ANNOUNCEMENT

BOARD OF GOVERNORS
OF THE
FEDERAL RESERVE SYSTEM

H.2, 1996, No. 52
Actions of the Board, its Staff, and
the Federal Reserve Banks;
Applications and Reports Received
During the Week Ending December 28, 1996

ACTIONS TAKEN BY THE BOARD OF GOVERNORS

ADVISORY COUNCILS

Thrift Institutions Advisory Council -- designation
of David F. Holland as President, and Charles R.
Rinehart as Vice President and appointment of seven
new members.
Announced, December 27, 1996.

ENFORCEMENT

BT Securities Corporation, New York, New York, a
nonbank subsidiary of Bankers Trust New York
Corporation -- order of prohibition against Nir
Kantor, a former officer and institution-affiliated
party of BT Securities.
Announced, December 23, 1996.

FORMS

Bank Holding Company Reporting Requirements (FR Y-9C,
FR Y-9LP, FR Y-9SP, FR Y-11Q, and FR Y-11I) --
revision without extension.
Proposed, December 23, 1996.

Quarterly Report of Assets and Liabilities of Large
Foreign Offices of U.S. Banks (FR 2502q) --
extension with revision.
Proposed, December 23, 1996.

Weekly Report of Eurodollar Liabilities Held by
Selected U.S. Addressees at Foreign Offices of U.S.
Banks (FR 2050) -- extension with revision.
Proposed, December 23, 1996.

INTERNATIONAL OPERATIONS

Chase Manhattan International Finance, New York, New
York -- to make an investment in Chase Manhattan
Permitted, December 28, 1996.
ACTIONS TAKEN BY THE BOARD OF GOVERNORS

REGULATIONS AND POLICIES


Regulation D -- final rule to simplify and update the regulation and reduce regulatory burden (Docket R-0929). Approved, December 23, 1996.

Regulation D -- request for comment on proposal to clarify the definition of savings deposit and transaction account (Docket R-0956). Approved, December 23, 1996.

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
Bank of America, Las Vegas, Nevada -- to establish a branch at 3597 West Plumb Lane, Reno, Nevada. Approved, December 26, 1996.

New York

Kansas City
Citizens Bank of Edmond, Edmond, Oklahoma -- to establish a branch at 100 North University Drive. Approved, December 23, 1996.

Richmond

Chicago
Isabella Bank and Trust, Mt. Pleasant, Michigan -- to establish a branch at 1125 North McEwen Street, Clare, Michigan. Approved, December 27, 1996.
ACTIONS TAKEN BY THE STAFF AND THE FEDERAL RESERVE BANKS
UNDER DELEGATED AUTHORITY

BANK BRANCHES, DOMESTIC

Kansas City

Western Bank of Cody, Cody, Wyoming -- to establish a branch at 627 Yellowstone Avenue.
Approved, December 27, 1996.

BANK HOLDING COMPANIES

St. Louis

Bedford Loan and Deposit Bancorp, Inc., Bedford, Kentucky -- to acquire Bedford Loan and Deposit Bank.
Approved, December 27, 1996.

Dallas

Brazos Merger Corporation, Joshua, Texas -- request for waiver of application to acquire Brazos Bancshares, Inc.
Granted, December 26, 1996.

Richmond

Carolina Financial Corporation, Charleston, South Carolina -- to acquire Community FirstBank of Charleston.
Approved, December 23, 1996.

Dallas

Central Texas Bankshares Holdings, Inc., Columbus, Texas -- to acquire Hill Bancshares Holdings, Inc., Weimar, Texas; Hill Bancshares, Inc., Wilmington, Delaware; and Hill Bank & Trust Company, Weimar, Texas.
Approved, December 26, 1996.

Richmond

City Holding Company, Charleston, West Virginia -- to acquire certain assets and assume certain liabilities of Prime Financial Corporation, Costa Mesa, California.
Approved, December 27, 1996.

Dallas

Coastal Holdings Group, Inc., Carson City, Nevada -- request for waiver of application to acquire Pearland State Bank, Pearland, Texas.
Granted, December 26, 1996.

Cleveland

CoBancorp, Inc., Elyria, Ohio -- to acquire Jefferson Savings Bank, West Jefferson, Ohio, and engage in permissible savings association activities.
Permitted, December 26, 1996.
BANK HOLDING COMPANIES

Dallas
Colorado County Investment Holdings, Inc., Wilmington, Delaware -- to acquire Hill Bancshares Holdings, Inc., Weimar, Texas; Hill Bancshares, Inc., Wilmington, Delaware; and Hill Bank & Trust Company, Weimar, Texas.
Approved, December 26, 1996.

St. Louis
Community State Bancshares, Inc., Shelbina, Missouri -- to acquire Community State Bank.
Approved, December 26, 1996.

Atlanta
East Coast Bank Corporation Employee Stock Ownership Plan Trust, Ormond Beach, Florida -- to acquire shares of East Coast Bank Corporation.
Approved, December 27, 1996.

Atlanta
First Georgia Community Corp., Jackson, Georgia -- to acquire First Georgia Community Bank.
Approved, December 24, 1996.

Dallas
First National Bank Group, Inc., Edinburg, Texas -- to acquire an interest in the Texas State Life Insurance Company, in McAllen, Texas, and engage in the sale of credit life insurance.
Permitted, December 24, 1996.

Atlanta
FNB Bancorp, Inc., Douglas, Georgia -- waiver of a certain commitment.
Granted, December 27, 1996.

Philadelphia
Fulton Financial Corporation, Lancaster, Pennsylvania -- to engage in community development activities.
Permitted, December 26, 1996.

Dallas
G. C. Holdings Group, Inc., Carson City, Nevada -- request for waiver of application to acquire First National Bank of Alvin, Alvin, Texas.
Granted, December 26, 1996.

