
Federal Reserve Release



H.2

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

No. 3

Week Ending January 16, 1999

Bank Holding Companies

Union Planters Corporation, Memphis, Tennessee, and Union Planters Holding Corporation -- to acquire First Mutual Bancorp, Inc., Decatur, Illinois, and First Mutual Bank, S.B.

- Approved, January 11, 1999

Regulations And Policies

Capital and Accounting Differences Among the Federal Banking and Thrift Regulatory Agencies -- 1998 report to Congress.

- Approved, January 4, 1999 (AC)

Reserve Bank Operations

Federal Reserve Bank of New York -- appointment of Jamie B. Stewart, Jr., as First Vice President, effective February 1, 1999.

- Approved, January 11, 1999

BS&R	Banking Supervision and Regulation	RBOPS	Reserve Bank Operations and Payment
C&CA	Consumer and Community Affairs	IF	International Finance
FOMC	Federal Open Market Committee	OSDM	Office of Staff Director for Management

Bank Branches, Domestic

Chicago

Bank of Oakfield, Oakfield, Wisconsin -- to establish a branch at 128 Main Street, Brandon, Wisconsin.

- Approved, January 15, 1999

Kansas City

First State Bank of Taos, Taos, New Mexico -- to establish a branch at the corner of Highway 314 and Edward Drive, Belen, New Mexico.

- Approved, January 13, 1999

New York

Interchange State Bank, Saddle Brook, New Jersey -- to establish a branch at 71 Crescent Avenue, Waldwick, New Jersey.

- Approved, January 13, 1999

St. Louis

MidSouth Bank, Monette, Arkansas -- to relocate its main banking facility from 302 West Drew Avenue to 2506 Southwest Circle, Jonesboro, Arkansas.

- Approved, January 14, 1999

Atlanta

Republic Security Bank, West Palm Beach, Florida -- to establish branches at 1515 N. Flagler Drive, Suite 100 and 1555 Palm Beach Lakes Boulevard..

- Approved, January 14, 1999

Philadelphia

Summit Bank, Bethlehem, Pennsylvania -- to establish a branch at 301 West Lancaster Avenue, Wayne, Pennsylvania.

- Approved, January 13, 1999

Bank Holding Companies

Kansas City

Adbanc, Inc., Ogallala, Nebraska -- to acquire Indianola Agency, Inc., Indianola, Nebraska.

- Approved, January 12, 1999

Chicago

Bancorp of Rantoul, Inc., Rantoul, Illinois -- to acquire Rossville Bancorp, Inc., Rossville, Illinois, and First National Bank of Rossville.

- Approved, January 13, 1999

Secretary

Centura Banks, Inc., Rocky Mount, North Carolina -- to merge with First Coastal Bankshares, Inc., Virginia Beach, Virginia, and acquire First Coastal Bank; and Centura Bank, Rocky Mount, to acquire First Coastal Bank and establish branches at its current offices.

- Approved, January 8, 1999 (AC)

St. Louis

Chambers Bancshares, Inc., Danville, Arkansas, and Community Investment, Inc., Elkins, Arkansas -- to acquire Northwest Community Bancshares, Inc., Fayetteville, Arkansas, and Community Bank, F.S.B.

- Approved, January 14, 1999

Kansas City

Citizens Bankshares ESOP and Trust, Farmington, New Mexico -- to acquire shares of Citizens Bankshares, Inc.

- Approved, January 14, 1999

San Francisco

Eggemeyer Advisory Corp., Rancho Santa Fe, California; Castle Creek Capital, LLC; and Castle Creek Capital Partners Fund-I, L.P. -- to acquire indirectly shares of UB&T Holding Company, Abilene, Texas, as shareholders of State National Bankshares, Lubbock, Texas, which will acquire UB&T Holding Company directly.

