ANNOUNCEMENT

BOARD OF GOVERNORS
OF THE
FEDERAL RESERVE SYSTEM

H.2, 1997, No. 10
Actions of the Board, its Staff, and
the Federal Reserve Banks;
Applications and Reports Received
During the Week Ending March 8, 1997

ACTIONS TAKEN BY THE BOARD OF GOVERNORS

TESTIMONY AND STATEMENTS

Consumer Price Index -- statement by Chairman
Greenspan before the House Committee on the Budget,
Published, March 4, 1997.

Monetary policy objectives -- statement by Chairman
Greenspan before the Subcommittee on Domestic and
International Monetary Policy of the House Banking
Committee, March 5, 1997.
Published, March 5, 1997.

BANK HOLDING COMPANIES

Pontotoc Bancshares Corporation, Pontotoc,
Mississippi -- to acquire First National Bank of
Pontotoc.

ENFORCEMENT

Bank of Corning, Corning, Ohio -- order to cease and
desist, order of restitution, and order of
assessment of a civil money penalty against John
Gillooly, a former officer and institution-
affiliated party of the bank.

BT Co., Tokyo, Japan -- order to cease and desist and
order of assessment of a civil money penalty
against Oliver Lu, a former employee of BT Co.

Interbank Holding Company, Miami, Florida, and Luis
A. Ortega, an institution-affiliated party --
written agreement dated March 6, 1997, with the
Federal Reserve Bank of Atlanta and the Department
of Banking and Finance of the State of Florida.

Interbank Holding Company, Miami, Florida and Glenn
Goldhagen, a former institution-affiliated party --
written agreement dated March 6, 1997, with the
Federal Reserve Bank of Atlanta and the Department
of Banking and Finance of the State of Florida.
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MARCH 3, 1997 TO MARCH 7, 1997
PAGE 2

ACTIONS TAKEN BY THE BOARD OF GOVERNORS

ENFORCEMENT


INTERNATIONAL OPERATIONS


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

Atlanta

New York
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MARCH 3, 1997 TO MARCH 7, 1997
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ACTIONS TAKEN BY THE STAFF AND THE FEDERAL RESERVE BANKS
UNDER DELEGATED AUTHORITY

BANK BRANCHES, DOMESTIC

Kansas City Community Bank of Parker, Parker, Colorado -- to establish a branch at 165 Main Street, Elizabeth, Colorado. Approved, March 4, 1997.


Richmond Crestar Bank, Richmond, Virginia -- to establish a drive-in branch in the Blair Park Shopping Center, 1330 East-West Highway, Silver Spring, Maryland. Approved, March 5, 1997.


Richmond Marathon Bank, Stephens City, Virginia -- to establish branches at 1447 North Frederick Pike, Winchester, Virginia, and in the 1000 block of South Main Street, Woodstock, Virginia. Approved, March 7, 1997.

Cleveland Provident Bank, Cincinnati, Ohio -- to establish a branch at 550 Old State Route 74. Permitted, March 7, 1997.

BANK HOLDING COMPANIES


**BANK HOLDING COMPANIES**

<table>
<thead>
<tr>
<th>Location</th>
<th>Description</th>
</tr>
</thead>
<tbody>
<tr>
<td>New York</td>
<td>Creditanstalt-Bankverein, Vienna, Austria -- to engage in making equity investments in corporations or projects designed primarily to promote community welfare. Approved, March 3, 1997.</td>
</tr>
<tr>
<td>BANK HOLDING COMPANIES</td>
<td>Action Description</td>
</tr>
<tr>
<td>------------------------</td>
<td>------------------------------------------------------------------------------------------------------</td>
</tr>
<tr>
<td>Minneapolis</td>
<td>Norwest Corporation, Minneapolis, Minnesota -- to establish a joint venture, UDC Mortgage, Tempe, Arizona, and engage in residential mortgage lending activities, with UDC Homes, Inc.</td>
</tr>
<tr>
<td>Director, ES&amp;R</td>
<td>Oneida Tribe of Indians of Wisconsin; Bay Bank, Green Bay, Wisconsin; and Bay Bancorporation -- request for relief from a commitment made in connection with application by Bay Bancorporation to acquire Bay Bank</td>
</tr>
<tr>
<td>Richmond</td>
<td>Peoples Bancorp, Inc., Chestertown, Maryland -- to acquire Peoples Bank of Kent County.</td>
</tr>
<tr>
<td>Atlanta</td>
<td>Pioneer Bankcorp, Inc., Clewiston, Florida -- to make an investment in Development Investments, Inc.</td>
</tr>
</tbody>
</table>
BANK HOLDING COMPANIES

Richmond
Tri-County Financial Corporation, Waldorf, Maryland -- to acquire Community Bank of Tri-County. Approved, March 7, 1997.