San Francisco
Approved, December 24, 1996.
BANK HOLDING COMPANIES

Chicago

Dallas
Hickory Hill Bancshares, Inc., Avinger, Texas -- to acquire Hickory Hill Delaware Financial Corporation, Dover, Delaware; and The First State Bank, Avinger, Texas. Approved, December 27, 1996.

Dallas
Hickory Hill Delaware Financial Corporation, Dover, Delaware -- to acquire The First State Bank, Avinger, Texas. Approved, December 27, 1996.

GC

Dallas

Chicago

St. Louis

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

### BANK HOLDING COMPANIES

<table>
<thead>
<tr>
<th>Location</th>
<th>Action Description</th>
<th>Details</th>
</tr>
</thead>
<tbody>
<tr>
<td>Dallas</td>
<td>SW&amp;KM Holdings, LLC, Del Rio, Texas -- to acquire additional shares of SW&amp;KM Limited Partnership, Del Rio, Texas; Westex Bancorp, Inc., Del Rio, Texas; Westex Bancorp of Delaware, Inc., Wilmington, Delaware; Del Rio Bank &amp; Trust Company, Del Rio, Texas; First State Bank, Brackettville, Texas; and Sutton City National Bank, Sonora, Texas.</td>
<td>Approved, December 27, 1996.</td>
</tr>
<tr>
<td>Dallas</td>
<td>SW&amp;KM Holdings, LLD, Del Rio, Texas -- to become a bank holding company with respect to SW&amp;KM Limited Partnership, Del Rio, Texas; Westex Bancorp, Inc., Del Rio, Texas; Westex Bancorp of Delaware, Inc., Wilmington, Delaware; Del Rio Bank &amp; Trust Company, Del Rio, Texas; First State Bank, Brackettville, Texas; and Sutton City National Bank, Sonora, Texas.</td>
<td>Approved, December 27, 1996.</td>
</tr>
<tr>
<td>Dallas</td>
<td>SW&amp;KM Limited Partnership, Del Rio, Texas -- to become a bank holding company with respect to Westex Bancorp, Inc., Del Rio, Texas; Westex Bancorp of Delaware, Inc., Wilmington, Delaware; Del Rio Bank &amp; Trust Company, Del Rio, Texas; First State Bank, Brackettville, Texas; and Sutton City National Bank, Sonora, Texas.</td>
<td>Approved, December 27, 1996.</td>
</tr>
<tr>
<td>Dallas</td>
<td>SW&amp;KM Limited Partnership, Del Rio, Texas -- to acquire additional shares of Westex Bancorp, Inc., Del Rio, Texas; Westex Bancorp of Delaware, Inc., Wilmington, Delaware; Del Rio Bank &amp; Trust Company, Del Rio, Texas; First State Bank, Brackettville, Texas; and Sutton City National Bank, Sonora, Texas.</td>
<td>Approved, December 27, 1996.</td>
</tr>
</tbody>
</table>
**BANKS, STATE MEMBER**

<table>
<thead>
<tr>
<th>Location</th>
<th>Description</th>
</tr>
</thead>
<tbody>
<tr>
<td>St. Louis</td>
<td>Bank of Bentonville, Bentonville, Arkansas -- payment of a dividend.</td>
</tr>
<tr>
<td></td>
<td>Approved, December 24, 1996.</td>
</tr>
</tbody>
</table>

**CAPITAL STOCK**

<table>
<thead>
<tr>
<th>Location</th>
<th>Description</th>
</tr>
</thead>
<tbody>
<tr>
<td>Kansas City</td>
<td>Humboldt Bancshares, inc., Humboldt, Kansas -- redemption of shares.</td>
</tr>
<tr>
<td></td>
<td>Approved, December 23, 1996.</td>
</tr>
</tbody>
</table>

**CHANGE IN BANK CONTROL**

<table>
<thead>
<tr>
<th>Location</th>
<th>Description</th>
</tr>
</thead>
<tbody>
<tr>
<td>Kansas City</td>
<td>Central State Bancshares, Inc., Nevada, Missouri -- change in bank control.</td>
</tr>
<tr>
<td></td>
<td>Permitted, December 24, 1996.</td>
</tr>
<tr>
<td>Richmond</td>
<td>First Liberty Bancorp, Inc., Washington, D.C. -- change in bank control.</td>
</tr>
<tr>
<td></td>
<td>Permitted, December 24, 1996.</td>
</tr>
<tr>
<td>Dallas</td>
<td>SW&amp;KM Limited Partnership, Del Rio, Texas -- change in bank control.</td>
</tr>
<tr>
<td></td>
<td>Permitted, December 27, 1996.</td>
</tr>
<tr>
<td>Dallas</td>
<td>Throckmorton Bancshares, inc., Throckmorton, Texas -- change in bank control.</td>
</tr>
<tr>
<td></td>
<td>Permitted, December 26, 1996.</td>
</tr>
<tr>
<td>Kansas City</td>
<td>Valentine Bancorporation, Valencia, Nebraska -- change in bank control.</td>
</tr>
<tr>
<td></td>
<td>Permitted, December 23, 1996.</td>
</tr>
</tbody>
</table>

**COMPETITIVE FACTORS REPORTS**

<table>
<thead>
<tr>
<th>Location</th>
<th>Description</th>
</tr>
</thead>
<tbody>
<tr>
<td>Kansas City</td>
<td>American National Bank of Sarpy County, Papillion, Nebraska, proposed acquisition of the assets and assumption of the liabilities of the Plattsmouth branch of American National Bank, Nebraska City, Nebraska -- report on competitive factors.</td>
</tr>
<tr>
<td></td>
<td>Submitted, December 27, 1996.</td>
</tr>
</tbody>
</table>
## ACTIONS TAKEN BY THE STAFF AND THE FEDERAL RESERVE BANKS
UNDER DELEGATED AUTHORITY