- Approved, January 13, 1999

Bank Holding Companies

Dallas

First National Bank of Clovis Employee Stock Ownership Trust, Clovis, New Mexico -- to acquire National Bancshares, Inc. and First National Bank of Clovis.
- Approved, January 13, 1999

Secretary

First Tennessee National Corporation, Memphis, Tennessee -- to organize First Horizon, FSB, Bristol, Virginia, and operate a savings association.
- Approved, January 15, 1999

Dallas

Founders Bancshares, Inc., Dallas, Texas -- to acquire Skillman Bancshares, Inc., Dover, Delaware, and Founders National Bank - Skillman, Dallas, Texas.
- Approved, January 14, 1999

San Francisco

InterBancorp, Inc., Duvall, Washington -- to acquire Inter Bank.
- Withdrawn, January 13, 1999

Chicago

New Century Bancorp, Southfield, Michigan -- to acquire New Century Bank.
- Approved, January 11, 1999

Dallas

Overton Financial Corporation, Overton, Texas, and Overton Delaware Corporation, Dover, Delaware -- to acquire Longview Financial Corporation, Longview, Texas; Longview Delaware Corporation, Dover, Delaware; First State Bank, Van, Texas; and Longview Bank and Trust Company, Longview.
- Approved, January 12, 1999

New York

Skandinaviska Enskilda Banken, Stockholm, Sweden -- to retain shares of ABB Investment Management Corp., Stamford, Connecticut, and engage in financial and investment advisory activities.
- Approved, January 15, 1999

Bank Holding Companies

Dallas

Skillman Bancshares, Inc., Dover, Delaware -- to acquire Founders National Bank - Skillman, Dallas, Texas.
- Approved, January 14, 1999

Atlanta

Synergy Bancshares, Inc., Houma, Louisiana -- to acquire Synergy Bank.
- Approved, January 12, 1999

St. Louis

Union Planters Corporation, Memphis, Tennessee, and Union Planters Holding Corporation -- to acquire First & Farmers Bancshares, Inc., Somerset, Kentucky; First & Farmers Bank of Somerset, Inc.; and Bank of Cumberland, Burkesville.
- Approved, January 12, 1999

San Francisco

United Security Bancorporation, Spokane, Washington -- to merge with Bancwest Financial Corporation, Walla Walla, Washington.
- Approved, January 15, 1999

San Francisco

Wells Fargo & Company, San Francisco, California; Norwest Financial Services, Inc., Des Moines, Iowa; and Norwest Financial, Inc. -- to acquire certain assets of SunStar Acceptance Corporation, Dallas, Texas, and continue to engage in lending activities.
- Approved, January 11, 1999

Banks, Nonmember, And Miscellaneous Institutions

Kansas City

PCA of South Central Kansas, Larned, Kansas -- registration under Regulation U.
- Approved, January 12, 1999

Banks, State Member

Kansas City

Anadarko Bank and Trust Company, Anadarko, Oklahoma -- to purchase the assets and assume the liabilities of the Anadarko, Oklahoma, branch of BancFirst, Oklahoma City.

- Approved, January 12, 1999

St. Louis

Effingham State Bank, Effingham, Illinois -- payment of a dividend.

- Approved, January 12, 1999

San Francisco

Eldorado Bank, Tustin, California -- to make a community development investment in Bankers' Small Business Community Development Corporation of Orange County, Orange, California.

- Approved, January 13, 1999

Change In Bank Control

Director, BS&R

BankFirst, Knoxville, Tennessee -- relief from certain commitments.

- Granted, January 14, 1999

St. Louis

MSB Shares, Inc., Monette, Arkansas -- change in bank control.

- Permitted, January 15, 1999

Dallas

Pioneer Bancshares, Inc., Fredericksburg, Texas -- change in bank control.

- Permitted, January 15, 1999

Competitive Factors Reports

Kansas City

Armed Forces Bank, N.A., Fort Leavenworth, Kansas -- report on competitive factors of the proposed merger with Armed Forces Interim Bank, N.A.

