ANNOUNCEMENT

BOARD OF GOVERNORS
OF THE
FEDERAL RESERVE SYSTEM

H.2, 1997, No. 3
Actions of the Board, its Staff, and
the Federal Reserve Banks;
Applications and Reports Received
During the Week Ending January 18, 1997

 ACTIONS TAKEN BY THE BOARD OF GOVERNORS

BANK HOLDING COMPANIES

Norwest Corporation, Minneapolis, Minnesota -- to
acquire Central Bancorporation, Inc., Fort Worth,
Texas; Central Bank and Trust Company; and the
nonbanking subsidiary of Central Bancorp and
thereby engage in securities brokerage and mortgage
lending activities.

ENFORCEMENT

American Express Bank International, New York, New
York -- cease and desist order dated September 29,

Pan American Bank, Miami, Florida -- written
agreement dated January 13, 1997, with the Federal
Reserve Bank of Atlanta, and the Department of
Banking and Finance, Division of Banking, State of
Florida.

Union Texas Bancorporation, Inc., Minneapolis,
Minnesota -- written agreement dated June 12, 1992,
terminated December 24, 1996.

United Mizrahi Bank, Ltd., Tel Aviv, Israel and its
Los Angeles branch -- cease and desist order dated

REGULATIONS AND POLICIES

Regulation C -- interim rule to implement a statutory
increase in the asset-size exemption threshold from
$10 million to $28 million under the Home Mortgage
Disclosure Act (Docket R-0951).
Approved, January 16, 1997.

Regulation E -- request for comment on revisions
regarding exemption of certain electronic benefit
transfer programs (Docket R-0959).
Approved, January 14, 1997.
### 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

<table>
<thead>
<tr>
<th>Secretary</th>
<th>Compass Bank, Jacksonville, Florida -- to establish a branch at 14373 Beach Boulevard. Approved, January 16, 1997.</th>
</tr>
</thead>
<tbody>
<tr>
<td>Richmond</td>
<td>Crestar Bank, Vienna, Virginia -- to establish branches in the Wal-Mart Supercenters at 7901 Brook Road, Richmond; and at 11400 West Broad Street Road, Glen Allen; and in the Hannaford Supermarket at 7951 Brook Road, Richmond, Virginia. Approved, January 17, 1997.</td>
</tr>
<tr>
<td>San Francisco</td>
<td>Prineville Bank, Prineville, Oregon -- to establish a branch at the corner of B Avenue and Highway 97, Terrebonne, Oregon. Approved, January 13, 1997.</td>
</tr>
<tr>
<td>Atlanta</td>
<td>SunTrust Bank, Atlanta, Georgia -- to establish a branch at 5950 Jimmy Carter Boulevard, Norcross, Georgia. Approved, January 13, 1997.</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>
<th>Approval Date</th>
</tr>
</thead>
<tbody>
<tr>
<td>St. Louis</td>
<td>Ameribanc, Inc., St. Louis, Missouri -- to acquire through merger Regional Bancshares, Inc.</td>
<td>January 15, 1997</td>
</tr>
<tr>
<td>St. Louis</td>
<td>Arkansas National Bancshares, Inc., Bentonville, Arkansas -- to engage de novo in data processing activities involving the development and marketing of a home-banking software package for use by other banks through NatNet LLC.</td>
<td>January 17, 1997</td>
</tr>
<tr>
<td>Director, BS&amp;R</td>
<td>Bankers Trust New York Corporation, New York, New York -- request for relief from firewall 20 of the section 20 firewalls to permit BT Securities Corporation to underwrite certain equity securities.</td>
<td>January 13, 1997</td>
</tr>
<tr>
<td>San Francisco</td>
<td>Capital Corp of the West, Merced, California -- request for relief from a commitment.</td>
<td>January 17, 1997</td>
</tr>
</tbody>
</table>
BANK HOLDING COMPANIES

Director, BS&R  First International Bancorp Texas, Inc., Bedford, Texas -- request for relief from commitments relied on in Board's approval of application to acquire First International Bancorp Texas, Inc. Granted, January 17, 1997.