Chicago

BANKS, NONMEMBER, AND MISCELLANEOUS INSTITUTIONS

Director, BS&R

CHANGE IN BANK CONTROL

Atlanta

Atlanta

St. Louis

COMPETITIVE FACTORS REPORTS

Dallas

Atlanta
COMPETITIVE FACTORS REPORTS

Atlanta

Cleveland

St. Louis
Bank of Mississippi, Tupelo, Mississippi, proposed merger with Volunteer Bank, Jackson, Tennessee -- report on competitive factors. Submitted, March 5, 1997.

Kansas City

Cleveland

Atlanta

Atlanta

Kansas City
### COMPETITIVE FACTORS REPORTS

<table>
<thead>
<tr>
<th>Location</th>
<th>Description</th>
</tr>
</thead>
<tbody>
<tr>
<td>Atlanta</td>
<td>First Alliance Bank, Marietta, Georgia, proposed acquisition of the assets and assumption of the liabilities of Premier Bank, FSB, Acworth, Georgia -- report on competitive factors. Submitted, March 5, 1997.</td>
</tr>
<tr>
<td>St. Louis</td>
<td>First United Bank, Stuttgart, Arkansas, proposed merger with Citizens Bank &amp; Trust Company, Carlisle, Arkansas; Hazen First State Bank, Hazen, Arkansas; and Firstbank of Arkansas, Brinkley, Arkansas -- report on competitive factors. Submitted, March 5, 1997.</td>
</tr>
</tbody>
</table>
## COMPETITIVE FACTORS REPORTS

<table>
<thead>
<tr>
<th>Location</th>
<th>Description</th>
<th>Submitted</th>
</tr>
</thead>
<tbody>
<tr>
<td>Boston</td>
<td>Laconia Savings Bank, Laconia, New Hampshire, proposed transfer of a majority of its assets and all of its liabilities to a stock savings bank, in connection with the conversion of Laconia Savings Bank to a mutual holding company -- report on competitive factors. Submitted, March 7, 1997.</td>
<td></td>
</tr>
</tbody>
</table>
COMPETITIVE FACTORS REPORTS

St. Louis
Submitted, March 5, 1997.

Philadelphia

Atlanta
Security First Holdings, Inc., Atlanta, Georgia, proposed acquisition of certain assets and assumption of the liabilities of Security First Network Bank, Atlanta, Georgia -- report on competitive factors.
Submitted, March 5, 1997.

Minneapolis
Security State Bank of Kenyon, Kenyon, Minnesota, proposed merger with New Kenyon Bank -- report on competitive factors.

Richmond
WesBanco Bank South Hills, Charleston, West Virginia, proposed merger with Shawnee Bank, Inc., Dunbar, West Virginia -- report on competitive factors.

EXTENSIONS OF TIME

San Francisco
BankAmerica Corporation, San Francisco, California -- extension to divest certain stock.

San Francisco
California Commercial Bancshares, Newport Beach, California -- extension to divest certain property.

Richmond
Capon Valley Bank, Wardensville, West Virginia -- extension to June 9, 1997, to establish a branch on State Route 259, Baker, West Virginia.
Granted, March 6, 1997.
EXTENSIONS OF TIME

Richmond

Richmond

Chicago

Chicago

San Francisco

St. Louis

San Francisco

St. Louis
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MARCH 3, 1997 TO MARCH 7, 1997
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ACTIONS TAKEN BY THE STAFF AND THE FEDERAL RESERVE BANKS
UNDER DELEGATED AUTHORITY

INTERNATIONAL OPERATIONS

Secretary

SunTrust Banks of Florida, Inc., Orlando, Florida -- to establish SunTrust Banks Trust Company Limited, Grand Cayman, Cayman Islands, British West Indies, to act as a fiduciary and provide investment advisory services.

MEMBERSHIP

Minneapolis

Bankfirst, Sioux Falls, South Dakota -- to become a member of the Federal Reserve System.
Approved, March 6, 1997.

Richmond

Community Bank of Tri-County, Waldorf, Maryland -- to become a member of the Federal Reserve System.
Approved, March 7, 1997.

St. Louis

Midsouth Bank, Monette, Arkansas -- to become a member of the Federal Reserve System and to retain its current branches.

San Francisco

Santa Lucia National Bank, Atascadero, California -- to become a member of the Federal Reserve System.
Approved, March 6, 1997.
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

Alliance Bancorp of New England, Inc., Vernon, Connecticut
- 3(a)(1) application to acquire 100% of the voting shares of Tolland Bank, Tolland, Connecticut*

Application

Comment Period Ending Date

Newspaper

03-19-97

Federal Register

03-27-97

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

Application by Banco Popular de Puerto Rico, Hato Rey, Puerto Rico ("Banco Popular"), to merge with Roig Commercial Bank, Humacao, Puerto Rico, under the charter and title of Banco Popular, and incident thereto to establish branches. 04/01/96