- Submitted, January 14, 1999

Competitive Factors Reports

Secretary

Citizens Bank and Trust Company, Paducah, Kentucky -- report on competitive factors of the proposed merger with several affiliated depository institutions and purchase of certain assets and assumption of certain liabilities of another affiliated depository institution.

- Submitted, January 13, 1999

Kansas City

Community Bank, Espanola, New Mexico -- report on competitive factors of the proposed acquisition of assets and assumption of liabilities of the Los Alamos, Espanola, Albuquerque, and White Rock, New Mexico, branches of Mountain Community Bank, Los Alamos.

- Submitted, January 12, 1999

Kansas City

First American State Bank, Greenwood Village, Colorado -- report on competitive factors of the proposed merger with First American Merger Corp.

- Submitted, January 12, 1999

St. Louis

First National Bank & Trust Company, Rogers, Arkansas -- report on competitive factors of the proposed purchase of the Harrison, Arkansas, branch of Arvest Bank, Tulsa, Oklahoma.

- Submitted, January 12, 1999

Chicago

First National Bank in Toledo, Toledo, Illinois -- report on competitive factors of the proposed purchase of certain assets and assumption of the liabilities of the Charleston, Illinois, branch of Central Illinois Bank, Champaign, Illinois.

- Submitted, January 13, 1999

Kansas City

First United Bank & Trust Company, Durant, Oklahoma -- report on competitive factors of the proposed merger with First State Bank, Bokchito, Oklahoma.

- Submitted, January 12, 1999

Competitive Factors Reports

Kansas City

InterBank, N.A., Elk City, Oklahoma -- report on competitive factors of the proposed merger with InterBank Duncan Interim Bank, Duncan, Oklahoma.
- Submitted, January 12, 1999

Kansas City

National Bank of Commerce, Tulsa, Oklahoma -- report on competitive factors of the proposed merger with NBC Interim Bank, Duncan, Oklahoma.
- Submitted, January 14, 1999

San Francisco

Norwest Bank Minnesota South, N.A., Rochester, Minnesota -- report on competitive factors of the proposed merger with First National Bank of Monticello, Monticello, Minnesota.
- Submitted, January 14, 1999

New York

Richmond County Financial Corp., Staten Island, New York -- report on competitive factors of the proposed acquisition of Ironbound Bankcorp, Newark, New Jersey, and Ironbound Bank.
- Submitted, January 13, 1999

Kansas City

Stillwater National Bank, Tulsa, Oklahoma -- report on competitive factors of the proposed merger with SNB I Interim Bank, Oklahoma City, Oklahoma; SNB II Interim Bank; SNB III Interim Bank, Tulsa, Oklahoma; and SNB IV Interim Bank.
- Submitted, January 12, 1999

St. Louis

Union Planters Bank, N.A., Memphis, Tennessee -- report on competitive factors of the proposed merger with Merchants Bank, Houston, Texas.
- Submitted, January 12, 1999

Extensions Of Time

Chicago

Arenzville Bancorp, Inc., Arenzville, Illinois -- extension to April 28, 1999, to acquire First National Bank of Arenzville.

- Granted, January 13, 1999

Minneapolis

Community Bank Minnesota Employee Stock Ownership Plan, Owatonna, Minnesota -- extension to April 24, 1999, to increase its interest in Owatonna Bancshares, Inc.

- Granted, January 14, 1999

Atlanta

Hancock Holding Company, Gulfport, Mississippi -- extension to April 15, 1999, to merge with American Security Bancshares, Inc., Ville Platte, Louisiana, and acquire American Security Bank.

- Granted, January 14, 1999

St. Louis

Old National Bancorp, Evansville, Indiana -- extension to February 12, 1999, to acquire through merger Southern Bancshares, Ltd., Carbondale, Illinois, and First National Bank and Trust Company.

- Granted, January 13, 1999

San Francisco

Security Bank Holding Company, Coos Bay, Oregon, and Security Bank Holding Company ESOP -- extension to May 12, 1999, to acquire shares of Oregon State Bank, Corvallis, Oregon.

