ANNOUNCEMENT

BOARD OF GOVERNORS
OF THE
FEDERAL RESERVE SYSTEM

H.2, 1997, No. 12
Actions of the Board, its Staff, and
the Federal Reserve Banks;
Applications and Reports Received
During the Week Ending March 22, 1997

ACTIONS TAKEN BY THE BOARD OF GOVERNORS

TESTIMONY AND STATEMENTS

Current economic situation -- statement by Chairman
Greenspan before the Joint Economic Committee,
Published, March 20, 1997.

Supervision of our nation's banking organizations
should they be authorized to engage in a wider
range of activities -- statement by Chairman
Greenspan before the Subcommittee on Capital
Markets Securities and Government Sponsored
Enterprises of the House Committee on Banking and
Published, March 19, 1997.

Section 20 firewalls modifications -- statement by
Governor Phillips before the Subcommittee on
Financial Institutions and Regulatory Relief of the
Senate Committee on Banking, Housing, and Urban
Published, March 20, 1997.

BANK HOLDING COMPANIES

AMCORE Financial, Inc., Rockford, Illinois -- to
acquire First National Bancorp, Inc., Monroe,
Illinois, and First National Bank & Trust.
Approved, March 17, 1997.

Keystone Financial, Inc., Harrisburg, Pennsylvania --
determination that no notice under the Bank Holding
Company Act is required for the proposed
acquisition of a savings association by a national
bank controlled by a bank holding company.
 ACTIONS TAKEN BY THE BOARD OF GOVERNORS

BANK HOLDING COMPANIES


INTERNATIONAL OPERATIONS

Foreign bank applications to establish offices in the United States -- delegation to the Chairman of the Committee on Supervisory and Regulatory Affairs to extend the 180-day period for final action (Docket R-0968). Approved, March 22, 1997.

SunTrust Bank, Atlanta, Georgia -- to establish and hold all the shares of SunTrust International Banking Company, which will hold the shares of SunTrust Asia, Ltd., Hong Kong, a subsidiary engaging in issuing letters of credit. Approved, March 17, 1997.

REGULATIONS AND POLICIES

Regulation H -- request for comment on proposed amendments to revise, update, and reorganize the regulation. Approved, March 17, 1997.

Regulation I -- request for comment on proposed revisions to simplify and update regulation and reduce regulatory burden. Approved, March 18, 1997.


RESERVE BANK SERVICES

## 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>Location</th>
<th>Bank and Details</th>
<th>Action</th>
</tr>
</thead>
<tbody>
<tr>
<td>Atlanta</td>
<td>First Community Bank, Orange City, Florida -- to establish a branch at 21 South Highway 17/92.</td>
<td>Returned, March 20, 1997.</td>
</tr>
<tr>
<td>Chicago</td>
<td>M&amp;I Bank Fox Valley, Appleton, Wisconsin -- to establish a limited purpose branch in the Grand Cayman, Cayman Islands, B.W.I.</td>
<td>Approved, March 21, 1997.</td>
</tr>
</tbody>
</table>
BANK BRANCHES, DOMESTIC

Richmond

Southern Financial Bank, Warrenton, Virginia -- to establish a branch at 4021 University Drive, Fairfax, Virginia.
Approved, March 17, 1997.

BANK HOLDING COMPANIES

Dallas

A.N.B. Holding Company, Ltd., Terrell, Texas -- to acquire ANB Corporation, ANB Delaware Corporation, and American National Bank of Terrell.

Boston

Bank of Boston Corporation, Boston, Massachusetts, and BayBanks, Inc., Boston, Massachusetts -- to acquire BankBoston (NH), National Association, Nashua, New Hampshire.

St. Louis

Bolivar Bancshares, Inc., Bolivar, Missouri -- to acquire Bank of Bolivar.

Dallas


Dallas

Etex Banco, Inc., Winnsboro, Texas -- request for waiver of application to acquire Winnsboro Bank & Trust.

Dallas

Fairfield Holdings, Inc., Fairfield, Texas -- to acquire First National Bank of Fairfield, Fairfield, Texas.

Chicago

First Equity Corp., Skokie, Illinois -- to acquire 1st Equity Bank.
### ACTIONS TAKEN BY THE STAFF AND THE FEDERAL RESERVE BANKS UNDER DELEGATED AUTHORITY

#### BANK HOLDING COMPANIES

<table>
<thead>
<tr>
<th>Location</th>
<th>Action</th>
</tr>
</thead>
</table>
BANK HOLDING COMPANIES

Minneapolis  
TCF Financial Corporation, Minneapolis, Minnesota -- to engage in lending activities through TCF Minnesota Financial Services, Inc.  

Minneapolis  

Dallas  
Winsboro Acquisitions, Inc., Winsboro, Texas -- request for waiver of application to acquire First Texas Holding Company.  