Summit Bank, Hackensack, New Jersey, to establish branches at Pathmark Supermarkets at the following locations, all in New Jersey: Randolph & Ackerman, Clifton; 22-00 Maple Avenue, Fair Lawn; 517 Route 72, Manahawkin; 1933 Highway 35, Wall; 3020 Highway 35, Hazlet; 242 Lincoln Boulevard, Middlesex; 6301 Hadley Road, South Plainfield; Route 22 and Springfield Road, Union; 1556 North Olden Avenue, Trenton; Route 1 and Emmons Drive, West Windsor; and, 50 Racetrack Road, East Brunswick. 03/28/97

Credit Suisse, Zurich, Switzerland, to establish branches in New York and Los Angeles, and an agency in Miami pursuant to Section 7(d) of the International Banking Act (the "IBA"), and to establish representative offices in Miami, Houston, and San Francisco pursuant to Section 10(a) of the IBA. N/A

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 March 8, 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>
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</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 Bank and Trust Company, Harrisburg, PA to establish a branch office at Shrewsbury WalMart, Shrewsbury, PA, pursuant to Section 9 of the Federal Reserve Act.

Newspaper comment period expires: 03/28/97

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

USA BancShares, Inc., Philadelphia, PA to engage in brokerage activities through the acquisition of The Knox Financial Service Group, Inc., pursuant to Section 4(c)(8) of the Bank Holding Company Act and Section 225.25(b)(15) of Regulation Y.

Federal Register comment period expires: N/Avail

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 March 7, 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>Bank of Landisburg</td>
<td>10/7/96</td>
<td>Satisfactory</td>
</tr>
<tr>
<td>P.O. Box 179</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Landisburg, PA 17040</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
APPLICATIONS BULLETIN
(For the week ending March 8, 1997)

SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE ONLY

NONE

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

Received notice from Banc One Corporation, Columbus, Ohio, on February 28, 1997, of its intent to acquire First USA, Inc., Dallas, Texas, pursuant to Section 4(c)(8) of the Bank Holding Company Act.

Received Section 3(a)(3) application from F.N.B. Corporation, Hermitage, Pennsylvania, on March 6, 1997, to acquire 13.8% of the outstanding voting shares of Sun Bancorp, Inc., Selinsgrove Pennsylvania.

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER NOTICE ONLY

Received Section 4(c)(8) notice from F.N.B. Corporation, Hermitage, Pennsylvania, on March 6, 1997, of its intent to acquire a 13.8% interest in Sun Life Insurance Company, the nonbank subsidiary of Sun Bancorp, Inc., Selinsgrove, Pennsylvania.

Received notice from PNC Bank Corp., Pittsburgh, Pennsylvania, on February 28, 1997, of its intent to establish PNC GPI, Inc., as a de novo nonbank subsidiary that will serve as general partner to private investment limited partnerships pursuant to Section 4(c)(8) of the Bank Holding Company Act.

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
(March 7, 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 March 7, 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**

<table>
<thead>
<tr>
<th>Application</th>
<th>Comment Period Ending Date</th>
</tr>
</thead>
<tbody>
<tr>
<td>Four Oaks FinCorp, Inc., Four Oaks, North Carolina, to become a bank holding company through the acquisition of 100% of the voting shares of Four Oaks Bank &amp; Trust Company, Four Oaks, North Carolina.*</td>
<td>3-14-97</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>First Virginia Banks, Inc., Falls Church, Virginia, to merge with Premier Bankshares Corporation, Bluefield, Virginia.*</td>
<td>4-7-97**</td>
</tr>
</tbody>
</table>

**Section III - Applications Subject to Federal Register Notice**

<table>
<thead>
<tr>
<th>Application</th>
<th>Comment Period Ending Date</th>
</tr>
</thead>
</table>
Section IV - Application Not Subject to Federal Register Notice or Newspaper Notice

Application

The Patapsco Bank, Dundalk, Maryland, to reduce its capital stock.

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

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

Application

Centura Bank, Rocky Mount, North Carolina, to establish a branch in the Grand Cayman, Cayman Islands, British West Indies.
Section V - Availability of CRA Public Evaluations

Week ending March 7, 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>Bank of Lancaster</td>
<td></td>
<td></td>
</tr>
<tr>
<td>100 South Main Street</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Kilmarnock, Virginia 22482</td>
<td>12-9-96</td>
<td>Satisfactory</td>
</tr>
</tbody>
</table>

