia, for permission to reduce its capital stock.

*Application is subject to CRA requirements.
**Expiration of comment period specified in the Federal Register.

Federal Reserve Bank of Richmond

Section V - Availability of CRA Public Evaluations

Week ending December 20, 1996

Definition of Ratings

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

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

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

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

Examination

<table>
<thead>
<tr>
<th>Date</th>
<th>Rating</th>
</tr>
</thead>
<tbody>
<tr>
<td>9-3-96</td>
<td>Satisfactory</td>
</tr>
</tbody>
</table>

Triangle Bank
4800 Six Forks Road
Raleigh, North Carolina 27609-5245
Section 1 - Applications Subject to Newspaper Notice Only

<table>
<thead>
<tr>
<th>Application</th>
<th>Comment Period Ending Date</th>
</tr>
</thead>
<tbody>
<tr>
<td>Compass Bank, Jacksonville, Florida</td>
<td>12-29-96*</td>
</tr>
<tr>
<td>To establish a branch located at 14373 Beach Boulevard, Jacksonville, Florida, to be known as the San Pablo Branch.</td>
<td></td>
</tr>
</tbody>
</table>

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

<table>
<thead>
<tr>
<th>Application</th>
<th>Comment Period Ending Date</th>
</tr>
</thead>
<tbody>
<tr>
<td>Compass Bancshares, Inc. Birmingham, Alabama</td>
<td>01-23-96*</td>
</tr>
<tr>
<td>Along with Compass Banks of Texas, Inc., Birmingham, Alabama, and Compass Bank</td>
<td></td>
</tr>
<tr>
<td>Corporation of Texas, Inc., Wilmington, Delaware, to acquire Horizon Bancorp, Inc., Austin, Texas, and its subsidiary, Horizon Bank &amp; Trust, SSB, Austin, Texas, and thereby engage in operating a savings association, pursuant to Section 225.25(b)(9) of Regulation Y and Section 4(c)(8) of the Bank Holding Company Act.</td>
<td></td>
</tr>
<tr>
<td>The Colonial BancGroup, Inc. Montgomery, Alabama</td>
<td>Not yet available*</td>
</tr>
<tr>
<td>To merge with Shamrock Holding, Inc., Evergreen, Alabama, and thereby directly acquire its subsidiary, The Union Bank, Evergreen, Alabama, pursuant to Section 3(a)(5) of the Bank Holding Company Act.</td>
<td></td>
</tr>
</tbody>
</table>

Section 3 - Applications Subject to Federal Register Only

<table>
<thead>
<tr>
<th>Application</th>
<th>Comment Period Ending Date</th>
</tr>
</thead>
<tbody>
<tr>
<td>None.</td>
<td></td>
</tr>
</tbody>
</table>

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

<table>
<thead>
<tr>
<th>Application</th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>FNC Bancorp, Inc. Douglas, Georgia</td>
<td>Commitment waiver request.</td>
</tr>
</tbody>
</table>

*Subject to provisions of the Community Reinvestment Act.
Section 10 - Availability of CRA Public Evaluations

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

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

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

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

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

Bank | CRA Rating | Examination Date
--- | --- | ---
First Progressive Bank | Satisfactory | 09-09-96
Post Office Box 1267
Brewton, Alabama 36427
(334) 867-7706
### Recently Approved Applications

<table>
<thead>
<tr>
<th>Institution</th>
<th>Approval Date</th>
</tr>
</thead>
<tbody>
<tr>
<td>AmSouth Bancorporation</td>
<td>12-17-96</td>
</tr>
<tr>
<td>Birmingham, Alabama</td>
<td></td>
</tr>
<tr>
<td>Commitment waiver request.</td>
<td></td>
</tr>
<tr>
<td>Fifth Third Bank of Florida</td>
<td>12-20-96</td>
</tr>
<tr>
<td>Naples, Florida</td>
<td></td>
</tr>
<tr>
<td>To establish a branch located at 9000 Bonita Beach Road, Bonita Springs, Florida, to be known as the Bonita Banking Center.</td>
<td></td>
</tr>
<tr>
<td>SunTrust Bank, Atlanta</td>
<td>12-19-96</td>
</tr>
<tr>
<td>Atlanta, Georgia</td>
<td></td>
</tr>
<tr>
<td>To establish a branch located at 113 Joel Cowan Highway, Peachtree City, Georgia.</td>
<td></td>
</tr>
</tbody>
</table>
### Federal Reserve Bank of Chicago