- Granted, January 12, 1999

San Francisco

Western Security Bank, Scottsdale, Arizona -- extension to February 13, 2000, to establish a branch at 16277 Hayden-Greenway Loop, Scottsdale, California.

- Granted, January 12, 1999

Membership

Chicago

New Century Bank, Southfield, Michigan -- to become a member of the Federal Reserve System.

- Approved, January 11, 1999

District 1

Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, January 16, 1999

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

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

<i>Type</i>	<i>Application</i>	
None		

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.

Federal bank regulators use the following 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.

<i>RSSD</i>		<i>Examination</i>	<i>CRA</i>	<i>CRA</i>	<i>Exam type</i>	
<i>number</i>	<i>Institution/Location</i>	<i>date</i>	<i>public date</i>	<i>rating</i>	<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for

Quarter of

<i>Institution</i>	<i>Location</i>
None	

District 2

Federal Reserve Bank of New York

Applications and notifications filed during the week ending Saturday, January 16, 1999

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
FBSEA	Banco de la Ciudad de Buenos Aires, Buenos Aires, Argentina, to establish a representative office in New York, New York.	Newspaper – N/Avail
FBSEA	Moscow Narodny Bank, London, England, to establish a representative office in New York, New York.	Newspaper – N/Avail
FBSEA	Caixa Geral de Depositos, Lisbon, Portugal, to establish a branch in New York, New York.	Newspaper – N/Avail
18(c)/9	Manufacturers and Traders Trust Company, Buffalo, New York (“M&T Bank”), to merge with First National Bank of Rochester, Rochester, New York, with M&T Bank as survivor and incident thereto, establish branches.*	Newspaper – 02/09/1999

* Subject to the provisions of the Community Reinvestment Act

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(3)/3(a)(5)	M&T Bank Corporation (“MTB”) and Olympia Financial Corp., both of Buffalo, New York, to (i) acquire FNB Rochester Corp., Rochester, New York (“FNB”), and thereby acquire First National Bank of Rochester, also of Rochester, New York, and (ii) for MTB to acquire 19.9 percent of FNB common stock*	Newspaper – 02/09/1999 Fed Reg – N/Avail

* Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

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

<i>Type</i>	<i>Application</i>
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None

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.

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<i>RSSD</i>		<i>Examination</i>	<i>CRA</i>	<i>CRA</i>	<i>Exam type</i>	
<i>number</i>	<i>Institution/Location</i>	<i>date</i>	<i>public date</i>	<i>rating</i>	<i>LrgBk</i>	<i>SmBk</i>

None

Section VI – CRA examinations scheduled for **Quarter of**

<i>Institution</i>	<i>Location</i>
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None

District 3

Federal Reserve Bank of Philadelphia

Applications and notifications filed during the week ending Saturday, January 16, 1999

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

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

<i>Type</i>	<i>Application</i>	
None		

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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SN = Substantial noncompliance

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<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for

Quarter of

<i>Institution</i>	<i>Location</i>
None	

District 4

Federal Reserve Bank of Cleveland

Applications and notifications filed during the week ending Saturday, January 16, 1999

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
CIC	Received notification from Altier Family on 01/11/1999 of their intent to acquire up to 36.60 percent of the outstanding votings shares of North Valley Bank, Corning, OH.*	Fed Reg – 02/02/1999

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

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

<i>Type</i>	<i>Application</i>	
None		

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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S = Satisfactory

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SN = Substantial noncompliance

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<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
212522	Somerset Trust Company	9/14/1998	12/10/1998	S		x

Section VI – CRA examinations scheduled for

Quarter of

Institution

Location

None

District 5

Federal Reserve Bank of Richmond

Applications and notifications filed during the week ending Saturday, January 16, 1999

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
18(c)	F&M Bank-Northern Virginia, Fairfax, Virginia, to merge with Security Bank Corporation, Manassas, Virginia.*	Newspaper – N/Avail
Branch	Southern Financial Bank, Warrenton, Virginia, to establish a branch at 10175 Hastings Drive, Manassas, Virginia.*	Newspaper – 02/06/1999
Branch	First Virginia Bank-Piedmont, Lynchburg, Virginia, to establish a branch inside the Wal-Mart store at 515 Mt. Cross Road, Danville, Virginia.*	Newspaper – 02/08/1999

*Subject to the provisions of the Community Reinvestment Act.