### COMPETITIVE FACTORS REPORTS

<table>
<thead>
<tr>
<th>Location</th>
<th>Description</th>
<th>Submitted Date</th>
</tr>
</thead>
<tbody>
<tr>
<td>Kansas City</td>
<td>Five Points Bank, Grand Island, Nebraska, proposed merger with Hometown Interim Bank, Grand Island, Nebraska -- report on competitive factors.</td>
<td>December 26, 1996</td>
</tr>
<tr>
<td>Cleveland</td>
<td>Star Bank, N.A., Cincinnati, Ohio, proposed purchase of certain assets and assumption of certain liabilities of AmeriFirst Bank, N.A., Xenia, Ohio -- report on competitive factors.</td>
<td>December 23, 1996</td>
</tr>
<tr>
<td>Chicago</td>
<td>Western Bank &amp; Trust, Moville, Iowa, proposed merger with Farmers Savings Bank, Pierson, Iowa -- report on competitive factors.</td>
<td>December 27, 1996</td>
</tr>
</tbody>
</table>
EXTENSIONS OF TIME

Dallas
First International Bancshares, Inc., Corpus Christi, Texas; and Delaware International Bancshares, Inc., Dover, Delaware -- extension to March 12, 1997, to acquire The International Bank.
Granted, December 24, 1996.

Boston
State Street Boston Corporation, Boston, Massachusetts -- extension to engage in securities brokerage activities through Boston Financial Data Services, Inc., Quincy, Massachusetts, and National Financial Data Services, Inc., Kansas City, Missouri.
Granted, December 23, 1996.

San Francisco
U.S. Bancorp, Portland, Oregon -- extension to divest certain property.
Granted, December 24, 1996.

RESERVE BANK OPERATIONS

Director, FRBO
Federal Reserve Bank of Atlanta -- to purchase check image equipment and software.
Approved, December 23, 1996.

Director, FRBO
Federal Reserve Banks of Chicago, Atlanta, and Philadelphia -- to purchase check image equipment and software.
Approved, December 23, 1996.
ACTIONS TAKEN BY THE BOARD OF GOVERNORS

BOARD OPERATIONS

Application for Employment with the Board of Governors of the Federal Reserve System (FR 28) -- extension with revision.
Approved, December 17, 1996.

INTERNATIONAL OPERATIONS

Permitted, December 20, 1996.

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

BANK HOLDING COMPANIES

Chicago
Panhandle Aviation, Inc., Clarinda, Iowa -- to acquire National Bank of Iowa, Denison, Iowa.
Approved, December 18, 1996.

INTERNATIONAL OPERATIONS

Secretary
National City Bank, Cleveland, Ohio, and National City bank of Indiana, Indianapolis, Indiana -- to establish branches in Grand Cayman, British West Indies.
Approved, December 20, 1996.
FEDERAL RESERVE BANK OF BOSTON APPLICATIONS

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
Granite State Bankshares, Inc., Keene, New Hampshire (Bankshares) - notice of Change in Control by Granite State Bankshares, Inc. Employee Stock Ownership Plan to acquire 0.57% of Bankshares and thereby own 10.38%

Comment Period Ending Date
Newspaper Not Yet Established
Federal Register 01-27-97

SECTION III - APPLICATIONS SUBJECT TO
FEDERAL REGISTER NOTICE ONLY

Application

Comment Period Ending Date
NONE

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

Application
NONE

SECTION V - AVAILABILITY OF CRA PUBLIC EVALUATIONS

Institution

Examination Date

Rating**
NONE

*Subject to CRA.

**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)
None.

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 28, 1996**

<table>
<thead>
<tr>
<th>NAME OF BANK</th>
<th>RATING</th>
<th>EXAMINATION DATE</th>
</tr>
</thead>
<tbody>
<tr>
<td>Bank of Smithtown</td>
<td>Satisfactory</td>
<td>August 5, 1996</td>
</tr>
<tr>
<td>One Main Street</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Smithtown, NY 11787</td>
<td></td>
<td></td>
</tr>
</tbody>
</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
SECTION I - APPLICATIONS RECEIVED AND SUBJECT TO NEWSPAPER NOTICE ONLY

Dauphin Deposit Corporation, Harrisburg, PA to establish the Rossmoyne branch office located at Ritter Road, Mechanicsburg, Cumberland Co, PA, pursuant to Section 9 of the Federal Reserve Act.

Newspaper comment period expires: 01/23/97

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: 01/21/97

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

Keystone Financial, Inc., Harrisburg, PA, requests a Determination of Application Requirement relating to its proposed acquisition of First Financial Corp and its subsidiary, First Federal Saving Bank of Western Maryland, both of Cumberland, MD.
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 27, 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 28, 1996)

SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE ONLY
NONE

SECTION II - APPLICATIONS SUBJECT TO BOTH NEWSPAPER AND FEDERAL REGISTER NOTICE
NONE

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER NOTICE ONLY
NONE

SECTION IV - APPLICATIONS NOT SUBJECT TO FEDERAL REGISTER NOTICE OR NEWSPAPER NOTICE
NONE

* - 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 27, 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 27, 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
Section I - Applications Subject to Newspaper Notice Only

Application
None.

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

Application
None.

Section III - Applications Subject to Federal Register Notice

Application
Signet Banking Corporation, Richmond, Virginia, to engage de novo in data processing, management consulting, and related incidental activities through a joint venture. Not yet available.