**Section I - Applications Subject to Newspaper Notice Only**

<table>
<thead>
<tr>
<th>Type</th>
<th>Application</th>
</tr>
</thead>
<tbody>
<tr>
<td>Branch</td>
<td>Isabella Bank and Trust&lt;br&gt;Mt. Pleasant, Michigan&lt;br&gt;1125 N. McEwan Street&lt;br&gt;Clare, Michigan</td>
</tr>
<tr>
<td>Branch</td>
<td>Union Bank &amp; Trust Company&lt;br&gt;Evansville, Wisconsin&lt;br&gt;121 Fifth Avenue&lt;br&gt;Belleville, Wisconsin</td>
</tr>
<tr>
<td>Branch</td>
<td>NBD Bank&lt;br&gt;Detroit, Michigan&lt;br&gt;800 Ship Street&lt;br&gt;St. Joseph, Michigan</td>
</tr>
<tr>
<td>3(a)(1) Notice</td>
<td>Lakeland Financial Corporation&lt;br&gt;Round Lake Heights, Illinois&lt;br&gt;Lakeland Community Bank&lt;br&gt;Round Lake Heights, Illinois</td>
</tr>
<tr>
<td>Branch</td>
<td>First Bank &amp; Trust of Evanston&lt;br&gt;Evanston, Illinois&lt;br&gt;2925 Central Street&lt;br&gt;Evanston, Illinois</td>
</tr>
</tbody>
</table>

NP - Newspaper  
FR - Federal Register  
* - Subject to Provisions of Community Reinvestment Act  
** - Not available at this time
<table>
<thead>
<tr>
<th>Type</th>
<th>Application</th>
<th>Comment Period Ending Date</th>
</tr>
</thead>
<tbody>
<tr>
<td>Branch</td>
<td>F&amp;M Bank Portage County&lt;br&gt;Park Ridge, Wisconsin&lt;br&gt;128 Highway 10 East&lt;br&gt;Amherst, Wisconsin</td>
<td>NP - 12-31-96</td>
</tr>
<tr>
<td>BHC-OT</td>
<td>ABN AMRO Bank, N.V.&lt;br&gt;Amsterdam, The Netherlands&lt;br&gt;representative office in&lt;br&gt;Minneapolis, Minnesota</td>
<td>NP - 12-24-96</td>
</tr>
<tr>
<td>Member</td>
<td>Michigan Heritage Bank&lt;br&gt;Novi, Michigan (in organization)&lt;br&gt;To become a member of the Federal Reserve System</td>
<td>NP - **</td>
</tr>
</tbody>
</table>