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
CIC	Notice of Change in Control with respect to Community Bancshares, Inc., Wilkesboro, North Carolina.	Fed Reg – 02/02/1999 Newspaper – N/Avail

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

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

<i>Type</i>	<i>Application</i>	
None		

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

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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.

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
782623	First Community Bank of Southwest Virginia, Inc. 643 East Riverside Drive Tazewell, Virginia 24651	10/13/1998	01/10/1999	S		X
2353595	First Community Bank of Mercer County, Inc. 1001 Mercer Street Princeton, West Virginia 24740	10/13/1998	01/15/1999	S	X	

Section VI – CRA examinations scheduled for

Quarter of

Institution

Location

None

District 6

Federal Reserve Bank of Atlanta

Applications and notifications filed during the week ending Saturday, January 16, 1999

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Colonial Bank, Montgomery, Alabama, to establish a branch located at 4312 Manatee Avenue West, Bradenton, Florida.	01/17/1999*
Branch	Colonial Bank, Montgomery, Alabama, to establish a branch located at 8706 West Hillsborough Avenue, Tampa, Florida.	01/17/1999*

*Subject to provisions of the Community Reinvestment Act

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(1)	Coast Community Bancshares, Inc., Biloxi, Mississippi, (after-the-fact) to become a bank holding company by retaining Coast Community Bank, Biloxi, Mississippi.	N/Avail*
3(a)(3)	Community Bancshares of Mississippi, Inc., Forest, Mississippi, (after-the-fact) to retain 50.9 percent of Coast Community Bancshares, Inc., and thereby retain Coast Community Bank, both of Biloxi, Mississippi.	N/Avail*

*Subject to provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4(c)(8)	Wrightsville Bancshares, Inc., Wrightsville, Georgia, to acquire WBS Financial Services, Inc., Wrightsville, Georgia, and thereby engage in insurance agency activities.	N/Avail

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

<i>Type</i>	<i>Application</i>
4(c)(8)	Merit Holding Corporation, Tucker, Georgia, to acquire Source Capital Group I, Inc., Atlanta, Georgia, and thereby engage in leasing personal or real property.

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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					<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for

Quarter of

<i>Institution</i>	<i>Location</i>
None	

District 7

Federal Reserve Bank of Chicago

Applications and notifications filed during the week ending Saturday, January 16, 1999

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Midwest Bank Hinsdale, Illinois 1851 S. Roselle Road Roselle, Illinois	Newspaper – 1/2/1999

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(3)	First Business Bancshares, Inc.* Madison, Wisconsin Fox River Valley Bancorp, Inc. Appleton, Wisconsin First Business Bank of the Fox River Valley (in organization) Appleton, Wisconsin	Fed Reg – 1/28/1999 Newspaper – 1/29/1999
3(a)(1)	Waukesha Bankshares, Inc.* Wauwatosa, Wisconsin Sunset Bank & Savings (in organization) Waukesha, Wisconsin	Fed Reg – 1/29/1999 Newspaper – 1/30/1999
3(a)(1)	Fountain View Bancorp, Inc.* Sigourney, Iowa Keokuk County Bankshares, Inc. Sigourney, Iowa Keokuk County State Bank Sigourney, Iowa	Fed Reg – 1/29/1999 Newspaper – 1/25/1999
3(a)(1)	First Personal Financial Corp.* Orland Park, Illinois First Personal Bank (in organization) Orland Park, Illinois	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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

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

<i>Type</i>	<i>Application</i>
S/R	South Holland Bancorp, Inc. South Holland, Illinois To redeem 600 shares (0.635%) of its outstanding common 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.