Richmond  
Woodsboro Bancshares, Inc., Woodsboro, Maryland -- to acquire Woodsboro Bank.  

Secretary  
1st United Bancorp, Boca Raton, Florida -- to acquire Island National Bank and Trust Company, Palm Beach, Florida.  

BANK MERGERS

Dallas  
First State Bank of Texas, Denton, Texas -- to merge with First Farmers and Merchants Bank, Kaufman, Texas.  
H.2
MARCH 17, 1997 TO MARCH 21, 1997
PAGE 7

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

BANKS, STATE MEMBER


CAPITAL STOCK


CHANGE IN BANK CONTROL


COMPETITIVE FACTORS REPORTS


### Competitive Factors Reports

<table>
<thead>
<tr>
<th>Location</th>
<th>Description</th>
<th>Submitted Date</th>
</tr>
</thead>
<tbody>
<tr>
<td>Dallas</td>
<td>First Security State Bank, Cranfills Gap, Texas, proposed acquisition of the assets and assumption of the liabilities of a branch of Pacific Southwest Bank, Corpus Christi, at 101 South Avenue G, Clifton, Texas -- report on competitive factors.</td>
<td>March 21, 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>Atlanta</td>
<td>United Bank, Zebulon, Georgia, proposed purchase of certain assets and assumption of certain liabilities of the Thomastown, Georgia, branch of NationsBank, N.A. (South), Atlanta, Georgia, and to establish a branch -- report on competitive factors.</td>
<td>March 19, 1997</td>
</tr>
</tbody>
</table>
EXTENSIONS OF TIME

Atlanta

Atlanta

Atlanta

Dallas

Chicago

MEMBERSHIP

Kansas City
REGULATIONS AND POLICIES

Regulation H -- final amendments to Securities and Recordkeeping and Confirmation Provisions (Docket R-0909).
Approved, February 27, 1997.

BANK BRANCHES, DOMESTIC

Richmond
Mercantile Bank of Southwest Florida, Naples, Florida -- to establish a branch approximately 600 feet north of Pelican's Nest Drive and U.S. 41, Bonita Springs, Florida.

COMPETITIVE FACTORS REPORTS

Submitted, March 20, 1996.

EXTENSIONS OF TIME

FEDERAL RESERVE BANK OF BOSTON APPLICATIONS

SECTION I - APPLICATIONS SUBJECT TO
NEWSPAPER NOTICE ONLY

Application

Comment Period Ending Date

NONE

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

Application

Vermont Financial Services Corp., Brattleboro, Vermont (VFSC) - 4(c)(8) notification
to merge with Eastern Bancorp, Inc., Dover, New Hampshire, a
nondiversified savings and loan
holding company, with VFSC as
the survivor, and thereby
engage in operating Vermont
Federal Bank, FSB, Williston,
Vermont*

Comment Period Ending Date

Newspaper

Not Yet Established

Federal Register

04-14-97

SECTION III - APPLICATIONS SUBJECT TO
FEDERAL REGISTER NOTICE ONLY

Application

NONE

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

NONE

SECTION V - AVAILABILITY OF CRA PUBLIC EVALUATIONS

Institution

Examination Date

Rating**

NONE

*Subject to CRA.

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

Applications Subject to Newspaper Notice Only

None.

SECTION II

Applications Subject to Both Newspaper and Federal Register Notice


Ironbound Bancorp, NJ, Newark, New Jersey, to acquire all of the shares of Ironbound Bank, Newark, New Jersey, and thereby become a bank holding company with respect to Ironbound Bank. 1/ 04/19/97 3/

SECTION III

Nonbanking Applications
(subject to Federal Register Notice Only)

None.

SECTION IV

Applications Not Involving Public Comment

Application by Citibank International, Miami, Florida, to amend its articles of association.

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 22, 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

Covenant Bancorp. Inc., Haddonfield, NJ to become a bank holding company through the acquisition of 100 percent of the voting shares of Covenant Bank, Haddonfield, NJ, pursuant to Section 3(a)(1) of the Bank Holding Company Act.

Newspaper comment period expires: 04/21/97
Federal Register comment period expires: N/Avail

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
Application

Section 4(j)(5)(B) notification by Pocahontas Bankstock, Inc., Pocahontas, Arkansas, to acquire between 6.9 percent and 7.1 percent of SecurAmerica Holding Corporation, Memphis, Tennessee, and thereby engage, de novo, in making, acquiring, brokering, and/or servicing loans or other extensions of credit.

End of Comment Period

N/A
APPLICATIONS BULLETIN
(For the week ending March 22, 1997)

SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE ONLY

Received notice from Cortland Savings and Banking Company, Cortland, Ohio, on March 18, 1997, of its intent to establish a branch at 8572 South Avenue, Unit 1, Boardman, Ohio.