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

Application
F&M Bank - Allegiance, Inc., Bethesda, Maryland, for membership in the Federal Reserve System.
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></th>
<th>Date</th>
<th>Rating</th>
</tr>
</thead>
<tbody>
<tr>
<td>Bank of Greenville</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Main Street</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Greenville, West Virginia 24945</td>
<td>9-23-96</td>
<td>Satisfactory</td>
</tr>
</tbody>
</table>
### 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>SunTrust Bank, Atlanta Atlanta, Georgia To establish a branch located at 5950 Jimmy Carter Boulevard, Norcross, Georgia.</td>
<td>01-07-97*</td>
</tr>
<tr>
<td>SunTrust Bank, Atlanta Atlanta, Georgia To establish a branch located at 2698 Buford Highway, Duluth, Georgia, to be known as the Duluth Station Branch.</td>
<td>01-23-97*</td>
</tr>
<tr>
<td>SunTrust Bank, Atlanta Atlanta, Georgia To establish a branch located at 108 Pavillion Parkway, Fayetteville, Georgia, to be known as the Fayette Pavillion Branch.</td>
<td>01-23-97*</td>
</tr>
<tr>
<td>SunTrust Bank, Atlanta Atlanta, Georgia To establish a branch located at 7535 Highway 85, Riverdale, Georgia, to be known as the Riverdale Crossing Branch.</td>
<td>01-23-97*</td>
</tr>
<tr>
<td>SunTrust Bank, Atlanta Atlanta, Georgia To establish a branch located at 7899 Tara Boulevard, Jonesboro, Georgia, to be known as Jonesboro Corners Branch.</td>
<td>01-23-97*</td>
</tr>
<tr>
<td>SunTrust Bank, Atlanta Atlanta, Georgia To establish a branch located at 2035 Mount Zion Road, Morrow, Georgia, to be known at the Mount Zion Branch.</td>
<td>01-23-97*</td>
</tr>
<tr>
<td>SunTrust Bank, Atlanta Atlanta, Georgia To establish a branch located at 3316 Highway 5, Douglasville, Georgia, to be known as the Cosby Station Branch.</td>
<td>01-23-97*</td>
</tr>
<tr>
<td>SunTrust Bank, Atlanta Atlanta, Georgia To establish a branch located at 2900 Peachtree Road, NE, Atlanta, Georgia, to be known as The Peach Branch.</td>
<td>01-23-97*</td>
</tr>
<tr>
<td>SunTrust Bank, Atlanta Atlanta, Georgia To establish a branch located at 4403 Townlake Parkway, Townlake, Georgia, to be known as Rose Creek Branch.</td>
<td>01-23-97*</td>
</tr>
<tr>
<td>SunTrust Bank, Atlanta Atlanta, Georgia To establish a branch located at 2173 Hamilton Mill Parkway, Dacula, Georgia, to be known as the Hamilton Mill Branch.</td>
<td>01-23-97*</td>
</tr>
</tbody>
</table>

*Subject to provisions of the Community Reinvestment Act.*
Federal Reserve Bank of Atlanta  
Applications Bulletin for Week Ending December 27, 1996

Section 1 - Applications Subject to Newspaper Notice Only

<table>
<thead>
<tr>
<th>Application</th>
<th>Comment Period Ending Date</th>
</tr>
</thead>
</table>
| SunTrust Bank, Atlanta  
Atlanta, Georgia  
To establish a branch located at 1910 Highway 20, SE, Conyers, Georgia, to be known as the Rockdale Square Branch. | 01-23-97* |
| SunTrust Bank, Atlanta  
Atlanta, Georgia  
To establish a branch located at 4422 Hugh Howell Road, Tucker, Georgia, to be known as the Hugh Howell Branch. | 01-23-97* |
| SunTrust Bank, Atlanta  
Atlanta, Georgia  
To establish a branch located at 6131 S. Norcross-Tucker Road, Norcross, Georgia, to be known as the Norcross Tucker Branch. | 01-23-97* |
| SunTrust Bank, Atlanta  
Atlanta, Georgia  
To establish a branch located at 2455 Cumberland Parkway, Atlanta, Georgia, to be known as Paces Ferry Center Branch. | 01-23-97* |
| SunTrust Bank, Atlanta  
Atlanta, Georgia  
To establish a branch located at 1544 Piedmont Road, Atlanta, Georgia, to be known as the Ansley Mall Branch. | 01-23-97* |
| SunTrust Bank, Atlanta  
Atlanta, Georgia  
To establish a branch located at 50 Barret Parkway, Marietta, Georgia, to be known as the Town Center Prado Branch. | 01-23-97* |
| SunTrust Bank, Atlanta  
Atlanta, Georgia  
To establish a branch located at 6300 Powers Ferry Road, Atlanta, Georgia, to be known as Powers Ferry Village Branch. | 01-23-97* |
| SunTrust Bank, Atlanta  
Atlanta, Georgia  
To establish a branch located at 4430 Wade Green Road, Kennesaw, Georgia, to be known as Wade Green Village Branch. | 01-23-97* |
| SunTrust Bank, Atlanta  
Atlanta, Georgia  
To establish a branch located at 11585 Jones Bridge Road, Alpharetta, Georgia, to be known as Addotts Village Branch. | 01-23-97* |

*Subject to provisions of the Community Reinvestment Act.
Section 2 - Applications Subject to Both Newspaper and Federal Register Notice

Application

Southern Security Financial Corporation
Hollywood, Florida

Application Comment Period Ending Date

Southern Security Financial Corporation Not yet available*

*Subject to provisions of the Community Reinvestment Act.

Section 3 - Applications Subject to Federal Register Only

Application

None.

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

Application

None.
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.