Dallas  Keene Bancorp, Inc. 401(K) Employee Stock Ownership Plan and Trust, Keene, Texas -- to acquire additional shares of Keene Bancorp, Inc., Keene, Texas. Approved, January 16, 1997.

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JANUARY 13, 1997 TO JANUARY 17, 1997
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ACTIONS TAKEN BY THE STAFF AND THE FEDERAL RESERVE BANKS
UNDER DELEGATED AUTHORITY

BANK HOLDING COMPANIES

Atlanta

Dallas

Dallas

Philadelphia

CAPITAL STOCK

Kansas City

CHANGE IN BANK CONTROL

Atlanta

Dallas

Dallas

Chicago

Kansas City
**COMPETITIVE FACTORS REPORTS**

<table>
<thead>
<tr>
<th>Location</th>
<th>Details</th>
<th>Submission Date</th>
</tr>
</thead>
<tbody>
<tr>
<td>Philadelphia</td>
<td>Associates National Bank, Wilmington, Delaware, proposed purchase of substantially all of the Visa and MasterCard credit card accounts and receivables of JCPenney National Bank and purchase of private label consumer credit card accounts and one day's worth of receivables from these accounts from Texaco Credit Card Bank, N.A., Omaha, Nebraska -- report on competitive factors.</td>
<td>January 15, 1997</td>
</tr>
<tr>
<td>Boston</td>
<td>Citizens Bank of Massachusetts, Boston, Massachusetts, proposed merger with Grove Bank, Chestnut Hill, Massachusetts -- report on competitive factors.</td>
<td>January 16, 1997</td>
</tr>
<tr>
<td>San Francisco</td>
<td>Coastfed Business Credit Corporation, Los Angeles, California, proposed merger with Southern Pacific Thrift &amp; Loan, Los Angeles, California -- report on competitive factors.</td>
<td>January 16, 1997</td>
</tr>
<tr>
<td>Dallas</td>
<td>Compass Bank, Houston, Texas, proposed merger with Horizon Bank &amp; Trust, SSB, Austin, Texas -- report on competitive factors.</td>
<td>January 13, 1997</td>
</tr>
</tbody>
</table>
COMPETITIVE FACTORS REPORTS


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JANUARY 13, 1997 TO JANUARY 17, 1997
PAGE 8

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

EXTENSIONS OF TIME

Richmond
Carolina First BancShares, Inc., Lincolnton, North Carolina -- extension of time to dispose of certain property.

Richmond
Centura Bank, Rocky Mount, North Carolina -- extension to April 18, 1997, to establish a branch at 3400 Croasdaile Drive, Durham, North Carolina.

Kansas City

San Francisco
Frontier Financial Corporation, Everett, Washington -- extension to April 9, 1997, to acquire up to 9.9 percent of the shares of Washington Banking Company, Oak Harbor, Washington.

Atlanta

MEMBERSHIP

Chicago
Le Mars Bank and Trust Company, Le Mars, Iowa -- to become a member of the Federal Reserve System.
COMPETITIVE FACTORS REPORTS

FEDERAL RESERVE BANK OF BOSTON APPLICATIONS

SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE ONLY

<table>
<thead>
<tr>
<th>Application</th>
<th>Comment Period Ending Date</th>
</tr>
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<tbody>
<tr>
<td>NONE</td>
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SECTION II - APPLICATIONS SUBJECT TO BOTH NEWSPAPER AND FEDERAL REGISTER NOTICE

<table>
<thead>
<tr>
<th>Affiliated Community</th>
<th>Newspaper</th>
<th>Federal Register</th>
<th>Comment Period Ending Date</th>
</tr>
</thead>
<tbody>
<tr>
<td>Bancorp, Inc., Waltham, Massachusetts - section 3(a)(3) application to acquire Middlesex Bank &amp; Trust Co. (in organization), Newton, Massachusetts*</td>
<td></td>
<td></td>
<td>Not Yet Established</td>
</tr>
<tr>
<td>Bank of Boston Corporation, Boston, Massachusetts, and BayBanks, Inc., Boston, Massachusetts - 3(a)(3) application to acquire BankBoston (NH), National Association, Nashua, New Hampshire*</td>
<td></td>
<td></td>
<td>Not Yet Established</td>
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SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER NOTICE ONLY

