Actions of the Board, Its Staff, and the Federal Reserve Banks; Applications and Reports Received

No. 27

Week Ending July 4, 1998
Bank Holding Companies

Union Bank of Switzerland, Basel, Switzerland, and Swiss Bank Corporation, Zurich, Switzerland -- request for reconsideration of the merger of the two organizations.
- Denied, June 30, 1998

Forms

Ongoing Intermittent Survey of Households (FR 3016) -- extension, without revision.
- Approved, July 2, 1998

Survey of Small Business Finances (FR 3044) -- implementation of a new information collection report.
- Approved, June 17, 1998 (AC)

Regulations And Policies

Credit risk management -- additional guidance to assist bank examiners in their evaluations of the quality of credit risk management processes of banking organizations.
- Published, June 30, 1998

Federal Home Loan Banks -- request for a determination that Federal Home Loan Banks are financial institutions for netting purposes.
- Granted, July 2, 1998
Bank Branches, Domestic

Kansas City

BancFirst, Oklahoma City, Oklahoma -- to establish a branch at 2320 S. Broadway Extension, Edmond, Oklahoma.
- Approved, June 29, 1998

Chicago

Byron State Bank, Byron Center, Michigan -- to establish a branch at 4601 134th Avenue, Suite C, Hamilton, Michigan.
- Approved, June 29, 1998 (AC)

Chicago

ChoiceOne Bank, Sparta, Michigan -- to establish a branch at 3527 Alpine NW, Alpine Township, Michigan.
- Approved, June 26, 1998 (AC)

Chicago

ChoiceOne Bank, Sparta, Michigan -- to establish a branch at 565 S. State Street.
- Approved, June 26, 1998 (AC)

Chicago

Johnson Bank, Racine, Wisconsin -- to establish a branch at Grand Cayman, Cayman Islands.
- Approved, July 1, 1998

Chicago

Mercantile Bank of Western Iowa, Des Moines, Iowa -- to establish a temporary branch at the Clay County Fair from September 12 to 20, 1998.
- Approved, June 29, 1998

Cleveland

Ohio Bank, Findlay, Ohio -- to establish a mobile branch at its Chagrin Falls, Ohio, branch.
- Approved, July 3, 1998

(AC) = Addition or Correction
**Bank Branches, Domestic**

**Richmond**

Union Bank and Trust Company, Bowling Green, Virginia -- to establish a branch at 6110 Mechanicsville Turnpike, Mechanicsville, Virginia.
- Approved, July 3, 1998

**Bank Holding Companies**

**Atlanta**

Albert J. Ortte Family Limited Partnership, Metairie, Louisiana -- to become a bank holding company by retaining shares of Metairie Bank & Trust Company.
- Approved, July 2, 1998

**San Francisco**

Arizona Bancshares, Inc., Flagstaff, Arizona -- to acquire First State Bank (in organization).
- Approved, July 1, 1998

**Richmond**

- Approved, June 29, 1998

**Kansas City**

Ceresco Bancorp, Ceresco, Nebraska -- to acquire CerescoBank.
- Approved, July 2, 1998

**Director, BS&R**

- Granted, June 29, 1998

**Director, BS&R**

Credit Suisse Group, Zurich, Switzerland -- request for relief from a commitment.
- Approved, June 29, 1998
Bank Holding Companies

St. Louis

Farmers Bancshares, Inc., Hardinsburg, Kentucky -- to acquire shares of Leitchfield Deposit Bancshares, Inc., Leitchfield, Kentucky; Leitchfield Bancshares Insurance, Inc.; and Leitchfield Deposit Bank & Trust Company.
- Approved, June 30, 1998

Kansas City

- Approved, July 3, 1998

Chicago

- Approved, June 29, 1998

Philadelphia

- Approved, July 2, 1998

Director, BS&R

- Granted, June 29, 1998

Secretary

Norwest Corporation, Minneapolis, Minnesota -- to acquire certain assets and assume certain liabilities of Fidelity Funding, Inc., Dallas, Texas, and engage in consumer lending.
- Permitted, June 30, 1998
Bank Holding Companies

Secretary

Norwest Corporation, Minneapolis, Minnesota -- to acquire Little Mountain Bancshares, Inc., Monticello, Minnesota, and acquire control of First National Bank of Monticello.
- Approved, July 1, 1998

Boston

Plymouth Bancorp, Inc., Wareham, Massachusetts -- to become a mutual bank holding company through reorganization of Plymouth Savings Bank.
- Approved, June 30, 1998

Atlanta

- Approved, July 3, 1998

San Francisco

San Juan Bank Holding Company, Friday Harbor, Washington -- to acquire Islanders Bank.
- Approved, July 1, 1998

San Francisco

- Approved, July 2, 1998

Atlanta

- Approved, July 1, 1998

Chicago

Withee Bank Shares, Inc., Withee, Wisconsin -- to engage in real estate activities through acquisition of Community Real Estate Agency, Owen, Wisconsin.
- Approved, June 29, 1998
Bank Mergers

Cleveland

Citizens Banking Company, Salineville, Ohio -- to merge with The First National Bank of Chester, Chester, West Virginia, and establish a branch.
- Approved, July 3, 1998

Cleveland

Commercial Bank, Delphos, Ohio -- to merge with Delphos Interim Bank.
- Approved, July 2, 1998

Richmond

Hanover Bank, Mechanicsville, Virginia -- to merge with Regency Bank, Richmond, Virginia, and First Community Bank, Forest, Virginia.
- Approved, July 2, 1998

Banks, Nonmember, And Miscellaneous Institutions

Secretary

Citibank, FSB, San Francisco, California -- relocation of master account to the Federal Reserve Bank of Chicago.
- Permitted, June 30, 1998