| Peoples Community Bank          |            |            |
| King Highway                    |            |            |
| Montross, Virginia 22520        | 12-9-96    | Satisfactory |
Federal Reserve Bank of Atlanta  
Applications Bulletin for Week Ending March 7, 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>02-27-97*</td>
</tr>
<tr>
<td>Birmingham, Alabama</td>
<td></td>
</tr>
<tr>
<td>To merge with AmSouth Bank of Florida, Tampa, Florida, pursuant to Section 18(c) of the Federal Deposit Insurance Act.</td>
<td></td>
</tr>
<tr>
<td>AmSouth Bank of Alabama</td>
<td>02-27-97*</td>
</tr>
<tr>
<td>Birmingham, Alabama</td>
<td></td>
</tr>
<tr>
<td>To merge with AmSouth Bank of Tennessee, Chattanooga, Tennessee, Florida, pursuant to Section 18(c) of the Federal Deposit Insurance Act.</td>
<td></td>
</tr>
<tr>
<td>AmSouth Bank of Alabama</td>
<td>02-27-97*</td>
</tr>
<tr>
<td>Birmingham, Alabama</td>
<td></td>
</tr>
<tr>
<td>To merge with AmSouth Bank of Georgia, Rome, Georgia, pursuant to Section 18(c) of the Federal Deposit Insurance Act.</td>
<td></td>
</tr>
<tr>
<td>AmSouth Bank of Alabama</td>
<td>02-27-97*</td>
</tr>
<tr>
<td>Birmingham, Alabama</td>
<td></td>
</tr>
<tr>
<td>To merge with AmSouth Bank of Walker County, Jasper, Alabama, pursuant to Section 18(c) of the Federal Deposit Insurance Act.</td>
<td></td>
</tr>
<tr>
<td>Pointe Bank</td>
<td>03-17-97*</td>
</tr>
<tr>
<td>Pembroke Pines, Florida</td>
<td></td>
</tr>
<tr>
<td>To merge with Pointe Federal Savings Bank, Boca Raton, Florida, 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>The Colonial Bancorp</td>
<td>03-27-96*</td>
</tr>
<tr>
<td>Montgomery, Alabama</td>
<td>Newspaper</td>
</tr>
<tr>
<td>To merge with Fort Brooke Bancorporation, Brandon, Florida, and thereby directly acquire Fort Brooke Bank, Brandon, Florida.</td>
<td></td>
</tr>
</tbody>
</table>

*Subject to the provisions of the Community Reinvestment Act.
Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending March 7, 1997

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

Application

Florida Bancshares, Inc.
Dade City, Florida
1-BHC formation, First National Bank of Pasco, Dade City, Florida.

Southern Security Financial Corporation
Hollywood, Florida

GBC Bancorp, Inc.
Lawrenceville, Georgia
1-BHC formation, Gwinnett Banking Company, Lawrenceville, Georgia.

Comment Period Ending Date
Not yet available*
Not yet available*
Not yet available*

Section 3 - Applications Subject to Federal Register Only

Application

United Community Banks, Inc.
Blairsville, Georgia

Comment Period Ending Date
03-25-97

After-the-fact notice to retain United Family Finance Company (formerly Mountain Mortgage & Loan, Inc.), Blue Ridge, Georgia, and continue engaging in making, acquiring, or servicing loans or other extensions of credit, pursuant to Section 225.25(b)(1) of Regulation Y and Section 4(c)(8) of the Bank Holding Company Act.

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

Application
None.

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

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

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

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

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

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

<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>
Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending March 7, 1997

Recently Approved Applications

AuburnBank
Auburn, Alabama
To establish a branch office located at 1617 South College Street, Auburn, Alabama, to be known as the Winn Dixie Branch.

The First Corporation
Opelika, Alabama
After-the-fact change in control notification by Joseph Lowrie Dean, Jr., to retain 12.68 percent of the outstanding shares, pursuant to the Change in Bank Control Act of 1978.

AmSouth Bank of Florida
Tampa, Florida
To establish a branch office located at 2405 Thomas Drive, Panama City, Florida, pursuant to Section 9 of the Federal Reserve Act.

AmSouth Bank of Florida
Tampa, Florida
To establish a branch office located at 10109 West Hillsborough Avenue, Tampa, Florida, pursuant to Section 9 of the Federal Reserve Act.

AmSouth Bank of Florida
Tampa, Florida
To establish a branch office located at 6297 West Waters Avenue, Tampa, Florida, pursuant to Section 9 of the Federal Reserve Act.

Barnett Banks, Inc.
Jacksonville, Florida
To acquire Oxford Resources Corp., Melville, New York, and thereby engage in consumer finance and leasing personal or real property or acting as agent, broker or adviser in leasing such property, pursuant to Sections 225.25(b)(1) and 225.25(b)(5) of Regulation Y and Section 4(c)(8) of the Bank Holding Company Act.

Hamilton Bancorp, Inc.
Miami, Florida
Change in control notification by Eduardo A. Masferrer to acquire an additional 9.31 percent of the outstanding shares, pursuant to the Change in Bank Control Act of 1978. The acquisition will increase Mr. Masferrer's total ownership to 15.20 percent.
**Federal Reserve Bank of Atlanta**