<table>
<thead>
<tr>
<th>Application</th>
<th>Comment Period Ending Date</th>
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<tbody>
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</tbody>
</table>

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

<table>
<thead>
<tr>
<th>Application</th>
<th>Comment Period Ending Date</th>
</tr>
</thead>
<tbody>
<tr>
<td>NONE</td>
<td></td>
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</tbody>
</table>
SECTION V - AVAILABILITY OF CRA PUBLIC EVALUATIONS

<table>
<thead>
<tr>
<th>Institution</th>
<th>Examination Date</th>
<th>Rating**</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td>NONE</td>
</tr>
</tbody>
</table>

*Subject to CRA.

**Rating Definitions: "O" - Outstanding; "S" - Satisfactory; "N" - Needs to Improve; "SN" - Substantial Noncompliance
SECTION I

Applications Subject to Newspaper Notice Only

The Bank of New York, New York, New York, to establish branches at A&P Supermarkets located at 1730 Route 46, West Paterson, New Jersey, and 500 Route 23 North, Pompton Plains, New Jersey. 1/ 02/12/97

Manufacturers and Traders Trust Company, Buffalo, New York, to establish a branch at 255 East Avenue, Rochester, New York. 1/ 02/14/97

SECTION II

Applications Subject to Both Newspaper and Federal Register Notice

Application by BanPonce Corporation, Hato Rey, Puerto Rico, Popular International Bank, Inc., Hato Rey, Puerto Rico, and BanPonce Financial Corp., Wilmington, Delaware, to acquire 100 percent of the voting shares of Seminole National Bank, Sanford, Florida. 1/ 02/13/97 3/


Application by Amboy Bancorporation, Old Bridge, New Jersey, to acquire up to 9.9 percent of the outstanding shares of The Community Bank of New Jersey, Freehold, New Jersey. 1/ 02/13/97 3/

SECTION III

Nonbanking Applications (subject to Federal Register Notice Only)

The Toronto-Dominion Bank, Toronto, Canada, and Waterhouse Investor Services, Inc., New York, New York, to engage through Waterhouse Securities, Inc., New York, New York, in the purchase and sale of securities on the order of customers as riskless principal. N/A

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 January 18, 1997

<table>
<thead>
<tr>
<th>NAME OF BANK</th>
<th>RATING</th>
<th>EXAMINATION DATE</th>
</tr>
</thead>
<tbody>
<tr>
<td>None.</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
NONE

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

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 January 17, 1997.

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 January 18, 1997)

SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE ONLY

NONE

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

Received Section 3 (a)(1) application from Commercial Bancshares, Inc., West Liberty, KY on January 15, 1997, to acquire Commercial Bank, West Liberty, KY.

Received Section 3(a)(1) application from Northwest Bancorp, Inc., Warren, PA on January 15, 1997, to acquire Northwest Savings Bank, Warren, PA AND Section 3(a)(3) application from Northwest Bancorp MHC, Warren, PA, to acquire 69.3% of the outstanding voting shares of Northwest Bancorp, Inc., Warren, PA.

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 Banc One Corporation, Columbus, OH on January 16, 1997, filed on behalf of Banc One International Corporation, an Edge Corporation, to establish Banc One Asia, Limited, Hong Kong, which will engage solely in the business of issuing letters of credit for the account of U.S. importers of goods from Hong Kong and for the benefit of Hong Kong exporters of such goods.

* - 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
(January 17, 1997)

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 January 17, 1997. 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

Chesapeake Bank, Kilmarnock, Virginia, to operate a mobile branch to pick up noncash deposits of business customers at general locations throughout Williamsburg, Virginia, and James City County, Virginia.*

1-20-97

The Bank of Northern Virginia, Arlington, Virginia, to establish a branch at 200 Little Falls Road, Falls Church, Virginia.*

2-15-97

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

Application

None.