Secretary

Farmers Bank of Northern Missouri, N.A., Centerville, Iowa -- relocation of master account to the Federal Reserve Bank of Kansas City.
- Permitted, June 30, 1998

San Francisco

National Semiconductor Federal Credit Union, Sunnyvale, California -- deregistration pursuant to Regulation U.
- Approved, June 29, 1998

San Francisco

Probusiness Services, Inc., Pleasanton, California -- deregistration pursuant to Regulation U.
- Approved, June 29, 1998
Banks, State Member

Secretary

Bank of Cushing and Trust Company, Cushing, Oklahoma -- to acquire certain assets and assume certain liabilities of the Cushing, Oklahoma, branch of BancFirst, Oklahoma City, Oklahoma, and to establish a branch at the location of the Cushing branch.
- Approved, June 29, 1998

St. Louis

Citizens First Bank, El Dorado, Arkansas -- payment of a dividend.
- Approved, July 1, 1998

Change In Bank Control

Atlanta

Valley National Corporation, Lanett, Alabama -- change in bank control.
- Permitted, July 3, 1998

Minneapolis

Winter-Park Bancshares, Inc., Cameron, Wisconsin -- change in bank control.
- Permitted, June 29, 1998

Competitive Factors Reports

St. Louis

Allegiant Bank, St. Louis, Missouri -- report on competitive factors of the proposed merger with Allegiant Bank, F.S.B.
- Submitted, July 2, 1998

Richmond

Anchor Bank, Myrtle Beach, South Carolina -- report on competitive factors of the proposed merger with Bank of Charleston, National Association, Charleston, South Carolina, and Bank of Columbia, N.A., Columbia, South Carolina.
- Submitted, July 2, 1998

Richmond

Anchor Bank, Myrtle Beach, South Carolina -- report on competitive factors of the proposed merger with First National South, Marion, South Carolina.
- Submitted, July 2, 1998
Competitive Factors Reports

Atlanta

Athens First Bank and Trust Company, Athens, Georgia -- report on competitive factors of the proposed merger with Bank of Georgia, Watkinsville, Georgia.
- Submitted, July 1, 1998

Boston

Bangor Savings Bank, Bangor, Maine -- report on competitive factors of the proposed acquisition of certain assets and assumption of certain liabilities of five branches of Fleet Bank of Maine, Portland, Maine.
- Submitted, July 2, 1998

St. Louis

- Submitted, July 1, 1998

Atlanta

Citizens Bank & Trust, Clearwater, Florida -- report on competitive factors of the proposed merger with First National Bank of Florida, Largo, Florida.
- Submitted, July 1, 1998

Dallas

Coastal Banc, S.S.B., Houston, Texas -- report on competitive factors of the proposed acquisition of twelve branches of Pacific Southwest Bank, Corpus Christi, Texas.
- Submitted, July 2, 1998

Minneapolis

D&N Bank, Hancock, Michigan -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of seven branches of First of America Bank, N.A., Kalamazoo, Michigan.
- Submitted, July 1, 1998

Secretary

First American Interim Bank, Nashville, Tennessee -- report on competitive factors of the proposed merger with Peoples Bank, Dickson, Tennessee.
- Submitted, July 1, 1998
Competitive Factors Reports

Cleveland

First National Bank of Shelby, Shelby, Ohio -- report on competitive factors of the proposed purchase of certain assets and assumption of certain liabilities of the Greenwich and Shiloh, Ohio, branches of First Merit Bank, N.A., Akron, Ohio.
- Submitted, July 1, 1998

St. Louis

First National Bank of St. Louis, Clayton, Missouri -- report on competitive factors of the proposed merger with Colonial Bank, Des Peres, Missouri.
- Submitted, July 1, 1998

St. Louis

First Security Bank, Batesville, Mississippi -- report on competitive factors of the proposed purchase of the assets and assumption of the liabilities of the Como and Crenshaw, Mississippi, branches of First Tennessee Bank, N.A., Southaven, Mississippi.
- Submitted, June 29, 1998

Cleveland

First Western Trust Services Company, New Castle, Pennsylvania -- report on competitive factors of the proposed merger with and into First Western Bank, N.A.
- Submitted, July 1, 1998

Kansas City

Heritage Bank, Mannford, Oklahoma -- report on competitive factors of the proposed acquisition of the assets and assumption of the liabilities of the Cleveland, Oklahoma, branch of Superior Federal Bank, F.S.B., Fort Smith, Arkansas.
- Submitted, June 30, 1998

Dallas

Hill Country Bank, Austin, Texas -- report on competitive factors of the proposed merger with Compass Hill County, Inc.
- Submitted, July 2, 1998

Richmond

- Submitted, July 2, 1998
Competitive Factors Reports

Philadelphia

- Submitted, July 3, 1998

Secretary

Marine Bank, St. Petersburg, Florida -- report on competitive factors of the proposed merger into South Trust Bank, N.A., Birmingham, Alabama.
- Submitted, July 2, 1998

St. Louis

Mercantile Bank of Western Iowa, Des Moines, Iowa -- report on competitive factors of the proposed purchase and assumption of all of the non-trust assets and liabilities of Mercantile Bank of Eastern Iowa, Waterloo, Iowa.
- Submitted, July 2, 1998

St. Louis

Mercantile Trust Company, N.A., St. Louis, Missouri -- report on competitive factors of the proposed merger with Mercantile Bank of Eastern Iowa, Waterloo, Iowa.
- Submitted, July 2, 1998