* April 12, 1997

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

NONE

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER NOTICE ONLY

NONE

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

Received Section 4(c)(8) notice from Mellon Bank Corporation, Pittsburgh, Pennsylvania, on March 17, 1997, of its intent to acquire substantially all the assets of Gantz Capital Management, Inc., North Miami, Florida, and transfer them directly to Mellon Trust of Florida, N.A., North Miami, Florida, a de novo limited purpose trust company held directly by The Boston Company, an indirect subsidiary of Mellon Bank Corporation.

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* - Subject to CRA
N - Newspaper Comment Period
F - Federal Register Comment Period
# - Expected to End 30 Days from Date of Receipt
AVAILABILITY OF CRA PUBLIC EVALUATIONS
(March 21, 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 21, 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>Signet Bank, Richmond, Virginia, to establish a branch inside the Amoco Pas Mart at 4690 Pouncey Tract Road, Glen Allen, Virginia.*</td>
<td>4-15-97</td>
</tr>
<tr>
<td>Consolidated Bank and Trust Company, Richmond, Virginia, to acquire two branches in Hampton, Virginia, and one in Newport News, Virginia, of First Union National Bank of Virginia, Roanoke, Virginia.*</td>
<td>4-17-97</td>
</tr>
<tr>
<td>Bank of White Sulphur Springs, White Sulphur Springs, West Virginia, to merge with Bank of Marlinton, Marlinton, West Virginia.*</td>
<td>4-17-97</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>Allied Irish Banks, p.l.c., Dublin, Ireland, and First Maryland Bancorp, Baltimore, Maryland, to acquire Dauphin Deposit Corporation, Harrisburg, Pennsylvania.*</td>
<td>4-17-97</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>
<tbody>
<tr>
<td>None.</td>
<td></td>
</tr>
</tbody>
</table>

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

<table>
<thead>
<tr>
<th>Application</th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>None.</td>
<td></td>
</tr>
</tbody>
</table>

*Application is subject to CRA requirements.
Section V - Availability of CRA Public Evaluations

Week ending March 21, 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.

Examination

Date                      Rating

None.
Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending March 21, 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>Colonial Bank</td>
<td>Not yet available*</td>
</tr>
<tr>
<td>Montgomery, Alabama</td>
<td></td>
</tr>
<tr>
<td>To become a member of the Federal Reserve System, pursuant to Section 208.4</td>
<td></td>
</tr>
<tr>
<td>of Regulation H and Section 9 of the Federal Reserve Act.</td>
<td></td>
</tr>
<tr>
<td>Colonial Bank</td>
<td>Not yet available*</td>
</tr>
<tr>
<td>Montgomery, Alabama</td>
<td></td>
</tr>
<tr>
<td>To merge with Colonial Bank, Ardmore, Tennessee, pursuant to Section 18(c)</td>
<td></td>
</tr>
<tr>
<td>of the Federal Deposit Insurance Act.</td>
<td></td>
</tr>
<tr>
<td>Colonial Bank</td>
<td>Not yet available*</td>
</tr>
<tr>
<td>Montgomery, Alabama</td>
<td></td>
</tr>
<tr>
<td>To merge with Colonial Bank, Orlando, Florida, pursuant to Section 18(c) of</td>
<td></td>
</tr>
<tr>
<td>the Federal Deposit Insurance Act.</td>
<td></td>
</tr>
<tr>
<td>Colonial Bank</td>
<td>Not yet available*</td>
</tr>
<tr>
<td>Montgomery, Alabama</td>
<td></td>
</tr>
<tr>
<td>To merge with Colonial Bank, Lawrenceville, Georgia, pursuant to Section 18</td>
<td></td>
</tr>
<tr>
<td>(c) of the Federal Deposit Insurance 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>Florida Bancshares, Inc.</td>
<td>04-21-97*</td>
</tr>
<tr>
<td>Dade City, Florida</td>
<td>Federal Register</td>
</tr>
<tr>
<td>1-BHC formation, First National Bank of Pasco, Dade City, Florida.</td>
<td></td>
</tr>
<tr>
<td>Seacoast Banking Corporation of Florida</td>
<td>Not yet available*</td>
</tr>
<tr>
<td>Stuart, Florida</td>
<td></td>
</tr>
<tr>
<td>To merge with Port St. Lucie National Bank Holding Corp., Port St. Lucie,</td>
<td></td>
</tr>
<tr>
<td>Florida, and thereby directly acquire Port St. Lucie National Bank, Port St</td>
<td></td>
</tr>
<tr>
<td>Lucie, Florida, pursuant to Section 3(a)(5) of the Bank Holding Company Act.</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 21, 1997