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					<i>LrgBk</i>	<i>SmBk</i>
6041	Union Bank – West 440 N. Lafayette St. Macomb, Illinois 61455 (309) 837-6664	9/18/1998	1/15/1999	S		X

Section V – Availability of CRA public evaluations

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
886044	Blencoe State Bank 401 Main St. P.O. Box 38 Blencoe, IA 51523 (712) 452-2291	9/30/1998	1/15/1999	S		X

Section VI – CRA examinations scheduled for **Quarter of**

<i>Institution</i>	<i>Location</i>
None	

District 8

Federal Reserve Bank of St. Louis

Applications and notifications filed during the week ending Saturday, January 16, 1999

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
CIC	Notice involving Marked Tree Bancshares, Inc., Marked Tree, Arkansas, by the Arnold Family Group.	Newspaper - 2/4/1999 Fed Reg – 2/2/1999
CIC	Notice involving Clement Bancshares, Inc., Plainview, Arkansas, by the Blanchard Family Group.	Newspaper – N/Avail. Fed Reg – N/Avail.
4(c)(8)	*Notice by Great Southern Bancorp, Inc., Springfield, Missouri, to acquire up to 10 percent of Guaranty Federal Bancshares, Inc., Springfield, Missouri, and thereby acquire an indirect interest in its wholly owned thrift subsidiary, Guaranty Federal Savings Bank, Springfield, Missouri.	Newspaper – 2/12/1999 Fed Reg- 2/12/1999

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

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

<i>Type</i>	<i>Application</i>
None	

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.

Federal bank regulators use the following 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.

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for **Quarter of**

<i>Institution</i>	<i>Location</i>
None	

District 9

Federal Reserve Bank of Minneapolis

Applications and notifications filed during the week ending Saturday, January 16, 1999

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(1)	Farmers State Bancshares, Inc., Bangor, Wisconsin, for prior approval to become a bank holding company through the acquisition of 100% of the voting shares of Farmers State Bank, Bangor, Wisconsin.	Fed Reg – 02/15/1999

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

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

<i>Type</i>	<i>Application</i>
None	

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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NI = Needs to improve

SN = Substantial noncompliance

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

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for

Quarter of

<i>Institution</i>	<i>Location</i>
None	

District 10

Federal Reserve Bank of Kansas City

Applications and notifications filed during the week ending Saturday, January 16, 1999

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Olathe State Bank, Olathe, Colorado, to establish a branch at 102 Grand Avenue, Delta, Colorado.	Newspaper – 01/30/1999
Branch / BP	Heritage Bank, Louisville, Colorado, to establish a branch at 2333 N. Main Street, Longmont, Colorado, and to invest in bank premises.	Newspaper – 01/18/1999

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(1)	Rae Valley Financials, Inc., Petersburg, Nebraska, to become a bank holding company through the acquisition of 100 percent of the voting shares of Petersburg State Bank, Petersburg, Kansas.	Newspaper – N/Avail Fed Reg – 02/12/ 1999
3(a)(1) / 4(c)(8)	BOK Merger Corporation Number Seven, Tulsa, Oklahoma, to become a bank holding company through the acquisition of 100 percent of the voting shares of First Bancshares of Muskogee, Inc., Muskogee, Oklahoma; and thereby indirectly acquire First National Bank and Trust Company of Muskogee, Muskogee, Oklahoma. Applicant to also acquire First Muskogee Insurance Corporation, Muskogee, Oklahoma, and thereby engage in credit related insurance activities.	Newspaper – 02/06/1999 Fed Reg – 02/05/1999
3(a)(3) / 4(c)(8)	BOK Financial Corporation, Tulsa, Oklahoma, to acquire 100 percent of the voting shares of First Bancshares of Muskogee, Inc., Muskogee, Oklahoma; and thereby indirectly acquire First National Bank and Trust Company of Muskogee, Muskogee, Oklahoma. Applicant to also acquire First Muskogee Insurance Corporation, Muskogee, Oklahoma, and thereby engage in credit related insurance activities.	Newspaper – 02/06/1999 Fed Reg – 02/05/1999
CIC / S/R	Bert D. Blackard, Independence, Kansas, to acquire voting shares of First Howard Bankshares, Topeka, Kansas; and thereby indirectly acquire First National Bank, Howard, Kansas, and Peoples State Bank, Cherryvale, Kansas. Also, First Howard Bankshares, Topeka, Kansas, to redeem 80 percent of its own voting common stock.	Newspaper – N/Avail Fed Reg – N/Avail