Cleveland

National City Bank, Cleveland, Ohio -- report on competitive factors of the proposed purchase of the credit card assets and associated loan loss reserves of First of America Bank, N.A., Kalamazoo, Michigan; First of America Bank, Illinois, N.A., Bannockburn, Illinois; National City Bank of Pennsylvania, Pittsburgh, Pennsylvania; National City Bank of Kentucky, Louisville, Kentucky; and National City Bank of Indiana, Indianapolis, Indiana.
- Submitted, July 1, 1998

Dallas

NBC Bank Central, National Association, Luling, Texas -- report on competitive factors of the proposed acquisition of two branches of Pacific Southwest Bank, Corpus Christi, Texas.
- Submitted, July 1, 1998
Competitive Factors Reports

Dallas

NBC Bank-Laredo, National Association, Laredo, Texas -- report on competitive factors of the proposed acquisition of a branch of Pacific Southwest Bank, Corpus Christi, Texas.
- Submitted, July 1, 1998

Kansas City

- Submitted, June 29, 1998

Cleveland

- Submitted, July 1, 1998

New York

- Submitted, June 30, 1998

Atlanta

Republic Bank, St. Petersburg, Florida -- report on competitive factors of the proposed merger with Lochaven Federal Savings and Loan Association, Orlando, Florida.
- Submitted, July 1, 1998

Secretary

South Trust Asset Management Company of Florida, N.A., St. Petersburg, Florida; SouthTrust Asset Management Company of the Carolinas, Inc., Charlotte, North Carolina; and SouthTrust Asset Management Company of Georgia, N.A., Atlanta, Georgia -- report on competitive factors of the proposed merger into SouthTrust Bank, N.A., Birmingham, Alabama.
- Submitted, June 29, 1998
Competitive Factors Reports

Richmond

- Submitted, July 2, 1998

Chicago

Sturgis Bank and Trust Company, FSB, Sturgis, Michigan -- report on competitive factors of the proposed acquisition of four branches of First of America Bank, N.A., Kalamazoo, Michigan.
- Submitted, July 2, 1998

St. Louis

Union Planters Bank, N.A., Memphis, Tennessee -- report on competitive factors of the proposed purchase of certain assets and assumption of the liabilities of the Clarksville, Tennessee, branches of The Peoples First National Bank & Trust Company of Paducah, Paducah, Kentucky.
- Submitted, July 2, 1998

Dallas

West Texas State Bank, Snyder, Texas -- report on competitive factors of the proposed merger with New WTSB, Inc., Snyder, Texas.
- Submitted, July 1, 1998

Kansas City

Wood & Huston Bank, Marshall, Missouri -- report on competitive factors of the proposed merger with South East Missouri Bank, Cape Girardeau, Missouri.
- Submitted, June 30, 1998

Extensions Of Time

New York

Canisteo Valley Corporation, Canisteo, New York -- extension to October 1, 1998, to acquire First State Bank.
- Granted, July 2, 1998
Extensions Of Time

St. Louis

CNB Bancshares, Inc., Evansville, Indiana -- extension to August 30, 1998, to acquire, through merger, National Bancorp, Tell City, Indiana, and TCB Bank.
- Granted, July 2, 1998

Cleveland

- Granted, July 1, 1998

Kansas City

- Granted, July 3, 1998

New York

- Granted, July 2, 1998

Membership

San Francisco

First State Bank, Flagstaff, Arizona -- to become a member of the Federal Reserve System.
- Approved, July 1, 1998

Richmond

Potomac Bank of Virginia, Vienna, Virginia -- to become a member of the Federal Reserve System.
- Approved, July 2, 1998

Regulations And Policies

FOMC

Federal Open Market Committee -- minutes of the meeting on May 19, 1998.
- Published, July 2, 1998
## District 1

**Federal Reserve Bank of Boston**

Applications and notifications filed during the week ending Saturday, July 4, 1998

### Section I – Applications subject to newspaper notice only

<table>
<thead>
<tr>
<th>Type</th>
<th>Application</th>
<th>Ending date of comment period</th>
</tr>
</thead>
<tbody>
<tr>
<td>None</td>
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### Section II – Applications subject to both newspaper and Federal Register notice

<table>
<thead>
<tr>
<th>Type</th>
<th>Application</th>
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<tr>
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### Section III – Applications subject to Federal Register notice only

<table>
<thead>
<tr>
<th>Type</th>
<th>Application</th>
<th>Ending date of comment period</th>
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</tbody>
</table>

### Section IV – Applications not subject to Federal Register or newspaper notice

<table>
<thead>
<tr>
<th>Type</th>
<th>Application</th>
</tr>
</thead>
<tbody>
<tr>
<td>None</td>
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</tbody>
</table>
Section V – Availability of CRA public evaluations

The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

The CRA requires that each depository institution's record in helping meet the credit needs of its entire community be evaluated periodically. That record is taken into account in considering an institution's application for deposit facilities.

A copy of an institution's CRA evaluation may be obtained directly from the institution or Reserve Bank.

The federal bank regulators use the following four performance levels to rate an institution's performance under CRA:

- **O** = Outstanding
- **S** = Satisfactory
- **NI** = Needs to improve
- **SN** = Substantial noncompliance

The following state member banks have been examined and their CRA public evaluations are now available.