NP - Newspaper
FR - Federal Register
* - Subject to Provisions of Community Reinvestment Act
** - Not available at this time
<table>
<thead>
<tr>
<th>Type</th>
<th>Application</th>
<th>Comment</th>
<th>Period</th>
<th>Ending Date</th>
</tr>
</thead>
<tbody>
<tr>
<td>3(a)(1)</td>
<td>AmeriMark Financial Corporation.*</td>
<td></td>
<td>FR - 12-20-96</td>
<td></td>
</tr>
<tr>
<td></td>
<td>Oak Brook, Illinois</td>
<td></td>
<td>NP - 1-12-97</td>
<td></td>
</tr>
<tr>
<td></td>
<td>Duco Bancshares, Inc.</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>Villa Park, Illinois</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>Bank of Illinois in DuPage</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>Villa Park, Illinois</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>3(a)(1)</td>
<td>River Cities Bancshares, Inc.*</td>
<td></td>
<td>FR - 01-03-97</td>
<td></td>
</tr>
<tr>
<td></td>
<td>Wisconsin Rapids, Wisconsin</td>
<td></td>
<td>NP - 12-26-96</td>
<td></td>
</tr>
<tr>
<td></td>
<td>River Cities Bank (in organization)</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>Wisconsin Rapids, Wisconsin</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>3(a)(3)</td>
<td>Security National Corporation*</td>
<td></td>
<td>FR - 01-6-97</td>
<td></td>
</tr>
<tr>
<td></td>
<td>Sioux City, Iowa</td>
<td></td>
<td>NP - **</td>
<td></td>
</tr>
<tr>
<td></td>
<td>Security National Bank of South Dakota (in organization)</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>Dakota Dunes, South Dakota</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>3(a)(3)</td>
<td>Heartland Financial USA, Inc.*</td>
<td></td>
<td>FR - 01-15-97</td>
<td></td>
</tr>
<tr>
<td></td>
<td>Dubuque, Iowa</td>
<td></td>
<td>NP - **</td>
<td></td>
</tr>
<tr>
<td></td>
<td>Cottage Grove State Bank</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>Cottage Grove, Wisconsin</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>3(a)(1)</td>
<td>Vermilion Bancorp, Inc.*</td>
<td></td>
<td>FR - **</td>
<td></td>
</tr>
<tr>
<td></td>
<td>Danville, Illinois</td>
<td></td>
<td>NP - **</td>
<td></td>
</tr>
<tr>
<td></td>
<td>American Savings Bank of Danville</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>Danville, Illinois</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>3(a)(1)</td>
<td>Michigan Heritage Bancorp, Inc.*</td>
<td></td>
<td>FR - **</td>
<td></td>
</tr>
<tr>
<td></td>
<td>Novi, Michigan</td>
<td></td>
<td>NP - **</td>
<td></td>
</tr>
<tr>
<td></td>
<td>Michigan Heritage Bank (in organization)</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>Novi, Michigan</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>3(a)(1)</td>
<td>Iron Horse Bancshares, Inc.*</td>
<td></td>
<td>FR - **</td>
<td></td>
</tr>
<tr>
<td></td>
<td>Mazomanie, Wisconsin</td>
<td></td>
<td>NP - **</td>
<td></td>
</tr>
<tr>
<td></td>
<td>The Peoples State Bank of Mazomanie, Wisconsin</td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
### Section II - Applications Subject to Both Newspaper and Federal Register Notice Cont'd

<table>
<thead>
<tr>
<th>Type</th>
<th>Application</th>
<th>Comment Period</th>
</tr>
</thead>
<tbody>
<tr>
<td>3(a)(1)</td>
<td>CH and JD Byrum, LLC* Indianapolis, Indiana American State Corporation Lawrenceburg, Indiana American State Bank Lawrenceburg, Indiana</td>
<td>FR - 12-27-96 NP - 12-2-96</td>
</tr>
<tr>
<td>COC-HC</td>
<td>APM Bancorp, Inc. Buffalo, Iowa By James A. Matthys</td>
<td>FR - 1-10-97 NP - **</td>
</tr>
<tr>
<td>3(a)(3)</td>
<td>Beaman Bancshares, Inc.* Beaman, Iowa Producers Savings Bank Green Mountain, Iowa</td>
<td>FR - 12-23-96 NP - 12-24-96</td>
</tr>
<tr>
<td>3(a)(5)</td>
<td>Associated Banc-Corp.* Green Bay, Wisconsin Centra Financial, Inc. West Allis, Wisconsin Central Bank West Allis, Wisconsin</td>
<td>FR - 12-20-96 NP - 12-16-96</td>
</tr>
</tbody>
</table>
### Section III - Applications Subject to Federal Register Notice Only cont'd

<table>
<thead>
<tr>
<th>Type</th>
<th>Application</th>
<th>Comment</th>
<th>Ending Date</th>
</tr>
</thead>
</table>
| 4(c)(8) | AmeriMark Financial Corporation
Oak Brook, Illinois
Banill Corporation
Villa Park, Illinois |               | FR - 12-20-96 |
| 4(c)(8) | Bando McGlocklin Capital Corporation
Pewaukee, Wisconsin
Bando McGlocklin Investment Corporation
Pewaukee, Wisconsin
Bando McGlocklin Small Business Lending Company
Pewaukee, Wisconsin |               | FR - 12-27-96 |
| 4(c)(8) | Denmark Bancshares
Denmark, Wisconsin
Zeamer Insurance Agency
Greenleaf, Wisconsin |               | FR - **       |
| 4(c)(8) | Bank of Montreal
Toronto, Canada
Cebra, Inc.
Toronto, Canada |               | FR - **       |

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

<table>
<thead>
<tr>
<th>Type</th>
<th>Application</th>
</tr>
</thead>
<tbody>
<tr>
<td>None</td>
<td></td>
</tr>
</tbody>
</table>
Federal Reserve Bank of Chicago

Section V - Availability of CRA Public Evaluations

The following state member banks have been examined by the Federal Reserve Bank of Chicago for compliance with the CRA. The 30-business day period the bank has to make the evaluation public has lapsed during the week ending December 20, 1996. If you are interested in obtaining a copy of the evaluation document, please contact the bank(s) directly.