<table>
<thead>
<tr>
<th>Bank</th>
<th>CRA Rating</th>
<th>Examination Date</th>
</tr>
</thead>
<tbody>
<tr>
<td>First Commercial Bank of Cullman County 101 First Avenue, NW Good Hope, Alabama 35055 (205) 737-9900</td>
<td>Satisfactory</td>
<td>09-16-96</td>
</tr>
<tr>
<td>Admiralty Bank 4400 PGA Boulevard Suite 200 Palm Beach Gardens, FL 33410 (407) 627-2700</td>
<td>Satisfactory</td>
<td>09-16-96</td>
</tr>
</tbody>
</table>
Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending December 27, 1996

<table>
<thead>
<tr>
<th>Recently Approved Applications</th>
<th>Approval Date</th>
</tr>
</thead>
<tbody>
<tr>
<td>East Coast Bank Corporation Employee Stock Ownership Plan Trust</td>
<td>12-27-96</td>
</tr>
<tr>
<td>Dade City, Florida</td>
<td></td>
</tr>
<tr>
<td>1-BHC formation, 40 percent of East Coast Bank Corporation, Ormond Beach, Florida.</td>
<td></td>
</tr>
<tr>
<td>First Georgia Community Corp.</td>
<td>12-24-96</td>
</tr>
<tr>
<td>Jackson, Georgia</td>
<td></td>
</tr>
<tr>
<td>1-BHC formation, First Georgia Community Bank, Jackson, Georgia (in organization).</td>
<td></td>
</tr>
<tr>
<td>FNC Bancorp, Inc.</td>
<td>12-27-96</td>
</tr>
<tr>
<td>Douglas, Georgia</td>
<td></td>
</tr>
<tr>
<td>Commitment waiver request.</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>
<th>Comment</th>
<th>Period</th>
<th>Ending Date</th>
</tr>
</thead>
</table>
| 3(a)(1) Notice | Lakeland Financial Corporation  
Round Lake Heights, Illinois  
Lakeland Community Bank  
Round Lake Heights, Illinois |         |        | NP - 12-31-96 |
| Branch       | First Bank & Trust of Evanston  
Evanston, Illinois  
2925 Central Street  
Evanston, Illinois |         |        | NP - 1-13-97 |
| Branch       | First American Bank  
Carpenterville, Illinois  
Northeast Corner of Randall Road and Gleneagle Drive  
| Branch       | F&M Bank Portage County  
Park Ridge, Wisconsin  
128 Highway 10 East  
Amherst, Wisconsin |         |        | NP - 12-31-96 |
| BHC-OT       | ABN AMRO Bank, N.V.  
Amsterdam, The Netherlands  
representative office in  
Minneapolis, Minnesota |         |        | NP - 12-24-96 |

NP - Newspaper
FR - Federal Register
* - Subject to Provisions of Community Reinvestment Act
** - Not available at this time
Federal Reserve Bank of Chicago