<table>
<thead>
<tr>
<th>RSSD number</th>
<th>Examination date</th>
<th>CRA public date</th>
<th>CRA rating</th>
<th>Exam type</th>
</tr>
</thead>
<tbody>
<tr>
<td>None</td>
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</tbody>
</table>

Section VI – CRA examinations scheduled for

<table>
<thead>
<tr>
<th>Institution</th>
<th>Location</th>
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</thead>
<tbody>
<tr>
<td>None</td>
<td></td>
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</tbody>
</table>
## District 2

**Federal Reserve Bank of New York**

Applications and notifications filed during the week ending Saturday, July 4, 1998

### Section I – Applications subject to newspaper notice only

<table>
<thead>
<tr>
<th>Type</th>
<th>Application</th>
<th>Ending date of comment period</th>
</tr>
</thead>
<tbody>
<tr>
<td>Branch</td>
<td>Summit Bank, Hackensack, New Jersey, to establish a branch office at 1630 East 35th Street, Paterson, New Jersey.</td>
<td></td>
</tr>
</tbody>
</table>

### Section II – Applications subject to both newspaper and Federal Register notice

<table>
<thead>
<tr>
<th>Type</th>
<th>Application</th>
<th>Ending date of comment period</th>
</tr>
</thead>
<tbody>
<tr>
<td>3(a)(1)</td>
<td>Piraeus Bank S.A., Athens, Greece, to become a bank holding company by acquiring 56 percent of the voting stock of Marathon Banking Corporation, Astoria, New York.</td>
<td>07/11/98*</td>
</tr>
<tr>
<td>3(a)(1)</td>
<td>CNY Financial Corporation, Cortland, New York, to become a bank holding company by acquiring 100 percent of the shares of common stock of Cortland Savings Bank, Cortland, New York, a New York stock savings bank and the proposed successor to Cortland Savings Bank, a New York mutual savings bank.</td>
<td>07/19/98*</td>
</tr>
</tbody>
</table>

* Newspaper Comment Period Ending Date

### Section III – Applications subject to Federal Register notice only

<table>
<thead>
<tr>
<th>Type</th>
<th>Application</th>
<th>Ending date of comment period</th>
</tr>
</thead>
<tbody>
<tr>
<td>4(c)(8)</td>
<td>U.S.B. Holding Co., Inc., Orangeburg, New York, to acquire all of N/Avail the outstanding shares of Tappen Zee Financial, Inc., Tarrytown, New York and Tarrytowns Bank FSB, Tarrytown, New York, a federally chartered savings bank.</td>
<td></td>
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</tbody>
</table>
Section IV – Applications not subject to Federal Register or newspaper notice

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<thead>
<tr>
<th>Type</th>
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Section VI – CRA examinations scheduled for Quarter of

<table>
<thead>
<tr>
<th>Institution</th>
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<tbody>
<tr>
<td>None</td>
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</table>
## District 3

**Federal Reserve Bank of Philadelphia**

Applications and notifications filed during the week ending Saturday, July 4, 1998

### Section I – Applications subject to newspaper notice only

<table>
<thead>
<tr>
<th>Type</th>
<th>Application</th>
<th>Ending date of comment period</th>
</tr>
</thead>
<tbody>
<tr>
<td>Branch</td>
<td>Prime Bank, Fort Washington, PA, to establish a branch office at 1235 West Chester Pike, Havertown, PA 19083, pursuant to section 9 of the Federal Reserve Act.</td>
<td>7/27/98</td>
</tr>
</tbody>
</table>

### Section II – Applications subject to both newspaper and Federal Register notice

<table>
<thead>
<tr>
<th>Type</th>
<th>Application</th>
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### 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>Inv</td>
<td>MBNA America Bank, N.A., Wilmington, DE, a subsidiary of MBNA Corporation, to invest up to $85 million in the common stock of MBNA Canada Bank</td>
</tr>
</tbody>
</table>
Section V – Availability of CRA public evaluations

The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

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Section VI – CRA examinations scheduled for Quarter of

<table>
<thead>
<tr>
<th>Institution</th>
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<tbody>
<tr>
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### District 4

**Federal Reserve Bank of Cleveland**

Applications and notifications filed during the week ending Saturday, July 4, 1998

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</table>

Section VI – CRA examinations scheduled for Third Quarter of 1998

<table>
<thead>
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<th>Institution</th>
<th>Location</th>
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<th>Application</th>
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</thead>
<tbody>
<tr>
<td>Branch</td>
<td>Heritage Bank and Trust, Norfolk, Virginia, to establish a branch at the intersection of Chesapeake Boulevard and East Ocean View Avenue, Norfolk, Virginia.*</td>
<td>7-23-1998</td>
</tr>
<tr>
<td>Branch</td>
<td>Centura Bank, Rocky Mount, North Carolina, to establish a branch at 203 Washington Street, Whiteville, North Carolina.*</td>
<td>7-26-1998</td>
</tr>
<tr>
<td>Branch</td>
<td>Bank of Essex, Tappahannock, Virginia, to establish a branch at 9951 Brook Road, Glen Allen, Virginia.*</td>
<td>7-26-1998</td>
</tr>
<tr>
<td>18(c)</td>
<td>One Valley Bank of Summersville, Inc., Summersville, West Virginia, to merge with One Valley Bank of Oak Hill, Inc., Oak Hill, West Virginia, and One Valley Bank of Ronceverte, National Association, Ronceverte, West Virginia.*</td>
<td>7-31-1998</td>
</tr>
<tr>
<td>Branch</td>
<td>First Virginia Bank of Tidewater, Norfolk, Virginia, to establish a branch at 355 Crawford Street, Portsmouth, Virginia.*</td>
<td>8-1-1998</td>
</tr>
</tbody>
</table>

*Subject to the provision of the Community Reinvestment Act.