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>
</table>
| GBC Bancorp, Inc.  
Lawrenceville, Georgia  
1-BHC formation, Gwinnett Banking Company, Lawrenceville, Georgia. | 04-14-97* Newspaper |
| PN Holdings, Inc.  
Ann Arbor, Michigan  
1-BHC formation, Pelican National Bank, Naples, Florida (in organization). | 04-21-97* Federal Register |

Section 3 - Applications Subject to Federal Register Only

<table>
<thead>
<tr>
<th>Application</th>
<th>Comment Period Ending Date</th>
</tr>
</thead>
</table>
| PN Holdings, Inc.  
Ann Arbor, Michigan  
To acquire Washtenaw Mortgage Company, Ann Arbor, Michigan, and thereby engage in making, acquiring, or servicing loans, or other extensions of credit, pursuant to Section 225.25(b)(1)(iii) of Regulation Y and Section 4(c)(8) of the Bank Holding Company Act. | 04-21-97 |
| Seacoast Banking Corporation of Florida  
Stuart, Florida  
To acquire Spirit Mortgage Company, Port St. Lucie, Florida, and thereby engage in making, acquiring, or servicing loans or other extensions of credit, pursuant to Section 225.25(b)(1)(iii) of Regulation Y and Section 4(c)(8) of the Bank Holding Company Act. | Not yet available |

*Subject to the provisions of the Community Reinvestment Act.
Section 4 - Applications Not Subject to Federal Register Notice or Newspaper Notice

Application

Southwest Georgia Financial Corporation
Moultrie, Georgia
Expedited notice for its subsidiary, Southwest Georgia Bank, Moultrie, Georgia, to acquire 50 percent of Empire Financial Services, Inc., Milledgeville, Georgia, and thereby indirectly engage 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.

Deposit Guaranty Corp.
Jackson, Mississippi
Request for waiver of the application requirement pursuant to Section 3(a)(3) of the Bank Holding Company Act to consolidate its national bank subsidiaries through the merger of its subsidiaries, Merchants National Bank of Fort Smith, Fort Smith, Arkansas, Commercial National Bank in Shreveport, Shreveport, Louisiana, and Deposit Guaranty National Bank of Louisiana, Hammond, Louisiana, into Deposit Guaranty National Bank, Jackson, Mississippi.
Federal Reserve Bank of Atlanta
Applications Bulletin for Week Ending March 21, 1997

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

SunTrust Bank, Atlanta
Atlanta, Georgia
To establish and hold all the shares of SunTrust International Banking Company, Atlanta, Georgia, an agreement corporation, operating under Section 25 of the Federal Reserve Act and Section 211.4 of Regulation K.

1st United Bancorp
Boca Raton, Florida
To acquire Island National Bank and Trust Company, Palm Beach, Florida, pursuant to Section 3(a)(3) of the Bank Holding Company Act.

1st United Bancorp
Boca Raton, Florida
To engage in securities brokerage activities, pursuant to Section 225.25(b)(15) of Regulation Y and Section 4(c)(8) of the Bank Holding Company Act.

1st United Bank
Boca Raton, Florida
To merge with Island National Bank and Trust Company, Palm Beach, Florida, pursuant to Section 18(c) of the Federal Reserve Act.