Comment Period Ending Date

Section III - Applications Subject to Federal Register Notice

Application

None.

Comment Period Ending Date

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

Application

None.

Comment Period Ending Date

*Application is subject to CRA requirements.
Federal Reserve Bank of Richmond

Section V - Availability of CRA Public Evaluations

Week ending January 17, 1997

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.

<table>
<thead>
<tr>
<th>Examination</th>
<th>Date</th>
<th>Rating</th>
</tr>
</thead>
<tbody>
<tr>
<td>Capital One Bank</td>
<td>5-20-96</td>
<td>Satisfactory</td>
</tr>
<tr>
<td>11013 West Broad Street</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Richmond, Virginia 23060</td>
<td></td>
<td></td>
</tr>
<tr>
<td>The Fauquier Bank</td>
<td>10-15-96</td>
<td>Satisfactory</td>
</tr>
<tr>
<td>10 Courthouse Square</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Warrenton, Virginia 22186-2800</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Commerce Bank Corporation</td>
<td>10-21-96</td>
<td>Satisfactory</td>
</tr>
<tr>
<td>9658 Baltimore Avenue</td>
<td></td>
<td></td>
</tr>
<tr>
<td>College Park, Maryland 20740-1346</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
Farmers and Merchants Bank
of Stanley
Main Street
Stanley, Virginia 22851

Peoples Bank of Virginia
9970 Iron Bridge Road
Chesterfield, Virginia 23832-6436

10-21-96 Outstanding
10-28-96 Satisfactory
Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending January 17, 1997

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>AmSouth Bank of Alabama</td>
<td>12-05-96*</td>
</tr>
<tr>
<td>Birmingham, Alabama</td>
<td></td>
</tr>
<tr>
<td>To establish a branch located at 1515 McFarland Boulevard, Tuscaloosa, Alabama.</td>
<td></td>
</tr>
<tr>
<td>AmSouth Bank of Alabama</td>
<td>12-31-96*</td>
</tr>
<tr>
<td>Birmingham, Alabama</td>
<td></td>
</tr>
<tr>
<td>To establish a branch located at 6639 Highway 431 South, Huntsville, Alabama.</td>
<td></td>
</tr>
<tr>
<td>AmSouth Bank of Alabama</td>
<td>Not yet available*</td>
</tr>
<tr>
<td>Birmingham, Alabama</td>
<td></td>
</tr>
<tr>
<td>To establish a branch located at 150 Ana Drive, Florence, Alabama.</td>
<td></td>
</tr>
<tr>
<td>AmSouth Bank of Tennessee</td>
<td>01-06-97*</td>
</tr>
<tr>
<td>Nashville, Tennessee</td>
<td></td>
</tr>
<tr>
<td>To establish a branch located at 7604 Highway 70 South, Nashville, Tennessee.</td>
<td></td>
</tr>
<tr>
<td>Tri-City Bank &amp; Trust Company</td>
<td>02-10-97*</td>
</tr>
<tr>
<td>Blountville, Tennessee</td>
<td></td>
</tr>
<tr>
<td>To acquire certain assets and assume the deposits of the Kingsport, Tennessee branch of Greene County Bank, Greeneville, Tennessee, located in the Wal-Mart Supercenter #599 at 3200 Fort Henry Drive in Kingsport, Tennessee, pursuant to Section 18(c) of the Federal Reserve Act.</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>Newnan Holdings, Inc.</td>
<td>02-24-97*</td>
</tr>
<tr>
<td>Newnan, Georgia</td>
<td></td>
</tr>
<tr>
<td>To merge with Tara Bankshares Corporation, Riverdale, Georgia, and thereby directly acquire Tara State Bank, Riverdale, Georgia, 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>

*Subject to provisions of the Community Reinvestment Act.
Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending January 17, 1997

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

Application
None.
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.