### Section II – Applications subject to both newspaper and Federal Register notice

<table>
<thead>
<tr>
<th>Type</th>
<th>Application</th>
<th>Ending date of comment period</th>
</tr>
</thead>
<tbody>
<tr>
<td>None</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

### Section III – Applications subject to Federal Register notice only

<table>
<thead>
<tr>
<th>Type</th>
<th>Application</th>
<th>Ending date of comment period</th>
</tr>
</thead>
<tbody>
<tr>
<td>None</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
Section IV – Applications not subject to Federal Register or newspaper notice

Type | Application
--- | ---

Section V – Availability of CRA public evaluations

The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

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A copy of an institution's CRA evaluation may be obtained directly from the institution or Reserve Bank.

The federal bank regulators use the following four performance levels to rate an institution's performance under CRA:

- **O** = Outstanding
- **S** = Satisfactory
- **NI** = Needs to improve
- **SN** = Substantial noncompliance

The following state member banks have been examined and their CRA public evaluations are now available.

<table>
<thead>
<tr>
<th>RSSD number</th>
<th>Institution/Location</th>
<th>Examination date</th>
<th>CRA public date</th>
<th>CRA rating</th>
<th>Exam type</th>
</tr>
</thead>
<tbody>
<tr>
<td>693224</td>
<td>Union Bank and Trust 211 North Main Street Bowling Green, Virginia 22427</td>
<td>5-4-1998</td>
<td>6-25-1998</td>
<td>S</td>
<td>X</td>
</tr>
</tbody>
</table>

Section VI – CRA examinations scheduled for Quarter of

<table>
<thead>
<tr>
<th>Institution</th>
<th>Location</th>
</tr>
</thead>
<tbody>
<tr>
<td>None</td>
<td></td>
</tr>
</tbody>
</table>
## District 6
### Federal Reserve Bank of Atlanta
Applications and notifications filed during the week ending Saturday, July 4, 1998

### Section I – Applications subject to newspaper notice only

<table>
<thead>
<tr>
<th>Type</th>
<th>Application</th>
<th>Ending date of Comment period</th>
</tr>
</thead>
<tbody>
<tr>
<td>18(c)</td>
<td>Colonial Bank, Montgomery, Alabama, to merge with Prime Bank of Central Florida, Titusville, Florida.</td>
<td>07-30-98*</td>
</tr>
<tr>
<td>18(c)</td>
<td>Colonial Bank, Montgomery, Alabama, to merge with First Macon Bank &amp; Trust Company, Macon, Georgia</td>
<td>08-08-98*</td>
</tr>
</tbody>
</table>

*Subject to provisions of the Community Reinvestment Act.

### Section II – Applications subject to both newspaper and Federal Register notice

<table>
<thead>
<tr>
<th>Type</th>
<th>Application</th>
<th>Ending date of Comment period</th>
</tr>
</thead>
<tbody>
<tr>
<td>3(a)(1)</td>
<td>CCF Holding Company, Jonesboro, Georgia, to become a bank holding company by acquiring Heritage Bank, Jonesboro, Georgia.</td>
<td>Newspaper - 08-03-98*</td>
</tr>
</tbody>
</table>

*Subject to provisions of the Community Reinvestment Act.

### Section III – Applications subject to Federal Register notice only

<table>
<thead>
<tr>
<th>Type</th>
<th>Application</th>
<th>Ending date of Comment period</th>
</tr>
</thead>
<tbody>
<tr>
<td>4(c)(8)</td>
<td>The Colonial BancGroup, Inc., Montgomery, Alabama, to acquire ProImage, Inc., Macon, Georgia, and thereby engage in data processing activities.</td>
<td>N/Avail</td>
</tr>
</tbody>
</table>
Section IV – Applications not subject to Federal Register or newspaper notice

<table>
<thead>
<tr>
<th>Type</th>
<th>Application</th>
</tr>
</thead>
<tbody>
<tr>
<td>3(a)(1)</td>
<td>Notice by Capitol City Bancshares, Inc., Atlanta, Georgia, to become a bank holding company by acquiring Capitol City Bank and Trust, Atlanta, Georgia.</td>
</tr>
</tbody>
</table>

Section V – Availability of CRA public evaluations

The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

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<tr>
<th>RSSD number</th>
<th>Institution/Location</th>
<th>Examination date</th>
<th>CRA public date</th>
<th>CRA rating</th>
<th>Exam type</th>
</tr>
</thead>
<tbody>
<tr>
<td>None</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Section VI – CRA examinations scheduled for Quarter of

<table>
<thead>
<tr>
<th>Institution</th>
<th>Location</th>
</tr>
</thead>
<tbody>
<tr>
<td>None</td>
<td></td>
</tr>
</tbody>
</table>
# Federal Reserve Bank of Chicago

Applications and notifications filed during the week ending Saturday, July 4, 1998

## Section I – Applications subject to newspaper notice only

<table>
<thead>
<tr>
<th>Type</th>
<th>Application</th>
<th>Ending date of comment period</th>
</tr>
</thead>
<tbody>
<tr>
<td>Branch</td>
<td>Midwest Bank of McHenry County</td>
<td></td>
</tr>
<tr>
<td></td>
<td>Union, Illinois</td>
<td></td>
</tr>
<tr>
<td></td>
<td>204 E. State Street</td>
<td></td>
</tr>
<tr>
<td></td>
<td>Island Lake, Illinois</td>
<td></td>
</tr>
</tbody>
</table>