*Applications Bulletin for Week Ending March 7, 1997*

<table>
<thead>
<tr>
<th>Recently Approved Applications</th>
<th>Approval Date</th>
</tr>
</thead>
<tbody>
<tr>
<td>Pioneer Bankcorp, Inc.</td>
<td>03-07-97</td>
</tr>
<tr>
<td>Clewiston, Florida</td>
<td></td>
</tr>
<tr>
<td>To invest an additional $150,000 in Development Investments, Inc., Clewiston, Florida, which engages in community development activities, pursuant to Section 225.25(b)(6) of Regulation Y and Section 4(c)(8) of the Bank Holding Company Act.</td>
<td></td>
</tr>
<tr>
<td>Republic Bancshares, Inc.</td>
<td>03-07-97</td>
</tr>
<tr>
<td>St. Petersburg, Florida</td>
<td></td>
</tr>
<tr>
<td>To acquire Firststate Financial, F.A., Orlando, Florida, and thereby engage in operating a savings association, pursuant to Section 225.25(b)(9) of Regulation Y and Section 4(c)(8) of the Bank Holding Company Act.</td>
<td></td>
</tr>
<tr>
<td>SunTrust Banks, Inc.</td>
<td>03-03-97</td>
</tr>
<tr>
<td>Atlanta, Georgia</td>
<td></td>
</tr>
<tr>
<td>To establish an Agreement Corporation, pursuant to Section 211.4(a)(ii) of Regulation K.</td>
<td></td>
</tr>
<tr>
<td>Community Bancorp of Louisiana, Inc.</td>
<td>03-05-97</td>
</tr>
<tr>
<td>Raceland, Louisiana</td>
<td></td>
</tr>
<tr>
<td>To merge with American Security Bancshares, Inc., Welsh, Louisiana, and thereby directly acquire its subsidiary bank, American Bank, Welsh, Louisiana, pursuant to Section 3(a)(5) of the Bank Holding Company Act.</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 Period Ending Date</th>
</tr>
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<tbody>
<tr>
<td>3(a)(1) Notice</td>
<td>Community Bank Corp</td>
<td>NP - 3-8-97</td>
</tr>
<tr>
<td></td>
<td>Park Ridge, Illinois</td>
<td></td>
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<tr>
<td></td>
<td>Park Ridge Community Bank</td>
<td></td>
</tr>
<tr>
<td></td>
<td>Park Ridge, Illinois</td>
<td></td>
</tr>
<tr>
<td>Branch</td>
<td>Comerica Bank</td>
<td>NP - 3-16-97</td>
</tr>
<tr>
<td></td>
<td>Detroit, Michigan</td>
<td></td>
</tr>
<tr>
<td></td>
<td>50 Douglas</td>
<td></td>
</tr>
<tr>
<td></td>
<td>Holland, Michigan</td>
<td></td>
</tr>
<tr>
<td>Branch</td>
<td>Comerica Bank</td>
<td>NP - 3-16-97</td>
</tr>
<tr>
<td></td>
<td>Detroit, Michigan</td>
<td></td>
</tr>
<tr>
<td></td>
<td>670 Highland Avenue</td>
<td></td>
</tr>
<tr>
<td></td>
<td>Milford, Michigan</td>
<td></td>
</tr>
</tbody>
</table>

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

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

<table>
<thead>
<tr>
<th>Type</th>
<th>Application</th>
</tr>
</thead>
</table>
| COC-HC | Antioch Holding Company  
Antioch, Illinois  
By Randolph S. Miles |
| COC-HC | Antioch Holding Company  
Antioch, Illinois  
By Cynthia M. Stout |
| 3(a)(1) | AliKat Investments, Inc*  
Gurnee, Illinois  
NorthSide Community Bank  
Gurnee, Illinois |
| 3(a)(3) | Blackhawk Bancorp, Inc.*  
Beloit, Wisconsin  
Rochelle Bancorp, Inc.  
Rochelle, Illinois  
Rochelle Savings Bank, S.B.  
Rochelle, Illinois |
| 3(a)(3) | Coal City Corporation*  
Chicago, Illinois  
U.S. Bancorp  
Lansing, Illinois  
U.S. Bank  
Lansing, Illinois |