<table>
<thead>
<tr>
<th>Bank</th>
<th>CRA Rating</th>
<th>Examination Date</th>
</tr>
</thead>
<tbody>
<tr>
<td>None</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
Recently Approved Applications

Pinnacle Bancshares, Inc.
Jasper, Alabama
1-BHC formation, Pinnacle Bank, Jasper, Alabama.

Compass Bank
Jacksonville, Florida
To establish a branch located at 14373 Beach Boulevard, Jacksonville, Florida, to be known as the San Pablo Branch.

United American Bank of Central Florida
Orlando, Florida
To establish a branch located at 200 E. Michigan Avenue, Orlando, Florida, to be known as the South Orlando Office.

SunTrust Bank, Atlanta
Atlanta, Georgia
To establish a branch located at 5950 Jimmy Carter Boulevard, Norcross, Georgia.

American City Bancorp, Inc.
Tullahoma, Tennessee
After-the-fact change in control by the Employee Stock Ownership Plan of American City Bancorp, Inc., Tullahoma, Tennessee (Bancorp), to retain 24.98 percent of the outstanding shares of Bancorp.
## Federal Reserve Bank of Chicago

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

<table>
<thead>
<tr>
<th>Type</th>
<th>Application</th>
<th>Comment Period Ending Date</th>
</tr>
</thead>
</table>
| 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       | Royal American Bank  
Inverness, Illinois  
One Tiffany Pointe  
Bloomingdale, Illinois | NP - 1-31-97                                                               |
| Merger & Branch | La Salle State Bank  
La Salle, Illinois  
Community Bank of Utica  
Utica, Illinois  
100 Mill Street  
Utica, Illinois   | NP - **                                                                   |
| Member       | Michigan Heritage Bank  
Novi, Michigan (in organization)  
To become a member of the Federal Reserve System | NP - **                                                                   |
| Branch       | 1St Source Bank  
South Bend, Indiana  
2900 South State Street  
St. Joseph, Michigan | NP - 2-10-97                                                               |

**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>
<th>Ending Date</th>
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</thead>
<tbody>
<tr>
<td>3(a)(1)</td>
<td><strong>AmeriMark Financial Corporation.</strong>&lt;br&gt;Oak Brook, Illinois&lt;br&gt;Duco Bancshares, Inc.&lt;br&gt;Villa Park, Illinois&lt;br&gt;Bank of Illinois in DuPage&lt;br&gt;Villa Park, Illinois</td>
<td>FR - 12-20-96</td>
<td>NP - 1-12-97</td>
</tr>
<tr>
<td>3(a)(3)</td>
<td><strong>Heartland Financial USA, Inc.</strong>&lt;br&gt;Dubuque, Iowa&lt;br&gt;Cottage Grove State Bank&lt;br&gt;Cottage Grove, Wisconsin</td>
<td>FR - 01-15-97</td>
<td>NP - 01-13-97</td>
</tr>
<tr>
<td>3(a)(1)</td>
<td><strong>Vermilion Bancorp, Inc.</strong>&lt;br&gt;Danville, Illinois&lt;br&gt;American Savings Bank of Danville&lt;br&gt;Danville, Illinois</td>
<td>FR - 1-24-97</td>
<td>NP - **</td>
</tr>
<tr>
<td>3(a)(1)</td>
<td><strong>Michigan Heritage Bancorp, Inc.</strong>&lt;br&gt;Novi, Michigan&lt;br&gt;Michigan Heritage Bank (in organization)&lt;br&gt;Novi, Michigan</td>
<td>FR - 1-24-97</td>
<td>NP - **</td>
</tr>
<tr>
<td>3(a)(1)</td>
<td><strong>Iron Horse Bancshares, Inc.</strong>&lt;br&gt;Mazomanie, Wisconsin&lt;br&gt;The Peoples State Bank of Mazomanie, Wisconsin&lt;br&gt;Mazomanie, Wisconsin</td>
<td>FR - 1-21-97</td>
<td>NP - 1-13-97</td>
</tr>
</tbody>
</table>
**Federal Reserve Bank of Chicago**