Newspaper – Newspaper Comment Period Ending Date

## Section II – Applications subject to both newspaper and Federal Register notice

<table>
<thead>
<tr>
<th>Type</th>
<th>Application</th>
<th>Ending date of comment period</th>
</tr>
</thead>
<tbody>
<tr>
<td>CIC</td>
<td>Citizens Holding Company</td>
<td></td>
</tr>
<tr>
<td></td>
<td>Sac City, Iowa</td>
<td></td>
</tr>
<tr>
<td></td>
<td>By John W. Lange and Thomas J. Lange</td>
<td></td>
</tr>
<tr>
<td></td>
<td>Fed Reg – N/Avail</td>
<td></td>
</tr>
<tr>
<td></td>
<td>Newspaper – N/Avail</td>
<td></td>
</tr>
<tr>
<td>CIC</td>
<td>Madison Holding Company</td>
<td></td>
</tr>
<tr>
<td></td>
<td>Winterset, Iowa</td>
<td></td>
</tr>
<tr>
<td></td>
<td>By Gene C. Lange</td>
<td></td>
</tr>
<tr>
<td></td>
<td>Fed Reg – N/Avail</td>
<td></td>
</tr>
<tr>
<td></td>
<td>Newspaper – N/Avail</td>
<td></td>
</tr>
<tr>
<td>4(c)(8)</td>
<td>Northern Trust Corporation</td>
<td></td>
</tr>
<tr>
<td></td>
<td>Chicago, Illinois</td>
<td></td>
</tr>
<tr>
<td></td>
<td>Northern Trust Bank, Federal Savings Bank</td>
<td></td>
</tr>
<tr>
<td></td>
<td>Chicago, Illinois</td>
<td></td>
</tr>
<tr>
<td></td>
<td>Fed Reg – N/Avail</td>
<td></td>
</tr>
<tr>
<td></td>
<td>Newspaper – 7/20/1998</td>
<td></td>
</tr>
</tbody>
</table>

Fed Reg – Federal Register Comment Period Ending Date

Newspaper – Newspaper Comment Period Ending Date

N/Avail – Not Available (Not yet available; Not available at this time)
**Section III – Applications subject to Federal Register notice only**

<table>
<thead>
<tr>
<th>Type</th>
<th>Application</th>
<th>Ending date of comment period</th>
</tr>
</thead>
<tbody>
<tr>
<td>None</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

**Section IV – Applications not subject to Federal Register or newspaper notice**

<table>
<thead>
<tr>
<th>Type</th>
<th>Application</th>
</tr>
</thead>
</table>
| S/R  | Madison Holding Company  
Winterset, Iowa  
To redeem 482 shares of common stock and 5,594 shares of preferred stock |

**Section V – Availability of CRA public evaluations**

The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

The CRA requires that each depository institution's record in helping meet the credit needs of its entire community be evaluated periodically. That record is taken into account in considering an institution's application for deposit facilities.

A copy of an institution's CRA evaluation may be obtained directly from the institution or Reserve Bank.

The federal bank regulators use the following four performance levels to rate an institution's performance under CRA:

- **O = Outstanding**
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- **NI = Needs to improve**
- **SN = Substantial noncompliance**

The following state member banks have been examined and their CRA public evaluations are now available.
## Section V – Availability of CRA public evaluations

<table>
<thead>
<tr>
<th>RSSD number</th>
<th>Institution/Location</th>
<th>Examination date</th>
<th>CRA public date</th>
<th>CRA rating</th>
<th>Exam type</th>
</tr>
</thead>
</table>
| 728443      | M&I Bank of Southern Wisconsin  
1 West Main Street  
P.O. Box 8998  
Madison, Wisconsin 53708  
| 689740      | Security Bank  
11 N. 1st Avenue  
P.O. Box 370  
Marshalltown, Iowa 50158  
| 913940      | Old Kent Bank  
One Vandennberg Center  
Grand Rapids, Michigan 49503  

## Section VI – CRA examinations scheduled for Quarter of

<table>
<thead>
<tr>
<th>Institution</th>
<th>Location</th>
</tr>
</thead>
<tbody>
<tr>
<td>None</td>
<td></td>
</tr>
</tbody>
</table>
## District 8

**Federal Reserve Bank of St. Louis**

Applications and notifications filed during the week ending Saturday, July 4, 1998

### Section I – Applications subject to newspaper notice only

<table>
<thead>
<tr>
<th>Type</th>
<th>Application</th>
<th>Ending date of comment period</th>
</tr>
</thead>
<tbody>
<tr>
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<td></td>
<td></td>
</tr>
</tbody>
</table>

### Section II – Applications subject to both newspaper and Federal Register notice

<table>
<thead>
<tr>
<th>Type</th>
<th>Application</th>
<th>Ending date of comment period</th>
</tr>
</thead>
</table>

* Subject to the provisions of the Community Reinvestment Act
Section III – Applications subject to Federal Register notice only

<table>
<thead>
<tr>
<th>Type</th>
<th>Application</th>
<th>Ending date of comment period</th>
</tr>
</thead>
<tbody>
<tr>
<td>None</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Section IV – Applications not subject to Federal Register or newspaper notice

<table>
<thead>
<tr>
<th>Type</th>
<th>Application</th>
<th>Ending date of comment period</th>
</tr>
</thead>
<tbody>
<tr>
<td>SMOTHER</td>
<td>Notice by First Illinois Bank, East St. Louis, Illinois, to make a dividend payment.</td>
<td>Not applicable</td>
</tr>
</tbody>
</table>

Section V – Availability of CRA public evaluations

The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

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The following state member banks have been examined and their CRA public evaluations are now available.