Comment Period Ending Date
FR - 3-20-97  
NP - 2-21-97  
FR - 3-20-97  
NP - 2-28-97  
FR - 3-3-97  
NP - 2-28-97  
FR - 3-3-97  
NP - 3-1-97  
FR - 3-21-97  
NP - 3-22-97
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<tr>
<th>Type</th>
<th>Application</th>
<th>Comment Period Ending Date</th>
</tr>
</thead>
<tbody>
<tr>
<td>3(a)(3)</td>
<td>Manufacturers National Corporation*</td>
<td>FR - 3-21-97</td>
</tr>
<tr>
<td></td>
<td>Chicago, Illinois</td>
<td>NP - 3-22-97</td>
</tr>
<tr>
<td></td>
<td>U.S. Bancorp, Inc.</td>
<td></td>
</tr>
<tr>
<td></td>
<td>Chicago, Illinois</td>
<td></td>
</tr>
<tr>
<td></td>
<td>U.S. Bank</td>
<td></td>
</tr>
<tr>
<td></td>
<td>Chicago, Illinois</td>
<td></td>
</tr>
<tr>
<td>3(a)(1)</td>
<td>First Equity Corp.*</td>
<td>FR - 2-27-97</td>
</tr>
<tr>
<td></td>
<td>Skokie, Illinois</td>
<td>NP - 3-10-97</td>
</tr>
<tr>
<td></td>
<td>1st Equity Bank</td>
<td></td>
</tr>
<tr>
<td></td>
<td>Skokie, Illinois (in organization)</td>
<td></td>
</tr>
<tr>
<td>3(a)(3)</td>
<td>Country Bancorporation*</td>
<td>FR - **</td>
</tr>
<tr>
<td></td>
<td>Crawfordsville, Indiana</td>
<td>NP - **</td>
</tr>
<tr>
<td></td>
<td>Hiawatha Bank and Trust Company</td>
<td></td>
</tr>
<tr>
<td></td>
<td>Hiawatha, Iowa (in organization)</td>
<td></td>
</tr>
<tr>
<td>3(a)(3)</td>
<td>ABC Employee Stock Ownership Plan*</td>
<td>FR - 4-3-97</td>
</tr>
<tr>
<td></td>
<td>Anchor, Illinois</td>
<td>NP - 4-1-97</td>
</tr>
<tr>
<td></td>
<td>Anchor Bancorporation Inc.</td>
<td></td>
</tr>
<tr>
<td></td>
<td>Farmer City, Illinois</td>
<td></td>
</tr>
<tr>
<td></td>
<td>Anchor State Bank</td>
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</tr>
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<td></td>
<td>Anchor, Illinois</td>
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<tr>
<td>4(c)(8)</td>
<td>Shoreline Financial Corporation</td>
<td>FR - 3-13-97</td>
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<tr>
<td></td>
<td>Benton Harbor, Michigan</td>
<td>NP - **</td>
</tr>
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<td></td>
<td>SJS Bancorp, Inc.</td>
<td></td>
</tr>
<tr>
<td></td>
<td>St. Joseph, Michigan</td>
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</tr>
<tr>
<td></td>
<td>SJS Federal Savings Bank</td>
<td></td>
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<td></td>
<td>St. Joseph, Michigan</td>
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</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>
| 4(c)(8) | Stichting Administratiekantoor ABN AMRO Holding  
Amsterdam, The Netherlands  
Standard Federal Bancorporation, Inc.  
Troy, Michigan  
Standard Federal Bank  
Troy, Michigan  
Standard Brokerage Service, Inc.  
Troy, Michigan | FR - 3-4-97  
NP - 3-10-97 |
| 4(c)(8) | ABN AMRO Bank, N.V.  
Amsterdam, The Netherlands  
Standard Federal Bancorporation, Inc.  
Troy, Michigan  
Standard Federal Bank  
Troy, Michigan  
Standard Brokerage Services, Inc.  
Troy, Michigan | FR - 3-4-97  
NP - 3-10-97 |
| 4(c)(8) | ABN AMRO Holding N.V.  
Amsterdam, The Netherlands  
Standard Federal Bancorporation, Inc.  
Troy, Michigan  
Standard Federal Bank  
Troy, Michigan  
Standard Brokerage Services, Inc  
Troy, Michigan | FR - 3-4-97  
NP - 3-10-97 |
| 4(c)(8) | Stichting Prioriteit ABN AMRO Holding  
Amsterdam, The Netherlands  
Standard Federal Bancorporation, Inc.  
Troy, Michigan  
Standard Federal Bank  
Troy, Michigan  
Standard Brokerage Services, Inc  
Troy, Michigan | FR - 3-4-97  
NP - 3-10-97 |
| 4(c)(8) | ABN AMRO North America, Inc.  
Chicago, Illinois  
Standard Federal Bancorporation, Inc.  
Troy, Michigan  
Standard Federal Bank  
Troy, Michigan  
Standard Brokerage Services, Inc.  
Troy, Michigan | FR - 3-4-97  
NP - 3-10-97 |
<table>
<thead>
<tr>
<th>Type</th>
<th>Application</th>
<th>Comment Period Ending Date</th>
</tr>
</thead>
</table>
| 4(c)(8) | Blackhawk Bancorp, Inc.  
Beloit, Wisconsin  
Midland Acceptance Corporation  
Rochelle, Illinois | FR - 3-3-97                  |
| 4(c)(8) | HPK Financial Corporation  
Chicago, Illinois  
Mortgage Service America, Inc.  
Lombard, Illinois | FR - 3-5-97                  |
| 4(c)(8) | Pinnacle Financial Services, Inc.  
St. Joseph, Michigan  
IFB Investment Services, Inc.  
Valparaiso, Indiana | FR - 3-12-97                 |
| 4(c)(8) | Pinnacle Financial Services, Inc.  
St. Joseph, Michigan  
Infed Mortgage Company  