**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>
| COC-HC    | APM Bancorp, Inc.  
Buffalo, Iowa  
By James A. Matthys                                                                                                                                  | FR - 1-10-97  
NP - **                                               |
| COC-HC    | Gilman Investment Company  
Montezuma, Iowa  
By Todd E. Arendt & Revocable trust agreement of Angela D. Hulin                                                                                   | FR - 2-4-97  
NP - 1-24-97                                             |
| 3(a)(1)   | Vanderbilt Holding Company, Inc.*  
Fairfax, Iowa  
Fairfax State Savings Bank  
Fairfax, Iowa                                                                                                                                      | FR - 1-24-97  
NP - **                                               |
| 3(a)(1)   | County Bancorp, Inc.*  
Manitowoc, Wisconsin  
Investors Community Bank  
Manitowoc, Wisconsin (in organization)                                                                                                              | FR - 1-27-97  
NP - 1-6-97                                             |
| 3(a)(3)   | Amcore Financial, Inc.*  
Rockford, Illinois  
First National Bancorp, Inc.  
Monroe, Wisconsin  
First National Bank and Trust  
Monroe, Wisconsin                                                                                                                                   | FR - 1-24-97  
NP - 1-19-97                                             |
Federal Reserve Bank of Chicago

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

3(a)(3) First Financial Bancorporation*
Iowa City, Iowa
West Branch Bancorp, Inc.
West Branch, Iowa
West Branch State Bank
West Branch, Iowa

COC-HC La Salle Bancorp, Inc.
La Salle, Illinois
By S.C. Investment, L.P., Gerald F. Fitzgerald, Jr.,
Julie F. Schauer, Thomas G. Fitzgerald,
Otis Road Investment, L.P.

FR - 02-3-97
NP - **

3(a)(1) Damen Financial Corporation*
Schaumburg, Illinois
Damen National Bank
Schaumburg, Illinois

FR - 2-4-97
NP - **

3(a)(3) Firstbank of Illinois Co.*
Springfield, Illinois
BanCentral Corporation
Champaign, Illinois
Central National Bank of Mattoon
Mattoon, Illinois

FR - **
NP - **
<table>
<thead>
<tr>
<th>Type</th>
<th>Description</th>
<th>Comment Period Ending Date</th>
</tr>
</thead>
</table>
| 4(c)(8) | Bank of Montreal  
Toronto, Canada  
Cebra, Inc.  
Toronto, Canada | FR - 1-16-97 |
| 4(c)(8) | AmeriMark Financial Corporation  
Oak Brook, Illinois  
Banill Corporation  
Villa Park, Illinois | FR - 12-20-96 |
Federal Reserve Bank of Chicago

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

<table>
<thead>
<tr>
<th>Type</th>
<th>Application</th>
</tr>
</thead>
</table>
| ROS  | La Salle Bancorp, Inc.  
      | La Salle, Illinois     
      | To redeem 16,472 shares of outstanding common stock |
| ROS  | Halbur Bancshares, Inc.  
      | Halbur, Iowa            
      | To redeem 1,927.5 or 50% of its outstanding common stock |
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 January 17, 1997. 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>Harris Bank, St. Charles</td>
<td>9/23/96</td>
<td>S</td>
</tr>
<tr>
<td>One East Main Street</td>
<td>9/23/96</td>
<td>S</td>
</tr>
<tr>
<td>The Commercial Trust &amp; Savings Bank</td>
<td>9/16/96</td>
<td>O</td>
</tr>
<tr>
<td>600 Lake Avenue</td>
<td>9/16/96</td>
<td>O</td>
</tr>
<tr>
<td>P.O. Box 578</td>
<td>9/16/96</td>
<td>O</td>
</tr>
<tr>
<td>Storm Lake, Iowa 50588-0578 (712) 732-2190</td>
<td>9/16/96</td>
<td>O</td>
</tr>
</tbody>
</table>
SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE

Application

* Section 9 application by Belgrade State Bank, Potosi, Missouri, to establish a branch at Stanley’s Nu-Way Food Unit #3, Viburnum Shopping Center, Highway 49, Viburnum, Missouri. 1-13-97

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

Stock redemption notification by Perry County Bancorp, Inc., Du Quoin, Illinois, to redeem 13.8 percent of its equity. N/A

* 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>Century Bank of the Ozarks</td>
<td>Gainesville, Missouri</td>
<td>9/30/96</td>
<td>Satisfactory</td>
</tr>
</tbody>
</table>
Application
NONE.