<table>
<thead>
<tr>
<th>RSSD number</th>
<th>Institution/Location</th>
<th>Examination date</th>
<th>CRA public date</th>
<th>CRA rating</th>
<th>Exam type</th>
</tr>
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<tbody>
<tr>
<td>None</td>
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<td>LrgBk</td>
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<tr>
<td>Institution</td>
<td>Location</td>
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<td>-------------</td>
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<td>None</td>
<td></td>
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</table>
## Section I – Applications subject to newspaper notice only

<table>
<thead>
<tr>
<th>Type</th>
<th>Application</th>
<th>Ending date of comment period</th>
</tr>
</thead>
<tbody>
<tr>
<td>None</td>
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</tbody>
</table>

## Section II – Applications subject to both newspaper and Federal Register notice

<table>
<thead>
<tr>
<th>Type</th>
<th>Application</th>
<th>Ending date of comment period</th>
</tr>
</thead>
<tbody>
<tr>
<td>3(a)(3)</td>
<td>Merchants Holding Company, Winona, Minnesota, for prior approval to acquire 100% of the voting shares of Primo Financial Services, Inc., Hastings, Minnesota.*</td>
<td>7/30/1998 (Fed Reg)</td>
</tr>
<tr>
<td>3(a)(3)</td>
<td>Norwest Corporation, Minneapolis, Minnesota, for prior approval to acquire 100% of the voting shares of Star Bancshares, Inc., Austin, Texas.*</td>
<td>7/19/1998 (Fed Reg)</td>
</tr>
<tr>
<td>CIC</td>
<td>Lonnie E. Clark to acquire control of 36.9% of the voting shares of Chandler Bancshares, Inc., Chandler, Minnesota.</td>
<td>7/20/1998 (Fed Reg)</td>
</tr>
</tbody>
</table>

* Subject to the provisions of the Community Reinvestment Act

## Section III – Applications subject to Federal Register notice only

<table>
<thead>
<tr>
<th>Type</th>
<th>Application</th>
<th>Ending date of comment period</th>
</tr>
</thead>
<tbody>
<tr>
<td>None</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
Section IV – Applications not subject to Federal Register or newspaper notice

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

Section V – Availability of CRA public evaluations

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<thead>
<tr>
<th>RSSD number</th>
<th>Institution/Location</th>
<th>Examination date</th>
<th>CRA public date</th>
<th>CRA rating</th>
<th>Exam type LrgBk SmBk</th>
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</thead>
<tbody>
<tr>
<td>None</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Section VI – CRA examinations scheduled for Quarter of

<table>
<thead>
<tr>
<th>Institution</th>
<th>Location</th>
</tr>
</thead>
<tbody>
<tr>
<td>None</td>
<td></td>
</tr>
</tbody>
</table>
# District 10

**Federal Reserve Bank of Kansas City**

Applications and notifications filed during the week ending Saturday, July 4, 1998

### Section I – Applications subject to newspaper notice only

<table>
<thead>
<tr>
<th>Type / Branch</th>
<th>Application</th>
<th>Ending date of comment period</th>
</tr>
</thead>
<tbody>
<tr>
<td>18(c) / Branch</td>
<td>People First Bank, Hennessey, Oklahoma, for prior approval to merge with Home State Bank, Hobart, Oklahoma; and incident thereto, establish additional branches.</td>
<td>Newspaper – 07/20/1998</td>
</tr>
</tbody>
</table>

### Section II – Applications subject to both newspaper and Federal Register notice

<table>
<thead>
<tr>
<th>Type / CIC</th>
<th>Application</th>
<th>Ending date of comment period</th>
</tr>
</thead>
<tbody>
<tr>
<td>3(a)(3)</td>
<td>Archer, Inc., Palmer, Nebraska, for prior approval to acquire an additional 9 percent, for a total of 57.20 percent, of the voting shares of Osceola Insurance, Inc., Osceola, Nebraska; and thereby indirectly acquire First National Bank, Osceola, Nebraska, and Gretna State Bank, Gretna, Nebraska.</td>
<td>Newspaper – N/Avail Fed Reg – 07/13/1998</td>
</tr>
</tbody>
</table>

### Section III – Applications subject to Federal Register notice only

<table>
<thead>
<tr>
<th>Type / CIC</th>
<th>Application</th>
<th>Ending date of comment period</th>
</tr>
</thead>
<tbody>
<tr>
<td>4(c)(8)</td>
<td>BOK Financial Corporation, Tulsa, Oklahoma, to acquire the assets of Alliance Securities Corp., Tulsa, Oklahoma, and thereby indirectly acquire Leo Oppenheim &amp; Co., Inc., Oklahoma City, Oklahoma, and thereby continue to engage in previously authorized underwriting and dealing in, to a limited extent, certain municipal revenue bonds, 1-4 family mortgage related securities, consumer receivable related securities, and commercial paper; acting as agent in the private placement of all types of securities pursuant to 225.28(b)(6) of Regulation Y, underwriting and dealing in bank-eligible securities pursuant to 225.28(b)(i) and providing securities brokerage services, pursuant to 225.28(b)(7)(i) of Regulation Y.</td>
<td>Fed Reg – 07/20/1998</td>
</tr>
</tbody>
</table>
Section IV – Applications not subject to Federal Register or newspaper notice

Type                  Application
4(c)(8)               First National of Nebraska, Omaha, Nebraska, to acquire 100 percent of the stock of Insync Investments, Ltd, d/b/a Information Systems, Inc., Omaha, Nebraska, and thereby engage in data processing activities pursuant to 225.28(b)(14)(i) or Regulation Y.