Approval Date

03-17-97

03-19-97

03-19-97

03-19-97
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>
<tbody>
<tr>
<td>Member</td>
<td>NorthSide Community Bank Gurnee, Illinois</td>
<td>NP - **</td>
</tr>
<tr>
<td></td>
<td>To become a member of the Federal Reserve System</td>
<td></td>
</tr>
<tr>
<td>3(a)(1) Notice</td>
<td>IBC Bancorp, Inc. Chicago, Illinois</td>
<td>NP - 03-26-97</td>
</tr>
<tr>
<td></td>
<td>International Bank of ChicagoChicago, Illinois</td>
<td></td>
</tr>
<tr>
<td>Merger &amp; Branch</td>
<td>Security Savings Bank Farnhamville, Iowa Boxholm, Iowa branch office of</td>
<td>NP - **</td>
</tr>
<tr>
<td></td>
<td>Boone Bank and Trust Company Boone, Iowa Branch at 200 2nd Street Boxholm, Iowa</td>
<td></td>
</tr>
<tr>
<td>Merger &amp; Branch</td>
<td>Old Kent Bank Grand Rapids, Michigan Commercial and Savings Bank of St.</td>
<td>NP - **</td>
</tr>
<tr>
<td></td>
<td>Claire County Saint Claire, Michigan Algonac Savings Bank Algonac, Michigan</td>
<td></td>
</tr>
<tr>
<td></td>
<td>and to establish branches</td>
<td></td>
</tr>
<tr>
<td>Merger &amp; Branch</td>
<td>M&amp;I Madison Bank Madison, Wisconsin M&amp;I Bank Southwest Spring Green,</td>
<td>NP - **</td>
</tr>
<tr>
<td></td>
<td>Wisconsin and to establish 11 branches</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>
<th>Comment Period Ending Date</th>
</tr>
</thead>
<tbody>
<tr>
<td>COC-HC</td>
<td>Antioch Holding Company Antioch, Illinois</td>
<td>FR - 3-20-97</td>
</tr>
<tr>
<td></td>
<td>By Randolph S. Miles</td>
<td>NP - 2-21-97</td>
</tr>
<tr>
<td>COC-HC</td>
<td>Antioch Holding Company Antioch, Illinois</td>
<td>FR - 3-20-97</td>
</tr>
<tr>
<td></td>
<td>By Cynthia M. Stout</td>
<td>NP - 2-28-97</td>
</tr>
<tr>
<td>3(a)(3)</td>
<td>Coal City Corporation* Chicago, Illinois</td>
<td>FR - 3-21-97</td>
</tr>
<tr>
<td></td>
<td>U.S. Bancorp</td>
<td>NP - 2-22-97</td>
</tr>
<tr>
<td></td>
<td>Lansing, Illinois</td>
<td></td>
</tr>
<tr>
<td>3(a)(3)</td>
<td>CH and JD Byrum, LLC* Indianapolis, Indiana</td>
<td>FR - 4-14-97</td>
</tr>
<tr>
<td></td>
<td>American State Corporation Lawrenceburg, Indiana</td>
<td>NP - 3-26-97</td>
</tr>
<tr>
<td></td>
<td>American State Bank Lawrenceburg, Indiana</td>
<td></td>
</tr>
<tr>
<td></td>
<td>Sturm Investment, Inc. Denver, Colorado</td>
<td>NP - **</td>
</tr>
<tr>
<td></td>
<td>Union National Bank of Macomb Macomb, Illinois</td>
<td></td>
</tr>
<tr>
<td>3(a)(3)</td>
<td>Old Second Bancorp, Inc.* Aurora, Illinois</td>
<td>FR - 4-4-97</td>
</tr>
<tr>
<td></td>
<td>Maple Park Bancshares, Inc. Maple Park, Illinois</td>
<td>NP - **</td>
</tr>
<tr>
<td></td>
<td>First State Bank of Maple Park Maple Park, Illinois</td>
<td></td>
</tr>
<tr>
<td>3(a)(1)</td>
<td>Bando McGlocklin Capital Corporation* Pewaukee, Wisconsin</td>
<td>FR - 4-7-97</td>
</tr>
<tr>
<td></td>
<td>Investors Bank (in organization) Pewaukee, Wisconsin</td>
<td>NP - **</td>
</tr>
<tr>
<td></td>
<td></td>
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</tr>
<tr>
<td>Type</td>
<td>Application</td>
<td>Comment Period Ending Date</td>
</tr>
<tr>
<td>------------</td>
<td>-----------------------------------------------------------------------------</td>
<td>-----------------------------</td>
</tr>
</tbody>
</table>
| 3(a)(3)    | Manufacturers National Corporation*  
              Chicago, Illinois  
              U.S. Bancorp, Inc.  
              Chicago, Illinois  
              U.S. Bank  
              Chicago, Illinois | FR - 3-21-97  
                                NP - 3-22-97          |
| 3(a)(3)    | ABC Employee Stock Ownership Plan*  
              Anchor, Illinois  
              Anchor Bancorporation Inc.  
              Farmer City, Illinois  
              Anchor State Bank  
              Anchor, Illinois | FR - 4-3-97  
                                NP - 4-1-97          |
| 4(c)(8)    | Shoreline Financial Corporation  
              Benton Harbor, Michigan  
              SJS Bancorp, Inc.  
              St. Joseph, Michigan  
              SJS Federal Savings Bank  
              St. Joseph, Michigan | FR - 3-13-97  
                                NP - **            |
| 3(a)(3)    | Parkway Bancorp. Inc.*  