Identification of Ratings

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

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

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

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

<table>
<thead>
<tr>
<th>BANK NAME/LOCATION</th>
<th>EXAMINATION DATE</th>
<th>RATINGS</th>
</tr>
</thead>
<tbody>
<tr>
<td>Fifth Third Bank of Central Indiana</td>
<td>6/24/96</td>
<td>S</td>
</tr>
<tr>
<td>251 North Illinois Street</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Indianapolis, Indiana 46204-2904</td>
<td></td>
<td></td>
</tr>
<tr>
<td>(317) 383-2300</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Farmers &amp; Merchants Savings Bank</td>
<td>8/12/96</td>
<td>S</td>
</tr>
<tr>
<td>101 East Main Street</td>
<td></td>
<td></td>
</tr>
<tr>
<td>P.O. Box 588</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Manchester, Iowa 52057-0588</td>
<td></td>
<td></td>
</tr>
<tr>
<td>(319) 927-4475</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Bloomingdale Bank and Trust</td>
<td>8/19/96</td>
<td>S</td>
</tr>
<tr>
<td>150 South Bloomingdale Road</td>
<td></td>
<td></td>
</tr>
<tr>
<td>P.O. Box 6312</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Bloomingdale, Illinois 60108-6312</td>
<td></td>
<td></td>
</tr>
<tr>
<td>(630) 924-8500</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
Federal Reserve Bank of St. Louis
FOR THE WEEK ENDING DECEMBER 20, 1996

SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE

Application


End of Comment Period: 12-28-96

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

Application

* Section 4(c)(8) notification by National City Bancshares, Inc., Evansville, Indiana, to acquire First Federal Savings Bank of Leitchfield, Leitchfield, Kentucky.

End of Comment Period: Newspaper: 1-15-97

* Section 3(a)(1) application by Waterfield Bank Corp., Indianapolis, Indiana, to acquire First National Bank of Mitchell, Mitchell, Indiana.

End of Comment Period: Newspaper: 1-20-97

* Section 3(a)(3) application by Union Planters Corporation, Memphis, Tennessee, to acquire SBT Bancshares, Inc., Selmer, Tennessee.

End of Comment Period: Newspaper: 1-19-97

*Section 3(a)(1) application by Pontotoc BancShares Corp., Pontotoc, Mississippi, to acquire First National Bank, Pontotoc, Mississippi.

End of Comment Period: Newspaper: 1-17-97

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER NOTICE

Application

None.

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

Application

None.

End of Comment Period

* This application/notification is subject to CRA.
Identification of Ratings:

Outstanding record of meeting community credit needs

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

Satisfactory record of meeting community credit needs

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

Needs to improve record of meeting community credit needs

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

Substantial noncompliance in meeting community credit needs

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

<table>
<thead>
<tr>
<th>Name of Bank</th>
<th>Bank Address</th>
<th>Examination Date</th>
<th>Examination Rating</th>
</tr>
</thead>
<tbody>
<tr>
<td>None</td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
Application

NONE.

FEDERAL RESERVE BANK OF MINNEAPOLIS
Section II - Applications Subject to Both
Newspaper and Federal Register Notice

Application

BankWest Financial, Kalispell, Montana, for prior approval
to become a bank holding company through the acquisition of
100% of the voting shares of BankWest, National
Association, Kalispell, Montana. *

* Subject to CRA

FEDERAL RESERVE BANK OF MINNEAPOLIS
Section III - Applications Subject to Federal Register Notice Only

Application

Norwest Corporation, Minneapolis, Minnesota and Norwest
Financial Services, Inc., Des Moines, Iowa, to engage in
automobile financing through the acquisition of Reliable
Financial Services, Inc., San Juan, Puerto Rico.

Norwest Corporation, Minneapolis, Minnesota, to acquire the
brokerage business of Central Bank and Trust, Fort Worth,
Texas.