Section I - Applications Subject to Newspaper Notice Only-cont'd

<table>
<thead>
<tr>
<th>Type</th>
<th>Application</th>
<th>Ending Date</th>
</tr>
</thead>
<tbody>
<tr>
<td>Member</td>
<td>Michigan Heritage Bank 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
### 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>
</table>
| 3(a)(1) | AmeriMark Financial Corporation.*  
Oak Brook, Illinois  
Duco Bancshares, Inc.  
Villa Park, Illinois  
Bank of Illinois in DuPage  
Villa Park, Illinois | FR - 12-20-96  
NP - 1-12-97 |
| 3(a)(1) | River Cities Bancshares, Inc.*  
Wisconsin Rapids, Wisconsin  
River Cities Bank (in organization)  
Wisconsin Rapids, Wisconsin | FR - 01-03-97  
NP - 12-26-96 |
| 3(a)(3) | Security National Corporation*  
Sioux City, Iowa  
Security National Bank of South Dakota (in organization)  
Dakota Dunes, South Dakota | FR - 01-6-97  
NP - ** |
| 3(a)(3) | Heartland Financial USA, Inc.*  
Dubuque, Iowa  
Cottage Grove State Bank  
Cottage Grove, Wisconsin | FR - 01-15-97  
NP - ** |
| 3(a)(1) | Vermilion Bancorp, Inc.*  
Danville, Illinois  
American Savings Bank of Danville  
Danville, Illinois | FR - 1-24-97  
NP - ** |
| 3(a)(1) | Michigan Heritage Bancorp, Inc.*  
Novi, Michigan  
Michigan Heritage Bank (in organization)  
Novi, Michigan | FR - 1-24-97  
NP - ** |
| 3(a)(1) | Iron Horse Bancshares, Inc.*  
Mazomanie, Wisconsin  
The Peoples State Bank of Mazomanie, Wisconsin  
Mazomanie, Wisconsin | FR - 1-21-97  
NP - 1-13-97 |
### 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><strong>Bando McGlocklin Capital Corporation</strong>*</td>
<td></td>
</tr>
<tr>
<td></td>
<td>Pewaukee, Wisconsin</td>
<td>Ending Date</td>
</tr>
<tr>
<td></td>
<td>InvestorsBank</td>
<td></td>
</tr>
<tr>
<td></td>
<td>Pewaukee, Wisconsin (in organization)</td>
<td>FR - 12-27-96</td>
</tr>
<tr>
<td></td>
<td><strong>Pewaukee, Wisconsin</strong></td>
<td>NP - 12-23-96</td>
</tr>
<tr>
<td></td>
<td><strong>InvestorsBank</strong></td>
<td></td>
</tr>
<tr>
<td></td>
<td><strong>Pewaukee, Wisconsin (in organization)</strong></td>
<td></td>
</tr>
<tr>
<td>3(a)(1)</td>
<td><strong>CH and JD Byrum, LLC</strong>*</td>
<td>Ending Date</td>
</tr>
<tr>
<td></td>
<td>Indianapolis, Indiana</td>
<td></td>
</tr>
<tr>
<td></td>
<td><strong>American State Corporation</strong></td>
<td>FR - 12-27-96</td>
</tr>
<tr>
<td></td>
<td>Lawrenceburg, Indiana</td>
<td>NP - 12-2-96</td>
</tr>
<tr>
<td></td>
<td><strong>American State Bank</strong></td>
<td></td>
</tr>
<tr>
<td></td>
<td>Lawrenceburg, Indiana</td>
<td></td>
</tr>
<tr>
<td>3(a)(1)</td>
<td><strong>APM Bancorp, Inc.</strong></td>
<td>Ending Date</td>
</tr>
<tr>
<td></td>
<td>Buffalo, Iowa</td>
<td></td>
</tr>
<tr>
<td></td>
<td><strong>By James A. Matthys</strong></td>
<td>FR - 1-10-97</td>
</tr>
<tr>
<td></td>
<td><strong>APM Bancorp, Inc.</strong></td>
<td>NP - **</td>
</tr>
<tr>
<td>3(a)(3)</td>
<td><strong>Beaman Bancshares, Inc.</strong></td>
<td>Ending Date</td>
</tr>
<tr>
<td></td>
<td>Beaman, Iowa</td>
<td></td>
</tr>
<tr>
<td></td>
<td><strong>Producers Savings Bank</strong></td>
<td>FR - 12-23-96</td>
</tr>
<tr>
<td></td>
<td>Green Mountain, Iowa</td>
<td>NP - 12-24-96</td>
</tr>
<tr>
<td>3(a)(1)</td>
<td><strong>Vanderbilt Holding Company, Inc.</strong></td>
<td>Ending Date</td>
</tr>
<tr>
<td></td>
<td>Fairfax, Iowa</td>
<td></td>
</tr>
<tr>
<td></td>
<td><strong>Fairfax State Savings Bank</strong></td>
<td>FR - 1-24-97</td>
</tr>
<tr>
<td></td>
<td>Fairfax, Iowa</td>
<td>NP - **</td>
</tr>
<tr>
<td>3(a)(1)</td>
<td><strong>County Bancorp, Inc.</strong></td>
<td>Ending Date</td>
</tr>
<tr>
<td></td>
<td>Manitowoc, Wisconsin</td>
<td></td>
</tr>
<tr>
<td></td>
<td><strong>Investors Community Bank</strong></td>
<td>FR - 1-27-97</td>
</tr>
<tr>
<td></td>
<td>Manitowoc, Wisconsin (in organization)</td>
<td>NP - **</td>
</tr>
<tr>
<td>3(a)(3)</td>
<td><strong>Amcore Financial, Inc.</strong></td>
<td>Ending Date</td>
</tr>
<tr>
<td></td>
<td>Rockford, Illinois</td>
<td></td>
</tr>
<tr>
<td></td>
<td><strong>First National Bancorp, Inc.</strong></td>
<td>FR - 1-24-97</td>
</tr>
<tr>
<td></td>
<td>Monroe, Wisconsin</td>
<td>NP - **</td>
</tr>
<tr>
<td></td>
<td><strong>First National Bank and Trust</strong></td>
<td></td>
</tr>
<tr>
<td></td>
<td>Monroe, Wisconsin</td>
<td></td>
</tr>
</tbody>
</table>
Federal Reserve Bank of Chicago

Section III - Applications Subject to Federal Register Notice Only cont’d

<table>
<thead>
<tr>
<th>Type</th>
<th>Application</th>
<th>Comment Period Ending Date</th>
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</thead>
<tbody>
<tr>
<td>4(c)(8)</td>
<td>Bando McGlocklin Capital Corporation Pewaukee, Wisconsin</td>
<td>FR - 12-27-96</td>
</tr>
<tr>
<td></td>
<td>Bando McGlocklin Investment Corporation Pewaukee, Wisconsin</td>
<td></td>
</tr>
<tr>
<td></td>
<td>Bando McGlocklin Small Business Lending Company Pewaukee, Wisconsin</td>
<td></td>
</tr>
<tr>
<td>4(c)(8)</td>
<td>Bank of Montreal Totonnto, Canada Cebra, Inc. Toronto, Canada</td>
<td>FR - 1-16-97</td>
</tr>
<tr>
<td>4(c)(8)</td>
<td>AmeriMark Financial Corporationn Oak Brook, Illinois Banill Corporation Villa Park, Illinois</td>
<td>FR - 12-20-96</td>
</tr>
</tbody>
</table>

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 27, 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>
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</thead>
<tbody>
<tr>
<td>Shelby County State Bank</td>
<td>8/26/96</td>
<td>O</td>
</tr>
<tr>
<td>130 South Morgan</td>
<td></td>
<td></td>
</tr>
<tr>
<td>P.O. box 530</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Shelbyville, Illinois 62565-0530</td>
<td></td>
<td></td>
</tr>
<tr>
<td>(217) 774-3911</td>
<td></td>
<td></td>
</tr>
<tr>
<td>The First Trust &amp; Savings Bank</td>
<td>8/26/96</td>
<td>S</td>
</tr>
<tr>
<td>111 East 2nd Avenue</td>
<td></td>
<td></td>
</tr>
<tr>
<td>P.O. Box 247</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Aurelia, Iowa 51005-0247</td>
<td></td>
<td></td>
</tr>
<tr>
<td>(712) 434-2291</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE

Application
None.

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

Application
None.

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER NOTICE

Application
None.

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

Application
Section 4(c)(8) 12-business day prior notification by Bremen Bancorp, Inc., St. Louis, Missouri, to acquire National Equity, Inc., St. Charles, Missouri, and thereby engage in mortgage banking activities.