              Harwood Heights, Illinois  
              Jefferson Holding Corp.  
              Chicago, Illinois  
              Jefferson State Bank  
              Chicago, Illinois | FR - 4-21-97  
                                NP - **            |
| COC-HC     | Leighton Investment Company  
              Leighton, Iowa  
              By Helen Glending and Harold A. and Ethel R. DeBruin | FR - **  
                                NP - **            |
<table>
<thead>
<tr>
<th>Type</th>
<th>Application</th>
<th>Comment Period</th>
<th>Ending Date</th>
</tr>
</thead>
<tbody>
<tr>
<td>3(a)(3)</td>
<td>Amcore Financial, Inc.*</td>
<td>FR</td>
<td>**</td>
</tr>
<tr>
<td></td>
<td>Rockford, Illinois</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>Country Bank Shares Corporation</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>Mount Horeb, Wisconsin</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>Citizens State Bank</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>Clinton, Wisconsin</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>Montello State Bank</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>Montello, Wisconsin</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>State Bank of Argyle</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>Argyle, Wisconsin</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>State Bank of Mount Horeb</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>Mount Horeb, Wisconsin</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>Belleville Bancshares Corporation</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>Belleville, Wisconsin</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>Belleville State Bank</td>
<td></td>
<td></td>
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<tr>
<td></td>
<td>Belleville, Wisconsin</td>
<td></td>
<td></td>
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<tr>
<td></td>
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<td>NP</td>
<td>4-17-97</td>
</tr>
<tr>
<td>Type</td>
<td>Application</td>
<td>Comment Period Ending Date</td>
<td></td>
</tr>
<tr>
<td>-------</td>
<td>-----------------------------------------------------------------------------</td>
<td>----------------------------</td>
<td></td>
</tr>
</tbody>
</table>
| 4(c)(8) | Old Second Bancorp, Inc.  
Aurora, Illinois  
Maple Park Mortgage Company  
Maple Park, Illinois      | FR - 4-4-97                |
| 4(c)(8) | Bando McGlocklin Capital Corporation  
Pewaukee, Wisconsin  
Bando McGlocklin Small Business Lending Company and Bando McGlocklin Investment Corporation  
Pewaukee, Wisconsin         | FR - 4-7-97                |
| 4(c)(8) | Stichting Administratiekantoor ABN AMRO Holding  
Amsterdam, The Netherlands  
Citicorp Futures Corporation  
New York, New York  
CitiFutures Limited  
London, England  
Citicorp Futures Limited  
Singapore          | FR - 3-17-97                |
| 4(c)(8) | Stichting Prioritet ABN AMRO Holding  
Amsterdam, The Netherlands  
Citicorp Futures Corporation  
New York, New York  
CitiFutures Limited  
London, England  
Citicorp Futures Limited  
Singapore          | FR - 3-17-97                |
| 4(c)(8) | ABN AMRO Bank N.V.  
Amsterdam, The Netherlands  
Citicorp Futures Corporation  
New York, New York  
CitiFutures Limited  
London, England  
Citicorp Futures Limited  
Singapore          | FR - 3-17-97                |
| 4(c)(8) | ABN AMRO Holding, N.V.  
Amsterdam, The Netherlands  
Citicorp Futures Corporation  
New York, New York  
CitiFutures Limited  
London, England  
Citicorp Futures Limited  
Singapore          | FR - 3-17-97                |
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>
<tbody>
<tr>
<td>ROS-HC</td>
<td>Anchor Bancorporation, Inc.</td>
</tr>
<tr>
<td></td>
<td>Farmer City, Illinois</td>
</tr>
<tr>
<td></td>
<td>To redeem 102 shares of its outstanding shares</td>
</tr>
<tr>
<td>ROS-HC</td>
<td>First Business Bancshares, Inc.</td>
</tr>
<tr>
<td></td>
<td>Madison, Wisconsin</td>
</tr>
<tr>
<td></td>
<td>To redeem 10% of its issued and outstanding common stock</td>
</tr>
</tbody>
</table>
Federal Reserve Bank of Chicago