Norwest Corporation, Minneapolis, Minnesota, to acquire the
mortgage business of Central Bank and Trust, Fort Worth,
Texas.
Application

Ben Tempel to become a co-trustee of a trust that controls
23% of the voting shares of Flathead Holding Company of
Bigfork, Bigfork, Montana.

Ben Tempel to become a co-trustee of a trust that controls
73% of the voting shares of Mountain Bank System, Inc.,
Whitefish, Montana.
**FEDERAL RESERVE BANK OF MINNEAPOLIS**  
Section V - Availability of  
CRA Public Evaluations  
week ending December 20, 1996

**ASSIGNMENT OF RATING**

**Identification of Ratings**

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

**OUTSTANDING RECORD OF MEETING COMMUNITY CREDIT NEEDS.**

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

**SATISFACTORY RECORD OF MEETING COMMUNITY CREDIT NEEDS.**

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

**NEEDS TO IMPROVE RECORD OF MEETING COMMUNITY CREDIT NEEDS.**

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

**SUBSTANTIAL NONCOMPLIANCE IN MEETING COMMUNITY CREDIT NEEDS.**

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

<table>
<thead>
<tr>
<th>BANK(S) EXAMINED</th>
<th>DATE OF EXAMINATION</th>
<th>CRA RATING</th>
</tr>
</thead>
<tbody>
<tr>
<td>Peoples State Bank of Plainview</td>
<td>September 3, 1996</td>
<td>Satisfactory</td>
</tr>
<tr>
<td>300 West Broadway, Box 607</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Plainview, MN 55964-0607</td>
<td></td>
<td></td>
</tr>
<tr>
<td>(507) 534-3137</td>
<td></td>
<td></td>
</tr>
<tr>
<td>American Bank</td>
<td>September 9, 1996</td>
<td>Outstanding</td>
</tr>
<tr>
<td>1325 Main Street</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Billings, MT 59105-1741</td>
<td></td>
<td></td>
</tr>
<tr>
<td>(406) 252-6322</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE ONLY

APPLICATION

COMMENT PERIOD ENDING DATE

None.

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

APPLICATION

COMMENT PERIOD ENDING DATE

None.

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER NOTICE ONLY

APPLICATION

COMMENT PERIOD ENDING DATE

None.

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

APPLICATION

None.

SECTION V - AVAILABILITY OF CRA PUBLIC EVALUATIONS

Identification of Ratings

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

Outstanding record of meeting community credit needs

An institution in this group has an outstanding record of ascertaining and helping to meet the credit needs of its entire delineated community, including low- and moderate-income neighborhoods, in a manner consistent with its resources and capabilities.
APPLICATIONS AND NOTIFICATIONS FILED DURING THE WEEK OF DECEMBER 16, 1996

SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE ONLY

APPLICATION

None.

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

APPLICATION

*Section 3(a)(1) application by Laguna Madre Bancshares, Inc., South Padre Island, TX, to acquire Laguna Madre Delaware Bancshares, Inc., Dover, DE, and First National Bank of South Padre Island, South Padre Island, TX

** NOTICE EXP

N/A

*Section 3(a)(1) application by Laguna Madre Delaware Bancshares, Inc., Dover, DE, to acquire First National Bank of South Padre Island, South Padre Island, TX

N/A

*Section 3(a)(1) application by First Alamogordo Bancorp of Nevada, Inc., Reno, NV, to acquire First National Bank of Alamogordo, Alamogordo, NM, and First National Bank of Ruidoso, Ruidoso, NM

N/A

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER NOTICE ONLY

APPLICATION

None.
Satisfactory record of meeting community credit needs

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

Needs to improve record of meeting community credit needs

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

Substantial noncompliance in meeting community credit needs

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

<table>
<thead>
<tr>
<th>Bank/Location</th>
<th>Exam Date</th>
<th>CRA Public Date</th>
<th>CRA Rating</th>
</tr>
</thead>
<tbody>
<tr>
<td>WestStar Bank</td>
<td>09/09/96</td>
<td>12/16/96</td>
<td>Satisfactory</td>
</tr>
<tr>
<td>108 S. Frontage Road West</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Vail, Colorado 91657-0000</td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

*Application is subject to CRA.
SECTION IV - APPLICATIONS NOT SUBJECT TO FEDERAL REGISTER NOTICE
OR NEWSPAPER NOTICE

APPLICATION

None.