Valparaiso, Indiana | FR - 3-12-97                 |
| 4(c)(8) | Pinnacle Financial Services, Inc.  
St. Joseph, Michigan  
Indiana Federal Corporation  
Valparaiso, Indiana  
Indiana Federal Bank  
Valparaiso, Indiana | FR - 3-12-97                 |
| 4(c)(8) | Pinnacle Financial Services, Inc.  
St. Joseph, Michigan  
Forrest Holdings, Inc.  
Lisle, Illinois | FR - 3-12-97                 |
<table>
<thead>
<tr>
<th>Type</th>
<th>Application</th>
<th>Comment Period Ending Date</th>
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<tbody>
<tr>
<td>4(c)(8)</td>
<td>Stichting Administratiekantoor ABN AMRO Holding</td>
<td>FR - 3-17-97</td>
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<tr>
<td></td>
<td>Amsterdam, The Netherlands</td>
<td></td>
</tr>
<tr>
<td></td>
<td>Citicorp Futures Corporation</td>
<td></td>
</tr>
<tr>
<td></td>
<td>New York, New York</td>
<td></td>
</tr>
<tr>
<td></td>
<td>Citifutures Limited</td>
<td></td>
</tr>
<tr>
<td></td>
<td>London, England</td>
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<tr>
<td></td>
<td>Citicorp Futures Limited</td>
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<td>Singapore</td>
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<tr>
<td>4(c)(8)</td>
<td>Stichting Prioriteit ABN AMRO Holding</td>
<td>FR - 3-17-97</td>
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<td></td>
<td>Citicorp Futures Corporation</td>
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<td></td>
<td>New York, New York</td>
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<tr>
<td></td>
<td>Citifutures Limited</td>
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<td></td>
<td>Citicorp Futures Limited</td>
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<tr>
<td></td>
<td>Singapore</td>
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<tr>
<td>4(c)(8)</td>
<td>ABN AMRO Bank N.V.</td>
<td>FR - 3-17-97</td>
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<tr>
<td></td>
<td>Amsterdam, The Netherlands</td>
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<td></td>
<td>Citicorp Futures Corporation</td>
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<tr>
<td></td>
<td>New York, New York</td>
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<tr>
<td></td>
<td>Citifutures Limited</td>
<td></td>
</tr>
<tr>
<td></td>
<td>London, England</td>
<td></td>
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<tr>
<td></td>
<td>Citicorp Futures Limited</td>
<td></td>
</tr>
<tr>
<td></td>
<td>Singapore</td>
<td></td>
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<tr>
<td>4(c)(8)</td>
<td>ABN AMRO Holding, N.V.</td>
<td>FR - 3-17-97</td>
</tr>
<tr>
<td></td>
<td>Amsterdam, The Netherlands</td>
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<tr>
<td></td>
<td>Citicorp Futures Corporation</td>
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<tr>
<td></td>
<td>New York, New York</td>
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<tr>
<td></td>
<td>Citifutures Limited</td>
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<tr>
<td></td>
<td>London, England</td>
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<td>Citicorp Futures Limited</td>
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<tr>
<td></td>
<td>Singapore</td>
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</tr>
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</table>
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-HC | FBOP Corporation  
       | Oak Park, Illinois  
       | To redeem $24 million of outstanding preferred 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 March 7, 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>4th Street Plaza</td>
<td>10/28/96</td>
<td>O</td>
</tr>
<tr>
<td>Kaukauna, Wisconsin 54130</td>
<td></td>
<td></td>
</tr>
<tr>
<td>(414) 766-8160</td>
<td></td>
<td></td>
</tr>
<tr>
<td>The Garrett State Bank</td>
<td>11/12/96</td>
<td>O</td>
</tr>
<tr>
<td>120 West King</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Garrett, Indiana 46738-1148</td>
<td></td>
<td></td>
</tr>
<tr>
<td>(219) 357-3133</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Midwest Bank and Trust Company</td>
<td>10/28/96</td>
<td>S</td>
</tr>
<tr>
<td>1606 North Harlem Avenue</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Elmwood Park, Illinois 60635-4396</td>
<td></td>
<td></td>
</tr>
<tr>
<td>(708) 456-4700</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE

Application

* Section 3(a)(1) notification by Citizens Bancorporation, Inc., Mascoutah, Illinois, to acquire Citizens Community Bank, Mascoutah, Illinois. 3-21-97

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

Application

* Section 3(a)(3) application by Mercantile Bancorporation Inc., St. Louis, Missouri, to acquire Roosevelt Financial Group, Inc., Chesterfield, Missouri, and thereby acquire Missouri State Bank and Trust Company, St. Louis, Missouri. Newspaper: 3-31-97

* Section 4(c)(8) notification by Mercantile Bancorporation Inc., St. Louis, Missouri, to acquire Roosevelt Financial Group, Inc., Chesterfield, Missouri, and thereby acquire Roosevelt Bank, Chesterfield, Missouri. Newspaper: 3-31-97

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER NOTICE

Application

None.

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

Application

Section 9 membership application by First Federal Bank, FSB, Memphis, Tennessee, which will become a member of the Federal Reserve System following its conversion into a state-chartered bank to be known as BankTennessee, Memphis, Tennessee. N/A

* This application/notification is subject to CRA.
Section 4(c)(8) 12 business-day prior notification by First Citizens Bancshares, Inc., Dyersburg, Tennessee, to acquire between 6.9 percent and 7.1 percent of SecurAmerica Holding Corporation, and engage, de novo, in making, acquiring, brokering and/or servicing loans or other extensions of credit.

N/A
Identification of Ratings:

Outstanding record of meeting community credit needs

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

Satisfactory record of meeting community credit needs

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

Needs to improve record of meeting community credit needs

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

Substantial noncompliance in meeting community credit needs

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

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

NONE.

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

APPLICATION

Larry Jochim to acquire control of 11.68% of the
voting shares of Mountain Bank System, Inc., Whitefish,
Montana.

Conrad Company, Minneapolis, Minnesota for prior approval
to acquire up to 62% of the voting preferred stock of the National
Mercantile Bancorp, Los Angeles, California.  *

Community First Bankshares, Inc., Fargo, North Dakota for prior
approval to acquire 100% of the voting shares of the KeyBank
National Association (Wyoming), Cheyenne, Wyoming.  *

* Subject to CRA

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

Application

Mountain Bank System, Inc., Whitefish, Montana
to redeem 82.5% of its voting shares.
FEDERAL RESERVE BANK OF MINNEAPOLIS
Section V - Availability of
CRA Public Evaluations
week ending March 7, 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>NONE.</td>
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<td></td>
</tr>
</tbody>
</table>
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>
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</thead>
<tbody>
<tr>
<td>Clayton State Bank</td>
<td>12/02/96</td>
<td>03/03/97</td>
<td>Satisfactory</td>
</tr>
<tr>
<td>P.O. Box 580</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Clayton, Oklahoma 74536-0580</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Wahoo State Bank</td>
<td>12/02/96</td>
<td>03/04/97</td>
<td>Satisfactory</td>
</tr>
<tr>
<td>P.O. Box 188</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Wahoo, Nebraska 68066-0188</td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

*Application is subject to CRA.
SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE ONLY

APPLICATION

*Section 9 application by
SecurityBank of Arlington, Arlington, TX
to establish a branch to be located at
(6300 Precinct Line Rd., Hurst, TX 76054) 97/03/24

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

APPLICATION

Change in Control Notice by
Edwin & Mittis Bower, Palacios, TX
to acquire an interest in
City State Bancshares, Inc., Palacios, TX 97/03/11
(Previously reported during the week of 1-13-97)

*Section 3(a)(3) application by
Texas Financial Bancorporation, Inc., Minneapolis, MN, to
acquire Austin County Bankshares, Inc., Bellville, TX:
Austin County Bankshares-Delaware, Inc., Wilmington, DE; and
Austin County State Bank, Bellville, TX 97/03/29
(Previously reported during the week of 2-24-97)

*Section 3(a)(3) application by
Delaware Financial Bancorporation, Inc., Wilmington, DE, to
acquire Austin County Bankshares, Inc., Bellville, TX:
Austin County Bankshares-Delaware, Inc., Wilmington, DE; and
Austin County State Bank, Bellville, TX 97/03/29
(Previously reported during the week of 2-24-97)
SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER NOTICE ONLY

APPLICATION

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 MARCH 3, 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>
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</thead>
<tbody>
<tr>
<td>Central Bank</td>
<td>96/10/21</td>
<td>Outstanding</td>
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<tr>
<td>300 DeSiard Street</td>
<td></td>
<td></td>
</tr>
<tr>
<td>P. O. Box 4928</td>
<td></td>
<td></td>
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<tr>
<td>Monroe, LA 71211</td>
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<tr>
<td>981257</td>
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</tbody>
</table>
FEDERAL RESERVE BANK OF SAN FRANCISCO

Week ending 3/07/97

Section I - Applications Subject to Newspaper Notice Only Date

Application

Comstock Bancorp to become a bank holding company by acquiring Comstock Bank, both of Reno, Nevada. *

Comment Period Ending Date

Newspaper: 3/20/97

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

Eggemeyer Advisory Corporation, Castle Creek Partners Fund LLP, and Castle Creek Capital LLC, all of San Diego, California, to acquire at least 14.9 percent of Rancho Santa Fe National Bank, Rancho Santa Fe, California, and at least 14.9 percent of First Community Bank of the Desert, Yucca Valley, California. *

Fed. Reg.: 3/24/97

Citizens Bancorp to become a bank holding company by acquiring Citizens Bank, both of Corvallis, Oregon. *

Newspaper: 4/04/97

Fed. Reg.: Not available

Section III - Applications Subject to Federal Register Only

None

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

First Hawaiian, Inc., Honolulu, Hawaii, to engage directly in community development activities in excess of 5% of its consolidated capital plus surplus.

* Subject to CRA.
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>
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<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.