Section V - Availability of CRA Public Evaluations

The following state member banks have been examined by the Federal Reserve Bank of Chicago for compliance with the CRA. The 30-business day period the bank has to make the evaluation public has lapsed during the week ending March 21, 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>NONE</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
SECTION I - APPLICATIONS RECEIVED AND SUBJECT TO NEWSPAPER NOTICE ONLY

Covenant Bancorp, Inc., Haddonfield, NJ to become a bank holding company through the acquisition of 100 percent of the voting shares of Covenant Bank, Haddonfield, NJ, pursuant to Section 3(a)(1) of the Bank Holding Company Act.

Newspaper comment period expires: 04/21/97
Federal Register comment period expires: N/Avail

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
Application

Section 4(j)(5)(B) notification by Pocahontas Bankstock, Inc., Pocahontas, Arkansas, to acquire between 6.9 percent and 7.1 percent of SecurAmerica Holding Corporation, Memphis, Tennessee, and thereby engage, de novo, in making, acquiring, brokering, and/or servicing loans or other extensions of credit.

End of Comment Period

N/A
SECTION V - AVAILABILITY OF CRA PUBLIC DISCLOSURES

Identification of Ratings:

Outstanding record of meeting community credit needs

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

Satisfactory record of meeting community credit needs

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

Needs to improve record of meeting community credit needs

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

Substantial noncompliance in meeting community credit needs

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

<table>
<thead>
<tr>
<th>Name of Bank</th>
<th>Bank Address</th>
<th>Examination Date</th>
<th>Examination Rating</th>
</tr>
</thead>
<tbody>
<tr>
<td>State Bank of Dixon</td>
<td>Dixon, Missouri</td>
<td>12/02/96</td>
<td>Satisfactory</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
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</tr>
</tbody>
</table>
FEDERAL RESERVE BANK OF MINNEAPOLIS
Section I - Applications Subject to
Newspaper Notice Only

Application

Dacotah Bank, Aberdeen, South Dakota, to merge with Dacotah Bank, Clark, South Dakota; Dacotah Bank, Faulkton, South Dakota; Dacotah Bank, Lemmon, South Dakota; Dacotah Bank, Mobridge, South Dakota; and Dacotah Bank, Webster, South Dakota; and incident thereto, to establish branches in the South Dakota communities of Clark, Willow Lake, Watertown, Henry, Bradley, Faulkton, Lemmon, Bison, Mobridge, Webster, and Roslyn. *

* Subject to CRA

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

Application

Theodore Hofer to acquire control of 35.8% of the voting shares of H & W Holding Company, Freeman, South Dakota.

Adams Bancshares, Inc., Employee Stock Ownership Plan with 401(k) Provision, Adams, Minnesota for prior approval to become a bank holding company through the acquisition of 30.02% of the voting shares of Adams Bancshares, Inc., Adams, Minnesota. *

* Subject to CRA

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

Application

NONE.

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

Application

Dacotah Bank, Webster, South Dakota to reduce its capital stock.
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>
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<tbody>
<tr>
<td>First Security Bank of Missoula</td>
<td>December 9, 1996</td>
<td>Satisfactory</td>
</tr>
<tr>
<td>1704 Dearborn</td>
<td></td>
<td></td>
</tr>
<tr>
<td>P.O. Box 4506</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Missoula, Montana 59806-4506</td>
<td></td>
<td></td>
</tr>
<tr>
<td>First State Bank of Froid</td>
<td>December 10, 1996</td>
<td>Satisfactory</td>
</tr>
<tr>
<td>109 Main Street</td>
<td></td>
<td></td>
</tr>
<tr>
<td>P.O. Box 128</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Froid, Montana 59226-0128</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
KANSAS CITY RESERVE BANK APPLICATIONS AND REPORTS RECEIVED
During the week ending March 21, 1997

SECTION I - APPLICATIONS SUBJECT TO NEWSPAPER NOTICE ONLY

APPLICATION

Lafayette State Bank, Lafayette, Colorado, for prior approval to invest an additional $1,260,500 in bank premises.

First State Bank of Taos, Taos, New Mexico, for prior approval to invest an additional $1,350,000 in bank premises.

Mercantile Bank of Topeka, Topeka, Kansas, to merge with Mercantile Bank, Overland Park, Kansas, and to move their head office to 9900 W. 87th Street, Overland Park, Kansas and to establish a branch facility at 800 S.W. Jackson, Topeka, Kansas.

COMMENT PERIOD ENDING DATE

Not Available

Not Available

Not Available

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

APPLICATION

Morris Mayer Testamentary Trust, Dale Walkenhorst as Trustee, Madison, Nebraska, to acquire 26.91 percent of the voting shares of Madison Bancshares, Inc., Madison, Nebraska.

West Point Bancorp, West Point, Nebraska, for prior approval to acquire 64.3 percent of the voting shares of Dakota Bancshares, Inc., West Point, Nebraska.*

COMMENT PERIOD ENDING DATE

April 7, 1997

Not Available

SECTION III - APPLICATIONS SUBJECT TO FEDERAL REGISTER NOTICE ONLY

APPLICATION


COMMENT PERIOD ENDING DATE

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

APPLICATION

Citizens State Bank of Cortez, Cortez, Colorado, for prior approval to become a member of the Federal Reserve System.

Mercantile Bank of Topeka, Topeka, Kansas, for prior approval to become a member of the Federal Reserve System.