Section V – Availability of CRA public evaluations

The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

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<thead>
<tr>
<th>RSSD number</th>
<th>Institution/Location</th>
<th>Examination date</th>
<th>CRA public date</th>
<th>CRA rating</th>
<th>Exam type</th>
</tr>
</thead>
</table>

Section VI – CRA examinations scheduled for Quarter of

<table>
<thead>
<tr>
<th>Institution</th>
<th>Location</th>
</tr>
</thead>
<tbody>
<tr>
<td>None</td>
<td></td>
</tr>
</tbody>
</table>
District 11
Federal Reserve Bank of Dallas
Applications and notifications filed during the week ending Saturday, July 4, 1998

Section I – Applications subject to newspaper notice only

<table>
<thead>
<tr>
<th>Type</th>
<th>Application</th>
<th>Ending date of comment period</th>
</tr>
</thead>
<tbody>
<tr>
<td>None</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Section II – Applications subject to both newspaper and Federal Register notice

<table>
<thead>
<tr>
<th>Type</th>
<th>Application</th>
<th>Ending date of comment period</th>
</tr>
</thead>
</table>
| 3(a)(1) | Marfa Bancshares, Inc., Marfa, TX, to acquire Marfa Delaware Bancshares, Inc., Wilmington, DE, and Marfa National Bank, Marfa, TX* | Fed Reg – N/Avail  
| 3(a)(1) | Marfa Delaware Bancshares, Inc., Wilmington, DE, to acquire Marfa National Bank, Marfa, TX* | Fed Reg – N/Avail  
| 3(a)(3) | First Pecos Bancshares, Inc., Midland, TX, to acquire First Alpine, Inc., Alpine, TX, Alpine Delaware Financial Corporation, Dover, DE, and First National Bank, Alpine, TX* | Fed Reg – N/Avail  
Newspaper – N/Avail |

* Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

<table>
<thead>
<tr>
<th>Type</th>
<th>Application</th>
<th>Ending date of comment period</th>
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</table>
Section IV – Applications not subject to Federal Register or newspaper notice

<table>
<thead>
<tr>
<th>Type</th>
<th>Application</th>
</tr>
</thead>
<tbody>
<tr>
<td>Member</td>
<td>Legacy Bank of Texas, Plano, TX, to become a member of the Federal Reserve System</td>
</tr>
</tbody>
</table>

Section V – Availability of CRA public evaluations

The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

The CRA requires that each depository institution's record in helping meet the credit needs of its entire community be evaluated periodically. That record is taken into account in considering an institution's application for deposit facilities.

A copy of an institution's CRA evaluation may be obtained directly from the institution or Reserve Bank.

The federal bank regulators use the following four performance levels to rate an institution's performance under CRA:

O = Outstanding
S = Satisfactory
NI = Needs to improve
SN = Substantial noncompliance

The following state member banks have been examined and their CRA public evaluations are now available.

<table>
<thead>
<tr>
<th>RSSD number</th>
<th>Institution/Location</th>
<th>Examination date</th>
<th>CRA public date</th>
<th>CRA rating</th>
<th>Exam type</th>
</tr>
</thead>
<tbody>
<tr>
<td>None</td>
<td></td>
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</table>

Section VI – CRA examinations scheduled for Quarter of

<table>
<thead>
<tr>
<th>Institution</th>
<th>Location</th>
</tr>
</thead>
<tbody>
<tr>
<td>None</td>
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</table>
## District 12

### Federal Reserve Bank of San Francisco

Applications and notifications filed during the week ending Saturday, July 4, 1998

### Section I – Applications subject to newspaper notice only

<table>
<thead>
<tr>
<th>Type</th>
<th>Application</th>
<th>Ending date of comment period</th>
</tr>
</thead>
<tbody>
<tr>
<td>Branch</td>
<td>Tehama Bank, Red Bluff, California, to establish a branch office at 1770 Pine Street, Redding, California. *</td>
<td>Newspaper 7/17/98</td>
</tr>
</tbody>
</table>

* Subject to the provisions of the Community Reinvestment Act

Newspaper - Newspaper Comment Period Ending Date

### Section II – Applications subject to both newspaper and Federal Register notice

<table>
<thead>
<tr>
<th>Type</th>
<th>Application</th>
<th>Ending date of comment period</th>
</tr>
</thead>
<tbody>
<tr>
<td>CIC</td>
<td>Peter F. Stanton, Spokane, Washington, to increase his ownership to more than 25 percent of W.T.B. Financial Corporation, Spokane, Washington. *</td>
<td>Newspaper N/Avail Fed Reg 7/24/98</td>
</tr>
</tbody>
</table>

* Subject to the provisions of the Community Reinvestment Act

Fed Reg - Federal Register Comment Period Ending Date

Newspaper - Newspaper Comment Period Ending Date

N/Avail - Not Available (Not yet available; Not available at this time)

### Section III – Applications subject to Federal Register notice only

<table>
<thead>
<tr>
<th>Type</th>
<th>Application</th>
<th>Ending date of comment period</th>
</tr>
</thead>
<tbody>
<tr>
<td>None</td>
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</table>
Section IV – Applications not subject to Federal Register or newspaper notice

<table>
<thead>
<tr>
<th>Type</th>
<th>Application</th>
</tr>
</thead>
<tbody>
<tr>
<td>4(c)(8)</td>
<td>Twelve-day prior notice from Pedcor Bancorp, Indianapolis, Indiana, to engage in providing debt and equity investments in connection with community development activities through Pedcor Funding Corporation, Indianapolis, Indiana.</td>
</tr>
<tr>
<td>Waiver</td>
<td>Western Bancorp, Laguna Niguel, California, requests a waiver of any Bank Holding Company Act application requirement in connection with its proposed acquisition and merger, through its wholly-owned subsidiary, Santa Monica Bank, Santa Monica, California, of Bank of Los Angeles, West Hollywood, California.</td>
</tr>
</tbody>
</table>

Section V – Availability of CRA public evaluations

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<th>Exam type</th>
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<th>SmBk</th>
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Section VI – CRA examinations scheduled for

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