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

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

<i>Type</i>	<i>Application</i>
None	

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.

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

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SN = Substantial noncompliance

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

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
957757	Community Bank & Trust Company Neosho, Missouri	10/05/1998	01/12/1999	S	X	

Section VI – CRA examinations scheduled for **Quarter of**

<i>Institution</i>	<i>Location</i>
None	

District 11

Federal Reserve Bank of Dallas

Applications and notifications filed during the week ending Saturday, January 16, 1999

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(3)	Central Bancshares, Inc., Houston, TX, to acquire Caldwell Bancshares, Inc., Caldwell, TX, Caldwell Bancshares of Delaware, Inc., Wilmington, DE, and Caldwell National Bank, Caldwell, TX* (Previously reported the week ending January 9, 1999)	Fed Reg – 02/04/1999 Newspaper – 02/06/1999
3(a)(3)	State National Bancshares, Inc., Lubbock, TX, to acquire Valley Bancorporation, Inc., El Paso, TX, and Montwood National Bank, El Paso, TX* (Previously reported the week ending January 9, 1999)	Fed Reg – 02/04/1999 Newspaper – 01/29/1999
3(a)(5)	Woodforest Bancshares, Inc., Houston, TX, and Sun Belt Bancshares Corporation, Wilmington, DE, to acquire HB Financial Corporation, Highlands, TX, and HB Financial Corporation of Delaware, Wilmington, DE, and Highlands State Bank, Highlands, TX*	Fed Reg – N/Avail Newspaper – N/ Avail
3(a)(1)	La Plata Bancshares, Inc., Hereford, TX, to acquire La Plata Delaware Bancshares, Inc., Dover, DE, and First National Bank of Hereford, Hereford, TX*	Fed Reg – 02/04/1999 Newspaper – 01/30/1999
3(a)(1)	La Plata Delaware Bancshares, Inc., Dover, DE, to acquire First National Bank of Hereford, Hereford, TX*	Fed Reg – 02/04/1999 Newspaper – 01/30/1999

*Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

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

<i>Type</i>	<i>Application</i>
None	

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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<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for Quarter of

<i>Institution</i>	<i>Location</i>
None	

District 12

Federal Reserve Bank of San Francisco

Applications and notifications filed during the week ending Saturday, January 16, 1999

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

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

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(3)	Eggemeyer Advisory Corp., Castle Creek Capital LLC, and Castle Creek Capital Partners Fund-I, L.P., all of Rancho Santa Fe, California, to indirectly acquire Valley Bancorp, Inc., and its wholly-owned subsidiary, Montwood National Bank, both of El Paso, Texas, through its 15.8 percent ownership of State National Bancshares, Inc., Lubbock, Texas. *	Newspaper – N/Avail Fed Reg – 02/04/1999
3(a)(1)	Umpqua Holdings Corporation to become a bank holding company by acquiring South Umpqua Bank, both of Roseburg, Oregon. *	Newspaper – 02/13/1999 Fed Reg – 02/15/1999

* Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

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

<i>Type</i>	<i>Application</i>
Member	Oregon State Bank, Corvallis, Oregon, to become a member of the Federal Reserve System.

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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<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for

Quarter of

<i>Institution</i>	<i>Location</i>
None	