* SUBJECT TO CRA.
** EXPIRATION DATE IS THE DATE SPECIFIED IN THE NEWSPAPER NOTICE ONLY.
N/A - NOT AVAILABLE AT THIS TIME.
SECTION V - AVAILABILITY OF CRA PUBLIC EVALUATIONS
FOR THE WEEK OF DECEMBER 16, 1996

Outstanding record of meeting community credit needs.

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

Satisfactory record of meeting community credit needs.

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

Needs to Improve record of meeting community credit needs.

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

Substantial Noncompliance in meeting community credit needs.

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

<table>
<thead>
<tr>
<th>Bank</th>
<th>Date of Examination</th>
<th>CRA Rating</th>
</tr>
</thead>
<tbody>
<tr>
<td>First Bank &amp; Trust Company</td>
<td>96/09/09</td>
<td>Satisfactory</td>
</tr>
<tr>
<td>Main Street</td>
<td></td>
<td></td>
</tr>
<tr>
<td>P. O. Box 158</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Dawson, Texas 76639-0158</td>
<td></td>
<td></td>
</tr>
<tr>
<td>RSSD# 552657</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

| First State Bank of Mineral Wells      | 96/09/09            | Satisfactory|
| 101 E. Hubbard                         |                     |             |
| P. O. Box 1528                         |                     |             |
| Mineral Wells, Texas 76068-1528        |                     |             |
| RSSD# 238755                           |                     |             |
APPLICATION

Notice by First Riesel Corporation, Riesel, TX, to purchase 5,557 shares of its common stock 96/12/16

Section 3(a)(1) application by First Mineola, Inc., Mineola, TX, to acquire First National Bank, Mineola, TX 96/12/17
Section I - Applications Subject to Newspaper Notice Only

<table>
<thead>
<tr>
<th>Application</th>
<th>Comment Period Ending Date</th>
</tr>
</thead>
<tbody>
<tr>
<td>None</td>
<td></td>
</tr>
</tbody>
</table>

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

<table>
<thead>
<tr>
<th>Application</th>
<th>Newspaper:</th>
<th>Fed. Reg.:</th>
</tr>
</thead>
<tbody>
<tr>
<td>Westamerica Bancorporation, San Rafael, California, to merge with ValliCorp Holdings, Inc., Fresno, California. *</td>
<td>1/09/97</td>
<td>1/21/97</td>
</tr>
<tr>
<td>Westamerica Bancorporation, San Rafael, California, to acquire, as an option, 19.9 percent of ValliCorp Holdings, Inc. Fresno, California. *</td>
<td>1/09/97</td>
<td>1/21/97</td>
</tr>
<tr>
<td>TRP Acquisition Corporation, Burr Ridge, Illinois, to become a bank holding company by acquiring Trans Pacific Bancorp, San Francisco, California. *</td>
<td>Not available</td>
<td>Not available</td>
</tr>
<tr>
<td>TRP Acquisition Corporation, Burr Ridge, Illinois, to acquire, as an option, 19.9 percent of Trans Pacific Bancorp, San Francisco, California. *</td>
<td>Not available</td>
<td>Not available</td>
</tr>
<tr>
<td>BSM Bancorp, Santa Maria, California, to become a bank holding company by acquiring Bank of Santa Maria, Santa Maria, California.</td>
<td>1/19/97</td>
<td>Not available</td>
</tr>
</tbody>
</table>

Section III-Applications Subject to Federal Register Only

None
Section IV - Applications Not Subject to Federal Register Notice or Newspaper Notice

None

* Subject to CRA.

FEDERAL RESERVE BANK OF SAN FRANCISCO

Week ending 12/20/96

Section V - Availability of CRA Public Evaluations

The CRA public evaluations of the institution(s) below became available during this week. Information about a particular institution’s CRA evaluation may be obtained directly from the institution.

<table>
<thead>
<tr>
<th>Institution</th>
<th>Location</th>
<th>Examination Date</th>
<th>Rating*</th>
</tr>
</thead>
<tbody>
<tr>
<td>Valley Community Bank</td>
<td>723 North Baker</td>
<td>8/19/96</td>
<td>Satisfactory</td>
</tr>
<tr>
<td></td>
<td>P.O. Box 807</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>McMinnville, OR 97128-0807</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>(503) 472-0534</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

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

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

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

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

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

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