FEDERAL RESERVE BANK OF MINNEAPOLIS
Section I - Applications Subject to
Newspaper Notice Only

Application

Comment Period Ending Date

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

Application

G.B. Financial Services, Inc., Greenbush, Minnesota for prior approval to acquire 100% of the voting shares of Border Bancshares, Inc., Greenbush, Minnesota. *

Comment Period Ending Date
Not yet available

Norwest Corporation, Minneapolis, Minnesota for prior approval to acquire 100% of the voting shares of the Farmers National Bancorp, Inc., Geneseo, Illinois. *

February 10, 1997
(Federal Register)

River Falls Bancshares, Inc., River Falls, Wisconsin for prior approval to become a bank holding company through the acquisition of 99.18% of the voting shares of River Falls State Bank, River Falls, Wisconsin. *

February 14, 1997
(Federal Register)

* 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.

Comment Period Ending Date
February 6, 1997

FEDERAL RESERVE BANK OF MINNEAPOLIS
Section IV - Applications Not Subject to Federal Register Notice or Newspaper Notice

Application
NONE.
FEDERAL RESERVE BANK OF MINNEAPOLIS
Section V - Availability of
CRA Public Evaluations
week ending January 17, 1997

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>Q Bank</td>
<td>October 7, 1996</td>
<td>Outstanding</td>
</tr>
</tbody>
</table>
SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE ONLY

APPLICATION

Adams Bank & Trust Company, Ogallala, Nebraska, for prior approval to merge with The First State Bank, Lodgepole, Nebraska, and to establish a branch facility in Lodgepole, Nebraska.

COMMENT PERIOD ENDING DATE

Not Available

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

APPLICATION

AmericaBanc Holdings, Inc., Durango, Colorado, for prior approval to become a bank holding company through the acquisition of The Bank of Durango, Durango, Colorado.*

COMMENT PERIOD ENDING DATE

Not Available

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER NOTICE ONLY

APPLICATION

BOK Financial Corporation, Tulsa, Oklahoma, to engage de novo through the acquisition of Alliance Securities Corporation, Tulsa, Oklahoma, in underwriting and dealing, to a limited extent, in certain municipal revenue bonds, 1-4 family mortgage related securities, consumer receivable-related securities, and commercial paper that a state member bank may not underwrite and deal in bank-ineligible securities, and providing full-service securities brokerage services.

COMMENT PERIOD ENDING DATE

February 6, 1997

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

APPLICATION

Pine River Bancorp, Bayfield, Colorado, for prior approval to redeem 386 shares of common stock.
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>Ark Valley Industrial Bank</td>
<td>10/21/96</td>
<td>01/14/97</td>
<td>Outstanding</td>
</tr>
<tr>
<td>P.O. Box 930</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>La Junta, Colorado 81050-0930</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>First Security Bank</td>
<td>10/07/96</td>
<td>01/14/97</td>
<td>Satisfactory</td>
</tr>
<tr>
<td>P.O. Box 277</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Craig, Colorado 81626-0277</td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

*Application is subject to CRA.
APPLICATION

None.

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

** NOTICE EXP

APPLICATION

Change in Control by
Edwin & Mittis Bowers, Palacios, TX.
to acquire an interest in
City State Bancshares, Inc., Palacios, TX

*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
(Previously reported during the week of 12-16-96)

*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
(Previously reported during the week of 12-16-96)

*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
(Previously reported during the week of 12-23-96)
*Section 3(a)(1) application by
Laguna Bancshares of Delaware, Inc., Dover, DE,
to acquire Big Lake Bank, National Association,
Big Lake, TX
(Previously reported during the week of 12-23-96)

97/01/23

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER
NOTICE ONLY

APPLICATION

None.