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>Sac River Valley Bank</td>
<td>12/16/96</td>
<td>03/18/97</td>
<td>Outstanding</td>
</tr>
<tr>
<td>P.O. Box B</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Stockton, Missouri 65785-0625</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>The First Security Bank</td>
<td>12/02/96</td>
<td>03/20/97</td>
<td>Satisfactory</td>
</tr>
<tr>
<td>300 East Horsetooth, Suite 102</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Fort Lupton, Colorado 80525-0000</td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

*Application is subject to CRA.*
APPLICATION

*Section 18(c) application received from
Minden Bank & Trust Company, Minden, LA,
to acquire First Federal Savings Bank,
Shreveport, LA

*Section 9 application received from
Minden Bank & Trust Company, Minden, LA,
to establish a branch at 6601 Youree Drive,
Shreveport, LA 71105

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

APPLICATION

Change in Control Notice by
Donald E. Powell, Amarillo, TX.
only noticificant to acquire an interest
in Tejas Bancshares, Inc., Fritch, TX

Change in Control Notice by
Barney Lee Popnoe, Coleman, TX. et al
to acquire an interest in Coleman
Bankshares, Inc., Coleman, TX

Change in Control Notice by
Dolph Briscoe, Jr., Uvalde, TX.
only noticificant to acquire an interest in
Zavala Bankshares, Inc., Crystal City, TX

*Section 3(a)(1) application by
Concordia Capital Corporation, Vidalia, LA,
to acquire Concordia Bank & Trust Company,
Vidalia, LA

NOTICE EXP
N/A
N/A
N/A
N/A
N/A
N/A
N/A
N/A
*Section 3(a)(1) application by
Medina Bankshares, Inc., D'Hanis, TX,
to acquire Medina Financial, Inc.,
Carson City, NV, and D'Hanis State Bank,
D'Hanis, TX

*N/A

*Section 3(a)(1) application by
Medina Financial, Inc., Carson City, NV,
to acquire D'Hanis State Bank, D'Hanis, TX

*N/A

*Section 3(a)(3) application by
Eden Financial Corporation, San Angelo, TX, to
acquire First State Bank of Rankin, Rankin, TX
(Previously reported during the week of 2-24-97)

97/03/29

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 17, 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>First State Bank</td>
<td>96/12/16</td>
<td>Satisfactory</td>
</tr>
</tbody>
</table>
Week ending 3/21/97

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

<table>
<thead>
<tr>
<th>Application</th>
<th>Comment Period Ending Date</th>
</tr>
</thead>
<tbody>
<tr>
<td>Pierce Commercial Bank (In Organization), Tacoma, Washington, to become a member of the Federal Reserve System. *</td>
<td>Newspaper: 4/15/97</td>
</tr>
<tr>
<td>Westamerica Bank, San Rafael, California, to establish a branch office at 4550 Mangels Boulevard, Fairfield, California. *</td>
<td>Newspaper: 4/15/97</td>
</tr>
</tbody>
</table>

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

<table>
<thead>
<tr>
<th>Application</th>
<th>Newspaper</th>
<th>Fed. Reg.:</th>
</tr>
</thead>
<tbody>
<tr>
<td>Eggemeyer Advisory Corp., Castle Creek Capital L.L.C., and Castle Creek Partners Fund-1, L.P., 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. *</td>
<td>Not available</td>
<td>3/24/97</td>
</tr>
</tbody>
</table>

| Eggemeyer Advisory Corp., Castle Creek Capital L.L.C., Castle Creek Partners Fund-1, L.P., and Monarch Bancorp, all of San Diego, California, to merge with California Commercial Bancshares, Newport Beach, California. * | Not available | 4/18/97 |

| Eggemeyer Advisory Corp., Castle Creek Capital L.L.C., Castle Creek Partners Fund-1, L.P., and Monarch Bancorp, all of San Diego, California, to acquire an option to purchase 19.9 percent of California Commercial Bancshares, Newport Beach, California. * | Not available | 4/18/97 |

* Subject to CRA.
FEDERAL RESERVE BANK OF SAN FRANCISCO

Week ending 3/21/97

Section II - Applications Subject to Both
Newspaper and Federal Register Notice (Cont'd.)

First Coastal Bancshares, El Segundo, California, to become a bank holding company by acquiring First Coastal Bank, N.A., El Segundo, California. *

Newspaper: Not available

Pierce County Bancorp, Tacoma, Washington, to become a bank holding company by acquiring Pierce Commercial Bank (In Organization, Tacoma, Washington. *

Newspaper: 4/15/97
Fed. Reg.: 4/21/97

Section III - Applications Subject to Federal Register Only

Eggemeyer Advisory Corp., Castle Creek Capital L.L.C., Castle Creek Partners Fund-1, L.P., and Monarch Bancorp, all of San Diego, California, to acquire a nonbanking subsidiary of California Commercial Bancshares, called Venture Partners, Inc., Newport Beach, California, and thereby engage in certain nonbanking activities.

Fed. Reg.: 4/18/97

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

None

* 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>Valley Commercial Bank</td>
<td>4110 Pacific Avenue</td>
<td>10/21/96</td>
<td>Satisfactory</td>
</tr>
<tr>
<td></td>
<td>PO Box 788</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>Forest Grove, OR 97116-0766</td>
<td></td>
<td></td>
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<tr>
<td></td>
<td>(503) 359-4495</td>
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</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.