End of Comment Period
N/A

* This application/notification is subject to CRA.
SECTION V - AVAILABILITY OF CRA PUBLIC DISCLOSURES

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>Bank of Cairo and Moberly</td>
<td>Moberly, Missouri</td>
<td>8/26/96</td>
<td>Satisfactory</td>
</tr>
</tbody>
</table>
FEDERAL RESERVE BANK OF MINNEAPOLIS

Section I - Applications Subject to
Newspaper Notice Only

Application

NONE.

FEDERAL RESERVE BANK OF MINNEAPOLIS

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

Application

Gib S. Nichols to acquire control of 28.1% of the
voting shares of Flathead Holding Company of
Bigfork, Bigfork, Montana.

Comment Period
Ending Date
Not yet available

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 engage
in mortgage banking through the acquisition of Statewide
Mortgage Company, Birmingham, Alabama.

Comment Period
Ending Date
Not yet available
Not yet available

FEDERAL RESERVE BANK OF MINNEAPOLIS

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

Application

Flathead Holding Company of Bigfork, Bigfork, Montana to
redeem 22.9% of its voting shares.
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.

BANK(S) EXAMINED | DATE OF EXAMINATION | CRA RATING
--- | --- | ---
Root River State Bank | September 9, 1996 | Satisfactory
P.O. Box 517
Chatfield, MN 55923-0517
(507) 867-4120

The First Security Bank of Malta | September 16, 1996 | Outstanding
130 South First E., Box 730
Malta, MT 59538-0730
(406) 654-2222
<table>
<thead>
<tr>
<th>BANK(S) EXAMINED</th>
<th>DATE OF EXAMINATION</th>
<th>CRA RATING</th>
</tr>
</thead>
<tbody>
<tr>
<td>The First State Bank of Malta</td>
<td>September 16, 1996</td>
<td>Satisfactory</td>
</tr>
</tbody>
</table>

P.O. Box 910  
Malta, MT 59538-0910  
(406) 654-2340
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.
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>State Bank &amp; Trust</td>
<td>09/16/96</td>
<td>12/24/96</td>
<td>Outstanding</td>
</tr>
<tr>
<td>P.O. Box 2077</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Colorado Springs, Colorado 80901-2077</td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

*Application is subject to CRA.
APPLICATIONS AND NOTIFICATIONS FILED DURING THE WEEK OF DECEMBER 23, 1996

SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE ONLY

APPLICATION

None.

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

APPLICATION

Change in Control Notice by Robert B. Dunkin to acquire an interest in First San Benito Bancshares, Inc., San Benito, TX (Resubmission) (Previously reported during the week of 10-28-96) 97/01/29

*Section 3(a)(1) application by SW&KM Holdings, LLC, Del Rio, TX, to acquire SW&KM Limited Partnership, Del Rio, TX, Westex Bancorp, Inc., Del Rio, TX, Westex Bancorp of Delaware, Inc., Wilmington, DE, Del Rio Bank & Trust Company, Del Rio, TX, First State Bank, Brackettville, TX, and Sutton City National Bank, Sonora, TX (Previously reported during the week of 10-28-96) 96/12/25

*Section 3(a)(1) application by SW&KM Limited Partnership, Del Rio, TX, to acquire Westex Bancorp, Inc., Del Rio, TX, Westex Bancorp of Delaware, Inc., Wilmington, DE, Del Rio Bank & Trust Company, Del Rio, TX, First State Bank, Brackettville, TX, and Sutton City National Bank, Sonora, TX (Previously reported during the week of 10-28-96) 96/12/25

*Section 3(a)(3) application by SW&KM Holdings, LLC, Del Rio, TX, to acquire SW&KM Limited Partnership, Del Rio, TX, Westex Bancorp, Inc., Del Rio, TX, Westex Bancorp of Delaware, Inc., Wilmington, DE, Del Rio Bank & Trust Company, Del Rio, TX, First State Bank, Brackettville, TX, and Sutton City National Bank, Sonora, TX (Previously reported during the week of 10-28-96) 96/12/25
*Section 3(a)(3) application by SW&KM Limited Partnership, Del Rio, TX, to acquire Westex Bancorp, Inc., Del Rio, TX, Westex Bancorp of Delaware, Inc., Wilmington, DE, Del Rio Bank & Trust Company, Del Rio, TX, First State Bank, Brackettville, TX, and Sutton City National Bank, Sonora, TX (Previously reported during the week of 10-28-96) 96/12/25

Change in Control Notice by Robert Sidney Cauthorn and James Guy Cauthorn, Del Rio, TX, to acquire an interest in SW&KM Limited Partnership, Del Rio, TX (Previously reported during the week of 10-28-96) 96/12/25

*Section 3(a)(1) application by First Live Oak Bancshares, Inc., Three Rivers, TX, to acquire First Live Oak Delaware Bancshares, Inc., Dover, DE, and First State Bank, Three Rivers, TX (Previously reported during the week of 12-2-96) 97/01/10

*Section 3(a)(1) application by First Live Oak Delaware Bancshares, Inc., Dover, DE, to acquire First State Bank, Three Rivers, TX (Previously reported during the week of 12-2-96) 97/01/10

*Section 3(a)(1) application by Laguna Bancshares, Inc., Big Lake, TX, to acquire Laguna Bancshares of Delaware, Inc., Dover, DE, and Big Lake Bank, National Association, Big Lake, TX N/A

*Section 3(a)(1) application by Laguna Bancshares of Delaware, Inc., Dover, DE, to acquire Big Lake Bank, National Association, Big Lake, TX N/A

*Section 3(a)(1) application by Waggoner National Bancshares, Inc., Vernon, TX, to acquire Vernon Bancshares, Inc., Dover, DE, and The Waggoner National Bank, Vernon, TX N/A

*Section 3(a)(1) application by Vernon Bancshares, Inc., Dover, DE, to acquire The Waggoner National Bank, Vernon, TX N/A

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER NOTICE ONLY

APPLICATION NOTICE_EXP

None.