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

APPLICATION

Notice by City State Bancshares, Inc., Palacios, TX
to redeem 6,772 shares of its common stock

* 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 JANUARY 13, 1997

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>None</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

APPLICATION

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 97/01/14

Section 3(a)(1) application by
First Live Oak Delaware Bancshares, Inc., Dover, DE, to acquire
First State Bank, Three Rivers, TX 97/01/14

Section 3(a)(1) application by
Rotan Bancshares, Inc., Rotan, TX, to acquire
Rotan Delaware Bancshares, Inc., Dover, DE, and
First National Bank, Rotan, TX 97/01/14

Section 3(a)(1) application by
Rotan Delaware Bancshares, Inc., Dover, DE, to acquire
First National Bank, Rotan, TX 97/01/14

Change in Control Notice by
Hilmar D. Blumberg Trust, Joe H. Bruns, Trustee, Seguin,
TX, Edward A. Blumberg Trust, Joe H. Bruns, Trustee, Seguin,
TX, and Carla A. Blumberg Trust, Joe H. Bruns, Trustee,
Seguin, TX, to acquire an interest in Blumberg BancUnits,
L.P., Seguin, TX 97/01/15

Change in Control Notice by
Edward A. Blumberg Trust, Joe H Bruns, Trustee, Seguin, TX,
Hilmar D. Blumberg Trust, Joe H. Bruns, Trustee, Seguin, TX,
Carla A. Blumberg Trust, Joe H. Bruns, Trustee, Seguin, TX,
Edward A. Blumberg, Seguin, TX, Vanessa N. Blumberg Trust,
Edward A. and Irma Blumberg, Trustees, Joseph D. Blumberg
Trust, Edward A. and Irma Blumberg, Trustees, Hilmar D.
Blumberg, Seguin, TX, Roland B. Blumberg Trust, Hilmar D.
and Kaaren Blumberg, Trustees, Jordan T. Blumberg Trust,
Hilmar D. and Kaaren Blumberg, Trustees, to acquire an
interest in Blumberg Family Partnership, L.P., Seguin, TX

Section 3(a)(3) application by
Keene Bancorp, Inc. 401(K) Employee Stock Ownership Plan
And Trust, Keene, TX, to acquire additional shares of
Keene Bancorp, Inc., Keene, TX
FEDERAL RESERVE BANK OF SAN FRANCISCO

Week ending 1/17/97

Section I - Applications Subject to Newspaper Notice Only

Application

Santa Barbara Bank & Trust, Santa Barbara, California, to merge with First Valley Bank, Lompoc, California, under the charter and title of Santa Barbara Bank & Trust.*

Comment Period Ending Date

Newspaper: 2/16/97

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

Bank SinoPac, Taipei, Taiwan, to become a bank holding company by acquiring Far East National Bank, Los Angeles, California.*

Newspaper: Not available
Fed. Reg.: 1/27/97

Zions Bancorporation, Salt Lake City, Utah, to merge with Aspen Bancshares, Inc., Aspen, Colorado.*

Newspaper: 2/03/97
Fed. Reg.: 2/10/97

Zions Bancorporation, Salt Lake City, Utah, to acquire an option to purchase 19.9 percent of Aspen Bancshares, Inc., Aspen, Colorado.*

Newspaper: 2/03/97
Fed. Reg.: 2/10/97

Zions Bancorporation, Salt Lake City, Utah, to acquire through merger, Pitkin County Bank & Trust Company, Aspen, Colorado; Valley National Bank of Cortez, Cortez, Colorado; and ValCor Bancorporation, Cortez, Colorado.*

Newspaper: 2/03/97
Fed. Reg.: 2/10/97

Santa Barbara Bancorp, Santa Barbara, California, to acquire First Valley Bank, Lompoc, California.*

Newspaper: 2/16/97
Fed. Reg.: Not available
Section III - Applications Subject to Federal Register Only

None

* Subject to CRA.

FEDERAL RESERVE BANK OF SAN FRANCISCO

Week ending 1/17/97

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

None

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>None</td>
<td></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.