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 23, 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>Wellington State Bank</td>
<td>96/09/23</td>
<td>Satisfactory</td>
</tr>
<tr>
<td>1000 8th St.</td>
<td></td>
<td></td>
</tr>
<tr>
<td>P. O. Box 1032</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Wellington, Texas 79095-1032</td>
<td></td>
<td></td>
</tr>
<tr>
<td>RSSD# 371362</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
APPLICATIONS AND NOTIFICATIONS APPROVED DURING THE WEEK OF DECEMBER 23, 1996

APPLICATION

Section 4(c)(8) notification by
First National Bank Group, Inc., Edinburg, TX
to acquire a 1/3 interest in a Texas State Life
Insurance Company office in McAllen, TX, and
to engage in the sale of credit life insurance
96/12/24

Section 4(c)(8) notification by
Merchants Bancshares, Inc., Houston, TX, and Gulf
Southwest Nevada Bancorp, Inc., Houston, TX, to
acquire Funds Management Group, Inc., Houston, TX, and
act as investment advisor and securities broker
96/12/24

Change in Control Notice by
Wilma McKnight, Throckmorton, TX, and Nan McKinney Daws,
Wichita Falls, TX, to acquire an interest in
Throckmorton Bancshares, Inc., Throckmorton, TX
96/12/26

Section 3(a)(3) application by
Central Texas Bankshare Holdings, Inc., Columbus, TX,
to acquire Hill Bancshares Holdings, Inc., Weimar, TX,
Hill Bancshares, Inc., Wilmington, DE, and Hill Bank &
Trust Company, Weimar, TX
96/12/26

Section 3(a)(3) application by
Colorado County Investment Holdings, Inc., Wilmington, DE,
to acquire Hill Bancshares Holdings, Inc., Weimar, TX,
Hill Bancshares, Inc., Wilmington, DE, and Hill Bank & Trust
Company, Weimar, TX
96/12/26

Section 3(a)(1) application by
Hickory Hill Bancshares, Inc., Avinger, TX, to acquire
Hickory Hill Delaware Financial Corporation, Dover, DE,
and The First State Bank, Avinger, TX
96/12/27

Section 3(a)(1) application by
Hickory Hill Delaware Financial Corporation, Dover, DE,
to acquire The First State Bank, Avinger, TX
96/12/27
Section 3(a)(1) application by
SW&KM Holdings, LLC, Del Rio, TX, to acquire
SW&KM Limited Partnership, Del Rio, TX,
Westex Bancorp, Inc., Del Rio, TX,
Westex Bancorp of Delaware, Inc., Wilmington, DE,
Del Rio Bank & Trust Company, Del Rio, TX,
First State Bank, Bracketville, TX, and
Sutton City National Bank, Sonora, TX 96/12/27

Section 3(a)(1) application by
SW&KM Limited Partnership, Del Rio, TX, to acquire
Westex Bancorp, Inc., Del Rio, TX,
Westex Bancorp of Delaware, Inc., Wilmington, DE,
Del Rio Bank & Trust Company, Del Rio, TX,
First State Bank, Bracketville, TX, and
Sutton City National Bank, Sonora, TX 96/12/27

Section 3(a)(3) application by
SW&KM Holdings, LLC, Del Rio, TX, to acquire
SW&KM Limited Partnership, Del Rio, TX,
Westex Bancorp, Inc., Del Rio, TX,
Westex Bancorp of Delaware, Inc., Wilmington, DE,
Del Rio Bank & Trust Company, Del Rio, TX,
First State Bank, Bracketville, TX, and
Sutton City National Bank, Sonora, TX 96/12/27

Section 3(a)(3) application by
SW&KM Limited Partnership, Del Rio, TX, to acquire
Westex Bancorp, Inc., Del Rio, TX,
Westex Bancorp of Delaware, Inc., Wilmington, DE,
Del Rio Bank & Trust Company, Del Rio, TX,
First State Bank, Bracketville, TX, and
Sutton City National Bank, Sonora, TX 96/12/27

Change in Control Notice by
Robert Sidney Cauthorn and James Guy Cauthorn,
Del Rio, TX, to acquire an interest in
SW&KM Limited Partnership, Del Rio, TX 96/12/27
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>The Prineville Bank, Prineville, Oregon, to establish a branch office at the corner of B Avenue and Highway 97, Terrebonne, Oregon.</td>
<td>Newspaper: 1/06/97</td>
</tr>
<tr>
<td>Humboldt Bank, Eureka, California, to acquire, through merger, the Garberville, California, branch office of First Nationwide Bank, FSB, San Francisco, California.</td>
<td>Newspaper: Not available</td>
</tr>
</tbody>
</table>

Section II - 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>BSM Bancorp, Santa Maria, California, to become a bank holding company by acquiring Bank of Santa Maria, Santa Maria, California.</td>
<td>Newspaper: 1/19/97 Fed. Reg.: 1/27/97</td>
</tr>
<tr>
<td>Bank SinoPac, Taipei, Taiwan, to become a bank holding company by acquiring Far East National Bank, Los Angeles, California.</td>
<td>Newspaper: Not available Fed. Reg.: 1/27/97</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 12/27/96

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>Oak Valley Community Bank</td>
<td>125 N. Third Avenue</td>
<td>9/02/96</td>
<td>Satisfactory</td>
</tr>
<tr>
<td></td>
<td>P.O. Box 97</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>Oakdale, CA 95361</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>(209) 848-2265</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.

The above listing has been prepared as a courtesy by the Federal Reserve Bank of San Francisco, and is not intended to replace formal notices required by statute or regulation; the Reserve Bank assumes no responsibility for errors or omissions.